

**Prepared by:  
METROTEC  
ASSOCIATES INC.  
1240 Course View  
Circle, Virginia Beach,  
VA 23455**

After recording return to:  
Office of the City Attorney  
22 Lincoln Street  
Hampton, Va. 23669  
(jek)

**LRSN: 4002376**

### **PROFFER AGREEMENT**

**THIS PROFFER AGREEMENT** (“Agreement”) made this 22nd day of January, 2026, by and between METROTEC ASSOCIATES INC., a Virginia stock corporation (the “Grantor”); and THE CITY OF HAMPTON, a municipal corporation of the Commonwealth of Virginia (the “Grantee” or the “City”), with an address of 22 Lincoln Street, Hampton City Hall, Hampton, Va. 23669.

### **RECITALS**

- A. METROTEC ASSOCIATES INC. is the owner of a certain parcel of property located in the City of Hampton, herein known as LRSN Number(s) 4002376, and more fully described on “Exhibit A” (the “Property”).
- B. Woda Cooper Development, Inc., an Ohio stock corporation, acting on behalf of Grantor and with its consent, has initiated a conditional amendment to the zoning map of the City of Hampton, Virginia, by petition addressed to the Grantee so as to change the zoning classification of the Property from C-3 to MD-4.
- C. Grantor has requested approval of this Agreement.

- D. Grantee's policy is to provide for the orderly development of land for various purposes, including commercial purposes, through zoning and other land development legislation.
- E. Grantor desires to offer the City certain conditions for the enhancement of the community and to provide for the highest quality and orderly development of the Property.
- F. The conditions outlined in this Agreement have been proffered by Grantor and allowed and accepted by Grantee as a part of the amendment of the City Zoning Ordinance and the Zoning Map. These conditions shall continue in full force and effect until a subsequent amendment changes the zoning of the Property; provided, however, that such conditions shall continue if the subsequent amendment is part of the comprehensive implementation of a new or substantially revised zoning ordinance of Grantee.

NOW, THEREFORE, for and in consideration of the approval and acceptance by the City of this Agreement, Grantor agrees that it will meet and comply with all of the following conditions in developing the Property. In the event the requested change of zoning classification is not granted by the City, these Proffers shall thereupon become null and void. Grantor, its heirs, successors, assigns, grantees and other successors in title or interest to the Property, voluntarily and without any requirement by or exaction from Grantee or its governing body and without any element or compulsion or quid pro quo for zoning, rezoning, site plan, building permit or subdivision approval, makes the foregoing declaration of conditions and restrictions governing the use and physical development and operation of the Property, and covenants and agrees that this declaration and the further terms of

this Agreement shall constitute covenants running with the Property, which shall be binding upon the Property, and upon all persons and entities claiming under or through the Grantor, its heirs successors and assigns, grantees and other successors in interest or title to the Property; namely:

## CONDITIONS

### **Limitation on Uses**

1. *The only permitted use of the Property shall be as multifamily dwellings, together with all permitted accessory uses.*

### **Development Standards**

2. *The Property shall be developed in substantial conformance with the conceptual site plan entitled “Johnson Lofts, Hampton VA” dated 01-22-2026, prepared by PCI Design Group, Inc (the “Concept Plan”); a copy of which is on file with the Community Development Department and has been exhibited to the Hampton Planning Commission and Hampton City Council for illustrative purposes and to provide justification for the Rezoning action. Minor changes in the Concept Plan may be made to accommodate environmental, engineering, architectural, topographic, or other development conditions, or site/subdivision plan approval requirements as required by applicable law and/or regulation and subject to approval of the Director of Community Development or their designee for consistency with the terms of this proffer. A copy of the final approved Concept Plan shall be placed in the file with the Planning Division of the Department of Community Development and shall supersede any previous Concept Plan.*
3. *All structures shall be constructed in substantial conformance with the elevations contained in sheets A3.1 (“North & East Elevations – Cunningham Drive & Build America Drive”) and A3.2 (“South & West Elevations”) of the Concept Plan (hereafter, the “Elevations”), copies of which are on file with the Community Development Department. The Elevations have been exhibited to the Hampton Planning Commission and Hampton City Council for illustrative purposes and to provide justification for this Rezoning action. Minor changes in the Elevations may be made to accommodate environmental, engineering, architectural, topographic or other development conditions, building code, or site/subdivision plan approval requirements as required by applicable law and/or regulations and subject to approval of the Director of Community Development or their designee for consistency with the terms of this proffer. A copy of the final approved Elevations shall be placed in the file with the Planning Division of the Department of Community Development and shall supersede any previous Elevations.*
4. *The construction of the proposed structures shall be as follows:*
  - i) *Primary and secondary building materials for the front, side, and rear elevations shall be brick, full-face brick veneer, stone veneer, cement fiber board, concrete panels, ground face or polished concrete block, precast or cut stone, engineered wood, wood or composite lap, metal or composite panel systems, and/or glass. Acceptable trim materials are PVC, vinyl, and/or cementitious board. Painted wood trim is not permitted.*



## Landscaping

14. Prior to final site plan approval for development of the Property, a landscape plan shall be submitted for review and approval by the Director of Community Development or their designee, meeting the requirements of the City of Hampton Landscape Guidelines. The landscape plan shall be consistent with the following criteria:

- a. The landscape plan shall comply with the Concept Plan;
- b. The landscape plan shall be in conformance with the City of Hampton Landscape Guidelines;
- c. The Landscape Buffers, as depicted in the Concept Plan, shall consist of a mixture of evergreen and deciduous canopy trees, understory trees, and shrubs;
- d. All existing trees within the Landscape Buffer shall be preserved, with the exception that all dead, diseased or damaged vegetation and invasive species, which shall be removed only to the extent necessary. All trees installed in the Landscape Buffer shall be dispersed throughout the required planting areas and shall be planted with a combination of single trees and groups of trees in a staggered, clustered or other pattern. Trees shall not be installed in a continuous single row except where necessary and appropriate to meet screening buffer requirements. Shrubs shall be installed in groupings and integrated with trees. No trees or shrubs will be required in areas that preclude their planting due to a utility easement;
- e. Buffer plant materials shall be a combination of deciduous and evergreen canopy and understory trees as well as deciduous and evergreen shrubs. No more than fifty percent (50%) of the required trees and shrubs shall be of any one type, nor shall more than twenty-five percent (25%) of the required trees and shrubs be of any single species;
- f. Trees and shrubs shall be native species to the Hampton Roads region, as found within the "Native Plants for Southeast Virginia including Hampton Roads Region" guidebook, on file with the Planning and Zoning Division, except that up to 25% of the plant materials may include other species not native to the Hampton Roads Region provided such species are native to USDA Hardiness Zones 8a or 8b, which are suited for future climate change conditions;
- g. All new trees and shrubs shall meet the following size requirements:

| <i>Plant Type</i>        | <i>Installed Size</i> | <i>Mature Height Capability</i> |
|--------------------------|-----------------------|---------------------------------|
| <i>Shade/Canopy Tree</i> | <i>2" caliper</i>     | <i>&gt;50'</i>                  |
| <i>Evergreen Tree</i>    | <i>8-10' height</i>   | <i>&gt;40'</i>                  |
| <i>Understory Tree</i>   | <i>8-10' height</i>   | <i>&gt;20'</i>                  |
| <i>Evergreen Shrub</i>   | <i>24-30" height</i>  | <i>&gt;6'</i>                   |

15. *The community amenities shall include, at minimum, the playground, community room, and bike racks depicted on the Concept Plan. Additional amenities may be provided based on market demand.*
16. *Development of the Property shall include the following resiliency and sustainability elements:*
  - i. *The buildings constructed on the Property shall be designed to meet the 115-mile-per-hour wind load design requirements of the Virginia Uniform Statewide Building Code.*
  - ii. *EnergyStar-certified hot water heaters, refrigerators, and dishwashers will be installed in the apartment units.*
  - iii. *All buildings will be designed and constructed to include the following EnergyStar Multifamily New Construction features: LED lighting, 15 SEER-rated heat pumps with electric backup heat, and programmable thermostats.*
  - iv. *Provision of a minimum of two (2), Level II electric vehicle charging stations shall be provided and distributed throughout the development.*
17. Grantor acknowledges that all phases of the proposed project shall comply with all ordinances of the Grantee.
18. Further lawful conditions or restrictions against the Property may be required by Grantee during the detailed Site Plan review and administration of applicable codes and regulations of Grantee by all appropriate agencies and departments of Grantee, which shall be observed or performed by Grantor. Grantor acknowledges that additional further lawful conditions or restrictions may be imposed by Grantee as a condition of approvals, including but not limited to final site plan approval.
19. All references hereinabove to zoning districts and to regulations applicable thereto refer to the City Zoning Ordinance of the City of Hampton, in force as of the date the conditional rezoning amendment is approved by the Grantee.
20. The Grantor covenants and agrees that (1) the Zoning Administrator of the City of Hampton, Virginia, shall be vested with all necessary authority on behalf of the governing body of the City of Hampton, Virginia, to administer and enforce the foregoing conditions and restrictions specified in this Agreement, including (i) the ordering in writing of the remedying of any noncompliance with such conditions, and (ii) the bringing of legal action or suit to ensure compliance with such conditions, including mandatory or prohibitory

injunction, abatement, damages or other appropriate action, suit or proceedings; (2) the failure to meet all conditions shall constitute cause to deny the issuance of any of the required building or occupancy permits as may be appropriate; and (3) the Zoning Map shall show by an appropriate symbol on the Map the existence of conditions attaching to the zoning of the subject Property on the Map and that the ordinance and conditions may be made readily available and accessible for public inspection in the office of the Zoning Administrator and in the Department of Community Development and that this Agreement shall be recorded in the Clerk's Office of the Circuit Court of the City of Hampton, Virginia and indexed in the name of the Grantor and Grantee.

[Remainder of Page Intentionally Left Blank - Signatures on Following Page]

WITNESS the following signatures:

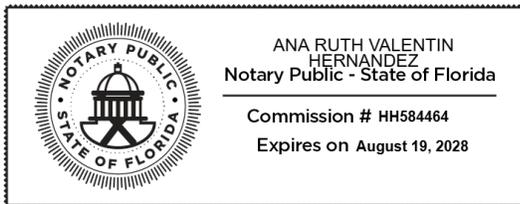
**METROTEC ASSOCIATES, INC.**

Tara Gowda

By: Tara Gowda , Owner

STATE OF VIRGINIA  
City of Hampton, to-wit:

I, Ana Ruth Valentin Hernandez, the undersigned, a Notary Public in and for the City and State aforesaid, do hereby certify that Tara Gowda, whose name is signed to the foregoing instrument as (title) Owner of Metrotec Associates, Inc., a Virginia stock corporation, has sworn to, subscribed, and acknowledged the same before me in the City and State aforesaid, this 22 day of January 20 26 on behalf of said Inc.. He/she  is personally known to me or  has produced <sup>DRIVER LICENSE</sup>                      as identification.



Ana R Valentin Hernandez  
Notary Public

My commission expires: 08/19/2028  
Registration No. HH584464

Notarized remotely online using communication technology via Proof.

**Exhibit A**  
**Legal Description**

All that certain lot, piece or parcel of land, with the buildings and improvements thereon erected, situate, lying and being in the City of Hampton, Commonwealth of Virginia.

ALL THAT certain tract or parcel of land, located in the City of Hampton, Virginia, designated and described as "PARCEL 1", as shown on that certain plat entitled "PLAT OF PARCELS 1, 2, 3 & 4, PROPERTY OF CUNNINGHAM 64 PARTNERSHIP", dated February 24, 1984, revised March 2, 1984, made by William M. Sours, Surveyor, a copy of which plat is attached to and made a part of the deed recorded in the Clerk's Office, Circuit Court, City of Hampton, Virginia, in Deed Book 673, at Page 577, and to which plat reference is hereby made for a more particular description.