

**Project Expedition (the “Project”) on Tax Map Parcels 27-A-1 and 27-A-4 (the “Site”)**

1. The Zoning Administrator or his/her designee reserves the right to request entry to inspect the Project site at any reasonable time to ensure the operation of the Project meets the requirements of this special use permit and any other applicable permits.
2. The production of electrical power will occur through a combined cycle dual fuel gas turbine and steam turbine generating system that does not involve the use of burning coal or nuclear reaction.
3. The Applicant may access the overhead electric line and the gas pipeline by easement from the Tenaska Virginia Power (TVP) plant property, the width and location of which shall be more particularly shown and described on the sketch to be attached as Exhibit A to the First Amendment to Declaration of Restrictive Covenants for the TVP plant property. The Applicant shall not construct any off-site electrical transmission lines related to the Project other than those needed to connect to the point of interconnection.
4. The only use of the Site shall be electrical power production plant and accessory facilities with a nominal summer capacity of electrical generation of up to 1,540 megawatts. There shall be no other industrial uses, including data centers, on the Site.

**Sound Conditions**

5. Sound (the term “Sound” shall also include the term “Noise”) attenuation measures shall be implemented to ensure that sound levels attributable to the Project operations will be kept to a one-hour Leq level of 60 dBA (A-weighted decibels) or less at the Project Boundary Lines (defined in Condition 12 below) and 50 dBA or less at any point within 100 feet of a dwelling in existence (at the time of SUP approval) during a realistic worst-case hour. “Realistic worst-case hour” includes both steady operations and occasional operations such as start-ups but excludes unplanned emergency events.
6. The sound level limits in these Sound Conditions apply to the sound attributable to Project operations alone. The protocol for performing any sound surveys or measurements to assess the sound levels of the Project against the limits provided in Condition 5 shall (a) include steps to isolate the sound of the Project from the background sound omni-present in the environment – both naturally occurring and man-made, unrelated to the Project; (b) follow recognized ANSI/ASTM/ISO measurement practices, document wind/speed/direction, temperature, calibration, and background conditions; and (c) include designated receptor locations (the “Protocol”). Sound testing required by these Sound Conditions shall produce a report provided to the County and Applicant.
7. In addition to a 300’ vegetative buffer, the following sound attenuation measures shall be implemented:

- (a) combustion turbine generators shall be housed in buildings or enclosures to limit sound levels;
  - (b) exhaust stacks shall be equipped with silencers;
  - (c) low noise fans shall be used on plant heat exchangers;
  - (d) emissions control technology will be used; and
  - (e) gas turbine air inlets shall be equipped with silencers.
8. During initial Project construction, activities that produce noise exceeding one-hour Leq level of 60 dBA (A-weighted decibels) at the Project Boundary Lines shall not be conducted between the hours of 9:00 p.m. and 7:00 a.m. on weekdays or between 6:00 p.m. and 9:00 a.m. on Saturdays, Sundays, and New Year's Day, Memorial Day, Independence Day, Labor Day, Thanksgiving Day, and Christmas Day.
9. Prior to the Commercial Operation Date, a baseline sound test shall be conducted, and compliance testing shall be performed within six (6) months after the Commercial Operation Date to confirm that the sound levels of the Project are within the limits set out in these Sound Attenuation Conditions. Baseline and compliance sound testing shall be performed at designated receptor locations; a proposed testing location map shall be reviewed and approved by the Zoning Administrator prior to testing.
10. If additional sound compliance testing indicates an exceedance of applicable limits, the Applicant/Operator shall notify the Zoning Administrator within two (2) business days. Within sixty (60) days of such notification, the Applicant/Operator shall conduct further sound compliance testing in compliance with the Protocol and submit the results to the County. If exceedances are confirmed by testing in accordance with the Protocol, the Applicant/Operator shall (i) submit to the County a mitigation plan within sixty (60) days of report submission and (ii) implement mitigation as soon as commercially reasonable (subject to availability and acquisition of necessary components and equipment), using best efforts to complete mitigation within one hundred twenty (120) days, if possible.
11. Repeated or uncorrected exceedances of the sound limits established in these Sound Conditions during operation of the Project constitute substantial breach of SUP conditions and shall be subject to fines not to exceed [\$1,000 per day] and potential SUP revocation proceedings pursuant to the Zoning Ordinance.
12. These Sound Conditions shall be conducted by an Institute of Noise Control Engineers (INCE) Board Certified acoustical practitioner approved by the County, such approval not to be unreasonably withheld or delayed, and retained by the Applicant at the Applicant's sole expense.
13. For all purposes in these conditions, the term "Commercial Operation Date" shall mean the formal date when the Project is fully constructed, tested, and capable of reliably delivering specified energy to the power grid.

14. For the purpose of these Sound Conditions, "Project Boundary Lines" means the Site's outer perimeter; provided, however, if the Applicant owns parcels adjacent to the Site, Project Boundary Lines means the outermost boundaries of all contiguous parcels owned by the Applicant.

### **Light**

15. Exterior lighting shall be shielded to prevent any glare on adjacent properties and shall have a correlated color temperature of 3,000 Kelvin or less. In addition, security and area lighting shall utilize automatic controls (e.g., times, motion sensors, dimming after hours) to reduce illumination levels during periods of inactivity, except where continuous lighting is required for safety or regulatory compliance.
16. Light trespass shall be limited to and should not exceed 0.5 foot-candles at the Site boundaries. All exterior luminaires shall be of a "shoebox" design and utilize cut-off optics. All luminaires shall be equipped with I.E.S. (Illuminating Engineering Society) Type V lenses that give circular light distribution for a maximum coefficient of utilization.
17. Site lighting shall not exceed 5 foot-candles except where special requirements are approved by the Zoning Administrator.
18. Notwithstanding the foregoing conditions 13, 14, and 15, Site lighting shall comply with all applicable FAA or other federal state regulations; and, stack, obstruction, and aviation lighting shall be limited to the minimum intensity, color, and operating schedule required by applicable federal regulations and approvals.
19. Within 60 days of commencement of nighttime operations, the Applicant shall submit to the Zoning Administrator or his/her designee a lighting compliance report prepared by a qualified professional demonstrating that site lighting complies with all SUP requirements, including property-line light trespass limits.

### **Landscape and Buffer Provisions**

20. Driveways and parking areas (excluding temporary construction laydown and parking areas) will have asphalt surface or better that meets VDOT requirements and shall be maintained in a manner that will keep dust to a minimum so as not to adversely impact adjacent properties. Any access road or utility easement shall be designed with curvature to effectively screen the development from ground level view from public roads.
21. The power production plant shall be centrally located on the northern Project parcel (Tax Map parcel 27-A-1) to greatest extent feasible and shall conform generally to the Special Use Permit Sketch Plan, dated August 26, 2025, prepared by Sargeant and Lundy.
22. A minimum of a 300-foot-wide tree buffer will be maintained between the Project and the Project Boundary Lines except for necessary access to electrical and gas utilities and access to the site. Where no existing trees are present within this buffer area, vegetation will be planted in accordance with the Landscape Details

attached to the Special Use Permit Sketch Plan. The buffer area will be kept in its natural state or maintained using good forestry practices to maximize its effect. Prior to issuance of any land-disturbing permit, the Applicant shall post landscape bonds or other County-approved financial security in accordance with Section 22-24-5.G of the Zoning Ordinance.

23. A chain link fence or similar security device at least six (6) feet in height shall be placed around the Project and will feature prominent "No Trespassing" signs that meet the requirements of Chapter 22, Article 15 of the County Code. Security fencing may be placed inside the 300-foot buffer and must be placed at least 100 feet from the Project Boundary Lines.
24. The impervious surface coverage of the Site shall not exceed 13% of the gross acreage of the Site, provided that storm water detention ponds or reservoirs shall be considered pervious surfaces. The balance of the Site shall be restricted from future development except for temporary construction laydown yards, other temporary construction needs, and parking as needed for maintenance, repair, and upgrades to the plant and its related facilities and structures, as well as public utilities, wells and sewage disposal systems, and stormwater detention and flood control devices. A restrictive covenant shall be recorded to preserve the Site beyond the plant site for the duration of Project operations. The undisturbed forested area, exclusive of the required 300' buffer area, shall be managed in accordance with a written forest management plan developed in consultation with the Virginia Department of Forestry. Forest management activities shall be consistent with applicable Best Management Practices as defined by the Virginia Department of Forestry.
25. There shall be only one (1) permanent detached sign for Project identification purposes (exclusive of directional signs), which will be a ground-mounted monument type sign with landscaping. Any sign lighting shall be from above and shielded away from adjacent properties.
26. Structures above the tree height shall be an earth tone, or a color with a light reflective value of 25 to 60 with non-glossy finish.
27. For the purpose of these Landscape and Buffer Provisions, "Project Boundary Lines" means the Site's outer perimeter; provided, however, if the Applicant owns parcels adjacent to the Site, Project Boundary Lines means the outermost boundaries of all contiguous parcels owned by the Applicant.

#### **Traffic Management and Transportation Improvements**

28. Project access shall comply with the location and other access requirements as approved by the Virginia Department of Transportation.
29. The Applicant shall reimburse the County for the actual cost of the traffic study and construction traffic management plan, prepared by TRC, dated January 13, 2025 (the "Traffic Study"), up to sixty thousand dollars (\$60,000). Payment shall be remitted within thirty (30) days after receipt of an invoice from the County.

30. To minimize construction traffic impacts, the Applicant shall develop and implement a Construction Traffic Management Plan, subject to County review and approval, that includes the following measures: (a) scheduling construction worker shift arrivals and departures to avoid both county school start and dismissal times and peak travel periods; (b) designating preferred equipment delivery routes that minimize impacts to school zones and residential areas; and (c) establishing a liaison with the County and School Board to address traffic concerns that may arise during construction. The Plan shall be submitted to the County for approval at least 30 days prior to commencement of construction activities.
31. The Applicant shall comply with all VDOT requirements for temporary construction entrances and access roads, timing of "wide load" deliveries, and planning access routes to and from the Site to minimize conflicts. Subject to VDOT requirements, the Applicant will use best efforts to time wide load deliveries during off peak times.
32. The Traffic Study concludes that, without the Project ("background traffic"), 2028 traffic volume at the intersection of Thomas Jefferson Parkway (SR 53) at Ruritan Lake Road (SR 619) ("Intersection 1") will operate at Level of Service (LOS) F during both AM and PM peak hours, all other study intersections will operate at LOS C or better, and that construction of the Project will further degrade the operation of Intersection 1. To mitigate the Project's contribution to traffic delays at Intersection 1, the Applicant shall contribute to the County Capital Improvement Program up to \$5,500,000 (the "Transportation Contribution") toward the design and construction of improvements to Intersection 1 (the "Road Improvements"). The Road Improvements shall consist of a roundabout, subject to VDOT approval, or such alternative improvement as VDOT may approve if a roundabout is not approved. Payment of the Transportation Contribution shall be made as follows:
  - (a) Within thirty (30) days following the later of (a) site plan approval or (b) receipt from the County of a quote for such ROW acquisition and site design for the Project, the Applicant shall contribute up to twenty percent (20%) of the overall project costs for the Road Improvements (the "Initial Contribution") to be used for the costs of acquiring right of way and design engineering for the Road Improvements; the Initial Contribution shall not exceed One Million One Hundred Thousand Dollars (\$1,100,000); and
  - (b) Within thirty (30) days following the Applicant's issuance of Full Notice to Proceed to its general contractor to begin construction of the Project, the Applicant shall contribute the remaining Transportation Contribution (up to Four Million Four Hundred Thousand Dollars (\$4,400,000)).

During construction of the Road Improvements, the Applicant shall (a) instruct its general contractor to take all reasonable efforts to cause workers traveling to and from the Site during construction of the Project to avoid Intersection 1 and (b) make all reasonable efforts to avoid routing deliveries through Intersection 1.

### **Environmental**

33. All necessary permits shall be acquired from all applicable regulatory bodies of the state and federal government, and the Applicant shall maintain copies of such permits and periodic reports on Site. All permits and approvals shall be provided to the County. The Project may not operate until it has acquired approved permits from all applicable regulatory bodies of the state, federal, and local government according to the required timeframe. This Project shall utilize Best Available Control Technology (BACT) as determined by the Virginia Department of Environmental Quality (DEQ) for this Project to minimize impacts on air quality.
34. Prior to issuance of a building permit, the Applicant shall demonstrate that all wetland requirements, including any required wetland mitigation activities, have been addressed to the satisfaction of the U.S. Army Corps of Engineers and DEQ.
35. No on-site water wells shall be used for the power generation process. The Applicant shall submit to the Virginia Department of Health at least annually the results of testing requirements for any well on site.

### **Decommissioning**

36. Prior to issuance of a building permit, the Applicant shall submit to the Zoning Administrator a decommissioning plan for County approval that addresses: (a) removal and demolition of all structures and equipment; (b) site stabilization and erosion control measures; (c) identification and removal of any hazardous materials in accordance with applicable federal, state, and local regulations; (d) restoration and native revegetation of disturbed areas; and (e) a timeline for completion of decommissioning activities. The decommissioning plan shall be accompanied by a cost estimate for decommissioning, which may deduct salvage value of equipment and improvements. The Applicant shall maintain financial assurance through a bond, letter or credit, or other County-approved instrument, in an amount sufficient to cover such net cost, to be updated every five (5) years.

### **Off-Site Conservation**

37. To offset Project development in the Rural Residential and Rural Preservation planning areas and to further the county's goals set out in the Comprehensive Plan to preserve rural areas and open space and the natural environment generally, not later than eighteen (18) months after the issuance of a building permit for the Project, the Applicant shall record deeded conservation protections over Tax Map Parcels 27-A-11 and 27-A-12, comprising approximately 350 acres in the Rural Preservation planning area in close proximity to the Site (the "Conservation Land"). Such protections may be established by either of the following:
  - a. A donation of a perpetual open-space easement to a public body under the Virginia Open-Space Land Act (Va. Code §§ 10.1-1700 to -1705.1) or a conservation easement to a qualified holder under the Virginia Conservation Easement Act (Va. Code §§ 10.1-1009 to -1016.1). The Applicant will use all reasonable efforts to donate the easement to a public body (e.g. Virginia Department of Forestry) or to the Virginia Outdoors

Foundation. If another public body or conservation easement holder is unwilling to take the easement within the designated time period, the Applicant will offer a conservation easement to the County by presenting a deed of easement to the Board of Supervisors for review and acceptance not later than twenty-four (24) months after the issuance of a building permit for the Project; provided, however, if the County expresses an interest in taking the conservation easement before the acceptance by another public body or entity within the 18-month period, the Applicant will offer the easement to the County as soon as practicable upon receipt of such information with an objective to record the easement within the designated time period. Such easement shall require, without limitation, the following conservation protections:

- (i) The Conservation Land shall be managed in accordance with a written forest management plan developed in consultation with the Virginia Department of Forestry.
  - (ii) Forest management activities shall be consistent with applicable Best Management Practices as defined by the Virginia Department of Forestry.
  - (iii) Riparian buffers of at least seventy-five (75) feet shall be required along each side of any perennial stream and fifty (50) feet shall be required along each side of all intermittent streams; provided, however, that vegetation within the riparian buffers may be removed or managed, as appropriate, to (1) construct and maintain public trails and recreational areas; (2) restore and enhance wildlife habitat; (3) prevent and control fire, disease, and the proliferation of invasive species; (4) dispose of dead, diseased, and dying trees or other vegetation, including fallen trees that are blocking stream channels, or trees with undermined root systems in imminent danger of falling, where stream bank erosion is a current or potential problem that outweighs any positive effects the fallen tree or trees may have on the stream ecosystem; and (5) construct and maintain permanent or portable stream crossings for vehicles, farm machinery, pedestrians, and horses.
  - (iv) Any public trails and recreational areas shall be constructed and maintained so as to minimize erosion. If located within a riparian buffer, non-impervious ground cover shall be used.
  - (v) The number and size of building footprints shall be subject to limitations determined by the donee to be consistent with the conservation purposes of the easement.
- b. A declaration of restrictive covenants, or similar encumbrance enforceable by the County, to impose upon the Conservation Land the same restrictions and conditions that apply to the southern Project parcel, Tax Map Parcel 27-A-4. The Applicant will use best efforts to donate a conservation easement. This subsection (b) is provided solely to ensure that the Conservation Land is preserved in the event that no qualified easement

holder defined in subsection (a), including the County, will take the easement by the designated deadline.

### **Compliance**

38. If violations of any state or federal permit for the Project are reported to the County by the applicable regulatory agency, the Zoning Administrator and/or the County Administrator may request the Applicant to provide, at the Applicant's sole expense, the services of an appropriate firm to review the nature of the violation and any remedy, if any. This firm shall be selected by and report solely to the County.
39. A report will be prepared and provided to the County showing operational factors associated with the power plant that includes the name(s) and contact information for on-site supervisors, and verification of current, valid state and federal licenses and permits. The County will be notified of any changes within five (5) business days.
40. The Applicant will respond to any complaints or inquiries by the Board of Supervisors, County Administrator, or Zoning Administrator within five (5) business days. In the event the Applicant is notified of any alleged violation of applicable federal, state, or local laws, regulations, or permit conditions, the Applicant shall notify the Zoning Administrator in writing within two (2) business days of receiving such notice and fully inform the Zoning Administrator of the steps being taken to evaluate the alleged violation and, if verified, to correct and/or remediate the violation. Authorized county personnel or their authorized agents will be permitted to inspect the Project at any reasonable time to ensure that all physical structures and plant operations comply with local regulations.
41. Nothing in this approval shall be deemed to obligate the County to acquire any interest in property, to construct, maintain or operate any facility or to grant any permits or approvals except as may be directly related hereto.

### **Stack Height**

42. The Board of Supervisors hereby waives Section 22-17-16.A(3)(b) of the Fluvanna County Code and authorizes the chimney or stack height not to exceed 199 feet above ground level unless a greater height is determined to be necessary to comply with applicable air quality regulations or by "good engineering practice" as determined by the State Air Pollution Control Board or the Department of Environmental Quality pursuant to applicable regulations addressing stack heights. In no event shall the stack height exceed 230 feet above ground level. Following receipt of all required approvals for air emissions permits, the Applicant will provide to the Director of Planning the final maximum stack height needed (in compliance with the foregoing parameters).

### **Public Safety**

43. The Applicant shall maintain trained on-site personnel and equipment capable of providing initial emergency response and mitigation for incidents associated with facility operations and shall promptly notify and coordinate with Fluvanna County

Fire and Rescue and Emergency Services of any emergency incidents. Emergency response activities shall be conducted in accordance with applicable Incident Command System (ICS) protocols and in coordination with public safety agencies.

44. At the time of final Site Plan submission, the Applicant shall provide a security plan to the Fluvanna County Sheriff's Office that details any measures utilized in the security of the Project, such as security personnel staffing, vehicular site access controls, building access controls and security alarms, video surveillance system specifications, fencing details, and/or a photometric plan.

**SUP Validity Period**

45. The special use permit may be deemed abandoned by the governing body if the approved use has not been initiated within two (2) years from the date of approval. For the purposes of this condition, "initiated" means that the Applicant has diligently pursued required state and federal permits as well as the required County approvals and permits by submitting a site development plan.

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