

MEMORANDUM OF UNDERSTANDING

This agreement is made as of August 29, 1994, by and between George Mason University ("GMU") and the County Board of Arlington County, Virginia ("the County").

Recitals

After many years of planning, GMU is prepared to begin the expansion of its Arlington Campus. The project is planned to be eventually as large as 750,000 square feet of gross floor area, with 1,100 parking spaces. Phase I will consist of approximately 150,000 square feet of gross floor area and 142 new parking spaces, designed to accommodate the Law School and elements of other programs. Some renovations of the existing building will also occur to allow expansion of the Continuing Education programs and to house other university programs. This project is unique and has characteristics not shared by other properties in the County.

Studies in the region and nationally have noted the contribution made by higher education to the economic welfare of the communities where it is located. In some cases the benefits are direct, through the contribution made by construction, salary, and purchasing expenditures. Other benefits are indirect, through the decisions of businesses to locate near a learning institution. This project will benefit the educational needs of residents and businesses in Arlington and nearby areas, and is being developed in a spirit of collaboration between GMU and Arlington County.

George Mason University, as a State University exempt from the County's customary land use approval procedures, has participated in a community review process in lieu of the normal site plan review process, which would have included a County Board review resulting in either denial or site plan approval with conditions. This process has paralleled, and in some cases expanded upon, the customary process.

It is the purpose of this memorandum to memorialize the understandings of the County and GMU with respect to the development of the site and the designation and eventual allocation of funds under bond issues already approved by the voters of Arlington County, as well as those that might be approved in the future.

The immediate action to which this Memorandum of Understanding relates is the designation of \$3,000,000 in the County's bond authorization available from the 1992 higher education bond issue to George Mason University to aid the development of Phase I of the GMU Arlington Campus project. Execution of this Memorandum of Understanding and satisfaction of the conditions in this memorandum by GMU and the County are prerequisites to actual disbursement of funds designated for Phase I of the project, which is anticipated to be on or before January 1, 1995.

In consideration of the premises, the County and GMU agree as follows:

1. The documents prepared by the University at various stages of this process are

incorporated by reference into this Memorandum of Understanding and all statements and representations made therein, collectively, are deemed to constitute the "GMU proposal". These documents include:

- a. George Mason University - Arlington Campus Master Plan & Phase One-Law School, subtitled "Review Submission to Site Plan Review Subcommittee", prepared by George Mason University/Skidmore, Owings and Merrill (undated), which was reviewed by the Planning Commission on May 25, 1994 and forwarded to the County Board for its meeting of June 4, 1994, as well as those renderings of the Phase I building and information on facade material for the Phase I building presented to the County Board at its meeting of June 4, 1994, and oral representations at the meeting which are incorporated in the public record.
 - b. GMU - Arlington Campus Parking and Traffic Briefing Materials, prepared by JHK & Associates, dated May 19, 1994.
 - c. GMU - Arlington Campus Interim Parking Strategies, prepared by Parking Services Office, George Mason University and dated 18 May 1994.
 - d. Statement of Community Benefit, not directly attributed to but prepared by the Office of Institutional Planning and Research of George Mason University.
 - e. Statement of Randall Edwards, Executive Vice President for Administration at George Mason University, to the Arlington County Board on June 4, 1994.
2. The County recognizes the general consistency of the GMU proposal with the County's General Land Use Plan and other planning policies.
 3. The County and GMU acknowledge the community benefits conferred by a well-planned presence in Arlington of a major university, as well as the specific elements of community benefit identified in the GMU proposal.
 4. GMU has proposed, and the County will cooperate in, the formation of an ongoing Joint GMU/Arlington County Advisory Board (the Joint Advisory Board) with broad County-wide representation, including representation from the immediate neighborhoods comprising one third of the total membership, to assist GMU and the County in meeting jointly-held objectives for the campus.
 5. The County will undertake actions recommended for the County in the proposal, including implementation under applicable law of a permit parking system when requested by affected neighborhoods. The County will also make reasonable efforts to assist GMU in the identification of potential sources of off-site parking, and to give consideration in its development review of future projects to ways that the project might

be configured to address area-wide parking needs, including those of GMU.

6. GMU will continue, in the current facility, the level of those activities and programs currently provided to the community, and will augment the Statement of Community benefit by developing a plan which addresses more comprehensively how and when the community uses will be accommodated and what interim improvements will be made.
7. The County has designated GMU as the recipient of \$3,000,000 in bond authorization available from the 1992 higher education bond issue to aid the development of Phase I of the GMU Arlington Campus project. The funds are anticipated to be transferred to GMU on or before January 1, 1995, subject to full compliance with the conditions of this agreement.
8. GMU agrees to obtain all legally-required permits and approvals as determined by state and federal law. Further, GMU and the County agree to expend the \$3,000,000 in tax-exempt bond funds in a manner consistent with the legal requirements of the 1992 Higher Education Bond Referendum and in compliance with the requirements of federal and state law regarding use of bond proceeds, and GMU and the County agree to execute, prior to disbursement of bond funds, additional documentation that may be needed to clarify or carry out the terms of this compliance.
9. Prior to disbursement of the County funds designated for Phase I of the project, GMU agrees to provide to the County more detailed parking and transportation demand management strategies, the Letters of Intent and contracts for off-site parking, and any other formal arrangements that implement the parking and traffic plans identified in GMU - Arlington Campus Interim Parking Strategies, for both the construction and operational aspects of Phase I. The County Manager shall verify that the actions documented thereby are adequate to implement the parking and traffic management plans.
10. GMU agrees to refer any "material changes" in the proposal to the Planning Commission and the County Board for review and comment. Material changes are any changes that, if proposed for privately-owned property, would qualify as a Major Site Plan Amendment under the zoning ordinance of Arlington County.

If any material changes in the GMU proposal prior to the disbursement of funds remain unacceptable because they are inconsistent with county planning policies or the community benefits noted in the proposal, the County reserves the right to modify or delay any funding commitment it has made.

11. The County Board acknowledges its intent that County financial support for Phases II and III will be provided to GMU, contingent on any required voter approval, if to the satisfaction of the County Board:
 - a. The parking and traffic plans for all previous phases are functioning properly and

plans are in place to meet the demands to be created by subsequent phases.

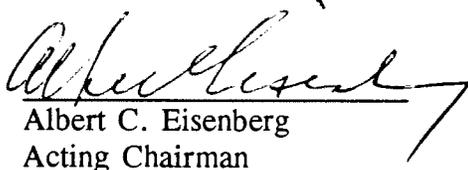
- b. Adequate plans for compliance with Arlington County utility undergrounding and utility service policies are included in Phases II and III.
 - c. Firm commitments are made on the community benefits identified in the proposal for Phases II and III, and how those and any other community facilities are planned to be included or accommodated. Plans for community benefits in future phases will be made as Phases II and III are developed, using the Joint Advisory Board as the forum in which those issues are discussed.
 - d. Firm arrangements or, in recognition of the lead time required for legislative or voter approval, a plan for securing such firm arrangements for financing Phases II and III have been agreed to by GMU and the County.
 - e. GMU and the County have agreed on a review process that examines community concerns for final site and building design for Phases II and III.
 - f. GMU has proceeded in all previous phases within the master plan framework approved by the County Board, without material changes, unless, to the satisfaction of the County Board, these material changes were either submitted for review and comment as described in Paragraph 10 or addressed and approved in the process of review and approval developed pursuant to Paragraph 11e.
12. GMU and the County will work together to pursue further mutually agreeable and appropriate funding, including but not limited to State funding, for construction of Phases II and III, contingent upon satisfactory fulfillment of the conditions of this agreement.
13. Although Arlington agrees to designate County bond funds to the project, GMU acknowledges and agrees, to the extent permitted by the laws of the Commonwealth of Virginia, that the County assumes no liability relating to the project.

This Memorandum contains the understandings between GMU and the County with respect to the development of the Arlington Campus.

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By:


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