



TOWN OF WARRENTON

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MEMORANDUM

TO: Planning Commission

FROM: Denise M. Harris, AICP, Interim Director

DATE: October 18, 2016

SUBJECT: October 18th Regular Meeting - Work Session

On October 18, 2016, the Planning Commission will hold a Work Session on ZMA 2016-01 Walker Drive as part of its Regular Meeting. Per the Planning Commission Bylaws, the Chair approved this Work Session. No other items are scheduled on the agenda. The purpose of the Work Session is to allow the applicant to provide an updated overview on the rezoning request prior to a Public Hearing. Staff has attached a report containing an overview of the commenting agencies' memos and the applicant's responses. Transportation, public utilities, design guidelines, proffer provisions, and other points of interest will be under consideration. Based on the outcomes of the Planning Commission Work Session, staff will provide an updated staff report for the Public Hearing.

BACKGROUND

On June 30, 2016, a rezoning map amendment application was officially accepted for Walker Drive. The proposal is to rezone approximately 31.9 acres from Industrial (I) to Industrial Planned Unit Development (I-PUD). The I-PUD Zoning Ordinance was amended on April 12, 2016 by the Town Council to permit flexibility in uses. This request utilizes the new I-PUD language to propose a mixed use development of 116 dwellings and non-residential development consisting of retail, office, entertainment, and restaurant uses.

The applicant also submitted a letter on June 30, 2016 waiving the requirement of Zoning Ordinance §11-3.9.7 which indicates:

Within sixty (60) calendar days after a rezoning amendment application has been submitted to the planning Commission from the Planning Director, and generally within one hundred twenty (120) days after official acceptance of the application by the Town, the Planning Commission shall hold a public hearing on the application as required by §15.2-2204 of the Code of Virginia.

By doing so, the applicant is acknowledging its desire to work with the Town on the application in a timely manner.

On July 28th the applicant submitted an updated package based on previous staff input. Commenting agencies reviewed the updated proposal to provide a comprehensive set of memos back to the applicant on September 2nd. Commenting agencies then met with the applicant on September 6th to review the materials. The applicant's team further met with one of the commenting agencies on September 16th. The applicant provided an updated submission on September 29th. The Work Session will focus on this latest submission. Issues of particular interest include the provisions of the design guidelines, multi-modal transportation needs and impacts, public utility impacts, phasing, economic and fiscal analysis, and proffers. So as not to overwhelm the Planning Commission with too much information, the staff report provides an overview of these topics. A deeper discussion may be needed based on the desires of the Planning Commission.

NEXT STEPS

Attached please find the agenda, a staff report, and its attachments for discussion during the Work Session. At the conclusion of the Planning Commission Work Session, members may decide to proceed to another Work Session or a Public Hearing. This decision may be made based on whether the Planning Commission believes the proposal is ready to move forward or needs more examination. The earliest a subsequent Work Session could be scheduled is October 25th; the earliest Public Hearing would be November 15th. Due to the anticipated interest in this application, the Public Hearing will be moved to an alternative location in order to accommodate the public.



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AGENDA PLANNING COMMISSION TOWN OF WARRENTON

October 18, 2016
7:00 PM

1. Call to order and establishment of a quorum.
2. Approval of Minutes – September 20, 2016 (Regular Meeting).
3. Regular Meeting
4. Work Session

- a. Zoning Map Amendment 2016-01 – Walker Drive Planned Unit Development.** The request is to rezone multiple parcels along Walker Drive from Industrial (I) to Industrial Planned Unit Development (I-PUD) overlay district. The rezoning request includes proffers, waiver requests, a Master Development Plan, Design Guidelines, Transportation Impact Analysis, and Economic Analysis. The properties included within ZMA 16-01 comprise approximately 31.9131 acres. The Comprehensive Plan identifies the property as light industrial on the future land use plan. The application includes multiple applicants and their representative is Walsh Colucci Lubeley & Walsh PC. The property owners and parcels within the request include:

PARCEL ID:	PROPERTY OWNERS:
6984-74-5565	Walker Drive Investment Group, LLC.
6984-73-7494	Springfield Properties, LLC.
6984-72-3635	The Drew Corporation
6984-73-6957-101	CCMK, LLC.
6984-73-6957-202	CCMK, LLC.
6984-73-6957-201	Ram Holdings, LLC.
6984-73-6957-203	J.S. Woodside Properties, LLC.
6984-73-6957-204	J.S. Woodside Properties, LLC.
6984-74-8242-001	Hirshman Hoover, LLC.
6984-74-8242-002	J.S. Woodside Properties, LLC.
6984-74-8242-003	F&R Development, LLC.
6984-74-8242-006	F&R Development, LLC.
6984-74-8242-007	F&R Development, LLC.
6984-74-8242-004	CCMK, LLC.
6984-74-8242-005	CCMK, LLC.
N/A	Town of Warrenton

5. Comments from the Commission
6. Comments from the Staff
7. Adjourn



DRAFT
PLANNING COMMISSION
MEETING MINUTES
TOWN OF WARRENTON
September 20, 2016

The regular meeting of Town of Warrenton Planning Commission (PC) convened on Tuesday, September 20, 2016 at 7:00 PM in the Municipal Building.

The following members were present: Dr. John Harre, Chair; Ms. Brandie Schaeffer, Vice-Chair; Mr. Ali Zarabi; Mr. John Kip; Ms. Susan Helander; Ms. Anna Maas; Ms. Christine Dingus; Mr. Brett Hamby, Town Council Liaison; and Mr. Whitson Robinson, Town Attorney. Ms. Denise Harris, Interim Director of Planning and Community Development represented staff. Mr. Lowell Nevill was absent.

Dr. Harre called the meeting to order at 7:01 PM and a quorum was determined. Dr. Harre welcomed Ms. Christine Dingus as the newest Planning Commission member.

Approval of Minutes

Dr. Harre asked if anyone had changes for the August 23, 2016 Meeting minutes. Mr. Kip made motion to approve August 23, 2016 minutes as submitted. Ms. Helander seconded the motion. All were in favor and the motion passed unanimously (7-0-1).

Dr. Harre asked if anyone had changes for the August 23, 2016 Work Session minutes. Mr. Kip made motion to approve August 23, 2016 Work Session minutes as submitted. Ms. Helander seconded the motion. All were in favor and the motion passed unanimously (7-0-1).

Regular Meeting

- **Bylaws** – Discussion of proposed revisions to the Planning Commission Bylaws

Ms. Harris provided a brief overview of the PC Bylaws that were last amended in December 2013. In response to PC direction at the July 26, 2016 meeting, staff began to review and draft updates. At the August 23, 2016 Work Session staff presented suggested amendments to match Town and State Codes. The final draft PC Bylaws are based on the outcome of the August Work Session and contains two slight changes from the one in the PC packet (Blue-lined copy and clean copy):

1. 2-1 - change wording of the last sentence that identifies “Advisory non-voting members shall include one member of Town Council.”
2. 3-3-2 - remove the words “upon the close of a regular meeting.”

In addition, there were edits to match Virginia State Code. Ms. Harris walked members through the changes with the following of particular note for discussion:

- 2-1 The membership is updated to match State Code.
- 2-3 The Planning Commission revised the intent to be at the end of each term the Planning Commission encourages the Town Council to advertise the seat.
- 4-3-9 Inserted the Secretary will provide Planning Commission meeting information one week prior to the members.
- 4-3-10 Inserted the Secretary will provide Planning Commission meeting minutes to the Town Council.
- 6-9 Modified the quorum to be a majority of members.
- 7-1 Reinserted work session per approval of the Chair of the Planning Commission.
- 8-7 This provision was modified as requested to allow the Chair of the Planning Commission to waive the requirement in special circumstances.

Ms. Harris asked if the PC was comfortable with the suggested changes for approval or if there any other suggested revisions. Town Council member Mr. Wood wanted to make sure the change to a quorum in section 6-9 contained “those present and voting” that Ms. Harris did confirm. There were no other questions or discussions.

Mr. Kip made a motion for the Planning Commission to approve and adopt the revised Planning Commission Bylaws as of September 20, 2016. Ms. Helander seconded the motion. All were in favor and the motion passed unanimously (7-0-1).

Public Hearing

- **Special Use Permit (SUP) 2016-03 – Advanced Automotive Use in Industrial District.** The request, per Article 3-4.12.3 of the Zoning Ordinance, is to reuse the existing building on 655 Industrial Road as an automotive repair facility. The parcel is zoned Industrial and the Comprehensive Plan identifies the property as light industrial on the future land use plan. The owner is Mr. Donnie Scott, Scott Virginia Properties, LLC. GPIN: 6983-67-4889-000.

Ms. Harris presented SUP 2016-03 stating staff has reviewed the application and finds that the submission is an acceptable use in the Industrial District. The proposal is in keeping with the surrounding uses and is consistent with the Comprehensive Plan. The presentation included various pictures of the 2.74-acre property. The existing building does not require exterior construction, with the exception of new signage that will require a permit. The property was developed per Site Development Plan (SDP) 06-20 and still meets the Zoning Ordinance requirements for landscaping and lighting with full cut-off fixtures.

The proposed automotive repair facility will operate with five (5) employees, seven (7) service bays, and hours of operation will be 8 am to 6 pm Monday – Friday; 8 am to 1 pm Saturday; and closed on Sunday. The applicant plans to utilize existing parking spaces that exceed requirements, with customer parking in the front of the building, employee parking in the rear of the building, and vehicles waiting for service/pick-up will be parked inside the secured fence area to the rear of the building. The applicant anticipates no other outside storage.

It is staff’s recommendation that the Planning Commission approve the applicant’s request for a Special Use Permit for an automotive repair facility with the following conditions:

1. The property shall be in substantial conformance with the Special Use Permit Plan dated June 20, 2016, received September 7, 2016 submitted for SUP 2016-03, prepared by DRH Engineers, PLC. Subject to review and approval of applicable Federal, state, and local regulations.
2. Within 30 days of approval of the SUP 2016-03, the applicant shall submit to staff a long-term Stormwater Management Maintenance Plan per Section 5-11 of the Zoning Ordinance to be approved by staff and recorded in local land records.

Ms. Helander asked if the applicant would be required to replace any plants that die. Ms. Schaeffer stated she shared this concern while asking Ms. Harris for clarification of conformance regarding sheet plans. Ms. Harris added the "Landscaping Plan (sheet 2)" as a specified condition.

Dr. Harre opened the floor to comments at 7:15 PM and invited Mr. Donnie Scott, applicant, to the podium. Mr. Scott stated he had been a resident of Midland since 1997, operating a family-owned auto repair business in Chantilly. Working long-hours six-days a week on top of a long commute led to his decision to open a second auto repair business closer to home. While he will be hiring new employees, a few existing employees will work at the new location since they live in Mineral, VA. Mr. Scott answered questions from commissioners to their satisfaction. Dr. Harre closed the public hearing at 7:18 PM.

Ms. Schaeffer stated she visited the site and noted a concern with what appeared to be a water drainage problem that appears to be causing erosion to an area of the parking lot. She was happy to learn the applicant and staff were addressing Stormwater Management for the site through the conditions. She provided Ms. Harris with a list of items to she would like added as conditions, items that the applicant was already in agreement with, as shown in the application and staff report. Ms. Schaeffer also recommends using 'general conformance' instead of 'substantial conformance' to allow more flexibility to the applicant since this is an existing site.

Ms. Helander asked if Advanced Automotive had plans to sell vehicles or if they would be allowed to sell cars. Mr. Scott said he had no interest in selling cars and had not done so from his business located in Chantilly. Her concern was that similar businesses in the Town of Warrenton have been found selling vehicles even though their SUP did not allow it. Ms. Helander was told a new application for an SUP would need to be submitted before such change would be approved.

Mr. Kip made a motion to recommend approval of SUP 2016-03 to the Town Council with the following conditions, as modified during the PC meeting:

1. The property shall be in general conformance with the Special Use Permit Plan dated June 20, 2016, received September 7, 2016 submitted for SUP 2016-03, prepared by DRH Engineers, PLC, Sheets 1-4. Subject to review and approval of applicable Federal, state, and local regulations.
2. Within 30 days of approval of the SUP 2016-03, the applicant shall submit to staff a long term Stormwater Management Maintenance Plan per Section 5-11 of the Zoning Ordinance to be approved by staff and recorded in local land records.
3. Landscaping materials will be replaced per the approved SUP 2016-03 Landscaping Plan (Sheet 2) if plants die or become diseased, subject to SDP 06-20 (Sheet 11).
4. Hours of operation:
 - a. Monday – Friday: 8 am to 6 pm

- b. Saturday: 8 am to 1 pm
- c. Sunday: Closed
- 5. The fence, per Sheet 1 of the SUP plans, shall be maintained in good condition to the satisfaction of the Planning Director.
- 6. Customer parking will be in the front of the building and vehicles waiting for service and pick up will be stored at the rear of the building, within the secure fence area, as per Sheet 1 of the SUP plans.
- 7. No repair work on vehicles shall be done outside.
- 8. No junked, abandoned, or scrapped motor vehicles shall be stored on site; defined as any vehicle that is:
 - d. Partially or totally disassembled by the removal of tires and wheels, the engine, or other essential parts required for operation of the vehicle, for a period of sixty (60) days or longer; or
 - e. Not displaying valid license plates; or
 - f. Not displaying a valid inspection decal.
- 9. Contaminants shall be disposed of in accordance with Federal and state laws.

Ms. Schaeffer seconded the motion and recommended to the Town Council approval with these additional conditions. All were in favor and the motion passed unanimously (7-0-1). Dr. Harre noted the approval recommendation would go to the next Town Council Meeting on Tuesday, October 11, 2016.

Comments from the Commission

Mr. Zarabi inquired about the funding status for the Traffic Study for the traffic signal near Wal-Mart. Mr. Godfrey, Town Manager, stated the funding was there and the design was underway, according to his last conversation with Mr. Edward Tucker, Director of Public Works/Utilities. He would check with Mr. Tucker for the latest information then report back to the PC.

Mr. Zarabi asked who was responsible for trimming the azalea bushes located around the utility pole at the corner of Forbes Court and Roebing Street. He was unsure if the property owner or Town had trimmed them in the past, but they are causing a visibility problem for vehicles turning from Forbes Court onto Roebing Street. Ms. Harris said she would check and report back.

Ms. Helander asked for status of landscaping plan for the new location of Cecil's Tractors. She expected more landscaping instead of the amount of equipment she sees. She then asked about the status of SUP for Anzo Motors, noting she counted thirty-seven (37) vehicles the other day along with witnessing the offloading of vehicles on the road. Mr. Robinson replied to Ms. Helander explaining these are zoning violations that can be addressed by issuing Notice of Violations. He also noted staffing levels preclude them from sending out monitors. However, staff can invite business owners into the office to discuss and possibly resolve concerns.

Mr. Zarabi asked for clarification on determining how many or which Mobile Food Vendors (MFV) can participate at the WARF. Mr. Godfrey explained he was working with staff to finalize the MFV application and permit process, confirming with Ms. Harris that no one has applied yet. Mr. Godfrey clarified that the Town of Warrenton Parks and Recreation staff would be coordinating with MFV and sports leagues for tournaments so as not to interfere with team fundraising during non-tournament weekends.

Comments from the Staff

Ms. Harris made the PC aware of the PC Work Session packet at their seats. It included a hard copy of the presentation for the Walker Drive Rezoning on September 27, 2016. The applicant told Ms. Harris they want to provide a presentation of the current application before presenting any changes. Ms. Schaeffer and Mr. Kip had concerns over not receiving any new information if they are planning to go to Public Hearing in October. The PC would like to receive new information to review and address during a work session before going to public meeting. The PC is not going to provide any feedback without receiving/reviewing staff comments. Ms. Harris confirmed conversations between staff and applicant are continuing, but staff has not commented because they were told another submission is coming. September 30, 2016 is the deadline for submitting a package for the PC Meeting in October. The PC does not wish to go to work session on an application without a technical review. The PC requests a complete application prior to scheduling a work session. Ms. Harris also suggested moving the PC to another location with a larger venue to accommodate expected turnout for the Public Hearing and the PC agreed.

Mr. Robinson stated the county just passed their New Noise Ordinance and suggests Town of Warrenton review theirs for update.

Dr. Harre reiterated there would not be a work session next week on September 27, 2016.

The meeting adjourned at 8:20 PM.

Minutes submitted by Karen Kowalski.

Minutes were approved on _____.



PLANNING AND COMMUNITY DEVELOPMENT DEPARTMENT
STAFF REPORT

PLANNING COMMISSION WORK SESSION

DATE OF WORK SESSION: October 18, 2016

ZMA 16-01 Walker Drive

TOWN COUNCIL DECISION DEADLINE: June 29, 2017

SUBJECT: Zoning Map Amendment #16-01 (ZMA 16-01) Walker Drive

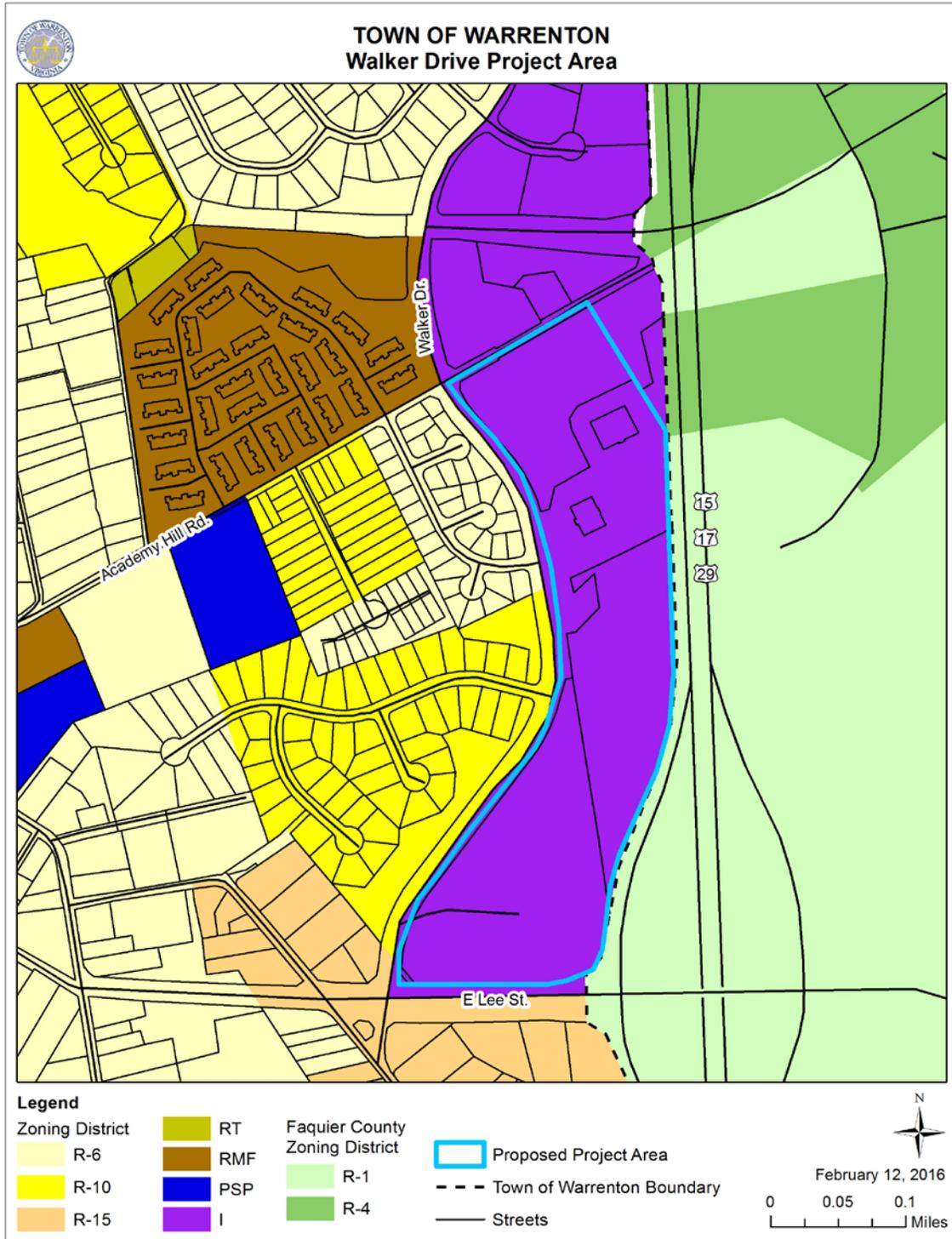
EXECUTIVE SUMMARY

The applicant for ZMA 16-01 is proposing to rezone multiple parcels along Walker Drive from Industrial (I) to Industrial Planned Unit Development (I-PUD) overlay district. I-PUD allows for mixed-use development. The rezoning request includes proffers, waiver requests, a Master Development Plan, Design Guidelines, Transportation Impact Analysis, and Economic Analysis. The properties included within ZMA 16-01 comprise approximately 31.9131 acres of primarily undeveloped land, two developed buildings, and on by-right building currently under construction.

STAFF RECOMMENDATION

It is staff's recommendation that the Planning Commission hold one or more work sessions to discuss the components of the proposal. According to the Zoning Ordinance Section 11-3.9.17, the voluntary proffers associated with the application must be submitted prior to the advertisement of a public hearing. Therefore, staff recommends the Planning Commission hold a work session until the project is fully vetted.

VICINITY MAP



Directions:

Properties are bounded by East Lee Street to the south, Walker Drive to the west, US 15/17/29 to the east, and Academy Hill Road to the north.

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I. APPLICATION INFORMATION

APPLICANT: East Side Investment Group, LLC.
 Springfield Real Properties, LLC.
 Walker Drive Investment Group, LLC.

REPRESENTATIVE: Walsh Colucci Lubeley & Walsh PC:
 c/o John Foote & Jessica Pfeiffer

APPLICANT’S PROPOSAL/REQUEST

1. Rezone the parcels listed below from Industrial (I) to Industrial Planned Unit Development (I-PUD)

LOCATION: Walker Drive

PARCEL ID:	PROPERTY OWNERS:
6984-74-5565	Walker Drive Investment Group, LLC.
6984-73-7494	Springfield Properties, LLC.
6984-72-3635	The Drew Corporation
6984-73-6957-101	CCMK, LLC.
6984-73-6957-202	CCMK, LLC.
6984-73-6957-201	Ram Holdings, LLC.
6984-73-6957-203	J.S. Woodside Properties, LLC.
6984-73-6957-204	J.S. Woodside Properties, LLC.
6984-74-8242-001	Hirshman Hoover, LLC.
6984-74-8242-002	J.S. Woodside Properties, LLC.
6984-74-8242-003	F&R Development, LLC.
6984-74-8242-006	F&R Development, LLC.
6984-74-8242-007	F&R Development, LLC.
6984-74-8242-004	CCMK, LLC.
6984-74-8242-005	CCMK, LLC.
N/A	Town of Warrenton

ZONING: Industrial

ACERAGE: 31.9131 acres

SURROUNDING LAND USES/ZONING

ZONING	PRESENT LAND USES
North: Industrial	Animal Clinic
South: R-15	Residential
East: R-6, R-10, R-15	Residential
West: Fauquier County R-1 & R-4	Highway/Church/Undeveloped

II. PROJECT REVIEW

Proposal

This is the first rezoning application under the Town’s recently updated Industrial Planned Unit Development District. The applicant proposes to rezone multiple properties (31.9193 acres) from Industrial (I) to Industrial Planned Unit Development (I-PUD) to allow for a mixed use development consisting of residential, commercial, and industrial uses. While primarily vacant, there are two existing office and recreational buildings (OTAC-I and OTAC-II) on the properties. A third building, OTAC-III is under development.

According to the Narrative Statement, the proposed timeline and square footage for the project has two phases from which the Traffic Impact Analysis was developed:

Phase 1:

- Bowling alley – 21,000 gross square feet
- Movie theater – 35,000 gross square feet
- General office – 20,550 gross square feet
- General Retail – 20,550 gross square feet
- Restaurants – 20,550 gross square feet

Phase 2:

- Multi-Family apartments – 116 dwelling units
- General office – 16,806 gross square feet
- General retail – 35,417 gross square feet
- Restaurants – 13,000 gross square feet

However, sheet 2 of the Master Development Plan, which is proffered, must be in substantial conformance, if approved, with the following square footage with no phasing presented:

	Use Category	Use	Maximum Use Area (SF)
Land Bay A:	Industrial	General Office	20,550
	Commercial	Retail	12,575
	Industrial	Restaurant	12,575
Land Bay B:	Commercial	Entertainment	56,000
	Commercial	Retail	7,975
	Industrial	Restaurant	7,975
Land Bay C:	Industrial	General Office	6,703
	Commercial	Retail	15,814
	Industrial	Restaurant	2,500

Land Bay D:

Mixed Use Residential	General Office	10,103
Mixed use Residential	Retail	7,603
Mixed Use Residential	Restaurant	2,500
Mixed Use Residential	Multi-Family	76 Units

Land Bay E:

Mixed Use Residential	Retail	12,000
Mixed Use Residential	Restaurant	8,000
Mixed Use Residential	Multi-Family	40 Units

Existing Conditions

This application for rezoning encompasses 16 parcels and 31.9131 acres. On the north end of the properties are two existing office buildings known as Old Town Athletic Club or OTAC I and II. These buildings are two stories and contain Medical Offices and Fitness Facilities. A third building (OTAC III) is under construction adjacent to OTAC I and II and will be three floors of Medical Offices, Fitness Facilities, and General Office spaces. An existing Stormwater Management/Best Management Practices Facility (SWM/BMP) serving OTAC I and II is located between these two buildings, next to U.S 29/15/17.

A non-functioning SWM/BMP facility is located approximately in the center of the proposed rezoning area, along with sanitary sewer utilities running through the middle of the area, within Town owned property. The southern portion of the proposed rezoning area is primarily vacant with existing tree coverage. Steep slopes exist within the center and northern portions of the proposed rezoning area. (Note: Steep slope suitability may come before the Planning Commission if the property is subdivided per the Subdivision Ordinance Article 4.) A 2008 Wetland Delineation Report for this area found no areas warranting delineation.

The property is bounded by existing roads with the Eastern Bypass U.S. 29/15/17 to the east, Walker Drive to the west, Academy Hill Road to the north, and East Lee Street to the south. Currently, East Lee Street serves as a gateway into the Town’s historic district and Main Street; Walker Drive is a 4-lane divided road serving a number of developed businesses and residential neighborhoods. Directly west of the property are the existing residential communities of Edgemont and Breezewood.

Comprehensive Plan Overview

The Comprehensive Plan designates this site as Light Industrial in the Future Land Use Map. The Industrial Goal states *“To encourage and plan for clean and light industrial activities that are economically beneficial and compatible with the needs, character, and environment of the Town.”* Light Industrial areas are envisioned to *“include light manufacturing, flex industrial uses and wholesale commercial uses, with limited office uses. Industrial land uses should be limited to uses that do not generate inordinate amounts of noise, smoke, dust, odors, heat, or electrical disturbances. Industrial sites*

should be co-located or located near one another. Scattered or strip sites is strongly discouraged. Uses should be limited to those that will provide a variety of light industrial uses that will contribute to the creation of new businesses and retention and expansion of existing businesses, with very limited support for commercial uses allowed as integrated elements of the industrial development for the purpose of reducing traffic generation from the site.”

The Comprehensive Plan goes on to describe the goals and objectives of Light Industrial as:

By creating and expanding these (Industrial) sites, it will reduce the amount of persons commuting towards Northern Virginia, and thereby reducing travel time and congestion to name a few. The areas proposed for light industrial shown on the future land use map should adhere to the following standards and guidelines.

- *Access to industrial areas should not conflict with residential traffic, and therefore, should be separated from other types of traffic. This should be accomplished by a road system that permits separation of uses. The non-residential traffic should be routed to collector roads and highways as quickly as possible.*
- *Industrial uses should be supported with public utilities. In addition, where other utilities are not available, such as natural gas, electric, and phone, those companies should be encouraged to extend their services into industrial areas.*
- *A set of performance standards should be established in order to mitigate any potential adverse impacts that may be emitted by a particular use.*
- *When designating, and/or developing industrial sites, particular attention should be given to buffering adjacent non-industrial uses, including appropriate landscaping, screening, setbacks, and open space.*
- *When evaluating new locations for industrial sites, compatibility with adjacent uses should be carefully considered. Industrial uses should be located adjacent to compatible uses.*
- *Uses should be limited to those that will provide a variety of light industrial uses that will contribute to the creation of new businesses and retention and expansion of existing businesses, with very limited support commercial uses allowed as integrated elements of the industrial development for the purpose of reducing traffic generation from the site”.*

As this is an application to rezone to a Planned Unit Development (PUD), which the Comprehensive Plan does not specifically include in the Future Land Use Map, it is important to look at other goals of the Comprehensive Plan. Specifically, the Comprehensive Plan calls for a “*mix of development types and styles which are compatible with Warrenton’s historic, small town character. The mix should be fine-*

grained so as to avoid large areas of single uses and so as to create human-scaled neighborhoods.”

Further, the Comprehensive Plan discourages new development in scattered strip sites. Instead it favors *“a safe, efficient and multi-modal transportation system for the movement of people, goods and services, in and around the Town, that is consistent with the historic fabric, land use pattern and expected future fiscal needs of the Town.”*

As the applicant points out in the Narrative Statement, the proposed rezoning seeks to address the Comprehensive Plan’s objective to promote *“mixed-use development as an economical and environmentally sound use of land.”*

More specific goals and objectives of the Comprehensive Plan are found in the sections below.

Zoning

The parcels in question under this application currently fall under the requirements for Industrial Zoning Districts. If ZMA 16-01 is approved, these parcels will be subject to the requirements under the I-PUD Zoning District. Per the Zoning Ordinance, the legislative intent of the PUD/I-PUD District is the following:

“It is the intent of this Article is to encourage innovations in residential and nonresidential development so that the growing demands of Warrenton may be met by greater variety in type, design and layout of buildings and housing types and to achieve the purposes set out in Section 15.2-2283 of the Code of Virginia, the Town's Comprehensive Plan, and the following specific purposes of:

3-5.2.1.2 Commercial or Industrial Planned Unit Development

- 1. Increasing economic opportunities through planned communities that include light industrial and/or commercial business parks with on-site residential development conducive to implementing the Goals and Objectives of the Comprehensive Plan.*
- 2. Developing gateway communities to maintain and convey a sense of the Town's unique character by utilizing mixed-use development compatible with Warrenton's historic environment.*
- 3. Discouraging stereotypical "strip development" and encouraging creative urban design through zoning and subdivision regulations that incorporate flexible design standards, incentives and bonuses. Therefore, the PUD process shall permit a freer placement of buildings within the project area than the conventional subdivision system. In consideration of the unified development concept, the total project parcel shall be the unit of regulation and density shall be calculated on a project-wide basis to permit the clustering of buildings to create open space and preserve natural site features.*

4. *Maintaining and encouraging efficient land use patterns that integrate residential, commercial, public and employment in planned neighborhoods.*
5. *Targeting and recruiting new private sector employers in specific commercial and industrial uses to maintain and enhance a balanced tax base through the expansion of employment opportunities that complement and support Main Street.*
6. *Promoting professional offices and their contributions to a balanced mix of employment opportunities.*
7. *Balancing multi-modal transportation needs including motor vehicles, bicycles and pedestrians.*
8. *Reducing vehicular traffic by locating employment and housing within one development.”*

Under the Zoning Ordinance, the Master Development Plan appears to meet the following requirements:

- Total land area
- Floor Area Ratio
- Minimum total open space
- Common Open Space & Central Plaza (illustrative only)
- By right uses (except for bank with drive-through)
- Industrial Zoning District Setbacks¹
- Total parking amount
- Lot Coverage

However, the proposed square footage for the I-PUD is difficult to fully verify. The Narrative, Design Guidelines, and Master Development Plan Land Bay Tabulations, show the same total amount of gross floor area per land use. These areas do not match the gross square footage (gsf) shown in the Master Development Plan Parking Tabulations, which include the existing buildings and may be incorrect. This in turn means the estimated Use Percentages by Land Area table may be off as well. For example, the Parking Tabulations show a total of 58,004 gsf for General Office (10,648 gsf of which is in OTAC III), and the Narrative, Design Guidelines, and Land Bay Tabulations show 37,356 gsf, a discrepancy of 10,000 gsf.

Please note that only sheets #1-3 of the Master Development Plan have been proffered to be in substantial conformance with the Master Development Plan. This means some of the items listed above are illustrative only (landscape and illustrative layouts). The

¹ There are setbacks required other than those under the Industrial Zoning District, such as I-PUD bulk requirements (3-5.2.7.5) and setbacks for height (3-5.2.8).

following items are those zoning requirements which staff is unable to verify at this moment, but which the applicant has said will be considered at site plan review.

- Bulk Development Requirements for I-PUD
- Common Open Space & Central Plaza (illustrative only)
- Setbacks associated with the height of buildings
- Landscaping and Buffering
- Lighting

Common Open Space and Central Plaza is included as both appearing to meet the ordinance but is not verifiable at this time. The applicant has provided illustrative proposed open space, which delineates open space into 1) green space (perimeter of parking lots and around SWM Facility), 2) pedestrian open space (sidewalk/plaza within center of development), and 3) SWM areas. The amount of illustrative open space shown on the Master Development Plan meets the Zoning Ordinance size requirements. However, staff is not sure if the proposed open space meets the Zoning Ordinance requirement of being “*for the use of residents and occupants*”, as it consists primarily of the landscaping areas around the parking lots and SWM facility (Article 3-5.2.1.4). This is something for the Town Council and Planning Commission to consider.

The application currently includes waiver requests from the Land Use Mix requirement and for a sign package. The applicant is requesting a waiver to allow for the proposed Land Use Mix shown on the Master Development Plan (see table below). This waiver would allow for less industrial uses than required and more commercial uses than allowed. Staff has been unable to recreate the estimated use percentages proposed using the information provided. It appears on sheet 2 of the Master Development Plan that the applicant is calculating the Land Area without incorporating the total land area (excluding open space) as required in 3-5.2.4 of the Zoning Ordinance. As the applicant is requesting a waiver, this information needs to be adjusted in order for the true differential of the request to be understood.

Category	I-PUD Requirement	Proposed	Proposed Uses/Size
Land Use Mix			
Industrial	Minimum 50%	45.2%	General Office: 27,253 sq ft Restaurant: 23,050 sq ft
Commercial	Maximum 30%	33.5%	Retail: 36,364 sq ft Entertainment: 56,000 sq ft
Residential	Maximum 20%	0%	None
Mixed Use Residential	Minimum 5% Maximum 35%	21.3%	General Office: 10,103 sq ft Retail: 19,603 sq ft Restaurant: 10,500 sq ft Multifamily Residential: 116 units

At the time of Site Development Plan review, the Master Development Plan will not override the requirements of VDOT, Town of Warrenton Public Facilities Manual, or Zoning Ordinance, unless specifically requested by the applicant in a waiver and approved by the Town.

The Master Development Plan shows a few features that may require a Special Use Permit, including:

- Buildings over 45 feet (1-5 story buildings proposed)
- Bank with drive through facilities

The applicant has stated that they will apply for a special use permit later for these items when there are definite users interested in the project or when final design details show that it will be required.

Industrial (I) Uses vs. Industrial Planned Unit Development (I-PUD) Uses

The table below shows the uses considered by-right within the Industrial Zoning District and I-PUD Zoning District. In the past, there has been confusion as to exactly what uses are permitted by-right on the site. The table below seeks to provide clarification on the types of industrial uses currently allowed. The underlined items are the additional uses allowed by-right within the I-PUD district.

Industrial By-Right Uses	I-PUD By-Right Uses
<ul style="list-style-type: none"> • Accessory buildings • Active and Passive Recreation and Recreational Facilities • Banks and savings and loan offices • Broadcasting studios and offices • Business and office supply establishments • Cabinet, upholstery, and furniture shops • Cafeteria or snack bar for employees • Clinics, medical or dental • Commercial uses constituting up to 15% of permitted site or building area • Conference Centers • Contractor’s office and warehouse without outdoor storage • Crematory • Dwellings for resident watchmen and caretakers employed on the premises • Employment service or agency • Flex Office and Industrial uses • Health and Fitness Facilities • Institutional buildings 	<ul style="list-style-type: none"> • Accessory Buildings and uses customarily incidental to permitted uses • Active and Passive Recreation and Recreation Areas and Facilities • <u>Apartment buildings, multifamily dwellings, and condominiums, as authorized on an approved Master Development Plan</u> • Banks and Savings and Loan Offices • Broadcast Studios • Business and office supply establishments • Cabinet, upholstery and furniture repair shops • Cafeterias, snack bars or other employee related commercial facilities up to 15% of building area • <u>Commercial recreation (indoor)</u>

Industrial By-Right Uses	I-PUD By-Right Uses
<ul style="list-style-type: none"> • Janitorial service establishment • Laboratories, research, experimental or testing, but not testing explosives, rockets, or jet engines • Light manufacturing uses which do not create danger to health and safety in surrounding areas and which do not create offensive noise, vibration, smoke, dust, lint, odor, heat, glare, or electrical impulse than that which is generally associated with light industries • Monument sales establishments with incidental processing to order but not including shaping of headstones • Motion picture studio • Nurseries and greenhouses • Offices- business, professional, or administrative • Off-street parking and loading subject to Article 7 • Open space subject to Article 9 • Printing, publishing, and engraving establishment; photographic processing; blueprinting; photocopying; and similar uses • Private club, lodge, meeting hall, labor union, or fraternal organization or sorority • Rental service establishment • Retail or wholesale sales and service incidental to a permitted manufacturing, processing, storing, or distributing use • Rug and carpet cleaning and storage with incidental sales of rugs and carpets • Security service office or station • Sign fabricating and painting • Signs, subject to Article 6 • Studios • Transmission and receiving towers of height not exceeding one hundred twenty-five (125) feet • Utilities related to and necessary for service within the Town, including poles, wires, transformers, telephone booths, and the like for electrical power distribution or communication service, and underground pipelines or conduits for local electrical, gas, sewer, or water service, but not those facilities listed as requiring a 	<ul style="list-style-type: none"> • Conference Centers • <u>Child Care Center</u> • <u>Daycare Facilities</u> • Employment Service or Agency • Clinics (medical and dental) • <u>Family Care Home</u> • Flex industrial • Health and Fitness Facilities • <u>Hotels and motels</u> • Institutional buildings • Light manufacturing uses, which can confine all aspect of the production and or manufacturing of product to the interior of the building and do not create danger to health and safety of the surrounding areas. • <u>Medical Laboratories</u> • <u>Medical Offices and Laboratories</u> • <u>Mixed Use Industrial (retail/office/industrial)</u> • <u>Mixed Use Residential (apartments located above ground floor retail and/or offices)</u> • <u>Mixed Use Retail/Commercial</u> • Offices • Off-street parking for permitted uses subject to Article 7 • <u>Parking Garage/Facilities</u> • <u>Parks</u> • <u>Playgrounds and recreation areas</u> • <u>Plumbing and electrical supply, retail only</u> • Rental Service Establishments, without outdoor storage • <u>Restaurant</u> • <u>Restaurant without drive-thru facilities</u> • <u>Retail uses, Personal Services</u> • <u>Retail Stores and Shops</u> • Security service office or station • Studios • <u>Warehouses restricted to outer</u>

Industrial By-Right Uses	I-PUD By-Right Uses
special use permit • Wholesale establishment, storage warehouse, or distribution center. furniture moving	areas of PUD • Wholesale establishment

Furthermore, as described above in the applican't waiver request, in the I-IPUD Zoning Ordinance, the allowable uses within the entire land area are divided up into minimum/maximum allowable percentages. The I-PUD Zoning Ordinance divides the by-right uses into Industrial, Commercial, and Residential to help determine the overall land use mix percentages. Below is how the Zoning Ordinance 3-5.2.6.4 divides the uses:

Land Use Category	I-PUD By-Right Uses
<u>Residential</u>	<ul style="list-style-type: none"> • Mixed Use Residential (apartments located above ground floor retail and/or offices) • Apartment buildings, multifamily dwellings, and condominiums, as authorized on an approved Master Development Plan • Playgrounds and recreation areas
<u>Commercial</u>	<ul style="list-style-type: none"> • Active and Passive Recreation and Recreation Areas and Facilities • Banks and Savings and Loan Offices • Commercial recreation (indoor) • Child Care Center • Clinics (medical and dental) • Family Care Home • Health and Fitness Facilities • Hotels and motels • Medical Offices and Laboratories • Mixed Use Retail/Commercial • Retail uses, Personal Services • Retail Stores and Shops • Restaurant without drive-thru facilities • Studios • Theater • Offices • Daycare Facilities

Land Use Category	I-PUD By-Right Uses
<u>Industrial</u>	<ul style="list-style-type: none"> • Accessory Buildings and uses customarily incidental to permitted uses • Broadcast Studios • Business and office supply establishments • Cabinet, upholstery and furniture repair shops • Cafeterias, snack bars or other employee related commercial facilities up to 15% of building area • Conference Centers • Employment Service or Agency • Flex industrial • Health and fitness facilities • Institutional buildings • Light manufacturing uses, which can confine all aspect of the production and or manufacturing of product to the interior of the building and do not create danger to health and safety of the surrounding areas. • Medical Laboratories • Mixed Use Industrial (retail/office/industrial) • Off-street parking for permitted uses subject to Article 7 • Offices • Parking Garage/Facilities (See Article 12 for Definition) • Parks • Plumbing and electrical supply, retail only • Rental Service Establishments, without outdoor storage • Restaurant • Security service office or station • Trade Schools • Warehouses restricted to outer areas of PUD • Wholesale establishment

Economic and Market Analysis

The applicant’s Narrative Statement states *“The development of the property as a ‘commercial center,’ as encouraged in the Comprehensive Plan, will allow operation of retail, office, and restaurant facilities, providing an enhanced tax base compared to that provided by the flex/warehouse/office utilization allowed under the existing Industrial zoning.”* Plus, *“the market to be served by the project will include the local residents living within walking distance of the property as well as workers in the adjoining Lineweaver Industrial Park. Additionally, the location of the property along the Meetze Road exit off the Eastern Bypass will provide retail visibility and easy access for traffic travelling along the Eastern Bypass estimated by VDOT to exceed 40,000 trips per day.”*

The Zoning Ordinance requires, at time of submittal, that each rezoning application include “*information about the market area to be served by the proposed development if a commercial use, including population, effective demand for proposed businesses facilities, and any other information describing the relationship of the proposed development to the needs of the market area.*” This information is then analyzed in the Public Hearing as part of the Zoning Ordinance Criteria for Consideration of Zoning Map Amendments under 11-3.9.12:

- Whether the rezoning will be compatible with properties and uses in the vicinity and not have an adverse impact on these properties or their values.
- Whether there are adequate sites available elsewhere in the Town for the proposed use, or uses, in districts where such uses are already allowed.
- Whether the proposed rezoning encourages economic development activities in areas designed by the Comprehensive Plan and provides desirable employment and enlarges the tax base.
- Whether the proposed rezoning considers the current and future requirements of the community as to land for various purposes, including housing and business, as determined by population and economic studies.

In response to the submittal requirement for market information, the applicant provided a January 9, 2006 REMI Economic Impact of Shopping Center Developments Final Report (Attached). The applicant stated: “*The information used to develop the Economic Impact Model remains relevant and informative. While it has not been updated since originally done, it constitutes a valid analysis upon which to conclude that there will be fiscal benefits to the community. It is not related to or derived from regional shopping centers, but rather is data related to ‘lifestyle centers’ in suburban locations. This is the kind of development that the applicant seeks. What the Town appears to request is that the applicant perform a market study of uncertain scope assessing the state of the Warrenton/Fauquier market. Such studies are very costly, and with due respect for those who prepare them, would not produce reliable information as to what users might choose to locate at the project, what the market demand for those users might be, and what impacts can be expected from a given user. Nor would such a study shed light on potential economic impacts.*” The applicant’s Narrative further clarifies their position by stating “*development of the property consistently with the I-PUD zoning will result in the construction of a substantial commercial/industrial area that, though impossible to detail at this time because the actual mix of uses is not guaranteed, will have a positive impact on the Town’s economy and on its tax base. It is believed that the mix of uses provided by this development will encourage area residents to patronize businesses within the Town by providing uses that currently do not exist in, or near, the Town of Warrenton. Only some 116 dwelling units are proposed, making the proposal a predominately commercial/mixed use project, the revenues from which will offset any costs that the Town may incur in the provision of public services, most especially for police, and public utilities...The potential market area for the development is likely regional in nature than some other developments in the Town either present or proposed, but will still contain the*

neighborhood serving retail and other noncommercial services, including a planned substantial recreational/entertainment component.”

Based on the REMI numbers, and adjusted to 175,000 square feet, the applicant estimated that the non-residential component of the project will create an estimated 133 jobs during development/construction with a Gross Regional Product impact of \$16 million, and an addition of \$6 million to the local real disposable personal income. Further, the applicant put forth that continuing operations of the project during the first year after construction would be expected to add 325 jobs and provide first year annual economic output of \$47 million with an estimated increase in Gross Regional Product of \$28 million and an increase in local real disposable personal income of \$8 million.

The applicant also offered that according to the National Multifamily Housing Council and the National Apartment Association, the construction of 116 multifamily residential units would contribute over \$20 million to the area economy annually in the form of combined direct and indirect expenses connected with construction, operations, and residents’ spending, as well as support 126 construction jobs. Once the units are occupied the applicant believes expenditures by the residents would support 46 jobs both directly and overall in the community, and contribute in excess of \$4 million annually to the local economy.

In July the applicant provided further analysis for the potential of fiscal and economic impacts of the proposal. Assuming 180,000 square feet of commercial/retail/industrial space, 116 dwelling units, and the associated assumptions of sales levels and tax rates, the applicant calculated:

	<u>Town of Warrenton</u>	<u>Fauquier County</u>
Real Estate Taxes	\$9,500	\$740,000
F F & E Taxes	\$40,500	\$106,000
Business License Tax	\$31,000	
Meals Tax	\$880,000	
Sales Tax		\$530,000
Total Annual Revenue	\$961,000	\$1,376,000

Staff expressed to the applicant that additional questions might arise during the review process pertaining to the specific potential economic impacts, positive or negative, to the Town and the surrounding neighborhoods. That said, the Town recognizes building a robust economy requires attracting companies that provide quality jobs—that is, jobs that provide wages that spur and support other industries, such as restaurants, retail and professional services. Increasingly, attracting companies means attracting (and retaining) the workforce they need. Talented young professionals are in high demand, as are the places these professionals choose to live, work, and play. They seek to work in an environment where they can recreate, shop and live in close proximity to their work. Having spaces that meet these needs makes Warrenton attractive to more companies, and

builds the potential of retaining our youth and employing area residents within our own community.

The development proposed by the applicant appears to offer an opportunity to provide companies what they are looking for—the potential for Class A office to meet their space needs; and condos and apartments with on-site amenities to meet the desires of their employees. The potential for grocery, dining and entertainment within walking distance, complemented by communal green spaces, create a desirable location for both companies offering quality jobs and their employees.

Transportation

The applicant prepared a Traffic Impact Analysis (TIA) for the rezoning request which was reviewed by Town staff, the Town’s transportation consultant Kimley Horn, and the Virginia Department of Transportation (VDOT). The TIA assumed the site would be developed in two (2) phases, with the first phase completed in 2018, and the second phase completed in 2019. At full build out the assumption was:

- 21,000 square foot bowling alley
- 35,000 square foot multiplex movie theater
- 37,356 square feet office space
- 55,967 square feet of retail space
- 33,550 square feet of restaurant space
- 116 apartment units

The property was analyzed assuming three access points along Walker Drive and one access point along Academy Hill Road.

Highlighted parameters of the TIA scope included:

- Study Periods – Existing, Phase 1 (2018), Phase 2 (2019), and six years after completion (2025)
- Study Hours – Weekday evening and Saturday midday peak hours
- Intersections to be included in the analysis:
 - Walker Drive and Academy Hill Road
 - Walker Drive and Breezewood Drive/Existing Office Building Access
 - Walker Drive and Hidden Creek/Site Access B
 - E. Lee Street and Falmouth Street
 - E. Lee Street and Walker Drive
 - E. Lee Street/Meetze Road and U.S. 29 Bypass southbound ramp
 - Meetze Road and U.S. 29 Bypass northbound ramp
 - Walker Drive and Site Access A
 - Walker Drive and Site Access C
 - Academy Hill Road and Site Access D
- Annual Growth Rate 1%

- Background included the approved yet to be developed Warrenton Crossing and Walker Drive by-right developments.

The summary of the TIA allocates 11,751 “net new trips” associated with the trip generation rates total for the subject site. The 2015 existing peak hour traffic volumes state an annual average daily trip (AADT) of 4,480 on Walker Drive between Breezewood Drive and Hidden Creek Lane.

The maximum capacity question of roads is looked at in terms of Level of Service. “A” being the best with free flow traffic; “F” being the worst with traffic at a standstill. 2015 Levels of Service at peak hours are A and B for intersections along Walker Drive, with the exception of the intersection between Walker Drive and E. Lee Street. At this intersection, LOS ranges from A to C depending on the turning movement. In 2025 the total peak hour traffic volume on Walker Drive between the proposed Site Entrance A (closest to E. Lee Street) and E. Lee Street is 14,340 AADT, according to the TIA. The Level of Service of Walker Drive in 2025 varies from A to F depending on the turning movements and intersection. The neighborhoods on the west side of Walker Drive have a LOS turning movements between A and B onto Walker Drive at peak hour Saturday PM with a proposed signal at the Site Entrance A.

The result of the TIA as it relates to this application is for three intersections to be signalized by the completion of this project and left and right turn lanes be provided on Walker Drive. The locations of the signals included:

- Walker Drive and Site Entrance A
- Walker Drive and E. Lee Street
- Meetze Road and northbound ramp U.S. 29 Bypass

The applicant, staff, transportation consultants, and VDOT continued to work together to address walkability, access to and within the site, and roundabouts as opposed to signals at intersections to allow for the continuous movement of vehicles. The Comprehensive Plan supports all these concepts as does VDOT. Specifically, the Comprehensive Plan’s goals associated with the transportation include:

- 1. To encourage the development of a safe, efficient and multi-modal transportation system for the movement of people, goods and services , in and around the Town, that is consistent with the historic fabric, land use pattern and expected future fiscal needs of the Town.*
- 2. To create a transportation system that is sufficient to accommodate anticipated land use changes and be coordinated with transportation elements of the adjacent Warrenton Service District in Fauquier County.*
- 3. To create transportation system improvements that are consistent with a sound fiscal policy and supported by reasonable contributions from private developers for a share in improvement costs.*

4. *To balance the needs of all modes of travel, including motor vehicles, bicycles and pedestrians, and ensure that each system supports the Town’s land use, economic and preservation goals.*

The applicant proffered to install crosswalks at controlled intersections and bicycle racks within the development. The Master Development Plan proposes a 5’ sidewalk on the frontage of Walker Drive. In addition, if a future traffic signal warrant study finds signals are needed at the three TIA identified intersections, the applicant proffered to provide the pro-rata share towards the construction of such signals. Further, the applicant proffered the intention to install a signal at Site Entrance A at their sole expense in the first phase of development. Finally, the applicant proffered the following turn lanes:

- 200’ left turn lane southbound approach of Walker Drive at Walker Drive and E. Lee Street.
- Left and right turn lanes on Walker Drive at Site Access Points A and B.
- Two lane approaches for the exiting movements from the site.

The applicant has declined to 1) expand the proposed 5’ sidewalk into a 10’ multi-use trail (see Parks and Recreation section below); 2) provide a southbound left turn lane on Walker Drive at the existing office access entrance opposite Breezewood Drive; and 3) entertain the possibility of roundabouts arguing them to be cost prohibitive based on a Roundabout Study produced by the applicant. As the subject parcels are located adjacent to a gateway into the Town and existing neighborhoods, as well as proposing a mixed-use designed to attract regional visitors, the treatment and design of transportation remains a crucial component of the application.

These are outstanding issues requiring further discussion.

Water & Sewer

In 2002 the Town initiated an evaluation of the water and wastewater system assets to provide a Master Plan for future development demands to ensure adequate resources to serve the Town and its committed out-of-town customers. The study was conducted by Whitman, Requardt, and Associates, the Town’s water/wastewater consultant, and involved looking at historical consumption, approved site plans, the zoning of vacant properties, limited redevelopment and the vacant out-of-town properties which the Town has a commitment to provide service. The initial study was conducted in 2002 with updates in 2006, 2010, and 2015. To project the future demands of vacant properties the following demand factors were used:

Equivalent Residential Connections	300 gallons per day (gpd)
Commercial & Industrial	700 gallons per day per acre (gpd/acre)

The result of the 2015 study projected the demand on the Town’s utility assets at build-out to be:

Water:

- 92% committed current asset minus 300,000 drought reserve
- 80% committed current assets including drought reserve
- 71% committed current assets plus drought reserve plus well #3

Sewer:

- 106% committed ***(DEQ requires a plan of action when flows exceed 95% of the rated capacity of the 2.5 million gallons per day wastewater treatment plant).***

The Walker Drive property is currently zoned Industrial with a water sewer allocation, based on the 700 gpd/acre factor used in the studies, of 32 acres X 700 gpd totaling 22,400 gpd. The proposed development based on the rezoning request projects a utility demand of 105,757 gpd. This places an unaccounted additional demand of 83,357 gpd. The impact on the Town utility assets is as follows:

Water:

- 96% committed current asset minus 300,000 drought reserve
- 84% committed current assets including drought reserve
- 74% committed current assets plus drought reserve plus well #3

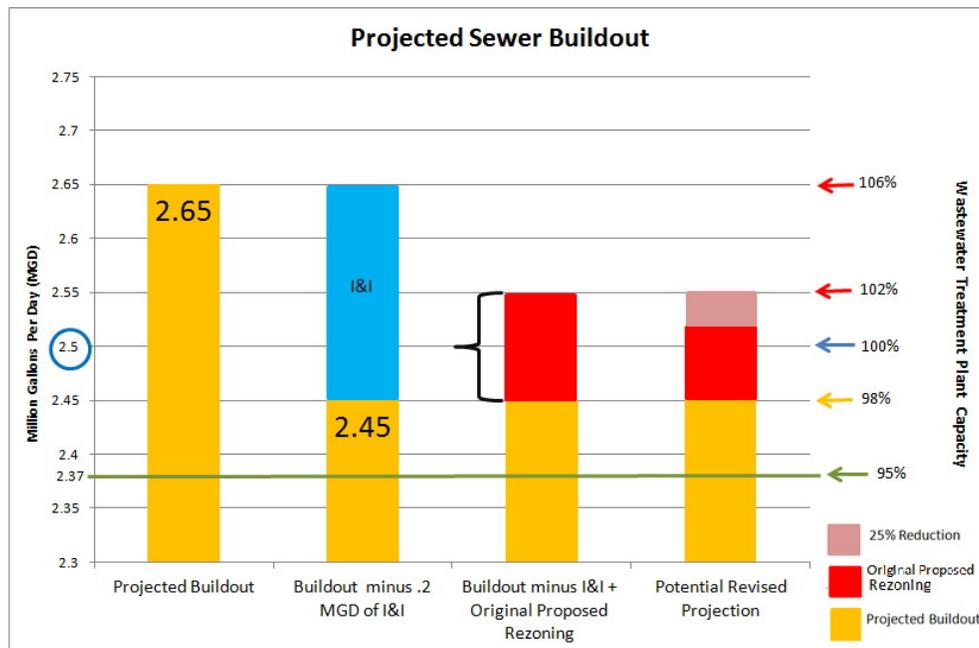
Considering all assets the increased demand for water is not a critical issue.

However, this is a serious issue with the DEQ trigger as stated above at 95%. The wastewater treatment plant (WWTP) has a restrictive covenant limiting the capacity at the current permit limit of 2.5 mgd. Even with a future removal of the covenant the current nutrient discharge pound limitation will not be increased due to Chesapeake Bay restrictions. Thus, any approval for use over 22,400 gpd needs to include a mitigation of sewer to insure no WWTP permit violation.

This applicant, when considering rezoning has questioned the 700 gpd/acre factor in the past stating that it is not realistic. Yet, the historical and current usage of Town of Warrenton industrial zoned properties are well within the factor. In fact, the 700 gpd also refers to commercial properties and again the historical and current usage of developed commercial properties in town is within the 700 gpd/acre.

The Town has a 3 year Capital Improvement Project (UD 17-003) to abate Inflow and Infiltration (I&I) funded at \$2,400,000 with the objective of recovering 200,000 gpd WWTP capacity. With the project meeting its objective, the commitment of sewer assets at build-out is still projected to be 98%. Thus, additional effort will be needed to reduce below the 95% Virginia Department of Environmental Quality (DEQ) permit trigger. Based on the project it is estimated that the cost to abate 1 gallon per day I&I is \$12/gallon.

To better understand the projected sewer build-out, the table below illustrates in the left hand column the projected build-out as accounted for in the study which looked at the by-right zoning at build out. The middle left column illustrates the sewer capacity with the I&I abatement. The right middle column illustrates the sewer capacity assuming the I&I abatement with the rezoning proposal above the by-right capacity assigned to the site. The right column represents the same as the right middle but with a 25% reduction in sewer needs for discussion purposes. In all cases, the most important aspect of the chart is the green line which represents the 95% the Town must be under for DEQ. Without the rezoning, the Town is continuing to work on I&I to come from 98% to under the 95% trigger. With the rezoning, the Town will be operating between 100% – 102%, well above the 95% trigger.



Therefore, it is recommended that the additional sewer demand be addressed in a proffer to the Town of Warrenton Utility at the \$12/ gallon times 83,357 gpd for a total amount of \$1,000,284. This amount is in addition to the utility availability fees. The schedule of fee collection is subject to negotiation in proffer language.

Parks and Recreation

Mixed Use developments are generally envisioned to provide public gathering spaces. The applicant is proposing, as required by the Zoning Ordinance, a central plaza area on the Master Development Plan and has proffered a play fountain as well as bicycle racks “in locations within the Property.” The Comprehensive Plan did not envision this type of PUD development and, as such, did not contemplate parks facilities specific to this site. That said, the Town of Warrenton Academy Hill Park is located 1,000’ west of the site on Academy Hill Road and features a baseball field.

Staff worked with the applicant on the idea of accommodating pedestrians and bicyclists. As stated above in the transportation section, the applicant proffered to install pedestrian crosswalks at all controlled intersections. One remaining outstanding issue is the desire to have a 10' multi-use trail with 2' shoulders provided along the Walker Drive frontage of the site. The Comprehensive Plan calls for a proposed greenway along Walker Drive (Map 3-81) and is further reaffirmed as a trail in the Comprehensive Plan 2013 Supplement as a medium/long term linkage recommendation (Fauquier – Warrenton Bicycle and Pedestrian Loop Completion Master Plan Prioritization Map; page 66). The recreation objectives state:

“To promote the creation of a system of greenways along streams and other linear features to include bicycle and pedestrian paths and to connect Town and County parks and schools.”

Town staff believes this rezoning would result in a large number of residents wanting to access the site through the modes of walking and bicycling. For safety reasons and future connectivity to the County's White's Mill Trail, a multi-use trail would be most appropriate. The White's Mill Trail and Academy Hill Extended bridge bicycle and pedestrian improvements are a priority for the County and are currently in planning stages with the Town. In addition, a multi-use trail would provide a large portion of a linkage to the communities on the east side of U.S. Route 29/15/17 to the Town.

The applicant has declined to provide a multi-use trail, instead opting for a 5' sidewalk. In addition, the applicant proffered \$40,000 for the purpose of trail construction “within the vicinity of the Property.” While the proffer contribution is appreciated, constructing a trail on the opposite side of Walker Drive would prove extremely difficult due to slopes and existing development. This remains an outstanding issue for staff.

Police Department

The Town of Warrenton Police Department reviewed the proposal and has no comments at this time.

Warrenton Volunteer Fire Company

The Warrenton Volunteer Fire Company provided a series of comments related to access points, hydrants, addressing, and sprinkler and alarm panels. The applicant acknowledged these comments and stated each will be addressed during the site plan review. The Warrenton Volunteer Fire Company stated all traffic lights will need to comply with the Town Opticom system to which the applicant proffered the condition.

Design Guidelines

The applicant provided Design Guidelines for the proposed development. The Guidelines address building materials, architectural styles, street sections, and a public gathering area design elements. As stated above, the Comprehensive Plan calls for a “mix of

development types and styles which are compatible with Warrenton’s historic, small town character. The mix should be fine-grained so as to avoid large areas of single uses and so as to create human-scaled neighborhoods.” The Design Guidelines are a tool used to help ensure future development is in keeping with the goals of the Town.

Staff and the applicant worked to try to find a balance between flexibility for future development and protection for the Town on what the end product may look like visually. The applicant clearly has stated the Master Development Plan is illustrative. However, the proffers include substantial conformance with the Design Guidelines and a statement that building materials:

“...may include steel, brick, stone, wood and/or glass, brick architectural block, real or simulated wood stucco and/or glass, or a combination thereof, or similar materials compatible with the commercial and multi-family and condominium residential development as may be approved by the Zoning Administrator. Plain or painted concrete masonry unit (CMU) block shall not be on the front or sides of any buildings. If any form of siding is used it shall consist of Hardiplank Siding or equivalent as approved by the Zoning Administrator. No metal buildings shall be permitted. The foregoing shall not preclude use of other materials, solely for fascia, trim and other secondary building elements.”

As is stated in the Comprehensive Plan, the Town has a long standing goal of walkability and future development occurring in a “human scale.” In order to achieve these goals, careful attention must be given to the details of the built environment. One aspect of the proposal that staff has raised with the applicant are the street section details which are one of the few items in the Design Guidelines that are not illustrative but in fact proffered to be in substantial conformance. The applicant proposes a street section with front-in angle street parking as opposed to parallel parking found in historic downtowns and a number of “Town Center” type developments in the region. It has been found that parallel parking is more pedestrian friendly as the smaller width streetscape focuses more on the people using the space than the cars. Two examples of this are located in Gainesville. Virginia Gateway/Atlas Walk employs the front-in angle parking while Virginia Promenade provides for parallel parking resulting in a very different end user experience for the pedestrian.

Virginia Gateway/Atlas Walk, Gainesville, Virginia



**ZMA 16-01 – Walker Drive Map Amendment
Planning Commission Work Session
October 18, 2016**

Virginia Promenade, Gainesville, Virginia



The applicant has indicated throughout the review process an interest in developing a PUD that is in keeping with Peterson-type developments in the region. Below are examples of several such projects that illustrate parallel parking.

Avonlea – Loudoun County (Peterson Development)



Fairfax Corner – Fairfax (Peterson Development)



Reston Town Center – Fairfax (RTKL and Sasaki Phase 1)



Crosstrail Design Guidelines– Loudoun (Peterson Development)



Staff continues to strongly believe that the urban design detail of the treatment of parking is extremely important to the resulting overall pedestrian feel of the development. To meet the goals of the Comprehensive Plan, parallel parking should be provided in the streetscape. If the applicant will not consider parallel parking, then staff recommends the angle parking be designed as back in. Studies have shown back-in parking provides motorists with better vision of pedestrians, bicyclists, and other vehicles. It also removes the risks associated with backing up into oncoming cars. Jurisdictions that have back-in angle parking have found their accident rates drop significantly.

Additional concerns staff has raised with the applicant is that while the intention of the Design Guidelines appears to be positive, there are many areas where the intention is listed as “illustrative” or not proffered. Therefore, there are no guarantees as to the

specifics of a future site plan, nor any enforcement mechanisms for staff to implement. For example, a public gathering area, or “Central Plaza,” is provided with amenities like outdoor seating, benches, fire pit, and stage area. However, only a fountain is proffered. The rest “may” be included. Likewise, the required 20,000 square foot “Central Plaza” or public gathering area is illustrative on the Master Development Plan and not included as a use in any of the land bays. This is discussed more in the next section.

Landscaping and Central Plaza

The legislative intent of Article 8 (Landscaping) is to “*regulate the planting and preservation of landscape materials; to promote the general health, safety and welfare of Town citizens; to facilitate the creation of an attractive and healthy environment; to protect property values; and to further the urban design, economic development and other goals and objectives of the Comprehensive Plan.* To this end, the Zoning Ordinance requires:

- Landscaping along street
- Landscaping in and around parking lots
- Visual screening around storage areas, loading areas, exposed machinery, satellite dishes, trash dumpsters, detention ponds, and temporary storage areas on construction sites.
- Buffer Yards for residential uses (double staggered evergreens or a 6 foot fence/wall/berm with interspersed evergreen plantings)
- The conservation of Heritage and Specimen Trees
- The retention and replacement of trees, tree protection zones

The application submitted includes a Master Development Plan Conceptual Landscape Plan and a proffer to install buffers and landscaping in substantial conformance with the Master Development Plan. The applicant has also proffered a 30’ wide landscaped area along East Lee Street, to include landscaping and berming determined at Final Site Plan.

With these proffers, landscaping for this site will have to include:

- Landscaping in and around parking lots.
- Interior Landscaping: 1 tree/3 shrubs per 8 parking spaces and an area equal to or greater than ten (10) percent of the paved area for parking.
- Perimeter Landscaping: 1 tree/3 shrubs per 50 feet of frontage and 5 foot wide planting beds.
- Street Tree Landscaping: 1 tree/3 shrubs per 50 feet of frontage and 8 foot wide planting beds.
- 30’ wide landscaped area along East Lee Street
- 15’ Buffer Yard between the Parcel 6984-74-5565-000 (north of OTAC II) and the single family residence on 341 Academy Hill Road.

No Heritage or Specimen Trees have been identified for the properties. The applicant has not proffered to retain any existing trees or create any tree protection zones. In general, the Zoning Ordinance requires a specific number of trees and shrubs to provide a continuous landscaped area, with fairly narrow planting beds. Article 8 of the Zoning Ordinance does not have any specific landscaping requirements for public gathering areas (Central Plaza), but they are mentioned within Article 3-5.2.10.4, which states:

“Design guidelines for the areas surrounding the Central Plaza shall be required at the time of concept plan approval. Such design elements may include mixed-use buildings surrounding the plaza with a consistent/cohesive design theme or character; buildings with classical proportions or signature style consistent with the Central Plaza or the promenade; and shall include sidewalks that are a minimum of five (5) feet in width and streetscape that includes plantings and street furniture. The streetscape shall provide features such as benches, lamp posts, kiosks and transit shelters, where appropriate.”

The applicant has proffered that the development of the property shall be in substantial conformance with the submitted Design Guidelines, subject to modification. These Design Guidelines show illustrative landscaping and design elements, within which the applicant has proffered a play fountain and bicycle racks. The public plaza or “central plaza”, while required in the Zoning Ordinance 3-5.2.10.4, is not included in any of the calculations of a specific land bay of the Master Development Plan, nor is it proffered to be provided at any specific phase of the development. The Zoning Ordinance simply states *“The Central Plaza and remaining open space shall be constructed and improved at an equivalent or greater rate than the construction of any residential structures.”*

Relationship between Documents

The applicant submitted a Narrative Statement outlining the rezoning request and the rationale behind it, a Master Development Plan containing plats, a set of Design Guidelines, proffers, and other backup materials. It is important to note that many of the assertions made in the Narrative are in keeping with the Town’s goals, yet are not guaranteed to come to fruition in the other documents. The applicant has been very forthcoming in acknowledging that through *“sufficient investigation [they] believe reasonably that there is a demand for land zoned for a mix of industrial, residential, and commercial uses that is proposed for the site under the I-PUD zoning and Master Development Plan.”* However, *“the applicant does not know which users and uses may occupy the development.”* The Master Development Plan clearly states improvements within land bays are illustrative. The applicant also has indicated that the phasing relates to the approach conducted during the Traffic Impact Analysis and *“not phasing related to future construction.”* In addition, the applicant is proposing general uses with maximum square footage per land bay. Deliberations of the proposal in relationship with the Narrative Statement, Master Development Plan, proffers, and Design Guidelines should keep this mind.

Proffers

The applicant submitted a proffer package for consideration with the rezoning application. The purpose of proffers is to serve voluntary conditions and restrictions of the subject property submitted by the applicant as part of the petition to rezone a property. Proffered conditions may vary from property to property based on the circumstances of each site. As this application was officially accepted by the Town on June 30, 2016, it is not subject to the new state proffer law that took effect July 1, 2016.

Proffers are a critical part of this application to have resolved prior to a public hearing. The Zoning Ordinance 11-3.9.17 requires proffers be submitted prior to advertising for a Planning Commission public hearing. The Ordinance further states:

“Additional conditions may be proffered by the applicant during or subsequent to the public hearing before the Planning Commission, provided however that after proffered conditions are signed and made available for public review and the public hearing before the Town Council has been advertised (whether or not jointly held with the Planning Commission) no change or modification to any proffered condition shall be approved without a second advertised public hearing thereon.”

The latest proffers, dated September 27, 2016, include substantial conformance with the Master Development Plan sheets 1, 2, and 3 only. Sheets 4, 5, and 6 are illustrative.

Concerns have been raised on the wording of some of the proffers. Proffers, by definition, are voluntary provisions provided by the applicant. Proffers are self-imposed limits on the development of the property and should not infringe on the Town’s right and need to govern itself through allowable land uses, required state and local regulations, and land use development processes.

For example, the Zoning Ordinance states in 11-3.9.17.15 Change of Approved Conditions *“Once proffered conditions have been approved, and there is cause for an amendment which would not be in substantial conformity with them, then an application shall be filed for an amendment of the proffered conditions.”*

As proffers should not establish commitments for the Town, the following proffers need further discussion to determine if the Town is comfortable with the wording as it pertains to future processes:

5.1. Development on the Property shall be substantial conformance with the design guidelines entitled “Walker Drive Properties Rezoning – Design Guidelines,” dated April 15, 2016, last revised July 15, 2016 (hereinafter, the “Design Guidelines”), subject to minor modifications made in connection with site/subdivision plan review. ***More substantial modifications to the Design Guidelines may be approved by the Planning Director***, provided that the Director determines that any such modification represents an improvement to the overall quality of the development beyond that depicted in the Design Guidelines.

6.1. In order to insure high quality construction of new buildings on the Property, building materials may include steel, brick, stone, wood and/or glass, brick, architectural block, real or simulated wood stucco and/or glass, or a combination thereof, or similar materials compatible with the commercial and multi-family and condominium residential development *as may be approved by the Zoning Administrator*. Plain or painted concrete masonry unit (CMU) block shall not be used on the front or sides of any buildings. If any form of siding is used it shall consist of Hardiplank Siding or equivalent *as approved by the Zoning Administrator*. No metal buildings shall be permitted. The foregoing shall not preclude use of other materials, solely for fascia, trim and other secondary building elements.

Before the proffer package is finalized, all parties should be well aware of the use of words like “may” and “shall,” as well as how and when voluntary proffers are, or are not, “triggered.” The current proffers in several places refer to Phase One of the development yet the applicant has indicated the phasing was for the purposes of the Traffic Impact Analysis only. The Planning Commission will benefit from a full review of the proffers to understand the voluntary conditions.

Finally, the Zoning Ordinance 11-3.9.17 requires any final set of proffers to be annotated with the following statement signed by the owners of the subject properties: “We hereby voluntarily proffer that the development of the subject property of this application shall be in strict accordance with the conditions set forth in this submission unless an amendment thereto is mutually agreed upon by the Town Council, and the undersigned.” This shall need to be completed prior to public hearing as detailed above.

III. ATTACHMENTS

I. Applicant Narrative Statement: April 15, 2016
II. Applicant Proposed Design Guidelines: September 27, 2016
III. Applicant Proposed Proffers: September 27, 2016
IV. Applicant Economic Impacts Statement: April 15, 2016
V. REMI Economic Impact Study: January 9, 2006
VI. Applicant response to staff comments: September 29, 2016
VII. Applicant Roundabout Study: September 12, 2016
VIII. Review Agency Comments
a. Comprehensive Plan
b. Zoning
c. Kimley Horn
d. VDOT
e. Public Works & Utilities
f. Parks and Recreation
g. Warrenton Police
h. Warrenton Volunteer Fire Department
IX. Applicant’s Proposed Master Development Plan: September 19, 2016



**Revised Narrative Statement for a
Rezoning Application
ZMA 16-01**

**East Side Investment Group, LLC, Springfield Real Properties, LLC, and Walker Drive
Investment Group, LLC**

January 4, 2016
Revised: July 22, 2016

The purpose for the rezoning application. The Applicants, East Side Investment Group, LLC, Springfield Real Properties, LLC, and Walker Drive Investment Group, LLC (“Applicant”),¹ propose a planned mixed use zoning map amendment from Industrial (I) to the newly-revised Industrial (I-PUD) overlay district, on properties comprising approximately 31.9193 acres in the Town. The properties involved are bordered on the west by Walker Drive, on the north by Academy Hill Road, on the south by East Lee Street, and on the east by the Eastern Bypass (hereinafter, the “Property”).

The Property includes a portion that is already developed with two buildings and a third by-right building that will begin construction in the very near future. The entire site, however, would be subjected to the I-PUD zoning though existing condominium unit owners would not be obligated to all proffers since they are existing uses.

As the Staff is aware, ZOTA #15-02, Zoning Ordinance Text Amendment for the Industrial Planned Unit Development (I-PUD) District, was approved by the Town Council on April 12, 2016, to permit additional flexibility in the use of that District and the development of plans for mixed-use projects subject to its terms.

Overview of the Proposal. The Applicant proposes to rezone the Property for a mixture of residential and commercial uses as generally depicted on the Master Development (Concept) Plan for the property, prepared by Michael Johnson, PE, and dated July 18, 2016

The Property today is largely vacant (but for the structures referenced above) and is accessed principally by Walker Drive and its surrounding road network and connections. The consequences of this potential development are addressed in detail in the revised Traffic Impact Analysis that has already been submitted for review. It is bounded on the west side of Walker Drive by existing residential areas zoned R-6 and R-10. Properties to the south and west of the site are zoned R-15. Properties in the County to the east (across the bypass and separated from the properties proposed for rezoning) are zoned in Fauquier County for residential development that has not occurred.

The Applicant has conducted sufficient investigation to believe reasonably that there is a demand for land zoned for the mix of industrial, residential, and commercial uses that is proposed for

¹ The detailed ownership of the properties that make up the assemblage that is the subject of this Rezoning is set out in the Application for Rezoning.

the site under the I-PUD zoning and the Master Development Plan. The Applicant has included a fiscal impact statement as additional information.

In summary, the Applicant contemplates the following.²

Phase 1:

- Bowling alley – approximately 21,000 gsf
- Movie theater – approximately 35,000 gsf
- General office – approximately 20,550 gsf
- General retail - approximately 20,550 gsf
- Restaurant (2) – high turnover, sit down – approximately 20,550 gsf

Phase 2:

- Multi-family apartments – 116 dwelling units
- General office – approximately 16,806 gsf
- General retail – approximately 35,417 gsf
- Restaurant – high turnover, sit down – approximately 13,000 gsf

Totals:

- Multi-family apartments and condominiums – 116 dwelling units
- Entertainment (bowling alley + movie theater) – approximately 56,000 gsf
- General office – approximately 37,356 gsf
- General retail – approximately 55,967 gsf
- Restaurant – approximately 33,550 gsf

Completion of the project it would result in 116 dwellings, and a total of 140,854 square feet of new industrial and other non-residential development, to be absorbed as the market demands.³

N.B.: These numbers do not include two existing office structures, or the third building soon to be built. Those structures have, however, been included in the Traffic Impact Analysis as “background” traffic generators whose impact has been considered. These structures will be integrated into the overall development of the properties.

² These estimates are those that were used in the development of the Traffic Impact Analysis for the project.

³ This square footage calculation is based on the top four stories of what is known as Building “I” comprising 20,206 sf X 4 floors as commercial, and the top three stories of Buildings “J” & “K” comprising 10,000 sf X 6 floors of residential use.

Comprehensive Plan. The Warrenton Comprehensive Plan Future Land Use Plan identifies this area of the Town for (light) industrial uses.⁴ The very first Objective in the Town's Plan is "[t]o encourage growth which balances the tax base with demand for public services." Chapter 3, Page 3-49. The Comprehensive Plan further anticipates a high quality development on the property and the Applicant will work with staff during the course of the processing of this rezoning application to ensure appropriate guarantees for site planning, design and construction.

Still further, the Town has established as a major objective the promotion of "mixed-use development as an economical and environmentally sound use of land." The proposed development is indeed a mixed-use project that is neither intended, planned, nor designed as a strip development, but rather to create a residential commercial community with a central, landscaped, area for parking and access, surrounded by nonresidential structures and limited additional housing.

It is also the Town's Objective with respect to commercial properties to "provide an environment that is conducive to the expansion and recruitment of businesses to increase employment opportunities so the Warrenton residents can live and work in Town" (Chapter 3, Page 3-53) and development that encourages the clustering of corridor commercial uses in centers using common access points and providing adequate setbacks and landscaping. Chapter 3, Page 3-54. The proposed development achieves this Objective, and the Applicant submits that the development would be compatible in scale and design with adjoining uses, from which it is separated by major routes in the Town.

Moreover, as the Town is aware, the land is already zoned to that I District, and it would be possible to complete a by right development of the property under that zoning with nothing but site plan approval that could be significantly more impactful than the development proposed in this application, which will include a greater mix of uses and more flexible design. See Chapter 3, Page 3-60.

With respect to residential uses, the construction of the proposed housing associated with the development would add a small number of homes to the Town's existing supply of high-end apartment/condominium units.

Finally, the use of the I-PUD zoning on land that is presently zoned industrially is consistent with the Objectives of the Plan to "ensure that zoning is in conformance with the Town Plan to the greatest extent possible." Chapter 3, Page 3-52.

In summary, the requested rezoning will allow for the development of the Property in a manner much more consistent with the goals of the Town's Comprehensive Plan, as follows:

⁴ The Town's Plan uses the term "light industrial" on its Conceptual Future Land Use Map, but as the Town will recognize, it has but one "I" Industrial District (and no heavy industrial zoning), as well as the I-PUD.

- Approval of the PUD overlay will allow for the construction of physical facilities more upscale in nature and more consistent with existing aesthetics, at a location identified as one of the four major gateways into the historical district.
- The construction of mixed-use facilities will provide pedestrian access to certain retail/service facilities for nearby residents and employees in the Lineweaver Industrial Park, thus reducing the number of vehicle trips per day currently required by people driving to take advantage of such services.
- The open space/common areas provided for under the I-PUD zoning would allow for additional recreational areas, trails, etc. as envisioned in the Comprehensive Plan's call for conveniently located community facilities.
- The mixed-use component would allow for the provision of rental apartment units consistent with the Comprehensive Plan goal of broadening the choice of housing types available within the town.
- The overall project will be consistent with and complimentary to all adjoining properties, both residential to the east, west and south, and industrial/office to the north.
- The development of the property as a "commercial center," as encouraged in the Comprehensive Plan, will allow operation of retail, office, and restaurant facilities, providing an enhanced tax base compared to that provided by the flex/warehouse/office utilization allowed under the existing Industrial zoning.
- The market to be served by the project will include the local residents living within walking distance of the property as well as workers in the adjoining Lineweaver Industrial Park. Additionally, the location of the property along the Meetze Road exit off the Eastern Bypass will provide retail visibility and easy access for traffic travelling along the Eastern Bypass estimated by VDOT to exceed 40,000 trips per day.

Transportation. A traffic impact analysis has been submitted with this application. Draft proffers have been prepared that reflect the improvements called for therein.

Fiscal Impact. The Applicant has submitted a separate fiscal impact statement with this additional information submission. Development of the Property consistently with the I-PUD zoning will result in the construction of a substantial commercial/industrial area that, though impossible to detail at this time because the actual mix of uses is not guaranteed, will have a positive impact on the Town's economy and on its tax base. It is believed that the mix of uses provided by this development will encourage area residents to patronize businesses within the Town by providing uses that currently do not exist in, or near, the Town of Warrenton. Only some 116 dwelling units are proposed, making the proposal a predominantly commercial/mixed use project, the revenues from which will offset any costs that the Town may incur in the provision of public services, most especially for police, and public utilities, addressed further below.

The potential market area for the development is likely regional in nature than some other developments in the Town either present or proposed, but will still contain the neighborhood serving retail and other noncommercial services, including a planned substantial recreational/entertainment component.

Utility Services. The Property will require public water and sewer. There is ample water supply available, and there are no presently known off-site system improvements that may be needed to access that water. Sanitary sewer connections are also available on the subject property. The Applicant will evaluate a proffer for the mandatory use of low flow fixtures and low flow/Energy Star appliances in residences and non-residential structures that would make a substantial difference in how much water is used per typical day, which directly corresponds to sewage flows. The use of low flow fixtures in the non-residential portions of the development should further mitigate increased sanitary sewer demands, if any, from the multi-family residential units proposed. It should be noted that the Zoning Ordinance presently permits by-right uses of these I zoned parcels, construction of which would place demands on the Town's utility systems that may be essentially the same as the development of the Property as proposed. Sheet 2 of 8 of the revised MDP shows calculations of likely water and sewer requirements, compared to the potential by-right development of the Property.

Further discussion with Town staff will be required to refine analysis of utility service.

Approximate time schedule for commencement and completion of the project. The Applicant does not presently have users for the site, though it has consulted with a major Northern Virginia developer regarding the development potential for the property. The Applicant would begin the marketing of the development immediately upon approval of this rezoning and indeed has already commenced such efforts. The marketplace will determine completion.

Section 11-3.9.3.9 of the Zoning Ordinance. The property is adjacent to parcels zoned I, Industrial to the north, R-10 and R-6 to the west and R-15 to the south. The property is bordered by roads in all directions. An overview of compliance with the Comprehensive Plan is above. It should be noted that the roads separating the development from the R-6, R-10 and R-15 zoned areas are arterial roadways with substantial right-of-way widths.

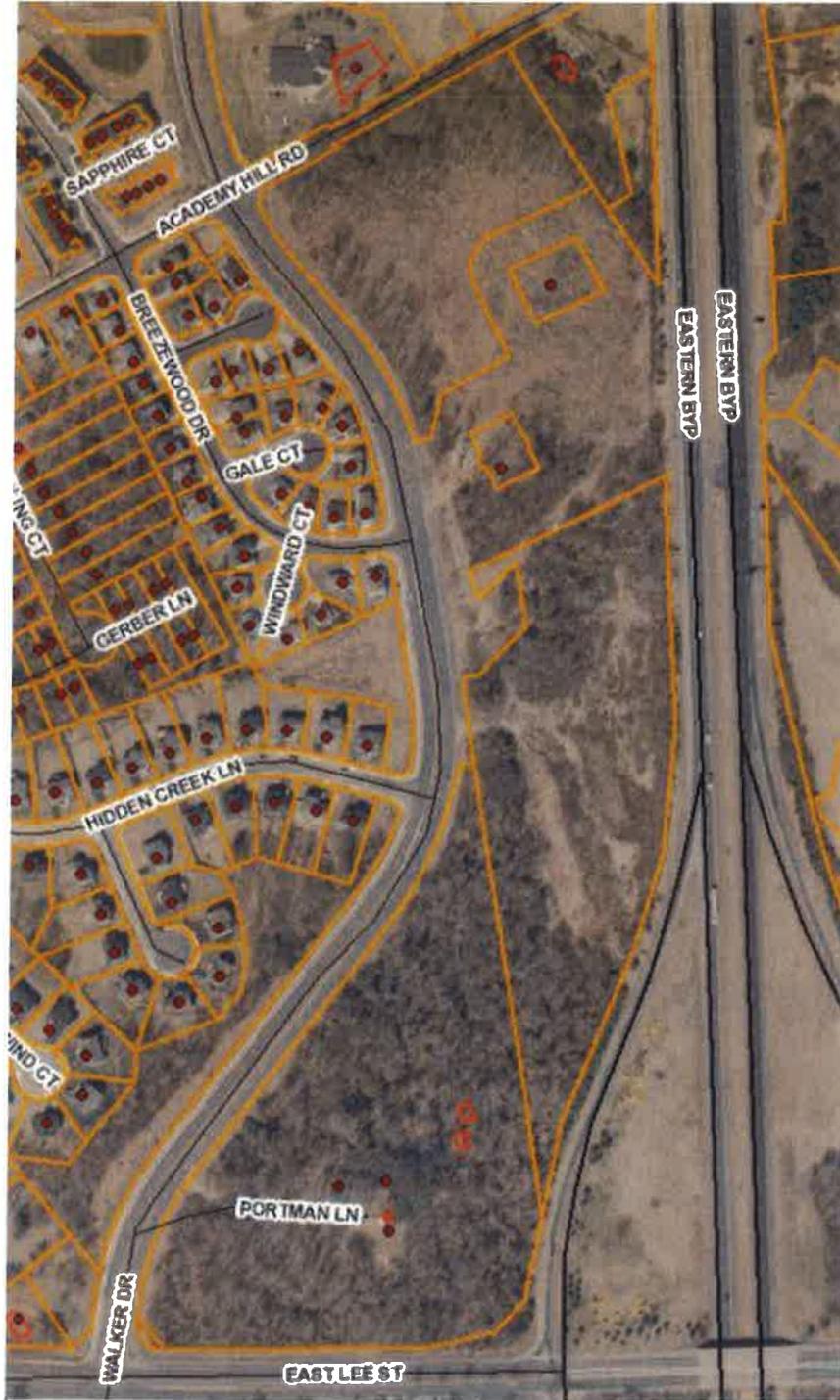
Environment. The surrounding properties have been developed and the property is bordered by existing roads. It is not anticipated that any off-site areas will be negatively impacted from an environmental perspective.

The area to the north of the proposed wet pond currently has stormwater management coverage in the existing facility. It is expected that this area will need supplemental on-site Best Management Practices (BMP) measures to meet the current stormwater management regulations adopted in July of 2014. The southern portion of the site will be addressed by the proposed facility shown on the Master Development Plan. It is planned that all stormwater management requirements will be provided on-site. The existing, but non-functional, SWM facility owned by the Town of Warrenton may be absorbed into the development's proposed wet pond. Should this happen, it is anticipated that the Town would convey ownership of the pond property to the Applicants who would incorporate that property into its proposed development. The Applicant's proposed wet pond would then be designed

to compensate for the stormwater flowing to the existing but non-functional facility to benefit both the Applicant and the Town.

Additionally, a Wetland Delineation Report for this area was conducted in 2008 by McCarthy & Associates, and they found no areas warranting delineation as “waters of the US.” This report was verified as accurate by the US Army Corps of Engineers in a letter dated August, 2008. Nothing has changed on the property or in applicable regulations to suggest any alteration in these conclusions.

A site area photo from the Town’s GIS is below.



Walker Drive Properties Rezoning Design Guidelines

September 27, 2016



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Description of Project

Overview of the Proposal. The Applicant proposes to rezone the Property for a mixture of residential and commercial uses as generally depicted on the Master Development (Concept) Plan for the property as identified in the approved proffer statement.

The Property is bounded on the west side of Walker Drive by existing residential areas zoned R-6 and R-10. Properties to the south and west of the site are zoned R-15. Properties in the County to the east (across the bypass and separated from the properties proposed for rezoning) are zoned in Fauquier County for residential development that has not occurred at the time of this rezoning.

The Applicant has conducted sufficient investigation to believe that there is a demand for land zoned for the mix of industrial, residential, and commercial uses that is proposed for the site under the I-PUD zoning and the Master Development Plan.

In summary, the Applicant contemplates two phases of development, that may include.

Phase 1:

Bowling alley – approximately 21,000 gsf

Movie theater – approximately 35,000 gsf

General office – approximately 20,550 gsf

General retail - approximately 20,550 gsf

Restaurant (2) – high turnover, sit down – approximately 20,550 gsf

Phase 2:

Multi-family apartments – 116 dwelling units

General office – approximately 16,806 gsf

General retail – approximately 35,417 gsf

Restaurant – high turnover, sit down – approximately 13,000 gsf

Totals:

Multi-family apartments and condominiums – 116 dwelling units

Entertainment (bowling alley + movie theater) – approximately 56,000 gsf

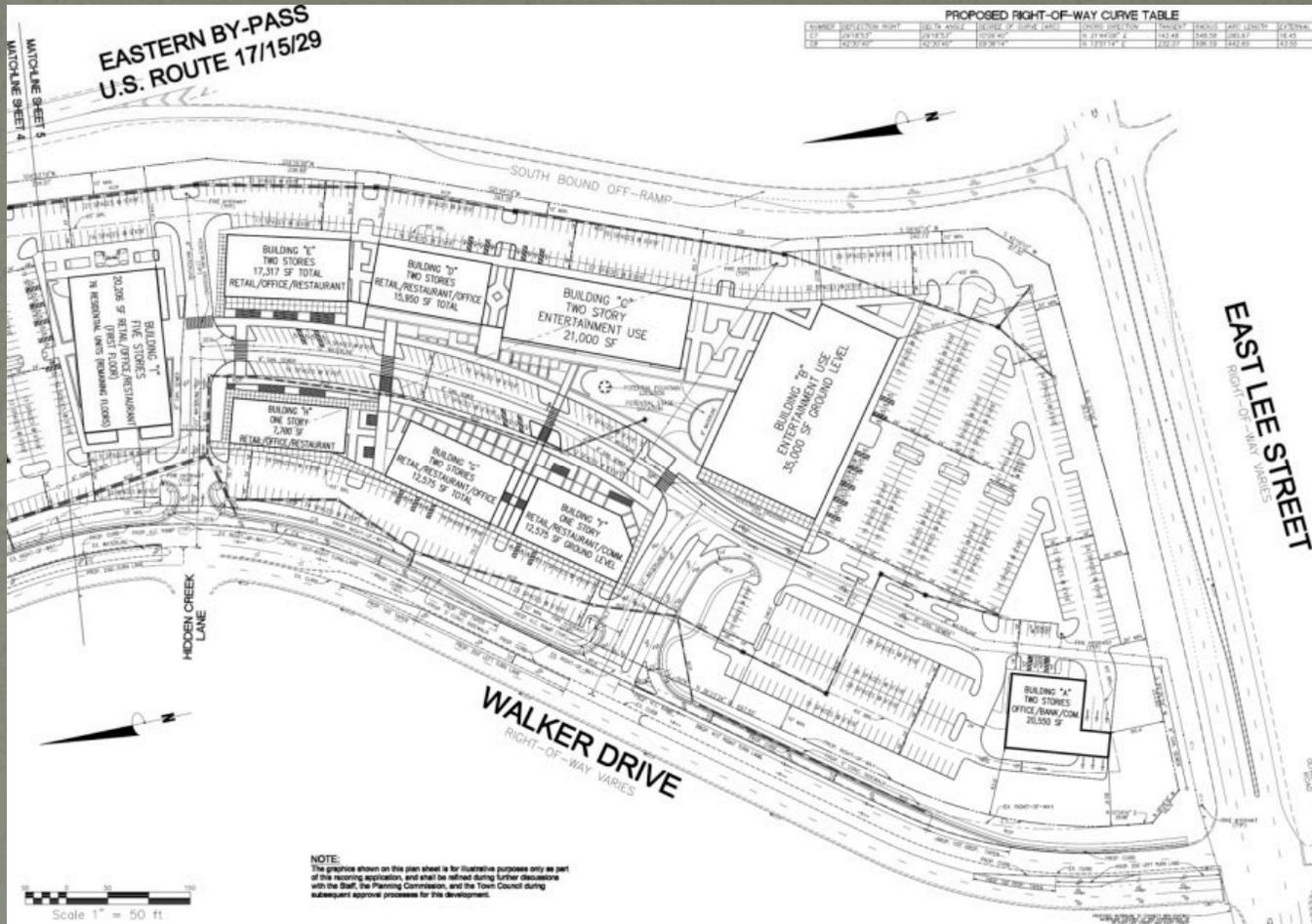
General office – approximately 37,356 gsf

General retail – approximately 55,967 gsf

Restaurant – approximately 33,550 gsf

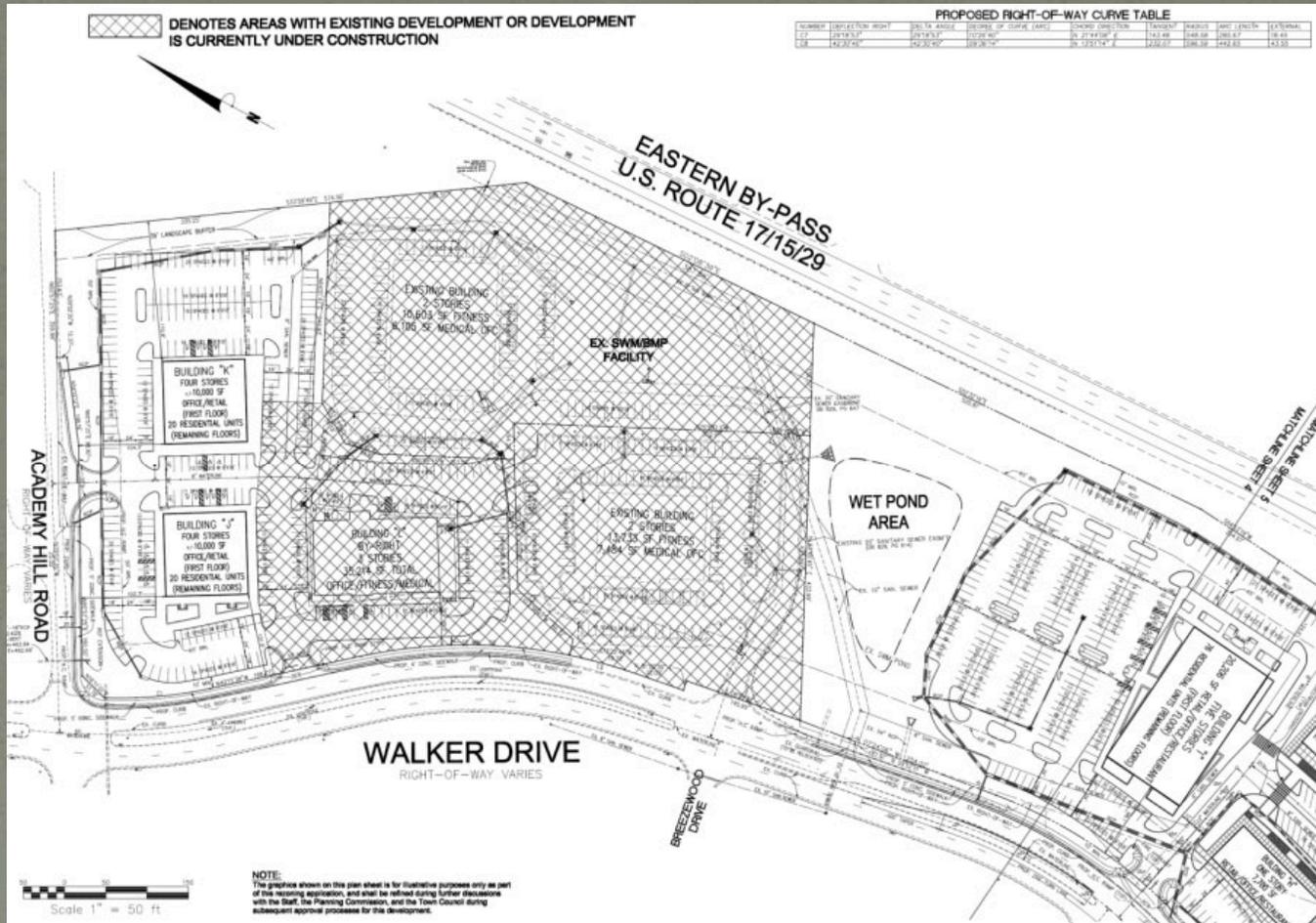
Completion of the project would result in 116 dwellings, and a total of 182,800 +/- square feet of new industrial and other non-residential development, to be absorbed as the market demands.

Illustrative Plan



The phasing line shown on the illustrative plan reflects the phasing as reported in the Traffic Impact Analysis. This line does not represent or refer to future construction of the site. Land Bay designations and site layout are illustrative and may change upon final site plan approval.

Illustrative Plan



The phasing line shown on the illustrative plan reflects the phasing as reported in the Traffic Impact Analysis. This line does not represent or refer to future construction of the site. Land Bay designations and site layout are illustrative and may change upon final site plan approval.

Building Materials and Architectural Styles

The project will have high quality construction which includes the following building materials: steel, brick, stone, wood and/or glass, brick, architectural block, real or simulated wood stucco and/or glass, or a combination thereof. Plain or painted concrete masonry unit (CMU) block will not be used on the front or sides of any buildings. If any form of siding is used it will be Hardiplank Siding or equivalent. No metal buildings will be permitted. The foregoing does not preclude use of other materials, solely for fascia, trim and other secondary building elements.

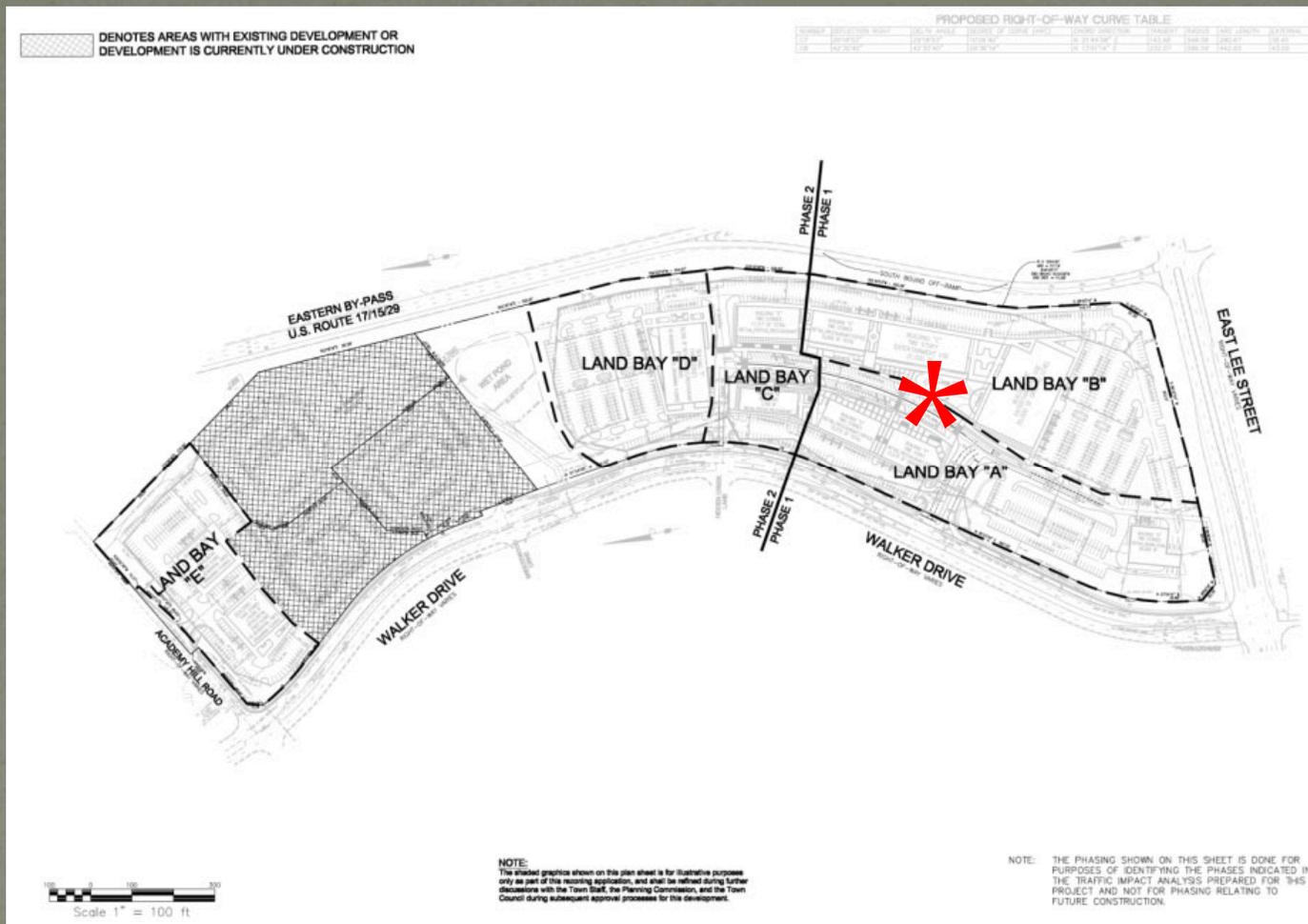
For any flat roof buildings architectural elements such as, but not limited to, false walls or mansard roofs will be used to screen any mechanical equipment.



Building Materials and Architectural Styles



Public Gathering Area



* Public Gathering Area Amenities/Features may include: café seating areas, benches, play fountain, fire pit, stone walls, performance stage and decorative concrete pavers. (Details shown on following page.)

Public Gathering Area Design Elements and Landscaping



FIRE PIT OPTION



PEDESTRIAN AREA LIGHTING



LIGHTING DETAILS



DECORATIVE CONCRETE



PLAY FOUNTAIN



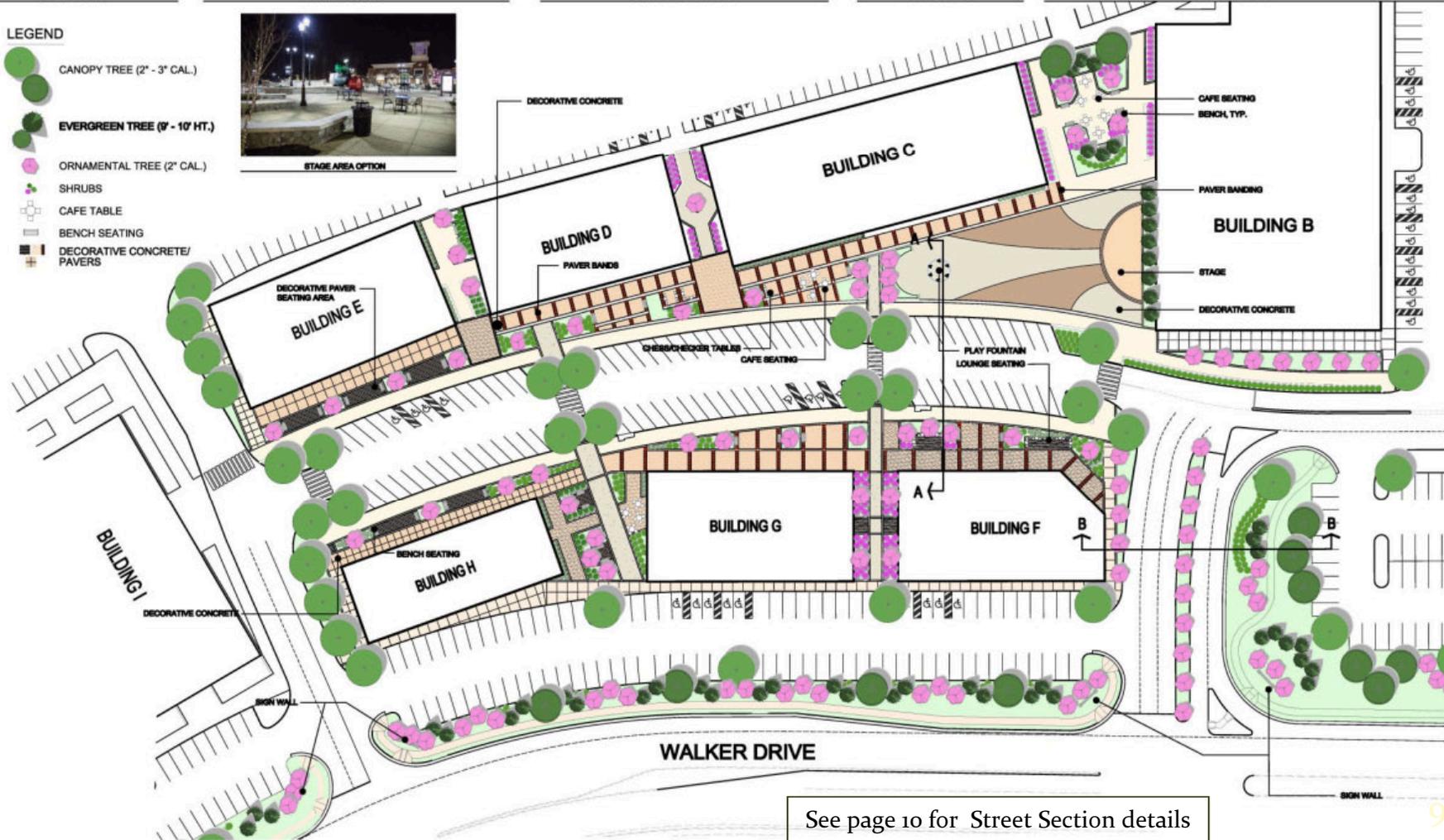
SITE SEATING AMENITIES

LEGEND

- CANOPY TREE (2" - 3" CAL.)
- EVERGREEN TREE (8' - 10' HT.)
- ORNAMENTAL TREE (2" CAL.)
- SHRUBS
- CAFE TABLE
- BENCH SEATING
- DECORATIVE CONCRETE/PAVERS

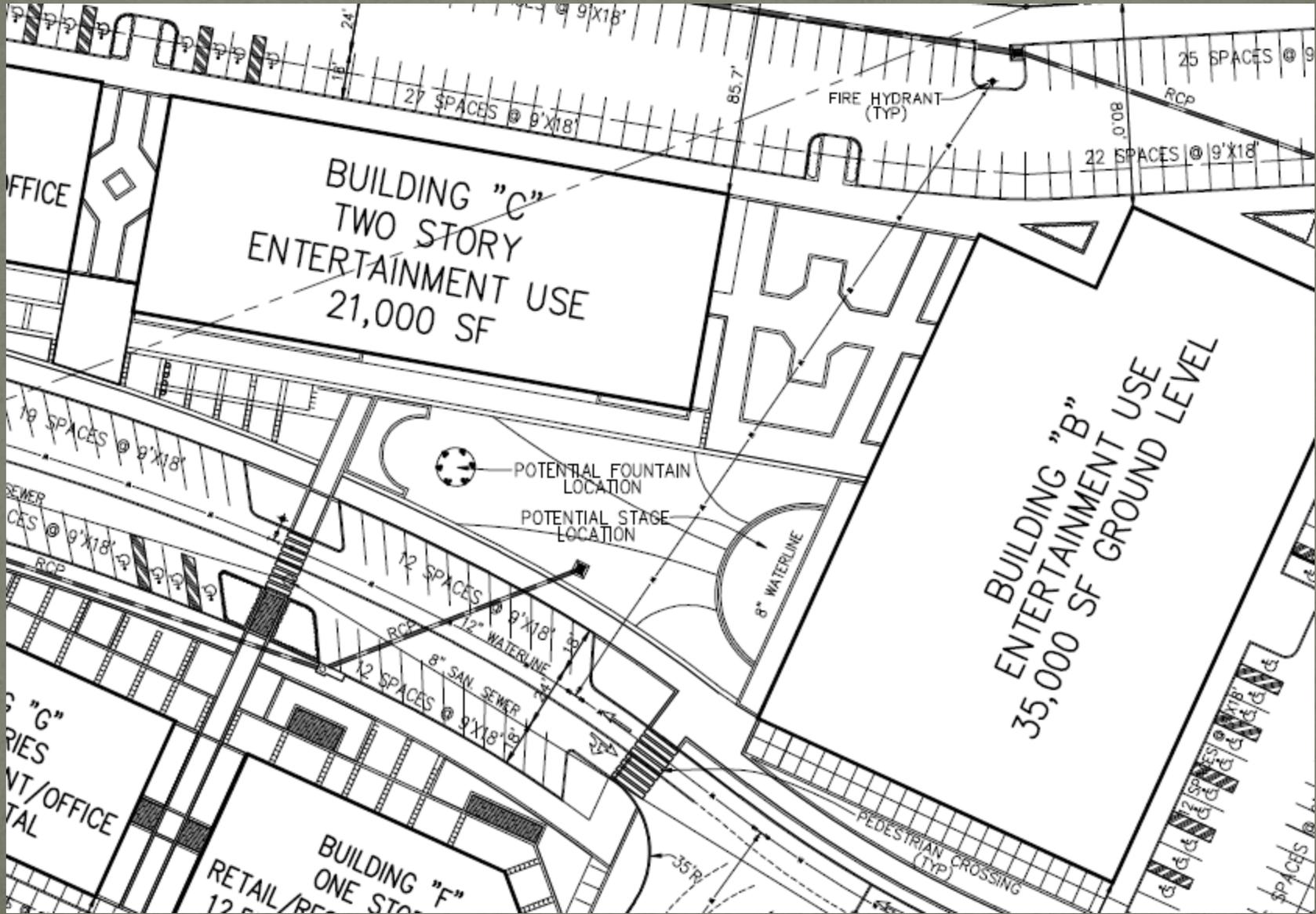


STAGE AREA OPTION

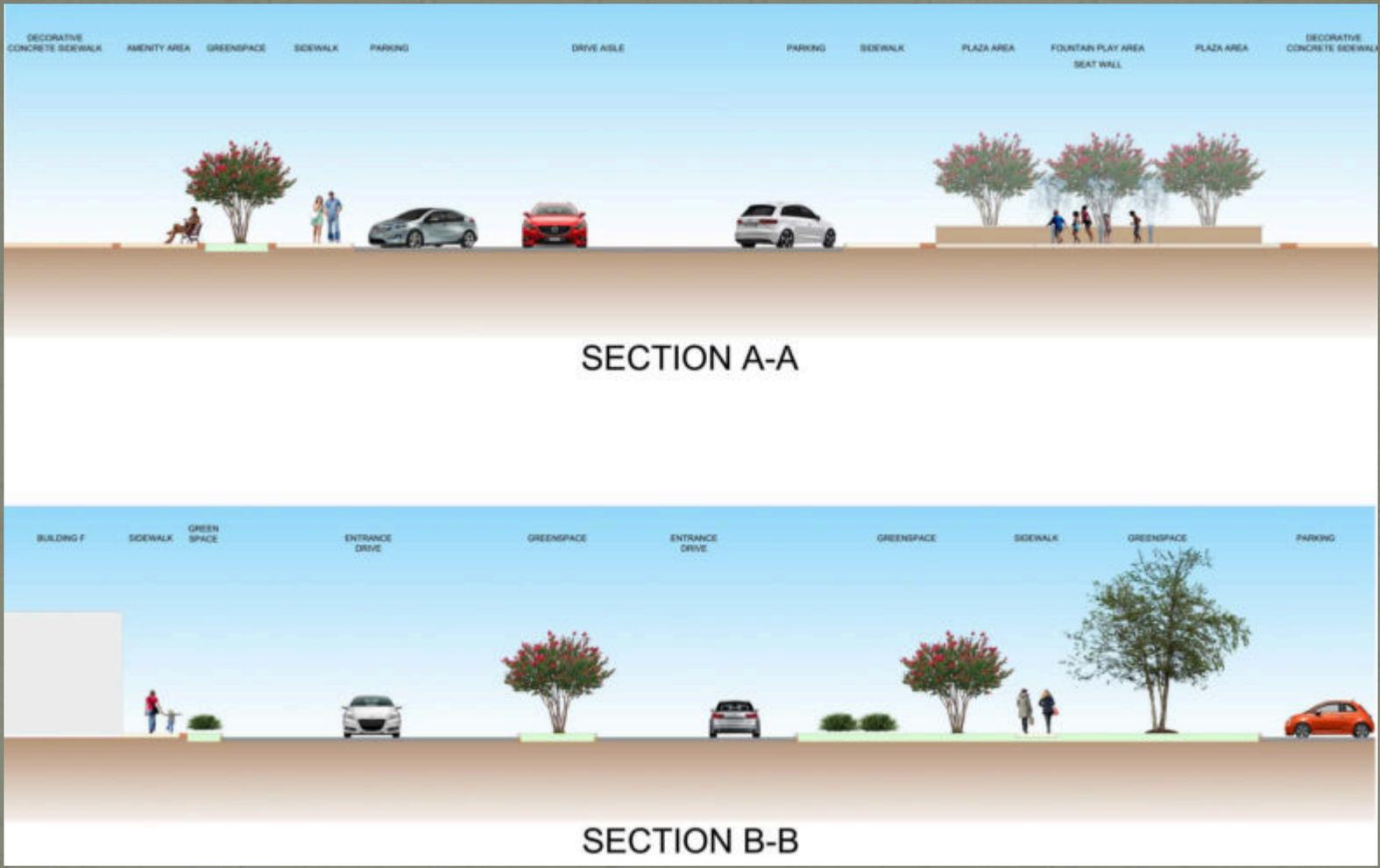


See page 10 for Street Section details

Play Fountain



Street Section Details

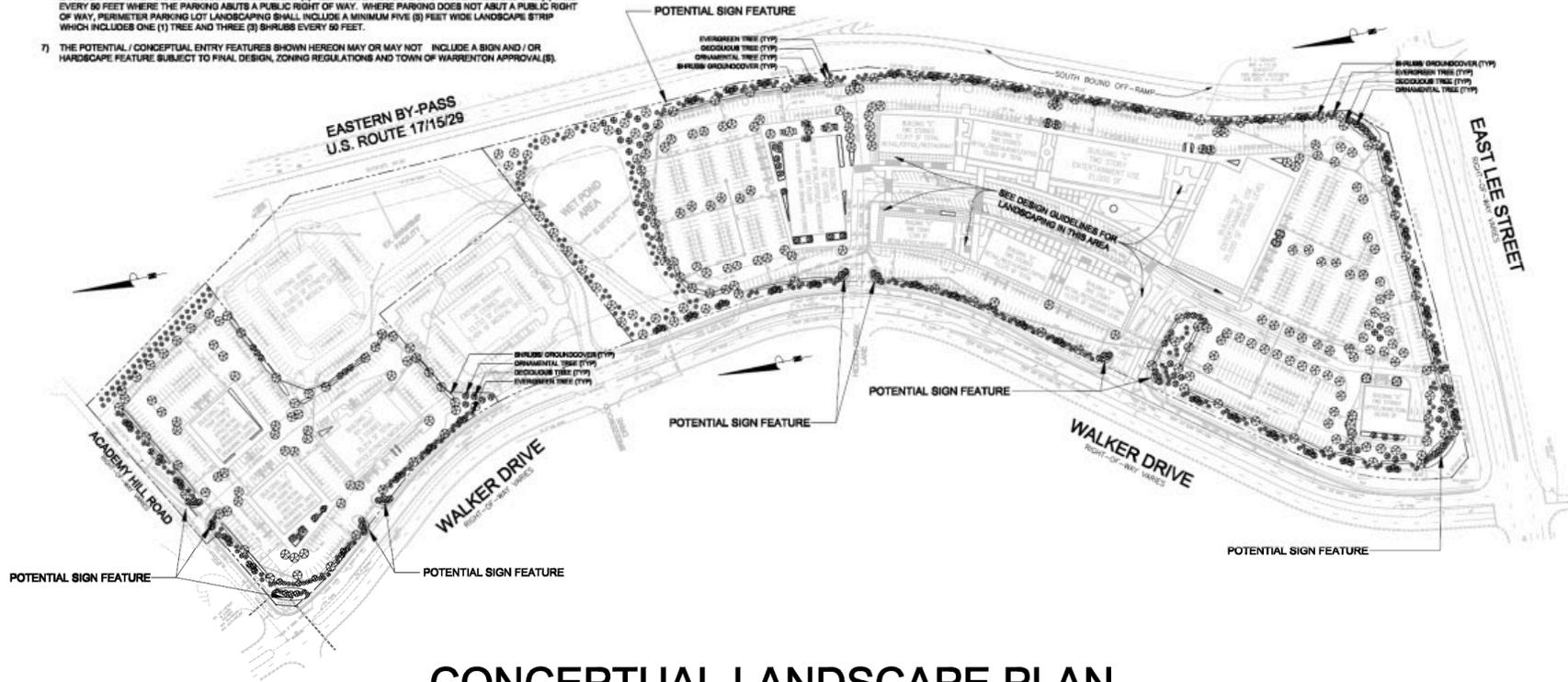


CONCEPTUAL LANDSCAPE PLAN NOTES:

- 1) THE LANDSCAPING SHOWN ON THIS PLAN IS FOR CONCEPTUAL PURPOSES ONLY. THE FINAL LANDSCAPE DESIGN INCLUDING SPECIES TYPE, QUANTITY AND LOCATION SHALL BE DETERMINED AT THE TIME OF A FINAL SITE PLAN SUBMISSION.
- 2) LANDSCAPING SUBMITTED WITH A FINAL SITE PLAN SHALL BE SUBJECT TO ALL APPLICABLE TOWN OF WARRENTON REGULATIONS - UNLESS WAIVED BY THE TOWN OF WARRENTON PRIOR TO OR DURING THE SITE PLAN REVIEW PROCESS.
- 3) THE LANDSCAPE PLAN SUBMITTED AT THE TIME OF FINAL SITE PLAN SHALL PROVIDE FOR THE PLANTING OR REPLACEMENT OF TREES ON THE SITE TO THE EXTENT THAT, AT 20 YEARS, A MINIMUM OF 10% TREE CANOPY SHALL BE PROVIDED.
- 4) THE LANDSCAPE PLAN SUBMITTED AT THE TIME OF FINAL SITE PLAN SHALL PROVIDE INTERIOR PARKING LOT LANDSCAPING IN ACCORDANCE WITH THE ZONING ORDINANCE. THIS INCLUDES AN AREA EQUAL TO OR GREATER THAN 10% PERCENT OF THE PAVED PARKING AREA WHICH SHALL BE LANDSCAPED. ADDITIONALLY, LANDSCAPING SHALL BE PROVIDED AT A RATE OF ONE (1) TREE AND THREE (3) SHRUBS FOR EVERY EIGHT (8) PARKING SPACES.
- 5) THE LANDSCAPE PLAN SUBMITTED AT THE TIME OF FINAL SITE PLAN SHALL PROVIDE TREE SELECTIONS FROM THE ACCEPTABLE TREE SPECIES LIST FOUND IN THE ZONING ORDINANCE.
- 6) THE LANDSCAPE PLAN SUBMITTED AT THE TIME OF FINAL SITE PLAN SHALL PROVIDE PERIMETER PARKING LOT LANDSCAPING WHICH SHALL INCLUDE A MINIMUM EIGHT (8) FEET WIDE LANDSCAPE STRIP WHICH INCLUDES ONE (1) TREE EVERY 50 FEET WHERE THE PARKING ADJUTS A PUBLIC RIGHT OF WAY. WHERE PARKING DOES NOT ADJUT A PUBLIC RIGHT OF WAY, PERIMETER PARKING LOT LANDSCAPING SHALL INCLUDE A MINIMUM FIVE (5) FEET WIDE LANDSCAPE STRIP WHICH INCLUDES ONE (1) TREE AND THREE (3) SHRUBS EVERY 50 FEET.
- 7) THE POTENTIAL / CONCEPTUAL ENTRY FEATURES SHOWN HEREON MAY OR MAY NOT INCLUDE A SIGN AND / OR HARDSCAPE FEATURE SUBJECT TO FINAL DESIGN, ZONING REGULATIONS AND TOWN OF WARRENTON APPROVAL(S).

LEGEND

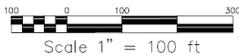
-  MEDIUM TO LARGE DECIDUOUS TREE
-  SMALL TO MEDIUM ORNAMENTAL TREE
-  EVERGREEN TREE
-  SHRUBS, GROUNDCOVER, PERENNIALS, OR ANNUALS



**CONCEPTUAL LANDSCAPE PLAN
WALKER DRIVE PROPERTY**

JULY 18, 2016

SCALE
1"=100'



Illustrative

Landscaping Standards

The species of trees, shrubs, grasses and other vegetative cover shall be representative of indigenous species of existing plant communities in Fauquier County and the Virginia Piedmont. All landscape materials shall conform to the American Standard for Nursery Stock as published by the American Association of Nurserymen with the following minimum size or height standards as of the installation date:

Deciduous Street and Canopy Trees:	2.5" caliper
Ornamental and Understory Trees:	2" caliper
Coniferous Trees:	9' height
Evergreen and Deciduous Shrubs	18" spread or height

Recommended Street Trees: Red Maple, Green Ash, White Ash, London Plane Tree, Willow Oak, Lacebark Elm and Zelkova

Recommended Canopy Trees: Sugar Maple, Sweetgum, Tulip Poplar, Black Gum, Sycamore, Pin Oak, and Sawtooth Oak

Recommended Ornamental/Flowering Trees: Bottlebrush Buckeye, Serviceberry, River Birch, Eastern Redbud, Flowering Dogwood and White Fringetree

Recommended Evergreen Trees: Deodar Cedar, American Holly, Eastern Red Cedar, Souther Magnolia, Sweet Bay Magnolia, Virginia Pine and Eastern Arborvitae

PROFFER STATEMENT

ZMA 16-01 - WALKER DRIVE PROPERTIES ZONING MAP AMENDMENT

REZONING: Rezoning from I District to the I-PUD District

PROPERTY and RECORD OWNERS:

The Property that is the subject of this rezoning consists of parcels totaling approximately 31.3873 acres and bearing the following Parcel Identification Numbers:

1. 6984-73-6957-101, 6984-73-6957-202, CCMK, LLC
2. 6984-73-6957-201, RAM Holdings, LLC
3. 6984-73-6957-203, 6984-73-6957-204,
J. S. Woodside Properties, LLC¹
4. 6984-74-8242-001, Hirshman Hoover, LLC
5. 6984-74-8242-002, J. L. Woodside Properties, LLC
6. 6984-74-8242-003, 6984-74-8242-006, 6984-74-8242-007,
F&R Development, LLC
7. 6984-74-8242-004, 6984-74-8242-005, CCMK, LLC
8. 6984-74-5565-000, Walker Drive Investment Group, LLC
9. 6984-72-3635-000, The Drew Corporation
10. 6984-73-7494-000, Springfield Properties, LLC

PROJECT NAME: Walker Drive Properties Zoning Map Amendment

ORIGINAL DATE: April 15, 2016

RESUBMITTAL: July 28, 2016
September 27, 2016

1. Generally applicable proffers.

¹ RAM Holdings, J. S. and J. L. Woodside, and Hirshman Hoover have joined as applicants in this rezoning. Their ownership interest in the property, however, is solely as owner of a condominium unit in an existing building on the Property. They have consented to the rezoning of their properties, but shall not be subject to this Proffer Statement except to the extent that the uses of their units must be otherwise authorized by the Town of Warrenton Zoning Ordinance, and this Proffer Statement. The remaining Applicants and their successors and assigns shall be responsible for all proffer compliance.

The undersigned owners of property bearing the GPINs set forth above, comprising approximately 31.3873 acres (the “Property”), hereby proffer that the use and development of the Property shall be in substantial conformance with the following conditions and shall supersede all other proffers with respect to the Property made prior to this submission, if any. In the event this zoning map amendment is not granted as applied for by the Applicant, these proffers shall be withdrawn and become void.

“Final Rezoning” as the term is used herein shall be defined as that zoning (to include a proffer condition amendment) which is in effect on the day following the last day upon which the Warrenton Town Council’s (the “Council”) decision granting this rezoning may be contested in the appropriate court or, if contested, the day following the entry of a final court order affirming the decision of the Board which has not been appealed, or, if appealed, the day following which the decision has been affirmed on appeal.

The headings on the amended proffers set forth below have been prepared for convenience and reference only and shall not control or affect the meaning or be taken as an interpretation of any provision of the proffers.

The term “Applicant” as referenced herein shall include the property owners listed above, and all future owners and successors in interest to the Property.

2. The documents depicting the development of the Property include the following that are incorporated by reference:

2.1. The development of the Property shall be in substantial conformance with the following:

2.1.1. The Master Development Plan entitled “Walker Drive Properties – Master Development Plan,” prepared by Michael Johnson, PE, dated September 19, 2016, Sheets 1, 2, 3 (as it identifies Land Bays) (hereinafter, the “MDP”)

2.1.2. Sheets 4, 5 and 6 are for illustrative and conceptual purposes only, and the exact layout may change upon site plan approval).

3. Uses of the Property.

3.1. The Property shall be developed in substantial conformance with the MDP as set forth above, but the location of structures and utilities, including stormwater management facilities, shall be subject to reasonable adjustments at final engineering. The Applicant shall consult with the Town Zoning Administrator regarding the locations and layout of structures prior to obtaining a zoning permit.

- 3.2. The Property shall be used solely for those uses that are permitted in the I-PUD zoning overlay district. Those uses that require a special use permit shall file appropriate applications therefor.
- 3.3. The maximum number of multi-family dwelling units/condominiums shall be one hundred sixteen (116).
- 3.4. A parcel suitable for the construction of a movie theater shall be set aside and retained and the Applicant shall use its best commercially reasonable efforts to secure such a theater as a component of the development of the Property.

4. Landscaping

- 4.1. Buffers and landscaping shall be installed in substantial conformance with the MDP.
- 4.2. The Applicant shall provide a minimum thirty foot (30') wide landscaped area along the East Lee Street frontage to include landscaping and berming to be determined at final site plan.

5. Design

- 5.1. Development on the Property shall be substantial conformance with the design guidelines entitled "Walker Drive Properties Rezoning – Design Guidelines," dated April 15, 2016, last revised July 15, 2016 (hereinafter, the "Design Guidelines"), subject to minor modifications made in connection with site/subdivision plan review. More substantial modifications to the Design Guidelines may be approved by the Planning Director, provided that the Director determines that any such modification represents an improvement to the overall quality of the development beyond that depicted in the Design Guidelines.

6. Building Materials

- 6.1. In order to insure high quality construction of new buildings on the Property, building materials may include steel, brick, stone, wood and/or glass, brick, architectural block, real or simulated wood stucco and/or glass, or a combination thereof, or similar materials compatible with the commercial and multi-family and condominium residential development as may be approved by the Zoning Administrator. Plain or painted concrete masonry unit (CMU) block shall not be used on the front or sides of any buildings. If any form of siding is used it shall consist of Hardiplank Siding or equivalent as approved by the Zoning Administrator. No metal buildings shall be permitted. The foregoing shall not preclude use of other materials, solely for fascia, trim and other secondary building elements.

7. Transportation.

- 7.1. Prior to and as a condition of the first site/subdivision plan approval, the Applicant shall prepare a traffic signal warrant study for the following intersections: (1) East Lee Street and Walker Drive; (2) U.S. 29 bypass northbound ramps and Meetze Road and (3) Site Entrance A. The Applicant shall submit the study to the Town and VDOT for review and approval. If no signal is warranted or, if warranted and the Town and/or VDOT does not approve the signal, the Applicant shall have no further obligation regarding such signalization except as set forth herein.
- 7.2. If a signal is thereafter subsequently warranted during development of the Property, as shown on a further site or subdivision plan for its development, the Applicant shall be responsible for its pro-rata share for the installation of a signal as set forth above. An escrow fund shall be created using the pro-rata payment from the Applicant and funds from others.
- 7.2.1. The Applicant's pro-rata share shall be escrowed in the form of a letter of credit acceptable to the Town, or cash or the equivalent (from a financial institution acceptable to the Town), at the time of the final site or subdivision plan approval for development demonstrating the need for such signal.
- 7.2.2. The Applicant's pro-rata share of the costs of designing and constructing the signals above shall be equal to its proportionate share of the total vehicle trips, including future trips included in the Traffic Impact Study prepared by The Traffic Group, dated April 6, 2016 (the "TIS"); that are generated by development of the Property and traffic increases on surrounding roads giving rise to the need for signalization at a given location as depicted in the TIS. Such costs shall be determined by the actual construction costs of the signal, if already constructed, or by the Town's most current unit price list if not already constructed, and shall be paid or escrowed, as the case may be, at the time of final approval of the site plan including the intersection warranting the signal.
- 7.3. Notwithstanding the foregoing, and with specific reference to Site Entrance A, it is the Applicant's intention to install a signal to a design approved by the Town and VDOT at that Site Entrance, at the Applicant's sole expense, in the first phase of the development, as depicted on the MDP (hereinafter, "Phase One"). The Applicant shall seek approval for a signal warrant for Site Entrance A in connection with the first site or subdivision plan for the Property in order to assure safe and convenient access to the site from the commencement of development and its efficient and economical development.

- 7.4. The Applicant shall install a 200 foot left turn lane to the southbound approach of Walker Drive at the intersection of Walker Drive and East Lee Street. Said improvement shall be shown on the site or subdivision plan for Phase One. If a traffic signal is installed at the intersection of Walker Drive and East Lee Street in connection with Proffers #7.1 and 7.2 above, then the southbound traffic lane on Walker Drive at East Lee Street shall be changed to an exclusive right turn lane, a shared through left turn lane and the exclusive left turn lane mentioned above.
- 7.5. The Applicant shall provide left and right turn lanes along Walker Drive at Site Access Points A and B as shown in the TIS, and provide two-lane approaches for the exiting movements from the site.
- 7.6. All traffic lights that may be installed shall comply and be compatible with the Town's Opticom System.
- 7.7. The Applicant shall install pedestrian crosswalks acceptable to the Town and VDOT at all controlled intersections.
- 7.8. Notwithstanding any other provision of these proffers any improvements to which commitment is hereby made shall conform to applicable VDOT standards as plans therefor may be approved.

8. Parks and Recreation

- 8.1. The Applicant shall contribute to the Town a sum of \$40,000 for the purposes of trail construction and improvements. Said contribution shall be paid prior to the release of performance bonds on Phase One of the project and may be used by the Town as it deems necessary to improvement the trail system within the vicinity of the Property.

9. Storm Water Management

- 9.1. The Applicant shall provide stormwater management in accordance with the Town standards and Virginia Storm Water Management Regulations. The location of said facilities shall be determined at site plan review, in connection with final engineering.

10. Fire and Rescue and Building Code Requirements

- 10.1. The Applicant shall comply with all applicable requirements of the International Building Codes for building construction and fire suppression.

11. Lighting

- 11.1. The Applicant shall comply with the Town's photometric standards applicable to a lighting plan for the Project to be submitted with the first site plan for the development of the Property.

12. Water and Sewer

- 12.1. The Property shall be served by public sewer and water provided by the Town.
- 12.2. The applicant shall extend the water main in Walker Drive that currently dead ends at Hidden Creek, through the proposed property to insure a loop at the water main in East Street and East Lee Street. It shall further assure that the water systems loops with existing or proposed water lines at Meetze/Lee Street in order to secure adequate water flows and ongoing maintenance of the public system.

13. Waivers/Modifications²

- 13.1. Pursuant to § 3-5.2.4.3(6) of the Zoning Ordinance, below are waivers/modifications applicable to the Property.
 - 13.1.1. Pursuant to § 3-5.2.4.1 of the Zoning Ordinance, the Land Use Mix as it is depicted on the MDP is hereby approved for the Property.
 - 13.1.2. Pursuant to § 3-5.2.4.3(6) of the Zoning Ordinance, the Applicant shall construct signage consistent with the comprehensive sign package for the Property that shall be administratively reviewed and approved by the Planning Director.

14. Miscellaneous.

- 14.1. Approval of and conformance with the Master Development Plan and these proffers do not relieve the Applicant of the responsibility to address the stormwater runoff reduction and water quality treatment for stormwater as required by the EPA, DEQ and/or the Town of Warrenton, or any other applicable provision of an ordinance, or State or Federal law.
- 14.2. A play fountain shall be constructed in Phase One of the project.

² Additional statements of justification for waivers or modifications proposed in connection with this Rezoning will be provided during the review process, as they may be needed.

- 14.3. The applicant shall provide bicycle racks in locations within the Property subject to the approval of the Zoning Administrator.

[Signature Pages to Follow]

PROFFER STATEMENT

ZMA 16-01 - WALKER DRIVE PROPERTIES ZONING MAP AMENDMENT

REZONING: Rezoning from I District to the I-PUD District

PROPERTY and RECORD OWNERS:

The Property that is the subject of this rezoning consists of parcels totaling approximately 31.3873 acres and bearing the following Parcel Identification Numbers:

1. 6984-73-6957-101, 6984-73-6957-202, CCMK, LLC
2. 6984-73-6957-201, RAM Holdings, LLC
3. 6984-73-6957-203, 6984-73-6957-204,
J. S. Woodside Properties, LLC¹
4. 6984-74-8242-001, Hirshman Hoover, LLC
5. 6984-74-8242-002, J. L. Woodside Properties, LLC
6. 6984-74-8242-003, 6984-74-8242-006, 6984-74-8242-007,
F&R Development, LLC
7. 6984-74-8242-004, 6984-74-8242-005, CCMK, LLC
8. 6984-74-5565-000, Walker Drive Investment Group, LLC
9. 6984-72-3635-000, The Drew Corporation
10. 6984-73-7494-000, Springfield Properties, LLC

PROJECT NAME: Walker Drive Properties Zoning Map Amendment

ORIGINAL DATE: April 15, 2016

RESUBMITTAL: July 28, 2016

[September 27, 2016](#)

1. **Generally applicable proffers.**

¹ RAM Holdings, J. S. and J. L. Woodside, and Hirshman Hoover have joined as applicants in this rezoning. Their ownership interest in the property, however, is solely as owner of a condominium unit in an existing building on the Property. They have consented to the rezoning of their properties, but shall not be subject to this Proffer Statement except to the extent that the uses of their units must be otherwise authorized by the Town of Warrenton Zoning Ordinance, and this Proffer Statement. The remaining Applicants and their successors and assigns shall be responsible for all proffer compliance.

The undersigned owners of property bearing the GPINs set forth above, comprising approximately 31.3873 acres (the “Property”), hereby proffer that the use and development of the Property shall be in substantial conformance with the following conditions and shall supersede all other proffers with respect to the Property made prior to this submission, if any. In the event this zoning map amendment is not granted as applied for by the Applicant, these proffers shall be withdrawn and become void.

“Final Rezoning” as the term is used herein shall be defined as that zoning (to include a proffer condition amendment) which is in effect on the day following the last day upon which the Warrenton Town Council’s (the “Council”) decision granting this rezoning may be contested in the appropriate court or, if contested, the day following the entry of a final court order affirming the decision of the Board which has not been appealed, or, if appealed, the day following which the decision has been affirmed on appeal.

The headings on the amended proffers set forth below have been prepared for convenience and reference only and shall not control or affect the meaning or be taken as an interpretation of any provision of the proffers.

The term “Applicant” as referenced herein shall include the property owners listed above, and all future owners and successors in interest to the Property.

2. The documents depicting the development of the Property include the following that are incorporated by reference:

2.1. The development of the Property shall be in substantial conformance with the following:

2.1.1. The Master Development Plan entitled “Walker Drive Properties – Master Development Plan,” prepared by Michael Johnson, PE, dated ~~July 18~~September 19, 2016 ~~(Sheet 3, provided that sheets 2, 4, 5 and 6 are for illustrative purposes only, and the layout may change upon site plan approval).~~ 2, 3 (as it identifies Land Bays) (hereinafter, the “MDP”)

2.1.2. Sheets 4, 5 and 6 are for illustrative and conceptual purposes only, and the exact layout may change upon site plan approval).

3. Uses of the Property.

3.1. The Property shall be developed in substantial conformance with the MDP as set forth above, but the location of structures and utilities ~~-, including stormwater management facilities,~~ shall be subject to reasonable adjustments at final engineering. The Applicant shall consult with the Town Zoning Administrator

regarding the locations and layout of structures prior to obtaining a zoning permit.

3.2. The Property shall be used solely for those uses that are permitted in the I-PUD zoning overlay district. Those uses that require a special use permit shall file appropriate applications therefor.

3.3. The maximum number of multi-family dwelling units ~~+/~~condominiums shall be one hundred sixteen (116).

~~3.4. Notwithstanding any other provision of these proffers, or of the Zoning Ordinance of the Town of Warrenton, no fitness centers, gymnasiums, or similar uses shall be permitted other than those that may be in existence on the date of the approval of this rezoning.~~

~~3.4.~~ 3.5.A—A parcel suitable for the construction of a movie theater shall be constructed on set aside and retained and the Applicant shall use its best commercially reasonable efforts to secure such a theater as a component of the development of the Property.

4. Landscaping

4.1. Buffers and landscaping shall be installed in substantial conformance with the MDP.

4.2. The Applicant shall provide a minimum thirty foot (30') wide ~~buffer~~ landscaped area along the East Lee Street frontage to include landscaping and berming to be determined at final site plan.

5. Design

5.1. Development on the Property shall be substantial conformance with the design guidelines entitled “Walker Drive Properties Rezoning – Design Guidelines,” dated April 15, 2016, last revised July 15, 2016 (hereinafter, the “Design Guidelines”), subject to minor modifications made in connection with site/subdivision plan review. More substantial modifications to the Design Guidelines may be approved by the Planning Director, provided that the Director determines that any such modification represents an improvement to the overall quality of the development beyond that depicted in the Design Guidelines.

6. Building Materials

6.1. In order to insure high quality construction of new buildings on the Property, ~~primary~~ building materials ~~on each side of any building~~ may include steel, brick, stone, ~~siding,~~ wood and/or glass, ~~concrete masonry units (CMU)~~ brick,

architectural block, real or simulated wood stucco and/or glass, or a combination thereof, or similar materials compatible with the commercial and multi-family and condominium residential development as may be approved by the Zoning Administrator. Plain ~~CMU~~ or painted concrete masonry unit (CMU) block shall not be used ~~for on~~ the front or ~~rear facades~~ sides of any buildings. If any form of siding is used it shall consist of Hardiplank Siding or equivalent as approved by the Zoning Administrator. No metal buildings shall be permitted. The foregoing shall not preclude use of other materials ~~-,~~ solely for fascia, trim and other secondary building elements.

7. Transportation.

- 7.1. Prior to and as a condition of the first site/subdivision plan approval, the Applicant shall prepare a traffic signal warrant study for the following intersections: (1) East Lee Street and Walker Drive; (2) U.S. 29 bypass northbound ramps and Meetze Road and (3) Site Entrance A. The Applicant shall submit the study to the Town and VDOT for review and approval. If no signal is warranted or, if warranted and the Town and/or VDOT does not approve the signal, the Applicant shall have no further obligation regarding such signalization except as set forth herein.
- 7.2. If a signal is thereafter subsequently warranted during development of the Property, as shown on a further site or subdivision plan for its development, the Applicant shall be responsible for its pro-rata share for the installation of a signal as set forth above. An escrow fund shall be created using the pro-rata payment from the Applicant and funds from others.
 - 7.2.1. The Applicant's pro-rata share shall be escrowed in the form of a letter of credit acceptable to the Town, or cash or the equivalent (from a financial institution acceptable to the Town), at the time of the final site or subdivision plan approval for development demonstrating the need for such signal.
 - 7.2.2. The Applicant's pro-rata share of the costs of designing and constructing the signals above shall be equal to its proportionate share of the total vehicle trips, including future trips included in the Traffic Impact Study prepared by The Traffic Group, dated April 6, 2016 (the "TIS"); that are generated by development of the Property and traffic increases on surrounding roads giving rise to the need for signalization at a given location as depicted in the TIS. Such costs shall be determined by the actual construction costs of the signal, if already constructed, or by the Town's most current unit price list if not already constructed, and shall be paid or escrowed, as the case may be, at the time of final approval of the site plan including the intersection warranting the signal.

7.3. Notwithstanding the foregoing, and with specific reference to Site Entrance A, it is the Applicant's intention to install a signal to a design approved by the Town and VDOT at that Site Entrance, ~~solely~~ at the Applicant's sole expense, in the first phase of the development, as depicted on the MDP (hereinafter, "Phase One"). The Applicant shall seek approval for a signal warrant for Site Entrance A in connection with the first site or subdivision plan for the Property in order to assure safe and convenient access to the site from the commencement of development and its efficient and economical development.

7.4. The Applicant shall install a 200 foot left turn lane to the southbound approach of Walker Drive at the intersection of Walker Drive and East Lee Street. Said improvement shall be shown on the site or subdivision plan for Phase One. If a traffic signal is installed at the intersection of Walker Drive and East Lee Street in connection with Proffers #7.1 and 7.2 above, then the southbound traffic lane on Walker Drive ~~along the frontage of the Property at East Lee Street~~ shall be changed to an exclusive right turn lane, a shared through left turn lane, and ~~an~~ the exclusive left turn lane ~~that shall be extended to a minimum length of 200 feet~~ mentioned above.

7.5. The Applicant shall provide ~~a 100 foot~~ left and right turn lanes along Walker Drive at Site Access Points A and B as shown in the TIS, and provide two-lane approaches for the exiting movements from the site.

7.6. All traffic lights that may be installed shall comply and be compatible with the Town's Opticom System.

7.7. The Applicant shall install pedestrian crosswalks acceptable to the Town and VDOT at all controlled intersections.

7.8. Notwithstanding any other provision of these proffers any improvements to which commitment is hereby made shall conform to applicable VDOT standards as plans therefor may be approved.

8. Parks and Recreation

8.1. The Applicant shall contribute to the Town a sum of \$40,000 for the purposes of trail construction and improvements. Said contribution shall be paid prior to the release of performance bonds on Phase One of the project and may be used by the Town as it deems necessary to improvement the trail system within the vicinity of the Property.

9. Storm Water Management

9.1. ~~8.1.~~ The Applicant shall provide stormwater management in accordance with the Town standards and Virginia Storm Water Management Regulations. The location of said facilities shall be determined at site plan review, in connection with final engineering.

10. ~~9.~~ **Fire and Rescue and Building Code Requirements**

10.1. ~~9.1.~~ The Applicant shall comply with all applicable requirements of the International Building Codes for building construction and fire suppression.

11. ~~10.~~ **Lighting**

11.1. ~~10.1.~~ The Applicant shall comply with the Town's photometric standards applicable to a lighting plan for the Project to be submitted with the first site plan for the development of the Property.

12. ~~11.~~ **Water and Sewer**

12.1. ~~11.1.~~ The Property shall be served by public sewer and water provided by the Town.

12.2. The applicant shall extend the water main in Walker Drive that currently dead ends at Hidden Creek, through the proposed property to insure a loop at the water main in East Street and East Lee Street. It shall further assure that the water systems loops with existing or proposed water lines at Meetze/Lee Street in order to secure adequate water flows and ongoing maintenance of the public system.

13. ~~12.~~ **Waivers/Modifications²**

13.1. ~~12.1.~~ Pursuant to § 3-5.2.4.3(6) of the Zoning Ordinance, below are waivers/modifications applicable to the Property.

13.1.1. ~~12.1.1.~~ Pursuant to § 3-5.2.4.1 of the Zoning Ordinance, the Land Use Mix as it is depicted on the MDP is hereby approved for the Property.

13.1.2. ~~12.1.2.~~ Pursuant to § 3-5.2.4.3(6) of the Zoning Ordinance, the Applicant shall construct signage consistent with the comprehensive

² Additional statements of justification for waivers or modifications proposed in connection with this Rezoning will be provided during the review process, as they may be needed.

sign package for the Property that shall be administratively reviewed and approved by the Planning Director.

14. Miscellaneous.

- 14.1. Approval of and conformance with the Master Development Plan and these proffers do not relieve the Applicant of the responsibility to address the stormwater runoff reduction and water quality treatment for stormwater as required by the EPA, DEQ and/or the Town of Warrenton, or any other applicable provision of an ordinance, or State or Federal law.
- 14.2. A play fountain shall be constructed in Phase One of the project.
- 14.3. The applicant shall provide bicycle racks in locations within the Property subject to the approval of the Zoning Administrator.

[Signature Pages to Follow]

**THE POTENTIAL FISCAL/ECONOMIC IMPACTS OF THE PROPOSED WALKER
DRIVE IPUD REZONING APPLICATION**

April 15, 2016

Revised July 18, 2016

Background. The Applicants, East Side Investment Group, LLC, Springfield Real Properties, LLC, and Walker Drive Investment Group, LLC (hereinafter, the “Applicants”) have proposed to rezone approximately 32 acres from I, Industrial, to I-PUD, Industrial Planned United Development on Walker Drive in the Town. The Applicants have been asked to provide additional information regarding the potential fiscal impact of the proposal upon its development. While full buildout is anticipated to take a number of years, it is possible to identify the economic impact of the proposal even in its conceptual stage. It is the Applicants’ intention to develop what is known as a “Lifestyle Center,” described further below.

The Applicant continues to believe it does not require detailed econometric studies to project that the fiscal impact of the development will be positive both for the Town of Warrenton, and for Fauquier County and that the development of the Property as proposed will create greater value for the Town than the by-right development of the land. Under the existing industrial zoning and subject only to site plan approval, the properties could incorporate a hotel, and perhaps one or two restaurants. The balance of the land could support either office or flex/warehouse uses, but the market for office space in Warrenton and the surrounding area is weak and there are already two office buildings on the property. This suggests that the balance of the project would likely consist of flex/warehouse space. It can be reasonably assumed that the taxable value of land from the development of flex/warehouse space would be significantly less than that under the proposed zoning map amendment. Additionally, it is reasonable to assume that the type of hotel/motel and restaurant that would be attracted to an area dominated by flex/warehouse uses would be substantially less valuable and produce less tax revenue than those that would be interested in a planned mixed-use project.

Local tax benefits. Assuming approval of a rezoning for this Project, at buildout (excluding existing structures and the additional structure now being constructed by right) the site would include approximately 180,000 square feet of commercial/retail/industrial space, 76 apartments, and 40 residential condominium units. Making reasonable assumptions of sales levels, assessed values per square foot, tax rates, etc. as shown in the attached table, and based on conversations with persons experienced in such matters; it is possible to estimate the following tax revenues expected to be generated by the project annually:



	<u>Town of Warrenton</u>	<u>Fauquier County</u>
Real Estate Taxes	\$ 9,500	\$ 740,000
F F & E Taxes	40,500	106,000
Business License Tax	31,000	
Meals Tax	880,000	
Sales Tax		530,000
Total Annual Revenue	\$961,000	\$1,376,000

It can be anticipated that most of the revenues (and therefore taxes) generated from this project will not adversely affect existing area sales. The entertainment sales tax revenue will be generated from local area patrons who would not otherwise shop in in the immediate vicinity. Much of the retail/food sales would be generated from captured business from the 40+ thousand trips per day that VDOT reports travel the eastern by-pass, where potential shoppers must go to Gainesville to the north, or southbound to Fredericksburg/Culpeper.

Additional economic impact beyond direct taxation. Additional economic impact (and consequently, additional public revenues) would come from the construction and operation of the project itself. It is estimated that the retail/industrial component of this project will create numerous jobs during development/construction of the project. Continuing operations after construction and lease-up would be expected to employ people in operating, management, and support positions, providing a future, annual economic benefit.

The development of this Property as proposed has had demonstrably beneficial results in other localities, from Northern Virginia to Northern California. Because of their accessibility and walkability, they can function similarly to a downtown area. They offer more than a “retail experience” because of that accessibility and scale and are increasingly attractive to millennials.

In 2006, Regional Economic Models, Inc., of Andover, MA (REMI) prepared a study on the “Economic Impact of Shopping Center Development” for the International Council of Shopping Centers (ICSC). In it, REMI calculated the impact of construction and operation of four types of shopping centers (Regional Mall, Power Center, Lifestyle Center, and Community Center) on three types of economic regions (Metropolitan Statistical Area, City Area, and Suburb Area).

A Lifestyle Center in a Suburban Area, the closest model to that proposed in this rezoning, is defined as one developed near affluent residential areas including at least 50,000 square feet of retail space occupied by upscale specialty stores. Elements of a Lifestyle Center define its role as a “multi-purpose leisure-time destination including restaurants, entertainment,

and design ambience and amenities such as fountains and street furniture that are conducive to casual browsing.” The economic impact has been adjusted for the size of the proposed center, 175,000 square feet. Based on REMI numbers, it is estimated that the non-residential component of this project will create an estimated 133 jobs during development/construction with a Gross Regional Product impact of \$16M, and an addition of \$6M to local real disposable personal income. Continuing operations of the project during the first year after construction would be expected to add 325 jobs and provide first year annual economic output of \$47M with an estimated increase in Gross Regional Product of \$28M and an increase in local real disposable personal income of \$8M.¹

Further, the construction of multi-family dwellings (certainly conjunction with an adjacent Lifestyle Center, can be expected to produce significant economic and social benefits to a community. According to the National Multifamily Housing Council, and the National Apartment Association² the construction and operation of 116 multifamily and condo units would contribute over \$20 million to the area economy annually in the form of combined direct and indirect expenses connected with construction, operations, and residents spending, and support approximately 126 construction jobs. Annual operation and maintenance of the units would support three on-site jobs and would provide just under \$1,000,000 in total economic expenditures. Once occupied expenditures by residents would support 46 jobs both directly and overall in the community, and contribute in excess of \$4M annually to the local economy.

Local costs. In addition to consideration of positive economic benefits to the Town, it is reasonable to consider also what costs this development might impose. Because this is predominantly a commercial facility with ancillary residential development, the principal costs that the Town is likely to face would be in police and fire and rescue services. It is also reasonable to assume that the positive tax benefits of commercial development will more than offset any additional requirements that the Police Department, Fire and Rescue, and Inspections may incur in addition to the Town’s present \$3.5M budget for those services. Utility costs and

¹ A complete copy of the REMI study is attached to this Statement. While it has been suggested that the study is dated, its fundamental conclusions remain valid. Indeed, “Lifestyle Centers” are currently a principal focus of the shopping center market. See, e.g., <http://bit.ly/1QfSX0e>. One need only venture to Fairfax Corner off Interstate 66 to see a local example of a successful such development.

² The National Multifamily Housing Council and the National Apartment Association have created a Calculator for estimating potential economic effects of multi-family housing. The numbers set out in the text, above, assume 116 multi-family units in Virginia. (It is possible to use metropolitan areas for comparison but the Applicant has considered a more general focus to be nearer the possibilities of this proposed development). See, <http://bit.ly/297LCV8>.

road network improvements will be absorbed by the developer during the course of development.³

Conclusion. The Applicant submits that this information is both realistic and supportable, and that it the retention of a professional market/fiscal impact analyst is not necessary to a reasonable determination that the development of this Property as proposed would add material economic benefits to the Town and the County, at minimal cost to Warrenton.

³ It is also worth noting that this development, as all developments, will take time to reach buildout and the costs that the Town will absorb will not occur suddenly, but over a period of time during which Town staff will have the opportunity to assess those costs and additional revenues.



Regional Economic Models, Inc.

**Economic Impact of
Shopping Center Developments**

Final Report

Prepared for
International Council of Shopping Centers

By
REMI Consulting, Inc.

Using
**REMI Policy Insight
Three-Region EDFS-23 Model**

January 9, 2006



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1. Executive Summary

The International Council of Shopping Centers (ICSC) contracted Regional Economic Models, Inc. (REMI) to perform an economic assessment of shopping center developments in three regional economies within the United States. A shopping center, as defined by ICSC, is 'a group of retail and other commercial establishments that is planned, developed, owned and managed as a single property, with on-site parking provided. The center's size and orientation are generally determined by the market characteristics of the trade area served by the center. The three main physical configurations of shopping centers are malls, open-air centers, and hybrid centers.'¹ The focus of the study is on analyzing the economic benefits to these economies of new shopping center development. ICSC supplied REMI with specific details for three economic regions (Metropolitan Statistical Area (MSA), City Area, Suburb Area)², and 4 types of shopping centers (Regional Mall, Power Center, Lifestyle Center, and Community Center). Expenditures on construction and equipment during the construction phase, and employment during the operational phase, differed by economic region and type of shopping center³.

ICSC asked REMI to model the total economic impacts in three distinct regional economies associated with various levels of site investment and operational employment. To quantify the indirect and induced effects of such developments, REMI captured all direct effects of the developments, including:

- Sales increases to regional construction firms with in-region supply at 100%.
- Sales increases to local equipment manufacturing firms with in-region supply at 50%.
- Operational employment increases for retail, management, and administrative services.

REMI examined the above scenarios using a 23-industry sector, three-region model. While using this model, REMI developed an underlying baseline forecast and thirty-six (36) alternative forecasts for the various economies. Alternative forecasts modeled by REMI show the total net effects of shopping center construction and equipping, and operational employment, independent of one another. Twenty-four (24) of these simulations examined two differing operational concepts for comparison purposes: one with market-place competition, and one without market-place competition. By analyzing these developments with different underlying assumptions for the regional market place, REMI established a realistic range of potential outcomes.

Data for the analysis was provided by ICSC, who provided REMI with projections of total shopping-center-site development costs and employment.

¹ Source: ICSC. ICSC Shopping Center Definitions. Basic Configurations and Types for the United States.

² For this study a "MSA" would be a major city like San Francisco, St. Louis, Chicago, Philadelphia, etc. Examples of a "city" area would be Tucson, Fresno, Wichita, Austin, etc. Examples of a "suburban area" would be Lowell, MA, Novi, MI, Santa Cruz, CA, Daytona Beach, FL, etc.

³ The Median Center Size was taken from a sample of centers from the Directory of Major Mall Database. We sampled 90 centers from each category with 30 from each geographic region. For example, we took 30 power centers in different MSAs, 30 power centers from different city areas, and 30 power centers from suburban areas. This median center sizes were used consistently for all total employment and sales calculations.

Major Findings

Tables contained at the end of this section summarize the economic growth in Year 1, Year 2, Year 3, Year 4, and Year 5, with five year spreads continuing out to Year 25 in the MSA, City, and Suburb Areas due to Regional Mall, Power Center, Lifestyle Center, and Community Center developments and operations. Definitions for the four types of shopping centers are contained below, with details supplied in the appendix.⁴

Regional Mall: This center type provides general merchandise (a large percentage of which is apparel) and services in full depth and variety. Its main attraction is the combination of anchors, which may be traditional, mass merchant, discount, or fashion department stores, with numerous fashion oriented specialty stores. A typical regional center is usually enclosed with an inward orientation of the stores connected by a common walkway. Parking surrounds the outside perimeter.

Power Center: A center dominated by several large anchors, including discount department stores, off-price stores, warehouse clubs, or "category killers," i.e., stores that offer a vast selection in related merchandise categories at very competitive retail prices. The center typically consists of several anchors, some of which may be freestanding (unconnected) and only a minimum amount of small specialty tenants.

Lifestyle Center: Most often located near affluent residential neighborhoods, this center type caters to the retail needs and "lifestyle" pursuits of consumers in its trading area. It has an open-air configuration and typically includes at least 50,000 square feet of retail space occupied by upscale national chain specialty stores. Other elements differentiate the lifestyle center in its role as a multi-purpose leisure-time destination, including restaurants, entertainment, and design ambience and amenities such as fountains and street furniture that are conducive to casual browsing. These centers may be anchored by one or more conventional or fashion specialty department stores.

Community Center: A community center typically offers a wider range of apparel and other soft goods than the neighborhood center. Among the more common anchors are supermarkets, super drugstores, and discount department stores. Community center tenants sometimes contain value-oriented big-box category-dominant retailers selling such items as apparel, home improvement/furnishings, toys, electronics or sporting goods. The center is usually configured in a straight line as a strip, or may be laid out in an L or U shape, depending on the site and design. Of the eight center types, community centers encompass the widest range of formats. For example, certain centers that are anchored by a large discount department store often have a discount focus. Others with a high percentage of square footage allocated to off-price retailers can be termed offprice centers.

Construction of a new shopping center, in conjunction with the operational employment at the center, stimulates positive growth in the regional economy. The total net impact of the operational employment is modeled under two different assumptions: with and without market-place displacement effects. If a retailer moves in that supplies a market where it does not compete with other firms in the area, the results will be affected by the percent of local inputs used, and will not

⁴ Source: ICSC, please see appendix for details

displace the activity of other, previously established, retailers. However, this assumption needs to be counterbalanced with a series of alternative runs to determine the total net effect of shopping-center developments and operations with displacement. By providing a range of outcomes, the analysis is more sound and informative. Constructing and equipping the sites is assumed to occur without market-place displacement.

The three economic regions that ICSC designated as the areas of study are regionally distinct, essentially making them one of a kind. Listed below are factors that make the areas distinct from each other as well as from other areas in the United States and abroad.

- Regional Purchase Coefficient (ratio of local demand that is self supplied in region), by industry type
- Trade shares, measured by imports and exports, to contiguous and non-contiguous areas
- Absolute Size
- Industry Composition
- Wage Rates
- Labor Productivity
- Participation Rates
- Relative Employment Opportunities

Economies of different size and composition experience various levels of growth throughout the period of analysis, due to these region-distinct characteristics. Strong growth in employment, largely in the construction, manufacturing, and service sectors, results from site investment and direct employment at the various centers. Job seekers that find work in these industries are compensated at the regional average wage rates and are the largest contributors to the increase in Real Disposable Income (the increase in Real Disposable Income directly affects the increase in consumption). Please see section 2 for a detailed description of the results.

Economic and demographic impacts can be observed in three distinct phases; construction, short-term operations, and long-term operations. The short-term, single year, construction-phase impact creates a high number of jobs in that year due to the increased demands within the construction industry and in a number of manufacturing industries that supply the shopping centers with producers durable equipment. The construction and equipping phase captures all capital investments that are made in an area in a single year (Year 1). The construction phase is a temporary, yet very important, contribution to these economic regions, bringing immediate impacts. Longevity of economic returns is another important factor when evaluating development policies. In the years that follow the construction phase, positive economic growth in the short-term and long-term phases illustrate the net gains, which the regions will reap due to direct employment increases at a variety of centers. The results featured in Tables 1-12 are the total net effects of the direct stimulus plus indirect and induced economic effects.

Regional Mall

Without Market Competition

MSA	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6-	YR 11-	YR 16-	YR 21-
						YR 10*	YR 15*	YR 20*	YR 25*
Employment	2536	2526	2505	2480	2457	2422	2435	2492	2553
Output (Mil 96\$)	198.8	200.2	200.7	200.9	201.8	1048.6	1180.4	1369.0	1585.7
GRP (Mil 96\$)	121.5	124.6	126.6	128.0	129.5	678.3	761.7	876.9	1008.9
Population (Last Year of Phase)	384	683	926	1128	1296	1837	235	274	316
Real Disp Pers Inc (Mil 96\$)	29.1	31.0	32.9	34.5	35.9	200.1	2107.0	2244.0	2306.0

City Area	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6-	YR 11-	YR 16-	YR 21-
						YR 10*	YR 15*	YR 20*	YR 25*
Employment	3001	3149	3249	3313	3357	3449	3586	3728	3882
Output (Mil 96\$)	246.8	264.7	277.8	287.6	296.0	1599.2	1839.3	2143.9	2503.9
GRP (Mil 96\$)	147.4	161.4	172.2	180.8	188.2	1035.4	1195.0	1383.2	1600.0
Population (Last Year of Phase)	627	1168	1646	2067	2436	3702	4369	4714	4886
Real Disp Pers Inc (Mil 96\$)	56.1	63.4	70.1	75.6	80.4	460.9	548.2	636.8	734.1

Suburb Area	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6-	YR 11-	YR 16-	YR 21-
						YR 10*	YR 15*	YR 20*	YR 25*
Employment	1234	1239	1235	1225	1216	1201	1215	1255	1301
Output (Mil 96\$)	119.7	122.3	123.4	124.0	124.7	649.7	734.9	858.4	1003.7
GRP (Mil 96\$)	71.9	74.0	75.2	76.0	76.9	403.3	456.5	531.7	619.2
Population (Last Year of Phase)	181	319	430	520	594	820	933	987	1006
Real Disp Pers Inc (Mil 96\$)	20.4	21.7	22.8	23.7	24.5	133.4	153.2	176.5	202.2

* Average Employment

Regional Mall

With Market Competition

MSA										
	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6- YR 10*	YR 11- YR 15*	YR 16- YR 20*	YR 21- YR 25*	
Employment	782	781	777	772	767	761	770	790	810	
Output (Mil 96\$)	62.6	63.3	63.7	64.0	64.5	337.6	382.7	444.8	515.6	
GRP (Mil 96\$)	38.4	39.5	40.3	40.9	41.4	218.9	247.6	285.8	329.1	
Population (Last Year of Phase)	118	210	284	346	398	565	649	692	711	
Real Disp Pers Inc (Mil 96\$)	9.1	9.7	10.2	10.7	11.1	61.7	72.2	84.1	97.2	

City Area										
	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6- YR 10*	YR 11- YR 15*	YR 16- YR 20*	YR 21- YR 25*	
Employment	278	291	299	305	308	316	326	336	349	
Output (Mil 96\$)	24.0	25.6	26.8	27.7	28.5	153.8	176.1	204.3	237.3	
GRP (Mil 96\$)	14.5	15.8	16.8	17.6	18.3	100.4	115.3	132.8	153.0	
Population (Last Year of Phase)	53	100	141	176	208	315	371	399	412	
Real Disp Pers Inc (Mil 96\$)	5.4	6.0	6.5	7.0	7.4	42.2	49.7	57.1	65.3	

Suburb Area										
	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6- YR 10*	YR 11- YR 15*	YR 16- YR 20*	YR 21- YR 25*	
Employment	177	178	178	177	177	176	179	186	193	
Output (Mil 96\$)	18.3	18.8	19.1	19.3	19.5	102.8	116.9	136.3	159.4	
GRP (Mil 96\$)	11.3	11.6	11.9	12.1	12.3	65.1	74.1	86.2	100.4	
Population (Last Year of Phase)	26	46	61	74	85	119	136	143	146	
Real Disp Pers Inc (Mil 96\$)	3.1	6.6	6.9	7.2	7.4	20.5	23.6	27.1	31.0	

* Average Employment

Power Center

Without Market Competition

MSA	YR 6- YR 11- YR 16- YR 21-								
	YR 1	YR 2	YR 3	YR 4	YR 5	YR 10*	YR 15*	YR 20*	YR 25*
Employment	330	328	325	322	319	314	316	322	330
Output (Mil 96\$)	26.1	26.3	26.4	26.4	26.5	137.8	155.1	179.8	208.3
GRP (Mil 96\$)	16.0	16.4	16.6	16.8	17.0	89.1	100.1	115.2	132.5
Population (Last Year of Phase)	49	88	120	145	167	235	268	284	290
Real Disp Pers Inc (Mil 96\$)	3.8	4.0	4.3	4.5	4.7	25.9	30.1	35.0	40.3

City Area	YR 6- YR 11- YR 16- YR 21-								
	YR 1	YR 2	YR 3	YR 4	YR 5	YR 10*	YR 15*	YR 20*	YR 25*
Employment	362	380	392	400	405	416	432	450	469
Output (Mil 96\$)	30.0	32.1	33.7	34.9	35.9	194.0	223.3	260.6	304.4
GRP (Mil 96\$)	17.9	19.6	20.9	22.0	22.9	125.7	145.2	168.1	194.6
Population (Last Year of Phase)	75	140	198	248	292	444	525	568	589
Real Disp Pers Inc (Mil 96\$)	6.8	7.6	8.4	9.1	9.7	55.3	66.0	76.7	88.3

Suburb Area	YR 6- YR 11- YR 16- YR 21-								
	YR 1	YR 2	YR 3	YR 4	YR 5	YR 10*	YR 15*	YR 20*	YR 25*
Employment	372	373	372	369	366	362	366	378	391
Output (Mil 96\$)	36.3	37.1	37.5	37.6	37.9	197.9	223.9	261.3	305.6
GRP (Mil 96\$)	21.8	22.5	22.8	23.1	23.4	122.8	139.1	161.8	188.6
Population (Last Year of Phase)	54	96	129	156	179	247	280	295	300
Real Disp Pers Inc (Mil 96\$)	6.2	6.6	6.9	7.2	7.4	40.4	46.4	53.3	61.2

* Average Employment

Power Center

With Market Competition

MSA	YR 6- YR 11- YR 16- YR 21-								
	YR 1	YR 2	YR 3	YR 4	YR 5	YR 10*	YR 15*	YR 20*	YR 25*
Employment	104	104	103	103	102	101	102	104	107
Output (Mil 96\$)	8.5	8.6	8.7	8.7	8.8	45.9	52.0	60.4	70.1
GRP (Mil 96\$)	5.2	5.4	5.5	5.6	5.6	29.7	33.6	38.8	44.8
Population (Last Year of Phase)	15	27	37	45	52	73	83	88	90
Real Disp Pers Inc (Mil 96\$)	1.2	1.3	1.4	1.5	1.5	8.1	9.3	10.9	12.7

City Area	YR 6- YR 11- YR 16- YR 21-								
	YR 1	YR 2	YR 3	YR 4	YR 5	YR 10*	YR 15*	YR 20*	YR 25*
Employment	36	37	38	39	39	40	41	42	44
Output (Mil 96\$)	3.2	3.4	3.6	3.7	3.8	20.4	23.3	26.9	31.1
GRP (Mil 96\$)	1.9	2.1	2.2	2.3	2.4	13.3	15.3	17.5	20.1
Population (Last Year of Phase)	6	12	17	21	25	37	44	47	49
Real Disp Pers Inc (Mil 96\$)	0.7	0.8	0.9	0.9	0.9	5.3	6.5	7.5	8.2

Suburb Area	YR 6- YR 11- YR 16- YR 21-								
	YR 1	YR 2	YR 3	YR 4	YR 5	YR 10*	YR 15*	YR 20*	YR 25*
Employment	53	53	53	53	53	53	53	55	58
Output (Mil 96\$)	5.6	5.8	5.9	5.9	6.1	32.0	36.3	42.3	49.6
GRP (Mil 96\$)	3.5	3.6	3.6	3.7	3.8	20.2	23.0	26.8	31.3
Population (Last Year of Phase)	8	14	18	22	25	36	40	42	43
Real Disp Pers Inc (Mil 96\$)	0.9	1.0	1.1	1.1	1.2	6.3	7.0	7.7	8.6

* Average Employment

Lifestyle Center

Without Market Competition

MSA	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6-	YR 11-	YR 16-	YR 21-
						YR 10*	YR 15*	YR 20*	YR 25*
Employment	1130	1125	1116	1105	1094	1078	1083	1108	1135
Output (Mil 96\$)	88.7	89.3	89.5	89.7	90.1	468.1	527.3	612.0	709.4
GRP (Mil 96\$)	54.1	55.5	56.3	57.0	57.6	302.0	339.2	391.0	450.2
Population (Last Year of Phase)	170	302	409	498	572	809	926	986	1011
Real Disp Pers Inc (Mil 96\$)	12.8	13.7	14.5	15.2	15.9	88.2	103.4	120.4	138.7

City Area	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6-	YR 11-	YR 16-	YR 21-
						YR 10*	YR 15*	YR 20*	YR 25*
Employment	1066	1119	1155	1178	1194	1227	1276	1328	1383
Output (Mil 96\$)	87.4	93.8	98.4	101.9	104.9	566.9	652.5	761.0	889.2
GRP (Mil 96\$)	52.1	57.1	61.0	64.0	66.6	366.8	423.7	490.7	567.7
Population (Last Year of Phase)	224	418	589	739	872	1324	1565	1690	1752
Real Disp Pers Inc (Mil 96\$)	19.9	22.5	24.9	26.8	28.5	163.7	195.0	226.6	261.3

Suburb Area	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6-	YR 11-	YR 16-	YR 21-
						YR 10*	YR 15*	YR 20*	YR 25*
Employment	993	997	993	985	978	966	977	1009	1046
Output (Mil 96\$)	95.8	97.9	98.9	99.3	99.9	520.4	588.6	687.3	803.5
GRP (Mil 96\$)	57.4	59.1	60.1	60.7	61.4	322.2	364.8	424.8	494.7
Population (Last Year of Phase)	145	257	346	418	477	659	750	792	808
Real Disp Pers Inc (Mil 96\$)	16.3	17.4	18.3	19.0	19.7	107.1	123.0	141.6	162.1

* Average Employment

Lifestyle Center

With Market Competition

MSA	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6-	YR 11-	YR 16-	YR 21-
						YR 10*	YR 15*	YR 20*	YR 25*
Employment	353	353	351	348	346	343	347	356	365
Output (Mil 96\$)	28.4	28.7	28.9	29.0	29.3	153.4	174.0	202.4	234.8
GRP (Mil 96\$)	17.4	17.9	18.2	18.5	18.8	99.2	112.3	129.8	149.5
Population (Last Year of Phase)	53	94	127	155	177	251	287	306	313
Real Disp Pers Inc (Mil 96\$)	4.1	4.3	4.6	4.8	4.9	27.4	31.9	37.2	42.9

City Area	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6-	YR 11-	YR 16-	YR 21-
						YR 10*	YR 15*	YR 20*	YR 25*
Employment	94	99	102	104	106	109	112	117	122
Output (Mil 96\$)	7.9	8.5	8.9	9.2	9.5	51.2	58.7	68.5	79.8
GRP (Mil 96\$)	4.7	5.2	5.5	5.8	6.1	33.3	38.4	44.3	51.2
Population (Last Year of Phase)	19	36	51	63	75	114	134	146	152
Real Disp Pers Inc (Mil 96\$)	1.8	2.0	2.2	2.4	2.5	14.5	17.1	20.1	23.3

Suburb Area	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6-	YR 11-	YR 16-	YR 21-
						YR 10*	YR 15*	YR 20*	YR 25*
Employment	138	140	139	139	139	138	141	146	152
Output (Mil 96\$)	14.1	14.5	14.7	14.9	15.0	79.3	90.4	105.9	124.1
GRP (Mil 96\$)	8.6	8.9	9.1	9.2	9.4	49.9	57.0	66.5	77.7
Population (Last Year of Phase)	20	36	48	58	67	95	109	115	118
Real Disp Pers Inc (Mil 96\$)	2.4	2.5	2.7	2.8	2.9	15.8	18.2	20.9	24.0

* Average Employment

Community Center

Without Market Competition

MSA	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6-	YR 11-	YR 16-	YR 21-
						YR 10*	YR 15*	YR 20*	YR 25*
Employment	452	450	447	442	438	431	433	443	454
Output (Mil 96\$)	36.4	36.7	36.8	36.9	37.1	192.8	217.1	251.7	291.6
GRP (Mil 96\$)	22.3	22.9	23.3	23.6	23.8	125.0	140.5	161.7	186.1
Population (Last Year of Phase)	68	121	164	199	228	322	369	392	401
Real Disp Pers Inc (Mil 96\$)	5.3	5.6	5.9	6.2	6.5	35.8	41.8	48.7	56.2

City Area	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6-	YR 11-	YR 16-	YR 21-
						YR 10*	YR 15*	YR 20*	YR 25*
Employment	656	688	710	724	733	753	782	812	845
Output (Mil 96\$)	54.4	58.4	61.2	63.3	65.2	351.9	404.6	471.5	550.1
GRP (Mil 96\$)	32.6	35.6	38.0	39.8	41.5	228.1	263.1	304.5	352.0
Population (Last Year of Phase)	136	253	356	447	527	800	944	1018	1055
Real Disp Pers Inc (Mil 96\$)	12.3	13.9	15.3	16.5	17.5	100.4	119.5	138.2	158.9

Suburb Area	YR 1	YR 2	YR 3	YR 4	YR 5	YR 6-	YR 11-	YR 16-	YR 21-
						YR 10*	YR 15*	YR 20*	YR 25*
Employment	538	540	538	534	530	523	529	546	566
Output (Mil 96\$)	53.2	54.4	55.0	55.2	55.6	290.0	328.0	382.8	447.5
GRP (Mil 96\$)	32.1	33.0	33.6	33.9	34.4	180.4	204.3	237.8	276.9
Population (Last Year of Phase)	78	139	187	226	258	356	404	426	434
Real Disp Pers Inc (Mil 96\$)	9.0	9.6	10.1	10.5	10.8	59.1	67.5	77.3	88.4

* Average Employment

Community Center

With Market Competition

MSA	YR 6- YR 11- YR 16- YR 21-									
	YR 1	YR 2	YR 3	YR 4	YR 5	YR 10*	YR 15*	YR 20*	YR 25*	
Employment	144	143	143	142	141	139	141	145	148	
Output (Mil 96\$)	12.1	12.2	12.3	12.4	12.5	65.5	74.2	86.4	100.2	
GRP (Mil 96\$)	7.5	7.7	7.8	8.0	8.1	42.7	48.3	55.8	64.3	
Population (Last Year of Phase)	21	38	51	62	71	101	115	122	124	
Real Disp Pers Inc (Mil 96\$)	1.7	1.8	1.9	2.0	2.1	11.4	13.2	15.6	18.4	

City Area	YR 6- YR 11- YR 16- YR 21-									
	YR 1	YR 2	YR 3	YR 4	YR 5	YR 10*	YR 15*	YR 20*	YR 25*	
Employment	67	70	71	72	73	74	76	78	81	
Output (Mil 96\$)	6.1	6.5	6.8	7.0	7.2	38.6	44.1	51.1	59.4	
GRP (Mil 96\$)	3.7	4.1	4.3	4.5	4.6	25.4	29.1	33.4	38.6	
Population (Last Year of Phase)	11	21	30	37	44	67	78	85	89	
Real Disp Pers Inc (Mil 96\$)	1.3	1.5	1.6	1.6	1.7	9.9	11.7	13.4	15.4	

Suburb Area	YR 6- YR 11- YR 16- YR 21-									
	YR 1	YR 2	YR 3	YR 4	YR 5	YR 10*	YR 15*	YR 20*	YR 25*	
Employment	79	79	79	79	79	79	80	83	86	
Output (Mil 96\$)	8.8	9.0	9.2	9.2	9.4	49.9	56.5	66.0	77.3	
GRP (Mil 96\$)	5.4	5.6	5.7	5.8	6.0	31.8	36.1	42.1	49.1	
Population (Last Year of Phase)	11	20	27	33	37	52	59	62	65	
Real Disp Pers Inc (Mil 96\$)	1.5	1.6	1.7	1.7	1.8	9.6	10.6	12.1	13.7	

* Average Employment

Investment Results, Year 1

Regional Mall Construction and Equipment

	MSA Area	City Area	Suburb Area
Employment	966	1208	572
Output (Mil Fixed 96\$)	121.4	138.8	94.4
GRP (Mil Fixed 96\$)	59.0	69.5	45.9
Population (Last Year of Phase)	130	235	84
Real Disp Pers Inc (Mil Fixed 96\$)	20.6	32.4	17.4

Power Center Construction and Equipment

	MSA Area	City Area	Suburb Area
Employment	431	454	312
Output (Mil Fixed 96\$)	54.1	52.1	51.5
GRP (Mil Fixed 96\$)	26.3	26.1	25.1
Population (Last Year of Phase)	58	88	46
Real Disp Pers Inc (Mil Fixed 96\$)	9.2	12.2	9.5

Lifestyle Center Construction and Equipment

	MSA Area	City Area	Suburb Area
Employment	289	486	320
Output (Mil Fixed 96\$)	36.3	55.8	52.8
GRP (Mil Fixed 96\$)	17.6	27.9	25.7
Population (Last Year of Phase)	39	94	47
Real Disp Pers Inc (Mil Fixed 96\$)	6.2	13.0	9.8

Community Center Construction and Equipment

	MSA Area	City Area	Suburb Area
Employment	299	422	229
Output (Mil Fixed 96\$)	37.6	48.5	37.7
GRP (Mil Fixed 96\$)	18.3	24.3	18.4
Population (Last Year of Phase)	40	82	33
Real Disp Pers Inc (Mil Fixed 96\$)	6.4	11.3	7.0

2. Methodology & Assumptions

2-1 REMI Policy Insight

REMI Policy Insight® is the leading regional economic-forecasting and policy-analysis model. For this study, REMI developed Policy Insight for ICSC. REMI built this model using the REMI model building system, which consists of hundreds of programs developed over the last two decades. The system assembled the three-region EDFs-23 model using data from the Bureau of Economic Analysis, the Bureau of Labor Statistics, the Department of Energy, the Bureau of Census, and other public sources.

REMI Policy Insight is a structural model, meaning that it clearly includes cause-and-effect relationships. The model is based on two key underlying assumptions from mainstream economic theory: households maximize utility and producers maximize profits. Since these assumptions make sense to most people and the structure is transparent, lay people as well as trained economists can understand the model.

In the model, businesses produce goods to sell to other firms, consumers, investors, governments and purchasers within and outside economic regions. The output is produced using labor, capital, fuel, and intermediate inputs. The demand for labor, capital and fuel per unit of output depends on their relative costs, since an increase in the price of any one of these inputs leads to substitution away from that input to other inputs. The supply of labor in the model depends on the number of people in the population and the proportion of those people who participate in the labor force. Economic migration affects the population size. People will move into an area if the real after-tax wage rates or the likelihood of being employed increases in a region.

Supply and demand for labor in the model determines the wage rates. These wage rates, along with other prices and productivity, determine the cost and opportunity of doing business for every industry in the model. An increase in costs would decrease the markets supplied by firms. This market share combined with the demand described above determines the amount of local output. The model has many other feedbacks. For example, changes in wages and employment impact income and consumption, while economic expansion changes investment, and population growth impacts government spending.

Figure 2-1 is a pictorial representation of REMI Policy Insight. The Output block shows a business that sells to all the sectors of final demand as well as to other industries. The Labor and Capital Demand block shows how labor and capital requirements depend both on output and their relative costs. The demographic block includes population and labor supply, contributing to demand and wage determination. Economic migrants in turn respond to wages and other labor market conditions. Supply and demand interact in the Wage, Price and Profit block. Relative production costs determine market shares. Output depends on market shares and the components of demand.

REMI Model Linkages (Excluding Economic Geography Linkages)

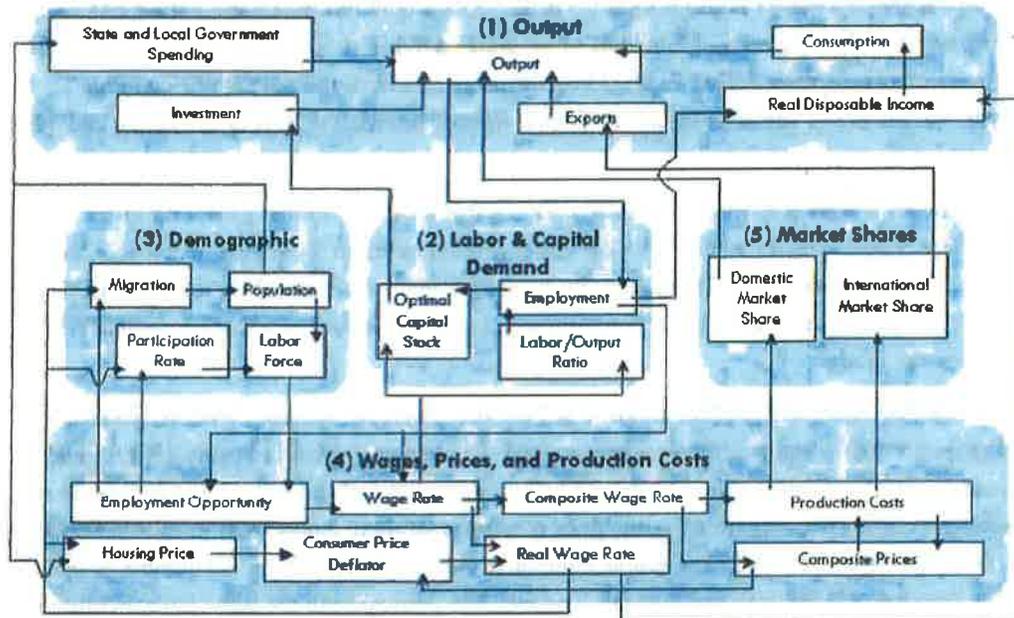


Figure 2-1 REMI Policy Insight overview

The REMI model brings together all of the above elements to determine the value of each of the variables in the model for each year in the baseline forecast, as well as for simulation purposes. The model includes all the inter-industry interactions that are included in input-output models in the Output block, but goes well beyond an input-output model by including the linkages among all of the other blocks shown in Figure 2-1.

In order to broaden the model in this way, it is necessary to estimate key relationships. This is accomplished by using extensive data sets covering all areas in the country. These large data sets and two decades of research efforts enable REMI to simultaneously maintain a theoretically sound model structure and build a model based on all the relevant data available.

The model has strong dynamic properties, which means that it forecasts not only what *will* happen but also *when* it will happen. This results in long-term predictions that have year-by-year changes. This means that the long-term properties of general equilibrium models are preserved while maintaining accurate annual predictions, using estimates of key equations from primary data sources.

Figure 2-2 shows the policy simulation process for a scenario called Policy X. The effects of a scenario are determined by comparing the baseline REMI forecast with an alternative forecast that incorporates the assumptions for the scenario. The baseline REMI forecast uses recent data and thousands of equations to generate projected economic activity for a particular region. The policy variables in the model are set equal to their baseline value (typically zero for additive variables and

one for multiplicative variables) when solving for the baseline forecast. To show the effects of a given scenario, these policy variables are given values that represent the direct effects of the scenario. The alternative forecast is generated using these policy variable inputs. Figure 2-2 shows how this process would work for a policy change called Policy X.

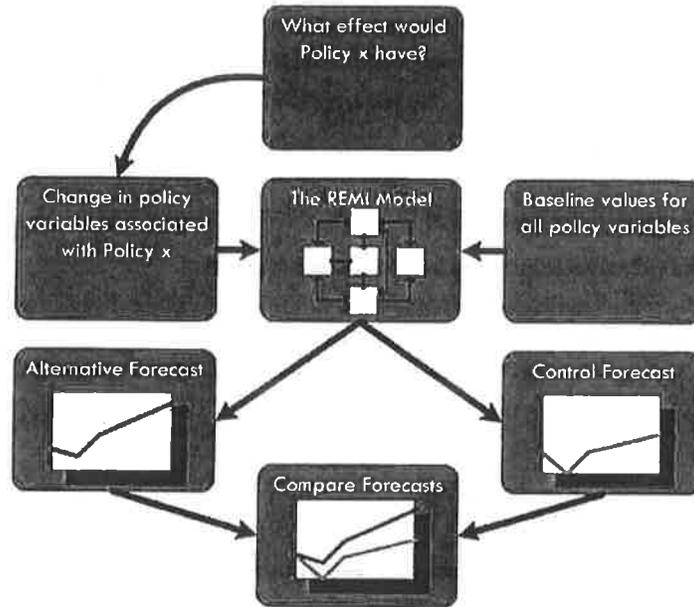


Figure 2-2 Policy X scenario

2-2 Assumptions

For this project, REMI examined the economic effects of shopping-center-site development and operations. Capital investments that are planned for the shopping centers and the likely availability of acquiring the capital within the regions specified by ICSC required REMI make a series of assumptions. The difficulty that REMI encountered when modeling in this framework was the need to quantify both the amount of the capital investments and the source of the capital. The details about the developments in the MSA Area, City Area, and Suburb Area are averages taken from a sample, as described in the executive summary. Other analysis of case-specific developments and utilization of different cost-per-square-foot estimates will result in different outcomes. REMI modeled simulations using several combinations of the following assumptions:

1. The capital investments begin and end in a single year (Year 1)
2. 100% of construction demand will be supplied from the local region without market displacement effects.
3. Construction Costs are \$75/Sqft in the MSA Area, and 10% less in City and Suburb Areas
4. 50% of equipment demand will be supplied from the local region without market displacement effects.
5. Developer Equipment Costs are \$18/Sqft
6. Retailer Equipment Costs are \$30/Sqft
7. Operational employment demand will remain constant throughout the 25-year horizon.
8. Wage rates are regional averages.
9. For twelve of the simulations, REMI assumed that operational employment will not have in-region market displacement.
10. For another twelve of the simulations, REMI assumed that operational employment will have in-region market displacement.

2-3 Simulation Inputs

The 36 scenarios that REMI modeled can be split into three distinct sets of twelve.

- The first set assessed the economic impact of developing the shopping-center sites.
- The second set assessed the economic impact of shopping-center operations *without* in-region market displacement.
- The third set assessed the economic impact of shopping-center operations *with* in-region market displacement.

All sets were modeled as separate actions. Combined runs were not performed.

The first set of data that REMI analyzed pertained to the construction and equipping of a Regional Mall, a Power Center, a Lifestyle Center, and a Community Center in the three economic regions. Construction costs are based on a square footage estimate supplied to REMI by ICSC, and documented in the Appendix. The Industry Sales variable contained within REMI Policy Insight was applied to simulate increases in Construction and Manufacturing output. For Simulation Inputs please see Table 2.1.

The second and third sets of data that REMI analyzed pertained to shopping-center operations. Operation-employment needs are also based on a square-footage estimate supplied to REMI by ICSC, and documented in the Appendix. The employees of these shopping centers typically fall into four categories; Retail, Management, Security, and Maintenance. ICSC provided employee-specific inputs by region and shopping-center type, translated into REMI Policy Insight inputs by REMI, as documented in the Appendix. For Simulation Inputs please see Table 2-2.

Industry Sales/Employment

REMI modeled significant increases in sales and employment in the construction, manufacturing, and retail-trade sectors through the industry-sales and employment variables, respectively. Constructing and equipping the various shopping centers is modeled as a completed process in a single year. Operational employment is modeled as a constant change above control forecast for a 25-year period. REMI Policy Insight is a complex economic forecasting tool that allows the user to enter situation-specific variable changes. The application of the Industry Sales and Industry Employment variables allows for changes in production of goods and services without local cannibalistic displacement effects. The decision to model without local competition for labor and market shares in the three regions was made based upon the assumption stated above, with a belief that latent demand for shopping opportunities exist, and the developments are satisfying market gaps.

Firm Employment

To provide a point of comparison, REMI modeled the exact same inputs for shopping-center operational employment by region and type using the firm employment variable. As in the Industry Employment scenarios, the change was entered as a constant change above baseline for a 25-year period. The application of the Firm Employment variable allows for changes in the production of goods and services with in-region cannibalistic displacement effects. The policy variable for firm employment is often used as an alternative to introducing additional dollars of output. The model contains regional labor productivity that converts between output increases and need for labor to produce such output. The decision to model with local competition for labor and market shares in the three regions was made based upon the need to provide a range of potential outcomes for the various operational estimates and regions, since no two economies are the same.

Table 2-1: Construction and Equipment

Regional Mall

	Median Center Size	Construction Per Sqft (\$)	Developer Equip Per Sqft (\$)	Retailer Equip Per Sqft	Total Construction	Developer Equip Total	Retailer Equip Total	Total Equipment
MSA	920,000	\$75.00	\$18.00	\$30.00	\$69,000,000	\$16,560,000	\$27,600,000	\$44,160,000
City	945,000	\$67.50	\$18.00	\$30.00	\$63,787,500	\$17,010,000	\$28,350,000	\$45,360,000
Suburb	751,000	\$67.50	\$18.00	\$30.00	\$50,692,500	\$13,518,000	\$22,530,000	\$36,048,000

Power Center

	Median Center Size	Construction Per Sqft (\$)	Developer Equip Per Sqft (\$)	Retailer Equip Per Sqft	Total Construction	Developer Equip Total	Retailer Equip Total	Total Equipment
MSA	410,000	\$75.00	\$18.00	\$30.00	\$30,750,000	\$7,380,000	\$12,300,000	\$19,680,000
City	355,000	\$67.50	\$18.00	\$30.00	\$23,962,500	\$6,390,000	\$10,650,000	\$17,040,000
Suburb	410,000	\$67.50	\$18.00	\$30.00	\$27,675,000	\$7,380,000	\$12,300,000	\$19,680,000

Lifestyle Center

	Median Center Size	Construction Per Sqft (\$)	Developer Equip Per Sqft (\$)	Retailer Equip Per Sqft	Total Construction	Developer Equip Total	Retailer Equip Total	Total Equipment
MSA	275,000	\$75.00	\$18.00	\$30.00	\$20,625,000	\$4,950,000	\$8,250,000	\$13,200,000
City	380,000	\$67.50	\$18.00	\$30.00	\$25,650,000	\$6,840,000	\$11,400,000	\$18,240,000
Suburb	420,000	\$67.50	\$18.00	\$30.00	\$28,350,000	\$7,560,000	\$12,600,000	\$20,160,000

Community Center

	Median Center Size	Construction Per Sqft (\$)	Developer Equip Per Sqft (\$)	Retailer Equip Per Sqft	Total Construction	Developer Equip Total	Retailer Equip Total	Total Equipment
MSA	285,000	\$75.00	\$18.00	\$30.00	\$21,375,000	\$5,130,000	\$8,550,000	\$13,680,000
City	330,000	\$67.50	\$18.00	\$30.00	\$22,275,000	\$5,940,000	\$9,900,000	\$15,840,000
Suburb	300,000	\$67.50	\$18.00	\$30.00	\$20,250,000	\$5,400,000	\$9,000,000	\$14,400,000

Assumptions from Construction Experts

- Construction costs \$75 per Sqft (MSA)
- Developer Equipment Costs \$18 per Sqft
- Retailer Equipment Costs \$30 per Sqft
- Construction Costs in Small City or Suburb 10% Cheaper than MSA
Therefore, City and Suburb Construction Costs \$67.50 per Sqft
- About 50% of equipment purchases are made locally; About 100% of construction labor is local.
- The Median Sizes were determined from taking samples of 30+ centers from each geographic division as described in operational data.

Table 2-2: Operations Employment

Regional Mall

		YR 1	YR 2	YR 3	YR 4	YR 5	YR 6	YR 7	YR 8	YR 9	YR 10	YR 11	YR 12	YR 13	YR 14	YR 15	YR 16	YR 17	YR 18	YR 19	YR 20	YR 21	YR 22	YR 23	YR 24	YR 25	
MSA		Units	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015	2015
Retail Trade	Units	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15
Mngmt of Co, Enter	Units	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58
Admin, Waste Services	Units	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58	58
City Area		Units	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908	1908
Retail Trade	Units	14	14	14	14	14	14	14	14	14	14	14	14	14	14	14	14	14	14	14	14	14	14	14	14	14	14
Mngmt of Co, Enter	Units	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44
Admin, Waste Services	Units	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44	44
Suburb Area		Units	873	873	873	873	873	873	873	873	873	873	873	873	873	873	873	873	873	873	873	873	873	873	873	873	873
Retail Trade	Units	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8
Mngmt of Co, Enter	Units	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28
Admin, Waste Services	Units	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28	28

Power Center

		YR 1	YR 2	YR 3	YR 4	YR 5	YR 6	YR 7	YR 8	YR 9	YR 10	YR 11	YR 12	YR 13	YR 14	YR 15	YR 16	YR 17	YR 18	YR 19	YR 20	YR 21	YR 22	YR 23	YR 24	YR 25	
MSA		Units	263	263	263	263	263	263	263	263	263	263	263	263	263	263	263	263	263	263	263	263	263	263	263	263	263
Retail Trade	Units	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3
Mngmt of Co, Enter	Units	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5
Admin, Waste Services	Units	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5
City Area		Units	230	230	230	230	230	230	230	230	230	230	230	230	230	230	230	230	230	230	230	230	230	230	230	230	230
Retail Trade	Units	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3
Mngmt of Co, Enter	Units	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4
Admin, Waste Services	Units	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4
Suburb Area		Units	265	265	265	265	265	265	265	265	265	265	265	265	265	265	265	265	265	265	265	265	265	265	265	265	265
Retail Trade	Units	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3	3
Mngmt of Co, Enter	Units	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5
Admin, Waste Services	Units	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5

Lifestyle Center

MSA		YR 1	YR 2	YR 3	YR 4	YR 5	YR 6	YR 7	YR 8	YR 9	YR 10	YR 11	YR 12	YR 13	YR 14	YR 15	YR 16	YR 17	YR 18	YR 19	YR 20	YR 21	YR 22	YR 23	YR 24	YR 25
Retail Trade	Units	914	914	914	914	914	914	914	914	914	914	914	914	914	914	914	914	914	914	914	914	914	914	914	914	914
Mngmt of Co, Enter	Units	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8
Admin, Waste Services	Units	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9
City Area																										
Retail Trade	Units	684	684	684	684	684	684	684	684	684	684	684	684	684	684	684	684	684	684	684	684	684	684	684	684	684
Mngmt of Co, Enter	Units	2	2	2	2	2	2	2	2	2	2	2	2	2	2	2	2	2	2	2	2	2	2	2	2	2
Admin, Waste Services	Units	13	13	13	13	13	13	13	13	13	13	13	13	13	13	13	13	13	13	13	13	13	13	13	13	13
Suburb Area																										
Retail Trade	Units	711	711	711	711	711	711	711	711	711	711	711	711	711	711	711	711	711	711	711	711	711	711	711	711	711
Mngmt of Co, Enter	Units	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5
Admin, Waste Services	Units	16	16	16	16	16	16	16	16	16	16	16	16	16	16	16	16	16	16	16	16	16	16	16	16	16

Community Center

MSA		YR 1	YR 2	YR 3	YR 4	YR 5	YR 6	YR 7	YR 8	YR 9	YR 10	YR 11	YR 12	YR 13	YR 14	YR 15	YR 16	YR 17	YR 18	YR 19	YR 20	YR 21	YR 22	YR 23	YR 24	YR 25
Retail Trade	Units	357	357	357	357	357	357	357	357	357	357	357	357	357	357	357	357	357	357	357	357	357	357	357	357	357
Mngmt of Co, Enter	Units	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6
Admin, Waste Services	Units	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8
City Area																										
Retail Trade	Units	413	413	413	413	413	413	413	413	413	413	413	413	413	413	413	413	413	413	413	413	413	413	413	413	413
Mngmt of Co, Enter	Units	7	7	7	7	7	7	7	7	7	7	7	7	7	7	7	7	7	7	7	7	7	7	7	7	7
Admin, Waste Services	Units	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9
Suburb Area																										
Retail Trade	Units	379	379	379	379	379	379	379	379	379	379	379	379	379	379	379	379	379	379	379	379	379	379	379	379	379
Mngmt of Co, Enter	Units	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6	6
Admin, Waste Services	Units	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9

3. Results

As shown in Table 3-1 thru 3-4, the various shopping center types and levels of investments and employment will stimulate positive growth in all of the regional economies modeled. All sectors of the economy will experience strong growth during the time frame. These regions will experience strong growth in employment, largely in the retail trade, services, construction, and manufacturing sectors, resulting from the direct capital investments and employment increases by developers and operators. The direct employment stimulus leads to an increase in Real Disposable Income (the increase in Real Disposable Income directly affects the increase in local consumption).

Output

The Output of an economy is the amount of production in dollars, including all intermediate goods purchased as well as value-added (labor, capital, and fuel investments and profit). We can also think of output as sales for both final goods and intermediate goods. Output is dependent upon consumption in the area, state government spending, investment, and exports of the industries in the region.

Gross Regional Product

Gross Regional Product (GRP) as a value added concept is analogous to the national concept of Gross Domestic Product. It is equal to Output, excluding intermediate inputs. The value-add concept is equal to compensation and profits.

Employment

The Employment variable in REMI Policy Insight uses historical data from the Bureau of Economic Analysis (BEA) and is based upon place of work, including part-time and full-time employees. The employment figures projected below are the difference from baseline and should not be cumulated.

Population

Population is a key variable in REMI Policy Insight that affects the potential labor force, government spending, consumption spending, and housing prices. Changes in population are due to migration changes into and out of the region. All changes in population are cumulative. Each year is difference from baseline, but includes the previous year.

Real Disposable Personal Income

Real Disposable Personal Income (RDPI) is the inflation-adjusted income that is available for consumers to spend. It is personal income minus taxes and social contributions plus dividends, rents, and transfer payments. The numbers of employees in the area, their wage rate, and the consumer prices all affect RDPI. An increase in employment or wage, or a decrease in consumers' prices increases a region's RDPI. Consequently, the opposite decreases RDPI. The increase in RDPI is an indirect effect from the new jobs in the regions. The summation of new wages, minus taxes, earned by workers equals the increase in RDPI.

Table 3-1: MSA Area

Employment Scenario Type	With Market Displacement				Without Market Displacement			
	2006	2008	2010	2026-2030*	2006	2008	2010	2026-2030*
Regional Mall	0.099%	0.097%	0.094%	0.087%	0.32%	0.311%	0.301%	0.273%
Power Center	0.013%	0.013%	0.012%	0.011%	0.042%	0.04%	0.039%	0.035%
Lifestyle Center	0.045%	0.044%	0.042%	0.039%	0.143%	0.139%	0.134%	0.121%
Community Center	0.018%	0.018%	0.017%	0.016%	0.057%	0.055%	0.054%	0.049%

***Average Employment**

Output (Millions of Fixed \$96) Scenario Type	With Market Displacement				Without Market Displacement			
	2006	2008	2010	2026-2030*	2006	2008	2010	2026-2030
Regional Mall	0.07%	0.068%	0.065%	0.344%	0.224%	0.213%	0.203%	1.059%
Power Center	0.01%	0.009%	0.009%	0.045%	0.029%	0.028%	0.027%	0.14%
Lifestyle Center	0.032%	0.031%	0.029%	0.157%	0.1%	0.095%	0.091%	0.474%
Community Center	0.014%	0.013%	0.013%	0.066%	0.041%	0.039%	0.037%	0.194%

GRP (Millions of Fixed \$96) Scenario Type	With Market Displacement				Without Market Displacement			
	2006	2008	2010	2026-2030	2006	2008	2010	2026-2030
Regional Mall	0.065%	0.064%	0.062%	0.330%	0.204%	0.2%	0.193%	1.01%
Power Center	0.009%	0.009%	0.008%	0.045%	0.027%	0.026%	0.025%	0.133%
Lifestyle Center	0.029%	0.029%	0.028%	0.15%	0.091%	0.089%	0.086%	0.451%
Community Center	0.013%	0.012%	0.012%	0.065%	0.038%	0.037%	0.036%	0.187%

Population (Last Year of Phase) Scenario Type	With Market Displacement				Without Market Displacement			
	2006	2008	2010	2026-2030	2006	2008	2010	2026-2030
Regional Mall	0.008%	0.019%	0.027%	0.043%	0.026%	0.063%	0.088%	0.139%
Power Center	0.001%	0.003%	0.003%	0.005%	0.003%	0.008%	0.011%	0.017%
Lifestyle Center	0.004%	0.009%	0.012%	0.019%	0.012%	0.028%	0.039%	0.061%
Community Center	0.001%	0.003%	0.005%	0.007%	0.005%	0.011%	0.015%	0.024%

Real Disposable Personal Income (Millions of Fixed \$96) Scenario Type	With Market Displacement				Without Market Displacement			
	2006	2008	2010	2026-2030	2006	2008	2010	2026-2030
Regional Mall	0.024%	0.026%	0.027%	0.160%	0.076%	0.082%	0.086%	0.52%
Power Center	0.003%	0.003%	0.004%	0.02%	0.01%	0.011%	0.011%	0.065%
Lifestyle Center	0.011%	0.011%	0.012%	0.07%	0.033%	0.036%	0.038%	0.228%
Community Center	0.005%	0.005%	0.005%	0.03%	0.014%	0.015%	0.015%	0.076%

Table 3-2: City Area

Employment Scenario Type	With Market Displacement				Without Market Displacement				
	Years	2006	2008	2010	2026-	2006	2008	2010	2026-
					2030*				2030*
Regional Mall		0.029%	0.031%	0.031%	0.03%	0.315%	0.332%	0.335%	0.333%
Power Center		0.004%	0.004%	0.004%	0.004%	0.038%	0.04%	0.04%	0.04%
Lifestyle Center		0.01%	0.01%	0.011%	0.01%	0.112%	0.118%	0.119%	0.118%
Community Center		0.007%	0.007%	0.007%	0.007%	0.069%	0.073%	0.073%	0.072%

***Average Employment**

Output (Millions of Fixed \$96) Scenario Type	With Market Displacement				Without Market Displacement				
	Years	2006	2008	2010	2026-	2006	2008	2010	2026-
					2030				2030
Regional Mall		0.022%	0.023%	0.023%	0.1%	0.226%	0.238%	0.239%	1.238%
Power Center		0.003%	0.003%	0.003%	0.015%	0.027%	0.029%	0.029%	0.15%
Lifestyle Center		0.007%	0.008%	0.008%	0.04%	0.08%	0.084%	0.085%	0.44%
Community Center		0.006%	0.006%	0.006%	0.03%	0.05%	0.053%	0.053%	0.272%

GRP (Millions of Fixed \$96) Scenario Type	With Market Displacement				Without Market Displacement				
	Years	2006	2008	2010	2026-	2006	2008	2010	2026-
					2030				2030
Regional Mall		0.021%	0.023%	0.023%	0.12%	0.216%	0.233%	0.236%	1.238%
Power Center		0.003%	0.003%	0.003%	0.015%	0.026%	0.028%	0.029%	0.15%
Lifestyle Center		0.007%	0.007%	0.008%	0.04%	0.077%	0.082%	0.083%	0.439%
Community Center		0.005%	0.006%	0.006%	0.03%	0.048%	0.051%	0.052%	0.272%

Population (Last Year of Phase) Scenario Type	With Market Displacement				Without Market Displacement				
	Years	2006	2008	2010	2026-	2006	2008	2010	2026-
					2030				2030
Regional Mall		0.003%	0.008%	0.012%	0.019%	0.038%	0.097%	0.138%	0.228%
Power Center		0.001%	0.001%	0.001%	0.002%	0.005%	0.012%	0.017%	0.027%
Lifestyle Center		0.001%	0.003%	0.004%	0.007%	0.014%	0.035%	0.049%	0.082%
Community Center		0.001%	0.002%	0.003%	0.004%	0.008%	0.021%	0.03%	0.049%

Real Disposable Personal Income (Millions of Fixed \$96) Scenario Type	With Market Displacement				Without Market Displacement				
	Years	2006	2008	2010	2026-	2006	2008	2010	2026-
					2030				2030
Regional Mall		0.013%	0.015%	0.016%	0.085%	0.134%	0.157%	0.17%	0.978%
Power Center		0.002%	0.002%	0.002%	0.01%	0.016%	0.019%	0.02%	0.118%
Lifestyle Center		0.004%	0.005%	0.005%	0.03%	0.048%	0.056%	0.06%	0.348%
Community Center		0.003%	0.004%	0.004%	0.02%	0.029%	0.034%	0.037%	0.211%

Table 3-3: Suburb Area

Employment Scenario Type	With Market Displacement				Without Market Displacement			
	2006	2008	2010	2026-2030*	2006	2008	2010	2026-2030*
Regional Mall	0.018%	0.018%	0.018%	0.018%	0.129%	0.127%	0.124%	0.125%
Power Center	0.005%	0.005%	0.005%	0.004%	0.039%	0.038%	0.037%	0.037%
Lifestyle Center	0.014%	0.014%	0.014%	0.015%	0.104%	0.102%	0.1%	0.1%
Community Center	0.008%	0.008%	0.008%	0.008%	0.056%	0.055%	0.054%	0.054%

***Average Employment**

Output (Millions of Fixed \$96) Scenario Type	With Market Displacement				Without Market Displacement			
	2006	2008	2010	2026-2030	2006	2008	2010	2026-2030
Regional Mall	0.012%	0.012%	0.011%	0.06%	0.079%	0.077%	0.073%	0.384%
Power Center	0.004%	0.004%	0.004%	0.02%	0.024%	0.023%	0.022%	0.117%
Lifestyle Center	0.009%	0.009%	0.009%	0.047%	0.063%	0.061%	0.059%	0.308%
Community Center	0.006%	0.006%	0.006%	0.03%	0.035%	0.034%	0.033%	0.171%

GRP (Millions of Fixed \$96) Scenario Type	With Market Displacement				Without Market Displacement			
	2006	2008	2010	2026-2030	2006	2008	2010	2026-2030
Regional Mall	0.013%	0.012%	0.012%	0.065%	0.081%	0.079%	0.075%	0.391%
Power Center	0.004%	0.004%	0.004%	0.02%	0.025%	0.024%	0.023%	0.12%
Lifestyle Center	0.01%	0.01%	0.009%	0.05%	0.065%	0.063%	0.06%	0.313%
Community Center	0.006%	0.006%	0.006%	0.03%	0.036%	0.035%	0.033%	0.175%

Population (Last Year of Phase) Scenario Type	With Market Displacement				Without Market Displacement			
	2006	2008	2010	2026-2030	2006	2008	2010	2026-2030
Regional Mall	0.002%	0.005%	0.007%	0.011%	0.015%	0.036%	0.05%	0.075%
Power Center	0.001%	0.002%	0.002%	0.003%	0.005%	0.011%	0.015%	0.022%
Lifestyle Center	0.002%	0.004%	0.006%	0.009%	0.012%	0.029%	0.04%	0.06%
Community Center	0.001%	0.002%	0.003%	0.005%	0.007%	0.016%	0.022%	0.032%

Real Disposable Personal Income (Millions of Fixed \$96) Scenario Type	With Market Displacement				Without Market Displacement			
	2006	2008	2010	2026-2030	2006	2008	2010	2026-2030
Regional Mall	0.006%	0.006%	0.007%	0.04%	0.04%	0.043%	0.044%	0.201%
Power Center	0.002%	0.002%	0.002%	0.01%	0.012%	0.013%	0.013%	0.075%
Lifestyle Center	0.005%	0.005%	0.005%	0.03%	0.032%	0.034%	0.035%	0.201%
Community Center	0.003%	0.003%	0.003%	0.016%	0.018%	0.019%	0.019%	0.11%

Table 3-4 Investment Results, Year 1

Regional Mall Construction and Equipment

	MSA Area	City Area	Suburb Area
Employment	0.122%	0.127%	0.06%
Output (Mil Fixed 96\$)	0.136%	0.127%	0.062%
GRP (Mil Fixed 96\$)	0.099%	0.102%	0.052%
Population (Last Year of Phase)	0.009%	0.014%	0.007%
Real Disp Pers Inc (Mil Fixed 96\$)	0.054%	0.077%	0.034%

Power Center Construction and Equipment

	MSA Area	City Area	Suburb Area
Employment	0.054%	0.048%	0.033%
Output (Mil Fixed 96\$)	0.061%	0.048%	0.034%
GRP (Mil Fixed 96\$)	0.044%	0.038%	0.028%
Population (Last Year of Phase)	0.004%	0.005%	0.004%
Real Disp Pers Inc (Mil Fixed 96\$)	0.024%	0.029%	0.019%

Lifestyle Center Construction and Equipment

	MSA Area	City Area	Suburb Area
Employment	0.036%	0.051%	0.033%
Output (Mil Fixed 96\$)	0.041%	0.051%	0.035%
GRP (Mil Fixed 96\$)	0.03%	0.041%	0.029%
Population (Last Year of Phase)	0.003%	0.006%	0.004%
Real Disp Pers Inc (Mil Fixed 96\$)	0.016%	0.031%	0.019%

Community Center Construction and Equipment

	MSA Area	City Area	Suburb Area
Employment	0.038%	0.044%	0.024%
Output (Mil Fixed 96\$)	0.042%	0.044%	0.025%
GRP (Mil Fixed 96\$)	0.031%	0.036%	0.021%
Population (Last Year of Phase)	0.003%	0.005%	0.003%
Real Disp Pers Inc (Mil Fixed 96\$)	0.017%	0.027%	0.014%



ICSC Shopping Center Definitions

Basic Configurations and Types for the United States

The term "shopping center" has been evolving since the early 1950s. Industry nomenclature originally offered four basic terms: neighborhood, community, regional, and superregional centers. However, as the industry has matured, these four classifications are no longer adequate. To remove some of the ambiguity and accommodate new shopping center formats, The International Council of Shopping Centers has defined eight principal shopping center types, shown in the accompanying table.

The definitions, and in particular the table, are meant to be guidelines for understanding major differences between the basic types of shopping centers. Several categories shown in the table, such as size, number of anchors, and trade area, should be interpreted as "typical" for each center type. They are not meant to encompass the operating characteristics of every center. As a general rule, the main determinants in classifying a center are its merchandise orientation (types of goods/services sold) and its size.

It is not always possible to precisely classify every center. Some centers are hybrids, combining elements from two or more basic classifications. Alternatively, a center's concept may be sufficiently unusual as to preclude it from fitting into one of the eight generalized definitions presented here, and may ultimately lead to a new category as the industry continues to evolve.

Some types of centers are not separately defined here but nonetheless are a part of the industry. These can be considered subsegments of one of the larger, defined groups, perhaps created to satisfy a

particular niche market. One example would be the **convenience center**, among the smallest of centers, whose tenants provide a narrow mix of goods and personal services to a very limited trade area. A typical anchor would be a convenience store like 7-Eleven or other mini-mart. At the other end of the size spectrum are **super off-price malls** that consist of a large variety of value-oriented retailers, including factory outlet stores, department store close-out outlets, and category killers in an enclosed megamall (up to 2 million square feet) complex.

Another type of shopping format that is receiving significant attention and warrants special discussion is the broad class of **mixed-use developments**. In the strict sense, mixed-use is not necessarily a type of shopping center. However, where retail comprises one of at least three significant revenue-producing uses, this type of development is common to the shopping center industry. Successful mixed-use projects that are developed as a single unit—sometimes referred to as **mixed-use centers**—may consist of well-integrated entertainment, office, hotel, residential, recreation, sports stadiums, cultural venues, and/or other uses that mutually support a substantial retail component. Often, such properties feature residential units or office suites above street-level retail stores, although they can also be malls integrated with office buildings and hotels. Sometimes, lifestyle centers may form the retail component of mixed-use projects.

Other small subsegments of the industry include vertical, downtown, off-price, home improvement, and car care centers. The trend toward differentiation and segmentation will continue to add new terminology as the industry matures.



SHOPPING CENTER: *A group of retail and other commercial establishments that is planned, developed, owned and managed as a single property, with on-site parking provided. The center's size and orientation are generally determined by the market characteristics of the trade area served by the center. The three main physical configurations of shopping centers are malls, open-air centers, and hybrid centers.*

BASIC DESIGN CONFIGURATIONS

Mall: The most common design mode for regional and superregional centers is often referred to as a "shopping mall." The walkway or "mall" is typically enclosed, climate-controlled and lighted, flanked on one or both sides by storefronts and entrances. On-site parking, usually provided around the perimeter of the center, may be surface or structured.

Open-Air Center: An attached row of stores or service outlets managed as a unit, with on-site parking usually located in front of the stores with common areas that are not enclosed, is often referred to as an "open-air center." Open canopies may connect the storefronts, but an open-air center does not have enclosed walkways linking the stores. The most common variations of this configuration are linear, L-shaped, U-shaped, Z-shaped, or cluster. The linear form is often used in neighborhood and community centers. The cluster form and its variations have lent themselves to the emergence of new classes of centers such as the lifestyle center, in which the physical layout and open feel are differentiating features. Historically, the open-air configuration has been referred to as a "strip center," though the strip center got its name from the linear form, where stores sit side-by-side in a long and narrow row of stores.

Hybrid Center: A center that combines elements from two or more of the main shopping center types. Common hybrids include value-oriented mega-malls (combining mall, power center, and outlet elements), power-lifestyle centers (combining power center and lifestyle center elements), and entertainment-retail centers (combining retail uses with megaplex movie theaters, theme restaurants, and other entertainment uses).

SHOPPING CENTER TYPES

MALLS

Regional Center: This center type provides general merchandise (a large percentage of which is apparel) and services in full depth and variety. Its main attraction is the combination of anchors, which may be traditional, mass merchant, discount, or fashion department stores, with numerous fashion-oriented specialty stores. A typical regional center is usually enclosed with an inward orientation of the stores connected by a common walkway. Parking surrounds the outside perimeter.

Superregional Center: Similar to a regional center, but because of its larger size, a superregional center has more anchors, a deeper selection of merchandise, and draws from a larger population base. As with regional centers, the typical configuration is an enclosed mall, frequently with multilevels. Parking may also be structured to accommodate the sheer size of the center.

OPEN-AIR CENTERS

Neighborhood Center: This center is designed to provide convenience shopping for the day-to-day needs of consumers in the immediate neighborhood. According to ICSC's SCORE publication, roughly half of these centers are anchored by a supermarket, while about a third have a drugstore anchor. These



anchors are supported by stores offering drugs, sundries, snacks and personal services. A neighborhood center is usually configured as a straight-line strip with no enclosed walkway or mall area and parking in the front. Centers may have a canopy or other façade treatment to provide shade and protection from inclement weather, or to tie the center together.

Community Center: A community center typically offers a wider range of apparel and other soft goods than the neighborhood center. Among the more common anchors are supermarkets, super drugstores, and discount department stores. Community center tenants sometimes contain value-oriented big-box category-dominant retailers selling such items as apparel, home improvement/furnishings, toys, electronics or sporting goods. The center is usually configured in a straight line as a strip, or may be laid out in an L or U shape, depending on the site and design. Of the eight center types, community centers encompass the widest range of formats. For example, certain centers that are anchored by a large discount department store often have a discount focus. Others with a high percentage of square footage allocated to off-price retailers can be termed off-price centers.

Power Center: A center dominated by several large anchors, including discount department stores, off-price stores, warehouse clubs, or "category killers," i.e., stores that offer a vast selection in related merchandise categories at very competitive retail prices. The center typically consists of several anchors, some of which may be freestanding (unconnected) and only a minimum amount of small specialty tenants.

Theme/Festival Center: These centers typically employ a unifying theme that is carried out by the individual shops in their architectural design and, to an extent, in their merchandise. Entertainment is often a common element of such centers, although it may come in the shopping experience as much as in the tenants themselves. These centers are often targeted to tourists, but may also attract local customers who might be drawn by the center's unique nature. Theme/festival centers may be anchored by restaurants and entertainment facilities. Generally located in urban areas, they are often adapted from older, sometimes historic, buildings, and can be part of mixed-use projects.

Outlet Center: This center type consists of manufacturers' and retailers' outlet stores selling brand-name goods at a discount. These centers are typically not anchored, although certain brand-name stores may serve as "magnet" tenants. The majority of outlet centers are open-air, configured either in a strip or as a village cluster, although some are enclosed.

Lifestyle Center: Most often located near affluent residential neighborhoods, this center type caters to the retail needs and "lifestyle" pursuits of consumers in its trading area. It has an open-air configuration and typically includes at least 50,000 square feet of retail space occupied by upscale national chain specialty stores. Other elements differentiate the lifestyle center in its role as a multi-purpose leisure-time destination, including restaurants, entertainment, and design ambience and amenities such as fountains and street furniture that are conducive to casual browsing. These centers may be anchored by one or more conventional or fashion specialty department stores.



ICSC SHOPPING CENTER DEFINITIONS—U.S.

TYPE OF SHOPPING CENTER	CONCEPT	SQUARE FEET (INCLUDING ANCHORS)	ACREAGE	TYPICAL ANCHOR(S) NUMBER	TYPICAL ANCHOR(S) TYPE	ANCHOR RATIO*	PRIMARY TRADE AREA**
MALLS							
Regional Center	General merchandise; fashion (mall, typically enclosed)	400,000-800,000	40-100	2 or more	Full-line department store; jr. department store; mass merchant; discount department store; fashion apparel	50-70%	5-15 miles
Superregional Center	Similar to regional center but has more variety and assortment	800,000+	60-120	3 or more	Full-line department store; jr. department store; mass merchant; fashion apparel	50-70%	5-25 miles
OPEN-AIR CENTERS							
Neighborhood Center	Convenience	30,000-150,000	3-15	1 or more	Supermarket	30-50%	3 miles
Community Center	General merchandise; convenience	100,000-350,000	10-40	2 or more	Discount department store; supermarket; drug; home improve- ment; large specialty/ discount apparel	40-60%	3-6 miles
Lifestyle Center	Upscale national chain specialty stores; dining and entertainment in outdoor setting.	Typically 150,000-500,000, but can be smaller or larger.	10-40	0-2	Not usually anchored in the traditional sense but may include book store; other large-format specialty retailers; multi-plex cinema; small department store.	0-50%	8-12 miles
Power Center	Category-dominant anchors; few small tenants	250,000-600,000	25-80	3 or more	Category killer; home improvement; discount department store; warehouse club; off-price	75-90%	5-10 miles
Theme/Festival Center	Leisure; tourist-orient- ed; retail and service	80,000-250,000	5-20	N/A	Restaurants; entertainment	N/A	N/A
Outlet Center	Manufacturers' outlet stores	50,000-400,000	10-50	N/A	Manufacturers' outlet stores	N/A	25-75 miles

* The share of a center's total square footage that is attributable to its anchors; ** The area from which 60-80% of the center's sales originate.

For questions about these definitions, please contact Michael Tubridy of ICSC's Albert Sussman Library: (646) 728-3671, or at mtubridy@icsc.org.

Special thanks to the following for their input into these definitions: Norris Eber, Joseph Freed & Associates; Michael E. McCarty and Michael P. McCarty, Simon Property Group; Brad Hutensky, The Hutensky Group; Greg Andrews, Green Street Advisors; Tom Bernier, General Growth Properties; Jim DeLisle, Runstad Professor of Real Estate, University of Washington; Steve Parker, Westfield Corp.; Dave Daleiden, Weingarten Realty Investors; and Rudy Millian, ICSC.

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September 29, 2016

Via Hand Delivery

Ms. Denise Harris
Town of Warrenton
18 Court Street
Warrenton, Virginia 20188

Re: Walker Drive Properties Zoning Map Amendment (ZMA 16-01)
2nd Comment Response Letter

Dear Ms. Harris:

Attached please find revised application materials prepared in response to staff comments received to date.

This resubmission package includes the following:

1. Fifteen (15) copies of the Proffer Statement dated September 27, 2016;
2. Fifteen (15) copies of the blacklined proffers reflecting revisions from those dated July 28, 2016;
3. Fifteen (15) copies of the revised Design Guidelines, dated September 27, 2016;
4. Fifteen (15) full sized copies and fifteen (15) reduced sized copies of the Master Development Plan, dated September 19, 2016 and consisting of the following sheets:
 - a. Cover Sheet
 - b. Notes & Details
 - c. Land Bay Plan
 - d. Illustrative Plan
 - e. Illustrative Plan

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- f. Conceptual Landscape Plan
 - g. Zoning Plat; and
 - h. Existing Conditions Plan;
5. Fifteen (15) copies of the roundabout analysis prepared by The Traffic Group and consisting of twelve pages;
 6. Fifteen (15) 11x17 copies of the roundabout exhibits entitled “Warrenton-Walker Drive”, prepared by The Traffic Group and consisting of four sheets.

In response to specific agency comments received to date, we offer the following responses:

Planning and Community Development Department, dated September 1, 2016	
Agency Comment	Applicant’s Response
Proffer provisions should not infringe on the Town’s right and need to govern itself through allowable land uses, requires state and local regulations, and land use development processes. Proffers are self-imposed limits on the development of the property. Proffers cannot establish commitments for the Town.	Acknowledged. The applicant does not believe that the proffers contain any impermissible provisions.
The Town has a long standing goal of being a walkable and bicycle friendly community. The applicant has stated that they will not produce a plan for bicycle and pedestrian accommodations at this time, even though the VDOT scoping form for the TIA on March 21, 2016 indicated these will be addressed, In addition, the applicant has indicated the multi-use trail on Walker Drive should be located on the west side. This is not in the Town’s plans or best interest. The transportation component of the application needs to further address this goal.	The applicant has committed to a contribution of \$40,000 for trail construction and improvements within the vicinity of the property.

<p>The Town has a long standing interest to implement roundabouts when appropriate. The proposal should take this into consideration.</p>	<p>This is addressed below with respect to comments from Kimley-Horn and VDOT.</p>
<p>The proffered building materials and Design Guidelines include almost every type of material. Other than stating CMU will not be used for front or rear facades, as written, the proposal has wide flexibility in design, material, and colors The proposal “may:” include a variety of architectural styles and the public gathering area “may” provide amenities. Finally, the Master Development Plan and Design Guidelines illustrate diagonal parking while parallel parking is preferred to design, walk ability, and human scale development. The ability to provide on-street parallel parking should be considered.</p>	<p>The staff is aware that the applicant does not know which users and uses may occupy the development, and cannot, therefore, know what materials they would choose. However, it is willing to consider the elimination of any building material that the Town believes inappropriate.</p> <p>The proffers have been amended to reflect further restrictions that could not be imposed on a by-right structure.</p> <p>Single parking is more efficient and less impactful on the flow of traffic than parallel parking. Single parking similar to that shown is often used in mixed use developments.</p>
<p>Staff appreciates the analysis of potential local tax benefits. The Economic Impact Model was prepared using information that is ten year old for shopping centers in regional markets. It is not current, nor specific to the Town or this proposal. The applicant should be aware that it is likely that more questions will arise on the potential economic impacts to the Town and the surrounding neighborhoods as the application proceeds.</p>	<p>The information used to develop the Economic Impact Model remains relevant and informative. While it has not been updated since originally done, it constitutes a valid analysis upon which to conclude that there will be fiscal benefits to the community. It is not related to or derived from regional shopping centers, but rather is data related to “lifestyle centers” in suburban locations. This is the kind of development that the applicant seeks.</p> <p>What the Town appears to request is that the applicant perform a market study of uncertain scope assessing the state of the Warrenton/Fauquier market. Such studies are very costly, and with due respect for those who prepare them, would not produce reliable information as to what users might choose to locate at the project, what the market demand for those users might be, and what impacts can be expected from a given user. Nor would such a study shed light on potential economic impacts.</p>

	<p>Perhaps most importantly, the applicant believes that what has been proposed is a project that will be fiscally positive for the Town and the County, and that it will do so in a manner far more controlled and attractive than the piecemeal development of by-right industrial uses.</p> <p>If the Town has information suggesting that the project would not have such positive impacts, but would prove costly for the Town, the applicant would consider it.</p>
<p>The Stormwater Management requirements may impact the proposal. The applicant should acknowledge that in proffering substantial conformance with the Master Development Plan does not result in relief from Town, state and/or federal requirements, The result of meeting these regulations may be a Master Development Plan that is no longer in substantial conformance.</p>	<p>The applicant appreciates that it must meet Virginia stormwater management regulations, and that the rezoning cannot change this. The applicant's engineer has done sufficient analysis of the proposed area coverage to believe that stormwater can be capably managed consistently with applicable regulations. The proffers, however, have been amended to reflect that any design changes that must be made to accommodate stormwater management requirements will not force it out of substantial compliance with the Master Development Plan in the same manner that other adjustments at final plan will not occasion such noncompliance.</p>
<p>The utility demands of this proposal results in an additional demand of 83,357 gpd impact. This will need to be addressed.</p>	<p>This is addressed further below.</p>
<p>The full set of comments from Comprehensive Planning, Zoning, Public Works and Utilities, Kimley-Horn, VDOT, Parks and Recreation and the Police are attached.</p>	<p>Those comments are addressed below.</p>
<p>Planning and Community Development Department - Comprehensive Planning, dated September 1, 2016</p>	
<p>Agency Comment</p>	<p>Applicant's Response</p>

<p>The applicant is requesting a PUD overlay of the Industrial Zoning District, to allow for an I-PUD development on the properties. The Comprehensive Plan does not specifically include PUD as a future land use option. However, the proposed rezoning will allow for a proposed mixed use development which is encouraged in the Comprehensive Plan.</p>	<p>Acknowledged.</p>
<p>The properties in question are primarily vacant with vegetation and some steep slopes. The site contains no floodplain. The viewshed consists of being bounded by US 15/29, East Lee Street, Walker Drive neighborhoods, and Academy Hill. The applicant appears to be proposing to grade and clear most of the site's the exiting topography and tree cover. More information is questions on how the applicant will address the goals of the Comprehensive Plan as set out in the staff comments.</p>	<p>Acknowledged.</p>
<p>Staff supports the comments from VDOT and Kimley-Horn for transportation related concerns. It should be noted that a pedestrian/bike analysis was included in the Transportation Impact Analysis scope of work, Walker Drive is utilized by local neighborhoods for walking and biking. Ensuring that these activities can continue safely, as well as encouraging these modes, is important to the community. In additional facilities for bicyclists on site would be attractive for community members.</p>	<p>Acknowledged.</p>
<p>The application does not include a multiuse trail on the frontage of the property.</p>	<p>The applicant has committed to a contribution of \$40,000 for trail construction and improvements within the vicinity of the property.</p>

Planning and Community Development Department - Zoning Ordinance Review, dated September 1, 2016	
Agency Comment	Applicant's Response
The Master Development Plan does not meet the minimum amount of required Industrial Uses. However, the applicant is requesting a waiver from the land use mix requirements. Staff is unable to confirm that the height requirements are met. Please provide anticipated heights of buildings.	No building on the property will exceed the permitted height as set out in the Zoning Ordinance, with the possible exception of "Building B," which is one story. If it is determined that any building will exceed 45 feet in height, a special use permit will be sought in accordance with the I-PUD requirements.
Please include specific waivers that are being requested. The application currently includes waiver requests from the Land Use Mix requirement and for a sign package. At the time of Site Development Plan review, the Master Development Plan will not override the requirements of VDOT, Town of Warrenton Public Facilities Manual, or Zoning Ordinance, unless specifically requested by the applicant in a waiver and approved.	The applicant is aware that without a waiver of applicable requirements, those requirements must be satisfied.
The uses proposed a[re] generally considered by-right in an I-PUD. The Master Development Plan shows "Building A" as a potential bank with drive through facilities, which does require a Special Use Permit. A Special Use Permit has not been requested at this time.	The applicant is aware that a bank with drive-through lanes will require a special use permit and one will be sought if and when such a user becomes interested in the project.
Setbacks included on the Master Development Plan are those per Article 3-4.12.4 (Industrial Zoning District). Please be aware of the Bulk Development Requirement's for I-PUD in Article 3-5.2.7.5.	Acknowledged. The applicant's engineer is familiar with these standards and has accommodated them. This is, of course, a matter that would be addressed in detail in connection with site plans.
The Master Development Plan provides an illustrative number of stories for each proposed building except for "Building B." Please verify the proposed height for these buildings as well	See the note above regarding building heights.

<p>as the distance of the buildings from the site boundary. A Special Use Permit/Town Council approval may be required for buildings over 45 feet in height.</p>	
<p>Accessory structures are not included in the Master Development Plan at this time.</p>	<p>Acknowledged.</p>
<p>The minimum total amount of Open Space required is said to be met on the Master Development Plan. However, staff is unable to verify all the open space requirements of applicable ordinances are met.</p>	<p>The applicant is providing a detail of open space showing where it is located and how it has been calculated.</p>
<p>Parking tabulations on the Master Development Plan meet the Zoning Ordinance requirements for Articles 7-3 through 7-7 and the required amount of Handicapped parking. Please be aware of the Design Requirement for Parking lots.</p>	<p>Acknowledged.</p>
<p>Please be aware of the Zoning Ordinance requirements for landscaping, screening and buffering, and the retention/replacement of trees. Please show any proposed tree protection zones on the Concept Development Plan [Master Development Plan] or indicate if there are none proposed.</p>	<p>There is no tree protection proposed. The site will be graded in order to be developed, and landscaping, screening, and buffering will be provided consistently with the Master Development Plan.</p>
<p>Staff notes that the Master Development Plan states that the Landscape Plan is subject to the Zoning Ordinance requirements, unless waived prior to or during the Site Development Plan Process. The Zoning Ordinance does not have a waiver proves that specifically includes Article 8 (Landscaping).</p>	<p>The applicant believes that its proposed landscaping plan is consistent with applicable ordinance provisions.</p>
<p>Staff notes that the applicant is proffering that buffers and landscaping will be installed in substantial conformance with the Master Development Plan and that there will be a minimum 30 foot buffer along East Lee Street frontage. Buffers and landscaping will need to meet the requirements of the Zoning</p>	<p>There is no "buffer" along East Lee, but there is landscaping as shown on the Landscape Plan. As noted above, the applicant understands that it must comply with applicable landscaping requirements.</p>

Ordinance.	
The applicant has proffered that they shall comply with the Town's photometric standards, to be submitted with the Site Development Plan.	Acknowledged.
Please be aware of the pedestrian access requirements. In addition, the TIA Scope of Work (revised and original) included bike/pedestrian accommodations, which have not been included in the TIA.	The applicant has now proffered that it will install crosswalks at all controlled intersections.
Please be aware of all the regulations regarding open space under Article 9-12. At this time staff is unable to determine if the Open Space requirements are met.	See the note above.
Please be aware of the Criteria for Consideration of Zoning Map Amendments (Article 11-3.9.12).	Acknowledged.
Revise proffer statement to remove specific actions to be taken by the Town of Warrenton. Proffers are self-imposed limits on the development of the property. Proffers cannot establish commitments for the Town.	The applicant must be directed to proffers that seek to impose an obligation on the Town. It sees none.
The Master Development Plan includes restaurants under the calculations for by-right water/sewage flow. Restaurants require a Special Use Permit within the Industrial District. Please revise accordingly. Please refer to comments from the Public Works and Utilities Department on estimated by-right water/sewer usage.	The applicant believes that a proper understanding of the Ordinance is that it permits an applicant to consider any permissible commercial use in the 15% allowance for such uses, regardless whether a special use permit would be required. Moreover, the newly amended I-PUD ordinance provisions specifically identify restaurants as uses by right in an I-PUD. It makes little sense to exclude them from calculations of uses in an I District by-right development as potential generators of water and sewer usage.

Public Works and Utilities, dated August 31, 2016	
Agency Comment	Applicant's Response
<p>The comment response letter indicates that the movie theater is proffered as part of the first phase of the development, but the Proffer Conditions do not say that.</p>	<p>The applicant has conducted extensive discussions with potential theater owners but cannot presently proffer that a theater will be built at any specific point in the development of the Property. It will commit to the preservation of a site suitable for a multiplex theater and that it will use its best commercially reasonable efforts to obtain such a user.</p>
<p>It is difficult to understand the benefit of the Building Materials Proffer, item 6.1. It indicates that the buildings or improvements will be constructed and faced with any and all material, and does not preclude the use of any other available materials.</p>	<p>This proffer has been amended. See comments above.</p>
<p>There has been discussion regarding the potential of a traffic circle (roundabout) at the intersection of Walker Drive with East Lee Street. Neither the Master Plan nor the Proffers make any provisions to consider the needed right-of-way from this property or its pro rata share in costs should a traffic circle be a workable solution for this development and the immediate surrounding area.</p>	<p>See the further discussion of this issue below.</p>
<p>While the Utility and Public Works Department defers to Planning & Zoning, the Economic Impact of Shopping Center Development Report appears to have been prepared for the International Council of Shopping Centers for a Regional Mall in a major metropolitan area and not the Town of Warrenton. It is difficult to see how this applies to this application in this location. The memo written about the potential economic impact of this proposed development points out the potential tax revenue benefits the developer hopes will be derived.</p>	<p>This has been addressed above with respect to Community Development comment number 5. The data provided are not for a regional mall in a major metropolitan area.</p>

<p>This concept plan shows an extensive and efficient stormwater collection and pipe network to convey storm drainage through this highly proposed impervious development. This type of plan does not provide for the types of integrated approach in dealing controlling's warm water runoff required by the US Environmental Protection Agency (EPA) and the Commonwealth's Department of Environmental Quality (DEQ) Regulations. While the proposed system will provide for a very efficient collection and hydraulic conveyance system, it does not meet any of the current requirements for storm water runoff or nutrient reductions.</p>	<p>The Master Development Plan is not intended or required to provide the level of engineering detail that is addressed in this comment, but it is appreciated. These are issues that will be addressed in detail during actual site engineering, when the applicant must show compliance with applicable legal requirements, or fail to obtain necessary approvals.</p>
<p>With a proposed project of this intensity, it will be necessary to incorporate groundwater recharge/infiltration and other water quality treatment practices to meet the new Runoff Reduction Calculation processes as defined by the DEQ's Runoff Reduction Spreadsheet. Therefore it is important that the developer of this project indicate that they recognize that they may not be able to achieve the proposed intensity of the development as indicated in the Master Development Plan and Code of Development presented.</p>	<p>Acknowledged. The project will be constrained by the approvals it receives, as are all projects.</p>
<p>The applicant should acknowledge in the development statements, and in the proffering of "substantial conformance with the Master Development Plan" that the town of Warrenton's approval of a zoning modification of this intensity does not relieve them of the responsibility and requirement to provide measures to address the storm water runoff reductions and water quality treatments for storm water within this development, as required by the EPA, DEQ and/or the Town of Warrenton.</p>	<p>We understand the intention of this comment, and a proffer has been incorporated to this effect. The applicant notes, however, that this is the law and no proffer is required to make it so.</p>

<p>Off-site improvements WILL be needed in the form of looping the water main in Walker Drive the currently dead-ends at Hidden Creek, through the proposed property until it completes a loop at the water main in East Street and East Lee Street. Water System needs to loop n with Existing/Proposed Water on Meetze/Lee Street in order to secure adequate water flow through this part of town with a development of this size/intensity. Also it is necessary to limit dead in segments of water that will need continued flushing for water quality purposes.</p>	<p>The applicant acknowledges this comment and has modified the proffers to reflect that it will extend water lines so as to complete the looping of the water system as described herein.</p> <p>Additionally, the plan has been revised to show this connection will be made.</p>
<p>The design guidelines basically show the transition from asphalt to sidewalk to building with no breaks for grass areas or utility strips. Per the Town's Public Facilities Manual, water meter boxes and sanitary sewer cleanouts must be located grass areas to prevent freezing and to avoid potential tripping hazards for pedestrians.</p>	<p>The requirements of the Town's Public Facilities Manual will be met at the time of site plan.</p>
<p>Water and Sewer / Public Works and Utilities, dated August 31, 2016</p>	
<p>Agency Comment</p>	<p>Applicant's Response</p>
<p>It is recommended that the additional sewer demand be addressed by proffer to the Town of Warrenton Utility at \$12/gallon times 83,357 GPD for a total amount of \$1,000,284. This amount is in addition to utility availability fees. The schedule of fee collection is subject to negotiation proffer language.</p>	<p>The applicant's representatives have had further cordial and productive discussions with the Director of Public Works regarding a potential contribution to the elimination of infiltration and inflow in the Town's existing sewer collection system, focused principally on a reasonable and defensible calculation of the difference in potential water and sewer requirements that may be occasioned by this development, compared to the Town's planning allocation of 700 gallons per day per Acre from the Property. The applicant and Public Works will continue these discussions.</p>

Kimley Horn, dated September 1, 2016	
Agency Comment	Applicant's Response
<p>The traffic study does not contain pedestrian and bicycle counts at the study intersections. Since the scoping form between the Town, VDOT, and the applicant shows that pedestrians and bicycle accommodations are to be addressed in the study, pedestrian and bicycle counts should be performed.</p>	<p>The scoping form identifies Bike/Ped Accommodations as "Additional Issues to be Addressed." It does not require the identification of any specific mitigation. The applicant's original consultant did not consider it necessary to do bike/pedestrian counts in connection with the TIA because such traffic is very light in this area. It would be necessary and costly for its current consultant to conduct additional counts to do otherwise, and the likelihood that the impacts would be measurable is extremely low. The applicant declines to order an additional count that would likely result in the identification of such low counts. It will provide bike racks on the property in suitable locations and, as set forth in other comments, there are already sharrows on Walker Drive, and an existing trail on the west side of that road. For reasons set forth below, the applicant does not agree that there should be a similar trail on the east side of Walker.</p> <p>The applicant has committed to a contribution of \$40,000 for trail construction and improvements within the vicinity of the property.</p>
<p>As part of the pedestrian and bicycle accommodations, we recommend the dedication should be provided along the project side of Walker Drive and a 10-foot wide multi-use trail be provided</p>	<p>The applicant strongly disagrees with this recommendation. There is already a sidewalk on the west side of Walker Drive, and a bike sharrows. The construction of a multi-use trail to accommodate pedestrians on the east (project) side of the road would be inherently unsafe, for it would encourage cyclists, runners, and pedestrians to cross entrances into the site that will carry significant traffic.</p>

	<p>The applicant also observes that it has reviewed the Destinations Plan of 2008 that identified various trails in the Warrenton/Fauquier area, and it does not appear that Walker Drive is identified as a location for a multi-use trail.</p> <p>The applicant's engineer has also advised that constructing a continuous 10' trail on the east side of the project's Walker Drive frontage would require extensive construction costs due to existing topographic constraints.</p> <p>The applicant has committed to a contribution of \$40,000 for trail construction and improvements within the vicinity of the property.</p>
<p>More detailed analysis should be provided to evaluate installation of traffic signals compared to roundabouts.</p>	<p>This issue has been given substantial consideration by the applicant, and attached to this response letter are graphics from The Traffic Group that depict a potential design for roundabouts at each of the signalized intersections. Those graphics strongly indicate that it would be very difficult to construct roundabouts in any of the three locations where signals would otherwise go.</p> <p>The Traffic Group's analysis demonstrates, for example, that a roundabout at the site entrance would either require the acquisition of right-of-way from one or more properties in the Edgemont subdivision, or shifting the roundabout into the site requiring a major relocation of Walker Drive itself, since there is insufficient public right-of-way in which a roundabout could be built.</p> <p>Although it would require actual design of a roundabout to develop a precise cost estimate, The Traffic Group has advised the applicant that in its experience similarly sized and designed roundabouts cost in the vicinity of \$1,000,000 each. With three such roundabouts, the cost is simply prohibitive,</p>

	<p>particularly when compared with the potential cost of signalization that, under current circumstances, would more closely approximate \$750,000 for all three.</p> <p>The applicant also notes that because there will be need for pedestrian crossings to the site, it would be difficult indeed for pedestrians to navigate roundabouts on foot or by cycle.</p>
<p>More detailed analysis should be provided to show why a traffic signal is not needed at the intersection of Meetze Road and US 29 Bypass Southbound Lanes.</p>	<p>There will be lights at Walker and East Lee, and a light at the northbound Route 15/29 ramp, that will have the effect of regulating southbound traffic. The applicant's consultant does not believe that the installation of a signal at Meetze and the ramp will be necessary to facilitate a southbound movement from Meetze.</p>
<p>While the study shows that the capacity analyses may not show a need for a southbound left turn lane along Walker Drive into the existing office access opposite Breezewood Drive, we continue to recommend that a left turn lane be provided. A left turn lane would provide added safety and would be consistent with the other access drives along Walker Drive.</p>	<p>The applicant declines to commit to this improvement. Its consultant advises that Walker Drive already provides sufficient capacity to "stack" any traffic that might make this left turn. It will consider a proffer to install that left turn during the course of development in the event that study should demonstrate its viability.</p>
<p>VDOT, dated September 1, 2016</p>	
<p>Agency Comment</p>	<p>Applicant's Response</p>
<p>Proffer 7.1-based on the TIA that the applicant submitted and was reviewed by VDOT and the town, the intersections identified will likely meet signal warrants. VDOT would prefer that signals not be installed but rather roundabouts be constructed at these locations. The proffer should be re-worded to indicate that if signal warrants are met then the applicant will construct roundabouts at these intersections and site entrances.</p>	<p>See the comment above regarding roundabouts.</p>

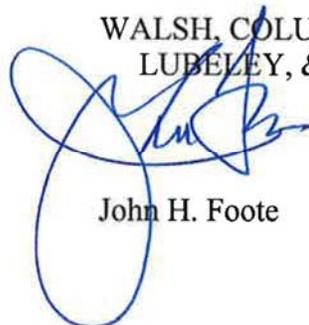
<p>Proffer 7.2-if the applicant is permitted to provide a pro-rata share in place of actual construction of either a signal or roundabout then the applicant should provide at least 50% of the cost of a roundabout at these locations.</p>	<p>The applicant does not understand how this could possibly work. It will need traffic control at the outset of the project and is willing to provide it. If it only provided one-half (or any other proportionate share) of the cost of any of these roundabouts, it is likely that they would never be built. It is difficult if not impossible to imagine who might provide the remaining funds and when they might do so. One doubts that the Town would have the funds.</p> <p>The applicant would much prefer to signalize the intersections necessary, and to insure safe traffic movement at the outset of construction.</p>
<p>Proffer 7.3-The applicant should commit to constructing a roundabout at this location and not a traffic signal.</p>	<p>This is addressed in other comments above.</p>
<p>Proffers 7.4 & 7.5-should be replaced with a proffer that states that the applicant shall conform to all VDOT standards for any roadway construction connected to this development. If the applicant cannot meet VDOT standards for any particular improvement then he may apply for an exception or waiver to VDOT standards.</p>	<p>This comment is well taken and the proffers have been amended to insure that all improvements will be to VDOT standards if different from what might otherwise have been proffered.</p>
<p>Proffer 2.1.1-Substantial conformance with the Master Development Plan (MDP) should not relieve the applicant from conforming to VDOT standards. This proffer in any such language in the MDP that could be construed as approval of substandard design should be revised accordingly</p>	<p>The applicant concurs and this has been addressed in the proffers.</p>
<p>Parks And Recreation, dated September 1, 2016</p>	
<p>Agency Comment</p>	<p>Applicant's Response</p>
<p>Instead of 5 foot sidewalk running along Walker Drive and Academy Hill, an asphalt multi-use trail would be preferred. Ideally the</p>	<p>The applicant has committed to a contribution of \$40,000 for trail construction and improvements within the vicinity of the</p>

width of the trail would be 10 feet with 2 foot shoulders. This would encourage walking and biking. While Walker Drive has sharrow, having the multi-use trail would allow families with children to ride bikes. It is anticipated that the proposed project would be visited by many who were walking or biking. The multi-use trail would encourage this use and enhance safety.	property.
Crosswalks would also enhance bike and pedestrian safety as people come from Old Town and the various housing develops nearby.	Crosswalks will be provided as set forth in revised proffers.
Proffer 3.4 does not serve the best interests of the Town. Many things can fall into the fitness center category — karate-laser tag, dance studios, etc. It does not benefit the Town to prohibit fitness centers, gymnasiums, or similar uses.	The applicant has removed this proffer.
Regarding open space — There has been some desire expressed in the Committee on Health Parks and Recreation to see a play fountain feature. This could be a nice addition to the project — and one that would draw people to the center to visit the businesses.	A fountain will be provided as shown in the revised proffers.

Please do not hesitate to contact me at 703.680.4664 if you have any questions. We appreciate your assistance in this regard and look forward to a work session with the Planning Commission on October 18th.

Very truly yours,

WALSH, COLUCCI,
LUBELEY, & WALSH, P.C.



John H. Foote

MOVEMENT SUMMARY

 Site: TA

Walker Drive & Site Ent A
2019 Total AM Peak Hour
Roundabout

Movement Performance - Vehicles											
Mov ID	OD Mov	Demand Total veh/h	Flows HV %	Deg. Satn v/c	Average Delay sec	Level of Service	95% Back of Queue Vehicles veh	of Queue Distance ft	Prop. Queued	Effective Stop Rate per veh	Average Speed mph
South: Walker Dr											
8	T1	558	3.0	0.373	7.3	LOS A	1.4	35.9	0.17	0.09	35.7
18	R2	223	3.0	0.373	7.3	LOS A	1.3	33.6	0.17	0.08	34.0
Approach		780	3.0	0.373	7.3	LOS A	1.4	35.9	0.17	0.08	35.2
East: Site Ent A											
1	L2	222	3.0	0.401	10.2	LOS B	1.4	35.1	0.50	0.52	32.2
16	R2	73	3.0	0.401	10.2	LOS B	1.4	35.1	0.50	0.52	30.6
Approach		295	3.0	0.401	10.2	LOS B	1.4	35.1	0.50	0.52	31.8
North: Walker Dr											
7	L2	62	3.0	0.362	7.9	LOS A	1.3	32.7	0.34	0.27	35.3
4	T1	611	3.0	0.362	7.9	LOS A	1.3	32.7	0.33	0.26	35.1
Approach		673	3.0	0.362	7.9	LOS A	1.3	32.7	0.33	0.26	35.1
All Vehicles		1748	3.0	0.401	8.0	LOS A	1.4	35.9	0.29	0.23	34.5

Level of Service (LOS) Method: Delay & v/c (HCM 2010).

Roundabout LOS Method: Same as Sign Control.

Vehicle movement LOS values are based on average delay and v/c ratio (degree of saturation) per movement

LOS F will result if v/c > 1 irrespective of movement delay value (does not apply for approaches and intersection).

Intersection and Approach LOS values are based on average delay for all movements (v/c not used as specified in HCM 2010).

Roundabout Capacity Model: US HCM 2010.

HCM Delay Formula option is used. Control Delay does not include Geometric Delay since Exclude Geometric Delay option applies.

Gap-Acceptance Capacity: Traditional M1.

HV (%) values are calculated for All Movement Classes of All Heavy Vehicle Model Designation.

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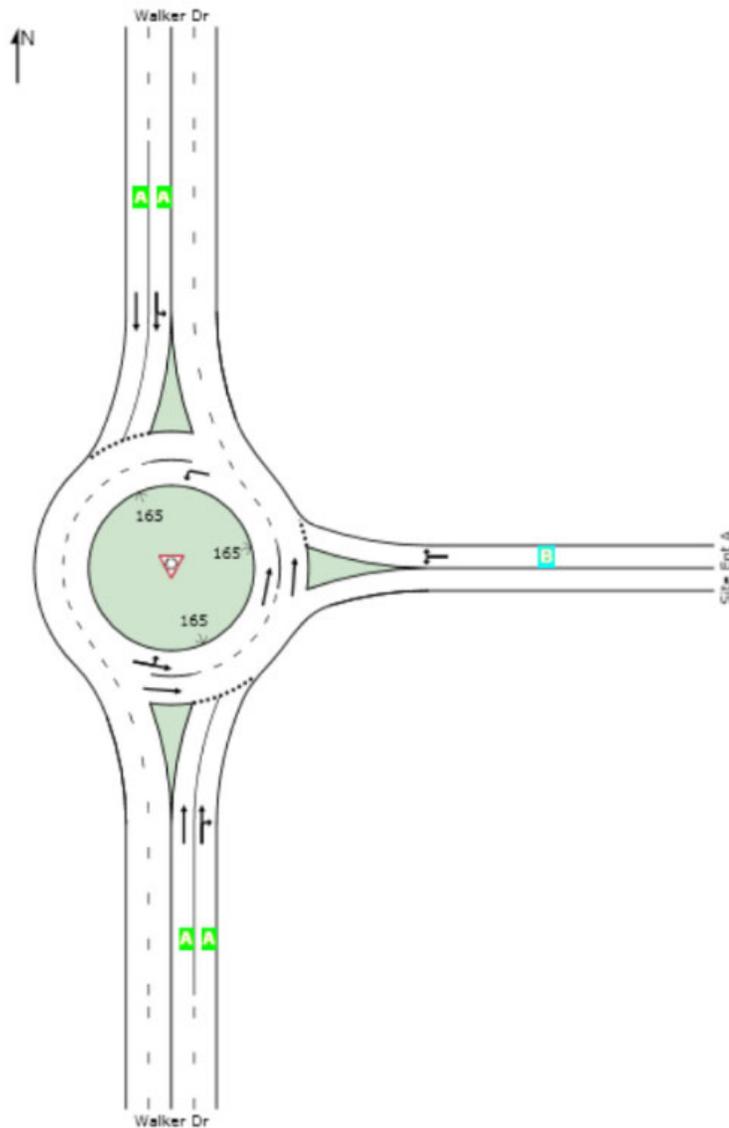
LEVEL OF SERVICE

Site: TA

Walker Drive & Site Ent A
2019 Total AM Peak Hour
Roundabout

All Movement Classes

	South	East	North	Intersection
LOS	A	B	A	A



Level of Service (LOS) Method: Delay & v/c (HCM 2010).

Roundabout LOS Method: Same as Sign Control.

Lane LOS values are based on average delay and v/c ratio (degree of saturation) per lane.

LOS F will result if v/c > irrespective of lane delay value (does not apply for approaches and intersection).

Intersection and Approach LOS values are based on average delay for all lanes (v/c not used as specified in HCM 2010).

HCM Delay Formula option is used. Control Delay does not include Geometric Delay since Exclude Geometric Delay option applies.

MOVEMENT SUMMARY

 **Site: TP**

Walker Drive & Site Ent A
2019 Total PM Peak Hour
Roundabout

Movement Performance - Vehicles											
Mov ID	OD Mov	Demand Total veh/h	Flows HV %	Deg. Satn v/c	Average Delay sec	Level of Service	95% Back of Queue Vehicles veh	Queue Distance ft	Prop. Queued	Effective Stop Rate per veh	Average Speed mph
South: Walker Dr											
8	T1	465	3.0	0.365	7.3	LOS A	1.4	34.6	0.20	0.11	35.7
18	R2	289	3.0	0.365	7.3	LOS A	1.3	32.4	0.19	0.10	33.9
Approach		754	3.0	0.365	7.3	LOS A	1.4	34.6	0.20	0.11	35.0
East: Site Ent A											
1	L2	222	3.0	0.376	9.2	LOS A	1.2	31.6	0.46	0.46	32.6
16	R2	73	3.0	0.376	9.2	LOS A	1.2	31.6	0.46	0.46	31.0
Approach		295	3.0	0.376	9.2	LOS A	1.2	31.6	0.46	0.46	32.2
North: Walker Dr											
7	L2	82	3.0	0.304	7.1	LOS A	1.0	25.7	0.32	0.25	35.3
4	T1	484	3.0	0.304	7.1	LOS A	1.0	25.7	0.31	0.24	35.4
Approach		565	3.0	0.304	7.1	LOS A	1.0	25.7	0.31	0.24	35.4
All Vehicles		1614	3.0	0.376	7.6	LOS A	1.4	34.6	0.29	0.22	34.6

Level of Service (LOS) Method: Delay & v/c (HCM 2010).

Roundabout LOS Method: Same as Sign Control.

Vehicle movement LOS values are based on average delay and v/c ratio (degree of saturation) per movement

LOS F will result if v/c > 1 irrespective of movement delay value (does not apply for approaches and intersection).

Intersection and Approach LOS values are based on average delay for all movements (v/c not used as specified in HCM 2010).

Roundabout Capacity Model: US HCM 2010.

HCM Delay Formula option is used. Control Delay does not include Geometric Delay since Exclude Geometric Delay option applies.

Gap-Acceptance Capacity: Traditional M1.

HV (%) values are calculated for All Movement Classes of All Heavy Vehicle Model Designation.

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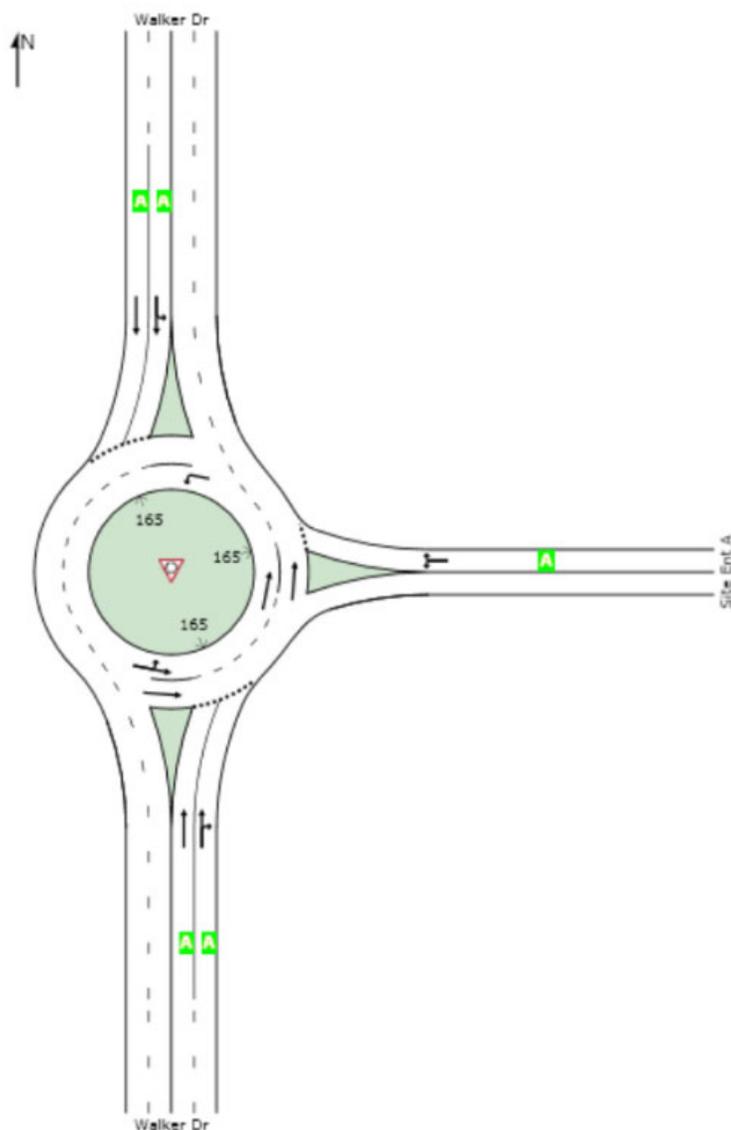
LEVEL OF SERVICE

Site: TP

Walker Drive & Site Ent A
2019 Total PM Peak Hour
Roundabout

All Movement Classes

	South	East	North	Intersection
LOS	A	A	A	A



Level of Service (LOS) Method: Delay & v/c (HCM 2010).

Roundabout LOS Method: Same as Sign Control.

Lane LOS values are based on average delay and v/c ratio (degree of saturation) per lane.

LOS F will result if v/c > irrespective of lane delay value (does not apply for approaches and intersection).

Intersection and Approach LOS values are based on average delay for all lanes (v/c not used as specified in HCM 2010).

HCM Delay Formula option is used. Control Delay does not include Geometric Delay since Exclude Geometric Delay option applies.

MOVEMENT SUMMARY

 Site: TA

E Lee St & Walker Dr/Oliver City Rd
2019 Total AM Peak Hour
Roundabout

Movement Performance - Vehicles												
Mov ID	OD Mov	Demand Total veh/h	Flows HV %	Deg. Satn v/c	Average Delay sec	Level of Service	95% Back of Queue Vehicles veh	Queue Distance ft	Prop. Queued	Effective Stop Rate per veh	Average Speed mph	
South: Oliver City Dr												
3	L2	5	3.0	0.071	8.8	LOS A	0.2	4.6	0.60	0.60	34.9	
8	T1	27	3.0	0.071	8.8	LOS A	0.2	4.6	0.60	0.60	34.3	
18	R2	109	3.0	0.223	10.6	LOS B	0.6	15.0	0.61	0.61	32.2	
Approach		141	3.0	0.223	10.2	LOS B	0.6	15.0	0.61	0.61	32.7	
East: E Lee St												
1	L2	134	3.0	0.536	10.9	LOS B	2.4	62.7	0.43	0.35	33.5	
6	T1	364	3.0	0.536	10.9	LOS B	2.4	62.7	0.43	0.35	32.9	
16	R2	588	3.0	0.626	13.1	LOS B	3.4	86.5	0.47	0.40	31.1	
Approach		1086	3.0	0.626	12.1	LOS B	3.4	86.5	0.45	0.38	32.0	
North: Walker Dr												
7	L2	575	3.0	0.753	21.4	LOS C	4.9	126.5	0.72	0.81	27.5	
4	T1	57	3.0	0.326	8.8	LOS A	1.0	26.6	0.47	0.47	34.6	
14	R2	186	3.0	0.326	8.8	LOS A	1.0	26.6	0.47	0.47	33.2	
Approach		817	3.0	0.753	17.7	LOS C	4.9	126.5	0.64	0.71	29.0	
West: E Lee St												
5	L2	183	3.0	0.453	13.0	LOS B	1.7	43.1	0.60	0.64	31.3	
2	T1	366	3.0	0.453	12.7	LOS B	1.7	43.1	0.58	0.62	32.4	
12	R2	13	3.0	0.453	12.6	LOS B	1.6	41.4	0.58	0.61	31.8	
Approach		562	3.0	0.453	12.8	LOS B	1.7	43.1	0.59	0.63	32.1	
All Vehicles		2607	3.0	0.753	13.9	LOS B	4.9	126.5	0.55	0.55	31.0	

Level of Service (LOS) Method: Delay & v/c (HCM 2010).

Roundabout LOS Method: Same as Sign Control.

Vehicle movement LOS values are based on average delay and v/c ratio (degree of saturation) per movement

LOS F will result if v/c > 1 irrespective of movement delay value (does not apply for approaches and intersection).

Intersection and Approach LOS values are based on average delay for all movements (v/c not used as specified in HCM 2010).

Roundabout Capacity Model: US HCM 2010.

HCM Delay Formula option is used. Control Delay does not include Geometric Delay since Exclude Geometric Delay option applies.

Gap-Acceptance Capacity: Traditional M1.

HV (%) values are calculated for All Movement Classes of All Heavy Vehicle Model Designation.

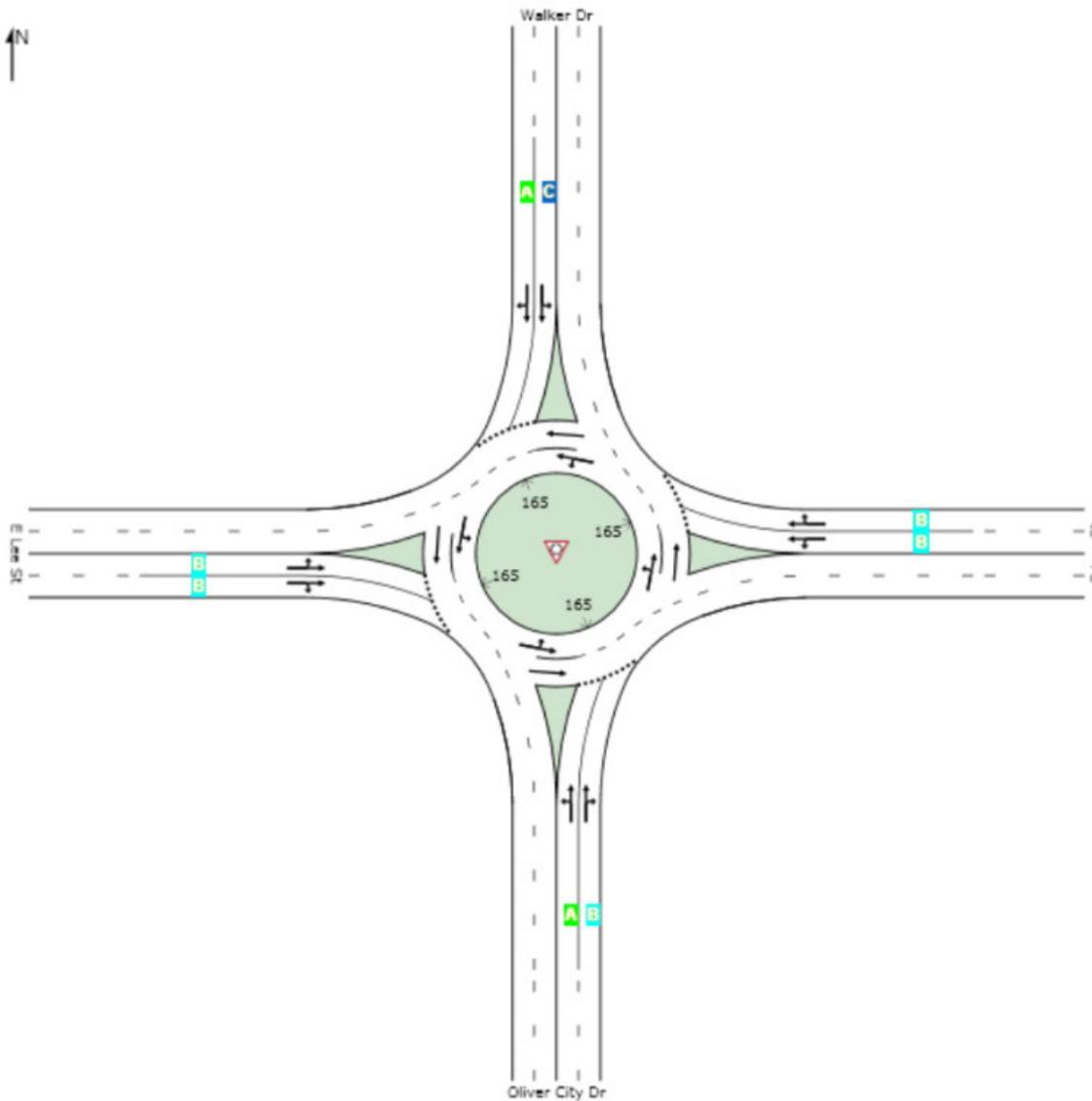
LEVEL OF SERVICE

 Site: TA

E Lee St & Walker Dr/Oliver City Rd
 2019 Total AM Peak Hour
 Roundabout

All Movement Classes

	South	East	North	West	Intersection
LOS	B	B	C	B	B



Level of Service (LOS) Method: Delay & v/c (HCM 2010).

Roundabout LOS Method: Same as Sign Control.

Lane LOS values are based on average delay and v/c ratio (degree of saturation) per lane.

LOS F will result if v/c > irrespective of lane delay value (does not apply for approaches and intersection).

Intersection and Approach LOS values are based on average delay for all lanes (v/c not used as specified in HCM 2010).

HCM Delay Formula option is used. Control Delay does not include Geometric Delay since Exclude Geometric Delay option applies.

MOVEMENT SUMMARY

 Site: TP

E Lee St & Walker Dr/Oliver City Rd
2019 Total PM Peak Hour
Roundabout

Movement Performance - Vehicles												
Mov ID	OD Mov	Demand Total veh/h	Flows HV %	Deg. Satn v/c	Average Delay sec	Level of Service	95% Back of Queue Vehicles veh	of Queue Distance ft	Prop. Queued	Effective Stop Rate per veh	Average Speed mph	
South: Oliver City Dr												
3	L2	8	3.0	0.053	7.2	LOS A	0.1	3.5	0.51	0.51	35.4	
8	T1	22	3.0	0.053	7.2	LOS A	0.1	3.5	0.51	0.51	34.8	
18	R2	90	3.0	0.157	8.2	LOS A	0.4	10.4	0.52	0.52	33.3	
Approach		120	3.0	0.157	8.0	LOS A	0.4	10.4	0.52	0.52	33.7	
East: E Lee St												
1	L2	92	3.0	0.437	8.9	LOS A	1.7	43.8	0.35	0.26	34.6	
6	T1	323	3.0	0.437	8.9	LOS A	1.7	43.8	0.35	0.26	34.1	
16	R2	583	3.0	0.607	12.4	LOS B	3.1	78.9	0.42	0.34	31.4	
Approach		998	3.0	0.607	10.9	LOS B	3.1	78.9	0.39	0.31	32.5	
North: Walker Dr												
7	L2	505	3.0	0.625	14.7	LOS B	3.2	82.5	0.58	0.63	29.8	
4	T1	37	3.0	0.227	7.0	LOS A	0.7	17.2	0.41	0.38	35.6	
14	R2	142	3.0	0.227	7.0	LOS A	0.7	17.2	0.41	0.38	34.0	
Approach		685	3.0	0.625	12.7	LOS B	3.2	82.5	0.54	0.56	30.8	
West: E Lee St												
5	L2	157	3.0	0.290	9.0	LOS A	0.9	22.5	0.50	0.50	32.6	
2	T1	234	3.0	0.290	8.8	LOS A	0.9	22.5	0.48	0.48	34.4	
12	R2	7	3.0	0.290	8.7	LOS A	0.8	21.4	0.48	0.48	33.5	
Approach		397	3.0	0.290	8.9	LOS A	0.9	22.5	0.49	0.49	33.7	
All Vehicles		2199	3.0	0.625	10.9	LOS B	3.2	82.5	0.46	0.43	32.2	

Level of Service (LOS) Method: Delay & v/c (HCM 2010).

Roundabout LOS Method: Same as Sign Control.

Vehicle movement LOS values are based on average delay and v/c ratio (degree of saturation) per movement

LOS F will result if v/c > 1 irrespective of movement delay value (does not apply for approaches and intersection).

Intersection and Approach LOS values are based on average delay for all movements (v/c not used as specified in HCM 2010).

Roundabout Capacity Model: US HCM 2010.

HCM Delay Formula option is used. Control Delay does not include Geometric Delay since Exclude Geometric Delay option applies.

Gap-Acceptance Capacity: Traditional M1.

HV (%) values are calculated for All Movement Classes of All Heavy Vehicle Model Designation.

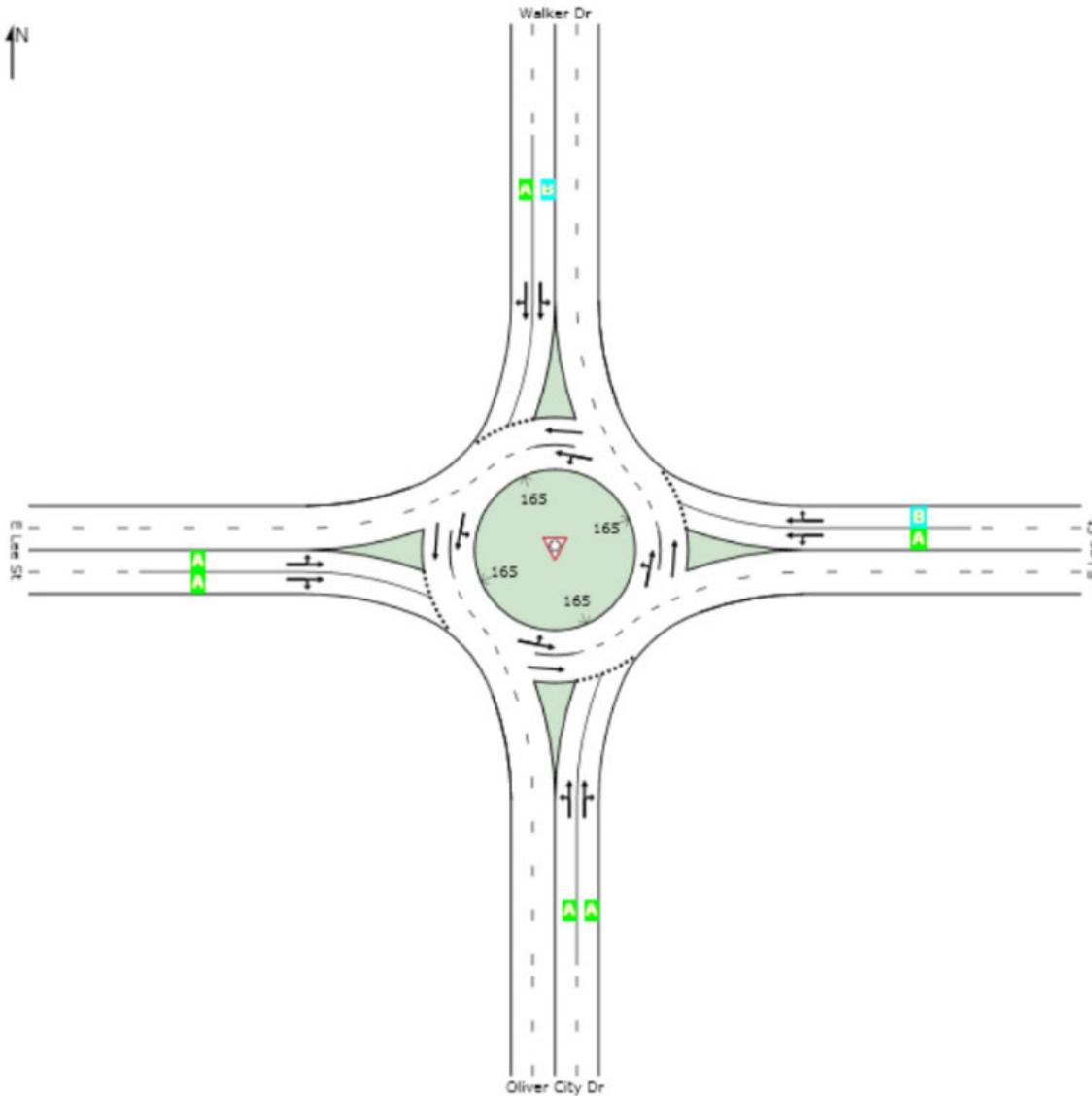
LEVEL OF SERVICE

 **Site: TP**

E Lee St & Walker Dr/Oliver City Rd
 2019 Total PM Peak Hour
 Roundabout

All Movement Classes

	South	East	North	West	Intersection
LOS	A	B	B	A	B



Level of Service (LOS) Method: Delay & v/c (HCM 2010).

Roundabout LOS Method: Same as Sign Control.

Lane LOS values are based on average delay and v/c ratio (degree of saturation) per lane.

LOS F will result if v/c > irrespective of lane delay value (does not apply for approaches and intersection).

Intersection and Approach LOS values are based on average delay for all lanes (v/c not used as specified in HCM 2010).

HCM Delay Formula option is used. Control Delay does not include Geometric Delay since Exclude Geometric Delay option applies.

MOVEMENT SUMMARY

 Site: TA

Meetze Rd & US 29 By-pass NB Ramp
2019 Total AM Peak Hour
Roundabout

Movement Performance - Vehicles											
Mov ID	OD Mov	Demand Flows		Deg. Satn	Average Delay	Level of Service	95% Back of Queue		Prop. Queued	Effective Stop Rate	Average Speed
		Total	HV %	v/c	sec		Vehicles	Distance		per veh	mph
		veh/h					veh	ft			
South: US 29 By-pass NB Off Ramp											
3	L2	222	3.0	0.463	14.6	LOS B	1.6	41.0	0.65	0.70	30.1
8	T1	1	3.0	0.463	14.6	LOS B	1.6	41.0	0.65	0.70	29.7
18	R2	28	3.0	0.463	14.6	LOS B	1.6	41.0	0.65	0.70	28.7
Approach		251	3.0	0.463	14.6	LOS B	1.6	41.0	0.65	0.70	29.9
East: Meetze Rd											
6	T1	261	3.0	0.296	9.5	LOS A	0.9	23.1	0.52	0.53	34.5
16	R2	120	3.0	0.296	9.3	LOS A	0.9	22.1	0.50	0.51	33.0
Approach		380	3.0	0.296	9.4	LOS A	0.9	23.1	0.52	0.52	34.0
West: Meetze Rd											
5	L2	496	3.0	0.452	8.2	LOS A	0.0	0.0	0.00	0.00	36.3
2	T1	483	3.0	0.440	8.0	LOS A	0.0	0.0	0.00	0.00	40.3
Approach		978	3.0	0.452	8.1	LOS A	0.0	0.0	0.00	0.00	38.1
All Vehicles		1610	3.0	0.463	9.4	LOS A	1.6	41.0	0.22	0.23	35.6

Level of Service (LOS) Method: Delay & v/c (HCM 2010).

Roundabout LOS Method: Same as Sign Control.

Vehicle movement LOS values are based on average delay and v/c ratio (degree of saturation) per movement

LOS F will result if v/c > 1 irrespective of movement delay value (does not apply for approaches and intersection).

Intersection and Approach LOS values are based on average delay for all movements (v/c not used as specified in HCM 2010).

Roundabout Capacity Model: US HCM 2010.

HCM Delay Formula option is used. Control Delay does not include Geometric Delay since Exclude Geometric Delay option applies.

Gap-Acceptance Capacity: Traditional M1.

HV (%) values are calculated for All Movement Classes of All Heavy Vehicle Model Designation.

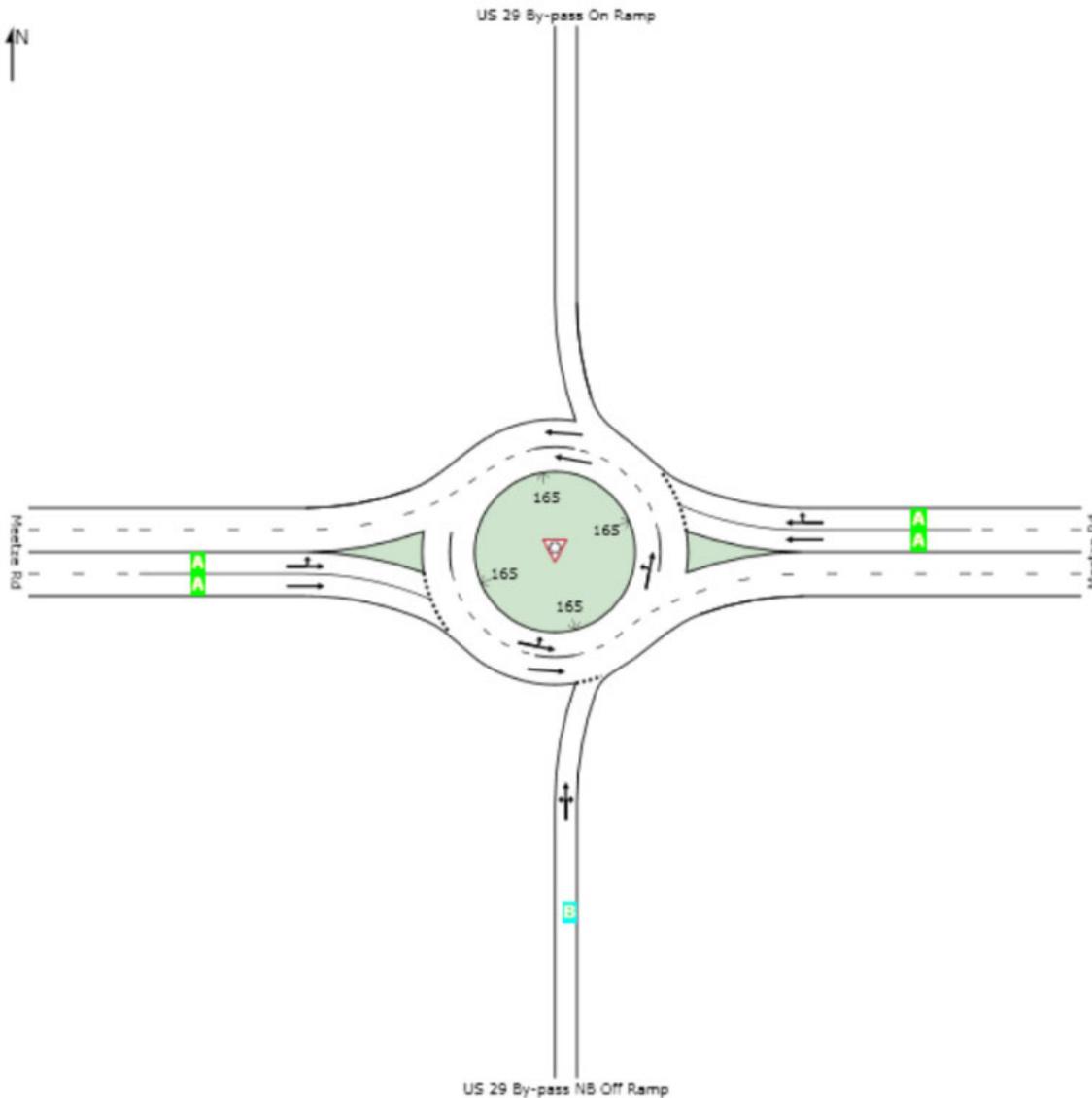
LEVEL OF SERVICE

Site: TA

Meetze Rd & US 29 By-pass NB Ramp
 2019 Total AM Peak Hour
 Roundabout

All Movement Classes

	South	East	West	Intersection
LOS	B	A	A	A



Level of Service (LOS) Method: Delay & v/c (HCM 2010).

Roundabout LOS Method: Same as Sign Control.

Lane LOS values are based on average delay and v/c ratio (degree of saturation) per lane.

LOS F will result if v/c > irrespective of lane delay value (does not apply for approaches and intersection).

Intersection and Approach LOS values are based on average delay for all lanes (v/c not used as specified in HCM 2010).

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MOVEMENT SUMMARY

 Site: TP

Meetze Rd & US 29 By-pass NB Ramp
2019 Total PM Peak Hour
Roundabout

Movement Performance - Vehicles											
Mov ID	OD Mov	Demand Flows Total veh/h	Flows HV %	Deg. Satn v/c	Average Delay sec	Level of Service	95% Back of Queue Vehicles veh	Queue Distance ft	Prop. Queued	Effective Stop Rate per veh	Average Speed mph
South: US 29 By-pass NB Off Ramp											
3	L2	235	3.0	0.413	11.5	LOS B	1.4	35.8	0.55	0.58	31.3
8	T1	1	3.0	0.413	11.5	LOS B	1.4	35.8	0.55	0.58	30.8
18	R2	29	3.0	0.413	11.5	LOS B	1.4	35.8	0.55	0.58	29.8
Approach		265	3.0	0.413	11.5	LOS B	1.4	35.8	0.55	0.58	31.1
East: Meetze Rd											
6	T1	247	3.0	0.298	9.4	LOS A	0.9	23.3	0.52	0.52	34.6
16	R2	143	3.0	0.298	9.2	LOS A	0.9	22.3	0.50	0.50	33.0
Approach		390	3.0	0.298	9.3	LOS A	0.9	23.3	0.51	0.52	34.0
West: Meetze Rd											
5	L2	458	3.0	0.417	7.7	LOS A	0.0	0.0	0.00	0.00	36.3
2	T1	284	3.0	0.259	5.7	LOS A	0.0	0.0	0.00	0.00	40.3
Approach		741	3.0	0.417	6.9	LOS A	0.0	0.0	0.00	0.00	37.7
All Vehicles		1397	3.0	0.417	8.5	LOS A	1.4	35.8	0.25	0.25	35.2

Level of Service (LOS) Method: Delay & v/c (HCM 2010).

Roundabout LOS Method: Same as Sign Control.

Vehicle movement LOS values are based on average delay and v/c ratio (degree of saturation) per movement

LOS F will result if v/c > 1 irrespective of movement delay value (does not apply for approaches and intersection).

Intersection and Approach LOS values are based on average delay for all movements (v/c not used as specified in HCM 2010).

Roundabout Capacity Model: US HCM 2010.

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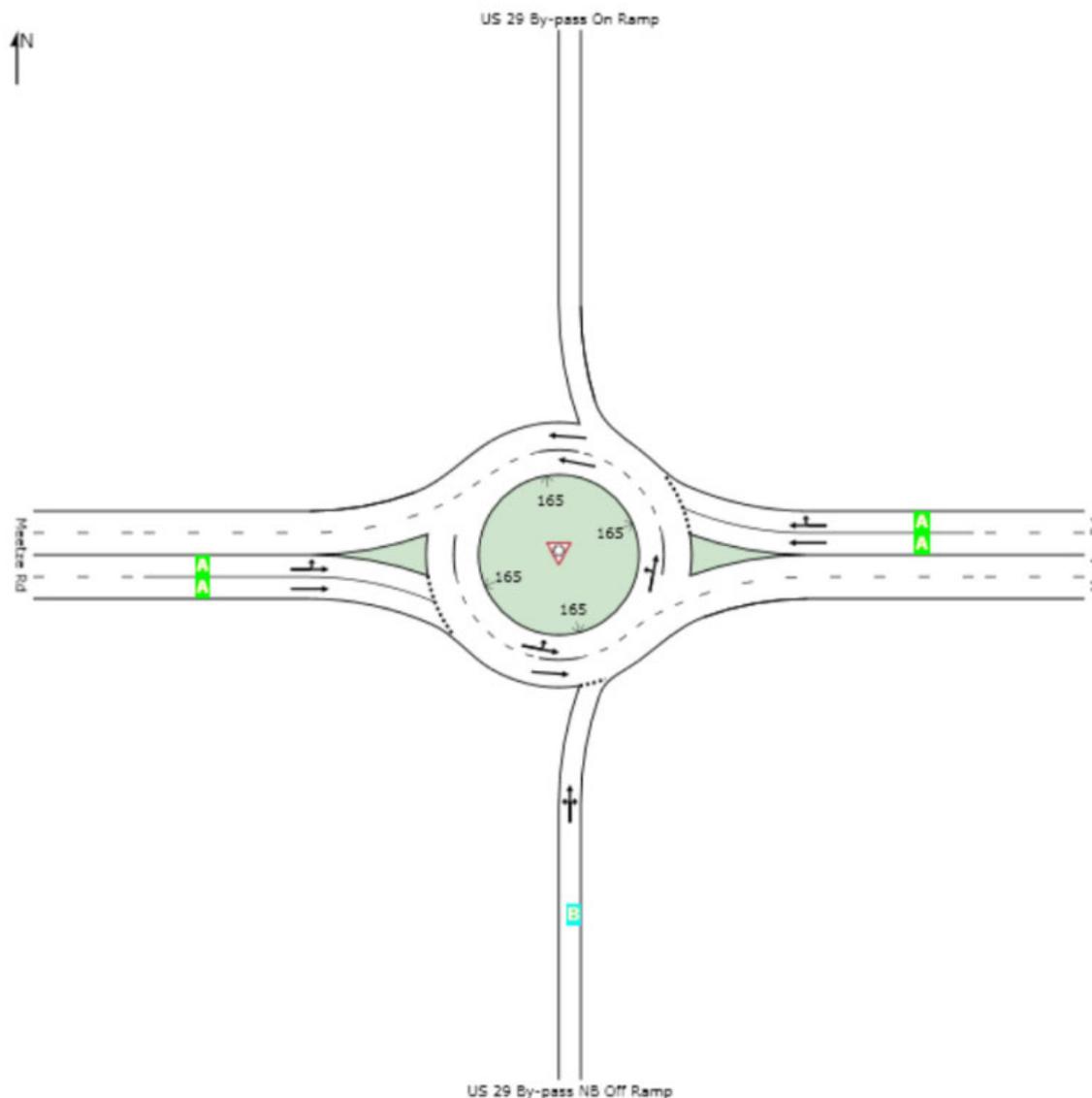
LEVEL OF SERVICE

 **Site: TP**

Meetze Rd & US 29 By-pass NB Ramp
 2019 Total PM Peak Hour
 Roundabout

All Movement Classes

	South	East	West	Intersection
LOS	B	A	A	A



Level of Service (LOS) Method: Delay & v/c (HCM 2010).

Roundabout LOS Method: Same as Sign Control.

Lane LOS values are based on average delay and v/c ratio (degree of saturation) per lane.

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Intersection and Approach LOS values are based on average delay for all lanes (v/c not used as specified in HCM 2010).

HCM Delay Formula option is used. Control Delay does not include Geometric Delay since Exclude Geometric Delay option applies.

Walker

WALKER DRIVE

185' diameter roundabout

15'

15'

10'

10'

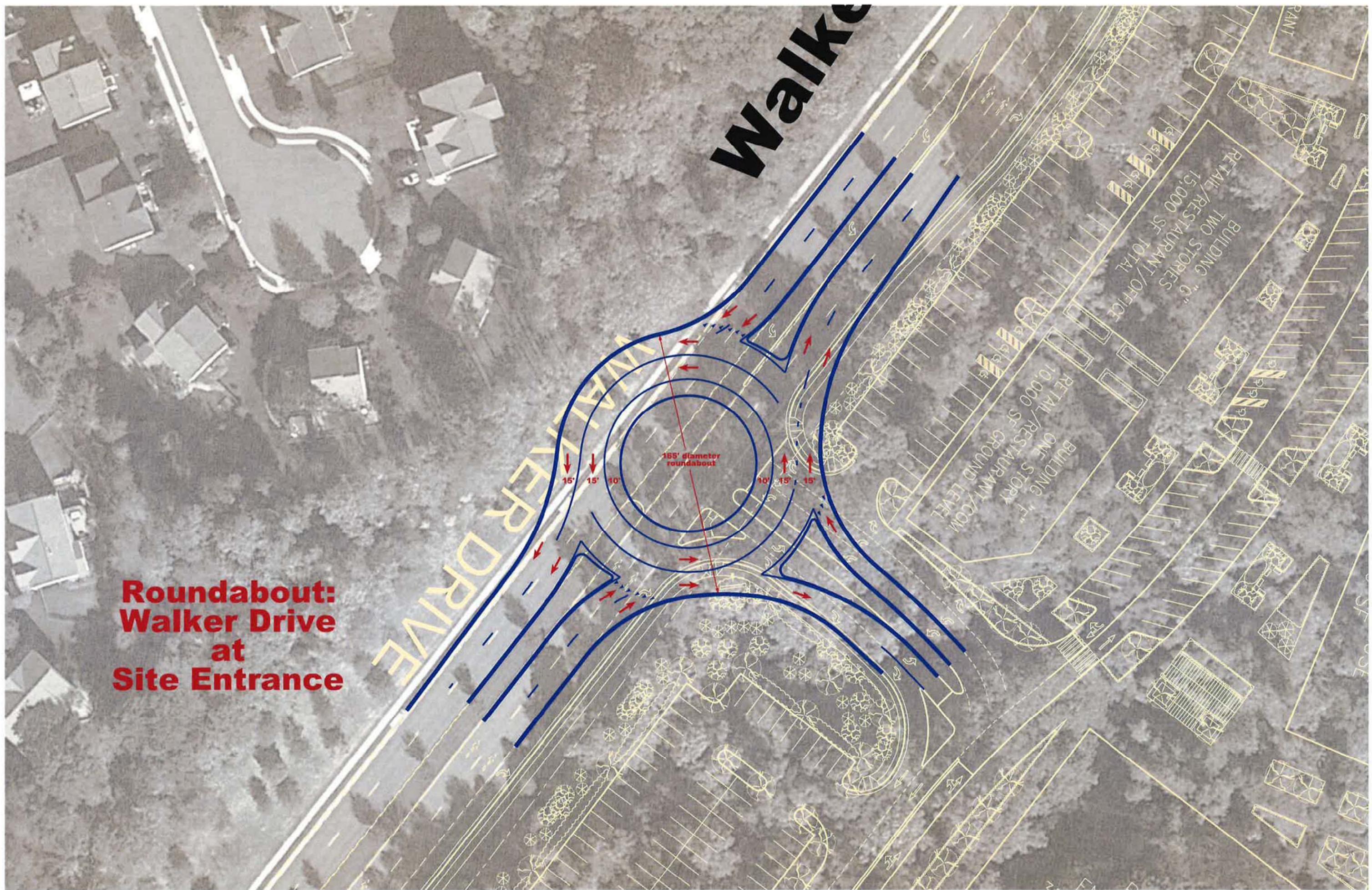
15'

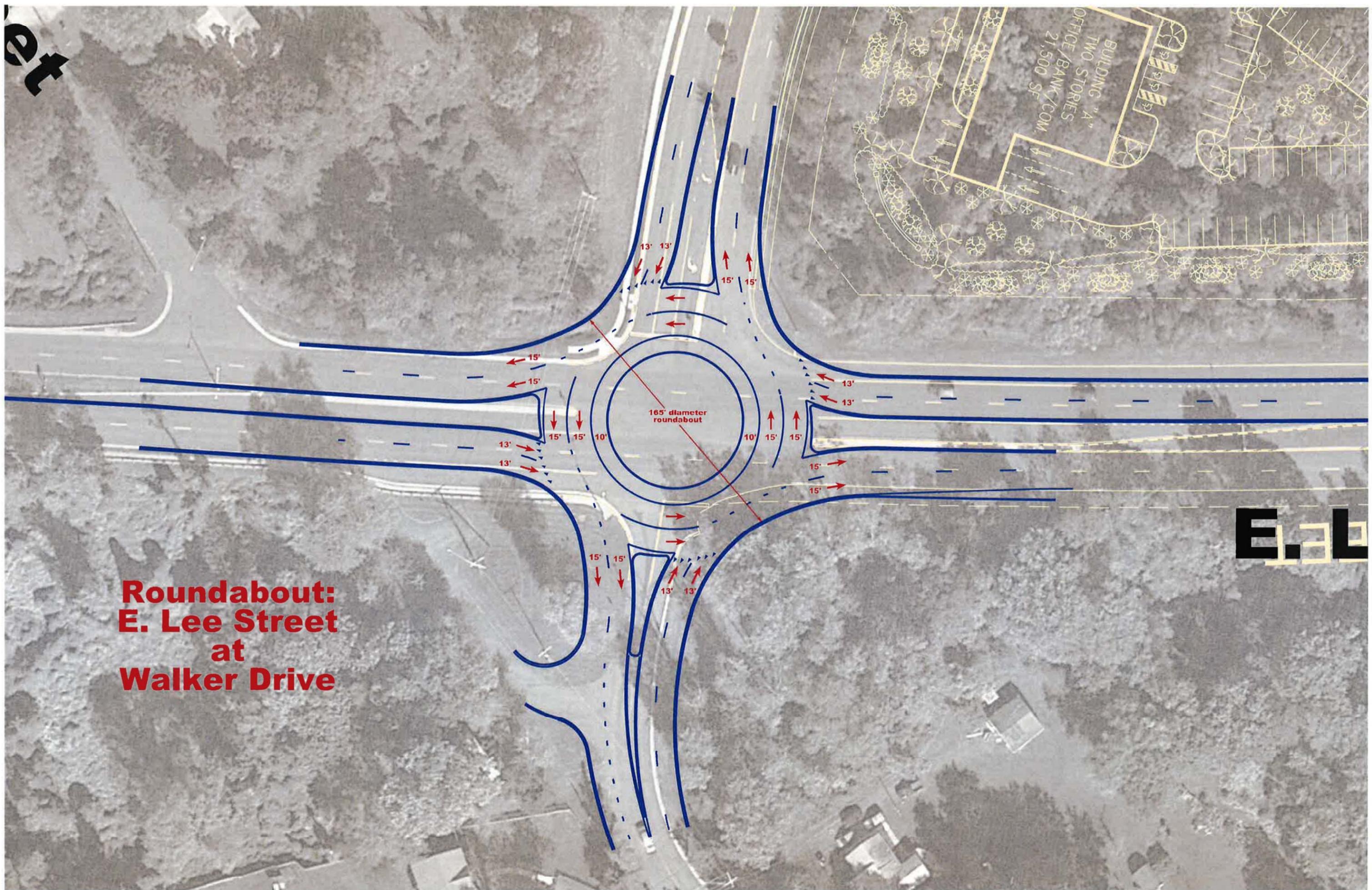
15'

**Roundabout:
Walker Drive
at
Site Entrance**

BUILDING TWO STORES
RETAIL/RESTAURANT/OFFICE
15,000 SF TOTAL

BUILDING ONE STORY
RETAIL/RESTAURANT/COM
10,000 SF GROUND LEVEL





**Roundabout:
E. Lee Street
at
Walker Drive**

165' diameter
roundabout

BUILDING "A"
TWO STORES
OFFICE/BANK/COM.
21,500 SF.

E. Lee



MEMORANDUM

TO: John Foote, Esq.

FROM: Planning and Community Development Department

DATE: September 1, 2016

RE: ZMA 16-01 Walker Drive Rezoning Map Amendment

Please find attached on behalf of the Town of Warrenton the agency comments related to the Walker Drive Rezoning Map Amendment ZMA 16-01. While each commenting agency represents a specific component of the rezoning request, all should be considered equally.

Summary of general comments include, but are not exhaustive to all detailed comments:

- 1) Proffer provisions should not infringe on the Town's right and need to govern itself through allowable land uses, required state and local regulations, and land use development processes. Proffers are self imposed limits on the development of the property. Proffers cannot establish commitments for the Town.
- 2) The Town has a long standing goal of being a walkable and bicycle friendly community. The applicant has stated they will not produce a plan for bicycle and pedestrian accommodations at this time, even though the VDOT scoping form for the TIA on March 21, 2016 indicated these will be addressed. In addition, the applicant has indicated the multi-use trail on Walker Drive should be located on the west side. This is not in the Town's plans or best interest. The transportation component of the application needs to further address this goal.
- 3) The Town has a long standing interest to implement roundabouts when appropriate. The proposal should take this into consideration.
- 4) The proffered building materials and Design Guidelines include almost every type of material. Other than stating CMU will not be used for front or rear facades, as written, the proposal has wide flexibility in design, materials, and colors. The proposal "may" include a variety of architectural styles and the public gathering area "may" provide amenities. Finally, the Master Development Plan and Design Guidelines illustrate diagonal parking while parallel parking is preferred for design, walk ability, and human scale development. The ability to provide on-street parallel parking should be considered.

- 5) Staff appreciates the analysis of potential local tax benefits. The Economic Impact Model was prepared using information that is ten years old for shopping centers in regional markets. It is not current, nor specific to the Town or this regional. As such, staff is unable to verify the economic impacts of the proposal. The applicant should be aware that it is likely that more questions will arise on the potential economic impacts to the Town and the surrounding neighborhoods as the application proceeds.
- 6) The Stormwater Management requirements may impact the proposal. The applicant should acknowledge that in proffering substantial conformance with the Master Development Plan does not result in relief from Town, state and/or federal requirements. The result of meeting these regulations may be a Master Development Plan that is no longer in substantial conformance.
- 7) The utility demands of this proposal results in an additional demand of 83,357 gpd impact. This will need to be addressed.
- 8) The full set of comments from Comprehensive Planning, Zoning, Public Works and Utilities, Kimley-Horn, VDOT, Parks and Recreation, and the Police are attached.

The commenting agencies will meet with the applicant on September 6th at 1:00 pm in the Training Room of the Warrenton Volunteer Fire Company to review the application. The address of the meeting is:

167 W. Shirley Avenue
Warrenton, VA 20186

Please contact the Planning and Community Development Department at (540) 347-2405 if there are any questions prior to the meeting.



TOWN OF WARRENTON

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FAX (540) 349-2414
TDD 1-800-828-1120

MEMORANDUM

TO: Mr. John Foote, Esq.
Walsh, Colucci, Lubeley & Walsh, P.C.

FROM: Planning and Community Development Department

DATE: September 1, 2016

RE: Walker Drive Rezoning
Comprehensive Plan and Zoning Ordinance Review (ZMA 2016-01)

The Planning and Community Development Department submits the following comments as related to the Comprehensive Plan and Zoning Ordinance.

Applicant Request

The applicant is proposing to rezone multiple parcels from Industrial (I) to Industrial Planned Unit Development (I-PUD) overlay district. I-PUD allows for mixed-use development. The rezoning request includes proffers, waiver requests, a Master Development Plan, Design Guidelines, Transportation Impact Analysis, and Economic Analysis. No Special Use Permits have been requested at this time.

Comprehensive Plan Review – 2002

The Comprehensive Plan designates this site as Light Industrial in the Future Land Use Map. The Industrial Goal states *“To encourage and plan for clean and light industrial activities that are economically beneficial and compatible with the needs, character, and environment of the Town.”* Light Industrial areas are envisioned to include *light manufacturing, flex industrial uses and wholesale commercial uses, with limited office uses. Industrial land uses should be limited to uses that do not generate inordinate amounts of noise, smoke, dust, odors, heat, or electrical disturbances. Industrial sites should be co-located or located near one another. Scattered or strip sites is strongly discouraged. Uses should be limited to those that will provide a variety of light industrial uses that will contribute to the creation of new businesses and retention and expansion of existing businesses, with very limited support for commercial uses allowed as integrated elements of the industrial development for the purpose of reducing traffic generation from the site.*

Staff comment: The applicant is proposing a rezoning from Industrial to Industrial Planned Unit Development.

The Comprehensive Plan calls for a *mix of development types and styles which are compatible with Warrenton's historic, small town character. The mix should be fine-grained so as to avoid large areas of single uses and so as to create human-scaled neighborhoods. (2-5).*

Staff comment: The applicant is requesting a PUD overlay of the Industrial Zoning District, to allow for an I-PUD development on the properties. The Comprehensive Plan does not specifically include PUD as a future land use option. However, the proposed rezoning will allow for a proposed mixed use development, which is encouraged in the Comprehensive Plan.

Existing Conditions

The Comprehensive Plan lists three goals associated with the environment, which include:

- 1. To enhance the Town's aesthetic character through preservation of significant natural features and vistas and through landscaping and tree planting.*
- 2. To preserve the visual and ecological value of the Town's significant natural resources, including floodplains, steep slopes and mature vegetation.*
- 3. To preserve the scenic, rural views from within the Town to the surrounding areas*

Staff comment: The properties in question are primarily vacant with vegetation and some steep slopes. The site contains no floodplain. The viewshed consists of being bounded by US 15/29, East Lee Street, Walker Drive neighborhoods, and Academy Hill. The applicant appears to be proposing to grade and clear most of the site's the existing topography and tree cover. More information is requested on how the applicant will address these goals of the Comprehensive Plan.

Transportation and Circulation

The Comprehensive Plan's goals associated with the transportation include:

- 1. To encourage the development of a safe, efficient and multi-modal transportation system for the movement of people, goods and services , in and around the Town, that is consistent with the historic fabric, land use pattern and expected future fiscal needs of the Town.*
- 2. To create a transportation system that is sufficient to accommodate anticipated land use changes and be coordinated with transportation elements of the adjacent Warrenton Service District in Fauquier County.*

3. *To create transportation system improvements that are consistent with a sound fiscal policy and supported by reasonable contributions from private developers for a share in improvement costs.*
4. *To balance the needs of all modes of travel, including motor vehicles, bicycles and pedestrians, and ensure that each system supports the Town's land use, economic and preservation goals.*

Staff comment: Staff supports the comments from VDOT and Kimley-Horn for transportation related concerns. It should be noted that a pedestrian/bike analysis was included in the Transportation Impact Analysis scope of work. Walker Drive is utilized by local neighborhoods for walking and biking. Ensuring that these activities can continue safely, as well as encouraging these modes, is important to the community. In addition, facilities for bicyclists on site would be attractive for community members.

Community Facilities and Services

The Comprehensive Plan's goals associated with recreation include:

1. *To provide a balance of recreational facilities that meet the needs of all the residents of the Town.*
2. *To provide open space which offers passive recreational opportunities and enhances and protects the natural environment.*
3. *To promote leisure activities that include the public library, annual events, concerts, the farmers market, parades and holiday celebrations.*
4. *To work with the County and its Department of Parks and Recreation on how to best meet these goals.*

The Comprehensive Plan calls for a proposed greenway along Walker Drive (Map 3-81) and is further reaffirmed as a trail in the Comprehensive Plan 2013 Supplement as a medium/long term linkage recommendation (Fauquier – Warrenton Bicycle and Pedestrian Loop Completion Master Plan Prioritization Map; page 66). The recreation objectives state:

To promote the creation of a system of greenways along streams and other linear features to include bicycle and pedestrian paths and to connect Town and County parks and schools.

Staff comment: The application does not include a multiuse trail on the frontage of the property.

Comprehensive Plan Supplement – 2013

Community Services

The Comprehensive Plan update includes the following community service goal:

- 3. To continue providing a safe, reliable, and cost-efficient water supply, sewage treatment, and solid waste collection services to all Town residents, and water and sewer services within designated areas of the Warrenton Service District in accord with Town growth management policies and the water and sewer agreement.*

Staff comment: Defer to the Public Works and Utilities Department.

Zoning Ordinance Review

The proposed new zoning district (I-PUD) includes specific Zoning Ordinance sections as shown below (*in italics*), with associated comments following each Zoning Ordinance section.

Article 3-5.2 – Planned Unit Development

3-5.2.1 Legislative Intent

It is the intent of this Article is to encourage innovations in residential and nonresidential development so that the growing demands of Warrenton may be met by greater variety in type, design and layout of buildings and housing types and to achieve the purposes set out in Section 15.2-2283 of the Code of Virginia, the Town's Comprehensive Plan, and the following specific purposes of:

3-5.2.1.2 Commercial or Industrial Planned Unit Development

- 1. Increasing economic opportunities through planned communities that include light industrial and/or commercial business parks with on-site residential development conducive to implementing the Goals and Objectives of the Comprehensive Plan.*
- 2. Developing gateway communities to maintain and convey a sense of the Town's unique character by utilizing mixed-use development compatible with Warrenton's historic environment.*
- 3. Discouraging stereotypical "strip development" and encouraging creative urban design through zoning and subdivision regulations that incorporate flexible design standards, incentives and bonuses. Therefore, the PUD process shall permit a freer placement of buildings within the project area than the conventional subdivision system. In consideration of the unified development concept, the total project parcel shall be the unit of regulation and density shall be calculated on a project-wide basis to permit the clustering of buildings to create open space and preserve natural site features.*
- 4. Maintaining and encouraging efficient land use patterns that integrate residential, commercial, public and employment in planned neighborhoods.*

5. Targeting and recruiting new private sector employers in specific commercial and industrial uses to maintain and enhance a balanced tax base through the expansion of employment opportunities that complement and support Main Street.
6. Promoting professional offices and their contributions to a balanced mix of employment opportunities.
7. Balancing multi-modal transportation needs including motor vehicles, bicycles and pedestrians.
8. Reducing vehicular traffic by locating employment and housing within one development.

Article 3-5.2.4 – Standards and Criteria for Planned Unit Developments

Article 3-5.2.4.1 – General Criteria

PUD Development Standards:			
Category	R-PUD Underlying base residential zoning district	C-PUD Underlying base commercial zoning district	I-PUD Underlying base industrial zoning district
Minimum total land area required.	25A	25A	25A
Maximum Density (FAR)	0.40	0.50	0.60
Land Use Mix *			
Industrial	Maximum 15% (limited to Office only)	Maximum 35%	Minimum 50%
Commercial	Maximum 35%	Minimum 50%	Maximum 30%
Residential	Minimum 50%	Maximum 15%	Maximum 20%
Mixed Use Residential		Minimum 5% Maximum 15%	Minimum 5% Maximum 35%
Open Space	Min. 25%	Min. 25%	Min. 20%
Open Space Bonus - Healthy Lifestyle, Amenities and/or Civic Greens	25%	15%	15%
Open Space for Stand-alone Multi-Family ** (included in min.)	500 Sq Ft/unit; min. 10,000 Sq Ft Area	500 Sq Ft/unit; min. 10,000 Sq Ft Area	min. 10,000 Sq Ft Area
Height **			
Residential, except multifamily	35	NA	NA
Multi-Family Residential	55	45	45
Mixed Use	55	55	45
All Other Uses	35	45	45

Staff comment: The Master Development Plan does not meet the minimum amount of required Industrial Uses. However, the applicant is requesting a waiver from the land use mix requirements. Staff is unable to confirm that the height requirements are met. Please provide anticipated heights of buildings.

Article 3-5.2.4.3 – Other Criteria for Commercial and Industrial Planned Unit Development

1. *The applications and provisions of this Article shall be applied only to an area equal to or greater than twenty-five (25) adjacent and/or contiguous acres within an Industrial or Commercial District.*
2. *A Master Plan shall be required to guide the development. This Plan shall include (i) a general development plan incorporating land bays and land uses as set forth in the Development Standards (§ 3-5.2.4.1) and Use Regulations (§ 3-5.2.6) and (ii) a narrative text that describes phasing, the location of and relationships between all development types, public facilities, roadways, open space and recreation areas, and other proposed major facilities. The Plan shall provide for integrated development of all of the proposed uses and the coordination of infrastructure as a cohesive entity, rather than separate components or independent cells of land use.*
3. *Residential development within the I-PUD shall be limited to mixed commercial and/or industrial uses with dwellings having ten (10) or more dwelling units that may be designed as mixed-use developments.*
4. *Phasing. No dwelling units designed or intended to be used solely for residential purposes shall be constructed prior to the completion of not less than thirty five (35) percent of commercial and/or industrial uses, except mixed-use buildings constructed with a residential component shall not be subject to this threshold requirement.*
5. *The Town Council shall, upon recommendation of the planning commission, have the authority to modify (making the criteria more, less or equally restrictive) or waive, the criteria established §3-5.2 et seq. for Commercial or Industrial Planned Unit Development, if in the opinion of Town Council it shall determine that such modification or waiver:
 - a. *Shall advance the legislative intent and general planning considerations underlying the PUD and this Ordinance,*
 - b. *Shall be in general conformity with the adopted Comprehensive Plan, and*
 - c. *Shall not create an adverse effect on adjacent land uses.**
6. *The unique nature of a proposal for the PUD may require that the specifications for the width and surfacing of streets and rights-of-way; use of alleys; easements for public utilities; curbs, gutters, and sidewalks; street lights; public parks and playgrounds; school grounds; storm water drainage; water supply and distribution; sanitary sewers and sewage collection; shall be subject to modification from, or waiver of, the specifications established in the provisions of the Town of Warrenton Public Facilities Manual. The*

Council may, upon recommendation of the planning commission, waive or modify the specifications otherwise applicable for a particular public facility as noted above, where the Council finds that such specifications are not required in the interest of the occupants of the PUD and that the modifications of such specifications are not inconsistent with the interests of the Town. Said waivers or modifications may also include waivers of modifications of the requirements of Article 6 – Sign Regulations, such that the applicant may create a comprehensive sign package for a proposed development.

7. *Multilevel Parking Facilities shall be allowed as a by-right use within the Commercial and Industrial Planned Unit Development for a maximum of three stories above grade. Multilevel parking facilities should be encouraged as a means of centralizing parking and reducing overall impervious surfaces within the PUD area. The Town recognizes the need for a centralized parking area that may be considered part of the common ownership of the project area. Multilevel Parking Facilities may also exist as an accessory structure to a primary use, either above or below grade. The square footage of the multilevel parking facility shall be excluded from the overall Floor Area Ratio for the project.*

Staff comment: Please include specific waivers that are being requested. The application currently includes waiver requests from the Land Use Mix requirement and for a sign package. At the time of Site Development Plan review, the Master Development Plan will not override the requirements of VDOT, Town of Warrenton Public Facilities Manual, or Zoning Ordinance, unless specifically requested by the applicant in a waiver and approved.

Article 3-5.2.6.4 & Article 3-5.2.6.5 – I-PUD Uses Permitted by Right/by Special Use Permit

Article 3-5.2.6.4 and Article 3-5.2.6.5 list the uses permitted by-right and by Special Use Permit (SUP) in an I-PUD, subject to the approval of a Master Development Plan and Town Council authorization (for SUP)

Staff comment: The uses proposed are generally considered by-right in an I-PUD. The Master Development Plan shows “Building A” as a potential bank with drive through facilities, which does require a Special Use Permit. A Special Use Permit for this use has not been requested at this time.

Article 3-5.2.7.5 – Table of Bulk Development Requirements for Industrial PUC (I-PUD)

Article 3-5.2.7.5 specifies the maximum density/intensity for an I-PUD, including the Floor Area Ratio, minimum lot size, minimum lot width, and setbacks.

Staff comment: Setbacks included on the Master Development Plan are those per Article 3-4.12.4 (Industrial Zoning District). Please be aware of the Bulk Development Requirements for I-PUD in Article 3-5.2.7.5.

Article 3-5.2.8 – Height Regulations

Buildings and garage structures may be erected up to forty-five (45) feet in height, measured from mean finished grade, except that:

- 1. The height limit for office and mixed uses may be increased up to sixty-five (65) feet and up to five (5) stories by Special Use Permit approved by the Town Council.*
- 2. The height limit for mixed-use buildings with residential components may be increased to five stories up to a maximum height of sixth-five (65) feet in the area immediately abutting the Central Plaza or within two hundred (200) feet surrounding the perimeter of the Plaza.*
- 3. No buildings or structures shall be allowed over 45 feet in height along the periphery of the site or within one hundred fifty (150) feet of the site boundary.*

Staff comment: The Master Development Plan provides an illustrative number of stories for each proposed building, except for “Building B”. Please verify the proposed height for these buildings as well as the distances of the buildings from the site boundary. A Special Use Permit/Town Council Approval may be required for buildings over 45 feet in height (Article 3-5.2.8).

Article 3-5.2.9 – Special Provision for Accessory Structures in PUD

Article 3-5.2.9 includes provisions and setbacks for accessory structures, delineated by building use type. There are also provisions for open fire escapes and encroachments into yards.

Staff comment: Accessory structures are not included in the Master Development Plan at this time.

Article 3-5.2.10 – Open Space Considerations

Article 3-5.2.10.4. Identify any community or institutional recreational facility deemed appropriate by the Town Council and made necessary by the magnitude and density of the Planned Unit Development, which use shall be included in the minimum acreage for open space, provided that such use shall not exceed fifty (50) percent of the minimum area required to be in Common Open Space;

Article 3-5.2.10.4

- 1. A minimum of one half of this open space shall be Common Open Space for the use of residents and occupants, located within the boundaries of the planned development.*
- 2. A minimum of 20,000 square feet of the Common Open Space shall be provided in a Central Plaza planned and situated to provide maximum benefit to the public, occupants and residents. The developer shall be encouraged to preserve and enhance natural features, where possible, and to include such public amenities as fountains, public art, places for public gathering, plantings and benches.*
- 3. The Central Plaza shall be situated so that at least one side adjoins a road. Buildings adjoining the plaza area shall be a minimum height of two (2) stories.*

4. *Design guidelines for the areas surrounding the Central Plaza shall be required at the time of concept plan approval. Such design elements may include mixed-use buildings surrounding the plaza with a consistent/cohesive design theme or character; buildings with classical proportions or signature style consistent with the Central Plaza or the promenade; and shall include sidewalks that are a minimum of five (5) feet in width and streetscape that includes plantings and street furniture. The streetscape shall provide features such as benches, lamp posts, kiosks and transit shelters, where appropriate.*
5. *The Central Plaza and remaining open space shall be constructed and improved at an equivalent or greater rate than the construction of any residential structures.*
6. *A reduction of the required open space to minimum 15% is allowed through the implementation of healthy lifestyle initiatives throughout the PUD development. See Section 3-5.2.4.1 PUD Development Standards Chart.*

Staff comment: The minimum total amount of Open Space required is said to be met on the Master Development Plan. However, staff is unable to verify all the open space requirements listed above at this time.

Article 7 – Parking

7-1 Legislative Intent

Any building or other structure erected, altered, or used, and any lot used or occupied, for any of the following purposes shall be provided with the minimum off-street parking spaces as set forth in this Article, together with adequate passageways or driveways or other means of circulation and access to and from a street or way.

Staff comment: Parking tabulations on the Master Development Plan meet the Zoning Ordinance requirements for Articles 7-3 through 7-7 and the required amount of Handicapped parking (Article 7-19.4). Please be aware of the Design Requirements for Parking lots (Article 7-16).

Article 8 – Landscaping

8-1 Legislative Intent

The purpose of this Article is to regulate the planting and preservation of landscape materials; to promote the general health, safety and welfare of Town citizens; to facilitate the creation of an attractive and healthy environment; to protect property values; and to further the urban design, economic development and other goals and objectives of the Comprehensive Plan. To these ends, these regulations are intended to promote the planting and preservation of landscape materials which:

- 8-1.1 *provide visual screening and noise buffering between incompatible land uses;*

- 8-1.2 *provide parking lot landscaping to reduce the harmful effects of heat, noise, glare and other disruptive effects associated with motor vehicle use;*
- 8-1.3 *provide for the creation of safe, attractively landscaped areas adjacent to public streets by using landscape materials which separate vehicular and pedestrian areas; and*
- 8-1.4 *provide for useful, well-defined and attractive open space areas within the Town for the use of its citizens.*
- 8-1.5 *enhance the convenience and safety of pedestrians.*
- 8-1.6 *maintain and enhance the overall quality and function of the tree cover and vegetative canopy within the Town, including energy conservation, shade and windbreaks, and*
- 8-1.7 *promote traffic safety by controlling views and visually defining circulation patterns.*

Staff comment: Please be aware of the Zoning Ordinance requirements for landscaping, screening and buffering, and the retention/replacement of trees. Please show any proposed tree protection zones on the Concept Development Plan or indicate if there are none proposed.

Staff notes that the Master Development Plan states that the Landscape Plan is subject to the Zoning Ordinance requirements, unless waived prior to or during the Site Development Plan Process. The Zoning Ordinance does not have a waiver process that specifically includes Article 8 (Landscaping).

Staff notes that the applicant is proffering that buffers and landscaping will be installed in substantial conformance with the Master Development Plan and that there will be a minimum 30 foot buffer along East Lee Street frontage. Buffers and landscaping will need to meet the requirements of the Zoning Ordinance.

Article 9 – Supplemental Use Regulations

Article 9 contains supplemental regulations relating to specific uses, including but not limited to: Accessory Structures and Uses; Affordable Dwelling Unit Provisions; Apartment Buildings, Special Regulations; Lighting; Office and Other Business Buildings, Special Regulations; Open Space; Outdoor Display; Performance Standards for All Non-Residential Uses; and Residential Use Limitations.

Article 9-8 – Lighting

Staff comment: The applicant has proffered that they shall comply with the Town’s photometric standards, to be submitted with the Site Development Plan.

9-11 Office and Other Business Buildings, Special Regulations

Article 9-11.2 *Convenient, comfortable and safe pedestrian access shall be provided to adjacent public rights of way and to adjacent properties when appropriate, through the provision of sidewalks or trails.*

Staff comment: Please be aware of the pedestrian access requirements. In addition, the TIA Scope of Work (revised and original) included bike/pedestrian accommodations, which have not been included in the TIA.

Article 9-12 – Open Space

Article 9-12.6 *Streets, Lots, Parking Bays Not Included. Streets, alleys, service drives, parking bays, stormwater management facilities, and all lots to be transferred for sale, where provided as required, shall be computed as a part of the lot coverage, and shall not be credited as open space.*

Staff comment: Please be aware of all the regulations regarding open space under Article 9-12. At this time staff is unable to determine if the Open Space requirements are met.

Article 11 – Administration

Staff comment: Please be aware of the *Criteria for Consideration of Zoning Map Amendments* (Article 11-3.9.12).

Additional Comments

Staff comment: Revise proffer statements to remove specific actions to be taken by the Town of Warrenton. Proffers are self imposed limits on the development of the property. Proffers cannot establish commitments for the Town.

Staff comment: The Master Development Plan includes restaurants under the calculations for by-right water/sewage flow. Restaurants require a Special Use Permit within the Industrial District. Please revise accordingly. Please refer to comments from the Public Works and Utilities Department on estimated by-right water/sewer usage.

Staff reserves the opportunity to provide additional comments related to the Zoning Ordinance as more information becomes available. Future comments may include, but not be limited to Article 7 (Parking), Article 8 (Landscaping), Article 9 (Supplemental Use Regulations), and Article 11 (Administration, Procedures, and Enforcement).



Memorandum

To: Denise M. Harris, AICP
Town of Warrenton

From: Edward Y. Papazian, P.E. *EYP*

Date: October 5, 2016

Subject: ***Walker Drive Properties
Traffic Review of Revised Application Materials***

This memorandum presents our review of the revised application materials for the Walker Drive Properties, dated September 29, 2016. Specifically, this review describes the Applicant's response to Kimley-Horn's September 1, 2016 review of traffic-related submittals.

1. Pedestrian and Bicycle Counts:
Kimley-Horn noted that the traffic study did not include pedestrian and bicycle counts at the study intersections. Such counts are typically required in Northern Virginia jurisdictions. The scoping for the traffic study identified Bike/Ped accommodations. As a result, Kimley-Horn suggested that it would be helpful to have pedestrian and bicycle counts along with motor vehicle counts at study intersections. The application correctly points out that the pedestrian and bicycle counts would be low. On this basis, they have declined to perform additional counts.
2. Multi-Use Trail on Project Side of Walker Drive:
The Town staff has recommended that a 10-foot wide multi-use trail be provided on the project side of Walker Drive. This trail would be part of the pedestrian and bicycle accommodations provided by the project. The applicant strongly disagrees with this recommendation for several reasons. They include the presence of a sidewalk on the opposite (west) side of Walker Drive, the potential vehicle-pedestrian conflicts for those who would be on the trail with entering and exiting traffic, and the presence of topographic constraints that would require extensive construction costs. The applicant has offered a contribution of \$40,000 toward trail construction and improvements.
3. Analysis to Evaluate Installation of Traffic Signals Compared to Roundabouts:
Kimley-Horn and VDOT requested an evaluation comparing installation of traffic signals compared to roundabouts. The applicant prepared concept sketches that show the difficulty of constructing roundabouts at locations where traffic signals would otherwise be installed. The applicant also noted that it is difficult for pedestrians to navigate roundabouts on foot or by bicycle.

4. More Detailed Analysis as to why Traffic Signal Not Needed at Intersection of Meetze Road and US 29 Bypass Southbound Ramps:
Kimley-Horn requested more detailed analysis that would show why a traffic signal is not needed at the intersection of Meetze Road and US 29 Bypass southbound ramps. The applicant's traffic consultant provided a verbal description of the reason a signal is not needed. We understand the justification. However, we would like to see the documentation of the analysis.

5. Southbound Left Turn Lane Along Walker Drive Into Existing Office Driveway:
Kimley-Horn recommended that a southbound left turn lane on Walker Drive be installed at the existing entrance opposite Breezewood Drive. The applicant declines to commit to this improvement. The left turn movements at this location include both left turns into the existing office parcel and U-turns into the "By-Right" parcel. Given the combination of left turns and U-turns, we maintain that a left turn lane would provide added safety.

Memorandum

To: Denise M. Harris, AICP
Town of Warrenton

From: Edward Y. Papazian, P.E. *EYP*

Date: September 1, 2016

Subject: *Walker Drive Properties
Traffic Impact Analyses Review
and Response to Applicant Comments*

This memorandum presents our updated comments regarding the Traffic Impact Analysis for the Walker Drive Properties. This includes our response to the Applicant's July 28, 2016 revised application and items to be discussed at the September 6, 2016 review meeting.

1. The traffic study does not contain pedestrian and bicycle counts at the study intersections. Since the scoping form between the Town, VDOT, and the applicant shows that pedestrians and bicycle accommodations are to be addressed in the study, pedestrian and bicycle counts should be performed.
2. As part of the pedestrian and bicycle accommodations, we recommend that dedication should be provided along the project side of Walker Drive and a 10-foot wide multi-use trail be provided.
3. More detailed analysis should be provided to evaluate installation of traffic signals compared to roundabouts.
4. More detailed analysis should be provided to show why a traffic signal is not needed at the intersection of Meetze Road and US 29 Bypass southbound lanes.
5. While the study shows that the capacity analyses may not show a need for a southbound left turn lane along Walker Drive into the existing office access opposite Breezewood Drive, we continue to recommend that a left turn lane be provided. A left turn lane would provide added safety and would be consistent with the other access drives along Walker Drive.



COMMONWEALTH of VIRGINIA

DEPARTMENT OF TRANSPORTATION

1801 Orange Road
Cupeper, Virginia 22701

Charles A. Kilpatrick, P.E.
Commissioner

September 1, 2016

Ms. Denise Harris
Town of Warrenton

VIA Email

Good Morning Denise:

At your request, VDOT has reviewed the proffers associated with the Walker Drive proposed development and have prepared the comments below pertaining to the draft proffers. Please feel free to contact me if you have any questions concerning these comments. VDOT staff is willing to meet with the applicant and discuss any or all of the comments that may need clarification. Thank you.

1. Proffer 7.1 – Based on the TIA that the applicant submitted and was reviewed by VDOT and the Town, the intersections identified will likely meet signal warrants. VDOT would prefer that signals not be installed but rather roundabouts be constructed at these locations. The proffer should be re-worded to indicate that if signal warrants are met then the applicant will construct roundabouts at these intersections and site entrances.
2. Proffer 7.2 – if the applicant is permitted to provide a pro-rata share in place of actual construction of either a signal or roundabout then the applicant should provide at least 50% of the cost of a roundabout at these locations.
3. Proffer 7.3 – The applicant should commit to constructing a roundabout at this location and not a traffic signal.
4. Proffers 7.4 & 7.5 – should be replaced with a proffer that states that the applicant shall conform to all VDOT standards for any roadway construction connected to this development. If the applicant cannot meet VDOT standards for any particular improvement then he may apply for an exception or waiver to VDOT standards.

5. Proffer 2.1.1 – Substantial conformance with the Master Development Plan (MDP) should not relieve the applicant from conforming to VDOT standards. This proffer and any such language in the MDP that could be construed as approval of substandard design should be revised accordingly.

Sincerely,

A handwritten signature in black ink, appearing to read 'Dan Painter', with a stylized flourish at the end.

Dan Painter, AICP
District Planning Manager
VDOT - Culpeper District
1601 Orange Road
Culpeper, VA 22701
540-829-7687

cc: Mark Nesbit
Marshall Barron
Joe Webb

October 5, 2016

To: Denise Harris, Director of Planning & Zoning
From: Edward B. Tucker, P.E.
Re: Public Works/Utilities Review Comments
ZMA 16-01 – Walker Drive Master Plan Submittal Dated September 30, 2016

Public Works –

General Comments:

PW1: The comment response letter and revised proffer indicates that the movie theater is part of the proposed Master Development Plan and indicates a reserved area for one. The applicant also indicates it will make its best effort to provide an operator of a movie theater facility. The application should indicate a minimum amount of time that it will secure this reservation for a movie theater use before it reallocates this proffered use to another business use should no reasonable provider/operator of movie theaters can be found for this market.

PW2: We understand that many consider the provision of traffic circles (roundabouts) to be more expensive than traffic lights. However, the Town of Warrenton and VDOT may find that a circle at Meetze/Lee Street and Walker Drive to be a desirable alternative for the community at large. And while there is currently not a significant amount of infrastructure already constructed at this location, it is an ideal time to give this option due consideration. Therefore, we would like the Applicant to keep this option open as part of the final design, for which they would be responsible to cover their pro-rata share of the costs equivalent to the provision and construction of the turn lanes and traffic signals that would otherwise be required of them.

Stormwater and Stormwater Management System:

PW3: We and the Applicant understand that the storm sewer collection and stormwater management system will be designed and subject to review during the final design of this development project. They also understand that the final required improvements will be based on the regulatory requirements for stormwater discharge and quality regulations applicable by the Town of Warrenton, the US Environmental Protection Agency (EPA) and the Commonwealth's Department of Environmental Quality (DEQ). The Applicant further recognizes that the ultimate density of this development could be less than indicated on the Master Illustrative Development Plan submitted here.

Utilities - Water & Sewer System:

U1: Off-site improvements WILL be needed in the form of looping the water main in Walker Drive that currently dead-ends at Hidden Creek, through the proposed property until it completes the loop at the water main in East Street and East Lee Street. Water system needs to loop in with existing/proposed water on Meetze/Lee Street in order to secure adequate water flow through this part of town with a development of this size/intensity. Also it is necessary to limit dead end segments of water that will need continued flushing for water quality purposes.

Issue was addressed in the proffer statement and 2nd Comment Response Letter.

U2: The design guidelines basically show the transition from asphalt to sidewalk to building with no breaks for grass areas or utility strips. Per the Town's public facilities manual, water meter boxes and sanitary sewer cleanouts must be located grass areas to prevent freezing and to avoid potential tripping hazards for pedestrians.

Utility Proffer:

The developer proposes no proffer towards the utility impact of such a high density rezoning request. The project as proposed places a significant impact on the Town's finite utility resources, which needs to be addressed.

In 2002 the town initiated an evaluation of the water and wastewater system assets to provide a master plan for future development demands to ensure adequate resources to serve the Town and its committed out of town customers. The study was conducted by, Whitman Reardon and Associates, the town's water/wastewater consultant and involved looking at historical consumption, approved site plans, the zoning of vacant properties, limited redevelopment and the vacant out of town properties which the town has a commitment to provide service. The initial study was conducted in 2002 with updates in 2006, 2010 and 2015. To project the future demands of vacant properties the following demand factors were used:

Equivalent Residential Connections	300 gallons per day (gpd)
Commercial & Industrial	700 gallons per day per acre (gpd/acre)

The result of the 2015 study projected the demand on the town's utility assets at build-out to be:

Water:

- 92% committed current asset minus 300,000 drought reserve
- 80% committed current assets including drought reserve
- 71% committed current assets plus drought reserve plus well #3

Sewer:

- 106% committed (DEQ requires a plan of action when flows exceed 95% of the rated capacity of the 2.5 million gallons per day wastewater treatment plant).

The Walker Drive property is currently zoned Industrial with a water sewer allocation, based on the 700 gpd/acre factor used in the studies, of 32 acres X 700 gpd totaling 22,400 gpd. The proposed development based on the rezoning request projects a utility demand of 105,757 gpd. This places an unaccounted additional demand of 83,357 gpd. The impact on the Town utility assets is as follows:

Water:

- 96% committed current asset minus 300,000 drought reserve
 - 84% committed current assets including drought reserve
 - 74% committed current assets plus drought reserve plus well #3
- Considering all assets the increased demand for water is not a critical issue.

Sewer:

- 109% committed

This is a serious issue with the DEQ trigger as stated above at 95%. The wastewater treatment plant (WWTP) has a restrictive covenant limiting the capacity at the current permit limit of 2.5 mgd. Even with a future removal of the covenant the current nutrient discharge pound limitation will not be increased due to Chesapeake Bay restrictions. Thus, any approval for use over 22,400 gpd needs to include a mitigation of sewer to insure no WWTP permit violation.

Developers of Industrial zoned property when considering rezoning have questioned the 700 gpd/acre factor in the past stating that it is not realistic. The historical and current usage of Town of Warrenton industrial zoned properties are well within the factor. In fact, the 700 gpd also refers to commercial properties and again the historical and current usage of developed commercial properties in town is within the 700 gpd/acre.

The Town has a 3 year Capital Improvement Project (UD 17-003) to abate Inflow and Infiltration (I&I) funded at \$2,400,000 with the objective of recovering 200,000 gpd WWTP capacity. With the project meeting its objective, the commitment of sewer assets at build-out is still projected to be 98%. Thus, additional effort will be needed to reduce below the 95% DEQ permit trigger. Based on the project it is estimated that the cost to abate 1 gallon per day I&I is \$12/gallon.

Therefore, it is recommended that the additional sewer demand be addressed in a proffer to the Town of Warrenton Utility at the \$12/ gallon times 83,357 gpd for a total amount of \$1,000,284. This amount is in addition to the utility availability fees. The schedule of fee collection is subject to negotiation in proffer language

As stated in the 2nd Comment Review Letter, staff met with representatives of the applicant and discussed the potential over estimation of daily water/sewer consumption of 105,757 gallons per day for the proposed development. The general thought is that the demand projections seem high, although the planning factors reference were from municipalities north of Warrenton. The projections are based on gross square footage of general uses. Staff agreed to review current usage of the categories (restaurant, retail, office, entertainment and residential) to see if more accurate consumption factors could be developed. The applicant agreed to try and provide a more detailed composition of the categories as opposed to blocks on the plans and the gross square footage.

Based on preliminary work by staff, a 25% to 35% reduction of the projected consumption is possible, reducing the utility deficit accordingly. As stated in the Letter, the applicant and staff will need to “continue these discussions”.

Proffer Statement Review by Public Works:

3.4. The movie theater use is one that is a proposed use that is attractive to the Town for the proposed rezoning request. While we recognize the desire to attract a Theater Operator to this market is a condition outside the absolute control of Applicant, and that the Applicant commits to provide its best efforts to bring one to this development, we feel that the set aside for this use, and the efforts to secure this vendor should be tied to a committed minimum time frame before being able to revert to another “commercial use”. This commitment should also preclude from converting this “fall-back” use to a any residential use.

4.1 A statement should be added to this proffer condition that confirms that not only will buffers and landscaping be in substantial conformance with the MDP, but also in conformance with the Town of Warrenton’s ordinances related to landscaping and buffering.

7.1. It is not clear to Public Works what the last sentence commits to. If the Town of Warrenton finds that a traffic circle (roundabout) is a better alternative to a traffic signal, we would expect that this development to participate in that alternative is set-aside of the required room to accomplish this goal, and at least to the financial obligation equivalent to the costs for designing and constructing the turn lanes, intersection improvements and signalization that would be required if a signalized intersection/entrance is constructed.

7.4. The “200 foot” should be eliminated from this proffer. Item 7.8 commits to these improvements to be as required by applicable VDOT Standards.

9.1. This proffer should be revised to indicate: ----with Town “of Warrenton Ordinances and Virginia Regulations governing Stormwater Management at the time of development”. The location of said -----.

End of Public Works & Utilities comments of the September 30th rezoning submittal.

August 31, 2016

To: Denise Harris, Director of Planning & Zoning
From: Edward B. Tucker, P.E.
Re: Public Works/Utilities Review Comments
ZMA 16-01 – Walker Drive Master Plan Submittal Dated July 28th, 2016

Public Works –

General Comments:

- PW1: The comment response letter indicates that the movie theater is proffered as part of the first phase of the development, but the Proffer Conditions do not say that.
- PW2: It is difficult to understand the benefit of the Building Materials Proffer, item 6.1. It indicates that the buildings or improvements will be constructed and faced with any and all materials, and does not preclude the use of any other available materials.
- PW3: There had been discussions regarding the potential of a traffic circle (roundabouts) at the intersection of Walker Drive with East Lee Street. Neither the Master Plan or Proffers make any provisions to consider the needed right of way from this property or its pro-rata share in costs should a traffic circle be a workable solution for this development and the immediate surrounding area.
- PW4: While the Utility and Public Works Department defers to Planning & Zoning, the Economic Impact of Shopping Center Development Report appears to have been prepared for the International Council of Shopping Centers for a Regional Mall in a major metropolitan area and not the Town of Warrenton. It is difficult to see how this applies to this application in this location. The memo written about the potential economic impacts of this proposed development points out the potential tax revenue benefits the developer hopes will be derived.

Stormwater System:

- PW5: This concept plan shows an extensive and efficient stormwater collection and pipe network to convey storm drainage through this highly proposed impervious development. This type of plan does not provide for the types of integrated approach in dealing controlling stormwater runoff required by the US Environmental Protection Agency (EPA) and the Commonwealth's Department of Environmental Quality (DEQ) regulations. While the proposed system will provide for a very efficient collection and hydraulic conveyance system, it does not meet any of the current requirements for stormwater runoff or nutrient reductions.

Stormwater Management:

- PW6: With a proposed project of this intensity, it will be necessary to incorporate groundwater recharge/infiltration and other water quality treatment practices to meet the new Runoff Reduction Calculation processes as defined by the DEQ's Runoff Reduction Spreadsheet. Therefore it is important that the Developer of this project indicate that they recognize that they may not be able to achieve the proposed intensity of the development as indicated in the Master Development Plan and Code of Development presented.
- PW7: The applicant should acknowledge in the development statements, and in the proffering of "substantial conformance with the Master Development Plan" that the Town of Warrenton's

approval of a zoning modification of this intensity does not relieve them of the responsibility and requirement to provide measures to address the stormwater runoff reductions and water quality treatments for stormwater within this development, as required by the EPA, DEQ and/or the Town of Warrenton.

Utilities - Water & Sewer System:

- U1: Off-site improvements WILL be needed in the form of looping the water main in Walker Drive that currently dead-ends at Hidden Creek, through the proposed property until it completes the loop at the water main in East Street and East Lee Street. Water system needs to loop in with existing/proposed water on Meetze/Lee Street in order to secure adequate water flow through this part of town with a development of this size/intensity. Also it is necessary to limit dead end segments of water that will need continued flushing for water quality purposes.
- U2: The design guidelines basically show the transition from asphalt to sidewalk to building with no breaks for grass areas or utility strips. Per the Town's public facilities manual, water meter boxes and sanitary sewer cleanouts must be located grass areas to prevent freezing and to avoid potential tripping hazards for pedestrians.

Utility Proffer:

The developer proposes no proffer towards the utility impact of such a high density rezoning request. The project as proposed places a significant impact on the Town's finite utility resources, which needs to be addressed.

In 2002 the town initiated an evaluation of the water and wastewater system assets to provide a master plan for future development demands to ensure adequate resources to serve the Town and its committed out of town customers. The study was conducted by, Whitman Requardt and Associates, the town's water/wastewater consultant and involved looking at historical consumption, approved site plans, the zoning of vacant properties, limited redevelopment and the vacant out of town properties which the town has a commitment to provide service. The initial study was conducted in 2002 with updates in 2006, 2010 and 2015. To project the future demands of vacant properties the following demand factors were used:

Equivalent Residential Connections	300 gallons per day (gpd)
Commercial & Industrial	700 gallons per day per acre (gpd/acre)

The result of the 2015 study projected the demand on the town's utility assets at build-out to be:

Water:

- 92% committed current asset minus 300,000 drought reserve
- 80% committed current assets including drought reserve
- 71% committed current assets plus drought reserve plus well #3

Sewer:

- 106% committed (DEQ requires a plan of action when flows exceed 95% of the rated capacity of the 2.5 million gallons per day wastewater treatment plant).

The Walker Drive property is currently zoned Industrial with a water sewer allocation, based on the 700 gpd/acre factor used in the studies, of 32 acres X 700 gpd totaling 22,400 gpd. The proposed development based on the rezoning request projects a utility demand of 105,757 gpd. This places an unaccounted additional demand of 83,357 gpd. The impact on the Town utility assets is as follows:

Water:

96% committed current asset minus 300,000 drought reserve

84% committed current assets including drought reserve

74% committed current assets plus drought reserve plus well #3

Considering all assets the increased demand for water is not a critical issue.

Sewer:

109% committed

This is a serious issue with the DEQ trigger as stated above at 95%. The wastewater treatment plant (WWTP) has a restrictive covenant limiting the capacity at the current permit limit of 2.5 mgd. Even with a future removal of the covenant the current nutrient discharge pound limitation will not be increased due to Chesapeake Bay restrictions. Thus, any approval for use over 22,400 gpd needs to include a mitigation of sewer to insure no WWTP permit violation.

Developers of Industrial zoned property when considering rezoning have questioned the 700 gpd/acre factor in the past stating that it is not realistic. The historical and current usage of Town of Warrenton industrial zoned properties are well within the factor. In fact, the 700 gpd also refers to commercial properties and again the historical and current usage of developed commercial properties in town is within the 700 gpd/acre.

The Town has a 3 year Capital Improvement Project (UD 17-003) to abate Inflow and Infiltration (I&I) funded at \$2,400,000 with the objective of recovering 200,000 gpd WWTP capacity. With the project meeting its objective, the commitment of sewer assets at build-out is still projected to be 98%. Thus, additional effort will be needed to reduce below the 95% DEQ permit trigger. Based on the project it is estimated that the cost to abate 1 gallon per day I&I is \$12/gallon.

Therefore, it is recommended that the additional sewer demand be addressed in a proffer to the Town of Warrenton Utility at the \$12/ gallon times 83,357 gpd for a total amount of \$1,000,284. This amount is in addition to the utility availability fees. The schedule of fee collection is subject to negotiation in proffer language



MEMO

TO: Denise Harris, Interim Director, Planning and Zoning

FROM: Margaret Rice, Director, Parks and Recreation

DATE: October 5, 2016

SUBJECT: Walker Drive Comments

Below are the comments from September on this project. Following each comment is the status with the new submittal.

-Instead of 5' sidewalk running along Walker Drive and Academy Hill, an asphalt multi-use trail would be preferred. Ideal width of the trail would be 10' with 2' shoulders. This would encourage walking and biking. While Walker Drive has sharrows, having the multi-use trail would allow families with children to ride bikes. It is anticipated that the proposed project would be visited by many who were walking or biking. The multi-use trail would encourage this use and enhance safety.

October 2016 – Applicant has addressed this comment by providing \$40,000 for trail development in the area, stating that they strongly disagree with a multi-use trail on the frontage of their development. While this offer is appreciated, a multi-use path would still be preferred as part of the development. It is likely that the development will attract many walkers and bikers from surrounding neighborhoods. In addition, there will be residents within the development to use the trail. The opposite side of Walker Drive would be difficult to develop as a trail. In addition, Academy Hill Extended is just a short way down from applicants proposed development. This street is used by those exiting White's Mill Trail – which is used by walkers and bikers heading to Warrenton who wish to avoid Rt. 29.

-Crosswalks would also enhance bike and pedestrian safety as people come from Old Town and the various housing developments nearby.

October 2016 – This concern has been addressed.

-Bicycle racks at various places in the proposed project would be desired.

October 2016 – This concern has been addressed.

-Proffer 3.4 does not serve the best interests of the Town. Many things can fall into the fitness center category – karate, laser tag, dance studios, etc. It does not benefit the Town to prohibit fitness centers , gymnasiums, or similar uses.

October 2016 – This concern has been addressed.

-Regarding open space – There has been some desire expressed in the Committee on Health, Parks, and Recreation to see a play fountain feature. This could be a nice addition to the project – and one that would draw people to the center to visit the businesses.

October 2016 – This concern has been addressed.



TOWN OF WARRENTON
Parks & Recreation

MEMO

TO: Denise Harris, Interim Director, Planning and Zoning

FROM: Margaret Rice, Director, Parks and Recreation 

DATE: September 1, 2016

SUBJECT: Walker Drive Comments

-Instead of 5' sidewalk running along Walker Drive and Academy Hill, an asphalt multi-use trail would be preferred. Ideal width of the trail would be 10' with 2' shoulders. This would encourage walking and biking. While Walker Drive has sharrows, having the multi-use trail would allow families with children to ride bikes. It is anticipated that the proposed project would be visited by many who were walking or biking. The multi-use trail would encourage this use and enhance safety.

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TOWN OF WARRENTON
POLICE DEPARTMENT



MEMORANDUM

Date: August 31, 2016

To: Denise M. Harris, Interim Director of Planning and Community Development

From: Louis A. Battle, Chief of Police

Re: Walker Drive Project

I have reviewed the documentation provided for this project. The Police Department has no comments for the applicant at this time.



WARRENTON VOLUNTEER FIRE COMPANY, INC.

167 WEST SHIRLEY AVE. WARRENTON, VIRGINIA 20186
FIRE STATION 1 (540) 347-0522 EMS STATION 1 (540) 347-4873
BUSINESS SERVICES (540) 347-3232 FAX (540) 347-6513

MEMORANDUM

Date: 5/27/2016

To: Sarah Sitterle Director of Planning and Community Development

From: Samuel F. Myers Fire Chief
Rodney H. Woodward Captain 

Subject: Comments on Walker Drive Rezoning

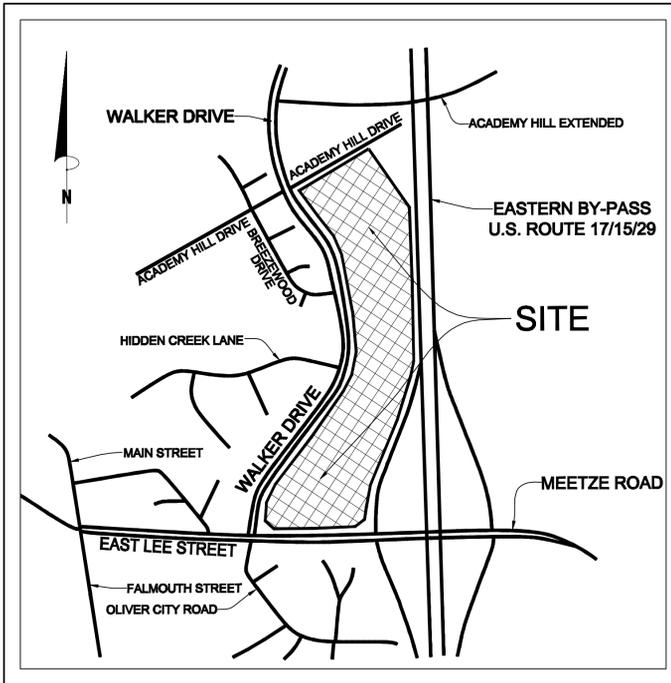
- Access on all sides of the buildings, especially for Tower 1 to get around and set up.
- Supra boxes on front and rear entrances, of all buildings.
- Sprinkler and alarm panel rooms are marked. (signage)
- Multiple access points in and out of complex if possible.
- Multiple Fire Hydrants for each building.
- Good access to the sprinkler and stand pipe connections.
- On the strip shopping center buildings, need address numbers on the rear doors.
- All buildings need to be numbered so they can be seen from the street as pulling in.(not just on the front door)
- All traffic lights need to comply with the town Opticom system.

WALKER DRIVE PROPERTIES MASTER DEVELOPMENT PLAN

Town of Warrenton, Virginia
Date: September 19, 2016

TABLE OF CONTENTS

- 1 Cover Sheet
- 2 Notes & Details
- 3 Land Bay Plan
- 4 Illustrative Plan
- 5 Illustrative Plan
- 6 Conceptual Landscape Plan
- 7 Zoning Plat
- 8 Existing Conditions Plan



VICINITY MAP
SCALE: 1"=350'

NOTE:

The graphics shown on Sheets 4, 5 & 6 are for illustrative purposes only as part of this rezoning application, and shall be refined during further discussions with the Staff, the Planning Commission, and the Town Council during subsequent approval processes for this development.

Applicants:

East Side Investment Group, LLC
397 Willow Court
Warrenton, Virginia 20186

Walker Drive Investment Group, LLC
397 Willow Court
Warrenton, Virginia 20186

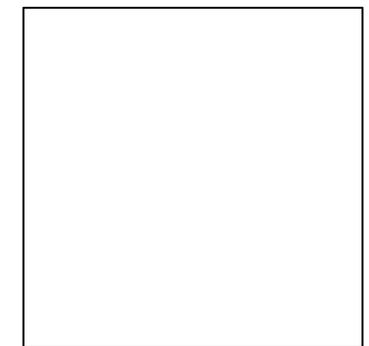
Springfield Real Properties, LLC
397 Willow Court
Warrenton, Virginia 20186

ENGINEER'S CERTIFICATE:

I, MICHAEL JOHNSON, A LICENCED PROFESSIONAL ENGINEER IN THE COMMONWEALTH OF VIRGINIA, DO HEREBY CERTIFY TO THE BEST OF MY KNOWLEDGE, THIS PLAN MEETS ALL APPLICABLE STATE AND LOCAL STANDARDS.

Michael Johnson

BY: MICHAEL JOHNSON, PE VA 20654



APPROVAL BLOCK

**Walker Drive Properties
Master Development Plan**

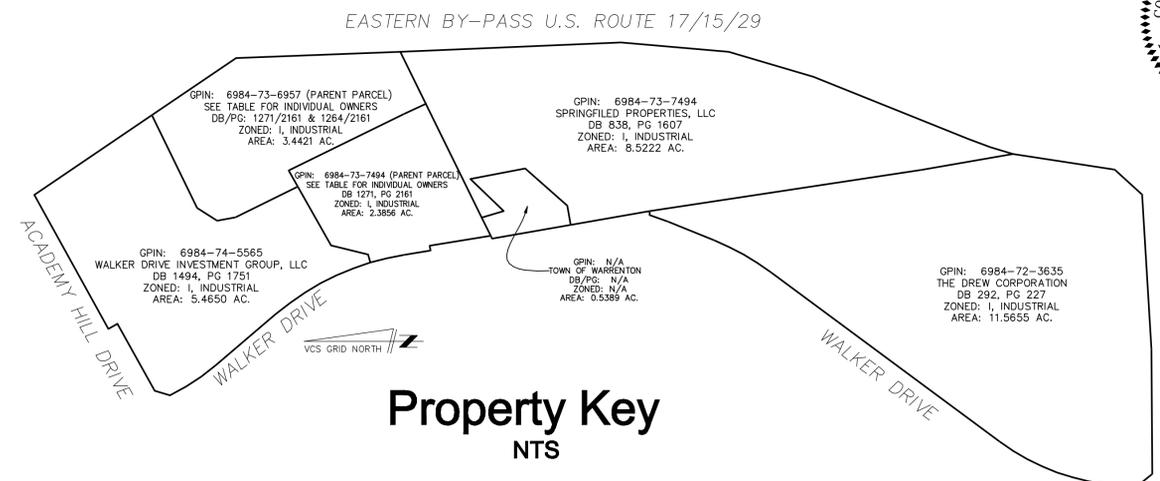
Engineer:
Michael Johnson, PE
14307 Broughton Place
Gainesville, Virginia 20155
Te: (703)334-6483



PROPERTY OWNERS INFORMATION TABLE

GPIN:	OWNER:	CURRENT ZONING:	PARCEL AREA:	DEED BOOK / PAGE:
6984-74-5565	WALKER DRIVE INVESTMENT GROUP, LLC	I, INDUSTRIAL	5.4650 AC.	1494/1751
6984-73-7494	SPRINGFILED PROPERTIES, LLC	I, INDUSTRIAL	8.5222 AC.	838/1607
6984-72-3635	THE DREW CORPORATION	I, INDUSTRIAL	11.5655 AC.	292/227
6984-73-6957-101*	CCMK, LLC	I, INDUSTRIAL	3.4421 AC.**	1264/697; 1271/2161
6984-73-6957-202*	CCMK, LLC	I, INDUSTRIAL	3.4421 AC.**	1264/697; 1271/2161
6984-73-6957-201*	RAM HOLDINGS, LLC	I, INDUSTRIAL	3.4421 AC.**	1301/2
6984-73-6957-203*	J.S. WOODSIDE PROPERTIES, LLC	I, INDUSTRIAL	3.4421 AC.**	1407/1005
6984-73-6957-204*	J.S. WOODSIDE PROPERTIES, LLC	I, INDUSTRIAL	3.4421 AC.**	1301/119
6984-74-8242-001*	HIRSHMAN HOOVER, LLC	I, INDUSTRIAL	2.3856 AC.**	1420/499
6984-74-8242-002*	J.L. WOODSIDE PROPERTIES, LLC	I, INDUSTRIAL	2.3856 AC.**	1411/1463
6984-74-8242-003*	F&R DEVELOPMENT, LLC	I, INDUSTRIAL	2.3856 AC.**	1391/1847
6984-74-8242-006*	F&R DEVELOPMENT, LLC	I, INDUSTRIAL	2.3856 AC.**	1391/1847
6984-74-8242-007*	F&R DEVELOPMENT, LLC	I, INDUSTRIAL	2.3856 AC.**	1391/1847
6984-74-8242-004*	CCMK, LLC	I, INDUSTRIAL	2.3856 AC.**	1427/1228
6984-74-8242-005*	CCMK, LLC	I, INDUSTRIAL	2.3856 AC.**	1427/1228
N/A***	TOWN OF WARRENTON	N/A	0.5389 AC.***	N/A
TOTAL AREA =			31.9193 AC.	

* DENOTES CONDOMINIUM OWNERSHIP
** DENOTES ACREAGE OF PARENT PARCEL
*** DENOTES PARCEL OWNED BY THE TOWN OF WARRENTON.
N/A DENOTES "NOT AVAILABLE"



Revised Per Review Agency Comments	Date

BEFORE DIGGING CALL "MISS UTILITY"
OF VIRGINIA AT 1 - 800 - 552 - 7001

PARKING TABULATIONS

SITE – SOUTHERN PORTION (PROPOSED BUILDINGS A-I)

USE	UNIT QUANTITY	SPACES REQUIRED PER UNIT	TOTAL SPACES REQUIRED
BOWLING ALLEY	16 LANES	4 SPACES PER LANE	64
	1,500 SF RESTAURANT	1 SPACE PER 150 GSF FLOOR AREA	10
MOVIE THEATER	900 SEATS	1 SPACE PER 3.5 SEATS	258
GENERAL OFFICE	37,356 GSF	1 SPACE PER 300 GSF FLOOR AREA	125
GENERAL RETAIL	43,967 GSF	1 SPACE PER 200 GSF (FIRST 10,000 GSF) 4 SPACES FOR EACH ADDITIONAL 1,000 GSF	50 136
SIT-DOWN RESTAURANT	24,050 GSF	1 SPACE PER 150 GSF FLOOR AREA	161
MULTIFAMILY DWELLING	76 UNITS (2 BDRM AVE.)	2.5 SPACES PER DWELLING UNIT	190
			TOTAL SPACES REQUIRED = 994
			TOTAL SPACES PROVIDED = 1,082
			TOTAL H.C. SPACES REQUIRED = 30
			TOTAL H.C. SPACES PROVIDED = 63

SITE – NORTHERN PORTION (PROPOSED BUILDINGS J-L + EXISTING BUILDINGS)

USE	UNIT QUANTITY	SPACES REQUIRED PER UNIT	TOTAL SPACES REQUIRED
GENERAL OFFICE	20,648 GSF	1 SPACE PER 300 GSF FLOOR AREA	69
MEDICAL OFFICE	24,237 GSF	1 SPACE PER 175 GSF FLOOR AREA	139
GENERAL RETAIL	12,000 GSF	1 SPACE PER 200 SF (FIRST 10,000 GSF) 4 SPACES FOR EACH ADDITIONAL 1,000 GSF	50 8
HEALTH/FITNESS CLUB	37,055 GSF	1 SPACE PER 200 GSF FLOOR AREA	186
SIT-DOWN RESTAURANT	8,000 GSF	1 SPACE PER 150 GSF FLOOR AREA	54
MULTIFAMILY DWELLING	40 UNITS (2 BDRM AVE.)	2.5 SPACES PER DWELLING UNIT	100
			TOTAL SPACES REQUIRED = 606
TOTAL SPACES REQUIRED LESS 10% ADMINISTRATIVE PARKING REDUCTION FOR NON-RESIDENTIAL USES = 556			TOTAL SPACES PROVIDED = 560
			TOTAL H.C. SPACES REQUIRED = 17
			TOTAL H.C. SPACES PROVIDED = 24

LAND BAY TABULATIONS

SITE – SOUTHERN PORTION (LAND BAYS A-D)

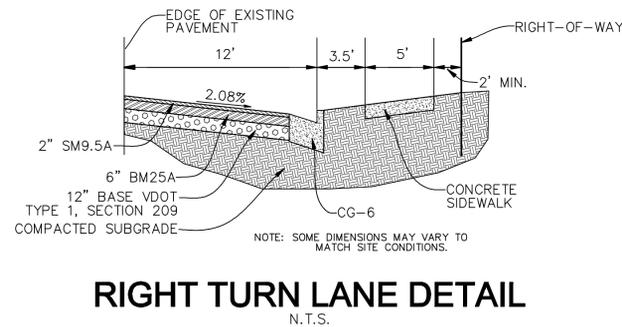
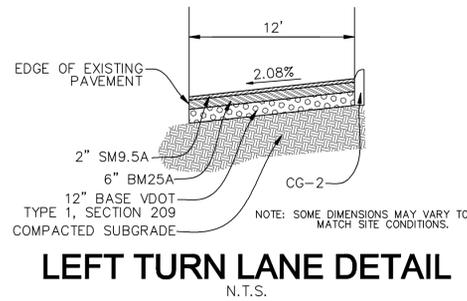
LAND BAY	USE	USE CATEGORY	MAXIMUM USE AREA (SF)
LAND BAY "A"	GENERAL OFFICE	INDUSTRIAL	20,550
	RETAIL	COMMERCIAL	12,575
	RESTAURANT	INDUSTRIAL	12,575
LAND BAY "B"	ENTERTAINMENT	COMMERCIAL	56,000
	RETAIL	COMMERCIAL	7,975
	RESTAURANT	INDUSTRIAL	7,975
LAND BAY "C"	GENERAL OFFICE	INDUSTRIAL	6,703
	RETAIL	COMMERCIAL	15,814
	RESTAURANT	INDUSTRIAL	2,500
LAND BAY "D"	GENERAL OFFICE	MIXED USE RESIDENTIAL	10,103
	RETAIL	MIXED USE RESIDENTIAL	7,603
	RESTAURANT	MIXED USE RESIDENTIAL	2,500
	MULTIFAMILY RESIDENTIAL	MIXED USE RESIDENTIAL	76 UNITS

SITE – NORTHERN PORTION (LAND BAY E)

LAND BAY	USE	USE CATEGORY	MAXIMUM USE AREA (SF)
LAND BAY "E"	RETAIL	MIXED USE RESIDENTIAL	12,000
	RESTAURANT	MIXED USE RESIDENTIAL	8,000
	MULTIFAMILY RESIDENTIAL	MIXED USE RESIDENTIAL	40 UNITS

GENERAL NOTES:

- NO TITLE REPORTS FURNISHED. OTHER EASEMENTS AND/OR RIGHT-OF-WAY MAY EXIST.
- PROPOSED STORMWATER MANAGE AND BMP FACILITIES ARE LOCATED ON-SITE.
- BOUNDARIES SHOWN TAKEN FROM INFORMATION OF RECORD AND DO NOT REPRESENT CURRENT SURVEYS BY MICHAEL JOHNSON, PE. TOPOGRAPHIC INFORMATION PROVIDED BY TARGET SURVEYS, INC. AND IS BASED ON A CURRENT (OCTOBER 2015) AERIAL SURVEY.
- ALL CURB, GUTTER, DRAINAGE STRUCTURES, UTILITY LINES ETC. TO BE TO TOWN OF WARRENTON/VDOT STANDARDS UNLESS OTHERWISE NOTED.
- THIS SITE WILL BE SERVED BY PUBLIC WATER AND SEWER SERVICE. ALL PROPOSED STORM SEWER EASEMENTS SHALL BE PRIVATE.
- FINAL PARKING TABULATIONS AND SITE CONFIGURATION TO BE DETERMINED AT PRELIMINARY PLAN AND/OR FINAL SITE PLAN REVIEW.
- FINAL LOCATIONS AND TYPE OF FURNITURE AND FEATURES (SUCH AS PLANTERS AND OUTDOOR SEATING ETC.) TO BE DETERMINED IN CONNECTION WITH SITE PLAN REVIEW WHEN SUBMITTED FOR PERTINENT AREAS OF THE SITE.
- THE UTILITIES SHOWN ON THIS PLAN ARE CONCEPTUAL AND ARE SUBJECT TO CHANGE AT TIME OF FINAL ENGINEERING.
- FOR VEHICLE COUNTS, REFER TO TRAFFIC IMPACT ANALYSIS PREPARED FOR THIS PROJECT BY THE TRAFFIC GROUP DATED MARCH 30, 2016.
- MICHAEL JOHNSON, PE DOES NOT CERTIFY TO THE LOCATION OR EXISTENCE OF ANY, OR ALL, UNDERGROUND UTILITIES. THE UNDERGROUND UTILITIES SHOWN ARE FROM AVAILABLE RECORDS. THIS DOES NOT CONSTITUTE A GUARANTEE OF THEIR ACTUAL LOCATION OR THAT THEY HAVE BEEN SHOWN.



SITE TABULATIONS

EXISTING SITE AREA = 31.9193 AC. (1,390,404 SF)
 EXISTING ZONING: I, INDUSTRIAL
 PROPOSED SITE AREA (ESTIMATED) = 31,5520 AC. (1,374,405 SF)
 PROPOSED ZONING: I-PUD, INDUSTRIAL - PLANNED UNIT DEVELOPMENT
 PROPERTY GPINS: 6984-74-5565; 6984-73-7494; 6984-72-3635;
 6984-73-6957-101; 6984-73-6957-202; 6984-73-6957-201; 6984-73-6957-203;
 6984-73-6957-204; 6984-74-8242-001; 6984-74-8242-002; 6984-74-8242-003;
 6984-74-8242-006; 6984-74-8242-007; 6984-74-8242-004; 6984-74-8242-005

ZONING REQUIREMENT: I-PUD (INDUSTRIAL-PLANNED UNIT DEVELOPMENT)

MINIMUM LOT SIZE: ONE (1) ACRE
 MAXIMUM LOT COVERAGE (FAR): 0.60

SETBACK REGULATIONS (OUTER BOUNDARY):
 SIXTY-FIVE FEET (65') FROM THE RIGHT-OF-WAY OF A COLLECTOR STREET HAVING RIGHT-OF-WAY GREATER THAN FIFTY FEET (50').

FORTY FEET (40') FROM THE RIGHT-OF-WAY AND AND SERVICE DRIVE.

FIFTY FEET (50') FROM THE RIGHT-OF-WAY OF A LOCAL STREET HAVING RIGHT-OF-WAY OF FIFTY FEET (50'), OR LESS.

FRONTAGE REQUIREMENTS: MINIMUM ONE-HUNDRED FEET (100').

YARD REGULATIONS (OUTER BOUNDARY):

SIDE: TWENTY-FIVE FEET (25') ADJACENT TO "C" OR "I" DISTRICT; FIFTY FEET (50') ADJACENT TO "R" DISTRICT
 REAR: FORTY FEET (40') ADJACENT TO "C" OR "I" DISTRICT; SIXTY-FIVE FEET (65') ADJACENT TO "R" DISTRICT

INTERNAL LOT LINES: ZERO SETBACK

PROPOSED LOT COVERAGE:

NON-RESIDENTIAL BUILDING AREA (GSF EST.) = 254,453 SF
 RESIDENTIAL BUILDING AREA (GSF EST.) = 140,824 SF
 TOTAL BUILDING AREA (GSF EST.) = 395,277 SF (254,453+140,824)
 TOTAL LOT COVERAGE (FAR EST.) = 0.288 (395,277/1,374,405)
 TOTAL GREEN AREA (EST.)* = 362,008 SF
 TOTAL GREEN AREA (EST. % OF TOTAL SITE) = 26.3% [(362,008/1,374,405)X100%]
 PEDESTRIAN AREA OPEN SPACE = 88,323 SF
 EXISTING SWM AREA = 69,428 SF
 TOTAL OPEN SPACE PROVIDED** = 380,983 SF (362,008+88,323-69,428)
 TOTAL OPEN SPACE AREA (EST. % OF TOTAL SITE) = 27.7% [380,983/1,374,405]X100%

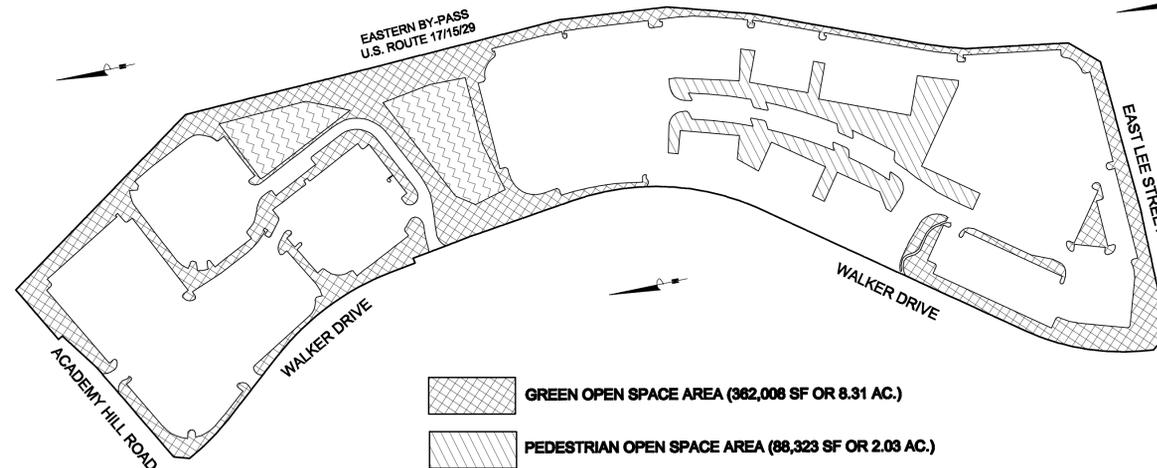
* - BASED ON THE GREEN OPEN SPACE ILLUSTRATED ON THE SCHEMATIC SHOWN ON SHEET 2 MINUS PEDESTRIAN OPEN SPACE AREAS.
 **- EXCLUDES EXISTING/PROPOSED SWM FACILITY AREA.

ESTIMATED USE PERCENTAGES BY LAND AREA:

USE TYPE	ESTIMATED USE %	TARGET USE %
INDUSTRIAL	45.2%	50% MIN.
COMMERCIAL	33.5%	30% MAX.
MIXED USE RESIDENTIAL	21.3%	5% MIN., 35% MAX.
TOTAL OPEN SPACE (% OF SITE AREA)	27.7%	20% MIN.

NOTE: LAND USE TABULATIONS SHOWN ARE BASED ON FLOOR AREAS SPECIFIED IN THE LAND BAY TABULATIONS CHART, REQUIRED PARKING AREA FOR EACH USE TYPE AND BUILDING PAD AREAS AS SHOWN ON THE ILLUSTRATIVE PLAN SHOWN ON SHEETS 4 AND 5. THE LAND USE AREA FOR THE EXISTING AND PROPOSED BY-RIGHT BUILDINGS WERE DETERMINED USING EXISTING BUILDING PAD AREAS, PLUS THE AREA OF REQUIRED PARKING FOR THESE BUILDINGS. THE OPEN SPACE PERCENTAGE IS COMPUTED USING THE ILLUSTRATIVE PLAN ON SHEETS 4 AND 5 FOR REFERENCE ALONG WITH THE OPEN SPACE SCHEMATIC SHOWN ON SHEET 2.

NOTE: OPEN SPACE TABULATIONS BASED ON THE ILLUSTRATIVE PLAN SHOWN ON SHEETS 4 & 5. ACTUAL OPEN SPACE AREA MAY VARY BASED ON FINAL SITE LAYOUT.



- GREEN OPEN SPACE AREA (362,008 SF OR 8.31 AC.)
- PEDESTRIAN OPEN SPACE AREA (88,323 SF OR 2.03 AC.)
- EXISTING/PROPOSED SWM AREA (69,428 SF OR 1.59 AC.)

OPEN SPACE SCHEMATIC NTS

MICHAEL JOHNSON, PE

14307 BROUGHTON PLACE
 GAINESVILLE, VIRGINIA 20155
 TEL: (703)609-1776 FAX: (571)223-5016

**NOTES, DETAILS & TABULATIONS
 WALKER DRIVE PROPERTIES**

TOWN OF WARRENTON, VIRGINIA



NO.	DATE	DESCRIPTION	TOWN REVISIONS
2	9/19/16	PER REVIEW COMMENTS	
1	7/18/16	PER REVIEW COMMENTS	

DESIGN: M.A.J.

DRAWN: R.C.N.

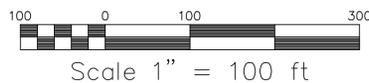
DATE: 9/19/16

SCALE: N/A

 DENOTES AREAS WITH EXISTING DEVELOPMENT OR DEVELOPMENT IS CURRENTLY UNDER CONSTRUCTION

PROPOSED RIGHT-OF-WAY CURVE TABLE

NUMBER	DEFLECTION RIGHT	DELTA ANGLE	DEGREE OF CURVE (ARC)	CHORD DIRECTION	TANGENT	RADIUS	ARC LENGTH	EXTERNAL
C7	29°18'53"	29°18'53"	10°26'40"	N 21°44'08" E	143.48	548.58	280.67	18.45
C8	42°30'40"	42°30'40"	09°36'14"	N 13°51'14" E	232.07	596.59	442.65	43.55



NOTE:
The shaded graphics shown on this plan sheet is for illustrative purposes only as part of this rezoning application, and shall be refined during further discussions with the Town Staff, the Planning Commission, and the Town Council during subsequent approval processes for this development.

NOTE: THE PHASING SHOWN ON THIS SHEET IS DONE FOR PURPOSES OF IDENTIFYING THE PHASES INDICATED IN THE TRAFFIC IMPACT ANALYSIS PREPARED FOR THIS PROJECT AND NOT FOR PHASING RELATING TO FUTURE CONSTRUCTION.

MICHAEL JOHNSON, PE
14307 BROUGHTON PLACE
GAINESVILLE, VIRGINIA 20155
TEL: (703)609-1776 FAX: (571)223-5016

LAND BAY PLAN
WALKER DRIVE PROPERTIES
TOWN OF WARRENTON, VIRGINIA



TOWN REVISIONS	
NO.	DESCRIPTION
2	9/19/16 PER REVIEW COMMENTS
1	7/18/16 PER REVIEW COMMENTS

DESIGN: M.A.J.

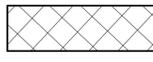
DRAWN: R.C.N.

DATE: 9/19/16

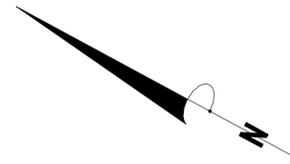
SCALE: 1"=100'

PROPOSED RIGHT-OF-WAY CURVE TABLE

NUMBER	DEFLECTION RIGHT	DELTA ANGLE	DEGREE OF CURVE (ARC)	CHORD DIRECTION	TANGENT	RADIUS	ARC LENGTH	EXTERNAL
C7	29°18'53"	29°18'53"	10°26'40"	N 21°44'08" E	143.48	548.58	280.67	18.45
C8	42°30'40"	42°30'40"	09°36'14"	N 13°51'14" E	232.07	596.59	442.65	43.55



DENOTES AREAS WITH EXISTING DEVELOPMENT OR DEVELOPMENT IS CURRENTLY UNDER CONSTRUCTION



**EASTERN BY-PASS
U.S. ROUTE 17/15/29**

ACADEMY HILL ROAD
RIGHT-OF-WAY VARIES

WALKER DRIVE
RIGHT-OF-WAY VARIES

BREEZEWOOD DRIVE

BUILDING "K"
FOUR STORIES
+/-10,000 SF
OFFICE/RETAIL
(FIRST FLOOR)
20 RESIDENTIAL UNITS
(REMAINING FLOORS)

BUILDING "J"
FOUR STORIES
+/-10,000 SF
OFFICE/RETAIL
(FIRST FLOOR)
20 RESIDENTIAL UNITS
(REMAINING FLOORS)

BUILDING "L"
BY-RIGHT
3 STORIES
35,214 SF TOTAL
OFFICE/FITNESS/MEDICAL

EXISTING BUILDING
2 STORIES
13,733 SF FITNESS
7,484 SF MEDICAL OFC

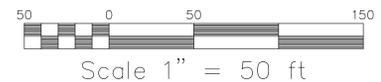
EXISTING BUILDING
2 STORIES
10,603 SF FITNESS
8,105 SF MEDICAL OFC

EX. SWMBMP FACILITY

WET POND AREA

BUILDING 1*
20,206 SF RETAIL/OFFICE/RESTAURANT
76 RESIDENTIAL UNITS
(REMAINING FLOORS)

BUILDING 2*
ONE STORY
1,700 SF
RETAIL/OFFICE RESTAURANT



Scale 1" = 50 ft

NOTE:
The graphics shown on this plan sheet is for illustrative purposes only as part of this rezoning application, and shall be refined during further discussions with the Staff, the Planning Commission, and the Town Council during subsequent approval processes for this development.

MICHAEL JOHNSON, PE
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**ILLUSTRATIVE PLAN
WALKER DRIVE PROPERTIES**
CENTER MAGISTERIAL DISTRICT
TOWN OF WARRENTON, VIRGINIA



NO.	DATE	DESCRIPTION	TOWN REVISIONS
1	9/19/16	PER REVIEW COMMENTS	
2	9/19/16	PER REVIEW COMMENTS	
3	9/19/16	PER REVIEW COMMENTS	

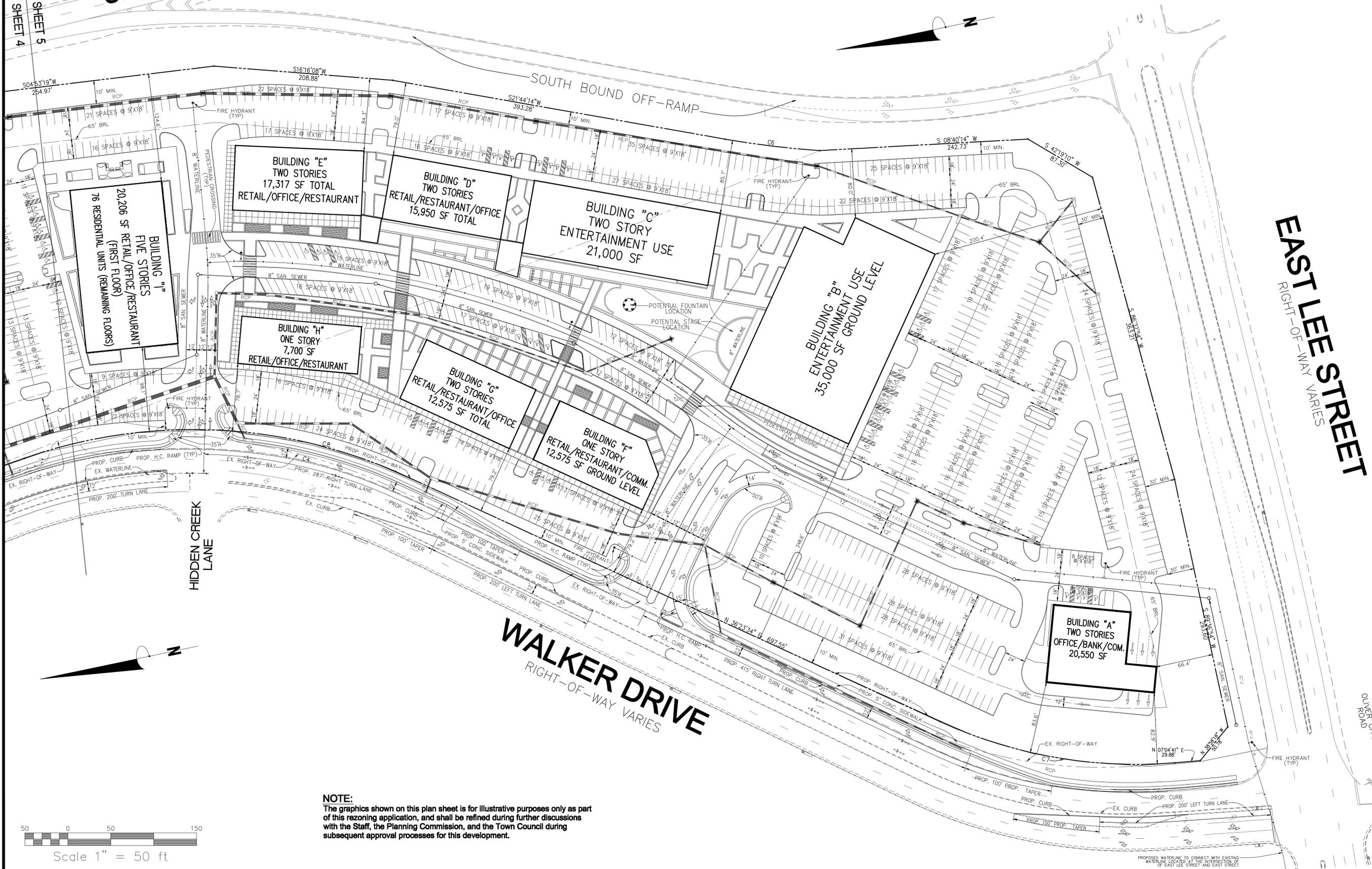
DESIGN: M.A.J.
DRAWN: R.C.N.
DATE: 9/19/16
SCALE: 1"=50'
4 OF 8

EASTERN BY-PASS U.S. ROUTE 17/15/29

MATCHLINE SHEET 4
MATCHLINE SHEET 5

PROPOSED RIGHT-OF-WAY CURVE TABLE

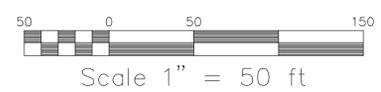
NUMBER	DEFLECTION RIGHT	DELTA ANGLE	DEGREE OF CURVE (ARC)	CHORD DIRECTION	TANGENT	RADIUS	ARC LENGTH	EXTERNAL
C7	29°18'53"	29°18'53"	10°26'40"	N 21°44'08" E	143.48	548.58	280.67	18.45
C8	42°30'40"	42°30'40"	09°36'14"	N 13°51'14" E	232.07	596.59	442.65	43.55



EAST LEE STREET
RIGHT-OF-WAY VARIES

WALKER DRIVE
RIGHT-OF-WAY VARIES

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**ILLUSTRATIVE PLAN
WALKER DRIVE PROPERTIES**
TOWN OF WARRENTON, VIRGINIA



NO.	DATE	DESCRIPTION	TOWN REVISIONS
1	7/18/16	PER REVIEW COMMENTS	
2	9/19/16	PER REVIEW COMMENTS	

DESIGN: M.A.J.
DRAWN: R.C.N.
DATE: 9/19/16
SCALE: 1"=50'
5 OF 8

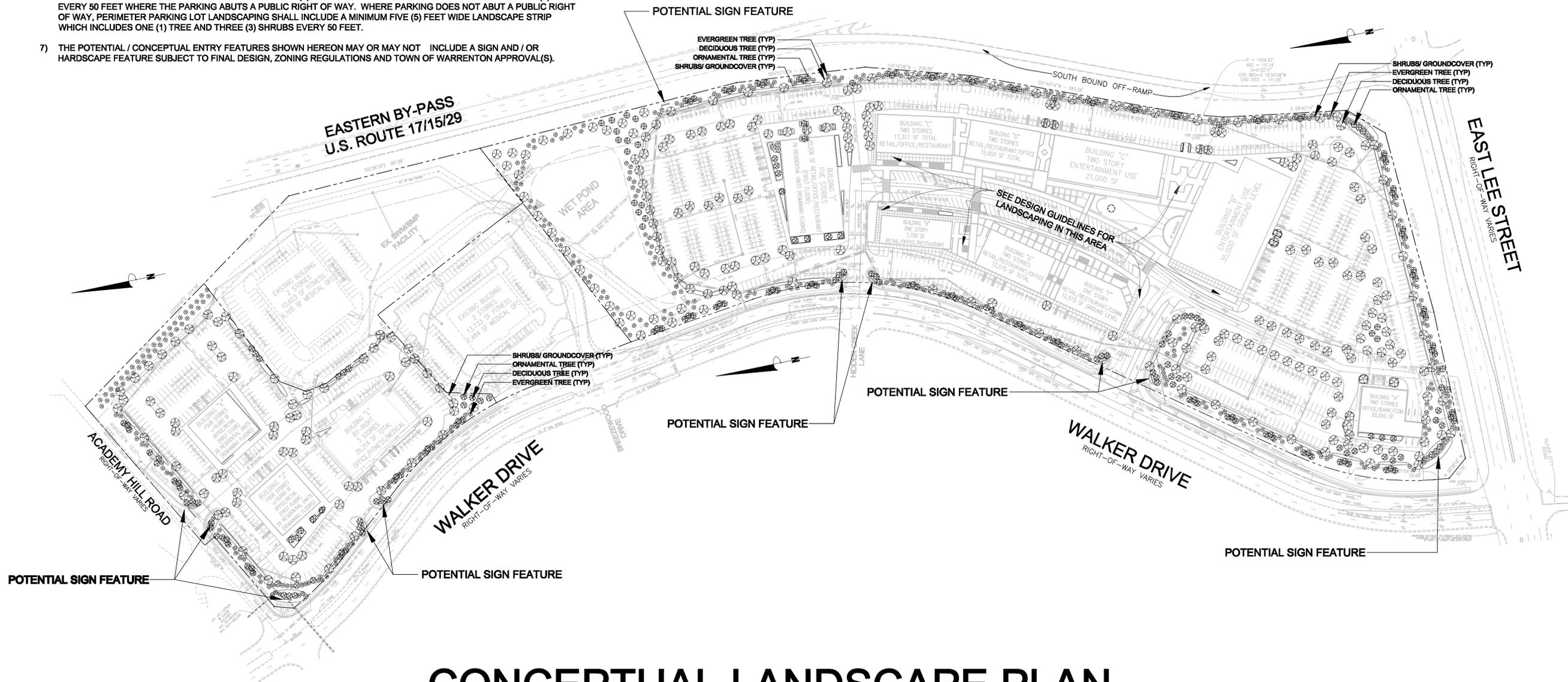
PROPOSED WATERLINE TO CONNECT WITH EXISTING WATERLINE LOCATED AT THE INTERSECTION OF EAST LEE STREET AND EAST STREET

CONCEPTUAL LANDSCAPE PLAN NOTES:

- 1) THE LANDSCAPING SHOWN ON THIS PLAN IS FOR CONCEPTUAL PURPOSES ONLY. THE FINAL LANDSCAPE DESIGN INCLUDING SPECIES TYPE, QUANTITY AND LOCATION SHALL BE DETERMINED AT THE TIME OF A FINAL SITE PLAN SUBMISSION.
- 2) LANDSCAPING SUBMITTED WITH A FINAL SITE PLAN SHALL BE SUBJECT TO ALL APPLICABLE TOWN OF WARRENTON REGULATIONS - UNLESS WAIVED BY THE TOWN OF WARRENTON PRIOR TO OR DURING THE SITE PLAN REVIEW PROCESS.
- 3) THE LANDSCAPE PLAN SUBMITTED AT THE TIME OF FINAL SITE PLAN SHALL PROVIDE FOR THE PLANTING OR REPLACEMENT OF TREES ON THE SITE TO THE EXTENT THAT, AT 20 YEARS, A MINIMUM OF 10% TREE CANOPY SHALL BE PROVIDED.
- 4) THE LANDSCAPE PLAN SUBMITTED AT THE TIME OF FINAL SITE PLAN SHALL PROVIDE INTERIOR PARKING LOT LANDSCAPING IN ACCORDANCE WITH THE ZONING ORDINANCE. THIS INCLUDES AN AREA EQUAL TO OR GREATER THAN 10% PERCENT OF THE PAVED PARKING AREA WHICH SHALL BE LANDSCAPED. ADDITIONALLY, LANDSCAPING SHALL BE PROVIDED AT A RATE OF ONE (1) TREE AND THREE (3) SHRUBS FOR EVERY EIGHT (8) PARKING SPACES.
- 5) THE LANDSCAPE PLAN SUBMITTED AT THE TIME OF FINAL SITE PLAN SHALL PROVIDE TREE SELECTIONS FROM THE ACCEPTABLE TREE SPECIES LIST FOUND IN THE ZONING ORDINANCE.
- 6) THE LANDSCAPE PLAN SUBMITTED AT THE TIME OF FINAL SITE PLAN SHALL PROVIDE PERIMETER PARKING LOT LANDSCAPING WHICH SHALL INCLUDE A MINIMUM EIGHT (8) FEET WIDE LANDSCAPE STRIP WHICH INCLUDES ONE (1) TREE EVERY 50 FEET WHERE THE PARKING ADJUTS A PUBLIC RIGHT OF WAY. WHERE PARKING DOES NOT ADJUT A PUBLIC RIGHT OF WAY, PERIMETER PARKING LOT LANDSCAPING SHALL INCLUDE A MINIMUM FIVE (5) FEET WIDE LANDSCAPE STRIP WHICH INCLUDES ONE (1) TREE AND THREE (3) SHRUBS EVERY 50 FEET.
- 7) THE POTENTIAL / CONCEPTUAL ENTRY FEATURES SHOWN HEREON MAY OR MAY NOT INCLUDE A SIGN AND / OR HARDSCAPE FEATURE SUBJECT TO FINAL DESIGN, ZONING REGULATIONS AND TOWN OF WARRENTON APPROVAL(S).

LEGEND

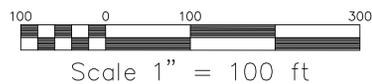
-  MEDIUM TO LARGE DECIDUOUS TREE
-  SMALL TO MEDIUM ORNAMENTAL TREE
-  EVERGREEN TREE
-  SHRUBS, GROUNDCOVER, PERENNIALS, OR ANNUALS



**CONCEPTUAL LANDSCAPE PLAN
WALKER DRIVE PROPERTY**

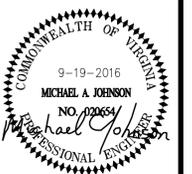
JULY 18, 2016

SCALE
1"=100'



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**CONCEPTUAL LANDSCAPE PLAN
WALKER DRIVE PROPERTIES**
CENTER MAGISTERIAL DISTRICT
TOWN OF WARRENTON, VIRGINIA



TOWN REVISIONS	
NO.	DESCRIPTION
2	9/19/16 PER REVIEW COMMENTS
1	7/18/16 PER REVIEW COMMENTS

DESIGN: M.A.J.
DRAWN: R.C.N.
DATE: 9/19/16
SCALE: 1"=100'
6 OF 8

PROPERTY OWNERS INFORMATION TABLE

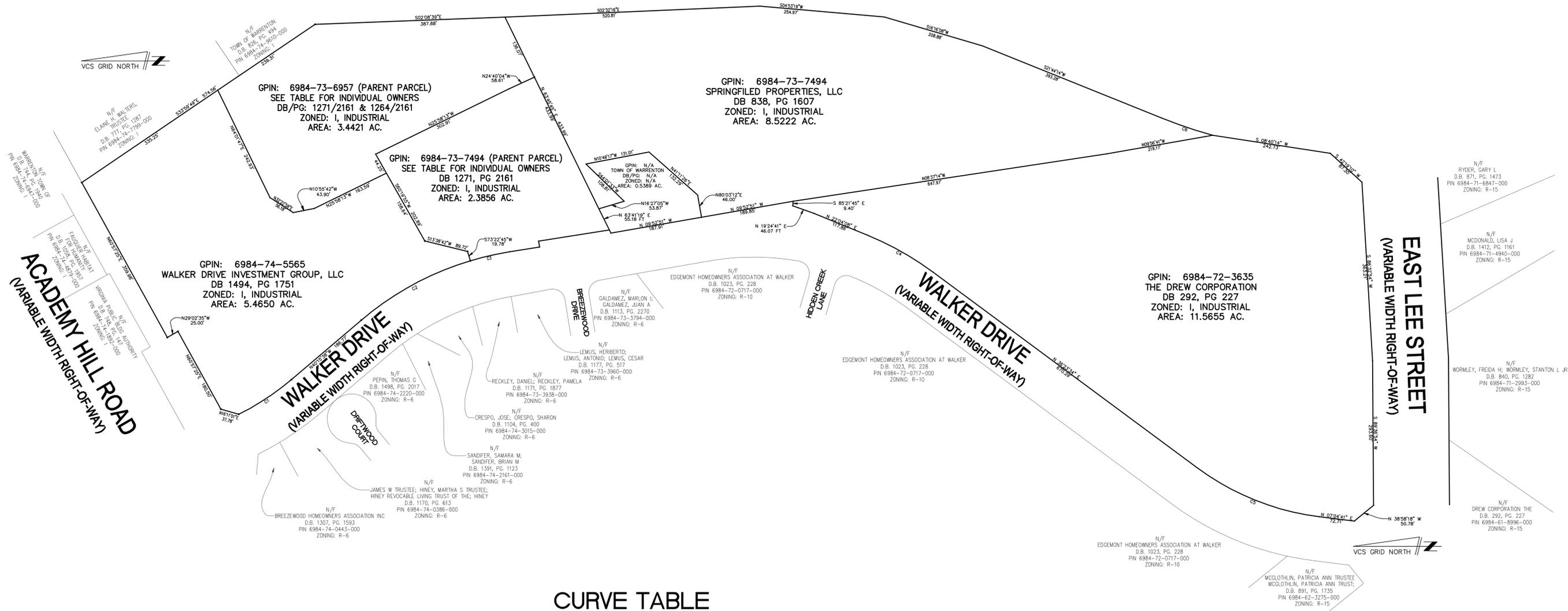
GPIN:	OWNER:	CURRENT ZONING:	PARCEL AREA:	DEED BOOK / PAGE:
6984-74-5565	WALKER DRIVE INVESTMENT GROUP, LLC	I, INDUSTRIAL	5.4650 AC.	1494/1751
6984-73-7494	SPRINGFILED PROPERTIES, LLC	I, INDUSTRIAL	8.5222 AC.	838/1607
6984-72-3635	THE DREW CORPORATION	I, INDUSTRIAL	11.5655 AC.	292/227
6984-73-6957-101*	CCMK, LLC	I, INDUSTRIAL	3.4421 AC.**	1264/697; 1271/2161
6984-73-6957-202*	CCMK, LLC	I, INDUSTRIAL	3.4421 AC.**	1264/697; 1271/2161
6984-73-6957-201*	RAM HOLDINGS, LLC	I, INDUSTRIAL	3.4421 AC.**	1301/2
6984-73-6957-203*	J.S. WOODSIDE PROPERTIES, LLC	I, INDUSTRIAL	3.4421 AC.**	1407/1005
6984-73-6957-204*	J.S. WOODSIDE PROPERTIES, LLC	I, INDUSTRIAL	3.4421 AC.**	1301/119
6984-74-8242-001*	HIRSHMAN HOOVER, LLC	I, INDUSTRIAL	2.3856 AC.**	1420/499
6984-74-8242-002*	J.L. WOODSIDE PROPERTIES, LLC	I, INDUSTRIAL	2.3856 AC.**	1411/1463
6984-74-8242-003*	F&R DEVELOPMENT, LLC	I, INDUSTRIAL	2.3856 AC.**	1391/1847
6984-74-8242-006*	F&R DEVELOPMENT, LLC	I, INDUSTRIAL	2.3856 AC.**	1391/1847
6984-74-8242-007*	F&R DEVELOPMENT, LLC	I, INDUSTRIAL	2.3856 AC.**	1391/1847
6984-74-8242-004*	CCMK, LLC	I, INDUSTRIAL	2.3856 AC.**	1427/1228
6984-74-8242-005*	CCMK, LLC	I, INDUSTRIAL	2.3856 AC.**	1427/1228
N/A****	TOWN OF WARRENTON	N/A	0.5389 AC.***	N/A
			TOTAL AREA =	31.9193 AC.

* DENOTES CONDOMINIUM OWNERSHIP
 ** DENOTES ACREAGE OF PARENT PARCEL
 *** DENOTES PARCEL OWNED BY THE TOWN OF WARRENTON.

NOTES:

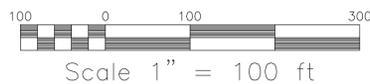
- THE INFORMATION SHOWN ON THIS SHEET HAVE BEEN TAKEN FROM INFORMATION OF RECORD AND DOES NOT REPRESENT BOUNDARY SURVEYS PERFORMED BY MICHEAL JOHNSON, PE.
- NO TITLE REPORTS FURNISHED.

**EASTERN BYPASS
 STATE ROUTES 29, 17 & 15
 (VARIABLE WIDTH RIGHT-OF-WAY)**



CURVE TABLE

NUMBER	DEFLECTION RIGHT	DELTA ANGLE	DEGREE OF CURVE (ARC)	CHORD DIRECTION	TANGENT	RADIUS	ARC LENGTH
C1	14°00'21"	14°00'21"	10°51'08"	N 33°15'27" W	64.85	527.96	129.06
C2	23°38'32"	23°38'32"	09°16'18"	N 28°26'33" W	129.34	617.96	254.99
C3	07°37'56"	07°37'56"	09°16'18"	N 12°48'19" W	41.22	617.96	82.32
C4	14°15'18"	14°15'18"	09°16'18"	N 29°15'54" W	77.27	617.96	153.75
C5	29°18'55"	29°18'55"	10°51'09"	N 21°44'08" E	138.09	527.95	270.12
C6	06°20'11"	06°20'11"	05°42'05"	N 18°38'24" E	55.62	1004.93	111.14



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**ZONING PLAT
 WALKER DRIVE PROPERTIES**

TOWN OF WARRENTON, VIRGINIA



NO.	DATE	DESCRIPTION	COUNTY REVISIONS
1	7/18/16	PER REVIEW COMMENTS	
2	9/19/16	PER REVIEW COMMENTS	

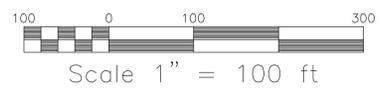
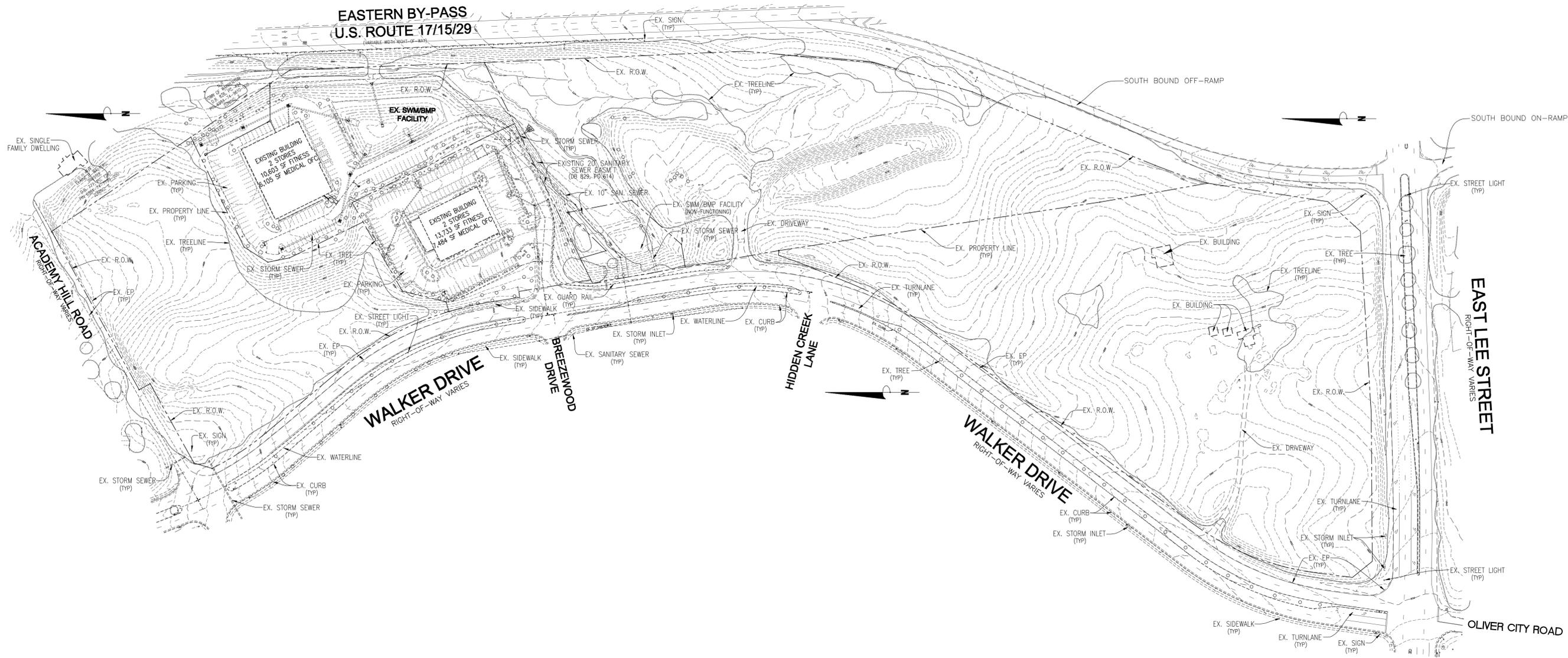
DESIGN: M.A.J.

DRAWN: R.C.N.

DATE: 9/19/16

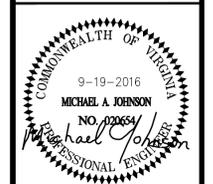
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**EXISTING CONDITIONS
 WALKER DRIVE PROPERTIES**
 TOWN OF WARRENTON, VIRGINIA



TOWN REVISIONS	
NO.	DESCRIPTION
2	9/19/16 PER REVIEW COMMENTS
1	7/18/16 PER REVIEW COMMENTS

DESIGN: M.A.J.
 DRAWN: R.C.N.
 DATE: 9/19/16
 SCALE: 1"=100'
8 OF 8