

BOARD OF SUPERVISORS

Agenda Item

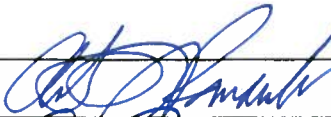

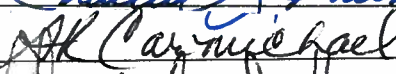


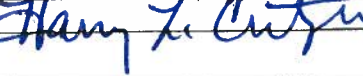
Meeting Date:	June 5, 2012
Title:	Approve a Reclassification from A-1, Agricultural to P-TND, Planned-Traditional Neighborhood Development on a Portion of Assessor's Parcel 38-124; and Request for Deviation from Table 3.5(a) of the Zoning Ordinance for the Clift Farm Quarter Reclassification
Department:	Planning and Zoning
Staff Contact:	Jeffrey A. Harvey
Board Committee/ Other BACC:	N/A
Staff Recommendation:	See Page 17, Background Report
Budget Impact:	N/A
Time Sensitivity:	June 5, 2012

ATTACHMENTS:

1.	Background Report	9.	Generalized Development Plan
2.	Land Use Action Request	10.	Memo from Charles E. Jett dtd. 5/9/12
3.	Location and Zoning Map	11.	Proposed Proffers, dtd. 5/16/12
4.	PC Minutes 5/18/11, 6/1/11, 6/15/11 and 7/13/11	12.	Proposed Ordinance O12-08
5.	Departure from Design Standards Request	13.	Proposed Resolution R12-69
6.	Parcel Dedication Exhibit	14.	Proposed Resolution R12-75
7.	Park Phasing Exhibit	15.	Proposed Resolution R12-76
8.	Regulating Plan		

Consent Agenda	Other Business	X	Unfinished Business
Discussion	Presentation		Work Session
New Business	Public Hearing		Add-On

REVIEW:

X	County Administrator	
X	County Attorney	
X	Finance and Budget	
X	Parks, Recreation, and Community Facilities	
X	Public Works	
X	Utilities	

DISTRICT:	Aquia and Falmouth
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BACKGROUND REPORT

This application is a request for (1) a reclassification of Assessor's Parcel 38-124 (portion), from A-1, Agricultural to P-TND, Planned-Traditional Neighborhood Development Zoning District (P-TND) and (2) a deviation from Table 3.5(a), Allocation of Transect Zones, of the Zoning Ordinance for the proposed development.

The Board conducted its public hearing on March 6, 2012, at which time the public hearing was closed and the applicant's rebuttal to public hearing comments was deferred to the June 5th meeting. The Board raised several issues. Provided below is a summary of the issues raised by the Board and response by the applicant and staff.

Issue #1

Requested elimination of multi-family dwelling unit types.

The applicant modified Proffer #1 to add a restriction of 116 on the number of multi-family units. Previously, the proffers did not restrict the number of multi-family units.

Issue #2

Requested the phasing of commercial development with residential development.

The applicant added Proffer #2.B. that allows no more than 510 dwelling units be constructed before the issuance of building permits for at least 50,000 square feet of commercial use and no more than 545 dwelling units constructed until 24,000 s.f. of commercial use is occupied. Previously, no phasing was provided in the proffers. As revised, the proffers do not guarantee any constructed and occupied commercial space until the 545th dwelling unit. The proffers propose a maximum of 585 dwelling units and 206,000 square feet of commercial area.

Issue #3

Wanted to ensure ability for the interconnection, and continuation of the UDA, to the north of the subject property as opposed to creating a self-contained community.

The applicant amended Proffer #3.G. to require the dedication of land for public road connections to the north and south of the property. Previously, the proffers required that an easement be granted for future connection. In addition, the proffer requires that additional inter-parcel access points shall be provided to enhance connectivity within the UDA.

Issue #4

Requested that the transportation cash contributions be designated towards matching funds.

The applicant did not directly address this request, but has modified Proffer #3.I.(iii.) to allow for the \$780,000 contribution for the construction of 500 commuter parking lot spaces to be designated to improvements on Eskimo Hill Road as an alternative. Staff notes that the Comprehensive Plan recommendations for the Eskimo Hill UDA recommend both the expansion to the Brooke VRE Parking Lot and improvements to Eskimo Hill Road from Jefferson Davis Highway to Brooke Road. A two-lane improvement to the full length of Eskimo Hill Road is estimated to cost \$9.97 million. The Clift Farm Quarter proposal covers 66.5 percent of the Eskimo Hill UDA. This proposal's share of the improvements to Eskimo Hill Road would be equivalent to \$6,530,350. The proffer, as amended, does not address the improvements to Eskimo Hill Road, as envisioned in the Comprehensive Plan.

Staff notes that the other cash contributions for transportation, totaling up to \$315,000 for improvements to the Jefferson Davis Highway/Eskimo Hill Road intersection, remain unchanged.

Issue #5

Requested the applicant to modify construction of the rectangular fields. Instead of providing 15 irrigated fields, or 6 lighted and irrigated fields, the applicant was requested to construct all 15 irrigated fields, with 6 of the fields lighted.

The applicant did not amend the proffers to meet this request. The applicant did amend Proffer #4 to add a third option for the County to consider, including the construction of 7 irrigated fields, 2 with lights.

Staff notes that Recreational Field Option A includes phasing terminology that is inconsistent with other options. Staff recommends the proffer language for all options specify field construction will be completed by specific dwelling units rather than commenced by certain dwelling units.

Staff estimates that based on the normal planning and construction processes, the first phase of fields could be complete, at the earliest, within three years of rezoning, since the fields are tied to the development of residential dwelling units.

Issue #6

Requested that the utility pro-rata reimbursement funds, of which the applicant proffered to not seek reimbursement, would be directed to the Schools division.

The applicant has modified Proffer #11.D. to state that the applicant will assign its pro-rata credits, and any pro-rata payments reimbursing the applicant, to Stafford County Schools for the use or benefit of Falmouth Elementary School, Brooke Point High School, or other schools serving Clift Farm Quarter.

Issue #7

The applicant made the following modification to the proffers:

Proffer #5, all field alternatives: clarified that the proffers do not prohibit others from installing lighting on any of the fields.

Issue #8

Requested the applicant provide a shuttle from the property to the VRE station.

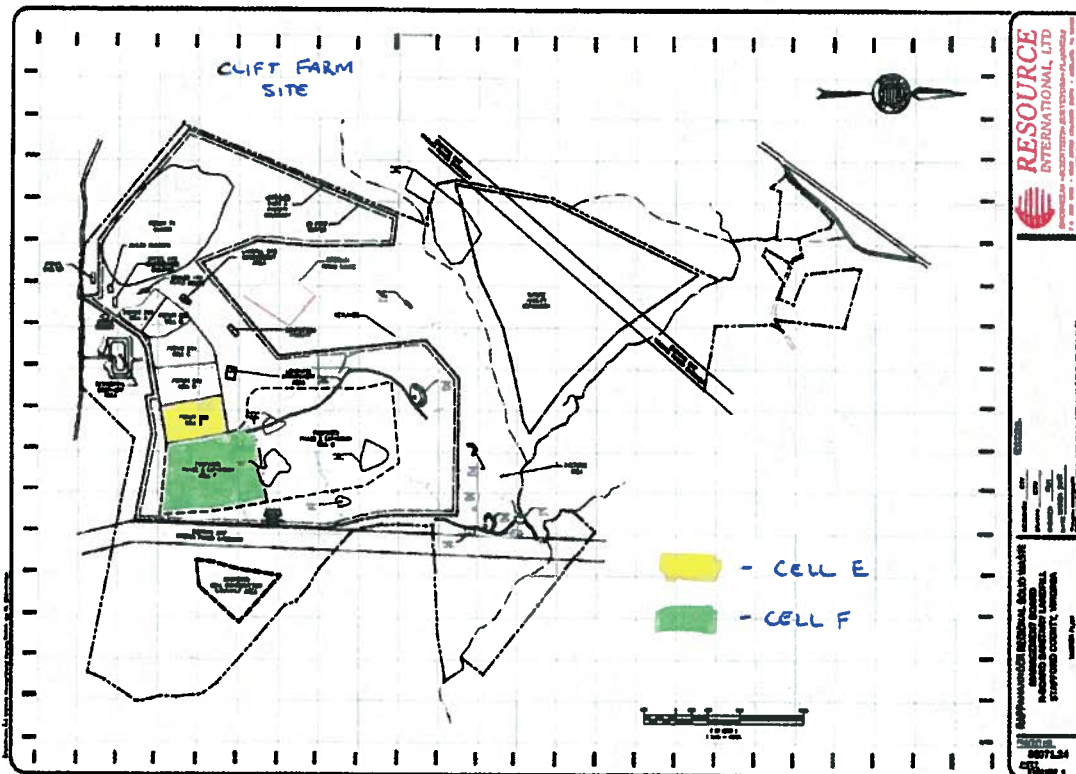
This issue has not been addressed in the proffers.

Issue #9

Requested additional information on how the operation of Stafford Regional Landfill may affect aircraft flight patterns around Stafford Regional Airport, and what impact that might have on the Clift Farm Quarter project.

Stafford Regional Landfill

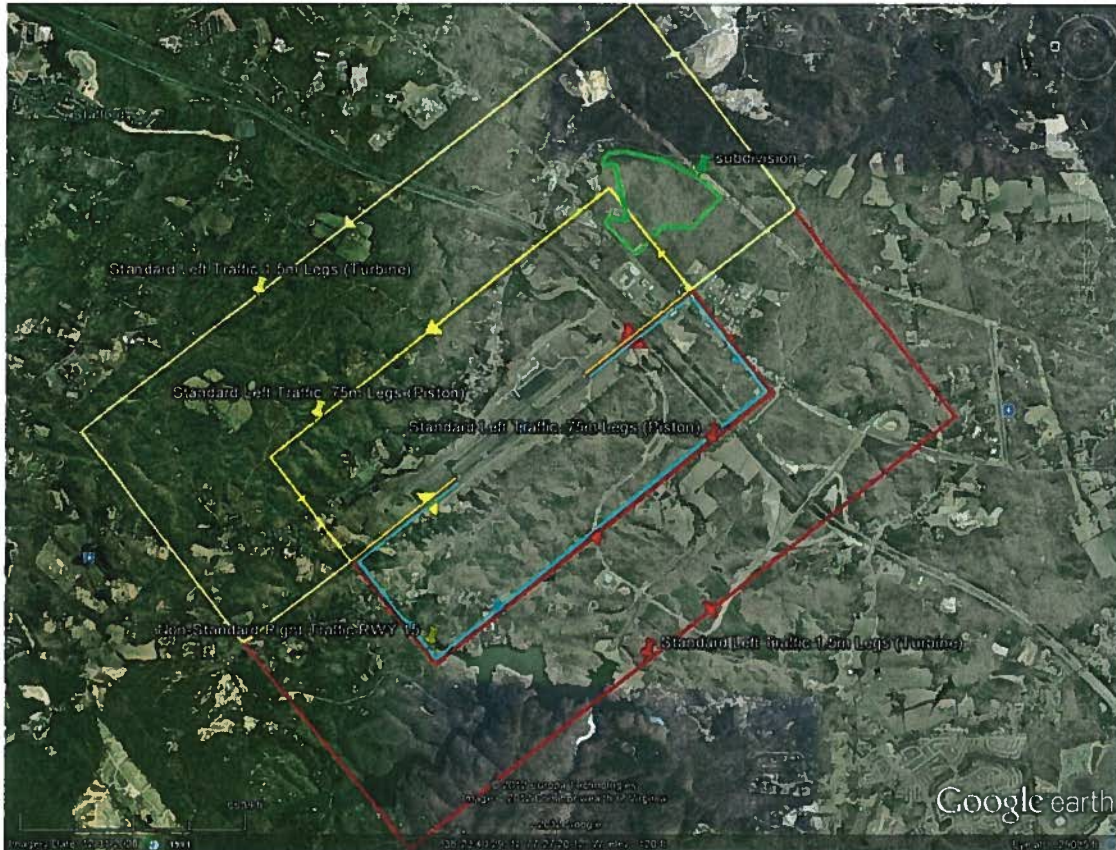
Staff discussed the issue with Landfill and Airport staff. The Landfill Master Plan illustrates the location of operations at the landfill. The Master Plan breaks areas up into "cells." The operations are moving away from the Airport and the Clift Farm Quarter site. Currently, operations are active within Cell E, highlighted in yellow on the Master Plan. The use of Cell E is nearing completion, at which time the cell will be capped. Then, the landfill will expand into a portion of Cell F, highlighted in green, where operations will occur for several years into the future. Staff has estimated Cell E to be located 12,000 feet from the end of the runway.



Landfill Master Plan

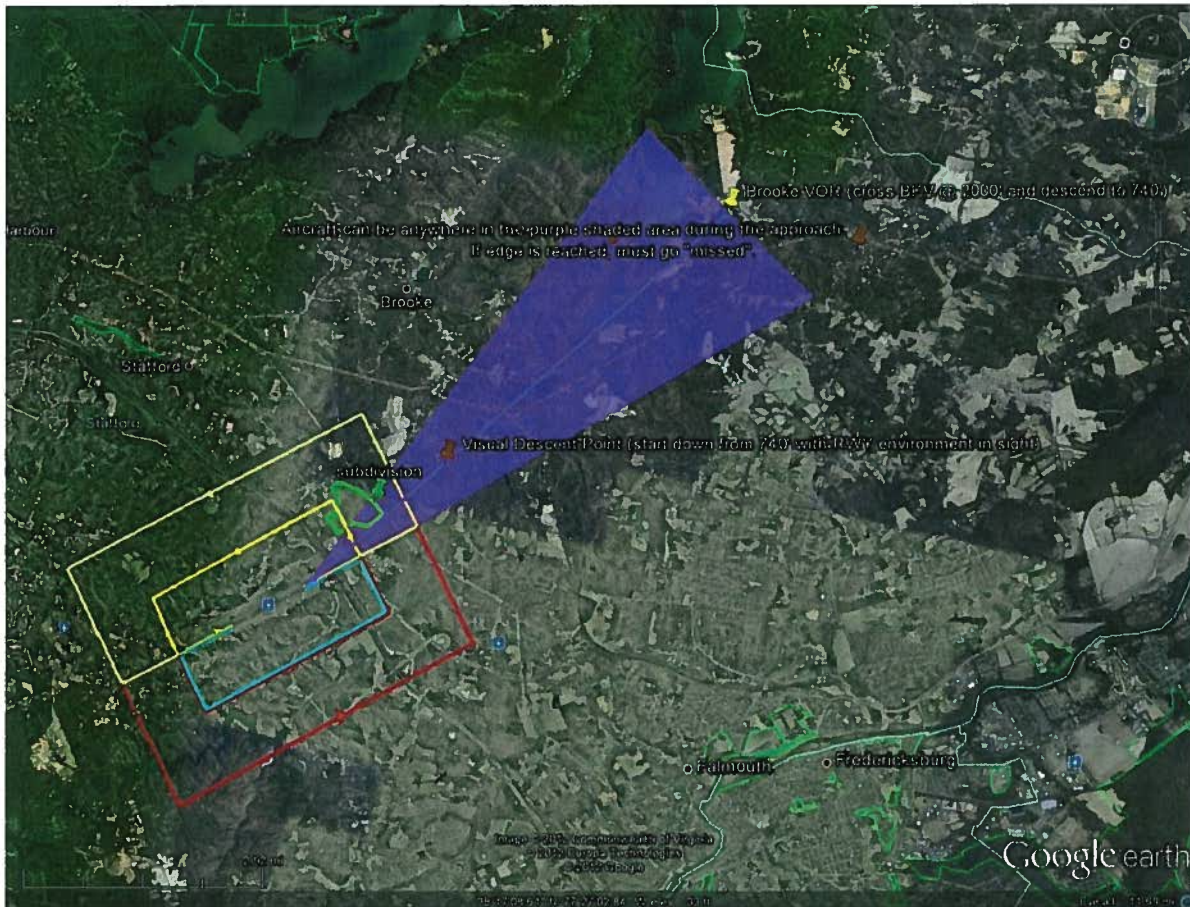
Stafford Regional Airport

The Stafford Regional Airport currently operates under a restricted air traffic pattern due to the proximity to landfill operations and potential bird collisions with aircraft. The local air traffic pattern has been restricted generally to the south side of the runway, within the red and blue lines on the image below. These areas reflect where planes will operate should they miss their landing approach and have to circle to attempt another approach. Within these areas, aircraft would be flying at a lower altitude. A normal traffic pattern would allow for planes to operate on the north side of the runway, within the yellow lines, and south side of the runway, in the red areas. The proposed commercial and residential development areas of Clift Farm Quarter are highlighted in green. The current landfill operations are far enough away from the runway that the Airport would be able to apply to the FAA to open the air traffic patterns around all sides of the runway. When the Airport was first opened, landfill operations were closer and caused the need for restriction. The need for restriction is no longer necessary. The Airport has no immediate plans to apply for the normal traffic pattern.



Airport staff notes that airplane approach and departure currently occurs in the vicinity of the Clift Farm Quarter site, due to the Brooke VHF Omni-directional Range (VOR), a nearby air traffic beacon. Approach and departure is not affected by the landfill. The following image illustrates the approach and departure in relation to the site. The purple shaded area identifies where planes are likely to operate with the purple line in the middle the direct line of flight. The area of residential development has been modified during the application process to avoid the direct line between the Brooke VOR and the runway. The image shows that aircraft may still fly over the Clift Farm Quarter project.

Staff has requested that representatives from the Airport Authority attend the Board meeting to be available to discuss the issue if necessary.

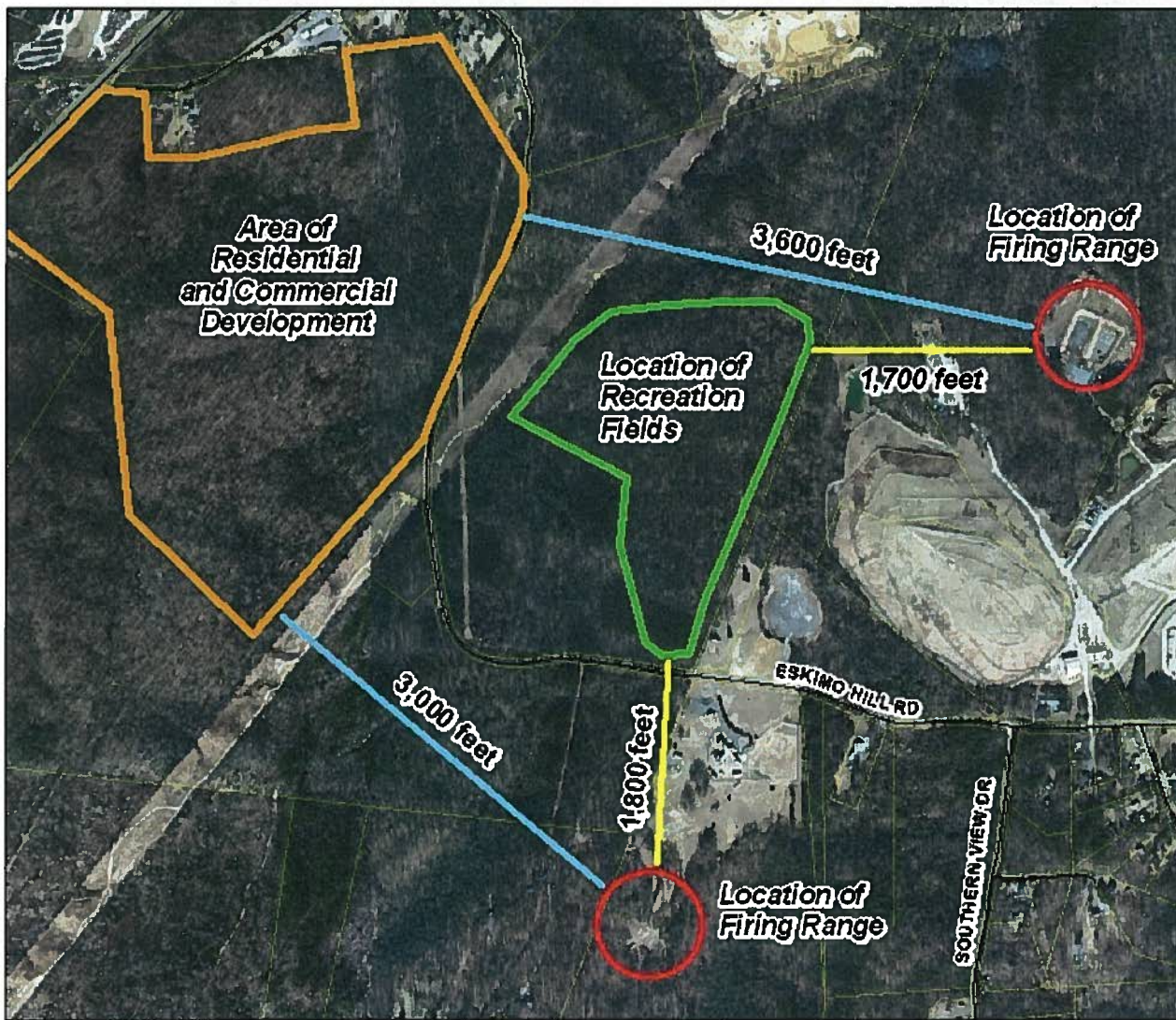


Issue #10

Subsequent to the Board meeting, staff has been asked about the location of weapons firing ranges in relation to the Clift Farm project. Specific questions raised include: what is the maximum range and trajectory of any misfired shots from the range?; what days and hours is the range operational?; and, should there be any concerns for safety or noise complaints from the proposed soccer fields adjacent to the landfill property?

There are two existing firing ranges in proximity to the property. The County Sheriff's Office has a range at the regional landfill. This range is located 1,300 feet from the closest property boundary for the Clift Farm project and approximately 1,700 feet from the proposed recreation fields. The Commonwealth of Virginia operates a firing range behind the Camp 21 Correctional Facility. This range is located approximately 1,800 feet from the project. Staff notes that the orientation of both ranges appears to be directed away from the Clift Farm development. There would be no apparent safety concerns but there may be noise impacts that could be heard by future residents or patrons of the ball fields.

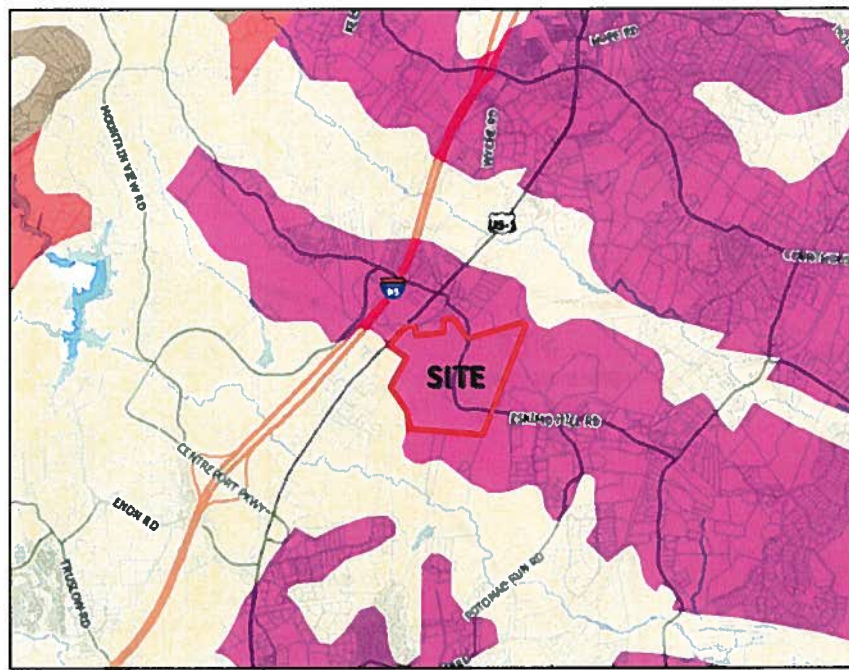
The memorandum provided in Attachment 10 from the Sheriff's Office provides additional response to the firing range inquiry. The following image illustrates the location of the two firing ranges and their proximity to the proposed recreational field complex and residential and commercial development area.



Issue #11

Subsequent to the Board meeting, staff has been asked to look into the potential for acid sulfate soils on the site. It appears that the property is in an area designated for a moderate to high risk of acid sulfate soils.

These types of soils may prove difficult to grow and maintain lawns and landscaping areas. These types of soils can also negatively affect the life span of drainage devices and water quality. Consideration should be given to acknowledge this potential condition and where encountered avoid exposure of these types of soils to open air and water where possible. The map below identifies the affected areas. The pink shaded areas reflect moderate to high risk areas for acid sulfate soils.



Issue #12 Architectural Design

Subsequent to the public hearing, Mr. Milde requested the applicant consider a proffer commitment that a percentage of homes, possibly 30 percent, would have brick facades.

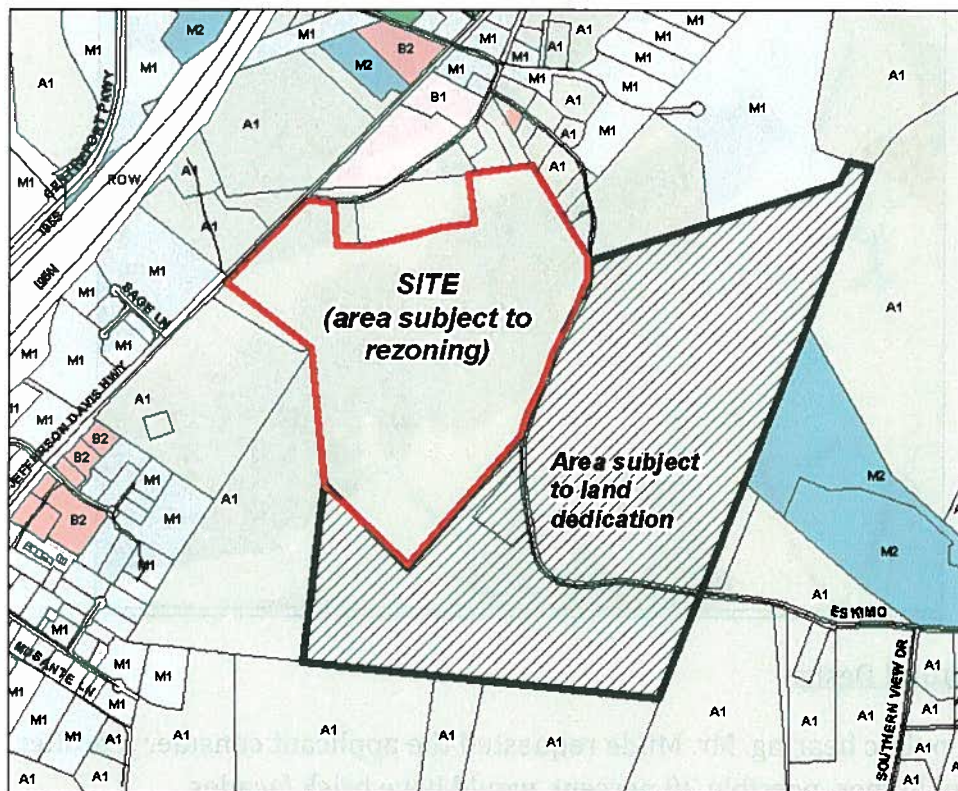
This issue has not been addressed in the proffers.

APPLICATION SUMMARY

A summary of the applications for reclassification and deviation from the zoning ordinance standards are being provided for reference.

Reclassification

The proposal is for a planned urban development, including a mix of commercial and residential dwelling units with neighborhood amenities. The area proposed for rezoning is on a 141.4 acre portion of Assessor's Parcel 38-124. Proffers include infrastructure upgrades and the dedication of most of the balance of the parcel, 262 acres, to the County for public use, with some specified uses and improvements. Assessor's Parcel 38-123A is included as part of the application but not the area to be rezoned. This parcel is owned by Dominion Virginia Power and planned to be an electrical transfer station. Proffers would relocate that parcel and potential transfer station to the northern end of the site.



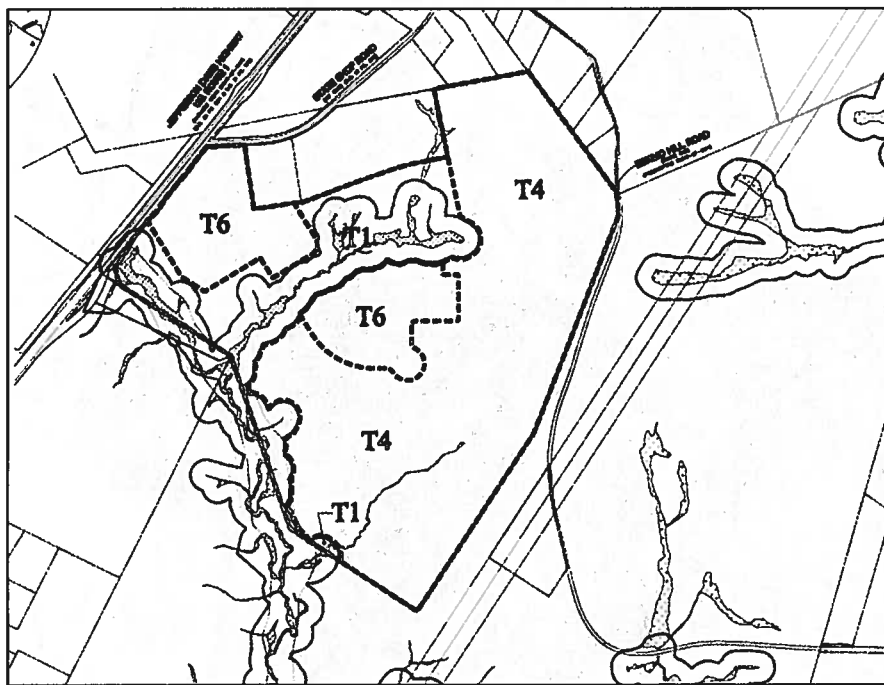
Development Proposal

This application is for a Planned-Traditional Neighborhood Development under the P-TND Zoning District. An application to rezone a property to a P-TND district requires more materials than a typical zoning reclassification, including the following:

Regulating Plan (RP)

The RP shows the location of all of the transect zones, primary roads, civic buildings and uses, pedestrian sheds, primary commercial frontage, and vista terminations. Three transect zones are proposed, T-1, T-4, and T-6. The higher density development in T-6 is located along the principal street through the project, known as Clift Drive.

Clift Drive extends through the site from Jefferson Davis Highway through to Eskimo Hill Road. The T-6 zone covers 23.3 acres and is located in two areas: in the western portion of the site along Jefferson Davis Highway and to the east of the stream valley. Fifty percent of the T-6 zone includes non-residential uses. The lower density T-4 zone, covering 85.1 acres, is in the eastern portions of the site near Eskimo Hill Road. This zone is primarily residential, with no land area within the T-4 zone dedicated to non-residential uses. The zoning ordinance requires at least 20 acres of area in the T-4 zone to be for non-residential uses. The applicant is requesting a Departure from Design Standards from the Board for relief from this standard pursuant to Stafford County Code Section 28-39(q)(5)(a) to not require any non-residential uses in the T-4 Zone. Additional details and elevation of this request is provided on Page 13 of the Background Report. The T-1 zone, covering 31 acres, encompasses the environmentally sensitive areas along the tributaries to Potomac Creek.



Transect Zones

All areas of the site are within required pedestrian sheds around civic buildings and uses that include a commercial area, dog park, day care, community center and wildlife overlook area. The following describes the type and intensity of the development in the three transect zones.

Generalized Development Plan (GDP)

The GDP for Clift Farm Quarter depicts development of up to 206,000 square feet of commercial uses, a maximum of 585 homes including a mix of single-family detached, townhouses, and multi-family dwelling units. The GDP depicts the majority of the commercial development located along Jefferson Davis Highway, west of the stream valley. The residential dwellings are located to the east of the stream valley, with the multi-family and townhouse units located central to the site along Clift Drive.

The single-family detached units are located around these denser dwelling unit types to the north, east, and south. The civic uses and buildings referenced in the RP are incorporated into the site layout. Staff notes that this layout is not proffered. It serves to identify how the site may be developed. The intent under the P-TND district is for the RP to serve as the primary document to shape the development of the site, further supplemented by proffers and Neighborhood Design Standards (NDS).



Generalized Development Plan

The GDP also includes an exhibit depicting the location of open space and landscaping. Required transitional buffers and signage are identified. A utility plan identifies the location of existing sewer and water utilities and how this project would connect. A transportation plan identifies the proposed street network, with the different street classifications and cross-sections. The GDP includes a preliminary stormwater management analysis plan that depicts potential facility locations.

Proffers

The applicant submitted proffers that establish standards for development of the site and improvements to be made to mitigate the impacts of the development. The following are the proffers presented to the Board at the March 6th public hearing. Subsequent modifications to the proffers have been made. The modifications to the proffers are **set out in red**:

- Requires development of the site in accordance with the RP, specifically as it relates to the three transect zones, T-1, T-4, and T-6, density, primary roads, civic buildings and uses, pedestrian sheds, primary commercial frontages, and vista terminations;
- Establishes the maximum number of residential dwelling units at 585, with no more than 160 single family attached townhouse dwelling units, and a minimum density of 4 dwelling units per acre for single family and village house units, 6 dwelling units per acre for townhouse units, and 12 dwelling units per acre for multi-family units;
 - ***Permits no greater than 116 multi-family units;***
- In the T-4 zone, a mix of dwelling units is required. Each of the 3 dwelling unit types shall account for no less than 20 percent of the total in that zone;
- Establishes a maximum of 174,000 square feet of commercial development and prepared commercial pad sites (clear and grade the land) on or before the building permit for the 400th dwelling unit;
 - ***Permits no more than 510 dwelling units before the issuance of building permits for at least 50,000 square feet of commercial uses and no more than 545 dwelling units until 24,000 s.f. of commercial use is occupied;***
- Access to the site at two entrances, one from Route 1 and one from Eskimo Hill Road;
- Construct Clift Drive from Route 1 to Eskimo Hill Road, with a multi-use trail. At the intersection with Route 1, prepare traffic signal warrant studies when requested by VDOT and install traffic signals, if warranted;

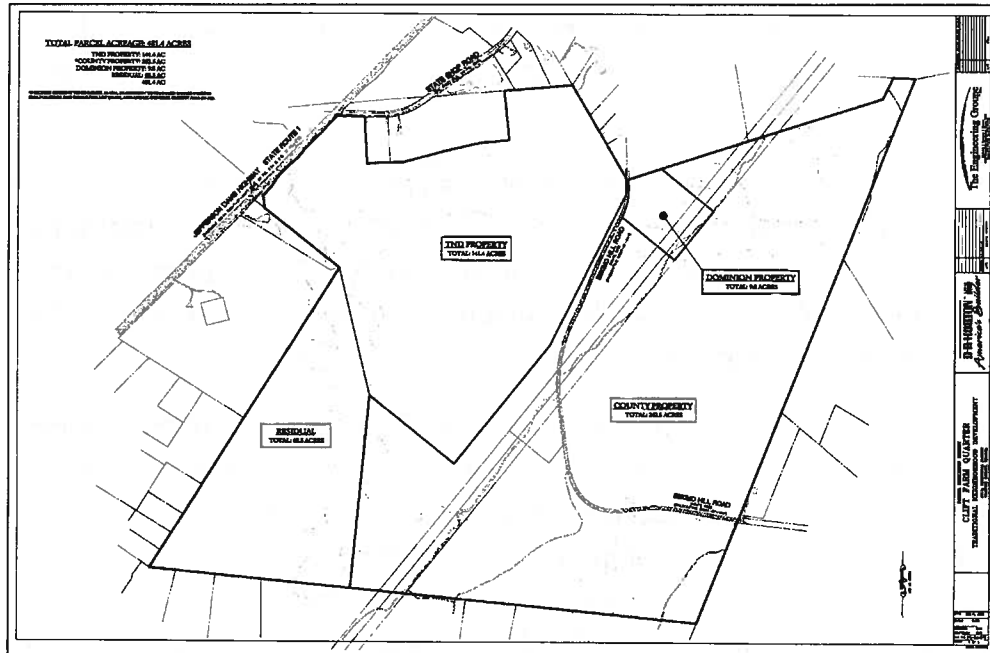
- At the Eskimo Hill Road and Clift Drive intersection, add the construction of a traffic signal at the primary entrance to park complex with right and left turn lanes on Eskimo Hill Road;
- No more than 141 residential units can access off of Eskimo Hill Road before the Clift Drive access to Route 1 is constructed;
- Construct the dedicated right-turn lane on Eskimo Hill Road at Route 1, provided necessary right-of-way is obtained, or pay others for the acquisition of right-of-way within 5 years of rezoning approval, or pay the County up to \$260,000 for construction and \$55,000 for right-of-way acquisition.. The lane would not be required if the TIA deems it is not required or if right-of-way cannot be acquired within 6 years;
- Construct the commercial entrance improvements recommended in the TIA prior to 50,001 square feet of commercial space;
- Construct the improvements at Centerport Parkway and US Route 1 recommended in the TIA;
- Provide a slug commuter area in a central location on the site;
- Provide easements for inter-parcel connection to the north and south sides of the property as shown on the RP and provide additional inter-parcel access points within the boundaries of the UDA where practicable;
 - *Requires the dedication of land for inter-parcel connections, as opposed to providing easements;*
- Construct a 500 space commuter parking lot by the 200th residential building permit or payment of \$780,000 upon request by the Board;
 - *Adds option for the \$780,000 contribution to be designated to improvements on Eskimo Hill Road;*
- Dedicates 262 acres of land for public uses as designated by the Board, in the location identified in the attached plat and further described in this report, provided the applicant can use the land as a staging area for construction of the development;
 - *Increased the time limit for the Board of Supervisors to request the dedication from 30 days to 60 days after preliminary plan approval;*

- Construct a rectangular athletic field complex on land abutting the development. The number of fields and amenities to be determined by the County based on the following 2 alternatives: 1) 15 irrigated rectangular athletic fields; or 2) 6 lighted and irrigated rectangular athletic fields. Should no option be chosen, the applicant will construct the 15 fields. A phasing for the construction of the fields under each alternative is tied to the issuance of residential building permits;
 - *Added a third alternative for two lighted and irrigated fields and five unlighted and irrigated fields. This becomes alternative 5B. The alternative for six irrigated and lighted fields becomes alternative 5C;*
 - *Clarifies that the proffers do not prohibit others from installing lighting on any of the fields;*
- Construct a multi-use trail between the neighborhood development and rectangular athletic field complex;
- Design and construct the western entrance at Clift Drive and Eskimo Hill Road as the primary access to the athletic field complex with a traffic signal and left and right turn lanes on Eskimo Hill Road;
- Relocation and expansion of a planned Dominion substation from the 4.9 acre Assessor's Parcel 38-123A to a 9 acre portion of Assessor's Parcel 38-124, at the northern limits of the site;
- Construct private recreational amenities in the locations shown on the regulating plan;
- Avoid disturbance of archeological resources or require a Phase III Archeological Study if recommend by the Phase II Survey;
- Display artifacts and provide interpretive signage for archeological resources;
- Utilize enhanced environmental protection methods;
- Utilize only gravity sewer within the P-TND portion of the project with low-pressure sewer permitted within the 262 acre parcel being dedicated to the County;
- Fund and provide a water and sewer distribution study to identify the capital improvement needs and timing;
- Requires the construction of several listed utility infrastructure projects if determined necessary by a water and sewer distribution study, including off-site improvements if easements are to be acquired and specifies the applicant shall not seek reimbursement under any pro-rata credit agreement for construction of these projects;

- ***Assigns any pro-rata credit reimbursement from other developments in the area to the Stafford County School System for the use and benefit of Falmouth Elementary School, Brooke Point High School, or other schools serving Clift Farm;***
- Offers automatic sprinkler systems as a buyer's option for all single family detached, single-family attached (townhouse), and village dwellings; and
- Requires other fire safety measures, including installation of NFPA-14 standpipe systems in commercial buildings and signal pre-emption equipment on traffic signals.

Land Dedication

The applicant is proffering the dedication of 262 acres to the County for public use that is generally located east of the Dominion power line easement. The proffer includes specific uses. On a large portion of the 262 acres, the applicant will construct rectangular athletic fields, including parking and restroom amenities, the number and types of amenities to be determined based on three potential options. A phasing schedule is included, tying the construction of fields to issuance of residential building permits. The applicant is also proffering to construct a 500 space commuter parking lot on 5 of the 262 acres or provide payment to the County as an alternative for the expansion of the Brooke VRE parking lot. Lastly, the remainder of the 262 acres not used for a park complex or commuter parking lot will be dedicated for public use as an animal control facility, or other use deemed appropriate by the County. The following is (1) a land dedication exhibit that identifies the specific areas of these dedications and (2) a park phasing exhibit illustrating the potential soccer field layout including proffered phasing and commuter parking lot. Primary access to the parking lot and soccer fields would be directly across from the Clift Drive access point onto Eskimo Hill Road with secondary access onto Eskimo Hill Road in the southeast corner of the site.



Parcel Dedication Exhibit

The proffers also propose a land swap with Assessor's Parcel 38-123A. This property, owned by co-applicant, Dominion Virginia Power, is surrounded by Parcel 124. Parcel 123A was intended to be the location of an electric substation. Proffer 5 would vacate Parcel 123A to become part of parcel 124, and area to be dedicated to the County. At the same time, the landowner of Parcel 124 would dedicate a new 9 acre parcel to Dominion as a replacement site for a future electric substation.

Deviation from Table 3.5(a) of the Zoning Ordinance

Should the P-TND zoning district be approved, the development will be divided into three transect zones. The Zoning Ordinance includes specific regulations for each transect zone. Stafford County Code Section 28-39(q)(21), Table 3.5(a), includes density and intensity regulations for transect zones. The ordinance allows for deviations or modifications from the tables provided the request is approved by the Board with the reclassification to the P-TND district.

The applicant requests a deviation from County Code Section 28-39(q)(21), Table 3.5(a), Allocation of Transect Zones. Specifically, the requirement in the Table regarding the minimum and maximum percentage of non-residential uses in the T-4 transect zone. The T-4 zone requires 20 to 30 percent of non-residential uses. The applicant requests a deviation from the minimum 20 percent requirement to allow the T-4 zone to have no non-residential uses.

In addition to the T-4 zone, the proposal also includes the T-1 and T-6 zones. All of the commercial development is proposed within the T-6 zone, with the majority to the west of the stream corridor adjacent to Route 1.

Staff supports the request to deviate from Table 3.5(a) by allowing the transect zone to consist entirely of residential uses. The intent of the P-TND district is to ensure that a Traditional Neighborhood Development contains a mix of uses throughout the development. Although commercial use is not central to the project, they would be within walking distance of many of the residents. Direct connections between commercial uses and residential have been provided.

During the review process, staff requested more commercial uses central to the project. The applicant modified the proffers to add 6,000 square feet of miscellaneous commercial uses along with a day care center to the east of the stream corridor, in closer proximity to more of the residents, despite a concern about the marketability of commercial development too far off of Route 1. Commercial uses located to the east of the stream corridor are within walking distance of most of the residential dwellings, as displayed on the pedestrian shed exhibit within the RP. In addition, to provide a more direct connection from the commercial area along Route 1 to the residential uses, the applicant modified the proposal to realign Clift Drive to accommodate this request.

RECOMMENDATION:

On July 13, 2011, the Planning Commission voted 3-2-1 (Mr. Fields and Mrs. Hazard opposed; Mr. Hirons abstained; Ms. Kirkman absent) to recommend approval of the proposal.

As proposed by the applicant, an exception to County Code, Section 28-39(q)(21), Table 3.5(a) of the Zoning Ordinance is required. Proposed Resolution R12-75 authorizes approval of the exception.

The reclassification is generally consistent with the land use recommendations in the Comprehensive Plan. However, staff notes that there are still outstanding issues for the Board to consider in their evaluation of the reclassification proposal to ensure that impacts of the development have been adequately addressed.

Fiscal Impacts:

The capital contributions being offered do not offset the impacts to capital facilities pursuant to the monetary proffer guidelines in their totality and the proffers do not directly contribute to all of the suggested types of public facilities.

- Objective 2.7 of the Comprehensive Plan states: To the maximum extent possible, the County should collect funds from Land development projects to pay for the costs of growth and development.

- There is potential that the County would receive no monetary contributions for Schools. Staff notes that there is uncertainty in the timing and amount of money that would ultimately be transferred under the proffer to direct Utility pro-rata reimbursement funds to County Schools. The Utility Fund must be reimbursed prior to any remaining reimbursement funds being released. Reimbursement is not likely to occur until a number of years have passed and is contingent on other development occurring that would benefit from the infrastructure constructed for this project. The Board will need to enter into a subsequent agreement with the applicant regarding the reimbursement process. Should no monetary contributions be received for Schools, the proposal would not offset its impacts.
- Other types of facilities are not addressed in the proffers, including libraries and general government. Consideration should be given to determine if land dedication adequately offset those impacts. Current proffer guidelines do not allow for offsets proposed by the applicant. It would be a policy decision to determine if these offsets are appropriate.

The value of the proffer contributions, specifically the 262 acres to be dedicated to the County, may not be as much as portrayed in the applicant's Economic, Fiscal, and Capital Infrastructure Impact Study.

- Subsequent to the public hearing, the Commissioner of the Revenue hired a consulting appraiser to appraise the value of the land proposed to be dedicated to address questions raised on the value of the land and validate the findings in the applicant's analysis. The appraisal determined the land to have a value of \$10,000 per acre, less than the \$26,727 value estimated in the report.

The fiscal benefits of the project noted in the applicant's fiscal study may not be realized until the residential portion of the project is near completion.

- The Economic, Fiscal, and Capital Infrastructure Impact Study identifies positive financial benefits resulting from this project based on the assumption of full buildout of the commercial portion of the project. Under the applicant's proposed phasing of commercial development, the first commercial space is not required to be constructed until the residential portion of the project is 90 percent complete.

Transportation:

The revised proffer allowing \$780,000 to be directed from commuter parking improvements to Eskimo Hill Road does not fully address the Comprehensive Plan recommendations in the Eskimo Hill UDA to upgrade Eskimo Hill Road from Jefferson Davis Highway to Brooke Road and expand commuter parking spaces at the Brooke VRE. Current cost estimates to improve Eskimo Hill Road are \$9.97 million.

A proportionate share of this cost would be \$6,530,350, based on the Comprehensive Plan recommendation that the UDA project improve this road. The proposed proffer would address either the applicant's share of the Brooke VRE parking lot expansion or 12 percent of the applicant's share of improving Eskimo Hill Road.

Staff recommends payment to the County for cost of installing signals at the Clift Drive, US Route 1 intersection, to ensure cost of improvement is covered when warranted.

Staff notes that the potential for cut-through traffic along Clift Drive may arise. Response to cut-through complaints is one of the biggest problems in the County's Transportation Office. This can be addressed by 1. Improvements to Eskimo Hill Road that make it safer and better able to carry traffic, and 2. Traffic calming measures incorporated in the design of Clift Farm Drive (e.g. roundabouts at intersections) that slow traffic and make cut through less attractive.

Land Dedication:

Staff requested the timing for the Board to request the public land be increased from within 30 days of approval of the preliminary plan to 90 days from preliminary plan approval. The applicant modified the timing in the proffers to 60 days.

Staff requests the County have the ability to choose the method of irrigation of the fields, as opposed to solely being provided by stormwater detention ponds.

Utilities:

Staff recommends specific dates for the utility improvements.

Staff recommends that the applicant agree to complete the Water and Sewer projects listed in the Water and Sewer Master Plan without a need for conducting any additional Water and Sewer studies.

Staff recommends changing "Utility Bills" at the top of Page 23 of the proffers to "pro rata fees."

Fire and Rescue:

To mitigate fire and rescue impacts, since there is no specific land dedication or money for additional fire and rescue equipment, staff recommends a proffer to provide automatic sprinklers in all residential and commercial buildings.

6. RC2900108; Reclassification - Clift Farm Quarter - A proposed reclassification from A-1, Agricultural Zoning District to P-TND, Planned Traditional Neighborhood Development Zoning District to allow a planned urban development, including a mix of commercial and residential dwelling units with neighborhood amenities, on a portion of Assessor's Parcel 38-124, consisting of 141.40 acres. The property is located on the east side of Jefferson Davis Highway approximately 1,250 feet south of American Legion Road and along Eskimo Hill Road, within the Aquia Election District (Falmouth Election District under the recently adopted election redistricting). **(Time Limit: August 16, 2011)**

Mr. Harvey: Mr. Chairman, Mike Zuraf will be making the presentation for staff.

Mr. Howard: Thank you. Good evening Mr. Zuraf.

Mr. Zuraf: Good evening again. Can I have the computer please? Okay, this request for Clift Farm Quarter is to reclassify the property from A-1, Agricultural, to a P-TND, Planned Traditional Neighborhood Development zoning district for the development of a planned urban development. The applicants are Mark Giganti with D.R. Horton and Dan Doody with Dominion Virginia Power. The agent for the applicants is Clark Leming. The Assessor's Parcels include 38-124, a portion of that, and 38-123A. The area is 141.4 acres, that's the area subject to rezoning. And the 141.4 acres is highlighted in red; this is the portion of parcel 124 that would be subject and rezoned to Planned Traditional Neighborhood Development. The other area that is highlighted with the hatching, those are other lands that are subject to the proffers. They are also owned by D.R. Horton. And this other portion of 124 is not subject to this case. Surrounding the site, you see much of the site is zoned A-1, Agricultural. The land to the south is A-1, Agricultural; it's undeveloped. There is an approved preliminary plan to the south. Over to the east is A-1 land, you have the correctional facility in this location. As you go to the north and east, this is the location of the County landfill. To the north of the site you have M-1, Light Industrial zoned property. This is a site where a research office building is being developed right now. And you have other A-1 land also that is along Eskimo Hill Road to the north and along State Shop Road you have a mix of undeveloped properties and some residential uses in this location. To the west of the site, on the opposite side of Jefferson Davis Highway, you have A-1 land and M-1, Light Industrial, land, generally industrial uses. Auto salvage yard uses are in this location, industrial uses as you get further south down Route 1 in the Penny Industrial Park. Looking at the zoning history of the site, there have been several development applications that have come in over the last six years. Starting in May 2005 there was a Preliminary Subdivision Plan that was approved and concurrently a Comprehensive Plan Compliance Review. The Preliminary Subdivision Plan was for a 145 lot subdivision that basically covered the entirety of that parcel, 479 acres. It was zoned for an A-1 agricultural by-right three acre lot subdivision and the Comp Plan Compliance Review for the extension of sewer outside of the Urban Service Area. The Urban Service Area line at the time basically split the property in half; it went down the Dominion power line easement that splits the property. In April of 2006 following Preliminary Plan approval, the subdivision plat was submitted for a portion of this subdivision, seven lots, and that application actually has been withdrawn. Then in August of 2006 the first reclassification came in on this property to rezone the property to the PD-2, Planned Development 2, zoning district. That included 1,645 residential lots and 625,000 square feet of commercial development. That application has been withdrawn. Then in May of 2007 there was two requests, a request for a Comp Plan amendment and reclassification. The reclassification was to the Planned P-TND zoning district also. It proposed at the time 1,740 residential units and 200,000 square feet of commercial. That application also has been withdrawn. In May 2008 there was a

construction plan for a portion of the A-1 by-right subdivision; that application is still open and not approved. Looking at the existing features, the site is undeveloped. It is all forested land cover with the exception of the power line easement which is open kind of meadow within that easement. Also, you have, as far as topography, is rolling topography and steep slopes greater than 25% that cover the property. There is a stream corridor that bisects the property and along that stream corridor you have about 26.2 acres of area that's in sensitive resources that can be classified as wetlands, floodplains or steep slopes along that corridor. Also, now looking at the specific development proposal, when somebody is coming in to request a P-TND application, typically more information is needed than the typical reclassification. It requires a regulating plan in addition to the typical general development plan that we see, and then also neighborhood design standards. The regulating plan highlights transect zones which I'll get into and those are general districts that kind of control the intensity and amount of development that would occur in an area. They just cover general blocks, larger areas, and then the development standards within the ordinance regulate how development occurs within those different transect zones. They range from T-1 which is kind of a sensitive area where land should be preserved, up to a T-6 which is the more high density urban areas. And then there's a variation of development within the transect zones in between. Also, the regulating plan identifies the road network through a site, identifying primary roads and neighborhood streets and the general transportation pattern that will occur in the project. It highlights civic spaces, also pedestrian sheds around those civic spaces which are areas within 1,300 feet from civic spaces; also, primary commercial frontages along roads and vista terminations. The general development plan provides a little more detail and shows how a site might be developed with a more detailed road network and where lots and different types of uses might occur within the site. It highlights also the existing conditions, open space, utilities and stormwater, giving a little more detail than the regulating plan would. And the neighborhood design standards gets into the landscaping details, the details of architectural features that may be... regulates how the neighborhood would look in the future and all the development would have to follow those features that are proposed. Within this proposal, the site would have three transect zones, a T-6 zone, a T-4 zone and a T-1 zone. The T-6 zone is a higher density area; it covers 24 acres of the site. It does include 50% of that area as non-residential uses. That area is oriented towards Route 1. The other half of the T-6 zone is further to the east and has more of the high density residential uses along it and in that area. The T-4 zone covers 84.4 acres; it's primarily residential. Only 7% of that area is non-residential. Actually, according to the Zoning Ordinance, 20 acres of that area would be required to be non-residential, so the applicant is requesting a departure from the standards in the ordinance. And that request specifically goes to the Board of Supervisors. The T-1 zone, the preservation area, it covers 32.5 acres. It includes environmentally sensitive areas along the stream corridors. In this proposal, the T-1 area includes only the Critical Resource Protection Area; it does not include the steep slopes greater than 25% or the intermittent streams that are adjacent to that. So basically what you do have here is this proposal is reliant on the separate ordinance that is being proposed that would amend the P-TND district, specific to the T-1 area, that would remove those steep slopes and intermittent streams from what is required to be in a T-1. So, if that ordinance doesn't pass, then this application would have to be adjusted to expand those T-1 areas to include more of these environmental areas as required.

Ms. Kirkman: Excuse me, Mr. Chair?

Mr. Howard: Ms. Kirkman.

Ms. Kirkman: Can I get some clarifi... what is the status of that ordinance?

Mr. Zuraf: That ordinance I believe is scheduled for public hearing at the... is it the June 1st meeting Jeff?

Mr. Harvey: Yes.

Mr. Howard: Yes, June 1st.

Ms. Kirkman: So, if I understand correctly, then we have in front of us tonight an application which does not currently comply with the Zoning Ordinance, is that correct?

Mr. Zuraf: Well, as it's shown it doesn't but it, I guess, is no different than any use... we do get a lot of cases that are dual applications for a rezoning and conditional use permit where a use is proposed that might require a waiver of floor area ratio. So the use as proposed doesn't meet the floor area ratio so in effect you do get other cases that come in that are dual applications that don't quite meet the letter of the law because they're kind of reliant on each other.

Ms. Kirkman: Those dual applications though have to do with specific requests for specific parcels. In this instance, my question is does this application, as it's before us now, comply with the Zoning Ordinance as it exists now?

Mr. Zuraf: It does not include the steep slopes and intermittent stream buffers that are... that the ordinance calls for, yet this would have to just be adjusted if that separate request which is happening and is scheduled doesn't occur.

Mr. Howard: Right, so anything that's currently shown to us this evening in the T-1 transect zone is not in compliance with our current Zoning Ordinance.

Mr. Zuraf: Right.

Mr. Howard: Okay.

Ms. Kirkman: And does staff typically move forward applications that are not in compliance with the Zoning Ordinance?

Mr. Zuraf: Typically we wouldn't but, in this case, there's a reason for moving it forward.

Mr. Howard: I think Mr. Zuraf answered it; Mr. Harvey, I don't know if you want to chime in yourself but there are other times applicants have come forward where in tandem they are requesting a modification or a change in the Zoning Ordinance and, to Ms. Kirkman's point, for maybe a particular parcel where typically it's in tandem to the parcel that's being shown. In this case this is a Zoning Ordinance change that was proposed that is going to public hearing on June 1st and does impact this application to the extent that the T-1 transect zone may have to be changed by the applicant if that ordinance is not passed.

Mr. Zuraf: Right.

Mr. Howard: Or adopted I should say.

Mr. Harvey: Yes, Mr. Chairman, this is a little different than most cases we see. Most cases we see, as Mr. Zuraf pointed out, is you have a use that requires both a zoning change and a conditional use permit. So, technically, you couldn't approve the conditional use permit until the zoning change was adopted first. This is similar in that we have to change the Zoning Ordinance but, as Ms. Kirkman says and has indicated, this has broader ramifications because it could affect other future P-TND requests. We do note that you have a general development plan that would have to be changed if this ordinance does not go into effect. This ordinance amendment was also filed on the request of the landowner and has been forwarded by the Board of Supervisors to the Commission for its consideration. So, from a staff perspective, this is a timely discussion because you have a real life case in front of you and with the ordinance amendment you can see what the impacts potentially are.

Mr. Howard: Yeah, and we have until August 16th to conclude our thoughts on this item that's before us.

Ms. Kirkman: If this is... if the text amendment is going... if the amendment to the Zoning Ordinance is coming up in June, why wasn't this just held until that time, when we could have an application in front of us that was actually in compliance with the Zoning Ordinance?

Mr. Zuraf: Well, the applicant was ready to move forward to public hearing with the plan as it was provided and prepared.

Ms. Kirkman: So the applicant requested that this move forward even though it was not in compliance with the Zoning Ordinance?

Mr. Zuraf: Yes.

Ms. Kirkman: Thank you.

Mr. Howard: Go ahead Mr. Zuraf; continue.

Mr. Zuraf: Computer please again. So, I've kind of generally described the three transect zones that apply to this site. The regulating plan also doesn't highlight the pedestrian sheds that are around civic uses and civic sites. They are required to cover all the... and all residential uses are required to be within pedestrian sheds and this plan does that. They do highlight also the street network and identify primary streets through the site. This is the regulating plan that identifies the location of the three transect zones. Along Route 1/Jefferson Davis Highway you have the T-6 zone; this is the commercial area. You have another T-6 area further to the east. There's the primary street through the site runs in this proximate location. Then you have the lower density T-4 areas that are primarily residential in this location, and then your T-1 areas along the stream corridor. Staff did comment that there's a follow-up request from staff to reconsider the transect zone in this location. This area is right along the main primary street yet it's zoned T-1 so nothing could occur there and there likely could be some potential for some commercial development in this location. There are no sensitive resources in that area and request that the applicant consider expanding the T-6 to include this location. The general development plan, as I mentioned, does include the existing conditions. It highlights where the steep slopes are located on the site, where the floodplain and wetlands are all located, it does provide a more detailed layout and then provides more information on where open spaces will be proposed, the utilities plan, how utilities would occur through the site, the transportation network and some of the

stormwater management details. Land uses on the general development plan show 174,000 square feet of non-residential uses, most of them over to the western side of the site near Route 1. It does show up to 598 dwelling units with a mix of multi-family townhouse, single-family and village homes. This is the general development plan...

Ms. Kirkman: Excuse me, Mr. Chair?

Mr. Howard: Ms. Kirkman?

Ms. Kirkman: What... could you go back to the previous slide? What is a village house?

Mr. Zuraf: That is a smaller layout; it's a detached house that is just a smaller... it's on a smaller footprint.

Ms. Kirkman: Do we have a definition of that in our Zoning Ordinance?

Mr. Zuraf: I believe we do.

Ms. Kirkman: Do we?

Mr. Harvey: Yes we do.

Ms. Kirkman: Okay, thank you.

Mr. Zuraf: So here is the layout of the site on the general development plan highlighting the primary street through the site; it's called Clift Drive on this plan. And then you have your commercial area along Route 1. Then you have some commercial uses along this drive; a daycare facility, a community center. And then some higher density residentials kind of centered in the residential area, closer proximity to the commercial then some of the lower density single-family detached units that extend out from the center.

Ms. Kirkman: Mr. Zuraf, Clift Drive... how many lanes is that?

Mr. Zuraf: It would be four lanes.

Ms. Kirkman: Four lanes; and it goes right through the CRPA?

Mr. Zuraf: Yes it does.

Ms. Kirkman: Will they need a variance or some kind of permit for that?

Mr. Zuraf: I don't believe that's necessary when it's for a road to... and when it bisects the road at a 90 degree angle.

Ms. Kirkman: Okay, thank you.

Mr. Zuraf: They will have to probably to major water quality... there may be some water quality impact assessment review required on that though. This is just one page out of the neighborhood design standards. Just to kind of highlight, this page identifies the pedestrian sheds, how they cover the site, and describes in a little more detail the civic uses that those pedestrian sheds are based on. The applicant has included several proffers; they would require the development of the site in accordance with the regulating plan as provided. They would establish a maximum number of residential dwelling units at 598. The minimum densities of the different residential unit types would be consistent with the recommendations of the Urban Development Area here in our County Comprehensive Plan. Those recommended densities are 12 units per acre for multi-family units, six units per acre for townhomes, and four units per acre for single-family detached homes. There would be a requirement for a mix of three dwelling unit types in the T-4 zone, those being multi-family townhouse and single-family units. There would establish a maximum of 174,000 square feet of commercial development on the site. There would be some phasing written in the proffers that there would be no more than 200 residential units constructed per year. Also, specific transportation improvements are provided by the applicant that are consistent with the Traffic Impact Assessment which I'll get into in a moment. Also, the applicant is proposing the dedication of 262 acres of land to the County for several public uses, and also the construction of 15 recreational fields. I'll get into the specifics of that as well. Also, the proffer will relocate the planned Dominion substation from the current site that is owned by Dominion and part of this application to a point further to the north and I'll highlight that shift in a moment. Also, they would construct several private recreational amenities that serve as the civic uses on the site. Regarding archaeological resources, there's a proffer to avoid disturbance or require a Phase 3 study if recommended by the Phase 2 survey; which it is recommended for one of the archaeological sites and you did receive the Phase 2 archaeological survey with the package. They would also display artifacts and provide interpretive signage on the historical resources. They also would, through the proffers, utilize and enhance environmental protection methods, prepare a water study to identify the improvements that would be needed, and allow development without offsite infrastructure for water and sewer provided capacity is available for fire flow.

Ms. Kirkman: Excuse me Mr. Zuraf? Could you clarify what is meant by prepare a water study to identify the improvements needed?

Mr. Zuraf: Their proffer is to... they would evaluate the current water system and the pressures that are out in the water lines now and determine based on what the need will be, based on that study determine if additional improvements would be needed to maintain adequate pressure for fire flow to fire hydrants and meeting certain standards that are required under our Utilities Ordinance.

Ms. Kirkman: Is that because part of this... I seem to remember and I think maybe Mr. Fields was on the Board when this went through... they had to get some special permit because they needed... was that they don't have the gravity flow from the pressure?

Mr. Zuraf: Well, and I'll get to... the Utilities Department actually has some additional comments and actually requested some additional improvements beyond just the water study.

Ms. Kirkman: Okay. Because there is a pressure problem already known out there?

Mr. Zuraf: I'm not certain if there's a pressure problem or not but I know that some additional improvements are being requested from Utilities.

Ms. Kirkman: Okay, thank you.

Mr. Zuraf: Regarding transportation, a Transportation Impact Assessment has been submitted with this request. The general overall impact of this proposal would generate, from the site, over 19,000 vehicle trips per day. At full build-out, that equates to over 2,000 vehicle trips per hour. At the peak p.m. hour was the highest peak hour and that, of course, requires a Traffic Impact Assessment. That was submitted and has been adjusted and amended as the application has been amended through this process. And you received the latest addendum to that impact assessment in your package. And this impact assessment does show the impact on several intersections on and off site. Looking at the layout of the site, the intersections that were looked at in the study include to the north the intersection of Route 1 with Eskimo Hill Road. As you head down Route 1, Route 1 with Clift Drive, the commercial entrance off of Clift Drive and then further down Route 1 the intersection of Centreport Parkway, the access to Centreport Parkway off of Route 1. It also looked at that intersection. I did identify this intersection of Clift Drive and Eskimo Hill Road; this actually I don't believe was identified and evaluated in the report so that may need to be adjusted and looked at further. The study does identify that with the improvements there would be an impact on these four intersections, and the improvements that are recommended to mitigate the impacts at the Eskimo Hill intersection include the construction of a dedicated right turn lane on Eskimo Hill Road as you approach Route 1. At the intersection of Route 1 with the site at Clift Drive, this was not shown to necessarily have a negative level of service but the applicant is still proffering several improvements; full dedicated left and right turn lanes as you head north and south approaching this intersection, a traffic signal when warranted would be constructed. And then as you go into the site, Clift Drive at the commercial access there would be a traffic signal when warranted. And then dedicated left turn lanes on Clift Drive as you approach the light eastbound. And then two dedicated lanes from the commercial site... on the commercial site heading to Clift Drive, and then at Centreport Parkway with Route 1 there'd be a second southbound left turn lane constructed on Route 1. It's actually already kind of constructed, it's just marked... there's yellow striping so that would just need to be restriped. And then a second approach lane on Centreport Parkway as you approach Route 1, that was another improvement. And staff would also note that in this alignment of Clift Drive to Route 1, there could potentially be an issue with the current access of State Shop Road with Route 1; there may be some need to redesign State Shop Road to deal with the proximity of the two intersections there.

Ms. Kirkman: Excuse me Mr. Zuraf, before you move away from the Traffic Impact Analysis itself, we don't seem to have gotten the original Traffic Impact Analysis in our packets. Can we get that?

Mr. Zuraf: I can provide that.

Ms. Kirkman: And then my question is that analysis was actually done a number of years ago in 2008. Has there been a completely new Traffic Impact Analysis done?

Mr. Zuraf: This addendum I believe covers all the... because the original request covered greater area and had different intersections and I think more units, so this basically had to be redone...

Mr. Howard: Significantly more units according to what you said earlier, right? Significantly more units.

Mr. Zuraf: Yeah, yeah, there were more units and so the old Traffic Impact Assessment I believe doesn't necessarily really apply anymore. So this new addendum is the latest and greatest.

Ms. Kirkman: And this addendum is what was submitted to VDOT for the Chapter 527 review?

Mr. Zuraf: They've been receiving all the addendums as... they received the original one and then these adjustments as they went along.

Ms. Kirkman: But, I don't... was the original one conducted in compliance with all of the 527 reviews because I thought that was actually prior to that implementation?

Mr. Zuraf: I'd have to check on that, when that actually went to VDOT. I believe all the latest versions would have been reviewed under their guidelines.

Ms. Kirkman: Because this is fairly thin compared to what we see from most TIAs for Chapter 527s, that's why I'm trying to understand.

Mr. Zuraf: Well, the original...

Ms. Kirkman: Yeah, I know what the original looks like.

Mr. Zuraf: ... TIA was about as thin as that.

Ms. Kirkman: Really?

Mr. Zuraf: Yes. And I believe it was accepted. But we can provide a copy of that to you.

Ms. Kirkman: Yes, and if we can get some confirmation from VDOT that that original was conducted in compliance with the Chapter 527 regulations.

Mr. Howard: Do you have any comments from VDOT on what's been proposed?

Mr. Zuraf: Yeah, I believe that's in your package, the VDOT comments.

Mr. Howard: And VDOT signed off on it, if I'm correct?

Mr. Zuraf: Yes.

Mr. Howard: Okay. Alright, thank you.

Mr. Zuraf: Computer please. There were some other transportation proffers included with the package. They would complete Clift Drive all the way through from Route 1 to Eskimo Hill Road. It may not be done initially so they are limiting... there may be a case where Clift Drive gets built off of Eskimo Hill Road so there's a limit of no more than 141 residential units that would be allowed to be constructed off of Eskimo Hill Road before... once they get to 142 units, Clift Drive has to connect

through to provide access to Route 1. Also they'd provide a slug commuter area in a central location on the site, and also provide inter-parcel connection to the site to the south that has a preliminary approval. We did include VDOT comments; they found the study acceptable. And within that they did also include several other comments that a lot of it got to some of the construction details, things that would be more of a heads-up and things that are going to have to be addressed as the, you know, assuming the site moves forward. Some staff comments that we have, the proffers do not include right-of-way dedication, so we're recommending that the proffers include right-of-way dedication specifically along Route 1 which would call for 80 feet from centerline. And then also staff is recommending the addition of inter-parcel connections to the north because to the north of this site is the continuation of the Urban Development Area in this location. And the idea would be to get a good network, a street network, that would keep cars off of Route 1 or Eskimo Hill Road. Also, staff notes that some of the details of the Route 1/Eskimo Hill improvement leaves it where there's a certain kind of time limit where if the right-of-way isn't acquired by a certain time then the improvement... the requirement to do the improvement would eventually go away. So staff is suggesting maybe some monetary consideration be placed there to ensure that, at some point, the improvement could occur and not just go away.

Ms. Kirkman: Mr. Zuraf, how... was there some basis for the number of 141 being used? So, has there been a determination that Eskimo Hill Road, for instance, can handle the traffic? You know, if you figure 10 trips per day, you know, roughly 1,400 additional trips per day?

Mr. Zuraf: I would have to defer that to the applicant or the traffic engineer. Initially, it was higher and we did note that and that number was lowered down to 141, but I never... I don't recall the basis.

Ms. Kirkman: You don't know what the basis... okay.

Mr. Howard: Continue your presentation Mr. Zuraf.

Mr. Zuraf: This slide depicts the land dedication plat that was referenced before. The plat shows the 262 acres that are proposed to be dedicated. Again, this is the site subject to rezoning. The area of dedication would be generally from this point, around, up to the north. This is the 262 acres. This is the portion of the site that, the residue portion that is going to remain A-1, not subject to any rezoning action or proffers. The Dominion property is in this location; it's the site of a potential future electric transfer station. The proffer would relocate that site up to the north to this location and then this land would then just become part of the 262 acres and be dedicated to the County. This part also of the 262 acres, as I mentioned, 220 acres would be for the construction of 15 soccer fields which the applicant is proffering. The five acres of the area would be for a commuter lot which I'll highlight in a minute; 20 acres would also be dedicated for an animal control facility or other use that the County may deem necessary on that site. And on this, staff did receive a comment and request from the School Board for 20 acres to be specifically dedicated for a school site in this area.

Mr. Hirons: Mr. Chairman, if I could ask a question? Mr. Zuraf, did they identify anywhere that potential 20 acres for a school site?

Mr. Zuraf: Not from the School Board. I think the applicant might have some options that they might show.

Mr. Hirons: Okay. And the second question is, we have depictions in our handouts here and I don't know if the next slide might have where like the soccer fields are proposed, but just to the... I guess it would be east... to the right, is that where the detention center property begins?

Mr. Zuraf: The detention center property is right down where the cursor is.

Mr. Hirons: Okay.

Ms. Kirkman: Mr. Zuraf? Could you...

Mr. Howard: Could we let staff finish what is a lot of questions to be asked by a lot of people and if we could just write them down as we go, it might help us move a little bit more quicker... if my colleagues wouldn't mind. Can you just make a note of that Ms. Kirkman and we can...?

Ms. Kirkman: Well, we'll ask him now or ask him later...

Mr. Howard: Why don't we ask him later; the Chair is not recognizing Ms. Kirkman right now. Go ahead Mr. Zuraf.

Mr. Zuraf: This image identifies the specific soccer field layout that is included in the application. As you can see, it's to the east of the proposed site of the development. It would be... this is Clift Drive where it meets Eskimo Hill Road which wraps around and heads to the east. The proposal would extend Clift Drive across Eskimo Hill Road into the soccer field complex. And along the way you'd have the 500 space commuter parking lot, that's part of the proffers, in this area partially underneath the power line easement and on the way to the soccer complex. This image identifies the issue of noise impacts that may occur on this site. It identifies airport operation zones; those are highlighted in the blue. And then there is a noise impact area in the brown. And this is with a previous layout and previous iteration of the proposal. Originally this brown area highlights a point of 55 decibels, so it's kind of highlighted as an area where there might be a little more noise impact. And since, the application has adjusted the application to remove these residential areas out of this noise impact area, out of the area identified by the brown line. So despite that now all the development is up in this area, it is still within an airport operation zone; that is zone 6. It's called a traffic pattern zone. It's a lower end of the impact areas; within this impact area residential and most non-residential uses are allowed. It does suggest avoiding children's schools and large daycare areas, just to point that out. But these are the potential airport and noise impacts as it relates to the site. Looking at how this site relates to the Comprehensive Plan, I've highlighted the site within the Comprehensive Plan in the hatched area. This is within the newly adopted Eskimo Hill Urban Development Area and the Eskimo Hill Urban Development Area covers 200 acres. It, in total, recommends 879 dwelling units and 580,000 square feet of commercial. This proposal is at 598 for dwelling units and 174, so it is within the recommended thresholds that are in this Urban Development Area. As a result, the remaining area covers 59 acres to the north. That area would have to absorb the remaining development of 281 dwelling units and 414,000 square feet of commercial, so it would be a higher mix of commercial that would have to occur up in the rest of that site in the rest of that Urban Development Area. The Urban Development Area provides some narrative of the type of development that's envisioned. It recommends a town center with a mix of commercial with condominiums and townhomes. In this proposal, your commercial area is separated from the residential areas by the stream corridor, so the remaining area to the north would need to incorporate that mixed use town center that's envisioned in

the Eskimo Hill plan. With public facilities, a 500 space parking lot is recommended at the Brooke VRE. As I've noted, the proposal has a 500 space commuter lot that is onsite. The improvements are recommended to Eskimo Hill Road from Route 1 to Brooke Road. This proposal has intersection improvements along Eskimo Hill Road at Clift Drive and Route 1, staff does note that the construction of Clift Drive through to the park site would provide a new road access directly to the park and would allow the alternative for vehicles to avoid Eskimo Hill Road if they're going to the park, but not necessarily the VRE. Also, it recommends the dedication of 250 acres for active park land with the construction of 15 playing fields. The proposal includes 220 acres for park land with 15 fields. The total dedication is greater than 250. And then also the construction of an animal control facility; this proposal includes the dedication of land, 20 acres for this purpose, or another use. So it doesn't proffer the actual construction of the facility. The application also does include a fiscal impact study and it goes beyond just the fiscal study; it's the economic fiscal and infrastructure impact study. It's included with the project. In the findings of the study, it supports the... the study finds that the project supports a creation of 151 new jobs with related personal earnings of \$4.2 million and that fiscal benefit of \$1.1 million annually and capital contributions, capital improvements contributions of over \$20 million that relates to the proffered improvements which relates to the monetary proffers of \$72,000 over the suggested monetary proffers that the County guidelines state. Staff comments regarding the fiscal impact study note that the proffer guidelines that the County has breaks out the specific amounts by residential type and it allocates certain amounts to different types of facilities like schools, parks and recreation, transportation, libraries and such. So in this case not all facility types would be mitigated; specifically, schools, libraries and fire and rescue to name a few, because this application does not... they're not specific monetary proffers that go along with the guidelines that we have. Staff also notes that within some of the details of the report, the estimated dwelling unit values may be overstated. It identifies an average single-family home price of \$457,000 down to \$300,000 for a multi-family unit; staff questions whether that might be inflated. The study also assumes full build-out of commercial and residential development. The commercial development is the aspect of the project that will really offset some of the monetary impacts, fiscal impacts, on the County and there's no necessary proffers that require a phasing of the commercial with the residential. And phasing of the commercial with the residential helps ensure some of the financial balance that is found in this report. Looking at the findings of the proposal, the positive aspects; the proffers would mitigate the impacts on the transportation network and adjacent properties. The commercial aspect of the project would offset financial burden. It's in conformance with the Eskimo Hill Urban Development Area designation. The land dedication of public improvements would mitigate the park and recreation demands. And this use does promote the use of alternative modes of transportation with the commuter parking lot and the slug lanes proposed, and the overall mix of uses proposed in this development may minimize traffic beyond the site. The negative aspect is not in conformance with the Transportation Plan specifically as it relates to the dedication of right-of-way. Certain transportation improvements are not fully guaranteed; specifically, Eskimo Hill Road and Route 1 and the impacts on the utilities are not fully mitigated. The Utility Department provided comments to the County and the applicant. They did list and request specific capital needs and identify specific projects that were requested. And with fire and rescue, they also provided some suggestions for proffers; specifically, the request for automatic sprinklers, traffic signal pre-emption devices for emergency equipment and then also a stand-pipe system in buildings greater than two stories. That's for enhanced fire protection. Staff at this point cannot support the request for reclassification until several of the issues that were discussed and highlighted are addressed and request the Planning Commission consider those issues as you consider this proposal. Now I'll take any additional questions.

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Mr. Howard: Right. Mr. Fields, we'll start down at your end.

Mr. Fields: Actually, is the preliminary, the original preliminary subdivision plan on the whole parcel, is that still active and vested?

Mr. Zuraf: As far as I know, it's still active, yes.

Mr. Fields: And how many units was that?

Mr. Zuraf: It was 145.

Mr. Fields: On three acre lots?

Mr. Zuraf: Excuse me?

Mr. Fields: That's pretty good. That's better than 4.5 so that's a pretty high yield there. It's about 500 acres?

Mr. Zuraf: It was 480... 479 acres.

Mr. Fields: Four hundred seventy-nine acres... 140...? How many did you say?

Mr. Zuraf: A hundred forty-five lots.

Mr. Fields: A hundred forty-five lots, okay.

Ms. Kirkman: Mr. Fields? May I just ask a clarifying question regarding that? Was that preliminary plan approved prior or after the drainfields ordinance?

Mr. Zuraf: I'll defer to Mr. Harvey.

Mr. Harvey: Mr. Chairman, Ms. Kirkman, my recollection is a number of those lots are on public water and sewer. Some are on water and septic. I don't recall if it was before the new standards for septic systems.

Ms. Kirkman: Okay, thank you.

Mr. Howard: Mr. Fields, continue please.

Mr. Fields: That's really all I have at this moment.

Mr. Howard: Okay, thank you. Mrs. Hazard?

Mrs. Hazard: I guess I was looking over... I know there's been some interest in the soccer fields... I was just looking over how it was phased. And it says that some of the things will be done in a second phase, some of the amenities that were needed. And I guess my only other question is just confirming

that the parking lot that is proposed... it does appear to be in the easement of the right-of-way for the power line easement.

Mr. Zuraf: It is.

Mrs. Hazard: And, of course, we'll have to get all the waivers there but I will be looking at that closely to make sure there isn't going to be... I know that the joint applicant is Dominion Power so they know it's there, but we just always need to make sure that that's protected.

Mr. Howard: Thank you. Mr. Rhodes?

Mr. Rhodes: Yes, Mr. Zuraf, with the soccer fields, the field access road, the one further to the bottom of the diagram, when is that to be built? I see all the phasing of the seven phases of the parking associated with the fields and the number of fields, but do you know when that field access road from the bottom is to be developed?

Mr. Zuraf: I'm not certain if that is... that's not included within the proffer, as far as I'm aware.

Mr. Rhodes: Yeah, I didn't see reference to it in the proffer. Okay, I'll ask the applicant. Thank you, Mr. Zuraf. Thank you Mr. Chairman.

Mr. Howard: Thank you. Mr. Zuraf, I have a few and then I'll continue to my right. On page 7 of the proffers, and I think Mrs. Hazard was mentioning this, the phases that are referenced... is there a schedule for those phases? So what is either the time or what is the... included in those phases? It may be in here and I just didn't see it.

Mr. Zuraf: That's within the image I included with the soccer fields...

Mr. Howard: They were all labeled?

Mr. Zuraf: Yes, they're within phases.

Mr. Howard: Okay. And then that same parking lot discussion... that's the commuter lot but that's also being proposed... it looked like that's being proposed to be used for the soccer fields as well.

Mr. Zuraf: They may have some dual benefit...

Mr. Howard: But that's not the intent?

Mr. Zuraf: I think the main intent is for commuter parking but, if there's overflow, I'm sure that could have some...

Mr. Howard: Okay. And then anywhere in this development, was there any discussion about utilizing the FRED bus system that we currently have, whether there would be bus stations throughout the development at any point?

Mr. Zuraf: Not of late; there may have been discussion in the past but there's nothing within this iteration.

Mr. Howard: Okay, because I didn't see that noted anywhere. And has the FAA had time to review any of this plan at all in regards to the airport?

Mr. Zuraf: We provided an earlier version and never received any comments on that.

Mr. Howard: No feedback?

Mr. Zuraf: No.

Mr. Howard: So, could we just maybe initiate a second discussion on that?

Mr. Zuraf: And on that, you mean the regional airport?

Mr. Howard: Correct. The right-of-way that you mentioned, the 80 foot from the centerline, did you have any discussions with the applicant? Are they willing to include that at some point?

Mr. Zuraf: I would have to defer that to the applicant.

Mr. Howard: Okay. I was just curious if you had any discussions. And the comment about the dwelling unit values being inflated, what's your thoughts on how that's relevant in this case? Is that because of the proffer valuation? Or, what is the...

Mr. Zuraf: Because that could affect then what the estimation of how much money would be coming into the County.

Mr. Howard: Okay. So that would be their fiscal impact analysis...

Mr. Zuraf: Yes.

Mr. Howard: ... that they conducted; okay. Mr. Mitchell?

Mr. Mitchell: Mr. Chairman, most of my questions have been answered.

Mr. Howard: Ms. Kirkman?

Ms. Kirkman: Thank you Mr. Chair. Um... turning to page 13 of the staff report, it states "the applicant has not included any monetary proffers with their request". Does that mean that the County will not receive a single penny in cash to offset infrastructure costs that are... such as schools and roads that are due to this project?

Mr. Zuraf: Correct, unless they're something within the... it's not spelled out like it typically is where it's for schools and parks. Unless it's related to any specific single issue in here, I don't believe there are specific cash contributions.

Ms. Kirkman: So, the County has cash proffer guidelines based on the... each dwelling unit type and I think they're up to around, was it 32-40,000, something like that for... what is it Mr. Harvey for single-family dwellings?

Mr. Zuraf: It's 40,000.

Ms. Kirkman: Forty thousand? So, we don't have a single cash proffer for any type dwelling unit?

Mr. Zuraf: Correct.

Ms. Kirkman: Alright. Have we ever had a rezoning application come in before that did not offer a single penny in cash proffers for residential units?

Mr. Zuraf: I'm sure we have, back before we...

Mr. Fields: (Inaudible – microphone not on).

Ms. Kirkman: But I mean in recent history since the County established proffer guidelines and actually began collecting them. Mr. Harvey, are you...?

Mr. Harvey: Ms. Kirkman, Mr. Chairman, I'm not aware of any in recent years. There have been very few residential rezonings in recent years. I don't believe anybody has had proffer commitments to the current guidelines that we have today.

Ms. Kirkman: And this project has 598 residential units. Where is, in the impact analysis, does it demonstrate that those 598 residential units generate a need for 15 soccer fields?

Mr. Zuraf: It's not going to mention that. I believe that's going to... this is serving more than the need of this neighborhood. It's going to have more of a regional impact.

Ms. Kirkman: So, the soccer fields are unrelated to what's generated by the development itself.

Mr. Zuraf: I think there's indirect... you know, they're still going to benefit the 598 units but it's definitely well beyond what the need for the 598 units would require.

Ms. Kirkman: And similarly, is there any analysis that indicates this project drives the need... with 598 residential units creates a need for a 500 parking space commuter lot?

Mr. Zuraf: This would not drive that need for that many parking spaces. This is in relation to... I guess the applicant has included that because that has been what's been recommended within the Eskimo Hill Urban Development Area recommendations in the Comprehensive Plan.

Ms. Kirkman: And similarly, is there something about these 598 residential units that's going to generate the need for an animal control facility?

Mr. Zuraf: No.

Ms. Kirkman: Okay. You... the staff report states that the proffers do not mitigate the infrastructure impacts in a number of areas, but in your presentation you didn't go over those specifically. Could you go over how the proffers do not mitigate, for instance, the needs put on schools?

Mr. Zuraf: Well, I think I might have mentioned that within... there are the monetary proffer guidelines and within those and when that number like for single-family detached is \$40,000 and of that our proffer guidelines breaks it out into the different types of public facilities, those being schools, transportation, parks and recreation, libraries, fire and rescue. And so those uses such as schools, fire and rescue and libraries, those aren't directly mitigated here because there's no I guess improvement being provided and offered through the proffers. The parks and recreation is because you have the 15 soccer fields, so that would more than mitigate that recommended need. But since there are no proffers or other type of offsets relating to schools or fire and rescue, then those specific types of facilities are not addressed.

Ms. Kirkman: So, there's no proffer at all related to schools or fire and rescue?

Mr. Zuraf: Correct.

Ms. Kirkman: So there's no mitigation of those impacts at all.

Mr. Zuraf: Correct.

Ms. Kirkman: And regarding the traffic improvements, do they proffer all the improvements that are indicated by the Traffic Impact Analysis?

Mr. Zuraf: Yes.

Ms. Kirkman: And... but you all state that there's some concerns about... and what are those concerns specifically?

Mr. Zuraf: The detail of the improvement at Eskimo Hill Road and Route 1, the specifics of the language. Because that is an offsite improvement and it's in an area where the applicant doesn't control the... you know, where additional right-of-way would be needed. And it's kind of worded where the phasing or the improvement would actually go away... the requirement to do the improvement would go away after a certain number of years.

Ms. Kirkman: Alright. Okay, so it's more if there were something in there that guaranteed the payment regardless of the time... so if the time limit were removed, for instance.

Mr. Zuraf: Right, right.

Ms. Kirkman: Okay. And then on utilities, I'm reading through their recommendations and some of these seem pretty basic. I want to see if their proffers were amended to address them. It says the sanitary sewers shall be by gravity sewer only. No pumping station or low pressure sewer shall be used. Were the proffers amended to include that?

Mr. Zuraf: No.

Ms. Kirkman: What about identifying the capital improvements needed to achieve domestic water service and fire flow goals?

Mr. Zuraf: No.

Ms. Kirkman: Were any of the utility recommendations incorporated into the proffers?

Mr. Zuraf: Not that I'm aware of.

Ms. Kirkman: Okay, thank you.

Mr. Howard: Thank you. Mr. Hirons?

Mr. Hirons: Mr. Zuraf, the commuter parking lot speaks to on page 12 of our package, the commuter spaces are supposed to benefit Brooke VRE Station. It references the plan recommends a 500 space parking lot at Brooke VRE but this proposal has 500 spaces basically onsite or in the dedicated land. But there's nothing that speaks to, as the Chairman had indicated, perhaps a shuttle bus or FRED bus route to take people either to Brooke or more logically would be Leeland Station if the commuter lot were to stay there. There's nothing that references that, correct?

Mr. Zuraf: No, no shuttle buses are being offered.

Mr. Hirons: Back to my question about the soccer fields and its proximity to the detention center, is there any buffering between the soccer fields and the detention center proposed?

Mr. Zuraf: There may be some general buffering required through the zoning ordinance, but I would have to check the zoning ordinance on that. But no enhanced buffering is proposed if that's your question.

Mr. Hirons: Yes. And then the Fire Marshall's recommendation or request was for automatic sprinklers in the residential units. Is that required at all in our building code or fire code anywhere that new homes are required to have sprinklers?

Mr. Zuraf: Maybe in apartments but not in like single-family detached homes, I wouldn't think so. I may defer to Mr. Harvey on that though.

Mr. Harvey: Mr. Chairman, Mr. Hirons, it's my understanding that multi-family structures, depending upon type of construction, would require sprinklers; however, single-family detached and townhomes do not currently.

Mr. Howard: So in all likelihood they're referring to the multi-family?

Mr. Zuraf: Well, their request is really referring to the single-family detached and townhomes, because if it's required in the multi-family then there wouldn't be a need for the proffer.

Mr. Howard: Have we ever asked somebody to put a fire suppression system in their home before?

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Mr. Zuraf: That's been requested in the past.

Mr. Howard: Okay. Interesting.

Mr. Hiron: I think you answered the Chairman's question also about the airport, rather the FAA. I think the more appropriate folks to ask is the Airport Authority? Okay. And they have not reviewed this at all currently, correct?

Mr. Zuraf: They've received it. I just have to touch base with them to see if they had any comments on this.

Mr. Hiron: Okay. That's all I had, thank you.

Mr. Howard: Okay.

Ms. Kirkman: I think, Mr. Zuraf or Mr. Harvey...

Mr. Howard: Ms. Kirkman, hold on please. Are there any other question from any other Commissioners? Okay, we have to bring the applicant up also. Ms. Kirkman?

Ms. Kirkman: Yes, just on the fire suppression, if I seem to remember the history on that correctly, I think that's been recommended by public safety with the denser residential developments, but not with like the one house per three acres. Is that correct?

Mr. Harvey: In the case of a one house per three acres, that's a by-right situation so the sprinkler system wouldn't be subject to a proffer discussion. Mainly it's been in the context of more dense development where you have single-family homes on small lots and townhomes that's been mainly the focus of discussion.

Mr. Howard: Okay. Can we hear from the applicant now? Thank you Mr. Zuraf.

Mr. Leming: Good evening Mr. Chairman, members of the Commission; my name is Clark Leming. I'm here on behalf of the applicant. We appreciate the opportunity to be with you this evening. We anticipate that we're going to be answering a lot of questions and that this process is going to go on for a period of time with the date you mentioned, Mr. Howard, sometime in August.

Mr. Howard: August 16th to be exact.

Mr. Leming: With that in mind, what I'm going to ask you to do at least for a few minutes, is to take a step back and I want to share some general comments with you and then I'd like to have you hear from Dr. Bellas for just a moment. He's the one that prepared the economic impact analysis that we've made some... staff has made to elusion to and there've been some questions about and then we can answer any specific questions. We've made notes of all of your questions and we'll try to get to each of them. So, if you don't mind, I'll wax or drone on depending on your perspective for just a few moments here.

Mr. Howard: Computer please?

Mr. Leming: First slide please. I thought it might be useful to step back a few years. Mike had a zoning history on the screen. There have been a number of development proposals for this particular property; some included some of the adjacent parcels but the center piece has always been this same parcel that is subject to this application. The first one was submitted in 2006. It was in preparation some time prior to that. Some of you were here and sat and considered that, Mr. Fields. This was a proposal for a PD Development. It consisted of 1,645 units and I think you can get some sense for the density that was anticipated. You'll note that the density toward the eastern portion of the property where the playing fields are now was actually proposed as a retirement community. Next slide please. That application was amended in 2007. In 2007, the County adopted the TND Ordinance and the application was revised. The PD application was dropped and it was revised as a TND. This was the first actual TND application. There have been two; the other one was Aquia Town Center which was adopted by the Board in early 2008. But this was the first full-fledged residential TND application. But you can see the density overall actually went up to 1,740 units. This included a school site, there are some playing fields shown in the bottom left-hand corner which would be south/southwest. There was also an aquatic center that was proposed. This got through the Planning Commission and was pending at the Board of Supervisors as the representative for the applicant, Mr. Gollahon at that time, believed that we would have received a positive vote from the Board of Supervisors. Mr. Gollahon withdrew the application because of what happened to the real estate market about that same point in time, and the application was terminated. Next slide please. In 2009, D. R. Horton became the owner of the property and a revised application was submitted. This was a... actually it was originally proposed as a PD proposal again but then was reorganized as a TND. The first application was for 664 units. Now this was prior to any consideration of a UDA for this particular property. Next slide please. This was the... the next iteration of that, this was our first effort to be responsive to what we saw coming. In the proposed... for the proposed UDA, you'll note that there is still some residential toward the bottom; it will be the southern portion of the property that was in the flight path. We had worked out avigation easements at a prior time for those units but all of those have been since removed and that brings us to the current which is the next slide which is what is before you this evening. I show you this because I think the history is instructive in demonstrating the effect of the UDA requirements and the development proposals that have followed on the UDA. You all have studied UDA, I know, probably ad nauseam; this may not even be the best night to talk about UDAs for the Commission. But when the UDAs were first proposed, there was great fanfare, great boasts made by representatives, leaders of the General Assembly, about this being the most significant change to the Commonwealth's approach to land use since the advent of zoning. It may not be that, but the UDAs do offer some significant opportunities to approach land use in a fundamentally different manner. The General Assembly has defined UDA as a functional fiscally sustainable system of interconnected neighborhoods and associated commercial and employment uses that meets broad market demand and retains its value over time. These are lofty goals but credit the General Assembly with at least recognizing that we had a land use problem and that something needed to be done to stop sprawl and proposing something requiring localities to come up with a different approach. The Board of Supervisors, of course in Stafford, adopted the UDAs in the Comprehensive Plan, six of them in December of 2010. The... let's go to the next slide. I'm sorry, this is just a colorized version of our present one so let's go to the next slide. The UDA for Eskimo Hill is significant and I want to read the language from the Comp Plan regarding this UDA. And I'm starting at the very end of the narrative for this. This states, as previously mentioned in the UDA summary section entitled Public Infrastructure and Services, these new infrastructure requirements, and they've just spelled them out in the narrative proceeding, the new infrastructure requirements are the result of the new development, its

density and location, and therefore will be the responsibility of the developer or developers of Eskimo Hill UDA. Now, there are four specific things spelled out in the narrative. They are the playing fields, the commuter parking, the road transportation requirements... Eskimo Hill specifically... and the animal shelter. Those are the things that are actually spelled out in the narrative that are made reference to here. So that affects a good bit of the planning that has gone into this application. Mike, could I have the next slide please? This shows... the purple area is the entire UDA. You've already seen a slide to this to some extent. The application before you is on about 75% of the overall UDA. And could I see that next slide please? And Mike has summarized some of this but we put it all in one slide here and we converted it all to percentages to show you where we stack up in trying to meet the objectives of the UDA here. The land acreage has already been discussed. We represent 71% of that; 67% of the overall dwelling units that are assigned to this UDA, 30% of the commercial area, we're doing 100% of the soccer fields... we have the land for that... that are required under the language of the UDA, the parking spaces we're providing 100% of those and let me just make a brief side note on that. I agree with the comment about some kind of shuttle or means to get to the commuter rail station that I think is going to be something that's helpful here. The prior iterations of development on this property always did include something like that, but this is the land that we control. We don't control land at Brooke Station. I'm not sure there is this kind of land existing at Brooke Station for this sort of parking, so that's why it's shown where it is. The animal shelter, we're providing the land, the construction of the shelter, the number we have here is what's shown on your CIP. And Eskimo Hill, we're providing the intersection improvements at Route 1. And the issues that have come up regarding that I think we can pretty easily work through. Now, the general comments I'd like to make about the UDAs, this is a different application than we've seen. This is the first application, the first UDA application to come in regionally. There's one that we're aware of within the state in New Kent County, and like this one, this was a pending application that was converted to a UDA and was adopted by that county last year. That's the only other UDA zoning application that has been adopted within the state that we're aware of. Obviously there are a number of counties that have adopted the UDAs within their Comprehensive Plan. There are a couple of fundamental issues here that I think probably surpass all of the specific questions that have come up. One has to do with the text amendment that has been eluded to. The text amendment is important in this case, and probably as I indicated when we met with you on that subject, probably is going to be the same for all of your UDAs. It's important if you're going to meet the density requirements of the UDA statute. The density requirements are not such that we can possibly meet them within the land bay in the UDA. There's just simply not enough buildable land in order to accomplish that, and I think that will be the case pretty much across the board. So, that's why we've asked for the text amendment. The justification for it we've talked about previously. I would like to... could we go to the next slide please, Mike? And the next one. Oh, I'm sorry, that's it; stay right there. Yes. The red fingers are the ones... these are the ones we've shown you before. This is the impact of the slope next to the slope amendment that was adopted to the TND Ordinance late in 2007 on this site. Now we can reconfigure; we can still probably to a TND. What we can't do is to meet the density requirements, the statutory density requirements for the UDA. So that is the basis for the request. That is one significant issue I think that's going to be an issue for any UDA application that comes before you. Let's see... could I have... well hold it right there. The other issue that I think is important, and there's been discussion about this already, concerns the approach to proffers and the proffer guidelines that presently exist. Right from the outset, let me make as clear as I possibly can on behalf of this applicant and any other UDA applicant. It is not going to be possible to meet the infrastructure requirements contained within the UDA narrative and pay cash proffers. There's simply... it simply does not make for a viable financial development. So, what we have done is to provide an economic analysis and we've hired a

very well qualified person to do that to demonstrate a couple of things; one, the overall financial impact of the development which may surprise some of you, and also we have, in a completely different analysis stood up the value of our capital improvements, the value of those capital improvements versus the overall cash proffers. Now, there are some things we can do to try to be responsive to individual proffer categories. I note that this is not; the infrastructure requirements under the narrative is not. For instance, we could go ahead and dedicate a school site and count that as our education proffer. We can do that; it's a paper exercise. The land is being given to the County, some 262 acres. If the County wants to designate a certain portion of that as a school site, it certainly can. And we have some... let's go to the next slide now please, Mike. There are a couple of areas that certainly could be used for a 20 acre school site and we don't mind dedicating them but the understanding we had is that the land would come to the County and the County would decide what to do with it, but for the playing fields that were spelled out in the narrative for the UDA. The... I don't believe that there is any formula by which the UDA applicant can say here's how I have complied with this individual category for the proffers or this individual category. Obviously, we far exceed the parks and rec's category, but that's because that's what's requested of the applicant within the narrative. Now... generally, with regard to proffers, it's time to revisit the proffer guideline system. As Mr. Harvey indicated you don't have anybody paying current cash proffers. You don't have anybody paying current proffers because nobody can pay the current cash proffers. We've had one zoning in Stafford County that proffered them; that was on Forbes Street in 2005. That property is now the subject of a new community church because it was over-proffered and cannot be built as a residential development. The cash proffers that are coming into the County are those from older zonings in very modest amounts. I'd also point out that the proffer system requires the payments, generally requires the payments be made at building permit. There was some effort some years ago to move it up to occupancy permit; the applicants would not do that. So they come in sporadically at building permit. Maybe they can be used to retire debt service if you can predict when building permits are going to come in. I think the approach to the UDA is to have the County identify the infrastructure needs, that's the purpose of the narrative, and have the applicant actually provide it... actually do it rather than paying cash proffers. So, if this is going to work, it's going to take a fundamentally different approach. And if the County still is looking to UDA applicants to pay the traditional cash proffer guideline amounts in all of the different categories, we're not going to be able to do it. Now, what I'd like to do is to defer to Dr. Bellas because he is much more interesting than I am and I'd like for him to spend a few moments telling you about the fiscal impact analysis he has developed. For those of you that don't know Dr. Bellas, let me tell you a little bit about him. His Ph.D. in public policy, a concentration in regional economic development policy, he's worked frequently with Dr. Stephen Fuller and they are co-authors of many efforts. In fact, I think you were a student of his or something like that, weren't you?

Dr. Bellas: Yes I was.

Mr. Leming: So, we've asked him to prepare this two part analysis that I've described and I want him to tell you about it and I'll be quiet.

Dr. Bellas: Thank you. Good evening. For the record my name is Dr. Dean Bellas with Urban Analytics in Alexandria, Virginia. If we could have the first slide please, or the next slide?

Mr. Howard: Computer please?

Mr. Leming: You may have to run through a couple of transportation ones there.

Dr. Bellas: There we go; perfect. To set up the presentation for the first slide you're looking at, I want to bring your attention back to the end of President Bush's administration and the start of President Obama's administration. You'll recall during that time period that the federal government congress was enacting various pieces of legislation to start economic stimulus programs at the federal level. But what most counties don't realize or they may know but not really understand is that local county governments have the opportunity to create their own local economic stimulus packages. And these stimulus packages tend to occur much quicker in the local economy than programs that are started at the federal level. In slide number one here that we're looking at, I've conducted an economic impact analysis of the amount of spending that will occur to build this project. Based on the project as outlined by Mr. Leming, we've estimated that to build this project out to full build-out it will cost roughly \$135 million. This is money that will be pumped directly into Stafford County's economy. I've taken out of this analysis any money that will be spent outside the county. The impact of the local stimulus to specifically to Stafford County's economy is an additional \$62.2 million. The total economic impact is \$197 million to the County over the course of the development period. So you can see that this project will contribute a substantial amount of money to... directly into Stafford County's economy. Over the development period there will be over 1,000 jobs created. These are all jobs associated not just with the construction of the project, but jobs offsite that support this project; those jobs, whether they are retail jobs, vendors, the local lumber supply company, etcetera. Those personal earnings of those 1,000 new jobs will be \$44 million over the course of the development period. Once the project is fully built out and occupied, the residents in the 598 house and the workers in the 174,000 square feet are estimated to generate annually \$17.4 million. So, you take your disposable household income and disposable earnings from workers in the County and their contribution on a daily basis, or on an annual basis to the County, will be \$17.4 million a year. The stimulus effect is another almost \$6.2 million for a total impact of \$23.6 million; that's year in, year out. These are not short term construction job related impacts but annual spending impacts from people living in these houses. This \$23.6 million in annual spending in Stafford County will create another 151 jobs with earnings of \$4.1 million. If we could have the next slide please? The second slide here shows the fiscal impacts. So, the economic impact showed how many new jobs would be created in the local economy and what the earnings affect will be and what the multiplier effect of this construction spending will be. The fiscal impact looks at specifically at how much tax revenue and non-tax revenue that the County collects through its various revenue and fee line items in a report and it compares it to the cost providing public services. These public services, as you know, range from police and fire and ambulance, public safety to public works, public education, parks and recreation, and so forth. The fiscal impact from both the residential and non-residential land uses we've estimated will be \$4.3 million annually in revenues to the County, but the cost to provide these public services to the County would be almost... that the County will provide to the residents of this project will be almost \$3.2 million a year. So I mean, obviously there are costs associated. The net fiscal impact is \$1.1 million annually. In essence, for every \$1.00 in public services that the County will spend to provide services to the residents and the workers of this site, \$1.35 will be generated back into the local coffers of Stafford County. May I have the next slide please? The next slide is a summary as Mr. Leming talked about that the applicant has come up with a value of the proffers for all the improvements that they're going to put into the UDA. Next slide please. The next slide is the breakdown of those line items and how they came up to \$20.7 million. So in essence, if you think about this presentation here is this project is going to generate a positive economic benefit to the County. It generates enough revenue to pay its own way; it doesn't present a fiscal burden to the County. And the applicant is going to pay for

all these capital improvements, so the County does not have to pay to fund these improvements because these are being funded directly by the applicant. So, on that note, I'll turn it back over to Mr. Leming and I am available to answer any questions, whether it's now or at the end of our presentation. Thank you.

Mr. Leming: Let me ask one question; the question that staff had about home values. If you could address that then any questions (inaudible).

Dr. Bellas: Sure. What we did... you know, when we look at home values, home values fluctuate as you know from day to day, month to month, year to year. And Stafford County's no different than any other county in the Washington Metropolitan Area. But what we did do is prepare a fiscal break-even analysis. So, if the values of the homes are a little bit higher than what current market values are, what I did is I went through and I said okay, how low could these prices come down and this project could still fiscally break even? And those fiscal break-even values, they're in your report but I'll give them to you now, the fiscal break-even values for single-family homes, \$303,575. So currently the applicant is proposing to build homes of a certain size and a certain building quality and he's come up with estimated values based on his experience as a national home builder. But those values could come down to \$303,000 for single-family... they could come down to \$290,000 for townhouses and they could come down to \$143,000 for multi-family units and the project would still break even. What does that mean? For every \$1.00 in public services that the County provides to the residents, the project will generate \$1.00 in local revenues directly into the coffers of Stafford County. So, if there is a question on staff that the values may be a little bit high, and these change from year to year as you know, that we've already figured out fiscally how... mathematically, excuse me, how far these values could come down and the project could still break even. Does that answer your question?

Mr. Leming: Yes. Any other questions for Dr. Bellas?

Mr. Howard: Are you concluding your presentation?

Dr. Bellas: Ah, the formal part of it, but I could...

Mr. Howard: Mr. Leming?

Mr. Leming: Well, he's done. What I was going to suggest is this... staff has very conveniently come up with a list of their particular comments. Some of these you all have reiterated, like the right-of-way along Route 1 we're dedicating 70 feet, the plan calls for 80. We're going to work that out with staff. And that's true with a number of the comments that have been made by staff. For instance, the intersection improvements at Eskimo Hill Road; we'll work that out with them. Some of these comments are not long-standing historical comments by staff; they're fairly recent ones. But I think we can address them... I think we'll come up with something on the utilities issues. Essentially we're willing to pay for any infrastructure that is needed for the development with regard to the utilities. We just need to find where that point is. So I think we can address those things; with regard to some of the other questions, maybe just some brief clarification while they're fresh on your mind. The by-right plan is all on sewer; that was the point of the Comprehensive Plan Compliance Review. So there is no septic on the by-right plan. The airport authority was consulted and reviewed prior iterations of the development on these properties. And even though we don't have comments from them on this one, this is a much reduced development and does not get into the flight path at all, as was the case with

some of the prior ones where we had negotiated avigation easements and proffered to include those with homes that we sold within the flight path. We talked about the shuttle bus. The land next to the corrections center, all that land is coming to the County. That's the general location that we've shown for the animal shelter. You know, there is natural buffering that's already there. Whatever distance I think the County things is appropriate since they'll own the land at that juncture I think would be up to them. Now... whatever your pleasure is, we'd be happy to answer any questions. We have experts in all of the different areas here. VDOT has reviewed the addendum to the traffic analysis with regard to the 527 review; we have our traffic engineer, he can tell you about that. So whatever your pleasure is (inaudible).

Mr. Howard: Okay, what we'll do is I'll bring it back to the Planning Commission. I'll go to my right this time and ask Mr. Hirons for the first set of questions and then we'll just go right down the line. Of the applicant... questions of the applicant.

Mr. Hirons: Where to start. I think I have a couple. And mine are kind of specific about some of the amenities that are proffered, specifically the soccer fields. I think that's a great thing that you guys have found the space for that. And I believe part of the proffer includes the applicant is going to construct those and see those, etcetera, and I guess that's something along the lines built to Stafford County Parks and Rec standards.

Mr. Leming: Yes.

Mr. Hirons: I think that was their request perhaps.

Mr. Leming: That's what's in the proffer.

Mr. Hirons: Does that include lighting of the fields?

Mr. Leming: It does not. It does not include lighting, it does not include irrigation. Both of those would be add-ons; if we start talking about those kinds of costs, we can talk about some of the fields. But those are quite significant costs. We did meet with the Stafford Soccer League, SASA, and they had similar requests. And there was some suggestion that maybe fewer playing fields that were lighted and irrigated might be more appropriate. So, that is an issue that we're aware of. As proposed, these are seeded, finished, laid out...

Mr. Hirons: My concern is that's an awful lot of fields that's going to come online fairly... possibly fairly quickly over a period of time. I know there's a phased approach to bring those soccer fields online, but that then becomes a cost to the County of maintaining those fields of irrigation, lighting, electricity, etcetera. I was even going to ask is there any opportunity to get artificial turf fields out of those? Perhaps fewer fields or just a certain percentage of those fields, maybe a third of those fields, five of those fields, be artificial turf so it reduces the maintenance cost to the County because that becomes what costs the citizens.

Mr. Leming: We'll be happy to look at the cost of those things.

Mr. Hirons: Okay.

Mr. Leming: And the soccer league also asked about the artificial turf.

Mr. Hirons: Good. And I know that... I'm sure, and I think we're going to hear from some of them here in a few minutes and I'm sure they had to cancel games today and that would also help the leagues to be able to use synthetic fields and not have to cancel games quite as often; although today they might still would have to.

Mr. Leming: They'd be able to play tomorrow.

Mr. Hirons: I'd be remiss if I didn't bring this question up with one of our dedicated citizens back there who often comes to us and speaks about commuter parking lots.

Mr. Leming: Yes.

Mr. Hirons: The one that's there is 500 spaces. What's the plan for if there's a need to expand that? That's... you know, the next closest commuter lots are Courthouse Road and 17 I believe. So I could see that one becoming overflow or filled to capacity fairly quickly. We already run into those issues up on 610. Is there any opportunity to make that a vertical lot, not necessarily now, but the construction of it and the creation of the base level, make it so it's fairly easy to then go vertical if expansion is needed?

Mr. Leming: That could be looked at but keep this in mind too; one of the interesting things about the UDAs, the land bay here, that is, the part that's actually being developed, zoned and developed, is 140... how many acres? The land that's coming to the County is over 260 acres. That does include the playing fields, but if you notice the slide for the layout, there's a lot more land there. Twenty acres is supposed to go to the animal shelter but it's not locked it. And then we show two possible bays that could be used for a school site independent of the animal shelter and the playing fields. So, the first opportunity for expansion of commuter parking would probably be additional spaces within the Virginia Power easement that's contiguous to the existing 500 spaces that are shown. And there's quite a bit of acreage there and, of course, it's all coming to the County with no strings attached.

Mr. Hirons: The problem there is you just keep laying pavement on land which...

Mr. Leming: You know, even up on 610 we raised the specter of stacked parking lots and can't get, you know, because we have the ones up there and they're now seeking to expand. And we've come with several proposals for stacked ones; the cost of those still seems to surpass the availability of land. So right now, on 610, what they're doing is expanding the commuter parking lot rather than considering going vertical. But we're happy to look at the request. We ought to be futuristic; the UDAs say they're supposed to look ahead 10 to 20 years.

Mr. Hirons: Perhaps the citizen I referred to could make sure those pictures get to us of the other... what other folks are doing. And one last thing, and this is getting kind of specific on one of the proffers for the amenities, specifically for the development itself. And you'll probably know why I'm asking this. But the pool, it talks about a six lane pool.

Mr. Leming: Yes.

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Mr. Hirons: Can we add in there that it'll also include all permanent hardware for any competition needs?

Mr. Leming: You mean like blocks?

Mr. Hirons: Exactly.

Mr. Leming: Okay. I think that we can handle alright. You know, the one thing I really am remiss about tonight; the applicant here is D. R. Horton. And I have with me one of the new Presidents, right, of D. R. Horton. This is Mr. Mark Giganti here. D. R. Horton is the largest homebuilder in America, so that's who the applicant is here. But yes, I think they can handle blocks.

Mr. Hirons: I hope that would probably actually save them a couple bucks if they did it now. Alright, that's all I have.

Mr. Howard: Thank you. Ms. Kirkman?

Ms. Kirkman: Yes, you stated the applicant can't afford to do both the capital infrastructure that's recommended in the Comp Plan and cash proffers, that that's not an affordable proposition. But, of course, the guideline... the infrastructure in the Comp Plan is only a guideline and since by your own analysis, according to you the applicant, those capital infrastructure costs to the applicant are equivalent to what the cash proffers would be. Would the applicant be willing to forego the capital improvements and instead make the cash proffers?

Mr. Leming: That was a compound question. Uh, I think at this point we feel that we are obligated to comply with the narrative that's contained in the Comprehensive Plan. If the County, as a whole, gives us direction to the contrary, then we would consider that. But at this point we're going to follow the guidelines in the Comp Plan.

Ms. Kirkman: Could we get clarification from our attorney as to whether or not there is an obligation that they must follow the guidelines in the Comp Plan?

Mr. Leming: We don't have to follow the cash proffer guidelines; they're voluntary.

Mr. Howard: Yeah, instead of debating the applicant, I think it's a question that Ms. Kirkman would like an answer on. I don't know that Mr. Smith needs to answer it today but, you know, it's an interesting question certainly. But if you look at this particular project, there's a lot of the infrastructure that they're including and, you know, what I was going to ask for, Ms. Kirkman... you still have the floor... but a copy of the line items that were presented. And maybe that helps us understand that better.

Mr. Leming: Aren't those in the report?

Mr. Howard: But, Mr. Smith, at some point can you get that answer for Ms. Kirkman? Thank you.

Mr. Leming: Our line items are in the report.

Mr. Howard: Go ahead Ms. Kirkman; you still have the floor.

Ms. Kirkman: Uh, then in terms of the economic analysis and the slide that touts the great benefits that'll bring to Stafford County by virtue of the jobs created and the supplies purchased, is there anything anywhere in the proffers that only Stafford residents will be hired for the construction or supplies will be only purchased from Stafford businesses or that only contractors from Stafford will be hired?

Mr. Leming: No. Dr. Bellas, why don't you explain to the Commission the basis for your making the assertion that Stafford jobs would be created.

Dr. Bellas: These jobs are created because, if you look at the total amount of money that will be required to build this project, it greatly exceeds the figure in this... in Table 1. I've taken out all the money that's spent outside the County. So, if the applicant were putting gold plated faucets in the kitchen sinks and those had to come from California, well that money is all taken out of this analysis. So this is the money in this figure that's actually spent in the County. So whether he's going to pay a local hardware store, the lumber mill, he's going to the local concrete supplier, he's going to local carpenters or electricians, this is the money that's actually spent within the County. So I've excluded everything outside the County.

Ms. Kirkman: But how do you know it'll get spent in Stafford County and not go across the river to Lowe's in Fredericksburg?

Dr. Bellas: Because the data for this analysis comes from the Bureau of Economic Analysis. So, the Department of Commerce conducts these input/output surveys for every county in the country. There's over 3,000 counties in the country. And they quantify by using a survey approach how money is spent in each county by how it's distributed; you know, lumber, concrete, windows, landscaping, etcetera. So, using the data from the Bureau of Economic Analysis, we have multipliers that can specifically tell us how much money will be spent within the County versus outside the County; because every county in the country, or at least Stafford County, has the means to provide these. If Stafford County was an extremely rural county with very, very little jobs existing in the County, then the applicant may have to go out to another county. But this is not the case with Stafford County compared to other counties in the country. So, this is all based on the data we get from the federal government.

Ms. Kirkman: But I seem to remember and even in one of your footnotes it said that the jobs number could be in the county, out of the county...

Dr. Bellas: That's job creation. That's job creation. The spending, the actual dollar amount, will be spent in the County. That's the multiplier effect of that impact going from \$135 million to \$197 million. The \$62.6 million, that additional multiplier effect, that's actually (inaudible) in the County. Yes, there are jobs that may come from outside the county... myself, I'm from Alexandria, so to the extent that I received some money because I did the study... that money leaks out of the county. But, for the most part, when you look at construction projects where there's concrete, carpentry, electrical work, landscape, earth-moving, to the extent that there's sufficient businesses in the County which I believe there are, then these businesses can bid on this job and if to the extent they bid competitively, you know, it's still a market economy, to the extent that they can bid competitively versus a firm outside the County, then they'll get that contract.

Ms. Kirkman: Well, my question for the applicant is, are they willing to give some guarantees about all those things... hiring county residents, contracting with county businesses and buying supplies from county businesses.

Mr. Leming: The applicant can agree to make reasonable efforts along those lines.

Ms. Kirkman: Could we get some hard targets around that?

Mr. Leming: Some what?

Ms. Kirkman: Hard targets; 30% of all jobs will go to Stafford residents, some percentage of all contracts... because what I've certainly heard from a number of the local builders is this project is a very large scale project, unlike anything else that's been done in Stafford County, and what I've heard from the small local builders is they don't get hired for these projects, that large outside firms get brought in for them.

Mr. Leming: We'll look at that.

Ms. Kirkman: Thank you.

Mr. Howard: Thank you. Mr. Mitchell?

Mr. Mitchell: Mr. Chairman, I will save my time; we'll have further discussions, further information, further evaluations, and I've been evaluating this project and will be for some time to come.

Mr. Howard: Thank you Mr. Mitchell. On the fiscal analysis, you used I guess benchmarks; is that a proper way of saying that?

Dr. Bellas: Well, I actually used localized data. The data I have for the fiscal impact come from Stafford County. The revenue and expenditure data come from the fiscal year 2010 Comprehensive Plan Report, student generation factors come from the school system, housing population per housing unit comes from the Census Bureau specifically for Stafford County...

Mr. Howard: Right. So what would you say in your estimation, and I'm assuming that you've done this before...

Dr. Bellas: Yep.

Mr. Howard: Okay. So what typically is the percentage of fluctuation in the numbers? You mentioned earlier about the housing value and I understood that. So if you were to say, you know, it's not a concrete number, it's a moving target and always will have fluctuation...

Dr. Bellas: It's part science. I've been doing this now since 1996 and as Mr. Leming referred earlier, my Ph.D. is in regional economic development policy. My field of expertise, my dissertation research, is I actually created a fiscal impact model that is a methodological improvement over all the models that have been built over the past 75 to 80 years. Steve Fuller was my thesis director...

Mr. Howard: Right, but what I'm really asking... I appreciate... you have a great resume...

Dr. Bellas: The answer is from a fiscal (inaudible) based on all the work I've done, the variance is usually not more than 5% plus or minus.

Mr. Howard: Okay, so we can expect 5% better or 5% worst.

Dr. Bellas: Based on the data today.

Mr. Howard: That's fair.

Dr. Bellas: You know, if the project changes tomorrow, it changes.

Mr. Howard: Absolutely. Okay, and then, Mr. Leming, you mentioned that you're amenable to additional discussion. There were other elements brought up by staff that were of concern with fire/rescue and, so, at the end of the day, that list that they showed us...

Mr. Leming: It's going to shorten dramatically.

Mr. Howard: Okay.

Mr. Leming: What I would propose, you know, they've given us this discreet list; I think based on the discussion we've already had that we can deal with at least two-thirds to three-fourths of these comments with staff and come back to you with the responses along those lines.

Mr. Howard: Okay, thank you. Mr. Rhodes?

Mr. Rhodes: Thank you Mr. Chairman. Mr. Leming, of those, just one particular one... I would call out the right-of-way on Route 1. Do you see an issue with that? Has that...?

Mr. Leming: We've already looked at that.

Mr. Rhodes: Thank you very much. That's all Mr. Chairman.

Mr. Howard: Mrs. Hazard?

Mrs. Hazard: Yes. I know that Mr. Zuraf presented us a I guess an old version of the revised view of the flight path and I know that you have indicated that they are out of that. Is there any way to just show it over the current? And maybe it's what Mike showed...

Mr. Leming: We have a slide to that effect we could actually show you tonight.

Mrs. Hazard: Okay. I mean, not that I don't want to take your word, but it's a visual here's really how close it is, is actually useful. And that may not have to be presented tonight, just in the future. And my second question is... unless, I mean, that one is fine for the future... is I know as we envisioned these UDAs we did talk about safe pedestrian and bicycle access to local parks. Is there a way to get

through to those soccer parks for the residents there? Because certainly we know that people will be coming to the parks, to the soccer fields, all that; it would be great too if the neighborhood doesn't have to bring the car to come over. And maybe I just needed to look closer at it but that is something I would like to just raise in general to make sure that... because that was something envisioned in the UDA.

Mr. Howard: A bike path or walking trails.

Mr. Leming: Yes. If you look at your design guideline handbook, there is a display in there of the trail system within the development. Of course, one of the purposes of the TND is to try to eliminate exactly what you're talking about. So, the inner-connectivity within the development itself, getting to the soccer fields, all of those are the objectives of the pedestrian and bike trail system within the development.

Mrs. Hazard: It'd be useful if we could have that as a slide at the next time we're here.

Mr. Leming: Okay. And you all have... Mike? Where's Mike? They all have the... you have the book too.

Mr. Howard: Yes.

Mrs. Hazard: We probably do; I admit there was a lot to get through but that is something I want to make sure we do cover.

Mr. Leming: Okay.

Mr. Howard: Thank you. Mr. Fields?

Mr. Fields: On the permanent job creation, you're just referring to... are you just referring to jobs in Stafford County in general?

Dr. Bellas: Yes.

Mr. Fields: Or jobs... so, you're not referring to jobs specific to this development site, correct?

Dr. Bellas: Well, those jobs would be created as a result of the spending on this site. So whether, you know, these permanent jobs, whether, you know, if you're... a new restaurant was opened up and 10 workers were there because of the additional residents and workers and the traffic flow, there was a need for a new restaurant, well that restaurant's going to serve not just the site but everyone in Stafford County.

Mr. Fields: So, I mean, so, generally do you envision the job creation of the commercial portion of this specific TND to be essentially service sector jobs to support the residents?

Dr. Bellas: Well, the most part would be residentially serving... service either commercial, office or service sector retail. But to the extent that there's a need in Stafford County for different types of

office jobs, you know, like another law firm or another architectural firm or something, then those jobs... that company could locate into this new community.

Mr. Fields: So essentially you're not talking about really a high percentage of living wage jobs created there?

Dr. Bellas: We don't know that yet. All we know is based on the data that I've given you through the Bureau of Economic Analysis, that earnings are going to be almost \$4.2 million a year. Whether that's, you know, a large percentage of people earning six figures and a smaller percentage of people earning the average wage in the County or whether it's all the average wage in the County, we don't know that yet. I'm not trying to be evasive, it's that we don't have enough data at this point when those jobs are actually created... at full build-out when they actually have companies moving in then we can look more closely at that data.

Mr. Fields: So, on the... what is your sense of the plus or minus margin for error on those thousand plus construction jobs, I'll get back to that question of how many can be local to Stafford? How close to regional?

Dr. Bellas: That I cannot honestly give you a plus or minus percentage of error, because at the end of the day when it comes down to actually letting these contracts, it's a competitive process. And so if there's firms outside of the County that are much more competitive in pricing then that possibly exists that these jobs, some of these jobs could be outside of the County. We don't know that. All we do know is that we can actually measure the money that will be spent in the County versus the money that's spent outside of the County. But people live where people live, you know, so they may... if they're getting tired of commuting (inaudible), they may say you know this is a project that's going to take 10 years to build so maybe we'll move our family here and we'll buy a house in Stafford County so we don't have to commute. Those jobs then would be captured back into the County. At this stage, again I'm not really trying to be evasive, it's just that we need to get more data specifically. But it's a market economy; so to the extent that Stafford County vendors are competitive in their bidding process, they'll be worthy of these contracts.

Mr. Fields: What is the potential that the County can have some protection... I hate to use the word protection... but let's say is there any possible way that we can... because during the height of the construction boom, a significant amount of homebuilding was being done here by people of undetermined documentation status and it was cash day labor. I respect those people's right to try to earn a living just like anybody else's but, of course, my experience has been certainly during the boom that the profile of employment, particularly for residential construction, it was not union jobs, it was not even local craftsman style jobs. It was a lot of cash day labor. So I'm just wondering, is there any, you know, does D. R. Horton have any policies on that? Do they have a track record on that that's examinable from this perspective?

Mr. Leming: Mr. Giganti, would you like to address that?

Mr. Giganti: Sure. My name is Mark Giganti. I'm the Division President of the local division of D. R. Horton. In answer to your question, we do have a lot of policies with regards to who we hire in terms of the sub-contractor and in today's residential construction there are many levels that that go in. But it is a strict company policy and it is handled two ways. One is the direct policy about documented

workers for our sub-contractors and any sub-contractors that they may hire and the second is we are the largest home builder in the country and we are also traded on the New York Stock Exchange. So as a public home builder we follow an even stricter set of rules so our insurance requirements are set up so that a lot of the small companies that operate like that, they simply can't meet our insurance requirements so they simply can't work for us. So it is kind of a dual approach as to how we handle that.

Mr. Fields: Thank you.

Mr. Howard: Alright, thank you.

Mr. Leming: Do you want to see that slide? I noticed that Mr. Zuraf is here and he could pull that up if you would like us to do so.

Mr. Howard: Mrs. Hazard would you like to see the slide?

Mrs. Hazard: Sure.

Mr. Howard: Of the airport? The flight path?

Mr. Leming: Debrarae says click... yes is that it Debrarae?

Ms. Karnes: Yes, there it is.

Mr. Leming: Yes. You see the...

Mr. Howard: Brown line?

Mr. Leming: You see the red line, the red line is the airport approach surface that crosses, and you will see the residential development all to the north of that. We also have the noise contour that is the brown line. And again the development is to the north of that. This last blue line is a much more general line that Mr. Zuraf described and all of the development has always been within that. That is not an impediment to residential or most commercial development. We did have in the... the Airport Authority did go along with a prior school site location that was actually toward the northern... do you remember where it was Mike? Yes, right in there. And interestingly enough they have asked for a 20 acre school site that was a 15 acre or less school site and it had to match the TND in terms of style and development and it was to be a two-story school. So they did not do their... it was not planned for their regular type of school... cookie cutter school there.

Mr. Howard: Great, thank you.

Mr. Leming: Yes, sir.

Mr. Howard: I will bring it back...

Ms. Kirkman: I have some...

Mr. Howard: Oh, okay Ms. Kirkman, I wanted to open up the public comments.

Ms. Kirkman: The first question is can we get a copy of the agreement with Virginia Power about the encroachment into their easement?

Mr. Leming: I'm not sure... there is an agreement that would switch out the sub-stations, the locations of those. There's not an agreement with regard to the encroachment into their easement.

Ms. Kirkman: I thought we saw that some of the facilities were located in the easement?

Mr. Leming: Yes, there is a parking lot which is within the easement. That is correct.

Ms. Kirkman: But don't you have to have their permission to do that? I mean in other applications we have seen before us there has been a written agreement with Virginia Power about encroaching into the easement.

Mr. Leming: We are confident of obtaining that but there is not one at this point.

Ms. Kirkman: Okay and then, could we have the fella from Horton back up that was useful to hear...

Mr. Leming: The fella from Horton.

Ms. Kirkman: I can't remember his name.

Mr. Leming: Mr. Giganti?

Ms. Kirkman: And I won't ask him if he hears a who.

Mr. Giganti: Yes Ma'am.

Ms. Kirkman: So could you go back to what you were saying about your insurance requirements and how that impacts on smaller contractors.

Mr. Giganti: We are basically self-insured and we have a backup from a major insurance company. So we require that any of our vendors subs, suppliers, architects, it doesn't matter who you are, has insurance. There is a company called A. M. Best that rates insurance companies.

Mr. Fields: Right.

Mr. Giganti: We require a seven and better, which most residential... this is over the years has actually been a problem because we have to get them to get that rating. And that rating is not cheap so they have to pay for it. So that is the way we handle that and we actually have a company that is in California that is a division of D. R. Horton that handles that. And it is an automatic system if your insurance drops, or your carrier changes your classifications it actually affects the accounts payable. They will not print the checks and a division president, I can't override that. I mean it is done at that corporate level. So it is a pretty... it is a tough... it is a very stringent thing. It was not created for this purpose but it is... it does serve that purpose also.

Ms. Kirkman: So does tend to be the larger companies, let's say Shirley Construction, those types of companies?

Mr. Giganti: Well, Shirley is more of a commercial contractor. There are... we use... William A. Hazel does a majority of our land development work which they own a large parcel that's almost attached to this. They have one of their local yards there. I mean they are a large contractor and they meet the requirements but so do our electricians. And if I could answer one of the questions about the local workers, in today's times you will find on larger residential developments because of the gas prices and because of what we call windshield time, in an eight hour day you are lucky if you get six hours' worth of production out of it. So generally those who have to drive further work less, so we call it the Buhl effect and it is one our local electricians, a very large electric contractor. He actually will put a shop as close to a community as possible and hire as many people around that as he can so that... because he wants eight hours of production in an eight hour day. And his windshield time is dramatically reduced. Now he offsets those costs because he gets more production out of the day, so it is an interesting concept that started several years ago in the boom and it is actually continuing on just to become competitive in the market place.

Ms. Kirkman: Thank you.

Mr. Leming: Thank you.

Mr. Howard: I will now open up for the public to make their comments. Obviously we will bring it back to the Planning Commission; there may be additional questions after that. So at this time I would invite anyone wishing to address the public hearing before us right now, which is the Clift Farm Quarter reclassification which is RC29000180, you may do so by stepping forward to the podium. I just ask that you announce your name, your address and just remind you that when the green light goes on you have three minutes. When the yellow light comes on there is about a minute left and then when the red light starts to show that would mean that you have to conclude your comments and allow the next speaker to address the Planning Commission. And just as a side note we will not address your comments directly as we did with the applicant and staff, but we will try to get you general answers, general in nature at the end of the public comment section.

Mr. Michael: Mr. Chairman and members of the Planning Commission, my name is Gary Michael. I am one of the adjoining property owners to this rezoning to the north. This property... this proposed plan shows a portion of State Shop Road to be vacated and blocked off with a cul-de-sac, blocking my twelve and a half acre property access to Route 1. And I don't see any inter-parcel road connection for my property to access the proposed Clift Drive. My property is located inside the newly approved Urban Development Area. So this plan needs to take in considerations for adjoining properties inter-parcel road access and inter-parcel sewer connections for future development. I also have a couple questions for the applicant. Is the applicant going to be upgrading the sewer capacity for the additional units allowed inside Eskimo Hills UDA? I think there are 281 left and 414,000 square foot of commercial. Is the applicant going to change the Stafford County staff's recommendation that the current T1 Zone along proposed Clift Drive in the area adjacent to State Shop Road and Route 1 be changed to a T6? Thank you for your time.

Mr. Howard: Thank you very much. Anyone else wishing to address the Planning Commission on this public hearing matter may do so by stepping forward.

Mr. Waldowski: Paul Waldowski. I knew this day would come. Density requirements for a UDA are not met. That is what this is all about. You're also bringing in a home builder who is trying to set the... to be the first to bring a UDA into the Virginia area. I already own private recreational amenities and that's what these proffers are trying to do and eventually all these new homeowners will become members of HOAs. And I have not seen nothing about storm pond management, which is a big crisis in this county. Now I don't know what this thing is called, what is it the village house. I don't remember reading anything in the UDAs, we are supposed to have condominiums, townhouses and single family. That is how it is read. I've brought up before about the UDAs, you started with eight, to put us behind the eight ball and I was not worried about it because I knew eventually once one of these developers came in here, they are going to come in here just like Mr. Leming pointed out, 2006 they thought 1645 because the good old boom was getting in there and let's make that money and run. And another aspect about pricing, let's be realistic a home is only worth what one buyer is willing to pay for one contract. So don't give me this nonsense about 467K for a single family house. I personally bought a short sale that was built in 2005 that was priced \$576,000. I now own one twenty-fifth of a storm pond, one twenty-fifth of private recreational amenities that my HOA dues pay to keep the grass cut and I purchased the house for \$270,000. So you do the mathematics. And you can do all the impact analysis that you want to do because this decade is going to prove that there is going to be big economic aspects and whatever you do with this UDA, you have got five other ones to deal with and I think the sixth one is coming. Thank you.

Mr. Howard: Thank you. Anyone else wishing to address the Planning Commission may do so by stepping forward.

Mr. Myers: Good evening my name is Bill Myers. I am here representing Stafford Area Soccer Association. The reason I am here, we're ... as a soccer organization we need recreational fields and it doesn't even have to be for soccer it could be football, it could be for lacrosse, or anything. And what we recommend... I mean what to represent is like to have any fields, anything that comes into the county that would help in this area would be greatly appreciated. That's where we would stand. And if it comes... as for your question as an organization we would gladly help out in paying for some of the facilities, water or whatever it takes to put these fields in. So that is what I am here to say. Thank you very much.

Mr. Howard: Thank you. Anyone else wishing to address the Planning Commission on this matter may do so by stepping forward. Seeing no one else advancing towards the podium I will now close the public comments and bring it back to the Planning Commission for discussion. Are there any additional questions that the Commissioners have at this time, of anyone?

Mr. Hirons: Mr. Chairman I did. Mr. Zuraf, I believe would probably be the one to answer this. The school request for the twenty acres, did they specify what type of school, what level of school, high school, middle school or elementary school.

Mr. Zuraf: No they did not.

Mr. Hirons: Thanks.

Mr. Howard: Okay, thank you. Mr. Leming we had a comment from an adjacent landowner. Do you have any answer for that?

Mr. Leming: What Gary didn't know was that I have already been in communication with his I guess partner on the property, Mr. Gollohan. One of the issues staff asked us to address was the inter-parcel connection in that direction. Whether or not State Shop Road can be cul-de-saced is not really our call; that is something VDOT will have to weigh in. You may recall the unusual configuration there and how it veers off of Route 1, part of old historic Route 1. I think that the two go hand in hand if you are going to do the cul-de-sac there has got to be the inter-parcel connection provided for so staff did ask us to look at that so we are doing so. As far as the sewer capacity, the county has a pro-rata program so to the extent that D. R. Horton has to construct certain infrastructure necessary to bring sewer to its site whether it is a water tower or a sewer main or whatever, if that is part of the capital improvement plan for water and sewer, then Horton is eligible for pro-rata reimbursement from other owners. So that is how that will work, they would oversize whatever the plan is that is abdicated by Utilities, they oversize and then look to other users for reimbursement under the pro-rata program. So yes assuming that is the direction we get from Utilities, oversize here is where the water and sewer for that northern portion of the UDA is going to come from, then it will be oversized to accommodate that. That is current policy.

Mr. Howard: I thought you had... I thought I saw two, I will say additional stormwater management ponds on the...

Mr. Leming: Yes and you know we have to comply with the stormwater ordinance. Those are pretty stringent state standards at this point so whatever those are we are going to have to provide for. I also wanted to explain a little bit about the T6 verses T1. We are looking... staff has asked us to look at the T1 zone that has been identified there. The reason that that was set up in that fashion was to assist with the density calculations that we are trying to meet, we are going to look at it again and see if there is another way to configure it. It's not much of an issue... there is not much opportunity there at least right now for other development because if we develop first that is next to an A1 district and there is going to have to be a buffer, a TND verses and A1 buffer in that very area too. So we don't think we are going to have any opportunity to develop that commercially even given its location because of the buffer requirement. But that is why they were put in the zones that they were to assist with the density calculations. Village homes are of course in you ordinance. They are a single-family detached... type of single-family detached home. They are just a variant of that, they are not all call single-family homes anymore if you look at the list in the ordinance there are several variations of that. So it is simply a smaller single-family detached home. I think we...

Mr. Howard: The T1 portion of the parcel that I guess abuts or adjoins Route 1...

Mr. Leming: Yes.

Mr. Howard: ... and Eskimo Hill, was that... have you thought through that or is that still something in progress in your mind?

Mr. Leming: In all likelihood we think we can probably look at some kind of adjustment there, my point was that staff's comments was that ought to be in the T6 because there is probably something that could be done with that parcel. We don't think that is the case because half of that little wedge there... you may recall how narrow that wedge was right along Route 1. Nothing really can be done

with that to any great extent because that's going to be the location, at least right now of a buffer yard, which is a pretty significant buffer in between the TND and the A1 zone, currently next door. Now if that property comes in for a rezoning as part of the UDA because it is in the UDA there would be no buffer requirement and there would be more opportunity there. But the reason it was excluded from the T6 is because we are trying to meet those state mandated density requirements for the residential units in the T6 side.

Mr. Howard: And then the last comment that I had taken note of was with the Stafford Area Soccer Association.

Mr. Leming: Yes.

Mr. Howard: And have you had discussions where they would actually help fund some of the improvements...

Mr. Leming: Well I...

Mr. Howard: ... in terms of the upgrades that other people have mentioned.

Mr. Leming: We did meet with them, but we had not heard that so far, but that sounded really good. I mean that would be a way to help some of the upgrades.

Mr. Howard: So that could be an opportunity to get back and get some money.

Mr. Leming: We did meet with the Board recently... we met with the Board a couple of times as this project has moved along. But any help would be welcome and we understand the objectives of trying to get some artificial turf and lighting and irrigation and so forth.

Mr. Howard: Right.

Mr. Hirons: If I could Mr. Chairman. If I would be welcome I would like to participate in those meetings if possible, if you have future meetings with SASA or any of the other sports organizations that are specific to this project. Both because it may be determined this is within the election district I represent but also because I am the Parks and Rec Commission Representative from the Planning Commission, so...

Mr. Leming: Sure.

Mr. Hirons: It would be useful for me to hear so I could pass that information along as well. Perhaps not as a participant if either party does not want me to participate, but as an observer I would really appreciate being able to...

Mr. Leming: We would be happy to have you there. We probably ought to include the Department of Parks and Rec at some point here also.

Mr. Hirons: Yes.

Mr. Howard: I think Mr. Rhodes had a question and then I will poll each Commissioner to see if there are additional questions.

Mr. Rhodes: Mr. Leming, I am sorry I forgot to follow up on this. I had asked staff about the road that is coming... the access road to the soccer fields.

Mr. Leming: Right.

Mr. Rhodes: That comes from Eskimo Hill on the bottom of the diagram it is not stated in the proffer when that would be built.

Mr. Leming: My assumption is that has to be built up front to get to the soccer field. We will be happy to clarify that in the proffer.

Mr. Rhodes: Okay.

Mr. Leming: I don't think we could build the soccer fields and not have a way to get to them.

Mr. Rhodes: We have got the one way that crosses over from the development.

Mr. Leming: Yes.

Mr. Rhodes: Further up Eskimo Hill Road, but then you come around to the bottom closer to where the correctional facility area is, and it has that main access road and I just wasn't sure...

Mr. Leming: We will clarify that for you.

Mr. Rhodes: Okay, thank you very much. That is all Mr. Chairman, thank you.

Mr. Howard: Thank you. Mr. Fields? Okay, Mrs. Hazard? Mr. Mitchell? Ms. Kirkman?

Ms. Kirkman: Yes I have two. The first is, you have a fairly large residual piece that remains in A1, what is the future use for that?

Mr. Leming: You are going to have to tell me which piece you are talking about. Do you mean the...

Ms. Kirkman: It is down on the bottom.

Mr. Leming: Well there is one that is actually off site. Are you talking about the one...

Ms. Kirkman: No I thought it was on site.

Mr. Leming: Okay, yes there is a small piece... do we know the approximate acreage of that? Thirty-nine acres. At this point there is no proposed use for that.

Ms. Kirkman: What is the RPA... what is the tributary that runs through there?

Mr. Leming: Do we know the name of the... Paul do we know the name of the tributary through that portion of the property?

Ms. Kirkman: Not named? It is unnamed? Okay. And then is there... staff had mentioned this as a concern, is there anything in the proffers about the timing of the commercial build out?

Mr. Leming: There is no phasing at this point, we have talked with the applicant about that or my client about that and we will address that when we come back to the Commission. That is one of the comments that staff had made.

Ms. Kirkman: You will... because there are... I have seen... like you can go across the line and look at Hopyard Farms and there is lots of residential and the commercial is sitting vacant up front. So I think we would like to see that.

Mr. Howard: Thank you. Mr. Hirons, I don't know if you have any last minute... okay. So thank you we will close the public hearing and bring it back to the Planning Commission for discussion. So obviously there is a lot left. Does anyone want to make a motion just to move this to our unfinished business at this point?

Mr. Hirons: I will make the motion because this project is actually moving, I think, from the Aquia District to the Falmouth District.

Mr. Howard: There is a change of geography right.

Mr. Hirons: I will let you either make the motion or second the motion, but I will move to move item number six, are we on?

Mr. Howard: Yes.

Mr. Hirons: To unfinished business.

Mr. Mitchell: Second.

Mr. Howard: Any discussion? So the motion, to clarify, on the table is to move item number six under our public hearing which is RC29000108 reclassification of Clift Farm Quarter to the portion of the unfinished agenda. All those in favor signify by saying aye.

Mr. Fields: Aye.

Mrs. Hazard: Aye.

Mr. Rhodes: Aye.

Mr. Mitchell: Aye.

Ms. Kirkman: Aye.

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Mr. Hirons: Aye.

Mr. Howard: Aye. Opposed nay? Motion carries 7 to 0. Thank you. We are now on to public hearing number 7. Which is Amendment to the Zoning Ordinance. Proposed Ordinance O11-1414 would amend the Stafford County Code by establishing a new zoning district, Redevelopment Area 1, which is commonly known as Boswell's Corner. Mr. Harvey on Boswell's Corner.

1. RC2900108; Reclassification - Clift Farm Quarter - A proposed reclassification from A-1, Agricultural Zoning District to P-TND, Planned Traditional Neighborhood Development Zoning District to allow a planned urban development, including a mix of commercial and residential dwelling units with neighborhood amenities, on a portion of Assessor's Parcel 38-124, consisting of 141.40 acres. The property is located on the east side of Jefferson Davis Highway approximately 1,250 feet south of American Legion Road and along Eskimo Hill Road, within the Aquia Election District (Falmouth Election District under the recently adopted election redistricting). **(Time Limit: August 16, 2011) (History - Deferred at May 18, 2011 Meeting to June 1, 2011 Meeting)**

Mr. Zuraf: Good evening Mr. Chairman, members of the Planning Commission; Mike Zuraf, Principal Planner with the Planning and Zoning Department. This case was deferred after your last meeting on May 18th after the public hearing that was held on May 18th. At the meeting, several issues were raised by the Commission, as well as you did receive several comments from staff in the staff report. And in your memo, all those issues are listed out and you did receive an attachment to the memo that is basically in the form of a spreadsheet from the applicant that provides their initial responses to those issues. And the applicant is here to kind of go over their responses to those issues. And also to let you know, tonight you should have received at your desk a copy of the applicant's PowerPoint from that public hearing at the last meeting. Within the PowerPoint, the last slide had the table of proffered contributions and the specific amounts. I think that was something that was requested that you all wanted to have and we didn't provide that, and so you have that as part of the whole PowerPoint presentation of theirs from that meeting. And at this point I'll leave it for any questions or otherwise turn it over to the applicant to address... for them to address the issues.

Mr. Howard: Thank you Mr. Zuraf. Let's see if there's any questions of staff before we bring up the applicant. Ms. Kirkman?

Ms. Kirkman: Mr. Zuraf, thank you for getting us a copy of the PowerPoint slide. The very last slide which lists the value of the contributions... are any of those cash proffers or are they all in kind proffers?

Mr. Zuraf: They are all in kind proffers.

Ms. Kirkman: Thank you.

Mr. Howard: Any other questions of staff? Mr. Zuraf, have we ever accepted in kind proffers previously?

Mr. Zuraf: Yes.

Mr. Howard: Okay. Alright, we can hear from the applicant.

Mr. Leming: Mr. Chairman, members of the Planning Commission, good evening. I'm going to... I think you all should have in your packages...

Mr. Howard: For the record, Mr. Leming, would you identify yourself.

Mr. Leming: I'm sorry. I'm Clark Leming; I'm here on behalf of the applicant, D. R. Horton. And I'm sorry, Mr. Giganti, the fellow from Horton, could not be here this evening. He'll be at future meetings though. And he was at a meeting today that we had with Mr. Hirons and other staff. You should have in your package a tabulation that we put together and have been working with staff on indicating status of different questions and what we have done or will be doing in response to the issues that have come up. There have been some changes to that so I would like to hand around an updated version of that, and the updates are highlighted in yellow.

Mr. Howard: So, there's changes since this was...

Mr. Leming: Yes, since you all received what you have there. We were... our effort was to try to get something into staff last week so that they could send it out in your packages but then we've continued to try to refine the responses and have had some more information to add. This is not set up in any particularly priority. What we've tried to do was to capture all of the comments that were made by staff and those that were made by members of the Commission and then prepare a response to that. So, I'll go through them in order. First... and these go from the specific to the sublime so I apologize for not having them in a little better conceptual order here... a change to the regulating plan, the T-6 transect zone to include T-1 segment adjacent to A-1 property. No problem with that; we will make that change. It was one that staff had asked that we consider. Ms. Kirkman and the staff asked about the timing of the development that would be specifically the phasing of the commercial with the residential. There may have been one other Commissioner that made reference to that as well. What we have agreed to do, and we'll change the proffers to do, is what is shown, highlighted in yellow. Perhaps more important, before I get to that, is the rationale for it. D. R. Horton is strictly a residential developer; they don't do any commercial at all. So, they will be seeking to acquire a partner to do the commercial portion of this development. In two other instances in the County, known to me because I did the zonings on them, Leeland Station and Amyclae, which is by the Rodney Thompson Middle School and just adjacent from Augustine. We had proffers where there was phasing between the commercial and the residential so that after a certain number of units, commercial would be delivered, commercial would be, and depending on whether it's Leeland Station or Amyclae, commenced or completed in the case of Leeland Station. In both of those cases, proffers had to be amended because at the time the commercial was supposed to go under the original proffers, there was simply no demand for it. In the case of Amyclae we actually got to the point of building a commercial office building that had no tenants for a period of about two years. But that was the compromise position under the proffer. D. R. Horton does not want a situation like that. So we have tried to come up with a way that will provide incentives for the commercial development without putting the residential developer in the position where they have to come back at some point in time if the commercial doesn't materialize according to our current crystal balls at this planning time. D. R. Horton can control the access to the commercial they are the ones who are going to be constructing the road. This is a four lane road that will come off of Route 1 with the improvements that are proffered on Route 1 will come through the commercial site and taper to two lanes as it comes to the residential portion of the property. That will be in place by a specific unit number, I believe the hundred and forty-first residential unit. Those improvements will be in place so the access to the commercial will be there. D. R. Horton will also prepare the pad sites and we have referred to this as not rough but intermediate grading, so that the pad sites are essentially ready to be built upon. The access to those pad sites will be there off of the spine road so in that respect they are amenable to provide every incentive for the commercial developer to come on and actually make those improvements as well. Bottom line and the lesson of the earlier experiences is that the commercial comes when there is sufficient residential to

justify it. I don't know where that point is here or whether it is dependent upon other residential developers along Route 1, other commercial developers along Route 1 but we don't know exactly where that point is. The commercial will be available it is developable but D. R. Horton is not willing to say that by a particular residential unit number there will be this number of square feet of commercial actually on the ground. Now if there is something else that the Commission would like us to look at, they will do that. In Mr. Giganti's defense I will say on this issue and one other, he actually went to corporate headquarters to get some sort of feedback in response to the issue that had been raised. And this is corporate Horton's position, that they simply cannot tie their portion of the development to the... to a commercial portion of the development that they will not control. So we will construct those proffers; we're happy to... we'll revise those proffers. We're happy to consider anything else along those lines that you'd like us to look at.

Ms. Kirkman: Mr. Chair?

Mr. Howard: Yes, Ms. Kirkman.

Ms. Kirkman: Could I ask some questions about that? So, what the applicant is willing to proffer is only that by the completion of... by the issuance of the 400th dwelling unit, out of 600 dwelling units proposed... so, after two-thirds of the dwelling unit building permits have been authorized, not that the commercial be built but that some of the infrastructure will be in place.

Mr. Leming: Well, there are two parts to it, and one is already in your proffers. One is that the spine road will actually be constructed by the 141st residential unit; that's not included in your summary here. So the spine road will be here. There's nothing magic about the 400th unit; that seemed to be what Mr. Giganti was comfortable with. If the Commission wants us to consider another unit number to have the pad sites available, then I think he would consider something like that. But those are the two provisions that the proffers would feature that we're proposing at this point.

Ms. Kirkman: So the bulk of the building permits for the residential will be issued before the majority of the infrastructure is in place. And all of the building permits for the residential could be issued and there could be actually no commercial actually in place.

Mr. Leming: You know, you're so good with these leading questions. The short answer to that is that... is no. What Horton is willing to do is by a particular residential number to have the particular commercial infrastructure in place. It's not all the infrastructure by any means for the development. When you use the term infrastructure, you seem to suggest we're talking about something beyond what's necessary for the commercial. There is infrastructure that's necessary for the entire development; a road system that's necessary for the entire development. The narrow answer is simply what we've said. So you can ask another question but I think we've explained it.

Ms. Kirkman: Sure... by infrastructure, I mean, you've got construction of water and sewer lines, commercial entrances and completion of the intermediate grading of the site, but I don't see a commitment to actually building a single square foot of commercial building.

Mr. Leming: That is correct. Horton is not amendable because they are not going to own or control the commercial portion of the development.

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Ms. Kirkman: Because they're a residential developer.

Mr. Leming: That's correct.

Ms. Kirkman: Thank you.

Mr. Leming: Alright. Now with regard to the next issue that was raised by Ms. Kirkman, this had to do with tying, or at least committing, some portion of the jobs to Stafford workers. This also went to Corporate Headquarters; they believe that this is going to subject them to some liability. They will not permit anything along those lines. I think if you want to discuss some of the assumptions... because all this came up in the context of the economic analysis that was prepared. Dr. Bellas is here tonight so to the extent that that's what this is really tied to, the assumptions underline the economic analysis, then perhaps it would be appropriate to have Mr. Bellas elaborate further on the basis for the assumptions (inaudible).

Mr. Howard: Well, I think is analysis wasn't exclusive to hiring companies in Stafford County; I thought the analysis, by and large, talked about the overall impacts...

Mr. Leming: Yes, that's correct.

Mr. Howard: ... in the County and region for that matter, as he explained it.

Mr. Leming: That's correct, yes.

Mr. Howard: I'm not sure if there's additional questions or not but your answer is pretty black and white that the corporate office is not signing up to...

Mr. Leming: Reserving a particular number of jobs for Stafford-based workers or businesses.

Ms. Kirkman: Mr. Chair, I do have (inaudible).

Mr. Howard: Yes, Ms. Kirkman.

Ms. Kirkman: You say corporate office will not allow, but corporate is the applicant, correct? It is D. R. Horton that is the applicant.

Mr. Leming: Yes, but it's not Mr. Giganti who was here last time.

Ms. Kirkman: Right, but he's not the applicant, D. R. Horton is, and the applicant is not agreeing to this, correct?

Mr. Leming: That is correct.

Ms. Kirkman: And, so, essentially although there is an economic analysis that says there'll be all these jobs and money spent in Stafford, we have no guarantees at this point that that will happen.

Mr. Leming: Absolute guarantee, no. Strong likelihood, yes. Alright number... next item.

Mr. Howard: But I don't think... again I don't think the financial analysis had a specific number of Stafford County residents to be employed.

Mr. Leming: No it didn't.

Mr. Howard: I am not sure that that is the right answer to that question. I don't think that was ever part of the analysis. I think that was an overall impact.

Mr. Leming: No and I was limiting my response to the specific question that Ms. Kirkman raised. It is not what... you are correct it is not one of the basic assumptions underlying the economic analysis. Or the conclusions of the economic analysis, that we seem to go a little bit askew on last time but Ms. Kirkman raised the question about whether or not we would be willing to make this particular proffer and the answer to that narrow question is no.

Mr. Howard: But you are not excluding hiring people from Stafford.

Mr. Leming: Oh of course not.

Mr. Howard: Who bid the job and...

Mr. Leming: Yes. There is an absolute strong likelihood that there will be many Stafford workers here. It's the problem of sitting aside a particular quota or number that would be reserved for Stafford workers, and that was the gist of Ms. Kirkman's question.

Mr. Howard: And I thought Mr. Giganti had explained that most of the time, just from a time and labor perspective it is certainly more economical for them to hire...

Mr. Leming: Yes.

Mr. Howard: ... as local as possible.

Mr. Leming: Yes, very much so and he talked about the travel time was one of the reasons...

Mr. Howard: Right.

Mr. Leming: ... that they look closer to the actual development.

Mr. Howard: And then he cited some other best practices that other companies had deployed in an effort to gain their business.

Mr. Leming: And market tends to work fairly well to ensure that a lot of the jobs are local. There is a strong incentive financially for Horton to do that. There is a strong incentive for workers locally to line up so that they can obtain these jobs. They are probable in the best position to bid for them because of their proximity to the job. So often that is how it actually works out.

Mr. Howard: Okay.

Mr. Leming: Alright, on the next one... this is something you've already had no problem with adding the cash proffer alternative to the improvements to Eskimo Hill Road and Route 1. We were asked if for any reason the right-of-way can't be obtained within a certain period of time. Well we can't do the improvement before we give the cash to the county. So we broke that into two parts. Number one was the actual physical improvements the other was an additional amount for the acquisition of right-of-way which is based on actually an inflated amount of what we think the necessary property would be worth to make the right-of-way improvements at that intersection... improvements at that location. Let's see Mr. Rhodes asked specifically about the dedication of the eighty foot right-of-way. We had seventy feet, no problem with that. We are going to the eighty feet and all of these things will be reflected in revised proffers. There are a couple of reason you don't have revised proffers in front of you tonight. We will talk about a couple of outstanding issues in a moment here, one that we worked on today. Mr. Howard asked about a provision for a FRED bus stop, a shuttle bus possibility going from the commuter parking lot. We are looking at that to try to get some sense for a couple of things. Number one is the basic cost of it, so we are trying to get some feedback from FRED about that. The other is the relative contribution that the residences within Clift Farm would make to the need for that connection for the commuter rail station. So those are two issues that we are still investigating. Mr. Hirons asked about the inter-parcel connection. You may recall that one of the owners of the land adjacent was here and spoke at the public hearing and we are going to revise the regulating plan to show the easement for that inter-parcel connection. We will set it up so that in the event it becomes activated it can actually be conveyed, dedicated for public right-of way should that become necessary. So it would not just be private easement but would be set up so it could be a public road. Now back to the commuter parking and this could have been organized a little better. The commuter parking lot we were asked to consider a cash proffer alternative in lieu of us actually building the parking lot. So we will set up the proffer so that if the county should be able... our land is two miles from the Brooke Station, we can put a commuter parking lot of course that begs the question well how do you get from the commuter parking lot to the commuter rail station? Should the county have additional land that is available, we will take that same construction cost for the commuter parking lot we are proposing and simply give the county that amount for construction at another location. On the flight zone, I think staff was to get in touch with the airport authority to see if they had any further comments. We're not anticipating anything significant because they have reviewed and we've been able to move forward at least as far as they're concerned with previous larger iterations of development on this property that did have a more significant impact on the flightways coming into the airport. Let's see... Mrs. Hazard asked about the pedestrian connection and I think we have a slide to illustrate that. How do I (inaudible)?

Mr. Zuraf: Computer please.

Mr. Leming: Okay. This... I hope you can read this. This does show a pedestrian... is that your arrow Mike?

Mr. Zuraf: Yes.

Mr. Leming: Okay, good. This shows a pedestrian connection all the way through the property. This is not the precise location. We will proffer to a pedestrian connection in the approximate location, but obviously this would require some engineering. This would run all the out from the commercial center, would roughly parallel the spine road through the development, the pedestrian trail would then

cross Eskimo Hill Road and go into, you may recall, this back portion of the property is what is shown and to be dedicated for the soccer-plex. So it would actually be a pedestrian trail all the way through the development to the soccer-plex and then would go back along the back edge of the property and tie back into Eskimo Hill Road; so, all the way from Route 1 to Eskimo Hill Road at the very back of the property. Now, within the development, keep in mind that this is a TND development, so this is a pedestrian trail specifically designed to get people to the soccer-plex. But in addition to that within the development, as a TND development, there are a network of connections of essentially sidewalks. The TND Ordinance requires that everything be connected by sidewalks, so all of the streets have... what is the width of the... is there an ordinance width of the sidewalk? Five feet? Five foot sidewalks that would provide for additional pedestrian connectivity.

Mr. Hirons: Mr. Chairman, one quick question?

Mr. Howard: Mr. Hirons?

Mr. Hirons: The pedestrian trail goes down and connects to Eskimo Hill Road?

Mr. Leming: Yes.

Mr. Hirons: And I apologize if it's in here somewhere... is that portion of Eskimo Hill going to have sidewalk on it out of this project?

Mr. Leming: Not at this point. We don't run the trail along Eskimo Hill Road. At this point... in fact, I don't think under your Master Plan... tell me if I'm wrong Jeff... I don't think under your Master Plan I'd still connect it as a rural connector. I don't think that's shown for sidewalks at any point. Conceivably what could happen here is that other... there could be additional extensions of the pedestrian trail to be used as a bike path also that could actually go all the way out to the commuter rail station. That would have to parallel Eskimo Hill Road as it gets off of the property. On the property, I don't think we're particularly committed; it's important to be able to get pedestrians I think to the soccer-plex but, you know, if there's room, we, from a topographical standpoint, I think it'd be fairly easy to reserve an area for pedestrian access along Eskimo Hill Road as well. So that part of the connection we could be responsible for. So what I'm proposing is that if the Commission would like us to look at it, we can see if we can actually have the trail along Eskimo Hill Road, along the portion of Eskimo Hill Road that we control, that crosses the property.

Mr. Hirons: I think that would (inaudible).

Mr. Leming: It just wouldn't go anywhere at this point.

Mr. Hirons: I think that'd be worth looking at but my first initial thought is stop it at the soccer-plex.

Mr. Leming: Oh.

Mr. Hirons: (Inaudible) down to Eskimo Hill. Because one of my concerns about that is there is a couple parking areas that could be utilized by folks going to take their kids to the soccer fields and I don't think we really want that to happen. We want them to use the parking lots around the soccer and having a trail that leads to the back end of the soccer complex might encourage folks to use the jail

parking, there's an open field there, and one of these properties off to the east that folks, if they can, if it's easier, they're going to park there whether we want them to or not. We have a lot of issues with parking and users parking in adjacent parking lots.

Mr. Leming: Sure. Whatever the Commission would like us to consider.

Mr. Hirons: My preference would be to stop it at the soccer-plex.

Mr. Leming: Okay. We certainly don't have any issue with that.

Mr. Howard: Well, perhaps we should understand the vision of the walking path.

Mr. Leming: Yes.

Mr. Howard: It sounds like the rest of that is just an extension of really a trail to walk through. What will be left is open space no doubt. Is that correct or...?

Mr. Leming: It will. I think the thought, our thought, was that ultimately it could connect to something else along Eskimo Hill Road. And, you know, two miles... it's certainly possible to ride your bike from this development to the commuter rail station, so I think our...

Mr. Hirons: I don't think today, and it's not a part of our Master Plan I don't think to have a bike trail. I don't think we'd want to put pedestrians or bikes on Eskimo Hill Road.

Mr. Leming: Well, not until Eskimo Hill Road... I'm not suggesting that, I'm just suggesting that you... we were just proposing... it doesn't matter to us, we were just proposing to do our part of it so that that could be done.

Mr. Hirons: My first initial is we're either putting pedestrians onto Eskimo Hill Road here or we're giving them access to the back end of the property (inaudible).

Mr. Howard: Well, you're crossing Eskimo Road. Isn't it just a crossover?

Mr. Leming: Yes.

Mr. Howard: Okay, is that right?

Mr. Leming: That's correct. The back part, we cross over Eskimo Hill... where did your arrow go Mike?

Mr. Hirons: Down.

Mr. Leming: Yes, we actually cross Eskimo Hill Road here we simply tie into Eskimo Hill...

Mr. Hirons: And that is fine, that is not what I am talking about. I am talking about the...

Mr. Leming: You are talking about this part.

Mr. Hirons: ... towards the bottom right-hand corner.

Mr. Leming: Yes. And you simply want us to terminate at...

Mr. Hions: That is just my initial thought seeing that.

Ms. Kirkman: Mr. Chair.

Mr. Howard: Ms. Kirkman.

Ms. Kirkman: My suggestion would be that the applicant proffer and easement and that the easement not be constructed until there is additional walkways. I mean it is absolutely absurd that we have got a TND two miles from a VRE station and there is absolutely no pedestrian or bike access to the VRE station.

Mr. Leming: We are happy to... that is one agreement we can...

Mr. Howard: Okay.

Mr. Leming: ... accept. Something that we can accept that is proposed there.

Mr. Howard: Sure.

Mr. Leming: However you want to do it. And as I say we... I think we were actually looking at this a little more like Ms. Kirkman was, that this would be something for the future and...

Mr. Howard: Right.

Mr. Leming: And at some point there it might be desirable to have that connection. Alright now... hopefully Mrs. Hazard that addresses the issue that you had at the last meeting. There is a way to get to the soccer-plex from the development and beyond at some point. On the school site, the next comment has to do with the public landfill, the school site. As we indicated... as I indicated at the last meeting we have shown two areas on the property that could be used as school sites. There are two potential twenty acre land bays. It is perfectly alright with us and we have changed the proffer to broaden it a bit so if that is what the county decides to do with this portion of this two hundred and sixty-two acres use it for that purpose. We have stopped shy of saying this particular area of the parcel shall be utilized for an elementary school site because that is not part of the comp plan narrative. If the county decides in its wisdom that that is how it wants to use some of the acreage, we think that ought to be the county's decision. The proffer is open ended so basically you can use these two hundred and sixty-two acres for any institutional purpose. So we think that is the best way, the most flexible way at this point to address the comment from the School Board staff. Mr. Rhodes asked for a proffer regarding the connection to the soccer area and we are going to give you a proffer that will categorically state that the access road from Eskimo Hill will be constructed at the same time that any particular phase of the soccer-plex is built out. And we are still... we will come to that issue in more detail in just a moment. We did meet with a group this morning about the soccer-plex generally and what it is the county would like us to look at there. And that is the next comment because that probably is the most lengthy discussion here, let me cover these others relatively quickly. I believe

Mr. Hirons also asked about the hardware for the swimming pool. We will give you a proffer to that effect so you will have the... such things as the starting blocks, I assume hardware means ladders and things too but I don't think that was a concern. But yes there will be ladders. Utilities had asked for a proffer to build particular projects identified in the Utilities memo. We are... we have prepared and will give to staff along with these other proffer revisions a proffer that agrees to construct the particular projects that the Utilities Department has identified. They would be set up under the county's pro-rata program so that the builder, whoever the first one is, the one that has to do the actual construction is eligible for the pro-rata credits. That is the county's program and they will be constructed at such time that those facilities are necessary to serve the property. So we are not simply going to build them... we are not agreeing to build them from the outset whenever the service is required, whenever we need additional capacity either for water or sewer or fire flow and that is how the proffer is stated. At that point and it is going to be in our interest to do this at a point prior to that time so we don't lose any time building these things, but when it becomes evident that the need is there then we will build these projects. Fire and Rescue had asked for automatic sprinklers in the commercial and residential buildings. We will... the proffers are going to be revised for the... in the commercial buildings it is controlled by code. In certain residential units it's controlled by code, townhouses, apartments on the single family home we are going to offer those as an offer... as an option to the buyers only on the single family. On... let's see further down on Fire and Rescue...

Mr. Howard: Ms. Kirkman.

Mr. Leming: Yes,

Ms. Kirkman: So when you say you are going to proffer to offer automatic sprinklers as an option to the buyers...

Mr. Leming: For single-family.

Ms. Kirkman: For single-family.

Mr. Leming: Detached single-family.

Ms. Kirkman: Detached single-family.

Mr. Leming: Yes.

Ms. Kirkman: So what does that mean for the other housing types?

Mr. Leming: They are all controlled by code.

Ms. Kirkman: So there is... so for the single-family detached when it is offered as an options, who pays for that option?

Mr. Leming: The buyer.

Ms. Kirkman: The buyer. So the applicant is proffering to allow the buyer to pay for something?

Mr. Leming: Well yes, ultimately the buyer pay for a lot of this, but yes it would be an option for the buyer that the buyer could purchase.

Ms. Kirkman: But we don't need a proffer for that, right? The buyer can purchase anything they want.

Mr. Leming: Well, what the proffer goes to is the requirement that it would be offered to the buyer. Otherwise Horton would not have an obligation to do that. Now in your other home types it is controlled by code anyway. We don't have any trouble with the proffer, with the other housing types and the commercial it is just a proffer that only tells you what is required legally anyway. So the only real variation on it has to do with the single-family detached units. The fire signal is no problem. The installation of the signal interruption pre-emption device and we have no problem with the firefighting stand pipe system in the commercial buildings over two and a half stories. Now that... those were the combination of the staff comments and the questions that you asked us to examine at the last meeting. I do want to report, and Scott you may want to talk about this also, we did have a meeting this morning with the Director of Stafford Parks and Recs, Mr. Hiron and also representatives from the Stafford Soccer Association. Both one of their corporate officers and also their executive director, I believe is his title. And the objective was to try to get some sort of consensus for what the county wants us to do with the soccer-plex. Some of the comments at the last meeting were maybe rather than fifteen finished fields, which is what the comp plan narrative talks about and these are not fields that are either irrigated or lit. But what we talked about was the possibility of providing some fields that would be irrigated, some fields that would be lit, some fields may have artificial turf. The county representative, the Director of Parks and Recs, indicated some concern about the ability of the county to maintain 15 soccer fields from the outset and would prefer, I think the preference you correct me if you think I mischaracterizing, I think the preference was to have somewhat fewer fields that would be less of a maintenance issue but have the irrigation, the lighting and possibly the artificial turf on those fields. There was also discussion of the fields that are in the CIP, which I am sure you all are familiar with, that would be built out presumably at some other location on land yet to be purchased. And that would be funded with bond money from the county's parks and rec's bond referendum. We talked about trying to consolidate these efforts. We have shown 15 fields here but there is room and actually the comp plan narrative asks for room for additional playing fields. We have showed you the two land bays that would facilitate 20 acre school sites, there is also additional land even around the soccer-plex that we have shown conceptually on the plan that you saw last week. So to the extent that this is determined to be a good location for a soccer-plex within the county, I think there was general consensus on that, at least that it is centrally located and that it has access, it will have... it will be served by two roads that it may make more sense for the county at some point to consider not buying other land and actually having more fields at this location and using the, what was described as a figure somewhere well in excess of \$2 million that was going to be used to purchase other land to actually contribute to the improvements that would be available for these fields. Lighting in the county will require a conditional use permit that is not presently part of this application that would have to come at some later point in time. Some of you may recall that was because of the history out at Willowmere and the concern about the lights that were proposed at that location. So because of the height they would come to the Commission and the Board for a decision in that context. What we concluded at the meeting is that we would put together specific estimates and some more detail on the fields that were proposed. Because what we are going to do is actually provide the appropriate improvements to the soil that would be necessary for better grass growth on the playing fields that we are proposing. We are going to look at the irrigation costs, the Department of Parks and Recs is supposed to help us with some of these costs for instance on the artificial turf fields and then basically we have got to

budget. It is going to cost X number of dollars to do the grading, it is a big number if you looked at the economic study, but to do the grading and actually build out the fields if the county wants some sort of rearrangement or the county wants a proffer that would be flexible and say we can... you can decide at this point in time whether we do plan A or plan B or plan C, then we are happy to look at that. And we are also hopeful that at the time we get to the Board of Supervisors, if not before, that we will have some sort of... the Department of Parks and Recs will have some materials together that would actually examine the possibility of what the county could do with the money that it would save by not going out and purchasing more land and using those funds to actually improve some of these fields at some point as well. I think the thinking was that these fields are likely to come sooner than the fields contemplated under your CIP. Mr. Segar indicated that would be about 2016 before he thought they would actually see playing fields under that proposal. If D. R. Horton has its way these would come somewhat sooner. At least the first and second phases of those fields, in fact substantially sooner. So... anything else that... so we are going to reconvene. We are going to get additional information together, reconvene, see if we can craft a...

Mr. Hirons: Yes the only thing I would disagree I think you said something along the lines of there was a desire for or you seemed to indicate there was an agreement that fewer fields is what we want with less maintenance, which that was a general sense but that was not a stated desire result of the meeting necessarily. I think that is the general sense that we are heading...

Mr. Leming: Yes.

Mr. Hirons: What we found was this is going to be kind of a complex equation to figure out what is best for the county in terms of long term maintenance costs and need as well as what is best for the users of rectangular fields and their needs. Both the applicant, I think was sent off to do some homework on cost information as well as I think SASA happen to be the invites to this meeting and we may want to make a slightly larger effort to get some of the other user groups of rectangular fields involved. SASA just happens to be the largest user group, I think they represent roughly 3,000 families here in the county...

Mr. Howard: You have lacrosse besides football.

Mr. Hirons: ... of youth sports so I think they do speak with some authority and know what they are talking about on use and so their need is to come back with some information about what benefit do they get out of a say a synthetic field over a turf field in terms of number of days of use and number of games and practices that can be held on that as opposed to a turf field. There was a lot of great discussion and I really appreciate the parks department was able to come out as well. The one thing that I stated during this meeting was we do want this to be a first class facility when it is complete. I was a little disappointed the applicants' representative, not Mr. Leming, but the...

Mr. Leming: The Horton fella.

Mr. Hirons: ... D. R. Horton was, why am I held as a developer to a higher standard than necessarily parks and rec was...would be, which I don't know if I necessarily agree with but I want to be clear that, and I think it was clear from this meeting that we do want this to be a... we want the county to know what they are getting at the end of the day with these and that they are sustainable, they can be maintained and they can be paid for.

Mr. Leming: And I think Mr. Giganti indicated that was what he wanted to see too. And if they were going to do it, it would be a good project.

Mr. Howard: Can I add two comments to that? And these are really for staff. Mr. Zuraf can you get a cost estimate, I guess it is in the budget somewhere for Pratt, Patawomeck, Duff and Smith Lake? So what does it cost the county on an annual basis to maintain those parks? I would like to see that and then could you do some homework, there is a soccer complex that is actually in Rock Hill South Carolina, it is a few miles from Winthrop University. And I could never understand why they built this complex because the residents in the area are mostly senior citizens and they don't use the facilities at all but yet they paid for it in their tax dollars. But what it does is it brings, I believe, about \$15 million a year in revenue into that county. Because people travel from all over the east coast and kind of meet there as a central locations and there is tournaments and there is leagues and there is all types of activity that takes place and in that particular county, in Rock Hill benefits tremendously. I am not sure if that is an option so I don't think we should be so focused on our own counties use of the field. Is there a bigger better opportunity to raise revenue for the county? As well as provide outstanding first class fields.

Mr. Hirons: One thing I would like to add is there was a lot of discussion about this, the rectangle field complex that is part of the voter approved bond referendum and I think it is hitting the CIP now. It is already on, I don't recall. And how it is associated or could be associated with this facility, I think that discussion ends up probably above our pay grade. That is probably a discussion that the applicant is going to end up having with the Board members and I don't know how we will necessarily deal with that, but that will be continued discussion and the Board I think will probably have to make decisions on that at some point.

Mr. Howard: Yes, sure.

Mr. Leming: I think our objective would be to try to keep as many options open through the proffer so that additional things can be added and the county can decide to go a different way as some point in the future.

Mrs. Hazard: Mr. Chair.

Mr. Howard: Yes.

Mrs. Hazard: Just along that same lines, and I think Mr. Hirons eluded to it. To making sure that we have reached out to user groups who will be using this and I know we have dubbed it as a soccer complex but there are a lot of different...

Mr. Howard: Uses.

Mrs. Hazard: ... uses that that could be used for that I don't want us to limit in such a way and I am not trying to mischaracterize it but I think while we are here looking at all the options we just need to make sure all user groups are consulted and I just wanted to place that out there.

Ms. Kirkman: Mr. Chair could we get clarification were there any use groups besides SASA that were at this meeting?

Mr. Howard: No, that was mentioned. That was clear.

Ms. Kirkman: Okay.

Mr. Leming: And the only reason they are shown as soccer fields, is because that is what your comp plan narrative shows.

Mr. Howard: Correct. But we recognize that those rectangular fields and those sizes are conducive to football and lacrosse...

Mr. Leming: Sure.

Mr. Howard: ... and other types of activity that would be more than welcome to occur on those types of fields.

Mr. Leming: Some of you may recall that some of the prior iterations of this development there were multi-purpose fields and baseball fields that were actually show as part of the plex. So we are not wedded to any particular type of field here.

Mrs. Hazard: And Mr. Chair, it does say in our comp plan 15 completed athletic fields and I think we have pushed it towards soccer fields but I think we were somewhat general but we are also trying to react to the uses and I know that soccer is huge. But like I said I still want to make sure that we do include all user groups to make sure we get the best product.

Mr. Howard: Absolutely. So the to do is to come back with a revised proffer? And then staff has...

Mr. Leming: Yes. We are going to... we had hoped to set up another meeting with the expanded group that met today and devise a proffer that would be used for the soccer proposal... the athletic field proposal and will include all these other proffer revisions and get them in to staff so that they have a chance to review them before they come back to you. There is a possibility that... let's see as I understand it we will just stay on your unfinished business agenda and your next meeting is going to be in two weeks.

Mr. Howard: Well, we will see what the will of the Commission is.

Mr. Leming: Yes, okay.

Mr. Howard: But typically we have done that if the will of the Commission is to allow this to stay as unfinished business to June 15th, then that is the will of the Commission.

Mr. Leming: Okay. But I will... that's right. But what I was going to say is that may be pushing us a bit in terms of getting this group back together. It is probably more likely that it would be... we would be ready to go with revised proffers at your next meeting.

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Mr. Howard: That would be July 13th because we...

Mr. Leming: Miss a meeting.

Mr. Howard: ... miss a meeting due to the holiday.

Mr. Leming: Okay. We can do everything we can and we will see if we can possible reconvene our group and get our numbers together in time to get back to you on the 15th and at least give you a status report.

Mr. Howard: That might be wise. This way at least on the 13th of July we are not hearing everything at one time.

Mr. Leming: Okay, we will be happy to do that.

Mr. Howard: Is that the will of the Commission?

Ms. Kirkman: I actually have some additional questions.

Mr. Howard: Sure.

Ms. Kirkman: If now is...

Mr. Howard: Yes, now is the time.

Ms. Kirkman: So in the discussions that have taken place so far has the applicant revised the proffers to make any cash proffers for the capital cost of the schools associated... needed to support these new homes?

Mr. Leming: All of the adjustments to the proffers that are proposed I have discussed.

Ms. Kirkman: So there is no cash proffers that have been added for the schools or for libraries or for law enforcement or fire and rescue? Because that issue was raised...

Mr. Leming: I can reiterate what I said at the last meeting in response to that.

Ms. Kirkman: Right.

Mr. Leming: But nothing has changed.

Ms. Kirkman: Okay.

Mr. Leming: Okay.

Ms. Kirkman: And the... there is the potential for about six hundred and fifteen thousand dollars in cash if the county chooses which comes out to about a thousand dollars per unit. And my request of staff would be could we get what the number is for if the applicant were to follow the county's cash

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proffer guidelines. Could we get what the cash proffers might be based on the types of units and the number of each type of unit? Thank you.

Mr. Howard: Thank you. So is the will of the Commission to bring this back as unfinished business? Is everyone good with that for the next meeting?

Mr. Leming: Okay, and we will do everything we can to have...

Mr. Howard: That would be wonderful.

Mr. Leming: ... the proffers to you at that time, as many as we can get down.

Mr. Howard: Okay, thank you.

Mr. Leming: Thank you all very much for your time.

Mr. Howard: That brings us to item two...

Mr. Leming: Oh excuse me... I am sorry. Let me hand out just for your information, there was a question last time and I remember I did not put it on my list. And I think this came from Ms. Kirkman too. This is a letter from Dominion Power about the use of the easement for parking. Let me just... I will just leave copies of this with you.

Mr. Howard: That would be great.

Mr. Leming: We don't anticipate since they are zoning applicant that will be any issue.

Mr. Howard: Okay.

Mr. Leming: (Inaudible, not speaking in to microphone).

Mr. Howard: So you can leave those behind and we will not move on to item two, which is the comprehensive plan. Thank you, Mr. Leming. Comprehensive Plan Implementation Plan, which is Mr. Zuraf. You have four minutes Mr. Zuraf.

1. RC2900108; Reclassification - Clift Farm Quarter - A proposed reclassification from A-1, Agricultural Zoning District to P-TND, Planned Traditional Neighborhood Development Zoning District to allow a planned urban development, including a mix of commercial and residential dwelling units with neighborhood amenities, on a portion of Assessor's Parcel 38-124, consisting of 141.40 acres. The property is located on the east side of Jefferson Davis Highway approximately 1,250 feet south of American Legion Road and along Eskimo Hill Road, within the Aquia Election District (Falmouth Election District under the recently adopted election redistricting). **(Time Limit: August 16, 2011) (History - Deferred at May 18, 2011 Meeting to June 1, 2011 Meeting) (Deferred at June 1, 2011 Meeting to June 15, 2011 Meeting)**

Mr. Harvey: Mr. Chairman, Mike Zuraf will be giving an update to the Commission.

Mr. Howard: Great, thank you.

Mr. Zuraf: Good evening Mr. Chairman, members of the Planning Commission, Mike Zuraf, Principal Planner with the Planning and Zoning Department. This item to reclassify property to the Planned Traditional Neighborhood Development was deferred from your last meeting on June 1st. The Commission did request some additional information which we did provide to you in a memo. The first item was background information on a soccer complex that is in Rock Hill, South Carolina. We provided some materials that we could acquire before the mail-out. The complex is called Manchester Meadows, so we provided a site plan, part brochure, and some other materials associated with that complex. We did reach out to staff in Rock Hill, South Carolina, to try to get some additional information; specifically, if the staff has any kind of overall economic impact information on that complex. I've not been able to get in touch yet with the staff so hopefully we'll be able to do that and forward that to you sometime soon.

Mr. Howard: Mr. Zuraf, do you know if that... I'm assuming that's... I've always assumed that's a county-owned facility; is that the case do you know?

Mr. Zuraf: I believe city-owned, yes.

Mr. Howard: Okay, thank you.

Mr. Zuraf: The other request was a comparison of how the cash proffer guidelines would compare and apply to each unit, each type of unit that's proposed in this project. And we did provide that information; it actually was within table 9 of their fiscal impact statement, so that information has been provided. Also, there's a request for maintenance costs of several different county parks. We do have that information for one of the parks, John Lee Pratt Park, and that information was provided as well. You also did receive an earlier version of amended proffers. And then, tonight at your desk, you received some additional or latest revision of proffers that are dated June 14, 2011. These latest proffers that were provided have the main change to those reflect new proffers regarding the recreation fields and that was in response to a meeting that was conducted last Friday with County staff, Mr. Hirons and the applicant and several users of these types of fields. And also we did provide a memorandum to you from the Commissioner of Revenue, Scott Mayausky, regarding his comment on the economic analysis. And then also there was an information request from Mrs. Hazard on how the remaining area of the Urban Development Area could accommodate the remaining recommended

developments that's proposed as part of the Comp Plan. So staff provided a memo that provided some general comparison of how much development is remaining and a map that shows the general topography and how that development might be able to be accommodated on the remaining land. And, at this point... oh, in addition, just to let the Commission know, we did send out the application, the latest version of the application out to the Stafford Regional Airport. We got in contact with them; they've not been able to finalize their comments yet but they hope to do that soon as well and will forward those to us. And then also, I did discuss the application again with Scott Horan from the School Board staff and he just wanted me to pass along some of his general comments on the proposal, one being that he understands the concern that there might be with the proximity of the school in the area of the airport and specifically the airport approach and maneuver areas. And then also just to make the Planning Commission... or remind the Planning Commission of the impact of this proposal on the County schools that they've estimated the use would generate 380 students which approximately is equivalent to half the size of an elementary school. But, of course, those students would be distributed among different types of schools, but he just wanted me to pass that along. And, at this point, the applicant will probably want to address some of the changes but I'll answer any questions at this time.

Mr. Hirons: Mr. Chairman?

Mr. Howard: Yes.

Mr. Hirons: Mr. Zuraf, did the schools have... did they see the map of the applicant's proposed or potential areas for school sites?

Mr. Zuraf: We provided that to them this morning and we didn't get any specific comments back on that.

Mr. Hirons: They didn't make comments on that map?

Mr. Zuraf: No, no.

Mr. Hirons: Okay.

Mr. Howard: Before I bring the applicant up, are there any other questions for staff?

Ms. Kirkman: Yes Mr. Chair.

Mr. Howard: Ms. Kirkman?

Ms. Kirkman: Mr. Zuraf, I had requested the information regarding the County's guidelines for cash proffers. And in your staff report you referred to table 9 out of the economic analysis and that table suggests that if the applicant were to follow the County guidelines, they would pay \$20.7 million in cash proffers. Does staff agree that that is the correct number based on the County proffer guidelines?

Mr. Zuraf: Yes. Staff reviewed this table and all those numbers were accurate.

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Ms. Kirkman: And when the applicant, in this latest revision of the proposed proffers, has the applicant proffered any of that \$20.7 million?

Mr. Zuraf: In the proffers there were no specific monetary proffers.

Ms. Kirkman: And regarding Mr. Mayausky's memo... is he here tonight? I thought he had said he'd...

Mr. Zuraf: Yes, he is present.

Ms. Kirkman: Oh, there he is. Mr. Chair, at some point if we could have him step forward? Thank you.

Mr. Howard: Are there any other questions of Mr. Zuraf from anyone? No? Well, why don't we bring up Mr. Mayausky first, if he wouldn't mind, and maybe he can have an early evening perhaps. And I do appreciate you coming down Mr. Mayausky; I know you've worked a full day and then yet here you are this evening helping us navigate through these uncharted waters to a certain extent.

Mr. Mayausky: It is my pleasure; I appreciate the opportunity.

Mr. Howard: So, I think most of us received your letter today via email and have had a little bit of time to review the information that you provided. So, I know there are questions; I'll start with Mr. Rhodes. I'll start on my left and then we'll just work this way, to my right.

Mr. Rhodes: Thank you. Referencing the second page of the memorandum where you were doing some comparisons, particularly the bottom one which is going off the, I guess a bit of an adjusted average value on the homes. Have you done that with any other developments? I mean, what would typically the results be with any other developments? Do you have any that you can compare it to?

Mr. Mayausky: We didn't look at any individual developments.

Mr. Rhodes: Sure.

Mr. Mayausky: I started with Dr. Fuller's averages or numbers that we provided to him when he was preparing this report. Then we went a step further and we wanted to identify what newly constructed homes in subdivisions were selling for, and that is in the next paragraph.

Mr. Rhodes: Right.

Mr. Mayausky: Dr. Fuller's number included all the homes that were built in Stafford County, which included a number of large acreage homes, and that tended to skew the number a little bit. So they're not broken down on a subdivision basis, they are done on a county-wide basis.

Mr. Rhodes: Okay. I just wondered if that same methodology... if we just applied it on others, I'm just trying to mentally apply it... would they come up with, if they're mixed like that other than just all maybe single-family, would any of them come out to positive numbers at the end of the day? Is there a mixture that works that?

Mr. Mayausky: I believe some of them would. The problem with answering that question is the driver, in terms of the cost of county services, are school children.

Mr. Rhodes: Sure, yep.

Mr. Mayausky: You can have a \$300,000 house with no children and that can pay for itself. I personally have two children so I should be living in a half a million dollar house if you look at the school costs, and I'm not. So, that's kind of the wild card in that factor. But generally a larger neighborhood, typically we'd find them in three acres, Seven Lakes, Christy Farms, the Glens, those types of neighborhoods, they will come much closer to the break even costs.

Mr. Rhodes: And that's what I thought; actually I was trying to apply it and use the numbers and just looking at different subdivisions. But short of one where you've got the larger acreage lots and fairly nicer homes, you're probably not going to come up with the... my intuitive belief is that most of them, if you did this calculation, probably would come out negative as well.

Mr. Mayausky: It gets to be very difficult. A very established and popular neighborhood we have is Austin Ridge. Houses there are selling now in the \$450-500,000 range which would be questionable depending upon the number of children as to whether or not they would break even.

Mr. Rhodes: Right; okay. Thank you; that's where I was intuiting on that. Thank you.

Mr. Mayausky: You're welcome.

Mr. Howard: So, just for clarification then, if you took a neighborhood like Austin Ridge that has 850 homes in that subdivision, that subdivision, as large as it is, on quarter acre lots, would be tough to break even as well.

Mr. Mayausky: It would be.

Mr. Howard: And would the same hold true for the Embrey Mill project that's going to be built there?

Mr. Mayausky: And these figures are based upon Dr. Fuller's.

Mr. Howard: I understand. But you provided them information... you provided Dr. Fuller some...

Mr. Mayausky: We did, yes.

Mr. Howard: Okay. So would that be the same for Embrey Mill or is that...?

Mr. Mayausky: Yeah, it's kind of speculative...

Mr. Howard: It's hypothetical, yeah.

Mr. Mayausky: Again, it depends on the number of kids and what they actually build, but I wouldn't think in most cases that it would. And I'm not trying to be negative towards the subdivisions, that's just kind of the nature of the beast. As I said, my house doesn't cover my costs.

Mr. Howard: Right. And then the question I had, you didn't consider any of the commercial development, and I understand that the developer is a home builder; the applicant has stated they don't do commercial development.

Mr. Mayausky: Correct.

Mr. Howard: None of the commercial development that's proposed is part of the, you know, analysis that you provided.

Mr. Mayausky: No, and I strictly looked at the analysis that was provided to us. Commercial development quite frankly can be the great equalizer...

Mr. Howard: Right.

Mr. Mayausky: ... when it comes to these types of developments. Obviously, depending upon the square footage and what types of businesses go in there...

Mr. Howard: Is there... based on your experience, is there a business or a mix of businesses that tend to help offset the costs of these residential developments at a fast rate, so whether it's hotel complexes, is it a mixed use of, you know, theater with a restaurant with a hotel and that whole combination?

Mr. Mayausky: Believe it or not, one of the largest... I don't like to use the word cash cows but... one of the largest generators of local revenue we have is these quick stop service stations. The larger national chains, they will generate anywhere between a million to a million and a half dollars in revenue every year. And that's a combination of fuels tax and meals tax because they have deli's, merchants capital, business property... it's the entire basket of taxes. They generate, you might not think it... and I was surprised... but a tremendous amount of revenue. We've done some economic analysis for the Economic Development Department, looking at subdivisions and different types of businesses specifically, and I'd be happy to share that with you all just so we kind of have a framework of what some of these things can generate.

Mr. Howard: Yeah, I think that would actually be very helpful. I'm sure none of us would mind reading through that. That was my main question; I have others but I want to continue to go to my right. Mr. Mitchell, did you have questions for Mr. Mayausky?

Mr. Mitchell: No sir.

Mr. Howard: Ms. Kirkman?

Ms. Kirkman: Since this memo is new and we just received it, I'm wondering if you could just summarize the main points you wanted to make with this memo.

Mr. Mayausky: Well, what I attempted to do with the memo, when I was reading Dr. Bellas' memo, I had just read Dr. Fuller's memo so the numbers were fresh in my mind. And there seemed to be some differences, some inconsistencies if you will between the break even costs of those numbers. So really, all I tried to do was just connect the dots and raise some questions that I think you all deserve some answers to before you vote on a project like this; especially one where you're setting precedent.

So that was my purpose with looking at Dr. Bellas' economic analysis. I feel like we need an answer to the questions as to what the differences between those two studies are. They may be legitimate but I think we're all entitled to understanding what they are because we've been operating under the assumption... some of us have been operating under the assumption that the Fuller study is as close to a published number for breakeven costs and other things as we've ever had. So that kind of, for some of us, became the standard, and to see something that far off of the standard was... it did raise a red flag.

Ms. Kirkman: And just to backtrack, the Fuller study that you're referring to is the study that the Board of Supervisors commissioned to assess the economic and fiscal impact of the Comprehensive Plan.

Mr. Mayausky: That's correct.

Ms. Kirkman: So those were the numbers that were used in evaluating the economics of the Comprehensive Plan that the Board passed in December.

Mr. Mayausky: That's correct.

Ms. Kirkman: And when we're talking about breakeven costs, is that breakeven cost for capital costs or both capital and operating?

Mr. Mayausky: In that I don't know. And that may be... that may answer some of the differences between the two studies.

Ms. Kirkman: And the precedent that's being set here is that the precedent of no cash proffers? Is that what you're referring to?

Mr. Mayausky: That is what I'm referring to.

Ms. Kirkman: Okay. And then you also make the point here, although we haven't discussed it yet, it does seem to say that you think the difference in the valuation of the in-kind contributions could be significantly different than what's been stated by the applicant. Could you review that please?

Mr. Mayausky: I can. Where I lack... I may lack in expertise and economic analysis, I'm fairly comfortable in my ability to estimate value. The 260 acres that are being proposed to... as an in-kind proffer contribution to the County, it's currently zoned A-1. It is raw land. It has infrastructure to the property, water and sewer, but it is undeveloped land. Forty-five thousand dollars an acre for any A-1 property is I believe the highest... I've never seen a value sell that high. When I looked at it, the property is eerily similar in a number of respects to Sherwood Farms. They are both A-1, they're both on major thoroughfares, they both at the time of sale had preliminary plans, and ironically half of each property is in an Urban Services Area. I mean, it is as good of a comp as we're going to get for this property. It sold for somewhere in the neighborhood of \$16-17,000 an acre. I'm having trouble seeing the leap from that selling for \$16-17,000 an acre to this land very comparable being worth \$45,000 an acre. Now, the explanation we received was that the \$45,000 an acre was comparing that land to existing A-1 subdivisions, Christy Farms and Seven Lakes and The Glens. The problem is property just doesn't sell that way. All of the infrastructure is already in place in those existing neighborhoods.

Raw land sells for considerably less and there are a number of sales that back that up. One of the explanations I heard why the Walton sale was not a comparable is because Walton, upon purchasing the property, eliminated their preliminary plan. Well, to me that speaks to the lack of importance in value of that preliminary plan. If that preliminary plan really enhanced the value of that property as dramatically as we're lead to believe, they wouldn't have eliminated it. They eliminated it so that they could go find a more profitable use for that property. So, I don't think that's an adequate argument to throw that sale out. I still think that's the best sale that we have.

Ms. Kirkman: And, lastly, when you state you have some cause for concern about the proposal to replace the cash proffers with in-kind, you make a statement about some of the infrastructure and transportation projects appear to be both necessary and typical for any development. So, could you explain what you mean by that statement?

Mr. Mayausky: Yeah, and I want to preface this with I am not a transportation expert. But we have a number of court cases with developers where they will come in and they'll argue that their value should be reduced because of the infrastructure costs that they need to make. Well, often those infrastructure costs, like roads, are necessary to develop the project, whether they have proffers or not. So, it seems a little difficult for me to make... for them to make the argument that those roads are an unnecessary burden to us above and beyond because of the proffer system, when really they're not. Some of them are going to be necessary to develop that property anyway. You can't get to a house without a road.

Ms. Kirkman: So, these are court cases that you, as the Commissioner, are involved in because they are appealing the assessment value, is that the context in which this comes at?

Mr. Mayausky: Yes, we've had a number of cases over the last three or four years where we've been sued by landowners and developers, and more and more it comes down to the proffers. And there's an argument about the impact those proffers have on the overall market value of the property.

Ms. Kirkman: Could you say a little more about that? I'm not following quite how the... so it's not about the lack of infrastructure the cases have been around; that there's proffers attached to the property?

Mr. Mayausky: A lot of the proffers that we've seen will say well you have to build an intersection into your property. In most cases that intersection was required anyway. But since it's in the proffer package, we often hear the argument that well that's a negative to our assessed value so it should be subtracted...

Ms. Kirkman: I see.

Mr. Mayausky: ... from that value.

Ms. Kirkman: And how have the courts ruled?

Mr. Mayausky: We haven't gone to court yet.

Ms. Kirkman: Okay.

Mr. Mayausky: We will know soon.

Ms. Kirkman: Alright, thank you. Well, does that mean then that there's been an agreement reached on what the appropriate assessed value is, or those cases just haven't played out all the way?

Mr. Mayausky: One case was settled irrespective of the proffers. The other cases have not gone to court yet. We have two that are slated to go to court this fall. I might be speaking a little out of school and I might be completely incorrect, but typically I believe courts have not upheld that proffers necessarily affect the market value of the property.

Ms. Kirkman: Okay, thank you.

Mr. Howard: Mr. Hirons?

Mr. Hirons: Mr. Mayausky, I think you may have just answered the one question that came to my mind. Is there any other case law in the Commonwealth that you're aware of that fits this case that has gone to judgment?

Mr. Mayausky: I believe that has been some; I can't cite it. I'd be happy to do the research though and get it to you since we need to do that anyway for this fall.

Mr. Hirons: Either you or Alan, if we could get some sort of that information, I think that would be useful. The other question I had about, in particular, my concern has become the valuation of the land, the \$45,000 per acre. What other characteristics go into the value of the land... location, type of land, topography?

Mr. Mayausky: Yeah, location, topography, access... the preliminary plan can play a role in it.

Mr. Hirons: What if it's just raw land versus raw land?

Mr. Mayausky: Not all of our lands are created equally and the value of that preliminary plan is you have some idea of how many units you get on that property and that's really the driver of what something's going to sell for is the number of units. That gives you much more certainty than if you go out and purchase a large tract of land that doesn't have a preliminary plan. So there is some value in that preliminary plan but, again, I would point to the Walton case and I think that's... they clearly found the value in that preliminary plan or they wouldn't have eliminated it after they purchased the property.

Mr. Hirons: The property that we're kind of talking about, it has a power line easement going through it, it's near a landfill, it's near a jail; do all those things kind of file into the valuation as well?

Mr. Mayausky: They can, but I'll tell you, the hardest lesson I had to learn when I started appraising for the County 16 years ago is just because I wouldn't want to live there doesn't mean that other people won't. There's a lot of property what say highway takes where front yards completely disappeared and, believe it or not, it's had very little impact on the market value. I can't stand here and say for sure that those are going to have a negative impact on the value of those properties. It may... I have to give you the weaselly answer that the market will determine that. Clearly the soccer fields I

think are going to be a tremendous draw. If that phase gets approved, that may balance out. Unfortunately, I think we're just going to have to wait and see. Typically we haven't seen much... I did a power line study years ago when Dominion Power was proposing their power lines, I replicated a J-Lark study that the House of Delegates did and they found that there was a two to three percent negative impact for properties that buffer the power lines. And that's not a lot in a neighborhood; it can be a lot in a county, but it's not a lot in a neighborhood. So, there may be some impact there but unfortunately we can't really assume that, we have to measure it after-the-fact. And I wish I had a better answer for you than that.

Mr. Hirons: If this application were to go forward as it is, at \$45,000 an acre as the applicant's proposing, would you be able to assess it and tax that until it becomes county property at that rate?

Mr. Mayausky: I can't. I have to assess property at its fair market value and I can find no data to support a \$45,000 per acre value on an undeveloped A-1 tract of land. I hate to keep going back to the Walton Group that is the comp for this property. And then we have a number of other... we have some appraisals from folks and some other sales we look at and there's a range that these things are selling for and it is between, typically between low \$16,000 to \$20,000 an acre. And that's what we would have to assess it for.

Mr. Hirons: Thank you. I think Ms. Kirkman may have said it but don't run away.

Mr. Howard: Mr. Mayausky, you mentioned that the, I guess as it's called now, the Walton property, half of that's in an Urban Service Area as well?

Mr. Mayausky: Yes.

Mr. Howard: So how much of that is on water and sewer? You would say 50% and then also 50% of the Clift Farms?

Mr. Mayausky: I don't know specifically how much infrastructure. The comment was made to me, and this is all secondhand, that Walton may actually have a little bit better access to the water and sewer. I don't know if that's true or not.

Mr. Howard: Okay.

Mr. Mayausky: And that may impact the value a few percentage points but not \$30,000 per acre.

Mr. Howard: What has Walton done with that property post purchasing it from the Silver Companies?

Mr. Mayausky: Well, the vacated the preliminary plan...

Mr. Howard: Right.

Mr. Mayausky: ... and then they went out and they sold interest in the property to Asian investors.

Mr. Howard: How was that interest allocated or defined, do you know?

Mr. Mayausky: It is, I believe, one... it's a very strange number... I believe it's like 1/298th of the parcel for \$10,000. And the deeds were recorded... and I'll check that number, it's a very odd number... the deeds were recorded as such that it was fairly apparent to us that those interests were sold prior to them going to closing; which may have impacted the value also. They may have been willing to pay a little bit more for the property knowing that those interests had already been sold.

Mr. Howard: So they've, in turn, sold interest in those properties and... what would that calculate per acre?

Mr. Mayausky: I'll have to get back to you on that. They are more... they have more than doubled their value in those interests.

Mr. Howard: And yet we'll just tax them at the rate that they purchased it at.

Mr. Mayausky: Not at what they purchased it at; whatever we feel the market... yeah, whatever we feel the market demands. That is such an unusual scenario. Quite frankly, I am researching to see if we can value them at those interests. We can't change the value on that assessment till January 1, 2012 anyway. It is my hope that I can find a way to value them on each of those individual transactions but, legally, I don't know if I can.

Ms. Kirkman: Could I ask a follow-up question?

Mr. Howard: Sure.

Ms. Kirkman: So, what got recorded with those shares, does it have a copy of the contract between the interest purchase and Walton so that you know what it is that they're investing in? Because are they investing solely in the land or are they investing in the land plus development of the land?

Mr. Mayausky: It's my understanding they're investing solely in the land and that they're going to reap their profit when the land is developed. If it gets rezoned, then the value of the land will increase there. Once the infrastructure is in and they're selling lots, the value will then increase again. And it's my understanding that's their business model and that's how they pay back those investors.

Ms. Kirkman: But they use... I'm trying to understand the margin and what the margin that the investor has paid, because they get paid back with some higher price? They don't get paid back just their original money or they wouldn't do it.

Mr. Mayausky: No, purely a hypothetical example. If they paid \$10 million for a tract of land and it was A-1, whether it had an approved preliminary plan or not, it's A-1, and they get it rezoned to a PD zoning, that would increase the value of that property because now you've got greater utility of it, you can get more units per acre. At that time, they... there's some question whether they would sell it to a developer at that point, which is historically I believe been their business model. They'll get it rezoned, ready to go for development, sell it to a developer, take those proceeds and satisfy their investors. I have heard they intend on seeing the development of this project through which, in that case, I assume that the investors would be paid back at the time of development when lots were sold.

Ms. Kirkman: And does the contract that's recorded, does it state whether they're paid back on a proportional basis, like on a per share basis, so \$20 million is made so \$20 million is now divided up by 298? Or are they paid back on a fixed rate basis?

Mr. Mayausky: No, I believe it's basically like shares. They're buying shares in stock and I believe they're paid back based upon the number of shares that they have.

Ms. Kirkman: So it's proportional.

Mr. Mayausky: Yeah.

Ms. Kirkman: Okay. Thank you.

Mr. Howard: Thank you. I think the applicant had indicated at the last meeting, and we're going to give them a chance to talk in a minute... we also have to open up for public hearings that we have... that they were valuing based on sort of like post rezoning and here's kind of what we see the value which is why they used those other comps I guess, which is a different comp than what you've used. So, if the rezoning were to go through and all things happen the way this plan is proposed, what would the value of that acreage be?

Mr. Mayausky: What is the zoning of the existing acreage? Would it still be A-1?

Mr. Howard: It's A-1 today. The rezoning would ultimately change at some point.

Ms. Kirkman: If we could get clarification, I'm not sure the zoning changes on the soccer field portion.

Mr. Howard: I don't believe it does. Yeah, they're not in for the change on the soccer field.

Mr. Mayausky: Okay, I didn't believe that it was either. So there's no rezoning, so we're back with the preliminary plan. We won't change that value until they start developing. I mean, they'll file a plan and once they start cutting in roads and building the infrastructure, then we'll increase that value to 50% of a finished lot. But if it just sits with a preliminary plan, I don't think that value will increase because I don't see in the market where that preliminary plan adds enough value to that property to warrant us increasing it.

Mr. Howard: Yeah, I think they're... and we're going to let them talk in a minute and I wanted to understand your thinking before they get up... they're thought was, from what I recall when they presented their findings or their fiscal analysis, they were valuing it based on kind of post the project. So you're saying that's not at all what you looked at; this is just kind of current status state today what this land would be valued.

Mr. Mayausky: Yes. My job is to figure out what it would sell for...

Mr. Howard: Today.

Mr. Mayausky: ... today basically.

Mr. Howard: Alright, I want to make that clear. Well, if you could stay, there may be further questions; I'm not sure what your time is but I appreciate your coming down here and helping us navigate through this. We'll now hear from the applicant.

Mr. Leming: Mr. Chairman, members of the Commission, good evening.

Mr. Howard: Good evening.

Mr. Leming: I'm Clark Leming here on behalf of the applicant. And let me start with a question. When we were here at the last meeting, there were a number of changes to the proffers that we discussed that we have made. You all should have red line versions of those. They deal with all of the various and sundry issues and questions that came up previously. It seems to me, and whatever your preference is, we're here at your pleasure. It seems to me that you all can go through those and perhaps our time is better spent addressing the issue that you've been discussing while it's still fresh on everybody's mind. So, your pleasure. My intention yesterday, until I saw Scott's memo, was to talk about the proffers and what we've done with the athletic fields and the new proffer that has come in on that. But we can shift if that would be more assistance to the Commission.

Mr. Howard: I think we're going to want to know about the changes in the proffers as well from your perspective, but we also... I'm sure we all want to hear the answers to some of the questions that have just been reviewed.

Mr. Leming: Alright. Well, let me take one step back, and we have Dr. Bellas here and he's going to respond to part of the questions that Scott has raised. Step back; cash proffer guidelines. The County last conducted the methodology necessary for the cash proffer guidelines in 2005. There have been some subsequent increases based on inflation, but we're dealing with a 2005 methodology. So, it is all in need of updating. The capital costs have not been updated, the number of dwelling units is wrong because the Comp Plan has changed. It was based on 36,000-some-700 back then; we're now dealing with 43,000, almost 44,000 units. The major methodological flaw in the current cash proffer guidelines, in my view, is this... the guidelines are based and provide for payments that cover the value of current capital deficiencies, what is needed in the way of infrastructure; in other words, now, based on development that is already here, not future development. Proffers are intended to offset the impact, mitigate the impact of future development. Now that's in the formula too, based on what's projected under the Comprehensive Plan; that's part of the methodology. But, the reason the cash proffer guidelines are so high, and I think... I encourage you to investigate this if not with conjunction with this application generally because it needs to be done. The reason they are so high in this County and perhaps in Spotsylvania County, is because those two values are mixed; what you need to come up to speed currently in the way of infrastructure plus what's projected for the future. It's not the responsibility of the current zoning applicant to pay for what is necessary now. Legally it is that applicant's responsibility to pay for future impact and future infrastructure. Now, Mr. Bellas may approach that more from an economic standpoint but I wanted to be sure that the Commission understood that that was part of the current methodology, and all of that needs to be revisited. When we went to public hearing on this, I advised the Commission that we were reading the language, the narrative language, under the UDA for this area, that it spells out the infrastructure that is necessary, that it is not possible for the applicant to provide the infrastructure that's spelled out in your Comp Plan narrative and pay cash proffer guidelines. A question was asked whether or not we would, by Ms. Kirkman, whether or not we would shift and go over to cash proffer guidelines and I said no. And

there are two reasons for that. One is that's not how we read the Comp Plan and what's called for there, but secondly it has to do with the problems with the current cash proffer guidelines. And we went over the fact that you don't have anybody paying those guidelines; this County receives very little in the way of cash proffers. There have been two projects that have even attempted; one that was approved in 2005, Forbes Landing, that is now the site for a church because it was over-proffered, and the previous development on this property was pulled in 2007. It offered to pay the cash proffer guidelines, the application was withdrawn as the economy started to go in the other direction. So the reality of the situation is that you're not going to get a UDA applicant in here, you're not going to get any kind of residential applicant in here, that can pay the current cash proffer guidelines. There's a problem with them and that needs to be investigated independent of anything else. There is also, and we pointed out the problem with the approach, and the UDA narrative approach calling out the infrastructure necessary provides an opportunity to get away from that. What the proffers do for the County is to give you a payment at building permit. It does not provide the basis to go out and hire a contractor. Mr. Harvey can bring you up-to-date on what we actually receive I imagine in the way of cash proffers here. But it doesn't come in in any way that the County can do very much with it except perhaps address a revenue stream in part on some bond that's been issued. But it's not money that can be easily converted for County projects. The UDAs go in a different direction. They say here's what we want associated with this UDA, so that's what we have attempted to give you. Now, with that background, that has been our position, that remains our position. We understand that there may be issues that we need to address based on the economic analysis we put together. And we had two parts to that. The first was to demonstrate what the overall economic benefit to the County was of the project; that's part A of Dr. Bellas' analysis. Then, we also looked at the value of all of the infrastructure that was proffered and we're talking some about that tonight, the value of the land. The issue, the point of that, was to provide a point of reference for purposes of the proffer guidelines. The issue, though, is what is the bar going to be? If the bar is, that is the standard that we must attain, the current cash proffer guidelines, we can't do it. We can't do it and would not attempt to do it because of the problems that we've cited. Now, if the bar is does this thing pay for itself, can the County rest reasonably assured that this is not going to be an economic drain on the County that is the purpose of the first analysis, the first portion of the analysis. Now, what I'd like to do, Dr. Bellas is going to address the issue of the differential and the breakeven analysis, and I think there are a lot of differences in what Dr. Fuller did and what Dr. Bellas has planned to do. You will recall that these gentlemen are colleagues, worked together on many projects. But I want him to address that. I want to jump to the second part of the analysis just a minute and that is the valuation, specifically the real estate values. It is true that I'm involved in some of the other cases that Scott had mentioned. The art of appraisal is something of a mystery to me and when we call in appraisers on cases, they can have widely divergent perspectives as to what value is. One case we currently have with the County over a five year period, we have differences in values, the County valuation versus our appraiser... this is Embrey Mill as a matter of fact... of some \$60/70/80,000... a million dollars, I'm sorry... in the way the land is appraised, so a widely divergent assessments, appraisals in land valuation. What we did here was to look at this property as it would be when the parent tract that is the part's that before you on the TND, was rezoned. Because none of this happens, none of this is relevant if there's not a rezoning. What would that land be worth? It's A-1 land with an approved plan, with a construction plan pending with a right, because we went through a 456 review, with a right to extend water and sewer to the entire development, to all of the perspective by-right units on the development. That's approved, that's in place. Then what would that land be worth next to the TND? Now, of course, it's not going to be used for that, it's going to be used for soccer fields. But how do we affix a value to that land? So we went out and we looked at other by-right developments that are in the County now, except for the Seven

Lakes, all of which also have empty unimproved lots. The main infrastructure associated with those developments is roads, because they're not on water and sewer unlike this one would be. Now the issue of the Walton purchase came up. As some of you know, I represent Walton. There is some misinformation that Scott... I don't think he intends to do that but he's given you some wrong information about the ol' scenario there, particularly with regard to the investments and the model and even who the investors. There is an Asian market, there's also a European market and others. But I don't want this to become a discourse on what Walton is doing. The point that I want to make is that as part of the consideration for that purchase, there was an agreement between the parties to vacate the by-right plan, including the right to use the pump station, because Walton didn't want to maintain those bonds. They have no use for that particular kind of development. That's not what they do. That's not how they return their investment to their investors. And they pool that money in to do the development and they are the developer in these projects; they then sell to builders. So, that's why... and even if you go back originally... the water and sewer was only available for a portion of that property, the Sherwood Forest property. There are a number of tracts that Walton pulled together there for that transaction. So, you know, is it a comparable? Yes there are some similarities. Is this purchase price representative of what somebody else would have paid for it if they were going to go in and develop it by-right on the approved preliminary plan and the plat that had gone to record plat and the pump station that had been built, all of which Walton is disavowing? I don't think so. I think it would have been significantly higher. But, to resolve all of this, maybe what makes sense is to bring in one or two of these appraisers. If the County wants to have somebody look at it, we can have somebody look at it and let's hear what these experts have to say about that. And I think you'll come to fully appreciate the divergence that can evolve in the way these properties are assessed and the methodologies that are used for appraising; all of which I've become a little bit too acquainted with. Those are the points that I wanted to make with regard to the valuation that we used. Now, I also want to point out that we can drop that value in half and still have a very favorable comparison to even what the current, to the extent that there's any validity to them, the current cash proffer guideline total is. I also told you that because of the nature of this, it's not possible to spread proffers or values across all these cash proffer categories and meet the language in the Comp Plan narrative. It's simply not possible to do both of those things. So, we understand that this is new. We're willing to work through this with you. We've submitted something that we think makes sense from our standpoint. If adjustments to it are necessary, we'll make those adjustments. And what we're interested in doing is demonstrating the significance of what is being proffered here in the way of infrastructure. We also... and I have a slide but I don't want to take up all your time because I want Dr. Bellas to talk to you... I do have a slide here that actually sets... we factor out... the issue came up of how much of these things that we've listed, keep going, keep going, keep going... are these ours Debrarae?

Ms. Karnes: Yes, these are ours.

Mr. Leming: Okay, keep going, keep going... next. Okay. What we did was to eliminate those things that had been listed that we felt were clearly driven by the development itself. For instance, the intersection improvements at our major road that came in, we dropped them out and added... and several others that were unique to the project and if you're looking at it from the standpoint of proffered infrastructure for the project versus proffered infrastructure beyond the project, that's what we tried to do to clean it up. And you all can peruse this at your leisure; I'm sure the staff can make copies of it but this is still where we end up. Very close to where the cash proffer guidelines are, further adjustments can be made in the value and buried in mind what I've indicated about the problem with the current cash proffers, I still think there's a very favorable comparison here. Bottom line from

our standpoint is that we can't do both; you know, we can work with you on the methodology. We understand that there may be precedent that would be set here for other UDAs but there's only so much that anyone in this economy can do. And you don't have anybody else that's going to come up before you and offer to pay your current cash proffer guidelines, it's simply not going to happen. Let me turn things over to Dr. Bellas and ask him to address the breakeven issue because I think there's some pretty logical explanations for that.

Mr. Howard: Alright, we have five minutes. You're more than welcome to stay post the public hearings, if that's your desire to answer some additional questions.

Mr. Leming: Whatever your pleasure is.

Mr. Howard: Well, I would prefer that. Let him go for the five minutes and then I'd like you to stick around if you could. And just to remind you that in the Comp Plan, in Chapter 2 I believe it is, it specifically says that development, you know, must pay for itself and attempt to mitigate all impacts in the County. So, that's a guiding principal behind the Comp Plan.

Dr. Bellas: Good evening. For the record, Dr. Dean Bellas with Urban Analytics in Alexandria, Virginia. I will speak as quickly as possible during the five minute limitation. I received this memorandum late this afternoon, roughly three o'clock, and if I had some more time I would have probably prepared a written response to it. However, I will do my best to answer your questions as quick as possible. On page 1 of the memorandum, and Mr. Mayausky... am I pronouncing it? Please forgive me if I'm pronouncing your name wrong. There's a table that shows breakeven values under Dr. Fuller's name, 512,500 for single-family development, 496,000 for townhome, 308,000 for multi-family. To the casual reader or someone reading this very quickly, the reader may presume to think that these are breakeven values calculated by Dr. Fuller and reported in Dr. Fuller's report. It's very important that you, as the Planning Commission, understand nowhere in Dr. Fuller's report are these numbers listed. Dr. Fuller did not calculate breakeven values at all in the study that he prepared for the County last year. I reviewed his study again today, I've reviewed it in the past, I've had colleagues of mine look at it and they all confirm that nowhere in this study from Dr. Fuller are these numbers. This leads me to believe that these numbers were calculated by Mr. Mayausky or his staff. At the bottom of page 1, Mr. Mayausky makes a statement and I'll read that; "Though Fuller's report may not be perfect and the breakeven cost can be an elusive number his number seems to be more grounded in economic reality given Bellas' breakeven cost does not even cover the cost of education spending let alone the cost of all county services". This statement implies that in my fiscal analysis, I did not fully account for county services and public education; however, Mr. Mayausky then prepares a table directly below that and under the column that says total costs, he lists my numbers and the numbers that come from my report. In that report it clearly states that all of these numbers under this column, the \$1.32 million, the \$1.2, the \$3.8, they all include public education and there's a separate table for each type of housing unit that clearly shows item by item all the county services that were included in the analysis including public education. So, in the beginning he makes a statement that my report does not include public education services or completely include all county services and yet he turns around and acknowledges my report. And in my report it's clearly stated that these costs are included. The third item I'd like to bring up is there's a table, as you look at these two tables on page 2, I was trying to very quickly understand how Mr. Mayausky calculated the fiscal breakeven point. And it appears what he's done is he's taken the assessed values of the houses, multiplied them by the appropriate methodology to get the tax per house times the number of units. That is how we calculate real estate

tax revenues. However, the definition of a fiscal breakeven point is total revenues minus total expenditures equals zero. So, what we want to know is not only the fiscal structure of the house itself, but the inhabitants of that house, all the various forms of tax revenues that they generate to the County are included. And if Dr. Fuller were here he would support that argument because that's the methodology he uses as well in calculating fiscal impact breakeven points. So what we have here is we have tables that say that based on the real estate assessed value alone, the real estate does not generate enough revenue to cover costs. But what Mr. Mayausky has not included in these tables is the fact that there's so much other revenue and non-tax revenue collected by the County that are generated by these households who have higher than average disposal household income and are pumping money into the local economy. This is why, in my report, we both have an economic impact analysis and a fiscal impact analysis. So on the surface you cannot, you cannot say that the fiscal breakeven point on page 1 are these numbers that Mr. Mayausky calculated because unfortunately it's just the incorrect methodology. Dr. Fuller and I, for those who don't know me, we're both professional colleagues and personal colleagues. I received my doctorate under Dr. Fuller at George Mason University. For my doctorate, I actually developed with my dissertation research a fiscal impact methodology that is a methodological improvement over all models developed over the past 75 to 80 years. Part of your process of doing your dissertation research is to do literature review and I looked at all the models all across the country and I came up with the strengths of these models, the weaknesses of these models, and I came up with a new model that corrects for all these weaknesses. Dr. Fuller was on my dissertation committee. Included on my dissertation committee was Alice Rivlin who, at the time, was the Vice-Chairman of the Federal Reserve System under Alan Greenspan. So, I had a highly educated dissertation committee who reviewed my work, including Dr. Fuller, and they all signed off on my methodology.

Mr. Howard: Okay, we get that. And we have to pause at this moment. We recognize that there are clearly different ingredients if you will in both studies, and I think Mr. Mayausky pointed out that his study focused clearly on the tax revenue that would be generated versus yours has the tax revenue and also other revenue that would be created by the occupants or the habitants of these dwelling units. So, we're going to pause and now need to open up the meeting. Thank you very much.

Dr. Bellas: Thank you.

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Mr. Leming: If Dr. Bellas could resume, he has a few more things to add and (inaudible).

Mr. Howard: Sure, understood. And I think the guy's an intelligent guy but we get the whole credentials piece. So we'd like to hear more about the (inaudible).

Mr. Leming: He's not going to talk anymore about his credentials; would you like to hear about mine?

Mr. Howard: I saw yours on Facebook.

Dr. Bellas: Thank you. I wasn't trying to brag about my credentials, just trying to show you my background. One thing I forgot to say during my presentation and I offer this as a proposal, with your permission, is at the end of the day we want the Commission to be happy with the analysis. So, what I'd like to propose is that I sit down with Dr. Fuller and compare the similarities and dissimilarities

between the findings in my study with the findings of his study. There are some similarities between both and there's some dissimilarities. A lot of times it has to do with assumptions, it has to do with date, and sit down and prepare a written memo that's reviewed by both Dr. Fuller and myself that outlines the discrepancies and explains to the Commission exactly why the findings of my report is different than his. And hopefully that will help explain why there's so much concern. At the end of the day, we want the Board... the Commission to be happy. And that was my... what I wanted to say.

Mr. Howard: Yeah, that's completely within your purview to do that. I mean, if your client is going to pay you to do that, that's wonderful. And you can share it with Mr. Mayausky; that might not be a bad option to take as well.

Dr. Bellas: Okay.

Mr. Leming: We thought that the best way to resolve the differences, since it's Dr. Fullers report and Dr. Bellas' report, is to have them compare their notes and that would be something that they would do in the routine course of business on any number of items anyway. Were there any questions for... it's been a while since you heard what he actually said... but were there any questions with regard to what Dr. Bellas has indicated?

Mr. Howard: Let's find out; I'll bring it back to the Planning Commission. Were there any questions of the applicant's fiscal analysis and some of the comments? Mr. Hirons?

Mr. Hirons: Not of the fiscal analysis, no.

Mr. Howard: But questions of Dr. Bellas or the applicant?

Mr. Hirons: The applicant.

Mr. Howard: Okay. Ms. Kirkman, any questions of Dr. Bellas?

Ms. Kirkman: I have some follow-up questions for Commissioner Mayausky based on what Dr. Bellas had said.

Mr. Howard: Right. Mr. Mitchell?

Mr. Mitchell: None sir.

Mr. Howard: Okay, thank you very much; appreciate it. I won't take from the applicant's time so if the applicant has additional... we're going to bring Mr. Mayausky back up as well... but...

Mr. Leming: And again, whatever your pleasure is, we have other things to talk about to come full circle though on the two parts of the matters, the economic matters we've been discussing tonight. Dr. Bellas has addressed the difference in the breakeven points that were presented to you in Scott's memo. With regard to the values and the issue of whether or not of what this land is worth, if the Commission wants further investigation on that, there are any number of methodologies and obtaining an appraisal is not a big issue for us. The County may want to weigh in; we may need to mutually agree on an appraiser. Maybe the County has an appraiser, we have an appraiser and you can compare

the results. As I indicated before, appraisers can reach vastly different opinions on value of property. But however the Commission would like us to proceed to resolve that issue, we're happy to go that route. But I think it makes some sense to try to obtain some resolution here. If the value needs to drop, Dr. Bellas makes the adjustment in his analysis, it still doesn't address the primary issue and that is what is the standard here. This is a UDA, it has the narrative that goes with it... you know, how are we supposed to address these issues. And there are the fundamental problems with the current cash proffer methodology and guidelines that I think you all need to investigate yourselves.

Mr. Howard: And we understood that. I mean, I'm just totally thinking out loud, I have no idea how the other Commissioners feel. But if the valuation... you mentioned 50%... if the valuation were to drop, have you or your applicant thought through that and then, because it's pretty clear in the Comprehensive Plan that the goal is to mitigate, and you even said this, mitigate the impact on all county services basically. The service that's probably the most impacted for us is the schools in this scenario and if there's some truth in the number of 300 to 330, or whatever that number was, of student generation, have you thought through okay, well maybe that's a piece of the cash proffer that we can, you know, talk about and still we cut the value in half, we talk about the school proffer and maybe that dollar amount all of a sudden is the same in terms of what your initial value was. And again, I'm just totally talking out loud here, my own thought.

Mr. Leming: We're happy to try to wade through this any way you want. As I indicated at the last meeting, one of the things we could've done which seemed to me to be putting form over substance is to say okay, here's a school site. We designate this acreage for a school site. That's what the school support staff requested.

Mr. Howard: Right.

Mr. Leming: A specific dedicated school site. If we did that then there's a basis for an offset there. And whether that changes something in one of the other categories becomes the issue, but I think it would probably be more than sufficient to cover that portion of the proffer. But you may end up with a school site anyway. The really remarkable thing about this application that you have never seen before is that basically we've got a 460-some acre tract... correct Debrarae?

Ms. Karnes: Yes.

Mr. Leming: Two hundred sixty-two acres is coming to the County for whatever you want. We're taking this hundred and fifty-eight-some parcel and making that the residential and commercial portion of the development. All the rest of it comes to the County and what is the value of that when the County is out looking for land right now, trying to buy land with perspective bond money for athletic fields? You know, there's room for another 15 fields here in addition to the ones that we're proposing. There are a lot of values to be weighed and considered here. Our approach was that's what the Comp Plan narrative says they want done, that's what they'll do. How we balance that against the other cash proffer categories, you know, we don't have those answers any more than you all do. Any direction you want to put us in... it seems to me that it does make sense to try to come to some resolution though on what the value of this land is because however we look at this, that's the most valuable thing the County's getting. The County's getting a massive amount of land that basically you can do with anything you want to. Now we're proposing that a certain port of it be built out as an athletic complex because that's what the Comp Plan narrative calls for. But how we ultimately, how we value that land,

that has a lot to do with the way the whole application I think is assessed and how we deal with this whole proffer issue. So, you know, I come back to that. Maybe it makes some sense to try to get some resolution on what it's worth. I don't think that even devaluing the land by half is ultimately going to affect greatly the analysis that we have put together. You may see that we've included... we have \$9 million worth of sewer improvements as part of this project that the Utilities Department wants to see made as part of the CIP about, we estimate, pursuant to the issue that Scott raised regarding the amount that's necessary for our project versus what's beyond our project, we estimate that about \$3 million of that is necessary to serve this project. But we're doing the rest of this infrastructure because it's the next step in the line of utilities improvements that's necessary. You know, utilities isn't even part of your cash proffer guidelines, and yet here's a major improvement that's in your CIP that we're going to be the ones building. So, you know, it's a new animal; nothing like this has ever been done before. But my suggestion is still we try to get to the bottom as far as what this property can be reasonably valued for because I think that will... then we'll have a better sense of where (inaudible).

Mr. Howard: I think that's a fair comment. I know Mr. Hirons had some questions for the applicant and I know Ms. Kirkman has questions for Mr. Mayausky. Mr. Hirons?

Mr. Hirons: I apologize; hopefully these questions are somewhat still relevant. I scribbled them out and I can't even read my writing on one of them.

Mr. Leming: I do that.

Mr. Hirons: I hope Mr. Leming, you understand we do want to be careful about this because this is the first one as you mentioned. It is a new animal and we are going to get a bunch more of these animals coming down our trail here pretty soon. So we don't want to screw the first one up because then that is really going to screw the last one up. One of the things you continue to say is, and rely on is the Comp Plan calls out for certain amenities and certain things that the developers have to provide within these UDAs. But does it say anywhere that if you provide these your cash proffers will be waived?

Mr. Leming: No. It is completely unaddressed.

Mr. Hirons: Right.

Mr. Leming: You know the dilemma that we have is what I indicated from the first. There is no way possible that any of your UDA landowners can do both. You know the cost of the infrastructure that is called out in the comp plan narrative is so significant that there is simply no way that anyone could come here and do both. I mean you know doing this as long as I have it is my absolute prediction you are never going to see any application come in here offering to pay your current cash proffer guidelines period. What you are suggesting goes even a step beyond that. You get out from under the cash proffer guidelines or do you still have to pay them and do the infrastructure improvements called out in the Comp Plan narrative. You know if the county realistic about wanting to put a UDA on the ground, it is not going to happen.

Mr. Hirons: Right.

Mr. Leming: It is simply not a way that can be done from the standpoint of the landowner or the developer. So that is the dilemma, you are right that it doesn't say what happens with the cash proffer

guidelines and I don't mean to beat a dead horse but from my standpoint you all have a problem with your cash proffer guidelines. No one is going to pay them, there is a flaw in the methodology, you are doing what I think goes beyond what the law permits you to do. That is asking for the developer of future property to pay for current infrastructure needs that are already here and necessary today. And what they are supposed to be covering is the future infrastructure that is required, that is generated by their development. So it is a complex issue there is no question about it and we are happy to hear what you have to say. We would... you know if there are others that are going to weigh in on this, in the interest of trying to get to some of the answers, we hope that we will be included when others are brought in. I think that a lot of the questions, if we had had... if there had been a conversation between the Commissioner and between Dr. Bellas and maybe even Dr. Fuller a lot of these issues would not even be in writing before you at this point. But we are trying to constructively to work through this and we are open to ideas. We have put down what we know we can do, that is important too. If you over proffer the thing you are not going... there is no chance for the application or the development anyway. That's already happened on this property. I'm sorry I did go on at some length didn't I? I did not mean to.

Mr. Hirons: That's okay, lawyers have that tendency.

Mr. Leming: Sorry.

Mr. Hirons: I guess the other question hopefully turns into a question, not a straight comment. But when you continue to also say is we are giving the county 262 acres of land, I think that is the number.

Mr. Leming: Yes.

Mr. Hirons: But I'm not so sure that the County has asked for 262 acres. The County has asked for land for the 15 field complex, the commuter lot, the dog shelter or animal shelter and then possibly a 20 acre school site. That's not going to add up to 262 acres. I think you guys have even admittedly and I'm not going to find it now, but there was residual land regardless of that the county is just going to inherit. So...

Mr. Leming: Well, I mean there are wetlands on all of the land. There are more wetlands on the part that is being developed than on the part that we are conveying to the County. But I think that, where did the idea that we convey everything beyond the point of the development actually came from a pre-filing discussions with Supervisors.

Mr. Hirons: Okay, that was actually going to be my question. If you had anyone ask you for...

Mr. Leming: That was who asked for...

Mr. Hirons: ... X number of acres or something along those lines.

Mr. Leming: Sure. Why do you need to have houses there, we want that. And you know initially when we started this process I showed you the iterations because I wanted you to see the history of this. You know there have been prior iterations of even this particular application. And we start... when we switched over from the PD, which was already in the pipeline to the UDA and the PTND and the much smaller footprint, trying to comply with the statutory requirements for density, which was

quite a challenge. When we did that there were periodic meetings and we had, you may recall, we had development on the other side of the power lines off to the south at one point. All that disappeared and you know the request was bring that land, everything beyond this points comes to the county. So that is the way we were guided and that is why...

Mr. Hirons: Was that before... were those discussions before the adoption of even back in December, adoption of the comp plan at that point with the UDAs?

Mr. Leming: No, they were after we knew that things were in place and needed some guidance on how to put some of these things together as we were amending the application.

Mr. Hirons: Alright, great. Thanks.

Mr. Howard: Ms. Kirkman?

Ms. Kirkman: Yes, during your presentation you stated there's a problem with the proffer methodology and I think you used the 50% number... that 50% of the current proffers are due to existing need, not caused...

Mr. Leming: I did not give you a percentage.

Ms. Kirkman: Okay.

Mr. Leming: I think that 50% came from something...

Mr. Howard: There was a discussion about the valuation.

Mr. Leming: I think that came from dropping the value from 45 to half of that, I think.

Mr. Kirkman: Okay.

Mr. Leming: I don't know how it breaks down. I don't know how much is allocated between the existing need for infrastructure and the projected future need for infrastructure. I just know that they are all in there together. I don't think the methodology actually breaks it out but they are all included.

Ms. Kirkman: So is your... assuming that we can figure out what's... you know assuming that you are correct in what you are stating about the methodology, if we can sort out what is due to current and what's due to future needs in the cash proffer guidelines is your client willing to pay some portion of a cash proffer?

Mr. Leming: Well, if we have a legitimate standard that is established through the kind of analysis that you are talking about where the portion of the infrastructure, the capital improvements that the applicant is looked to pay as future. That is that created by the development, which I think is what the law goes to. If that in deed is the case then I think we do have a much more legitimate reasonable bar or standard in order to try to obtain. Right now we don't know where that is. Now having said that, that does give us a benchmark to shoot for; but having said that, the other in-kind proffers and the language of the Comp Plan narrative still have to be factored in. What do we do with those? The

Comp Plan narrative says the developer shall do these things. So somehow that needs to be factored into the analysis. But I think that it would come closer to establishing an obtainable realistic standard than what you have presently.

Ms. Kirkman: So the Comp Plan, as we all know, is simply a guideline and assuming that there was some agreement that perhaps was more important for the welfare of the County is to make sure that those things that the County must by law pay for, such as schools, are addressed first through cash proffers and then the luxuries of soccer fields for which there are no state mandates are addressed secondly. At that point is your client willing to make cash proffers?

Mr. Leming: I think I just answered that.

Ms. Kirkman: No I heard you say...

Mr. Leming: And I will try again.

Ms. Kirkman: Yes, you are going to tell me again as you have repeatedly said is you can't do both. We understand you can't do both.

Mr. Leming: Right.

Ms. Kirkman: We also all know that the Comprehensive Plan is simply guidance.

Mr. Leming: Yes.

Ms. Kirkman: And that there is no obligation for the applicant to meet that guidance.

Mr. Leming: Well, if we got clear guidance from the Board of Supervisors that it was okay to go one or the other way as opposed to a Planning Commissioner, then yes, if we got direction from the Board that that was their objective rather than doing what they have included in their Comp Plan narrative. The Comp Plan narrative is the latest iteration of what the Board is looking for in the way of infrastructure for these UDAs. So I have got to rely on what they said last and that is the most current statement as to what the Board wants to accompany the UDA. So unless that policy were changed I would still feel on obligation to advise my client who addressed the policy that the Board has put out there.

Ms. Kirkman: So you're interpretation of the Comprehensive Plan is that the Board of Supervisors intent is that in-kind contributions rather than cash proffers will be made for these UDAs?

Mr. Leming: In-kind is one word that you could utilize. They have... I think that the intent is to institute perhaps that is too strong a word. To adopt... to encourage a new approach to the way infrastructure, the need for the way infrastructure that is created... the infrastructure that development creates the need for is handled. As I indicated and hopefully there is some recognition of this in the county, if you pay money to the county the county then has to go out and hire somebody to do the work. The money does not come in in any kind of regular flow with the cash proffer guidelines. If you... if on the other hand you say to the developer here are the things we want done, here is the infrastructure we need go and do it as part of this application, it seems to me having worked on these

for a couple of decades that that actually produces a better result for the county in terms of getting something on the ground than what we are seeing right now. You know there was a time Ms. Kirkman when the proffer would say things like developer provides the school site, runs water and sewer to it, does X, Y and Z. That was done, we did not have any significant proffer guidelines in place at that time and those things occurred. They are actually there on the ground. You know, I don't see too much of that happening right now and I think that the problem is that the cash proffers have prohibited to the extent that it is the county's objective to keep residential development out the cash proffer system is a great way to do it and it has been very successful when you look at the zonings that have come into this county over the last fifteen years. I mean you have to go back a long time in history to find another residential zoning and I realize some of the issue is well it is all those old zonings that are still out there and vested. But if we are ever going to see any new kind of development there has to be some kind of different incentive and some kind of different approach. Because I don't... I mean I deal with these people every day they can't pay the cash proffer guidelines they are not going to pay them. You are not going to see and application like this.

Mr. Howard: Are there additional question Ms. Kirkman?

Ms. Kirkman: Well it is just the... you know I am trying to understand the thinking here and you are saying this is a new approach where instead of paying cash proffers they...

Mr. Leming: Give you the product.

Ms. Kirkman: Give the product, but I am just having a hard time understanding how 600 housing units generates the need for 15 soccer fields.

Mr. Leming: Well, I did not put it in the Comp Plan. I am reading the Comp Plan that has been adopted, that is what it says.

Ms. Kirkman: Right.

Mr. Leming: And it says the developer shall be responsible for those things, so that is what we are responding to.

Mr. Howard: Okay, thank you. I think probably the most recent example, and we are going to bring Mr. Mayausky up, there is a lot of discussion and turmoil around the Mine Road... the expansion of Mine Road. I know the developer actually was on the hook to do that and ended up finishing that project and it is now a very nice four-lane road with a sidewalk and it now connects two communities that had no other way of connecting. So I ... but there is also the side that Ms. Kirkman is discussing which is hey there is a real fine... there is a real fiscal financial impact here to our county when you add 300 and something students to the schools and we don't have a way to...

Mr. Leming: Fortunately the... I mean there is the operating cost but fortunately there is a lot of space in our schools right now.

Mr. Howard: Right.

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Mr. Leming: Maybe there are more pressing needs. Maybe it's a thing that goes on and on and on. I understand you want to hear from Scott. Recall that we also have a new...

Mr. Howard: Proffer.

Mr. Leming: ... athletic field proffer that has just come in to you and a lot of other changes in the proffers since last time. What about the appraisal?

Mr. Howard: You are free, you and your client are free. If you want Dr. Bellas and Dr. Fuller to get together. I just suggest you tie Mr. Mayausky into whatever you do.

Mr. Leming: No I mean actually having an appraisal done on the value of this land.

Mr. Howard: Oh I am not sure that we want to request that at the Planning Commission level.

Mr. Leming: Okay. We are trying to get to some...

Mr. Howard: Right, I understand.

Mr. Leming: ... of what it is worth.

Mr. Howard: Mr. Mayausky would you mind, there are a few additional questions I believe that might be helpful to hear your answer. Ms. Kirkman.

Ms. Kirkman: Welcome back. In critiquing your memo Mr. Bellas made the statement that nowhere in Dr. Fullers report are these breakeven numbers. I am assuming you are not in the habit of just picking numbers out of the air, could you explain to us how you came up with these?

Mr. Mayausky: Yes, the breakeven number is actually in his report. What I did, which may have been confusing and admittedly I may not have explained well enough is in figure one on page one, I took Dr. Fuller's breakeven numbers and I converted them into assessed values. So that it would match the analysis and Dr. Bellas' report. That way we were comparing apples to apples. If you were to take the breakeven cost on figure one and you were to do the formula with the tax rate and all that kind of stuff it would equal back to Dr. Fuller's breakeven rates in his report.

Ms. Kirkman: Okay. And then the other statement that was made was the problem with your breakeven analysis is that you have not included all the other revenue that goes with these residents. What is the single largest source of revenue to the County?

Mr. Mayausky: It is by far the real estate tax. If... I would like to propose one thing though, it is difficult to jump into somebody else's report and it was not my intention to try to discredit Dr. Bellas' report. What I wanted to do was facilitate this discussion. I did not feel like this discussion had happened in the level that it is today, going all the way down to the in-kind proffers, so if after this meeting Dr. Bellas would still be willing to meet with me I would like to sit down and go through these items so that I certainly have a better understanding of what he is looking at and he has a better understanding of what my memo states. I think that will help all parties involved because certainly... these analysis are becoming commonplace and I think that is good, but I am certainly not going to stop

asking questions when I see them and I hope they lead to more discussions like this. So the more we get involved and in the weeds of these things I think the better off we will be.

Ms. Kirkman: Alright, thank you.

Mr. Howard: Mr. Mayausky?

Mr. Mayausky: Yes.

Mr. Howard: Were you aware that Dr. Bellas' study did include additional revenue that is generated based on the population that would reside in the dwellings? He included retail tax collected on... and he used a calculation, he had a methodology that he explained to us a few weeks ago that he has used elsewhere in the Commonwealth of Virginia that they know how many trips to the store that the average person is going to take and so on and so forth. Were you aware that was part of that number or...

Mr. Mayausky: What I was primarily focused on was the single-family dwellings.

Mr. Howard: The real estate?

Mr. Mayausky: Yes. Now I would like to go back and take a look at that since we are the office that has all of those data sources for Stafford County. I would like to find out if he used specifically Stafford County data or if it was more of a regional data trend. Because we can help narrow that down to...

Mr. Howard: Sure.

Mr. Mayausky: ... actual revenue generated here.

Mr. Howard: My recall is it was more regional. But he can answer that question.

Mr. Mayausky: Okay.

Mr. Howard: But your... my question is your analysis did or did not have that? Factor that?

Mr. Mayausky: It did not include that.

Mr. Howard: So that was not factored in?

Mr. Mayausky: That was not factored in.

Mr. Howard: Okay. Thank you.

Mr. Mayausky: Can I answer the hotel tax question while I am here?

Mr. Howard: That would be great. Yes

Mr. Mayausky: We have a five percent hotel tax.

Mr. Howard: Okay.

Mr. Mayausky: It generates about \$1.2 million. Three percent of it goes to tourism, two percent goes to transportation.

Mr. Howard: Okay. So how many rooms is that right now, do you know?

Mr. Mayausky: I don't know how many rooms that is. I can try and break that down on a per room basis.

Mr. Howard: It would be interesting. I mean, don't spend too much time on it. It was just more out of curiosity.

Mr. Mayausky: Yes that... believe it or not that is a difficult analysis because we only have the room numbers in real estate, we assess them based upon the income approach, which does not require you to know how many rooms there are.

Mr. Howard: Right, you may not know.

Mr. Mayausky: Just how much money they generate.

Mr. Howard: Right.

Ms. Kirkman: But they would have the room numbers over in permits.

Mr. Howard: Somebody would.

Ms. Kirkman: From the occupancy permit.

Mr. Mayausky: We can certainly check with them.

Mr. Hirons: Mr. Chairman.

Mr. Howard: Mr. Hirons.

Mr. Hirons: I have a question about the application.

Mr. Howard: I would like you to ask it.

Mr. Hirons: Okay, one of the things that the applicant's representative suggest, although the Chairman indicated we probably wouldn't want to ask for this at Planning Commission level was the... Mr. Leming proposed having an appraisal... county appraisal, their appraisal and find the middle ground or something. Would that really be comparing apples to apples? Because from what I heard their appraisal would be based on future value of the land and your appraisal is what it is worth today.

Mr. Mayausky: Yes the first thing we would have to do... the first step in any appraisal is defining the problem. What is the problem? Do we want the value at its present use today or do we want a speculative future value?

Mr. Hirons: But would your office even get into speculative use?

Mr. Mayausky: We wouldn't. For example, in 2006 the total real estate in the county was worth \$18 billion; now it is down to thirteen. Speculative values are really difficult things...

Mr. Hirons: You have got to fix your numbers.

Mr. Mayausky: ... to do. I almost feel like that is a policy decision for you all. If you are going to start looking at the value of donated land as a one to one write off for cash proffers. I think you all need to decide whether you want the present use, which I would recommend or some speculative future use as the basis for that write off.

Mr. Hirons: Why would you recommend that? Would you recommend it because you're in government and that is the way government does it? Or is that an industry standard or...

Mr. Mayausky: No most appraisals are done at present use value. The speculative values are based upon so many scenarios in to the future that are beyond all of our control, they really become inaccurate. So we... most appraisers do current use value.

Mr. Hirons: Alright, thank you.

Mr. Howard: Just a quick question on that. And this is the business side of me coming out. I hear what you are saying but I have to tell you that if it were me and you were asking me to put infrastructure in and do other things so I would like it to... I have this 1965 mustang and the mustang needs a little work and I am going to put a little bit of restoration into it, but yet you want to pay me the value for the mustang before I do anything and that would be true if you were just swapping the car and buying it as is. But I caution all of us to think through this carefully because I am not sure that you can expect anyone to do future improvement on something or improve something and then not get some type of benefit after the improvement is made. Now you can argue well that land at the back of that parcel may not be worth anything even after the improvements. So that is a good debate to have. So that I think is more the debate than... because there is going to be improvement, there is going to be access, there is going to be sidewalks you know all of a sudden this land becomes different.

Mr. Mayausky: That is true.

Mr. Howard: Post development if the development is approved and happens.

Mr. Mayausky: My counter to that would be though if Stafford County was going out today to purchase 260 acres, it is going to sell at its value today, not what its value may be five, ten, fifteen years from now.

Mr. Howard: But you are also... but would... you would be purchasing 15 soccer fields in this assumption.

Mr. Mayausky: No you would be purchasing vacant land where...

Mr. Howard: No you are not actually...

Mr. Mayausky: ... soccer will be instructed.

Mr. Howard: Right, but you are going to get the field. So where does that value get accounted for?

Mr. Mayausky: I thought it got written off of the cash proffers. But that is a policy decision for you.

Mr. Howard: No, I am pointing it out because if there is an improvement that is in writing that is agreed to, so I just think we all have to think about that and you are right it is clearly a policy decision but it is not as black and white as I think it is being stated. So that is my point, I think there is some gray in there and we have to think through that. Ms. Kirkman?

Ms. Kirkman: I was going to say, Mr. Chair, I can't find it right now, but I do seem to remember that in their breakdown of the value of... the great value of what they are doing they distinguished between the land value.

Mr. Howard: They did and their improvements.

Ms. Kirkman: And between the cost of doing the fields and the improvements. So I actually think what we are talking about here is the same thing which is simply the land value.

Mr. Howard: Well, I still think there is other infrastructure that we have to think through. You know there is no blank check out there for anybody including the county, so we can't just blindly allow in-kind proffers without valuating them or the valuation being correct, which is really the debate we are having. So thank you.

Mr. Mayausky: Thank you.

Mr. Howard: I appreciate your time. Thank you for coming down.

Mr. Mitchell: Could I ask...

Mr. Howard: Yes.

Mr. Mitchell: Scott, just let me go back to the hotels for a minute.

Mr. Mayausky: Yes.

Mr. Mitchell: There was a lot of discussion tonight on 90 rooms or 100 rooms. And from your perspective the more the hotel the more tax will be coming in. Not only tax into your office but those same people have to buy gasoline, they have to buy gasoline unless they thumb their way down Route 1, so from your perspective do you see the hotels as a positive as far as a tax generator into your office. I am not singling out Hilton.

Mr. Mayausky: Right.

Mr. Mitchell: I am saying this hotel or any future hotel that brings in taxes to your department.

Mr. Mayausky: Yes.

Mr. Mitchell: And the residual effect.

Mr. Mayausky: Generically speaking in a non-controversial area of the county, yes it is a net benefit in tax revenue. We did estimates and again it depends upon the size of the hotel, but they were generating a direct revenue between \$150 and \$200,000 a year. And that is not accounting for the indirect revenue that you mentioned the meals tax, the fuels tax and those types of things. So they do seem to generate quite a bit of revenue for the county.

Mr. Mitchell: Sounds good. Thanks Scott.

Mr. Howard: Thank you. Bring the applicant back up. There are... there is certainly a lot to talk through on the proffers and... obviously I don't think we are going to come to any conclusion this evening.

Ms. Kirkman: At some point Mr. Chair I have some related questions.

Mr. Howard: Okay.

Mr. Leming: So okay, back to the proffers.

Mr. Howard: Mr. Leming is there anything you want to cover with us on the proffers?

Mr. Leming: I would like to point out... I guess in the context of sur-rebuttal that we just did go an exercise last fall with the... on a tax appeal case where both the county attorneys representing the Commissioner's office and our appraisers had to look at future values when water and sewer came in addition to present values where water and sewer was not present but was planned for. So all of the analysis that the appraisers went to when it came what they were worth or at least both had to cover that as well, so it is not something that unusual. On the proffers what I... do you have a red lined copy of them? What I thought might make sense...

Mr. Howard: You mentioned that earlier, I don't have a red lined copy. We have a copy that might be clean, that was changed dated 6/14.

Mr. Leming: I am sorry.

Mr. Howard: We have a clean copy. So is the date June 14th?

Mr. Leming: Yes.

Mr. Howard: Okay, then we have that copy.

Mr. Leming: We are working from the same proffers here but let me... what I can do I think is to guide you through the pages and the numbers of the proffers just to let you know what changes have been made and we won't go through all of the very minor non-substantive changes. If you look at proffer 2B, Commercial Development. We had and this appears on my red lined page 3, but it is proffer 2B. We have added language regarding the preparation of the commercial building pad sites and the construction of water and sewer lines to serve those sites and indicated when that would be accomplished. We also cross referenced the construction of Clift Drive which comes in at unit 141 that is the road off of Route 1 that would come through the commercial area and would provide the access to the commercial area. And that is simply reiterated there, there is a cross reference to the timing at proffer 3C. Now if you look at proffer 3B there was discussion and I think Ms... I think it was... I think Holly is the one that requested this. This is the proffer regarding the trail that would come through the property and would actually connect, not the road, the access road that Mr. Rhodes indicated but the trail system that would come through the property and now be extended to the soccer fields off site. So there would be a pedestrian bike trail that would be constructed to accomplish that. If you will look at proffer 3D (iii) entitled alternative cash payment, you may recall that we were asked by staff to simply pay the construction estimate for the improvements at Eskimo Hill and Route 1 in the event for any reason they could not be accomplished, the primary reason would be the inability to obtain right-of-way and the county's unwillingness to obtain the right-of-way that our... at the applicant's cost if for any reason that does not happen we simply give the county the money for the construction of those improvements and there is a time period that is set up for that. There was discussion about an inter-parcel connection to the properties to the north and the south at proffer 3G we have indicated that we will provide an easement to connect to public roads to the north and south side of the property. We have gone a little bit further than that and indicated that if necessary that it would be at a width to permit these to become public roads at some point if the adjacent property owners at some point wanted to make those connections and dedicate that to the public, that we would participate in the way of providing initially the easement but then actually make the dedication so that these would become public roads. At proffer 4, dedication of land for public use. This has to do with our 262 acres and we are simply reserving for a period of time the ability to use a portion of that area, not what we are working on for the soccer fields, for a staging area. And there is a cross reference to parcel 6. The big change is at proffer 5 and this was the result of our meeting with Mr. Hirons and the various representatives of the different athletic associations in the county and the Director of Parks and Rec and Mr. Zuraf, I think was there also. What we have done is to set forth three fundamental options for the county. And there is a... the county does not have to make a choice on which to select until thirty days after the preliminary plan is approved. But there are three fundamental proposals here. The first is the original one which is simply the 15 playing fields. They would not be lit or irrigated, but 15 fields as originally proffered. We have given you some language regarding the dirt that would be used. The quality of the dirt, the seeding and grading that would be accomplished the amenities that would go with that and when they would go in, this would be the concession area and the rest rooms, the parking area. The timing is addressed and the access to the fields. The second option at B covers irrigated fields. And when we did the numbers here what it came out to is that same difference from our standpoint. We can provide 14 irrigated fields. Now these fields would be irrigated with a pond that is created so the water would be there on site. That would be the source for the irrigation. I think in both of these proffers we have even told you what kind of grass would be utilized, but 14 irrigated fields. They would not be lit and I think and Mr. Hirons can correct me if he had a different perspective, but I think the consensus of the group was that this was the preferred option because it provides for more maintenance... easier maintenance keeping the fields in better shape. From our standpoint it doesn't matter but option B is 14 irrigated fields. Then if we move on to option C and the

same litany is provided here regarding the timing, the site preparation. And if you go to 5C this is six lighted and irrigated soccer fields. So you can see the way it worked out that really the big cost was for the lighting. There is some advantage to providing the irrigation up front because it is done when the field is put in and it makes a lot more sense probably than going back and tearing up the field later to put in irrigation. Lights on the other hand can be added at a future point in time but the lights are extremely expensive so the third option would be six lighted and irrigated playing fields and the same detail is given regarding the site preparation when the lighting would occur. I think you all know there would have to be a conditional use permit granted by the Board in order to do the lighting because of the height. That would be something the county would need to run through the process. We anticipate that would be a Board initiated CUP. We would put the lights in but that would be something instituted by the county... initiated by the county. So that has now gone on now for I think five pages is the revised proffer offering the county the options. We know that we are going to have some more time on this so look through that. If there are other questions that occur to you we can deal with that in the future.

Ms. Kirkman: Mr. Chair, I do have a question.

Mr. Howard: Yes Ms. Kirkman?

Ms. Kirkman: I thought there was a fair amount of discussion and some concerns expressed that this had been limited solely to soccer fields when in fact there was a need for other types of fields... rectangular fields in the county and the language in the proffers still continues to refer to these as soccer fields rather than athletic fields.

Mr. Leming: Well I don't think... are we limiting ourselves to soccer fields at this point?

Ms. Karnes: No, I think all the teams can use them.

Mr. Leming: I think we have... you are tight there still is some references to soccer fields. I don't think we have any objection to letting the county pick and choose what fields they want.

Ms. Kirkman: Then at that point the language in the proffer needs to say something like athletic fields or rectangular fields rather than soccer fields.

Mr. Hirons: Rectangular fields.

Mr. Leming: We can do that.

Mr. Howard: So you have no objection of changing the language to athletic rectangular fields.

Mr. Leming: No, it does not matter to us what kind of fields they are. I think there was... I think the groups that we had there, baseball was omitted, right? Because they don't use rectangular fields.

Mr. Howard: Correct.

Mr. Leming: I think we want to limit it to rectangular fields, right?

Mr. Hirons: Yes, Mr. Chairman. There was also a little bit of discussion during that meeting about the sizes of the fields and what types of uses. Basically soccer is one of the largest footprints of a sport that uses so all other sports could be played on a soccer field. And for better or worse I think the discussion has just continued to call them soccer fields. But I think Ms. Kirkman is right that the... if we could change this language from soccer to rectangular fields I think that would satisfy.

Mr. Leming: We will take care of that. At... moving on to proffer 6B, commuter parking. We've also given you a proffer there providing for an alternative cash payment. Payment... if you don't want the parking lot here then the payment shall be provided to the county upon the request of the Board of Supervisors but not before the 200th residential dwelling unit. If the county takes the money rather than the parking lot then we don't build the parking lot. So you have a cash option with regard to that too. Pedestrian access to the soccer fields, this is a cross reference here. If you recall there is a trail that runs through the developed area and continues on to the athletic fields and again we will say pedestrian access to rectangular fields rather than soccer fields. Vehicular access... this was an issue raised by Mr. Rhodes. The access from the southern portion of the soccer fields to Eskimo Hill Road shall be constructed before or concurrent with the delivery of any soccer field to the county. If you recall there was a phasing plan for the soccer fields so whenever a soccer field is delivered the access road runs along with that. We have added some swimming pool amenities. We were asked to put in starting blocks. That is included at proffer 8... 8A. On utilities essentially what we have done at proffer 11, I invite you to look through this in some detail. We are doing all of the appropriate studies, we would make the CIP improvements at such time that they are required for the development. We... maybe depending on the nature of the improvements we maybe... they may be in the pro-rata program. But the timing issue is key from our standpoint. No one knows at this point in time and probably won't know until we get closer to the development and do the actual studies, when these major improvements are going to be necessary. If you recall I referenced these \$9 million worth of utility improvements. From our standpoint we don't want to do them until they are necessary for the development, it may even be in some cases there would be other development that would trigger them before we would have to do them. But we are the guys that are here now so they would come when the need for them arises, the capacity need... capacity is necessary, then they would be constructed. Of course we want to stay ahead of the game so it would be done in more than sufficient time to insure continuous capacity for the development. Fire and Rescue is the last proffer and I think you recall there was some discussion about automatic sprinkler systems that we had. There has been no change since we discussed that last time. We have agreed to do the standpipe system and the pre-emption... signal pre-emption equipment. So those are all the changes. If it would be helpful to you we will be happy to get you the red lined version so you can actually follow exactly what has changed since last time. Does staff have that Mike? Okay, then we are happy to provide that to you. We can email it through staff so it is available to you so you can actually look and see specifically what has been changed to the proffers.

Mr. Howard: Mr. Rhodes has a question for you Mr. Leming.

Mr. Leming: Yes.

Mr. Rhodes: Mr. Leming, I would just... I would make a suggestion that we consider for paragraph eight on the bottom of page 15 where we were talk the community center and then we get into the pool, that those be configured more like 8B, the other recreational amenities where you identify when it will be completed by verses when it will start by. We have had other location where...

Mr. Leming: Okay.

Mr. Rhodes: ... things start but never end. So I think it is better to know when it will be completed. In simile I would think there is bound to be a way to structure paragraph 11 in that manner as well. I understand your comments of waiting until demand but at some point if that's going to be a basis of consideration especially on the value that it presents to the county, you have got to know at some point that it is actually going to be accomplished.

Mr. Leming: I hear... I understand your point.

Mr. Rhodes: Thank you Mr. Chairman.

Mr. Howard: Thank you. Any other comments on the proffer for the applicant?

Mr. Leming: Alright, thank you all very much. I think... is there anything else that we need to cover. Mr. Giganti is here sitting patiently if anybody has any questions for him.

Mr. Howard: Any question for D. R. Horton?

Mr. Leming: Alright, thank you very much for your time this evening.

Mr. Howard: Thank you. Alright is there a motion to defer this to July 18th?

Ms. Kirkman: I had a question for staff.

Mr. Howard: Yes, Ms. Kirkman.

Ms. Kirkman: This is actually Mr. Zuraf. The applicant's representative has stated that the methodology for the proffer guidelines is fundamentally flawed because it included current costs as well as future costs. If we could get something from staff about the construction of the methodology. But also I seem to remember that in a former iteration of the Comprehensive Plan when myself, Mr. Di Peppe and Mr. Mitchell served on the sub-committee we went through an exhaustive process with Mr. Hess, I think handled most of it, of trying to get an handle on what the incremental costs were. And if we could get some of that material it probably would be the fiscal impact... it was one of the chapters that ultimately was deleted from the comprehensive plan. But if we could get that information.

Mr. Zuraf: Not the... for clarification. Not the capital costs of growth.

Ms. Kirkman: I don't remember what it was called, but it was where we really figured out a... you know, a single-family home with X kids adds this much expense for schools, this much for parks, this much for transportation, this much for fire and rescue.

Mr. Zuraf: Yes, okay.

Ms. Kirkman: Thank you.

Mr. Mitchell: Mr. Chairman?

Mr. Howard: Yes.

Mr. Mitchell: Just a quick note. I did serve on the committee with Ms. Kirkman and I did vote against the way that it was figured up.

Mr. Howard: Okay. Can we also get a copy of the ordinance that we adopted which was the new proffer guideline ordinance, just to have in the next package?

Mr. Harvey: Mr. Chairman, are you referring to the conditional zoning amendment? Where we are taking on the new state legislation?

Mr. Howard: No, I thought we... I thought we were looking at new proffer guidelines, to be more compliant or give us more flexibility. Maybe it was the...

Mr. Harvey: Yes, that is conditional zoning.

Mr. Howard: Okay, then we don't need that. Alright, is there a motion to defer....

Mr. Hirons: I move to defer this issue to...

Mr. Howard: Well, you are going to defer the reclassification of Clift Farm Quarter?

Mr. Hirons: Yes.

Mr. Howard: To 7/13?

Ms. Kirkman: Mr. Chair. Just... I think our practice has been that the representative from the district.

Mr. Howard: Typically, but I...

Mr. Hirons: This... well, I guess there was debate. Never mind. This is in the new Falmouth district but I guess they have not been adopted yet.

Mr. Howard: Well, no this came up the last time. I don't think Mr. Mitchell has an issue with you making the motion. It does not matter to me.

Mr. Mitchell: I will gladly make the motion and request Mr. Hirons to...

Mr. Howard: Alright we need a motion.

Mr. Hirons: Second.

Mr. Howard: So there is a motion...

Mr. Mitchell: To defer.

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Mr. Howard: There is a motion by Mr. Mitchell to defer RC29000108 which is the reclassification of Clift Farm Quarter to the 7/13 and it is seconded by Mr. Hirons.

Mr. Hirons: Yes.

Mr. Howard: Any discussion?

Ms. Kirkman: Both of whom claim ownership...

Mr. Howard: Both of whom claim ownership of this...

Mr. Hirons: Or try not to claim ownership.

Mr. Howard: These...

Mr. Hirons: He has the soccer fields.

Mr. Howard: ... 400 and something acres.

Mr. Rhodes: And we are looking forward to hopefully and potentially some further discussion on the different elements of consideration in the various projections on cost associated with benefits that were discussed here tonight.

Mr. Howard: Correct. We would expect that by the next package or sooner if possible because we don't have a meeting on the first Wednesday in July.

Mr. Hirons: And if I am not mistaken we only... the July 13th meeting I believe it is...

Mr. Howard: Correct.

Mr. Hirons: ... is our last meeting...

Mr. Rhodes: Is the last time before this deadline.

Mr. Hirons: ... before this time limit expires, correct?

Mr. Rhodes: That is correct.

Mr. Howard: Yes. Correct. Alright all those in favor of the motion of deferring item number one on the agenda to the 7/13 meeting signify by saying aye.

Mr. Rhodes: Aye.

Mr. Mitchell: Aye.

Ms. Kirkman: Aye.

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Mr. Hirons: Aye.

Mr. Howard: Aye. Opposed nay? The motion carries 5-0. That brings us back to item 2, which we moved to item 7 which would come up now anyway. Item 2, I guess this is Ms. Ansong. Boy wasn't she happy to hear that when we moved that?

1. RC2900108; Reclassification - Clift Farm Quarter - A proposed reclassification from A-1, Agricultural Zoning District to P-TND, Planned Traditional Neighborhood Development Zoning District to allow a planned urban development, including a mix of commercial and residential dwelling units with neighborhood amenities, on a portion of Assessor's Parcel 38-124, consisting of 141.40 acres. The property is located on the east side of Jefferson Davis Highway approximately 1,250 feet south of American Legion Road and along Eskimo Hill Road, within the Aquia Election District (Falmouth Election District under the recently adopted election redistricting). **(Time Limit: August 16, 2011) (History - Deferred at May 18, 2011 Meeting to June 1, 2011 Meeting) (Deferred at June 1, 2011 Meeting to June 15, 2011 Meeting) (Deferred at June 15, 2011 Meeting to July 13, 2011 Meeting)**

Mr. Harvey: Yes, Mr. Chairman, with the Clift Farm Quarter case, there were a number of things that were provided in your Planning Commission packet dealing with proffers, proffer methodology, the value of proffered contributions. Subsequent to that you'll find at your desk four related documents, three from the applicant and one from the Commissioner of Revenue. The documents that were provided tonight include a memorandum from Dr. Bellas regarding the comparison of the fiscal impact models of the Fuller Study versus the Urban Analytic Study. Also there was additional information about future valuation of the properties, and there was another attachment dealing with the regulating plan and architectural design standards. And I'll defer to the applicant to go through all the specifics on the new documents.

Mr. Howard: Okay, thank you. Is that you Mr. Leming?

Mr. Leming: Good evening Mr. Chairman, members of the Commission. There are two parts of what I think we'd like to cover tonight and I'm already conceding that we probably are not going to be able to do this in the time before your public hearings. And some direction from you would be helpful. Let me describe briefly the two things I'd like to cover. First, there have been some changes to the proffers; you have a new set of proffers. They were fairly minimal this last time through with the exception of some of the utility proffers at the end compared with the changes in the proffers that we presented to you last time. But they were in response to questions that the Commissioners brought up. I also have with me tonight two experts, and I would like for them to be doing a lot more talking than I'm doing tonight; you'll be pleased to know that, I'm sure. They are Dr. Dean Bellas and Oakleigh Thorne who we've retained as an appraiser. And they both have presentations for you with regard to the economic... the fiscal impact analysis that Dr. Bellas prepared and we discussed at some length last time. So, I can run through the proffer changes quickly or we can hold that off till last or we can move ahead with that part of the presentation.

Mr. Howard: Why don't we do the proffer changes.

Mr. Leming: Okay.

Mr. Howard: And see if that brings us to 7:30 or not.

Mr. Leming: Alright. If you want to follow along with me... am I assuming correctly that you have a red-lined version of the proffer changes?

Mr. Howard: We have a blue-lined version.

Mr. Leming: Okay, blue is good, and I hope my red is your blue. At proffer number 2... I'm not going to go over things like changing wills to shalls... but at proffer 2B you'll see the new commercial development proffer. This was in response to some promises that we had made about bringing the infrastructure to the commercial pad sites on a timely basis and actually plugging in specific unit numbers by which time those things would be accomplished. And that is included here. You'll see that we're going to do the what we call the intermediate which is a higher level of grading than what we would call rough grading on the pad sites for before the issuance of the building permit for the 400th unit. Clift Drive will be constructed even prior to that and that cross-references you to proffer 3C; so that's the main entrance road that will come right through the commercial area. And the water and sewer will be in place also at the time of the commercial grading, the intermediate grading. At proffer 3B, improvements to Clift Farm/Route 1 intersection, what we have done is to clarify the multi-use trail which I think Mr. Rhodes... I'm sorry, Mrs. Hazard asked us to do. That is to emphasize the multi-connectivity... I can't believe I'm using that word... of the trail through the development itself, and that will go all the way from Route 1, Jefferson Davis Highway, to the eastern boundary of the property. And of course, there then you have the trail that picks up that would service the soccer-plex and at the entrance there, and that is covered... well, that was already there, already covered at the later proffer. Directing your attention to alternative cash payment at proffer 3C(i), Alternative Cash Payment, this had to do with the improvements at Eskimo Hill and the Route 1 intersection. And what we have done there is to simply agree that if, for any reason, we don't do that, we can't do it, we can't get the right-of-way, that we do turn that money over to the County payable to the County not earlier than the 100 residential unit. Of course, our assumption still is that we will actually make the improvements. But if, for any reason, that doesn't happen, then the money comes to the County which is what we were requested to add to that proffer. Turning your attention to proffer 4... well, let's look at 3G first. This was interparcel connections. What we did here was simply to clarify; you may recall there was a speaker at the original public hearing here concerned about the interparcel connections to the north. And what we've done is to simply clarify that the easement is going to be at a width that, in the event that this ever became a state road, it would be of sufficient width that that could be accomplished and a public road could be put at those locations. Dedication of land for public use; what we've done here is to simply to clarify something that we talked about at the last meeting and that is that we may... that we need to use a portion of this land, this 260 acres coming to the County, as a staging area and there's a cross-reference to proffer F. But the land would come to the County if requested by the Board of Supervisors 30 days after approval of the zoning of the property, and the land would then come to the County by deed. The only thing we would reserve is the ability to use a portion of the land as a staging area. I think it's pretty clear the County will not need the full 262 acres initially. Now keep in mind we've got to stay out of the way of the development of the soccer-plex because that's an ongoing effort at the same time that we're working on the major part of the development. At 5, proffer number 5, Regional Recreational Amenities, you will recall that what we were doing at our last meeting was clarifying what it was that we were going to construct. I think we went through this revision pretty much at the last meeting. What we've done is to give you options. I think the consensus was that we had a little cleaning up to do; we had to take out the references to soccer fields and call them rectangular fields so they can be used for sports other than soccer, although not baseball... that's a diamond. We also have clarified... well, we've added the language regarding the options that the County has. I think it was pretty much the consensus that the 14 rectangular fields that would be irrigated would be the preference, but there's still the option for the 15 fields that would not be irrigated but you'd get almost the same thing with the 14 fields at number B there. We have added the language, which we went over last time, about the... how the water would be provided to the

fields. If there is going to be a pond it would be used... a storage pond that would be used for the irrigation purposes. We've given you specific phasing for the completion of each... both of the options. So, whichever option is selected, there is a phasing provision that goes with this. I think that last time the only real changes that we've made to the proffers since last time are the clarification of the rectangular fields and some of the timing, when the amenities would be constructed we've added and specifically proffered when they would be completed. At proffer 6, we have included the alternative... alternate cash payment, and this actually was there last time, cash payment for the VRE parking lot. If, for any reason, the parking lot is not constructed, we're paying to the County the sum of \$300,000 and that payment would relieve the applicant of actually having to construct the parking lot. So there is a choice there. At D, Mr. Rhodes had asked, you will recall, and we talked about this... this had been made at the last meeting... pedestrian access to rectangular athletic fields. The only thing that's changed about that since last time is the rectangular word. But this regards the multipurpose trail that would be constructed between the property going from Eskimo Hill Road into the soccer-plex itself. Vehicular access was clarified at Mr. Rhodes' request. You may recall that he wanted to be sure that the road was in place to the soccer fields at the time of the construction of any particular or given soccer field, so that proffer clarifies that. Private recreational amenities, this was all... all of these things were in there from last time. You'll recall, we talked about the starting blocks. Now turning your attention, the main thing that was new last time concerns the utilities proffer. And what we were asked to do is to provide specific times when these proffers would be completed or when these improvements would be completed. And what we've done, if you look at the table, at the bottom of page 20, this is under Development Schedule, you will see the specific times by which the major improvements would be made. And that includes the pump station, the 12-inch line that would cover the commercial tank that is needed for the water, the pump station, so you now have specific unit numbers that those are tied to. Twelve is Fire and Rescue; we had been over this last time. I think there is still a reference in the staff report about the Fire Marshall's desire to have all of the units, even the single-family units, sprinkled. Horton has never done that anywhere and so while we have agreed that the townhouses and the condos would contain the sprinklers, it is still an option with regard to the single-family homes. An owner can select that but it's not something that has been proffered. And those are the changes. Some of that was somewhat redundant because most of this we had gone over at the last meeting; but just to refresh you on where we are on the proffers and specifically what's changed since our last meeting. So, update on the proffers...

Mr. Howard: Thank you. Are there any questions for the applicant on the proffers? Okay, Mrs. Hazard?

Mrs. Hazard: Mr. Leming, I just wanted to talk about proffer number 4 I guess on page 8 of our 22.

Mr. Leming: Yes, uh-huh.

Mrs. Hazard: And this is just something I need to get my hands around. It is the expectation that the 262 acres upon request of the Board of Supervisors will be dedicated 30 days after the rezoning.

Mr. Leming: That's right.

Mrs. Hazard: Is that correct?

Mr. Leming: That's what the proffer says.

Mrs. Hazard: I mean, at that point, the County doesn't have use of the 262 acres. It seems potentially that maybe a phasing would be more appropriate partly because you need that area for staging. I believe if there is that type of staging development... I'm no engineer... but there is significant movement on there, I don't know what kind of agreements you have to make with the County to be able to do all that that it seems potentially we may not need to enter into those kinds of bonding or whatever needs to happen for use on County land. That maybe we should upon the request maybe not ask for... now granted, I'm not trying to step on the Board of Supervisors toes... but I'm not certain at that point in the process we need the 262 acres.

Mr. Leming: You don't have to take it. It just... the proffer simply says that we do that if the request is made by the Board. If the request is not made by the Board, it can be at a later point in time. So we're just saying it's not going to be... we'll give it to you in 30 days if you want it but it doesn't have to be that way.

Mrs. Hazard: Okay. I mean, I think that was my thing is that I also view that we may take the land or the County may be donated the land in phases as well, as we can use it as well, I mean, to make some sense that upon the rezoning, if the County has it, we'd like to be able to use it. I just throw that out there as something that I'm concerned about.

Mr. Leming: I would think that all that could be worked out in a post-zoning agreement. Both the County and the developer have an interest in the timing of the actual conveyance itself and how much land is conveyed and whether it all comes at one time or not. We would have more specific plans at that time. We would know what section is going to be developed first, where it makes sense to have a staging area; you know, those are all somewhat question marks at this particular point in time.

Mrs. Hazard: I guess I just wanted to be clear in this discussion period that I don't want then there to be a, well there was not a request for all of them therefore we don't have to donate all of it. I just don't want to get into a problem later that if you don't ask for all of it now, I just wanted to throw out there that I think a phasing may be appropriate in that case and just wanted to throw that out for your consideration or for thinking as we go forward in the future.

Mr. Leming: Right. I don't think you're prohibited from doing that.

Mrs. Hazard: Okay.

Mr. Howard: Thank you. Are there any other questions for Mr. Leming?

Mrs. Hazard: I did have another.

Mr. Howard: Okay, Mrs. Hazard.

Mrs. Hazard: On number 7, your future Dominion substation, it sounds like there's going to be a swap from the 262 acres to somewhere on the remaining acres. I'm sorry, that's on page 16 of 22, number 7.

Mr. Leming: Yes, uh-huh. That's already been identified.

Mrs. Hazard: Okay. Maybe I... I apologize; I must have missed it.

Mr. Leming: Yeah, and if we can pull it up I'm sure, but it's actually the new area we can pinpoint on the new plan and there is an agreement to actually trade the two areas.

Mrs. Hazard: I guess I just want to make sure that residents are always aware of facilities that are going to be very close to them. I just don't want there to be a surprise...

Mr. Leming: It's still on our property. Of course, the substation is not built.

Mrs. Hazard: Right.

Mr. Leming: But it's still on our property. It's on the northern side of the property rather than smack dab in the middle of the property.

Mrs. Hazard: Okay. I may ask us to pull that up. I just want to make sure that it is highlighted somewhere for any potential homeowners in terms of choices that they may want to make about home sites. And... I think those were my major ones. I guess I just had one other one and then I'll let someone else take the thing. On page 2, when we talk about the non-residential uses, consisting of the 174,000 square feet of commercial, that 174,000 square feet, is that... I'm sorry, I want to cross-reference it with your staging for the commercial. Is that for that entire amount of... it's just staging... I'm just trying to connect that. You have proffered, and I'm sorry there's so many of them, about the site preparation I guess for commercial.

Mr. Leming: Yes, that's exactly right. That is for this commercial area. The great majority of the commercial square footage is in that front area along Route 1. That's where the commercial demand would be. So, that is where the grading would be done, that's where water and sewer, the lines would come to, the road will come (inaudible) through that site.

Mrs. Hazard: And then is the 6,500 square foot community center considered part of that commercial? Because I would think that's a community amenity.

Mr. Leming: We don't include that as part of the 174,000.

Mrs. Hazard: Okay, I just wanted to clarify. But the 12,000 foot daycare facility probably would, or no?

Mr. Leming: No, it's separate too.

Mrs. Hazard: No? Okay, thank you.

Mr. Howard: Thank you Mrs. Hazard. Any additional questions for Mr. Leming on the proffers? Mr. Hirons?

Mr. Hirons: I just had one. I believe it's proffer 4 that speaks to dedication of land for public use which you guys have suggested that's where school sites could go.

Mr. Leming: Yes.

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Mr. Hirons: You've put a couple proposed school sites or optional school sites on some of the maps but my only question is, do you know has the school system been involved in any discussion on this?

Mr. Leming: Yes. We've been in regular contact with the guy that has the name almost like yours.

Mr. Hirons: Scott Horan?

Mr. Leming: Yes.

Mr. Hirons: The guy with the glasses?

Mr. Leming: That's right, he's the one. And we've been in regular discussion with him. He knows what we've done to change the proffer. We've broaden the proffer so that basically it's up to the Board of Supervisors to use that land for any public use. And we've showed him the potential school site locations as well. And do we know if he's okay with those?

Ms. Karnes: Yes, it's my understanding he is.

Mr. Leming: Yeah, either of the sites that we've shown, the feedback we've gotten from him, he's okay with that.

Mr. Hirons: Okay. Yeah, that was my... and really, to give you a little bit of an out, it's probably more of a discussion between the Board of Supervisors and the School Board to finalize that.

Mr. Leming: Right.

Mr. Hirons: Thank you.

Mr. Howard: Any other questions for Mr. Leming on the proffers? I know there's a lot of other issues to talk through.

Mr. Leming: Please tell Mr. Rhodes that we added his completion dates for the utilities proffers.

Mr. Howard: Okay. Alright, I'll leave it at your discretion. You have 10 minutes.

Mr. Leming: Do you all... what I hate to do is for us to get started in this discussion and then be interrupted. I think it may be more beneficial to you... my client may kill me for this but... I think it would be more beneficial for you all to hear the entire presentation intact rather than piece-mealing it. So if you have another item that you can go on to or if there are no other questions about the non-economic aspects...

Mr. Howard: Maybe we can... the Commissioner of Revenue has responded. I'm not sure if you've had a chance to view, it looks like...

Mr. Leming: Yes.

Mr. Howard: ... I don't know if it's an email or a letter, but I'm seeing it for the first time this evening so I have not had a chance to go through it.

Mr. Leming: We did see that and have reviewed it and are prepared to address each of those points.

Mr. Howard: So why don't we do that? Can we do that in the next 10 minutes?

Mr. Leming: Well, it's part of the whole (inaudible).

Mr. Howard: Oh, it's part of the whole presentation.

Mr. Leming: It's part of the whole (inaudible). Because, let me just... maybe just a little bit of background on what has occurred. You'll recall that at your last meeting the Commissioner provided Mrs. Hazard, and she shared with us, a memorandum questioning two parts to Dr. Bellas' analysis. Remember that there are two fundamentally independent part of the analysis. The first is the fiscal impact analysis; what fiscal benefit does the development bring to the County generally. The second part of the analysis, which was independent, had to do with the current cash proffer guidelines. And with the understanding that we're working now with a UDA and there are specific infrastructure that is called out in the Comp Plan narrative, how do we stack up with the total under your current cash proffer guidelines. And there are all kinds of issues about the cash proffer guidelines we can get into later. But those were the two fundamental parts. My understanding is that Dr. Bellas met with the Commissioner yesterday?

Dr. Bellas: Yes.

Mr. Leming: And that we're basically in a core that the methodology that Dr. Bellas used is good. That what it comes down to are the particular values and numbers that are plugged into that and they really come down to housing values, commercial and office values, which are part of the first part of Dr. Bellas' analysis, and we're prepared to address those, how you count school children, and we've used the official County figure on that which is .66. I don't think there's a basis to deviate from that. But what Dr. Bellas did is to use most of Scott's numbers and go back and redo the analysis and we'll share the results of that with you. Now that's the first part of what he did, the fiscal impact. Then on the proffer portion of Dr. Bellas' analysis, what we did was to hire an appraiser to go in and look at the value of the land that's coming to the County, 262 acres. We'll share with you his results and also talk about the fact that using the model that we're using, there's an awful lot of room for give and take on that real estate value and still compare very favorably even with the current cash proffer guidelines which, as you know, have some questions about the validity of the methodology used to calculate those. So, that's what we're going to be prepared to share with you, and each of the points that Scott mentioned in his email to Mrs. Hazard will be covered by either Dr. Bellas or our appraiser, whose name is Oakleigh Thorne, or both of them in some cases. So I think you would benefit from a coherent presentation on all of that. And I don't know if Scott's here tonight but he may have something else that he wants to say too.

Mr. Howard: Right. He is here this evening. Alright, so...

Mr. Leming: So that leaves you now with nine minutes.

Mr. Howard: ... your short answer to the long question...

Mr. Leming: Sorry.

Mr. Howard: No, that's okay... was you're still not in agreement with the numbers but the basic methodology both parties agree with.

Mr. Leming: Methodology... I'll telescope the result to you. In plugging in the Commissioner's numbers for townhouses, condos, his house values, commercial, retail and office, we still get a significant positive fiscal benefit to the County. We did not use his number for single-family house values because of what our appraiser is going to tell you on single-family values and recent sales in that regard. So we've stuck with our number on that. We stuck with our number on the number of school kids so on that portion of Dr. Bellas' analysis, really the two... only two things that we're in perhaps disagreement on are the value of single-family homes, house sales prices, and how we count school kids. And we're using the School Board number which is .66. We're using the number the cash proffers use. So we have stuck with that number rather than go up to a number more than which is what he has referenced in his memo to Mrs. Hazard, his latest email. Now on the proffer portion of the analysis, the real issue there is the value of the acreage coming to the County. And Dr. ... I'm sorry, he may be doctor... Mr. Thorne's analysis, his appraisal, which he's going to walk through with you and show you how he did his comparables and which ones he used, he comes up with a value of \$42,500 per acre. And he'll explain to you his assumptions and how he arrived at that number. What I'm then going to tell you... it's like a preview, right... what I'm then going to tell you is even if we drop to \$25-26,000 per acre, we still come in at the current... we're not above... but we come in at the current cash proffer guideline total. And we're not talking about the individual categories of course because, as I have tried to persuade you previously, there's no way that we can do what the Comp Plan narrative calls for and meet the individual cash proffer category amounts. So we've used the total to see where we stack up with that. But the bottom line is that we think we can address all of the points that the Commissioner has raised and that we can demonstrate to you that there is still a positive fiscal benefit to the County, number one, and that we still compare very favorably with the current cash proffer total, even if the value for acreage drops dramatically, we think there's a problem with the \$17,000 figure that Scott wanted to use last time and we'll talk about that, but even if it dropped as low as \$25 or \$26,000, we still compare very favorably. So that's what we want to walk you through. Unless you just want to accept what I'm saying.

Mr. Howard: No, but thank you for suggesting that. We'll now go to the public comment section of our meeting. We'll start it a little bit early; I'm assuming there may be one or two people that will speak and get us to that magic 7:30 portion. And for those of you in the audience, what occurs now is we allow public presentations. So anyone from the public who wishes to address the Planning Commission may do so by stepping forward to the podium. There are a few rules. One of them is you have to state your name and address. After you do that, a little green light goes on on the podium. That gives you three minutes to address us. We will not get into any type of dialogue or discussion; however, at the end of the public presentations, as well as each public hearing that's scheduled, we will try and get answers to things that were brought to our attention. So, if you're here from the public and you want to address the Planning Commission during the public presentation, you would do that on anything that is not a public hearing tonight. Each public hearing that's listed on the agenda will also give you the opportunity to address the Planning Commission on that particular item on the public hearing. So the first comment period is for public presentations and that's anything that's not currently

a public hearing this evening. You can talk to us about anything and you would be amazed at what people have brought to our attention. But again, we won't answer you directly but it's your right as a citizen, it's your time to address any concerns or issues you have that the Planning Commission may or may not have purview over. So, anyone wishing to address the Planning Commission on anything that is not a public hearing tonight may do so right now by stepping forward to the podium.

1. RC2900108; Reclassification - Clift Farm Quarter - Continued

Mr. Leming: I hope we're not to that point. Let me... everybody remembers what I said, right? Let me just make two clarifications. First, going back to the proffers, we had talked in response to a question from Mrs. Hazard about proffer number 4 and the timing of the dedication. That 30 day period when the dedication can be made or can be requested by the Board is actually tied to the preliminary plan; I think I said the rezoning. It's tied to the preliminary plan. So I just wanted to correct that. And, since we had all this time, I also gave you a preview of what Dr. Bellas would talk... was going to talk about but he's had time to go and compute some other numbers and some other possible ways to use the formula. So, he will walk you through all of those. So let me turn this over to him. I thought what we would do is let him talk about the first part of his presentation. If you have questions about that, that might be a good time to ask them while what he's just said is fresh on your mind. Then we have the issue of the land values which Oakleigh Thorne is going to address somewhat unrelated issue from what Dr. Bellas is going to talk about. Your all's call. But Dean, would you come on up?

Dr. Bellas: Good evening. If I may have the computer please? Yesterday I had an opportunity to come down to the County and speak with the Commissioner of the Revenue, Scott Mayausky, for a little over two hours. We had a very productive meeting. We discussed the methodology used in my report, the methodology used in Dr. Fuller's report, we talked about all the differences, the similarities, we went through step by step and looked at all the items we talked about. I think it was a very productive meeting and I think Mr. Mayausky may or may not come up this evening and talk about that. But it was a good discussion and it's my understanding that he's in agreement or satisfied with the methodology used in my report. And now that he understands the similarities and differences, things went well. Next slide please. This slide here is to reiterate what we did in the previous report and some small changes we made as a direct result of the discussion with Mr. Mayausky. Later this evening, Oakleigh Thorne will talk about the appraisals and the values. I'm not an appraiser, I'm an economist. My job is to run, you know, sensitivities... mathematical sensitivities on all the data. And so what we did here is on the single-family, we're holding to the \$457,000 for the single-family home. Again, Mr. Thorne will talk about that. Mr. Mayausky mentioned to me that there are no data on condominiums or very, very few data on multi-family in the County. So he went to the City of Fredericksburg and came up with an average value based on real estate data, sales of \$192,495. I used that number in our model so I greatly reduced the value of the multi-family. Townhouses we used... we dropped it from the original value in the report down to \$283,000. Using both the lower \$283,000 number for townhomes and for the \$192,000, the findings of the net fiscal impact do drop and I have a slide that will show that to you, but the project still generates a net fiscal benefit to the County. Next slide please. Mr. Mayausky also mentioned he had a question about the values of the office space. We originally had it in the model at \$225 per square foot and that was based on RS Means data; RS Means data is similar to Marshall and Swift and engineering research reports where they're a national database where they look at construction costs. And in the absence of hard data on sales, there are instances where you can use construction cost data to estimate value. However, Mr. Mayausky asked

me to re-examine that and I dropped that down to \$161 per square foot for the office space. And we have the findings in the following slide. He was happy with the 150 so I did not change that. Next slide please. The student generation factors, I had a very good discussion with Mr. Mayausky. I understand where he's coming from. He's looking at the life cycle of housing and, as housing goes through a life cycle stage from young families... young couples with no children to young couples with a growing family to older couples that may not, or children who are in high school or about to leave, to empty nesters. And as we look at the life cycle of housing, over time, you know, over a 20 or 30 year period, there will be times when there's a lot of children in housing and there will be times when there's no children in those housing units. So, using the average student generation factors that were given to me by the School Department in Stafford County and, coincidentally, which are built into your proffer statements as a method to calculate proffers, we're continuing to use that in the model. I do understand Mr. Mayausky's concern about that in the early stages there may be more children and he has data to show that it goes up to 1.02 to 1.09. I don't necessarily dispute that. In the report that you have, that was given to you two months ago, I have a phasing schedule and it shows how the fiscal impacts, the benefits to the County, come in over time. So there will be times where revenues are high one year, revenues are low another year, but using average generation factors, we're smoothing out that data so there will be both housing that has no children we're still charging an expenditure cost for schools. And then we have housing that has more children than the average. And mathematically, we work it out to an average; that's the best I can say on that at this point. But we are using the official data from the School Department. Next slide please. So, hopefully you can read this. It's a little small. So, based on all the changes that I discussed with Mr. Mayausky, what I want to do again is to simply run some sensitivities. So even though, for example in the first row, even though we're using \$457,000 for the average value of a single-family home, I dropped it down to \$350,000. I dropped it \$107,000. The townhomes which were originally roughly \$323,000 for the average value, I dropped that down to \$283,000. The multi-family, we used the City of Fredericksburg data at \$192,000 in average value. For the office space, it was originally \$225,000; we dropped it to \$161,000. So the net effect, when you're looking at this, in my original report the net fiscal impact was roughly \$1.1 million a year. Using the... running the sensitivity using the greatly reduced values that Mr. Mayausky spoke to me about, the net fiscal impact is \$502,000 a year. Now, so your first reaction may be, well, you're losing roughly \$600 to \$700,000 in projected revenue. At the end of the day, as we know, we're making our best educated assessment of the impacts based on the data we have today. If you were to call me back five years from now or 10 years from now and look at these projects after they're built and children are living in these units and people are living in them and we have actual sale values, I'd be curious to see what these numbers look like. But, right now, the most important thing you should get from this is that the project still generates a positive economic and fiscal benefit to the County. It's an economic engine. And in a period in the country now today, where we're still trying to recover from the recession, and technically we're out of the recession but we're still coming up in fits and spurts, you know, Stafford County has this ability to create new jobs through a development project that acts as an economic engine. So, on that note, that's all I wanted to say; it was short and to the point because I know everyone's tired. And if you have any questions I'd be happy to answer them.

Mr. Howard: Thank you Dr. Bellas. Are there any questions of what Dr. Bellas just covered from anyone? Mrs. Hazard?

Mrs. Hazard: I guess... could we put that slide back up there and do we have a copy of that? Or have I missed it?

Dr. Bellas: We can get that to you. We made it this afternoon

Mrs. Hazard: Yeah, I mean, that would be... since we've now done a completely new analysis based on...

Mr. Howard: Computer please?

Mrs. Hazard: ... the new figures, it would be somewhat useful to have the analysis. I guess my concern, and I think you for moving the office figure to \$161, because that was recently in the newspaper of a purchase of buildings in Stafford. So I mean, there's some way we can get that. Unfortunately still, for me, the office at \$161 is like a huge office building and I'm not sure yet that that's what's going to go into that space. At \$225, to me that was Quantico Corporate Center which to me in that area is not going to go there. But I do thank you for moving it to a \$161 figure. I'm still not sure that that's the commercial we're going to generate in that area of the County. I believe that buildings that were purchased are fairly big large office buildings and I'm just not sure yet. I mean, you know, if you're asking for my reaction I'm just going to provide it. I do thank you for meeting with Mr. Mayausky. I think we need to in general work on how this analysis is going to work. A UDA is a new animal for us that is required. We do believe there's going to be new families there; I understand why you didn't move the figure but I believe that's something we may, as a Board or as the Board of Supervisors, needs to look at because I do believe we're going to generate a heck of a lot more children next to potentially rectangular fields. So, I just throw that out as I think this is a good process to engage in and I hope we continue to go forward like that.

Dr. Bellas: Thank you.

Mr. Howard: Okay, are there any other questions of Dr. Bellas at this time? Mr. Leming, were you going to bring Mr. Mayausky up to... I'm not sure.

Mr. Leming: I do want to proceed, if he... if you'd like for Scott to respond to what Dr. Bellas has indicated then we can do that and then we can move on.

Mr. Howard: It might be a good time for that. I'm not sure if he was planning on it but, Mr. Mayausky, by all means, I appreciate you waiting as long as you have and I'd like to give you the opportunity to address...

Mr. Leming: I did ask Dr. Bellas, in response to your question, if the whole thing were retail and none of it were office, you still have approximately the same result; a slight diminish but essentially the same result.

Dr. Bellas: I mean, it drops (inaudible) square foot and it would be a little bit of a change.

Mr. Mayausky: Good evening.

Mr. Howard: Good evening Mr. Mayausky.

Mr. Mayausky: Thanks for having me back.

Mr. Howard: Thank you; I appreciate you waiting, thank you.

Mr. Mayausky: I don't really have any prepared statement. I did have a good meeting with Dr. Bellas and we looked at the model and I was impressed. I think the model looks good but again, with anything, it's the data that goes into it that is the concern. And that was my concern. I think my initial reaction was that when I saw the results there might be a problem with the model. But now I clearly see that the difference is in the data that's going into the model. I appreciate Dr. Bellas using the assessed values that we had discussed; I think they are more realistic and in line with the Stafford County real estate market. And I think we just genuinely disagree on the student generation numbers. I can't say that the number he used is wrong because he is using a published number.

Mr. Howard: Right.

Mr. Mayausky: That's the logical number to use. We tried... I tried to drill down though and get more into what an actual neighborhood of this would look like. And I think intuitively we all know that these neighborhoods have more kids. So that was my mindset when I started out on this project and I worked with the School Board to get specific data for specific neighborhoods. And that's where we generated... I generated the number 1.06 as an average in the three neighborhoods I looked at. That number is significant. The difference between .66 kids and 1.06 kids is almost \$2,000 per house.

Mr. Howard: Would you say those are school-aged children?

Mr. Mayausky: Those are school-aged children.

Mr. Howard: Intuitively, I'm opposite of where your thinking is. Most people want a little bit of a yard and this is not that type of development. To me, this is development where a young couple would go to or a professional who maybe doesn't have children but... or they have very young children and they don't really need that type of yard. I know Mrs. Hazard pointed out the soccer fields; those will be terrific you know in terms of an amenity that's close to your home. But I'm not sure... I mean, speaking of somebody that has four children, I'm just not sure I would even think of that, you know, as an option.

Mr. Mayausky: Yeah, I was looking at the growing neighborhoods; that was my primary goal.

Mr. Howard: Sure. Yeah, Austin Ridge to me comes to mind...

Mr. Mayausky: Austin Ridge. Right, we looked at Austin Ridge, Leeland Station and Stafford Lakes...

Mr. Howard: Right.

Mr. Mayausky: ... as the neighborhoods. But that's a valid point.

Mr. Howard: I don't know either; I don't know what the number is.

Mr. Mayausky: I don't either.

Mr. Howard: But we use .66... that's fair to say that we do use that number and we do.

Mr. Mayausky: And Dr. Bellas and I had talked about how much we would like to do a broad study to try and determine this number.

Mr. Howard: Sure. He's trying to get consulting fees.

Mr. Mayausky: Well he is, yeah, but you know. Because this is important stuff.

Mr. Howard: Yeah, it is.

Mr. Mayausky: I mean, if Dr. Bellas' model is something we're going to continue to use and I have no reason to not want to continue to use it then I think it would be incumbent upon us as a county to sit down and say, okay, these are the inputs that we all agree on that need to go in here so that we don't have to go through this tug of war every time a new project is proposed.

Mr. Howard: Yeah, I think that's great.

Mr. Mayausky: Do you all have any questions?

Mr. Fields: Well, I have a question. I noticed in your memo, maybe you could speak to the... I noticed you listed average assessments for Park Ridge, Hampton Oaks, Leeland Station, Stafford Lakes and Austin Ridge. Those are the current basic average of value of a single-family home in those?

Mr. Mayausky: Yes, 2010 assessed values.

Mr. Fields: The higher ones, are they... is that primarily the result of lot size or square footage of the house or newness or...?

Mr. Mayausky: Lot size does go a long way to determining the value of the house. I looked at all of the sales that occurred in the last 18 months and I stratified them by lot size and there's a dramatic difference in the assessed value based upon the lot size. I drew a bright line of three acres... anything below three acres I looked at; their average assessed value is 307. Anything above three acres, the average assessed value is 431. So that lot size goes a long way in determining the value of the house because that obviously determines the size of the house in many cases.

Mr. Fields: Does lot size... I mean, this may be... you start thinking about these questions and you realize that you know you have to spend hours trying to answer each one of these questions. But given sort of a pound for pound comparison of comparable houses, same sort of house square footage-wise, across lot sizes, does the lot size then mitigate the overall value more than just pure land value? Is there a perceived value, purchase value, or desirability value (inaudible)?

Mr. Mayausky: If I understand your question, I think the size of the house is more determinate of the ultimate total assessed value.

Mr. Fields: So if you take a 3,000 square foot house on a 30 acre lot and one on an acre and a half lot and one on a three acre lot, it's probably the house itself that's still gonna really drive the value?

Mr. Mayausky: The 30 acre lot will be more because that's dramatically more land.

Mr. Fields: Right.

Mr. Mayausky: Once you get into a neighborhood... like you'll have varying lot sizes in all neighborhoods. If you've got a corner lot that's maybe 15,000 square foot in a neighborhood where the typical lot size is 9,000 square foot, you typically won't see any price difference due to the larger lot.

Mr. Fields: I see.

Mr. Mayausky: We have a saying, once you get into a neighborhood, a lot is a lot.

Mr. Fields: Okay.

Mr. Mayausky: Developers will sell them at premiums, they'll make them sound real good, they back up to woods, but when that house resells, we haven't seen any evidence that a premium lot resells for any more than any other because people are buying into the neighborhood or the area.

Mr. Fields: Sure, okay. So these are the latest numbers you have from your latest (inaudible)?

Mr. Mayausky: Yes, they are the 2010.

Mr. Fields: Okay. And they're on average down how much from the peak of the real estate market?

Mr. Mayausky: Approximately 40%. I believe in 2008 we went down 14% and 2010 we went down about 24%.

Mr. Fields: Okay.

Mr. Howard: Is there a difference, Mr. Mayausky, between assessed value and retail value?

Mr. Mayausky: Yes, there is.

Mr. Howard: What's the delta between those two?

Mr. Mayausky: On average we are between 93 and 95% of market value.

Mr. Howard: So about 7%?

Mr. Mayausky: There is a little bit of play there, yeah.

Mr. Howard: Yeah. How about between appraised value... I was trying to think of the word appraisal... appraised value and assessed value? Is there a delta between those two?

Mr. Mayausky: Yes, because you're dealing with opinion. We all have the same data or we should all be using roughly the same data, but it's all a matter of opinion. Two appraisers in my office can come up with different values on the same property, but they should be within reason of each other... because it's all the same data.

Mr. Howard: Right, so if you go to the website Zillow... I'm sure you've done that... you can go into a community like Austin Ridge, because I did that over the weekend, and you pick three homes. And there is a huge gap between what Zillow claims the value, the current value of those three homes are, and some of it, to Mr. Fields' point, somebody actually was on an acre in Austin Ridge which is remarkable when you think about that... but there are homes that are on an acre... somebody else was on a quarter acre but the home was larger. It was one of the larger homes built you know in the development. So, I think all of those, to Mr. Fields' point and your comment, all of that's a factor in determining those three types of values. One, it would be the retail market value, the other one is the assessed value, and then there is the appraised value.

Mr. Mayausky: Yes. I would caution that Zillow is wildly inaccurate.

Mr. Howard: Oh yeah, it's just an example of you can look at homes... you mentioned a lot is a lot is a lot and I think that's true. But to a certain extent at some point the size of your home and some of those amenities within that home will determine that retail value.

Mr. Mayausky: Yes. When you get into a neighborhood, there's a value range there and that value range will fluctuate based upon your finishes, your upgrades, those types of things.

Mr. Howard: Right. And then there's size, the square footage.

Mr. Mayausky: Yeah, absolutely the square footage is the driving factor.

Mr. Howard: Right. Okay.

Mr. Mitchell: Mr. Chairman?

Mr. Howard: Yes, Mr. Mitchell?

Mr. Mitchell: Scott, quick question. I don't want to put words in your mouth but what I'm hearing, and tell me if I'm saying it wrong, if the numbers that we looked at tonight, that were presented tonight, that you both got together and basically agreed on about 99% with the exception being the school number, .66 or 1.09 or 1.06 or whatever. So basically you agreed on basically everything except the school number?

Mr. Mayausky: I think that's fair.

Mr. Mitchell: Okay, I didn't want to put... I just wanted to...

Mr. Mayausky: No, I think that's fair.

Mr. Mitchell: Okay, thank you sir.

Mr. Fields: Mr. Chairman? You also don't agree though on the valuation of the single-family home, right?

Mr. Mayausky: Well, we... maybe I'm not remembering Dr. Bellas' slide, he used 350 I believe, which 350... what that was, it was an average assessment looking at Austin Ridge and Leeland Station which appeared to be the most comparable to what was being built. That's how the 350 came about. But I believe he used that and if he did, then I have no dispute with that.

Mr. Fields: Then 350 is a ballpark.

Mr. Howard: Thank you, that's been very helpful.

Mr. Mayausky: Thank *you*.

Mr. Howard: We appreciate that. Thank you for waiting around too, Mr. Mayausky.

Mr. Mayausky: Sure.

Mr. Howard: Mr. Leming, the floor is now yours again.

Mr. Leming: Alright, part two. The 350, just for clarification, that was what was being worked on during the gap so we could bring that in as well. And I appreciate Mr. Mitchell's summary. Part two has to do with the value of the land being dedicated to the County, the 262 acres. And what my client did was to hire an appraiser, a very accomplished appraiser, and I want to hand out his resume to you. And he got busy very quickly and put together an appraisal and it's my understanding that you have that appraisal. Is that right Jeff? So you can follow along with him as you like. He's going to walk you through it, he's going to talk about his comparables. You may recall the issue of the Sherwood Forest comparable last time. He's going to provide some additional thoughts with regard to that. But let me give you his resume. His resume doesn't say this but Mr. Thorne has done a great deal of work in Stafford County. He's been involved in a number of condemnation cases and other appraisals, including the airport purchase, the airport condemnation case some years ago when the land was condemned for the Stafford Airport. He is very familiar with the area and although he's centered in Maryland, does a great deal of his work in this area. So, let me let Oakleigh Thorne talk to you.

Mr. Thorne: Thank you. Good evening Mr. Chairman and members, my name is Oakleigh J. Thorne. I'm a licensed appraiser, certified general appraiser in the Commonwealth of Virginia and also hold the MAI designation. You'll note on the front page of my appraisal that I've opined to a value of roughly \$11,150,000 or about \$42,500 per acre. I've been practicing in this region since 1969. Candidly I don't recall what assignments I had prior to 1990, but from 1990 on I've done a lot of bank work on subdivisions, mixed use PUDs, industrial property, commercial shopping centers, Stafford Market Square, and a number of other commercial centers both on 17 and on Route 3. I was in Garrisonville Road and Route 1. If you look at page 2, just as an example or discussion of the D. R. Horton acquisition, item number 10, the negotiations for the subject property, that's 501 acres of the total property, I'm here to tell you about the value of only the 262.5 acres. This is not a current value. There's no reason to appraise this property today. The dedication hasn't occurred and the entitlements are not in place. This has to be a prospective value in the future which I suspect is going to occur

somewhere in the last quarter of 2012. It may deviate perhaps certainly no sooner than that but it might occur later than that. So the appraisal reflects a value what we call in the appraisal industry a prospective value in the future. Believe me, it's commonly done; when you're doing bank appraisal work, you have to appraise a vacant site and if there is proposed office building or an office building or shopping center, the bank expects you to opine to a stabilized value which may be two to three years in the future. So, if federal law requires you to appraise it as is, which is possibly a vacant site, and then to appraise it as stabilized, which means occupied, it has to get built before you can occupy it, that may be a total of about two to two and a half years from the appraisal date. So, prospective values are fairly common in the industry. The negotiations started for this property in 2005. They range between \$20 and \$70 million; \$20 million was the buyer was going to take all of the entitlement risk so the seller sold it as is... no water/sewer and no entitlements. The \$70 million for 1,623 units was based on all entitlements and all engineering work completed to gain those entitlements. Let's for the moment look at the adjustment grid that looks like this. Appraisers put these adjustments together; this is where we're dealing with comparators or analogues or comparable sales to arrive at an opinion of value. This is the supporting evidence of my opinion of value. The subject that we're appraising, the first column, is really the 262 acres... 262.5 acres and the sale date is really the date of appraisal which is a prospective date in last quarter of 2012. The first subject, or sale one, is the valuation or, excuse me, the listing of the comparable sale when D. R. Horton bought the property for \$17 million and divide by 501,000... or 501 acres roughly. The purchase price, without any entitlements, no water and sewer, was \$33,894. In my opinion, any valuation that's a bona fide sale can't be below that number. That's a fully bona fide sale among all knowledgeable partners, neither one acting under any duress. Then how do you get to \$42,500 from \$33? It's the entitlements and the water and sewer and all of the engineering, plus the enhancements of the Clift Farm amenities and it's HOA. The next sale is in Leeland Station. This was also attractive land of about 324 acres; many of these were lots, subdivided lots, but also included a number of higher density zones and this sole at roughly \$33,915 per acre but recognized that there a number of platted lots already existing in this Leeland Road sale. Let's, for a moment, concentrate on sale number 3, the Sherwood Forest Farm. The transaction that I used, I used one of three transactions that surround this property. This, the sale that I've used, is a sale to a group out of Canada that basically syndicates property for foreign investors; in this case they're mostly Chinese investors. They bought the land for... bought land of 529 acres and it sold for \$14,138,743. The reason for that odd number is there were some interest charges between the contract date and the actual closing date and this is what makes for a very odd sale price. Silver sold about 300 acres in October of 2010 for \$10,000 per acre. And then another party sold to the same group, the Walton VA LLC, the same group, another 300 acres were also sold from some other group to Walton that were abutting this property but not related to the Silver Group or the Silver Companies. If I were to use that entire sale which totals almost 1,200 acres, at roughly a price of \$17,000 per acre, I would have to make considerable upward adjustments because I'm only appraising 262 acres. I think everyone understands the economies of scale. If you go to the supermarket and buy 10 pounds of sugar, you pay a lower price per unit than you do when you buy one pound of sugar. It's more land, a lower price per unit. There would have to be considerable size adjustment. The two transactions that surround the 529 acres were sold at \$10,000 an acre; they do not have the features of the tract that contain 529 acres. In fact, one parcel was totally backland with frontage on only one minor road; I think it was Farm Lane. The 529 acres, only about 110 acres of that fronted on Route 3 and was somewhat engineered to a degree where there was an attempt to get a pump station, a sewer treatment facility going, and sewer lines. I used only the 529 acres as the sale price for the \$14 million and it came up to about \$26,700 per acre. The other two sales are zoned A-1 and these are much smaller and appropriate adjustments have to be made to these sales. You will note that the range, in my opinion, is from somewhere

between \$42,500 up to \$45,000 per acre and I opine to a value of about \$11.15 million or \$42,500 per acre. If you go to page 3, you'll see some analysis about the value opinion and how that value opinion affects possible home prices that would occur upon this property at my value estimate. Now recognize, as we say in the industry, you're not going to get product out of the ground. Product is a home out of the ground until probably 2013, maybe 2014. If you look, the expected delivery of finished home product is not expected until late 2013, and given that framework I suspect that there's going to be about 75 lots that could be developed on the 262.5 acres with 3-acre zoning. The issue is that I took off about 15% for the loss of land for roads, easements and so forth. Certainly the power line will be part of some of the house lots. But there's some areas that won't be suitable for development or roads, so I deducted about 15%; you divide that by the 3-acre home sites, you get roughly about 75 lots. If my value is correct in using two other inputs that come from the building industry, the cost to finish the lot... because this \$11 million is a raw number, platted part of Clift Farm where lots would have benefit of the enhancements and the amenities of Clift Farm... I'd have to build infrastructure, utilities and roads, \$60,000 per lot and then I'd use a ratio of about 45%. The ratio is the land finished lot price to the helm price. These are not my calculations; I didn't come up with these. This lenders/dirt brokers/builders all use these very same calculations. And using the input of \$60,000 finish the lot and a 45% ratio produces a finished home price of about \$463,900. Now if you go back and look at my table of sales that I had for single-family, that takes you back to the 2009 numbers because we have had a peak in the value in the occurrence of those numbers. I've not run the same analysis for townhomes. Actually, if you look at the list of townhomes, the townhomes have actually increased on an annual compound basis of 6.5% per year. Recognize that I only went after townhome sales that were built, newly built; I didn't take older second generation/third generation townhomes. I looked at townhomes that were built between 2008, 9 and 10 and 11 for those sales only; with sales occurring, the actual sale prices, or the sale transactions, occurring in 2009, 10 and 11. So they've actually increased roughly 6½% per year. I have not opined the condominium values because I couldn't find any and chose just not to go search Fredericksburg. That's my...

Mr. Howard: Thank you. Just a quick couple of questions Mr. Thorne. The purpose of your analysis was to determine the value at what point in time?

Mr. Thorne: The appraisal... the letter states the first quarter of 2012.

Mr. Howard: Is that a common practice where an appraiser would come in and make a determination on the future value of property that is six to twelve months from now?

Mr. Thorne: Oh, absolutely. As I explained, it's common practice for all federally chartered banks that when they're making a loan, which they haven't made recently, on a building to be built and they've obtained an appraiser to appraise the value of the land as it is today, vacant, then the appraiser is given a set of plans for the building. And he sees the developer's marketing plans and has an understanding of the leasing rates and how fast that space can be absorbed. He knows the construction schedule... he being the appraiser. The bank is going to ask that appraiser we want your stabilized value in the future of this property, and so you create a pro forma that may be as long as three years away.

Mr. Howard: Well, most people would create probably a five year pro forma at this point, but there's a year one starting point. So you would start at you're here and now and then in your pro forma you would, over those five years, would extrapolate the numbers as you've projected...

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Mr. Thorne: That's correct; you have to...

Mr. Howard: ... using that similar methodology.

Mr. Thorne: That's correct. You have to look at current... as we do with the fiscal analysis, we're taking our view, our view of the future and the current prices at just as they're shown here.

Mr. Howard: Right. So, we're in the here and now and if you go back to your table and you look at cell 3 which has been... I think Mr. Mayausky, the last time he addressed us... felt that was a pretty good comp for the value, and you looked at your raw sale price per acre, you're at \$26,727. If you went to a bank today and you said yes, that's my raw value but I'm actually going to carry that at \$42,500 and by the way, Mr. Bank, I want you to give me \$42,500 per acre, you know, because trust me... are they going to do that?

Mr. Thorne: No. What they're going to do is develop what they call an ADC loan, Acquisition Development and Construction loan. The bank will lend you 50% of the value of \$26,727; they'll give you that money. Then as you develop infrastructure, you're going to submit construction loan draws and the construction loan draw plus the acquisition price of \$26,000 constitutes that future value, roughly about 70-75%. So there's going to be some built-in equity of 25% in the project.

Mr. Howard: Good answer, thank you. That helps.

Mr. Thorne: You're welcome.

Mr. Howard: Any other questions for Mr. Thorne?

Mrs. Hazard: Yes.

Mr. Howard: Okay; Mrs. Hazard?

Mrs. Hazard: Have you looked at the... right now on this project there is an approved subdivision plan for 114 single-family homes... 141, excuse me. How did that... did you use that to decide what was going to be available on that 262 acre lot because there's the perfect way to figure that out? Is that correct?

Mr. Thorne: That's correct. I looked at a vacant 262 acre tract that does not have complete all, in all of its entitlements and all of its approvals and all of its engineering complete until the last quarter of 2012.

Mrs. Hazard: No, but my question is, you're assuming a brand new subdivision on 262 acres. We have one that's already on the books for 141. Why would we not be using, to get some sense of what that means? I guess I'm just trying to understand how this appraisal works because we have something that's out there.

Mr. Thorne: I don't believe you can get 141 lots on 262 acres.

Mrs. Hazard: I don't believe so either. But you have a...

Mr. Thorne: But I'm appraising it by-right as an A-1 with 3-acre lots.

Mrs. Hazard: It is by-right and you have a subdivision that's approved... okay. Well, we're just going to disagree on how that should be appraised. But to me that's taking out something that's already approved and on the books of something because I have been told right here by the client's representative, well fine, we'll just build the 141 lots. Well, then that gives me some sense of what you can put on there.

Mr. Thorne: Well, if you can put 141 lots on this tract, it's worth a heck of a lot more than \$11,150,000.

Mrs. Hazard: On the entire tract of the 500? It's an approved subdivision on that 500 total tract.

Mr. Thorne: I understand that. I've been asked to look at only the 262.5 acres. And I recognize that the other section may have its approvals, or some of its approvals, but I am dealing with A-1 ground on the east side of Eskimo Hill Road as vacant and suitable for A-1 development.

Mrs. Hazard: Okay. We are talking a lot about... of saying well this appraisal would be used by a bank. This appraisal is not being used by a bank.

Mr. Thorne: This product that I produce cannot be used by a bank. This is not a full USPAP compliant appraisal. This is a designation of my opinions should a full appraisal be requested by my client.

Mrs. Hazard: So this is not... since I'm not an appraiser, tell me what the difference is between what you've done and what a certified appraisal would be.

Mr. Thorne: About 60 pages and this has been distilled down to five or six with the attachments. But when I do the 60 page appraisal, it'll be consistent with every statement that's made here.

Mrs. Hazard: But you're not willing to say this is a full appraisal that a bank would use.

Mr. Thorne: No. A federally chartered bank has a requirement to use a USPAP code compliant report.

Mrs. Hazard: Okay.

Mr. Thorne: But the values at all my conclusions are going to be the same. There's no intention to have any difference between these six pages and 60 pages of a report that would look at all of the factors that go into... that's in my file and I've complied with USPAP because my file contains all of the information that would be necessary to produce that code compliant appraisal.

Mr. Howard: Mr. Thorne, would it be fair to say the difference though from a bank's perspective, should this have been a full appraisal, they would probably look at the raw sales price per acre and if you were looking to finance the purchasing.

Mr. Thorne: Oh, absolutely.

Mr. Howard: Yeah, okay. Thank you.

Mr. Thorne: They would... well, many of the home builders do have access to capital; it's favorable in its interest rate (inaudible). And as I said at the outset, the \$17 million price is going to be considered an adequate or a bona fide and it's going to be used to finance the acquisition. Perhaps 50-60% of that would be used by the bank to fund the acquisition. Then what they would do is take the \$10,000 per acre difference that I have between \$33 and \$42,500 roughly and they would come up with their infrastructure funding for the construction loan so that at the end we have a value that's consistent with a value that I've reported here.

Mrs. Hazard: Again though, the purpose of this appraisal or this assessment... I'm going to even call it an assessment... of what this land is worth is not going to be for a bank. The County is not being asked to finance this transaction. We are being asked to take \$11.9 million and say that that can waive cash proffers. I have a difficult time saying that we are going to use a future value as a County policy going forward to assess how the County should purchase, received donations and property. Just maybe that's an issue I have but I think that there is a real danger in us as a County going down a road that we are going to take prospective values to evaluate waiving current cash proffers. And you may not... that's just a general (inaudible).

Mr. Thorne: That's a legal issue. All I can say is a current value has no impact at all because we're not there yet for the complete dedication. We can't dedicate this; we're not going to... my client's not going to give the land away at this point because we're not at that point where proffer dedications are appropriate. We're at least a year and a half away, so any current value is not reflective of what will actually exist when the proffers are in place and all the entitlements are in place.

Mrs. Hazard: I still think that a current baseline which we have really pretty much talked about that a bank would even be required to have is somewhat useful.

Mr. Thorne: It's there... \$17 million.

Mrs. Hazard: How often in an appraisal do we use the current property as a comparable?

Mr. Thorne: Absolutely every chance we get. We have to. The USPAP requires it. We have to. If we're not, we're in violation of USPAP guidelines. If a property just sold and we don't use it, we're going to lose our license.

Mrs. Hazard: No. The property... oh, the \$17 million though is this current property.

Mr. Thorne: Is the 501 acres.

Mrs. Hazard: Correct.

Mr. Thorne: Correct.

Mrs. Hazard: Very rarely in any appraisal do I see in a residential the prior time that that house sold being used as a comparable for telling me what it's worth today. But maybe I'm in the residential area

but that just doesn't seem to make sense because what somebody paid for it five years ago doesn't tell me what it's worth now.

Mr. Thorne: Well, it's a matter of finding all the sales that you need. And in this market it's very difficult to find comparable sales.

Mr. Howard: Okay, any other questions for Mr. Thorne? Thank you.

Mr. Thorne: Thank you.

Mr. Howard: Mr. Leming?

Mr. Leming: Let me just add a couple of things to his presentation and I know you may want to hear from Scott. There is something unique about this appraisal because of the last point that Mr. Thorne made. The dedication does not occur until a zoning has been approved, until the preliminary subdivision plan has been approved, and maybe not even then. So, you know, that's the issue with regard to trying to assess it presently. What is the value of that? But, in response to some of your concerns, remember the second portion of Dr. Bellas' analysis was to take the total current cash proffer guideline amount, we add them all together, for these units which comes to \$20.7 million. Now, let me add my footnote; we have serious issues with the methodology used for the current cash proffers. And you know my opinion about that and the likelihood and my view that you'll ever see an application willing to pay those cash proffers. But, for the sake of our argument, assuming that we use that number, what Dr. Bellas is to take the value of our infrastructure and add it up and compare it... not across the cash proffer categories, guideline categories... but to add it up and compare it to the total proffer amount. And in our latest calculation, we were approximately \$6 million, including the water and sewer improvements, over and above that. Now, what happens? Why is the value of the land that comes to the County important to the point that we really try to nail down what that amount is, and bring in appraiser and have the Commissioner of Revenue talk to you and try to figure out what the value of this is? It's not because it is in the final analysis essential that a value of \$45,000 per acre be assigned to this land. That's not a critical part of the analysis. What we did was to go back and drop that amount, drop that amount significantly, and using the comparables that Oakleigh Thorne came up with, we looked at the \$26,000 for the Sherwood purchase. If there's objection to using the amount that was used for this property, all of the other comparables, or the two other major comparables, Leeland Road and Sherwood, are in that range. So what we did was to drop the value of the proffered land acreage all the way down to... well, we went as low as \$22/24,000. Making that adjustment, actually cutting the amount in half and not even reaching a median point between the figure you heard last time about Sherwood Forest with regard to that, the \$17,000 per acre which Oakleigh Thorne does not agree with, it's not even the median point there. And we still exceed our total valuation, all of the infrastructure value, still exceeds the current cash proffer guideline. We can drop as low as \$24,000 per acre and still reach that amount. So, it's not a critical analysis. The \$45,000 is not absolutely essential. We think that the land is worth what Mr. Thorne has told you it's worth, and I think the key there is that it hinges on that future dedication, not what the land is worth today because nobody's dedicating land today, so that has to be factored in. But, even if we cut that amount in half, even if we come down to \$24/\$26,000, our total cash proffer package still exceeds \$21 million and the County figure is \$20.7 million. So, that's where we are. I think either way we get to a point where this is a very valuable piece of land that is coming to the County unprecedented in terms of the amount that's coming in.

Mr. Howard: Thank you Mr. Leming. Mr. Mayausky, I'm not sure if you wanted to have another shot at the podium or not but, since you're still here, we'll give you that option. And that would be a yes; he's on his way down. While he's coming down, Mr. Leming, would you stipulate to putting the sum of \$26,727 on the valuation of (inaudible)?

Mr. Leming: We want you to know that we can come to that number and still meet the current for what it's worth, and still meet the current cash proffer guideline total (inaudible – not at microphone).

Mr. Howard: Okay, that was a yes. Mr. Mayausky?

Mr. Mayausky: Thank you. First let me... the reason why the \$45,000 was important initially was because it was part of the initial proffer proposal. I'm certainly not privy and don't expect to be privy to all the information that you all are. I haven't seen any new recalculation with the \$24,000 value.

Mr. Howard: Oh, okay, I thought you had a copy of this.

Mrs. Hazard: Do we have that? And I'm sorry... am I missing... which page?

Mr. Mayausky: I don't need it, I'm just saying I haven't seen it.

Mr. Leming: (Inaudible); we did not have the number until this afternoon.

Mrs. Hazard: Okay, because that will be useful because I don't see (inaudible).

Mr. Howard: Mr. Mayausky, you have the table that Mr. Thorne was referring to? Or you don't have that?

Mr. Mayausky: I do; I have Mr. Thorne's appraisal.

Mr. Howard: That's the number I just referenced, the \$26,727 for the Sherwood Forest Farm which is the raw sales price per acre based on Mr. Thorne's analysis.

Mr. Mayausky: Yes, I do have that.

Mr. Howard: Okay.

Mr. Mayausky: And that seems like a much more reasonable figure than the \$45,000.

Mr. Howard: Yes.

Mr. Mayausky: I don't really have any comments based upon Mr. Thorne's presentation. I think there were a number of issues that were raised and I think that they're legitimate issues. And I think what I would recommend to the Board before this moves forward is that the Board hire an appraiser to value that property at the time of dedication. I can understand for planning purposes us doing something differently but I can't understand the County basically purchases it, outlaying that cash or deferring or not, you know, writing that amount of money off without having an appraisal in hand. I mean, I can't

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even buy a desk for my new office here without getting three written quotes. We shouldn't be able to write off \$10 million or \$5 million based upon a seven page document. That's the only comment I would make about Mr. Thorne's appraisal or letter, I'm not sure which it was.

Mr. Howard: It sounded like it was a memorandum perhaps, not an official appraisal. Thank you.

Mr. Mayausky: You're welcome. Any questions?

Mr. Howard: Any questions?

Mr. Fields: Yes.

Mr. Howard: Mr. Fields?

Mr. Fields: So, and this is sort of a broad question... I don't know... just asking Mr. Mayausky and I would ask other people to possibly respond to it. What gets nebulous in my mind and hard to get around here is we're starting to shift numbers across time here.

Mr. Mayausky: Yes.

Mr. Fields: And I'm not sure that we're shifting equivalent numbers across time. If we're saying this is the value at its point of dedication likely to be end of 2012 or later, and this even at the lower value exceeds the cash proffers, but have we shifted the value of, you know, the value... I know people argue with the cash proffers but I've looked at that methodology for 12 years. I mean, it's a fairly straightforward assessment of what the County actually spends providing services to its citizens and what the infrastructure cost is of that. And so if that doesn't accelerate... if we're not accelerating that under some similar methodology of change over time, it seems that we may be getting apples and oranges here.

Mr. Mayausky: I think you're right. I didn't make that point, I didn't make that note. In this original analysis it seemed pretty hard and fast and dedicated to 2010; 2010 assessed values, 2010 costs, and that kept everything consistent. But you're right... there's a lot of dates floating around now and I think it is important to come back to a point in time and make sure that you're, you know, if you're costs are going to be... or your revenues are going to be estimated at that point, well your expenses do too. That way everything, you know, the ledger book is balanced so to speak. It's all apples to apples at that point.

Mr. Fields: Okay.

Mr. Howard: Yeah, that's a great point. If the expenditures weren't estimated at the same rate of growth, then it's really not a valid survey.

Mr. Fields: Thank you very much Scott.

Mr. Mayausky: Thank you.

Mr. Howard: Thank you.

Mr. Mayausky: Thank you Mr. Chairman.

Mr. Howard: Thank *you*. Mr. Leming? So, the question was, you know, for the purpose of moving forward and I think Mr. Mayausky brings up a good point, there might be another point in time where all of us would want to get a third party involved to have the value appraised so your client is getting the full benefit of that as well. I know you feel like you've done that but from the County perspective, we might want to get another appraisal at some point in time.

Mr. Leming: Well, the key is what you said at the end there; at some point in time.

Mr. Howard: Yes.

Mr. Leming: You know, obviously, from our standpoint, we think that we have addressed the questions because we've answered them so many different ways. As far as the first part of the analysis is concerned, we've used the values that we got from Mr. Mayausky, except for the school children, and I don't see us changing that unless the County changed its number. And that is the official number and it's the countywide average and we think that's the valid school number to use. Now, with regard to the appraisal, I understand the point with regard to perhaps getting an independent appraisal. And you all have to decide whether that's something that is important to this process. I hope that you can do that as... in the same timely fashion that Mr. Thorne produced his work and that we can move the process along and not get too far behind that eight ball. And I say that because I think that our willingness to come down substantially from the \$45,000 really discounts the importance of... not that Oakleigh Thorne's appraisal is not a great appraisal... but discounts the importance of the number that he came up with because we don't even need that number. And it seems to me we really are at a place where we have moved so far in the direction of the County that the reasonableness of the value that we're now suggesting be used for that part of the analysis. Keep in mind that I am not at all convinced that this is the appropriate bar to be used here. We got into the proffer guidelines because we thought that they would come up, and they did, and thought we should be ready to address them. But we are dealing with something different here. We're dealing with UDAs and we're dealing with a different kind of infrastructure and a different way of providing the infrastructure and giving the County a finished product that the developer builds rather than money that is spread out over time that the County may or may not get around to using for the purpose that it was originally intended. The proffer system simply has not worked well and will not work well. So, all of those need to be factored. What I want to say to the Commission is that if it is the will of the Commission, I don't want to rush this process to a point where it hurts my client. I'm anxious that the process move forward. If you believe that you need extra time, we're willing to extend. This is the night that you are supposed to act on this and, as I've just reiterated, I think that there is a basis for acting on it because we've come down so far on the appraised value.

Mr. Howard: So, you are... Mr. Leming, you're willing to stipulate to the \$26,262 which is the raw sales price that Mr. Thorne (inaudible).

Mr. Leming: That analysis, the comparison with the total cash proffer, still works.

Mr. Howard: And then to use Dr. Bellas' most recent, you know, analysis from this evening, the table that we were shown on the PowerPoint that was on the computer which used the values from Mr. Mayausky's... well, the agreed-upon value...

Mr. Leming: Yes. Well, they were Mr. Mayausky's values. Our values are still our values; they come directly from Horton. We engaged in both of those analysis to show the validity of what we've done in both regards.

Mr. Howard: See, I think that there's probably a need... I'm not sure there's a need to "hold us up" at this point, but I do think there is a need to agree, both the Board of Supervisors and the Planning Commission come to some agreement on the methodology in terms of how these valuations are prepared, to include input from Mr. Mayausky's department. I mean, that's what he does; he assesses property values in the County. That's his day job. And we ought to leverage those values and talk about the here and now recognizing the applicant has the right to say yes, that's true, but 18 months to 24 months from now is more probable when I'm going to dedicate that property. So you may have two valuations running in tandem but, at the end of the day, we just want to make sure that we're giving the appropriate credit at the appropriate time. And it would be the same for the proffer; we would do the here and now proffer... we would never say let's add on cost of living, you know, for two or three years down the road.

Mr. Leming: You do that with the proffers.

Mr. Howard: Well, there's a methodology built into the proffer that does some of that, yes, but it doesn't do that in totality.

Mr. Leming: You know, if it helps move the process along... we've done what we thought was reasonable. We moved to make the case simply that the analysis still shows a positive benefit to the County from a fiscal standpoint, even if we use the Commissioner's values for houses and if we drop the second part of the analysis that we still obtain the total for the cash proffer guidelines even if we drop the amount per acre to \$25,000.

Mrs. Hazard: Mr. Chairman? Maybe it's me... the last chart that is provided in our packet that assumes 220 at \$45,000, that's our chart; the last page on our handout. If you plug in \$26,727 instead of \$45,000, and I'm not sure if that's how you did it but that's all that we have, I come up with \$14.9 million.

Mr. Leming: Well, that's because all of the infrastructure has not been added in. The utility costs are not included there.

Mrs. Hazard: I will tell you it will be very hard for me to vote on something that I can't see that you have met that proffer. You know, that you have met that full amount. I understand... I'm not trying to go to your integrity... but right now I have a chart that I've put in \$26,727 and have come up with \$14.9. You say that there's additional things to be added... I don't know what those are.

Mr. Leming: It simply is the utility costs. I understand the point. The thing is somewhat... the thing that the County is going to have to deal with at some point is the validity of the cash proffers even totaled in the manner that we did here. We did it in a way of preparing for questions that would come

up, but that amount there is still a significant question I think as to whether or not that is the appropriate bar which we do think we meet.

Mrs. Hazard: And Mr. Leming, I would agree with you. Unfortunately, I have a memorandum dated December 10th saying this is what the cash proffer guidelines are from the Board of Supervisors; we cannot change that here. We may want to but...

Mr. Leming: Well, you also have Comp Plan language that says here's what the developer is going to do and it's inconsistent with the cash proffer guidelines because it requires that we do certain things and provide certain completed products that go far in excess of what the cash proffer guidelines would be for any given category. The best example of that is the soccer-plex. That is something the developer is required to do under the Comp Plan language. But it so far exceeds the Parks and Recs' category for any kind of development that it... that's why we can't do both. That's why we're looking at totals and not the categories.

Mrs. Hazard: Although you say it is clear from the Comp Plan that there was an expectation that cash proffers were going to be waived, I will tell you having been accused of going way out of bounds, I am not willing to jump out that far.

Mr. Howard: No, I don't think Mr. Leming just said that cash proffers would be waived, I think what he said is from his perspective and his client's perspective is they couldn't accomplish both and they're trying to...

Mr. Leming: And you have an ambiguity now.

Mr. Howard: Well, I'm not even sure if that's the case. I think... it's not one of the other, I think it's probably more of a combination of. And the original premise behind the Comprehensive Plan that was just adopted is to try and have developers participate and help provide infrastructure, which was not occurring in the past, and help provide amenities, which was not occurring in the past, to offset, you know, some of the impacts that the new development would have. And at no time did we ever throw the proffers of the proffer guidelines out but, you know, we've entertained this whole process because it is a good point; it's a valid point. I'm not sure what business entity today could do both. So... but I'm not sure that was the goal either. I think it was a combination of... you know, and in your proffer statement that you reviewed with us earlier, you're going to make some cash, not a lot of cash, but \$56,000 was one and there was some cash in there. And that's the goal of this whole UDA planning process, as far as the Comp Plan is concerned in Stafford County. So, the goal was to have both and try and get the best of both worlds for the Stafford County residents.

Mr. Leming: Well, we're at your disposal and I will extend to your August meeting is that's your druthers. I'm not enthusiastic about a lengthy process where we spend several months getting another appraisal together, but I think that is something that could be accomplished if the Planning Commission wants to do that by the next meeting.

Mr. Howard: Thank you. Are there any other questions for the applicant? No? Okay. I'll bring it back to the Planning Commission for discussion. It's in the Falmouth Election District... or will be... or is now actually officially.

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Mr. Hirons: I think they were adopting it. I think we've got a lot... a significant amount of new information tonight. I most certainly don't have the appetite of giving my approval of this at this point so if the applicant wants to... is willing to extend, I would prefer to extend to make our new deadline our first September meeting.

Mr. Howard: I think we'd have to actually call a special meeting, Mr. Hirons, in order to meet the August 16th deadline, which we can do if that's the will of the Commission.

Mr. Fields: (Inaudible – microphone not on).

Mr. Hirons: Right. As I understood it...

Mr. Howard: I'm not sure if that is...

Mr. Hirons: Perhaps our new attorney can make her first... give us her first opinion on what's available to us.

Mr. Howard: Yeah, well we can ask Ms. McClendon and I think... I recognize that the applicant is willing to extend the deadline. I'm not sure from a procedural perspective if that is in fact appropriate at this point since we're under a deadline because this was given to us at a certain point in time from the Board of Supervisors. So... Mr. Mitchell?

Mr. Mitchell: Mr. Chairman, I'm just a little concerned. I see something happening in the future. I sincerely hope I'm not here for all of it. Are we going to hire appraisers for every project we approve?

Mr. Howard: I don't know.

Mr. Mitchell: And... bear with me, bear with me... and if so, do we need to have the Board of Supervisors give us a special budget for appraising every time a new project comes in? Are we setting a precedent now that if our numbers and their numbers don't jive then we hire an appraiser and then, you know, extend the process...

Mr. Howard: Yeah, I hear what you're saying. My thoughts for this evening were to, if we moved this forward, to include a recommendation to the Board of Supervisors that they either involve us or include us in agreeing or recommending and agreeing to the valuation methodology that, whether we use Dr. Bellas' model I'm not sure, but a way to develop the valuation methodology not only for the dwelling units or dwelling types, the retail, the commercial building, as well as the acreage and the property. Because I think... I said I think we can do that. We need to do that anyway. I'm not sure it has to hold this applicant up especially since they've conceded they don't technically know the correct value anyway and they've dropped it down to... they're willing to drop it down to \$26,000 they stipulated, as well as using Mr. Mayausky's numbers on the housing which is probably a more realistic number in today's world. So, is that right? I'm not sure that that's right either. But to hold this up for another week or two, I don't know what will be different. I'm not sure there'll be anything different.

Mr. Mitchell: But I'm not real comfortable with September. You know, September's another two months off.

Mr. Howard: I love the fall myself.

Mr. Mitchell: Pardon?

Mr. Howard: I love the fall, September. I'm just kidding. That's my point. I don't know that that helps us. Which aren't you making the same point?

Mr. Mitchell: I'm not... like Scott said tonight, he needs three bids to buy a desk. Are we going to need three or five bids to get an appraiser?

Mr. Howard: No. I don't think so. I don't think that was recommended. But I think understanding the methodology is probably the more critical piece and it sounded like there was agreement from Mr. Mayausky but the input, the values of the input s were necessarily in total agreement. I don't know if anyone else has a comment. I don't know that we can... I mean, I'll defer to our new attorney, Ms. McClendon, if she has the answer for that; if we can actually defer to our August meeting which is scheduled a day past the deadline. And I thought because it was given to us from the Board we have that deadline where we actually need their permission to extend with the applicant's agreement as well, from a legal perspective. I could be wrong.

Ms. McClendon: Based on my understanding, I think you're correct Mr. Chairman.

Mr. Howard: Thank you. So, we can schedule another meeting, Mr. Hirons, if that's your desire. I know we didn't really get new information; what we got was...

Mr. Hirons: Well, we had a PowerPoint shown to us that they don't even have printouts for that they did during the lengthy public hearings. My time's very limited over the next three weeks to be able to attend a special meeting, so you can throw out some dates or someone else can make a motion on this issue.

Mr. Fields: I'll make a motion to recommend denial.

Mrs. Hazard: I'll second that for discussion.

Mr. Fields: My motion is based... I always appreciate people making an effort. There's a lot more to just hitting certain... precise fiscal targets and approving a massive change of land use. There always are and it's very easy to get... though the exercise is good because we're hitting uncharted territory with UDAs, and the application really of the first TND Ordinance, and we're hitting some snags I think that are pretty substantial. My reason for denial though is really based on a very simple process is that (a) I never have supported the location of a UDA there. I never supported the location of a development there. I feel it's an isolated development and I feel there's really only one criteria in the modern world of Stafford for valid residential development which is collocating with serious employment opportunities. I don't mean, you know, a couple of strip centers and a doctor's office. I mean, you know, I've always advocated Courthouse and Boswell's Corner... serious living wage career employment where people can live and work in the same place. That's always been the intent of new urbanism and I think people in the development industry have shaped and molded very creatively those ideas to create a small 500 and some unit subdivision with a small amount of commercial, fairly physically isolated from the existing urban densities. That's reason alone to recommend denial. It's just simply a bad concept from a land use perspective. But the elimination of cash proffers...

remember, just because we're getting equivalent numbers and dedications of certain types of things that they're doing, it means we're not getting the money dedicated to build schools. You know, we're getting transportation things, we're not getting the money to build schools or build parks or help defray all of the cost of government... the infrastructure cost of government which every house that's built in every county everywhere incurs. And if there's not a contribution, Mr. Leming and I have had many discussions about cash proffers. I've always been reluctant that we chose to not do the impact fees. The impact fee is probably the most legitimately fair way. But in the absence of impact fees, cash proffers is all we have. A cash proffer may not be a perfect number but it's a number calculation in hand and defined. What we're being asked to do is throw away that defined infrastructure cost and allow this other number to substitute for it which doesn't provide the money for those infrastructure costs. And so, just like with every other development that's occurred in Stafford County virtually for the last 20 or 30 or 40 years, what's going to happen is the taxpayers of Stafford County are going to pay for those infrastructure costs therefore subsidizing the profits of D. R. Horton. People I represented for eight years and continue, the part of the County that I know and live resents that, doesn't want any part of it, I've never wanted any part of it... doesn't mean I'm anti-development. But if it doesn't pay its own way and I mean *really* doesn't pay its own way, then it's not a good deal for the County. And I don't think this is a good deal for the County on many fronts.

Mr. Howard: Any other discussion?

Mr. Mitchell: Mr. Chairman, I'll make a substitute motion that we postpone this till August the 17th meeting, come up with a resolution of some sort, and if there's any data someone needs, if that gives ample time to get a PowerPoint, they could mail you a PowerPoint to your house or whatever or we'll show another one here. My motion... substitute motion is to defer this till the August the 17th meeting.

Mr. Howard: Is there a second?

Mr. Fields: I thought we were just told that we couldn't do that?

Mr. Howard: Well, hearing no second the motion doesn't occur. So we're still on the main motion and...

Mr. Rhodes: Would there be... if we were to attempt to have special... if we tried to do something on the 3rd or the 10th, I mean, is there even the time to advertise it?

Mr. Harvey: Mr. Chairman, Mr. Rhodes, there is ample time for public notification if you wanted to have a meeting the first week of August.

Mr. Howard: Again, I just go back to I'm not sure what's... there really isn't anything different so I'm not sure what we would accomplish at another meeting. I couldn't disagree with Mr. Fields more. I think this is a great opportunity for the County. I think it's a good location for an Urban Development Area as well as redevelopment. I think that that is an area in Stafford County on Route 1 that is in serious need of this type of growth and development and would really enhance that part of Stafford. And I'd look forward to something like this as well as the other UDA locations along Route 1 to be built and developed and have people live, work and play right there, right along the Route 1 corridor in Stafford County. So, now I recognize that's the difference in the perspective that we both have and we're allowed to have different opinions. In terms of the proffers versus the UDA language, in terms

of dedication and turning over property, I mean, that was the methodology that we all agreed to. Well, not all of us but it was 5 to 2 that we agreed that that would be a strategy within the Comprehensive Plan. And we would look for that in redevelopment areas and Urban Development Areas where a developer would participate by way of providing, whether it's acreage or it's infrastructure or, in this case, it's park land with park being built as well as potential school locations, as well as infrastructure. And I think that's all a positive for the County in the long run and the short run. So, I do think there's a need to come up with a methodology and I would like to see that as part of, you know, however this motion turns out, but where we agree to what the valuation methodology is going to be on these types of developments. Is there any other comments?

Mrs. Hazard: Yes, Mr. Chairman. You know, I have struggled with this because... and I have put in the numbers in the chart and I cannot come up with the \$20 million figure. And I think I cannot vote on something tonight that, you know, we have asked that to the maximum extent possible the County should collect funds from land development projects to pay for the cost of growth and development; that's one of our things... I realize we have the UDAs as well. Perhaps there's conflict, perhaps there's not. I am of the opinion there's going to be a melding of those things. But land dedication without the infrastructure that goes with it, at you know somewhere between \$11 million and \$6 million, we need to be more precise. And tonight to not really have a piece of paper in front of me that shows, even under the assumed values... and I appreciate that we have sat and argued over these values. It's only going to get us to a better product. But right in front of me right now I do not have a document that shows me that yes, even under a \$26,727 number, we meet that cash proffer value. Whether or not we agree with the cash proffers, that's what we are required to at least examine as what the cost of new development is. That's the only standard we have right now from the Board of Supervisors. Therefore, at this point, based on the information I have in my possession, I am willing to move this forward but with a denial saying that we certainly need more discussion of how this is going to be handled.

Mr. Mitchell: Mr. Chairman, in my honest opinion, I think this short delay would give Mr. Leming's group the chance to show me...

Mr. Howard: Mr. Mitchell, it cannot occur unless we call a special meeting.

Mr. Mitchell: What's that?

Mr. Howard: We cannot delay this unless we call a special meeting. Is that... I mean...

Mr. Mitchell: My opinion, and this is just my opinion, I'm hoping that Mr. Leming would agree to the short delay (inaudible).

Mr. Howard: He does agree but we cannot because under the Board of Supervisors, the Board of Supervisors sent this to us and we have a certain number of days to react and respond. So, that's my understanding of how the legal aspect of this works.

Mr. Mitchell: So is tonight the deadline?

Mr. Howard: No, August 17th is the deadline.

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Mr. Mitchell: (Inaudible – microphone not on).

Mr. Harvey: Mr. Chairman?

Mr. Rhodes: August 16th.

Mr. Harvey: Mr. Chairman, may I clarify?

Mr. Howard: Yes.

Mr. Harvey: The code stipulates that the Planning Commission has 90 days to consider a rezoning application after it's been presented to you. Throughout the 20 years I've been working here, the process has been, administratively, if the applicant voluntarily agrees to an extension of that time limit, the Commission has proceeded with honoring that and discussing it at meetings beyond the 90 day time limit.

Mr. Rhodes: So we can agree to an extension.

Mr. Howard: Well, because we have in the past and we haven't been challenged legally I'm not sure that that means that it's okay. But I appreciate that, thank you.

Mr. Mitchell: My only scenario, if we voted it in the favorability, it would give Mr. Leming's group a chance to give us the numbers on the infrastructure added to the proffer.

Mr. Howard: You know what Mr. Mitchell? We have had this information for months now and we've been shown it for months and they did show us at one point in time those numbers. And to come back and show us those numbers again, quite frankly, is not a good use of anyone's time. We can make a motion to include the PowerPoint presentation that was shown tonight, which we can do. We can include that we think it's in the Board's best interest to, as well as the Planning Commission, to agree on the methodology and then leverage Mr. Mayausky's department to help us with the proper input values. So, I mean, that can all be done and accomplished right now. So, there's really... to extend this, I'm not sure what value anybody gains out of that. But if that's the will of the Commission, that's the will of the Commission.

(Inaudible person speaking from audience)

Mr. Howard: Procedurally not supposed to... there's a motion on the floor.

Mr. Hiron: Well, Mr. Chairman, if the motion doesn't change, I plan to abstain from the vote because, like I said, I'm sorry, I think we were presented with relatively new information tonight and these numbers keep changing from meeting to meeting. But, you know, I hesitate to vote for the motion because I don't particularly agree with everything that Mr. Fields said in defending his motion. And also I truly do appreciate the time and effort that the developer has put into working with us and in particular in my case, working with my concerns of Parks and Recreation and the rectangular fields. So, as I said, my intention is to abstain from the vote just because I'm not particularly ready to vote yes or no on it.

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Mr. Howard: Any other comments? Hearing none I'll call for the vote. So the vote is to recommend denial on the reclassification of Clift Farm Quarter which is RC2900108. All those in favor of recommending denial signify by saying aye.

Mr. Fields: Aye.

Mrs. Hazard: Aye.

Mr. Howard: Opposed nay? Nay.

Mr. Rhodes: Nay.

Mr. Mitchell: Nay.

Mr. Howard: Abstentions, one. So the motion does not carry 2-3-1.

Mr. Rhodes: So now let's figure out how to go forward.

Mr. Harvey: Mr. Chairman, if you may...

Mr. Howard: Mr. Harvey.

Mr. Harvey: Ms. McClendon and I are looking at the code and there was some question as to how this came before the Commission. And this is a zoning case that's been filed by an applicant and it's before the Commission at their petition. It has not yet been to the Board of Supervisors...

Mr. Howard: Okay, that's different.

Mr. Harvey: ... but the code stipulates that the Planning Commission has 90 days to consider the proposed zoning action and that if the Commission fails to report its recommendations within 90 days after the first meeting of the Commission, then the Commission's recommendation shall be deemed approval. So if you don't take any action before the deadline, it would be sent up to the Board with a recommendation of approval.

Mr. Howard: Thank you.

Mr. Mitchell: When you say deadline, you said August 17th?

Mr. Howard: I misspoke; it's the 16th. It's... August 16th is the deadline.

Mr. Mitchell: August 16th?

Mr. Howard: Our meeting is on the 17th. So here we sit... and we're not standing at ease.

Mr. Rhodes: Okay, so we're out of time, we can't meet the deadline, didn't vote for denial... yep. So I'm just trying to think how to word this here.

Mr. Howard: I don't know if that helps you but those were some of the things I was going to include.

Mr. Rhodes: Just trying to think what I want to get in there. Yeah, yeah... I was just confirming those numbers. What I think I've heard here is that we had some discussion of... not for every instance, but for this unique instance where we've got a lot of dynamics, possibly an independent appraisal to validate and the work of the Commissioner of the Revenue to be included in there.

Mr. Howard: If you can read my chicken scratch. Yeah, my thoughts were to use the numbers shown on the PowerPoint slide today, the valuations that were shown for the dwelling units, and also the commercial and retail, and the \$26,000 valuation that was stipulated to by the applicant for the acreage that is being turned over. And, again, it's a point in time recognizing, you know, that that's going to have to be updated. Mr. Harvey, has there been a process in the past where a development had occurred and... when was the last time somebody paid the proffers for this type of development?

Mr. Harvey: Mr. Chairman, I can't recall a specific project that's fallen under our current proffer guidelines or I recent years. There were a few that were approved when the guidelines were at a lesser value.

Mr. Howard: Prior to 2010?

Mr. Harvey: Yes, yes. Probably projects that developed out early part of the previous decade.

Mr. Howard: So, in your best... and you've been here how long Jeff? I hate to give your age away.

Mr. Harvey: Almost 23 years.

Mr. Howard: Okay, so in that time, do you recall where we had to change the proffer amount based on a more current state as the development started to unfold, or the development was put on hold, came back to the table, and we changed the value that the developer was contributing in terms of the proffers?

Mr. Harvey: Well, the proffer guidelines, as they are now, contemplate an annual increase based on the Marshall Swift Construction Index. That's the only adjustment to the proffers that occur typically in a negotiated rezoning. There may be cases where developers in the past have proffered lump sum cash at certain milestones within their project, but usually that's a fixed dollar amount. Or, if it's not fixed, it escalates based on an index similar to Marshall Swift.

Mr. Howard: Right, okay.

Mr. Mitchell: Do you have one, Mike, written?

Mr. Rhodes: I'm getting there; just trying to figure out all we want to include in here. Okay, so... Mr. Chairman, I make a motion to recommend approval of RC2900108, Reclassification of Clift Farm Quarter, with the additional caveats or strong recommendations and endorsements to the Board of Supervisors that they consider the PowerPoint valuation that was shown tonight in their further consideration, as well as consider either directing the Planning Commission or a third party to develop an updated or sanitized valuation of methodology on property dwelling types in the retail and

commercial properties, and lastly in that strong recommendation or qualification to this endorsement here, the recommendation that they consider a separate appraisal on the property in the process for their consideration of their decision. Because I think those are the qualifiers that cause concern and we're on our deadline points and I just was not comfortable recommending denial. I think there are a lot of positives associated with it but I know we have some open issues, so I think we should find a way to strongly highlight and endorse what those open items were in their going forward.

Mr. Mitchell: I would second Mr. Rhodes' motion.

Mr. Howard: Discussion? You have the first opportunity Mr. Rhodes.

Mr. Rhodes: I think I said it in the middle of the motion.

Mr. Howard: Mr. Mitchell?

Mr. Mitchell: I'm fine.

Mr. Howard: Okay. Mr. Fields?

Mr. Fields: I said all I needed to say.

Mr. Howard: Alright; Mrs. Hazard?

Mrs. Hazard: Just my final comment. I certainly want the process to be better, I think that's why many of these questions have been raised. The reason I am not going to be able to vote though to move it forward as an approval is right now, based on the numbers I have, I have that we need to be looking for \$22 million worth of some kind of cash proffers. And based on what I have in front of me, not what has been read to me, I have \$14.9 million being offered by the application. Thus, I don't think that I am in compliance with the plan making sure that it pays for itself. I certainly agree that we need to send this forward to the Board of Supervisors with those caveats, but we also need to make sure that the information that they vote on is presented to them so they have time to consider it.

Mr. Howard: Mr. Hirons?

Mr. Hirons: I just wanted to say I'll continue to abstain on this issue and particularly on this motion for the same reasons I gave before.

Mr. Rhodes: Mr. Chairman, if I may come around, I have an alibi here. I do actually want to make comment and I think we've got some unique dynamics here and I think this is one where we will all want to certainly have some clarifying discussions with our respective Supervisors to highlight some of these interesting dynamics associated. And I know I certainly will be doing that to reinforce some of the, quite frankly, concerns that are in here that need to be explored further to make sure they don't... at least the points here we're discussing don't get missed. Thank you Mr. Chairman.

Mr. Howard: Alright, I'll call for the vote. All those in favor of Mr. Rhodes' motion signify by saying aye.

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Mr. Rhodes: Aye.

Mr. Mitchell: Aye.

Mr. Howard: Aye. Opposed nay?

Mr. Fields: Nay.

Mrs. Hazard: Nay.

Mr. Howard: Abstentions? One. The motion carries 3-2-1. Thank you for your time this evening.

Mr. Leming: Thank you all; interesting vote.

Law Offices

LEMING AND HEALY P.C.

P. O. BOX 445

GARRISONVILLE, VA 22463

H. CLARK LEMING
PATRICIA A. HEALY
JOHN E. TYLER, JR.
DEBRARAE KARNES

(540) 659-5155
FAX (540) 659-1651
Email: lemingandhealy1@msn.com

March 23, 2011

VIA HAND DELIVERY

Jeff Harvey, AICP
Director of Planning and Zoning
Stafford County
1300 Courthouse Road
Stafford, Virginia

Re: Request for Departure from Standards for Clift Farm Quarter

Dear Mr. Harvey:

The purpose of this letter is to request that the Board of Supervisors approve a departure from standards from the P-TND ordinance, in accordance with Sec. 28-39(q) 5 (a) of the adopted ordinance.

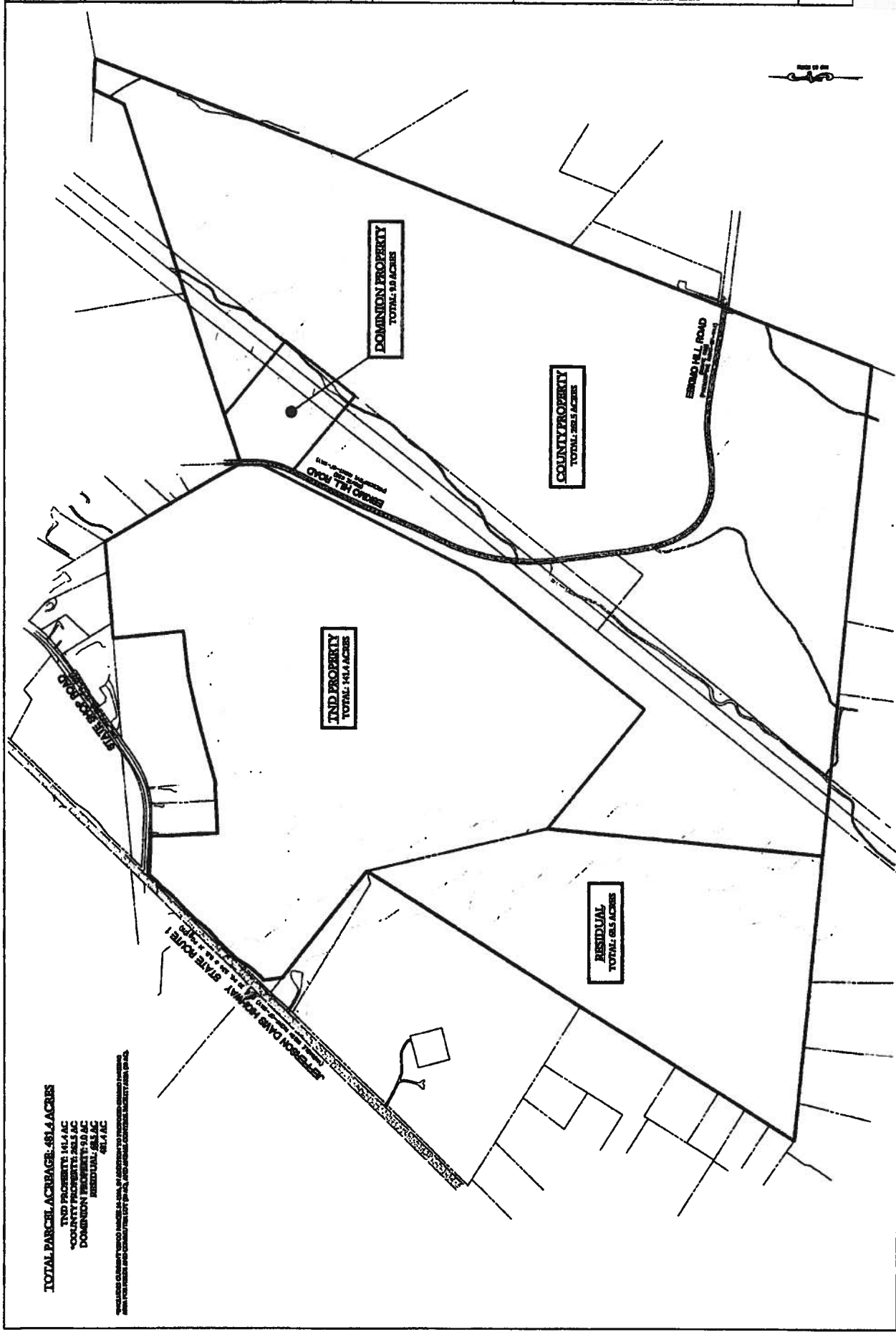
Specifically, the Applicant for Clift Farm Quarter requests the elimination of the 20% minimum percentage of non-residential area for the T-4 transect zone as required by the requirement for Minimum/Maximum Non-Residential Use, as required at Table 3.5(A), Allocation of Transect Zones. The TND ordinance specifically imposes requirements for minimum and maximum amounts of non-residential uses in order to insure a balanced mix of uses and, probably, to insure that a proposed TND community has its fair share of commercial uses, rather than being a residential community pretending to provide a TND "mix." In the case of Clift Farm Quarter, the Applicant has achieved a balanced mix of uses throughout the community; however, most of the non-residential uses are located within the T-6 transect zone to insure consistent development and design standards.

Thank you for your consideration of this matter. Please feel free to contact me if you have further questions.

Yours very truly,


H. Clark Leming

		
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TOTAL PARCEL ACREAGE: 461.4 ACRES
 TND PROPERTIES: 141.4 AC
 COUNTY PROPERTIES: 265 AC
 DOMINION PROPERTIES: 99 AC
 RESIDUAL: 61.5 AC
 461.4 AC

THIS PLAN IS A PRELIMINARY PLAN AND IS NOT TO BE USED FOR CONSTRUCTION OR RECORDING PURPOSES. THE ENGINEERING GROUP AND D-R-HORRION, INC. ARE NOT RESPONSIBLE FOR ANY ERRORS OR OMISSIONS. THE USER OF THIS PLAN SHALL BE RESPONSIBLE FOR OBTAINING ALL NECESSARY PERMITS AND APPROVALS FROM THE APPROPRIATE AGENCIES.

**TND PROPERTY
TOTAL: 141.4 ACRES**

**DOMINION PROPERTY
TOTAL: 99 ACRES**

**COUNTY PROPERTY
TOTAL: 265 ACRES**

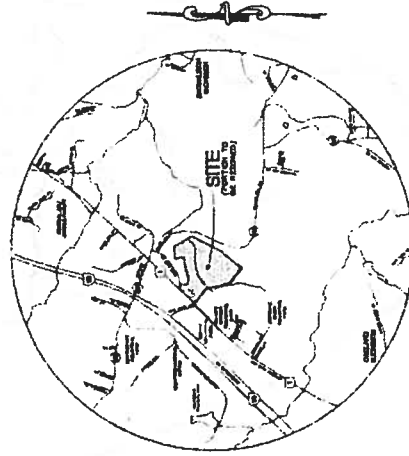
**RESIDUAL
TOTAL: 61.5 ACRES**

CLIFF FARM QUARTER
TRADITIONAL NEIGHBORHOOD DEVELOPMENT
STATE ROUTE 1
STATE ROUTE 262

HILL ROAD

REGULATING PLAN FOR CLIFT FARM QUARTER

AQUIA MAGISTERIAL DISTRICT
STAFFORD COUNTY, VIRGINIA



PARCELS TO BE REZONED:

(A PORTION OF) TAX MAP IN PARCEL 124
OF THE CLIFT FARM QUARTER
IN THE AQUIA MAGISTERIAL DISTRICT
STAFFORD COUNTY, VIRGINIA
(14.4 AC TO BE REZONED)

DEVELOPMENT SUMMARY

Area to be rezoned: 14.4 acres
 Maximum lot size: 1.0 acre
 Minimum lot size: 0.25 acre
 Maximum height: 11 feet
 Maximum density: 10 units per acre
 Maximum parking: 100 spaces

Proposed Tract Zone	Allocation of Tract Zone	Proposed Tract Area	Minimum/Maximum % Non-Res	Appraisal Non-Res Area Provided
T-1 Natural Zone	0-50%	31.0 ac (22%)	None	0 ac ²
T-4 Forest Use Zone	30-60%	63.0 ac	50% / 10%	15.8 ac (25%)
T-5 Urban Core Zone	0-60%	25.3 ac (18%)	50% / 100%	0 ac ²
Totals		119.3 ac		

* A DEPARTMENT OF STAFFORD COUNTY SHALL BE SUBMITTED TO THE BOARD OF SUPERVISORS PURSUANT TO SECTION 2-2-10, WHICH WILL RESUBMIT THE PROPOSED REZONING TO THE BOARD OF SUPERVISORS FOR APPROVAL OF THE T-4 TRACT ZONE.

WETLAND CONSULTANT:

ANKER ENVIRONMENTAL
12801 RANDOLPH RIDGE LANE, SUITE 102
MANASSAS, VIRGINIA 20108
CONTACT: MR. PAUL PITRETA

LAND USE ATTORNEY:

LEHMAN & HEALY, P.C.
783 GARRISONVILLE ROAD, SUITE 204
STAFFORD, VA 22654
(540) 884-9831 (FAX)
CONTACT: MR. CLARK LEHMAN

APPLICANT / OWNER:

PARCEL 80-124 (49.9 AC)
D R HORTON, INC
1215 MAPLES HILL RD
FAIRFAX, VIRGINIA 22030
(703) 395-8001 (TEL)
(703) 395-8002 (FAX)
CONTACT: MR. PHILIP GIGANTI

APPLICANT / OWNER:

PARCEL 80-128A (4.9 AC)
DOMINION VIRGINIA POWER
130 TREDDEGAR STREET
FAIRFAX, VA 22030
(800) 257-4764 (TEL)
(800) 257-4764 (FAX)
CONTACT: MR. DANIEL DOODY

PLANNER / ENGINEER:

THE ENGINEERING GROUP, INC
1850 GROUPE DRIVE, SUITE 200
HOOPERIDGE, VIRGINIA 22109
(703) 770-7700 (TEL)
(703) 770-7716 (FAX)
CONTACT: MR. DENAR ANTELO

ARCHITECT / DESIGNER:

KTGY GROUP, INC
8408 WESTWOOD CENTER DR, SUITE 300
VIRGINIA, VA 22182
(703) 992-4428 (TEL)
(703) 992-4428 (FAX)
CONTACT: MR. ROHIT ANAND

TRAFFIC ENGINEER:

UTTERA COMPANY
1838 GUNNER COURT
HOOPERIDGE, VIRGINIA 22109
(703) 540-4982 (TEL)
(703) 540-4982 (FAX)
CONTACT: MR. VERN TORNEY

ARCHAEOLOGIST:

CULTURAL RESOURCES, INC
10 LITTLEPAGE STREET, SUITE C
PREDERICKSBURG, VA 22401
(540) 833-1111 (TEL)
(540) 370-0004 (FAX)
CONTACT: MS. KIM ZAMACKI

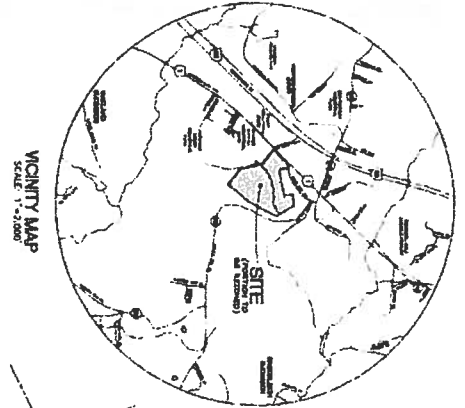
SHEET INDEX

TITLE	SHEET NO.
COVER SHEET	1
TRACT ZONES	2
PROFESSIONAL SHEETS	3
CIVIC AREAS	4
PRIMARY ROAD PLAN /	
PROPOSED TRACT ZONES	
COMMERCIAL FRONTAGE	

The Engineering Group, Inc

D R HORTON, INC
America's Builder

CLIFT FARM QUARTER
TRADITIONAL NEIGHBORHOOD DEVELOPMENT
STAFFORD COUNTY, VIRGINIA



DEVELOPMENT SUMMARY:

NO. OF LOTS: 104
NO. OF ACRES: 104.00
TOTAL DEVELOPMENT AREA: 104.00

Transect Zone	Area (Acres)	Number of Lots	Lot Area (Sq. Ft.)	Lot Area (Acres)
T4	68.00	104	648,000	14.81
T1	10.00	10	648,000	14.81
T6	26.00	10	648,000	14.81
Total	104.00	104	6,480,000	148.43

Notes: 1. All lots are approximately 100' wide by 648' deep. 2. All lots are approximately 100' wide by 648' deep. 3. All lots are approximately 100' wide by 648' deep.

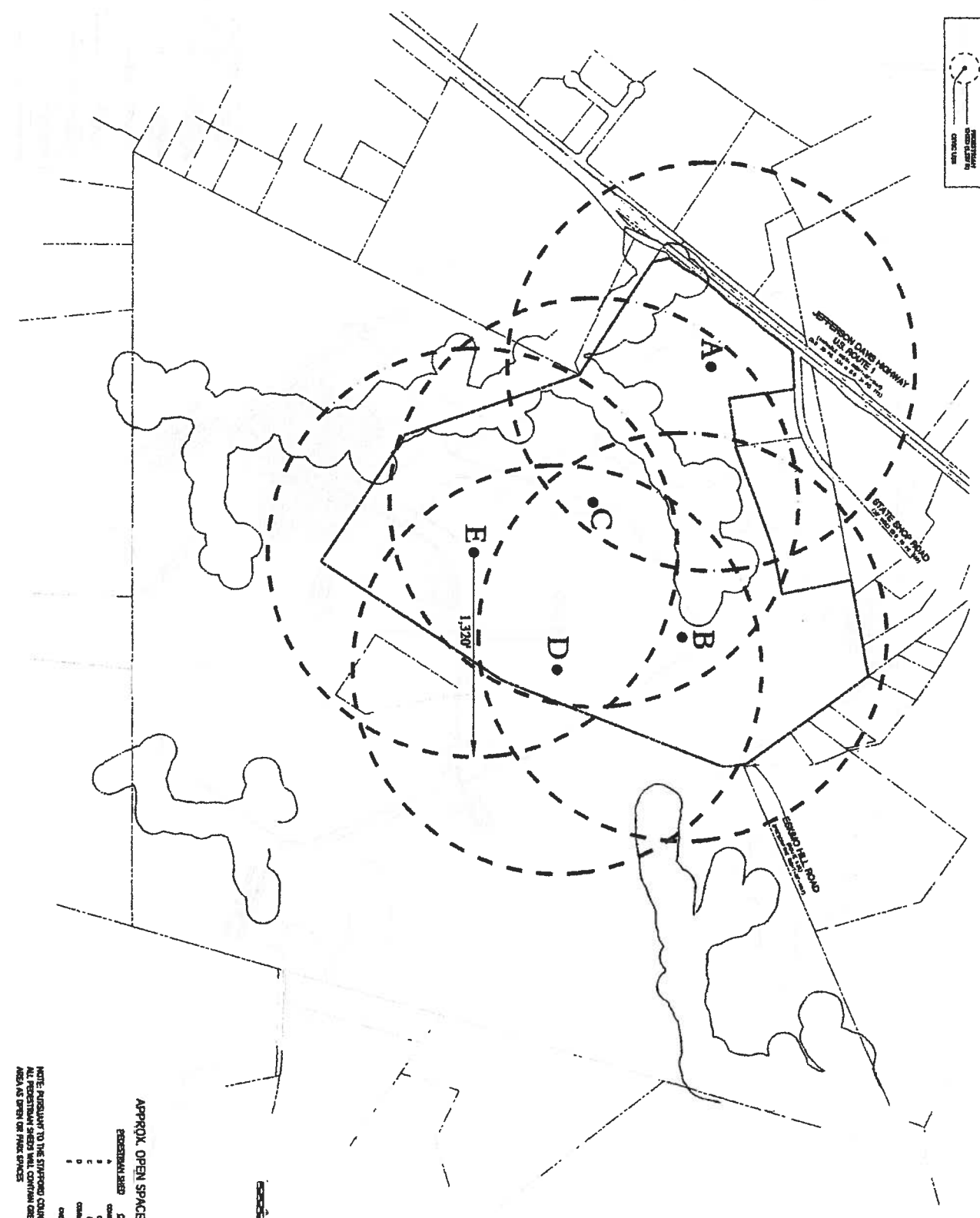
LEGEND

	EXISTING VEGETATION
	LOT BOUNDARY
	RIGHT-OF-WAY
	PROPOSED ROAD
	PROPOSED LOT
	PROPOSED TRANSECT ZONE

T4
TRADITIONAL NEIGHBORHOOD DEVELOPMENT



LEGEND	
	PROPOSED OPEN SPACE
	PROPOSED PEDESTRIAN PATHS
	PROPOSED PEDESTRIAN PATHS
	PROPOSED PEDESTRIAN PATHS
	PROPOSED PEDESTRIAN PATHS

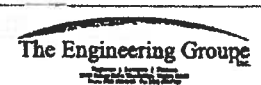


APPROX. OPEN SPACE TABULATION

PEDESTRIAN AREA	AREA (SQ. FT.)
A	1,330
B	1,330
C	1,330
D	1,330
E	1,330

NOTE: IN ACCORDANCE WITH THE STAFFORD COUNTY PLANNING STANDARDS, ALL PEDESTRIAN AREAS SHALL BE OPEN SPACE.

PEDESTRIAN AREAS / CIVIC AREAS
CLIFT FARM QUARTER
TRADITIONAL NEIGHBORHOOD DEVELOPMENT
1000 BUCKINGHAM STREET
CLIFTON COUNTY, MISSISSIPPI




DATE: 08/14/12	SCALE: AS SHOWN
DRAWN BY: [Name]	CHECKED BY: [Name]
PROJECT NO: [Number]	SHEET NO: [Number]

MEMORANDUM

Stafford Sheriff's Office

TO: Jeff A. Harvey
Director of Planning and Zoning

FROM: Charles E. Jett 
Sheriff

SUBJECT: Law Enforcement Firearms Training Facility
Questions Pertaining to the Clift Farm Proposed Development

DATE: May 9, 2012

The Stafford County Sheriff's Office and the City of Fredericksburg operate a law enforcement firearms training facility (range) at the Rappahannock Regional Landfill on Eskimo Hill Road in Stafford County. The range was constructed in 2005 by Stafford County to meet or exceed National Rifle Association standards and current environmental standards. It was certified by the Virginia Department of Criminal Justice Services in December of 2005. The range is used to certify and maintain Stafford County and City of Fredericksburg law enforcement officer's firearms skills to state and industry standards for law enforcement.

The physical location of the range is approximately 1300 feet from the eastern boundary of the proposed development where it borders the landfill.

The Sheriff's Office has been asked to respond to three specific questions. Please find the questions with answers below.

- 1.) What is the maximum range and trajectory of any misfired shots from the range?

Response: The range is designed and constructed in a manner which uses multiple barriers to prevent the escape of misplaced rounds from the range proper. These features include below grade firing positions to target and multiple redundant earthen berms. Further operational range controls prevent circumstances from developing that might produce errant firing. In addition, surrounding terrain and vegetation provide an additional buffer to errant rounds leaving the range or landfill area.

The range and the firing positions are oriented so firing is directed down range to the north, northeast. This direction is slightly away from, and in a northeasterly direction from, the proposed development property.

2.) What days and hours is the range operational?

Response: The range does not operate on a regular schedule. The schedule is determined by the overall needs for training and certification and varies from year to year, month to month, and sometimes day to day. When it does operate it is typically between the hours of 7 am and 10 pm, Monday through Friday. On rare occasions it will operate on Saturdays and Sundays between the hours of 8 am and 6 pm. The operating hours are scheduled to stay within the requirements of the noise ordinance. When the range is in operation it is staffed by a qualified firearms instructor.

3.) The Clift Farm development proposes soccer fields adjacent to the landfill property. Should there be any concerns for safety or noise complaints?

Response: The nature of the activities at the range lends themselves to safety and noise complaints. The construction of the range and the operational controls in place during activities are designed to protect the users of the range and the surrounding community. Noise is a product of the types of weapons and ammunition being used, the activities and conditions present during training operations and the atmospheric conditions at the time of activity. The range has been constructed to reduce noise levels outside the boundaries of the facility; and the operating hours are limited to times when the community is less sensitive to noise levels. In addition, the Sheriff's Office monitors noise levels from time to time and maintains a liaison with residents in the immediate area to address concerns if they arise. Most noise complaints concern inquiries regarding the nature of the activities; For example, firing patterns that people hear and do not realize are coming from the law enforcement range. Noise will continue to raise inquiries from the public from time to time.

The firearms training facility is a critical component for maintaining trained, qualified law enforcement officers in Stafford County and the City of Fredericksburg. If additional information is required please contact me.

Assessor's Parcels 38-123A and 38-124 (portion)
Clift Farm Quarter
D.R. Horton, Inc., Applicant

RC _____

8/04/115/106/12

PROPOSED PROFFERS

D.R. Horton, Inc. (the "Applicant") has applied for a rezoning of Assessor's Parcels 38-123A and 38-124 (portion) ("the Property") to the P-TND Zoning District, and hereby proffers that the use and development of the subject Property shall be in substantial conformance with the following conditions, provided the Stafford County Board of Supervisors rezones the Property as applied for by the Applicant. In the event the above referenced reclassification is not approved as applied for by the Applicant, the below described Proffers shall be withdrawn and are automatically null and void and of no further force and effect. The following conditions are the only conditions offered on this rezoning, and any prior proffered conditions are superseded by these proffers and any and all previous proffers on the Property are hereby void and of no further force and effect. The conditions shall be deemed accepted by the Board upon approval of the rezoning and the expiration of the 30-day period following the Board's approval, and confirmation that no litigation has been filed challenging the rezoning.

Whenever the terms of the Proffers refer to the affirmative obligations of the Applicant to make improvements to the Property or the public roads, the term Applicant shall refer to the owner(s) of the Property at the time of the initial development of the Property, their successors and assigns.

1. **Types, Style, and Density of Development.** The Applicant shall develop this project using transect zones T-1, T-4, and T-6, and the density, primary roads, civic

buildings and uses, pedestrian sheds, primary commercial frontages, and vista terminations shall be located and designed in substantial accord with the Regulating Plan ("RP"), dated October 31, 2008, revised on August 6, 2011, prepared by The Engineering Groupe, Inc. and the Neighborhood Design Standards, prepared by KTG Y Group, Inc., dated August 15, 2011, except that the traffic circle shown on the Primary Road Plan of the RP may be modified or removed if required by VDOT.

The project shall be developed to include a mix of non-residential and residential uses. A maximum of 585 residential units shall be developed on the Property (at a minimum density of 4.0 dwelling units per gross acre for the area containing the single family detached and village house units, a minimum density of 6.0 dwelling units per gross area for the area containing the single family attached units, and a minimum density of 12.0 dwelling units per gross area for the area containing the multi-family units). No more than 160 single family attached dwelling units shall be constructed on the Property.

No more than 116 multi-family units shall be constructed on the Property.

There shall be at least three residential unit types constructed within the T-4 transect zone, with three of the unit types having a minimum of twenty percent (20%) of the total dwelling units within the T-4 transect zone. The non-residential uses shall consist of a maximum of 206,500 square feet that includes 182,000 square feet of commercial uses developed at a minimum floor area ratio (FAR) of 0.35 and a maximum FAR of 0.4 located near the intersection of Clift Drive and Jefferson Davis Highway, and 24,500 square feet of other non-residential uses located throughout the Property, including 6,000 square feet of miscellaneous commercial uses, a 6,500 square foot community center and a 12,000 square foot day care facility.

2. Timing for Commercial Development.

A. Construction of “Pad-Ready Sites”. In order to market “pad-ready” commercial sites for developments as soon as possible, the Applicant shall prepare the commercial pad sites located on the western portion of the Property on Clift Drive, near its intersection with Jefferson Davis Highway, constructing commercial entrances and water and sewer lines to serve the commercial pad sites, and completing intermediate grading for the commercial pad sites on or before the issuance of the building permit for the 400th dwelling unit. The Applicant shall construct Clift Drive as provided in Proffer 3C. Intermediate grading shall be defined as grading land to approximate final elevation and reseeding, but not construction of retaining walls.

B. Phasing of Commercial Development. The Applicant shall construct no more than 510 dwelling units before issuance of the building permits for at least 50,000 square feet of commercial uses on the Property, and shall construct no more than 545 dwelling units before issuance of the occupancy permits for at least 24,000 square feet of commercial uses on the Property.

3. Transportation.

A. Access. Access to the site shall be limited to no more than two full entrances from Jefferson Davis Highway: Clift Drive (sometimes referred to as the “main spine” road) and Eskimo Hill Road. Until the construction of Clift Drive is completed, Eskimo Hill Road shall serve as the entrance into the Property. After Clift Drive is fully constructed, Clift Drive shall connect

Jefferson Davis Highway at the Property's western boundary to Eskimo Hill Road at the Property's eastern boundary and serve as the primary entrance to the Property on Route 1. Clift Drive shall also serve as a secondary entrance at its intersection with Eskimo Hill Road on the eastern boundary of the Property. Eskimo Hill Road shall provide an additional access to the Property. In addition, one or more interparcel access points shall be provided to parcels located adjacent to the Property, as generally shown on the Regulating Plan (RP). Where practicable, additional interparcel access points shall be provided to enhance connectivity within the boundaries of the Eskimo Hill Urban Development Area (UDA).

B. Improvements on Clift Drive/Route 1 Intersection. Clift Drive shall serve as the primary entrance into the Property, connecting from Route 1 (Jefferson Davis Highway).

The Applicant shall construct Clift Drive from Route 1 to the eastern boundary of the Property, in the location shown on the RP, including a multi-use trail that connects from Route 1 (Jefferson Davis Highway) to the eastern boundary of the Property, and the multi use trail shall have multiple connections with the sidewalks located throughout the Property. This multi-use trail is intended to connect to the multi-use trail that connects the Property to the off-site rectangular athletic fields located to the east of the Property, as further referenced in Proffer 6D.

The Applicant shall prepare a traffic signal warrant study analyzing the intersection of Clift Drive and Route 1 when requested by VDOT, shall submit

the study to VDOT, and, if warranted and approved by VDOT, shall install a traffic signal at the intersection of Clift Drive and Route 1. The Applicant shall also construct one (1) northbound right turn lane on Route 1 (Jefferson Davis Highway), one (1) southbound left turn lane on Route 1 (Jefferson Davis Highway), and three (3) turn lanes (two left turn lanes and one right turn lane) on Clift Drive headed west. All improvements shall be constructed in accordance with VDOT standards and the traffic study submitted by the Applicant.

C. Improvements on Clift Drive/Eskimo Hill Road Intersection.

(i) Purpose and Timing: The Clift Drive/Eskimo Hill Road intersection shall be designed to be the primary entrance into the adjacent athletic field complex as provided in Proffer 6D, below, and shall also serve as an entrance into the Property.

(ii) Improvements to be Constructed: The Applicant shall design and construct the Clift Drive and Eskimo Hill intersection to be served by a traffic signal and left and right turning lanes on Eskimo Hill Road, contingent on VDOT approval and warrant. The Applicant shall prepare a traffic signal warrant study analyzing the intersection of Clift Drive and Eskimo Hill Road when requested by VDOT, shall submit the study to VDOT. In the event the traffic signal is not warranted by VDOT before the buildout of the project, the Applicant shall pay to Stafford County the actual estimated cost of the signal, but in no event more than \$300,000, for installation of the traffic signal when warranted by VDOT.

D. Improvements on Existing Eskimo Hill Road.

(i) Purpose and Timing. Existing Eskimo Hill Road shall be used as the

initial access to the Property from Jefferson Davis Highway. No more than 141 building permits shall be issued for dwelling units that are accessed directly from Eskimo Hill Road before additional units can be accessed by Clift Drive. No residential lots shall access directly onto Eskimo Hill Road.

(ii) Improvements at the Intersection of Existing Eskimo Hill Road and Jefferson Davis Highway: The Applicant shall construct one (1) westbound approach lane (for a total of two westbound approach lanes including the one existing approach lane) on existing Eskimo Hill Road at its intersection with Route 1 (Jefferson Davis Highway) in accordance with VDOT standards contingent on the availability of right-of-way. As part of the construction of the westbound approach lane, the Applicant shall modify and optimize the timing of the traffic signal at the intersection of Route 1 (Jefferson Davis Highway) and Eskimo Hill Road when warranted by VDOT. The Applicant shall diligently pursue acquisition of the right-of-way for a period of one (1) year from the date of the approval of the preliminary plan, and construct the westbound approach lane if right-of-way has been acquired.

If the Applicant cannot obtain the necessary right-of-way for the westbound approach lane on Eskimo Hill Road within one year from the approval of the preliminary plan, and in the event another entity subsequently acquires the necessary right-of-way, the Applicant shall pay fair market value for the cost of the right-of-way to the entity that acquired it, and construct the westbound approach lane within five (5) years from the date of preliminary plan approval, or within six (6) months of acquisition of right-of-way, if acquisition occurs during

the last six (6) months of the five (5) year period. However, the construction of the westbound approach lane shall not be required in the event that the Applicant submits a revised traffic study that shows that this improvement is no longer needed. In the event that the necessary right-of-way cannot be acquired within five (5) years from the date of the preliminary plan approval, the Applicant shall have no further obligation to construct the westbound approach on Eskimo Hill Road.

(iii) Alternative Cash Payment: The Applicant shall pay Stafford County up to \$260,000 of the actual cost to fund the construction by others of the Eskimo Hill/Route 1 intersection improvements described in paragraph 3D (ii), and pay to Stafford County up to \$55,000 of the actual cost for right-of-way acquisition, in lieu of construction of the Eskimo Hill/Route 1 intersection improvements and acquisition of right-of-way. The cash shall be payable to the County upon request of the Board of Supervisors, but not earlier than the issuance of the building permit for the 100th residential dwelling unit. Payment shall relieve the Applicant of any further obligation to construct improvements at the Eskimo Hill/Route 1 intersection.

E. Improvements at Clift Drive/Commercial Drive Entrance.

The Applicant shall install a traffic signal at the intersection of Clift Drive and the entrances into the North and South Commercial Areas (the 4-legged intersection serving the commercial and office buildings to the north and south of Clift Drive labeled as Mixed Use Commercial Area on the RP), if and when warranted by VDOT, and provide two (2) northbound approach lanes and one (1)

eastbound left turn lane on or before the issuance of a building permit for the 50,001st square feet of commercial space. The Applicant shall also construct a right-in/right-out entrance that serves the commercial area on the south side of Clift Drive, on or before the issuance of a building permit for the 50,001st square feet of commercial space.

F. Centreport Parkway/Route One (Jefferson Davis Highway)

Improvements. The Applicant shall construct the following improvements at the intersection of Route 1 (Jefferson Davis Highway) and Centreport Parkway on or before the issuance of the building permit for the 397th dwelling unit:

- (i) Restriping of a second southbound left turn lane on Route 1 (Jefferson Davis Highway) plus an additional acceptance lane (for a total of two acceptance lanes) on Centreport Parkway eastbound heading away from Route 1;
- (ii) Construction of a second westbound approach lane on Centreport Parkway; and
- (iii) Modification and retiming of the signal at the intersection of Route 1 (Jefferson Davis Highway) and Centreport Parkway.

G. Interparcel Connections. The Applicant shall ~~provide an easement to connect~~ dedicate land to provide a connection to public roads on the north and south side of the Property as generally shown on the RP. The ~~easement~~ land dedication shall be provided at a width that will permit the Applicant to dedicate the interparcel connection as a public road. In addition, where practicable,

additional interparcel access points shall be provided to enhance connectivity within the boundaries of the Eskimo Hill Urban Development Area (UDA).

H. Improvements on Route 1. The Applicant shall dedicate 80 feet of right-of-way from the centerline of Route 1 along the Property's frontage.

I. Commuter Facilities.

(i) **"Slug" Commuter Pickups:** The Applicant agrees to install or provide suitable areas for "slug" commuter pickups at a central point of the development, to provide areas for the congregation of people seeking rides to work during regular commuting times. The Applicant shall provide bike racks, benches, and trash receptacles for use of residents awaiting pickups. No commuter parking shall be provided at this location.

(ii) **Commuter Parking Lot:** Subject to approval by VDOT, the Applicant shall construct a 500 space commuter parking lot on approximately 5 of the 262 acres that shall be dedicated for public use on or before the issuance of the building permit for the 200th residential unit. The Commuter Parking Lot shall be connected with the parking lot for the rectangular athletic fields.

(iii) **Alternate Cash Payment for VRE Parking Lot –** In lieu of construction of the Commuter Parking Lot as shown on the Regulating Plan (RP), the Applicant shall provide a cash payment of \$780,000 to Stafford County for improvements for

expansion of the Brooke VRE Parking Lot, or for improvements on Eskimo Hill Road. The payment shall be provided to the County upon request of the Board of Supervisors, but not earlier than the issuance of the building permit for the 200th residential dwelling unit. The payment by the Applicant shall relieve the Applicant of the requirement to construct the Commuter Parking Lot shown on the RP.

4. **Dedication of Land for Public Use**. The Applicant shall dedicate and convey by deed, free and clear of encumbrances, 262 acres of land to Stafford County for the use and enjoyment of all County residents, for public uses as may be designated by the Board of Supervisors, provided that such dedication is requested in writing by the Board of Supervisors within ~~thirty (30)~~sixty (60) days after approval of the preliminary plan for the Property. Upon receipt of the written request from the Board of Supervisors, the Applicant shall dedicate the public land to Stafford County. Dedication shall occur no later than 180 days after receipt of the Board's request, provided that dedication shall occur no sooner than 30 days after approval of the preliminary plan for the Property. The Applicant shall have a continuing right to use any of the 262 acres of public land as a staging area in accordance with Proffer 6, below and to take all actions necessary to complete construction of the improvements as outlined in Proffers 5 and 6, below. The public land shall be located as shown on the Parcel Dedication Exhibit prepared by The Engineering Groupe, dated February 11, 2010 and revised June 7, 2011.

5. Regional Recreational Amenities. Applicant shall construct one of the following options for regional recreational amenities on a portion of the 262 acres of land to be dedicated to public use (identified below as Proffer 5A, 5B, and 5C). The Board of Supervisors shall determine which option is constructed by giving the Applicant written notice of the selected option within thirty (30) days after the approval of the preliminary plan for the Property. In the event that the Board of Supervisors does not request any option, the Applicant shall construct the rectangular athletic fields as more fully described in Proffer 5A below. The Applicant agrees to enter into a Development Agreement with Stafford County in which the parties will define and mutually agree upon specific details on construction, management and location of staging areas pursuant to Proffer six (6), overall park design, and timing of the transition of responsibility from the Applicant to the County. The development agreement shall be finalized within 180 days of the rezoning approval.

A. Option A: Fifteen Irrigated Rectangular Athletic Fields. The Applicant shall construct fifteen (15) rectangular athletic fields on a portion of the land that is being dedicated for public use.

(i) **Description of the Fields:** Subject to final engineering and design, ~~s~~Seven (7) of the fifteen (15) fields shall be 330 feet by 210 feet; the remaining ~~seven (7)~~ eight (8) fields shall be 240 feet by 150 feet. The rectangular athletic fields shall not be lighted by the Applicant. Nothing in this proffer shall be interpreted to prevent another party from constructing lighting for any fields to be built on the site, contingent upon

application by the County or other entity of a conditional use permit application for lighting, and approval of the conditional use permit by the County Board of Supervisors. The rectangular athletic fields shall be

vegetated with Bermuda grass, and underground sprinkler systems shall be installed. At the request of the County, the Applicant shall design and construct rectangular athletic fields of different sizes, provided the equivalent or lesser field area is used, and provided the total cost of the construction of the fields is not increased. The Applicant shall also construct parking (minimum 50 parking spaces per full sized equivalent field) and restroom concession amenities to serve the rectangular athletic fields. After the rectangular athletic fields are constructed and delivered, the County shall thereafter be responsible for operation and maintenance.

(ii) Site Preparation: The Applicant shall clear, grade, and balance the soil, and the disturbed area shall be limited to the area necessary for the construction of the fifteen (15) fields, access to, from, and between the fields, parking and the restroom/concession amenities. The Applicant shall use a soil mix that provides accepted soil composition for Bermuda grass.

(iii) Irrigation: The Applicant shall construct adequate stormwater facilities/areas to serve the Public Land, and said facilities shall serve as the water storage facility to be used for irrigation purposes.

(iv) Public or Private Utilities: The Applicant shall have the choice of serving the restroom facilities/concession stand by public water, private

well, sewer, and/or septic system. In the event that the Applicant agrees to install public water, the public water line shall be sized to meet the needs of the restroom facilities/concession stand, and shall not be oversized to serve other properties or for purposes of irrigation of the rectangular athletic fields.

(v) Timing: The construction of the rectangular athletic fields shall be completed and delivered in Phases. The first phase of the rectangular athletic fields complex to be built will be located near the primary entrance of the Sports Complex, at the intersection of Eskimo Hill Road and Clift Drive. The restroom amenities shall be completed as part of the first phase. Rectangular athletic fields access to, from, and between the fields, and related parking shall be delivered in groups of two or more, in accordance with the following schedule:

Phase I: (Four Fields): construction to be commenced no later than six months after approval and recordation of the plat for the first phase of the subdivision

Phase II: (Two Fields): issuance of building permit for 50th du.

Phase III: (Two Fields): issuance of building permit for 75th du.

Phase IV: (Two Fields): issuance of building permit for 150th du.

Phase V: (Two Fields): issuance of building permit for 200th du.

Phase VI: (Three Fields): issuance of building permit for 225th du.

B. Option B: Two Lighted and Irrigated Rectangular Athletic Fields and Five Unlighted and Irrigated Athletic Fields.

(i) Number of Fields: The Applicant shall construct seven (7) rectangular athletic fields on a portion of the land that is being dedicated for public use. The fields shall be designed and constructed to provide a mix of lighted and unlighted fields. The Applicant shall construct two (2) of the

seven (7) fields with lighting; but shall not construct lighting to serve the remaining five (5) fields. Subject to final engineering and design, three (3) fields shall be 330 feet by 210 feet (one lighted and two unlighted); the remaining four (4) fields shall be 240 feet by 150 feet (one lighted and three unlighted). The rectangular athletic fields shall be vegetated with Bermuda grass, and underground sprinkler systems shall be installed. At the request of the County, the Applicant shall design and construct rectangular athletic fields of different sizes, provided the equivalent or lesser field area is used, and provided the total cost of the construction of the fields is not increased. The Applicant shall also construct parking (minimum 50 parking spaces per full sized equivalent field) and restroom concession amenities to serve the rectangular athletic fields. After the rectangular athletic fields are constructed and delivered, the County shall thereafter be responsible for operation and maintenance.

(ii) Site Preparation: The Applicant shall clear, grade, and balance the soil, and the disturbed area shall be limited to the area necessary for the construction of the seven (7) fields, access to, from, and between the fields, parking and the restroom/concession amenities. The Applicant shall use a soil mix that provides accepted soil composition for Bermuda grass.

(iii) Lighting: The Applicant shall construct two (2) of the seven (7) rectangular athletic fields with lights, contingent upon application by the County and approval of a conditional use permit by the County. The

Applicant shall cooperate with the County in preparation of the CUP application needed for the two (2) lighted fields, but shall have no obligation to apply for the Conditional Use Permit for the rectangular athletic field lighting. Nothing in this proffer shall be interpreted to prevent another party from constructing lighting for any additional fields to be built on the site, contingent upon application by the County or other entity of a conditional use permit application for lighting, and approval of the conditional use permit by the County Board of Supervisors.

(iv) Irrigation: The Applicant shall construct adequate stormwater facilities/areas to serve the Public Land, and said facilities shall serve as the water storage facility to be used for irrigation purposes.

(v) Public or Private Utilities: The Applicant shall have the choice of serving the restroom facilities/concession stand by public water, private well, sewer, and/or septic system. In the event that the Applicant agrees to install public water, the public water line shall be sized to meet the needs of the restroom facilities/concession stand, and shall not be oversized to serve other properties or for purposes of irrigation of the rectangular athletic fields.

(vi) Timing: The construction of the rectangular athletic fields shall be completed and delivered in Phases, in accordance with the following schedule:

Phase I: (Two Unlighted Fields): issuance of building permit for 50th du.

Phase II: (Three Fields - One Lighted and Two Unlighted Fields): issuance of building permit for 200th du.

Phase III: (Two Fields - One Lighted and One Unlighted): issuance of building permit for 400th du.

The first phase to be built will be located near the primary entrance of the Sports Complex, at the intersection of Eskimo Hill Road and Clift Drive. The restroom/concession amenities shall be completed as part of the second phase. The lighting shall be installed concurrent with the construction of each rectangular athletic field, provided that the Board of Supervisors has approved a Conditional Use Permit authorizing the installation of lighting for the rectangular athletic fields.

BC. Option BC: Six Lighted and Irrigated Rectangular Athletic Fields.

(i) **Number of Fields:** The Applicant shall construct six (6) rectangular athletic fields on a portion of the land that is being dedicated for public use. Subject to final engineering and design, ~~ff~~our (4) of the six (6) fields shall be 330 feet by 210 feet; the remaining two (2) fields shall be 240 feet by 150 feet. The rectangular athletic fields shall be vegetated with Bermuda grass, and underground sprinkler systems shall be installed. At the request of the County, the Applicant shall design and construct rectangular athletic fields of different sizes, provided the equivalent or lesser field area is used, and provided the total cost of the construction of the fields is not increased. The Applicant shall also construct parking (minimum 50 parking spaces per full sized equivalent field) and restroom concession amenities to serve the rectangular athletic fields. After the rectangular athletic fields are constructed and delivered, the County shall thereafter be responsible for operation and maintenance.

(ii) **Site Preparation:** The Applicant shall clear, grade, and balance the soil, and the disturbed area shall be limited to the area necessary for the construction of the six (6) fields, access to, from, and between the fields, parking and the restroom/concession amenities. The Applicant shall use a soil mix that provides accepted soil composition for Bermuda grass.

(iii) **Lighting:** The Applicant shall construct the rectangular athletic fields with fields shall be lighted, contingent upon application by the County and approval of a conditional use permit by the County. The Applicant shall cooperate with the County in preparation of the CUP application needed for the six (6) lighted fields, but shall have no obligation to apply for the Conditional Use Permit for the rectangular athletic field lighting. Nothing in this proffer shall be interpreted to prevent another party from constructing lighting for any additional fields to be built on the site, contingent upon application by the County or other entity of a conditional use permit application and approval of the conditional use permit by the County Board of Supervisors.

(iv) **Irrigation:** The Applicant shall construct adequate stormwater facilities/areas to serve the Public Land, and said facilities shall serve as the water storage facility to be used for irrigation purposes.

(v) **Public or Private Utilities:** The Applicant shall have the choice of serving the restroom facilities/concession stand by public water, private well, sewer, and/or septic system. In the event that the Applicant agrees to install public water, the public water line shall be sized to meet the needs

of the restroom facilities/concession stand, and shall not be oversized to serve other properties or for purposes of irrigation of the rectangular athletic fields.

(vi) Timing: The construction of the rectangular athletic fields shall be completed and delivered in Phases, in accordance with the following schedule:

- Phase I: (One Field): issuance of building permit for 50th du.
- Phase II: (Two Fields): issuance of building permit for 200th du.
- Phase III: (Three Fields): issuance of building permit for 400th du.

The first phase to be built will be located near the primary entrance of the Sports Complex, at the intersection of Eskimo Hill Road and Clift Drive. The restroom/concession amenities shall be completed as part of the second phase. The lighting shall be installed concurrent with the construction of each rectangular athletic field, provided that the Board of Supervisors has approved a Conditional Use Permit authorizing the installation of lighting for the rectangular athletic fields.

6. Other Provisions Concerning the Public Land.

A. Animal Control Facility. Twenty (20) of the Two Hundred Sixty-Two (262) acres shall be dedicated for public use as an animal control facility, or such other public use as deemed appropriate by the County.

B. Use of Public Land As Staging Area. The Applicant shall have the right to use this area as a staging area for construction, development, and storage (or “balancing”) of the earthwork on the site both before and after dedication

to Stafford County. The Applicant shall obtain all necessary permits for all early grading of the site for any use as a staging area.

C. Pedestrian Access to Rectangular Athletic Fields. A Multi-Use Trail shall be constructed between the Property and the rectangular athletic fields, which connects and extends the Multi-Use Trail within the Property. The Multi-Use Trail shall be constructed before or concurrent with the delivery of any rectangular athletic field to the County.

D. Vehicular Access to Rectangular Athletic Fields. The rectangular athletic fields shall be designed to be accessed from two points: at the intersection of Clift Drive and Eskimo Hill Road, near the location for the proposed VRE parking, and from Eskimo Hill Road near the southeastern point of the Property. The Applicant shall design and construct the western access (near the proposed VRE parking) as the primary access to the athletic field complex, with a traffic signal and left and right turning lanes on Eskimo Hill Road, contingent on VDOT approval and warrant, as shown in Proffer 3C, above.

7. Future Dominion Substation. The Applicant shall vacate Assessor's Parcel 38-123A consisting of 4.9 acres planned for a Dominion/Virginia Power substation, and consolidate the acreage into the area to be dedicated to Stafford County for public use identified above. The Applicant further shall create an approximate 9-acre parcel and dedicate the parcel to Dominion Virginia Power as a replacement/exchange for Assessor's Parcel 38-123A, free and clear of all encumbrances, for a future electrical substation. The

purpose of the exchange is to remove this parcel out of the area being dedicated for public use, to allow dedication of 262 contiguous acres.

8. Private Recreational Amenities.

A. Community Center for Community. The Applicant shall construct a Community Center in the general location shown on the RP. The Community Center shall feature the following amenities: a swimming pool consisting of six (6) 25 meter lanes with permanent hardware including starting blocks installed for competitions, locker/changing rooms, and an exercise room. Construction for the Community Center shall be completed on or before the issuance of the building permit for the 200th dwelling unit and construction for the swimming pool shall be completed no later than the issuance of the building permit for the 350th dwelling unit.

B. Other Recreational Amenities. The Applicant shall construct three (3) tot lots, a wildlife overlook area, and a dog park on or before the date that a building permit is issued for the 50th dwelling unit proposed to be constructed within the same Pedestrian Shed.

9. Archeological.

A. Requirement for Additional Study. The Applicant has conducted a Phase I and Phase II Archeological Survey for the Property and shall avoid disturbance or conduct a Phase III Archeological Survey for any location on the Property recommended for such study by the Phase II Survey.

B. Artifact Display and Interpretation. The Applicant shall display artifacts collected in the archaeological excavation within the Community

Center identified on the RP. The Applicant shall provide small interpretive signs. The sign text shall be presented to the County for review prior to issuance of the first building permit for the Pedestrian Shed containing the Community Center.

10. Environmental Protections.

A. Erosion Control. The Applicant shall utilize two-tiered erosion control fences during all construction and/or site preparation work near slopes equal to or greater than twenty five percent (25%) that adjoin CRPA.

B. Wildlife Crossing. The Applicant shall not disturb approximately 19 acres of land located within the T-1 transect zone, except for the construction and maintenance of stormwater management facilities, unless disturbance is authorized by State or Federal permits.

11. Utilities.

A. Public Utilities. The project shall be served by public water and sewer.

B. Exception to Gravity Sewer Requirement. All lots shall be served by gravity sewer only within the Property (P-TND project). No pumping station or low-pressure sewer shall be used, except that the Applicant shall have the right to utilize a pumping station and/or low-pressure sewer to serve the Rectangular Athletic fields and the related amenities on the 262-acre parcel being dedicated to Stafford County for public uses, contingent on approval by the Stafford County Board of Supervisors.

C. Water and Sewer Distribution Systems Study. The Applicant shall fund and provide studies of the water and sewer ~~distribution systems studies of the~~

~~waterlines and sewer infrastructure~~ proposed for the project. The purpose of the studies is to identify the capital improvements needed to achieve domestic water service, fire flow and sewer goals based on the County's Draft 2006 Water and Sewer Master Plan, including the size of the infrastructure and the date when the infrastructure must be constructed. The analysis shall be reviewed by the County, prior to approval of the first preliminary subdivision or site plan.

D. Utility Infrastructure Improvements. The Applicant shall construct and post securities for the following projects, provided that the water and sewer ~~distribution systems~~ studies determine that the projects are necessary to serve the Property: Projects 370N-02, 342-101 (constructed at an overflow elevation equal to or less than 370 feet, as required), 370N-201, LFR-46, LFR-226, LFR-129, and approximately 650 Linear Feet of the Claiborne Run Interceptor between manholes 80-0178 and 80-0181 with 15 inch sewer pipes and manholes. The Applicant shall also construct and post securities for other projects determined necessary to serve the project as recommended by the water and sewer ~~distribution~~ systems studies. The Applicant shall assign its not seek reimbursement under any pro rata credits and any pro rata payments reimbursing the Applicant for the aforesaid improvements to the Stafford County School System for the use or benefit of Falmouth Elementary School, Brooke Point High School, or other schools serving Clift Farm. The Applicant agrees to enter into a pro rata agreement with the County effectuating the same and further agrees not to use the pro rata credits so

~~assigned to the Stafford County School System in any fashion, including payment of the Applicant's utility bills, pro-rata fees due for the Clift Farm Quarter development, reimbursement agreement for construction of the projects identified in the chart shown on subsection F, below.~~

In the event the County adopts a new Water and Sewer Master Plan, the Applicant shall substitute those projects that provide a similar service for the projects listed above, provided that the Applicant shall be entitled ~~permitted~~ to ~~seek~~ pro rata credits and reimbursements for the costs of substitute projects that exceed the costs of the projects identified in Subsection F, below.

E. Timing.

- (i) **Timing:** These projects shall be commenced and completed when needed to allow the orderly continuation of development of the Property, in accordance with the time line identified in the water and sewer distribution systems studies submitted to Stafford County but in no event later than the development schedule set forth below in Subsection F, contingent on the ability of the Applicant to acquire offsite easements.
- (ii) **Acquisition of Off-Site Easements:** The Applicant shall diligently pursue acquisition of all off-site easements necessary to construct utility improvements for a period of one (1) year from the date of the approval of the preliminary plan. If the Applicant cannot obtain the necessary off-site easements within that time, the Applicant shall pay fair market value for the cost of the off-site

easement(s) to Stafford County, plus legal, engineering and administrative costs incurred by the County for condemnation, in order for the County to acquire such easements.

F. Development Schedule. The projects shall be constructed as needed for the Property but in no event later than the issuance of the building permit as specified for each project below. However, if the County elects to construct one or more proffered water or sewer facilities before they are due under terms of these proffers, the Applicant shall reimburse the County for expenses incurred for each such facility, provided that the reimbursement shall not exceed the Applicant's actual cost estimate.

Project	Completed by Issuance of Building Permit For Dwelling Unit or Sq. Ft. Commercial
370N-02 (12 inch line)	300 du or 1st sq. ft. commercial
342-101 (tank)	350 du or 1st sq. ft. commercial
370N-201 (pump station)	350 du or 1 st sq. ft. commercial
Project	Completed by Issuance of Building Permit For Dwelling Unit or Sq. Ft.

	Commercial
LFR-226 (pump station)	250 du or 1 st sq. ft. commercial
LFR-129 (16" FM)	250 du or 1 st sq. ft. commercial
650 Linear Feet of Claiborne Run Interceptor	250 du or 1st sq. ft. commercial

12. Fire and Rescue Protection.

A. Automatic Sprinkler Systems: The Applicant shall offer to install automatic sprinkler systems as a buyer option in all single family detached, attached and village dwellings constructed on the Property.

B. NFPA - 14 Standpipe System: The Applicant shall install a NFPA-14 Standpipe System in all commercial buildings over two stories in height.

C. Signal Pre-emption Equipment: The Applicant shall install, at their expense without reimbursement from the County or VDOT, signal pre-emption equipment on all traffic signals on public roads within the Property as well as the Route 1/ Clift Drive and Route 1/Eskimo Hill intersections, subject to VDOT approval and in accordance with VDOT regulations.

D.R. HORTON, INC.

COMMONWEALTH/STATE OF _____

CITY/COUNTY OF _____, to-wit:

I, the undersigned, a Notary Public in and for the State and City/County aforesaid, do hereby certify that _____, an officer of D.R. Horton, Inc. whose name is signed to the foregoing document, has personally acknowledged the same before me in my aforesaid jurisdiction.

GIVEN under my hand and seal this _____ day of _____, 2012.

Notary Public Signature

PROPOSED

BOARD OF SUPERVISORS
COUNTY OF STAFFORD
STAFFORD, VIRGINIA

ORDINANCE

At a regular meeting of the Stafford County Board of Supervisors (the Board) held in the Board Chambers, Stafford County Administration Center, Stafford, Virginia, on the 5th day of June, 2012:

MEMBERS:

Susan B. Stimpson, Chairman
Cord A. Sterling, Vice Chairman
Jack R. Cavalier
Paul V. Milde III
Ty A. Schieber
Gary F. Snellings
Robert "Bob" Thomas, Jr.

VOTE:

On motion of , seconded by , which carried by a vote of , the following was adopted:

AN ORDINANCE TO AMEND AND REORDAIN THE ZONING ORDINANCE FOR STAFFORD COUNTY BY AMENDING THE ZONING DISTRICT MAP TO RECLASSIFY FROM A-1, AGRICULTURAL, TO P-TND, PLANNED-TRADITIONAL NEIGHBORHOOD DEVELOPMENT ZONING DISTRICT ON A PORTION OF ASSESSOR'S PARCEL 38-124 WITHIN THE AQUIA AND FALMOUTH ELECTION DISTRICTS

WHEREAS, D. R. Horton, Inc. & VEPCO (Dominion Virginia Power), applicants, have submitted application RC2900108 requesting a reclassification from A-1, Agricultural to P-TND, Planned-Traditional Neighborhood Development Zoning District on a portion of Assessor's Parcel 38-124; and

WHEREAS, the Board has carefully considered the recommendation of the Planning Commission, staff and testimony at the public hearing; and

WHEREAS, the Board has determined that the requested zoning is compatible with the surrounding land uses and zoning; and

WHEREAS, the Board finds that public necessity, convenience, general welfare, and good zoning practice require adoption of an ordinance to reclassify the subject property;

NOW, THEREFORE, BE IT ORDAINED by the Stafford County Board of Supervisors on this the 5th day of June, 2012, that the Zoning Ordinance for Stafford County be and it hereby is amended and reordained by amending the zoning district map to reclassify from A-1, Agricultural to P-TND, Planned-Traditional Neighborhood Development Zoning District on a portion of Assessor's Parcel 38-124, with proffers entitled "Proposed Proffers," dated May 16, 2012.

AJR:JAH:mz

PROPOSED

BOARD OF SUPERVISORS
COUNTY OF STAFFORD
STAFFORD, VIRGINIA

RESOLUTION

At a regular meeting of the Stafford County Board of Supervisors (the Board) held in the Board Chambers, Stafford County Administration Center, Stafford, Virginia, on the 5th day of June, 2012:

MEMBERS:

Susan B. Stimpson, Chairman
Cord A. Sterling, Vice Chairman
Jack R. Cavalier
Paul V. Milde III
Ty A. Schieber
Gary F. Snellings
Robert "Bob" Thomas, Jr.

VOTE:

On motion of , seconded by , which carried by a vote of , the following was adopted:

A RESOLUTION TO DENY AN APPLICATION TO AMEND AND REORDAIN THE ZONING ORDINANCE FOR STAFFORD COUNTY BY AMENDING THE ZONING DISTRICT MAP TO RECLASSIFY FROM THE A-1, AGRICULTURAL TO P-TND, PLANNED-TRADITIONAL NEIGHBORHOOD DEVELOPMENT ZONING DISTRICT ON A PORTION OF ASSESSOR'S PARCEL 38-124 WITHIN THE AQUIA AND FALMOUTH ELECTION DISTRICTS

WHEREAS, D. R. Horton, Inc. & VEPCO (Dominion Virginia Power), applicants, have submitted application RC2900108 requesting a reclassification from A-1, Agricultural to P-TND, Planned-Traditional Neighborhood Development Zoning District on a portion of Assessor's Parcel 38-124; and

WHEREAS, the Board has carefully considered the recommendation of the Planning Commission, staff, and testimony at the public hearing; and

WHEREAS, the Board has determined that the requested zoning is incompatible with the surrounding land uses and zoning;

NOW, THEREFORE, BE IT RESOLVED by the Stafford County Board of Supervisors on this the 5th day of June, 2012, that application RC2900108 be and it hereby is denied.

PROPOSED

BOARD OF SUPERVISORS
COUNTY OF STAFFORD
STAFFORD, VIRGINIA

RESOLUTION

At a regular meeting of the Stafford County Board of Supervisors (the Board) held in the Board Chambers, Stafford County Administration Center, Stafford, Virginia, on the 5th day of June, 2012:

MEMBERS:

Susan B. Stimpson, Chairman
Cord A. Sterling, Vice Chairman
Jack R. Cavalier
Paul V. Milde III
Ty A. Schieber
Gary F. Snellings
Robert "Bob" Thomas, Jr.

VOTE:

On motion of , seconded by , which carried by a vote of , the following was adopted:

A RESOLUTION TO APPROVE A REQUEST TO DEVIATE FROM STAFFORD COUNTY CODE, SECTION 28-39(q)(21), TABLE 3.5(a), "ALLOCATION OF TRANSECT ZONES," FOR THE CLIFT FARM QUARTER DEVELOPMENT, ON A PORTION OF ASSESSOR'S PARCEL 38-124, WITHIN THE AQUIA AND FALMOUTH ELECTION DISTRICTS

WHEREAS, D. R. Horton, Inc. & VEPCO (Dominion Virginia Power), applicants, submitted application RC2900108 requesting a reclassification from A-1, Agricultural to P-TND, Planned-Traditional Neighborhood Development Zoning District on a portion of Assessor's Parcel 38-124; and

WHEREAS, Stafford County Code Section 28-39(q)(21)a, allows for the deviation or modification from the density and intensity tables pertaining to regulations for transect zones in the P-TND zoning district, provided the request for the deviation or modification is approved by the Board of Supervisors with the reclassification approval to the P-TND zoning district; and

WHEREAS, the applicants submitted a request for a deviation from Section 28-39(q)(21), Table 3.5(a), to eliminate the requirement for a minimum of 20 percent of non-residential uses in the T-4 transect zone; and

WHEREAS, the Board has determined that the request is appropriate;

NOW, THEREFORE, BE IT RESOLVED by the Stafford County Board of Supervisors on this the 5th day of June, 2012, that the Board be and it hereby does approve the request to deviate from Stafford County Code, Section 28-39(q)(21), Table 3.5(a), for the Clift Farm Quarter Development.

AJR:JAH:mz

PROPOSED

BOARD OF SUPERVISORS
COUNTY OF STAFFORD
STAFFORD, VIRGINIA

RESOLUTION

At a regular meeting of the Stafford County Board of Supervisors (the Board) held in the Board Chambers, Stafford County Administration Center, Stafford, Virginia, on the 5th day of June, 2012:

MEMBERS:

- Susan B. Stimpson, Chairman
- Cord A. Sterling, Vice Chairman
- Jack R. Cavalier
- Paul V. Milde III
- Ty A. Schieber
- Gary F. Snellings
- Robert "Bob" Thomas, Jr.

VOTE:

On motion of , seconded by , which carried by a vote of , the following was adopted:

A RESOLUTION TO DENY A REQUEST TO DEVIATE FROM STAFFORD COUNTY CODE, SECTION 28-39(q)(21), TABLE 3.5(A), "ALLOCATION OF TRANSECT ZONES," FOR THE CLIFT FARM QUARTER DEVELOPMENT, ON A PORTION OF ASSESSOR'S PARCEL 38-124, WITHIN THE AQUIA AND FALMOUTH ELECTION DISTRICTS

WHEREAS, D. R. Horton, Inc. & VEPCO (Dominion Virginia Power), applicants, submitted application RC2900108 requesting a reclassification from A-1, Agricultural to P-TND, Planned-Traditional Neighborhood Development Zoning District on a portion of Assessor's Parcel 38-124; and

WHEREAS, Stafford County Code Section 28-39(q)(21)a, allows for the deviation or modification from the density and intensity tables pertaining to regulations for transect zones in the P-TND zoning district, provided the request for the deviation or modification is approved by the Board of Supervisors with the reclassification approval to the P-TND zoning district; and

WHEREAS, the applicants submitted a request for a deviation from Section 28-39(q)(21), Table 3.5(a), to eliminate the requirement for a minimum of 20 percent of non-residential uses in the T-4 transect zone; and

WHEREAS, the Board has determined that the request is inappropriate;

NOW, THEREFORE, BE IT RESOLVED by the Stafford County Board of Supervisors on this the 5th day of June, 2012, that the Board be and it hereby does deny the request to deviate from Stafford County Code, Section 28-39(q)(21), Table 3.5(a), for the Clift Farm Quarter Development.

AJR:JAH:mz