



AGENDA
WORK SESSION AND REGULAR MEETING
FREDERICK COUNTY BOARD OF SUPERVISORS
WEDNESDAY, NOVEMBER 9, 2016
5:00 P.M., 7:00 P.M.
BOARD ROOM, COUNTY ADMINISTRATION BUILDING
107 NORTH KENT STREET, WINCHESTER, VIRGINIA

5:00 P.M. – Board of Supervisors Joint Work Session with Frederick County School Board – Presentation of Proposed School Capital Projects

(See Attached) ----- A

7:00 P.M. – Regular Meeting - Call To Order

Invocation

Pledge of Allegiance

Adoption of Agenda:

Pursuant to established procedures, the Board should adopt the Agenda for the meeting.

Consent Agenda:

(Tentative Agenda Items for Consent are Tabs: B, H, I and P)

Citizen Comments (Agenda Items Only, That Are Not Subject to Public Hearing.)

Board of Supervisors Comments

Minutes: (See Attached) ----- B

1. Closed Session and Regular Meeting of October 26, 2016.

County Officials:

1. Recognition of the Frederick County Finance Department for Receiving the Government Finance Officers Association Distinguished Budget Presentation Award. **(See Attached) ----- C**

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2. Committee Appointments. **(See Attached)**----- **D**
3. Resolution Re: Tax Filing Extensions. **(See Attached)**----- **E**
4. Performance Agreement for Shawnee Canning Company, Inc.
(See Attached) ----- **F**
5. Board’s 2036 Vision and Strategic Priorities. **(See Attached)**----- **G**
6. Request to Schedule a Public Hearing on Proposed Revisions to the
Articles of Incorporation of the Frederick County Sanitation Authority.
(See Attached) ----- **H**

Committee Reports:

1. Transportation Committee Report. **(See Attached)**----- **I**
2. Finance Committee Report (Joint Meeting with Board of Supervisors).
(See Attached) ----- **J**

Public Hearing:

1. Proposed Conveyance to Shenandoah Mobile, LLC of a Leasehold Interest in a 10,000 Square Foot (100 feet by 100 feet) Area, and a Non-Exclusive Easement to Reach that Area, within Property Owned by Frederick County, Located at 871 Tasker Road, Tax Parcel Number 75B-A-1, in the Shawnee Magisterial District. **(See Attached)**----- **K**

Planning Commission Business:

Public Hearing:

1. Conditional Use Permit #12-16 for Alma Carter and Ronald Carter, Submitted for an Off-Premise Farm Market. The Property is Located at 131 Gainesboro Road, Winchester, Virginia and is Identified with Property Identification Number 29-A-63 in the Gainesboro Magisterial District.
(See Attached) ----- **L**

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2. Rezoning #11-16 for Southern Hills, Submitted by Greenway Engineering, Inc., to Rezone 37.79 Acres from RP (Residential Performance) District to RP (Residential Performance) District with Revised Proffers, and 2.56 Acres from B2 (General Business) District to B2 (General Business) District with Revised Proffers. The Property is Located on the East Side of Town Run Lane (Route 1012) Approximately 0.6 Miles South of the Intersection with Fairfax Pike (Route 277) and Town Run Lane, and is Identified by Property Identification Number 85D-1-1-95 in the Opequon Magisterial District. **(See Attached)**----- **M**

Other Planning Items:

1. Discussion - Proposed Ordinance Amendment – Indoor Recreation in the M1 District. **(See Attached)**----- **N**
2. Discussion - Proposed Ordinance Amendment – Minor Site Plan Threshold. **(See Attached)** ----- **O**
3. Resolution of Support – SmartScale Applications. **(See Attached)**----- **P**

Board Liaison Reports (If Any)

Citizen Comments

Board of Supervisors Comments

Adjourn

A

Frederick County
School Board and Board of Supervisors
Joint Meeting

Frederick County Administration Office Complex Board Room
107 N. Kent Street
Winchester, VA 22601

November 9, 2016
5:00 p.m.

AGENDA

- I. Call to Order
- II. Approval of the Agenda
- III. School Construction Projects
- IV. Adjournment

CONSENT AGENDA

B

**FREDERICK COUNTY BOARD OF
SUPERVISORS' MINUTES**

**CLOSED SESSION
AND
REGULAR MEETING**

October 26, 2016

A Closed Session and Regular Meeting of the Frederick County Board of Supervisors were held on Wednesday, October 26, 2016 at 6:00 P.M., in the Board of Supervisors' Meeting Room, 107 North Kent Street, Winchester, VA.

PRESENT

Chairman Charles S. DeHaven, Jr.; Gene E. Fisher; Blaine P. Dunn; Gary A. Lofton; Judith McCann-Slaughter; and Robert W. Wells.

ABSENT

Robert A. Hess (**Arrived at 6:05 P.M.**)

CALL TO ORDER

Chairman DeHaven called the meeting to order.

CLOSED SESSION

Upon a motion by Vice-Chairman Fisher, seconded by Supervisor Dunn, the Board in convened a closed session pursuant to Section 2.2-3711 A (5) of the Code of Virginia, 1950, as Amended, for discussion concerning the expansion of an existing business or industry where no previous announcement has been made of the business' or industry's interest in expanding its facilities in the community.

The above motion was approved by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Absent
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

Upon a motion by Vice-Chairman Fisher, seconded by Supervisor Lofton, the Board came out of closed session and reconvened in open session.

The above motion was approved by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

Upon a motion by Vice-Chairman Fisher, seconded by Supervisor Slaughter, the Board certified that to the best of each board member's knowledge only discussion concerning the expansion of an existing business or industry pursuant to Section 2.2-3711 A (5) of the Code of Virginia, 1950, as amended, specifically discussion concerning the expansion of an existing business or industry where no previous announcement has been made of the business' or industry's interest in expanding its facilities in the community was discussed.

The above motion was approved by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

RECESS

Chairman DeHaven recessed the meeting until 7:00 p.m.

REGULAR MEETING – CALL TO ORDER

Chairman DeHaven called the regular meeting to order.

INVOCATION

Supervisor Hess delivered the invocation.

PLEDGE OF ALLEGIANCE

Vice-Chairman Fisher led the Pledge of Allegiance.

ADOPTION OF AGENDA - APPROVED

County Administrator Brenda Garton advised there were no additions or changes to the agenda.

Upon a motion by Supervisor Slaughter, seconded by Supervisor Dunn, the Board approved the agenda by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

CONSENT AGENDA - APPROVED

Upon a motion by Supervisor Lofton, seconded by Supervisor Wells, the Board approved the following items under the consent agenda:

- Minutes – October 12, 2016 Closed Session and Regular Meeting;
- Request to approve holding two rabies clinics in 2017.

The above motion was approved by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

CITIZEN COMMENTS

There were no citizen comments.

BOARD OF SUPERVISORS COMMENTS

Chairman DeHaven welcomed Assistant County Attorney Erin Swisshelm.

MINUTES –APPROVED UNDER THE CONSENT AGENDA

The minutes from the October 12, 2016 Closed Session and Regular Meeting were approved under the consent agenda.

COUNTY OFFICIALS

PRESENTATION OF THE 2016 NATIONAL ASSOCIATION OF COUNTIES (NACO) AWARDS

Chairman DeHaven presented the 2016 National Association of Counties (NACo) Awards to the Office of the Commissioner of the Revenue and the Geographic Information Systems Department. Each department received awards for the following:

The County’s entry “*Commissioner of the Revenue: Business Friendly, Citizen Friendly through Technology*” received an achievement award for Information Technology. Frederick County has leveraged technology to modernize annual business license renewal and other processes to make it convenient and easy for businesses while simultaneously saving the County money and staff time. In 2012, 70% of business licenses were renewed online; in 2013, 73%; and this year, the highest yet at 78%. As a result of continued expansion of services, businesses now have access to twenty-one online functions. This has been an ongoing effort by the business division headed by Bev Rosato and supported by Commission of the Revenue Ellen Murphy.

Frederick County’s entry titled “*Polling Place Locator Serves Voters*” received an achievement award for Civic Education and Public Information. This GIS-based web application allows voters to find and get directions to their polling place and gather information about their district, their elected representatives at each level of government, how to contact them, and this application gives citizen’s easier access to all of this information. This app was developed in-house in our GIS/IT department.

COMMITTEE APPOINTMENTS

REAPPOINTMENT OF JOHN R. RILEY, JR. AND J. STANLEY CROCKETT TO THE ECONOMIC DEVELOPMENT AUTHORITY - APPROVED

Upon a motion by Supervisor Lofton, seconded by Supervisor Slaughter, the Board reappointed John R. Riley, Jr. and J. Stanley Crockett to the Economic Development Authority. These are four year appointments. Terms expire November 10, 2020.

The above motion was approved by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

APPOINTMENT OF CARL RUSH AS FREDERICK COUNTY REPRESENTATIVE TO THE HANDLEY REGIONAL LIBRARY BOARD - APPROVED

Upon a motion by Supervisor Wells, seconded by Supervisor Hess, the Board appointed Carl Rush as Frederick County representative to the Handley Regional Library Board. This is a four year appointment. Term expires November 30, 2020.

The above motion was approved by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

REQUEST TO APPROVE HOLDING TWO RABIES CLINICS IN 2017 – APPROVED UNDER THE CONSENT AGENDA

The Lord Fairfax Health District has, over the past several years, held two rabies clinics at the Frederick County Esther Boyd Animal Shelter in May and October. Pursuant to Virginia Code

Section 3.2-6521 the clinics must be approved by the locality and the health department. Staff is seeking Board approval to conduct two rabies clinics during 2017 at the Frederick County Esther Boyd Animal Shelter. The clinics are tentatively scheduled for May and October with the specific dates to be finalized at a later date.

COMMITTEE REPORTS

PARKS AND RECREATION COMMISSION - APPROVED

The Parks and Recreation Commission met on October 4, 2016. Members present were: Randy Carter, Christopher Fordney, Natalie Gerometta, Gary Longerbeam, Ronald Madagan, Guss Morrison, Charles Sandy, Jr., Amy Strosnider, and Blaine Dunn (Board of Supervisors' Non-Voting Liaison).

Items Requiring Board of Supervisors Action:

1. Sherando Park North Master Plan – Ms. Gerometta moved to endorse the Sherando Park North Master Plan with the addition of a restroom in area 3 next to playground, second by Mr. Sandy, motion carried (7-1). The revised plan is attached. - **APPROVED**

Park and Stewardship Planner Jon Turkel appeared before the Board regarding this item. He provided a brief overview of the proposed update to the Sherando Park North Master Plan and noted the Parks and Recreation Commission recommended adoption of this plan.

Supervisor Dunn stated the plan was good, but he was concerned about the cost. He stated that he would like to send it back to the Commission to see if they could reduce the estimated \$9.6 million price.

Supervisor Dunn moved to send the plan back to the Parks and Recreation Commission for reconsideration of the project costs.

The motion was seconded by Supervisor Slaughter for discussion .

Supervisor Lofton stated this was a request to adopt a plan and the Commission was not seeking \$9.6 million in funding.

Park Planner Turkel concurred. He advised this was a plan to guide the future

development of the park and there was no request to fund at this time.

The motion to send the plan back to the Parks and Recreation Commission was defeated by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Nay
Robert A. Hess	Nay
Gary A. Lofton	Nay
Judith McCann-Slaughter	Aye
Robert W. Wells	Nay

Upon a motion by Supervisor Lofton, seconded by Supervisor Fisher, the Board approved the Sherando Park North Master Plan by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Nay
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

Submitted for Board Information Only:

1. Buildings and Grounds Committee – PATC Property – The Buildings and Grounds Committee recommended to not accept the property offered as a donation to Frederick County from Potomac Appalachian Trail Club due to its remote location and cost to maintain, second by Mr. Sandy, carried unanimously (8-0).
2. Buildings and Grounds Committee – Rose Hill Property – The Buildings and Grounds Committee recommended to request \$124,000 to purchase playground equipment for Rose Hill Park, and a top dresser and paint machine for Sherando Park, second by Mr. Carter, motion carried unanimously (8-0). Request will be forwarded to the Finance Committee for review at their next meeting.
3. Buildings and Grounds Committee – Closed Session: Mr. Madagan moved to convene into closed session under Virginia Code 2.2-3711A (3) for discussion or consideration of the acquisition of real property for a public purpose, or of the disposition of publicly held real property, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the public body, second by Mr. Sandy, motion carried unanimously (8-0).

4. The Parks and Recreation Commission was advised of the attached Cooperative Use Agreement revision between the Frederick County Public Schools and Frederick County Parks and Recreation Department. No action taken.

FINANCE COMMITTEE - APPROVED

A Finance Committee meeting was held in the First Floor Conference Room at 107 North Kent Street on Wednesday, October 19, 2016 at 8:00 a.m. Member Charles DeHaven was absent. Items 1 and 2 were approved under consent agenda.

Upon a motion by Supervisor Slaughter, seconded by Supervisor Hess, the Board approved items 1 and 2 under the consent agenda.

The above motion was approved by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

1. The Department of Social Services requests a General Fund supplemental appropriation in the amount of \$11,400. This amount represents additional state funds for fostering and adoption. No local funds required. – **APPROVED UNDER CONSENT AGENDA**
2. The Sheriff requests a General Fund supplemental appropriation in the amount of \$125. This amount represents donations to the department. No local funds required. – **APPROVED UNDER CONSENT AGENDA**
3. The Transportation Director requests a Development Projects Fund supplemental appropriation in the amount of \$3,620,000. This amount represents Phase II of Renaissance Drive. The project has a 50% reimbursement from VDOT. The committee recommends a supplemental appropriation in the amount of \$1,267,288 which represents proffer funds already received and the VDOT match. - **APPROVED**

Upon a motion by Supervisor Slaughter, seconded by Supervisor Lofton, the Board approved the above request by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye

Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

4. CSA Coordinator presents an overview of the Comprehensive Services Act program.
 5. The presentation from Davenport & Company as presented at the Board of Supervisor's September 14, 2016 work session is included for discussion and direction. The committee recommends scheduling a joint Board and Finance Committee work session.
 6. The County Administrator provides information and recommendation for County committee/commission compensation. The committee recommends setting committee and commission compensation as follows:
 - a. Board Subcommittees: \$50/meeting
 - b. Planning Commission: \$150/meeting
 - c. Board of Equalization: \$100/meeting up to 4 hours, \$200/meeting greater than 4 hours
 - d. Parks & Recreation Commission: \$50/meeting
 - e. Board of Zoning Appeals: \$50/meeting
 - f. Social Services Board, EDA, and Electoral Board: no change
- **APPROVED**

Upon a motion by Supervisor Slaughter, seconded by Supervisor Lofton, the Board approved the above request by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

7. The Fire & Rescue Deputy Chief provides information and requests discussion on a SCBA replacement grant application. The committee recommends approval to proceed with the grant application. - **APPROVED**

Upon a motion by Supervisor Slaughter, seconded by Supervisor Hess, the Board approved the above request.

Supervisor Lofton advised the Board needed to recognize the fact that they would have to pay the cost of anything not covered by the grant.

There being no further discussion, the Board approved the above request by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

8. The Finance Committee Chairman has provided FY 2018 budget priorities and the FY 2018 budget calendar. The committee recommends holding a joint Board and Finance Committee work session at the regularly scheduled November 16, 2016 Finance Committee meeting. Members should submit their budget priorities, concerns, and/or requests for information no later than November 9, 2016. – **WORK SESSION SCHEDULED**

A joint work session between the Board and Finance Committee will be held on Wednesday, November 16, 2016 during the regularly scheduled Finance Committee meeting.

INFORMATION ONLY

1. The Finance Director provides a Fund 10 Transfer Report for September 2016.
2. The Finance Director provides financial statements for the month ending September 30, 2016.
3. The Finance Director provides an FY 2016 Fund Balance Report ending October 6, 2016.

PLANNING COMMISSION BUSINESS

PUBLIC HEARING

CONDITIONAL USE PERMIT #11-16 FOR JESSICA RICHARDSON, SUBMITTED FOR A COTTAGE OCCUPATION FOR AN IN HOME DAYCARE. THE PROPERTY IS LOCATED AT 102 BARBADOS PLACE, STEPHENS CITY, VIRGINIA, AND IS IDENTIFIED WITH PROPERTY IDENTIFICATION NUMBER 75F-2-73 IN THE OPEQUON MAGISTERIAL DISTRICT. - APPROVED

Planner Tyler Klein appeared before the Board regarding this item. He advised this was a request for a conditional use permit for an in home daycare cottage occupation. The property is

located in the Albin Subdivision in the Opequon Magisterial District and is zoned RP (Residential Performance) District. Planner Klein noted the proposed use is permitted in the RP District with an approved conditional use permit. He concluded by saying the Planning Commission recommended approval with the following conditions:

1. All review agency comments and requirements shall be complied with at all times.
2. Hours of operation shall be permitted from 7 a.m. to 7 p.m., Monday through Friday.
3. The Applicant shall satisfy the licensing requirements of the Virginia Department of Social Services and the County of Frederick.
4. One, small, cottage occupation sign is permitted.
5. Other than those children residing on the property, there shall be no more than twelve (12) children being cared for at any given time.
6. Other than those persons residing on the property, there shall be no more than one (1) employee working at the daycare at any time.
7. Any expansion or change of use will require a new Conditional Use Permit

Planner Klein did note that staff had received two objections from adjacent property owners.

Supervisor Hess asked about the size for the permitted sign.

Planner Klein responded the allowed size is up to four square feet.

Jessica Richardson, applicant, appeared before the Board. She advised that she had addressed the parking concerns raised by neighbors and there are staggered drop off and pick up times for the children.

Supervisor Wells asked Ms. Richardson if she would be willing to decrease the number of children from nine to five.

Mrs. Richardson responded no because she did not know how she would do that to the parents.

Supervisor Dunn asked about the complaints received by staff.

Planner Klein responded that staff did receive a noise complaint when the children were outside playing.

Chairman DeHaven convened the public hearing.

Charlotte Skylar, Opequon District, advised that she was a neighbor of the applicant and she also had a child who attended this daycare. She stated that she worked from home and had never heard any noise. She noted one family has two children who attend the daycare and they arrive in one vehicle. She did not understand the traffic concerns. She concluded by saying that she had offered up her driveway to the applicant if additional parking was needed.

Becky Morrison, Gainesboro District, stated she had taught in a home daycare with 20 children and it worked very well.

There being no further comments, Chairman DeHaven closed the public hearing.

Supervisor Wells stated he was not against child care, but he believed residences, houses, communities, and businesses had their place. He went on to say he had difficulty with the number of children.

Supervisor Wells moved to deny Conditional Use Permit #11-16. The motion was seconded by Supervisor Dunn.

Supervisor Wells stated that the alternative to denial would be to reduce the number of children.

Supervisor Hess asked if five (5) was a firm number or if 10 were a possibility.

Supervisor Wells responded that he brought up five to see where we are. He stated that even if the number were left at nine he would still have a problem with a business of that size in a residential neighborhood.

Supervisor Dunn moved to amend the motion to limit the number of children to 9. The

motion was seconded by Supervisor Hess.

After some discussion, it was noted that the proposed amendment would not change the motion to deny.

Both the main motion and the proposed amendment were withdrawn.

Upon a motion by Supervisor Hess, seconded by Supervisor Lofton, the Board approved conditional use permit #11-16 with a change to condition 5 to decrease the number of children to 10.

Vice-Chairman Fisher stated that he thought 12 children was an appropriate number.

Upon a motion by Vice-Chairman Fisher, seconded by Supervisor Lofton, the Board amended the motion to change condition 5 to allow up to 12 children.

The above motion was approved by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Nay
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Nay

The amended motion to approve conditional use permit #11-16 was approved.

WHEREAS, Conditional Use Permit #11-16 for Jessica Richardson, submitted by Jessica Richardson for an in-home daycare facility was considered. The Property is located at 102 Barbados Place, Stephens City, Virginia (Albin Village Subdivision); generally located of north of Albin Drive and east of Aylor Road and is further identified with Property Identification Number 75F-2-73, in the Opequon Magisterial District; and,

WHEREAS, the Frederick County Planning Commission held a public hearing on the Conditional Use Permit on October 5, 2016, and recommended approval of the Conditional Use Permit with conditions; and,

WHEREAS, the Frederick County Board of Supervisors held a public hearing on this Conditional Use Permit during their regular meeting on October 26, 2016; and,

WHEREAS, the Frederick County Board of Supervisors finds the approval of this Conditional

Use Permit to be in the best interest of the public health, safety, welfare, and in conformance with the Comprehensive Policy Plan;

NOW, THEREFORE, BE IT ORDAINED by the Frederick County Board of Supervisors that Chapter 165 of the Frederick County Code, Zoning, is amended to revise the zoning map to reflect that Conditional Use Permit Application #11-16 for an in-home daycare facility on the parcel identified by Property Identification Number 75F-2-73 with the following conditions:

1. All review agency comments and requirements shall be complied with at all times.
2. Hours of operation shall be permitted form 7 a.m. to 7 p.m., Monday through Friday.
3. The Applicant shall satisfy the licensing requirements of the Virginia Department of Social Services and the County of Frederick.
4. One, small, cottage occupation sign is permitted.
5. Other than those children residing on the property, there shall be no more than twelve (12) children being cared for at any given time.
6. Other than those persons residing on the property, there shall be no more than one (1) employee working at the day care at any time.
7. Any expansion or change of use will require a new Conditional Use Permit.

Passed this 26th day of October, 2016 by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Nay
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

REZONING #10-16 FOR MILLER HARDWARE SUBMITTED BY GREENWAY ENGINEERING INC., TO REZONE 0.63 ACRE OF A 6.52 ACRE PARCEL FROM THE RP (RESIDENTIAL PERFORMANCE) DISTRICT TO THE B2 (GENERAL BUSINESS) DISTRICT, WITH PROFFERS. THE PROPERTY IS LOCATED ON THE NORTH SIDE OF FAIRFAX PIKE (ROUTE 277) APPROXIMATELY 900' EAST OF WARRIOR DRIVE (ROUTE 1141) AND IS IDENTIFIED BY PROPERTY IDENTIFICATION NUMBER 86-A-111 IN THE OPEQUON MAGISTERIAL DISTRICT. - APPROVED

Senior Planner Candice Perkins appeared before the Board regarding this item. She

advised this was a proposal to rezone 0.63 of a 6.52 acre parcel from RP (Residential Performance) District to the B2 (General Business District) with proffers. The property is located on the north side of Fairfax Pike and is in the Sewer and Water Service Area and Urban Development Area. The proposed rezoning is consistent with the Comprehensive Plan. The use of the property will be restricted to accessory outdoor storage, accessory structures, and storm water management. The applicant has proffered \$800 to fire and rescue. The Planning Commission recommended approval of this proposed rezoning.

Evan Wyatt, Greenway Engineering, appeared before the Board on behalf of the applicant. He advised this proposed rezoning would allow for the expansion of the existing Miller Hardware facility.

Chairman DeHaven convened the public hearing.

There were no public comments.

Chairman DeHaven closed the public hearing.

Upon a motion by Supervisor Wells, seconded by Supervisor Dunn, the Board approved Rezoning #10-16.

WHEREAS, Rezoning #10-16 of Miller Hardware, submitted by Greenway Engineering, Inc., to rezone 0.63 acres from RP (Residential Performance) District to the B2 (General Business) District with proffers, final revision date of September 8, 2016 was considered. The Property is located on the north side of Fairfax Pike (Route 277) approximately 900' east of Warrior Drive (Route 1141). The Property is further identified with PIN 86-A-111 in the Opequon District; and

WHEREAS, the Planning Commission held a public hearing on this rezoning on October 5, 2016 and recommended approval; and

WHEREAS, the Board of Supervisors held a public hearing on this rezoning on October 26, 2016; and

WHEREAS, the Frederick County Board of Supervisors finds the approval of this rezoning to be in the best interest of the public health, safety, welfare, and in conformance with the Comprehensive Policy Plan;

NOW, THEREFORE, BE IT ORDAINED by the Frederick County Board of Supervisors, that Chapter 165 of the Frederick County Code, Zoning, is amended to revise the Zoning District Map to rezone 0.63 acres from RP (Residential Performance) District to the B2 (General Business) District with proffers, final revision date of September 8, 2016. The conditions voluntarily proffered in writing by the Applicant and the Property Owner are attached. This ordinance shall be in effect on the date of adoption.

Passed this 26th day of October, 2016 by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

OTHER PLANNING ITEMS

PUMP & HAUL APPLICATION – 935 BRILL ROAD - APPROVED

Senior Planner Candice Perkins appeared before the Board regarding this item. She advised this was a request for a pump and haul permit for 935 Brill Road in Star Tannery. She noted the property does not have an approved sewage treatment system and the Health Department has concluded that the property cannot support a treatment facility.

Upon a motion by Supervisor Lofton, seconded by Supervisor Hess, the Board approved the pump and haul permit for 935 Brill Road.

The above motion was approved by the following recorded vote:

Charles S. DeHaven, Jr.	Nay
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

RESOLUTION RE: REVENUE SHARING APPLICATION SUPPORT FOR JUBAL EARLY DRIVE EXTENSION AND TEVIS STREET EXTENSION

PROJECTS - APPROVED

Assistant Planning Director – Transportation John Bishop appeared before the Board regarding this item. He advised that each year the County applies for funding through the State Revenue Sharing program and this year there were two projects. The first project was the remaining funding for the Jubal Early Drive extension and interchange with Route 37. The second project was the Tevis Street extension.

Upon a motion by Supervisor Lofton, seconded by Supervisor Slaughter, the Board approved Resolution #42-16 for the Jubal Early Drive revenue sharing project.

WHEREAS, in accordance with the Commonwealth Transportation Board construction allocation procedures, it is necessary that a resolution be received from the sponsoring local jurisdiction or agency requesting the Virginia Department of Transportation (VDOT) to establish a project in the County of Frederick.

NOW, THEREFORE, BE IT RESOLVED, that the County of Frederick requests the Commonwealth Transportation Board to approve additional revenue sharing funds in the amount of \$3,439,355.00 for the Jubal Early Drive extension and interchange with Route 37.

BE IT FURTHER RESOLVED THAT: The County of Frederick hereby agrees to provide its share of the total cost for preliminary engineering, right-of-way and construction of this project in accordance with the project financial documents.

BE IT FURTHER RESOLVED THAT: The County of Frederick hereby agrees to enter into a project administration agreement with VDOT and provide the necessary oversight to ensure the project is developed in accordance with all applicable federal, state and local requirements for design, right-of-way acquisition, and construction of the project.

BE IT FURTHER RESOLVED THAT: If the County of Frederick subsequently elects to cancel the project, the County of Frederick hereby agrees to reimburse VDOT for the total amount of costs expended by VDOT through the date VDOT is notified of such cancellation. The County of Frederick also agrees to repay any funds previously reimbursed that are later deemed ineligible by the Federal Highway Administration or VDOT.

BE IT FURTHER RESOLVED THAT: The Board of Supervisors of the County of Frederick hereby grants authority for the County Administrator to apply for funds and execute project administration agreements, as well as other documents necessary for approved projects.

Adopted, this 26th day of October 2016:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

Upon a motion by Supervisor Lofton, seconded by Supervisor Hess, the Board approved

Resolution #43-16 for the Tevis Street extension revenue sharing project.

WHEREAS, in accordance with the Commonwealth Transportation Board construction allocation procedures, it is necessary that a resolution be received from the sponsoring local jurisdiction or agency requesting the Virginia Department of Transportation (VDOT) to establish a project in the County of Frederick.

NOW, THEREFORE, BE IT RESOLVED, that the County of Frederick requests the Commonwealth Transportation Board to approve additional revenue sharing funds in the amount of \$2,193,145 for the Tevis Street extension from the roundabout with the Airport Road Extension to Route 522 and intersection with Route 522.

BE IT FURTHER RESOLVED THAT: The County of Frederick hereby agrees to provide its share of the total cost for preliminary engineering, right-of-way and construction of this project in accordance with the project financial documents.

BE IT FURTHER RESOLVED THAT: The County of Frederick hereby agrees to enter into a project administration agreement with VDOT and provide the necessary oversight to ensure the project is developed in accordance with all applicable federal, state and local requirements for design, right-of-way acquisition, and construction of the project.

BE IT FURTHER RESOLVED THAT: If the County of Frederick subsequently elects to cancel the project, the County of Frederick hereby agrees to reimburse VDOT for the total amount of costs expended by VDOT through the date VDOT is notified of such cancellation. The County of Frederick also agrees to repay any funds previously reimbursed that are later deemed ineligible by the Federal Highway Administration or VDOT.

BE IT FURTHER RESOLVED THAT: The Board of Supervisors of the County of Frederick hereby grants authority for the County Administrator to apply for funds and execute project administration agreements, as well as other documents necessary for approved projects.

Adopted, this 26th day of October 2016:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye

Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

PROPOSED ORDINANCE AMENDMENT – RIGHT-OF-WAY WIDTHS FOR FAMILY LOT SUBDIVISIONS – SENT FORWARD FOR PUBLIC HEARING

Assistant Planning Director Candice Perkins appeared before the Board regarding this item. She advised this was a proposed amendment to the Chapter 144 – Subdivision of Land to update the minimum right-of-way requirement necessary to create a family division lot. The Code of Virginia states that a 20 foot right-of-way is the maximum that can be required. The current Chapter 144 states that a 50 foot right-of-way is required. This proposed amendment would bring Chapter 144 into conformance with the State Code.

Upon a motion by Supervisor Hess, seconded by Supervisor Fisher, the Board sent this item forward for public hearing.

WHEREAS, an ordinance to amend Chapter 144, Subdivision to decrease the right-of-way necessary to create a family division lot from 50 feet to 20 feet per the Code of Virginia was considered; and

WHEREAS, The Development Review and Regulations Committee (DRRC) reviewed the proposed changes at their August 25, 2016 meeting and sent the proposed amendment forward for review by the Planning Commission and Board of Supervisors; and

WHEREAS, the Planning Commission discussed the changes at their regularly scheduled meeting on October 5, 2016 and agreed with the amendment; and

WHEREAS, the Board of Supervisors discussed the changes at their regularly scheduled meeting on October 26, 2016; and

WHEREAS, the Frederick County Board of Supervisors finds that in the public necessity, convenience, general welfare, and good zoning practice, directs the Frederick County Planning Commission hold a public hearing regarding an amendment to Chapter 165 ; and

NOW, THEREFORE, BE IT REQUESTED by the Frederick County Board of Supervisors that the Frederick County Planning Commission shall hold a public hearing to amend the subdivision ordinance to require a 20 foot minimum right-of-way for a family division lot.

Passed this 26th day of October 26, 2016 by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

**PROPOSED ORDINANCE AMENDMENT – DISCONTINUANCE OF
NONCONFORMING USES – SENT FORWARD FOR PUBLIC HEARING**

Assistant Planning Director Candice Perkins appeared before the Board regarding this item. She advised this was a proposed ordinance amendment regarding the discontinuance of nonconforming uses. She noted that the Code of Virginia references a two year period before a used can be deemed abandoned. The proposed amendment would bring the Zoning Ordinance into conformance with the State Code.

Upon a motion by Supervisor Lofton, seconded by Supervisor Hess, the Board approved sending this item forward for public hearing.

WHEREAS, an ordinance to amend Chapter 165, Zoning - to extend the timeframe where nonconforming uses are deemed abandoned from one year to two years, per the Code of Virginia, was considered; and

WHEREAS, The Development Review and Regulations Committee (DRRC) reviewed the proposed changes at their August 25, 2016 meeting and sent the proposed amendment forward for review by the Planning Commission and Board of Supervisors; and

WHEREAS, the Planning Commission discussed the changes at their regularly scheduled meeting on October 5, 2016 and agreed with the amendment; and

WHEREAS, the Board of Supervisors discussed the changes at their regularly scheduled meeting on October 26, 2016; and

WHEREAS, the Frederick County Board of Supervisors finds that in the public necessity, convenience, general welfare, and good zoning practice, directs the Frederick County Planning Commission hold a public hearing regarding an amendment to Chapter 165 ; and

NOW, THEREFORE, BE IT REQUESTED by the Frederick County Board of Supervisors that the Frederick County Planning Commission shall hold a public hearing to change the zoning ordinance requirement to two years to consider a nonconforming use abandoned.

Passed this 26th day of October 26, 2016 by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

PROPOSED ORDINANCE AMENDMENT – REMOVAL OF MOTORCYCLE REPAIR IN THE B2 DISTRICT – SENT FORWARD FOR PUBLIC HEARING

Assistant Planning Director Candice Perkins appeared before the Board regarding this item. She advised this was a proposed ordinance to amend the Zoning Ordinance to remove motorcycle repair from the B2 (General Business) District and include it in the M1 (Light Industrial) and M2 (Industrial General) Districts. Assistant Director Perkins noted that legal businesses could continue to operate under this change and dealerships that offer repair as an accessory use would still be permitted in the B2 District.

Upon a motion by Supervisor Hess, seconded by Supervisor Dunn, the Board approved sending this item forward for public hearing.

WHEREAS, an ordinance to amend Chapter 165, Zoning to remove motorcycle repair from the B2 (General Business) District and include it in the M1 (Light Industrial) and M2 (Industrial Transition) Districts was considered; and

WHEREAS, The Development Review and Regulations Committee (DRRC) reviewed the proposed changes at their August 25, 2016 meeting and sent the proposed amendment forward for review by the Planning Commission and Board of Supervisors; and

WHEREAS, the Planning Commission discussed the changes at their regularly scheduled meeting on October 5, 2016 and agreed with the amendment; and

WHEREAS, the Board of Supervisors discussed the changes at their regularly scheduled

meeting on October 26, 2016; and

WHEREAS, the Frederick County Board of Supervisors finds that in the public necessity, convenience, general welfare, and good zoning practice, directs the Frederick County Planning Commission hold a public hearing regarding an amendment to Chapter 165 ; and

NOW, THEREFORE, BE IT REQUESTED by the Frederick County Board of Supervisors that the Frederick County Planning Commission shall hold a public hearing to remove motorcycle repair from the B2 District and include it in the M1 and M2 Districts (in addition to currently being allowed in the B3 District).

Passed this 26th day of October 26, 2016 by the following recorded vote:

Charles S. DeHaven, Jr.	Aye
Blaine P. Dunn	Aye
Gene E. Fisher	Aye
Robert A. Hess	Aye
Gary A. Lofton	Aye
Judith McCann-Slaughter	Aye
Robert W. Wells	Aye

BOARD LIAISON REPORTS

There were no Board liaison reports.

CITIZEN COMMENTS

Allen Morrison, Gainesboro District, stated there had been a lot of interesting concepts discussed tonight to include \$1 million for Fire & Rescue and \$9.6 million for Parks and Recreation. He noted assessments had gone up across the county and if the current tax rate were maintained it would mean an approximately 17% tax increase. He stated he could not handle a real estate tax increase. He stated the fire equipment was necessary to replace, but we had allowed the equipment to get to that point. He stated this was a race to see how much we can spend before we drive the taxpayer out of the county.

Ruth Perrine, Back Creek District and co-chair of the Clowser House Committee, thanked the Board for its decision, at its last meeting, to grant a 120 day extension to save the Clowser House. She noted the committee had received a letter from Doctor Wang at the

Department of Historic Resources and there was one item in the letter that the committee would be addressing with the Public Works Committee. She stated that she was pleased with Andrew Farrar's recognition earlier in the evening and that he had helped create a "great" map of Shawneeland. Mr. Farrar had willingly listened to her suggestions and she was happy to have the map on display.

BOARD OF SUPERVISORS COMMENTS

Supervisor Slaughter reported on her attendance at the Commonwealth Transportation Board's forum at Blue Ridge Community College. She stated there was approximately \$750 million available for \$9 billion in applications. There will be hearings in the spring regarding the funding applications and how those funds will be allocated. She noted that it would be approximately two years before the County could apply for Smart Scale grants again.

Supervisor Dunn reminded the citizens that Election Day would occur before the Board's next meeting and he encouraged the citizens to think through the policy choices of the major candidates.

ADJOURN

UPON A MOTION BY SUPERVISOR FISHER, SECONDED BY SUPERVISOR SLAUGHTER, THERE BEING NO FURTHER BUSINESS TO COME BEFORE THIS BOARD, THIS MEETING IS HEREBY ADJOURNED. (8:35 P.M.)

C



Government Finance Officers Association
203 North LaSalle Street, Suite 2700
Chicago, Illinois 60601-1210
312.977.9700 fax: 312.977.4806



October 11, 2016

Brenda G. Garton
County Administrator
Frederick County
107 North Kent Street
Winchester, VA 22601

Dear Ms. Garton:

I am pleased to notify you that Frederick County, Virginia has received the Distinguished Budget Presentation Award for the current budget from the Government Finance Officers Association (GFOA). This award is the highest form of recognition in governmental budgeting and represents a significant achievement by your organization.

When a Distinguished Budget Presentation Award is granted to an entity, a Certificate of Recognition for Budget Presentation is also presented to the individual or department designated as being primarily responsible for its having achieved the award. This has been presented to:

Finance Department

We hope you will arrange for a formal public presentation of the award, and that appropriate publicity will be given to this notable achievement. A press release is enclosed for your use.

We appreciate your participation in GFOA's Budget Awards Program. Through your example, we hope that other entities will be encouraged to achieve excellence in budgeting.

Sincerely,

Stephen J. Gauthier, Director
Technical Services Center

Enclosure



Government Finance Officers Association
203 North LaSalle Street, Suite 2700
Chicago, Illinois 60601-1210
312.977.9700 fax: 312.977.4806

October 11, 2016

PRESS RELEASE

For Further Information Contact
Stephen J. Gauthier (312) 977-9700

Chicago--The Government Finance Officers Association of the United States and Canada (GFOA) is pleased to announce that **Frederick County, Virginia** has received the GFOA's Distinguished Budget Presentation Award for its budget.

The award represents a significant achievement by the entity. It reflects the commitment of the governing body and staff to meeting the highest principles of governmental budgeting. In order to receive the budget award, the entity had to satisfy nationally recognized guidelines for effective budget presentation. These guidelines are designed to assess how well an entity's budget serves as:

- a policy document
- a financial plan
- an operations guide
- a communications device

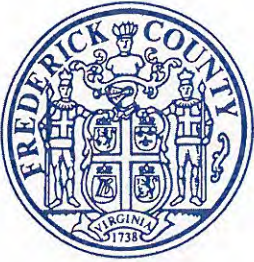
Budget documents must be rated "proficient" in all four categories, and the fourteen mandatory criteria within those categories, to receive the award.

When a Distinguished Budget Presentation Award is granted to an entity, a Certificate of Recognition for Budget Presentation is also presented to the individual or department designated as being primarily responsible for its having achieved the award. This has been presented to **Finance Department**

For budgets beginning in 2015, 1,565 participants received the Award. Award recipients have pioneered efforts to improve the quality of budgeting and provide an excellent example for other governments throughout North America.

The Government Finance Officers Association is a major professional association servicing the needs of nearly 19,000 appointed and elected local, state, and provincial-level government officials and other finance practitioners. It provides top quality publications, training programs, services, and products designed to enhance the skills and performance of those responsible for government finance policy and management. The association is headquartered in Chicago, Illinois, with offices in Washington D.C. The GFOA's Distinguished Budget Presentation Awards Program is the only national awards program in governmental budgeting.

D



Brenda G. Garton
County Administrator

540/665-6382

Fax 540/667-0370

E-mail: bgarton@fcva.us

MEMORANDUM

TO: Board of Supervisors
FROM: Brenda G. Garton, County Administrator
DATE: November 3, 2016
RE: Committee Appointments

Listed below are the vacancies/appointments due through December, 2016. As a reminder, in order for everyone to have ample time to review applications, and so they can be included in the agenda, please remember to submit applications prior to Friday agenda preparation. Your assistance is greatly appreciated.

VACANCIES/OTHER

Lord Fairfax Community College Board

Tara L. Woolever – County Representative
118 Plankwood Court
Stephens City, VA 22655
Term Expires: 06/30/20
Four year term

(Ms. Woolever has resigned. See Attached Correspondence from College President Cheryl Thompson-Stacy.)

Northwestern Community Services Board

Tom Brubaker – County Representative
3407 Cedar Creek Grade
Winchester, VA 22602
Home: (540)539-0002
Term Expires: 12/31/18
Three year term

(Staff has been advised that Mr. Brubaker has resigned. There is a possible candidate that is being considered. Recommendation to the Board of Supervisors may be forthcoming at a future meeting.)

Historic Resources Advisory Board

Lauren Krempa Murphy – Member-At-Large
106 Dollie Mae Lane
Stephens City, VA 22655
Phone: (540)338-2304
Term Expires: 04/09/16
Four year term

(The Historic Resources Advisory Board is comprised of nine members, one member from each magisterial district and three members at large.)

AUGUST 2016

Shawneeland Sanitary District Advisory Committee

Jeff Stevens
114 Rappahannock Trail
Winchester, VA 22602
Home: (540)327-3112
Term Expires: 08/13/16
Two year term

(The ShawneeLand Sanitary District Advisory Committee is comprised of five members made up of resident property owners and serve a two year term.)

OCTOBER 2016

Shawneeland Sanitary District Advisory Committee

Michelle Landon
226 Graywolfe Trail
Winchester, VA 22602
Home: (540)877-1838
Term Expires: 10/08/16
Two year term

(The ShawneeLand Sanitary District Advisory Committee is comprised of five members made up of resident property owners and serve a two year term.)

DECEMBER 2016

Board of Equalization

Rosalie Cornwell – Frederick County Representative
7995 Church Street
Middletown, VA 22645
Home: (540)869-1145
Term Expires: 12/31/16
Three year term

(Ms. Cornwell previously notified staff she did not want to be reappointed when her term expires.) (Recommendation(s) for appointment/reappointment are made by the Board of Supervisors and submitted to the Judge of the Frederick County Circuit Court for final appointment. The Board of Equalization is composed of five members. Members must be free holders in the county. In October 2010, the Board of Supervisors appointed the Board of Equalization as a “permanent” board for subsequent reassessments. The original five members were appointed for the following terms: one member for a one-year term; one member for a two-year term; and three members for a three-year term. Going forward, all future appointments shall be for a three-year term.)

Board of Zoning Appeals

Eric F. Lowman – Red Bud District Representative
201 Heath Court
Winchester, VA 22602
Home: (540)678-1989
Term Expires: 12/31/16
Five year term

(Recommendation(s) for appointment/reappointment are made by the Board of Supervisors and submitted to the Judge of the Frederick County Circuit Court for final appointment. There are seven members on the Board of Zoning Appeals.)

BGG/tjp

Attachment



Office of the President



October 19, 2016

Brenda G. Garton
County Administrator
107 North Kent Street
Winchester, VA 22601

Dear Ms. Garton:

Tara L. Woolever is unable to continue her service as a member of the Lord Fairfax Community College (LFCC) Board representing Frederick County. Ms. Woolever has been a supportive and active member of our College Board since she was first appointed in January 2015 and we are very grateful for her service. However, Ms. Woolever accepted a new position as assistant principal at Trailside Middle School in Ashburn, VA which will not allow her to attend future College Board meetings. The LFCC College Board convenes their regular bi-monthly meetings at 12:00 noon.

Ms. Woolever's term detail is listed below:

- January 2015 - first appointed to fill a one-year vacated term; term expired June 2016
- June 2016 - reappointed to serve first, four-year term; term expires June 2020

Please present this information to the Frederick County Board of Supervisors with a request for appointment of a new College Board member representing Frederick County to fulfill a four-year unexpired term from November 2016 through June 30, 2020. In July 2020, the individual appointed will be eligible to serve a second four-year term.

I have enclosed a copy of our College Board Bylaws, the 2016-17 College Board meeting schedule, and a list of current College Board members. Please contact me if you have any questions.

Sincerely,

Cheryl Thompson-Stacy
President

Cc: Fran L. Jeffries, Lord Fairfax Community College Board chair
Tara L. Woolever

Middletown Campus
173 Skirmisher Lane
Middletown, VA 22645-1745
540-868-7000
540-868-7100 Fax

Fauquier Campus
6480 College Street
Warrenton, VA 20187-8820
540-351-1505
540-351-1540 Fax

Luray-Page County Center
334 North Hawksbill Street
Luray, VA 22835-1130
540-843-0722
540-843-0322 Fax



BYLAWS OF
LORD FAIRFAX COMMUNITY COLLEGE BOARD

President's Office
173 Skirmisher Lane
Middletown, VA 22645
(540) 868-7101

ARTICLE ONE

Section 1. These Bylaws are subject to all rules, regulations, directives, policies and procedures as established by the State Board for Community Colleges of the Commonwealth of Virginia.

ARTICLE TWO

COLLEGE BOARD

Section 1. The local affairs of the College shall be managed by its College Board.

Section 2. The Lord Fairfax Community College Board shall exercise the responsibilities prescribed for local community college boards by the Code of Virginia and the State Board for Community Colleges.

Section 3. The number of Board members shall be fourteen (14). The Board members shall be appointed by the political subdivisions participating in the support of the

College. These political subdivisions are the Counties of Clarke, Fauquier, Frederick, Page, Rappahannock, Shenandoah and Warren and the City of Winchester. Each political subdivision shall be represented by two members on the Board, with the exceptions of the Counties of Clarke and Rappahannock, which shall have one member, each subject, however, to the provisions for reallocation of Board members as established by the State Board for Community Colleges. Each member shall serve for a term of four (4) years and may serve two successive terms.

Section 4. Regular meetings of the Board shall be held during the months of August, October, December, February, April, and June, the time and place for holding said regular meetings to be as directed by resolution of the Board.

Section 5. Special meetings of the Board may be called by or at the request of the Chair, the President of the College, or any two Board members.

Section 6. All meetings, both regular and special, shall be held at the Middletown or Fauquier Campus of the College, or at such other place as the members of the Board may determine.

Section 7. Notice of any special meeting of the Board shall be given at least five (5) days previously thereto by written notice delivered personally or sent by mail, e-mail or fax to each Board member at his/her address as shown by the records of the College. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. Any Board member may waive notice of any meeting. The attendance of a Board member at any meeting shall constitute a waiver of notice of such meeting except where a Board member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be

specified in the notice or waiver of notice of such meeting, unless specifically required by law, by these Bylaws, or by order of the State Board for Community Colleges.

Section 8. A majority of the members of the Board shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Board members are present at any meeting, a majority of the Board members present may adjourn the meeting from time to time without further notice.

Section 9. The act of a majority of the Board members present at a meeting at which a quorum is present shall be the act of the Board, unless the act of a greater number is required by law or by these Bylaws.

Section 10. Any vacancy occurring in the Board shall be filled by the political subdivision that the vacating Board member represented. Any College Board member who misses three (3) consecutive regularly scheduled meetings, may be dismissed by the College Board. For purposes of this section, attendance during any part of the official meeting is considered attending the meeting. The Secretary of the Board shall notify the Chair of the Board of any member who has missed three (3) consecutive regular meetings. The Chair shall investigate to determine if there were extenuating circumstances that caused the member to miss the three (3) meetings. The investigation must include a discussion with the member and the Chair may consult the Vice Chair concerning the member and the circumstances. If after consultation, it is the opinion of the Chair that the member does not have good cause for missing the meetings, the Chair shall request the Board to consider whether replacement of the member is in the best interest of the college. If the Board votes to replace the member, the Board shall notify the sponsoring subdivision of the need for a replacement.

ARTICLE THREE

OFFICERS

Section 1. The officers of the Board shall be a Chair, Vice Chair, a Secretary and such other officers as may be elected in accordance with the provisions of this article. The Vice Chair will be considered to be the Chair Elect. The Secretary shall be the President of the College. The Board may elect or appoint such other officers as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Board.

Section 2. The officers of the Board shall be elected biennially by the Board at its June meeting to serve from July 1 immediately following. If the election of officers is not held at such meeting, such election shall be held as soon thereafter as is convenient. Nominations for the offices of Chair and Vice Chair during an election year will be proposed by a nominations committee consisting of the Chair, Vice Chair and a Board member appointed by the Chair, preferably a past Chair if available. The nominations committee shall be sensitive to locality representation and Board rotation in its proposed nominations which will be provided in writing to the Board prior to the election. New offices may be created and filled at any meeting of the Board. Each officer shall hold office until his successor has been duly elected and qualifies, except that an officer whose term of office on the Board has expired and who is not eligible for re-appointments shall hold office only until his term has expired.

Section 3. Any officer elected or appointed by the Board may be removed by the Board by a two thirds vote of the Board whenever in its judgment the best interest of the College would be served thereby.

Section 4. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the members of the Board for the unexpired portion of the term.

Section 5. The several officers shall have such powers and perform such duties as may from time to time be specified in resolutions or other directives of the Board or of the State Board for Community Colleges or the Commonwealth of Virginia and that publication in the Minutes shall constitute sufficient notice.

ARTICLE FOUR

COMMITTEES

Section 1. The Board, by resolution adopted by a majority of the members of the Board-in office, may designate one or more committees, not having and exercising the authority of the Board in the management of the College. Except as otherwise provided in such resolution, members of each such committee shall be members of the Board and the Chair of the Board shall appoint the members thereof. Any member thereof may be removed by the Chair whenever in his/her judgment the best interests of the College shall be served by such removal.

ARTICLE FIVE

EDUCATIONAL FOUNDATION BOARD MEMBER

The College Board will recommend a College Board member, to be considered for membership on the Foundation Board to serve a one-year term. The recommendation will be made after the College Board member is approached by the chair and vice chair and agrees to be nominated for membership on the Foundation Board. The Foundation Board will follow

its normal Board member selection process. The Foundation Board chair will inform the nominated College Board member and College Board chair of the Foundation Board's decision in writing. For College Board members who do not serve full terms on the Foundation Board, their successors will be selected using the aforementioned process.

ARTICLE SIX

WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the law, these Bylaws or under any provision or regulation formulated by the State Board for Community Colleges, a waiver thereof signed by the person or persons entitled to such notice whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE SEVEN

AMENDMENT OF BYLAWS

These Bylaws may be altered, amended, or repealed, and new Bylaws may be adopted by a majority of the Board members present at any regular meeting or at any special meeting, if at least ten (10) days notice is given of intention to alter, amend, or repeal or to adopt new Bylaws at such meeting.

I, Cheryl Thompson-Stacy, Secretary of the College Board of Lord Fairfax Community College, do certify that the foregoing is a true and correct copy of the Bylaws of the Board duly adopted at a meeting of the Board held on the eighth day of February, 2007. I further certify that a quorum was present at said meeting.

Cheryl Thompson-Stacy
President of the College and Secretary to the
Lord Fairfax Community College Board

Barbara P. Lee
College Board Chair

Revised June 14, 2007
Revised February 8, 2007
Revised February 9, 2006
Revised January 14, 1988



LORD FAIRFAX COMMUNITY COLLEGE BOARD 2016-17 Calendar of Scheduled Meetings

<u>DATE</u>	<u>TIME</u>	<u>LOCATION</u>
October 6, 2016	12:00 p.m.	American Woodmark Board Room, Corron Community Development Center, Middletown campus
December 1, 2016	12:00 p.m.	American Woodmark Board Room, Corron Community Development Center, Middletown campus
February 2, 2017	12:00 p.m.	American Woodmark Board Room, Corron Community Development Center, Middletown campus
April 6, 2017	12:00 p.m.	The Barn, Fauquier campus
June 1, 2017	12:00 p.m.	Luray-Page County Center
August 3, 2017 (<i>only if needed</i>)	12:00 p.m.	American Woodmark Board Room, Corron Community Development Center Middletown campus

Note: All College Board meetings are scheduled to begin at 12:00 p.m.; a light lunch is served at 11:30 a.m. Dates, times and meeting locations are subject to change due to unforeseen circumstances.



Lord Fairfax Community College Board 2016-17

Fran L. Jeffries, Chair
William C. Daniel, Vice Chair
Cheryl Thompson-Stacy, Secretary

City of Winchester

Fran L. Jeffries
Kathryn K. Rosa

County of Clarke

William C. Daniel

County of Fauquier

Mary W. Barton
Richard M. Galecki

County of Frederick

J. Douglas McCarthy
Vacancy

County of Page

Thomas R. "Ikey" Rosazza
Bruce S. Short

County of Rappahannock

Paula L. Howland

County of Shenandoah

Rhonda G. Taylor
Lee D. Sterner

County of Warren

Pamela M. McInnis
John E. Vance

E



RESOLUTION
November 9, 2016

WHEREAS, the Frederick County Code requires that the annual return of taxable machinery and tools (M&T) and business equipment (BE) employed in a business or trade be filed with the Frederick County Commissioner of the Revenue on or before March 15th each year; and

WHEREAS, Frederick County taxpayers often request extensions of time for the filing of M&T and BE returns; and

WHEREAS, pursuant to Section 58.1-3916 of the Code of Virginia, a governing body may provide by resolution for reasonable extensions of time, not to exceed 90 days, for filing M&T and BE returns, whenever good cause exists; and

WHEREAS, Section 58.1-3916 of the Code of Virginia also directs the official granting such extensions to keep a record of every such extension and directs that any taxpayer who has been granted a filing extension but fails to file the return within the extended time be treated the same as if no extension had been granted; now, therefore be it

RESOLVED, that the Frederick County Board of Supervisors hereby grants the Frederick County Commissioner of the Revenue authority to allow, upon request of a taxpayer for good cause, a reasonable extension of time, not to exceed 90 days, for filing the annual return of machinery and tools and/or business equipment; and be it further

RESOLVED, that the Frederick County Commissioner of the Revenue shall comply with remaining provisions of Section 58.1-3916 of the Code of Virginia including with regard to recordkeeping and the treatment of taxpayers who fail to file their returns within the extended time period.

Enacted this 9th day of November, 2016.

Charles S. DeHaven, Jr.,
Chairman

Gary A. Lofton

Robert A. Hess

Robert W. Wells

Blaine P. Dunn

Gene E. Fisher

Judith McCann-Slaughter

A COPY ATTEST

Brenda G. Garton
Frederick County Administrator

§ 58.1-3916. Counties, cities and towns may provide dates for filing returns, set penalties, interest, etc

Notwithstanding provisions contained in §§ 58.1-3518, 58.1-3900, 58.1-3913, 58.1-3915, and 58.1-3918, the governing body of any county, city, or town may provide by ordinance the time for filing local license applications and annual returns of taxable tangible personal property, machinery and tools, and merchants' capital. The governing body may also by ordinance establish due dates for the payment of local taxes; may provide that payment be made in a single installment or in two equal installments; may offer options, which may include coupon books and payroll deductions, which allow the taxpayer to determine whether to pay the tangible personal property tax through monthly, bimonthly, quarterly, or semiannual installments or in a lump sum, provided such taxes are paid in full by the final due date; may provide by ordinance penalties for failure to file such applications and returns and for nonpayment in time; may provide for payment of interest on delinquent taxes; and may provide for the recovery of reasonable attorney's or collection agency's fees actually contracted for, not to exceed 20 percent of the delinquent taxes and other charges so collected. A locality that provides for payment of interest on delinquent taxes shall provide for interest at the same rate on overpayments due to erroneously assessed taxes to be paid to the taxpayer, provided that no interest shall be required to be paid on such refund if (i) the amount of the refund is \$10 or less or (ii) the refund is the result of proration pursuant to § 58.1-3516. A court that finds that an overpayment of local taxes has been made in an action brought pursuant to § 58.1-3984 shall award interest at the appropriate rate, notwithstanding the failure of the locality to conform its ordinance to the requirements of this section.

Notwithstanding any contrary provision of law, the local governing body shall allow an automatic extension on real property taxes imposed upon a primary residence and personal property taxes imposed upon a qualifying vehicle, as defined in § 58.1-3523, owed by members of the armed services of the United States deployed outside of the United States. Such extension shall end and the taxes shall be due 90 days following the completion of such member's deployment. For purposes of this section, "the armed services of the United States" includes active duty service with the regular Armed Forces of the United States or the National Guard or other reserve component.

No tax assessment or tax bill shall be deemed delinquent and subject to the collection procedures prescribed herein during the pendency of any administrative appeal under § 58.1-3980, so long as the appeal is filed within 90 days of the date of the assessment, and for 30 days after the date of the final determination of the appeal, provided that nothing in this paragraph shall be construed to preclude the assessment or refund, following the final determination of such appeal, of such interest as otherwise may be provided by general law as to that portion of a tax bill that has remained unpaid or was overpaid during the pendency of such appeal and is determined in such appeal to be properly due and owing.

Interest may commence not earlier than the first day following the day such taxes are due by ordinance to be filed, at a rate not to exceed 10 percent per year. The governing body may impose interest at a rate not to exceed the rate of interest established pursuant to § 6621 of the Internal

Revenue Code of 1954, as amended, or 10 percent annually, whichever is greater, for the second and subsequent years of delinquency. No penalty for failure to pay a tax or installment shall exceed (i) 10 percent of the tax past due on such property; (ii) in the case of delinquent tangible personal property tax more than 30 days past due on property classified pursuant to subdivision A 15, A 16, or A 20 of § 58.1-3506, which remains unpaid after 10 days' written notice sent by United States mail to the taxpayer of the intention to impose a penalty pursuant hereto, the penalty shall not exceed an amount equal to the difference between the tax due and owing with respect to such property and the tax that would have been due and owing if the property in question had been classified as general tangible personal property pursuant to § 58.1-3503; (iii) in the case of delinquent tangible personal property tax more than 30 days past due, 25 percent of the tax past due on such tangible personal property; (iv) in the case of delinquent remittance of excise taxes on meals, lodging, or admissions collected from consumers, 10 percent for the first month the taxes are past due, and five percent for each month thereafter, up to a maximum of 25 percent of the taxes collected but not remitted; or (v) \$10, whichever is greater, provided, however, that the penalty shall in no case exceed the amount of the tax assessable. No penalty for failure to file a return shall be greater than 10 percent of the tax assessable on such return or \$10, whichever is greater; provided, however, that the penalty shall in no case exceed the amount of the tax assessable. The assessment of such penalty shall not be deemed a defense to any criminal prosecution for failing to make return of taxable property as may be required by law or ordinance. Penalty for failure to file an application or return may be assessed on the day after such return or application is due; penalty for failure to pay any tax may be assessed on the day after the first installment is due. Any such penalty when so assessed shall become a part of the tax.

No penalty for failure to pay any tax shall be imposed for any assessment made later than two weeks prior to the day on which the taxes are due, if such assessment is made thereafter through the fault of a local official, and if such assessment is paid within two weeks after the notice thereof is mailed.

In the event a transfer of real property ownership occurs after January 1 of a tax year and a real estate tax bill has been mailed pursuant to §§ 58.1-3281 and 58.1-3912, the treasurer or other appropriate local official designated by ordinance of the local governing body in jurisdictions not having a treasurer, upon ascertaining that a property transfer has occurred, may invalidate a bill sent to the prior owner and reissue the bill to the new owner as permitted by § 58.1-3912, and no penalty for failure to pay any tax for any such assessment shall be imposed if the tax is paid within two weeks after the notice thereof is mailed.

Penalty and interest for failure to file a return or to pay a tax shall not be imposed if such failure was not the fault of the taxpayer, or was the fault of the commissioner of revenue or the treasurer, as the case may be. The failure to file a return or to pay a tax due to the death of the taxpayer or a medically determinable physical or mental impairment on the date the return or tax is due shall be presumptive proof of lack of fault on the taxpayer's part, provided the return is filed or the taxes are paid within 30 days of the due date; however, if there is a committee, legal guardian, conservator or other fiduciary handling the individual's affairs, such return shall be filed or such taxes paid within 120 days after the fiduciary qualifies or begins to act on behalf of the taxpayer. Interest on such taxes shall accrue until paid in full. Any such fiduciary shall, on behalf of the taxpayer, by the due date, file any required returns and pay any taxes that come due after the 120-day period. The treasurer shall make determinations of fault relating exclusively to failure to pay a tax, and the commissioner of the revenue shall make determinations of fault

relating exclusively to failure to file a return. In jurisdictions not having a treasurer or commissioner of the revenue, the governing body may delegate to the appropriate local tax officials the responsibility to make the determination of fault.

The governing body may further provide by resolution for reasonable extensions of time, not to exceed 90 days, for the payment of real estate and personal property taxes and for filing returns on tangible personal property, machinery and tools, and merchants' capital, and the business, professional, and occupational license tax, whenever good cause exists. The official granting such extension shall keep a record of every such extension. If any taxpayer who has been granted an extension of time for filing his return fails to file his return within the extended time, his case shall be treated the same as if no extension had been granted.

This section shall be the sole authority for local ordinances setting due dates of local taxes and penalty and interest thereon, and shall supersede the provisions of any charter or special act.

Code 1950, § 58-847; 1954, c. 253; 1968, c. 291; 1971, Ex. Sess., c. 193; 1973, cc. 321, 325; 1974, c. 309; 1976, cc. 518, 527, 675; 1978, c. 395; 1980, c. 663; 1982, cc. 87, 618; 1984, cc. 181, 675; 1986, cc. 206, 353; 1987, cc. 570, 582, 595; 1989, c. 238; 1990, cc. 667, 696, 702; 1991, cc. 471, 484, 493, 509; 1993, c. 91; 1994, c. 932; 1995, c. 395; 1997, cc. 481, 496, 911; 1998, cc. 375, 542, 649; 1999, c. 631; 2000, cc. 433, 507; 2005, c. 501; 2006, cc. 200, 231, 459; 2007, cc. 88, 609; 2008, c. 591.

F

DATE: November 1, 2016

TO: Frederick County Board of Supervisors

FROM: Patrick Barker, CEcD
Executive Director

CC: Brenda Garton
County Administrator

RE: Performance Agreement for SHAWNEE CANNING COMPANY

Attached for your review and comment are the Performance Agreement and Board of Supervisors resolution for the expansion of SHAWNEE CANNING COMPANY. As you recall, the Board of Supervisors seemed favorable in executive discussion in July of last year to providing funds from Frederick County Economic Development Incentive Fund to secure this project.

SHAWNEE CANNING COMPANY will expand its manufacturing operation in Frederick County. They will make an \$499,500 investment through a building expansion and new machinery and add 3 new jobs. The expansion will increase the company's production capacity.

I would like to request these items be inserted into the Board of Supervisors' next available meeting. All parties' legal counsels (VDACS, County, EDA and SHAWNEE CANNING COMPANY) have reviewed and approved the performance agreement.

Thanks for your support on this project. I am available if you have any questions or comments on the materials for this project.

Attachment:

- Performance Agreement
- BOS Resolution



BOARD OF SUPERVISORS

RESOLUTION SHAWNEE CANNING COMPANY, INC

WHEREAS, SHAWNEE CANNING COMPANY, INC has made known its intent to expand its operation by making new taxable machinery and equipment and real property improvements and retain and create jobs; and

BE IT RESOLVED, that the Board of Supervisors for the County of Frederick, Virginia, does hereby approve and appropriate the payment of \$7,500 as stated in the executed Performance Agreement to the Economic Development Authority of Frederick County, Virginia from Frederick County's Fund Balance to assist in expanding the operation for SHAWNEE CANNING COMPANY, INC. in Frederick County, Virginia.

BE IT RESOLVED, that said funds are subject to an executed Performance Agreement outlining the required performance criteria.

BE IT FURTHER RESOLVED, that the Board of Supervisors for the County of Frederick, Virginia, does authorize the County Administrator to execute the Performance Agreement on its behalf.

ADOPTED, this 9th day of November 2016.

Upon motion duly made by _____, seconded by _____, and on the votes hereafter recorded,

Charles S. Dehaven, Jr.	_____	Robert A. Hess	_____
Judith McCann-Slaughter	_____	Gary A. Lofton	_____
Gene E. Fisher	_____	Robert W. Wells	_____
Blaine P. Dunn	_____		

A COPY TESTE:

Brenda Garton
Clerk, Board of Supervisors
County of Frederick, Virginia

**GOVERNOR'S AGRICULTURE & FORESTRY INDUSTRIES DEVELOPMENT
FUND**

PERFORMANCE AGREEMENT

This **PERFORMANCE AGREEMENT** (the "Agreement") made and entered this ____ day of November, 2016, by and among the **COUNTY OF FREDERICK, VIRGINIA** (the "Locality") a political subdivision of the Commonwealth of Virginia (the "Commonwealth"), and **SHAWNEE CANNING COMPANY, INC.** (the "Company"), a Virginia corporation authorized to transact business in the Commonwealth, and the **ECONOMIC DEVELOPMENT AUTHORITY OF the COUNTY of FREDERICK, VIRGINIA** (the "Authority"), a political subdivision of the Commonwealth.

WITNESSETH:

WHEREAS, the Locality has been awarded a grant of and expects to receive \$7,500 from the Governor's Agriculture & Forestry Industries Development Fund (an "AFID Grant") through the Virginia Department of Agriculture and Consumer Services ("VDACS") for the purpose of inducing the Company to expand and improve an agriculture and/or forestry processing/value-added facility using Virginia-grown products in the Locality (the "Facility"), thereby making a significant Capital Investment,(as hereinafter defined) creating a significant number of New Jobs, as hereinafter defined; and purchasing a significant amount of Virginia-grown agricultural and forestal products(as hereinafter defined).

WHEREAS, the Locality is willing to provide the funds to the Authority with the expectation that the Authority will provide the funds to or for the use of the Company, provided that the Company promises to meet certain criteria relating to Capital Investment, New Jobs, and purchase of Virginia-grown agricultural and forestal products;

WHEREAS, the Locality wishes to make Local Economic Development Incentive Grant in the amount of \$7,500 (the "LEDIG") through the Authority to the Company for the purpose of inducing the Company to expand and improve the Facility, thereby making a significant Capital Investment and creating and retaining a significant number of New Jobs;

WHEREAS, the Locality, the Authority and the Company desire to set forth their understanding and agreement as to the payout of the AFID Grant and the LEDIG (together, the "Grants"), the use of the proceeds of the Grants, the obligations of the Company regarding Capital Investment and New Job creation, purchase of Virginia-grown agricultural and forestal products and the repayment by the Company of all or part of the Grants under certain circumstances;

WHEREAS, the expansion and operation of the Facility will entail a capital expenditure of approximately \$499,500, of which approximately \$284,500 will be invested in machinery and equipment and approximately \$215,000 will be invested in real property improvements;

WHEREAS, the expansion and operation of the Facility will further entail the creation of 5 New Jobs at the Facility;

WHEREAS, the expansion and operation of the Facility will further lead to the purchase of Virginia-grown agricultural and forestal products in the following amount: \$57,000 or 312,000 pounds in net new purchases of Virginia-grown apples and peaches over the performance period (see Appendix A for details); and

WHEREAS, the stimulation of the additional tax revenue and economic activity to be generated by the Capital Investment, New Jobs, and purchase of Virginia-grown agricultural and forestal products constitutes a valid public purpose for the expenditure of public funds and is the animating purpose for the each of the Grants:

NOW, THEREFORE, in consideration of the foregoing, the mutual benefits, promises and undertakings of the parties to this Agreement, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties covenant and agree as follows.

Section 1. Definitions.

For the purposes of this Agreement, the following terms shall have the following definitions:

“Capital Investment” means a capital expenditure by the Company in taxable real property, taxable tangible personal property, or both, at the Facility. The Capital Investment must be in addition to the capital improvements at the Facility as of the date of application: August 28, 2015. The total capital expenditure of \$499,500 is referred to in this Agreement as the “Capital Investment.”

“Maintain” means that the New Jobs created pursuant to the Grants will continue without interruption from the date of creation through the Performance Date. Positions for the New Jobs will be treated as Maintained during periods in which such positions are not filled due to (i) temporary reductions in the Company’s employment levels in connection with recruitment for open positions or (ii) strikes and (iii) other temporary work stoppages.

“New Job” means new permanent full-time employment of an indefinite duration at the Facility for which the standard fringe benefits are paid by the Company for the employee, and for which the Company pays an average annual wage of at least \$32,829. Each New Job must require a minimum of either (i) 35 hours of an employee’s time per week for the entire normal year of the Company’s operations, which “normal year” must consist of at least 48 weeks, or (ii) 1,680 hours per year. Seasonal or temporary positions, positions created when a job function is shifted from an existing location in the Commonwealth, and positions with construction contractors, vendors, suppliers and similar multiplier or spin-off jobs shall not qualify as New Jobs. The New Jobs must be in addition to the 33 full-time jobs at the Facility as of August 28, 2015.

“Performance Date” means April 30, 2019. If the Locality, in consultation with the Authority and the Secretary of Agriculture and Forestry, deems that good faith and reasonable efforts have been made and are being made by the Company to achieve the Targets, the Locality in its sole and absolute discretion may agree to extend the Performance Date by up to 15 months. If the Performance Date is extended, the Locality shall send written notice of the extension to the Authority, the Company and the Secretary of Agriculture and Forestry and the date to which the

Performance Date has been extended shall be the “Performance Date” for the purposes of this Agreement.

“Targets” means the Company’s obligations to make Capital Investments at the Facility of at least \$499,500, to create and maintain at least 5 New Jobs at the Facility, and to purchase at least \$57,000 or 312,000 pounds of Virginia-grown agricultural and forestal products as defined in Appendix A, all as of the Performance Date.

“Temporary” means a period of not to exceed 42 days.

“Virginia Code” means the Code of Virginia (1950, as amended.)

Section 2. Targets.

The Company shall expand, improve and operate the Facility in the Locality, make a Capital Investment of at least \$499,500, create and Maintain at least 5 New Jobs, and purchase \$57,000 of Virginia-grown agricultural and forestal products (see Appendix A), at the Facility, all as of the Performance Date. If the dollar amount of new purchases of Virginia-grown agricultural and forestal products is not met, the Company can still achieve the purchase target by demonstrating they substantively achieved the same volume of Virginia-grown agricultural and forestal products they proposed in Appendix A.

The average annual wage of the New Jobs will be at least \$32,829.

The average prevailing wage in the locality in 2016 is \$40,330.

Section 3. Disbursement of Grants.

(a) AFID Grant: By no later than November 30, 2016, the Locality will request the disbursement to it of the AFID Grant. If not so requested by the Locality by November 30, 2016, this Agreement will terminate. The Locality and the Company will be entitled to reapply for an AFID Grant thereafter, based upon the terms, conditions and availability of funds at that time.

The AFID Grant in the amount of \$7,500 will be paid to the Locality, upon its request. Within 30 days of its receipt of the AFID Grant proceeds, the Locality will disburse the AFID Grant proceeds to the Authority. Within 30 days of its receipt of the AFID Grant proceeds, the Authority will disburse the AFID Grant proceeds to the Company as an inducement to the Company to achieve the Targets at the Facility. The Company will use the AFID Grant proceeds to make building improvements, as permitted by Section 3.2-304(C) of the Virginia Code. This Performance Agreement shall terminate and shall be of no force or effect in the event that the Locality requests disbursement of the AFID Grant by September 30, 2016 and funds are not received by the Locality on before December 31, 2016.

(b) LEDIG: As an inducement to the Company to achieve the Targets at the Facility and provided that the Company is not in default under the terms of this Performance Agreement, the LEDIG in the amount of \$7,500 will be paid by the Locality through the Authority thereafter

disbursed by the Authority to the Company before December 31, 2016 The Company will use the LEDIG proceeds for workforce training and to build-out private owned buildings.

Section 4. State and Local Incentives.

See Appendix B for definition of “break-even point.” With regard to the Facility, the Commonwealth expects to provide incentives in the following amounts:

<u>Category of Incentive:</u>	<u>Total Amount</u>
AFID Grant	\$7,500

The Locality expects to provide the following incentives, as matching grants or otherwise, for the Facility:

<u>Category of Incentive:</u>	<u>Total Amount</u>
LEDIG	\$7,500

If, by the Performance Date, the value of the funds and other local incentives disbursed or committed to be disbursed by the Locality to the Company total less than the \$7,500 AFID Grant local match requirement, the Company shall repay the difference to the AFID Fund.

The proceeds of the Grants shall be used for the purposes described in Section 3.

Section 5. Repayment Obligation.

(a) *Determination of Inability to Comply with Grants:* If the Locality or the Secretary of Agriculture and Forestry (the “Secretary”) determines at any time before the Performance Date (a “Determination Date”) that the Company is unlikely to meet and Maintain at least fifty (50) percent of its Targets by and through the Performance Date (i.e., by making a Capital Investment of at least \$249,750 in the Facility, to creating and Maintaining at least 2 New Jobs at the Facility, or purchasing at least \$28,500 or 156,000 pounds of Virginia-grown apples and peaches by the Performance Date, and if the Locality or the Secretary shall have promptly notified the Company of such determination, the entire Grants must be repaid by the Company to the Authority. Such a determination by the Locality or the Secretary will be based on such circumstances as a filing by or on behalf of the Company under any Chapter of the U.S. Bankruptcy Code, the liquidation of the Company, an abandonment of the Facility by the Company or other similar significant event that demonstrates the Company will be unable or is unwilling to satisfy the Targets for the Grants.

(b) *Repayment of AFID Grant:* For purposes of repayment, the AFID Grant is to be allocated as \$2,500 (33%) for the Company’s Capital Investment Target, \$2,500 (33%) for its New Jobs Target, and \$2,500 (33%) for its purchase of Virginia-grown apples and peaches. If the Company has met at least ninety percent (90%) of each of the three Targets at the Performance Date, then and thereafter the Company is no longer obligated to repay any portion of the AFID Grant. If the Company has not met at least ninety percent (90%) of each of the three of its Targets at the Performance Date, the Company shall repay to the Authority that part of the AFID Grant

that is proportional to the Target or Targets for which there is a shortfall. For example, if at the Performance Date, the Capital Investment is only \$374,625, only 3 New Jobs have been created and Maintained, and only \$42,750 or 234,000 pounds of Virginia-grown apples and peaches have been purchased, the Company shall repay to the Authority twenty-five percent (25%) of the moneys allocated to the Capital Investment Target (\$625), twenty-five percent (25%) of the moneys allocated to the New Jobs Target (\$625), and twenty-five percent (25%) of the moneys allocated to the purchase of Virginia-grown agricultural and forestal products Target (\$625). Whether the New Jobs Target has been met will be determined by comparing the anticipated payroll (5 New Jobs at an average annual wage of at least \$32,829) to the actual number of New Jobs and the actual average annual wage reported at the Performance Date.

(c) *Repayment of LEDIG Grant:* For purposes of repayment, the LEDIG Grant is to be allocated as \$3,750 (50%) for the Company's Capital Investment Target and \$3,750 (50%) for its New Jobs Target. If the Company has met at least ninety percent (90%) of each of the two Targets at the Performance Date, then and thereafter the Company is no longer obligated to repay any portion of the LEDIG Grant. If the Company has not met at least ninety percent (90%) of each of the two of its Targets at the Performance Date, the Company shall repay to the Authority that part of the LEDIG Grant that is proportional to the Target or Targets for which there is a shortfall. For example, if at the Performance Date, the Capital Investment is only \$249,750 and only 3 New Jobs have been created and Maintained, the Company shall repay to the Authority fifty percent (50%) of the moneys allocated to the Capital Investment Target (\$1,875) and fifty percent (50%) of the moneys allocated to the New Jobs Target (\$1,875). Whether the New Jobs Target has been met will be determined by comparing the anticipated payroll (5 New Jobs at an average annual wage of at least \$32,829) to the actual number of New Jobs and the actual average annual wage reported at the Performance Date.

(d) *Repayment Dates: **Such repayment shall be due from the Company to the Authority within thirty days of the Performance Date or the Determination Date, as applicable.*** Any moneys repaid by the Company to the Authority hereunder shall be repaid by the Authority to the Locality and shall be repaid by the Locality promptly to VDACS for redeposit into the AFID fund. The Locality and the Authority shall use their best efforts to recover all such funds, including legal action for breach of this Agreement. The Locality shall assume primary responsibility for filing and prosecuting any such legal action, and the Authority shall cooperate with the Locality's efforts. Neither the Locality nor the Authority shall have any responsibility for the repayment of any sums hereunder unless said sums have been received by the Authority from the Company. If the Locality or the Authority seeks to recover any sums from the Company under Section 6, the Locality or Authority, as applicable, shall be entitled to recover their reasonable attorney's fees and costs from the Company.

Section 6. Company Reporting.

The Company shall provide, at the Company's expense, detailed verification reasonably satisfactory to the Locality, the Authority and VDACS of the Company's progress on the Targets. Such progress reports will be provided annually, starting May 31, 2017 and at such other times as the Locality, the Authority or VDACS may reasonably require. The first progress report will cover the period from January 8, 2016 to April 30, 2017, the second progress report will cover the period from May 1, 2017 to April 30, 2018, and the third and final progress report will cover the period from May 1, 2018 to April 30, 2019.

As part of the Progress Reports, the Company shall provide for review by the Locality and VDACS of the Company's quarterly Virginia unemployment tax return filing confirmation page, which indicates the number of employees and total wages paid for the quarter, to confirm satisfaction with the Company's progress on achieving the Targets for New Jobs. The Company also will permit the Locality and VDACS to review annual business personal property and real estate filings to confirm reasonable satisfaction with the Company's progress on achieving the Capital Investment Targets. The Company also shall report to VDACS the amount paid by the Company in the prior calendar year in Virginia corporate income tax. The Company hereby authorizes the Commissioner of the Revenue, the Treasurer and the Director of Finance for the Locality to release to the Authority and the Locality the Company's confidential tax information and data so that the Authority may verify the payments made. VDACS has represented to the Company that it considers such information to be confidential proprietary information that is exempt from public disclosure under the Virginia Freedom of Information Act and that such information will be used by VDACS solely in calculating aggregate return on invested capital analyses for purposes of gauging the overall effectiveness of economic development incentives.

The Company shall also report to VDACS, starting May 31, 2017 and at such other times as the Locality, the Authority or VDACS may reasonably require, the amount purchased and the purchase price paid by the Company, or the fair market value of the Virginia-Grown Agricultural or Forestal Products utilized, through the prior year.

The Locality and Company agree to retain all books, records, data and other documents relative to this agreement for a period of three (3) years after the end of this agreement, or until audited by the Commonwealth of Virginia, whichever is sooner. VDACS and its authorized agents, and/or state auditors (both the Auditor of Public Accounts and/or VDACS Internal Auditor) shall have full access to and the right to examine any of said materials and records relating to this Agreement during this period.

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Section 7. Notices.

Any notices required or permitted under this Agreement shall be given in writing, and shall be deemed to be received upon receipt or refusal after mailing of the same in the United States Mail by certified mail, postage fully pre-paid or by overnight courier (refusal shall mean return of certified mail or overnight courier package not accepted by the addressee):

if to the Company, to:

Attention: _____

with a copy to:

Attention: _____

if to the Locality, to:

County of Frederick, Virginia
107 North Kent Street
Winchester, VA 22601
Attention: County Administrator

with a copy to:

County of Frederick, Virginia
107 North Kent Street, 3rd Floor
Winchester, VA 22601
Attention: County Attorney

if to the Authority, to:

Economic Development Authority of Frederick
County, Virginia
107 North Kent Street
Winchester, VA 22601
Attention: Chair

with a copy to:

Economic Development Authority of Frederick
County, Virginia
107 North Kent Street
Winchester, VA 22601
Attention: Counsel to the Authority

if to VDACS, to:

Secretary of Agriculture and Forestry
Office of Governor Terence R. McAuliffe
Commonwealth of Virginia
1111 East Broad Street
Richmond, Virginia 23219
Attention: AFID

with a copy to:

Chauntele D. Taylor
AFID Compliance Coordinator
Va Dept. of Agriculture & Consumer Services
102 Governor St.
Richmond, Virginia 23219
Attention: AFID

Section 8. Miscellaneous.

(a) *Entire Agreement; Amendments.* This Agreement constitutes the entire agreement among the parties hereto as to the AFID Grant and LEDIG and may not be amended or modified, except in writing, signed by each of the parties hereto. This Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns. The Company may not assign its rights and obligations under this Agreement without the prior written consent of the Locality, the Authority and the Secretary of Agriculture and Forestry.

(b) *Governing Law; Venue.* This Agreement is made, and is intended to be performed, in the Commonwealth and shall be construed and enforced by the laws of the Commonwealth. Jurisdiction and venue for any litigation arising out of or involving this Agreement shall lie in the

Circuit Court of Frederick County, the local Court, and such litigation shall be brought only in such court.

(c) *Counterparts:* This Agreement may be executed in one or more counterparts, each of which shall be an original, and all of which together shall be one and the same instrument.

(d) *Severability:* If any provision of this Agreement is determined to be unenforceable, invalid or illegal, then the enforceability, validity and legality of the remaining provisions will not in any way be affected or impaired, and such provision will be deemed to be restated to reflect the original intentions of the parties as nearly as possible in accordance with applicable law.

(e) *Time:* Time is of the essence as to all matters set forth in this Performance Agreement.

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IN WITNESS WHEREOF, the parties hereto have executed this Performance Agreement as of the date first written above.

COUNTY OF FREDERICK, VIRGINIA

By _____
Name: _____
Title: _____
Date: _____

**ECONOMIC DEVELOPMENT
AUTHORITY OF FREDERICK
COUNTY, VIRGINIA**

By _____
Name: _____
Title: _____
Date: _____

**SHAWNEE CANNING COMPANY,
INC.**

By _____
Name: _____
Title: _____
Date: _____

APPENDIX A

Shawnee Canning Expected Ag Product Purchases:

		Current - \$ Value	Current - LBS	YEAR 1 - \$ Value	YEAR 1 - LBS	YEAR 2 - \$ Value	YEAR 2 - LBS	YEAR 3 - \$ Value	YEAR 3 - LBS	Net New - \$ Value	Net New - LBS
Total of all Ag & Forest Products Purchase											
	Strawberries	\$8,707.37	7800	\$10,243.96	9176	\$12,051.72	10796	\$14,178.50	12701	\$10,352.08	9,273
	Marionberries	\$8,289.60	5376	\$9,752.47	6325	\$11,473.49	7441	\$13,498.23	8754	\$9,855.39	6,391
	Cherries	\$7,870.00	3360	\$9,258.82	3953	\$10,892.73	4651	\$12,814.98	5471	\$9,356.54	3,995
	Diced Apples	\$7,800.00	11880	\$9,176.47	13976	\$10,795.85	16443	\$12,701.00	19345	\$9,273.32	14,124
	Blueberries	\$6,889.05	5130	\$8,104.76	6035	\$9,535.02	7100	\$11,217.67	8353	\$8,190.30	6,099
	Boysenberries	\$4,025.38	1854	\$4,735.74	2181	\$5,571.46	2566	\$6,554.66	3019	\$4,785.72	2,204
	Damson Plums	\$2,648.80	1924	\$3,116.24	2264	\$3,666.16	2663	\$4,313.13	3133	\$3,149.12	2,287
	Figs	\$3,589.47	2240	\$4,222.91	2635	\$4,968.12	3100	\$5,844.85	3647	\$4,267.47	2,663
	Pineapples	\$2,562.00	2145	\$3,014.12	2524	\$3,546.02	2969	\$4,171.79	3493	\$3,045.93	2,550
	Seedless Red Raspberries	\$3,241.40	1680	\$3,813.41	1976	\$4,486.37	2325	\$5,278.08	2736	\$3,853.66	1,997
	Cranberries	\$1,690.00	720	\$1,988.24	847	\$2,339.10	997	\$2,751.88	1172	\$2,009.22	856
	Pears	\$4,656.57	3152	\$5,478.32	3708	\$6,445.08	4363	\$7,582.45	5133	\$5,536.13	3,747
	Raspberries	\$7,357.23	5200	\$8,655.56	6118	\$10,183.02	7197	\$11,980.02	8467	\$8,746.91	6,182
	Pumpkins	\$5,568.00	9600	\$6,550.59	11294	\$7,706.57	13287	\$9,066.56	15632	\$6,619.72	11,413
	Mangoes	\$1,968.75	1980	\$2,316.18	2329	\$2,724.91	2740	\$3,205.78	3224	\$2,340.62	2,354
	Rhubarb	\$2,097.09	837	\$2,467.16	985	\$2,902.55	1158	\$3,414.76	1363	\$2,493.20	995
	TOTAL	\$78,960.71	64,878	\$92,894.95	76,327	\$109,288.18	89,797	\$128,574.33	105,643	\$93,875.33	77,133
Total Virginia Ag & Forest Products Purchase											
	Apples	\$15,571.92	133244	\$19,464.90	166555	\$24,331.13	208194	\$30,413.91	260242	\$27,494.17	235,259
	Peaches	\$25,000.00	65250	\$29,411.76	76765	\$34,602.08	90311	\$40,708.32	106249	\$29,722.17	77,575
	TOTAL	\$40,571.92	198,494	\$48,876.66	243,320	\$58,933.20	298,505	\$71,122.23	366,491	\$57,216.34	312,834
Percentage that is Virginia Grown		33.94%	75.37%	34.48%	76.12%	35.03%	76.87%	35.62%	77.62%	37.87%	80.22%

APPENDIX B

Break-Even Point Definition:

VDACS has estimated that the Commonwealth will reach its “break-even point” by the Performance Date. The break-even point compares new revenues realized as a result of the Capital Investment and New Jobs at the Facility with the Commonwealth’s expenditures on incentives, including but not limited to the AFID Grant.

G




Brenda G. Garton
County Administrator

540/665-6382

Fax 540/667-0370

E-mail: bgarton@fcva.us

MEMORANDUM

TO:	Board of Supervisors
FROM:	Brenda G. Garton, County Administrator 
SUBJECT:	Board Vision 2036 and Strategic Priorities
DATE:	November 3, 2016

As a result of the Strategic Planning Retreat held in October, the Board has created the attached Vision 2036 and 3-Year Strategic Priorities. Once the Board has approved the strategic priorities, staff will follow-up to create a work plan to accomplish these targets.

I present this document for the Board's final review and adoption.

If you have any questions, please feel free to give me a call.



FREDERICK COUNTY BOARD OF SUPERVISORS 2036 VISION
DRAFT - October 22, 2016
Proposed Adoption - November 9, 2016

Frederick County residents enjoy a real sense of community and are friendly, caring, engaged, and contributing.

Frederick County is welcoming and beautiful with a small town feel. Residents enjoy a pleasant rural environment with scenic vistas, mountains, trails, and parks that support active recreation and peaceful pastimes. Our county is home to productive, working farms that have supported generations of families. The county also offers more urban lifestyles where residents can pursue careers at home or in the metro area and live in walkable neighborhoods with a variety of shopping, dining, and entertainment options. Our residents are served by a highly regarded regional medical center.

Its historical roots are important to Frederick County residents. Having played a major role in colonial times and the Civil War, the county preserves the sites and stories that assure its residents and visitors can appreciate the legacy of so many that have gone before them.

The county's economy is diverse and well balanced. Commercial, industrial, health care, and service-oriented businesses abound in Frederick County, enjoying its ideal location, easy access, and business friendly practices. An abundant, appealing job market enables new and more experienced job seekers to find and keep meaningful employment in the county. Well planned infrastructure assures good services along with easy access to one's job and desired amenities, while attracting good employers who find it easy to operate here.

Education is an enduring and strong value in Frederick County. Students are afforded well-designed learning environments and have superior curriculum opportunities that prepare them for stimulating careers and productive lives. Institutions of higher education create cultural, artistic, social, and business opportunities that enrich the community. Residents are lifelong learners.

Frederick County enjoys a reputation as well-managed with elected leaders who practice good governance. Citizens regard their government as helpful and view volunteerism and participation in the community as a natural responsibility. Thoughtful planning, strategic decisions, fiscal responsibility, and partnerships result in a county that can grow while retaining the values and assets that contribute to its healthy and vital identity.

The County achieves its vision through a focus on these important target areas:

A Premier Business Location

Frederick County maintains a business friendly environment. Businesses and industries locate and expand in the county due to reasonable tax rates, a vibrant economic development program, the availability of a quality workforce, a high quality of life, and excellent infrastructure. Business and commercial diversity ensures a broad and stable economic base.

Balanced Land Use

Frederick County has preserved and protected its scenic beauty and its historic and agricultural heritage, while providing vibrant urban centers and suburban neighborhoods with convenient commercial areas. High quality commercial and industrial enterprises provide an excellent array of employment opportunities. Business and agriculture thrive, complement each other, and contribute to the economic vitality of the county.

Fiscal Responsibility

Frederick County demonstrates excellent fiscal responsibility with established policies which ensure conservative tax rates, reasonable debt load, and efficient operations. The county budget process directs community resources to support the effective delivery of services to its citizens and important capital projects.

Communication and Citizen Engagement

Frederick County is transparent, respectful, and inclusive. Citizens are engaged and informed through a variety of media sources and participate in their government through multiple county committees and various volunteer opportunities.

State of the Art Education

Frederick County prides itself on highly regarded diverse educational opportunities for people in all stages of life. We leverage public and private resources to ensure state of the art education. What makes our public school system great is the cooperative effort among citizens, schools, and government. The design of facilities optimizes the learning environment for our students, while employing the most environmentally conscious building practices.

Well Planned Infrastructure

Frederick County has reliable, cost effective, and up to date infrastructure. As a transportation crossroads, we are strategically located to meet business and personal needs and consistently advocate for projects that will assure our continued success. The regional airport is an all-weather service airport that promotes desirable business development. Our regional water supply is safe, ample, and dependable. Solid waste management is a leading edge operation and is self-sustaining. Wastewater treatment is energy neutral, generating electricity to put back into the grid. We plan and budget for needed improvements and expansions to our infrastructure to assure that future needs are met effectively.

Safe Community

Frederick County has a model public safety system that provides for the health, safety, and security of our residents, businesses, and visitors. Volunteers who wish to serve our community work seamlessly with our career professionals. We adapt to the changing nature of our community and find public safety solutions that ensure the highest level of service and caring while being cost effective.

FREDERICK COUNTY BOARD OF SUPERVISORS DRAFT 3 YEAR PRIORITIES
 Identified on October 22, 2016
 Proposed Adoption November 9, 2016

A Premier Business Location

1	<p>Study and determine property that is suitable for commercial and industrial development so as to preserve it for its highest and best use and to have shovel ready sites in inventory</p> <ul style="list-style-type: none"> • Develop a big picture of what is available (EDA owned, privately owned, etc.) • Identify the highest and best use of development space • Include what will be necessary to make sites ready for development • Assist Board in addressing barriers to desired development • Prioritize actions • Consider recommendations to the EDA as appropriate
2	<p>Establish means for regular communication between the Board of Supervisors and the Economic Development Authority (EDA)</p>

Balanced Land Use

3	<p>Finalize and adopt the Comprehensive Plan</p> <ul style="list-style-type: none"> • Review revisions and adopt • Review process that we currently use
4	<p>Revise the current proffer system so that the total impact cost is recovered</p> <ul style="list-style-type: none"> • Figure out what new code changes mean to us as a community • Ask the legislature for more authority to address impacts in our community
5	<p>Study and develop a plan to create a more robust marketplace to encourage TDRs</p>

Fiscal Responsibility

6	<p>Improve the usefulness of our CIP as a planning tool</p> <ul style="list-style-type: none"> • Reexamine purpose and process • Gain a big picture; do budget analysis, and prioritize • Reformat and make it a useful document • Include impact on future years
7	<p>Develop and adopt fiscal policies</p> <ul style="list-style-type: none"> • Debt service policies • Minimum fund balance policies

	<ul style="list-style-type: none"> • Establish savings to pay for future capital projects • Establish a reserve through the budget process
8	Implement a staff development program
9	Discuss and establish the residential/business mix goal which would best enhance the county's fiscal health and identify approaches to meet that target

Communication and Citizen Engagement

10	<p>Develop a proactive public relations effort with the citizenry</p> <ul style="list-style-type: none"> • Engage more citizens in discussion (i.e. comprehensive planning, committees) • Expand information available and make sure that it can be found at a central point and in various media forms • Consider magisterial level meetings of officials and committee members from each district as a county sponsored activity
11	Develop a strategy to develop closer working relationships with the town councils (i.e. joint meetings)

State of the Art Education

12	Evaluate the 57/43% budget split with the County schools
13	Develop options to improve communication between the Board of Supervisors and the School Board on school system capital needs, priorities, design of new facilities, and costs

Well Planned Infrastructure

14	<p>Continue to develop county transportation plan and advocate for increased funding for roads</p> <ul style="list-style-type: none"> • Consider potential for obtaining dedicated right of way for planned roads
15	Develop fiscally feasible, prioritized plan for park maintenance and expansion as well as development of new parks
16	Analyze options for expansion of water availability and sanitary sewer capacity, in coordination with Frederick County Sanitation Authority and Winchester Frederick Service Authority, including regional approaches
17	Review broadband study and emerging technologies to evaluate potential for

	county action to assist in making high speed internet available to the entire community
--	---

Safe Community

18	<p>Complete and implement the fire and rescue approaches for transition to the future</p> <ul style="list-style-type: none"> • Complete study • Consider recommendations from staff on cost and priority of implementation • Develop an implementation plan with priorities, with required investments • Take appropriate implementation steps
19	Establish approaches to assess and prioritize the need for additional law enforcement resources

CONSENT AGENDA

H



Brenda G. Garton
County Administrator

540/665-6382
Fax 540/667-0370
E-mail: bgarton@fcva.us

MEMORANDUM

TO:	Board of Supervisors
FROM:	Brenda G. Garton, County Administrator <i>Brenda G. Garton</i>
SUBJECT:	Request to Schedule a Public Hearing on Proposed Revisions to the Articles of Incorporation of the Frederick County Sanitation Authority
DATE:	October 31, 2016

Attached please find a request from Eric R. Lawrence, Executive Director of the Frederick County Sanitation Authority, seeking the Board of Supervisors' approval of proposed revisions to the Authority's Articles of Incorporation. The Authority reviewed the proposed revisions and endorsed them at its September 20, 2016 meeting.

Before the Board can formally act on this request, a public hearing is required. In addition, the public hearing advertisement for this matter requires a 30 day notice. Staff is seeking Board approval to schedule this matter for public hearing at the Board's January 11, 2017 regular meeting.

Should you have any questions, please do not hesitate to contact me.

BGG/jet

Attachment



FREDERICK COUNTY SANITATION AUTHORITY

Post Office Box 1877
Winchester Virginia 22604-8377

PH (540) 868-1061
Fax (540) 868-1429
www.fcsa-water.com

Eric R. Lawrence
Executive Director

October 3, 2016

Brenda Garton
County Administrator
107 N. Kent Street
Winchester, Virginia 22601

**RE: Revisions to the Articles of Incorporation
Frederick County Sanitation Authority**

Dear Brenda:

During the Frederick County Sanitation Authority's (FCSA) monthly meeting on September 20, 2016, the FCSA Board discussed and endorsed a few minor revisions to their Articles of Incorporation. The primary revisions is intended to ensure that the Articles of Incorporation are accurate. The Board also requested that I forward the endorsed revisions to the County, and seek the County's approval of the revised Articles of Incorporation. Please accept this correspondence as the FCSA's request for County action on the revised Articles of Incorporation.

FCSA is a public body and an instrument of the Commonwealth of Virginia, organized under Virginia Water and Waste Authorities Act, being Chapter 28, Title 15.2, Code of Virginia of 1950, as amended ("the Act"). *FCSA was created by action of the Board of Supervisors of Frederick County, Virginia and was chartered by the State Corporation Commission on August 1, 1967.* The Board of Supervisors created FCSA Articles of Incorporation. Most importantly, as an authority, FCSA makes no profit and its operations and finances are independent of Frederick County's tax-supported services.

The original Articles of Incorporation included the names, addresses, and the appointment terms of the initial members. To this date, the Articles of Incorporation continue to reflect the names, addresses, and now expired terms of FCSA Board members who no longer have a role on the FCSA Board. The first minor revisions that FCSA seeks is the removal of member names and addresses from the actual Articles of Incorporation. Instead of names and addresses, the FCSA Board requests that the Articles of Incorporation simply state that the membership will consist of 5 members with 4-year terms that entail the replacement of a member every year. The practice of the Board of Supervisors has been to make annual appointments as terms expire; that practice will certainly continue. But removing the member

Page 2

Ms. Brenda Garton, County Administrator

RE: Revisions to the FCSA Articles of Incorporation

October 3, 2016

names and addresses from the Article of Incorporation enables the Articles to remain valid, removing dated and inaccurate content.

FCSA also seeks to revise the Articles of Incorporation to empower its members – the FCSA Board members- to establish their own compensation as deemed appropriate. The current Articles of Incorporation empower the Board of Supervisors to determine the appropriate compensation for the FCSA Board members. By design, FCSA makes no profit and our operations and finances are independent of Frederick County's tax-supported services. FCSA has an annual budget of nearly \$30,000,000. The FCSA Board members oversee this non-profit organization, and are accountable for its success and challenges. FCSA and its customers, not Frederick County, pay the compensation of its Board members. With this responsibility, it natural to enable the FCSA Board members to establish their own monthly compensation. *It is worth noting that with the extensive responsibility, their compensation is \$200 per month; the FCSA Board has stated its intent to increase the compensation to \$300.00 per month.*

Please let me know if you have any questions.

Sincerely,



Eric R. Lawrence
Executive Director

Cc: Rod Williams, County Attorney

Attachment: Proposed Revisions to the FCSA Articles of Incorporation
Original FCSA Article of Incorporation, April 10, 1967
Amended FCSA Article of Incorporation, November 13, 2002

Proposed Revisions to the FCSA Articles of Incorporation

FREDERICK COUNTY SANITATION AUTHORITY
ARTICLES OF INCORPORATION
Page 1

**ARTICLES OF INCORPORATION
OF THE
FREDERICK COUNTY SANITATION AUTHORITY
-AMENDED [DATE]-**

In compliance with the Virginia Water and Waste Authorities Act (Chapter 51, Title 15.2, Code of Virginia, 1950, as amended), the Board of County Supervisors of Frederick County, Virginia, pursuant to an Articles of Incorporation resolution dated April 10, 1967, created the sanitation authority. The Articles of Incorporation are amended, and are restated as follows:

(a) This Authority is formed under the Virginia Water and Waste Authorities Act, its name shall be "FREDERICK COUNTY SANITATION AUTHORITY", and the address of its principal office shall be: 315 Tasker Road, Stephens City, Virginia.

(b) The name of the incorporating political subdivision is FREDERICK COUNTY, VIRGINIA. There shall be five (5) members the Board of Directors of the Authority, each of whom shall maintain a residence in Frederick County, Virginia. The names and addresses of the members of the Board of Directors of the Authority shall be maintained in the County Administrator's Office. The expiration of the term of office of each member is as follows:

MEMBER	EXPIRATION OF TERM OF OFFICE
Member 1	April 15, 2017
Member 2	April 15, 2018
Member 3	April 15, 2019
Member 4	April 15, 2020
Member 5	April 15, 2020

The successor of each member shall be appointed by the Board of County Supervisors for a term of four (4) years and until his successor shall be duly appointed and qualify, except that any person appointed to fill a vacancy shall serve only for the unexpired term and until his successor shall be duly appointed and qualify. Any member of the Board of Directors of the Authority shall be eligible for re-appointment.

FREDERICK COUNTY SANITATION AUTHORITY
ARTICLES OF INCORPORATION
Page 2

Members of the Board of Directors of the Authority shall serve with compensation as shall be fixed from time to time by resolution of the Authority, and shall be reimbursed for any actual expenses necessarily incurred in the performance of his duty.

(c) The purpose for which the Authority is created is the acquisition, construction and maintenance of (a) an integrated water system for supplying and distributing water in Frederick County and (b) an integrated sewer system for Frederick County, and for the purpose of exercising the powers conferred by the Virginia Water and Waste Authorities Act, except that the power of the Authority to acquire, construct, operate or maintain facilities for treatment of sewage is restricted to operation, construction and maintenance of sewage treatment facilities provided they are owned by Frederick-Winchester Service Authority, which must approve such role of the Authority.

No other authority has been created, under the provisions of the Virginia Water and Waste Authorities Act, serving the whole or any part of the same area, and none of the powers granted by said Act shall be exercised by the Authority in the construction, improvement, maintenance, extension or operation of any project or projects which in whole or part shall duplicate existing utilities, public or private, serving substantially the same purposes and area.

IN WITNESS WHEREOF, Frederick County, Virginia, the political subdivision incorporating said Authority, has caused these Articles of Incorporation to be executed by the Chairman of its Board of County Supervisors and the official seal of said Board of County Supervisors to be affixed hereto and attested by the Clerk of said Board this ____ day of _____, 201__.

Chairman, Board of County Supervisors
of Frederick County, Virginia

Attest:

Clerk, Board of County Supervisors
of Frederick County, Virginia

ARTICLES OF INCORPORATION
OF THE
FREDERICK COUNTY SANITATION AUTHORITY

In compliance with the Virginia Water and Sewer Authorities Act (Chapter 28, Title 15, Code of Virginia, 1950, as amended), the Board of County Supervisors of Frederick County, Virginia, pursuant to a resolution signifying its intention to create a sanitation authority, which shall be a public body, political and corporate, hereby certifies:

(a) This Authority is formed under the Virginia Water and Sewer Authority Act, its name shall be

"FREDERICK COUNTY SANITATION AUTHORITY"

and the address of its principal office shall be Winchester, Virginia.

(b) The name of the incorporating political subdivision is

FREDERICK COUNTY, VIRGINIA,

and the names and addresses of the first members of the Board of said Authority are, respectively, as follows, each of whom maintains a residence in Frederick County, Virginia, or its County seat, and each of whom shall continue in office for the term expiring on the date set opposite his name and until his successor shall be duly appointed and qualify:

<u>NAME</u>	<u>ADDRESS</u>	<u>Expiration of Term of Office</u>
Robert Dale	Route # 5, Winchester, Va.	April 15, 1968

<u>NAME</u>	<u>ADDRESS</u>	<u>Expiration of Term of Office</u>
E. E. Bayliss, Jr.	P. O. Box 511, Winchester, Va.	April 15, 19
Frank Fogle	Mt. Falls Rt., Winchester, Va.	April 15, 196
James L. Bowman	Stephens City, Virginia	April 15, 197
Joseph Zuckerman	Route # 3, Winchester, Va.	April 15, 197

The successor of each member shall be appointed by the Board of County Supervisors for a term of four (4) years and until his successor shall be duly appointed and qualify, except that any person appointed to fill a vacancy shall serve only for the unexpired term. Any member of the Authority shall be eligible for reappointment.

Each member of the Authority shall serve without compensation and shall be reimbursed the amount of his actual expenses necessarily incurred in the performance of his duties.

(c) The purpose for which said Authority is created is the acquisition, construction, operation and maintenance of (a) an integrated water system for supplying and distributing water in Frederick County and (b) an integrated sewer system and sewage disposal system for Frederick County, and for the purpose of exercising the powers conferred by said Virginia Water and Sewer Authorities Act in relation to the foregoing.

No other authority has been created under the provisions of said Act serving the whole or any part of the same area, and none of the powers granted by said Act shall be exercised by the Authority in the construction, improvement, maintenance, extension or operation of any project or projects which in whole or in part shall duplicate existing utilities, public or private, serving substantially the

same purposes and area.

Pending completion of the necessary engineering studies and estimates, it is not practicable to set forth herein preliminary estimates of capital costs, and initial rates for services of proposed projects.

IN WITNESS WHEREOF, Frederick County, Virginia, the political subdivision incorporating said Authority, has caused these Articles of Incorporation to be executed by the Chairman of its Board of County Supervisors and the official seal of said Board of County Supervisors to be affixed hereto and attested by the Clerk of said Board this 10th day of April, 1967.

W B Rosenburg
Chairman, Board of County Supervisors
of Frederick County, Virginia

ATTEST:

George B. Whitman, Clerk
Clerk, Board of County Supervisors
of Frederick County, Virginia

Amended FCSA Article of Incorporation

**ARTICLES OF AMENDMENT
OF
FREDERICK COUNTY SANITATION AUTHORITY**

1. The name of the Authority is "Frederick County Sanitation Authority".
2. The amendment adopted is to strike Paragraph (b) of the Articles of

Incorporation and insert in lieu thereof the following:

- (b) The name of the incorporating political subdivision is

FREDERICK COUNTY, VIRGINIA.

There shall be five (5) members of the Authority. The names and addresses of the members, each of whom maintains a residence in Frederick County, Virginia, and the expiration of th term of office of each, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>EXPIRATION OF TERM OF OFFICE</u>
John Stevens	324 Round Hill Winchester, Virginia 22602	April 15, 2003
James T. Anderson	P. O. Box 368 Winchester, Virginia 22604	April 15, 2004
Richard A. Ruckman	1787 Cedar Hill Road Clearbrook, Virginia 22624	April 15, 2004
Darwin S. Braden	528 Northwood Circle Cross Junction, Virginia 22625	April 15, 2005
Robert P. Mowery	1160 Salem Church Road Stephens City, Virginia 22655	April 15, 2006

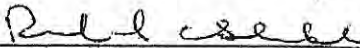
The successor of each member shall be appointed by the Board of County Supervisors for a term of four (4) years and until a successor shall be duly appointed and qualify, except that any person appointed to fill a vacancy shall serve only for the unexpired term. Any member of the Authority shall be eligible for reappointment.

Members of the Authority shall receive such compensation as shall be fixed from time to time by resolution of the Frederick County Board of Supervisors, and shall be reimbursed for any actual expenses necessarily incurred in the performance of their duties.

3. The Articles of Amendment were approved by a Resolution of the Board of Supervisors of Frederick County, Virginia, adopted on November 13, 2002, following a public hearing held November 13, 2002.

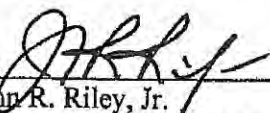
IN WITNESS WHEREOF, the Board of Supervisors has caused these Articles to be executed this 13th day of November, 2002.

FREDERICK COUNTY, VIRGINIA

By 
Richard C. Shickle
Chairman, Board of Supervisors

(SEAL)

Attest:


John R. Riley, Jr.
Clerk, Board of Supervisors

**ARTICLES OF INCORPORATION
OF THE
FREDERICK COUNTY SANITATION AUTHORITY
-AMENDED [DATE]-**

In compliance with the Virginia Water and Waste Authorities Act (Chapter 51, Title 15.2, Code of Virginia, 1950, as amended), the Board of County Supervisors of Frederick County, Virginia, pursuant to an Articles of Incorporation resolution dated April 10, 1967, created the sanitation authority. The Articles of Incorporation are amended, and are restated as follows:

(a) This Authority is formed under the Virginia Water and Waste Authorities Act, its name shall be "FREDERICK COUNTY SANITATION AUTHORITY", and the address of its principal office shall be: 315 Tasker Road, Stephens City, Virginia.

(b) The name of the incorporating political subdivision is FREDERICK COUNTY, VIRGINIA. There shall be five (5) members the Board of Directors of the Authority, each of whom shall maintain a residence in Frederick County, Virginia. The names and addresses of the members of the Board of Directors of the Authority shall be maintained in the County Administrator's Office. The expiration of the term of office of each member is as follows:

MEMBER	EXPIRATION OF TERM OF OFFICE
Member 1	April 15, 2017
Member 2	April 15, 2018
Member 3	April 15, 2019
Member 4	April 15, 2020
Member 5	April 15, 2020

The successor of each member shall be appointed by the Board of County Supervisors for a term of four (4) years and until his successor shall be duly appointed and qualify, except that any person appointed to fill a vacancy shall serve only for the unexpired term and until his successor shall be duly appointed and qualify. Any member of the Board of Directors of the Authority shall be eligible for re-appointment.

FREDERICK COUNTY SANITATION AUTHORITY
ARTICLES OF INCORPORATION
Page 2

Members of the Board of Directors of the Authority shall serve with compensation as shall be fixed from time to time by resolution of the Authority, and shall be reimbursed for any actual expenses necessarily incurred in the performance of his duty.

(c) The purpose for which the Authority is created is the acquisition, construction and maintenance of (a) an integrated water system for supplying and distributing water in Frederick County and (b) an integrated sewer system for Frederick County, and for the purpose of exercising the powers conferred by the Virginia Water and Waste Authorities Act, except that the power of the Authority to acquire, construct, operate or maintain facilities for treatment of sewage is restricted to operation, construction and maintenance of sewage treatment facilities provided they are owned by Frederick-Winchester Service Authority, which must approve such role of the Authority.

No other authority has been created, under the provisions of the Virginia Water and Waste Authorities Act, serving the whole or any part of the same area, and none of the powers granted by said Act shall be exercised by the Authority in the construction, improvement, maintenance, extension or operation of any project or projects which in whole or part shall duplicate existing utilities, public or private, serving substantially the same purposes and area.

IN WITNESS WHEREOF, Frederick County, Virginia, the political subdivision incorporating said Authority, has caused these Articles of Incorporation to be executed by the Chairman of its Board of County Supervisors and the official seal of said Board of County Supervisors to be affixed hereto and attested by the Clerk of said Board this ____ day of _____, 201__.

Chairman, Board of County Supervisors
of Frederick County, Virginia

Attest:

Clerk, Board of County Supervisors
of Frederick County, Virginia

CONSENT AGENDA

I



MEMORANDUM

TO: Board of Supervisors
FROM: John A. Bishop, AICP, Assistant Director - Transportation ^{JB}
RE: Transportation Committee Report for Meeting of October 24, 2016
DATE: October 31, 2016

The Transportation Committee met on October 24, 2016 at 8:30 a.m.

Members Present

Gary Lofton (voting)
Judith McCann-Slaughter (voting)
Barry Schnoor(voting)
Gary Oates (liaison PC)
James Racey(voting)

Members Absent

Mark Davis (liaison Middletown)
Gene Fisher(voting)
Lewis Boyer (liaison Stephens City)

*****Items Requiring Action*****

NONE

*****Items Not Requiring Action*****

1. Fall Transportation Forum

The Committee discussed the responses to date from the state elected officials for the transportation forum and directed Staff to poll the Board for their availability. The Committee also discussed several items that could be key points of discussion at the meeting.

2. Welltown Road Speed Concerns

Staff began by clarifying that Mr. DeHaven had actually been contacted about Rest Church Road but noted that the system concerns remained an issue and that Welltown Road should be considered in the discussion. Staff noted that they are meeting with VDOT regarding the status of the improvements to the intersection of Welltown Road and Martinsburg Pike and also to discuss with VDOT the possibility of moving the truck restriction signs on Welltown to the north of Tyson Drive. Sheriff Milholland will be placing equipment on Rest Church Road and Welltown to gather traffic and speed data to aid the Committee in determining whether to request a formal speed study from VDOT.

3. County Projects Update

Snowden Bridge Boulevard:

Construction is underway and on schedule at this time. Completion is imminent.

Tevis Street Extension/Airport Road/I-81 Bridge:

The revenue sharing agreement has been executed and design is once again underway on the bridge. In addition, the traffic impact analysis that will determine the design specifics for the Airport Road is underway and a draft is nearly complete. Staff is having a teleconference regarding the TIA on 10/17.

Renaissance Drive:

Transportation Partnership Opportunity Fund application has been submitted which could change the project from a grade to a bridge crossing. The meeting for the consideration of the application is expected to take place shortly. Staff is coordinating with CSX and VDOT to complete an MOU for the process of getting the crossing as well as determining unimproved rail crossings for upgrade.

Valley Mill Road Realignment:

Thirty percent design has been completed and the County's on call consultant is providing an updated cost estimate to complete design through 100%. Upon approval by the private party partner, the next phase of design will begin.

Coverstone Drive:

No activity at this time.

Jubal Early Drive Extension and Interchange with Route 37:

Initial meetings regarding a draft agreement and follow up application for additional revenue sharing funds has been held with the private partner team.

4. Other

Mrs. McCann-Slaughter noted that she would be accompanying Staff to the Commonwealth Transportation Board forum that was held on October 24 at Blue Ridge Community College in Weyers Cave.

There was also additional discussion on strategies to plan for transportation challenges as new schools come on line including traffic plans and police presence.

J



Finance Department
Cheryl B. Shiffler
Director

540/665-5610
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TO: Board of Supervisors
FROM: Finance Committee
DATE: November 2, 2016
SUBJECT: Finance Committee Report and Recommendations

A Joint Finance Committee/Board of Supervisors meeting was held in the First Floor Conference Room at 107 North Kent Street on Wednesday, November 2, 2016 at 8:00 a.m. Member Angela Rudolph was absent.

The purpose of the meeting was to discuss debt policies. Please find attached the following documents to aid in discussion:

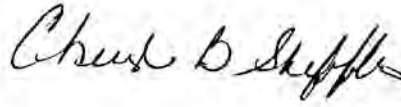
- A. Summary spreadsheet, p. 2.
- B. Finance staff recommendations, p. 3.
- C. Davenport & Company presentation 9/14/16, p. 4 - 47.
- D. Davenport & Company analysis of 12th Elementary School and Armel School Addition 10/18/16, p. 48 - 59.

Items requiring action:

The committee recommends drafting policies based on the Finance staff recommendations. See attached sample, p. 60.

Respectfully submitted,
FINANCE COMMITTEE

Judith McCann-Slaughter,
Chairman
Gary Lofton
Bill Ewing
Charles DeHaven

By 
Cheryl B. Shiffler, Finance Director

Debt Analysis

					Debt Scenarios			
	Recommended		Ranges per	Current	Orig Presentation	Elem	Elem	Elem
	by Finance Staff	Recommended	Moody's &	Debt	w/ Four	School Only	School Only	School Only
	to FC on 10/19	by Consultant	S&P	Load	Projects	Now	1 yr Delay	2 yr Delay
Payout Ratio (higher better)	>65%	>55-65%	>65%	67.30%	as low as 58%	as low as 65%	as low as 67%	as low as 68%
Debt to Assessed Value (lower better)	<.75% - 1.75%	<.75% - 3.00%	<.75% - 1.75%*	1.50%	as high as almost 3%	as high as 1.8%	as high as 1.6%	as high as 1.5%
Debt Service vs. Expenditures (lower better)	<8 - 12%	<12 - 15%	< 8 - 15%^	7.37%	as high as 10.6%	as high as 8%	as high as 7.5%	as high as 7.5%
*For Aa								
^Strong; Very strong is <8%								
Note: All four projected debt service levels include existing debt.								

Financial Policies to consider:

- Reserve policies
- Debt policies
- Budget development policies
- Capital Improvement Budget policies

Fund Balance Reserve

The current policy for unassigned fund balance is 17% of operating budget. The amount is the recommended GFOA amount for best practices and is sufficient.

Debt Policies

Currently, the county does not have an adopted, formal debt policy. Items for discussion for such policy

1. Acceptable purposes for debt issuance.
2. Acceptable level of debt.
3. Debt maturity schedules
4. Mix use of pay-as-you-go and debt financing.

The presentation provided three areas that ratios can be established to enhance financial policies that help in achieving the highest credit rating and provide long-term financial planning.

1. Payout Ratio- Suggested use of S&P 10 year payout ratio of greater than 65%. For FY 17, we are at 67.3% with all currently issued debt.
2. Debt to Assessed Value-Suggested use of Moody's .75% - 1.75% range for Aa rating. We currently have 1.5%. We anticipate assessments increasing so there will be room for additional debt. Consultants suggested we could push as high as 3% and it may not impact our rating significantly.
3. Debt Services versus Expenditures- Currently we are very strong at < 8%, with a score of 7.37%. Strong per Standard and Poor's is 8-15%. Consultants recommended 12-15%. A range of 8-12% would remain in the strong category, allowing for 50% increase above what our current percentage is and not push us close to a lower range.

Capital Improvement Budget Policies

Needs discussion

Budget Development Policies

Needs discussion

Discussion Materials

Frederick County, Virginia



September 14, 2016

Contents / Agenda



<u>Tab</u>	<u>Section Title</u>
1	Peer Comparatives and Credit Rating Overview
2	General Fund Balance Overview
3	Existing Tax Supported Debt Profile
4	Analysis of Selected Capital Projects
Appendix A	Details: Existing Tax Supported Debt



1. Peer Comparatives and Credit Rating Overview

Peer Comparatives



Peer Comparative Introduction

- Currently, the County has an Issuer Long-term Rating of Aa2 from Moody's.
- The following pages contain peer comparatives based on the below Moody's rating categories.
 - National Counties
 - Aaa's 87 Credits
 - Aa's 484 Credits
 - A's 146 Credits
 - Virginia Counties
 - Aaa's 9 Credits
 - Aa's 22 Credits
 - A's 2 Credits
- The data shown in the peer comparatives is from Moody's Municipal Financial and Ratio Analysis (MFRA) database. The figures shown are derived from the most recent financial statement available as September 7, 2016 (mostly FY 2015 figures).

Moody's Investors Service	Standard & Poor's	Fitch Ratings
Aaa	AAA	AAA
Aa1	AA+	AA+
Aa2	AA	AA
Aa3	AA-	AA-
A1	A+	A+
A2	A	A
A3	A-	A-
Baa1	BBB+	BBB+
Baa2	BBB	BBB
Baa3	BBB-	BBB-
Non Investment Grade		

Virginia Credits: Moody's

Aaa		
Albemarle	Fairfax	James City
Arlington	Hanover	Loudoun
Chesterfield	Henrico	Prince William

Aa		
Appomattox	King George	Richmond
Carroll	Montgomery	Rockingham
Culpeper	Northumberland	Spotsylvania
Dinwiddie	Pittsylvania	Stafford
Fauquier	Powhatan	Warren
Fluvanna	Prince George	Washington
Frederick	Pulaski	Wise
Isle Of Wight		

A	
Patrick	Smyth

Rating Agency Methodology Updates



Moody's

- On January 15, 2014, Moody's updated its US Local Governments General Obligation Debt methodology and assumptions.
- Under the new methodology, an initial indicative rating is calculated from a weighted average of four key factors:

US Local Governments General Obligation Debt Methodology	
1. Economy / Tax Base	30%
Tax Base Size (Full Value)	10%
Full Value Per Capita	10%
Wealth (Median Family Income)	10%
2. Finances	30%
Fund Balance (% of Revenues)	10%
Fund Balance Trend (5-Year Change)	5%
Cash Balance (% of Revenues)	10%
Cash Balance Trend (5-Year Change)	5%
3. Management	20%
Institutional Framework	10%
Operating History	10%
4. Debt / Pensions	20%
Debt to Full Value	5%
Debt to Revenue	5%
Moody's Adjusted Net Pension Liability (3-Year Average) to Full Value	5%
Moody's Adjusted Net Pension Liability (3-Year Average) to Revenue	5%

- Adjustments can be made to the indicative rating score based upon a series of qualitative factors, as determined by Moody's. Each factor has the potential to impact the indicative rating score by one-half notch or one full notch.

S&P

- On September 12, 2013, Standard & Poor's updated its US Local Governments General Obligation Ratings methodology and assumptions.
- Under the new methodology, an initial indicative rating is calculated from a weighted average of seven key factors:

US Local Governments General Obligation Ratings Methodology	
1. Institutional Framework	10%
Legal and practical environment in which the local gov't operates	
2. Economy	30%
Total Market Value Per Capita	
Projected per capita effective buying income as a % of US projected effective buying income	
3. Management	20%
Impact of management conditions on the likelihood of repayment	
4. Budgetary Flexibility	10%
Available Fund Balance as a % of Expenditures	
5. Budgetary Performance	10%
Total Government Funds Net Result (%)	
General Fund Net Revenue	
6. Liquidity	10%
Total Gov't Available Cash as a % of Total Gov't Funds Debt Service	
Total Gov't Cash as a % of Total Gov't Funds Expenditures	
7. Debt and Contingent Liabilities	10%
Net Direct Debt as a % of Total Governmental Funds Revenue	
Total Governmental Funds Debt Service as a % of Total Governmental Funds Expenditures	

- Up to a one notch adjustment can be made from the indicative rating based on other qualitative factors.

Historical Credit Spreads



- The County’s credit worthiness has a direct impact on the cost of borrowing, which in turn effects the County’s debt capacity.
 - The credit spread is the premium an issuer pays to the purchaser of their bonds (i.e. higher interest rate) as compensation for increased credit risk.
 - Since the financial downturn in September 2008, credit quality of issuers has taken on a renewed importance to investors.
 - The average spread for an A rated borrower has increased from 0.33% from Nov 2004 – Dec 2008 to 0.71% since Dec 2008.



Credit Spreads (%) vs the 30-yr AAA MMD

Nov 2004 - Dec 2008

Rating	Min	Max	Average
AA	0.04	0.19	0.10
A	0.15	1.26	0.33
BBB	0.30	2.52	0.60

Dec 2008 - Sep 2016

Rating	Min	Max	Average
AA	0.09	0.56	0.22
A	0.27	1.11	0.71
BBB	0.69	2.58	1.37

Note: credit spreads compared to the 'AAA' equivalent



2. General Fund Balance Overview

General Fund Balance

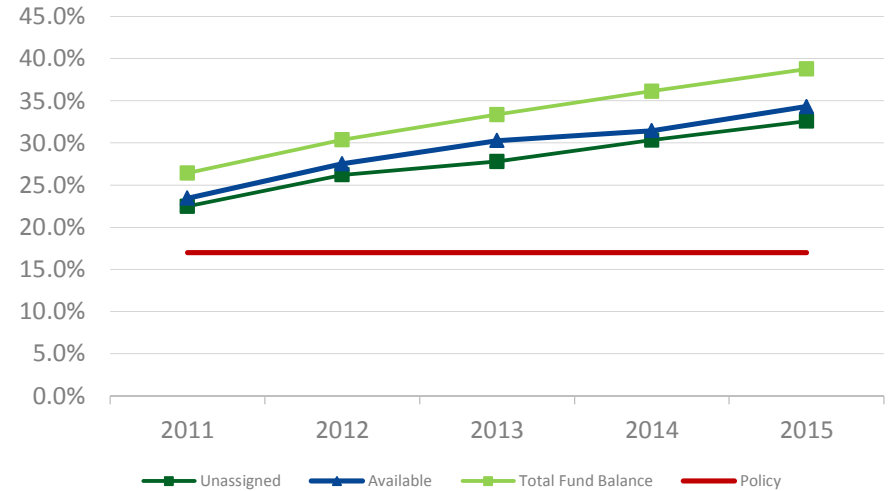


General Fund Balance

	2011	2012	2013	2014	2015
1 General Fund Budget					
2 Revenues	126,258,831	130,323,790	137,167,533	143,485,222	148,431,913
3					
4 General Fund Balance					
5 Nonspendable	740,576	736,632	739,911	737,911	738,854
6 Restricted	3,022,694	2,963,356	3,504,341	5,987,501	5,878,352
7 Committed	1,222,437	1,698,907	3,385,779	1,616,849	2,540,730
8 Assigned	1,635	2,135	2,135	4,780	4,780
9 Unassigned	28,372,870	34,175,579	38,127,444	43,513,213	48,376,225
10 Total	33,360,212	39,576,609	45,759,610	51,860,254	57,538,941
11 Increase / (Decrease) in Total Fund Balance	n/a	6,216,397	6,183,001	6,100,644	5,678,687
12					
13 Available Fund Balance ⁽¹⁾	29,596,942	35,876,621	41,515,358	45,134,842	50,921,735
14					
15 General Fund Balance Ratios					
16 Unassigned as a % of Revenues	22.5%	26.2%	27.8%	30.3%	32.6%
17 Available Fund Balance as a % of Revenues	23.4%	27.5%	30.3%	31.5%	34.3%
18 Total General Fund Balance as a % of Revenues	26.4%	30.4%	33.4%	36.1%	38.8%

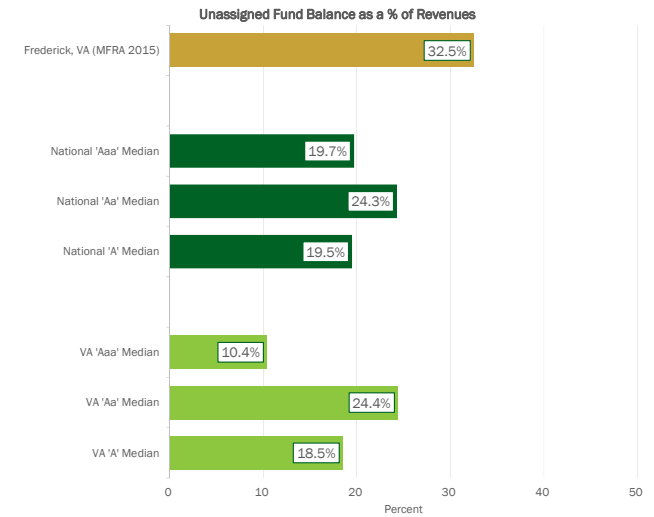
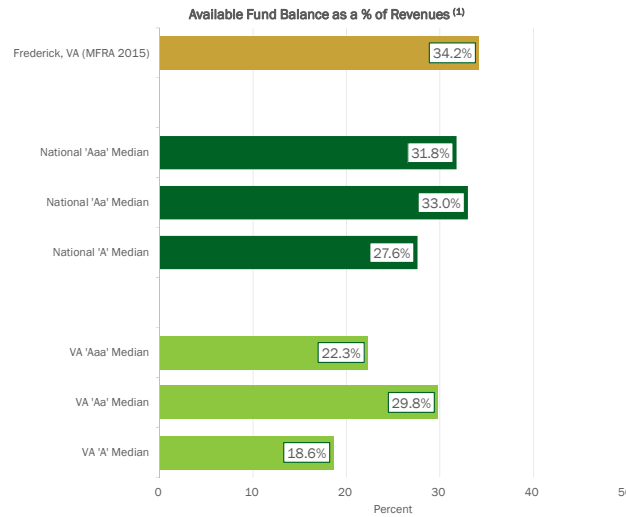
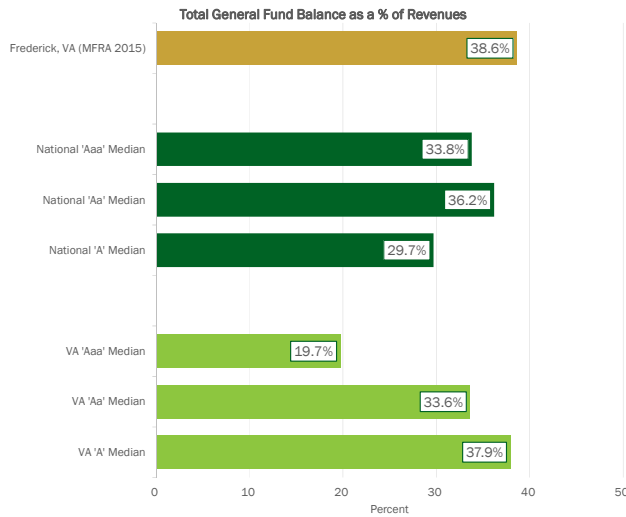
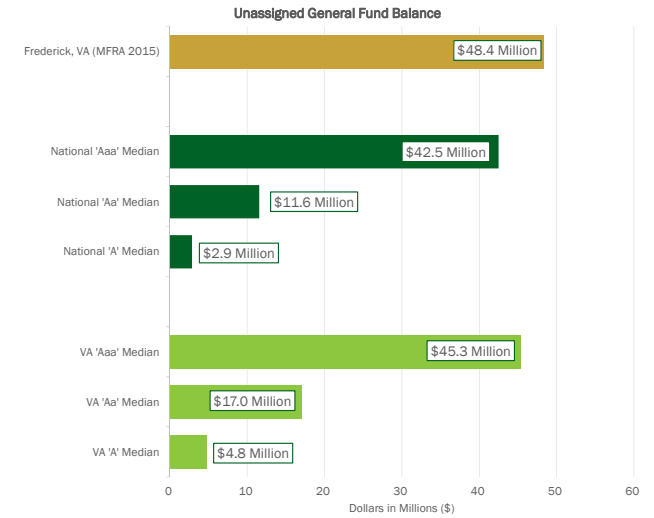
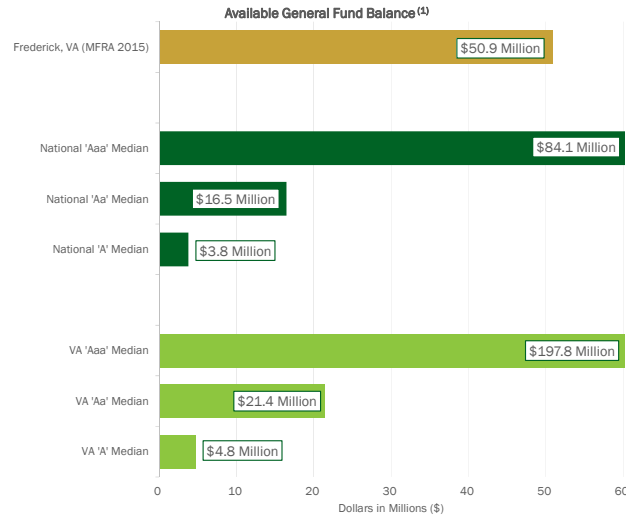
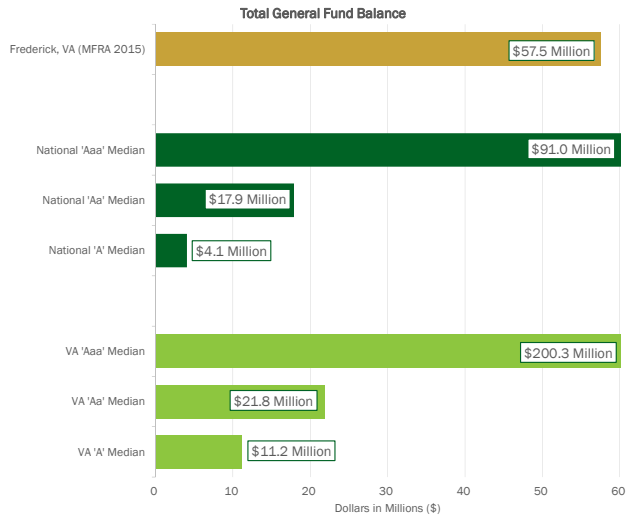
⁽¹⁾ Includes Committed, Assigned, and Unassigned Fund Balances.

General Fund Balance as a % of Revenues



- The County previously had an Unassigned Fund Balance policy of ten percent (10%) of the operating budget. This amount has been increased to seventeen percent (17%) as recommended by GFOA.

General Fund Balance





Fund Balance Overview

- Historically, the County’s General Fund Balance levels have been healthy. This is primarily attributable to good management and strong requirements within the Adopted Policy.

- As measured by the Methodology used by Moody’s Investor Services, “Finances” represent 30% of a locality’s Rating Score. This includes the following weightings:
 - 10% for Fund Balance as a % of Revenues;
 - 5% for Fund Balance Trend (5-year change);
 - 10% for Cash Balance as a % of Revenues; and
 - 5% for Cash Balance Trend (5-year change).
 - How the County manages its reserves is a material factor when looking to the credit markets.

- Maintenance of a healthy Fund Balance, compliance with Adopted Policies, and appropriate use of reserves limited to Capital Investment is viewed favorably by Lenders and the Rating Agencies.

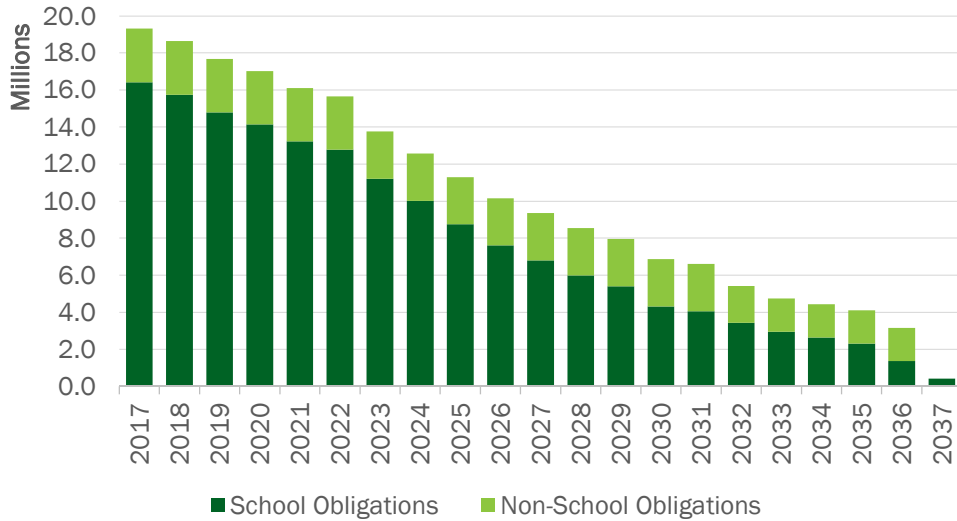


3. Existing Tax Supported Debt Profile

Existing Tax Supported Debt



Tax Supported Debt Service



Tax Supported Debt Service

FY	Principal	Interest	Total	10-yr Payout
Total	158,253,067	55,508,389	213,761,456	
2017	12,281,479	7,032,361	19,313,841	67.3%
2018	12,239,456	6,399,340	18,638,796	69.5%
2019	11,858,948	5,823,453	17,682,401	71.7%
2020	11,760,478	5,263,333	17,023,811	74.2%
2021	11,383,537	4,720,823	16,104,360	76.4%
2022	11,457,809	4,201,285	15,659,094	79.3%
2023	10,066,131	3,690,404	13,756,534	82.1%
2024	9,326,735	3,238,272	12,565,006	85.2%
2025	8,467,548	2,828,980	11,296,528	89.1%
2026	7,690,434	2,459,922	10,150,356	94.1%
2027	7,206,178	2,140,212	9,346,389	99.2%
2028	6,683,542	1,853,224	8,536,767	100.0%
2029	6,360,043	1,590,541	7,950,583	100.0%
2030	5,494,443	1,368,223	6,862,666	100.0%
2031	5,585,510	1,024,295	6,609,805	100.0%
2032	4,728,509	686,454	5,414,964	100.0%
2033	4,222,708	516,981	4,739,689	100.0%
2034	4,070,124	362,789	4,432,913	100.0%
2035	3,888,025	218,383	4,106,408	100.0%
2036	3,076,430	82,940	3,159,369	100.0%
2037	405,000	6,176	411,176	100.0%

Par Outstanding – Estimated as of 6/30/2016

Type	Par Amount
School General Obligations	\$ 123,394,245
School Literary Loans	1,196,169
Non-School General Obligations	1,803,582
County Lease/Revenue Obligations	31,721,500
Other Obligations	137,571
Total	\$158,253,067

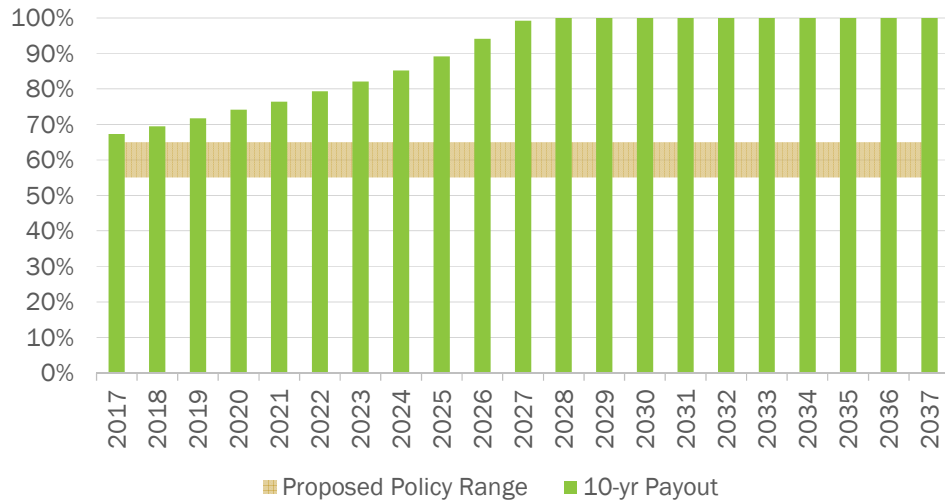
Notes:

- (1) Estimated debt outstanding includes up through the 2016 VPSA Spring Pool Issuance.
- (2) Existing Tax Supported debt is estimated based on information obtained in the County's 2015 CAFR, schedules provided by Staff, and official statements for publically issued debt through VPSA and VRA.
- (3) 2011 QSCB interest is shown gross of federal subsidy.

Key Debt Ratio: Tax Supported Payout Ratio

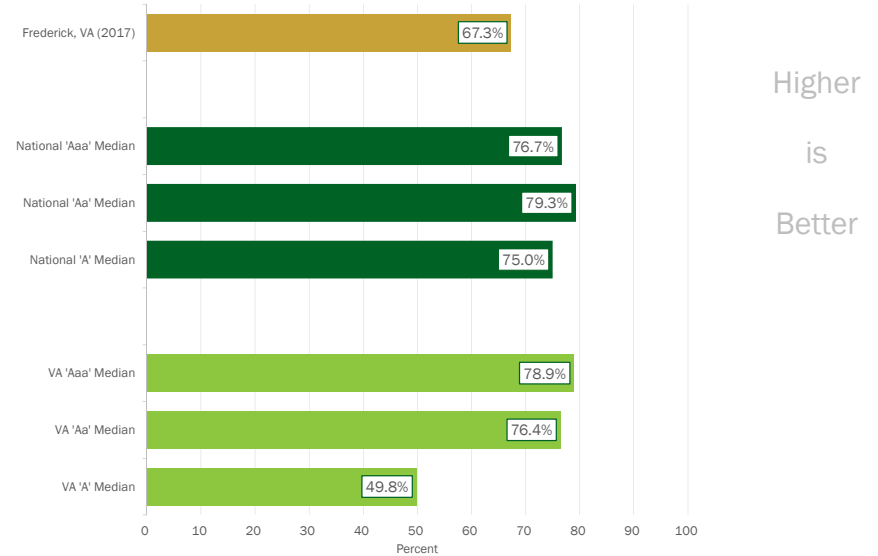


10-Year Payout Ratio



- Existing 10-year Payout Ratio
 - FY 2017: 67.3%
- The 10-Year Payout Ratio measures the amount of principal to be retired in the next 10 years.
- This ratio is an important metric that indicates whether or not a locality is back-loading its debt.
- The County may want to consider establishing a Financial Policy as it relates to a minimum 10-Year Payout Ratio policy.

10-Year Payout Ratio Peer Comparative



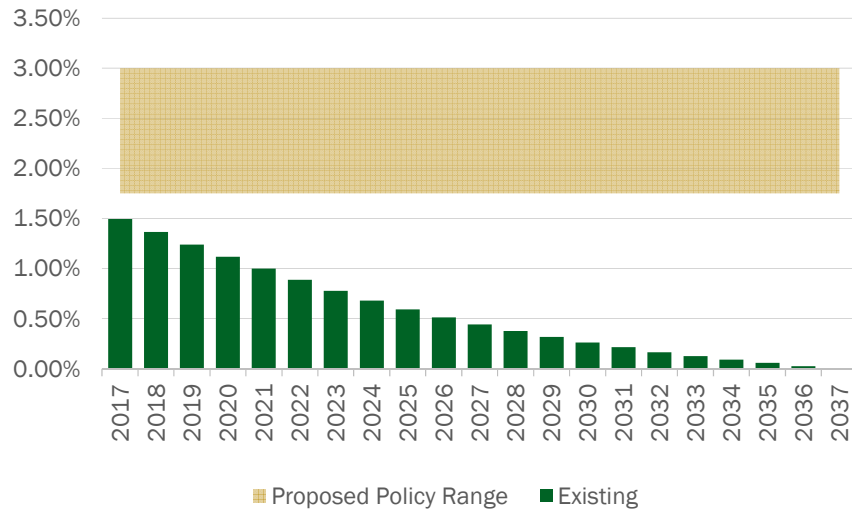
Rating Considerations

- Moody's: Moody's rating criteria for General Obligation credits allows for a scorecard adjustment if an issuer has unusually slow or rapid amortization of debt principal.
- S&P: A payout ratio greater than 65% results in a one point positive qualitative adjustment to the Debt & Contingent Liabilities section of S&P's General Obligation rating methodology.



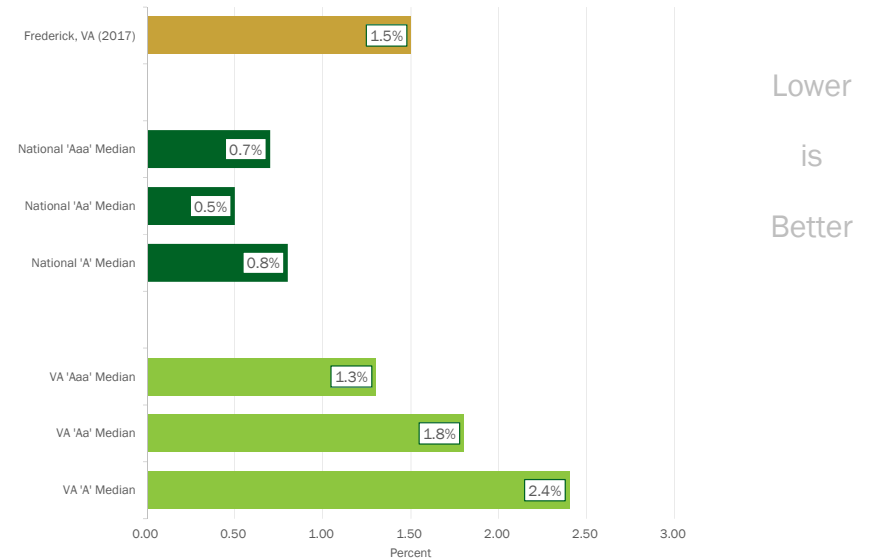
Key Debt Ratio: Debt to Assessed Value

Debt to Assessed Value



- Existing Debt to Assessed Value
 - FY 2017: 1.50%
- Assumed Future Growth Rates
 - 1/1/2016 Assessed Value: \$10,469,863,397
 - 2017 & Beyond: 1.00%
 - 5 Yr. Avg. Growth: 2.27%
 - 10Yr. Avg. Growth: 2.35%
- The County may want to consider establishing a Financial Policy as it relates to a maximum Debt to Assessed Value ratio.

Debt to Assessed Value Peer Comparative



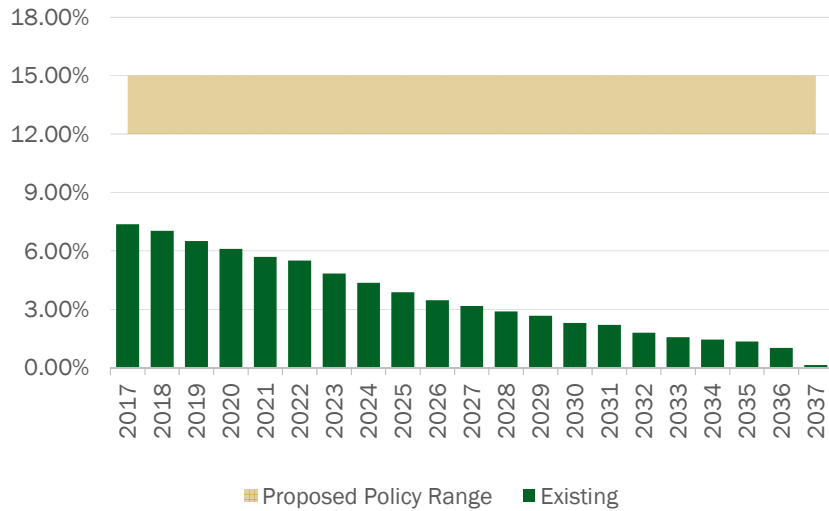
Rating Considerations

- **Moody's:** Under the Debt/Pensions section of Moody's methodology, debt to full value categories are defined as follows:
 - Aaa: <0.75%
 - Aa: 0.75% - 1.75%
 - A: 1.75% - 4.00%
 - Baa and below: >4.00%
- **S&P:** A positive qualitative adjustment is made to the Debt and Contingent Liabilities score for a debt to market value ratio below 3.00%, while a negative adjustment is made for a ratio above 10.00%.



Key Debt Ratio: Debt Service vs. Expenditures

Debt Service vs. Governmental Expenditures

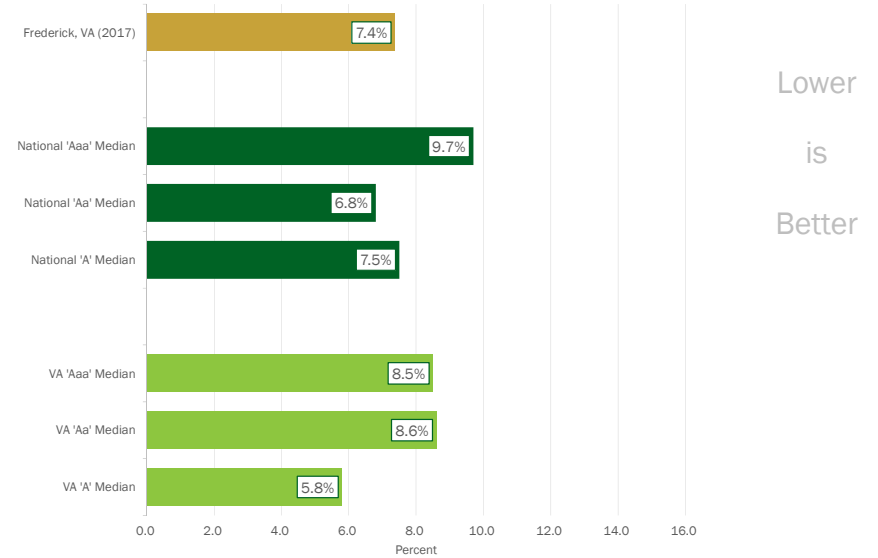


- Existing Debt Service vs. Expenditures
 - FY 2017: 7.37%
- Assumed Future Growth Rates
 - 2015 Adj. Expenditures⁽¹⁾: \$220,088,658
 - 2016 ⁽²⁾: 4.30%
 - 2017 ⁽²⁾: 5.70%
 - 2018 & Beyond: 1.00%
 - 5 Yr. Avg. Growth: 4.10%
 - 10Yr. Avg. Growth: 3.40%

■ The County may want to consider establishing a Financial Policy as it relates to a maximum Debt Service vs. Expenditures ratio.

(1) Governmental Expenditures represent the ongoing operating expenditures of the County and School Board (net of transfers). In this analysis, debt service and capital outlay expenditures are excluded.
 (2) Growth rates shown for 2016 & 2017 are based upon County expenditure growth included in the respective fiscal year budgets.

Debt Service vs. Expenditures Peer Comparative



Lower
is
Better

Rating Considerations

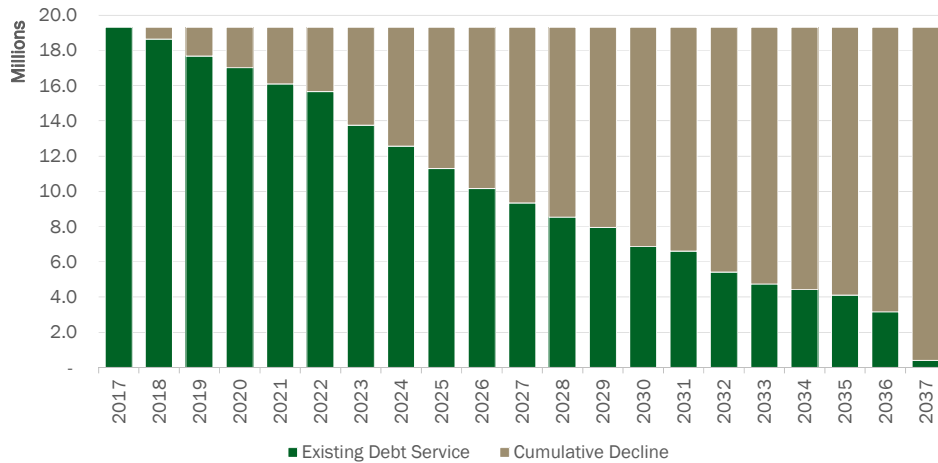
- Moody's: Moody's criteria allows for a scorecard adjustment if an issuer has very high or low debt service relative to its budget:
- S&P: The Debt and Contingent Liabilities section defines categories of Net Direct Debt as a % of Total Governmental Funds Expenditures as follows:

– Very Strong:	<8%
– Strong:	8% - 15%
– Adequate:	15% - 25%
– Weak:	25% - 35%
– Very Weak:	> 35%

Decline in Tax Supported Debt Service



Existing Tax Supported Debt Service Decline



Existing Tax Supported Debt Service Decline

FY	Existing Debt Service	Cumulative Decline
Total	213,761,456	
2017	19,313,841	-
2018	18,638,796	675,045
2019	17,682,401	1,631,439
2020	17,023,811	2,290,030
2021	16,104,360	3,209,481
2022	15,659,094	3,654,747
2023	13,756,534	5,557,306
2024	12,565,006	6,748,834
2025	11,296,528	8,017,313
2026	10,150,356	9,163,485
2027	9,346,389	9,967,451
2028	8,536,767	10,777,074
2029	7,950,583	11,363,258
2030	6,862,666	12,451,175
2031	6,609,805	12,704,036
2032	5,414,964	13,898,877
2033	4,739,689	14,574,151
2034	4,432,913	14,880,928
2035	4,106,408	15,207,433
2036	3,159,369	16,154,471
2037	411,176	18,902,665

Debt Affordability Analysis

Existing Debt



A FY	B Debt Service Requirements					C Revenue Available for DS							D Debt Service Cash Flow Surplus (Deficit)					R Estimated Incremental Tax Equivalent	S Capital Reserve Fund Balance
	B Existing Debt Service	C CIP Debt Service	D CIP Pay-Go Cash	E CIP Operating Impact	F Total	G General Fund Budgeted Debt Service	H General Fund Budgeted for Pay-Go Cash	I Other Available Revenues	J Round Hill Fire (35.35% of VFPF 2014)	K Millwood Fire Reimbursement ⁽¹⁾	L Credits for Series 2011 QSCBs ⁽²⁾	M Total Revenues Available	N Surplus/ (Deficit)	O Revenue From Prior Tax Impact	P Capital Reserve Utilized	Q Adjusted Surplus/ (Deficit)			
2017	19,313,841	-	-	-	19,313,841	18,830,782	-	-	131,088	74,999	276,973	19,313,841	-	-	-	-	-	-	
2018	18,638,796	-	-	-	18,638,796	18,830,782	-	-	130,435	74,999	276,973	19,313,188	674,392	-	-	674,392	-	674,392	
2019	17,682,401	-	-	-	17,682,401	18,830,782	-	-	131,149	74,999	276,973	19,313,902	1,631,500	-	-	1,631,500	-	2,305,892	
2020	17,023,811	-	-	-	17,023,811	18,830,782	-	-	131,699	74,999	276,973	19,314,452	2,290,641	-	-	2,290,641	-	4,596,533	
2021	16,104,360	-	-	-	16,104,360	18,830,782	-	-	130,354	74,999	276,973	19,313,107	3,208,747	-	-	3,208,747	-	7,805,280	
2022	15,659,094	-	-	-	15,659,094	18,830,782	-	-	130,544	74,999	276,973	19,313,297	3,654,203	-	-	3,654,203	-	11,459,484	
2023	13,756,534	-	-	-	13,756,534	18,830,782	-	-	130,456	74,999	276,973	19,313,209	5,556,675	-	-	5,556,675	-	17,016,158	
2024	12,565,006	-	-	-	12,565,006	18,830,782	-	-	130,186	74,999	276,973	19,312,939	6,747,933	-	-	6,747,933	-	23,764,091	
2025	11,296,528	-	-	-	11,296,528	18,830,782	-	-	131,458	74,999	276,973	19,314,211	8,017,683	-	-	8,017,683	-	31,781,774	
2026	10,150,356	-	-	-	10,150,356	18,830,782	-	-	130,735	74,999	276,973	19,313,488	9,163,132	-	-	9,163,132	-	40,944,907	
2027	9,346,389	-	-	-	9,346,389	18,830,782	-	-	131,837	74,999	276,973	19,314,590	9,968,200	-	-	9,968,200	-	50,913,107	
2028	8,536,767	-	-	-	8,536,767	18,830,782	-	-	131,209	74,999	276,973	19,313,962	10,777,196	-	-	10,777,196	-	61,690,303	
2029	7,950,583	-	-	-	7,950,583	18,830,782	-	-	130,401	74,999	276,973	19,313,154	11,362,571	-	-	11,362,571	-	73,052,873	
2030	6,862,666	-	-	-	6,862,666	18,830,782	-	-	131,168	74,999	276,973	19,313,921	12,451,256	-	-	12,451,256	-	85,504,129	
2031	6,609,805	-	-	-	6,609,805	18,830,782	-	-	130,442	74,999	276,973	19,313,195	12,703,390	-	-	12,703,390	-	98,207,519	
2032	5,414,964	-	-	-	5,414,964	18,830,782	-	-	131,777	74,999	138,486	19,176,044	13,761,080	-	-	13,761,080	-	111,968,599	
2033	4,739,689	-	-	-	4,739,689	18,830,782	-	-	131,143	74,999	-	19,036,924	14,297,234	-	-	14,297,234	-	126,265,833	
2034	4,432,913	-	-	-	4,432,913	18,830,782	-	-	130,334	74,999	-	19,036,115	14,603,202	-	-	14,603,202	-	140,869,035	
2035	4,106,408	-	-	-	4,106,408	18,830,782	-	-	131,126	74,999	-	19,036,907	14,930,499	-	-	14,930,499	-	155,799,535	
2036	3,159,369	-	-	-	3,159,369	18,830,782	-	-	131,576	74,999	-	19,037,357	15,877,987	-	-	15,877,987	-	171,677,522	
2037	411,176	-	-	-	411,176	18,830,782	-	-	-	74,999	-	18,905,781	18,494,604	-	-	18,494,604	-	190,172,126	
2038	-	-	-	-	-	18,830,782	-	-	-	74,999	-	18,905,781	18,905,781	-	-	18,905,781	-	209,077,907	
2039	-	-	-	-	-	18,830,782	-	-	-	74,999	-	18,905,781	18,905,781	-	-	18,905,781	-	227,983,688	
2040	-	-	-	-	-	18,830,782	-	-	-	74,999	-	18,905,781	18,905,781	-	-	18,905,781	-	246,889,468	
2041	-	-	-	-	-	18,830,782	-	-	-	74,999	-	18,905,781	18,905,781	-	-	18,905,781	-	265,795,249	
2042	-	-	-	-	-	18,830,782	-	-	-	50,332	-	18,881,114	18,881,114	-	-	18,881,114	-	284,676,362	
2043	-	-	-	-	-	18,830,782	-	-	-	-	-	18,830,782	18,830,782	-	-	18,830,782	-	303,507,144	
2044	-	-	-	-	-	18,830,782	-	-	-	-	-	18,830,782	18,830,782	-	-	18,830,782	-	322,337,926	
2045	-	-	-	-	-	18,830,782	-	-	-	-	-	18,830,782	18,830,782	-	-	18,830,782	-	341,168,707	
Total	213,761,456	-	-	-	213,761,456								Total	-	-	0.00¢	0.00¢		

- Assumed FY2017 Value of a Penny ⁽³⁾: \$800,000
- Assumed Growth Rate: 1.00%

(1) The 2015B VRA debt service matures in FY 2036; however, the reimbursement schedule from the Millwood Fire Department allows for payments through FY 2042.

(2) Note: 2011 QSCB debt service is shown per sinking fund requirements, gross of earnings and with gross interest expense. At the time of the issuance, the published QTCB (subsidy) rates were well above the stated coupon rates. Therefore, at issue, interest expense should be fully subsidized by the Federal Government. However, due to sequestration, a reduction in subsidy was implemented. For the period 10/1/2016 to 9/30/2017, the sequester reduction is 6.9%.

(3) Provided by Staff.

Observations



- The County's debt profile is well managed and exhibits material step down in annual debt service over the next several years.
- The County compares well to its Rated Peers.
- Within Key Debt Ratios, the County has Debt Capacity to fund future Capital Needs.
- Development of a long-range Capital Financing Model/Plan will be critical to understanding the County's future Debt Affordability. This creates the framework for developing and monitoring debt policies which enhance the County's ability to continue building upon the solid financial foundation achieved to date.
- The County participates in several regional government entities. The County is not directly involved with the daily operations nor is it financially responsible for these entities, as such these entities are not included in the County's CAFR. However, to the extent these entities pass-through capital and operational expenditures to the County at some level, it may be worthwhile discussing future participation and fiscal requirements that may potentially impact the County's budget. The entities which require further discussion and which have not been included in this analysis are:
 - Handley Regional Library Board;
 - Northwestern Regional Jail Authority;
 - Winchester Regional Airport Authority;
 - Frederick-Winchester Service Authority;
 - Northwestern Community Services Board; and
 - Frederick County Sanitation Authority.



4. Analysis of Selected Capital Projects



Analysis of Selected Capital Projects

Key Funding & Project Assumptions

Non-School Project

■ Courthouse	
– Issue Date of	5/1/2023
– Term/Amortization	20 Years (Level Principal)
– Interest Rate	5.0%
– Total Estimated Project Amount	\$50,000,000*
– Incremental Operating Costs	\$500,000*
– Operating Impact Commences at Open	FY 2025

Joint Project

■ Joint Administration Facility (County/Schools)	
– Issue Date of	5/1/2018
– Term/Amortization	20 Years (Level Principal)
– Interest Rate	4.50%
– Total Estimated Project Amount	\$40,000,000*
– Incremental Operating Costs	\$500,000*
– Operating Impact Commences at Open	FY 2020

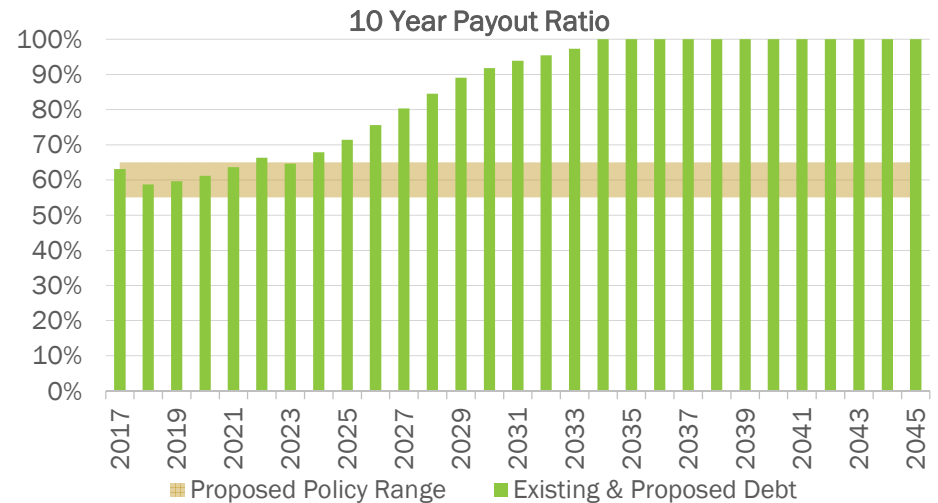
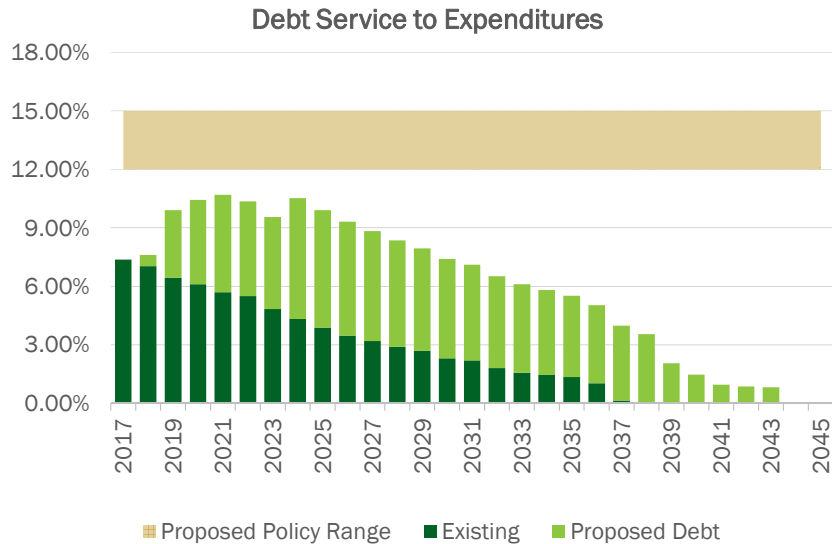
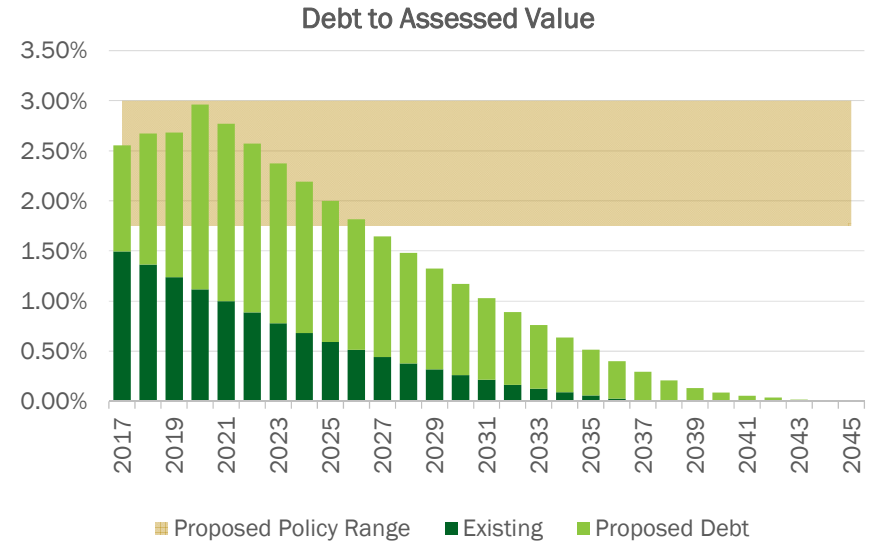
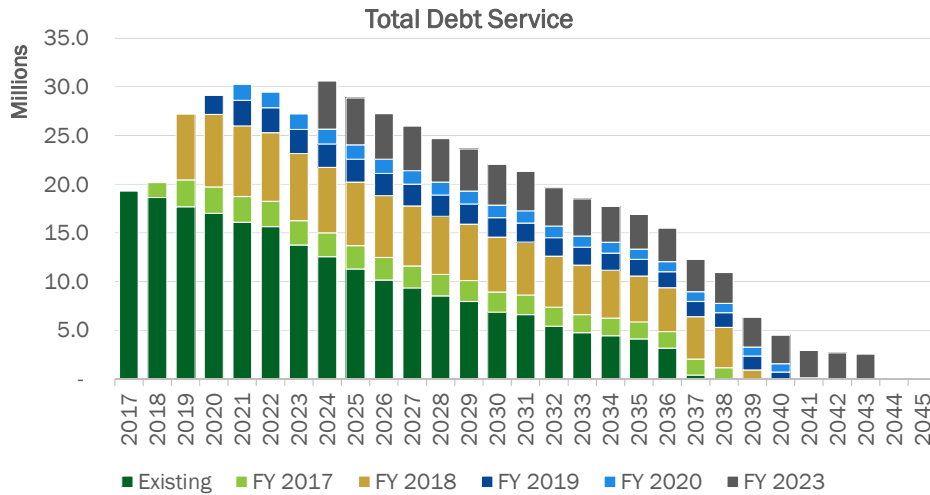
School Projects

■ 12 th Elementary School and Armel Elementary School Addition	
✳ <i>Note – Total Project Amount is spread over 4 bond issuances as follows:</i>	
– Issue Date of 11/1/2016	\$8,800,000 (at 4.0%)
– Issue Date of 5/1/2017	\$8,800,000 (at 4.0%)
– Issue Date of 11/1/2017	\$8,900,000 (at 4.50%)
– Issue Date of 5/1/2018	\$4,400,000 (at 4.50%)
– Total Estimated Project Amount	\$30,900,000*
– Incremental Operating Costs	\$2,300,000*
– Operating Impact Commences at Open	FY 2019
– Term/Amortization	20 Years (Level Principal)
■ 4 th High School	
✳ <i>Note – Total Project Amount is spread over 7 bond issuances as follows:</i>	
– Issue Date of 5/1/2017	\$13,700,000 (at 4.0%)
– Issue Date of 11/1/2017	\$13,700,000 (at 4.50%)
– Issue Date of 5/1/2018	\$13,700,000 (at 4.50%)
– Issue Date of 11/1/2018	\$13,700,000 (at 4.50%)
– Issue Date of 5/1/2019	\$13,700,000 (at 5.0%)
– Issue Date of 11/1/2019	\$14,100,000 (at 5.0%)
– Issue Date of 5/1/2020	\$2,600,000 (at 5.0%)
– Total Estimated Project Amount	\$85,200,000*
– Incremental Operating Costs	\$7,200,000*
– Operating Impact Commences at Open	FY 2021
– Term/Amortization	20 Years (Level Principal)

Total School Projects	\$116,100,000*
Non-School Project	50,000,000*
Joint Project	40,000,000*
GRAND Total Selected Projects	\$206,100,000*

Debt Profile and Key Debt Ratios

Existing & Proposed Debt



Debt Affordability Analysis

Existing & Proposed Debt



* The figures in the table below are based upon preliminary planning estimates and are subject to change.

A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P	Q	R	S	
Debt Service Requirements						Revenue Available for DS						Debt Service Cash Flow Surplus (Deficit)							
FY	Existing Debt Service	CIP Debt Service	CIP Pay-Go Cash	CIP Operating Impact ⁽¹⁾	Total	General Fund Budgeted Debt Service	General Fund Budgeted for Pay-Go Cash	Other Available Revenues	Round Hill Fire (35.35% of VFPF 2014)	Millwood Fire Reimbursement ⁽²⁾	Credits for Series 2011 QSCBs ⁽³⁾	Total Revenues Available	Surplus/ (Deficit)	Revenue From Prior Tax Impact	Capital Reserve Utilized	Adjusted Surplus/ (Deficit)	Estimated Incremental Tax Equivalent	Capital Reserve Fund Balance	
2017	19,313,841	-	-	-	19,313,841	18,830,782	-	-	131,088	74,999	276,973	19,313,841	-	-	-	-	-	-	
2018	18,638,796	1,546,200	-	-	20,184,996	18,830,782	-	-	130,435	74,999	276,973	19,313,188	(871,808)	-	-	(871,808)	1.08¢	-	
2019	17,682,401	9,509,800	-	2,300,000	29,492,201	18,830,782	-	-	131,149	74,999	276,973	19,313,902	(10,178,300)	880,526	-	(9,297,774)	11.39¢	-	
2020	17,023,811	12,094,325	-	2,800,000	31,918,136	18,830,782	-	-	131,699	74,999	276,973	19,314,452	(12,603,684)	10,280,083	-	(2,323,601)	2.82¢	-	
2021	16,104,360	14,170,450	-	10,000,000	40,274,810	18,830,782	-	-	130,354	74,999	276,973	19,313,107	(20,961,703)	12,729,721	-	(8,231,981)	9.89¢	-	
2022	15,659,094	13,808,950	-	10,000,000	39,468,044	18,830,782	-	-	130,544	74,999	276,973	19,313,297	(20,154,747)	21,171,320	-	1,016,573	-	1,016,573	
2023	13,756,534	13,457,950	-	10,000,000	37,214,484	18,830,782	-	-	130,456	74,999	276,973	19,313,209	(17,901,275)	21,383,033	-	3,481,757	-	4,498,330	
2024	12,565,006	18,044,450	-	10,000,000	40,609,456	18,830,782	-	-	130,186	74,999	276,973	19,312,939	(21,296,517)	21,596,863	-	300,346	-	4,798,676	
2025	11,296,528	17,568,450	-	10,500,000	39,364,978	18,830,782	-	-	131,458	74,999	276,973	19,314,211	(20,050,767)	21,812,832	-	1,762,065	-	6,560,741	
2026	10,150,356	17,092,450	-	10,500,000	37,742,806	18,830,782	-	-	130,735	74,999	276,973	19,313,488	(18,429,318)	22,030,960	-	3,601,642	-	10,162,383	
2027	9,346,389	16,616,450	-	10,500,000	36,462,839	18,830,782	-	-	131,837	74,999	276,973	19,314,590	(17,148,250)	22,251,270	-	5,103,020	-	15,265,403	
2028	8,536,767	16,140,450	-	10,500,000	35,177,217	18,830,782	-	-	131,209	74,999	276,973	19,313,962	(15,863,254)	22,473,782	-	6,610,528	-	21,875,931	
2029	7,950,583	15,664,450	-	10,500,000	34,115,033	18,830,782	-	-	130,401	74,999	276,973	19,313,154	(14,801,879)	22,698,520	-	7,896,641	-	29,772,572	
2030	6,862,666	15,188,450	-	10,500,000	32,551,116	18,830,782	-	-	131,168	74,999	276,973	19,313,921	(13,237,194)	22,925,505	-	9,688,311	-	39,460,883	
2031	6,609,805	14,712,450	-	10,500,000	31,822,255	18,830,782	-	-	130,442	74,999	276,973	19,313,195	(12,509,060)	23,154,760	-	10,645,700	-	50,106,583	
2032	5,414,964	14,236,450	-	10,500,000	30,151,414	18,830,782	-	-	131,777	74,999	138,486	19,176,044	(10,975,370)	23,386,308	-	12,410,938	-	62,517,521	
2033	4,739,689	13,760,450	-	10,500,000	29,000,139	18,830,782	-	-	131,143	74,999	-	19,036,924	(9,963,216)	23,620,171	-	13,656,955	-	76,174,476	
2034	4,432,913	13,284,450	-	10,500,000	28,217,363	18,830,782	-	-	130,334	74,999	-	19,036,115	(9,181,248)	23,856,373	-	14,675,125	-	90,849,602	
2035	4,106,408	12,808,450	-	10,500,000	27,414,858	18,830,782	-	-	131,126	74,999	-	19,036,907	(8,377,951)	24,094,937	-	15,716,986	-	106,566,588	
2036	3,159,369	12,332,450	-	10,500,000	25,991,819	18,830,782	-	-	131,576	74,999	-	19,037,357	(6,954,463)	24,335,886	-	17,381,423	-	123,948,011	
2037	411,176	11,856,450	-	10,500,000	22,767,626	18,830,782	-	-	-	74,999	-	18,905,781	(3,861,846)	24,579,245	-	20,717,399	-	144,665,410	
2038	-	10,949,250	-	10,500,000	21,449,250	18,830,782	-	-	-	74,999	-	18,905,781	(2,543,469)	24,825,037	-	22,281,568	-	166,946,977	
2039	-	6,328,775	-	10,500,000	16,828,775	18,830,782	-	-	-	74,999	-	18,905,781	2,077,006	25,073,288	-	27,150,293	-	194,097,271	
2040	-	4,502,000	-	10,500,000	15,002,000	18,830,782	-	-	-	74,999	-	18,905,781	3,903,781	25,324,020	-	29,227,801	-	223,325,072	
2041	-	2,945,750	-	10,500,000	13,445,750	18,830,782	-	-	-	74,999	-	18,905,781	5,460,031	25,577,261	-	31,037,291	-	254,362,363	
2042	-	2,687,500	-	10,500,000	13,187,500	18,830,782	-	-	-	50,332	-	18,881,114	5,693,614	25,833,033	-	31,526,647	-	285,889,010	
2043	-	2,562,500	-	10,500,000	13,062,500	18,830,782	-	-	-	-	-	18,830,782	5,768,282	26,091,364	-	31,859,645	-	317,748,655	
2044	-	-	-	10,500,000	10,500,000	18,830,782	-	-	-	-	-	18,830,782	8,330,782	26,352,277	-	34,683,059	-	352,431,714	
2045	-	-	-	10,500,000	10,500,000	18,830,782	-	-	-	-	-	18,830,782	8,330,782	26,615,800	-	34,946,582	-	387,378,295	
Total	213,761,456	303,869,750	-	265,600,000	783,231,206								Total				Total Tax Effect	25.18¢	

- Assumed FY2017 Value of a Penny⁽⁴⁾: \$800,000
- Assumed Growth Rate: 1.00%

- The CIP Operating Impact represents the estimated incremental increase to annual operating expenses related to the Selected Projects: (a) \$2.3 Million commencing FY 2019 for the 12th Elementary School and Arnel Elementary School Addition; (b) \$0.5 Million commencing FY 2020 for the Joint Administration Facility; (c) \$7.2 Million commencing FY 2021 for the 4th High School; and (d) \$0.5 Million commencing FY 2025 for the Courthouse.
- The 2015B VRA debt service matures in FY 2036; however, the reimbursement schedule from the Millwood Fire Department allows for payments through FY 2042.
- Note: 2011 QSCB debt service is shown per sinking fund requirements, gross of earnings and with gross interest expense. At the time of the issuance, the published QTCB (subsidy) rates were well above the stated coupon rates. Therefore, at issue, interest expense should be fully subsidized by the Federal Government. However, due to sequestration, a reduction in subsidy was implemented. For the period 10/1/2016 to 9/30/2017, the sequester reduction is 6.9%.
- Provided by Staff.

Financial Policy Guidelines



- As the County moves forward in assessing future capital projects and developing a plan of finance, Davenport recommends that the County Board of Supervisors consider adopting, amending, and/or enhancing a series of Financial Policy Guidelines that cover the following areas of County operations:
 - Capital Improvement Budget Policies;
 - Debt Policies;
 - Reserve Policies; and
 - Budget Development Policies.

- Financial Policy Guidelines can serve to:
 - Contribute to the County's ability to insulate itself from fiscal crisis;
 - Enhance short-term and long-term financial performance by helping to achieve the highest credit and bond ratings possible;
 - Promote long-term financial stability by establishing clear and consistent guidelines;
 - Direct attention to the total financial picture of the County rather than single issue areas;
 - Promote the view of linking long-term financial planning with day-to-day operations; and
 - Provide the County Staff, County Board of Supervisors, and Citizens a framework for measuring the fiscal impact of government services against established fiscal parameters and guidelines.



Appendix A

Details: Existing Tax Supported Debt

Existing Tax Supported Debt



Total Tax Supported Debt Service

FY	Principal	Interest	Total
Total	158,253,067	55,508,389	213,761,456
2017	12,281,479	7,032,361	19,313,841
2018	12,239,456	6,399,340	18,638,796
2019	11,858,948	5,823,453	17,682,401
2020	11,760,478	5,263,333	17,023,811
2021	11,383,537	4,720,823	16,104,360
2022	11,457,809	4,201,285	15,659,094
2023	10,066,131	3,690,404	13,756,534
2024	9,326,735	3,238,272	12,565,006
2025	8,467,548	2,828,980	11,296,528
2026	7,690,434	2,459,922	10,150,356
2027	7,206,178	2,140,212	9,346,389
2028	6,683,542	1,853,224	8,536,767
2029	6,360,043	1,590,541	7,950,583
2030	5,494,443	1,368,223	6,862,666
2031	5,585,510	1,024,295	6,609,805
2032	4,728,509	686,454	5,414,964
2033	4,222,708	516,981	4,739,689
2034	4,070,124	362,789	4,432,913
2035	3,888,025	218,383	4,106,408
2036	3,076,430	82,940	3,159,369
2037	405,000	6,176	411,176

School (General Obligations)

FY	Principal	Interest	Total
Total	123,394,245	39,664,672	163,058,917
2017	10,049,127	5,512,068	15,561,195
2018	10,402,583	4,957,708	15,360,291
2019	10,341,220	4,453,035	14,794,255
2020	10,180,047	3,954,044	14,134,091
2021	9,733,540	3,491,494	13,225,034
2022	9,731,944	3,041,115	12,773,059
2023	8,590,784	2,607,867	11,198,651
2024	7,780,000	2,230,754	10,010,754
2025	6,855,000	1,895,969	8,750,969
2026	6,000,000	1,610,521	7,610,521
2027	5,425,000	1,373,569	6,798,569
2028	4,815,000	1,169,750	5,984,750
2029	4,410,000	995,019	5,405,019
2030	3,455,000	860,449	4,315,449
2031	3,455,000	603,800	4,058,800
2032	3,080,000	351,221	3,431,221
2033	2,685,000	255,205	2,940,205
2034	2,460,000	169,406	2,629,406
2035	2,210,000	91,711	2,301,711
2036	1,330,000	33,791	1,363,791
2037	405,000	6,176	411,176

School (Lit Loans)

FY	Principal	Interest	Total
Total	1,196,169	47,345	1,243,514
2017	814,169	35,885	850,054
2018	382,000	11,460	393,460
2019	-	-	-
2020	-	-	-
2021	-	-	-
2022	-	-	-
2023	-	-	-
2024	-	-	-
2025	-	-	-
2026	-	-	-
2027	-	-	-
2028	-	-	-
2029	-	-	-
2030	-	-	-
2031	-	-	-
2032	-	-	-
2033	-	-	-
2034	-	-	-
2035	-	-	-
2036	-	-	-
2037	-	-	-

Existing Tax Supported Debt



Non-School (General Obligations)

FY	Principal	Interest	Total
Total	1,803,582	157,776	1,961,357
2017	282,705	44,188	326,893
2018	289,631	37,261	326,893
2019	296,727	30,166	326,893
2020	303,997	22,896	326,893
2021	311,445	15,448	326,893
2022	319,075	7,817	326,893
2023	-	-	-
2024	-	-	-
2025	-	-	-
2026	-	-	-
2027	-	-	-
2028	-	-	-
2029	-	-	-
2030	-	-	-
2031	-	-	-
2032	-	-	-
2033	-	-	-
2034	-	-	-
2035	-	-	-
2036	-	-	-
2037	-	-	-

Non-School (Lease/Revenue Obligations)

FY	Principal	Interest	Total
Total	31,721,500	15,620,425	47,341,925
2017	1,101,250	1,435,592	2,536,842
2018	1,146,250	1,389,271	2,535,521
2019	1,206,250	1,337,157	2,543,407
2020	1,261,250	1,283,843	2,545,093
2021	1,325,561	1,212,204	2,537,765
2022	1,393,399	1,151,075	2,544,473
2023	1,461,543	1,081,673	2,543,215
2024	1,532,505	1,007,079	2,539,583
2025	1,612,548	933,011	2,545,559
2026	1,690,434	849,401	2,539,835
2027	1,781,178	766,643	2,547,821
2028	1,868,542	683,474	2,552,017
2029	1,950,043	595,522	2,545,564
2030	2,039,443	507,774	2,547,217
2031	2,130,510	420,495	2,551,005
2032	1,648,509	335,233	1,983,743
2033	1,537,708	261,776	1,799,484
2034	1,610,124	193,383	1,803,506
2035	1,678,025	126,672	1,804,697
2036	1,746,430	49,149	1,795,578
2037	-	-	-

Non-School (Other Obligations)

FY	Principal	Interest	Total
Total	137,571	18,172	155,744
2017	34,228	4,629	38,858
2018	18,992	3,639	22,631
2019	14,751	3,096	17,847
2020	15,184	2,550	17,734
2021	12,991	1,678	14,669
2022	13,391	1,277	14,669
2023	13,804	864	14,669
2024	14,230	439	14,669
2025	-	-	-
2026	-	-	-
2027	-	-	-
2028	-	-	-
2029	-	-	-
2030	-	-	-
2031	-	-	-
2032	-	-	-
2033	-	-	-
2034	-	-	-
2035	-	-	-
2036	-	-	-
2037	-	-	-

School: General Obligations



\$1,200,000
VPSA School Bonds, Series 1996

FY	Coupon	Principal	Interest	Total
Total		60,000	1,568	61,568
2017	5.349%	60,000	1,568	61,568
2018				
2019				
2020				
2021				
2022				
2023				
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* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: ##### Next Call: Current
100%

Purpose: Stonewall/ Senseny Road Insurance: n/a

Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2016

Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$1,355,000
VPSA School Bonds, Series 1997

FY	Coupon	Principal	Interest	Total
Total		130,000	7,280	137,280
2017	5.600%	65,000	5,460	70,460
2018	5.475%	65,000	1,820	66,820
2019				
2020				
2021				
2022				
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* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 5/1/1997 Next Call: Current
100%

Purpose: Repay 10M Bridge Loan Insurance: n/a

Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2017

Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$3,200,000
VPSA School Bonds, Series 1998

FY	Coupon	Principal	Interest	Total
Total		480,000	36,720	516,720
2017	5.100%	160,000	20,400	180,400
2018	5.100%	160,000	12,240	172,240
2019	5.100%	160,000	4,080	164,080
2020				
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* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 4/1/1998 Next Call: Current
100%

Purpose: Additions Middletown/
Armel Insurance: n/a

Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2018

Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

School: General Obligations



\$6,150,000 VPSA School Bonds, Series 2001

FY	Coupon	Principal	Interest	Total
Total		1,830,000	252,540	2,082,540
2017	4.550%	305,000	79,453	384,453
2018	4.550%	305,000	63,898	368,898
2019	4.550%	305,000	48,343	353,343
2020	4.550%	305,000	32,788	337,788
2021	4.550%	305,000	20,283	325,283
2022	4.550%	305,000	7,778	312,778
2023				
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* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 11/15/2001 Next Call: Current
100%

Purpose: Millbrook High School (5.15M), Insurance: n/a
11th elem (1M)

Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2021

Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$8,385,000 VPSA School Bonds, Series 2002

FY	Coupon	Principal	Interest	Total
Total		2,925,000	520,583	3,445,583
2017	4.667%	420,000	138,465	558,465
2018	4.667%	420,000	117,045	537,045
2019	4.667%	420,000	95,625	515,625
2020	4.667%	420,000	74,205	494,205
2021	4.667%	415,000	52,913	467,913
2022	4.667%	415,000	31,748	446,748
2023	4.667%	415,000	10,583	425,583
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* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 4/30/2002 Next Call: Current
100%

Purpose: Third High School -(\$4.8MM), Insurance: n/a
JWMS renov. (\$3.6MM)

Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2022

Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$3,315,000 VPSA School Bonds, Series 2002 (Non-Subsidy)

FY	Coupon	Principal	Interest	Total
Total		1,155,000	197,505	1,352,505
2017	4.770%	165,000	53,048	218,048
2018	4.770%	165,000	44,633	209,633
2019	4.770%	165,000	36,218	201,218
2020	4.770%	165,000	27,803	192,803
2021	4.770%	165,000	19,800	184,800
2022	4.770%	165,000	12,004	177,004
2023	4.770%	165,000	4,001	169,001
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* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 11/7/2002 Next Call: Current
100%

Purpose: 3rd High School (\$1.515M), Insurance: n/a
JWMS (\$.8 M), 4th MS (1 M)

Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2022

Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

School: General Obligations



\$3,782,296

VPSA School Bonds, Series 2002 (Subsidy)

FY	Coupon	Principal	Interest	Total
Total		1,434,245	250,052	1,684,297
2017	4.770%	194,127	66,084	260,211
2018	4.770%	197,583	56,096	253,679
2019	4.770%	201,220	45,926	247,146
2020	4.770%	205,047	35,566	240,613
2021	4.770%	208,540	25,541	234,081
2022	4.770%	211,944	15,605	227,549
2023	4.770%	215,784	5,233	221,017
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* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 11/7/2002 Next Call: Current
 100%
 Purpose: 3rd High School = \$3.8MM Insurance: n/a
 Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2022
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$12,655,000

VPSA School Bonds, Series 2003

FY	Coupon	Principal	Interest	Total
Total		5,040,000	974,610	6,014,610
2017	5.100%	630,000	228,375	858,375
2018	4.100%	630,000	199,395	829,395
2019	5.100%	630,000	170,415	800,415
2020	5.100%	630,000	138,285	768,285
2021	5.100%	630,000	106,155	736,155
2022	5.100%	630,000	74,025	704,025
2023	4.600%	630,000	43,470	673,470
2024	4.600%	630,000	14,490	644,490
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* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 4/30/2003 Next Call: Current
 100%
 Purpose: Millbrook (\$7MM), Insurance: n/a
 JWMS (\$5.7MM), 4th MS (\$0 M), Transp (\$0)
 Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2023
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$5,980,000

VPSA School Bonds, Series 2003

FY	Coupon	Principal	Interest	Total
Total		2,380,000	479,730	2,859,730
2017	5.350%	300,000	113,355	413,355
2018	5.350%	300,000	97,305	397,305
2019	5.100%	300,000	81,630	381,630
2020	4.600%	300,000	67,080	367,080
2021	5.100%	295,000	52,658	347,658
2022	5.100%	295,000	37,613	332,613
2023	5.100%	295,000	22,568	317,568
2024	5.100%	295,000	7,523	302,523
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* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 11/14/2003 Next Call: Current
 100%
 Purpose: 4th middle school Insurance: n/a
 Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2023
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

School: General Obligations



\$8,580,000
VPSA School Bonds, Series 2004

FY	Coupon	Principal	Interest	Total
Total		3,850,000	881,025	4,731,025
2017	5.100%	430,000	185,385	615,385
2018	5.100%	430,000	163,455	593,455
2019	5.100%	430,000	141,525	571,525
2020	5.100%	430,000	119,595	549,595
2021	5.100%	430,000	97,665	527,665
2022	5.100%	425,000	75,863	500,863
2023	5.100%	425,000	54,188	479,188
2024	5.100%	425,000	32,513	457,513
2025	5.100%	425,000	10,838	435,838
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* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 4/30/2004 Next Call: Current
 100%
 Purpose: 4th middle \$8.2MM, Insurance: n/a
 11th elem \$1MM
 Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2024
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$8,550,000
VPSA School Bonds, Series 2004

FY	Coupon	Principal	Interest	Total
Total		3,825,000	790,547	4,615,547
2017	5.100%	425,000	169,894	594,894
2018	5.100%	425,000	148,219	573,219
2019	5.100%	425,000	126,644	551,644
2020	4.100%	425,000	104,869	529,869
2021	4.225%	425,000	85,319	510,319
2022	4.600%	425,000	67,628	492,628
2023	4.600%	425,000	48,875	473,875
2024	4.600%	425,000	29,325	454,325
2025	4.475%	425,000	9,775	434,775
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* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: ##### Next Call: Current
 100%
 Purpose: BMS \$8.2MM, Insurance: n/a
 11th elem \$1MM
 Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2024
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$5,995,000
VPSA School Bonds, Series 2005

FY	Coupon	Principal	Interest	Total
Total		2,995,000	731,059	3,726,059
2017	5.100%	300,000	139,883	439,883
2018	5.100%	300,000	124,583	424,583
2019	5.100%	300,000	109,283	409,283
2020	4.100%	300,000	95,483	395,483
2021	5.100%	300,000	81,683	381,683
2022	5.100%	300,000	66,383	366,383
2023	5.100%	300,000	51,083	351,083
2024	5.100%	300,000	35,783	335,783
2025	5.100%	300,000	20,483	320,483
2026	4.350%	295,000	6,416	301,416
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2037				

* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 5/12/2005 Next Call: Current
 100%
 Purpose: \$1.560 4th middle, Insurance: n/a
 \$4.8 11th elem
 Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2025
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

School: General Obligations



\$5,685,000 VPSA School Bonds, Series 2005

FY	Coupon	Principal	Interest	Total
Total		2,835,000	690,498	3,525,498
2017	5.100%	285,000	133,818	418,818
2018	5.100%	285,000	119,283	404,283
2019	5.100%	285,000	104,748	389,748
2020	5.100%	285,000	90,213	375,213
2021	5.100%	285,000	75,678	360,678
2022	5.100%	285,000	61,143	346,143
2023	5.100%	285,000	46,608	331,608
2024	4.600%	280,000	32,900	312,900
2025	4.850%	280,000	19,670	299,670
2026	4.600%	280,000	6,440	286,440
2027				
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* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: ##### Next Call: Current
100%
Purpose: \$5.685 11th elem Insurance: n/a
Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2025
Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$6,305,000 VPSA School Bonds, Series 2006

FY	Coupon	Principal	Interest	Total
Total		3,465,000	910,704	4,375,704
2017	5.100%	315,000	160,414	475,414
2018	5.100%	315,000	144,349	459,349
2019	5.100%	315,000	128,284	443,284
2020	5.100%	315,000	112,219	427,219
2021	5.100%	315,000	96,154	411,154
2022	4.475%	315,000	81,073	396,073
2023	4.600%	315,000	66,780	381,780
2024	4.600%	315,000	52,290	367,290
2025	4.600%	315,000	37,800	352,800
2026	4.600%	315,000	23,310	338,310
2027	5.100%	315,000	8,033	323,033
2028				
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* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 5/10/2006 Next Call: 8/1/2016
100%
Purpose: \$5.7 gaines, Insurance: n/a
\$.830 -11th elem
Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2026
Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$5,830,000 VPSA School Bonds, Series 2006

FY	Coupon	Principal	Interest	Total
Total		3,190,000	788,981	3,978,981
2017	5.100%	290,000	136,228	426,228
2018	4.225%	290,000	122,706	412,706
2019	4.350%	290,000	110,273	400,273
2020	4.350%	290,000	97,658	387,658
2021	4.350%	290,000	85,043	375,043
2022	4.600%	290,000	72,065	362,065
2023	4.400%	290,000	59,015	349,015
2024	4.475%	290,000	46,146	336,146
2025	4.475%	290,000	33,169	323,169
2026	4.600%	290,000	20,010	310,010
2027	4.600%	290,000	6,670	296,670
2028				
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* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 11/9/2006 Next Call: 8/1/2016
100%
Purpose: Replacement Insurance: n/a
Gainesboro
Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2026
Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

School: General Obligations



\$4,370,000

VPSA School Bonds, Series 2007

FY	Coupon	Principal	Interest	Total
Total		2,610,000	750,872	3,360,872
2017	5.100%	220,000	121,376	341,376
2018	5.100%	220,000	110,156	330,156
2019	5.100%	220,000	98,936	318,936
2020	5.100%	220,000	87,716	307,716
2021	4.100%	220,000	77,596	297,596
2022	5.100%	220,000	67,476	287,476
2023	5.100%	215,000	56,384	271,384
2024	4.475%	215,000	46,091	261,091
2025	4.500%	215,000	36,443	251,443
2026	4.500%	215,000	26,768	241,768
2027	5.100%	215,000	16,448	231,448
2028	5.100%	215,000	5,483	220,483
2029				
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2035				
2036				
2037				

* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 4/30/2007 Next Call: 8/1/2017
 100%
 Purpose: Gainesboro Insurance: n/a
 final borrowing
 Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2027
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$3,800,000

VPSA School Bonds, Series 2007

FY	Coupon	Principal	Interest	Total
Total		2,280,000	688,418	2,968,418
2017	5.100%	190,000	110,010	300,010
2018	5.100%	190,000	100,320	290,320
2019	5.100%	190,000	90,630	280,630
2020	5.100%	190,000	80,940	270,940
2021	5.100%	190,000	71,250	261,250
2022	5.100%	190,000	61,560	251,560
2023	4.350%	190,000	52,583	242,583
2024	5.100%	190,000	43,605	233,605
2025	5.100%	190,000	33,915	223,915
2026	5.100%	190,000	24,225	214,225
2027	5.100%	190,000	14,535	204,535
2028	5.100%	190,000	4,845	194,845
2029				
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2037				

* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 11/4/2007 Next Call: 8/1/2017
 100%
 Purpose: 12th Elementary School Insurance: n/a
 Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2027
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$13,450,000

VPSA School Bonds, Series 2008

FY	Coupon	Principal	Interest	Total
Total		8,725,000	2,846,638	11,571,638
2017	5.100%	675,000	424,413	1,099,413
2018	5.100%	675,000	389,988	1,064,988
2019	5.100%	675,000	355,563	1,030,563
2020	5.100%	670,000	321,265	991,265
2021	5.100%	670,000	287,095	957,095
2022	5.100%	670,000	252,925	922,925
2023	5.100%	670,000	218,755	888,755
2024	5.100%	670,000	184,585	854,585
2025	5.100%	670,000	150,415	820,415
2026	5.100%	670,000	116,245	786,245
2027	5.100%	670,000	82,075	752,075
2028	5.100%	670,000	47,905	717,905
2029	4.600%	670,000	15,410	685,410
2030				
2031				
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2037				

* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 4/30/2008 Next Call: 8/1/2018
 100%
 Purpose: 12th elem, transportation, Insurance: n/a
 APR, Replacement FCMS
 Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2028
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

School: General Obligations



\$5,720,000 VPSA School Bonds, Series 2008

FY	Coupon	Principal	Interest	Total
Total		3,705,000	1,260,626	4,965,626
2017	5.100%	285,000	186,675	471,675
2018	5.100%	285,000	172,140	457,140
2019	5.100%	285,000	157,605	442,605
2020	5.350%	285,000	142,714	427,714
2021	5.350%	285,000	127,466	412,466
2022	5.250%	285,000	112,219	397,219
2023	5.250%	285,000	96,971	381,971
2024	5.250%	285,000	81,724	366,724
2025	5.250%	285,000	66,476	351,476
2026	5.250%	285,000	51,229	336,229
2027	5.100%	285,000	36,338	321,338
2028	5.100%	285,000	21,803	306,803
2029	5.100%	285,000	7,268	292,268
2030				
2031				
2032				
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2035				
2036				
2037				

* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 11/25/2008 Next Call: 8/1/2018
 100%
 Purpose: Schools Insurance: n/a
 Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2028
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$7,975,000 VPSA School Bonds, Series 2011

FY	Coupon	Principal	Interest	Total
Total		6,375,000	2,181,088	8,556,088
2017	5.100%	400,000	280,100	680,100
2018	5.100%	400,000	259,900	659,900
2019	5.100%	400,000	239,700	639,700
2020	5.100%	400,000	219,500	619,500
2021	5.100%	400,000	199,300	599,300
2022	5.100%	400,000	179,100	579,100
2023	5.100%	400,000	158,900	558,900
2024	5.100%	400,000	138,700	538,700
2025	4.100%	400,000	118,500	518,500
2026	4.100%	400,000	101,800	501,800
2027	4.100%	400,000	87,100	487,100
2028	4.100%	395,000	71,001	466,001
2029	4.100%	395,000	55,498	450,498
2030	4.225%	395,000	39,994	434,994
2031	4.350%	395,000	23,996	418,996
2032	4.350%	395,000	7,999	402,999
2033				
2034				
2035				
2036				
2037				

* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 11/9/2011 Next Call: 8/1/2021
 100%
 Purpose: Schools New Transportation Insurance: n/a
 Facility & Land for High/Middle School
 Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2031
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$7,000,000 VPSA School Bonds, Series 2011 (QSCBS)

FY	Coupon	Principal	Interest	Total
Total		5,540,000	4,313,750	9,853,750
2017	5.100%	365,000	297,500	662,500
2018	5.100%	365,000	297,500	662,500
2019	5.100%	370,000	297,500	667,500
2020	5.100%	370,000	297,500	667,500
2021	5.100%	370,000	297,500	667,500
2022	5.100%	370,000	297,500	667,500
2023	5.100%	370,000	297,500	667,500
2024	5.100%	370,000	297,500	667,500
2025	5.100%	370,000	297,500	667,500
2026	3.350%	370,000	297,500	667,500
2027	4.100%	370,000	297,500	667,500
2028	4.100%	370,000	297,500	667,500
2029	3.850%	370,000	297,500	667,500
2030	4.100%	370,000	297,500	667,500
2031	4.100%	370,000	148,750	518,750
2032				
2033				
2034				
2035				
2036				
2037				

* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 12/1/2011 Next Call: 8/1/2021
 100%
 Purpose: Schools Insurance: n/a
 New Transportation Facility
 Coupon Dates: 6/1, 12/1 Maturity Date: 12/1/2030
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

School: General Obligations



\$4,435,000 VPSA School Bonds, Series 2012

FY	Coupon	Principal	Interest	Total
Total		3,760,000	1,025,215	4,785,215
2017	5.100%	225,000	130,199	355,199
2018	5.100%	225,000	118,836	343,836
2019	4.100%	225,000	108,599	333,599
2020	4.100%	225,000	99,486	324,486
2021	5.100%	220,000	89,375	309,375
2022	5.100%	220,000	78,265	298,265
2023	4.100%	220,000	68,255	288,255
2024	3.100%	220,000	60,445	280,445
2025	2.100%	220,000	54,835	274,835
2026	2.350%	220,000	50,050	270,050
2027	2.350%	220,000	44,990	264,990
2028	4.100%	220,000	38,005	258,005
2029	3.100%	220,000	30,195	250,195
2030	3.100%	220,000	23,485	243,485
2031	3.100%	220,000	16,775	236,775
2032	3.100%	220,000	10,065	230,065
2033	3.100%	220,000	3,355	223,355
2034				
2035				
2036				
2037				

* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: **11/4/2012** Next Call: **8/1/2022**
 100%
 Purpose: **JWHS Wall, Full Day KG, Design 4HS & Rep. MS** Insurance: **n/a**
 Coupon Dates: **1/15, 7/15** Maturity Date: **7/15/2032**
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$5,025,000 VPSA School Bonds, Series 2013

FY	Coupon	Principal	Interest	Total
Total		4,515,000	1,676,503	6,191,503
2017	5.100%	255,000	186,431	441,431
2018	5.100%	255,000	173,554	428,554
2019	5.100%	250,000	160,803	410,803
2020	5.100%	250,000	148,178	398,178
2021	5.100%	250,000	135,553	385,553
2022	5.100%	250,000	122,928	372,928
2023	2.350%	255,000	113,683	368,683
2024	3.100%	250,000	106,938	356,938
2025	4.100%	250,000	98,063	348,063
2026	4.100%	250,000	87,938	337,938
2027	3.100%	250,000	79,063	329,063
2028	4.350%	250,000	69,875	319,875
2029	4.350%	250,000	59,125	309,125
2030	4.350%	250,000	48,375	298,375
2031	4.350%	250,000	37,625	287,625
2032	4.350%	250,000	26,875	276,875
2033	4.350%	250,000	16,125	266,125
2034	4.350%	250,000	5,375	255,375
2035				
2036				
2037				

* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: **11/4/2013** Next Call: **8/1/2023**
 100%
 Purpose: **Schools Elementary additions for full-day kindergarten & FCMS replacement** Insurance: **n/a**
 Coupon Dates: **1/15, 7/15** Maturity Date: **7/15/2033**
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$4,390,000 VPSA School Bonds, Series 2014

FY	Coupon	Principal	Interest	Total
Total		4,170,000	1,434,087	5,604,087
2017	5.100%	220,000	163,661	383,661
2018	5.100%	220,000	152,551	372,551
2019	5.100%	220,000	141,441	361,441
2020	5.100%	220,000	130,331	350,331
2021	5.100%	220,000	119,221	339,221
2022	5.100%	220,000	108,111	328,111
2023	5.100%	220,000	97,001	317,001
2024	5.100%	220,000	85,891	305,891
2025	5.100%	220,000	74,781	294,781
2026	2.725%	220,000	66,284	286,284
2027	2.850%	220,000	60,261	280,261
2028	3.100%	220,000	53,826	273,826
2029	3.100%	220,000	47,116	267,116
2030	3.225%	220,000	40,269	260,269
2031	3.225%	220,000	33,284	253,284
2032	3.350%	220,000	26,161	246,161
2033	3.475%	220,000	18,764	238,764
2034	3.475%	215,000	11,314	226,314
2035	3.600%	215,000	3,816	218,816
2036				
2037				

* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: **4/30/2014** Next Call: **8/1/2024**
 100%
 Purpose: **Schools FCMS, design of 4th high school** Insurance: **n/a**
 Coupon Dates: **1/15, 7/15** Maturity Date: **7/15/2034**
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

School: General Obligations



\$13,375,000

VPSA School Bonds, Series 2014

FY	Coupon	Principal	Interest	Total
Total		12,705,000	5,001,271	17,706,271
2017	4.100%	665,000	551,436	1,216,436
2018	5.100%	670,000	521,053	1,191,053
2019	5.100%	670,000	487,218	1,157,218
2020	5.100%	670,000	453,383	1,123,383
2021	5.100%	670,000	419,548	1,089,548
2022	5.100%	670,000	385,713	1,055,713
2023	5.100%	670,000	351,878	1,021,878
2024	5.100%	670,000	318,043	988,043
2025	5.100%	670,000	284,208	954,208
2026	5.100%	670,000	250,373	920,373
2027	5.100%	670,000	216,538	886,538
2028	5.100%	670,000	182,703	852,703
2029	3.600%	670,000	153,893	823,893
2030	3.600%	670,000	130,108	800,108
2031	3.600%	670,000	106,323	776,323
2032	3.600%	665,000	82,626	747,626
2033	3.600%	665,000	59,019	724,019
2034	3.600%	665,000	35,411	700,411
2035	3.600%	665,000	11,804	676,804
2036				
2037				

* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 11/4/2014 Next Call: 8/1/2024
 Purpose: Schools FCMS Insurance: n/a
 Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2034
 Source: 2015 CAFR, schedules from Staff, and VPSA official statement.

\$18,535,000

VPSA School Bonds, Series 2015

FY	Coupon	Principal	Interest	Total
Total		18,535,000	7,032,829	25,567,829
2017	5.000%	930,000	883,109	1,813,109
2018	5.000%	930,000	685,045	1,615,045
2019	5.000%	930,000	638,080	1,568,080
2020	5.000%	930,000	591,115	1,521,115
2021	2.000%	930,000	558,100	1,488,100
2022	5.000%	930,000	525,085	1,455,085
2023	5.000%	930,000	478,120	1,408,120
2024	5.000%	925,000	431,281	1,356,281
2025	5.000%	925,000	384,569	1,309,569
2026	5.000%	925,000	337,856	1,262,856
2027	3.000%	925,000	300,394	1,225,394
2028	4.000%	925,000	267,556	1,192,556
2029	4.000%	925,000	230,094	1,155,094
2030	4.000%	925,000	192,631	1,117,631
2031	3.000%	925,000	159,794	1,084,794
2032	3.000%	925,000	131,581	1,056,581
2033	3.000%	925,000	103,369	1,028,369
2034	3.125%	925,000	74,578	999,578
2035	3.125%	925,000	45,209	970,209
2036	3.250%	925,000	15,263	940,263
2037				-

* Coupons and Interest include VPSA Annual Admin Fee.

Dated Date: 11/4/2015 Next Call: 8/1/2025
 Purpose: Schools FCMS Insurance: n/a
 Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2035
 Source: Schedules from Staff.

\$8,100,000

VPSA School Bonds, Series 2016

FY	Coupon	Principal	Interest	Total
Total		8,100,000	2,973,251	11,073,251
2017			224,314	224,314
2018	5.050%	405,000	307,699	712,699
2019	5.050%	405,000	287,246	692,246
2020	5.050%	405,000	266,794	671,794
2021	5.050%	405,000	246,341	651,341
2022	5.050%	405,000	225,889	630,889
2023	5.050%	405,000	205,436	610,436
2024	5.050%	405,000	184,984	589,984
2025	5.050%	405,000	164,531	569,531
2026	5.050%	405,000	144,079	549,079
2027	5.050%	405,000	123,626	528,626
2028	2.050%	405,000	109,249	514,249
2029	3.050%	405,000	98,921	503,921
2030	2.300%	405,000	88,088	493,088
2031	3.050%	405,000	77,254	482,254
2032	2.550%	405,000	65,914	470,914
2033	3.050%	405,000	54,574	459,574
2034	2.800%	405,000	42,728	447,728
2035	3.050%	405,000	30,881	435,881
2036	3.050%	405,000	18,529	423,529
2037	3.050%	405,000	6,176	411,176

Dated Date: 5/1/2016 Next Call: 8/1/2026
 Purpose: Schools FCMS Insurance: n/a
 Coupon Dates: 1/15, 7/15 Maturity Date: 7/15/2036
 Source: Schedules from Staff.

School: Literary Loans



\$5,000,000

Literary Loan 1997

FY	Coupon	Principal	Interest	Total
Total		250,000	7,500	257,500
2017	3.000%	250,000	7,500	257,500
2018				
2019				
2020				
2021				
2022				
2023				
2024				

Dated Date: 5/30/1997 Next Call: unknown
 Purpose: Redbud Run Elementary Insurance: n/a
 Coupon Dates: Jul 1 Maturity Date: 7/1/2017
Source: 2015 CAFR and schedules from Staff.

\$1,500,052

Literary Loan 1997

FY	Coupon	Principal	Interest	Total
Total		75,014	2,250	77,264
2017	3.000%	75,014	2,250	77,264
2018				
2019				
2020				
2021				
2022				
2023				
2024				

Dated Date: 5/30/1997 Next Call: unknown
 Purpose: Sherando High School Insurance: n/a
 Coupon Dates: Jul 1 Maturity Date: 7/1/2017
Source: 2015 CAFR and schedules from Staff.

\$2,142,948

Literary Loan 1997

FY	Coupon	Principal	Interest	Total
Total		107,155	3,215	110,370
2017	3.000%	107,155	3,215	110,370
2018				
2019				
2020				
2021				
2022				
2023				
2024				

Dated Date: 5/30/1997 Next Call: unknown
 Purpose: James Wood Ridge Campus Insurance: n/a
 Coupon Dates: Jul 1 Maturity Date: 7/1/2017
Source: 2015 CAFR and schedules from Staff.

School: Literary Loans



\$3,000,000

Literary Loan 1997

FY	Coupon	Principal	Interest	Total
Total		300,000	13,500	313,500
2017	3.000%	150,000	9,000	159,000
2018	3.000%	150,000	4,500	154,500
2019				
2020				
2021				
2022				
2023				
2024				

Dated Date: 9/2/1997 Next Call: unknown

Purpose: Senseny Road Elementary Insurance: n/a

Coupon Dates: Sep 2 Maturity Date: 9/2/2017

Source: 2015 CAFR and schedules from Staff.

\$4,640,000

Literary Loan 1997

FY	Coupon	Principal	Interest	Total
Total		464,000	20,880	484,880
2017	3.000%	232,000	13,920	245,920
2018	3.000%	232,000	6,960	238,960
2019				
2020				
2021				
2022				
2023				
2024				

Dated Date: 9/2/1997 Next Call: unknown

Purpose: New Stonewall Elementary Insurance: n/a

Coupon Dates: Sep 2 Maturity Date: 9/2/2017

Source: 2015 CAFR and schedules from Staff.

Non-School: General Obligations



\$2,759,400
General Obligation Refunding Bonds, Series 2012

FY	Coupon	Principal	Interest	Total
Total		1,803,582	157,776	1,961,357
2017	2.450%	282,705	44,188	326,893
2018	2.450%	289,631	37,261	326,893
2019	2.450%	296,727	30,166	326,893
2020	2.450%	303,997	22,896	326,893
2021	2.450%	311,445	15,448	326,893
2022	2.450%	319,075	7,817	326,893
2023				
2024				
2025				
2026				
2027				
2028				
2029				
2030				
2031				
2032				
2033				
2034				
2035				
2036				

Dated Date: [4/5/2012](#) Next Call: [Unknown](#)
 Purpose: [Bowman Library](#) Insurance: [Unknown](#)
 Coupon Dates: [1/15, 7/15](#) Maturity Date: [1/15/2022](#)
 Source: 2015 CAFR and schedules from Staff.

Non-School: Lease/Revenue Obligations



\$9,245,000

VRA Infrastructure Revenue Bonds, Series 2011A

FY	Coupon	Principal	Interest	Total
Total	<i>Interp.</i>	7,726,500	3,611,324	11,337,824
2017	4.927%	356,250	380,657	736,907
2018	4.973%	371,250	366,511	737,761
2019	5.026%	386,250	351,769	738,019
2020	5.088%	401,250	336,431	737,681
2021	5.160%	420,000	320,496	740,496
2022	5.246%	440,000	303,823	743,823
2023	5.270%	460,000	282,022	742,022
2024	5.270%	487,500	257,780	745,280
2025	5.270%	513,750	232,087	745,837
2026	5.270%	542,500	205,013	747,513
2027	5.270%	568,750	176,424	745,174
2028	5.270%	601,250	146,448	747,698
2029	5.270%	632,500	114,764	747,264
2030	5.270%	666,250	81,429	747,679
2031	5.269%	701,250	46,314	747,564
2032	5.263%	177,750	9,355	187,105
2033				
2034				
2035				
2036				

* Coupons and Interest include VRA Annual Admin Fee.

Dated Date: 4/15/2011 Next Call: 11/1/2021
100%
Purpose: Lake Holiday Sanitary Dist. Insurance: n/a
Coupon Dates: 9/20,12/20,3/20,6/20 Maturity Date: 9/20/2031
Source: 2016 CAFR, schedules from Staff, and VRA official statement.

\$5,010,000

VRA Infrastructure Revenue Bonds, Series 2014

FY	Coupon	Principal	Interest	Total
Total	<i>Interp.</i>	5,010,000	2,399,100	7,409,100
2017	4.308%	155,000	215,828	370,828
2018	4.304%	160,000	208,981	368,981
2019	4.281%	170,000	201,000	371,000
2020	4.255%	180,000	192,556	372,556
2021	3.871%	200,561	168,192	368,753
2022	3.882%	208,399	160,892	369,291
2023	3.874%	216,543	152,498	369,041
2024	3.852%	225,005	143,273	368,278
2025	3.951%	233,798	138,077	371,875
2026	3.892%	242,934	126,897	369,831
2027	3.994%	252,428	120,519	372,947
2028	3.937%	262,292	108,879	371,172
2029	3.849%	272,543	96,342	368,884
2030	3.939%	283,193	87,863	371,056
2031	3.838%	294,260	74,740	369,000
2032	4.054%	305,759	67,019	372,778
2033	3.954%	317,708	53,276	370,984
2034	3.747%	330,124	38,573	368,697
2035	3.991%	343,025	27,913	370,938
2036	4.427%	356,430	15,780	372,209

* Coupons and Interest include VRA Annual Admin Fee.

Dated Date: 8/12/2014 Next Call: 11/1/2024
100%
Purpose: Round Hill Fire Insurance: n/a
County 65%, RH 35%
Coupon Dates: 4/1, 10/1 Maturity Date: 10/1/2035
Source: 2016 CAFR, schedules from Staff, and VRA official statement.

\$17,160,000

VRA Revenue Refunding Bonds, Series 2015A

FY	Coupon	Principal	Interest	Total
Total		16,605,000	8,264,157	24,869,157
2017	4.426%	515,000	726,478	1,241,478
2018	4.431%	540,000	703,119	1,243,119
2019	5.125%	570,000	676,550	1,246,550
2020	3.730%	595,000	650,847	1,245,847
2021	5.125%	620,000	623,863	1,243,863
2022	5.125%	655,000	591,191	1,246,191
2023	5.125%	690,000	556,725	1,246,725
2024	5.125%	720,000	520,594	1,240,594
2025	5.125%	760,000	482,669	1,242,669
2026	5.125%	795,000	442,822	1,237,822
2027	5.125%	840,000	400,925	1,240,925
2028	3.125%	880,000	365,650	1,245,650
2029	5.125%	915,000	328,453	1,243,453
2030	3.287%	955,000	289,309	1,244,309
2031	3.413%	990,000	256,719	1,246,719
2032	3.450%	1,015,000	222,316	1,237,316
2033	4.825%	1,065,000	179,116	1,244,116
2034	3.663%	1,115,000	133,006	1,248,006
2035	4.748%	1,160,000	85,050	1,245,050
2036	4.753%	1,210,000	28,756	1,238,756

* Coupons and Interest include VRA Annual Admin Fee.

Dated Date: 5/28/2015 Next Call: 11/1/2025
100%
Purpose: Public Safety, Insurance: n/a
Animal Shelter
Coupon Dates: 4/1, 10/1 Maturity Date: 10/1/2035
Source: 2016 CAFR, schedules from Staff, and VRA official statement.

Non-School: Lease/Revenue Obligations



\$2,485,000

VRA Revenue Refunding Bonds, Series 2015B

FY	Coupon	Principal	Interest	Total
Total		2,380,000	1,345,844	3,725,844
2017	2.125%	75,000	112,628	187,628
2018	3.125%	75,000	110,659	185,659
2019	4.125%	80,000	107,838	187,838
2020	5.125%	85,000	104,009	189,009
2021	5.125%	85,000	99,653	184,653
2022	5.125%	90,000	95,169	185,169
2023	5.125%	95,000	90,428	185,428
2024	5.125%	100,000	85,431	185,431
2025	5.125%	105,000	80,178	185,178
2026	5.125%	110,000	74,669	184,669
2027	5.125%	120,000	68,775	188,775
2028	5.125%	125,000	62,497	187,497
2029	5.125%	130,000	55,963	185,963
2030	5.125%	135,000	49,172	184,172
2031	4.125%	145,000	42,722	187,722
2032	4.250%	150,000	36,544	186,544
2033	5.125%	155,000	29,384	184,384
2034	4.375%	165,000	21,803	186,803
2035	5.125%	175,000	13,709	188,709
2036	5.125%	180,000	4,613	184,613

* Coupons and Interest include VRA Annual Admin Fee.

Dated Date: 7/13/2015 Next Call: 11/1/2025
 100%
 Purpose: Millwood Fire Station Insurance: n/a
 Coupon Dates: 4/1, 10/1 Maturity Date: 10/1/2035
 Source: 2015 CAFR, schedules from Staff, and VRA official statement.



Non-School: Other Obligations

\$723,269

Intergovernmental Loan (City of Winchester, VA)

FY	Coupon	Principal	Interest	Total
Total		112,196	17,631	129,827
2017	3.666%	13,726	4,113	17,839
2018	3.670%	14,119	3,614	17,733
2019	3.670%	14,751	3,096	17,847
2020	3.664%	15,184	2,550	17,734
2021	3.083%	12,991	1,678	14,669
2022	3.083%	13,391	1,277	14,669
2023	3.083%	13,804	864	14,669
2024	3.083%	14,230	439	14,669
2025				
2026				
2027				
2028				
2029				
2030				
2031				
2032				
2033				
2034				
2035				
2036				


Dated Date: unknown Next Call: n/a
 Purpose: City/County Joing Insurance: n/a
 Courtthouse Renovation
 Coupon Dates: 3/1, 9/1 Maturity Date: 3/1/2024
 Source: 2015 CAFR and schedules from Staff.

Capital Lease

IBM - AS400

FY	Coupon	Principal	Interest	Total
Total		25,375	541	25,916
2017	3.220%	20,502	516	21,018
2018	3.220%	4,873	25	4,898
2019				
2020				
2021				
2022				
2023				
2024				
2025				
2026				
2027				
2028				
2029				
2030				
2031				
2032				
2033				
2034				
2035				
2036				

Dated Date: 9/1/2012 Next Call: n/a
 Purpose: IBM - AS400 Insurance: n/a
 Coupon Dates: Monthly Maturity Date: 9/1/2017
 Source: 2015 CAFR and schedules from Staff.



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Discussion Materials

Frederick County, Virginia



October 18, 2016



Analysis of Selected Capital Project

Key Funding & Project Assumptions

Base Case: School Project (Original Dating Scheme)

- 12th Elementary School and Armel Elementary School Addition
 - * Note – Total Project Amount is spread over 4 bond issuances as follows:
 - Issue Date of 11/1/2016 \$8,800,000 (at 4.0%)
 - Issue Date of 5/1/2017 \$8,800,000 (at 4.0%)
 - Issue Date of 11/1/2017 \$8,900,000 (at 4.50%)
 - Issue Date of 5/1/2018 \$4,400,000 (at 4.50%)
 - **Total Estimated Project Amount** **\$30,900,000***
 - Incremental Operating Costs \$2,300,000*
 - Operating Impact Commences at Open FY 2019
 - Term/Amortization 20 Years (Level Principal)

Scenario 1: School Project (Delayed 12 Months)

- 12th Elementary School and Armel Elementary School Addition
 - * Note – Total Project Amount is spread over 4 bond issuances as follows:
 - Issue Date of 11/1/2017 \$8,800,000 (at 4.50%)
 - Issue Date of 5/1/2018 \$8,800,000 (at 4.50%)
 - Issue Date of 11/1/2018 \$8,900,000 (at 4.50%)
 - Issue Date of 5/1/2019 \$4,400,000 (at 5.0%)
 - **Total Estimated Project Amount** **\$30,900,000***
 - Incremental Operating Costs \$2,300,000*
 - Operating Impact Commences at Open FY 2020
 - Term/Amortization 20 Years (Level Principal)

Scenario 2: School Project (Delayed 24 Months)

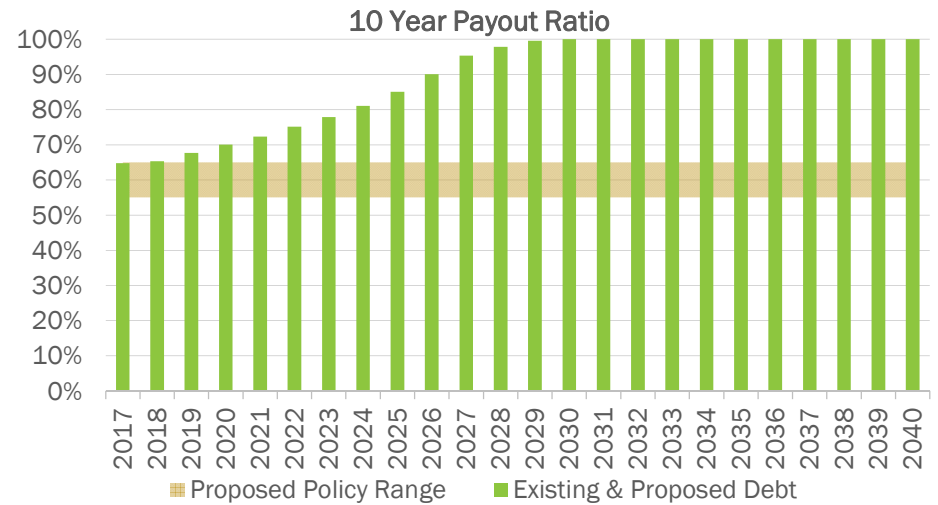
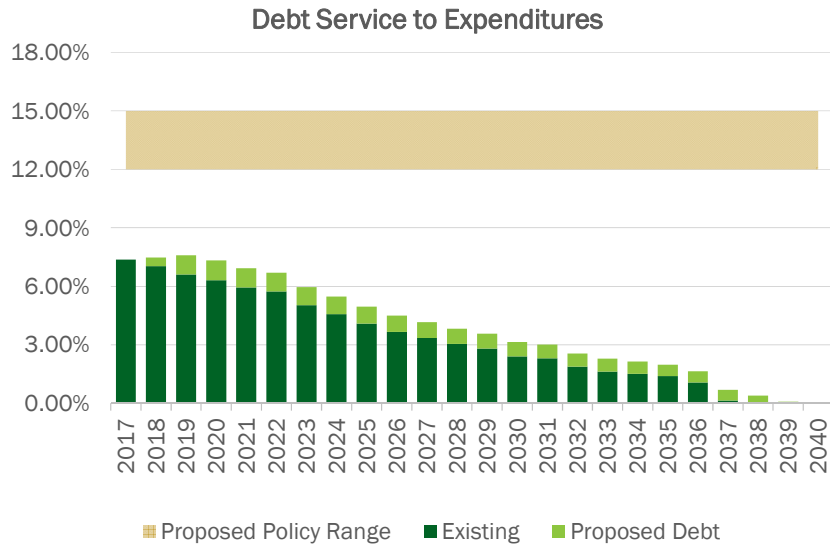
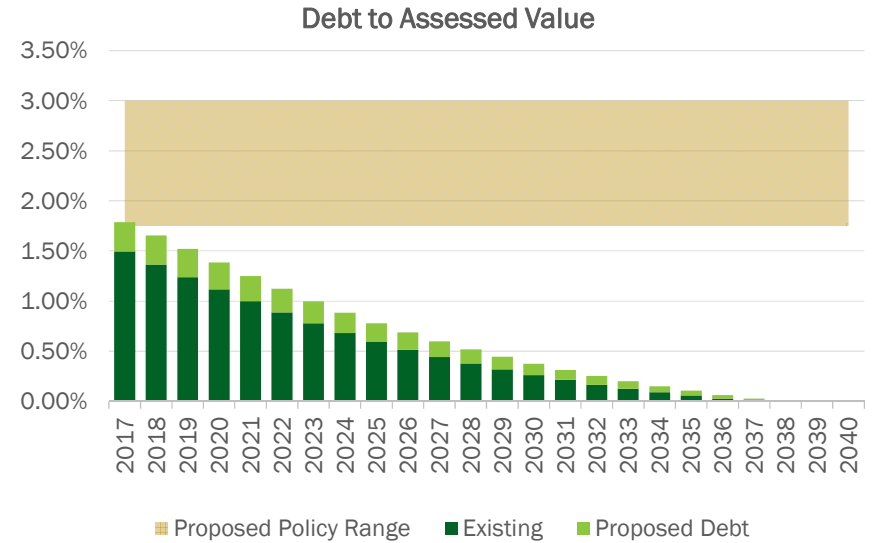
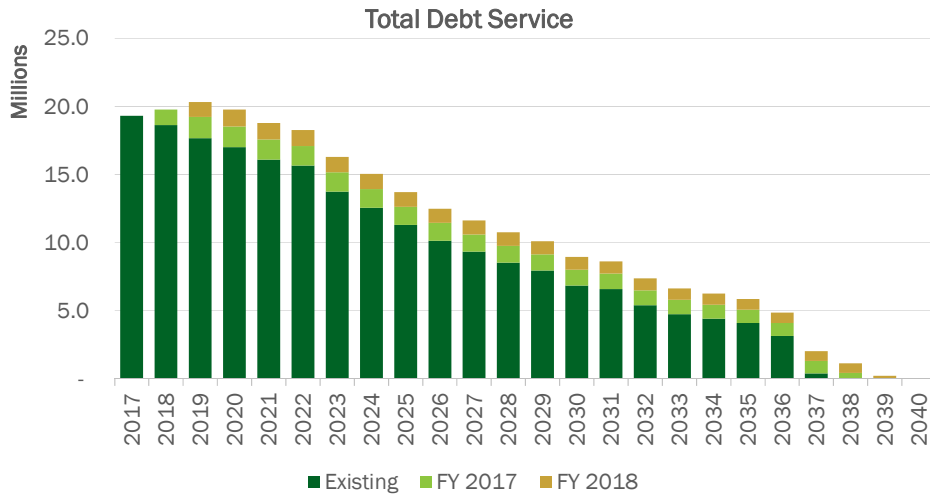
- 12th Elementary School and Armel Elementary School Addition
 - * Note – Total Project Amount is spread over 4 bond issuances as follows:
 - Issue Date of 11/1/2018 \$8,800,000 (at 4.50%)
 - Issue Date of 5/1/2019 \$8,800,000 (at 5.0%)
 - Issue Date of 11/1/2019 \$8,900,000 (at 5.0%)
 - Issue Date of 5/1/2020 \$4,400,000 (at 5.0%)
 - **Total Estimated Project Amount** **\$30,900,000***
 - Incremental Operating Costs \$2,300,000*
 - Operating Impact Commences at Open FY 2021
 - Term/Amortization 20 Years (Level Principal)



Base Case: School Project (Original Dating Scheme)

Debt Profile and Key Debt Ratios

Base Case: School Project (Original Dating Scheme)





Debt Affordability Analysis

Base Case: School Project (Original Dating Scheme)

* The figures in the table below are based upon preliminary planning estimates and are subject to change.

FY	Debt Service Requirements					Revenue Available for DS							Debt Service Cash Flow Surplus (Deficit)					
	Existing Debt Service	Joint & Non-Schools CIP Debt Service	12th & Armel Elementary Schools Only	CIP Operating Impact ⁽¹⁾	Total	General Fund Budgeted Debt Service	General Fund Budgeted for Pay-Go Cash	Other Available Revenues	Round Hill Fire (35.35% of VFPF 2014)	Millwood Fire Reimbursement ⁽²⁾	Credits for Series 2011 QSCBs ⁽³⁾	Total Revenues Available	Surplus/ (Deficit)	Revenue From Prior Tax Impact	Capital Reserve Utilized	Adjusted Surplus/ (Deficit)	Estimated Incremental Tax Equivalent	Capital Reserve Fund Balance
2017	19,313,841	-	-	-	19,313,841	18,830,782	-	-	131,088	74,999	276,973	19,313,841	-	-	-	-	-	-
2018	18,638,796	-	1,135,200	-	19,773,996	18,830,782	-	-	130,435	74,999	276,973	19,313,188	(460,808)	-	-	(460,808)	0.57¢	-
2019	17,682,401	-	2,632,913	2,300,000	22,615,314	18,830,782	-	-	131,149	74,999	276,973	19,313,902	(3,301,412)	465,416	-	(2,835,996)	3.48¢	-
2020	17,023,811	-	2,742,113	2,300,000	22,065,923	18,830,782	-	-	131,699	74,999	276,973	19,314,452	(2,751,472)	3,334,426	-	582,955	-	582,955
2021	16,104,360	-	2,676,988	2,300,000	21,081,347	18,830,782	-	-	130,354	74,999	276,973	19,313,107	(1,768,240)	3,367,771	-	1,599,531	-	2,182,485
2022	15,659,094	-	2,611,863	2,300,000	20,570,957	18,830,782	-	-	130,544	74,999	276,973	19,313,297	(1,257,659)	3,401,448	-	2,143,789	-	4,326,275
2023	13,756,534	-	2,546,738	2,300,000	18,603,272	18,830,782	-	-	130,456	74,999	276,973	19,313,209	709,937	3,435,463	-	4,145,400	-	8,471,675
2024	12,565,006	-	2,481,613	2,300,000	17,346,619	18,830,782	-	-	130,186	74,999	276,973	19,312,939	1,966,321	3,469,818	-	5,436,138	-	13,907,813
2025	11,296,528	-	2,416,488	2,300,000	16,013,015	18,830,782	-	-	131,458	74,999	276,973	19,314,211	3,301,196	3,504,516	-	6,805,711	-	20,713,524
2026	10,150,356	-	2,351,363	2,300,000	14,801,719	18,830,782	-	-	130,735	74,999	276,973	19,313,488	4,511,770	3,539,561	-	8,051,330	-	28,764,854
2027	9,346,389	-	2,286,238	2,300,000	13,932,627	18,830,782	-	-	131,837	74,999	276,973	19,314,590	5,381,963	3,574,956	-	8,956,919	-	37,721,774
2028	8,536,767	-	2,221,113	2,300,000	13,057,879	18,830,782	-	-	131,209	74,999	276,973	19,313,962	6,256,083	3,610,706	-	9,866,789	-	47,588,563
2029	7,950,583	-	2,155,988	2,300,000	12,406,571	18,830,782	-	-	130,401	74,999	276,973	19,313,154	6,906,583	3,646,813	-	10,553,396	-	58,141,959
2030	6,862,666	-	2,090,863	2,300,000	11,253,528	18,830,782	-	-	131,168	74,999	276,973	19,313,921	8,060,393	3,683,281	-	11,743,674	-	69,885,634
2031	6,609,805	-	2,025,738	2,300,000	10,935,542	18,830,782	-	-	130,442	74,999	276,973	19,313,195	8,377,652	3,720,114	-	12,097,766	-	81,983,400
2032	5,414,964	-	1,960,613	2,300,000	9,675,576	18,830,782	-	-	131,777	74,999	138,486	19,176,044	9,500,468	3,757,315	-	13,257,783	-	95,241,183
2033	4,739,689	-	1,895,488	2,300,000	8,935,177	18,830,782	-	-	131,143	74,999	-	19,036,924	10,101,747	3,794,888	-	13,896,635	-	109,137,818
2034	4,432,913	-	1,830,363	2,300,000	8,563,275	18,830,782	-	-	130,334	74,999	-	19,036,115	10,472,840	3,832,837	-	14,305,677	-	123,443,495
2035	4,106,408	-	1,765,238	2,300,000	8,171,645	18,830,782	-	-	131,126	74,999	-	19,036,907	10,865,262	3,871,166	-	14,736,428	-	138,179,922
2036	3,159,369	-	1,700,113	2,300,000	7,159,482	18,830,782	-	-	131,576	74,999	-	19,037,357	11,877,875	3,909,877	-	15,787,752	-	153,967,674
2037	411,176	-	1,634,988	2,300,000	4,346,164	18,830,782	-	-	-	74,999	-	18,905,781	14,559,617	3,948,976	-	18,508,593	-	172,476,267
2038	-	-	1,138,663	2,300,000	3,438,663	18,830,782	-	-	-	74,999	-	18,905,781	15,467,118	3,988,466	-	19,455,584	-	191,931,851
2039	-	-	224,950	2,300,000	2,524,950	18,830,782	-	-	-	74,999	-	18,905,781	16,380,831	4,028,350	-	20,409,181	-	212,341,032
2040	-	-	-	2,300,000	2,300,000	18,830,782	-	-	-	74,999	-	18,905,781	16,605,781	4,068,634	-	20,674,415	-	233,015,446
Total	213,761,456	-	44,525,625	50,600,000	308,887,081								Total	-	-	Total Tax Effect	4.05¢	

■ Assumed FY2017 Value of a Penny⁽⁴⁾: \$800,000

■ Assumed Growth Rate: 1.00%

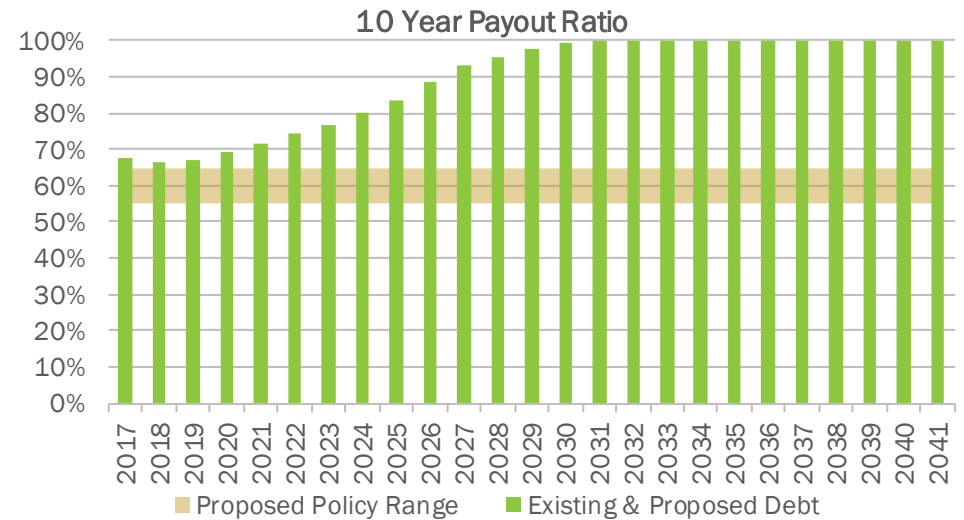
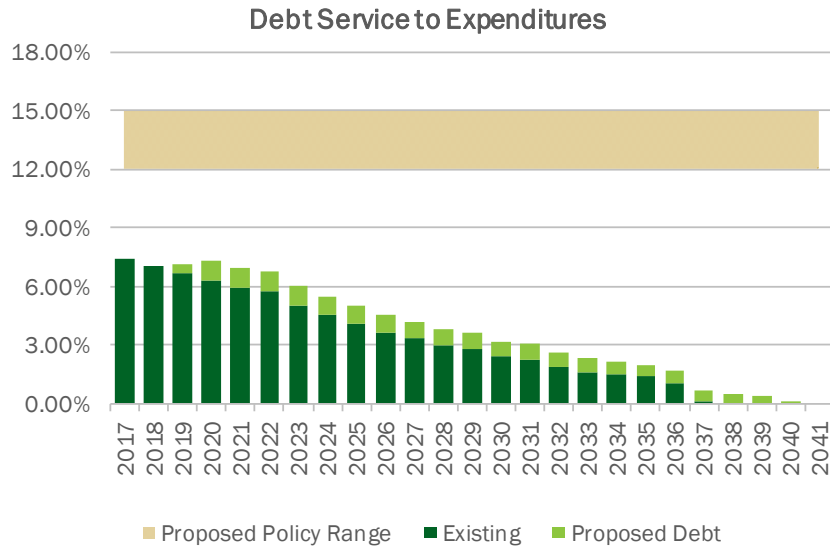
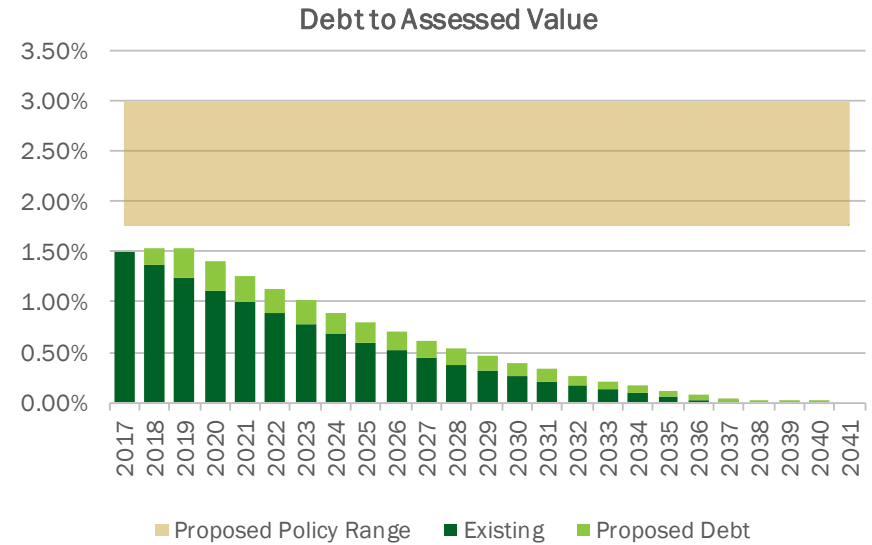
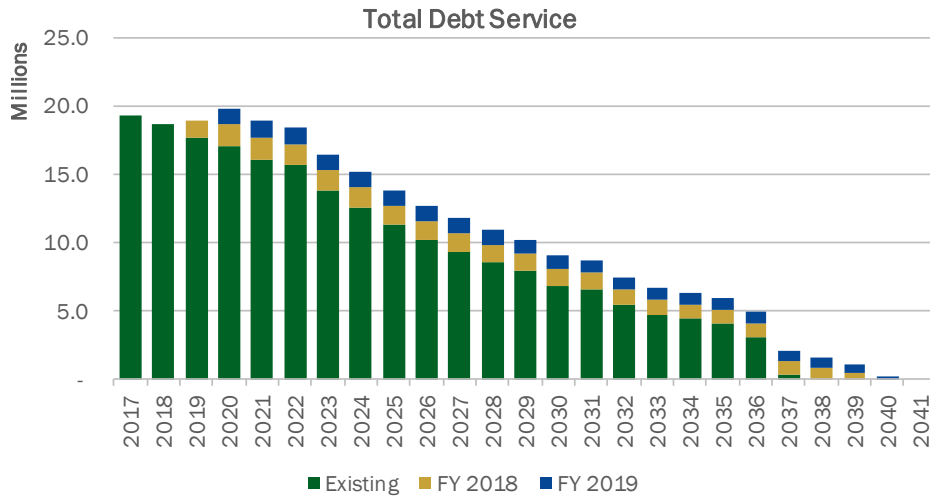
- (1) The CIP Operating Impact represents the estimated incremental increase to annual operating expenses related to the Selected Project: \$2.3 Million commencing FY 2019 for the 12th Elementary School and Armel Elementary School Addition.
- (2) The 2015B VRA debt service matures in FY 2036; however, the reimbursement schedule from the Millwood Fire Department allows for payments through FY 2042.
- (3) Note: 2011 QSCB debt service is shown per sinking fund requirements, gross of earnings and with gross interest expense. At the time of the issuance, the published QTCB (subsidy) rates were well above the stated coupon rates. Therefore, at issue, interest expense should be fully subsidized by the Federal Government. However, due to sequestration, a reduction in subsidy was implemented. For the period 10/1/2016 to 9/30/2017, the sequester reduction is 6.9%.
- (4) Provided by Staff.



Scenario 1: School Project (Delayed 12 Months)

Debt Profile and Key Debt Ratios

Scenario 1: School Project (Delayed 12 Months)





Debt Affordability Analysis

Scenario 1: School Project (Delayed 12 Months)

* The figures in the table below are based upon preliminary planning estimates and are subject to change.

A FY	C Debt Service Requirements					G Revenue Available for DS							N Debt Service Cash Flow Surplus (Deficit)					
	B Existing Debt Service	C Joint & Non-Schools CIP Debt Service	D 12th & Armel Elementary Schools Only	E CIP Operating Impact ⁽¹⁾	F Total	G General Fund Budgeted Debt Service	H General Fund Budgeted for Pay-Go Cash	I Other Available Revenues	J Round Hill Fire (35.35% of VFPF 2014)	K Millwood Fire Reimbursement ⁽²⁾	L Credits for Series 2011 QSCBs ⁽³⁾	M Total Revenues Available	N Surplus/ (Deficit)	O Revenue From Prior Tax Impact	P Capital Reserve Utilized	Q Adjusted Surplus/ (Deficit)	R Estimated Incremental Tax Equivalent	S Capital Reserve Fund Balance
2017	19,313,841	-	-	-	19,313,841	18,830,782	-	-	131,088	74,999	276,973	19,313,841	-	-	-	-	-	-
2018	18,638,796	-	-	-	18,638,796	18,830,782	-	-	130,435	74,999	276,973	19,313,188	674,392	-	-	674,392	-	674,392
2019	17,682,401	-	1,222,100	-	18,904,501	18,830,782	-	-	131,149	74,999	276,973	19,313,902	409,400	-	-	409,400	-	1,083,792
2020	17,023,811	-	2,733,013	2,300,000	22,056,823	18,830,782	-	-	131,699	74,999	276,973	19,314,452	(2,742,372)	-	(1,083,792)	(1,658,580)	2.01¢	-
2021	16,104,360	-	2,842,763	2,300,000	21,247,122	18,830,782	-	-	130,354	74,999	276,973	19,313,107	(1,934,015)	1,675,165	-	(258,850)	0.31¢	-
2022	15,659,094	-	2,772,138	2,300,000	20,731,232	18,830,782	-	-	130,544	74,999	276,973	19,313,297	(1,417,934)	1,953,355	-	535,421	-	535,421
2023	13,756,534	-	2,701,513	2,300,000	18,758,047	18,830,782	-	-	130,456	74,999	276,973	19,313,209	555,162	1,972,889	-	2,528,051	-	3,063,472
2024	12,565,006	-	2,630,888	2,300,000	17,495,894	18,830,782	-	-	130,186	74,999	276,973	19,312,939	1,817,046	1,992,618	-	3,809,663	-	6,873,135
2025	11,296,528	-	2,560,263	2,300,000	16,156,790	18,830,782	-	-	131,458	74,999	276,973	19,314,211	3,157,421	2,012,544	-	5,169,964	-	12,043,099
2026	10,150,356	-	2,489,638	2,300,000	14,939,994	18,830,782	-	-	130,735	74,999	276,973	19,313,488	4,373,495	2,032,669	-	6,406,164	-	18,449,263
2027	9,346,389	-	2,419,013	2,300,000	14,065,402	18,830,782	-	-	131,837	74,999	276,973	19,314,590	5,249,188	2,052,996	-	7,302,184	-	25,751,447
2028	8,536,767	-	2,348,388	2,300,000	13,185,154	18,830,782	-	-	131,209	74,999	276,973	19,313,962	6,128,808	2,073,526	-	8,202,334	-	33,953,781
2029	7,950,583	-	2,277,763	2,300,000	12,528,346	18,830,782	-	-	130,401	74,999	276,973	19,313,154	6,784,808	2,094,261	-	8,879,069	-	42,832,850
2030	6,862,666	-	2,207,138	2,300,000	11,369,803	18,830,782	-	-	131,168	74,999	276,973	19,313,921	7,944,118	2,115,204	-	10,059,322	-	52,892,172
2031	6,609,805	-	2,136,513	2,300,000	11,046,317	18,830,782	-	-	130,442	74,999	276,973	19,313,195	8,266,877	2,136,356	-	10,403,233	-	63,295,405
2032	5,414,964	-	2,065,888	2,300,000	9,780,851	18,830,782	-	-	131,777	74,999	138,486	19,176,044	9,395,193	2,157,719	-	11,552,912	-	74,848,317
2033	4,739,689	-	1,995,263	2,300,000	9,034,952	18,830,782	-	-	131,143	74,999	-	19,036,924	10,001,972	2,179,297	-	12,181,268	-	87,029,585
2034	4,432,913	-	1,924,638	2,300,000	8,657,550	18,830,782	-	-	130,334	74,999	-	19,036,115	10,378,565	2,201,089	-	12,579,654	-	99,609,240
2035	4,106,408	-	1,854,013	2,300,000	8,260,420	18,830,782	-	-	131,126	74,999	-	19,036,907	10,776,487	2,223,100	-	12,999,587	-	112,608,827
2036	3,159,369	-	1,783,388	2,300,000	7,242,757	18,830,782	-	-	131,576	74,999	-	19,037,357	11,794,600	2,245,331	-	14,039,931	-	126,648,758
2037	411,176	-	1,712,763	2,300,000	4,423,939	18,830,782	-	-	-	74,999	-	18,905,781	14,481,842	2,267,785	-	16,749,627	-	143,398,385
2038	-	-	1,642,138	2,300,000	3,942,138	18,830,782	-	-	-	74,999	-	18,905,781	14,963,643	2,290,463	-	17,254,106	-	160,652,490
2039	-	-	1,141,413	2,300,000	3,441,413	18,830,782	-	-	-	74,999	-	18,905,781	15,464,368	2,313,367	-	17,777,735	-	178,430,226
2040	-	-	225,500	2,300,000	2,525,500	18,830,782	-	-	-	74,999	-	18,905,781	16,380,281	2,336,501	-	18,716,781	-	197,147,007
2041	-	-	-	2,300,000	2,300,000	18,830,782	-	-	-	74,999	-	18,905,781	16,605,781	2,359,866	-	18,965,646	-	216,112,653
Total	213,761,456	-	45,686,125	50,600,000	310,047,581								Total		(1,083,792)	Total Tax Effect	2.32¢	

■ Assumed FY2017 Value of a Penny⁽⁴⁾: \$800,000

■ Assumed Growth Rate: 1.00%

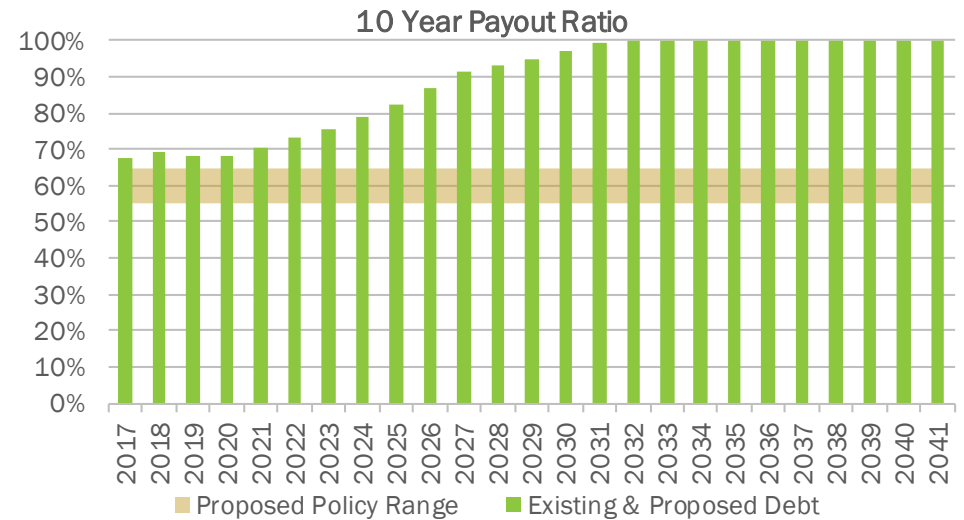
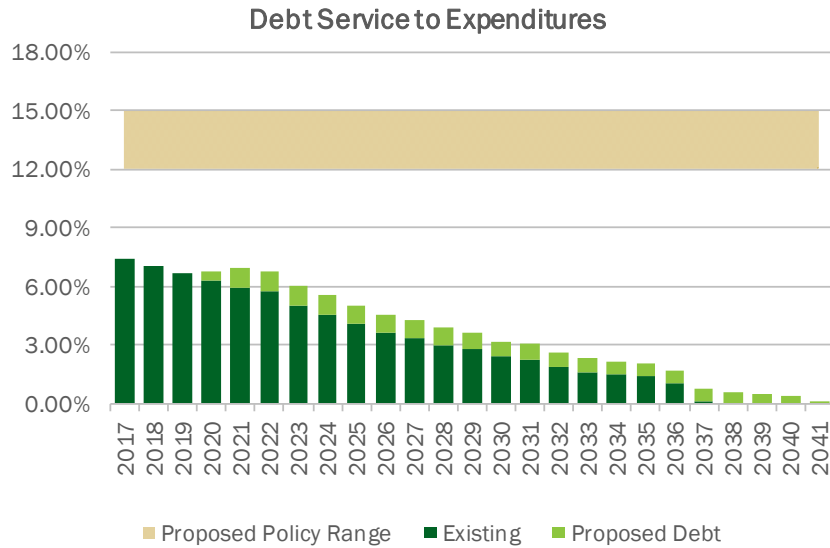
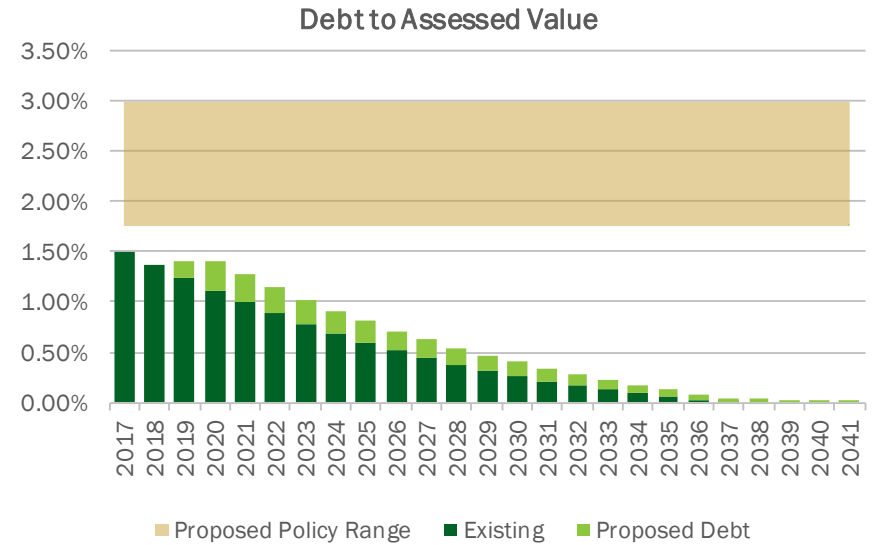
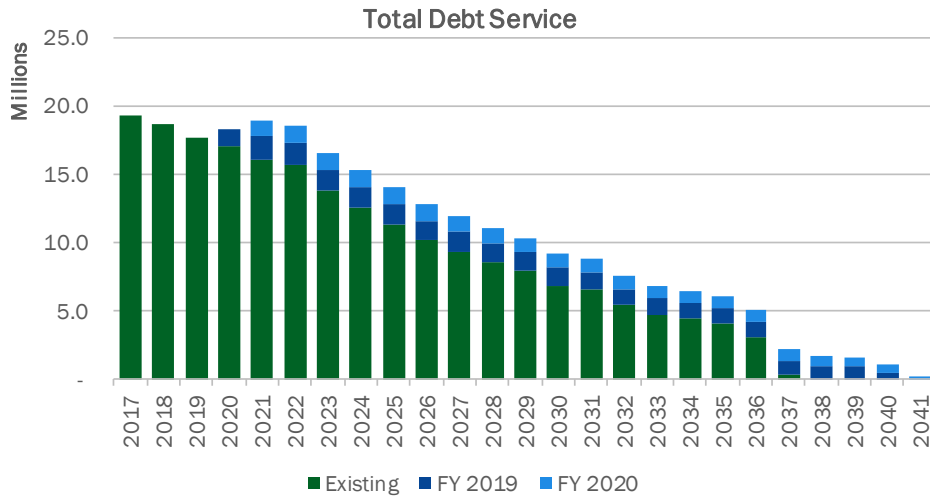
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- (3) Note: 2011 QSCB debt service is shown per sinking fund requirements, gross of earnings and with gross interest expense. At the time of the issuance, the published QTCB (subsidy) rates were well above the stated coupon rates. Therefore, at issue, interest expense should be fully subsidized by the Federal Government. However, due to sequestration, a reduction in subsidy was implemented. For the period 10/1/2016 to 9/30/2017, the sequester reduction is 6.9%.
- (4) Provided by Staff.



Scenario 2: School Project (Delayed 24 Months)

Debt Profile and Key Debt Ratios

Scenario 2: School Project (Delayed 24 Months)





Debt Affordability Analysis

Scenario 2: School Project (Delayed 24 Months)

* The figures in the table below are based upon preliminary planning estimates and are subject to change.

FY	Debt Service Requirements					Revenue Available for DS							Debt Service Cash Flow Surplus (Deficit)					
	Existing Debt Service	Joint & Non-Schools CIP Debt Service	12th & Armel Elementary Schools Only	CIP Operating Impact ⁽¹⁾	Total	General Fund Budgeted Debt Service	General Fund Budgeted for Pay-Go Cash	Other Available Revenues	Round Hill Fire (35.35% of VFPF 2014)	Millwood Fire Reimbursement ⁽²⁾	Credits for Series 2011 QSCBs ⁽³⁾	Total Revenues Available	Surplus/ (Deficit)	Revenue From Prior Tax Impact	Capital Reserve Utilized	Adjusted Surplus/ (Deficit)	Estimated Incremental Tax Equivalent	Capital Reserve Fund Balance
2017	19,313,841	-	-	-	19,313,841	18,830,782	-	-	131,088	74,999	276,973	19,313,841	-	-	-	-	-	-
2018	18,638,796	-	-	-	18,638,796	18,830,782	-	-	130,435	74,999	276,973	19,313,188	674,392	-	-	674,392	-	674,392
2019	17,682,401	-	-	-	17,682,401	18,830,782	-	-	131,149	74,999	276,973	19,313,902	1,631,500	-	-	1,631,500	-	2,305,892
2020	17,023,811	-	1,255,100	-	18,278,911	18,830,782	-	-	131,699	74,999	276,973	19,314,452	1,035,541	-	-	1,035,541	-	3,341,433
2021	16,104,360	-	2,830,425	2,300,000	21,234,785	18,830,782	-	-	130,354	74,999	276,973	19,313,107	(1,921,678)	-	(1,921,678)	-	-	1,419,755
2022	15,659,094	-	2,924,625	2,300,000	20,883,719	18,830,782	-	-	130,544	74,999	276,973	19,313,297	(1,570,422)	-	(1,419,755)	(150,666)	0.18¢	-
2023	13,756,534	-	2,849,575	2,300,000	18,906,109	18,830,782	-	-	130,456	74,999	276,973	19,313,209	407,100	152,173	-	559,272	-	559,272
2024	12,565,006	-	2,774,525	2,300,000	17,639,531	18,830,782	-	-	130,186	74,999	276,973	19,312,939	1,673,408	153,695	-	1,827,103	-	2,386,375
2025	11,296,528	-	2,699,475	2,300,000	16,296,003	18,830,782	-	-	131,458	74,999	276,973	19,314,211	3,018,208	155,232	-	3,173,440	-	5,559,815
2026	10,150,356	-	2,624,425	2,300,000	15,074,781	18,830,782	-	-	130,735	74,999	276,973	19,313,488	4,238,707	156,784	-	4,395,491	-	9,955,306
2027	9,346,389	-	2,549,375	2,300,000	14,195,764	18,830,782	-	-	131,837	74,999	276,973	19,314,590	5,118,825	158,352	-	5,277,177	-	15,232,483
2028	8,536,767	-	2,474,325	2,300,000	13,311,092	18,830,782	-	-	131,209	74,999	276,973	19,313,962	6,002,871	159,935	-	6,162,806	-	21,395,289
2029	7,950,583	-	2,399,275	2,300,000	12,649,858	18,830,782	-	-	130,401	74,999	276,973	19,313,154	6,663,296	161,535	-	6,824,830	-	28,220,119
2030	6,862,666	-	2,324,225	2,300,000	11,486,891	18,830,782	-	-	131,168	74,999	276,973	19,313,921	7,827,031	163,150	-	7,990,181	-	36,210,300
2031	6,609,805	-	2,249,175	2,300,000	11,158,980	18,830,782	-	-	130,442	74,999	276,973	19,313,195	8,154,215	164,781	-	8,318,996	-	44,529,296
2032	5,414,964	-	2,174,125	2,300,000	9,889,089	18,830,782	-	-	131,777	74,999	138,486	19,176,044	9,286,955	166,429	-	9,453,384	-	53,982,680
2033	4,739,689	-	2,099,075	2,300,000	9,138,764	18,830,782	-	-	131,143	74,999	-	19,036,924	9,898,159	168,094	-	10,066,253	-	64,048,933
2034	4,432,913	-	2,024,025	2,300,000	8,756,938	18,830,782	-	-	130,334	74,999	-	19,036,115	10,279,177	169,774	-	10,448,952	-	74,497,885
2035	4,106,408	-	1,948,975	2,300,000	8,355,383	18,830,782	-	-	131,126	74,999	-	19,036,907	10,681,524	171,472	-	10,852,997	-	85,350,882
2036	3,159,369	-	1,873,925	2,300,000	7,333,294	18,830,782	-	-	131,576	74,999	-	19,037,357	11,704,062	173,187	-	11,877,249	-	97,228,131
2037	411,176	-	1,798,875	2,300,000	4,510,051	18,830,782	-	-	-	74,999	-	18,905,781	14,395,729	174,919	-	14,570,648	-	111,798,779
2038	-	-	1,723,825	2,300,000	4,023,825	18,830,782	-	-	-	74,999	-	18,905,781	14,881,956	176,668	-	15,058,624	-	126,857,402
2039	-	-	1,648,775	2,300,000	3,948,775	18,830,782	-	-	-	74,999	-	18,905,781	14,957,006	178,435	-	15,135,440	-	141,992,843
2040	-	-	1,143,625	2,300,000	3,443,625	18,830,782	-	-	-	74,999	-	18,905,781	15,462,156	180,219	-	15,642,375	-	157,635,217
2041	-	-	225,500	2,300,000	2,525,500	18,830,782	-	-	-	74,999	-	18,905,781	16,380,281	182,021	-	16,562,302	-	174,197,519
Total	213,761,456	-	46,615,250	48,300,000	308,676,706								Total		(3,341,433)	Total Tax Effect	0.18¢	

■ Assumed FY2017 Value of a Penny⁽⁴⁾: \$800,000

■ Assumed Growth Rate: 1.00%

- (1) The CIP Operating Impact represents the estimated incremental increase to annual operating expenses related to the Selected Project: \$2.3 Million commencing FY 2021 for the 12th Elementary School and Armel Elementary School Addition.
- (2) The 2015B VRA debt service matures in FY 2036; however, the reimbursement schedule from the Millwood Fire Department allows for payments through FY 2042.
- (3) Note: 2011 QSCB debt service is shown per sinking fund requirements, gross of earnings and with gross interest expense. At the time of the issuance, the published QTCB (subsidy) rates were well above the stated coupon rates. Therefore, at issue, interest expense should be fully subsidized by the Federal Government. However, due to sequestration, a reduction in subsidy was implemented. For the period 10/1/2016 to 9/30/2017, the sequester reduction is 6.9%.
- (4) Provided by Staff.

Municipal Advisor Disclosure



The enclosed information relates to an existing or potential municipal advisor engagement.

The U.S. Securities and Exchange Commission (the "SEC") has clarified that a broker, dealer or municipal securities dealer engaging in municipal advisory activities outside the scope of underwriting a particular issuance of municipal securities should be subject to municipal advisor registration. Davenport & Company LLC ("Davenport") has registered as a municipal advisor with the SEC. As a registered municipal advisor Davenport may provide advice to a municipal entity or obligated person. An obligated person is an entity other than a municipal entity, such as a not for profit corporation, that has commenced an application or negotiation with an entity to issue municipal securities on its behalf and for which it will provide support. If and when an issuer engages Davenport to provide financial advisory or consultant services with respect to the issuance of municipal securities, Davenport is obligated to evidence such a financial advisory relationship with a written agreement.

When acting as a registered municipal advisor Davenport is a fiduciary required by federal law to act in the best interest of a municipal entity without regard to its own financial or other interests. Davenport is not a fiduciary when it acts as a registered investment advisor, when advising an obligated person, or when acting as an underwriter, though it is required to deal fairly with such persons.

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Sample

Debt Management

Introduction

One of the keys to sound financial management is the development of a debt policy. The need is included in both recommended practices by the Government Finance Officers Association and by bond rating agencies.

Key Debt Ratio Guidelines

- Tax Supported 10-year Payout Ratio should be greater than 65%. The 10-year payout ratio measures the amount of principal to be retired in 10 years.
- Debt to Assessed Value should be in a range not to exceed 0.75%-1.75%.
- Debt Service vs. Governmental Expenditures Ratio should be in a range not to exceed 8-12%. Governmental expenditures represent the ongoing operating expenditures of the County and School Board. In this calculation, debt service and capital expenditures are excluded from expenditures.

К

SITE AGREEMENT

THIS SITE AGREEMENT ("Agreement"), dated this _____ day of _____, 2016, is entered into between COUNTY OF FREDERICK, VIRGINIA, a political subdivision of Virginia ("Owner"), and SHENANDOAH MOBILE, LLC, a Virginia Limited Liability Company ("SHENTEL"), each hereby agreeing as follows:

1. Premises and Use. Owner, as the owner of real property as described in Exhibit A ("Property"), leases to SHENTEL Shenandoah Mobile, LLC, a Virginia limited liability company ("SHENTEL"), the real estate described below:

A. Land consisting of approximately 10,000 square feet (100' x 100') upon which SHENTEL will construct its equipment base station and antenna structure;

B. Land shall include space required for cable runs to connect communications equipment and antennas, in the location(s) shown on Exhibit A, together with a non-exclusive easement(s) for unrestricted access thereto to and from the public highway and to the appropriate, in the discretion of SHENTEL, source of electric and telephone facilities (collectively, the "Site"). SHENTEL shall be entitled to use the Site for the purpose of installing, removing, replacing, modifying, maintaining and operating, at its expense, telecommunications service system facilities, including, without limitation, antenna equipment, cable wiring, buildings, equipment shelters, fiber optic facilities, CATV, back-up power sources (including generators and fuel storage tanks), related fixtures, an antenna structure, and such fencing as is necessary to reasonably restrict access to the facilities ("Telecommunications Equipment"). SHENTEL will use the Site in a manner which will not unreasonably disturb the occupancy of Owner's other tenants. SHENTEL shall have access to the Site 24 hours per day, 7 days per week at no additional cost.

2. Term. The term of this Agreement (the "Initial Term") is five years, commencing on the first day of the month following the date both SHENTEL and Owner have executed this Agreement ("Commencement Date"). This Agreement will be automatically renewed for seven additional terms (each a "Renewal Term") of five years each, unless SHENTEL provides Owner notice of intention not to renew not less than 90 days prior to the expiration of the Initial Term or any Renewal Term. Upon the Commencement Date, SHENTEL shall have access to the Property to perform such tests and studies as SHENTEL may deem necessary to determine the suitability of the Site for SHENTEL's intended operations. Owner shall reasonably cooperate with such tests and studies, provided SHENTEL does not unreasonably interfere with the operation of the Property.

3. Rent. Until the date, which is 60 days after the issuance of a building permit, rent will be a one-time aggregate payment of \$100.00, the receipt of which Owner hereby acknowledges. Thereafter, rent will be paid in equal monthly installments of \$ \$1,000.00 (until increased as set forth herein), partial months to be prorated, in advance. Rent shall increase at the annual rate of 3% upon each anniversary of the Commencement Date thereafter.

4. Title and Quiet Possession. Owner represents and agrees (a) that it is the fee owner of the Site; (b) that it has the right to enter into this Agreement; (c) that the person signing this Agreement has the authority to sign; (d) that SHENTEL is entitled to access to the Site at all times and to the quiet possession of the Site throughout the Initial Term and each Renewal Term so long as SHENTEL is not in default beyond the expiration of any cure period; (e) that Owner shall not have unsupervised access to the Site or to the Telecommunications Equipment; (f) that the site is free and clear of any restrictive covenants, restrictions, liens or mortgages (other than mortgages for which a non-disturbance agreement has been executed), which would interfere with SHENTEL's rights to or use of the Site; and (g) that the execution and performance of the Agreement will not violate any laws, ordinances, covenants or the provisions of any mortgage, lease or other agreement binding on the Owner.

5. Assignment.

A. SHENTEL shall have the right, upon notice to Owner, to assign its rights hereunder provided that any assignee to this Agreement agrees to be bound by all the terms and conditions of this Agreement and to assume all of SHENTEL's obligations to be performed hereunder. The parties agree that a pledge of, or grant of a security interest in this Agreement to any lender(s) of SHENTEL or its affiliates, or by Owner, for the purpose of securing indebtedness, shall not require the consent of the other party and is hereby authorized.

B. If at any time after the execution of this Agreement, Owner receives, and seriously considers accepting a bona fide written offer from a third party seeking to obtain an exclusive easement, which easement includes the Site, for any purpose, or an assignment of this Agreement, or rights to the rental stream thereunder ("Offer"), Owner shall immediately furnish SHENTEL with a copy of the Offer. SHENTEL shall have the right, within thirty (30) days after it receives a copy of the Offer, to match the terms thereof ("Counteroffer"), with such Counteroffer to be in a form substantially similar to the Offer. If SHENTEL chooses not to exercise this right of first refusal or fails to provide a written Counteroffer to Owner within the thirty (30) days period, Owner may grant the aforesaid easement or assign the aforesaid agreement, including the rental streams, on the same terms and conditions offered to SHENTEL, subject to the terms of this Agreement. If Owner attempts to assign this Agreement or the ownership of the rental stream, or granting of an easement, to a third party without fully complying with the terms and conditions herein, such a transfer shall be void and of no further force and effect.

C. The following transfers and/or assignments shall not be subject to the right of first refusal set forth under Section 5(B) above: the transfer of the ownership of the entire Property by Owner to another party through a bona fide sale; the transfer of ownership of a portion of the Property through a subdivision thereof, which such subdivided parcel contains the Site, to another party through a bona fide sale; the transfer and/or assignment of any portion of the Property or the rights under this Agreement (including the rental streams) to (a) successor to Owner, (b) any party controlling, controlled by or under common control with Owner, (c) any parent, subsidiary or affiliate of Owner, or (d) any party acquiring all or substantially all of the assets of Owner.

6. Subleasing.

A. SHENTEL shall have the right to sublease to other entities ("Tenant" or "Tenants") under this Agreement upon notice to Owner. In the event of a sublease of the Site to a "Non-Affiliate", SHENTEL shall pay to Owner a sum equal to eighteen percent (18%) of the Base Rent (defined as the specific monthly rent amount paid by a Tenant pursuant to its sublease, not to include any additional fees or reimbursements, i.e., taxes, permitting costs, approval costs, capital contributions for construction costs, etc., payable to SHENTEL pursuant to the sublease) paid to SHENTEL for each separate sublease or co-location ("Revenue Share"). The term "Non-Affiliate" means any party other than (a) any party controlling, controlled by or under common control with SHENTEL, (b) any parent, subsidiary or affiliate of SHENTEL, or (c) any party acquiring all or substantially all of the assets of SHENTEL. Any additional payments that are a result of this paragraph shall remain in effect for the duration of the sublease and shall automatically terminate upon any termination of the Sublease. SHENTEL shall attempt to provide at least 30 days notification prior to commencement or termination of any Sublease that will result in increased or decreased payment pursuant to this paragraph.

B. Payment of Revenue Share to the Owner will occur within thirty (30) days of actual receipt of the payment by SHENTEL. Notwithstanding the foregoing, it is specifically agreed that no Revenue Share Fee shall be due to Owner for the collocation of any facilities owned or operated by the State of Virginia, County of Frederick or agencies thereof (i.e., police, emergency services or municipal communications); or for the co-location of equipment installed at a rental rate of less than One Thousand Dollars (\$1,000.00) per month.

C. SHENTEL shall incorporate the terms of this Agreement in any sublease documentation with Tenants, and all Tenants shall abide by and be subject to the applicable terms and conditions hereof. SHENTEL shall provide notice to the Owner on or before January 1st each year indicating the Revenue Share to be paid for each individual sublease of the Site.

7. Notices. All notices must be in writing and are effective upon delivery when personally delivered, three days after deposit in the U.S. mail, certified and postage prepaid or one day after deposit with certified overnight delivery (such as UPS). Notices to SHENTEL are to be sent to Shenandoah Mobile, LLC, P.O. Box 459, 500 Shentel Way, Edinburg, VA 22824. Notices to Owner are to be sent to the address shown under the Owner's signature. Either party may change the address for notice upon written notification to the other.

8. Improvements. SHENTEL may, at its expense, make such improvements on the Site, as it deems necessary from time to time for the operation of the Site. Owner agrees to cooperate with SHENTEL with respect to obtaining any required zoning approvals for the Site and such improvements. Upon termination or expiration of this Agreement, SHENTEL may remove its equipment and improvements and, if requested by Owner, will restore the Site to substantially the condition existing on the Commencement Date, except for ordinary wear and tear and casualty loss.

9. Compliance with Laws. Owner represents that Owner's property (including the Site), and all improvements located thereon, are in substantial compliance with building, life/safety, disability and other laws, codes and regulations of applicable governmental authorities. SHENTEL will substantially comply with all applicable laws relating to its possession and use of the Site.

10. Interference. SHENTEL will resolve technical interference problems with other equipment located at the Site on the Commencement Date or any equipment that becomes attached to the Site at any future date when SHENTEL desires to add additional equipment to the Site. Likewise, Owner will not permit or suffer the installation of any future equipment, or modification of existing equipment, which (a) results in technical interference problems with SHENTEL's then existing equipment or (b) encroaches onto the Site.

11. Utilities. Owner represents that utilities adequate for SHENTEL's use of the Site are available. SHENTEL will pay for all utilities used by it at the Site. Owner will cooperate with SHENTEL in SHENTEL's efforts to obtain utilities from any location provided by Owner or the servicing utility, including signing any easement or other instrument reasonably required by the utility company.

12. Termination. SHENTEL may terminate this Agreement at any time by notice to Owner without further liability if SHENTEL does not obtain all permits or other approvals (collectively, "approval") required from any governmental authority or any easements required from any third party to operate the Site, or if any such approval is canceled, expires or is withdrawn or terminated, or if Owner fails to have proper ownership of the Site or authority to enter into this Agreement, or if SHENTEL, for any other reason, in its sole discretion, determines that it will be unable to use the Site. Upon termination, all prepaid rent will be retained by Owner unless such termination is due to Owner's failure of proper ownership or authority, or such termination is a result of Owner's default. Owner may terminate this Agreement by notice to SHENTEL without further liability hereunder if SHENTEL does not commence construction of the Site within two (2) years of the Commencement Date.

13. Default. If either party is in default under this Agreement for a period of (a) 15 days following receipt of notice from the non-defaulting party with respect to a default which may be cured solely by the payment of money, or (b) 30 days following receipt of notice from the non-defaulting party with respect to a default which may not be cured solely by the payment of money, then, in either event, the non-defaulting party may pursue any remedies available to it against the defaulting party under applicable law, including, but not limited to, the right to terminate this Agreement. If the non-monetary default may not reasonably be cured within a 30-day period, this Agreement may not be terminated if the defaulting party commences action to cure the default within such 30-day period and proceeds with due diligence to fully cure the default.

14. Indemnity. SHENTEL indemnifies the Owner against and holds the other harmless from any and all costs (including reasonable attorneys' fees) and claims of liability or loss which arise out of the use and/or occupancy of the Site by SHENTEL. This indemnity does not apply to the extent claims arise from the negligence or intentional misconduct of the Owner. The indemnity obligations under this Paragraph will survive termination of this Agreement.

15. Hazardous Substances. Owner represents that it has no knowledge of any substance, chemical or waste (collectively, "substance") on the Site that is identified as hazardous, toxic or dangerous in any applicable federal, state or local law or regulation. SHENTEL will not introduce or use any such substance on the Site in violation of any applicable law.

16. Subordination and Non-Disturbance. Owner will use diligent efforts to obtain a non-disturbance agreement reasonably acceptable to SHENTEL from the holder of any mortgage or deed of trust on the Property providing that so long as SHENTEL is not in default under this Agreement, such holder shall not, nor shall any trustee or other party in the exercise of any rights under any deed of trust or other security document, disturb or interfere with SHENTEL's right to remain in possession of the Site or SHENTEL's right to enjoy all of the rights and privileges set forth in this Agreement. Should Owner, at any time during the term of this Agreement, sell all or any part of the Property herein leased to SHENTEL such sale shall be subject to this Agreement.

17. Taxes. SHENTEL will be responsible for payment of all real estate or personal property taxes assessed directly upon and arising solely from its improvements and use of the communications facility on the Site. Owner will pay when due all real estate taxes and assessments attributable to the property of Owner of which the Site is a part.

18. Insurance. SHENTEL will procure and maintain commercial general liability insurance, with limits of not less than \$1,000,000 combined single limit per occurrence for bodily injury and property damage liability, with a certificate of insurance naming the Owner as an additional insured to be furnished to Owner. SHENTEL and Owner hereby agree that each of their recovery against the

Site Name: Tasker

Site I.D. #15449

other for any loss or damage covered by any insurance policies maintained by the other, or for any loss or damage covered that a prudent owner would cause to be covered by insurance, shall be paid only from the proceeds of a claim against such insurance policies.. SHENTEL and Owner will each request its insurance carrier to include in policies provided pursuant to this Agreement an endorsement recognizing this waiver of subrogation.

19. Maintenance. SHENTEL will be responsible for repairing and maintaining the Telecommunications Equipment and any other improvements installed by SHENTEL at the Site in a proper operating and reasonably safe condition; provided, however if any such repair or maintenance is required due to acts of Owner, its agents or employees, Owner shall reimburse SHENTEL for the reasonable costs incurred by SHENTEL to restore the damaged areas to the condition which existed immediately prior thereto. Owner will maintain and repair all other portions of the property of which the Site is a part in a proper operating and reasonably safe condition.

20. Miscellaneous. (a) This Agreement applies to and binds the heirs, successors, executors, administrators and assigns of the parties to this Agreement; (b) this Agreement is governed by the laws of the state in which the Site is located; (c) If requested by SHENTEL, Owner agrees promptly to execute and deliver to SHENTEL a recordable Memorandum of this Agreement in the form of Exhibit B; (d) this Agreement (including the Exhibits) constitutes the entire agreement between the parties and supersedes all prior written and verbal agreements, representations, promises or understandings between the parties; Any amendments to this Agreement must be in writing and executed by both parties; and (e) if any provision of this Agreement is invalid or unenforceable with respect to any party, the remainder of this Agreement or the application of such provision to persons other than those as to whom it is held invalid or unenforceable, will not be affected and each provision of this Agreement will be valid and enforceable to the fullest extent permitted by law.

22. Non-Binding Until Fully Executed. This Agreement is for discussion purposes only and does not constitute a formal offer by either party. This Agreement is not and shall not be binding on either party until and unless it is fully executed by both parties.

OWNER:

SHENTEL:

COUNTY OF FREDERICK, VIRGINIA

SHENANDOAH MOBILE, LLC

By: _____

By: _____

William L. Pirtle, Senior Vice President -
Marketing and Sales

Name: _____

Title: _____

County of Frederick, Virginia
107 North Kent Street
Winchester, VA 22601

Shenandoah Mobile, LLC
Post Office Box 459
Edinburg, VA 22824
Attention: Site Management

Date: _____

Date: _____

The following Exhibits are attached to and made a part of this Agreement: Exhibits A, B, C and D.

STATE OF VIRGINIA AT LARGE, To-Wit:

The foregoing Site Agreement was acknowledged before me, a Notary Public in and for the State of Virginia, in the City/County of _____, Virginia, on this _____ day of _____, 2016, by _____, as _____, on behalf of the County of Frederick, Virginia, a political subdivision of Virginia, the "Owner" herein.

My commission expires: _____.

Notary Public

(SEAL)

STATE OF VIRGINIA AT LARGE, To-Wit:

The foregoing Site Agreement acknowledged before me, a Notary Public in and for the State of Virginia At Large, in Shenandoah County, Virginia, on this _____ day of _____, _____, by William L. Pirtle, Senior Vice President – Marketing and Sales, on behalf of Shenandoah Mobile, LLC, a Virginia limited liability company, "SHENTEL".

My commission expires: _____.

Notary Public

(SEAL)

Site Name: Tasker

Site I.D. #15449

EXHIBIT A

Site Agreement

Property and Site Description

Site will be situated at 871 Tasker Road, Stephens City, VA.

Legal Description of the Property

That certain lot or parcel of land containing 16.0000 acres, more or less, more particularly described in that certain plat and survey of P. Duane Brown, C.L.S., dated October 6, 1986, which plat and survey is of record in Deed Book 632, at Page 466, in the Clerk's Office of the Circuit Court of Frederick County, and being the same property conveyed to the Owner by Deed of The County School Board of Frederick County, dated July 1, 1996, of record in said Clerk's Office in Deed Book 861, at Page 1042.

Sketch of Site:

Owner Initials _____

SHENTEL Initials _____

Note: Owner and SHENTEL may, at SHENTEL's option, replace this Exhibit with an Exhibit setting forth the legal description of the property on which the Site is located and/or an as-built drawing depicting the Site.

EXHIBIT B

Prepared By and Return To:
Shenandoah Mobile, LLC
P.O. Box 459
500 Shentel Way
Edinburg, Virginia 22824

Tax Map 52 Parcel 71B

Telecommunications Tower
Memorandum of Site Agreement
(Example Only - Initial Only)

THIS MEMORANDUM OF SITE AGREEMENT ("Memorandum") is made this ___ day of ___, 2016, by and between the COUNTY OF FREDERICK, VIRGINIA, a political subdivision of Virginia, whose address is 107 N. Kent Street, Winchester, VA 22601 ("LESSOR"), and SHENANDOAH MOBILE, LLC, whose address is P. O. Box 459 (500 Shentel Way), Edinburg, VA 22824 ("LESSEE").

- 1. LESSOR owns certain real property situate in Frederick County, Virginia, as more particularly described on Exhibit A hereto (the "Property").
2. Pursuant to that certain PCS Site Agreement between LESSOR and LESSEE dated the ___ day of ___, 2016 (the "Lease"), LESSOR leases to LESSEE, and LESSEE leases from LESSOR, the Property on the terms set forth in the Lease, together with a right of ingress and egress to and from the public road.
3. The initial term of the Lease is five (5) years, commencing on ___ and terminating on ___, unless sooner terminated pursuant to the terms of the Lease. There are seven (7) renewal options of five (5) years each.
4. The Lease does not contain any option to purchase the Property in favor of LESSEE.
5. This Memorandum is prepared for the purpose of recordation and it in no way modifies the provisions of the Lease. All provisions of the Lease are incorporated in this Memorandum by this reference.

IN WITNESS WHEREOF, LESSOR and LESSEE have executed this Memorandum as of the day and year first above written.

COUNTY OF FREDERICK, VIRGINIA

SHENANDOAH MOBILE, LLC

By: (Example Only)

By: (Example Only)
William L. Pirtle, Senior Vice President - Marketing and Sales

STATE OF VIRGINIA AT LARGE, To-Wit,

The foregoing Memorandum of Site Agreement was acknowledged before me, a Notary Public in and for the State of Virginia At Large, in the City/County of ___, Virginia, on this ___ day of ___, 2016, by ___, on behalf of the County of Frederick, Virginia, the "LESSOR" herein.

My commission expires: .

(Example Only)

(SEAL)

Notary Public

COMMONWEALTH OF VIRGINIA AT LARGE, To-Wit:

The foregoing Memorandum of Site Agreement was acknowledged before me, a Notary Public in and for the Commonwealth of Virginia At Large, in Shenandoah County, Virginia, on this ___ day of ___, 2016, by William L. Pirtle, Senior Vice President - Marketing and Sales, on behalf of Shenandoah Mobile, LLC, a Virginia limited liability company, the "LESSEE" herein.

My commission expires: .

(Example Only)

(SEAL)

Notary Public

OWNER Initials _____

SHENTEL Initials _____

Site Name: Tasker

Site I.D. 15449

EXHIBIT C

SITE ACCESS AND INFORMATION

SITE ADDRESS:

MUNICIPALITY: Winchester

STATE: Virginia

COUNTY: Frederick

LATITUDE: TBD

LONGITUDE: TBD

OWNER/SITE MANAGER:

PHONE NO.

SITE/BULDING CONTACT:

PHONE NO.

SITE/BUILDING ENTRY PROCEDURES:

NORMAL HOURS: 24/7

AFTER NORMAL HOURS AND WEEKEND: N/A

NOTE: SHENTEL may, at its option, replace this Exhibit with a revised Exhibit once additional information to complete this Exhibit becomes available.

EXHIBIT D

Site Agreement

Tower Construction Provisions

The following provisions are made a part of this Agreement and shall control notwithstanding any provisions of this Agreement (and prior Exhibits hereto) to the contrary:

1. Owner acknowledges that SHENTEL has leased the Site to construct thereon an antenna structure ("Tower"), which may be approximately 200 feet in height, as part of its Site and telecommunications facilities. Owner covenants and agrees that no part of the improvements installed, constructed, erected or placed by SHENTEL on the Site will be or become, or be considered as being, affixed to or a part of Owner's real property of which the Site is a part ("Owner's Property"). Any provisions and principles of law to the contrary notwithstanding, it is the specific intention of Owner and SHENTEL that all such improvements, including without limitation, the Tower, will be and remain the property of SHENTEL despite any default or termination of this Agreement and may be removed by SHENTEL at any time in SHENTEL's discretion provided that SHENTEL, at its expense, restores the Site, as near as practicable, to its condition prior to such improvements (save and except utilities and fences installed, access areas improved, removal of vegetation for construction purposes, concrete pads, foundations, footings and guy anchors installed, items constructed or changed by any person(s) or entity(ies) other than SHENTEL, normal wear and tear, and actions beyond SHENTEL's control).

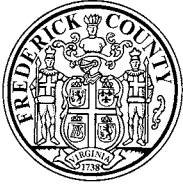
2. During the Initial Term and each Renewal Term, SHENTEL may install and maintain a fence around the Site and/or the Tower or other parts of the telecommunications facilities as SHENTEL determines is reasonable for the proper and efficient operation and protection of the Site. SHENTEL also may improve the Site by grading, graveling or paving as SHENTEL determines is reasonable for the proper and efficient construction of the Tower and telecommunications system.

3. SHENTEL shall have the exclusive right, without Owner's consent, to enter into subleases or license agreements (collectively "Subleases"), on terms which are acceptable to SHENTEL in its sole discretion, which will permit other parties to use space on the Tower and portions of the Site for telecommunications equipment, and to gain access to the Site through the Owner's Property in the same manner permitted to SHENTEL under this Agreement. SHENTEL's entry into any such Sublease will not relieve SHENTEL from its responsibilities hereunder.

Owner's Initials: _____

SHENTEL's Initials: _____

L



CONDITIONAL USE PERMIT #12-16
Off-Premise Farm Market (Alma Carter & Ronald Carter)
Staff Report for the Board of Supervisors
Prepared: October 28, 2016
Staff Contact: Mark R. Cheran, Zoning Administrator

This report is prepared by the Frederick County Planning Staff to provide information to the Planning Commission and the Board of Supervisors to assist them in making a decision on this request. It may also be useful to others interested in this zoning matter.

	<u>Reviewed</u>	<u>Action</u>
Planning Commission:	10/19/16	Public Hearing Held: Recommended Approval
Board of Supervisors:	11/09/16	Pending

EXECUTIVE SUMMARY & PLANNING COMMISSION RECOMMENDATION FOR THE 11/09/16 BOARD OF SUPERVISORS MEETING:

This is a request for an off-premise farm market in the RA (Rural Areas) Zoning District for the sale of fresh fruits, vegetables, other food and related items. Should the Board of Supervisors find this application for an off-premise farm market to be appropriate, The Planning Commission recommends that the following conditions be attached to the Conditional Use Permit (CUP):

1. All review agency comments and requirements shall be complied with at all times.
2. An illustrative sketch plan shall be submitted to and approved by Frederick County and all improvements completed prior to establishment of the use.
3. Prior to the establishment of the use, an OSE packet should be submitted to and approved by the Winchester-Frederick County Health Department for the well and sewage disposal system to be utilized for this property.
4. One, non-illuminated, freestanding monument business sign is allowed with this Conditional Use Permit that is no more than five (5) feet tall and no more than fifty (50) square feet in area.
5. Hours of operation shall be limited to 8 a.m. to 9 p.m. seven (7) days a week.
6. Any expansion or change of use shall require a new Conditional Use Permit.

Following this public hearing, a decision regarding this Conditional Use Permit application by the Board of Supervisors would be appropriate. The Applicant should be prepared to adequately address all concerns raised by the Board of Supervisors.

LOCATION: This property is located at 131 Gainesboro Road, Winchester, Virginia; immediately south of Route 522 (North Frederick Pike)

MAGISTERIAL DISTRICT: Gainesboro

PROPERTY ID NUMBER: 29-A-63

PROPERTY ZONING & PRESENT USE:

Zoned: Rural Areas (RA)
Land Use: Residential

ADJOINING PROPERTY ZONING & PRESENT USE:

North:	RA (Rural Areas)	Use: Residential/Vacant
South:	RA (Rural Areas)	Use: Residential/Vacant
East:	RA (Rural Areas)	Use: Residential
West:	RA (Rural Areas)	Use: Residential

PROPOSED USE: Off-Premise Farm Market

REVIEW EVALUATIONS:

Virginia Department of Transportation: The application for a conditional use permit for this property appears to have little measurable impact on Route 684, the VDOT facility which would provide access to the property. The existing entrance is adequate for the proposed use. However, should use ever expand in the future or customer volumes exceed the minimum threshold of a commercial entrance, improvements would be required.

Frederick County Inspections: Change of use for the existing Agricultural Building M, Mercantile Use-Market. Area shall comply with The Virginia Existing Building Code, The Virginia Uniform Statewide Building Code, Section 306 – M, Mercantile Use Group of the International Building Code/2012. Other Code that applies is ICC/ANSI A117.1-09 Accessible and Usable Buildings and Facilities and 2012 Virginia Energy Code.

A change of use permit is required for existing building. Please submit a detailed floor plan with your permit. An accessible route shall be provided to the main entrance from the accessible parking and unloading area. Van accessible parking and unloading are provided. Max slope for parking and unloading area is 2%. Maximum slope for walkway to main entrance is 5%. Van accessible signage shall be provided per USBC Section 1106.8. Threshold shall meet ANSI

A117.1-09. Lever type hardware shall be provided on all doors along the accessible route and business areas.

A public restroom is required to be provided. The quantity of restroom provided shall be in accordance with T2901 for the use group. An accessible route shall be provided to the restroom.

20% ANSI A117-01-09 rule applies.

All required exits shall meet accessibility with slopes, grades, and access.

Winchester-Frederick County Health Department: The Frederick County Health Department has no objection as long as this office receives an OSE packet for approval of the well and sewage disposal system to be utilized for this property.

Frederick County Fire Marshall: Plans approved. Permit approved provided that at least 1 5 lb. multi-purpose ABC fire extinguisher and at least 1 working smoke detector be installed in the barn.

Planning and Zoning: Off-premise farm markets are permitted in the RA (Rural Areas) Zoning District through an approved Conditional Use Permit (CUP). Farm markets allow for the retail sale of fresh fruits and vegetables, other food and related items, horticultural products and livestock in a space that may be indoor or outdoor. The Applicant proposes the use of an existing barn on the property (which also includes a farm house and outbuildings) for the farm market facility. The ultimate configuration of the site, including customer/employee parking and a business sign will be determined at time of submission of an illustrative sketch plan. The Applicant proposes up to 10 employee's to staff the farm market; however Staff notes that the number of employee's permitted on site will ultimately be determined by the type of well and sewage disposal system approved by the Winchester-Frederick County Health Department. Additionally, the Applicant proposes being open seven (7) days a week, from 8 a.m. to 9 p.m. with seasonal variation.

Any new signage will be limited to one (1) freestanding monument sign; not to exceed fifty (50) square feet in area, and five (5) feet in height.

The 2030 Comprehensive Policy Plan of Frederick County ("Comprehensive Plan") provides guidance when considering land use actions. The location of this proposed off-premise farm market is not in an area where a small area land use study has been adopted by the County. Nevertheless, the proposed use is consistent with the goals of the Comprehensive Plan. Specifically, land use goals for the rural areas of the County identify the importance of maintaining a rural character in areas outside of the Urban Development Area (UDA). A mix of agricultural, commercial and residential uses is envisioned.

STAFF CONCLUSIONS FOR THE 10/19/16 PLANNING COMMISSION MEETING:

Should the Planning Commission find this application for an off-premise farm market to be appropriate, staff recommends that the following conditions be attached to the CUP:

1. All review agency comments and requirements shall be complied with at all times.
2. An illustrative sketch plan shall be submitted to and approved by Frederick County and all improvements completed prior to establishment of the use.
3. Prior to the establishment of the use, an OSE packet should be submitted to and approved by the Winchester-Frederick County Health Department for the well and sewage disposal system to be utilized for this property.
4. One, non-illuminated, freestanding monument business sign is allowed with this Conditional Use Permit that is no more than five (5) feet tall and no more than fifty (50) square feet in area.
5. Hours of operation shall be limited to 8 a.m. to 9 p.m. seven (7) days a week.
6. Any expansion or change of use shall require a new Conditional Use Permit.

PLANNING COMMISSION SUMMARY AND ACTION OF THE 10/19/16 MEETING:

Staff reported this property is currently zoned RA (Rural Areas), the use is Residential; the surrounding properties are also zoned RA, and those land uses are Residential and Vacant. Staff presented a location map of the property and continued the Frederick County Zoning Ordinance allows for an off-premise farm market in the RA Zoning District through an approved Conditional Use Permit (CUP). Staff explained the difference between a regular farm market and an off-premise; the off-premise will not be growing produce at this location at this time. Staff reported farm markets allow for the retail sale of fresh fruits, vegetables, other foods, related items, horticultural products, and livestock in a space that may be indoor or outdoor. It was noted by Staff that the Applicant proposed to use the existing barn on the property (which also includes a farm house and outbuildings) for the farm market facility.

Staff reported the ultimate configuration of the site, including parking and a business sign will be determined by an illustrative sketch plan. Staff continued, the Applicant proposed up to ten (10) employees to staff the farm market; however, Staff notes that the number of employees permitted on site will ultimately be determined by the type of well and sewage disposal system approved by the Winchester-Frederick County Health Department. It was noted by Staff any new signage will be limited to one (1) freestanding monument sign; not to exceed fifty (50) square feet in area, and five (5) feet in height. Staff presented the conditions recommended:

1. All review agency comments shall be complied with at all times.
2. An illustrative sketch plan shall be submitted to and approved by Frederick County and all improvements completed prior to establishment of the use.
3. Prior to the establishment of the use, an OSE packet should be submitted to and approved by the Winchester-Frederick County Health Department for the well and sewage disposal system to be utilized for this property.
4. One, non-illuminated, freestanding monument business sign is allowed with this Conditional Use Permit that is no more than five (5) feet tall and no more than fifty (50) square feet in area.
5. Hours of operation shall be limited to 8 a.m. to 9 p.m. seven (7) days a week.
6. Any expansion or change of use shall require a new Conditional Use Permit.

A Commission Member inquired if this were recommended for approval, approved by the Board of Supervisors and the land does not perk for a drainfield; does that mean the Applicant would have the CUP lingering even though they cannot utilize it. Staff noted that is correct. The Applicant came forward and explained they are seeking to add a positive addition to the community. She continued they would like to accommodate the area schools such as field trips. It was noted by the Applicant they have an additional 7.5 acres at this site with hopes of growing their own produce.

A Commission Member stated he has visited the site; initially he was concerned with the entrance, however the illustrative sketch plan addresses this concern. He feels this will be a good fit for the area. Commission Members discussed the possibility of putting a time limit on the CUP in case the property does not meet the requirements set forth by the Health Department. A Commission Member noted typically a drainfield is already associated with a project, however in this case they have not done that yet and his concern would be a CUP lingering if requirements are not met. A Commission Member expressed he does not feel this would be a burden if the CUP is issued and they cannot use it.

A motion was made, seconded, and unanimously passed to recommend approval of CUP #12-16 for Alma and Ronald Carter.

Absent: None

EXECUTIVE SUMMARY & PLANNING COMMISSION RECOMMENDATION FOR THE 10/26/16 BOARD OF SUPERVISORS MEETING:

This is a request for an off-premise farm market in the RA (Rural Areas) Zoning District for the sale of fresh fruits, vegetables, other food and related items. Should the Board of Supervisors find this application for an off-premise farm market to be appropriate, The Planning Commissioner recommends that the following conditions be attached to the Conditional Use Permit (CUP):

1. All review agency comments and requirements shall be complied with at all times.
2. An illustrative sketch plan shall be submitted to and approved by Frederick County and all improvements completed prior to establishment of the use.
3. Prior to the establishment of the use, an OSE packet should be submitted to and approved by the Winchester-Frederick County Health Department for the well and sewage disposal system to be utilized for this property.
4. One, non-illuminated, freestanding monument business sign is allowed with this Conditional Use Permit that is no more than five (5) feet tall and no more than fifty (50) square feet in area.
5. Hours of operation shall be limited to 8 a.m. to 9 p.m. seven (7) days a week.
6. Any expansion or change of use shall require a new Conditional Use Permit.

Following this public hearing, a decision regarding this Conditional Use Permit application by the Board of Supervisors would be appropriate. The Applicant should be prepared to adequately address all concerns raised by the Board of Supervisors.

CUP # 12 - 16















Alma Carter and Ronald Carter

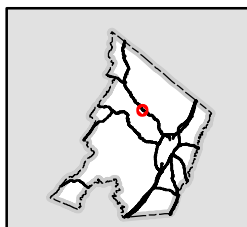
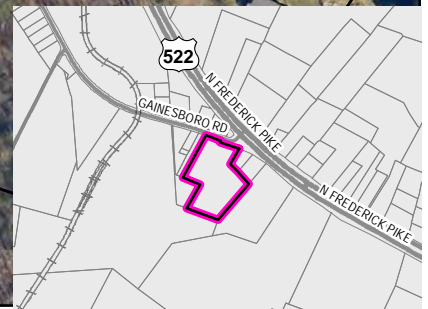
PIN:

29 - A - 63

Off-Premise Farm Market



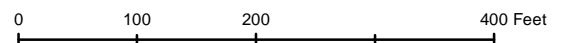
-  Applications
-  Parcels
-  Sewer and Water Service Area
-  Building Footprints
-  B1 (Business, Neighborhood District)
-  B2 (Business, General District)
-  B3 (Business, Industrial Transition District)
-  EM (Extractive Manufacturing District)
-  HE (Higher Education District)
-  M1 (Industrial, Light District)
-  M2 (Industrial, General District)
-  MH1 (Mobile Home Community District)
-  MS (Medical Support District)
-  OM (Office - Manufacturing Park)
- R4 (Residential Planned Community District)
- R5 (Residential Recreational Community District)
- RA (Rural Area District)
- RP (Residential Performance District)



CUP # 12 - 16 Alma Carter and Ronald Carter

PIN:
29 - A - 63
Off-Premise Farm Market

Note:
Frederick County Dept of
Planning & Development
107 N Kent St
Suite 202
Winchester, VA 22601
540 - 665 - 5651
Map Created: September 27, 2016
Staff: tklein



CUP # 12 - 16





Alma Carter and Ronald Carter

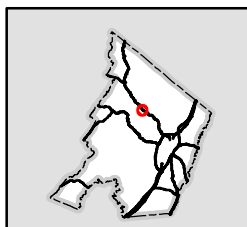
PIN:

29 - A - 63

Off-Premise Farm Market



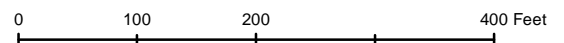
-  Applications
-  Parcels
-  Sewer and Water Service Area
-  Building Footprints



CUP # 12 - 16 Alma Carter and Ronald Carter

PIN:
29 - A - 63
Off-Premise Farm Market

Note:
Frederick County Dept of
Planning & Development
107 N Kent St
Suite 202
Winchester, VA 22601
540 - 665 - 5651
Map Created: September 27, 2016
Staff: tklein





Submittal Deadline	9/23/16
P/C Meeting	10/19/16
BOS Meeting	11/9/16

**APPLICATION FOR CONDITIONAL USE PERMIT
FREDERICK COUNTY, VIRGINIA**

1. Applicant (check one): Property Owner Other

NAME: Alma Carter & Ronald Carter

ADDRESS: 131 Gainesboro Road; Winchester, Virginia 22603

TELEPHONE: 540-247-3253

2. Please list all owners, occupants, or parties in interest of the property:

Alma Elizabeth (Libby) Carter

3. The property is located at: (please give exact directions and include the route number of your road or street)

131 Gainesboro Road, Winchester, VA 22603.

4. The property has a road frontage of 347.95 feet and a depth of 476 feet and consists of 7.452 acres. (Please be exact)

5. The property is owned by Alma & Ronald Carter as evidenced by deed from Whetzel, Bertha Etals (previous owner) recorded in deed book no. 832 on page 1046, as recorded in the records of the Clerk of the Circuit Court, County of Frederick.

*696-271

6. Property Identification Number (P.I.N.) 29-A-63
Magisterial District Gainesboro
Current Zoning RA

Alma Carter & Ronald Carter
 PIN# 29-A-63
 Adjoining Property:

	USE	
North	Civic/Open Space	RA
East	Residential	RA
South	Agriculture	RA
West	Residential	RA

8. The type of use proposed is (consult with the Planning Dept. before completing):

RA-Farm Market

9. It is proposed that the following buildings will be constructed:

N/A

10. The following are all of the individuals, firms, or corporations owning property adjacent to both sides and rear and in front of (across street from) the property where the requested use will be conducted. (Continue on back if necessary.) These people will be notified by mail of this application:

Name and Property Identification Number	Address
Name Michael & Patricia Pyles Property # 29-A-46	00141 Gainesboro Road Winchester, Virginia 22603 ✓
Name Charles Adams David Adams Property # 29-A-113	Add. of Owners: 1610 Saint St. SE Palm Bay, FL 32909 ✓
Name Boyd & Patricia McDonald Property # 29-A-58	04675 N. Frederick Pike Winchester, VA 22603 ✓
Name Lori Roberts Trustee Property # 29-A-59	00107 Gainesboro Road Winchester, VA 22603 ✓
Name Lori Roberts Trustee Property # 29-A-66	Add. for this part: N. Frederick Pike Preservation Trust 4 Weems Lane #207, Winc. VA 22601 ✓
Name Curtis Goundie Property # 29-A-65 29-A-65	171 Gainesboro Road Winchester, VA 22603 ✓
Name ARTHUR JISK Property #	140 GAINESBORO, RD

GAINESBORO RURITAN CLUB 128 GAINESBORO RD
 PO BOX 155

29-A-54A
 51B
 7A

11. Please use this page for your sketch of the property. Show proposed and/or existing structures on the property, including measurements to all property lines.



12. Additional comments, if any: _____

I (we), the undersigned, do hereby respectfully make application and petition the governing body of Frederick County, Virginia to allow the use described in this application. I understand that the sign issued to me when this application is submitted must be placed at the front property line at least seven (7) days prior to the first public hearing and maintained so as to be visible until after the Board of Supervisors' public hearing. Your application for a Conditional Use Permit authorizes any member of the Frederick County Planning Commission, Board of Supervisors or Planning and Development Department to inspect your property where the proposed use will be conducted.

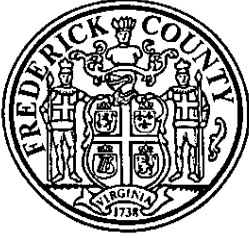
Signature of Applicant Alma Elizabeth Carter

Signature of Owner Alma Elizabeth Carter

Owners' Mailing Address 131 Gainesboro Road; Winchester, Virginia 22603

Owners' Telephone No. (540) 247-3253

TO BE COMPLETED BY THE ZONING ADMINISTRATOR:
USE CODE: _____
RENEWAL DATE: _____



RESOLUTION

Action:

PLANNING COMMISSION: October 19, 2016 Recommended Approval

BOARD OF SUPERVISORS: November 9, 2016 APPROVED DENIED

RESOLUTION

CONDITIONAL USE PERMIT #12-16 OFF-PREMISE FARM MARKET (ALMA CARTER & RONALD CARTER)

WHEREAS, Conditional Use Permit #12-16 for an Off-Premise Farm Market, submitted by Alma & Ronald Carter, was considered. The Property is located at 131 Gainesboro Road, Winchester, Virginia, immediately south of Route 522 (North Frederick Pike) and is further identified with Property Identification Number 29-A-63, in the Gainesboro Magisterial District; and,

WHEREAS, the Frederick County Planning Commission held a public hearing on the Conditional Use Permit on October 19, 2016, and recommended approval of the Conditional Use Permit with conditions; and,

WHEREAS, the Frederick County Board of Supervisors held a public hearing on this Conditional Use Permit during their regular meeting on November 9, 2016; and,

WHEREAS, the Frederick County Board of Supervisors finds the approval of this Conditional Use Permit to be in the best interest of the public health, safety, welfare, and in conformance with the Comprehensive Policy Plan;

NOW, THEREFORE, BE IT ORDAINED by the Frederick County Board of Supervisors that Chapter 165 of the Frederick County Code, Zoning, is amended to revise the zoning map to reflect that Conditional Use Permit Application #12-16 for an Off-Premise Farm Market on the parcel identified by Property Identification Number 29-A-63 with the following conditions:

1. All review agency comments and requirements shall be complied with at all times.
2. An illustrative sketch plan shall be submitted to and approved by Frederick County and all improvements completed prior to establishment of the use.
3. Prior to the establishment of the use, an OSE packet should be submitted to and approved by the Winchester-Frederick County Health Department for the well and sewage disposal system to be utilized for this property.
4. One, non-illuminated, freestanding monument business sign is allowed with is Conditional Use Permit that is no more than five (5) feet tall and no more than fifty (50) square feet in area.
5. Hours of operation shall be limited to 8 a.m. to 9 p.m. seven (7) days a week.
6. Any expansion or change of use shall require a new Conditional Use Permit.

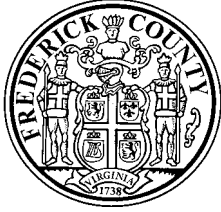
Passed this 9th day of November, 2016 by the following recorded vote:

Charles S. DeHaven, Jr., Chairman	_____	Gary A. Lofton	_____
Robert A. Hess	_____	Judith McCann-Slaughter	_____
Gene E. Fisher	_____	Blaine P. Dunn	_____
Robert W. Wells	_____		

A COPY ATTEST

 Brenda G. Garton
 Frederick County Administrator

M



REZONING APPLICATION #11-16

SOUTHERN HILLS PHASE 2

Staff Report for the Board of Supervisors

Prepared: October 28, 2016

Staff Contact: Candice E. Perkins, AICP, CZA, Assistant Director

	<u>Reviewed</u>	<u>Action</u>
Planning Commission:	10/19/16	Public Hearing Held; Recommended Approval
Board of Supervisors:	11/09/16	Pending

PROPOSAL: To revise the proffers from Rezoning Application #22-06 for 40.36 acres (37.79 acres of Residential Performance and 2.57 acres of General Business) zoning to allow for the construction of up to 130 single-family detached units. Rezoning #22-06 allowed for the construction of up to 232 single-family attached units; therefore this requested rezoning would change the housing type and decrease the total units by 102.

LOCATION: The site is located on the east side of Town Run Lane (Route 1012) approximately 0.6 miles south of the intersection with Fairfax Pike (Route 277) and Town Run Lane.

EXECUTIVE SUMMARY & PLANNING COMMISSION RECOMMENDATION FOR THE 11/09/16 BOARD OF SUPERVISORS MEETING:

This is an application to rezone a total of 40.36 acres of land to revise the proffers associated with Rezoning #22-06. This property contains 37.79 acres of RP (Residential Performance) zoned land and 2.57 acres of B2 (General Business) zoned land. This request seeks to amend the proffers to modify the housing type from single-family attached (townhouse) units to single-family detached units as well as decrease the number of units from 232 to 130 units; decreasing the total units by 102.

This property is located within the Urban Development Area (UDA) and the Sewer and Water Service Area (SWSA) and is located within the limits of the Southern Frederick Area Plan of the 2030 Comprehensive Plan. The Comprehensive Plan identifies this property with residential and commercial land use designations. The current RP (Residential Performance) and B2 (General Business) zoning designations are supported by the Comprehensive Plan.

Since this rezoning was submitted after July 1, 2016 – the specifically attributable proffer policy (§15.2-2303.4) applies to this property; therefore the Applicant is required to demonstrate how their proffers are specifically attributable to the impacts generated by their development. The Applicant has provided an analysis titled “Southern Hills Phase 2 Rezoning- Residential Development Attributable Impacts”. The total impacts on Public Safety, Public Schools and Parks and Recreation from the proposed development as outlined in the Applicant’s report comes to \$830.630.70. Staff would note that the Applicant has not addressed impacts on Library Facilities or General Government Facilities. **The Planning Commission recommended approval of the rezoning at their October 19, 2016 meeting.**

Following the required public hearing, a decision regarding this rezoning application by the Board of Supervisors would be appropriate. The Applicant should be prepared to adequately address all concerns raised by the Board of Supervisors.

This report is prepared by the Frederick County Planning Staff to provide information to the Planning Commission and the Board of Supervisors to assist them in making a decision on this application. It may also be useful to others interested in this zoning matter. Unresolved issues concerning this application are noted by staff where relevant throughout this staff report.

	<u>Reviewed</u>	<u>Action</u>
Planning Commission:	10/19/16	Public Hearing Held; Recommended Approval
Board of Supervisors:	11/09/16	Pending

PROPOSAL: To revise the proffers from Rezoning Application #22-06 for 40.36 acres (37.79 acres of Residential Performance and 2.57 acres of General Business) zoning to allow for the construction of up to 130 single-family detached units. Rezoning #22-06 allowed for the construction of up to 232 single-family attached units; therefore this requested rezoning would change the housing type and decrease the total units by 102.

LOCATION: The site is located on the east side of Town Run Lane (Route 1012) approximately 0.6 miles south of the intersection with Fairfax Pike (Route 277) and Town Run Lane.

MAGISTERIAL DISTRICT: Opequon

PROPERTY ID NUMBER: 85D-1-1-95

PROPERTY ZONING: RP (Residential Performance) and B2 (General Business) Districts

PRESENT USE: Residential/Commercial – Vacant

ADJOINING PROPERTY ZONING & PRESENT USE:

North:	RA (Rural Areas) B2 (General Business)	Use: Residential / Utility Vacant
South:	RP (Residential Performance)	Use: Residential – Southern Hills Phase I
East:	RA (Rural Areas) RP (Residential Performance)	Use: Agricultural Southern Hills Open Space
West:	RA (Rural Areas)	Use: Vacant / Agricultural

REVIEW EVALUATIONS:

Virginia Dept. of Transportation: *Please see email from Matthew Smith, P.E. dated July 26, 2016.*

Frederick County Fire Marshall: Plan approved.

Frederick County Sanitation Authority: *Please see letter from Eric R. Lawrence, AICP, Executive Director, dated July 14, 2016.*

Frederick County Public Schools: *Please see letter from K. Wayne Lee, Jr., LEED AP, dated July 22, 2016. . [Planning staff note: Since the submission of the Schools comment, the Board of Supervisors has suspended use of the DIM, in light of the General Assembly's enactment of § 15.2-2303.4, which is discussed at further length in this report.]*

Frederick County Department of Parks & Recreation: It appears the proposed monetary contribution will not meet current Development Impact Model (DIM) levels. Parks and Recreation would like to see minimum levels met. *[Planning staff note: Since the submission of the Parks & Recreation comment, the Board of Supervisors has suspended use of the DIM, in light of the General Assembly's enactment of § 15.2-2303.4, which is discussed at further length in this report.]*

Frederick County Department of Public Works: We have no comments concerning the proposed rezoning.

Frederick County Attorney: *Please see letter from Roderick B. Williams, County Attorney dated August 4, 2016.*

Winchester Regional Airport: The proposed rezoning has been reviewed and it appears that it should not have an impact on operations at the Winchester Regional Airport as the proposed site falls outside of the airport's Close In Part 77 surface. However, the site does lie within the airport's airspace and residents could experience fly-over noise from aircraft.

Planning & Zoning:

1) Site History

On July 11, 2001, the Board of Supervisors approved Rezoning Application #01-01 to rezone 105 acres from RA (Rural Areas) to RP (Residential Performance) to enable the construction of 250 single-family residential lots (the subject property was part of that original rezoning). On February 28, 2007 the Board of Supervisors approved Rezoning Application #22-06 which revised the proffers to allow for 88 single-family detached and 232 single-family attached residential units and 15.5 acres of B2 (General Business) zoned land.

2) Comprehensive Policy Plan

The 2030 Comprehensive Plan is the guide for the future growth of Frederick County.

The 2030 Comprehensive Plan is an official public document that serves as the Community's guide for making decisions regarding development, preservation, public facilities and other key components of Community life. The primary goal of this plan is to protect and improve the living environment within Frederick County. It is in essence a composition of policies used to plan for the future physical development of Frederick County.

The Area Plans, Appendix I of the 2030 Comprehensive Plan, are the primary implementation tool and will be instrumental to the future planning efforts of the County.

Land Use.

The South Frederick Area Plan of the 2030 Comprehensive Plan identifies this property with residential and commercial land use designations. The current RP (Residential Performance) and B2 (General Business) zoning designations are supported by the Comprehensive Plan.

Transportation and Site Access

The site is accessed via Town Run Lane. The 2001 and 2006 rezoning for the Southern Hills development called for a number of transportation improvements which have since been completed:

- Stickley Drive Extension to connect with Town Run Lane
- Guardrails along Town Run Lane
- Surface material overlay of Town Run Lane
- Traffic signalization at Fairfax Pike/Stickley Drive

The Southern Frederick Area Plan depicts a new minor arterial road which is located within the commercial portion of the site. The right-of-way for the new arterial (the Southern Warrior Drive Extension) continues to be reserved with this rezoning.

3) Proffer Statement – Dated June 30, 2016, revised September 15, 2016, October 13, 2016:

- A. Land Use Restrictions:
 - 1) The RP portion of the property is restricted to a maximum of 130 single-family detached units.
 - 2) The B2 portion of the property shall contain a 100 foot reservation for future right-of-way, and will be dedicated upon request by the County or VDOT. (This reservation has been recorded and is available for a time period of 89 years from the date of recordation – March 10, 2015).
- B. Ewing Family Cemetery
 - 1) The owner proffers to set aside a separate lot for the Ewing Family Cemetery with access from a public street within the property.
- C. Disclosure Statement
 - 1) The final subdivision plats and covenants shall state that agricultural land uses exists to the south and east of the property and that the Ewing family cemetery exists as a separate lot with access, and that a wastewater treatment facility exists/previously existed to the north of the property.

D. Monetary Contribution

- I) The Owner has proffered a total of \$830,630.70 (6,389.46 per unit) to offset the residential development impacts. ***Staff Note: This monetary amount change reflects the sole amendment to the proffers dated June 30, 2016 and revised October 13, 2016.***

4) Staff Concerns – Monetary Proffers

Senate Bill 549 became effective on July 1, 2016 and was codified as Virginia Code §15.2-2303.4. This proffer policy requires that proffers for residential developments submitted after July 1, 2016 must be specifically attributable to the development. This policy applies to schools, transportation, parks and recreation and public safety.

The Southern Hills Development submitted in 2001 proffered to provide \$4,910 per single-family detached unit, with a maximum of 250 residential units. The project was revised in 2006 to allow for up to 88 single-family detached units (Phase I) and 232 townhouse units (Phase II).

The 2006 rezoning retained the same monetary contribution of \$4,910 (total of \$1,139,120 for the townhouse units). With this new rezoning, the Applicant is proposing to eliminate the townhouse units and allow for the construction of 130 single-family units while still keeping the monetary proffer amount of \$830,630.70 (6,389.46 per unit) based on the proffer statement dated June 30, 2016 and revised October 13, 2016.

Since this rezoning was submitted after July 1, 2016 – the specifically attributable proffer policy applies to this property; therefore the Applicant is required to demonstrate how their proffers are specifically attributable to the impacts generated by their development. The Applicant has provided an analysis titled “Southern Hills Phase 2 Rezoning Residential Development Attributable Impacts”. Staff had concerns regarding how the monetary figures provided by the Applicant were specifically attributable to the Southern Hills development. The Applicant has since provided an updated proffer statement that reduces the proffer amount to \$830,630.70 which is consistent with the Applicant’s analysis.

- **Public Safety** – The Applicant has utilized operating costs per average single-family household size multiplied by the total number of proposed dwellings over a ten year period. This amount per the Applicant’s analysis comes to **\$45,636.70** for the Sheriff’s Office and **\$31,513** for the Volunteer Fire and Rescue Services.
 - *Staff would note that it is not typical to utilize operating costs in calculating proffer amounts – capital facilities have typically been utilized in the past, but Staff would also note that County Fire and Rescue was omitted from the analysis.*
- **Public Schools** – Students from this development would attend Bass-Hoover Elementary, Aylor Middle School and Sherando High School. The Applicant’s analysis shows existing capacity within the elementary and middle schools, however the high school is currently over capacity. Therefore, the Applicant has assumed that with the

total high school proposed cost, divided by the total capacity – the total per student cost of this school would be \$53,275. The analysis assumes that 14 high school students would come from the development – resulting in a total of **\$745,850**.

- **Parks and Recreation** – The Applicant has taken operating costs of Sherando Park multiplied by the percentage of local revenues to fund the park (64% for Sherando). This figure was then divided by the total population of Frederick County and multiplied by the average single-family size and then by the total proposed units in the development and then multiplied by a ten year proposed build out. The total resulting in **\$7,631** for Sherando Park

The total impacts on Public Safety, Public Schools and Parks and Recreation from the proposed development as outlined in the Applicant's report comes to \$830,630.70 minus the impacts shown for Clearbrook Park which were removed from the proffers prior to the Planning Commission meeting. Staff would note that the applicant has not addressed impacts on Library Facilities or General Government Facilities.

PLANNING COMMISSION SUMMARY AND ACTION FROM THE 10/19/16 MEETING:

Staff reported this is an application to revise the proffers from Rezoning #22-06 for 40.36 acres (37.39 acres of RP (Residential Performance) and 2.57 acres of B2 (General Business) zoning to allow for the construction of up to 130 single-family detached units on the RP section of the property. Staff explained Rezoning #22-06 allowed for the construction of up to 232 single-family attached units (townhouses); therefore this requested rezoning would change the housing type and decrease the total units by 102. Staff presented a location map of the property. Mrs. Perkins continued since this rezoning was submitted after July 1, 2016; the specifically attributable proffer policy (§15.2-2303.4) applies to this property. Staff noted the Code of Virginia requires residential proffers to be specifically attributable to the impacts generated by the development. It was explained by Staff the Applicant submitted an analysis (Residential Development Attributable Impacts) demonstrating how they believe their proffers could be specifically attributable to their impacts.

Staff outlined a number of concerns regarding the Applicant's analysis and how the monetary proffers offered were attributable to the development: Clearbrook Park figures; Additional proffer of \$304,179.30. Staff noted the Applicant has since revised the proffers to remove the Clearbrook Park proffer and the \$304,179.30, bringing the total proffer to \$830,630.70.

Mr. Evan Wyatt of Greenway Engineering representing the Applicant came forward. He presented a brief history of the project dating back to 2006. Mr. Wyatt explained there was an additional transportation proffer added which called for a 100' right-of-way corridor to set up the cadence to relocate South Warrior Drive in the future should the Stephens City exit #307 be shifted. Mr. Wyatt continued the Applicant has put together a proffer which takes 232 townhouses out of the equation and proposes a maximum of 130 single-family detached homes; this means there is a reduction to impacts for transportation, schools, water and sewer. Mr. Wyatt noted another important item is the Applicant wanted to acquire the 2.5 acre portion in order to control that piece for the right-of-way which has two deeds available to the County or VDOT upon request, and it goes from a reservation to a dedication.

A Commission Member inquired if there is any odor that comes from the waste water treatment pond located there. Mr. Wyatt stated he has not personally witnessed an odor; however there is a clause in the proffer that requires disclosure to future lot purchasers regarding the proximity of the pond/lagoon. The Commission Member asked if the proffer amount of \$830,630.70 in the revision was totally voluntary. Mr. Wyatt stated that is correct and it was calculated based on attributable impacts. The Commission Member inquired if there is any intent to build on the B2 portion of the property. Mr. Wyatt confirmed there is no intent.

A Commission Member inquired when the revised proffers were received. Staff stated the revised proffers were received October 18, 2016. The Commission Member asked does that put the Planning Commission in a compromised position since the bylaws state revised proffers must be received 14 days in advance of the meeting. Director, Michael T. Ruddy explained the bylaws give the Planning Commission the ability to table an application for a variety of reasons; one being if the proffers are provided less than 14 days before the meeting; giving the ability to do so does not mean you have to and it is at the discretion of the Planning Commission. The Commissioner Member noted he does not like getting proffers this close to the meeting date, however in this case the only change in the revised proffers is lowering the monetary amount to what is directly attributable to the development.

A motion was made, seconded, and the Commission unanimously recommend approval of REZ #11-16 for Southern Hills.

Absent: None

EXECUTIVE SUMMARY & PLANNING COMMISSION RECOMMENDATION FOR THE 11/09/16 BOARD OF SUPERVISORS MEETING:

This is an application to rezone a total of 40.36 acres of land to revise the proffers associated with Rezoning #22-06. This property contains 37.79 acres of RP (Residential Performance) zoned land and 2.57 acres of B2 (General Business) zoned land. This request seeks to amend the proffers to modify the housing type from single-family attached (townhouse) units to single-family detached units as well as decrease the number of units from 232 to 130 units; decreasing the total units by 102.

This property is located within the Urban Development Area (UDA) and the Sewer and Water Service Area (SWSA) and is located within the limits of the Southern Frederick Area Plan of the 2030 Comprehensive Plan. The Comprehensive Plan identifies this property with residential and commercial land use designations. The current RP (Residential Performance) and B2 (General Business) zoning designations are supported by the Comprehensive Plan.

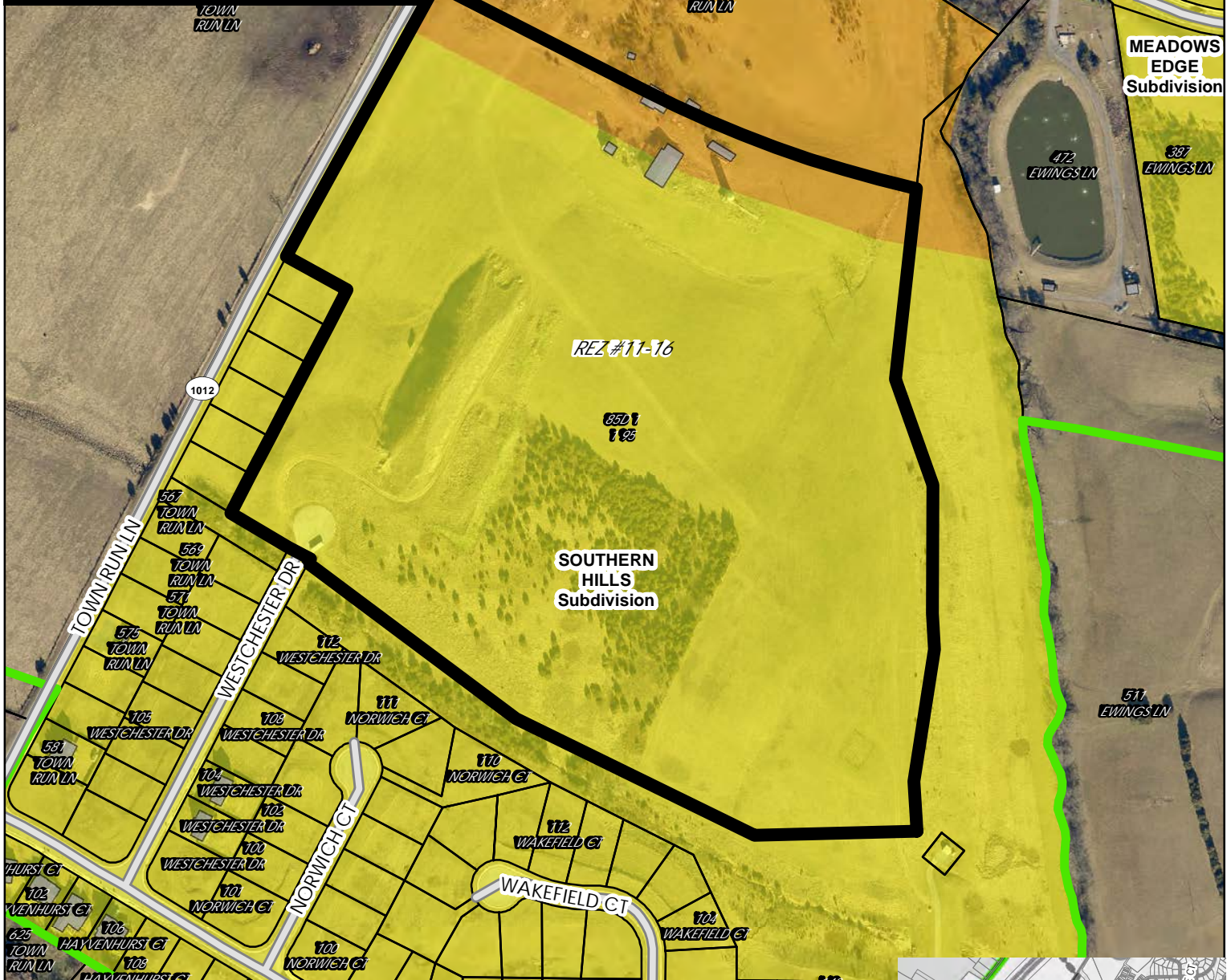
Since this rezoning was submitted after July 1, 2016 – the specifically attributable proffer policy (§15.2-2303.4) applies to this property; therefore the Applicant is required to demonstrate how their proffers are specifically attributable to the impacts generated by their development. The Applicant has provided an analysis titled “Southern Hills Phase 2 Rezoning- Residential Development Attributable Impacts”. The total impacts on Public Safety, Public Schools and Parks and Recreation from the proposed development as outlined in the Applicant’s report comes to \$830.630.70. Staff would note that the Applicant has not addressed impacts on Library Facilities or General Government Facilities.

Rezoning #11-16 Southern Hills Phase 2
October 28, 2016
Page 8

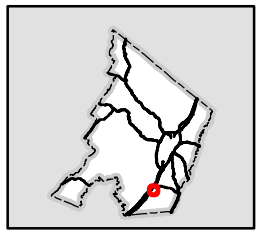
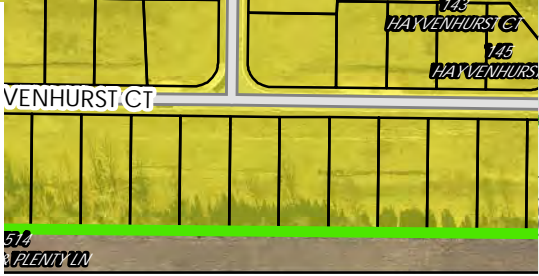
The Planning Commission recommended approval of the rezoning at their October 19, 2016 meeting.

Following the required public hearing, a decision regarding this rezoning application by the Board of Supervisors would be appropriate. The Applicant should be prepared to adequately address all concerns raised by the Board of Supervisors.

REZ # 11 - 16
Southern Hills Phase 2
 PIN:
 85D - 1 - 1 - 95
 Revised Proffers

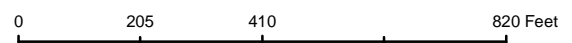


- Applications
- Parcels
- Sewer and Water Service Area
- Building Footprints
- B1 (Business, Neighborhood District)
- B2 (Business, General District)
- B3 (Business, Industrial Transition District)
- EM (Extractive Manufacturing District)
- HE (Higher Education District)
- M1 (Industrial, Light District)
- M2 (Industrial, General District)
- MH1 (Mobile Home Community District)
- MS (Medical Support District)
- OM (Office - Manufacturing Park)
- R4 (Residential Planned Community District)
- R5 (Residential Recreational Community District)
- RA (Rural Area District)
- RP (Residential Performance District)

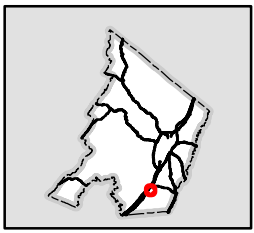
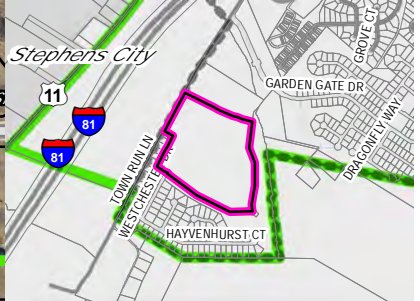
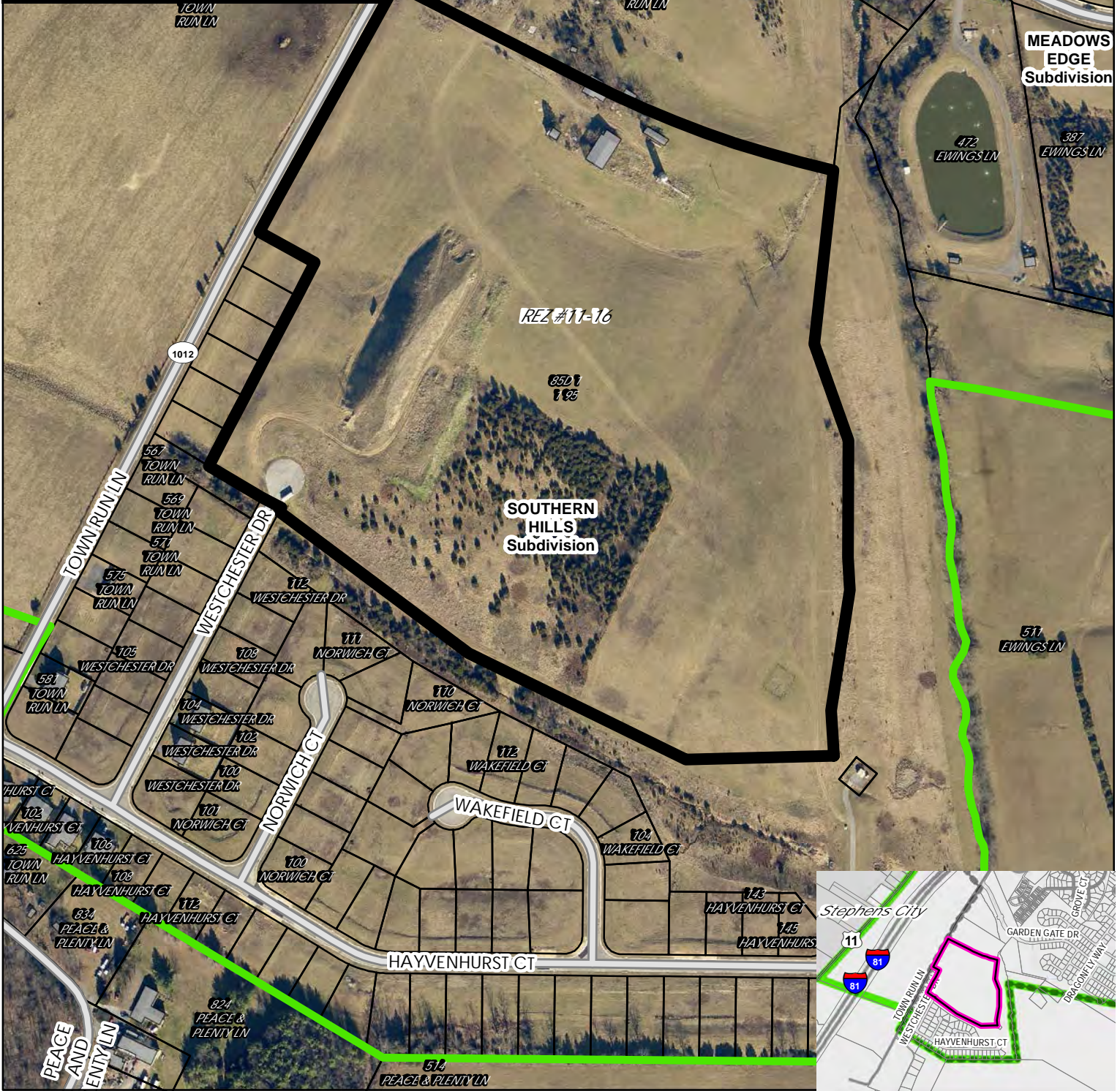


REZ # 11 - 16
Southern Hills Phase 2
 PIN:
 85D - 1 - 1 - 95
 Revised Proffers

Note:
 Frederick County Dept of
 Planning & Development
 107 N Kent St
 Suite 202
 Winchester, VA 22601
 540 - 665 - 5651
 Map Created: September 27, 2016
 Staff: cperkins

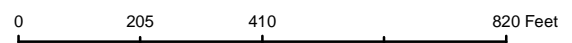






REZ # 11 - 16
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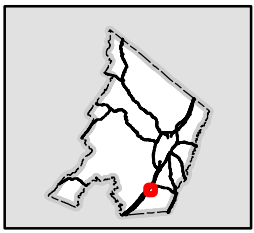
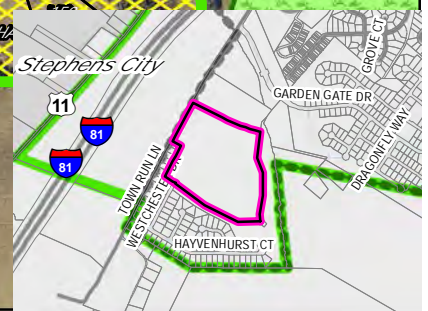
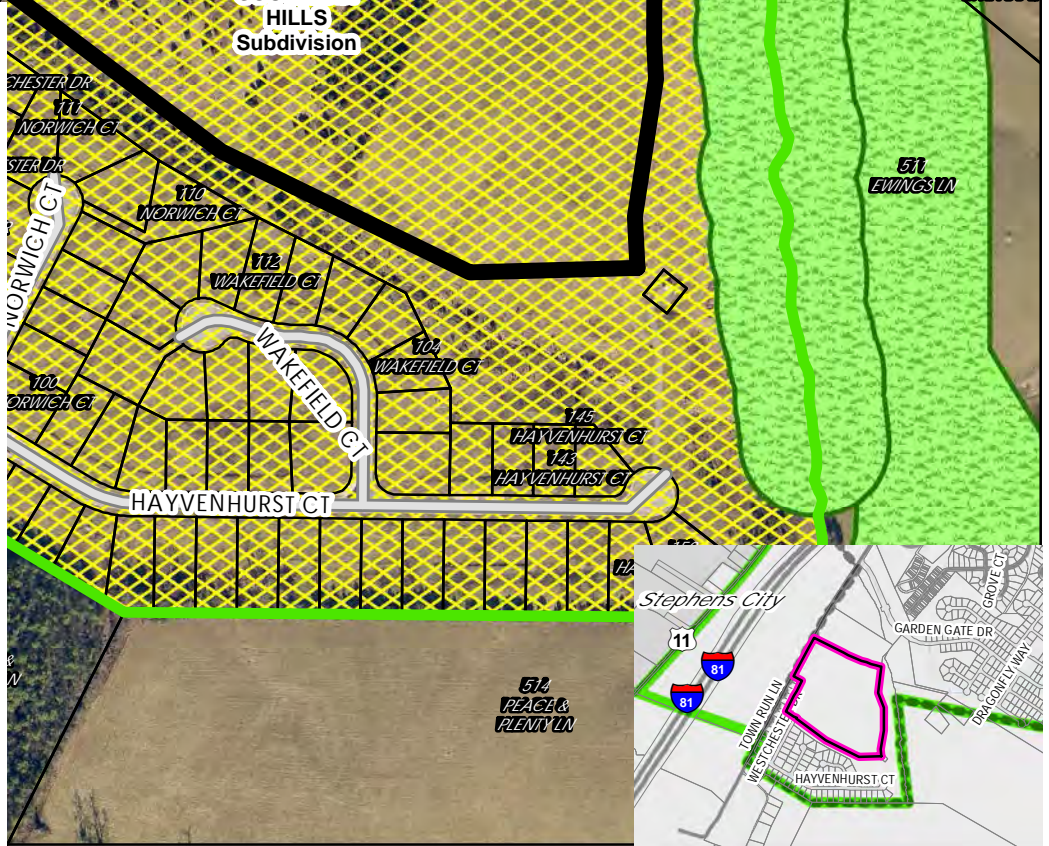


-  Applications
-  Parcels
-  Sewer and Water Service Area
-  Building Footprints

REZ # 11 - 16
Southern Hills Phase 2
 PIN:
 85D - 1 - 1 - 95
 Revised Proffers

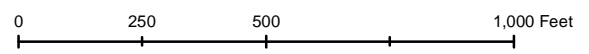


- Applications
- Parcels
- Sewer and Water Service Area
- Building Footprints
- Long Range Land Use**
- Residential
- Neighborhood Village
- Urban Center
- Mobile Home Community
- Business
- Highway Commercial
- Mixed-Use
- Mixed Use Commercial/Office
- Mixed Use Industrial/Office
- Industrial
- Warehouse
- Heavy Industrial
- Extractive Mining
- Commercial Rec
- Rural Community Center
- Fire & Rescue
- Historic
- Institutional
- Planned Unit Development
- Park
- Recreation
- School
- Employment
- Airport Support Area
- B2 / B3
- Residential, 4 u/a
- High-Density Residential, 6 u/a
- High-Density Residential, 12-16 u/a
- Rural Area
- Interstate Buffer
- Landfill Support Area
- Natural Resources & Recreation
- Environmental & Recreational Resources



REZ # 11 - 16
Southern Hills Phase 2
 PIN:
 85D - 1 - 1 - 95
 Revised Proffers

Note:
 Frederick County Dept of
 Planning & Development
 107 N Kent St
 Suite 202
 Winchester, VA 22601
 540 - 665 - 5651
 Map Created: September 27, 2016
 Staff: cperkins



**SOUTHERN HILLS – PHASE 2
SINGLE-FAMILY LOT DEVELOPMENT
PROFFER STATEMENT**

REZONING: RZ # _____
37.79± acres of RP, Residential Performance District and 2.57± acres of B2, Business General District with proffers to 37.79± acres of RP, Residential Performance District and 2.57± acres of B2, Business General District with revised proffers

PROPERTY: 40.36± acres (RP District 37.79± acres; B2 District 2.57± acres)
Tax Map Parcel 85D-1-1-95 (here-in after the “Property”)

RECORD OWNER: Arcadia Communities, LLC a Virginia limited liability company;
By: VMB Investments, L.L.C., a Delaware limited liability company, Its Sole Member and Manager; By: VM Holdings III, L.L.C., a Virginia limited liability company, Its Managing Member; By: Van Metre Financial Associates, Inc., a Virginia corporation, Its Manager (here-in after the “Owner”)

APPLICANT: Greenway Engineering, Inc.

PROJECT NAME: Southern Hills – Phase 2 Single-Family Lot Development

ORIGINAL DATE
OF PROFFERS: June 30, 2016

REVISION DATE: September 15, 2016

Preliminary Matters

Pursuant to Section 15.2-2296 Et. Seq. of the Code of Virginia, 1950, as amended, and the provisions of the Frederick County Zoning Ordinance with respect to conditional zoning, the undersigned Owner hereby proffers that in the event the Board of Supervisors of Frederick County, Virginia, shall approve Rezoning Application # _____ for the rezoning of a 40.36±-acre parcel from 37.79± acres of RP, Residential Performance District and 2.57± acres of B2, Business General District with proffers to 37.79± acres of RP, Residential Performance District and 2.57± acres of B2, Business General District with modified proffers, development of the Property shall be done in conformity with the terms and conditions set forth herein, except to the extent that such terms and conditions may be subsequently amended or revised by the Owner and such be approved by the Frederick County Board of Supervisors in accordance with the said Code and Zoning Ordinance. In the event that such rezoning is not granted, then these proffers shall be

deemed withdrawn and have no effect whatsoever. These proffers shall be binding upon this Owner and their legal successors, heirs, or assigns.

The Property, more particularly described as the lands owned by Arcadia Communities, LLC a Virginia limited liability company; By: VMB Investments, L.L.C., a Delaware limited liability company, Its Sole Member and Manager; By: VM Holdings III, L.L.C., a Virginia limited liability company, Its Managing Member; By: Van Metre Financial Associates, Inc., a Virginia corporation, Its Manager being a portion of Tax Map Parcel 85D-1-1-95, as evident by Instrument #160002930, and further described by Boundary Line Adjustment Plat of the land of Arcadia Communities, L.L.C., prepared by Greenway Engineering, dated February 23, 2016 (see attached Instrument #160002930 for Survey Plat).

PROFFERED CONDITIONS

A.) Land Use Restrictions

1. The Owner hereby proffers to develop the RP, Residential Performance District portion of the Property (approximately 37.79± acres) as single-family detached residential lots. The Owner further proffers that there will be a maximum of 130 single-family residential lots developed on the Property.
2. The Owner hereby proffers to encumber the B2, Business General District portion of the Property (approximately 2.57± acres) as a reservation for a 100-foot wide future right-of-way, and will dedicate the right-of-way upon request by the County or VDOT, provided such request is made in writing prior to March 10, 2105, as described in Instrument #160002930. The reservation shall be available for fulfillment of Proffer 10 of the Proffer Statement dated June 6, 2001, and revised January 31, 2007, approved as part of Rezoning Number 22-06.

B.) Ewing Family Cemetery

1. The Owner hereby proffers to set aside a separate lot for the Ewing Family Cemetery with access from a public street within the Property. Access from the public street to the Ewing Family Cemetery lot shall be established via an appropriate easement that will be established as part of the Subdivision Design Plan and Final Subdivision Plat for the Property. The Ewing Family shall have maintenance responsibility for said easement.

C.) Disclosure Statement

1. A statement shall be added to the Final Subdivision Plat and Deed Covenants for all single-family detached residential lots created on the Property advising that agricultural land uses exist to the south and to the east of the Property; that the Ewing Family Cemetery exists as a separate lot with access and easement within the Property; and that wastewater treatment facilities exist or previously existed to the North of the Property.

D.) Monetary Contribution

1. The Owner hereby proffers to provide a total monetary contribution of \$1,139,120.00 to offset residential development impacts for the Property. The \$1,139,120.00 value reflects the monetary contribution that was approved by Frederick County for the 232 townhouse lots entitled on the Property as part of Rezoning Application #22-06. The Owner proffers to include a narrative on the Subdivision Design Plan that identifies the monetary contribution for each single-family detached residential lot that equates to the total monetary contribution of \$1,139,120.00 divided by the total number of single-family detached residential lots. The Owner shall cause for the payment of the established monetary contribution for each single-family detached residential lot to the County prior to the issuance of a Certificate of Occupancy Permit for each developed single-family detached dwelling unit within the Property.

OWNER SIGNATURES ON FOLLOWING PAGE

Owner Signature

The conditions proffered above shall be binding upon the heirs, executors, administrators, assigns and successors in the interest of the Owner. In the event the Frederick County Board of Supervisors grants this rezoning and accepts the conditions, the proffered conditions shall apply to the land rezoned in addition to other requirements set forth in the Frederick County Code.

Respectfully Submitted:

Arcadia Communities, L.L.C.,
a Virginia limited liability company

By: VMB Investments, L.L.C.,
a Delaware limited liability company
Its Sole Member and Manager

By: VM Holdings III, L.L.C.,
a Virginia limited liability company
Its Managing Member

By: Van Metre Financial Associates, Inc.,
a Virginia corporation
Its Manager

By:  _____


9-16-16
Date

Commonwealth of Virginia,

City/County of FAIRFAX To Wit:

The foregoing instrument was acknowledged before me this 16th day of SEPTEMBER

2016 by RICHARD BABIL _____



Notary Public

My Commission Expires 8/31/2018 _____

VICTORIA A. TRACE
Notary Public
Commonwealth of Virginia
#131615
My commission expires Aug. 31, 2018

PROFFER STATEMENT
SOUTHERN HILLS – PHASE 2
SINGLE-FAMILY LOT DEVELOPMENT

Frederick County, Virginia
Opequon Magisterial District



Tax Map #85D-1-1-95

June 30, 2016

Revised October 13, 2016

Current Owner: Arcadia Communities, L.L.C.

Contact Person: Evan Wyatt, Director of Land Planning
Greenway Engineering, Inc.
151 Windy Hill Lane Winchester, VA 22602
(540) 662-4185 ewyatt@greenwayeng.com

**SOUTHERN HILLS – PHASE 2
SINGLE-FAMILY LOT DEVELOPMENT
PROFFER STATEMENT**

REZONING: RZ # _____
37.79± acres of RP, Residential Performance District and 2.57± acres of B2, Business General District with proffers to 37.79± acres of RP, Residential Performance District and 2.57± acres of B2, Business General District with revised proffers

PROPERTY: 40.36± acres (RP District 37.79± acres; B2 District 2.57± acres)
Tax Map Parcel 85D-1-1-95 (here-in after the **“Property”**)

RECORD OWNER: Arcadia Communities, LLC a Virginia limited liability company;
By: VMB Investments, L.L.C., a Delaware limited liability company, Its Sole Member and Manager; By: VM Holdings III, L.L.C., a Virginia limited liability company, Its Managing Member; By: Van Metre Financial Associates, Inc., a Virginia corporation, Its Manager (here-in after the **“Owner”**)

APPLICANT: Greenway Engineering, Inc.

PROJECT NAME: Southern Hills – Phase 2 Single-Family Lot Development

ORIGINAL DATE OF PROFFERS: June 30, 2016

REVISION DATE: ~~September 15, 2016~~ **October 13, 2016**

Preliminary Matters

Pursuant to Section 15.2-2296 Et. Seq. of the Code of Virginia, 1950, as amended, and the provisions of the Frederick County Zoning Ordinance with respect to conditional zoning, the undersigned Owner hereby proffers that in the event the Board of Supervisors of Frederick County, Virginia, shall approve Rezoning Application #_____ for the rezoning of a 40.36±-acre parcel from 37.79± acres of RP, Residential Performance District and 2.57± acres of B2, Business General District with proffers to 37.79± acres of RP, Residential Performance District and 2.57± acres of B2, Business General District with modified proffers, development of the Property shall be done in conformity with the terms and conditions set forth herein, except to the extent that such terms and conditions may be subsequently amended or revised by the Owner and such be approved by the Frederick County Board of Supervisors in accordance with the said Code and Zoning Ordinance. In the event that such rezoning is not granted, then these proffers shall be

deemed withdrawn and have no effect whatsoever. These proffers shall be binding upon this Owner and their legal successors, heirs, or assigns.

The Property, more particularly described as the lands owned by Arcadia Communities, LLC a Virginia limited liability company; By: VMB Investments, L.L.C., a Delaware limited liability company, Its Sole Member and Manager; By: VM Holdings III, L.L.C., a Virginia limited liability company, Its Managing Member; By: Van Metre Financial Associates, Inc., a Virginia corporation, Its Manager being a portion of Tax Map Parcel 85D-1-1-95, as evident by Instrument #160002930, and further described by Boundary Line Adjustment Plat of the land of Arcadia Communities, L.L.C., prepared by Greenway Engineering, dated February 23, 2016 (see attached Instrument #160002930 for Survey Plat).

PROFFERED CONDITIONS

A.) Land Use Restrictions

1. The Owner hereby proffers to develop the RP, Residential Performance District portion of the Property (approximately 37.79± acres) as single-family detached residential lots. The Owner further proffers that there will be a maximum of 130 single-family residential lots developed on the Property.
2. The Owner hereby proffers to encumber the B2, Business General District portion of the Property (approximately 2.57± acres) as a reservation for a 100-foot wide future right-of-way, and will dedicate the right-of-way upon request by the County or VDOT, provided such request is made in writing prior to March 10, 2105, as described in Instrument #160002930. The reservation shall be available for fulfillment of Proffer 10 of the Proffer Statement dated June 6, 2001, and revised January 31, 2007, approved as part of Rezoning Number 22-06.

B.) Ewing Family Cemetery

1. The Owner hereby proffers to set aside a separate lot for the Ewing Family Cemetery with access from a public street within the Property. Access from the public street to the Ewing Family Cemetery lot shall be established via an appropriate easement that will be established as part of the Subdivision Design Plan and Final Subdivision Plat for the Property. The Ewing Family shall have maintenance responsibility for said easement.

C.) Disclosure Statement

1. A statement shall be added to the Final Subdivision Plat and Deed Covenants for all single-family detached residential lots created on the Property advising that agricultural land uses exist to the south and to the east of the Property; that the Ewing Family Cemetery exists as a separate lot with access and easement within the Property; and that wastewater treatment facilities exist or previously existed to the North of the Property.

D.) Monetary Contribution

1. The Owner hereby proffers to provide a total monetary contribution of \$1,139,120.00 ~~\$1,139,120.00~~ **\$830,630.70** to offset residential development impacts for the Property. ~~The \$1,139,120.00 value reflects the monetary contribution that was approved by Frederick County for the 232 townhouse lots entitled on the Property as part of Rezoning Application #22-06.~~ The Owner proffers to include a narrative on the Subdivision Design Plan that identifies the monetary contribution for each single-family detached residential lot that equates to the total monetary contribution of \$1,139,120.00 ~~\$1,139,120.00~~ **\$830,630.70** divided by the total number of single-family detached residential lots. The Owner shall cause for the payment of the established monetary contribution for each single-family detached residential lot to the County prior to the issuance of a Certificate of Occupancy Permit for each developed single-family detached dwelling unit within the Property.

OWNER SIGNATURES ON FOLLOWING PAGE

Owner Signature

The conditions proffered above shall be binding upon the heirs, executors, administrators, assigns and successors in the interest of the Owner. In the event the Frederick County Board of Supervisors grants this rezoning and accepts the conditions, the proffered conditions shall apply to the land rezoned in addition to other requirements set forth in the Frederick County Code.

Respectfully Submitted:

Arcadia Communities, L.L.C.,
a Virginia limited liability company

By: VMB Investments, L.L.C.,
a Delaware limited liability company
Its Sole Member and Manager

By: VM Holdings III, L.L.C.,
a Virginia limited liability company
Its Managing Member

By: Van Metre Financial Associates, Inc.,
a Virginia corporation
Its Manager

By: _____

_____ Date

Commonwealth of Virginia,

City/County of _____ To Wit:

The foregoing instrument was acknowledged before me this ____ day of _____

20__ by _____

Notary Public

My Commission Expires _____

PROFFER STATEMENT

SOUTHERN HILLS – PHASE 2

SINGLE-FAMILY LOT DEVELOPMENT

Frederick County, Virginia
Opequon Magisterial District



Tax Map #85D-1-1-95

June 30, 2016
Revised October 13, 2016

Current Owner: Arcadia Communities, L.L.C.

Contact Person: Evan Wyatt, Director of Land Planning
Greenway Engineering, Inc.
151 Windy Hill Lane Winchester, VA 22602
(540) 662-4185 ewyatt@greenwayeng.com

**SOUTHERN HILLS – PHASE 2
SINGLE-FAMILY LOT DEVELOPMENT
PROFFER STATEMENT**

REZONING: RZ #11-16
37.79± acres of RP, Residential Performance District and 2.57± acres of B2, Business General District with proffers to 37.79± acres of RP, Residential Performance District and 2.57± acres of B2, Business General District with revised proffers

PROPERTY: 40.36± acres (RP District 37.79± acres; B2 District 2.57± acres)
Tax Map Parcel 85D-1-1-95 (here-in after the **“Property”**)

RECORD OWNER: Arcadia Communities, LLC a Virginia limited liability company;
By: VMB Investments, L.L.C., a Delaware limited liability company, Its Sole Member and Manager; By: VM Holdings III, L.L.C., a Virginia limited liability company, Its Managing Member; By: Van Metre Financial Associates, Inc., a Virginia corporation, Its Manager (here-in after the **“Owner”**)

APPLICANT: Greenway Engineering, Inc.

PROJECT NAME: Southern Hills – Phase 2 Single-Family Lot Development

ORIGINAL DATE OF PROFFERS: June 30, 2016

REVISION DATE: October 13, 2016

Preliminary Matters

Pursuant to Section 15.2-2296 Et. Seq. of the Code of Virginia, 1950, as amended, and the provisions of the Frederick County Zoning Ordinance with respect to conditional zoning, the undersigned Owner hereby proffers that in the event the Board of Supervisors of Frederick County, Virginia, shall approve Rezoning Application #11-16 for the rezoning of a 40.36±-acre parcel from 37.79± acres of RP, Residential Performance District and 2.57± acres of B2, Business General District with proffers to 37.79± acres of RP, Residential Performance District and 2.57± acres of B2, Business General District with modified proffers, development of the Property shall be done in conformity with the terms and conditions set forth herein, except to the extent that such terms and conditions may be subsequently amended or revised by the Owner and such be approved by the Frederick County Board of Supervisors in accordance with the said Code and Zoning Ordinance. In the event that such rezoning is not granted, then these proffers shall be

deemed withdrawn and have no effect whatsoever. These proffers shall be binding upon this Owner and their legal successors, heirs, or assigns.

The Property, more particularly described as the lands owned by Arcadia Communities, LLC a Virginia limited liability company; By: VMB Investments, L.L.C., a Delaware limited liability company, Its Sole Member and Manager; By: VM Holdings III, L.L.C., a Virginia limited liability company, Its Managing Member; By: Van Metre Financial Associates, Inc., a Virginia corporation, Its Manager being a portion of Tax Map Parcel 85D-1-1-95, as evident by Instrument #160002930, and further described by Boundary Line Adjustment Plat of the land of Arcadia Communities, L.L.C., prepared by Greenway Engineering, dated February 23, 2016 (see attached Instrument #160002930 for Survey Plat).

PROFFERED CONDITIONS

A.) Land Use Restrictions

1. The Owner hereby proffers to develop the RP, Residential Performance District portion of the Property (approximately 37.79± acres) as single-family detached residential lots. The Owner further proffers that there will be a maximum of 130 single-family residential lots developed on the Property.
2. The Owner hereby proffers to encumber the B2, Business General District portion of the Property (approximately 2.57± acres) as a reservation for a 100-foot wide future right-of-way, and will dedicate the right-of-way upon request by the County or VDOT, provided such request is made in writing prior to March 10, 2105, as described in Instrument #160002930. The reservation shall be available for fulfillment of Proffer 10 of the Proffer Statement dated June 6, 2001, and revised January 31, 2007, approved as part of Rezoning Number 22-06.

B.) Ewing Family Cemetery

1. The Owner hereby proffers to set aside a separate lot for the Ewing Family Cemetery with access from a public street within the Property. Access from the public street to the Ewing Family Cemetery lot shall be established via an appropriate easement that will be established as part of the Subdivision Design Plan and Final Subdivision Plat for the Property. The Ewing Family shall have maintenance responsibility for said easement.

C.) Disclosure Statement

1. A statement shall be added to the Final Subdivision Plat and Deed Covenants for all single-family detached residential lots created on the Property advising that agricultural land uses exist to the south and to the east of the Property; that the Ewing Family Cemetery exists as a separate lot with access and easement within the Property; and that wastewater treatment facilities exist or previously existed to the North of the Property.

D.) Monetary Contribution

1. The Owner hereby proffers to provide a total monetary contribution of \$830,630.70 to offset residential development impacts for the Property. The Owner proffers to include a narrative on the Subdivision Design Plan that identifies the monetary contribution for each single-family detached residential lot that equates to the total monetary contribution of \$830,630.70 divided by the total number of single-family detached residential lots. The Owner shall cause for the payment of the established monetary contribution for each single-family detached residential lot to the County prior to the issuance of a Certificate of Occupancy Permit for each developed single-family detached dwelling unit within the Property.

OWNER SIGNATURES ON FOLLOWING PAGE

Owner Signature

The conditions proffered above shall be binding upon the heirs, executors, administrators, assigns and successors in the interest of the Owner. In the event the Frederick County Board of Supervisors grants this rezoning and accepts the conditions, the proffered conditions shall apply to the land rezoned in addition to other requirements set forth in the Frederick County Code.

Respectfully Submitted:

Arcadia Communities, L.L.C.,
a Virginia limited liability company

By: VMB Investments, L.L.C.,
a Delaware limited liability company
Its Sole Member and Manager

By: VM Holdings III, L.L.C.,
a Virginia limited liability company
Its Managing Member

By: Van Metre Financial Associates, Inc.,
a Virginia corporation
Its Manager

By: _____

Name: Richard J. Rabil
Title: President

10/17/16
Date

Commonwealth of Virginia,

City/County of Fairfax To Wit:

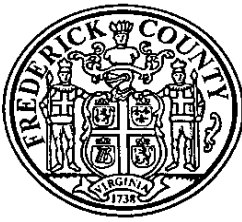
The foregoing instrument was acknowledged before me this 17th day of October

2016 by Richard J. Rabil as President

My Commission Expires 4/30/2019

Rayne Jacquelyn Ingersoll Jones
Notary Public





AMENDMENT

Action:

PLANNING COMMISSION: October 19, 2016 - Recommended Approval

BOARD OF SUPERVISORS: November 9, 2016 - APPROVED DENIED

AN ORDINANCE AMENDING

THE ZONING DISTRICT MAP

REZONING #11-16 SOUTHERN HILLS – PHASE 2

WHEREAS, Rezoning #11-16 of Southern Hills – Phase 2, submitted by Greenway Engineering, Inc., to revise the proffers from Rezoning Application #22-06 for 40.36 acres (37.79 acres of Residential Performance and 2.57 acres of General Business zoning) to allow for the construction of up to 130 single-family detached units with the proffers final revision date of October 13, 2016, was considered. The Property is located on the east side of Town Run Lane (Route 1012) approximately 0.6 miles south of the intersection with Fairfax Pike (Route 277) and Town Run Lane, and further identified with Property Identification Number 85D-1-1-95 in the Opequon Magisterial District; and,

WHEREAS, the Planning Commission held a public hearing on this rezoning on October 19, 2016 and recommended approval; and

WHEREAS, the Board of Supervisors held a public hearing on this rezoning on November 9, 2016; and

WHEREAS, the Frederick County Board of Supervisors finds the approval of this rezoning to be in the best interest of the public health, safety, welfare, and in conformance with the Comprehensive Policy Plan;

NOW, THEREFORE, BE IT ORDAINED by the Frederick County Board of Supervisors, that Chapter 165 of the Frederick County Code, Zoning, is amended to revise the proffers associated with rezoning #22-06 for 40.36 acres. These amended proffers modify the housing type from single-family attached (townhouse) units to single-family detached units as well as decrease the number of units from 232 to 130 units; decreasing the total units by 102, with a final revision date of October 13, 2016. The conditions voluntarily proffered in writing by the Applicant and the Property Owner are attached.

This ordinance shall be in effect on the date of adoption.

Passed this 9th day of November, 2016 by the following recorded vote:

Charles S. DeHaven, Jr., Chairman	_____	Gary A. Lofton	_____
Robert A. Hess	_____	Robert W. Wells	_____
Gene E. Fisher	_____	Judith McCann-Slaughter	_____
Blaine P. Dunn	_____		

A COPY ATTEST

Brenda G. Garton
Frederick County Administrator

Southern Hills Phase 2 Rezoning

Residential Development Attributable Impacts Revised 10/13/16

PURPOSE

The purpose of this document is to provide information specific to the Southern Hills-Phase 2 Proffer Statement dated June 30, 2016 that demonstrates attributable impacts for the proposed 130 single-family detached residential lots. This document provides specific sections that identify residential attributable impacts for transportation, public safety, schools and parks and recreation services; as well as the proffered conditions that address these impacts.

PROJECT SUMMARY

The Southern Hills Subdivision was originally approved by Frederick County in 2001 for 250 single-family dwelling units on 105± acres located on the east side of Town Run Lane (Route 1012). The Southern Hills Subdivision was approved with specific development conditions and monetary contributions specific to the Proffer Statement filed with Rezoning Application #01-01, which included several off-site transportation improvements and a monetary contribution of \$4,910.00 per residential lot. Subsequently, Frederick County approved Rezoning Application #22-06, which maintained single family lots within Southern Hills-Phase 1 and modified the remainder of the project area to allow for 232 townhouse lots within Southern Hills-Phase 2 and to allow commercial zoning in the northern portion of the project identified as Southern Hills-Phase 3. The Southern Hills Subdivision was approved with specific development conditions specific to the Proffer Statement filed with Rezoning Application #22-06, which included the transportation improvements from Rezoning Application #01-01, the provision of a 100' right-of-way area between the Phase 2 Townhouses and the Phase 3 Commercial Land Bay to accommodate the future extension of South Warrior Drive to the future Interstate 81 Exit 307 relocation, and a monetary contribution of \$4,910.00 per residential lot.

Arcadia Communities, LLC acquired the Phase 1 Single-Family Section, the Phase 2 Townhouse Section, and approximately 2.6± acres of the Phase 3 Commercial Land Bay that is proposed to provide the 100' right-of-way area between the Phase 2 Townhouses and the Phase 3 Commercial Land Bay. Arcadia Communities, LLC has submitted a Rezoning Application and Proffer Statement dated June 30, 2016 for the portion of the Phase 2 Townhouse Land Bay and the 2.6± acre portion of the Phase 3 Commercial Land Bay. This Rezoning Application and Proffer Statement proposes to develop 130 Single-Family lots within Phase 2 in-lieu-of the 232 Townhouse lots, provides for the 100' right-of-way area between the Phase 2 and Phase 3 Commercial Land Bays, and provides an \$830,630.70 monetary contribution.

TRANSPORTATION – ATTRIBUTABLE IMPACTS

The Southern Hills Subdivision Rezoning Application and Proffer Statement proposes to develop 130 single-family lots within Phase 2 in-lieu-of the 232 townhouse lots currently entitled for the project. The proposed Rezoning Application Proffer Statement eliminates the allowance for 232 townhouse lots and provides for a maximum of 130 single-family detached residential lots. The following information identifies the existing and proposed attributable impacts to transportation associated with this rezoning request:

Existing Impacts: 232 Townhouses x 7.5 ADT = 1,740 VPD

Proposed Impacts: 130 Single-Family Detached x 9.5 ADT = 1,235 VPD

Reduced Impacts: Proposed rezoning results in a reduction of 505 VPD

The proffered transportation improvements that were identified in Rezoning Application #01-01 and Rezoning Application #22-06 were determined to be appropriate to mitigate transportation impacts for the Southern Hills Subdivision. The proffered transportation improvements have been performed in advance of residential development activities, which include the following:

- Completion of the extension of Stickley Drive (Route 1085) to connect with Town Run Lane (Route 1012) to facilitate a new traffic pattern to Fairfax Pike (Route 277).
- Installation of guardrail along Town Run Lane (Route 1012) as approved and permitted by VDOT.
- Completion of new surface material overlay of Town Run Lane (Route 1012) along the Southern Hills property frontage as approved and permitted by VDOT.
- Implementation of traffic signalization at the intersection of Fairfax Pike (Route 277) and Stickley Drive (Route 1085).
- Recordation of the reservation of the 100' right-of-way area for future public street dedication to VDOT and/or Frederick County.

CONCLUSION: The Southern Hills-Phase 2 Rezoning Application will result in a reduction of residential lots and will result in a reduction of vehicle trips generated from the proffered single-family lots. The Southern Hills Subdivision has performed all proffered transportation improvements deemed to be required to mitigate transportation impacts and has provided VDOT and Frederick County with the ability to obtain the 100' right-of-way area for future public street improvements to connect to the proposed Interstate 81 Exit 307 relocation. These facts demonstrate that the Southern Hills Phase-2 Rezoning Application has addressed attributable impacts specific to the proposed residential development.

PUBLIC SAFETY – ATTRIBUTABLE IMPACTS

The Southern Hills Subdivision Rezoning Application and Proffer Statement proposes to develop 130 single-family lots within Phase 2 in-lieu-of the 232 townhouse lots currently entitled for the project. The proposed Rezoning Application Proffer Statement eliminates the allowance for 232 townhouse lots and provides for a maximum of 130 single-family detached residential lots. Attributable impacts from residential development for public safety services is determined by the number of persons required to serve. The following information identifies the average number of persons projected for townhouse and single family dwelling unit; as well as the existing and proposed attributable impacts to public safety associated with this rezoning request:

Existing Impacts: 232 Townhouses x 2.61 persons/household* = 606 persons

Proposed Impacts: 130 Single-Family x 3.14 average family size* = 409 persons

Reduced Impacts: Proposed rezoning results in a reduction of 197 persons

*Persons Per Household (PPH) value determined from Frederick County 2016-2017 Annual Budget Document – Demographic Statistics Table (page 209). Note: US Census Bureau identifies average household size value of 2.58.

**Average Family Size value determined from US Census Bureau Household and Families: 2010 Document – Households by Type Table (page 5).

The 2015-2016 Capital Improvements Plan (CIP) Document does not identify capital projects for the Sheriff's Office, nor does the CIP Document identify capital projects for the Stephens City Volunteer Fire and Rescue Company, which is the first due company for the Southern Hills–Phase 2 residential lots. The Frederick County 2016-2017 Annual Budget Document provides budget information for the Frederick County Sheriff's Office and for the Volunteer Fire Departments. The Budget Document demonstrates funding attributable to Frederick County, which amounts to approximately 77% for both the Sheriff's Office and the Volunteer Fire Departments. The Budget Document provides costs attributable to Personnel and Operating for both departments. Operating Costs may include equipment costs (but are not exclusively equipment); therefore, Operating Costs funded by local contributions provides conservative valuation that can be considered for attributable impacts for residential development.

SHERIFF'S OFFICE

2016/2017 Operating Costs: \$1,207,973.00 x .77 (Local Funds) = \$930,139.00
\$930,139.00/83,199 (FC Population) = \$11.18/person
\$11.18 x 3.14 (SFD Average Family Size) = \$35.10/SFD household
\$35.10 x 130 SFD = \$4,563.67 annual impact
\$4,563.70 x 10 years* = \$45,636.70

VOLUNTEER FIRE & RESCUE

2016/2017 Operating Costs: $\$834,419.00 \times .77$ (Local Funds) = $\$642,502.00$
 $\$642,502.00/83,199$ (FC Population) = $\$7.72/\text{person}$
 $\$7.72 \times 3.14$ (SFD Average Family Size) = $\$24.24/\text{SFD household}$
 $\$24.24 \times 130$ SFD = $\$3,151.30$ annual impact
 $\$3,151.30 \times 10$ years* = $\$31,513.00$

*10 years is the conservative build-out horizon for the 130 single-family lots. A normal construction schedule of 4-5 lots per quarter results in 16-20 lots per year, which would require 6-8 years for lot build-out.

CONCLUSION: The Southern Hills-Phase 2 Rezoning Application will result in a reduction of residential lots and will result in a reduction of total persons generated from the proffered single-family lots. The current Capital Improvements Plan (CIP) does not identify proposed projects that are relevant to the Sheriff's Office and the Stephens City Volunteer Fire and Rescue Company, nor does the CIP identify proposed capital projects in which the Southern Hills-Phase 2 Rezoning Application will have attributable impacts towards. The Frederick County 2016-2017 Annual Budget Document provides a basis to determine potential local revenues to fund Operating Costs for Public Safety Services. Operating Costs may include equipment costs, although the total value of operating costs is not exclusively for capital costs. The attributable impact associated with the 130 single-family lots proposed by the Southern Hills-Phase 2 Rezoning Application accounts for a per-person value for 100% of annual Operating Costs over a 10-year period. This is a conservative valuation for attributable impacts as this represents a longer than average build-out projection for the 130 single-family lots; as well as the complete value of annual Operating Costs over the build-out period.

PUBLIC SCHOOLS – ATTRIBUTABLE IMPACTS

The Southern Hills Subdivision Rezoning Application and Proffer Statement proposes to develop 130 single-family lots within Phase 2 in-lieu-of the 232 townhouse lots currently entitled for the project. The proposed Rezoning Application Proffer Statement eliminates the allowance for 232 townhouse lots and provides for a maximum of 130 single-family detached residential lots.

Frederick County Public Schools (FCPS) utilizes the following student/household projects for single-family lots and for townhouse lots as a basis for determining impacts to public schools:

Single-Family Lots: Elementary School = 0.19 students per household
Middle School = 0.09 students per household
High School = 0.10 students per household

Townhouse Lots: Elementary School = 0.13 students per household
 Middle School = 0.07 students per household
 High School = 0.07 students per household

The Southern Hills–Phase 2 Development will result in a reduction of 6 Elementary School students; 5 Middle School students; and 3 High School students based on projections utilized by FCPS.

FCPS provided information that states students from the Southern Hills–Phase 2 Development will attend Bass-Hoover Elementary School, Robert E. Aylor Middle School, and Sherando High School. FCPS projects that there will be 25 Elementary School Students, 12 Middle School Students, and 14 High School Students from the 130 single-family lots within Southern Hills–Phase 2. This information indicates that there is sufficient capacity at Bass-Hoover Elementary School and Robert E. Aylor Middle School to accommodate the projected increase in students from the Southern Hills–Phase 2 Development; however, this information indicates that the capacity at Sherando High School is already exceeded by 118 students. FCPS has acquired property for a new high school that will provide for acceptable capacity for students utilizing the new facility and for students at Sherando High School once the new facility is open. FCPS has received funding for design services and anticipates opening the new high school facility in Fall 2019.

CONCLUSION: FCPS has provided capital cost information for the new high school that assumes a price-per-student multiplier for the school capacity, which totals \$53,275.00 per student. FCPS projects that the student generation from the Southern Hills–Phase 2 Development will result in \$745,850.00 of capital cost based on the price-per-student multiplier. The Frederick County 2016-2017 Annual Budget Document provides budget information for the School Debt Service (page 179), which accounts for all school projects in the County that have been funded through bond revenues. This information does not provide sufficient information to determine attributable impacts to specific schools; therefore, the \$745,850.00 projection for the price-per-student multiplier for the new high school will be used for this analysis, which should be considered very conservative since students from the Southern Hills–Phase 2 Development will not utilize the new high school facility.

PARKS & RECREATION – ATTRIBUTABLE IMPACTS

The Southern Hills Subdivision Rezoning Application and Proffer Statement proposes to develop 130 single-family lots within Phase 2 in-lieu-of the 232 townhouse lots currently entitled for the project. The proposed Rezoning Application Proffer Statement eliminates the allowance for 232 townhouse lots and provides for a maximum of 130 single-family detached residential lots. Attributable impacts from residential development for parks and recreation services is determined by the number of persons required to serve. The following information identifies the average

number of persons projected for townhouse and single family dwelling unit; as well as the existing and proposed attributable impacts to parks and recreation associated with this rezoning request:

Existing Impacts: 232 Townhouses x 2.61 persons/household* = 606 persons

Proposed Impacts: 130 Single-Family x 3.14 average family size* = 409 persons

Reduced Impacts: Proposed rezoning results in a reduction of 197 persons

*Persons Per Household (PPH) value determined from Frederick County 2016-2017 Annual Budget Document – Demographic Statistics Table (page 209). Note: US Census Bureau identifies average household size value of 2.59.

**Average Family Size value determined from US Census Bureau Household and Families: 2010 Document – Households by Type Table (page 5).

The Frederick County 2016-2017 Annual Budget Document provides budget information for the Capital Improvement Plan (CIP) - Frederick County 2016-2017 (page 195). The Budget Document identifies that the CIP consists of a schedule for major capital expenditures for the county for the ensuing five years. Additionally, the Budget Document states that the CIP is strictly advisory and that it is possible particular projects may not be funded during the year that it is indicated in the CIP. Finally, the Budget Document states that the CIP is considered the first step towards the project, while the budget is considered the last obstacle before construction.

The 2015-2016 CIP Document provides a section entitled Project Funding (page 21), which identifies how capital projects are funded for various agencies and divisions. The CIP Document states that funding for Parks and Recreation Department projects will come from the unreserved fund balance of the County. Additionally, the CIP Document advises that the Parks and Recreation Commission will actively seek grants and private sources of funding for projects not funded by the County.

The Parks and Recreation Department identifies \$71,648,000.00 in CIP projects that are to be funded by the County during the 2015-2020 fiscal years. The Frederick County 2016-2017 Annual Budget Document demonstrates funding attributable to Frederick County Parks and Recreation during the 2015, 2016 and 2017 fiscal years for Sherando Park (page 151). Funding for this regional park is achieved primarily from fees charged for use of facilities and from local revenues. Local revenues for Sherando Park averaged \$267,347.00. The percentage of local revenues to fund Sherando Park averaged 64%, with the remaining funding coming from fees charged for use of facilities.

The Budget Document provides costs attributable to Personnel and Operating for Sherando Park. Operating Costs may include equipment costs (but are not exclusively equipment); therefore, Operating Costs funded by local contributions provides valuation that can be considered for attributable impacts for residential development. It is more than likely that residents of the

Southern Hills–Phase 2 project will utilize Sherando Park based on the proximity of the regional park to this project.

SHERANDO PARK

2016/2017 Operating Costs: $\$243,123.00 \times .64$ (Local Funds)* = $\$155,598.72$
 $\$155,598.72/83,199$ (FC Population) = $\$1.87/\text{person}$
 $\$1.87 \times 3.14$ (SFD Average Family Size) = $\$5.87/\text{SFD household}$
 $\$5.87 \times 130$ SFD = $\$763.10$ annual impact
 $\$763.10 \times 10$ years* = $\$7,631.00$

*10 years is the conservative build-out horizon for the 130 single-family lots. A normal construction schedule of 4-5 lots per quarter results in 16-20 lots per year, which would require 6-8 years for lot build-out.

SHERANDO PARK ATTRIBUTABLE IMPACT = $\$7,631.00$

CONCLUSION: The Southern Hills-Phase 2 Rezoning Application will result in a reduction of residential lots and will result in a reduction of total persons generated from the proffered single-family lots. The current Capital Improvements Plan (CIP) Document does not identify capital projects that were demonstrated for funding during the 2015, 2016 and 2017 fiscal year budgets. Additionally, the CIP identifies that funding for Parks and Recreation Department capital projects will come from the unreserved fund balance of the County. The Frederick County 2016-2017 Annual Budget Document provides a basis to determine potential local revenues to fund Operating Costs for Sherando Regional Park. Operating Costs may include equipment costs, although the total value of operating costs is not exclusively for capital costs. The attributable impact associated with the 130 single-family lots proposed by the Southern Hills-Phase 2 Rezoning Application accounts for a per-person value for 100% of annual Operating Costs over a 10-year period for Sherando Regional Park. This is a conservative valuation for attributable impacts as this represents a longer than average build-out projection for the 130 single-family lots; as well as the complete value of annual Operating Costs over the build-out period.

SOUTHERN HILLS –PHASE 2 CAPITAL FACILITIES ATTRIBUTABLE IMPACTS

The information in this document has been developed to determine attributable impacts from the Southern Hills–Phase 2 Development to demonstrate that the $\$830,630.70$ monetary contribution identified in Section D. Monetary Contributions of the October 13, 2016 Proffer Statement is appropriate. The following information is provided from the various sections of this document:

Transportation Impacts:	NONE (all proffered transportation improvements complete)
Public Safety Impacts:	\$ 77,149.70 Total
Public Schools Impacts:	\$745,850.00 Total
Parks & Recreation Impacts:	\$ 7,631.00 Total
Total Attributable Impacts:	\$830,630.70 Total
Proffered Monetary Contribution:	\$830,630.70

Attachments

- ❖ Transportation Proffer Compliance Exhibit 6-30-16
- ❖ Frederick County 2016-2017 Annual Budget Document Excerpts
- ❖ Frederick County 2015-2016 Capital Improvements Plan Document Excerpts
- ❖ Frederick County Public Schools Development Assessment Tables
- ❖ US Census Bureau Household and Families Document

Transportation Proffer Compliance Exhibit



SOUTHERN HILLS - PHASE 2
REZONING AMENDMENT
 TRANSPORTATION PROFFER COMPLIANCE EXHIBIT
 OPEQUON MAGISTERIAL DISTRICT
 FREDERICK COUNTY, VIRGINIA
 DATE: 2016-06-30 | PROJECT ID: 3126 | DESIGNED BY: DWE
 SCALE: 1 inch = 500 feet

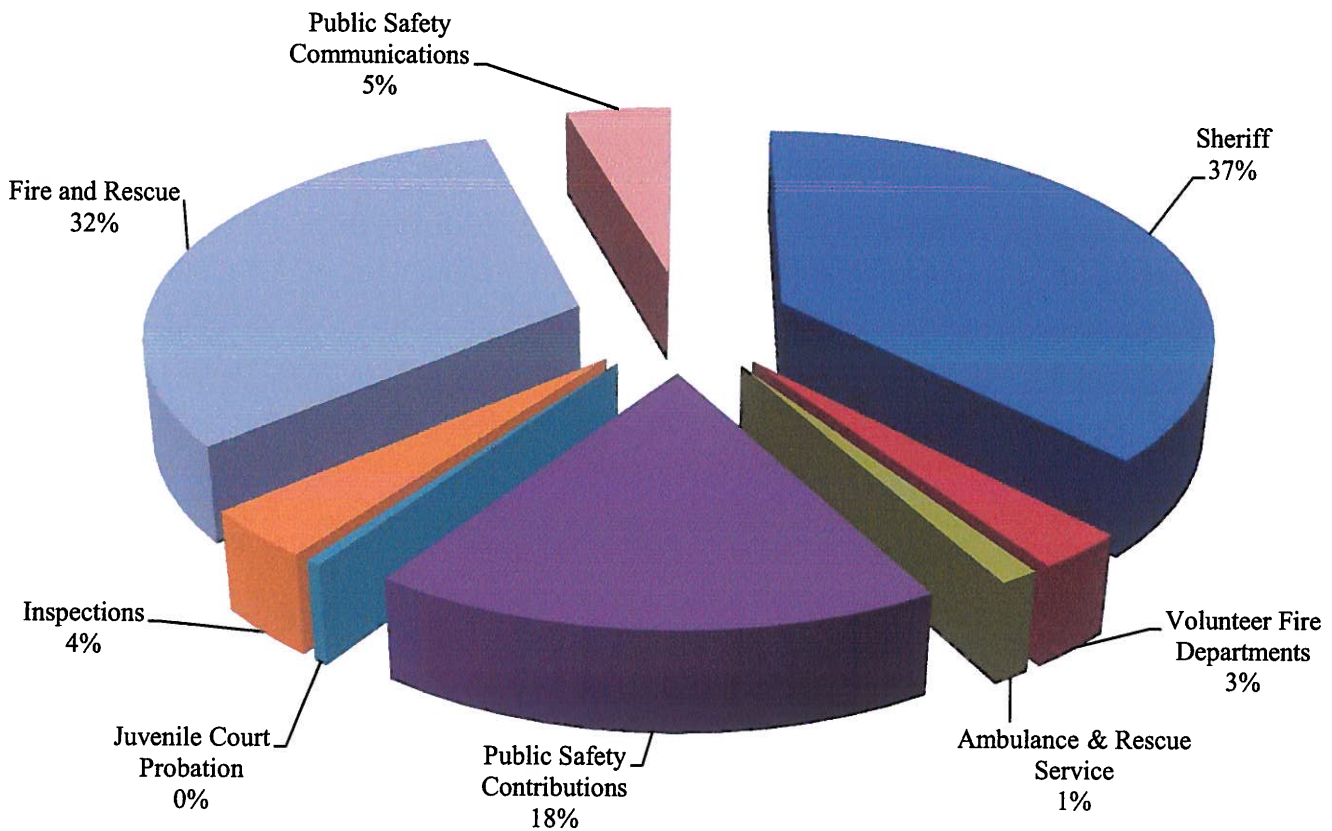
SOUTHERN HILLS - PHASE 2
REZONING AMENDMENT
 TRANSPORTATION PROFFER
 COMPLIANCE EXHIBIT

Map Data Source: Frederick County Va. GIS Department, 2016 Data; 2015 Aerial Photos Courtesy of VGINVITA (<http://gismaps.via.virginia.gov/engis/rest/services/VGINVITA>)

**Frederick County 2016-2017 Annual Budget
Document Excerpts**

Public Safety

	2015 Actual	2016 Budget	2017 Adopted Budget	Increase (Decrease) FY 2016 to FY 2017	
				Amount	%
Sheriff	\$11,610,858	\$11,644,337	\$11,644,337	\$402,822	3.58%
Volunteer Fire Departments	987,582	895,305	895,305	52,745	6.26%
Ambulance & Rescue Service	395,029	395,200	395,200	0	0.00%
Public Safety Contributions	5,302,908	5,513,558	5,513,558	45,633	0.83%
Juvenile Court Probation	149,981	146,835	146,835	5,055	3.57%
Inspections	1,122,692	1,151,981	1,151,981	61,964	5.68%
Fire and Rescue	8,266,034	9,829,763	9,829,763	1,957,774	24.87%
Public Safety Communications	1,235,238	1,417,841	1,417,841	57,520	4.23%
PUBLIC SAFETY	\$29,070,322	\$30,994,820	\$30,994,820	\$2,583,513	9.09%



SHERIFF

3102

DESCRIPTION:

The Frederick County Sheriff's Office is comprised of four divisions: Patrol, Administrative Services, Investigative, and Court Security/Civil Process. The Patrol Division is responsible for answering calls for service, initial investigations of criminal complaints, and patrolling the streets and highways for traffic violations. Additionally, each shift is responsible for business checks, serving warrants, responding to alarms, handling Detention Orders, Protective Orders, and preparing cases and presenting evidence in Court. The Traffic Unit is one of the fastest growing units within the Patrol Division. The number of traffic complaints, accident investigations, and citations issued continues to increase as the community continues to grow. Originally the intent for this unit was to supplement the Virginia State Police in handling the number of complaints dealing with traffic. Since the inception of the traffic unit, this office has become the primary agency for dealing with traffic complaints. The traffic unit also handles special traffic complaints reported to the Sheriff's office and coordinates and establishes special details such as DUI checkpoints and seatbelt safety checkpoints. The Administrative Services Division is responsible for the School Resource Officers and the Animal Control Officers. This division also maintains the Sheriff's Office accreditation and provides community services such as Neighborhood Watch, Project Watch, and Project Lifesaver. The Sheriff's Office Emergency Response Team is also part of the Administrative Services Division. The Investigation Division handles all major felony cases and the more serious and violent misdemeanor cases, in addition to special investigations into drugs, gangs, child pornography, child sexual abuse, child physical abuse, white collar crime, computer crimes, and fraud. The Court Security/Civil Process division is responsible for providing security for the Frederick County Courts. This division is also responsible for serving all civil papers within Frederick County and handling prisoner extraditions and prisoner transports.

GOALS:

- Provide the citizens of Frederick County the best services possible by providing community relations through deputies performing a variety of duties, to include Sheriff's Kid Camp, the D.A.R.E. program, Neighborhood Watch meetings, Project Lifesaver, VIN Etching, Elder Assistance Programs, and Child Fingerprinting.
- Continue to upgrade law enforcement equipment with more modern equipment such as TASERS, Less than Lethal Weapons and other alternatives to deadly force while keeping the safety of our personnel and the public as our #1 priority.
- Continue working relationships with outside agencies that request our services.
- Continue efforts to recruit and hire quality personnel.
- Continue to maintain the Virginia Law Enforcement Accreditation Standards.
- Provide School Resource Officers (SRO) for as many schools as possible.
- Train and utilize a Bloodhound for search and rescue and fugitive location.

PERFORMANCE INDICATORS:

	FY 2015 Actual	FY 2016 Projected	FY 2017 Projected
Law Enforcement Calls for Service	71,132	62,722	58,144
# of Warrants Served	7,585	7,640	7,622
# of Criminal Arrests	4,116	3,935	3,879
# of Citations Issued	5,733	4,526	3,797
# of Cases Reported	5,536	6,593	6,436
# of Civil Papers Served	18,694	18,057	17,701
# of Extraditions/Transports	398	448	467

BUDGET SUMMARY:

	FY 2015 Actual	FY 2016 Approved Budget	FY 2016 Estimated Budget	FY 2017 Adopted Budget	Increase/Decrease FY 2016 App. To FY 2017	
					Amount	%
Costs:						
Personnel	9,796,034	10,480,064	10,207,584	11,128,561	648,497	6.19%
Operating	1,212,599	1,152,948	981,587	1,207,973	55,025	4.77%
Capital/Leases	602,225	11,325	647,835	11,429	104	0.92%
TOTAL	11,610,858	11,644,337	11,837,006	12,347,963	703,626	6.04%
Revenue:						
Fees	574,534	447,045	578,347	432,745	-14,300	-3.20%
State/Federal	2,677,122	2,352,154	2,657,125	2,388,421	36,267	1.54%
Local	8,359,202	8,845,138	8,601,534	9,526,797	681,659	7.71%
TOTAL	11,610,858	11,644,337	11,837,006	12,347,963	703,626	6.04%
Full-time Positions	126.5	133.5	133.5	139.5	6	4.49%

VOLUNTEER FIRE DEPARTMENTS

3202

DESCRIPTION:

The purpose of this expenditure activity is to provide contributions to the eleven volunteer fire companies which serve Frederick County. The contribution is used by the fire company to support their mission of providing fire protection to the residents of their service area. Each volunteer company provides an annual financial statement to the county as evidence of expenses incurred. The governing body of the county recognizes the invaluable contributions made to the community by our volunteer fire companies.

GOALS:

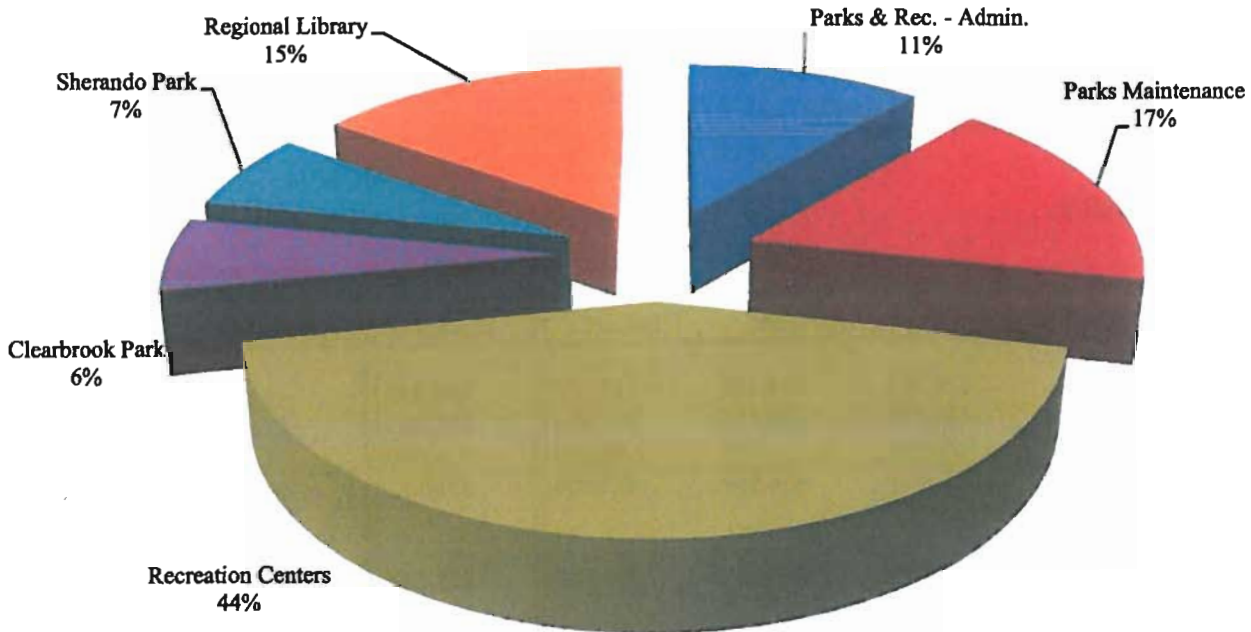
- Provide fair and accurate contributions to the county fire departments.

BUDGET SUMMARY:

	FY 2015 Actual	FY 2016 Approved Budget	FY 2016 Estimated Budget	FY 2017 Adopted Budget	Increase/Decrease FY 2016 App. To FY 2017	
					Amount	%
Costs:						
Personnel	73,676	73,676	66,308	73,676	0	0.00%
Operating	913,906	821,629	1,031,745	834,419	12,790	1.56%
Capital/Leases	0	0	0	0	0	0.00%
TOTAL	987,582	895,305	1,098,053	908,095	12,790	1.43%
Revenue:						
Fees	0	0	0	0	0	0.00%
State/Federal	273,993	220,000	214,535	210,000	-10,000	-4.55%
Local	713,589	675,305	883,518	698,095	22,790	3.37%
TOTAL	987,582	895,305	1,098,053	908,095	12,790	1.43%
Full-time Positions	0	0	0	0	0	0.00%

Parks, Recreation & Cultural

	2015 Actual	2016 Budget	2017 Adopted Budget	Increase (Decrease) FY 2016 to FY 2017	
				Amount	%
Parks & Rec. – Admin.	\$607,026	\$1,035,835	\$707,341	-\$328,494	-31.71%
Parks Maintenance	1,570,785	1,042,120	1,062,790	20,670	1.98%
Recreation Centers	1,562,265	2,107,290	2,707,142	599,852	28.47%
Clearbrook Park	387,821	434,999	388,922	-46,077	-10.59%
Sherando Park	434,821	409,482	410,398	916	0.22%
Regional Library	862,665	862,665	942,357	79,692	9.24%
PARKS, RECREATION & CULTURAL	\$5,425,383	\$5,892,391	\$6,218,950	\$326,559	5.54%



SHERANDO PARK

7110

DESCRIPTION:

The Sherando Park budget contains all the necessary funds to maintain the 334 acre Sherando Park and the grounds at one Frederick County Public Schools (FCPS) high school, two FCPS middle schools, five FCPS elementary schools, Frederick County Public Safety Building, and Warrior Drive Right-Of-Way.

GOALS:

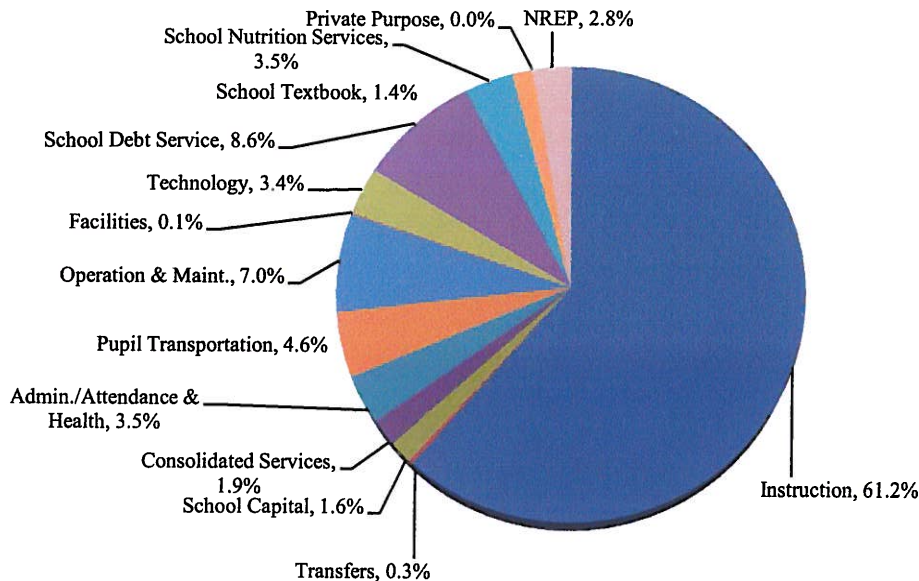
- Provide tools and equipment necessary to effectively and efficiently do the job.
- Enhance customer service.
- Environmental stewardship.

BUDGET SUMMARY:

	FY 2015 Actual	FY 2016 Approved Budget	FY 2016 Estimated Budget	FY 2017 Adopted Budget	Increase/Decrease FY 2016 App. To FY 2017	
					Amount	%
Costs:						
Personnel	156,777	160,387	143,376	160,275	-112	-0.07%
Operating	214,053	249,095	144,382	243,123	-5,972	-2.40%
Capital/Leases	63,991	0	38,721	7,000	7,000	100.00%
TOTAL	434,821	409,482	326,479	410,398	916	0.22%
Revenue:						
Fees	127,887	157,700	177,959	167,072	9,372	5.94%
State/Federal	0	0	0	0	0	0.00%
Local	306,934	251,782	148,520	243,326	-8,456	-3.36%
TOTAL	434,821	409,482	326,479	410,398	916	0.22%
Full-time Positions	0	0	0	0	0	0.00%

Schools

	2015 Actual	2016 Budget	2017 Adopted Budget	Increase (Decrease) FY 2016 to FY 2017	
				Amount	%
Instruction	\$100,338,683	\$113,461,369	\$116,910,372	\$3,449,003	3.04%
Admin./Attendance & Health	5,648,324	6,387,423	6,771,401	383,978	6.01%
Pupil Transportation	8,275,541	8,698,744	8,767,835	69,091	0.79%
Operation & Maintenance	11,862,433	12,842,221	13,423,274	581,053	4.52%
Facilities	171,708	204,412	206,887	2,475	1.21%
Technology	5,638,600	5,965,019	6,565,886	600,867	10.07%
School Debt Service	13,999,653	15,236,485	16,446,289	1,209,804	7.94%
Transfers	425,797	469,739	565,345	95,606	20.35%
School Nutrition Services	4,443,951	6,626,934	6,669,757	42,823	0.65%
School Textbook	906,097	1,900,544	2,666,452	765,908	40.30%
Private Purpose Funds	15,308	75,000	75,000	0	0.00%
School Capital Fund	1,136,445	500,000	3,000,000	2,500,000	500.00%
NREP Operating Fund	4,290,687	5,259,238	5,346,744	87,506	1.66%
NREP Textbook Fund	11,644	40,000	50,000	10,000	25.00%
Consolidated Services	2,898,133	3,600,000	3,600,000	0	0.00%
SCHOOL FUNDS	\$160,063,004	\$181,267,128	\$191,065,242	\$9,798,114	5.41%



SCHOOL DEBT SERVICE

DESCRIPTION:

Whenever extensive building programs are developed by the school board and loans through bonds and the Virginia Literary Fund are procured, it is necessary to set up a schedule of repayment over a twenty year period. The funds in this category include principal and interest for Virginia Public School Authority Bonds, Virginia Literary Fund payments and principal and interest for interim financing as required.

An additional cost included in this budget are fees for handling bonds and fees charged for investing VPSA bond proceeds.

Increased funding from the County Board of Supervisors is required due to scheduled financing repayments on the construction of the replacement Frederick County Middle School.

GOALS:

- To repay the money borrowed through bond issuance and literary loans over a twenty year period.

BUDGET SUMMARY:

	FY 2015 Actual	FY 2016 Approved Budget	FY 2016 Estimated Budget	FY 2017 Adopted Budget	Increase/Decrease FY 2016 App. To FY 2017	
					Amount	%
Costs:						
Personnel	0	0	0	0	0	0.00%
Operating	15,537,146	15,236,485	15,236,485	16,446,289	1,209,804	7.94%
Capital/Leases	0	0		0	0	0.00%
TOTAL	15,537,146	15,236,485	15,236,485	16,446,289	1,209,804	7.94%
Revenue:						
Fees	0	0	0	0	0	0.00%
State/Federal	275,783	337,043	337,043	370,524	33,481	9.93%
Local	14,626,151	14,899,442	14,899,442	16,075,765	1,176,323	7.90%
TOTAL	14,901,934	15,236,485	15,236,485	16,446,289	1,209,804	7.94%
 Full-time Positions	 0	 0	 0	 0	 0	 0.00%

**CAPITAL IMPROVEMENT PLAN
FREDERICK COUNTY
2016-2017**

The Code of Virginia assigns the responsibility for preparation of plans for capital outlays to the local planning commission. The Capital Improvements Plan (CIP) consists of a schedule for major capital expenditures for the county for the ensuing five years. The CIP consists of a separate document that was adopted by the Board of Supervisors on February 25, 2015.

The CIP is updated annually. Projects are removed from the plan as they are completed or as priorities change. The plan is intended to assist the Board of Supervisors in preparation of the county budget. In addition to determining priorities for capital expenditures, the county must also ensure that projects contained within the CIP conform to the Comprehensive Policy Plan. Specifically, the projects are reviewed with considerations regarding health, safety, and the general welfare of the public, and the policies of the Comprehensive Plan. When the CIP is adopted, it becomes a component of the Comprehensive Plan. Frederick County approved the 2030 Comprehensive Plan on July 3, 2011.

The Capital Improvements Plan is strictly advisory. It is possible that particular projects may not be funded during the year that is indicated in the CIP. The CIP is considered the first step towards the project, while the budget is considered the last obstacle before construction.

Transportation projects are included in the CIP. The inclusion of transportation projects to the CIP is in no way an indication that Frederick County will be independently undertaking these projects. Funding projects will continue to come from a combination of state and federal funds, developer contributions, and revenue sharing.

Impact of the Capital Program on the Operating Budget: The Capital Program has three direct impacts on the Operating Budget. The primary impact is in the Debt Service accounts. The greatest part of the county's capital improvement costs have been funded through the issuance of General Obligation Bonds, which generally are repaid over a period of twenty years. The only debt of this nature is funding for the construction of schools.

The second impact of the Capital Program upon the Operating Budget is in the Cash Capital account. Cash Capital is the appropriation of General Fund monies to fund capital improvement projects. Financing capital projects on a pay-as-you-go basis minimizes the need for issuing bonds and substantially reduces current and future debt service costs.

The third and final impact of the CIP on the Operating Budget arises when the CIP project is completed and the county must operate and maintain the new facility. In some instances, the costs are absorbed within the current budget of the department(s) providing the service. In other instances, such as the opening of a new school, direct operating and maintenance costs, as well as increases in the staff must be budgeted on an ongoing basis.

The Capital Improvements Plan developed by the Comprehensive Plans and Programs Subcommittee is presented on the following page.

NOTE: The FY 2015-2016 Capital Improvements Plan is the most recent Board approved CIP at time of print of this document. The CIP process is currently under review in order to make it more relevant, useful, and accurate.

Frederick County, Virginia Additional Miscellaneous/Demographic Statistics

Demographic Profile ¹						
	Percent			Value		
	Frederick County, Virginia	Virginia	USA	Frederick County, Virginia	Virginia	USA
Demographics						
Population ²	--	--	--	83,199	8,382,993	321,418,820
Population Annual Average Growth ²	1.8%	1.0%	0.8%	1,328	80,589	2,590,222
Median Age ³	--	--	--	39.1	37.5	37.2
Under 18 Years	25.1%	23.2%	24.0%	19,675	1,853,677	74,181,467
18 to 24 Years	7.9%	10.0%	9.9%	6,179	802,099	30,672,088
25 to 34 Years	11.7%	13.6%	13.3%	9,183	1,090,419	41,063,948
35 to 44 Years	14.6%	13.9%	13.3%	11,431	1,108,928	41,070,606
45 to 54 Years	16.0%	15.2%	14.6%	12,558	1,214,000	45,006,716
55 to 64 Years	11.9%	11.9%	11.8%	9,325	954,964	36,482,729
65 to 74 Years	7.5%	6.9%	7.0%	5,859	549,804	21,713,429
75 Years and Over	5.2%	5.3%	6.0%	4,095	427,133	18,554,555
Race: White	89.3%	68.6%	72.4%	69,934	5,486,852	223,553,265
Race: Black or African American	4.1%	19.4%	12.6%	3,175	1,551,399	38,929,319
Race: American Indian/Alaska Native	0.3%	0.4%	0.9%	234	29,225	2,932,248
Race: Asian	1.2%	5.5%	4.8%	969	439,890	14,674,252
Race: Hawaiian/Other Pacific Islander	0.0%	0.1%	0.2%	34	5,980	540,013
Race: Some Other Race	3.0%	3.2%	6.2%	2,379	254,278	19,107,368
Race: Two or More Races	2.0%	2.9%	2.9%	1,580	233,400	9,009,073
Hispanic or Latino (of any race)	6.6%	7.9%	16.3%	5,168	631,825	50,477,594
Economic						
Labor Force Participation Rate and Size (civilian population 16 years and over) ⁴	67.2%	64.8%	63.5%	42,542	4,229,948	157,940,014
Armed Forces Labor Force ⁴	0.1%	1.7%	0.4%	79	108,658	1,025,497
Veterans, Age 18-64 ⁴	9.0%	9.1%	5.8%	4,449	470,379	11,371,344
Median Household Income ^{3,4}	--	--	--	\$68,719	\$64,792	\$53,482
Poverty Level (of all people) ⁴	5.9%	11.5%	15.6%	4,641	914,237	47,755,606
Mean Commute Time (minutes) ⁴	--	--	--	30.0	27.8	25.7
Commute via Public Transportation ⁴	0.3%	4.5%	5.1%	118	178,442	7,157,671
Union Membership ⁵	3.4%	4.7%	11.1%	--	--	--
Housing						
Total Housing Units ⁴	--	--	--	31,877	3,403,241	132,741,033
Median House Value (of owner-occupied units) ^{3,4}	--	--	--	\$223,300	\$243,500	\$175,700
Homeowner Vacancy ⁴	2.5%	1.8%	2.1%	579	37,033	1,591,421
Rental Vacancy ⁴	3.2%	6.4%	6.9%	220	71,372	3,105,361
Renter-Occupied Housing Units (% of Occupied Units) ⁴	22.3%	33.3%	35.6%	6,502	1,013,466	41,423,632
Occupied Housing Units w/no Vehicle Available (% of Occupied Units) ⁴	3.8%	6.4%	9.1%	1,116	194,153	10,594,153
Social						
No High School Diploma (educational attainment, age 25-64) ⁴	10.7%	9.9%	12.0%	4,652	439,874	19,939,890
High School Graduate (educational attainment, age 25-64) ⁴	28.9%	23.9%	26.5%	12,534	1,062,241	44,000,387
Some College, No Degree (educational attainment, age 25-64) ⁴	21.7%	20.6%	21.9%	9,437	914,402	36,270,359
Associate's Degree (educational attainment, age 25-64) ⁴	8.2%	7.7%	8.7%	3,571	342,942	14,487,486
Bachelor's Degree (educational attainment, age 25-64) ⁴	19.3%	22.3%	19.7%	8,386	991,434	32,646,533
Postgrad Degree (educational attainment, age 25-64) ⁴	11.1%	15.5%	11.2%	4,836	689,184	18,533,513
Enrolled in Grade 12 (% of population) ⁴	1.7%	1.3%	1.4%	1,344	107,840	4,443,768
Disabled, Age 18-64 ⁴	10.0%	9.1%	10.2%	4,895	460,216	19,703,061
Foreign Born ⁴	5.8%	11.6%	13.1%	4,657	948,484	41,056,885

Source: jobsEQ:

1. Census 2010, unless otherwise noted

2. Census 2015, annual average growth rate since 2005

3. Median values for certain aggregate regions (i.e. MSAs) may be estimated as weighted averages of median values from composing counties

4. ACS 2010-2014

5. 2014; Current Population Survey, unionstats.com, and Chmura; county-and zip-level data

**Frederick County 2015-2016 Capital Improvements Plan
Document Excerpts**

THE CIP TABLE

CONTENT DESCRIPTIONS

The Capital Improvements Plan table, on the previous pages, contains a list of the capital improvement projects proposed for the ensuing five years. A description of the information in this table is explained below.

Department Priority- The priority rating assigned by each agency or department for their requested projects.

Project Description- The name of the capital improvement projects.

County Contribution- The estimated dollar value that will be contributed for each project. This value is listed by individual fiscal years and by total contributions over the five-year period. The total contribution column, located to the right of the fiscal year columns, does not include debt service projections.

Notes- Indicates the footnotes that apply to additional funding sources for particular projects.

Total Project Costs- The cost for each project, including county allocations and other funding sources.

PROJECT FUNDING

The projects included in the 2015-2016 Capital Improvements Plan have a total project cost to the county of \$1,015,369,550. While the CIP is primarily used to cover the next five years, much of the project costs have been identified beyond the next five years.

- School projects are funded through a combination of loans from the Virginia Public School Authority and the Virginia Literary Fund.
- Funding for Parks and Recreation Department projects will come from the unreserved fund balance of the County. The Parks and Recreation Commission will actively seek grants and private sources of funding for projects not funded by the county.
- Airport projects will be funded by contributions from the federal, state, and local governments. The local portion may include contributions from Frederick, Clarke, Shenandoah, and Warren Counties, and the City of Winchester.
- The inclusion of transportation projects to the CIP is in no way an indication that Frederick County will be independently undertaking these projects. Funding projects will continue to come from a combination of state and federal funds, developer contributions, and revenue sharing.

Department Priority	Projects	County Contribution Per Fiscal Year						County Contributions	Notes	Total Project Costs
		2015-2016	2016-2017	2017-2018	2018-2019	2019-2020	2020+			
		Ensuing Fiscal Year	Year 2	Year 3	Year 4	Year 5	Beyond Year 6+			
Public Schools										
	Elementary School #12 Armel Elementary School Addition and Renovation	\$1,600,000	\$30,800,000					\$32,400,000		\$32,400,000
	Robert E. Aylor Middle School Addition and Renovation	\$1,400,000	\$10,730,000	\$8,970,000	\$9,900,000			\$31,000,000		\$31,000,000
	Fourth High School	\$1,700,000	\$35,500,000	\$32,200,000	\$19,400,000		\$3,100,000	\$91,900,000		\$91,900,000
	James Wood High School Renov.						(Prior to FY2015-2016 Cost)	TBD		TBD
	Sherando High School Parking Lot & Softball Field Improvements							TBD		TBD
	Dowell J. Howard Center Addition and Renovation							TBD		TBD
	Apple Pie Ridge Elementary Phase 2 Renovation						\$8,900,000	\$8,900,000		\$8,900,000
	Bass Hoover Elementary Phase 2 Renovation						\$9,000,000	\$9,000,000		\$9,000,000
	County/School Board Administration Building							TBD		TBD
	Indian Hollow Elementary Addition and Renovation							TBD		TBD
	Elementary School #13						\$24,700,000	\$24,700,000		\$24,700,000
	Fifth Middle School						\$49,500,000	\$49,500,000		\$49,500,000
Parks & Recreation		\$4,700,000	\$77,030,000	\$41,170,000	\$29,300,000	\$0	\$92,100,000	\$247,400,000		\$247,400,000
Clearbrook & Sherando	Water Slide/Spray Ground	\$1,352,000						\$1,352,000		\$1,352,000
Sherando	Access Road w/Parking/Trails	\$1,567,000						\$1,567,000		\$1,567,000
	Indoor Aquatic Facility	\$480,000	\$14,683,000					\$15,163,000		\$15,163,000
	Snowden Bridge Park Development	\$3,161,000						\$3,161,000		\$3,161,000
Sherando	Softball Complex		\$682,000					\$682,000		\$682,000
	Abrams Creek Greenway Trail	\$85,000	\$148,000	\$2,702,000				\$2,935,000		\$2,935,000
Sherando	Lake/Trails/Parking- 2 Fields		\$103,000	\$1,281,000				\$1,384,000		\$1,384,000
	Community Parks (3)		\$6,352,000					\$6,352,000		\$6,352,000
	Neighborhood Parks (3)		\$2,285,000					\$2,285,000		\$2,285,000
	District Parks (4)			\$15,717,000				\$15,717,000		\$15,717,000
Sherando	Picnic Areas			\$818,000				\$818,000		\$818,000
	Indoor Ice Rink			\$6,102,000				\$6,102,000		\$6,102,000
	Community Center			\$8,952,000				\$8,952,000		\$8,952,000
Clearbrook	Open Play Areas				\$487,000			\$487,000		\$487,000
	Baseball Field Lighting Upgrade				\$1,300,000			\$1,300,000		\$1,300,000
	Soccer/Multi Use Fields				\$1,141,000			\$1,141,000		\$1,141,000
Clearbrook	Tennis/Basketball Complex				\$535,000			\$535,000		\$535,000
Sherando	Skateboard Park				\$522,000			\$522,000		\$522,000
Clearbrook	Shelter Stage					\$517,000		\$517,000		\$517,000
	Fleet Trip Vehicles					\$295,000		\$295,000		\$295,000

Department Priority	Projects	County Contribution Per Fiscal Year						County Contributions	Notes	Total Project Costs
		2015-2016	2016-2017	2017-2018	2018-2019	2019-2020	2020+			
Sherando	Maintenance Compound					\$381,000		\$381,000		\$381,000
		\$6,645,000	\$24,253,000	\$35,572,000	\$3,985,000	\$1,193,000	\$0	\$71,648,000		\$71,648,000
Regional Library	Gainesboro Library		\$155,023	\$1,465,736	\$128,275			\$1,749,034		\$1,749,034
	Senseny/Greenwood Library							TBD		TBD
	Route 522 South Library Branch							TBD		TBD
Transportation		\$0	\$155,023	\$1,465,736	\$128,275	\$0	\$0	\$1,749,034		\$1,749,034
Funded Priorities										
	I-81 Exit 310 Improvements						\$49,121,000	\$49,121,000	E	\$49,121,000
	Route 277, Fairfax Pike, Widening and Safety Improvements (ph 1)						\$36,082,000	\$36,082,000	E	\$36,082,000
	East Tevis Street Extension and Bridge over 81						\$6,000,000	\$6,000,000	E	\$6,000,000
Unfunded Priorities										
	Route 37 Engineering & Construction	\$300,000,000						\$300,000,000	E	\$300,000,000
	I-81 Exit 307 Relocation						\$60,000,000	\$60,000,000	E	\$60,000,000
	Route 277, Fairfax Pike, Widening and Safety Improvements (ph 2)						\$15,000,000	\$15,000,000	E	\$15,000,000
	Redbud Road Realignment						\$2,500,000	\$2,500,000	E	\$2,500,000
	Warrior Drive Extension						\$23,200,000	\$23,200,000	E	\$23,200,000
	Channing Drive Extension						\$20,600,000	\$20,600,000	E	\$20,600,000
	Brucetown/Hopewell Realign.						\$3,000,000	\$3,000,000	E	\$3,000,000
	Widening of Route 11 North						\$47,800,000	\$47,800,000	E	\$47,800,000
	Senseny Road Widening						\$22,800,000	\$22,800,000	E	\$22,800,000
	Inverlee Way						\$10,200,000	\$10,200,000	E	\$10,200,000
	Fox Drive						\$250,000	\$250,000	E	\$250,000
	Rennaisance Drive						\$2,000,000	\$2,000,000	E	\$2,000,000
	Eastern Road Plan Improvements						TBD	TBD		TBD
Winchester Airport		\$300,000,000	\$0	\$0	\$0	\$0	\$298,553,000	\$598,553,000		\$598,553,000
			\$380,000	\$2,600,000					A,B	\$2,980,000
		\$1,250,000							A,B	\$1,250,000
				\$650,000					A,B	\$650,000
		\$275,000							A,B	\$275,000
		\$275,000							A,B	\$275,000
		\$175,000							A,B	\$175,000
		\$275,000							A,B	\$275,000
		\$175,000							A,B	\$175,000
			\$275,000						A,B	\$275,000
			\$1,000,000						A,B	\$1,000,000
					\$300,000				A,B	\$300,000
					\$300,000				A,B	\$300,000
					\$300,000				A,B	\$300,000
	\$235,000							A,B	\$235,000	

Department Priority	Projects	County Contribution Per Fiscal Year						County Contributions	Notes	Total Project Costs
		2015-2016	2016-2017	2017-2018	2018-2019	2019-2020	2020+			
	Land Parcel 64B-A-52				\$300,000				A,B	\$300,000
	Land Parcel 64-A-59				\$300,000				A,B	\$300,000
	North Side Svc Road				\$400,000				A,B	\$400,000
	Taxiway "A" Relocation				\$200,000	\$4,650,000	\$4,800,000		A,B	\$9,650,000
		\$2,660,000	\$1,655,000	\$3,250,000	\$2,100,000	\$4,650,000	\$4,800,000	\$0		\$19,115,000
County Administration										
	Clearbrook Convenience Site	\$20,000	\$357,850				\$377,850		E	\$377,850
	Albin Convenience Site		\$24,000	\$418,850			\$442,850			\$442,850
	Relocation/Expansion Gore Site			\$24,000	\$325,550		\$349,550			\$349,550
	General Government Capital Expen	\$200,000	\$200,000	\$200,000	\$200,000	\$200,000	\$1,000,000		E	\$1,000,000
	County/School Board Administration Building	TBD					TBD		E	TBD
	Joint Judicial Center Renovation / New Facility	\$4,065,500					\$20,000,000	\$24,065,500	E	\$24,065,500
		\$4,285,500	\$581,850	\$642,850	\$525,550	\$200,000	\$20,000,000	\$26,235,750		\$26,235,750
Fire & Rescue										
	Fire & Rescue Station #22 (277)	\$400,000	\$1,500,000	\$1,500,000				\$3,400,000		\$3,400,000
	F&R Station #22 (277) Apparatus	\$100,000	\$805,000					\$905,000		\$905,000
	Fire & Rescue Station #23		\$550,000	\$2,150,000	\$1,000,000			\$3,700,000		\$3,700,000
	Regional Training Center	\$75,000	\$100,000	\$1,250,000	\$10,000,000	\$9,500,000	\$10,250,000	\$31,175,000		\$31,175,000
	Fire & Rescue Station #24 (Gainesboro)		\$250,000	\$3,500,000				\$3,750,000	C	\$3,750,000
	Station #13 (Clearbrook) Relocation	\$33,000	\$88,000	\$4,275,000				\$4,396,000	E	\$4,396,000
		\$608,000	\$3,293,000	\$12,675,000	\$11,000,000	\$9,500,000	\$10,250,000	47,326,000		\$47,326,000
Fire & Rescue Company Capital Requests										
	Fire & Rescue Capital Equipment	\$200,000	\$200,000	\$200,000	\$200,000	\$200,000		\$1,000,000	E	\$1,000,000
	* See Fire & Rescue Company Requests (<\$100K)									
		\$550,000						\$550,000	C	\$550,000
		\$550,000						\$550,000	C	\$550,000
		\$100,000						\$100,000	C	\$100,000
		\$800,000						\$800,000	C	\$800,000
		\$342,766						\$342,766	C	\$342,766
		\$2,542,766	\$200,000	\$200,000	\$200,000	\$200,000	\$0	\$3,342,766		\$3,342,766
Total		\$321,441,266	\$107,167,873	\$94,975,586	\$47,238,825	\$15,743,000	\$425,703,000	\$996,254,550		\$1,015,369,550
* Fire & Rescue Company Capital Equipment Requests (<\$100K)										
	None									

\$0

A= Partial funding from VA Dept. of Aviation

N/A= Not Available

B= Partial funding from FAA

TBD= To be Determined

C= Partial funding from private donations

D= Funding goes beyond displayed 5 years

E= Partial funding anticipated through development & revenue sources

F= Funding initiated prior to displayed 5 years

**Frederick County Public Schools
Development Assessment Tables**

**Frederick County Public Schools
Development Assessment**

Project Name: Southern Hills Phase II
 Assessment Date: July 22, 2016

Student Generation					
Housing Type	Housing Units#	Elementary School Student Generation	Middle School Student Generation	High School Student Generation	Total Student Generation
Single-Family Detached	130	25	12	14	51
Single-Family Attached	0	0	0	0	0
Multifamily	0	0	0	0	0
Mobile Home/Other	0	0	0	0	0
Totals	130	25	12	14	<u>51</u>

Capital Costs				
	Elementary School Cost (2016-21 CIP)	Middle School Cost (2016-21 CIP)	High School Cost (2016-21 CIP)	Total Capital Costs
School Cost	\$24,700,000	\$49,500,000	\$91,900,000	
Program Capacity	850	940	1,725	
Per Student Cost	\$29,059	\$52,660	\$53,275	
Students Generated by this Development	25	12	14	
This Development's Impact on FCPS Capital Costs	\$726,000	\$632,000	\$746,000	<u>\$2,104,000</u>
Average Capital Cost Per Unit				<u>\$16,185</u>

Annual Operational Costs			
	FY 2016 Budgeted Cost Per Student (FY2016 Budget)	Total Student Generation	Annual Impact
This Development's Impact on FCPS Operational Costs	\$11,584	51	<u>\$591,000</u>
Average Annual Operational Cost Per Unit			<u>\$4,546</u>

School Facility Information			
	Elementary School (Grades K-5)	Middle School (Grades 6-8)	High School (Grades 9-12)
2016-17 School Attendance Zone*	Bass-Hoover	R.E. Aylor	Sherando
June 3, 2016 Student Enrollment	619	594	1,518
2016-17 Program Capacity	656	850	1,400

* - School Attendance Zones are subject to change.

- Using applicant's assumptions regarding number of housing units.

US Census Bureau Household and Families Document

Table 2.

Households by Type: 2000 and 2010(For information on confidentiality protection, nonsampling errors, and definitions, see www.census.gov/prod/cen2010/doc/sf1.pdf)

Household type	2000		2010		Change, 2000 to 2010	
	Number	Percent	Number	Percent	Number	Percent
Total households	105,480,101	100.0	116,716,292	100.0	11,236,191	10.7
Family household	71,787,347	68.1	77,538,296	66.4	5,750,949	8.0
Husband-wife households	54,493,232	51.7	56,510,377	48.4	2,017,145	3.7
With own children	24,835,505	23.5	23,588,268	20.2	-1,247,237	-5.0
Without own children	29,657,727	28.1	32,922,109	28.2	3,264,382	11.0
Female householder, no spouse present	12,900,103	12.2	15,250,349	13.1	2,350,246	18.2
With own children	7,561,874	7.2	8,365,912	7.2	804,038	10.6
Without own children	5,338,229	5.1	6,884,437	5.9	1,546,208	29.0
Male householder, no spouse present	4,394,012	4.2	5,777,570	5.0	1,383,558	31.5
With own children	2,190,989	2.1	2,789,424	2.4	598,435	27.3
Without own children	2,203,023	2.1	2,988,146	2.6	785,123	35.6
Nonfamily households	33,692,754	31.9	39,177,996	33.6	5,485,242	16.3
Male householder	15,556,103	14.7	18,459,253	15.8	2,903,150	18.7
Living alone	11,779,106	11.2	13,906,294	11.9	2,127,188	18.1
Not living alone	3,776,997	3.6	4,552,959	3.9	775,962	20.5
Female householder	18,136,651	17.2	20,718,743	17.8	2,582,092	14.2
Living alone	15,450,969	14.6	17,298,615	14.8	1,847,646	12.0
Not living alone	2,685,682	2.5	3,420,128	2.9	734,446	27.3
Unmarried couple households ¹	5,475,768	5.2	7,744,711	6.6	2,268,943	41.4
Opposite-sex partners	4,881,377	4.6	6,842,714	5.9	1,961,337	40.2
Same-sex partners ²						
Summary File 1 counts	594,391	0.6	901,997	0.8	307,606	51.8
Preferred estimates	358,390	0.3	646,464	0.6	288,074	80.4
Average household size	2.59	(X)	2.58	(X)	-0.01	(X)
Average family size	3.14	(X)	3.14	(X)	0.00	(X)

(X) Not applicable.

¹ Unmarried couple households can be family or nonfamily households depending on the relationship of others in the household to the householder. In this table, it is the sum of opposite-sex partners and same-sex partners from Summary File 1 counts.² Summary File 1 counts in this table are consistent with Summary File 1 counts shown in American FactFinder.Sources: U.S. Census Bureau, *Census 2000 Summary File 1* and *2010 Census Summary File 1*.

average household size decreased over the decade, from 2.59 to 2.58, but average family size stayed the same, 3.14.⁶ These indicators show a slowing of the downward trends that have existed since the end of the Baby Boom in the 1960s. In 1960, the average household size was 3.29 people per

⁶ Average family size is the number of family members in the household (persons related to the householder including the householder) per family household. This computation excludes persons not related to the householder.

household, and the average family size was 3.65 people per family.⁷

The number of households within each category type increased in the last 10 years, including husband-wife households, which increased

⁷ Average household size for 1960 may be found in Frank Hobbs and Nicole Stoops, "Demographic Trends in the 20th Century," *Census 2000 Special Reports*, CENSR-4 (November 2002), Figure 5-3. Average family size for 1960 may be found in U.S. Census Bureau, 1960 Census of Population, Supplementary Reports, PC(S1)-38, *Families in the United States: 1960*, Table 280.

by 2.0 million. Figure 2 shows that, despite this increase, in 2010 less than half of all households (48 percent) were husband-wife households, down from 52 percent in 2000 and 55 percent in 1990. This is the first time that husband-wife families fell below 50 percent of all households in the United States since data on families were first



AMENDMENT

Action:

PLANNING COMMISSION: January 17, 2007 - Recommended Approval

BOARD OF SUPERVISORS: February 28, 2007 APPROVED DENIED

AN ORDINANCE AMENDING

THE ZONING DISTRICT MAP

REZONING #22-06 OF SOUTHERN HILLS

WHEREAS, Rezoning #22-06 of Southern Hills, submitted by William H. Gordon-Associates, Inc., to rezone 15.53916 acres from RP (Residential Performance) District to B2 (General Business) District with proffers, and 90 acres from RP (Residential Performance) District to RP (Residential Performance) District with revised proffers, for residential and commercial uses, was considered. The properties are located approximately 2,800 feet south of the intersection of Route 277 and Town Run Lane, in the Opequon Magisterial District, and are identified by Property Identification Numbers 85D-1-1-1 through 85D-1-1-95B and 85-A-138.

WHEREAS, the Planning Commission held a public hearing on this rezoning on January 17, 2007; and

WHEREAS, the Board of Supervisors held a public hearing on this rezoning on February 28, 2007; and

WHEREAS, the Frederick County Board of Supervisors finds the approval of this rezoning to be in the best interest of the public health, safety, welfare, and in conformance with the Comprehensive Policy Plan;

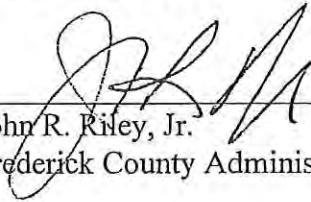
NOW, THEREFORE, BE IT ORDAINED by the Frederick County Board of Supervisors that Chapter 165 of the Frederick County Code, Zoning, is amended to revise the Zoning District Map to change 15.53916 acres from RP (Residential Performance) District to B2 (General Business) District with proffers, and 90 acres from RP (Residential Performance) District to RP (Residential Performance) District with revised proffers, for residential and commercial uses, as described by the application and plat submitted, subject to the attached conditions voluntarily proffered in writing by the applicant and the property owners.

This ordinance shall be in effect on the date of adoption.

Passed this 28th day of February, 2007 by the following recorded vote:

Richard C. Shickle, Chairman	<u>Aye</u>	Barbara E. Van Osten	<u>Aye</u>
Gary Dove	<u>Aye</u>	Bill M. Ewing	<u>Aye</u>
Gene E. Fisher	<u>Aye</u>	Charles S. DeHaven, Jr.	<u>Aye</u>
Philip A. Lemieux	<u>Aye</u>		

A COPY ATTEST



John R. Riley, Jr.
Frederick County Administrator

PROFFER STATEMENT

Southern Hills Subdivision

Rezoning: Rezoning Application No. 22-06. Rezoning of 105.54 acres from Residential Performance (RP) to Residential Performance (RP) (90 acres) and B2 Commercial (15.54 acres).

Property: See Attachment A for Property Identification Nos. (Opequon Magisterial District)

Record Owner: Arcadia Development Co.; Arcadia-Southern Hills, L.L.C.; Southern Hills Homeowners Association, Inc.

Applicant: Arcadia Development Co.

Project Name: Southern Hills

Original Date of Proffers: June 6, 2001

Revision Date: January 31, 2007

Preliminary Matters

Pursuant to Section 15.2-2296 et. seq. of the 1950 Code of Virginia, as amended, and the applicable provisions of the Frederick County Zoning Ordinance with respect to conditional rezoning, the undersigned applicant hereby proffers that in the event the Board of Supervisors of Frederick County, Virginia shall approve Rezoning Application No. 22-06 for the rezoning of 105.54 acres from Residential Performance (RP) to Residential Performance (RP) [90 acres] and B2 Commercial [15.54 acres] with revised proffers, development of the subject property shall be done in conformity with the terms and conditions set forth herein, except to the extent that such terms and conditions may be subsequently amended or revised by the applicant and such be approved by the Frederick County Board of Supervisors in accordance with Virginia law. In the event that such rezoning is not granted, then these proffers shall be deemed withdrawn and of no effect whatsoever and all proffers currently in effect on the subject property as of the date this document was executed by the applicant shall continue in full force and effect. These proffers shall be binding on the applicant and its legal successors and assigns.

Monetary Contribution to Offset Impact of Development

The undersigned, who owns the above-described property, hereby voluntarily proffers that if the Board of Supervisors for the County of Frederick, Virginia approves the rezoning for the approximately 105 acres, with frontage along Town Run Lane in the Opequon Magisterial District of Frederick County, Virginia from Residential Performance (RP) to Residential Performance (RP) [90 acres] and B2 Commercial [15.54 acres], the undersigned will pay to Frederick County at the time a building permit is applied for and issued the sum of \$4,910.00 per residential lot.

This monetary proffer provides for \$3,581.00 for Frederick County Schools; \$598.00 for Frederick County Parks and Recreation; \$446.00 for Frederick County Fire and Rescue; \$105.00 for Public Library; \$59.00 for Sheriff's Office and \$121.00 for Administration Building.

General Development Plan

Should the Board of Supervisors of Frederick County, Virginia approve Rezoning Application No. 22-06, then in such event development of the subject property shall be done in conformity with the attached voluntarily-proffered revised Generalized Development Plan including the following improvements:

1. On the 90 acres to be zoned RP no more than 88 single-family detached urban residence units and no more than 232 townhouse units shall be constructed. The balance of the property zoned B2 commercial shall be developed in accordance with the uses specified in the B2 commercial zoning district. The development of the public street network shall be in general conformance with the revised Generalized Development Plan dated October, 2006.
2. Stickley Drive (SR 1085) shall be extended as shown to connect with Town Run Lane (SR 1012) during the first phase of development (A to B).
3. Town Run Lane (SR 1012) shall be overlaid with a bituminous concrete surface from B to C. Guard rail shall be installed right and left along Town Run Lane "fill" areas greater than 7' vertical. The improvements are to be further described by a VDOT Permit to be issued at the time of work. This work shall be done prior to the issuance of the 50th building permit.
4. Town Run Lane (SR 1012) shall be overlaid with a bituminous concrete surface from C to D during the phase where the entrance at "D" is constructed. These improvements are to be further described by a VDOT Permit to be issued at the time of the work.
5. An easement shall be established 75' in depth along the South property line E to F. This easement will be prominently shown on the final plat and will restrict construction of homes as well as limiting the clear cutting of trees larger than 4" diameter. [This proffer was fulfilled and recorded on the Southern Hills Subdivision Phase I Final Subdivision Plat, Instrument No.060011588.]

6. A statement shall be added to the plat and covenants for all lots created by this project advising that agricultural uses exist on the South and East, the Ewing Family cemetery exists within the limits of development, and wastewater treatment facilities exist or previously existed to the North of this site.
7. The Ewing Family cemetery will be set aside as a separate lot with public access via an appropriate easement(s) and conveyed, if possible, to the Ewing family with covenants for future maintenance by the Ewing family.
8. A contribution of 100,000 for construction funding shall be made at the time VDOT implements the construction of a stoplight at the intersection of Stickley Drive and Rte. 277. [This proffer was fulfilled on March 3, 2005]
9. The Property Owner agrees to dedicate the right-of-way as shown on the revised Generalized Development Plan for the future Warrior Drive extension (the "road") across that portion of the Owner's property zoned B2 Commercial in the location depicted on the Generalized Development Plan. The Property Owner agrees to dedicate the right-of-way for the road within ninety (90) days of a written request by the County, provided that Rezoning Application No. 22-06 has been approved by the Frederick County Board of Supervisors and all applicable appeal periods have expired and no appeal has been filed. The Owner's dedication of the right-of-way for the road is further conditioned on the following: (a) the deed dedicating the right-of-way shall contain language, as a covenant running with the land, granting the Owner the right, at any time in the future and at Owner's expense, to place underground utilities across, or parallel to, the dedicated right-of-way for the road (including, but not limited to, gas, electric, cable, telephone, storm sewer, sanitary sewer, and waterline); (b) the deed dedicating the right-of-way shall contain language, as a covenant running with the land, requiring that the road shall have, at the Owner's discretion, a minimum of two entrances from the north side of Warrior Drive into the Owner's proposed commercial development, which two entrances shall meet applicable VDOT and County regulations and entrance spacing standards and be engineered into the design of the road, with turning lanes as required, for the full development of the subject property, during the design phase of the road; and requiring that the Owner and/or its designated representative(s) be entitled to meaningfully participate in the design of the road as regards the location and design of the two entrances; and (c) the deed dedicating the right-of-way shall contain language, as a covenant running with the land, granting the Owner, its successors and assigns, the right at any time(s) in the future, to establish and locate construction and/or grading easements over and across the dedicated right-of-way in locations determined by the Owner, its successors and assigns, to be necessary for the development of the B2 Commercial property and/or the Residential Performance (RP) property provided that, upon construction of the road as a public street accepted into the state highway system by VDOT, the language regarding easements contained in this subparagraph 9 (c) shall thereupon be considered void.

10. Owner agrees that no greater than ten percent (10%) of the 676,885 maximum allowable commercial square footage in the B2 zone shall be constructed before the portion of the Warrior Drive extension road traversing Owner's property is constructed.

11. Owner agrees to limit residential building permits on the Property to a maximum of seventy-five (75) permits per year, on a calendar basis commencing January 1, 2007, provided however that any unissued (but otherwise allowable) yearly permits will accumulate to Owner's benefit for subsequent years. For example, if Owner pulls only 50 building permits in 2007, Owner shall be entitled to 100 permits in 2008; should Owner pull only 50 permits in 2008, Owner shall be entitled to 125 permits in 2009. Residential building permits issues prior to January 1, 2007 are not to be considered a part of this proffer.

The conditions proffered above shall be binding upon the heirs, executors, administrators, assigns and successors in interest of the Applicant and Owner. In the event the Frederick County Board of Supervisors grants said rezoning and accepts these conditions, the proffered conditions shall supersede all previous proffered conditions applicable to the Property and shall apply to the Property rezoned in addition to other requirements set forth in the Frederick County Code.

Respectfully submitted,

ARCADIA DEVELOPMENT CO.
Property Owner

By: [Signature]
Its: President

Date: 1/31/07

ARCADIA-SOUTHERN HILLS, L.L.C.
Property Owner

By: [Signature]
Its: Authorized Agent

Date: 2/1/07

SOUTHERN HILLS HOMEOWNERS ASSOCIATION, INC.

By: [Signature]
Its: Authorized Agent

Date: 2/1/07

IMPACT ANALYSIS STATEMENT

SOUTHERN HILLS – PHASE 2 SINGLE-FAMILY LOT DEVELOPMENT

**Frederick County, Virginia
Opequon Magisterial District**



Tax Map #85D-1-1-95

June 30, 2016

Current Owner: Arcadia Communities, L.L.C.

**Contact Person: Evan Wyatt, Director of Land Planning
Greenway Engineering, Inc.
151 Windy Hill Lane Winchester, VA 22602
(540) 662-4185 ewyatt@greenwayeng.com**

SOUTHERN HILLS – PHASE 2 SINGLE-FAMILY LOT DEVELOPMENT IMPACT ANALYSIS STATEMENT

INTRODUCTION

This report has been prepared for the purpose of assessing the impact on Fredrick County by the proffered rezoning of a 40.36±-acre subject property owned by Arcadia Communities, LLC a Virginia limited liability company; By: VMB Investments, L.L.C., a Delaware limited liability company, Its Sole Member and Manager; By: VM Holdings III, L.L.C., a Virginia limited liability company, Its Managing Member; By: Van Metre Financial Associates, Inc., a Virginia corporation, Its Manager (here-in after the “**Owner**”). The subject property is identified as Tax Map Parcel 85D-1-1-95, which is located on the east side of Town Run Lane (Route 1012) approximately 0.6 miles south of the intersection with Fairfax Pike (Route 277).

The subject property is split-zoned and is comprised of 37.79± acres of RP, Residential Performance District and 2.57± acres of B-2, Business General District. The subject property is a component of a 105± acre parcel that was originally rezoned as RP, Residential Performance District with proffers (Rezoning Application #01-01) and subsequently rezoned as RP, Residential Performance District and B-2, Business General District with proffers (Rezoning Application #22-06). The Owner proposes to rezone the 40.36±-acre subject property to maintain the same acreage of RP, Residential Performance District and B-2, Business General District land area, and to modify the proffer statement to limit development of the 37.79± acres of RP, Residential Performance District to a maximum of 130 single-family detached residential lots, while maintaining the 100’ right-of-way area within the 2.57± acre B-2, Business General District portion of the property as a reservation area for future public street dedication to accommodate the future extension of South Warrior Drive to the future Interstate 81 Exit 307 relocation as proffered under Rezoning Application #22-06.

Basic information

Location:	Fronting on the east side of Town Run Lane (Route 1012), approximately 0.6 miles south of the intersection with Fairfax Pike (Route 277)
Magisterial District:	Opequon District
Tax Map Parcel Number:	85D-1-1-95

Current Zoning: RP, Residential Performance District (37.79± acres)
 B-2, Business General District (2.57± acres)

Current Use: Undeveloped (*Note: Single-family detached residential lots platted and some lots developed in Southern Hills – Phase I*)

Proposed Zoning: RP, Residential Performance District (37.79± acres)
 B-2, Business General District (2.57± acres)

Proposed Use: Single-Family Detached Residential Lots (RP District)
 Public Street Reservation Area (B2 District)

Total Rezoning Area: 40.36±-acres with revised proffers for the subject property

COMPREHENSIVE POLICY PLAN

Urban Development Area

The Urban Development Area (UDA) defines the general area in which residential, commercial, industrial and institutional land use development is encouraged in the County. The 40.36±-acre subject property is currently located within the UDA; therefore, expansion of the UDA boundary to accommodate the proposed development of single-family detached residential lots and a public street reservation area for the future extension of South Warrior Drive is not required for this rezoning application.

Sewer and Water Service Area

The Sewer and Water Service Area (SWSA) is generally consistent with the UDA, but also extends outside of the UDA to accommodate areas of the County in which commercial and industrial land use development is only desired. The 40.36±-acre subject property is currently located within the SWSA; therefore, expansion of the SWSA boundary to accommodate the proposed development of single-family detached residential lots and a public street reservation area for the future extension of South Warrior Drive is not required for this rezoning application.

Comprehensive Plan Conformity

The 40.36±-acre subject property is located in the UDA and the SWSA and is within the study area boundary of the Southern Frederick Area Plan. The Southern Frederick Area Plan is a large-area plan that identifies land uses, transportation networks, and other matters that are recommended for consideration for future land use and development within this geographic area of the County. The 40.36±-acre subject property is identified for residential and business land use; therefore, the proposed RP, Residential Performance District and B-2,

Business General District rezoning is in conformance with the Comprehensive Policy Plan. The Southern Frederick Area Plan Transportation Map identifies a new minor arterial road system that traverses the subject property. The alignment of the new minor arterial road is located within the B-2, Business General District portion of the subject property, which has been identified as a public street reservation area; therefore, the proposed rezoning is in conformance with the Comprehensive Policy Plan.

SUITABILITY OF THE SITE

Access

The 40.36±-acre subject property is located on the east side of Town Run Lane (Route 1012), approximately 0.6 miles south of the intersection with Fairfax Pike (Route 277). Access to the single-family detached residential lots will be provided along Town Run Lane and through a system of public streets internal to the RP, Residential Performance District portion of the subject property. The single-family detached residential lots will not have access from the B-2, Business General District portion of the subject property that has been established by deed as a future public street reservation area.

Flood Plains

The 40.36±-acre subject property contains a small area of floodplain within the B-2, Business General District portion of the subject property along the eastern property line that is associated with Stephens Run. The subject property is located within FEMA NFIP Map #51069C0330D, Effective Date September 2, 2009, and is primarily located within Flood Zone X with the exception of the small area of floodplain within the B-2, Business General District portion of the subject property. The single-family detached residential lots proposed for Southern Hills – Phase 2 are located completely outside of the floodplain limits.

Wetlands

The 40.36±-acre subject property does not contain wetland areas as demonstrated on the National Wetlands Inventory (NWI) Map information from the Frederick County GIS Database. However, the Southern Hills Master Development Plan approved by Frederick County on April 9, 2007 identifies delineated wetland areas along the southern boundary of the subject property. The delineated wetland areas are located within the open space portion of the subject property and will not be impacted by the developed of the single-family detached residential lots proposed for Southern Hills – Phase 2.

Soil Types

The 40.36±-acre subject property contains three soil types as demonstrated by the Soil Survey of Frederick County, Virginia and the Frederick County GIS Database. The following soil type is present on site:

- 9B: Clearbrook Channery Silt Loams 2-7% slopes
- 32C: Blairton Silt Loams 7-15% slopes
- 41C/D/E: Weikert-Berks Channery Silt Loams 7-65% slopes

None of the soil types within the subject property are identified as a prime agricultural soil and all types have high shrink/swell properties. The 40.36±-acre subject property has similar soil conditions as Southern Hills – Phase 1, which has been developed with public streets and single-family detached residential lots.

Other Environmental Features

The 40.36±-acre subject property does not contain areas of steep slope, lakes or ponds or natural stormwater retention areas as defined by the Frederick County Zoning Ordinance, and as delineated on the Southern Hills Master Development Plan approved by Frederick County on April 9, 2007. There are no known environmental features present that create development constraints for the proposed single-family detached residential lots within Southern Hills – Phase 2.

ADJOINING PROPERTIES

Adjoining property zoning and present use:

North: B-2, Business General District	Use: Unimproved
South: RP, Residential Performance District	Use: Southern Hills – Phase 1
East: RP, Residential Performance District	Use: Southern Hills – Phase 1
West: RA, Rural Areas District	Use: Unimproved

TRANSPORTATION

The 40.36±-acre subject property is located on the east side of Town Run Lane (Route 1012), approximately 0.6 miles south of the intersection with Fairfax Pike (Route 277). The subject property is generally identified as Southern Hills – Phase 2 (the middle section of the Southern Hills Subdivision). Frederick County originally approved Rezoning Application #01-01, which established RP, Residential Performance District zoning over the 105± acre parent tract that includes the 40.36± acre subject property. The approved Proffer Statement for this rezoning required the 105± acre property to be developed as single family lots and included several off-site transportation improvements. Subsequently, Frederick County approved Rezoning Application #22-06, which maintained the single family lots within

Southern Hills - Phase 1 and modified the remainder of the project area to allow for 232 townhouse lots within Southern Hills – Phase 2 and to allow commercial zoning in the northern portion of the project (Southern Hills – Phase 3). The approved Proffer Statement for this rezoning carried forward the transportation improvements from the original proffers, restricted the Southern Hills - Phase 2 Land Bay to townhouse lots, and provided for a 100' right-of-way area between the townhouses and the commercial land bay to accommodate the future extension of South Warrior Drive to the future Interstate 81 Exit 307 relocation.

The original property owner implemented the proffered transportation improvements that were identified in Rezoning Application #01-01 and Rezoning Application #22-06. These transportation improvements are identified on the Transportation Proffer Compliance Map Exhibit and include the following:

- Completion of the extension of Stickley Drive (Route 1085) to connect with Town Run Lane (Route 1012) to facilitate a new traffic pattern to Fairfax Pike (Route 277).
- Installation of guardrail along Town Run Lane (Route 1012) as approved and permitted by VDOT.
- Completion of new surface material overlay of Town Run Lane (Route 1012) along the Southern Hills property frontage as approved and permitted by VDOT.
- Implementation of traffic signalization at the intersection of Fairfax Pike (Route 277) and Stickley Drive (Route 1085).

The 40.36± acre subject property is inclusive of the Southern Hills – Phase 2 Land Bay that is approved for 232 townhouse lots; as well as the 100' right-of-way area to accommodate the future extension of South Warrior Drive. The Owner has reserved the 100' right-of-way area for future public street dedication to ensure this is available to Frederick County and VDOT as per the Rezoning Application #22-06 Proffer Statement. This public street reservation is legally recorded by deed and plat as Instrument No. 160002930/0001, which is included as information in the proposed rezoning application.

The proposed Rezoning Application Proffer Statement eliminates the allowance for 232 townhouse lots and provides for a maximum of 130 single-family detached residential lots. The following information identifies the existing and proposed traffic impacts associated with this rezoning request:

EXISTING IMPACTS: 232 Townhouses x 7.5 ADT = 1,740 VPD

PROPOSED IMPACTS: 130 Single-Family Detached x 9.5 ADT = 1,235 VPD

REDUCED IMPACT: Proposed rezoning results in a reduction of 505 VPD

The Southern Hills – Phase 2 Rezoning Application has provided for the reservation of the 100' right-of-way area for future public street dedication to ensure this is available to Frederick County and VDOT for the extension of South Warrior Drive as per the Rezoning Application #22-06 Proffer Statement, and previous development activities associated with

the Southern Hills – Phase 1 Land Bay have implemented all other transportation improvements. Additionally, the proposed rezoning application results in a reduction of 505 vehicles per day that reduces impacts to the Fairfax Pike (Route 277) and Stickley Drive (Route 1085) intersection. Therefore, the proposed rezoning application adequately mitigates transportation impacts to Frederick County.

SEWAGE CONVEYANCE AND TREATMENT

The 40.36±-acre subject property is located within the Sewer and Water Service Area (SWSA); therefore, the property is entitled to be served by public sewer based on County Policy. The Frederick County Sanitation Authority (FCSA) is the provider of public sewer service within this area of the County and currently has sewer infrastructure within Southern Hills – Phase 1 that includes gravity sewer lines, a pump station and a four-inch sewer force main that directs effluent to a 15-inch sewer transmission line to the Parkins Mill Treatment Facility (PMTF).

The Frederick County Sanitation Authority (FCSA) has determined that 300 gallons/day per residential connection is an appropriate calculation for estimating the sewer demand for residential land use projects. Existing and proposed sewer demands for the 40.36± subject site are as follows:

EXISTING DEMAND: Southern Hills – Phase 2 is currently approved for the development of 232 townhouse lots; therefore, the projected sewer demand is as follows:

$$\begin{aligned} Q &= 300 \text{ gallons/day/per residential connection} \\ Q &= 300 \text{ GPD} \times 232 \text{ residential connections} \\ Q &= 69,600 \text{ GPD projected at residential build-out} \end{aligned}$$

PROPOSED DEMAND: The Southern Hills – Phase 2 Rezoning Application Proffer Statement proposes to allow for the development of a maximum of 130 single-family detached residential lots; therefore, the projected sewer demand is as follows:

$$\begin{aligned} Q &= 300 \text{ gallons/day/per residential connection} \\ Q &= 300 \text{ GPD} \times 130 \text{ residential connections} \\ Q &= 39,000 \text{ GPD projected at residential build-out} \end{aligned}$$

REDUCED IMPACT: The Rezoning Application provides for a reduction of 30,600 GPD of sewer demand from the Southern Hills – Phase 2 development proposal.

The sewer system design for Southern Hills – Phase 2 will incorporate an on-site gravity collection system that directs effluent from the single-family detached residential lots to the existing FCSA pump station located immediately east of the subject property. The existing pump station was designed, approved and constructed as a 0.135 MGD facility. The projected sewer demand for the existing single-family detached residential lots within

Southern Hills – Phase 1 and the proposed single-family detached residential lots within Southern Hills – Phase 2 result in a projected sewer demand of 67,200 GPD, which is approximately 50% of the design capacity of the existing FCSA pump station. Therefore, the proposed Rezoning Application can be accommodated by the existing FCSA sewer system infrastructure.

WATER SUPPLY

The 40.36±-acre subject property is located within the Sewer and Water Service Area (SWSA); therefore, the property is entitled to be served by public water based on County Policy. The Frederick County Sanitation Authority (FCSA) is the provider of public water service within this area of the County and has an existing 12” water line located along Town Run Lane (Route 1012) that provides public water to the property. Additionally, a 12’ water line and an 8” water line have been constructed within Southern Hills Phase 1 that extend to the Southern Hills – Phase 2 property.

The Frederick County Sanitation Authority (FCSA) has determined that 300 gallons/day per residential connection is an appropriate calculation for estimating the water demand for residential land use projects. Existing and proposed water demands for the 40.36± subject site are as follows:

EXISTING DEMAND: Southern Hills – Phase 2 is currently approved for the development of 232 townhouse lots; therefore, the projected water demand is as follows:

$$\begin{aligned} Q &= 300 \text{ gallons/day/per residential connection} \\ Q &= 300 \text{ GPD} \times 232 \text{ residential connections} \\ Q &= 69,600 \text{ GPD projected at residential build-out} \end{aligned}$$

PROPOSED DEMAND: The Southern Hills – Phase 2 Rezoning Application Proffer Statement proposes to allow for the development of a maximum of 130 single-family detached residential lots; therefore, the projected water demand is as follows:

$$\begin{aligned} Q &= 300 \text{ gallons/day/per residential connection} \\ Q &= 300 \text{ GPD} \times 130 \text{ residential connections} \\ Q &= 39,000 \text{ GPD projected at residential build-out} \end{aligned}$$

REDUCED IMPACT: The Rezoning Application provides for a reduction of 30,600 GPD of water demand from the Southern Hills – Phase 2 development proposal.

The water system design for the Southern Hills – Phase 2 single-family detached residential lots will expand on the existing water system that was developed for Southern Hills – Phase 1. This design will provide for water line looping to ensure that adequate water pressure is available for residential service and for fire flow. The projected water demand for the existing single-family detached residential lots within Southern Hills – Phase 1 and the

proposed single-family detached residential lots within Southern Hills – Phase 2 result in a projected sewer demand of 67,200 GPD, which is a reduction of 30,600 GPD below the projected water needs for the subject property. Therefore, the proposed Rezoning Application can be accommodated by FCSA and by the existing water system infrastructure.

SITE DRAINAGE

The 40.36±-acre subject property has a drainage divide that directs drainage to the east and to the south to defined channels that flow into Stephens Run. The proposed single-family detached residential lots will be developed as curb and gutter streets and will incorporate stormwater management design that will include stormwater detention ponds on the eastern and southern portion of the subject property on the upper side of the Stephens Run drainage channels. Stormwater quality measures will be evaluated during the Subdivision Design Plan process and will be achieved through on-site quality measures or a combination of on-site quality measures and nutrient credits if necessary. The stormwater quantity and quality measures will be designed in conformance with all applicable state and local regulations; therefore, site drainage and stormwater management impacts to adjoining properties and the community will be adequately mitigated.

SOLID WASTE DISPOSAL

The impact on solid waste disposal associated with the development of the 40.36± subject site can be projected from an average annual residential consumption of 5.4 cubic yards per household (Civil Engineering Reference Manual, 4th Edition). The Frederick County Public Works Department is responsible for solid waste disposal as the manager of the Regional Landfill Facility. Existing and proposed solid waste disposal demands for the 40.36± subject site are as follows:

EXISTING DEMAND: Southern Hills – Phase 2 is currently approved for the development of 232 townhouse lots; therefore, the projected solid waste demand is as follows:

$$\begin{aligned} AV &= 5.4 \text{ Cu. Yd. per household} \\ AV &= 5.4 \text{ Cu. Yd.} \times 232 \text{ residential units} \\ AV &= 1,253 \text{ Cu. Yd. at residential build-out, or } 877 \text{ tons/yr at build-out} \end{aligned}$$

PROPOSED DEMAND: The Southern Hills – Phase 2 Rezoning Application Proffer Statement proposes to allow for the development of a maximum of 130 single-family detached residential lots; therefore, the projected solid waste demand is as follows:

$$\begin{aligned} AV &= 5.4 \text{ Cu. Yd. per household} \\ AV &= 5.4 \text{ Cu. Yd.} \times 130 \text{ residential units} \\ AV &= 702 \text{ Cu. Yd. at residential build-out, or } 491 \text{ tons/yr at build-out} \end{aligned}$$

REDUCED IMPACT: The Rezoning Application provides for a reduction of 386 tons/yr of solid waste demand from the Southern Hills – Phase 2 development proposal.

The Municipal Solid Waste area of the Regional Landfill has a current remaining capacity of 13,100,000 cubic yards of air space. The projected buildout of Southern Hills – Phase 2 will generate approximately 491 tons of solid waste annually on average. This represents a 0.24% increase in the annual solid waste received by the Municipal Solid Waste area of the Regional Landfill, which currently averages 200,000 tons per year and is a reduction from the annual solid waste disposal that would otherwise occur under the existing residential land use plan. The Regional Landfill has adequate capacity to accommodate the solid waste impacts associated with this proposal.

HISTORICAL SITES AND STRUCTURES

The Frederick County Rural Landmarks Survey does not identify structures deemed to be historically significant on the 40.36±-acre subject property, nor does the survey identify properties within proximity of this site that are deemed potentially significant. The closest potentially significant structure is identified as the Wise-Ritenour House (34-1209), which is located approximately 0.3 miles southeast of the subject property. The National Park Service Study of Civil War Sites in the Shenandoah Valley does not identify the 40.36±-acre subject property as being located within defined Civil War Battlefield study area boundaries. Therefore, the proposed single-family detached residential lot development plan for the subject property will not create negative impacts associated with historic resources.

COMMUNITY FACILITY IMPACTS

The 40.36±-acre subject property is a component of a 105± acre parcel that was originally rezoned as RP, Residential Performance District with proffers (Rezoning Application #01-01) and subsequently rezoned as RP, Residential Performance District and B-2, Business General District with proffers (Rezoning Application #22-06). Rezoning Application #22-06 was approved for the development of 232 townhouse lots, while the proposed Rezoning Application would reduce this impact through the proffered maximum development of 130 single-family detached residential lots.

Rezoning Application #22-06 provides for a total monetary contribution value of \$1,139,120.00 to offset impacts to community facilities. The proposed Rezoning Application maintains this same level of funding to offset impacts to community facilities even though this proposal demonstrates a reduction of more than 100 residential lots. The Owner's Proffer Statement requires the inclusion of a narrative on the Subdivision Design Plan that identifies the monetary contribution for each single-family detached residential lot that

equates to the total monetary contribution of \$1,139,120.00 divided by the total number of single-family detached residential lots. This approach ensures that the Owner will provide the same level of funding to offset impacts to community facilities regardless if the total number of lots falls below the maximum 130 single-family detached residential lots identified in the proposed Proffer Statement.

The school student generation impact to Frederick County Public Schools (FCPS) is calculated by the County Development Impact Model (CDIM). Currently, the CDIM projects single-family detached residential land use at 0.40 students per household (SFD = 0.19 Elementary School Students; 0.10 Middle School Students; 0.11 High School Students) and projects townhouse residential land use at 0.27 students per household (TH = 0.13 Elementary School Students; 0.07 Middle School Students; 0.07 High School Students). Existing and proposed school student generation impact to FCPS is as follows:

EXISTING DEMAND: Southern Hills – Phase 2 is currently approved for the development of 232 townhouse lots; therefore, the school student generation impact to FCPS is projected to be 63 students.

PROPOSED DEMAND: The Southern Hills – Phase 2 Rezoning Application Proffer Statement proposes to allow for the development of a maximum of 130 single-family detached residential lots; therefore, the school student generation impact to FCPS is projected to be 52 students.

REDUCED IMPACT: The Rezoning Application provides for a reduction of 11 school students that will be generated from the Southern Hills – Phase 2 development proposal.

OTHER POTENTIAL IMPACTS

The Ewing Family Cemetery is located within the southeastern portion of the 40.36±-acre subject property. The Proffer Statements associated with Rezoning Application #01-01 and Rezoning Application #22-06 provided for the creation of a separate lot for the Ewing Family Cemetery with access from a public street within the property; as well as an access easement from the public street to the cemetery that would be maintained by the Ewing Family. The proposed Proffer Statement provides for this same commitment; therefore, there are no impacts associated with the Ewing Family Cemetery that will result from the development of single family detached residential lots on the 40.36±-acre subject property.

The Owner proposes to rezone the 40.36±-acre subject property to maintain the same acreage of RP, Residential Performance District and B-2, Business General District land area, and to modify the proffer statement to limit development of the 37.79± acres of RP, Residential Performance District to a maximum of 130 single-family detached residential lots, while maintaining the 100' right-of-way area within the 2.57± acre B-2, Business General District portion of the property as a reservation area for future public street dedication to

accommodate the future extension of South Warrior Drive to the future Interstate 81 Exit 307 relocation as proffered under Rezoning Application #22-06.

This Rezoning Application results in a reduction of total vehicle trips, a reduction of sewer demand, a reduction of water demand, a reduction of solid waste demand, and a reduction of school students, while maintain the same level of funding to offset impacts to community facilities proffered under Rezoning Application #22-06. The Owner's Proffer Statement provides assurances for these reductions and for this funding commitment; therefore, the proposed Rezoning Application has adequately mitigated impacts to Frederick County.

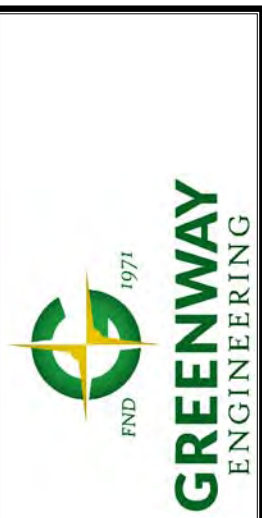
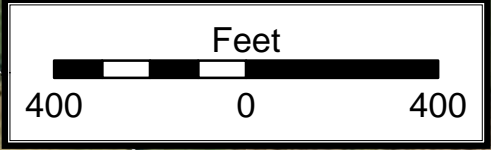
Attachments:

Aerial Overview Map Exhibit
Southern Frederick Area Plan Land Use Map Exhibit
Location and Zoning Map Exhibit
Transportation Proffer Compliance Exhibit
SWSA & UDA Map Exhibit
Environmental Features Map Exhibit
FEMA FIRM Map Exhibit
Soils Map Exhibit
Historic Features Map Exhibit



Legend

- Portion of TM 85D-1-1-95 Subject to Rezoning Amendment
- Public Street Reservation Area - Instrument No. 160002930
- Parcel Boundary
- Stephens City Town Limits



SOUTHERN HILLS - PHASE 2
 REZONING AMENDMENT
 AERIAL OVERVIEW

SOUTHERN HILLS - PHASE 2	
REZONING AMENDMENT	
AERIAL OVERVIEW	
OPEQUON MAGISTERIAL DISTRICT	
FREDERICK COUNTY, VIRGINIA	
DATE: 2016-06-30	PROJECT ID: 3126
DESIGNED BY: DWE	
SCALE: 1 Inch = 400 Feet	

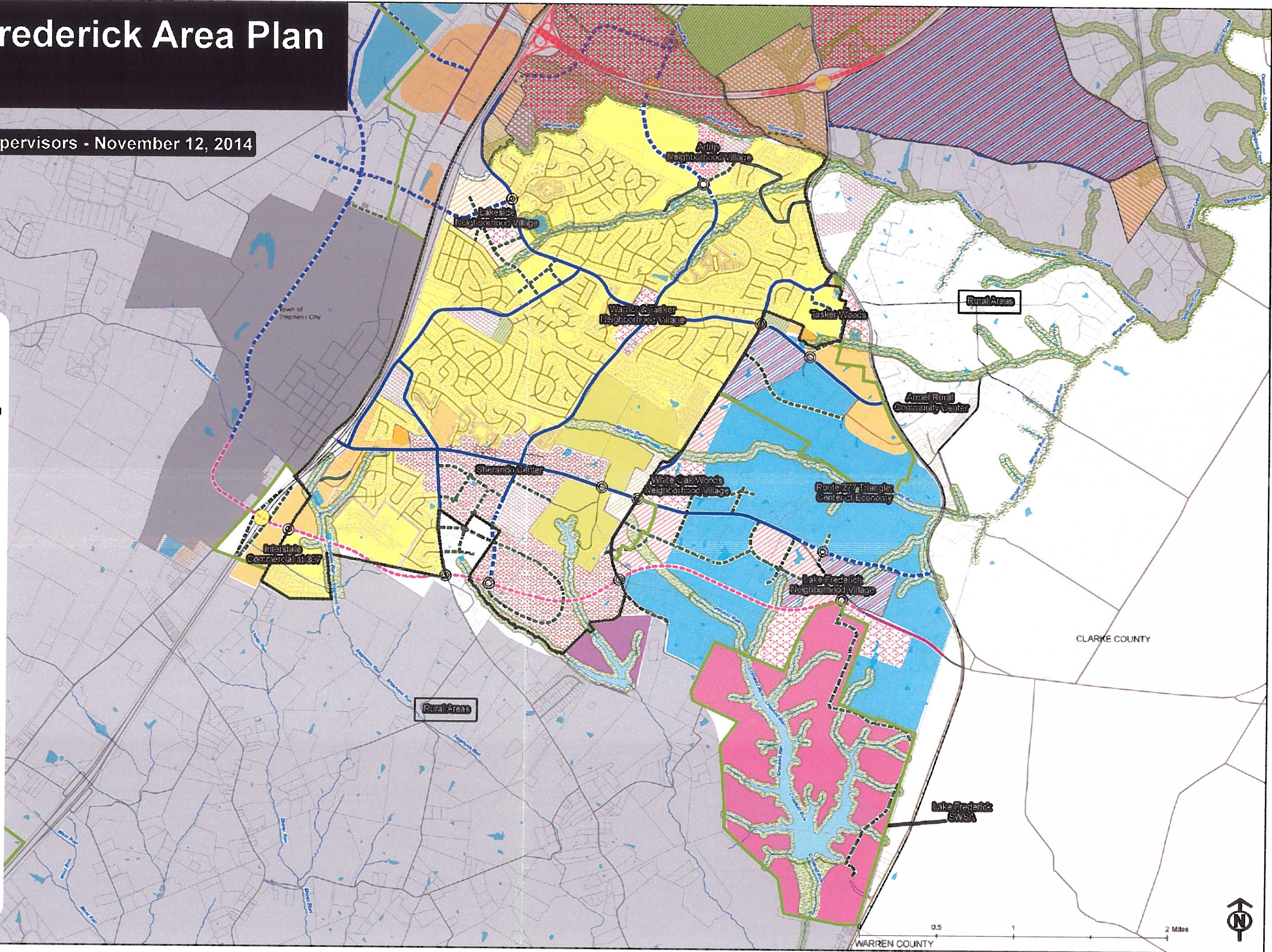
Virginia Geographic Information Network (VGIN)

Southern Frederick Area Plan

Land Use

Approved by Board of Supervisors - November 12, 2014

- Southern Frederick Area Plan
- Urban Development Area
- Sewer & Water Service Area
- Parcels
- Long Range Land Use Plan**
- Residential
- High Density Residential
- Neighborhood Village
- Urban Center
- Mobile Home
- Business
- Highway Commercial
- Mixed-Use
- Mixed Use Commercial/Office
- Mixed Use Industrial/Office
- Industrial
- Warehouse
- Heavy Industrial
- Extractive Minin
- ERR
- Commercial Rec
- Community Center
- Fire & Rescue
- Historic
- Institutional
- PUD
- Park
- Recreation
- School

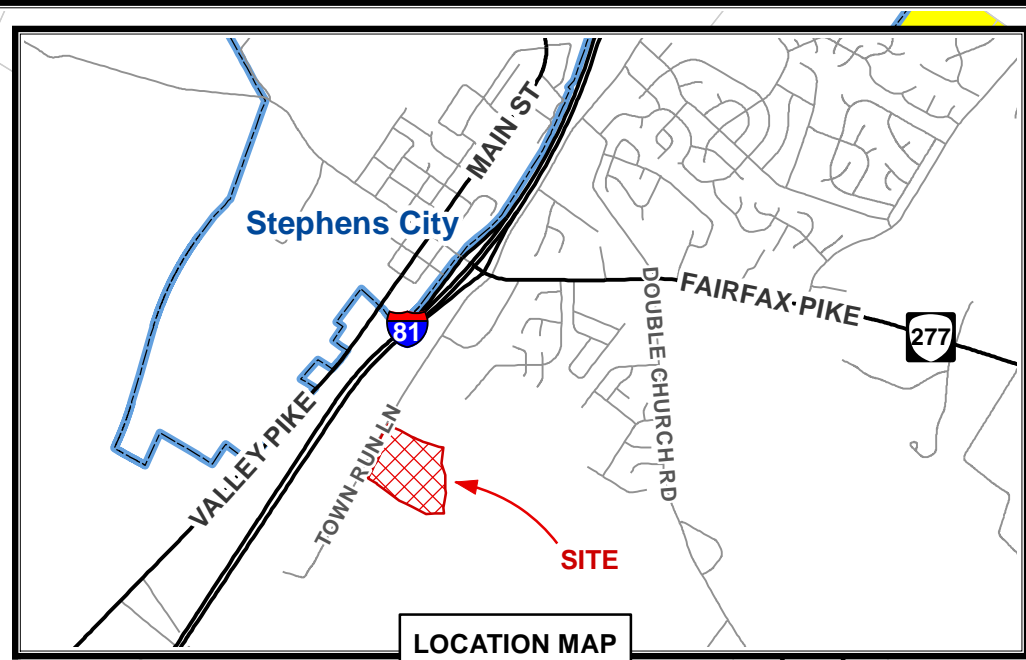


CLARKE COUNTY

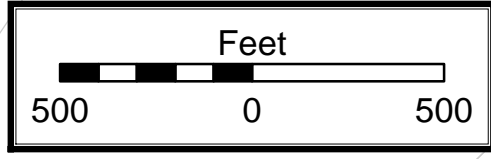
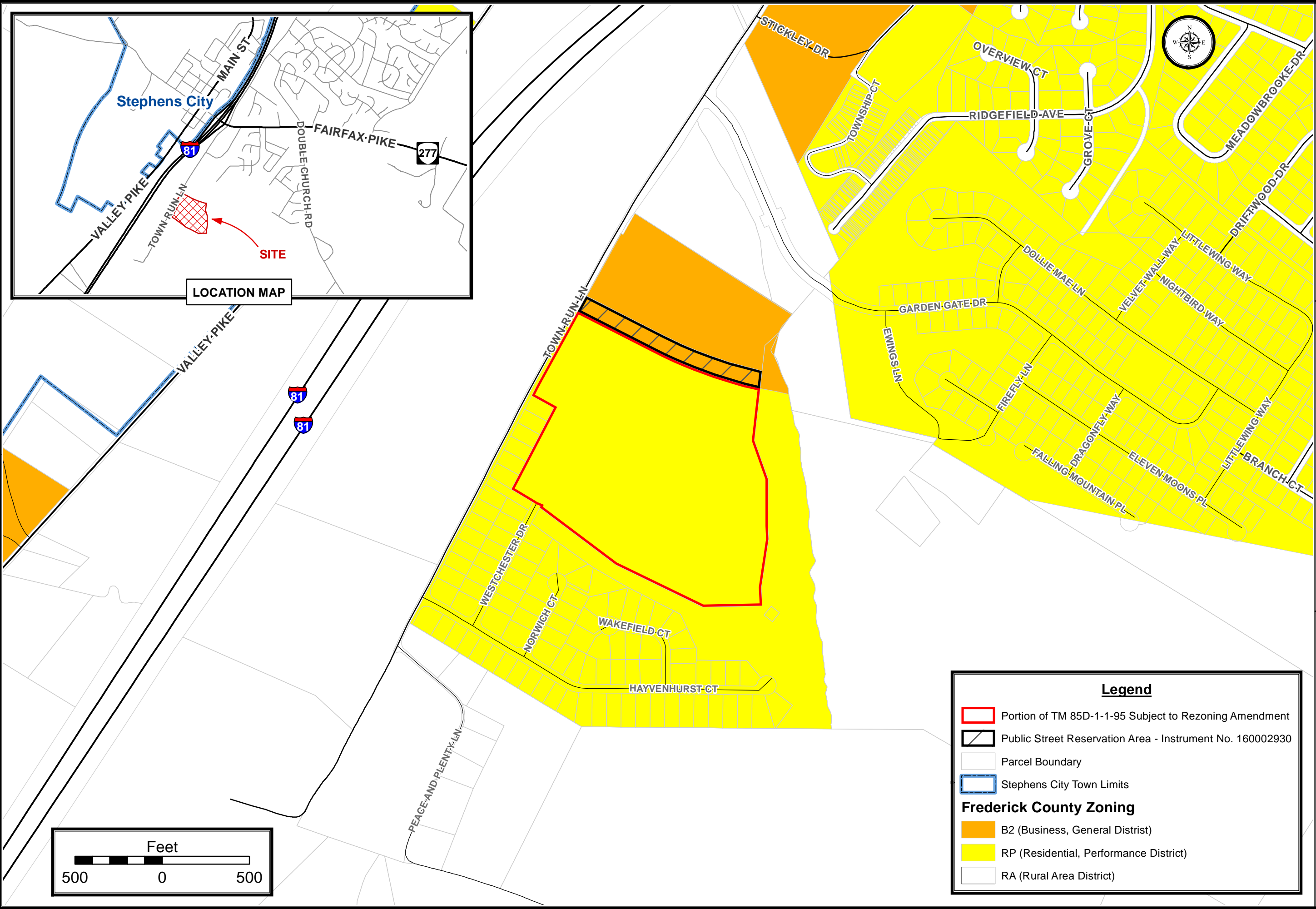
WARREN COUNTY



0.5 1 2 Miles



LOCATION MAP



Legend

- Portion of TM 85D-1-1-95 Subject to Rezoning Amendment
- Public Street Reservation Area - Instrument No. 160002930
- Parcel Boundary
- Stephens City Town Limits

Frederick County Zoning

- B2 (Business, General District)
- RP (Residential, Performance District)
- RA (Rural Area District)

GREENWAY
ENGINEERING

SOUTHERN HILLS - PHASE 2
REZONING AMENDMENT
LOCATION AND ZONING MAP

SOUTHERN HILLS - PHASE 2 REZONING AMENDMENT	DATE: 2016-06-30
LOCATION AND ZONING MAP	PROJECT ID: 3126
OPEQUON MAGISTERIAL DISTRICT	DESIGNED BY: DWE
FREDERICK COUNTY, VIRGINIA	SCALE: 1 Inch = 500 Feet

PROFFER # 3 INSET



Guard Rail

Guard Rail

Virginia Geographic Information Network (VGIN)



PROFFER # 8

FAIRFAX PIKE

PROFFER # 2

PROFFER # 3

PROFFER # 4

ARCADIA COMMERCIAL

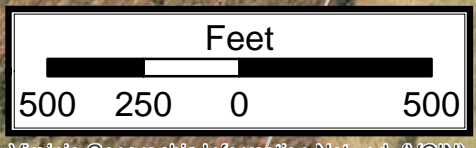
SOUTHERN HILLS PHASE 2

Property Line
100' ROW

B2 Zoning
RP Zoning

Legend

- Parcel Boundary
- New 100' ROW Line
- New Property Line & 100' ROW Line



Virginia Geographic Information Network (VGIN)

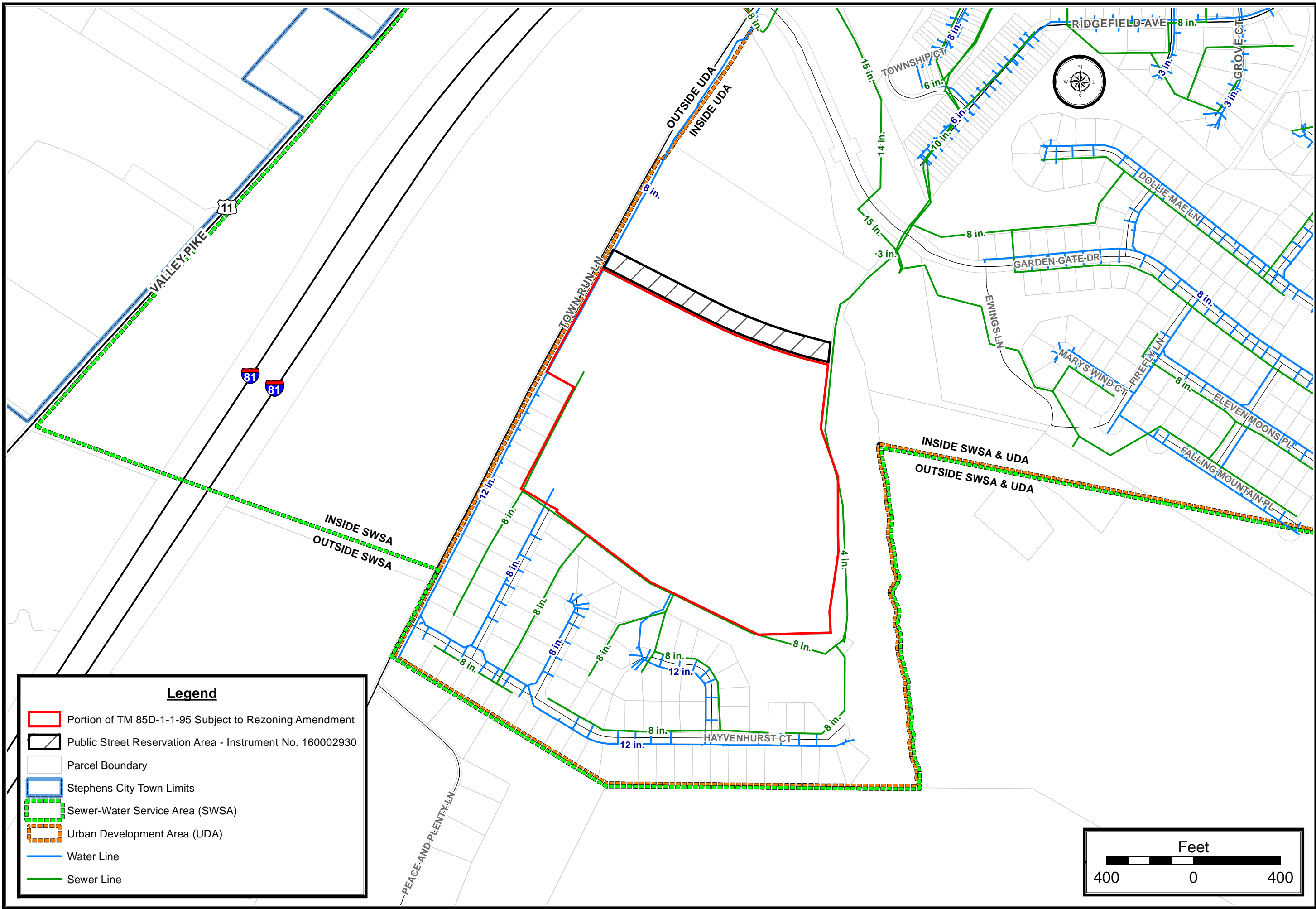
SOUTHERN HILLS - PHASE 2		
REZONING AMENDMENT		
TRANSPORTATION PROFFER COMPLIANCE EXHIBIT		
OPEQUON MAGISTERIAL DISTRICT		
FREDERICK COUNTY, VIRGINIA		
DATE: 2016-06-30	PROJECT ID: 3126	DESIGNED BY: DWE
SCALE: 1 inch = 500 feet		

SOUTHERN HILLS - PHASE 2
 REZONING AMENDMENT
 TRANSPORTATION PROFFER
 COMPLIANCE EXHIBIT











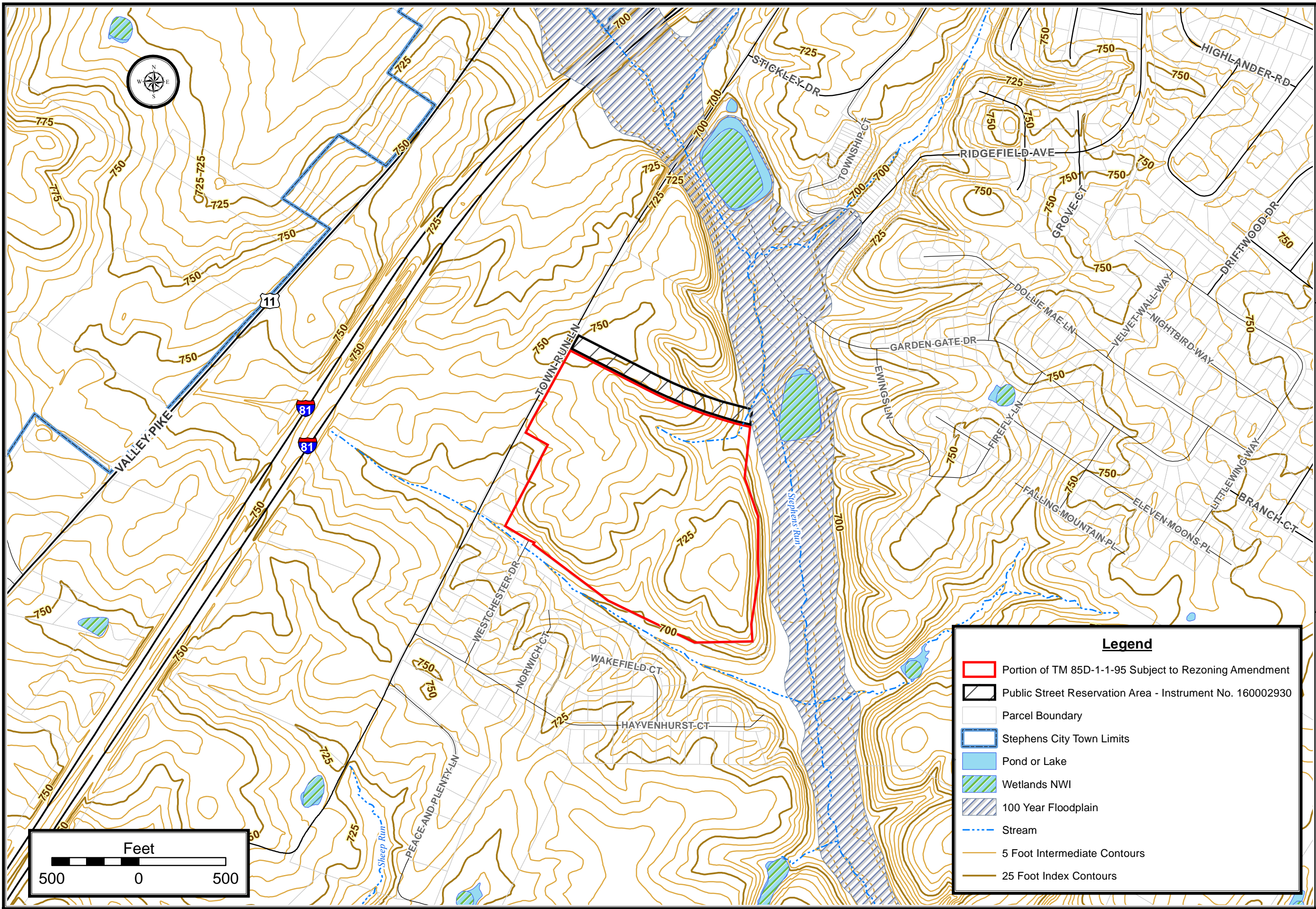
SOUTHERN HILLS - PHASE 2
REZONING AMENDMENT
WATER - SEWER - SWSA - UDA MAP

SOUTHERN HILLS - PHASE 2	
REZONING AMENDMENT	
WATER - SEWER - SWSA - UDA MAP	
OPEQUON MAGISTERIAL DISTRICT	
FREDERICK COUNTY, VIRGINIA	
DATE: 2016-06-30	PROJECT ID: 3126
DESIGNED BY: DWE	
SCALE: 1 Inch = 400 Feet	



Legend

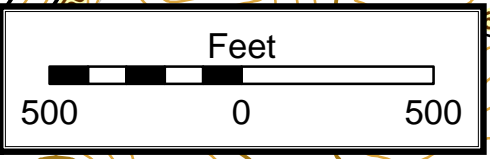
-  Portion of TM 85D-1-1-95 Subject to Rezoning Amendment
-  Public Street Reservation Area - Instrument No. 160002930
-  Parcel Boundary
-  Stephens City Town Limits
-  Sewer-Water Service Area (SWSA)
-  Urban Development Area (UDA)
-  Water Line
-  Sewer Line



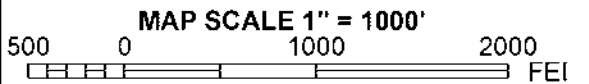
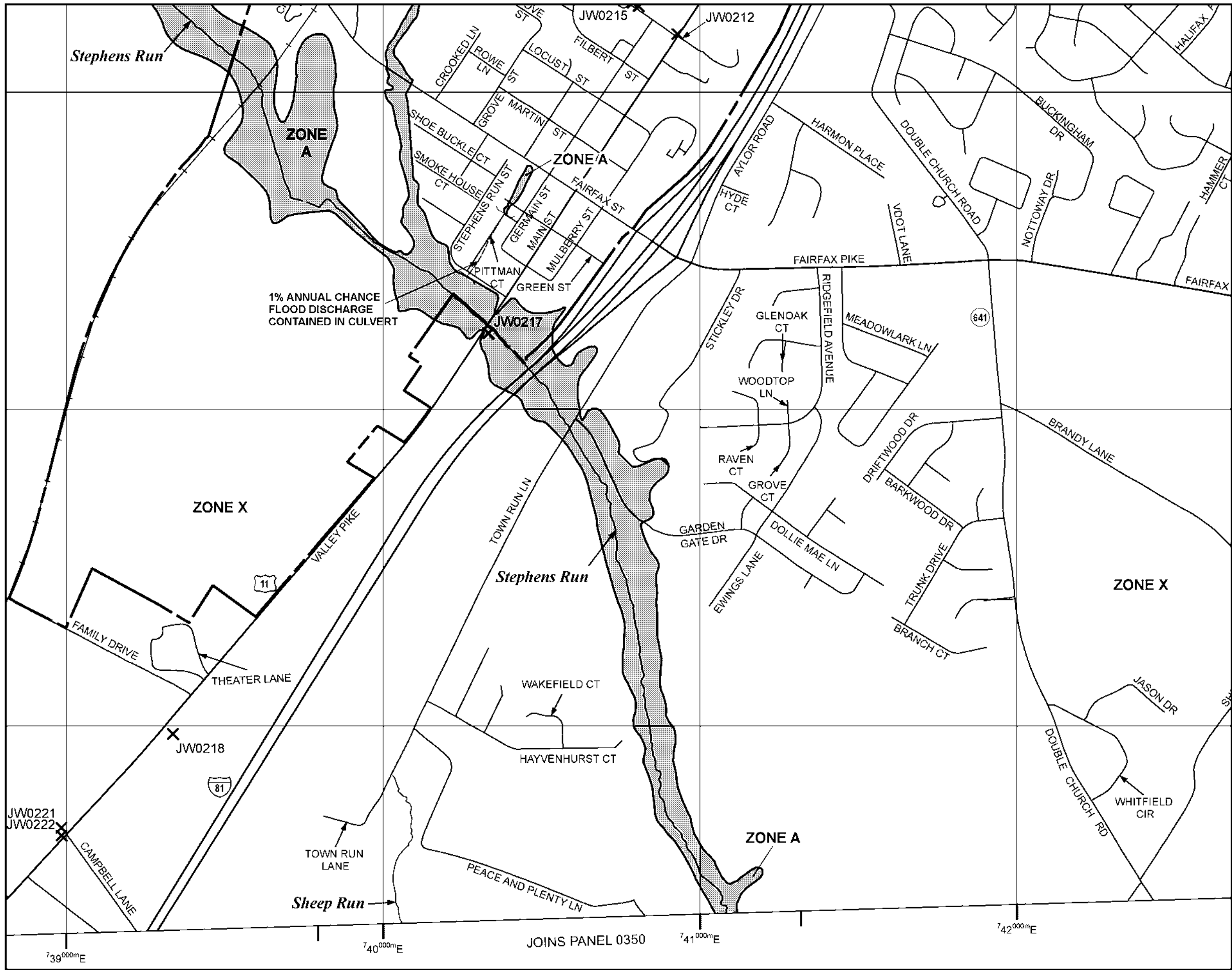
SOUTHERN HILLS - PHASE 2
 REZONING AMENDMENT
 ENVIRONMENTAL FEATURES MAP

Legend

- Portion of TM 85D-1-1-95 Subject to Rezoning Amendment
- Public Street Reservation Area - Instrument No. 160002930
- Parcel Boundary
- Stephens City Town Limits
- Pond or Lake
- Wetlands NWI
- 100 Year Floodplain
- Stream
- 5 Foot Intermediate Contours
- 25 Foot Index Contours



SOUTHERN HILLS - PHASE 2 REZONING AMENDMENT	SOUTHERN HILLS - PHASE 2 REZONING AMENDMENT
ENVIRONMENTAL FEATURES MAP	ENVIRONMENTAL FEATURES MAP
OPEQUON MAGISTERIAL DISTRICT	OPEQUON MAGISTERIAL DISTRICT
FREDERICK COUNTY, VIRGINIA	FREDERICK COUNTY, VIRGINIA
DATE: 2016-06-30	PROJECT ID: 3126
SCALE: 1 Inch = 500 Feet	DESIGNED BY: DWE



PANEL 0330D

FIRM
FLOOD INSURANCE RATE MAP
FREDERICK COUNTY,
VIRGINIA
AND INCORPORATED AREAS

PANEL 330 OF 375
 (SEE MAP INDEX FOR FIRM PANEL LAYOUT)

CONTAINS:

COMMUNITY	NUMBER	PANEL	SUFFIX
FREDERICK COUNTY	510063	0330	D
STEPHENS CITY, TOWN OF	510064	0330	D

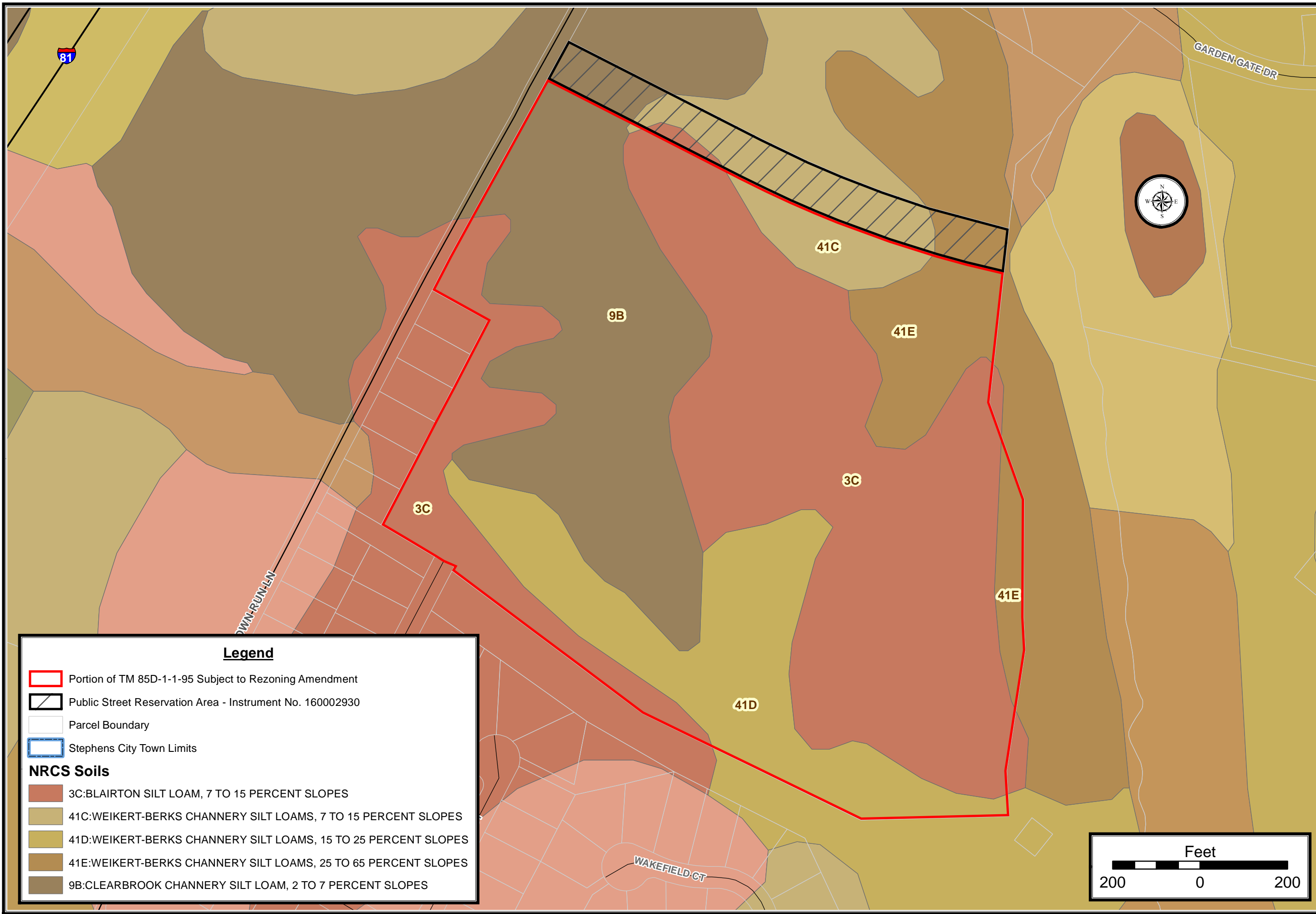
Notice to User: The Map Number shown below should be used when placing map orders; the Community Number shown above should be used on insurance applications for the subject community.



MAP NUMBER
51069C0330D
EFFECTIVE DATE
SEPTEMBER 2, 2009

Federal Emergency Management Agency

This is an official copy of a portion of the above referenced flood map. It was extracted using F-MIT On-Line. This map does not reflect changes or amendments which may have been made subsequent to the date on the title block. For the latest product information about National Flood Insurance Program flood maps check the FEMA Flood Map Store at www.msc.fema.gov



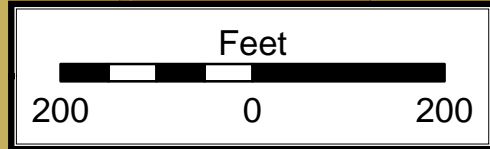
SOUTHERN HILLS - PHASE 2
 REZONING AMENDMENT
 SOILS MAP

Legend

- Portion of TM 85D-1-1-95 Subject to Rezoning Amendment
- Public Street Reservation Area - Instrument No. 160002930
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- Stephens City Town Limits

NRCS Soils

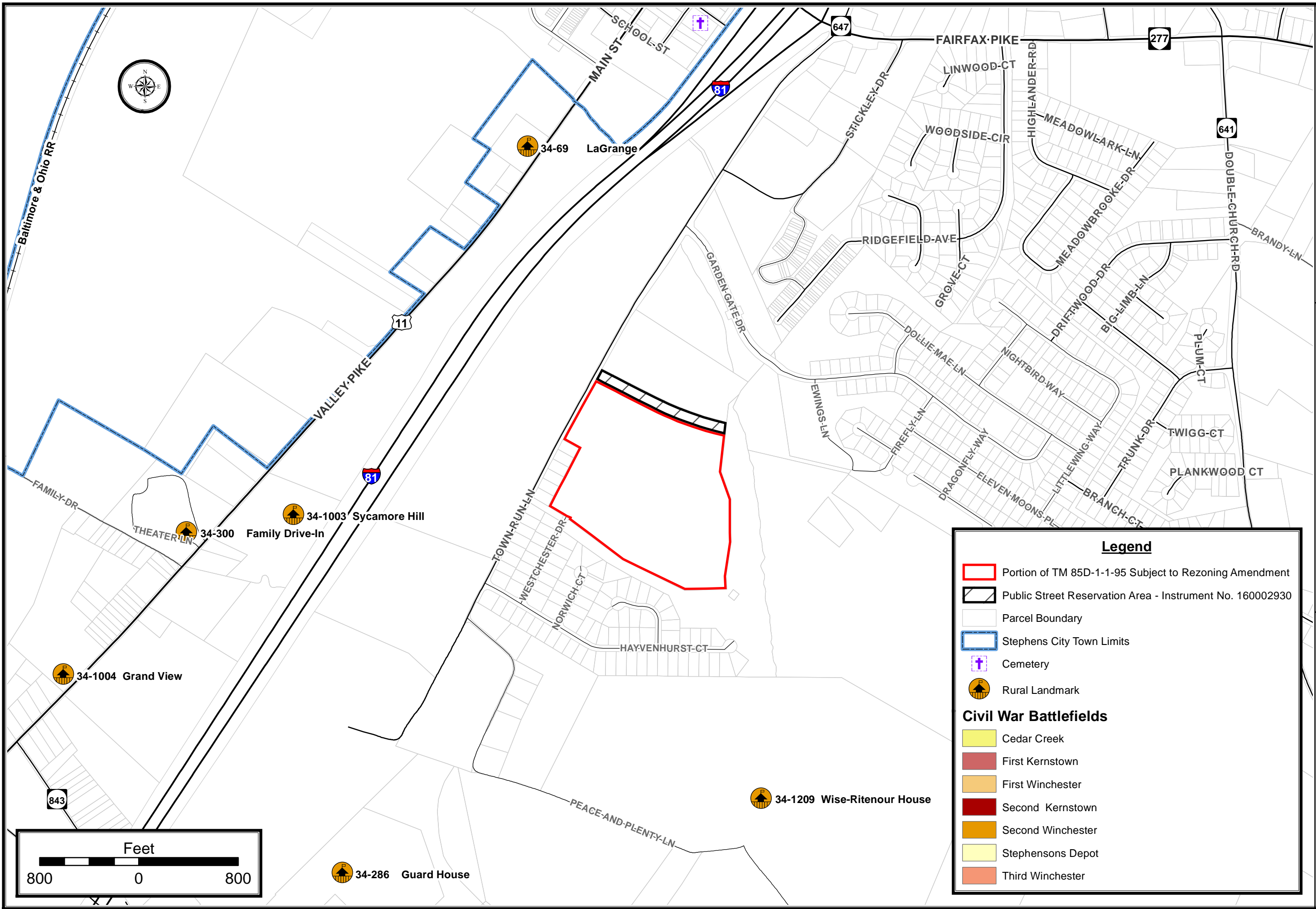
- 3C:BLAIRTON SILT LOAM, 7 TO 15 PERCENT SLOPES
- 41C:WEIKERT-BERKS CHANNERY SILT LOAMS, 7 TO 15 PERCENT SLOPES
- 41D:WEIKERT-BERKS CHANNERY SILT LOAMS, 15 TO 25 PERCENT SLOPES
- 41E:WEIKERT-BERKS CHANNERY SILT LOAMS, 25 TO 65 PERCENT SLOPES
- 9B:CLEARBROOK CHANNERY SILT LOAM, 2 TO 7 PERCENT SLOPES









SOUTHERN HILLS - PHASE 2 REZONING AMENDMENT SOILS MAP	OPEQUON MAGISTERIAL DISTRICT FREDERICK COUNTY, VIRGINIA
DATE: 2016-06-30	PROJECT ID: 3126
SCALE: 1 Inch = 200 Feet	DESIGNED BY: DWE

SOUTHERN HILLS - PHASE 2
REZONING AMENDMENT
HISTORIC FEATURES MAP








SOUTHERN HILLS - PHASE 2
REZONING AMENDMENT
HISTORIC FEATURES MAP
OPEQUON MAGISTERIAL DISTRICT
FREDERICK COUNTY, VIRGINIA
DATE: 2016-06-30
PROJECT ID: 3126
DESIGNED BY: DWE
SCALE: 1 Inch = 700 Feet

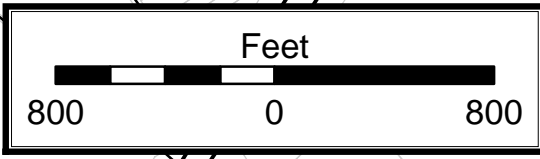


Legend

-  Portion of TM 85D-1-1-95 Subject to Rezoning Amendment
-  Public Street Reservation Area - Instrument No. 160002930
-  Parcel Boundary
-  Stephens City Town Limits
-  Cemetery
-  Rural Landmark

Civil War Battlefields

-  Cedar Creek
-  First Kernstown
-  First Winchester
-  Second Kernstown
-  Second Winchester
-  Stephensons Depot
-  Third Winchester



Evan Wyatt

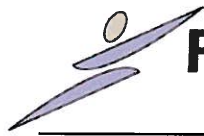
From: Funkhouser, Rhonda (VDOT) <Rhonda.Funkhouser@VDOT.Virginia.gov> on behalf of Smith, Matthew, P.E. (VDOT) <Matthew.Smith@vdot.virginia.gov>
Sent: Tuesday, July 26, 2016 11:34 AM
To: Evan Wyatt
Cc: 'John Bishop'; Mark Cheran; Smith, Matthew, P.E. (VDOT); Ingram, Lloyd (VDOT)
Subject: Southern Hills Phase 2 - VDOT comments to Rezoning

We have completed our review of the Southern Hills Phase 2 rezoning application dated June 30, 2016. Our comments are as follows:

1. VDOT recommends that the "Preliminary Matters" section of the proffer statement be updated to reference the existing proffers associated with rezonings #01-01 and #22-06 as they relate to Tax Map Parcel 85-A-138 (the undeveloped B2 commercial parcel north of the site). Proffers #9 and #10 of rezoning #22-06 relate to the right-of-way dedication, construction phasing and access to future Warrior Drive by the owner / developer of Tax Map Parcel 85-A-138.
2. Since proffers #9 and #10 of rezoning #22-06 will be connected to a property covered by a new set of proffers with the approval of this rezoning, VDOT recommends that proposed proffer A.2 be updated to make the dedication of the 100-foot wide future Warrior Drive right-of-way, as opposed to the reservation, a condition of site plan approval for the Southern Hills – Phase 2 residential development.
3. The 100' wide reservation for future road right-of-way should extend up to Parcel #TM 85-A-141.

If you have any questions, do not hesitate to contact me.

Matthew B. Smith, P.E. | Area Land Use Engineer
Virginia Department of Transportation
Clarke, Frederick, Shenandoah & Warren Counties
14031 Old Valley Pike
Edinburg, VA 22824
voice: 540/984-5615
fax: 540/984-5607
e-mail: Matthew.Smith@vdot.virginia.gov



Frederick County Public Schools

... to ensure all students an excellent education

K. Wayne Lee, Jr. LEED AP • Coordinator of Planning and Development • leew@frederick.k12.va.us

July 22, 2016

Mr. Evan Wyatt
Greenway Engineering
151 Windy Hill Lane
Winchester, VA 22602

Re: Southern Hills Phase II Rezoning Application

Dear Evan:

Frederick County Public Schools has reviewed the Southern Hills phase II rezoning application submitted to us on June 30, 2016. We offer the following comment:

1. We recognize and appreciate the developer's willingness to maintain the total amount of previously proffered cash proffers of \$1,139,120, even though the development's proposed impact on community facilities has decreased. This development proposal includes 130 single-family detached units. Similar to your estimate, we estimate that this development will house 51 students: 14 high school students, 12 middle school students, and 25 elementary school students. In order to properly serve these additional students, Frederick County Public Schools would spend an estimated \$591,000 more per year in operating costs (or \$4,546 average per unit per year) and an estimated \$2,104,000 in one-time capital expenditures (or \$16,185 average per unit). You will find, enclosed with this letter, a more detailed assessment of the estimated impact of Hiatt Run on FCPS, including attendance zone information.

Please feel free to contact me at leew@frederick.k12.va.us or 540-662-3888 x88249 if you have any questions or comments.

Sincerely,

K. Wayne Lee, Jr., LEED AP
Coordinator of Planning and Development

enclosure

cc: Dr. David Sovine, Superintendent of Schools
Mr. Albert Orndorff, Assistant Superintendent for Administration
Mr. John Grubbs, Transportation Director

Annual Operational Costs			
	FY 2016 Budgeted Cost Per Student (FY2016 Budget)	Total Student Generation	Annual Impact
This Development's Impact on FCPS Operational Costs	\$11,584	51	<u>\$591,000</u>
Average Annual Operational Cost Per Unit			<u>\$4,546</u>

School Facility Information			
	Elementary School (Grades K-5)	Middle School (Grades 6-8)	High School (Grades 9-12)
2016-17 School Attendance Zone*	Bass-Hoover	R.E. Aylor	Sherando
June 3, 2016 Student Enrollment	619	594	1,518
2016-17 Program Capacity	656	850	1,400

* - School Attendance Zones are subject to change.

- Using applicant's assumptions regarding number of housing units.

Frederick County Public Schools
Development Assessment

Project Name: Southern Hills Phase II
Assessment Date: July 22, 2016

Student Generation					
Housing Type	Housing Units#	Elementary School Student Generation	Middle School Student Generation	High School Student Generation	Total Student Generation
Single-Family Detached	130	25	12	14	51
Single-Family Attached	0	0	0	0	0
Multifamily	0	0	0	0	0
Mobile Home/Other	0	0	0	0	0
Totals	130	25	12	14	<u>51</u>

Capital Costs				
	Elementary School Cost (2016-21 CIP)	Middle School Cost (2016-21 CIP)	High School Cost (2016-21 CIP)	Total Capital Costs
School Cost	\$24,700,000	\$49,500,000	\$91,900,000	
Program Capacity	850	940	1,725	
Per Student Cost	\$29,059	\$52,660	\$53,275	
Students Generated by this Development	25	12	14	
This Development's Impact on FCPS Capital Costs	\$726,000	\$632,000	\$746,000	<u>\$2,104,000</u>
Average Capital Cost Per Unit				<u>\$16,185</u>



FREDERICK COUNTY SANITATION AUTHORITY

Post Office Box 1877
Winchester Virginia 22604-8377

PH (540) 868-1061
Fax (540) 868-1429
www.fcsa-water.com

Eric R. Lawrence
Executive Director

July 14, 2016

Evan Wyatt
Greenway Engineering
151 Windy Hill Lane
Winchester, Virginia 22602

**RE: Rezoning Application Comment
Southern Hills, Phase 2
Tax Map Number: 85D-1-1-95
40.36 acres**

Dear Mr. Wyatt:

Thank you for the opportunity to offer review comments on the Southern Hills, Phase 2 rezoning application package, received at FCSA June 30, 2016. The Frederick County Sanitation Authority (FCSA) offers comments limited to the anticipated impact/effect upon the Authority's public water and sanitary sewer system and the demands thereon.

The project parcels are in the sewer and water service area (SWSA) and are served by FCSA. Based on the project's location both water and sanitary sewer services are available within a reasonable distance from the site. Sanitary sewer treatment capacity at the wastewater treatment plant is also presently available.

It appears the rezoning application is a reduction in the number of residential units that would be permitted on the site, when compared to the existing proffers for the site- this results in reduced demands for FCSA services. The rezoning application also appears to not increase the commercial development opportunities. It is also acknowledged that Phase I of the development is already connected to FCSA for water and sewer services by a pump station sized appropriately to accommodate the additional sewage flows from Southern Hills, Phase 2. It is projected that impacts to FCSA will not increase, and may actually decrease as a result in fewer residential units being constructed. FCSA services continue to be available to serve the subject property.

Page 2
RE: Southern Hills, Phase 2 rezoning application
Mr. Evan Wyatt
July 14, 2016

Thank you for the opportunity to offer review comments.

Sincerely,

A handwritten signature in black ink, appearing to read "Eric R. Lawrence". The signature is fluid and cursive, with a large initial "E" and "R" and a smaller "L" and "W".

Eric R. Lawrence, AICP
Executive Director

Cc: Candice Perkins, County Planning Department



COUNTY of FREDERICK

Roderick B. Williams
County Attorney

540/722-8383

Fax 540/667-0370

E-mail:

rwillia@co.frederick.va.us

August 4, 2016

VIA E-MAIL AND REGULAR MAIL

Mr. Evan Wyatt
Greenway Engineering
151 Windy Hill Lane
Winchester VA 22602

Re: Rezoning Application – Southern Hills – Phase 2 – Rezoning
Proffer Statement dated June 30, 2016

Dear Evan:

You have submitted to Frederick County for review the above-referenced proffer statement (the “Proffer Statement”) for the proposed rezoning of Tax Parcel Number 85D-1-1-95 (the “Property”), 40.36± acres, more or less, in the Opequon Magisterial District, from the RP Residential Performance District and the B2 General Business District, both with proffers, to the RP Residential Performance District and the B2 General Business District, both with revised proffers. I have now reviewed the Proffer Statement and it is my opinion that the Proffer Statement would be in a form to meet the requirements of the Frederick County Zoning Ordinance and the Code of Virginia, and would be legally sufficient as a proffer statement, subject to the following comments:

- Heading – Consistent with the other references in the Proffer Statement and with the particular provisions in the Proffer Statement, the description of the “REZONING” should also reference the B2 portion of the Property.
- Proffer A2 – The Proffer might best specifically reference the terms of the commitment in the dedication recorded as Instrument Number 160002930, namely that the Owner will dedicate the right-of-way upon request by the County or VDOT, provided such request is made prior to March 10, 2105. Also, so as not to cause any confusion regarding enforceability of previous proffer commitments, this proffer might best make some reference to Proffer 10 of the 2007 Proffers. Proffer 10 of the 2007 Proffers provides that no greater than 10% of the 676,885 maximum allowable square footage in the B2 zone on parcel number 85-A-138

shall be constructed before Warrior Drive is constructed across the Property. Perhaps a sentence might be added to Proffer A2 along the lines of: The reservation shall be available for fulfillment of Proffer 10 of the Proffer Statement dated June 6, 2001, and revised January 31, 2007, approved as part of Rezoning Number 22-06.

- Proffer D1 – New state law, effective July 1, 2016, requires that any proffer for transportation, public safety, schools, and/or parks must address an impact specifically attributable to the proposed residential development. The County will require substantiation that Proffer D1 satisfies that requirement.

I have not reviewed the substance of the proffers as to whether the proffers are suitable and appropriate for this specific development, as my understanding is that review will be done by staff and the Planning Commission.

Sincerely,

A handwritten signature in black ink, appearing to read 'Roderick B. Williams', with a long horizontal flourish extending to the right.

Roderick B. Williams
County Attorney

cc: Candice Perkins, Assistant Director of Planning & Development (via e-mail)



151 Windy Hill Lane
Winchester, VA 22602

September 15, 2016

Frederick County Planning Department
Attn: Candice Perkins, Deputy Director
107 North Kent Street
Winchester, VA 22601

RE: Southern Hills - Phase 2 Rezoning – Review Agencies Comment Response Letter

Dear Candice:

The purpose of this letter is to provide you with a comprehensive comment response letter that addresses the Southern Hills – Phase 2 Rezoning comments received from the various review agencies. The comprehensive comment response letter is structured to provide for the specific review agency, the date the comment was received, and information pertaining to each review comment. This information is intended to explain how specific comments have been addressed by the rezoning application or advise why the specific comment was not included in the proffered development program for the commercial redevelopment project.

Frederick County Fire Marshal – Comment dated July 5, 2016

- ❖ *Rezoning Approved.*

Frederick County Sanitation Authority – Comment dated July 14, 2016

- ❖ *The rezoning application results in reduced demands for FCSA services. It is acknowledged that the existing pump station is sized appropriately to accommodate the additional sewage flows from Southern Hills Phase 2. FCSA services continue to be available to serve the subject property.*

COMMENT RESPONSE: Agreed.

Frederick County Public Schools – Comment dated July 22, 2016

- ❖ *We recognize and appreciate the developer's willingness to maintain the total amount of previously proffered cash proffers of \$1,139,120.00 even though the development's proposed impact on community facilities has decreased. This development proposal includes 130 single-family detached units and FCPS estimates that this development will house 51 students (14*

high school, 12 middle school and 25 elementary school). FCPS estimates \$2,104,000.00 in one-time capital expenditures (\$16,185.00 average per unit). A detailed assessment of the estimated impact, including attendance zone information is enclosed.

COMMENT RESPONSE: The County Attorney has advised that new state law, effective July 1, 2016, requires that any proffer for transportation, public safety, schools, and/or parks must address an impact specifically attributable to the proposed residential development. Please refer to the Southern Hills Phase 2 Rezoning Residential Development Attributable Impacts Document dated September 15, 2016 that addresses Public Schools Attributable Impacts.

Frederick County Transportation – Comment dated July 22, 2016

- ❖ The Traffic Impact Analysis should be fine to waive based on the impacts that are being presented.

Frederick County Parks & Recreation – Comment dated July 26, 2016

- ❖ *It appears that the proposed monetary contribution will not meet current Development Impact Model (DIM) levels. Parks and Recreation would like to see minimum levels met.*

COMMENT RESPONSE: The County Attorney has advised that new state law, effective July 1, 2016, requires that any proffer for transportation, public safety, schools, and/or parks must address an impact specifically attributable to the proposed residential development. Please refer to the Southern Hills Phase 2 Rezoning Residential Development Attributable Impacts Document dated September 15, 2016 that addresses Parks and Recreation Attributable Impacts.

VDOT – Comment dated July 26, 2016

- ❖ *VDOT recommends that the Preliminary Matters section of the proffer statement be updated to reference the existing proffers associated with rezonings #01-01 and #22-06 as they relate to the undeveloped B2 commercial parcel north of the site.*

COMMENT RESPONSE: The undeveloped B2 commercial parcel north of the site is not a parcel that is part of the rezoning application as it is owned by another entity. Greenway Engineering will work with the County Attorney to determine the appropriate revisions (if any) to the proffer statement regarding this matter.

- ❖ *Since proffers #9 and #10 of rezoning #22-06 will be connected to a property covered by a new set of proffers with the approval of this rezoning, VDOT recommends that proposed proffer A2 be updated to make the dedication of the 100-foot wide future Warrior Drive right-of-way, as opposed to the reservation, a condition of site plan approval for the Southern Hills – Phase 2 residential development.*

COMMENT RESPONSE: A small portion of the B2 commercial area associated with RZ#22-06 is a component of this project, which was acquired by the Property Owner to ensure that this acreage would be available as a right-of-way reservation for future dedication to Frederick County and/or VDOT should it be needed in the future. The Owner has ensured that this reservation will be available through year 2105 as demonstrated in Instrument No. 160002930, which is included as information with the rezoning application. Therefore, this instrument provides assurance that the County and/or VDOT will have control of the 100' right-of-way through March 10, 2105 when either body deems this to be appropriate.

- ❖ *The 100' wide reservation for future road right-of-way should extend up to Parcel #TM 85-A-141.*

COMMENT RESPONSE: The Owner has prepared a plat and deed that reserves the 100' right-of-way across the portion of Southern Hills – Phase 1. This document, recorded as Instrument No. 160008765 is consistent with information in Instrument No. 160002930 and provides assurance that the County and/or VDOT will have control of the 100' right-of-way through August 11, 2105 when either body deems this to be appropriate.

Frederick County Planning – Comment dated August 3, 2016

- ❖ *The Southern Frederick Area Plan identifies residential density at four units per acre for this site. The proposed density is 3.22 units per acre, which is relatively consistent with the goals of the Comprehensive Plan.*

COMMENT RESPONSE: Agreed.

- ❖ *Based on changes to the state code, the monetary contribution as proposed is not appropriate. To establish that the monetary contribution addresses only impacts specifically attributable to the proposed development, you will need to provide documentation from FCPS showing the current school capacities for the school attendance zones where this development is located. As well as data from Parks and Recreation, Fire and Rescue, and the Sheriff's Office on their respective service availabilities.*

COMMENT RESPONSE: The FCPS review comment dated July 22, 2016 includes a School Facility Information Table that identifies the current school attendance zones and their capacities that are specific to the Southern Hills Phase 2 Development. Please refer to the Southern Hills Phase 2 Rezoning Residential Development Attributable Impacts Document dated September 15, 2016 that addresses Transportation, Public Safety, Public Schools, and Parks and Recreation impacts specific to this rezoning application.

- ❖ *Provide a copy of the 2006 proffers with redline to show the proposed changes.*

COMMENT RESPONSE: A copy of the 2006 Proffer Statement with redline comments has been provided to identify proffer items carried forward, proffer items that have been modified, and proffer items that have been eliminated in conjunction with the September 15, 2016 Proffer Statement.

- ❖ *The introduction to the proffer does not reference the B2 District zoning portion of the property, nor the acreage of the RP District and B2 District portions of the property. The proffer needs to delineate the acreage of each district and a zoning plat showing the limits of each district is also necessary.*

COMMENT RESPONSE: The September 15, 2016 Proffer Statement has been revised to reference both zoning districts and their respective acreages. A Zoning Plat Exhibit dated September 15, 2016 has been prepared that provides the acreage and limits within each zoning district.

- ❖ *An updated Generalized Development Plan is recommended for this application.*

COMMENT RESPONSE: Greenway Engineering met with the Planning Department and reviewed the draft Subdivision Design Plan that will be submitted subsequent to final rezoning approval. It was agreed that an updated Generalized Development Plan would not be necessary due to the simplicity of the single-family residential layout.

Frederick County Public Works – Comment dated August 4, 2016

- ❖ *We have no comments concerning the proposed rezoning.*

Frederick County Attorney – Comment dated August 4, 2016

- ❖ *Consistent with the other references in the Proffer Statement and with the particular provisions in the Proffer Statement, the description of the “REZONING” should also reference the B2 portion of the property.*

COMMENT RESPONSE: The September 15, 2016 Proffer Statement has been revised to reflect the County Attorney’s comment.

- ❖ *Section A2 of the Proffer Statement might be best if it specifies that the Owner will dedicate the right-of-way upon request by the County or VDOT provided that such request is made prior to March 10, 2105. Additionally, a sentence advising that the reservation shall be available for fulfillment of Proffer 10 of the Proffer Statement dated June 6, 2001 and revised January 31, 2007 approved as part of RZ #22-06 is recommended to avoid confusion regarding enforcement of previous proffer commitments.*

COMMENT RESPONSE: Section A2 of the September 15, 2016 Proffer Statement has been revised to reflect the County Attorney's comment.

- ❖ *Section D1 – new state law, effective July 1, 2016, requires that any proffer for transportation, public safety, schools, and/or parks must address an impact specifically attributable to the proposed residential development. The County will require substantiation that Proffer D1 satisfies that requirement.*

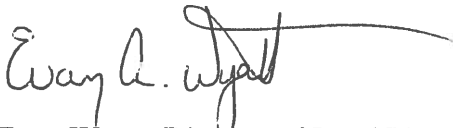
COMMENT RESPONSE: Please refer to the Southern Hills Phase 2 Rezoning Residential Development Attributable Impacts Document dated September 15, 2016 that addresses Transportation, Public Safety, Public Schools, and Parks and Recreation impacts specific to this rezoning application.

Winchester Regional Airport – Comment dated August 11, 2016

- ❖ *The proposed rezoning should not have an impact on operations at the Winchester Regional Airport; however, the site does lie within the airport's airspace and residents could experience fly-over noise from aircraft.*

Please advise me if you have any questions regarding the information in this letter. Greenway Engineering will provide a copy of this letter, a copy of the September 15, 2016 Proffer Statement and a copy of the Southern Hills Phase 2 Rezoning Residential Development Attributable Impacts Document dated September 15, 2016 to all applicable review agencies for information.

Sincerely,



Evan Wyatt, Director of Land Planning
Greenway Engineering, Inc.

Cc: Arcadia Communities, LLC

**REZONING APPLICATION FORM
FREDERICK COUNTY, VIRGINIA**

To be completed by Planning Staff:

Zoning Amendment Number	<u>11-16</u>	Fee Amount Paid	<u>\$14,036.⁰⁰</u>
PC Hearing Date	<u>10/19/16</u>	Date Received	<u>9/26/16</u>
		BOS Hearing Date	<u>11/9/16</u>

The following information shall be provided by the applicant:

All parcel identification numbers, deed book and page numbers may be obtained from the **Office of the Commissioner of Revenue, Real Estate Division, 107 North Kent Street, Winchester.**

1. Applicant:

Name: Greenway Engineering, Inc. Telephone: (540) 662-4185

Address: 151 Windy Hill Lane
Winchester, VA 22602

2. Property Owner (if different than above):

Name: Arcadia Communities, L.L.C. Telephone: (703) 425-2614

Address: 9900 Main Street Suite 500
Fairfax, VA 22031

3. Contact person if other than above:

Name: Evan Wyatt Telephone: (540) 662-4185

4. Property Information:

- a. Property Identification Number(s): 85D-1-1-95
- b. Total acreage to be rezoned: 40.36 +/- Acres (RP District Proffer Revisions)
- c. Total acreage of the parcel(s) to be rezoned (if the entirety of the parcel(s) is not being rezoned): 40.36 +/- Acres (RP District Proffer Revisions)
- d. Current zoning designation(s) and acreage(s) in each designation: RP District 37.79 +/- Acres; B2 District 2.56 +/- Acres (Public Street Reservation Area)
- e. Proposed zoning designation(s) and acreage(s) in each designation: RP District 37.79 +/- Acres; B2 District 2.56 +/- Acres (Public Street Reservation Area)
- f. Magisterial District(s): Opequon District

5. Checklist: Check the following items that have been included with this application.

Location map	<input checked="" type="checkbox"/>	Agency Comments	<input checked="" type="checkbox"/>
Plat	<input checked="" type="checkbox"/>	Fees	<input checked="" type="checkbox"/>
Deed to property	<input checked="" type="checkbox"/>	Impact Analysis Statement	<input checked="" type="checkbox"/>
Verification of taxes paid	<input checked="" type="checkbox"/>	Proffer Statement	<input checked="" type="checkbox"/>
Plat depicting exact meets and bounds for the proposed zoning district	<input checked="" type="checkbox"/>		<input checked="" type="checkbox"/>
Digital copies (pdf's) of all submitted documents, maps and exhibits	<input checked="" type="checkbox"/>		<input checked="" type="checkbox"/>

6. The Code of Virginia allows us to request full disclosure of ownership in relation to rezoning applications.

Please list below all owners or parties in interest of the land to be rezoned:

Arcadia Communities, L.L.C. a Virginia limited liability company; By: VMB Investments, L.L.C., a Delaware limited liability company,

Its Sole Member and Manager; By: VM Holdings III, L.L.C., a Virginia limited liability company, Its Managing Member;

By: Van Metre Financial Associates, Inc., a Virginia corporation, Its Manager

7. Adjoining Property:

<u>PARCEL ID NUMBER</u>	<u>USE</u>	<u>ZONING</u>
<u>Please refer to attached</u>	<u>_____</u>	<u>_____</u>
<u>Property Adjoiner Map Exhibit</u>	<u>_____</u>	<u>_____</u>
<u>and Property Adjoiner PIN, Use,</u>	<u>_____</u>	<u>_____</u>
<u>and Zoning Information Table</u>	<u>_____</u>	<u>_____</u>
<u>_____</u>	<u>_____</u>	<u>_____</u>
<u>_____</u>	<u>_____</u>	<u>_____</u>

8. Location: The property is located at (give exact location based on nearest road and distance from nearest intersection, using road names and route numbers):

The 40.36 +/- Acre Portion of Tax Map 85D-1-1-95 proposed for rezoning is located on the east side of Town Run Lane (Rt 1012);

approximately 0.6 miles south of the intersection with Fairfax Pike (Route 277)

9. The following information should be provided according to the type of rezoning proposed:

Number of Units Proposed

Single Family homes: 130 Townhome: _____ Multi-Family: _____
 Non-Residential Lots: _____ Mobile Home: _____ Hotel Rooms: _____

Square Footage of Proposed Uses

Office: _____ Service Station: _____
 Retail: _____ Manufacturing: _____
 Restaurant: _____ Warehouse: _____
 Commercial: _____ Other: _____

10. Signature:

I (we), the undersigned, do hereby respectfully make application and petition the Frederick County Board of Supervisors to amend the zoning ordinance and to change the zoning map of Frederick County, Virginia. I (we) authorize Frederick County officials to enter the property for site inspection purposes.

I (we) understand that the sign issued when this application is submitted must be placed at the front property line at least seven days prior to the Planning Commission public hearing and the Board of Supervisors public hearing and maintained so as to be visible from the road right-of-way until the hearing.

I (we) hereby certify that this application and its accompanying materials are true and accurate to the best of my (our) knowledge.

Applicant(s): Eway A. Wyatt Date: 6/23/16

 Date: _____

Owner(s): Arcadia Communities, L.L.C.
 By: VMB Investments, L.L.C., Its Sole Member and Manager Date: 6/24/16
 By: VM Holdings III, L.L.C., Its Managing Member
 By: Van Metre Financial Associates, Inc, Its Manager

By: Kenneth Ryan Date: _____
Chief Financial Officer

SOUTHERN HILLS - PHASE 2

ADJOINING PROPERTIES LISTING

Tax Map Number	Owner	Mailing Address	City & State	ZIP Code	Acres
85 A 59	LOWE'S HOME CENTERS INC	1000 LOWES BLVD	MOORESVILLE, NC	28117	89.86
85 A 138	ARCADIA COMMUNITIES LLC	9900 MAIN ST, STE 500	FAIRFAX, VA	22031	11.86
85D 11 89	ARCADIA COMMUNITIES LLC	9900 MAIN ST, STE 500	FAIRFAX, VA	22031	0.29
85D 11 90	ARCADIA COMMUNITIES LLC	9900 MAIN ST, STE 500	FAIRFAX, VA	22031	0.28
85D 11 91	ARCADIA COMMUNITIES LLC	9900 MAIN ST, STE 500	FAIRFAX, VA	22031	0.28
85D 11 92	ARCADIA COMMUNITIES LLC	9900 MAIN ST, STE 500	FAIRFAX, VA	22031	0.28
85D 11 93	ARCADIA COMMUNITIES LLC	9900 MAIN ST, STE 500	FAIRFAX, VA	22031	0.28
85D 11 94	ARCADIA COMMUNITIES LLC	9900 MAIN ST, STE 500	FAIRFAX, VA	22031	0.28
85D 11 95	ARCADIA COMMUNITIES LLC	9900 MAIN ST, STE 500	FAIRFAX, VA	22031	40.36
85D 11 95A	SOUTHERN HILLS HOMEOWNERS ASSOC INC	PO BOX 5368	SAN JOSE, CA	95150	17.53
85D 11 95B	SOUTHERN HILLS HOMEOWNERS ASSOC INC	PO BOX 5368	SAN JOSE, CA	95150	0.34



**Special Limited Power of Attorney
County of Frederick, Virginia
Frederick Planning Website: www.fcva.us**

**Department of Planning & Development, County of Frederick, Virginia
107 North Kent Street, Winchester, Virginia 22601
Phone (540) 665-5651 Facsimile (540) 665-6395**

Know All Men By These Presents: That I (We)

(Name) Arcadia Communities, L.L.C. (Phone) (703) 425-2614

(Address) 9900 Main Street Suite 500 Fairfax, VA 22031

the owner(s) of all those tracts or parcels of land ("Property") conveyed to me (us), by deed recorded in the Clerk's Office of the Circuit Court of the County of Frederick, Virginia, by

Instrument No. 160002930 on Page 0001, and is described as

Parcel: 85D Lot: 95 Block: 1 Section: 1 Subdivision: _____

do hereby make, constitute and appoint:

(Name) Greenway Engineering, Inc. (Phone) (540) 662-4185

(Address) 151 Windy Hill Lane Winchester, VA 22602

To act as my true and lawful attorney-in-fact for and in my (our) name, place and stead with full power and authority I (we) would have if acting personally to file planning applications for my (our) above described Property, including:

- Rezoning (including proffers)**
- Conditional Use Permit**
- Master Development Plan (Preliminary and Final)**
- Subdivision**
- Site Plan**
- Variance or Appeal**

My attorney-in-fact shall have the authority to offer proffered conditions and to make amendments to previously approved proffered conditions except as follows:

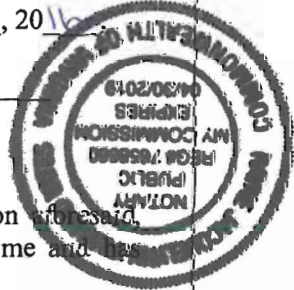
This authorization shall expire one year from the day it is signed, or until it is otherwise rescinded or modified.

In witness thereof, I (we) have hereto set my (our) hand and seal this 24 day of June, 2016

Signature(s) _____
Arcadia Communities, L.L.C.
By: VMB Investments, L.L.C., Its Sole Member and Manager
By: VM Holdings III, L.L.C., Its Managing Member
By: Van Metre Financial Associates, Inc, Its Manager
By: _____

State of Virginia, City/County of Fairfax, To-wit:

I, Rayne Jacquelyn Inghard Yates, a Notary Public in and for the jurisdiction of _____, certify that the person(s) who signed to the foregoing instrument personally appeared before me and acknowledged the same before me in the jurisdiction aforesaid this 24 day of June, 2016.



Rayne Jacquelyn Inghard Yates My Commission Expires: 4/30/2019
Notary Public

N



MEMORANDUM

TO: Frederick County Board of Supervisors

FROM: Candice E. Perkins, AICP, CZA, Assistant Director *CEP*

SUBJECT: Ordinance Amendment – Indoor Recreation in the M1 and OM Districts

DATE: October 28, 2016

This is an amendment to Chapter 165 – Zoning, to include an allowance for amusement and recreation services operated indoors SIC 79 to be permitted through a Conditional Use Permit in the M1 (Light Industrial) District and the OM (Office-Manufacturing) District. Staff has limited the allowances to SIC 7941 (commercial sports), SIC 7991 (physical fitness facilities), SIC 7997 (membership sports and recreation clubs) and portions of 7999 (fitness and sports instruction). Staff has also drafted supplemental use regulations that would correspond to the use – additional requirements could be added during the Conditional Use Permit process if necessary.

The DRRC discussed this amendment at their September 2016 meeting. The DRRC agreed with the proposed change and the item was forwarded to the Planning Commission for discussion. The Planning Commission discussed this item on October 19; the Planning Commission agreed with the changes and sent the item forward for review by the Board of Supervisors.

The attached document shows the existing ordinance with the proposed changes supported by the DRRC and the Planning Commission (with bold italic for text added). This item is presented for discussion. **Staff is seeking direction from the Board of Supervisors on this Zoning Ordinance text amendment;** attached is a resolution directing the item to public hearing should the Board of Supervisors deem it appropriate.

Attachments: 1. Revised ordinance with additions shown in bold underlined italics.
2. SIC 79
3. Resolution

CEP/pd

**ARTICLE VI
BUSINESS AND INDUSTRIAL ZONING DISTRICTS**

Part 606 – M1 Light Industrial District

§ 165-604.03. Conditional Uses.

Uses permitted with a conditional use permit shall be as follows:

Conditional Uses	Standard Industrial Classification (SIC)
Tractor Truck and Tractor Truck Trailer Parking	-----
<p><u>Commercial Recreation, Indoor*:</u></p> <ul style="list-style-type: none"> • <u>Professional Sports Clubs</u> • <u>Physical Fitness Facilities</u> • <u>Membership Sports and Recreation Clubs</u> • <u>Amusement and Recreation Services (to include only fitness and sports instruction facilities)</u> <p>*This use will not be permissible in the M2 Zoning District.</p>	<p align="center"><u>7941</u></p> <p align="center"><u>7991</u></p> <p align="center"><u>7997</u></p> <p align="center"><u>7999</u></p>

Part 605 – OM Office-Manufacturing Park District

§ 165-605.03.1 Conditional Uses.

Uses permitted with a conditional use permit shall be as follows:

Conditional Uses	Standard Industrial Classification (SIC)
<p><u>Commercial Recreation, Indoor*:</u></p> <ul style="list-style-type: none"> • <u>Professional Sports Clubs</u> • <u>Physical Fitness Facilities</u> • <u>Membership Sports and Recreation Clubs</u> • <u>Amusement and Recreation Services (to include only fitness and sports instruction facilities)</u> 	<p align="center"><u>7941</u></p> <p align="center"><u>7991</u></p> <p align="center"><u>7997</u></p> <p align="center"><u>7999</u></p>

Article II
SUPPLEMENTARY USE REGULATIONS, PARKING, BUFFERS, AND REGULATIONS FOR SPECIFIC USES

Part 204 – Additional Regulations for Specific Uses

§ 165-204.24. Commercial Recreation, Indoor.

Commercial Indoor Recreation located in the M1 (Light Industrial) District and the OM (Office-Manufacturing) District shall be subject to the following requirements:

- A. Parking areas for recreation facilities shall be designated to enhance the safety of patrons as they arrive at and leave the facility.**
 - B. Adequate parking shall be provided onsite, or through a shared parking agreement, shall be required per § 165-202.01.**
 - C. Establishments shall include a designated pickup and delivery area for all patrons in such a way that provides safe and clearly designated access to enter or exit the facility.**
 - D. All uses shall be operated indoors, outdoor recreation shall be prohibited.**
-

ARTICLE I
GENERAL PROVISIONS, AMENDMENTS, AND CONDITIONAL USE PERMITS

Part 101 – General Provisions

§ 165-101.02 Definitions & word usage.

COMMERCIAL ~~RECREATION~~, INDOOR ~~RECREATION~~ – **A sports or activity facility either open to the general public for a fee or for members and their guests, located in an enclosed building or structure designed to accommodate gatherings**
~~Private, fee-supported outdoor facilities used for athletic, training, recreational or park purposes, **games, cultural activities, martial arts, archery and the like.** that utilize supervised athletic or recreational activities.~~

Major Group 79.—AMUSEMENT AND RECREATION SERVICES

The Major Group as a Whole

This major group includes establishments engaged in providing amusement or entertainment services, not elsewhere classified. Establishments primarily engaged in operating motion picture theaters are classified in Industry Group 783, and those operating museums, art galleries, arboreta, and botanical and zoological gardens are classified in Major Group 84.

Industry Group No.	Industry No.
--------------------------	-----------------

791	DANCE STUDIOS, SCHOOLS, AND HALLS
-----	--

7911	Dance Studios, Schools, and Halls
------	--

Establishments primarily engaged in operating dance studios, schools, and public dance halls or ballrooms. Establishments primarily engaged in renting facilities used as dance halls or ballrooms are classified in Real Estate, Industry 6512.

Ballroom operation
Children's dancing schools
Dance hall operation
Dance instructors

Dance studios and schools
Discotheques, except those serving alcoholic beverages
Professional dancing schools

792	THEATRICAL PRODUCERS (EXCEPT MOTION PICTURE), BANDS, ORCHESTRAS, AND ENTERTAINERS
-----	--

7922	Theatrical Producers (Except Motion Picture) and Miscellaneous Theatrical Services
------	---

Establishments primarily engaged in providing live theatrical presentations, such as road companies and summer theaters. This industry also includes services allied with theatrical presentations, such as casting agencies; booking agencies for plays, artists, and concerts; scenery, lighting, and other equipment services; and theatrical ticket agencies. Also included in this industry are producers of live and taped radio programs and commercials and producers of live television programs. Establishments primarily engaged in the production of taped television programs and commercials are classified in Industry 7812. Theaters which are normally rented to theatrical producers and stock companies are classified in Real Estate, Industry 6512. Motion picture theaters and motion picture service industries are classified in Major Group 78. Establishments primarily engaged in operating dinner theaters are classified in Retail Trade, Industry 5812.

Agents or managers for entertainers
Agents, talent: theatrical
Ballet production
Booking agencies, theatrical: except motion picture
Burlesque companies
Casting agencies, theatrical: except motion picture
Community theater productions
Concert management service
Costume design, theatrical
Employment agencies: theatrical, radio, and television—except motion picture
Legitimate theater producers
Opera companies
Performing arts center productions
Plays (road companies and stock companies)
Radio programs, including commercials: producers of

Rental of theatrical scenery
Repertory or stock companies, theatrical
Road companies, theatrical
Scenery design, theatrical
Stock companies, theatrical
Summer theaters, except dinner theaters
Television programs (including commercials): live
Theatrical companies
Theatrical equipment rental
Theatrical lighting on a contract basis
Theatrical production, except motion picture
Theatrical ticket agencies
Vaudeville companies

Industry
Group
No.
792

Industry
No.

**THEATRICAL PRODUCERS (EXCEPT MOTION PICTURE), BANDS,
ORCHESTRAS, AND ENTERTAINERS—Con.**

**7929 Bands, Orchestras, Actors, and Other Entertainers and Entertainment
Groups**

Establishments primarily engaged in providing entertainment other than live theatrical presentations. These establishments include bands, orchestras, and entertainers.

Actors
Actresses
Classical music groups or artists
Concert artists
Dance bands
Drum and bugle corps (drill teams)
Entertainers
Entertainment groups

Jazz music groups or artists
Magicians
Musicians
Orchestras
Performing artists
Popular music groups or artists
Symphony orchestras

793

BOWLING CENTERS

7933 Bowling Centers

Establishments known to the public as bowling centers or lanes. Such establishments frequently sell meals and refreshments.

Bowling centers
Candle pin centers

Duck pin centers
Ten pin centers

794

COMMERCIAL SPORTS

7941 Professional Sports Clubs and Promoters

Establishments primarily engaged in operating and promoting professional and semiprofessional athletic clubs; promoting athletic events, including amateur; and managing individual professional athletes. Stadiums and athletic fields are included only if the operator is actually engaged in the promotion of athletic events. Establishments primarily engaged in operating stadiums and athletic fields are classified in Real Estate, Industry Group 651. Amateur sports and athletic clubs are classified in Industry Group 799.

Arenas, boxing and wrestling (sports promotion): professional
Athletic field operation (sports promotion)
Baseball clubs, professional or semiprofessional
Basketball clubs, professional or semiprofessional
Football clubs, professional or semiprofessional
Ice hockey clubs, professional or semiprofessional

Managers of individual professional athletes
Professional or semiprofessional sports clubs
Promoters, sports events
Soccer clubs, professional or semiprofessional
Sports field operation (sports promotion)
Sports promotion: baseball, football, boxing, etc.
Stadiums (sports promotion)

7948 Racing, Including Track Operation

Promoters and participants in racing activities, including racetrack operators, operators of racing stables, jockeys, racehorse trainers, and race car owners and operators.

Dog racing
Dragstrip operation
Horses, race training
Horses, racing of
Jockeys, horseracing
Motorcycle racing
Race car drivers and owners

Racetrack operation: e.g., horse, dog, auto
Racing stables, operation of
Speedway operation
Stock car racing
Training racehorses

Industry
Group
No. 799

Industry
No.

MISCELLANEOUS AMUSEMENT AND RECREATION SERVICES

7991 Physical Fitness Facilities

Establishments primarily engaged in operating reducing and other health clubs, spas, and similar facilities featuring exercise and other active physical fitness conditioning, whether or not on a membership basis. Also included in this industry are establishments providing aerobic dance and exercise classes. Sports and recreation clubs are classified in Industry 7997 if operated on a membership basis, and in Industries 7992 or 7999 if open to the general public. Health resorts and spas providing lodging are classified in Major Group 70. Establishments that promote physical fitness through diet control are classified in Industry 7299.

Aerobic dance and exercise classes
Clubs, health
Exercise salons
Fitness salons
Gymnasiums
Physical fitness centers

Reducing facilities, physical fitness,
without lodging
Slenderizing salons
Spas, health fitness: except resort
lodges

7992 Public Golf Courses

Establishments primarily engaged in the operation of golf courses open to the general public on a contract or fee basis. Membership golf and country clubs are classified in Industry 7997. Miniature golf courses and golf driving ranges are classified in Industry 7999.

Golf clubs, nonmembership

Golf courses, public: operation of

7993 Coin-Operated Amusement Devices

Establishments primarily engaged in operating coin-operated amusement devices, either in their own or in other places of business. Such amusement devices include juke boxes, pinball machines, mechanical games, slot machines, and similar types of amusement equipment. Amusement (including video game) arcades and parlors are also included in this industry.

Amusement device parlors, coin-operated
Amusement machines, coin-operated: operation of
Arcades, amusement
Gambling establishments primarily operating coin-operated machines
Gambling machines, coin-operated: operation of

Juke boxes, operation of
Mechanical games, coin-operated: operation of
Music distribution systems, coin-operated
Pinball machines, operation of
Slot machines, operation of
Video game arcades

7996 Amusement Parks

Establishments of the type known as amusement parks and kiddie parks which group together and operate in whole or in part a number of attractions, such as mechanical rides, amusement devices, refreshment stands, and picnic grounds. Amusement concessionaires operating within the park are generally classified in Industry 7999.

Amusement centers and parks (not fairs, circuses, or carnivals)
Amusement parks

Kiddie parks
Piers, amusement
Theme parks, amusement

7997 Membership Sports and Recreation Clubs

Sports and recreation clubs which are restricted to use by members and their guests. Country, golf, tennis, yacht, and amateur sports and recreation

Industry
Group
No. Industry
No.

799

MISCELLANEOUS AMUSEMENT AND RECREATION SERVICES—Con.**7997 Membership Sports and Recreation Clubs—Con.**

clubs are included in this industry. Physical fitness facilities are classified in Industry 7991.

Aviation clubs, membership	Gun clubs, membership
Baseball clubs, except professional and semiprofessional	Handball clubs, membership
Bathing beaches, membership	Hockey clubs, except professional and semiprofessional
Beach clubs, membership	Hunt clubs, membership
Boating clubs, membership	Racquetball clubs, membership
Bowling leagues or teams, except professional and semiprofessional	Recreation and sports clubs, membership: except physical fitness
Bridge clubs, membership	Riding clubs, membership
Clubs, membership: sports and recreation, except physical fitness	Shooting clubs, membership
Country clubs, membership	Soccer clubs, except professional and semiprofessional
Flying fields maintained by aviation clubs	Sports and recreation clubs, membership: except physical fitness
Football clubs, except professional and semiprofessional	Swimming clubs, membership
Golf clubs, membership	Tennis clubs, membership
	Yacht clubs, membership

7999 Amusement and Recreation Services, Not Elsewhere Classified

Establishments primarily engaged in the operation of sports, amusement, and recreation services, not elsewhere classified, such as bathing beaches, swimming pools, riding academies and schools, carnival operation, exposition operation, horse shows, picnic grounds operation, rental of rowboats and canoes, and shooting galleries. Establishments primarily engaged in showing or handling animals at shows or exhibitions are classified in Agricultural Services, Industry Group 075.

Aerial tramways, amusement or scenic	Fortune tellers
Amusement concessions	Gambling establishments not primarily operating coin-operated machines
Amusement rides	Gambling machines, except coin-operated: operation of
Animal shows in circuses, fairs, and carnivals	Game parlors, except coin-operated
Archery ranges, operation of	Games, teaching of
Astrologers	Gocart raceway operation
Baseball instruction schools	Gocart rentals
Basketball instruction schools	Golf courses, miniature: operation of
Bath houses, independently operated	Golf driving ranges
Bathing beaches, public	Golf professionals not operating retail stores
Betting information services	Golf, pitch-n-putt
Billiard parlors	Gymnastics instruction
Bingo parlors	Handball courts, except membership clubs
Boat rental, pleasure	Horse shows
Boats, party fishing: operation of	Houseboat rentals
Bookies	Hunting guides
Bookmakers, race	Ice skating rink operation
Bowling instruction	Judo instruction
Bridge clubs, nonmembership	Karate instruction
Bridge instruction	Lifeguard service
Cable lifts, amusement or scenic: operated separately from lodges	Lotteries, operation of
Canoe rental	Lottery clubs and ticket sales to individuals
Card rooms	Moped rental
Carnival operation	Motorcycle rental
Cave operation	Natural wonders, tourist attraction: commercial
Circus companies	Observation tower operation
Concession operators, amusement devices and rides	Off-track betting
Day camps	Pack trains for amusement
Exhibition operation	Parachute training for pleasure
Exposition operation	Phrenologists
Fairs, agricultural: operation of	
Fireworks display service	
Fishing piers and lakes, operation of	

Industry
Group
No. 799

Industry
No.

MISCELLANEOUS AMUSEMENT AND RECREATION SERVICES—Con.

7999 Amusement and Recreation Services, Not Elsewhere Classified—Con.

Picnic grounds operation
Ping pong parlors
Pool parlors
Racquetball courts, except membership clubs
Rental of beach chairs and accessories
Rental of bicycles
Rental of golf carts
Rental of rowboats and canoes
Rental of saddle horses
Riding academies and schools
Riding stables
River rafting, operation of
Rodeo animal rental
Rodeos, operation of
Roller skating rink operation
Scenic railroads for amusement
Schools and camps, sports instructional
Scuba and skin diving instruction
Shooting galleries
Shooting ranges, operation of
Skating instruction, ice or roller
Skeet shooting facilities, except membership clubs
Ski instruction
Ski lifts, cable lifts, and ski tows operated separately from lodges

Ski rental concessions
Slot-car racetracks
Sporting goods rental
Sports instructors, professional: golf, skiing, swimming, etc.
Sports professionals
Swimming instruction
Swimming pools, except membership
Tennis clubs, nonmembership
Tennis courts, outdoor and indoor: operation of, nonmembership
Tennis professionals
Ticket sales offices for sporting events, contract
Tourist attractions, natural wonder: commercial
Tourist guides
Trampoline operation
Trapshooting facilities, except membership clubs
Waterslides, operation of
Wave pools, operation of
Wax figure exhibitions
Yoga instruction



Action:

BOARD OF SUPERVISORS: November 9, 2016 APPROVED DENIED

RESOLUTION

**DIRECTING THE PLANNING COMMISSION TO HOLD A PUBLIC HEARING
REGARDING CHAPTER 165, ZONING**

ARTICLE VI – BUSINESS AND INDUSTRIAL ZONING DISTRICTS

**PART 605 – OM OFFICE MANUFACTURING PARK DISTRICTS
§165-605.03.01 CONDITIONAL USES**

**PART 606 – M1 LIGHT INDUSTRIAL DISTRICTS
§165-606.03. CONDITIONAL USES**

**ARTICLE II – SUPPLEMENTARY USE REGULATIONS, PARKING,
BUFFERS, AND REGULATIONS FOR SPECIFIC USES
PART 204 – ADDITIONAL REGULATIONS FOR SPECIFIC USES
§165-204.29 COMMERCIAL RECREATION, INDOOR**

**ARTICLE I – GENERAL PROVISIONS, AMENDMENTS AND
CONDITIONAL USE PERMITS
PART 101 – GENERAL PROVISIONS
§165-101.02 DEFINITIONS & WORD USAGE**

WHEREAS, an ordinance to amend Chapter 165, Zoning – to include an allowance for amusement and recreation services operated indoors SIC 79 to be permitted through a Conditional Use Permit in the M1 (Light Industrial) District and the OM (Office Manufacturing Park) District was considered; and

WHEREAS, The Development Review and Regulations Committee (DRRC) reviewed the proposed changes at their September 23, 2016 meeting and sent the proposed amendment forward for review by the Planning Commission and Board of Supervisors; and

WHEREAS, the Planning Commission discussed the changes at their regularly scheduled meeting on October 19, 2016 and agreed with the amendment; and

WHEREAS, the Board of Supervisors discussed the changes at their regularly scheduled meeting on November 9, 2016; and

WHEREAS, the Frederick County Board of Supervisors finds that in the public necessity, convenience, general welfare, and good zoning practice, directs the Frederick County Planning Commission hold a public hearing regarding an amendment to Chapter 165 ; and

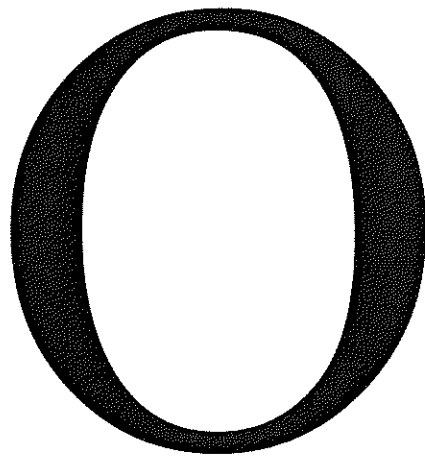
NOW, THEREFORE, BE IT REQUESTED by the Frederick County Board of Supervisors that the Frederick County Planning Commission shall hold a public hearing to include the zoning ordinance requirement to include an allowance for amusement and recreation services operated indoors SIC 79 to be permitted through a Conditional Use Permit in the M1 (Light Industrial) District and the OM (Office Manufacturing Park) District.

Passed this 9th day of November, 2016 by the following recorded vote:

Charles S. DeHaven, Jr., Chairman	_____	Gary A. Lofton	_____
Robert A. Hess	_____	Judith McCann-Slaughter	_____
Gene E. Fisher	_____	Blaine P. Dunn	_____
Robert W. Wells	_____		

A COPY ATTEST

Brenda G. Garton
Frederick County Administrator





MEMORANDUM

TO: Frederick County Board of Supervisors

FROM: Candice E. Perkins, AICP, CZA, Assistant Director *CEP*

SUBJECT: Ordinance Amendment – Minor Site Plans

DATE: October 28, 2016

This is an amendment to Chapter 165 – Zoning, to modify the standards for the submittal of a minor site plan. The current threshold for a minor site plan is “a revision that increases an existing structure area by 20% or less and does not exceed 5,000 square feet of disturbed area”. At the August meeting of the Development Review and Regulations Committee (DRRC), the Committee requested to increase the disturbed area from 5,000 square feet to 10,000 square feet to be consistent with the state requirements for a land disturbance permit.

The DRRC discussed this amendment at their September 2016 meeting. The DRRC agreed with the proposed change and the item was forwarded to the Planning Commission for discussion. The Planning Commission discussed this item on October 19; the Planning Commission agreed with the changes and sent the item forward for review by the Board of Supervisors.

The attached document shows the existing ordinance with the proposed changes supported by the DRRC and the Planning Commission (with bold italic for text added). This item is presented for discussion. **Staff is seeking direction from the Board of Supervisors on this Zoning Ordinance text amendment;** attached is a resolution directing the item to public hearing should the Board of Supervisors deem it appropriate.

Attachment: 1. Revised ordinance with deletions shown in strikethrough and additions shown in bold underlined italics.
2. Resolution

CEP/pd

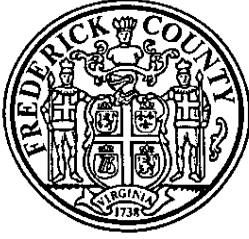
**ARTICLE VIII
DEVELOPMENT PLANS AND APPROVALS**

Part 802 – Site Plans

§ 165-802.03 Site plan and illustrative sketch plan contents.

D. Minor Site Plans. A minor site plan may be submitted in lieu of a full site plan for additions to existing sites. A minor site plan shall constitute a revision that increases an existing structure area by 20% or less and does not exceed ~~5,000~~ **10,000** square feet of disturbed area. Minor site plans, at a minimum shall include the following information:

- (1) A title that includes the name of the proposed or existing business and a subtitle which describes the proposed development.
- (2) The name, address, and phone number of the landowner, developer, and designer.
- (3) The Frederick County Property Identification Number (PIN) of all lots included on the site plan.
- (4) The total land area and total developed land area of all lots included on the site plan.
- (5) A detailed description of the proposed use or uses of the development, as well as a description of the existing use or uses.
- (6) A reference to any other site plan or master development plan approved by the County for the site.
- (7) The date the site plan was prepared and a list of all revisions made, including the date and a description of why the site plan was revised.
- (8) A table of contents including all pages of the site plan.
- (9) An inset map showing the location of the site, along with the location of streets, roads and land uses within 500 feet of the property.
- (10) A statement listing all requirements and conditions placed on the land included in the site plan resulting from approval of conditional zoning or a conditional use permit.
- (11) A description of setbacks or conditions placed on the site as a result of an approved variance.
- (12) The name of the Magisterial District within which property is located.
- (13) Calculations showing the total number of required and proposed parking and loading spaces, including the total number of existing and proposed spaces.
- (14) Calculations showing the total number of required perimeter and interior trees required, including the number of provided trees. The Zoning Administrator shall determine the number of landscaping plants required, proportional to the additions shown on the minor site plan.
- (15) A signed seal of the certified Virginia land surveyor, architect, or engineer who prepared the plan.
- (16) Any other information determined by the Zoning Administrator necessary for the review of the minor site plan.
- (17) The Zoning Administrator may eliminate any of the above requirements on a minor site plan, if it is determined not to be warranted.



Action:

BOARD OF SUPERVISORS: November 9, 2016 APPROVED DENIED

RESOLUTION

**DIRECTING THE PLANNING COMMISSION TO HOLD A PUBLIC HEARING
REGARDING CHAPTER 165, ZONING**

**ARTICLE VIII – DEVELOPMENT PLANS AND APPROVALS
PART 802 – SITE PLANS**

§165-802.03 – SITE PLAN AND ILLUSTRATIVE SKETCH PLAN CONTENTS

WHEREAS, an ordinance to amend Chapter 165, Zoning – to modify the standards for a submittal of a minor site plan from 5,000 square feet to 10,000 square feet, was considered; and

WHEREAS, The Development Review and Regulations Committee (DRRC) reviewed the proposed changes at their September 23, 2016 meeting and sent the proposed amendment forward for review by the Planning Commission and Board of Supervisors; and

WHEREAS, the Planning Commission discussed the changes at their regularly scheduled meeting on October 19, 2016 and agreed with the amendment; and

WHEREAS, the Board of Supervisors discussed the changes at their regularly scheduled meeting on November 9, 2016; and

WHEREAS, the Frederick County Board of Supervisors finds that in the public necessity, convenience, general welfare, and good zoning practice, directs the Frederick County Planning Commission hold a public hearing regarding an amendment to Chapter 165 ; and

NOW, THEREFORE, BE IT REQUESTED by the Frederick County Board of Supervisors that the Frederick County Planning Commission shall hold a public hearing to change the zoning ordinance requirement to increase the disturbed area to 10,000 square feet.

Passed this 9th day of November, 2016 by the following recorded vote:

Charles S. DeHaven, Jr., Chairman	_____	Gary A. Lofton	_____
Robert A. Hess	_____	Judith McCann-Slaughter	_____
Gene E. Fisher	_____	Blaine P. Dunn	_____
Robert W. Wells	_____		

A COPY ATTEST

Brenda G. Garton
Frederick County Administrator

CONSENT AGENDA

P



MEMORANDUM

TO: Board of Supervisors

FROM: John A. Bishop AICP, Deputy Director - Transportation ^{JB}

RE: SmartScale Applications Resolution of Support

DATE: October 31, 2016

As previously discussed and approved, Staff has completed and submitted the County's SmartScale applications for consideration by VDOT and the Commonwealth Transportation Board. Summary of projects attached. The final step of the process is the adoption of the Board of Supervisor's resolution of support. The draft resolution is attached for your consideration.

JAB/pd

Attachment 1. Summary of Project
2. Resolution

Frederick County SmartScale (HB2) Applications

1. Route 37 Extension from Tasker Road to Route 522
 VDOT Cost Estimate: \$102,187,414
 VDOT Completion Estimate: 2029
 Fund Source: District Grant and Statewide High Priority Grant
 Project Description: Construction of Four Lane limited access Roadway on new alignment, Front the terminus of the current VDOT interchange improvement at I-81 Exit 310 to Route 522, with a full diamond interchange at Warrior Drive, and 1/2 diamond interchange at Route 522. The eastern loop of Route 37 has been a fixture in Frederick County planning and priorities for well over 20 years. The first priority segment of that roadway is the segment from I-81 Exit 310 to Route 522. This connection, located equidistant between the congested Exits 307 and 313 offers a vital network connection that will not only greatly aid conditions at Exit 310 and 307 but provide additional and more efficient access to the Virginia Inland Port which is vital on a statewide scale. As one of many communities that are bisected by I-81, Frederick County's lack of efficient east west movement has become a greater issue as growth pressures have occurred over the years. This additional network connection would significantly improve that situation. Inland port growth has continued even through much of the recession and with the waning of that recession is now regaining past form. This project offers very important additional and more efficient access for trips to and from the Port at a time when Exit 313 is under study due to its deteriorating condition and congestion issues and Exit 307, as well as Route 277 between Exit 307 and Route 522 suffers from significant congestion issues. Finally, this roadway will offer direct access to a development currently proffered to bring nearly 1,000,000 square feet of commercial and office development within the Frederick County designated Urban Development Area. The interchange with Warrior Drive will allow the closure of the Tasker Road interchange which will promote better spacing and safer operation of VDOT's current ongoing improvements to Exit 310, as well as a much improved access point for future commercial as well as thousands of residential trips that are currently funneled through inadequate facilities.

2. (variation of Project 1) Route 37 Extension from Tasker Road to Future Warrior Drive location combined with construction of Warrior Drive from that location to current terminus of Warrior Drive
 VDOT Cost Estimate: \$49,510,785
 VDOT Completion Estimate: 2029
 Fund Source: District Grant and Statewide High Priority Grant
 Project Description: Extend Route 37 as a 4 lane limited access facility from its intersection with Tasker Road to the future location of Warrior Drive. Extend Warrior Drive from its current terminus to Route 37. This project will provide a much needed alternative route for traffic that currently travels to and from the exit 310 interchange via Tasker Road. In addition, this project will aid in congestion at Exit 307 and allow for the closure of the temporary ramps at Tasker Road.

3. Exit 317 NB exit ramp relocation to location where Redbud Road currently ties into Route 11 North combined with the rerouting of Redbud Road to Snowden Bridge Boulevard.
 VDOT Cost Estimate: \$11,239,131
 VDOT Completion Estimate: 2021

Fund Source: District Grant and Statewide High Priority Grant

Project Description: This project consists to two main components. The first component would be the relocation of the I-81 NB exit ramp at Exit 317 from its current intersection with Route 11 to the location where Redbud Road currently intersects with Route 11. This would also involve removing the traffic signal at the current intersection. The second component of the project would reroute Redbud Road to an intersection with Snowden Bridge Boulevard

4. Route 277 from Double Church Road to Warrior Drive, widening and access management
 VDOT Cost Estimate: \$25,428,540
 VDOT Completion Estimate: 2028
 Fund Source: District Grant and Statewide High Priority Grant
 Project Description: Phase II of Route 277 improvements. Widening and access management from Double Church Road to Warrior Drive.

5. Route 11 North, widening from Snowden Bridge Boulevard to Old Charlestown Road
 VDOT Cost Estimate: \$28,346,142
 VDOT Completion Estimate: 2027
 Fund Source: District Grant and Statewide High Priority Grant
 Project Description: Route 11 North of Snowden Bridge Blvd is currently primarily a two lane roadway. This project would widen that facility to a 6 lane divided roadway with turn lanes where appropriate.

6. Sulphur Springs Road, reconstruction and widening from Route 50 to the landfill
 VDOT Cost Estimate: \$2,704,784
 VDOT Completion Estimate: 2020
 Fund Source: District Grant and Statewide High Priority Grant
 Project Description: Widen Sulphur Spring Road from the intersection with Route 50 to the regional landfill, add paved shoulders for pedestrians and bicycles, improve the intersection at Route 50. This application represents gap funding to complete the project which has been in the secondary program for a number of years.

7. Intersection of Senseny Road and Crestleigh Drive, turn lanes on Senseny
 VDOT Cost Estimate: \$2,548,582
 VDOT Completion Estimate: 2027
 Fund Source: District Grant and Statewide High Priority Grant
 Project Description: Improvements to the intersection of Senseny Road (Route 657) and Crestleigh Drive to include turn lanes and potential signalization. This project would add left and right turn lanes to Senseny Road at the intersection of Crestleigh and potentially a full signalization of the intersection.

8. Intersection of Route 277 and Warrior Drive, extend the eastbound right turn lane on Route 277 and pedestrian safety improvements along the southern part of Warrior Drive
 VDOT Cost Estimate: \$476,644
 VDOT Completion Estimate: 2024
 Fund Source: District Grant and Statewide High Priority Grant
 Project Description: Extend right turn lane for eastbound Route 277 at the intersection of Route 277 and Warrior Drive. Installation of sidewalk for pedestrian safety and installation of pedestrian pedestal.

9. Intersection of Papermill Road and Route 522, extend right turn lane on eastbound Papermill Road.
VDOT Cost Estimate: \$507,262
VDOT Completion Estimate: 2025
Fund Source: District Grant and Statewide High Priority Grant
Project Description: Extend right turn bay of Papermill Road (Route 644) where it intersects with Route 522 to alleviate turn bay spillover that is taking place. Length to be determined in conjunction with VDOT staff.



**RESOLUTION OF SUPPORT
FREDERICK COUNTY BOARD OF SUPERVISORS
FOR FREDERICK COUNTY
SMARTSCALE APPLICATIONS**

Action:

BOARD OF SUPERVISORS: November 9, 2016 APPROVED DENIED

WHEREAS, this resolution supports the following Frederick County SmartScale Applications for the following projects:

1. Route 37 Extension from Tasker Road to Route 522
2. (Variation of Project 1) Route 37 Extension from Tasker Road To Future Warrior Drive location combined with construction of Warrior Drive from that location to current terminus of Warrior Drive.
3. Exit 317 NB exit ramp relocation to location where Redbud Road currently ties into Route 11 North combined with the rerouting of Redbud Road to Snowden Bridge Boulevard.
4. Route 277 from Double Church Road to Warrior Drive, widening and access management.
5. Route 11 North, widening from Snowden Bridge Boulevard to Old Charlestown Road.
6. Sulphur Springs Road, reconstruction and widening from Route 50 to the Landfill.
7. Intersection of Senseny Road and Crestleigh Drive, turns lanes on Senseny.
8. Intersection of Route 277 and Warrior Drive, extend the eastbound right turn lane on Route 277 and pedestrian safety improvements along the southern part of Warrior Drive.
9. Intersection of Papermill Road and Route 522, extend right turn lane on eastbound Papermill Road.

WHEREAS, the Virginia Department of Transportation (hereafter referred to as the DEPARTMENT) has adopted procedures for evaluating and scoring projects consistent with SmartScale requirements; and

WHEREAS, the DEPARTMENT has requested applications to be submitted by localities to be considered for inclusion in the DEPARTMENT'S Six-Year Improvement Program for Fiscal Years 2018 through 2023; and

WHEREAS, projects will be evaluated for inclusion in the Six-Year Improvement Program through screening and scoring process to be undertaken by the DEPARTMENT; and

WHEREAS, each of the projects for which the County Frederick is applying play important roles in the County’s long-range transportation plans and near term traffic safety concerns; and

WHEREAS, the County of Frederick is an eligible entity to apply for transportation funding under House Bill 2;

NOW, THEREFORE, BE IT RESOLVED THAT the Frederick County Board of Supervisors is supportive of each of these applications for inclusion into the Six-Year Improvement Program fiscal years 2018 through 2023.

ADOPTED, this 9th day of November 2016.

This resolution was approved by the following recorded vote:

Charles S. DeHaven, Jr., Chairman	_____	Gary A. Lofton	_____
Robert A. Hess	_____	Robert W. Wells	_____
Gene E. Fisher	_____	Judith McCann-Slaughter	_____
Blain P. Dunn	_____		

A COPY ATTEST

Brenda G. Garton
Frederick County Administrator