

**AFFIDAVIT
REQUIRED**

ACTION

Board Approval of a Minor Variation Request for RZ-2020-PR-008 by Westpark Corporate Center, L.L.C., to increase the height of one building by 11.28% above what is shown on the Conceptual Development Plan/Final Development Plan (CDP/FDP). (Providence District)

ISSUE:

Request for a minor variation to increase the height of one building by 11.28% above what is shown on the CDP/FDP to provide a rooftop amenity space.

RECOMMENDATION:

In accordance with Zoning Ordinance subsection 8100.5.A(2) and Virginia Code § 15.2-2302, the County Executive recommends that the Board waive the requirement of a public hearing and approve an increase in the height of one building by 11.28% above what is shown on the CDP/FDP to provide a rooftop amenity space.

TIMING:

Routine.

BACKGROUND:

Under subsection 8100.5.A(2) of the Zoning Ordinance, the Board may approve certain requests for minor variations to proffered conditions without a public hearing when such requests do not materially affect proffered conditions of use, density, or intensity. Specifically, subsection 8100.5.A(2)(a)(2) permits an applicant to request an “increase [in] permitted building height if the resultant height increase does not (a) [e]xceed 15 feet or 15% of the approved building height, whichever is less; (b) [c]ause the building to exceed the maximum height of the zoning district; and (c) [h]ave a materially adverse impact on adjacent properties.”

On November 9, 2021, the Board of Supervisors approved RZ-2020-PR-008, subject to proffers, to rezone the subject property from the C-4 District to the Planned Development Commercial Zoning District. The Planning Commission approved FDP-2020-PR-008, subject to development conditions, on October 13, 2021. These applications permitted an existing office development to remain generally as existing when land area was removed

Board Agenda Item
September 10, 2024

from the parcel for application RZ-2020-PR-009, the extension of The Boro. The property is located in the northwest quadrant of the intersection of Route 7 (Leesburg Pike) and Westpark Drive, on approximately 4.41 acres of land identified as Tax Map 29-3 ((1)) 66A3 and 66A4. (See Locator Map in Attachment 1). The maximum building height in the PDC district is governed by what is shown on the CDP/FDP; on Sheet C-03 of the CDP/FDP, the maximum building height is shown as 125 feet. The existing constructed height of the building at 8484 Westpark Drive (Tax Map 29-3((1)) 66A3) is slightly less than this maximum.

On June 17, 2024, the Department of Planning and Development (DPD) received a revised letter dated June 17, 2024, from David Gill of WireGill LLP, agent for the applicant, requesting a minor variation to increase the maximum building height of the building at 8484 Westpark Drive to accommodate a proposed rooftop amenity. (See Attachment 5). The applicant's Minor Variation Statement confirms that the subject property will otherwise be developed in substantial conformance with the governing proffers (see Attachment 4). A previous submittal provided elevations and viewsheds for the approved and requested heights at 8484 Westpark Drive. (See Attachment 3). The elevation exhibit demonstrates that the increase in building height would not cause the rooftop amenity addition to exceed the elevation of existing mechanical equipment, located on the roof (existing mechanical equipment is excluded from the calculation of maximum building height). The viewshed exhibit demonstrates that a person will not be able to view the added height of the proposed addition from a public sidewalk along Route 7. The request letter also notes that a person would not be able to view the added height from a public sidewalk along Westpark Drive. Proffer 2 states that maximum building height is among the "proffered elements" of the CDP. (See Attachment 2).

The requested height increase of 14.1 feet does not exceed 15 feet or 15% of the approved building height, and the PDC District does not have a specified maximum height. Staff believes the change will not have a materially adverse impact on adjacent properties. Staff therefore believes that approval of this minor variation request to increase the building height to 139.1 feet for 8484 Westpark Drive meets the requirements of the Zoning Ordinance, and recommends its approval.

ENCLOSED DOCUMENTS:

Attachment 1: Locator Map

Attachment 2: Proffer Excerpt

Attachment 3: Proposed Elevations and Viewshed for 8484 Westpark Drive

Attachment 4: Minor Variation Statement

Attachment 5: Letter dated June 17, 2024, from David Gill to Suzanne Wright

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Attachment 6: Affidavit

STAFF:

Bryan Hill, County Executive

Tracy D. Strunk, Director, Department of Planning and Development (DPD)

Suzanne Wright, Director, Zoning Evaluation Division (ZED), DPD

Cathy Belgin, Chief, Conformance Review and Acceptance Branch, ZED, DPD

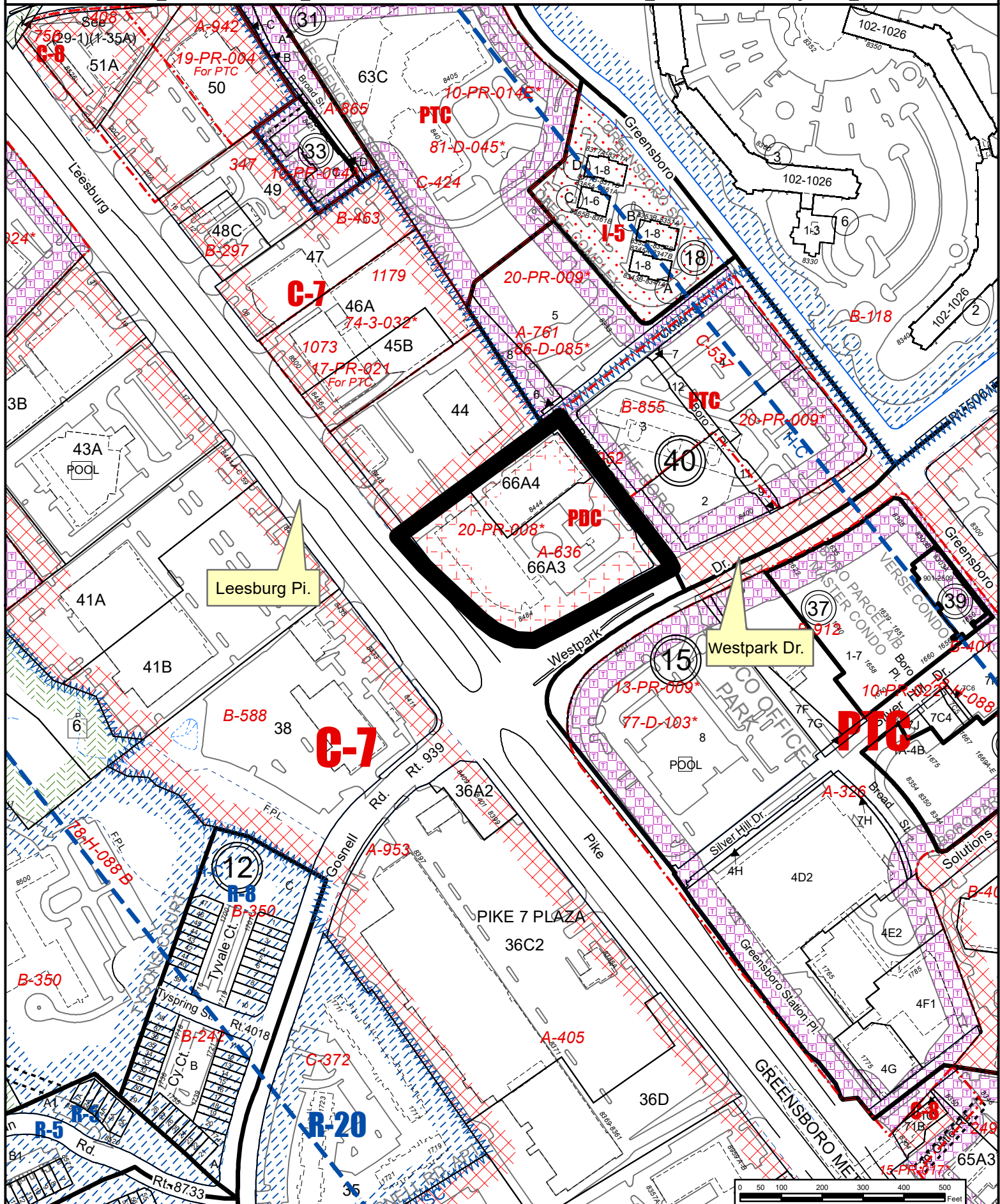
Lauren Hall, Staff Coordinator, ZED, DPD

ASSIGNED COUNSEL:

Sara Silverman, Assistant County Attorney, Office of County Attorney

Minor Variation Request MVR-2024-PR-00002

Westpark Corporate Center Rooftop Amenity Space



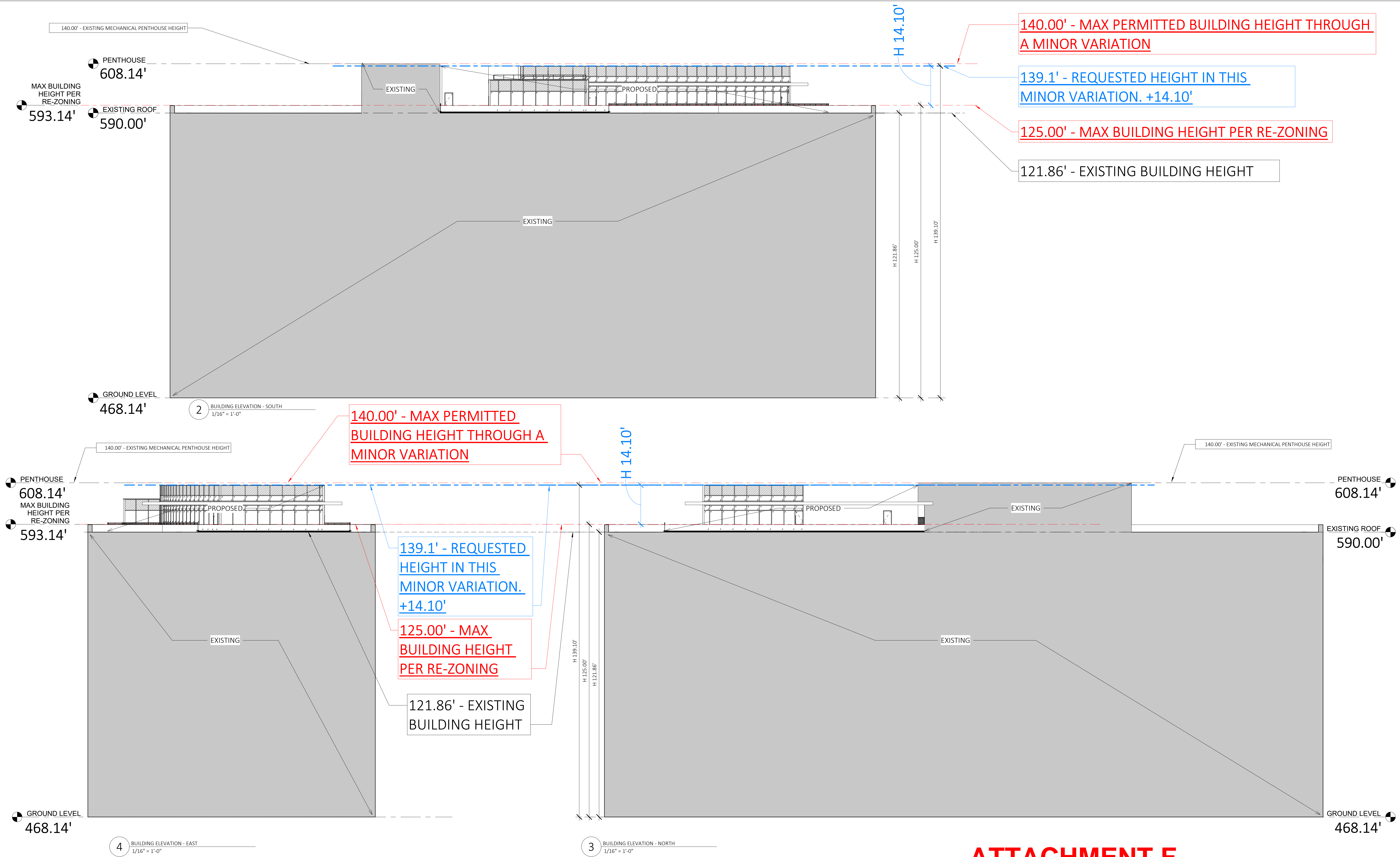
PROFFERS
Westpark Corporate Center
RZ 2020-PR-008

September 16, 2021

Pursuant to Section 15.2-2303(A) of the Code of Virginia (1950, as amended) and subsection 8100.2.D of the Zoning Ordinance of Fairfax County (2021, as amended) (the “Ordinance”), the property owner/applicant, for itself and its successors and/or assigns (hereinafter referred to as the “Applicant”), hereby proffers that the development of the parcels under consideration with RZ 2020-PR-008 and shown on the Fairfax County 2021 Tax Map as 29-3 ((1)) 66A3 and 66A4 (collectively referred to as the “Property”) will be in accordance with the following conditions if, and only if, rezoning application RZ 2020-PR-008 (the “Rezoning”) is granted. These Proffers will supersede and replace all previously approved proffers and conditions that may be applicable to the Property.

1. Conceptual Development Plan. The Property will be developed in substantial conformance with the Westpark Corporate Center Conceptual/Final Development Plan (“CDP/FDP”) dated August 12, 2021, prepared by VIKA Virginia, LLC, and as may be further modified by these Proffers.
2. Proffered CDP Elements. It will be understood that the proffered elements of the CDP are limited to the general location of the points of access, general location of the buildings, build-to-lines, general mix of uses, maximum gross floor area (“GFA”) and maximum building heights, the general quality and character of the streetscape, and the amount and general location and quality of open space (the “Proffered Elements”). Other elements of the CDP may be adjusted or modified with approval of future Final Development Plan Amendments (“FDPAs”) in accordance with the provisions set forth in subsection 8100.2.E(2) of the Ordinance.
3. Minor Modifications. Minor modifications to the Proffered Elements of the CDP may be permitted as determined by the Zoning Administrator. The layout shown on the CDP may be modified without requiring approval of a Conceptual Development Plan Amendment (“CDPA”) provided such changes are in substantial conformance with the CDP as determined by the Zoning Administrator.
4. Proposed Development. The maximum gross floor area (“GFA”) permitted on the Property is 512,586 square feet as shown in the zoning tabulations on Sheet C-03 of the CDP/FDP (the “Zoning Tabulations”).
5. Uses. The Proposed Development may include the following principal and secondary uses, subject to the Use Standards prescribed in Article 4 of the Ordinance.
 - A. Principal Uses. Principal uses permitted include: banquet or reception hall, business service; catering; college or university; convention or conference center; data center; financial institutions; household repair and rental service; massage therapy establishment; office; personal service; pet grooming facility; public use;

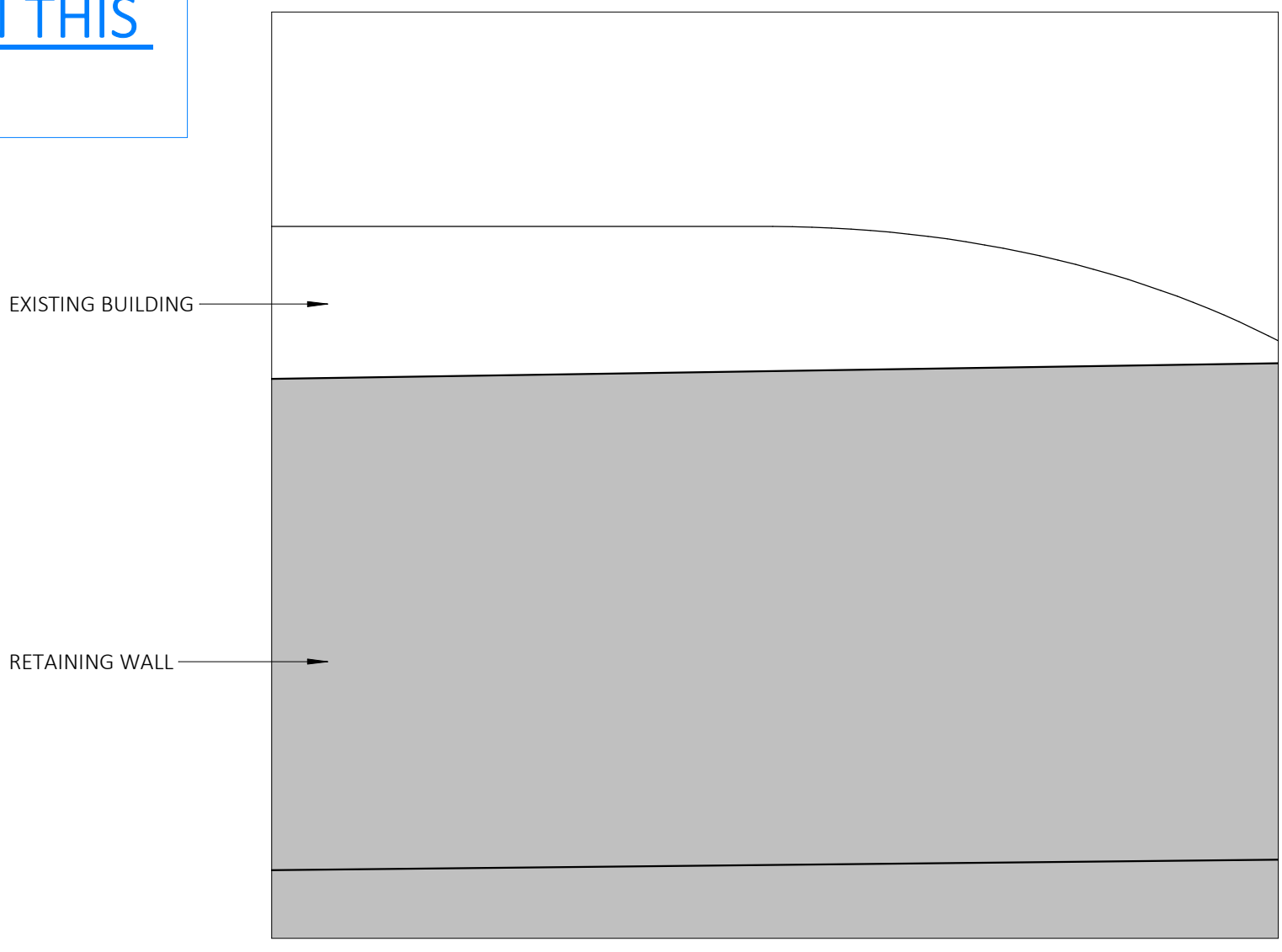
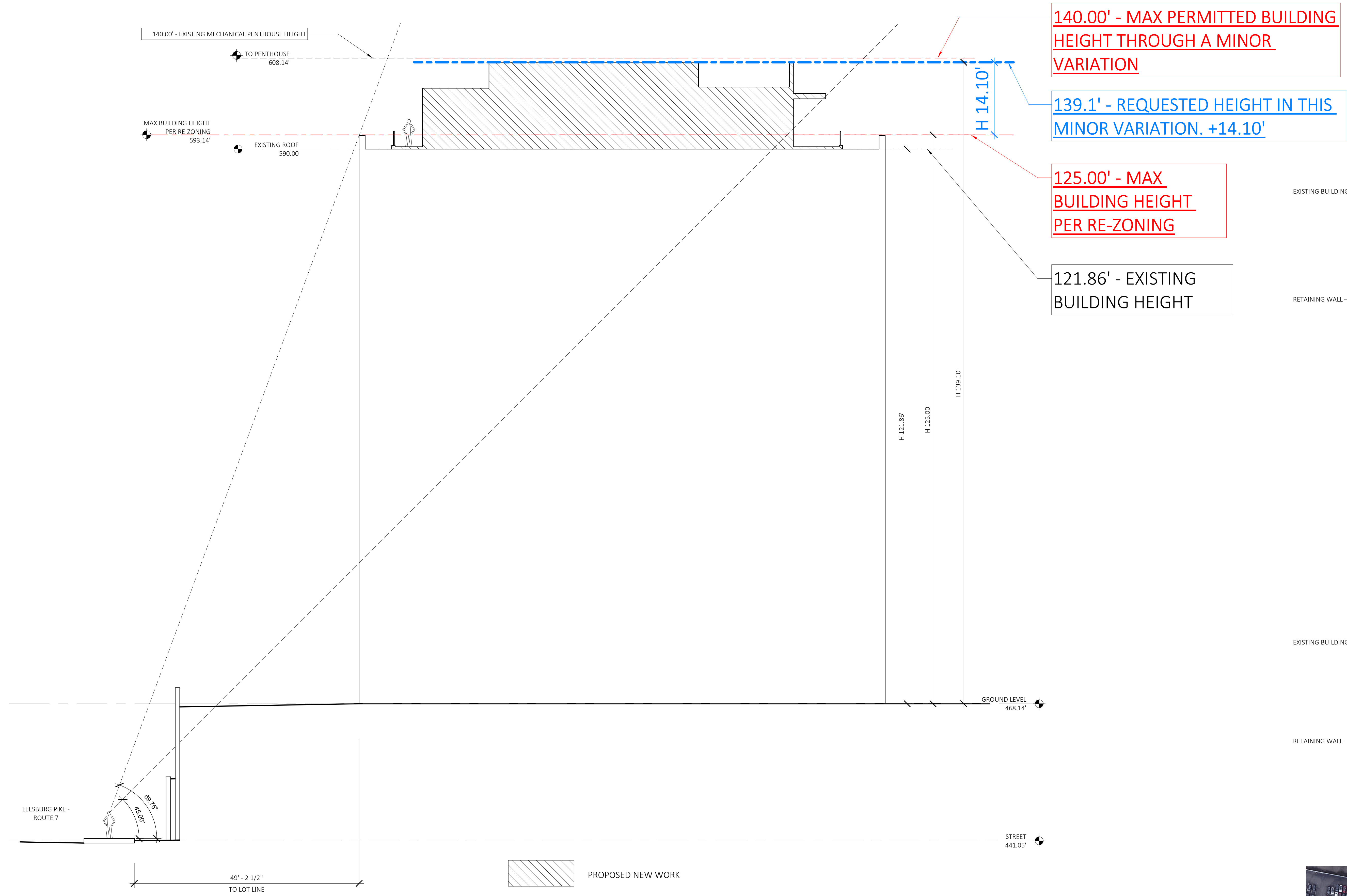
Attachment 3



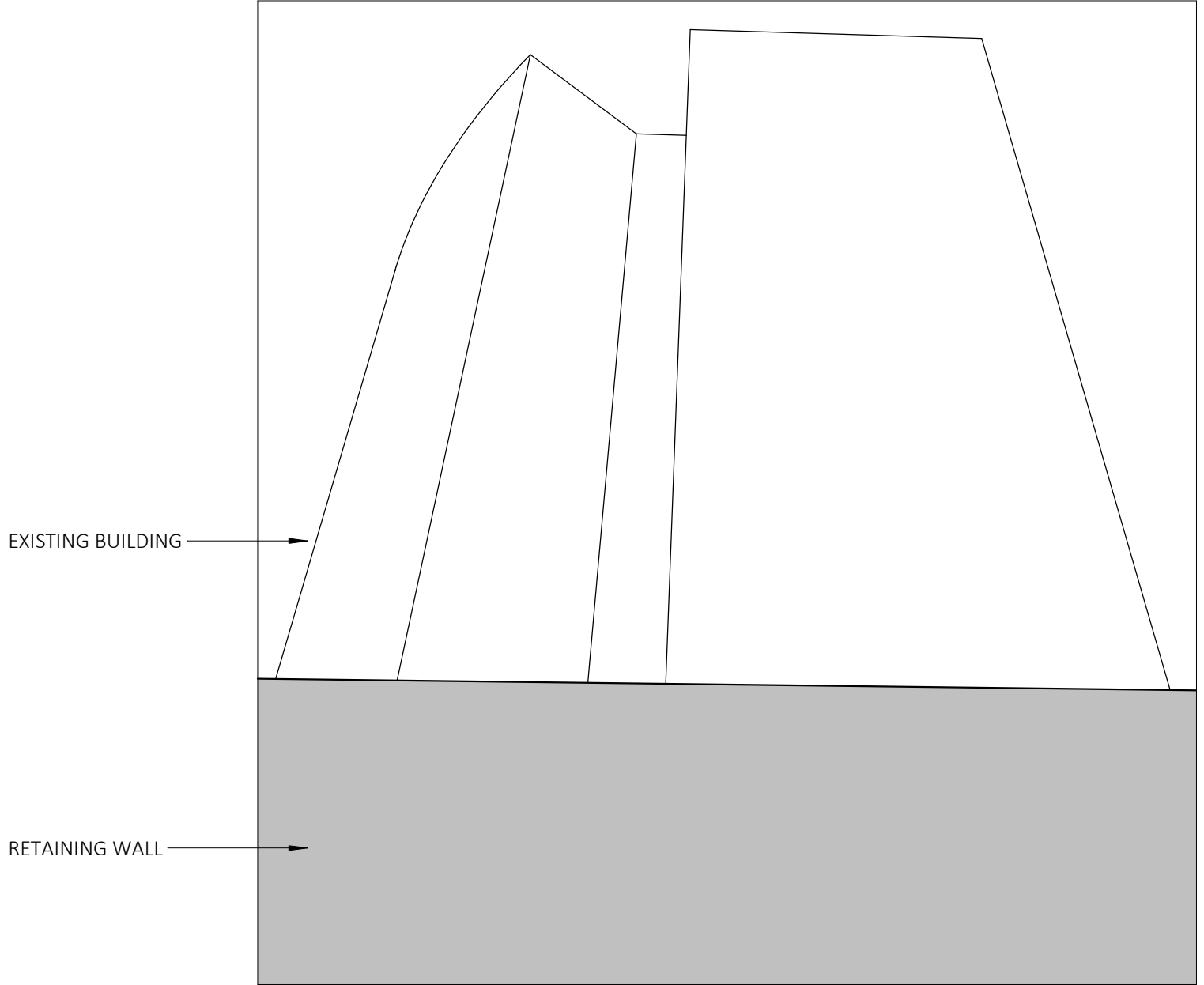
ATTACHMENT F



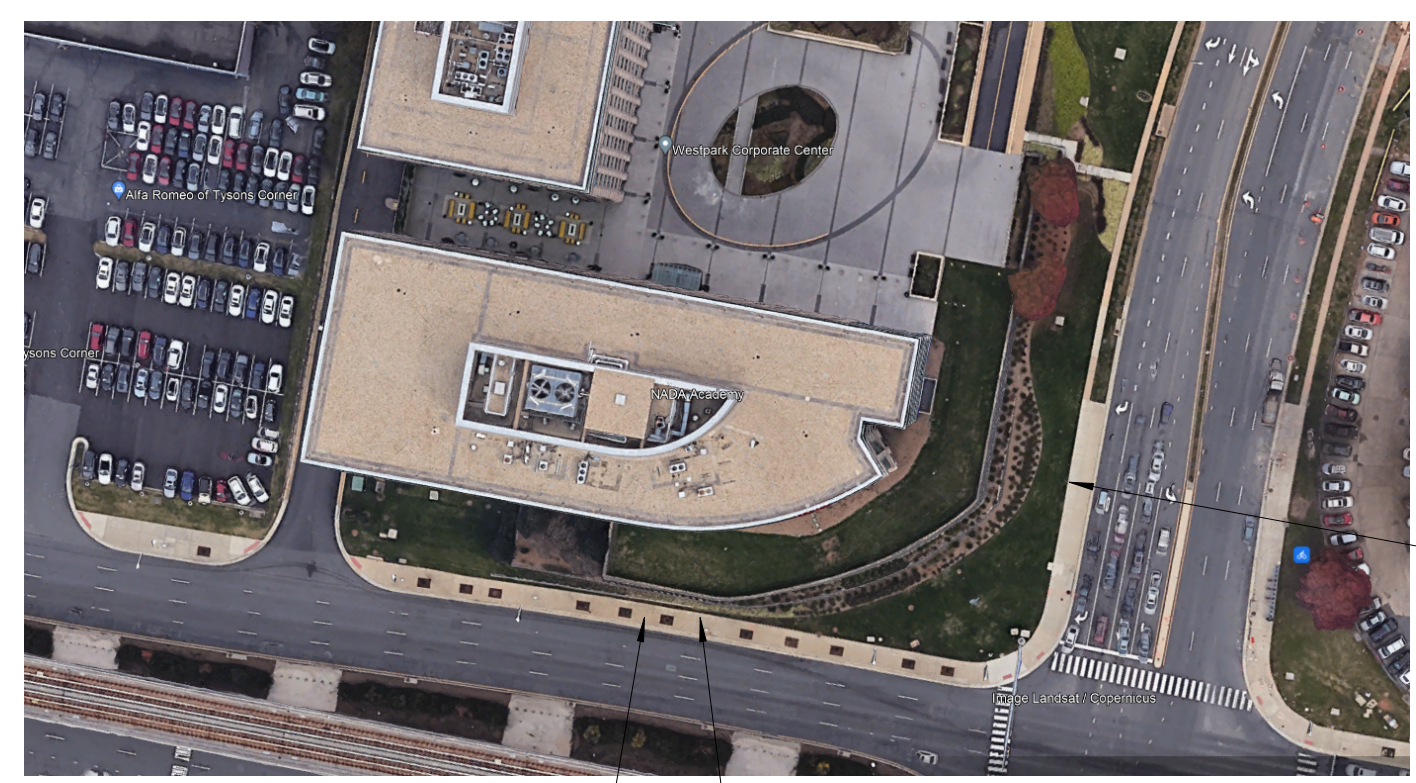
ROOFTOP ADDITION
8484 WESTPARK DRIVE
MCLEAN, VA 22102



2 SIDEWALK PERSPECTIVE - EAST



3 SIDEWALK PERSPECTIVE - NORTH



ATTACHMENT G

Attachment 4

MINOR VARIATION STATEMENT

WESTPARK CORPORATE CENTER, L.L.C.

RZ 2020-PR-008


Tax Maps 029-3 ((01)) 0066A3 and 0066A4 (the "Property")

June 17, 2024

Pursuant to Section 8100.5.A.2 of the Zoning Ordinance, the property owner, Westpark Corporate Center, L.L.C., hereby requests approval of a Minor Variation to the proffers governing Tax Maps 029-3 ((01)) 0066A3 and 0066A4 to permit an increase in the height of the building on Tax Map 029-3 ((01)) 0066A3 from 125 feet to 139.10 feet, an increase of 11.28%, as shown on the Conceptual Development Plan / Final Development Plan which was proffered under Proffer #2 of RZ-2020-PR-008 and commits that the Property will be developed otherwise in substantial conformance with the governing proffers.

[SIGNATURE PAGE TO FOLLOW]

WESTPARK CORPORATE CENTER, L.L.C.,
a Delaware limited liability company

By: 
Angela Scodellaro
Its: Director/Authorized Signatory



David R. Gill

dgill@wiregill.com

703-677-3131

June 17, 2024

VIA PLUS

Suzanne Wright
Director, Zoning Evaluation Division
Department of Planning and Development
12055 Government Center Parkway, Suite 801
Fairfax, Virginia 22035

UPDATED Minor Variation Request for Westpark Corporate Center Rooftop Amenity Space, for Tax Maps 029-3 ((01))0066A3 and 0066A4 (collectively the "Property"), RZ/CDP/FDP 2020-PR-008 (the "Project" or "Rezoning" or the "Proffers"),

Dear Suzanne,

This letter is updated to reflect an updated reference to the title ownership entity as requested by Staff, and a corrected Zoning Ordinance reference. My client, Westpark Corporate Center, L.L.C., is seeking to construct a rooftop amenity space (the "Proposal") on the existing building at 8484 Westpark Drive, McLean, Virginia 22102 (Tax Map 029-3 ((01)) 0066A3). Based on detailed conversations with Zoning Evaluation Division staff (Lauren Hall and Cathy Belgin), the proposed rooftop amenity space requires a Minor Variation (the "MV") from the approved Rezoning in order to permit 14.10 feet (an 11.28% increase) of additional height above the proffered maximum building height allowed of 125 feet for a total of 139.10 foot maximum building height.

Approved Rezoning

The Property is governed by RZ/CDP/FDP 2020-PR-008 (please see Attachment A for approved CDP/FDP, Attachment B for approved proffers, and Attachment C for approved development conditions), which was approved by the Board of Supervisors on November 09, 2021. The Rezoning was part of the larger rezoning called The Boro, and the approval took into account the two existing 9-story office buildings on the Property. The Rezoning specified a maximum gross floor area of 512,586 square feet. In addition, it specified a maximum building height of 125 feet.

Per the Rezoning, the maximum permitted gross floor area across the site (which includes two existing office buildings) is 512,586 square feet. Per the attached analysis (please see Attachment D), the existing building gross floor area (according to the Zoning Ordinance definition of "gross floor area") is 503,079 square feet and we are proposing an additional 5,050 square feet, for a total of 508,129 square feet. This proposed building square footage is below the permitted 512,586 square feet.

Requested Minor Variation

We are requesting an MV from the approved Rezoning in order to permit 14.10 feet of additional height above the proffered maximum building height allowed of 125 feet. Zoning Ordinance Section 8100.5.A.2, states that “[t]he Board may approve certain requests for minor variations to proffered conditions and the associated PRC development plan, generalized development plan, conceptual development plan, and final development plan, including any approved conditions of such plans, without a public hearing...” The Zoning Ordinance then goes on to list the conditions under which the MV may be approved by the Board. These conditions and our responses to them are listed further below.

Our MV request is to permit an additional 14.10 feet of building height above the Rezoning’s permitted building height of 125 feet for a rooftop amenity space. The rooftop amenity space would be primarily glass-enclosed walls, likely be used as an exercise room, to improve the amenities available to tenants in order to retain or gain leases in an increasingly challenging office market. The height of the proposed amenity space would be slightly lower than the height of the existing, adjacent rooftop mechanical penthouse, which is at 140 feet in height (please see Attachment E for roof floor plan). The proposed rooftop amenity space would be 139.10 feet in height (please see Attachment F for elevations). The proposed rooftop amenity space would not be visible from the public sidewalks along Route 7 or Westpark Drive (please see Attachment G).

Minor Variation Approval Conditions

Zoning Ordinance Section 8100.5.A.2 establishes the conditions required for the Board to approve a Minor Variation request. These conditions are listed below, along with Applicant responses.

The Board may approve certain requests for minor variations to proffered conditions and the associated PRC development plan, generalized development plan, conceptual development plan, and final development plan, including any approved conditions of such plans, without a public hearing in accordance with the following:

- (a) Requests cannot materially affect proffered conditions of use, density, or intensity, and are permissible only in one or more of the following circumstances:
 - a. *Response: The request does not materially affect the proffered uses, or intensity (density is not applicable). There are no proposed changes to proffered uses. As described in “Approved Rezoning” section above, the proposed 5,050 square feet of new amenity space, when added to the existing 503,079 square feet of gross floor area is below the permitted total 512,586 square feet of gross floor area.***
 1. To add or modify a use, if the proffered conditions do not specifically preclude the use, and the applicant demonstrates that the new use would have no materially greater land use impacts than the approved uses would, based on factors such as parking, trip generation, vehicular circulation, or hours of operation.
 - a. *Response: Not applicable. There are no proposed changes to proffered uses.***
 2. To increase permitted building height if the resultant height increase does not:
 - a. Exceed 15 feet or 15 percent of the approved building height, whichever is less;
 - i. *Response: The request does not exceed either 15 feet, nor 15 percent of the approved building height (18.75’ of the approved 125’ building height). The request is for 14.10 feet of additional building height or an increase of 11.28% in building height.***
 - b. Cause the building to exceed the maximum height of the zoning district; and

- i. ***Response: The request does not exceed the maximum height of the zoning district. The zoning district is PDC. The PDC's Building Dimensional Standards (ZO Section 2105.4) are silent on building height limits. The Planned Districts' General Standards (ZO Section 2105.C.1) say that: "The planned development must substantially conform to the Comprehensive Plan with respect to type, character, intensity of use, and public facilities." The Tysons Corner Urban Center Comprehensive Plan's land unit recommendation is silent on building height limits. However, the Tysons Corner Conceptual Building Heights Map (Map #11) designates a maximum building height of between 130'-175' for the Property.***
- c. Have a materially adverse impact on adjacent properties.
 - i. ***Response: The request does not have a materially adverse impact on adjacent properties. The additional space does not exceed the rezoning's approved FAR. The space is not rentable, and is simply amenity space for existing office space, so will not add office users (nor their vehicular trips) to the Property. The additional rooftop space will not be visible to pedestrians from several nearby public sidewalks, and its height is less than the existing mechanical penthouse. The architectural design, colors, and materials are in harmony with the existing office building.***
3. To modify minimum setback dimensions, building setbacks, or distances from peripheral lot lines shown on an approved development plan, but only if the modified dimensions would not have a materially adverse impact on adjacent properties or other proffered conditions.
 - a. ***Response: Not applicable.***
4. To add, modify, or delete active or passive recreation uses at the request of the property owner or the owners' association, if the request:
Response: Not applicable.
 - a. Is consistent with the objectives of the original zoning approval;
 - b. Does not reduce the recreational uses or open space below the minimum required for the zoning district or otherwise required by the Zoning Ordinance; and
 - c. Does not delete an approved but unbuilt facility.
5. To modify proffer commitments related to technologies (such as computer business centers) or services (such as transportation shuttles) that are underutilized or have become ineffective or obsolete as circumstances have changed.
 - a. ***Response: Not applicable.***
6. To modify architectural design, character, color, features, or materials for buildings and signs if the modifications are of equivalent quality and do not have a materially adverse impact on adjacent properties.
 - a. ***Response: The request does not have a materially adverse impact on adjacent properties. The additional space does not exceed the rezoning's approved FAR. The space is not rentable, and is simply amenity space for existing office space, so will not add office users (nor their vehicular trips) to the Property. The additional rooftop space will not be visible to pedestrians from several nearby public sidewalks, and its height is less than the existing mechanical penthouse. The architectural design, colors, and materials are in harmony with the existing office building.***
7. To add parking or loading spaces if the request:

Response: Not applicable.

- a. Does not exceed ten percent of the area occupied by the approved parking lot;
- b. Does not reduce the open space below the minimum required for the zoning district;
- c. Does not have a materially adverse impact on the effectiveness of approved transitional screening, buffering, landscaping, open space, or stormwater management facilities; and
- d. Satisfies the parking lot landscaping requirements of subsection 5108.5.

Based on the above and attached analysis, we are respectfully requesting that you grant a Minor Variation for an additional 14.10 feet of building height for the proposed rooftop amenity space.

Should you have questions or require additional documentation, please let me know.

Sincerely,

David R Gill

David R. Gill
Wire Gill LLP

Attachments a/s

Attachment 6




County of Fairfax, Virginia

MEMORANDUM

Office of the County Attorney
Suite 549, 12000 Government Center Parkway
Fairfax, Virginia 22035-0064
Phone: (703) 324-2421; Fax: (703) 324-2665
www.fairfaxcounty.gov

DATE: July 3, 2024

TO: Lauren Hall, Staff Coordinator
Zoning Evaluation Division
Department of Planning and Development

FROM: Jo Ellen Groves, Paralegal 
Office of the County Attorney

SUBJECT: Affidavit
Application No.: MVR-2024-PR-00002
Applicant: Westpark Corporate Center, L.L.C.
PC Hearing Date: Not scheduled.
BOS Hearing Date: 7/16/24

REF.: 178763

Attached is an affidavit which has been approved by the Office of the County Attorney for the referenced case. Please include this affidavit dated 7/2/24, which bears my initials and is numbered 178763a, when you prepare the staff report.

Thank you for your cooperation.

Attachment

cc: (w/attach) Julia Nimeth, Planning Technician II (Sent via e-mail)
Zoning Evaluation Division
Department of Planning and Development

REZONING AFFIDAVIT

DATE: JUL 2 2024
(enter date affidavit is notarized)

178163a

I, David R. Gill, do hereby state that I am an
(enter name of applicant or authorized agent)

(check one) ☐ applicant
☒ applicant's authorized agent listed in Par. 1(a) below

in Application No.(s): MVR-2024-PR-00002
(enter County-assigned application number(s), e.g. RZ 88-V-001)

and that, to the best of my knowledge and belief, the following information is true:

1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS, and LESSEES** of the land described in the application,* and, if any of the foregoing is a **TRUSTEE,**** each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS**, and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

(**NOTE:** All relationships to the application listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Westpark Corporate Center, L.L.C. Agent: Angela Scodellaro Peter F. Jahn Eric J. Ekeroth Elise Dera Matthew D. Heinke • Christina M. Misiti-Eskritt • Joseph L. Cowden	8444 Westpark Drive, Suite 820 McLean, VA 22102	Applicant/Title Owner of Tax Map 29-3 (11) 66A3, 66A4
White and Whitney Consulting, LLC Agent: Richard Whitney	45645 Willowpond Plaza, Suite 202 Sterling, VA 20164	Consultant/Agent
Deceder Group, LLC Agent: Daniel Deceder Thorne Ransom Brandon Roach	4401 N. Fairfax Drive, Suite 331 Arlington, VA 22203	Architect/Agent

(check if applicable) ☒ There are more relationships to be listed and Par. 1(a) is continued on a "Rezoning Attachment to Par. 1(a)" form.

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Rezoning Attachment to Par. 1(a)

JUL 2 2024

DATE: _____

(enter date affidavit is notarized)

178763afor Application No. (s): MVR-2024-PR-00002

(enter County-assigned application number (s))

(NOTE: All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Wire Gill LLP Agent: David R. Gill Kenneth W. Wire James A. Thornhill Heather Dlhopsky Stephanie C. Cutler Brent E. Glenn Ina C. Charvet Harry P. Hart John M. Lain Mary Catherine Gibbs Megan C. Rappolt A. Faheem Darab	1984 Isaac Newton Square, Suite 304 Reston, Virginia 20190	Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Planner/Agent

(check if applicable)

[]

There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

REZONING AFFIDAVIT

DATE: JUL 2 2024
(enter date affidavit is notarized)

178763a

for Application No. (s): MVR-2024-PR-00002
(enter County-assigned application number(s))

1(b). The following constitutes a listing*** of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 10 or less shareholders, a listing of all of the shareholders, and if the corporation is an owner of the subject land, all of the OFFICERS and DIRECTORS of such corporation:

(NOTE: Include **SOLE PROPRIETORSHIPS, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS** herein.)

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Westpark Corporate Center, L.L.C.
8444 Westpark Drive, Suite 820
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF SHAREHOLDERS: (enter first name, middle initial, and last name)

The Northwestern Mutual Life Insurance Company, Member
National Automobile Dealers Association, Member
NM GP Holdings, LLC, Managing Member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. **President, Vice President, Secretary, Treasurer**, etc.)

● Angela Scodellaro, Director/Authorized Signatory

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued on a "Rezoning Attachment 1(b)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(b)DATE: JUL 2 2024
(enter date affidavit is notarized)178763afor Application No. (s): MVR-2024-PR-00002
(enter County-assigned application number (s))**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)

The Northwestern Mutual Life Insurance Company
720 East Wisconsin Avenue
Milwaukee, WI 53202

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☒ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

The Northwestern Mutual Life Insurance Company is a non-stock company with no shareholders. Instead, policyholders share in the ownership of the company. There are in excess of thousands of policyholders, none of whom own 10% or more of Westpark Corporate Center, L.L.C.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g.**President, Vice-President, Secretary, Treasurer, etc.)**

Thomas D. Zale, VP-Real Estate; Paul J. Hanson, Managing Dir; Joseph Miller, Managing Dir; Christina M. Misiti-Eskritt, Managing Dir; Daniel M. Flesch, Managing Dir; Daniel C. Knuth, Regional Dir; Walter N. Smith, Regional Dir; Ahmad Perry, Regional Dir; Matthew D. Heinke, Assistant Secretary; Peter F. Jahn, Dir. (former)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

NM GP Holdings, LLC
720 East Wisconsin Avenue
Milwaukee, WI 53202

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

The Northwestern Mutual Life Insurance Company

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g.**President, Vice-President, Secretary, Treasurer, etc.)**

Angela Scodellaro, Investment Manager

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: JUL 2 2024
(enter date affidavit is notarized)

178763a

for Application No. (s): MVR-2024-PR-00002
(enter County-assigned application number (s))**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)White and Whitney Consulting, LLC
45645 Willowpond Plaza, Suite 202
Sterling, VA 20164**DESCRIPTION OF CORPORATION:** (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)Richard Whiney
David White**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)Deceder Group, LLC
4401 N. Fairfax Drive, Suite 331
Arlington, VA 22203**DESCRIPTION OF CORPORATION:** (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Daniel Deceder

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: JUL 2 2024
(enter date affidavit is notarized)

178763a

for Application No. (s): MVR-2024-PR-00002
(enter County-assigned application number (s))**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)National Automobile Dealers Association
8484 Westpark Drive, Suite 500
Tysons, VA 22102**DESCRIPTION OF CORPORATION:** (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

A non-stock corporation with no shareholders.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

- Joseph L. Cowden, EVP & CFO

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

- The Northwestern Mutual Investment Management Company, LLC
720 East Wisconsin Avenue
Milwaukee, WI 53202

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

The Northwestern Mutual Life Insurance Company

[Northwestern Mutual Life Investment Management Company, LLC is The Northwestern Life Insurance Company's wholly owned affiliate and investment manager]

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g.**President, Vice-President, Secretary, Treasurer, etc.)**

Thomas D. Zale, VP-Real Estate; Paul J. Hanson, Managing Dir; Joseph Miller, Managing Dir; Christina M. Misiti-Eskritt, Managing Dir; Daniel M. Flesch, Managing Dir; Daniel C. Knuth, Regional Dir; Walter N. Smith, Regional Dir; Ahmad Perry, Regional Dir; Matthew D. Heinke, Assistant Secretary

(check if applicable) ☐ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

REZONING AFFIDAVIT

DATE: JUL 2 2024
(enter date affidavit is notarized)

178763a

for Application No. (s): MVR-2024-PR-00002
(enter County-assigned application number(s))

1(c). The following constitutes a listing*** of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name, number, street, city, state and zip code)

Wire Gill LLP
1984 Isaac Newton Square, Suite 304
Reston, Virginia 20190

(check if applicable) ☒ The above-listed partnership has no limited partners.

NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. **General Partner, Limited Partner, or General and Limited Partner**)

David R. Gill, Partner
Kenneth W. Wire, Partner
James A. Thornhill, Partner
Heather Dlhopsky, Partner
Stephanie C. Cutler, Partner
Harry P. Hart, Partner
Brent E. Glenn, Partner
Mary Catherine Gibbs, Partner
John M. Lain, Partner

(check if applicable) ☐ There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

REZONING AFFIDAVIT

DATE: JUL 2 2024
(enter date affidavit is notarized)

178763a

for Application No. (s): MVR-2024-PR-00002
(enter County-assigned application number(s))

1(d). One of the following boxes **must** be checked:

☐ In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land:

☒ Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land.

2. That no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land.

EXCEPT AS FOLLOWS: (**NOTE:** If answer is none, enter “**NONE**” on the line below.)

NONE

(check if applicable) ☐ There are more interests to be listed and Par. 2 is continued on a “Rezoning Attachment to Par. 2” form.

REZONING AFFIDAVIT

DATE: JUL 2 2024
(enter date affidavit is notarized)

178763a

for Application No. (s): MVR-2024-PR-00002
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)

None

(NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

(check if applicable) ☐ There are more disclosures to be listed and Par. 3 is continued on a "Rezoning Attachment to Par. 3" form.

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature:

(check one)

☐ Applicant

☒ Applicant's Authorized Agent

David R. Gill, Esq.

(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 2nd day of July, 2024, in the State/Comm. of Virginia, County/City of Fairfax.



My commission expires: _____