



AGENDA
FREDERICK COUNTY BOARD OF SUPERVISORS
WEDNESDAY, AUGUST 8, 2018
6:00 P.M. CLOSED SESSION & 7:00 P.M. REGULAR MEETING
BOARD ROOM, COUNTY ADMINISTRATION BUILDING
107 NORTH KENT STREET, WINCHESTER, VIRGINIA

6:00 P.M. Closed Session

The Board of Supervisors will convene in closed session pursuant to Virginia Code § 2.2-3711(A)(3) for discussion 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.

7:00 P.M. Regular Meeting Call to Order

Invocation

Pledge of Allegiance

Adoption of Agenda

Consent Agenda

Attachment

1. Minutes----- **A**
 Joint Meeting of School Board and Board of Supervisors of July 24, 2018
 Regular Board of Supervisors Meeting of July 25, 2018

2. Committee Reports
 Public Works Committee Report ----- **B**
 Transportation Committee ----- **C**

3. Amendment of Rules of Procedure ----- **D**

Citizen Comments – Agenda Items that are not the subject of a Public Hearing

Board of Supervisors Comments

County Officials

1. **Amendment to the 2018-2019 Fiscal Year Budget ----- E**

Pursuant to Section 15.2-2507 of the Code of Virginia, 1950, as Amended, the Board of Supervisors will Hold a Public Hearing to Amend the Fiscal Year 2018-2019 Budget to Reflect: School Construction Fund Supplemental Appropriation in the Amount of \$45,500,000 for the Acquisition of Land, Design and Construction of a Replacement Robert E. Aylor Middle School. Request for Appropriation of funds for replacement Aylor Middle School Building

2. **Committee Appointments ----- F**

- a. Historic Resources Advisory Board
Member-At-Large Representative
4-year term, Application attached
- b. Conservation Easement Authority
3-year term of Elaine Cain, Co. Representative, ends 8/24/18 (Eligible and willing to be reappointed)
3-year term of Robert Solenberger, Co. Representative ends 8/24/18 (Has been contacted, status pending)
3-year term of Charles Triplett, Planning Comm. Representative ends 8/24/18 (Eligible and willing to be reappointed)
- c. Economic Development Authority
4-year term of Heather McKay ends 9/10/18 (Eligible for reappointment)
4-year term of Bob Claytor ends 9/10/18 (Eligible for reappointment)
- d. Shenandoah Area Agency on Aging
4-year term of current representative ends 9/30/18 (Not eligible for reappointment)
- e. Northern Shenandoah Valley Regional Commission
3-year term of Kris Tierney as Frederick County Representative ends 9/30/18 (Eligible for reappointment)
3-year term of Eric Lawrence as Frederick County Representative ends 9/30/18 (Eligible for reappointment)
3-year term of Jay Tibbs as Frederick County Alternate ends 9/30/18 (Eligible for reappointment)

Committee Business - None

Public Hearings (Non Planning Issues)

- 1. Outdoor Festival Permit Request of Rotary Club of Winchester
– 43rd Annual Shenandoah Valley Apple Harvest Festival ----- G**
Pursuant to the Frederick County Code, Chapter 86, Festivals; Section 86-3, Permit Required; Application; Issuance or Denial; Fee, for an Outdoor Festival Permit. Festival to be Held on Saturday, September 15, 2018, from 10:00 A.M. to 5:00 P.M. and Sunday, September 16, 2018 from 10:00 A.M. to 5:00 P.M.; on the Grounds of Frederick County Fairgrounds, 250 Fairground Road, Clearbrook, Virginia. Property Owned by Frederick County Fair.

Planning Commission Business

Public Hearings

- 1. Rezoning #01-18 for Stonewall IV ----- H**
Submitted by Walsh Colucci Lubeley & Walsh, to Rezone 88.91+/- Acres from the RA (Rural Areas) District to the M1 (Light Industrial) District with Proffers. The Properties are Located at the Southern Terminus of Lenior Drive (Route F-732) and are Identified by Property Identification Numbers 43-A-21, 43-A-21B, 43-19-4 and 43-A-24.

Other Planning Items

- 1. Ordinance Amendment – Shipping Containers ----- I**
This is a proposed amendment to Chapter 165 – Zoning Ordinance to restrict the use of shipping containers (i.e. pre-fabricated, durable, steel shipping containers, also known as intermodal containers, cargo containers, freight containers, or ISO containers) as accessory storage in certain zoning districts. Shipping containers are typically 8-feet (FT) wide, 8-FT tall and 20-40-FT long. The current zoning ordinance does not specifically address shipping containers, only where tractor trailers may be parked or stored.
- 2. Ordinance Amendment –Storage Facilities, self-service, in RA District ----- J**
This is a proposed amendment to Chapter 165 – Zoning Ordinance to allow storage facilities, self-service, in the RA (Rural Areas) Zoning District as a conditional use (requiring an approved Conditional Use Permit – CUP). Currently, storage facilities, self-service, are only allowed in the B2 (General Business), B3 (Industrial Transition), M1 (Light Industrial) and M2 (Industrial General) Zoning Districts.

Board Liaison Reports

Citizen Comments

Board of Supervisors Comments

Adjourn

A

MINUTES
Frederick County Board of Supervisors – Frederick County School Board
Joint Meeting
Tuesday, July 24, 2018
5:30 p.m.
Board Room, 107 North Kent Street, Winchester, VA

ATTENDEES

Board of Supervisors: Chairman Charles S. DeHaven, Jr.; Vice Chairman Gary A. Lofton; Blaine P. Dunn; Judith McCann-Slaughter; J. Douglas McCarthy; Robert W. Wells and Shannon G. Trout were present. Staff present: Kris C. Tierney, County Administrator; and Ann W. Phillips, Deputy Clerk to the Board of Supervisors.

School Board: Dr. John Lamanna; Michael Lake; Seth Thatcher; Jay Foreman; and Shontya' Washington were present. Kali Klubertanz and Frank Wright were absent. Staff present: Dr. David Sovine, Superintendent; Dr. Al Orndorff, Assistant Superintendent for Administration; Dr. James Angelo, Assistant Superintendent for Instruction; and Patty Camery, Executive Director of Finance.

CALL TO ORDER

Chairman DeHaven called the meeting to order at 5:30 p.m.

APPROVAL OF AGENDA

Upon motion of Vice Chairman Lofton, seconded by Supervisor Dunn, the agenda was approved.

DISCUSSION

Chairman Lamanna provided an overview of the process in planning for a replacement Aylor Middle School beginning with the discussion at the January 2018 joint meeting of the two bodies. He said the current situation involves balancing the cost and the size of the replacement building, adding that a 160,000 square foot building is what is needed. Noting Supervisor Dunn's recent comments, he questioned why building a replacement building the same size as the current Admiral Byrd Middle School would not be appropriate for the Aylor community.

Supervisor Dunn explained his concerns about the costs and the use of numbers showing overcrowding. He questioned whether the School Board was trying to predetermine the outcome of the decision on a replacement building. He discussed changes in the CIP priorities.

Chairman Lamanna noted the CIP shows the needs, but that there is no expectation that all the projects on the CIP are affordable at one time. He stated that the School Board and staff never present data just to sway the course of a decision. He questioned why the School Board would want to do anything other than provide the best option for the students.

Supervisor Dunn and Chairman Lamanna discussed square footage needs. Chairman Lamanna noted that Admiral Byrd is 160,000 square feet and is functioning well. Supervisor Dunn noted the comparison to Brambleton Middle School in Loudoun County.

Mr. Thatcher noted the capacity of two of the three County middle schools has gone up.

Supervisor McCarthy expressed his dismay at reading about the School Board vote on the resolution requesting the \$45.5 million appropriation. He said he does not want the Board of Supervisors to vote on the matter only to have the new school be under capacity, adding that he is uneasy about voting if the product will not meet the needs. He discussed square footage benchmarks and the comparison to Brambleton Middle school in Loudoun County. He said the Boards should reach a compromise solution noting that the time frame before the deadline on entering the bond market cycle is nearing.

Supervisor Lofton discussed the change in recommended space sizes, including collaborative learning spaces, needed space, and the reference to the 140,000 square foot building in the School Board's January presentation. He expressed a desire for a process to get the right information to the Board members.

Dr. Sovine explained the process used for reviewing options for renovation versus replacement of the Aylor building, saying the 140,000 square foot building was an option reviewed during the process. He said it was determined that replacement with a 160,000 square foot building was the best option, and the 140,000 square foot building was not found to be a viable choice.

Supervisor Lofton said he found the January presentation misleading since the 140,000 square foot building was shown as an option.

Chairman Lamanna said Admiral Byrd Middle School has a capacity of 900 students, is functioning well, and is a significant reference point for the Board. He and Supervisor Lofton discussed recommended space sizes and how they relate to student performance.

Dr. Sovine noted the new Frederick County Middle School is the most energy efficient in the County and has the most inspiring learning environment.

Dr. Orndorff apologized for any confusion surrounding the January presentation slide showing a 140,000 square foot building. He clarified that the slide showed the process and steps the School Board took in determining the recommended replacement option.

Chairman DeHaven said there had been good discussion and that he heard absolute commitment from the Boards to work more closely in the future. He said the County needs to build a school right now.

In reference to Supervisor McCarthy's comment that the vote could be a mistake, Mr. Thatcher said it would not be a mistake for the Board to appropriate the \$45.5 million at this time.

Ms. Washington said that there have been many meetings and much information has been supplied. She said recommended numbers are minimum guidelines, but the best environment is what the students should have in a new school. She questioned why the Supervisors would visit another County for building prototypes when the Admiral Byrd building is here in Frederick County. She asked why the Boards would want the Aylor students to have anything less than

Admiral Byrd students? She said the Boards need to look to the future rather than what has happened in the past to figure out what is best for the children and the community.

Mr. Foreman said that if there were a way for the Boards to agree on the higher funding number, his only concern is doing so in time to meet the fall bond cycle.

Supervisor McCarthy said he would need more transfer of information from the School Board before discussing a change in the proposed funding.

Supervisor Wells said he has listened to all the comments and if there is not enough space in a 140,000 square foot building, then the Board needs to spend more and now is the time to do so. He said he had all the information that he requires, and he does not want to see quality education in Frederick County sacrificed. He said that the discussion is about increasing the funding so that the County is not shooting itself in the foot and suggested the County build to the standards needed by building another Admiral Byrd sized school.

Supervisor Trout concurred with Supervisor Wells and suggested the Board approve \$52 million for a Byrd sized school so that it will not reach capacity as soon as it is built.

Supervisor McCarthy said the School Board is firm about the need for the 160,000 square foot building and he is open to discussion on that if there is understanding of how decisions have been made.

Chairman DeHaven reiterated that both Boards are in favor of a more collaborative relationship. He restated the need to focus the effort on replacing the Aylor school building.

Supervisor Trout explained the need for the larger square footage and said that reducing the size from that of the Admiral Byrd Middle School size is not the best option.

Chairman Lamanna said that the School Board is not saying the design of the new school will be exactly like Byrd Middle School, but the capacity would be similar if it is built at 160,000 square feet.

Mr. Tierney noted that if the Board does not decide on the appropriation at the July 25, 2018, meeting there would be limited time for the two Boards to reconvene to discuss the difference between the 140,000 versus the 160,000 square foot building size. He asked the members what additional information would be desired by the Board of Supervisors and if they wished to schedule another meeting.

Supervisor Lofton asked for detail on the state standards and what lab sizes are based on.

Supervisor Dunn said if a 140,000 square foot building will meet the needs he is not prepared to spend the extra money, but that if it will not meet the needs then he is willing to discuss the matter.

Supervisor McCarthy said he has requested information on what things are not included in the state Department of Education minimums but are still required by the School Board.

Supervisor Wells said considering the time constraint, the Board will not receive all the answers it has requested. He said the Board needs to trust the School Board and added the capacity of the new building will be fuller by the time it opens.

Dr. Sovine said he and the School Board are committed to being responsive to getting the project completed. He said he will make his very best effort to respond to the questions asked by the Board members.

Mr. Tierney noted that a meeting may be preferable and more informative than simply distributing the information that has been requested.

Dr. Sovine restated the requests of the members of the Board of Supervisors. He said understood the Board members are interested in learning more information about the Department of Education Standards and the differences and justification for the common standards used recently by Frederick County Public Schools.

ADJOURN

Upon motion of Supervisor McCarthy, seconded by Vice Chairman Lofton, the meeting was adjourned at 7:05 p.m.

**MINUTES
REGULAR MEETING
FREDERICK COUNTY BOARD OF SUPERVISORS
WEDNESDAY, JULY 25, 2018
7:00 P.M.
BOARD ROOM, COUNTY ADMINISTRATION BUILDING
107 NORTH KENT STREET, WINCHESTER, VIRGINIA**

ATTENDEES

Board of Supervisors: Charles S. DeHaven, Jr., Chairman; Gary A. Lofton, Vice Chairman; Blaine P. Dunn; J. Douglas McCarthy; Judith McCann-Slaughter; Shannon G. Trout and Robert W. Wells were present.

Staff present: Kris C. Tierney, County Administrator; Roderick B. Williams, County Attorney; Karen Vacchio, Public Information Officer; John Bishop, Assistant Director of Planning – Transportation; Candice Perkins, Assistant Director of Planning; Mark Cheran, Zoning & Subdivision Administrator; Scott Varner, Director of Information Technology; and Ann W. Phillips, Deputy Clerk to the Board of Supervisors.

Other: Karen Beck-Herzog, Site Manager of Cedar Creek and Belle Grove National Historic Park; Dr. John Lamanna, Frederick County School Board Chairman; Dr. David Sovine, Frederick County Public Schools Superintendent

CALL TO ORDER

Chairman DeHaven called the meeting to order at 7:00 p.m.

INVOCATION

Supervisor McCarthy delivered the invocation.

PLEDGE OF ALLEGIANCE

Vice Chairman Lofton led the Pledge of Allegiance.

ADOPTION OF AGENDA - APPROVED

Upon motion of Supervisor Slaughter, seconded by Supervisor McCarthy, the agenda was adopted on a voice vote.

ADOPTION OF CONSENT AGENDA – APPROVED

Mr. Tierney said the applicant for Conditional Use Permit # 07-18 had requested the item be postponed. By consensus of the Board, it was agreed the item would not be postponed. Upon motion of Supervisor Slaughter, seconded by Vice Chairman Lofton, the consent agenda was adopted on a voice vote.

-Minutes: Called Meeting and Closed Session of June 27, 2018-CONSENT AGENDA APPROVAL

- Code and Ordinance Committee Report (Attachment 1) - CONSENT AGENDA APPROVAL

- Finance Committee Report (Attachment 2) - CONSENT AGENDA APPROVAL

- Parks and Recreation Commission Reports (two) (Attachment 3) - CONSENT AGENDA APPROVAL

- Public Safety Committee Report (Attachment 4) - CONSENT AGENDA APPROVAL

- Transportation Committee Report (Attachment 5) - CONSENT AGENDA APPROVAL

-Northwestern Community Services’ Fiscal Year 2018 Performance Contract- CONSENT AGENDA APPROVAL

- Resolution Adding Business Boulevard to Secondary Road System - CONSENT AGENDA APPROVAL

RESOLUTION BY THE FREDERICK COUNTY BOARD OF SUPERVISORS

The Board of Supervisors of Frederick County, in regular meeting on the 25th day of July, adopted the following:

WHEREAS, the streets described on the attached Form AM-4.3, fully incorporated herein by reference, are shown on plats recorded in the Clerk’s Office of the Circuit Court of Frederick County; and

WHEREAS, the Resident Engineer of the Virginia Department of Transportation has advised this Board that the streets meet the requirements established by the Subdivision Street Requirements of the Virginia Department of Transportation; and

WHEREAS, the County and the Virginia Department of Transportation have entered into an agreement on June 9, 1993, for comprehensive stormwater detention which applies to this request for addition; and

NOW, THEREFORE, BE IT RESOLVED, this Board requests the Virginia Department of Transportation to add the streets described in the attached Form AM-4.3 to the secondary system of state highways, pursuant to 33.2-705, Code of Virginia, and the Department’s Subdivision Street Requirements; and

BE IT FURTHER RESOLVED, this Board guarantees a clear and unrestricted right-of-way, as described, and any necessary easements for cuts, fills and drainage; and

BE IT FURTHER RESOLVED, that a certified copy of this resolution be forwarded to the Resident Engineer for the Virginia Department of Transportation.

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- Resolution Supporting Concepts from the Commission on Local Government Draft Report on Annexation Alternatives -CONSENT AGENDA APPROVAL

RESOLUTION SUPPORTING CONCEPTS FROM THE COMMISSION ON LOCAL GOVERNMENT DRAFT REPORT ON ANNEXATION ALTERNATIVES

WHEREAS, the structure of Virginia local government originated from a need to meet certain service needs of citizens at a more geographical proximate level; and

WHEREAS, counties were established as the general form of local government with a mandate to provide a standard level of service; and

WHEREAS, cities and towns originated to provide urban types of services such as police and water and sewer infrastructure, in addition to other mandated services; and

WHEREAS, cities in Virginia are independent, which means they do not share in some services or tax bases with counties, in the same manner as towns, this feature being unique to Virginia; and

WHEREAS, annexation has been historically used to allow cities and towns to extend the delivery of service and for future economic development, which allowed cities and towns to grow their tax base; and

WHEREAS, annexations have caused disputes and other disagreements which have resulted in costly and lengthy legal battles and created a general sprit of distrust and hostility between many of Virginia’s cities and counties; and

WHEREAS, the General Assembly, during its 2016 regular session, extended the existing moratoria for city annexation, county immunity from city annexation, and the granting of new city charters until 2024 and directed the Commission on Local Government to study and provide a report to the General Assembly by 2018 on the following:

1. Evaluate the structure of cities and counties in the Commonwealth;
2. Evaluate the impact of annexation upon localities;
3. Consider alternatives to the current moratorium; and
4. Consult with and seek input from the Virginia Municipal League, Virginia Association of Counties and localities directly affected by the moratorium; and

WHEREAS, the Commission on Local Government prepared a draft report regarding annexation alternatives dated June 2018; and

WHEREAS, the Commission believes that granting cities the ability to annex in the future to be a very low probability and an ineffective solution.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Supervisors of the County of Frederick, Virginia, supports making the annexation moratoria permanent; and

BE IT FURTHER RESOLVED, that this Board supports the concept of granting additional powers to counties through reversion and other interlocal agreements, which could include, but not be limited to, granting/relaxing taxing and debt power/limits to counties affected by reversion and granting/relaxing taxing and debt powers/limits to counties that participate in economic growth-sharing agreements; and

BE IT FURTHER RESOLVED, that this Board supports the concept of incentivizing additional regional cooperation and regional programs through restoration of previous funding levels to Planning District Commissions and evaluation of other state programs to identify opportunities for more regional focus; and

BE IT FURTHER RESOLVED, that this Board supports the concept of modifying consolidation statutes to remove obstacles to include removing or altering the required voter referendum for local consolidation.

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CITIZEN COMMENTS - None

BOARD OF SUPERVISORS COMMENTS – None

COUNTY OFFICIALS:

REPORT OF KAREN BECK-HERZOG, SITE MANAGER OF CEDAR CREEK AND BELLE GROVE NATIONAL HISTORIC PARK

Karen Beck-Herzog made a presentation to the Board highlighting the activities and attractions of Cedar Creek and Belle Grove National Historical Park.

REAPPOINTMENT OF GENE FISHER TO THE WINCHESTER REGIONAL AIRPORT AUTHORITY – APPROVED

Upon motion of Chairman DeHaven, seconded by Supervisor Dunn, Gene Fisher was reappointed to the Winchester Regional Airport Authority for a four-year term ending June 30, 2022.

REQUESTS FROM THE COMMISSIONER OF THE REVENUE FOR REFUNDS - APPROVED

Mr. Tierney explained there were four requests for refunds that have been reviewed by the County Attorney. Supervisor Slaughter moved for approval of and the corresponding supplemental appropriations for the refund requests by Acar Leasing LTD for \$ 2,520.83; BMW Financial Services NA LLC for \$ 2,789.61; Bowman Properties LLC for \$ 3,282.61; and Capital Meats, Inc. for \$ 23,136.35. Supervisor Dunn seconded the motion which carried on a roll call vote as follows:

| | | | |
|--------------------------------|------------|--------------------------------|------------|
| Blaine P. Dunn | Aye | Shannon G. Trout | Aye |
| Gary A. Lofton | Aye | Robert W. Wells | Aye |
| J. Douglas McCarthy | Aye | Charles S. DeHaven, Jr. | Aye |
| Judith McCann-Slaughter | Aye | | |

COMMITTEE BUSINESS

CODE AND ORDINANCE COMMITTEE

Upon motion of Supervisor Trout, seconded by Vice Chairman Lofton and passing unanimously on a voice vote, a public hearing was set on a proposed amendment to Chapter 48 (Animals and Fowl), Article I (Dog Licensing; Rabies Control), Section 48-18 (License Taxes), of the County Code, to allow for lifetime licensing of dogs.

Upon motion of Supervisor Trout, seconded by Supervisor Dunn and passing unanimously on

a voice vote, a public hearing was set on proposed amendments to Chapter 52 (Building Construction), Section 52-5 (Issuance of Permits) and Chapter 143 (Stormwater/Erosion and Sediment Control), Section 143-194 (Issuance, time limit, modification, maintenance, transfer and/or termination of Frederick County land-disturbing permit and VSMP authority permit), of the County Code, to require payment of delinquent real estate taxes before issuance of certain permits.

Upon motion of Supervisor Trout, seconded by Supervisor Slaughter and passing unanimously on a voice vote, a public hearing was set on proposed amendments to Chapters 48 and 118, of the County Code, to adopt a “plainly audible” standard with respect to certain prohibited noise. Supervisor Dunn noted he will forward his comments on the matter to the other Board members.

Upon motion of Supervisor Trout, seconded by Vice Chairman Lofton and passing unanimously on a voice vote, a public hearing was set on a proposed amendment to Chapter 155 (Taxation), Article VIII (Tax on Purchasers of Utility Service), Section 155-34 (Tax Imposed), of the County Code, to correct a typographical error with respect to the tax on electric service.

FINANCE COMMITTEE

Supervisor Slaughter moved for approval of the following requests:

The Planning Director requests an FY19 General Fund supplemental appropriation in the amount of \$59,066.50. This amount represents a carry forward of unspent budgeted FY18 funds for completion of the Capital Impact Study and Model.

The Sheriff requests an FY18 General Fund supplemental appropriation in the amount of \$4,713.36. This amount represents reimbursements from the Treasury Department. No local funds required.

The Sheriff requests an FY18 General Fund supplemental appropriation in the amount of \$5,155.01. This amount represents travel reimbursements from the State. No local funds required.

The Sheriff requests an FY19 General Fund supplemental appropriation in the amount of \$15,191.16. This amount represents a carry forward of unspent FY18 funds from auto insurance claims.

The Parks & Recreation Director requests the funds received in FY18 for the PLAY Fund in the amount of \$6,488.62 be reserved, subject to future appropriations. The balance will be reduced by the financial assistance provided during FY18 in the amount of \$1,270.50. No local funds required.

The Parks & Recreation Director requests an FY19 General Fund supplemental appropriation in the amount of \$121,807. This amount represents a carry forward of unspent FY18 funds for Northwest Sherando Park project, Clearbrook Park parking lot, Frederick Heights trail and parking lot, and Abrams Creek trail.

The Parks & Recreation Director requests an FY19 General Fund supplemental appropriation in the amount of \$531,589.70. This amount represents a carry forward of unspent FY18 funds for the Northwest Sherando Park project.

The Fire & Rescue Chief requests an FY18 General Fund supplemental appropriation in the amount of \$13,915.40. This amount represents an auto claim reimbursement. No local funds required.

Supervisor Trout seconded the motion which carried on a roll call vote as follows:

| | | | |
|--------------------------------|------------|--------------------------------|------------|
| Blaine P. Dunn | Aye | Shannon G. Trout | Aye |
| Gary A. Lofton | Aye | Robert W. Wells | Aye |
| J. Douglas McCarthy | Aye | Charles S. DeHaven, Jr. | Aye |
| Judith McCann-Slaughter | Aye | | |

Supervisor Slaughter moved for approval of the following request and further moved that the topic be forwarded to the Public Safety Committee for discussion to determine the need for a policy:

The Sheriff requests an FY18 General Fund supplemental appropriation in the amount of \$13,700. This amount represents traffic control reimbursements. No local funds required.

Supervisor Trout seconded the motion which carried on a roll call vote as follows:

| | | | |
|--------------------------------|------------|--------------------------------|------------|
| Blaine P. Dunn | Aye | Shannon G. Trout | Aye |
| Gary A. Lofton | Aye | Robert W. Wells | Aye |
| J. Douglas McCarthy | Aye | Charles S. DeHaven, Jr. | Aye |
| Judith McCann-Slaughter | Aye | | |

Supervisor Slaughter moved for approval of the following request:

An FY18 Fire & Rescue Expense Recovery Fund (Fund 30) supplemental appropriation in the amount of \$697,923.95 is requested. This amount represents \$433,487.95 in FY18 revenue received over budgeted revenue, and \$264,436 in fund balance funds for prior years distributions. No local funds are required.

Supervisor Trout seconded the motion which carried on a roll call vote as follows:

| | | | |
|--------------------------------|------------|--------------------------------|------------|
| Blaine P. Dunn | Aye | Shannon G. Trout | Aye |
| Gary A. Lofton | Aye | Robert W. Wells | Aye |
| J. Douglas McCarthy | Aye | Charles S. DeHaven, Jr. | Aye |
| Judith McCann-Slaughter | Aye | | |

Supervisor Slaughter moved for approval of the Fire & Rescue Chief's request to move forward with hiring two (2) additional training officers with funds having been budgeted in FY19.

Supervisor Trout seconded the motion which carried on a roll call vote as follows:

| | | | |
|--------------------------------|------------|--------------------------------|------------|
| Blaine P. Dunn | Aye | Shannon G. Trout | Aye |
| Gary A. Lofton | No | Robert W. Wells | Aye |
| J. Douglas McCarthy | Aye | Charles S. DeHaven, Jr. | Aye |
| Judith McCann-Slaughter | Aye | | |

Supervisor Slaughter recognized the Finance Department under the direction of Cheryl Shiffler for their work resulting in the awards bestowed recently by the Government Finance Officers Association.

TRANSPORTATION COMMITTEE

Vice Chairman Lofton moved for approval of the Resolution of Support for Frederick County and Regional SmartScale Applications. Supervisor Slaughter seconded the motion which carried on a roll call vote as follows:

| | | | |
|--------------------------------|------------|--------------------------------|------------|
| Blaine P. Dunn | Aye | Shannon G. Trout | Aye |
| Gary A. Lofton | Aye | Robert W. Wells | Aye |
| J. Douglas McCarthy | Aye | Charles S. DeHaven, Jr. | Aye |
| Judith McCann-Slaughter | Aye | | |

RESOLUTION OF SUPPORT FREDERICK COUNTY BOARD OF SUPERVISORS OR FREDERICK COUNTY AND REGIONAL SMARTSCALE APPLICATIONS

WHEREAS, this resolution supports the following Frederick County and Regional SmartScale Applications within Frederick County for the following projects:

Frederick County Applications

- 1. Exit 317 NB Ramp Realignment/Redbud Road
- 2. Route 11 North Corridor Improvements
- 3. Route 522 at Costello Drive Turn Lane and Intersection Operations Improvements
- 4. Route 11/Shawnee Drive/Opequon Church Lane Intersection Improvements

Winchester Frederick County MPO Applications

- 5. I-81 Exit 317 Accel/Decel Lane Extensions
- 6. I-81 Exit 307 Roundabouts
- 7. I-81 Exit 313 Bridge Capacity Improvement
- 8. I-81 Winchester Hard Running Shoulders Winchester Frederick County MPO Applications

Northern Shenandoah Valley Regional Commission Applications

- 9. Route 11 South Corridor Enhancements

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 2020 through 2025; 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 listed projects play important roles in the County’s long-range transportation plan, 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 2020 through 2025.

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Vice Chairman Lofton moved for approval of the updated language drafts of the Transportation Partnership Opportunity Fund Agreement and Backstop Agreement regarding Intersection Improvements At US Route 50/17 and Independence Drive (Route 1092) Related to Navy Federal Credit Union Facility Expansion. Supervisor Slaughter seconded the motion which carried on a roll call vote as follows:

| | | | |
|--------------------------------|------------|--------------------------------|------------|
| Blaine P. Dunn | Aye | Shannon G. Trout | Aye |
| Gary A. Lofton | Aye | Robert W. Wells | Aye |
| J. Douglas McCarthy | Aye | Charles S. DeHaven, Jr. | Aye |
| Judith McCann-Slaughter | Aye | | |

**Agreement Regarding Transportation Partnership Opportunity Fund Grant
 To Frederick County for Intersection Improvements At US Route 50/17 and Independence Drive (Route 1092) Related to Navy Federal Credit Union Facility Expansion**

THIS AGREEMENT made and dated this 25th day of July, 2018, is made by and between the COUNTY OF FREDERICK, VIRGINIA (the "County"), a political subdivision of Virginia, and NAVY FEDERAL CREDIT UNION ("NFCU"), a federally chartered credit union.

RECITALS:

WHEREAS, NFCU has previously announced its intention to expand, equip, improve, and operate its support and service operations center located in Frederick County (the "Facility"), making a new capital investment of \$100,000,000 in Frederick County and creating and maintaining 1,400 new jobs in Frederick County, all as of December 31, 2022 (the "Expansion"); and **WHEREAS**, NFCU anticipates receiving various state-level and local-level incentives for the Expansion, including, from the Commonwealth of Virginia, from the Commonwealth's Development Opportunity Fund, from the Virginia Jobs Investment Program, and from a Virginia Economic Development Incentive Grant, and, from the County, through the County's Economic Development Authority, a Local Economic Development Incentive Grant; and **WHEREAS**, the Expansion will result in increased traffic to and from the Facility, including impacts to the intersection of US Route 50/17 and Independence Drive (Route 1092) (the "Intersection"); and **WHEREAS**, to mitigate such impacts, various improvements, generally identified on the attached Exhibit A (Intersection Improvements Exhibit, August 22, 2017, prepared by Greenway Engineering), to the Intersection (the "Road Improvements") are appropriate; and **WHEREAS**, the County has applied for a Transportation Partnership Opportunity Fund ("TPOF") Grant (the "TPOF Grant"), pursuant to the provisions of Section 33.2-1529.1 of the Code of Virginia, a copy of the application for the TPOF Grant being attached as Exhibit B, to provide funds to government entities to address the transportation aspects of economic development opportunities, the purpose of the application being to obtain funding for all or a portion of the construction and construction management of the Road

Improvements (the construction and construction management of the Road Improvements being the "Road Improvements Project"); and

WHEREAS, as the TPOF Grant would be to the County, with the Virginia Department of Transportation ("VDOT") administering the Road Improvements Project and NFCU providing for remaining funding for completion of the Road Improvements Project, to the extent that costs of the Road Improvements Project exceed the amount of the TPOF Grant; and

WHEREAS, the guidelines and criteria for TPOF require that a locality receiving TPOF grant funds enter into a TPOF agreement with VDOT governing the use of the TPOF grant funds and that such agreement provide that, among other things, in the event an economic development project for which a TPOF grant is awarded does not meet the job creation/retention and capital investment levels by the performance date and maintain those levels throughout a thirty-six month period following such date, the government entity receiving funds from TPOF must repay a specified amount to TPOF; and

WHEREAS, the parties desire to provide a means by which NFCU is to reimburse the County (i) for any and all costs of the Road Improvements Project that may be incurred by the County, to the extent any and all costs exceed the amount of the TPOF Grant, and (ii) for any repayment the County must make to TPOF in the event NFCU fails to meet specified job creation/retention and capital investment levels by a specified performance date and maintain those levels throughout a thirty-six month period following such date.

NOW, THEREFORE, WITNESSETH: That for and in consideration of the sum of Ten Dollars, (\$10.00), cash in hand paid by each of the parties hereto unto the other, the receipt and sufficiency of which is hereby acknowledged, the parties do agree as follows:

THIS AGREEMENT supersedes the Agreement made and dated January 11, 2018, by and between the County and NFCU, as well as, as set forth in section 6a, any other prior understandings, whether oral or written, of the parties regarding the subject matter of the Agreement.

1. **RECITALS:** The Recitals are made a material part hereof and incorporated herein by reference as if set out in full.

2: **THE PERFORMANCE AGREEMENT:** NFCU and the County have entered into a Commonwealth's Development Opportunity Fund Performance Agreement (the "Performance Agreement"), for NFCU to receive various state-level and local-level incentives for the Expansion, including, from the Commonwealth of Virginia, from the Commonwealth's Development Opportunity Fund, from the Virginia Jobs Investment Program, and from a Virginia Economic Development Incentive Grant, and, from the County, through the County's Economic Development Authority, a Local Economic Development Incentive Grant.

3. **THE TPOF GRANT:** The County has received approval of its application for the TPOF Grant, in the amount of \$1,290,000.00, and the County may, in its reasonable discretion, enter in to a TPOF agreement (the "TPOF Agreement") with VDOT. In the event, however, that the County does not enter into the TPOF Agreement, or to the extent that the County does not receive TPOF Grant funds, then the parties shall have no further obligations to each other under this Agreement and this Agreement shall be otherwise null and void.

4. **NFCU'S PAYMENT OBLIGATIONS:**

a. As soon as practicable after being notified by VDOT of receipt by VDOT of the estimate for the Road Improvements Project, the County shall notify NFCU of the amount of the estimate, should it exceed the available awarded funding. Within five (5) working days thereafter, NFCU may notify the County that it does not wish to proceed with the Road Improvements Project, in which case the County shall notify VDOT of the same and request that VDOT not award a contract for the Road Improvements Project. If NFCU does not so notify the County, then the Road Improvements Project will proceed, subject to the other provisions of this Agreement.

b. To the extent that any and all costs of the Road Improvements Project exceed the amount of the TPOF Grant, NFCU shall pay to the County such excess costs, within 30 days of receiving an invoice from the County for the same, with the County thereafter invoicing NFCU on a monthly basis as to previously unpaid excess costs and as to new incurred excess costs, subject, however, to the provisions of subsection c of this section.

c. In the event NFCU fails to meet the following job creation/retention and capital investment levels and, to the extent that VDOT, pursuant to the terms of the TPOF Grant, requires from the County the repayment of any or all of the TPOF Grant, NFCU shall pay upon 30 days written notice, on a pro rata basis based on the extent to which NFCU fails to meet the following job creation/retention and capital investment levels, to the County the amount equal to the repayment VDOT requires from the County:

i. New capital investment of \$100,000,000 in Frederick County by not later than December 31, 2022; and

ii. Creating and maintaining 1,400 new jobs in Frederick County, as of December 31, 2022; and

iii. Maintaining the levels in (i) and (ii) through and including December 31, 2025.

d. In the event NFCU fails to satisfy any outstanding obligations to the County under this Agreement, NFCU agrees that the County may, and authorizes the County to, withhold such sums from any amounts that may be due to NFCU from the County, including under the Performance Agreement, and including whether such amounts are pass-through funds from the Commonwealth's Development Opportunity Fund, the Virginia Jobs Investment Program, or a Virginia Economic Development Incentive Grant, or whether such amounts are from the County, through the County's Economic Development Authority, as a Local Economic Development Incentive Grant. Furthermore, NFCU indemnifies and holds harmless the County and its officials and employees from and against any and all claims against them that may arise from or relate to the withholding of funds as provided for in this section 4d.

TRANSPORTATION PARTNERSHIP OPPORTUNITY FUND AWARD AGREEMENT

This Award Agreement (this "Agreement") is made and entered into as of July 25, 2018, by and among the Virginia Department of Transportation ("VDOT" or the "Department"), an agency of the Commonwealth of Virginia (the "Commonwealth"), and the County of Frederick, Virginia (the "Recipient" or the "County"), a political subdivision of the Commonwealth.

Explanatory Statement

A. The Transportation Partnership Opportunity Fund ("TPOF" or the "Fund") was created under Section §33.2-1529.1 of the Code of Virginia (the "Code") to provide funds to address transportation aspects of economic development opportunities.

B. The Governor is authorized to award assistance from the Fund in various forms to an agency or political subdivision of the Commonwealth.

C. The Recipient is a duly created and validly existing political subdivision of the Commonwealth and is eligible to receive financial assistance from the Fund.

D. The Recipient submitted an application requesting one million, two hundred and ninety thousand dollars (\$1,290,000.00) in the form of a grant from the Fund to assist in the US Route 50/17 and Independence Drive Intersection Improvements project as defined in Exhibit A (the "Project Description" or the "Project"). The Project facilitates an economic development opportunity for the Commonwealth, thereby meeting the Transportation Evaluation Criteria established for the Fund, and VDOT is the entity selected by Frederick County to perform the work prescribed. The projected costs of the Project are identified in Exhibit B (the "Project Budget and Sources of Funds") to this Agreement.

E. The TPOF Advisory Panel (the "Panel") has evaluated the application and has found that it meets the requirements of the Code and the Transportation Evaluation Criteria established in the Fund's Guidelines and Criteria, dated January 2016. The Panel recommended on December 14, 2017 to the Secretary of Transportation and the Secretary of Commerce and Trade, an award by the Governor of a one million, two hundred and ninety thousand dollars (\$1,290,000.00) grant, subject to certain conditions.

F. On January 11, 2018 the Governor approved the award of the one million, two hundred and ninety thousand dollars (\$1,290,000.00) (the "Grant") to the Recipient. A copy of the Decision Brief signed by the Governor is provided as Exhibit C.

G. Sufficient monies exist in the Fund to consider the recipient's request for financial assistance.

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are acknowledged by the parties, the parties agree as follows:

I. Purpose of Agreement. The purpose of this Agreement is to provide for the terms and conditions required for making the Grant, the disbursement and application or use of the proceeds of the Grant and other matters related thereto.

2. Disbursement Authorization and Application and Use of TPOF Grant Proceeds.

(a) Disbursement. The County will allow VDOT to administer the funds with concurrence to apply the grant funding after expenditures are incurred. Prior to applying the funding to VDOT incurred costs, the County will be provided project expenditure details to review the application of the Fund to those expenditures.

(b) Application and Use of Grant Proceeds. The Grant proceeds shall be used for the sole purpose of funding the cost and expenses of the activities and tasks undertaken by the Department in the development and procurement of the Project as generally summarized in the Project Budget and described in more detail in the Recipient's TPOF application (the "Work" or "Work Product"). Project expenditures will be composed of but not limited to right-of-way acquisition, professional and inspection services, construction contractor payments and a contingency. The Grant will be limited to one million, two hundred and ninety thousand dollars (\$1,290,000.00) and along with the other identified monies, is expected to be adequate to fully fund the tasks identified in the Project Budget. Any Project cost exceeding the amount of the Grant shall be paid for by the Recipient using its own monies.

(c) As soon as practical after receipt of the estimate for the project, VDOT shall notify the County of the amount of the estimate should it exceed the available awarded funding. Thereafter, VDOT shall not proceed with award of the contract for the project until the County reviews and agrees to the amount of the estimate. If the County does not respond within 10 working days, the Department will assume the estimate is approved and proceed to enter into the contract as received.

(d) Performance Date. Means December 31, 2022. If the Recipient, in cooperation with VDOT, deems that full faith and reasonable efforts have been made and are being made by the Recipient to achieve the Targets, as defined in section 2 (e), VDOT may extend the Performance Date by six (6) months. If the Performance Date is extended, this new Performance Date will for the purpose of this agreement be the Performance Date. The Performance Date shall only be extended twice during the life of the Project.

(e) Targets. The Recipient agrees that the capital investment will be \$100,000,000 and the number of jobs created, as defined by the Commonwealth Opportunity Fund agreement dated will be 1,400. These amounts will be achieved on or prior to the Performance Date and shall be maintained for a total of thirty-six (36) months after the Performance Date.

The average annual wage of new jobs will be \$60,314.

The capital investment is limited to the capital investment specific for this grant. (f) Reporting Period. The reporting period is from the date of this Agreement to thirty-six (36) months after the Performance Date.

3. Project Schedule.

Every good faith effort shall be made by the Recipient to cause the completion of components of the Work no later December 31, 2019.

4. Reports and Records.

(a) Maintenance Requirements. Full and detailed accounts and records shall be maintained, as appropriate, by the Department for the Project and the Grant and such controls shall be exercised as may be necessary for proper financial management, using accounting and control systems in accordance with generally accepted accounting principles and standards, so as to provide complete records to fully support the use of the Grant proceeds to pay any cost and/or expense charged to the Work. During the performance of the Work, access shall be afforded by the parties to each other and their representatives and agents to the records, books, correspondence, receipts, subcontracts, purchase orders, vouchers, memoranda and other data, including but not limited to electronic schedules and other electronic data (all collectively referred to as the "Books and Records") relating to the Work. Recipient's Books and Records shall be maintained at the Edinburg Residency located at 14031 Old Valley Pike Edinburg, VA 22824.

(b) Periodic Reports. On April 1 and October 1 of each year until the End of the Reporting Period, the Recipient shall provide to VDOT's Chief Financial Officer a summary outlining the use of the TPOF monies and the status of the Project. The Department will provide a project status update to the Recipient to support the report. This report should also provide an update on all progress made in order to achieve the Project's investment and employment Targets set forth in section 2(e) which the County will be responsible for obtaining. In addition, the Recipient shall promptly notify VDOT of any material events that could affect the Recipient's ability to meet its financial obligations toward the Project.

5. Extension in the Performance Date. If the Recipient has not achieved at least 90% of its new jobs and capital investment Targets by the Performance Date set forth in this agreement, an extension may be granted, as long as the Recipient can provide sufficient evidence to VDOT that a full faith effort is underway in achieving its Targets. Generally, an extension will be granted only in circumstances under which it is reasonable to believe that the Recipient is likely to make significant progress toward meeting its performance Targets by the extension date.

6. Failure of Compliance. If Targets are not met, the Recipient will be issued a Notice of Failure and will be held responsible for any repayments as calculated by VDOT. The recipient will have a period of Thirty (30) days to respond to a failure and repayment notice, after which time the Recipient will be required and responsible for returning the grant monies to the Commonwealth within ninety (90) days of the Notice of Failure.

7. Repayment Obligation. Repayment obligations will be assessed based on an equal weighting of the Targets. In the event that the Project covers Jobs and Investment, each Target is weighted at 50% and the repayment obligation will be based on the combined level of failure to meet the Targets. For projects that only have a single Target, this Target will be the only calculation for repayment obligation.

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Vice Chairman Lofton moved for approval of the attached Resolution for the Board of Supervisors Commenting on the Interstate 81 Corridor Study. Supervisor Dunn seconded the motion which carried on a roll call vote as follows:

| | | | |
|--------------------------------|------------|--------------------------------|------------|
| Blaine P. Dunn | Aye | Shannon G. Trout | Aye |
| Gary A. Lofton | Aye | Robert W. Wells | Aye |
| J. Douglas McCarthy | Aye | Charles S. DeHaven, Jr. | Aye |
| Judith McCann-Slaughter | Aye | | |

A RESOLUTION FOR THE BOARD OF SUPERVISORS OF THE COUNTY OF FREDERICK, VIRGINIA TO COMMENT ON THE INTERSTATE 81 CORRIDOR STUDY

WHEREAS, under Senate Bill 971 VDOT is conducting a corridor study for I-81; and,
WHEREAS, VDOT and the Office of Intermodal Planning and Investment are seeking comments from individuals and localities on various items under study; and,
WHEREAS, The Frederick County Board of Supervisors has congestion and safety concerns at all of the I-81 Interchanges but particularly Exits 307, 313, 315, 317, and 323 primarily during peak hours of operation; and
WHEREAS, The Frederick County Board of Supervisors has congestion and safety concerns for the through lanes of I-81, particularly the area between exit 310 and 317 through the majority of the operational day which results in numerous accidents and delays; and
WHEREAS, The Frederick County Board of Supervisors would continue to encourage the consideration of the future Route 37 Eastern loop as a potential alternative to I-81 widening or to reduce the extent of I-81 widening; and
WHEREAS, The Frederick County Board of Supervisors is supportive of analyzing various funding scenarios and particularly federal and state funding options so long as any proposed solution does not place an unequitable burden on Frederick County Taxpayers; and
NOW, THEREFORE, BE IT RESOLVED, that the Board of Supervisors of the County of Frederick hereby submits this resolution for the first round of public comments for the I-81 corridor study and looks forward to further opportunities for continued involvement.

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PUBLIC HEARINGS (Non-Planning Items) -

1. OUTDOOR FESTIVAL PERMIT REQUEST OF CONCERN HOTLINE – 19TH ANNUAL FRIDAY FISH FRY - APPROVED

Pursuant to the Frederick County Code, Chapter 86, Festivals; Section 86-3, Permit Required; Application; Issuance or Denial; Fee, for an Outdoor Festival Permit. Festival to be Held on Friday, September 7, 2018, from 4:00 P.M. to 9:00 P.M.; on the Grounds of Grove’s Winchester Harley-Davidson, 140 Independence Drive, Winchester, Virginia. Property Owned by Jobalie, LLC.

Mr. Tierney provided background information on the event. Chairman DeHaven opened the public hearing. There were no speakers. Chairman DeHaven closed the public hearing. Upon motion of Supervisor Trout seconded by Supervisor Slaughter, the Outdoor Festival permit for the Concern Hotline 19th Annual Fish Fry was approved on a roll call vote as follows:

| | | | |
|--------------------------------|------------|--------------------------------|------------|
| Blaine P. Dunn | Aye | Shannon G. Trout | Aye |
| Gary A. Lofton | Aye | Robert W. Wells | Aye |
| J. Douglas McCarthy | Aye | Charles S. DeHaven, Jr. | Aye |
| Judith McCann-Slaughter | Aye | | |

2. AMENDMENT to the 2019 FISCAL YEAR BUDGET – POSTPONED TO THE AUGUST 8, 2018 MEETING

Pursuant to Section 15.2-2507 of the Code of Virginia, 1950, as Amended, the Board of Supervisors will Hold a Public Hearing to Amend the Fiscal Year 2018-2019 Budget to Reflect: School Construction Fund Supplemental Appropriation in the Amount of \$45,500,000 for the Acquisition of Land, Design and Construction of a Replacement Robert E. Aylor Middle School. Request for Appropriation of funds for replacement Aylor Middle School Building

Supervisor Trout stated she wants to disclose for the record, relative to this item and pursuant to the State and Local Government Conflict of Interests Act, that she is employed by Frederick County Public Schools as a teacher and therefore is a member of a group who is or may be affected by the item, and that she is able to participate in the transaction fairly, objectively, and in the public interest.

Mr. Tierney said the request is for a supplemental appropriation to the annual budget for the acquisition of land, design and construction of a replacement Aylor Middle school. He said this is a required step before the School Board can go to the bond market to borrow for the project.

Chairman DeHaven opened the public hearing. The speakers were as follows:

Eva Stein, Opequon District, said she is a future Aylor student. She asked the Board to approve the building of a new Aylor Middle school that is the same size as other County middle schools. She asked that the vote not be delayed.

Jackson Stein, Opequon District, asked the Board to approve the funding for a new Aylor School. He asked the Board not to delay the vote on the issue, so the project will not be delayed. He asked that the replacement be the same size as other County middle schools.

Jennifer Myers, Stonewall District, said she is disappointed with the direction the Board is taking and compared it to a game of approving housing and then withholding infrastructure. She named many new housing developments in the Aylor school district and said forcing the Aylor School to have a smaller building is irresponsible. She suggested a tax increase would allow the

building to be completed.

Katie Bocker, employee of Frederick County Public Schools, asked that the Board not delay the vote on the funding for Aylor Middle School. She said the current Aylor building does not have the needed space for the students and needs to be replaced.

Adam Stein, Opequon District, asked the Board to fully fund the Aylor replacement Building without delay. He said growth in the community means the school is needed and said the delay will cost tax payers in the long run on.

Kelly Harvey, Back Creek District, said she is in favor of a new Aylor building with square footage comparable to the other middle schools and the flexibility to accommodate growth in the future.

Amber Wallin, Opequon District, noted the comparisons to Brambleton Middle School in Loudoun County. She asked why the two most recently built County middle schools were planned for 160,000 but now the Board says this size is excessive. She said the fact that the County built these two schools means they were a need rather than a want.

Marcella Simmons, Assistant Principal at Aylor Middle School, said she is dismayed by the continued denial of funding for the most important needs. She said children are not dollars and cents and minimum square footage. She said functional square footage is not minimum square footage and said that having the lowest tax rate in the commonwealth is not being fiscally responsible.

Shawn Graber, Back Creek District, suggested that many of the speakers were responding to a letter from the superintendent. He noted the cost of fully funding the Schools' five-year CIP projects and cited the County's personal property tax rates as being higher those in neighboring counties.

Robin Young, Back Creek District, said she supports the Board funding the larger requested size, and asked that the plans allow for expansion if the full size is not built at this time.

Brandi Hammond, Shawnee District, referenced the discussion about different funding amounts and said that at least \$52 million will be required to complete the project. She said each month of delay costs the County between \$125,000 to \$150,000 with the delay costing about a half million already. She encouraged the Board members to listen to their constituents and build a building for the future.

Jill Couturiaux, teacher at Aylor Middle School, said the Aylor teachers and students need space and compared the building to Byrd Middle School where the building allows flexibility. She said the students are owed the best possible learning environment.

Mike Faison, Gainesboro District, stressed the importance of collaborative learning spaces in schools. He said group working environments prepare students for the workplace, citing his experience as a substitute teacher. He encouraged the Board to move forward with funding for the Aylor replacement.

Mara Guntang, Back Creek District, urged the Board to fund the Aylor Middle School replacement building. She said she is disappointed that the current funding proposal will build 20,000 square feet less than the Byrd Middle School and cited approximately 3,500 new homes projected for the area. She said the proposal would build the smallest middle school in the County and asked the Board not to make the mistake of building school that is too small for future growth.

Brian Nury, Opequon District, said he is concerned about the Aylor replacement project. He said there is a huge amount of growth in the County. He asked why the School Board was being prevented from planning for the future and noted the cost of delay in making a decision.

Unnamed parent, Opequon District, said his children will benefit if the Board makes a decision. He asked the Board to look forward and build the larger proposed school building.

Laonna Rauser, Back Creek District, said she is a School Counselor at Aylor Middle School. She said the community is not asking for what it wants, but for what it needs. She said the 160,000 square foot building is not an unreasonable request and asked that the Aylor community be shown the same consideration as the other County schools.

Sophia Guntang, Back Creek District, said a 140,000 square foot building, smaller than all other County middle schools, is not what the community needs with the current student population. She asked Supervisor Lofton to vote in support of funding a 160,000 square foot building.

Dr. David Sovine, Superintendent of Schools and Shawnee District resident, thanked the Board for its level of engagement and support for the Aylor replacement project. He noted the ongoing process and the costs of delaying the decision on the appropriation. He noted the high acceptance rate for Frederick County students applying to four-year public colleges or universities in Virginia.

Alan Morrison, Gainesboro District, said the Aylor replacement process has been difficult in part because the target is moving. He said there must be balance between emotion and reason and noted a resistance to benchmarking with other districts. He said the County needs to get the most impact from each dollar, but that funds are not unlimited.

Dana Newcomb, Gainesboro District, said the proposal and procurement plan for Aylor's replacement is not structured correctly and could be subject to fraud, waste and abuse. He said the Board should go back to the School Board and ensure that the procurement will be competitively bid in order to ensure the County gets the most for its money.

Carrienne Hite, Shawnee District, noted the square footage of recently built schools and noted design differences in education methodology. She said Byrd Middle School was not controversial, and the School Board should not be held to a design model that does not equate to its education model. She asked that the Board give the Aylor students what the Byrd students are getting.

Joy Kirk, Back Creek District, said she had been a teacher at Aylor. She said all students deserve the best learning environment and that a 160,000 square foot building allows a better learning situation.

Dr. John Lamanna, Frederick County School Board, said he was speaking in defense of his coworkers. He said there can be disagreement between the Boards, but he has difficulty when the integrity of the School Board is challenged. He said the School Board genuinely and through much research and debate has decided that the 160,000 square foot building is the best option.

George Hughes, Gainesboro District, asked why schools are so expensive and noted his concern about obsolete school buildings and unnecessary expenses.

Jennifer Myers, Stonewall District, said children are learning differently than in the past. She said schools are always catching up and do not have the money to fix current buildings. She

said the County needs to look to the future and not keep using band-aids.

Kevin Barrington, Back Creek District, said he coaches football at Aylor. He said the future of the kids is dependent on a better Aylor building.

Chairman DeHaven closed the public hearing.

Supervisor Wells said he was in favor of the 160,000 square foot building option for replacing Aylor. He said he did not wish to postpone the vote. He said that while the Board further discusses the 160,000 square foot option he wishes to move forward with the requested appropriation which could be added to at a later time. He moved for approval of the appropriation for \$45.5 million while the Board considers an additional amount if needed. Supervisor Trout seconded the motion.

Supervisor McCarthy said it may be unwise to vote before the additional requested information is received from the School Board.

Vice Chairman Lofton said he supports the replacement but prefers to take time to digest the information that is forthcoming from the School Board.

Supervisor Trout said the \$45.5 million is a good start that can be added to later. She said she hopes the Board will fully support the original request for \$52 million.

Supervisor Slaughter said that since the Board has requested additional information from the School Board, it is appropriate to take the information into consideration when making a decision. She added that regarding the bond market time frame, the Board has the authority to appropriate the amount in question even if the deadline is missed, and therefore the market timing is not an issue.

Supervisor Dunn said that it appears the bond market deadline can be met if a decision is made within two weeks and therefore he will vote no at this time to allow time to receive the additional information from the School Board.

Supervisor Slaughter said the consensus of the Board is that a new building is needed to replace Aylor.

Supervisor Trout said that previous Boards have approved school construction projects in piecemeal fashion so there is precedent for appropriating the \$45.5 million now and adding to it later. She urged the members to make an appropriation now saying that the constituents have spoken many times about the need to start the replacement building. She added that not making the requested appropriation when the vast majority of constituents are in favor of the action is irresponsible.

Chairman DeHaven said that appropriating the amount of money that the Board has already said it would do at the current meeting allows the School Board time to work on their application to the bond market. He said he prefers not to leave the matter until the last minute forcing the School Board to rush their application, and that he will call another meeting to allow a decision to be made by August 8 if the motion should fail.

Supervisor Wells said much time was spent arriving at the figure that the Board said it would agree to appropriate and he has a hard time understanding how his fellow Board members still have unanswered questions. He said he is disappointed that his motion will not move forward.

Supervisor Dunn said he hopes his question about the difference between a 140,000 and

160,000 square foot building will be answered by the School Board. He added that the earlier citizen comment about the difference in education styles between Loudoun and Frederick Counties was constructive.

Supervisor McCarthy moved to amend the motion to delay action until the next meeting. Supervisor Dunn seconded the motion to amend Supervisor Wells' motion and the amendment was upheld as follows:

| | | | |
|--------------------------------|------------|--------------------------------|-----------|
| Blaine P. Dunn | Aye | Shannon G. Trout | No |
| Gary A. Lofton | Aye | Robert W. Wells | No |
| J. Douglas McCarthy | Aye | Charles S. DeHaven, Jr. | No |
| Judith McCann-Slaughter | Aye | | |

The amended motion to delay the vote on the \$45.5 million appropriation until the next Board meeting carried as follows:

| | | | |
|--------------------------------|------------|--------------------------------|------------|
| Blaine P. Dunn | Aye | Shannon G. Trout | No |
| Gary A. Lofton | Aye | Robert W. Wells | Aye |
| J. Douglas McCarthy | Aye | Charles S. DeHaven, Jr. | Aye |
| Judith McCann-Slaughter | Aye | | |

PLANNING COMMISSION BUSINESS

Public Hearings

1. REZONING #05-17 for O-N MINERALS (CHEMSTONE) d/b/a Carmeuse Lime & Stone, CONTINUED from March 14, April 25, May 23, and June 13, 2018 - DENIED

Submitted by Lawson and Silek, PLC., to Amend the Proffers for this Property; Rezoning 394.2 Acres from the EM (Extractive Manufacturing) District with Proffer to the EM (Extractive Manufacturing) District with Revised Proffers. The Properties are Situated Generally West of the Town of Middletown. Specifically, the Middle Marsh Property is Located East of Belle View Lane (Route 758), and West and Adjacent to Hites Road (Route 625) and is Further Traversed by Chapel Road (Route 627). The Northern Reserve is Bounded to the South by Cedar Creek and is West and Adjacent to Meadow Mills Road (Route 624). The Properties are Identified with Property Identification Numbers 83-A-109 and 90-A-23 in the Back Creek Magisterial District.

Assistant Planning Director Candice Perkins provided a review of the updated proposed proffer revisions. She clarified the berm provision in response to Supervisor McCarthy's question. In response to Supervisor Dunn's question about the proffered smaller footprint of the operation, Ms. Perkins said the applicant could reduce the footprint of the operation administratively without a proffer amendment.

George McKotch, Area Operations Manager for the applicant Carmeuse Lime & Stone, provided background information on the updated proposed proffers. He said that berms are farther from residents and that restricting the hours of operation north of Chapel Road is in response to neighbors' wishes. He told the Board that a no vote means reversion to the 2008 proffers and construction will begin as soon as possible.

In response to Supervisor McCarthy's question about Saturday and Sunday operations, Mr. McKotch said the intent is not to operate on Saturday and Sunday, but they do not wish to limit themselves from doing so if necessary.

Chairman DeHaven opened the public hearing. The speakers were as follows:

Kevin, Barrington, Back Creek District, said there is wordplay in the proffer amendment documents. He said he is not happy with any of the proffers and the residents are faced with loss of property value and quality of life.

Bill Hunter, Back Creek District, said he has asked for help and agreed with the previous speaker about the word games in the proffer language. He said the water issue was slipped into the proffer under the terms of a program that does not exist.

Robin Young, Back Creek District, compared the two proffer versions. She said the majority of residents prefer eight more years of the existing view before it is disturbed. She said water is critical and she does not want water sold by profiteers. She said 10 years ago the Board forced a bad deal onto the Back Creek residents, and the Board now needs to choose the best of two bad deals.

Richard Dye, adjacent property owner, spoke about the berm along Middle Marsh. He questioned why Carmeuse would no longer agree that allowing the trees to grow in 10 years is a good idea.

George Hughes, Gainesboro, asked about the extractive life of the mine and asked what is done with the mine when it is no longer in use.

Keon Banks, Back Creek District, said the issue is integrity. He said there is a tradeoff in having the hours of operation and having weekends and holidays affected, and he wished that had been resolved prior to tonight to minimize the effect on residents. He said the wording in the document should match what the applicant is saying.

Ed Straun, Back Creek District, said he participated in most of the discussions through the process. He said the issue comes down to the old proffer versus the new one. He said he can only support the revised proffer since the old one was a disaster.

Robin Young, Back Creek District, referred to her copy of the proffers and clarified the proffer language regarding spoil heaps in relation to berm heights.

Chairman DeHaven closed the public hearing.

George McKotch, Area Operations Manager of applicant Carmeuse Lime & Stone, clarified that the word “normal” in reference to operating hours has been removed from the amendment.

Supervisor McCarthy asked for clarification on major holidays being used for operations. Mr. McKotch said “no major holidays” means no major holidays.

Vice Chairman Lofton asked whether there is a legal workaround to allow the applicant to work on weekends and holidays. County Attorney Williams said the applicant appears to be saying two different things.

Mr. McKotch offered to go on record saying for the property north of Chapel Road the hours of operation will be only Monday – Friday from 6pm to 10 pm. He said his intention is not to mine on weekends.

Vice Chairman Lofton moved for approval of the rezoning with the amendment of inserting the word “only” into the language about the hours of operation. Supervisor McCarthy seconded the motion. He said he was glad the residents had been involved and sees compromise in the new proffer which he said is the making the best of a bad deal. He added that he finds it

unconscionable that a company would knowingly make a statement about hours of operation that they intended to violate.

Supervisor Dunn reviewed his thought process on the matter beginning with the baseline 2008 proffer. He said his opinion is that Carmeuse wanted a smaller footprint since they are in business to make money. He noted that about eight weeks ago he asked Planning Department staff whether Carmeuse could obtain the smaller footprint administratively without a proffer and he was told yes. He said Carmeuse could have approached the neighbors to work out the time frame and administratively arranged to change to a smaller footprint. He said he has wrestled with the trade off in the time frame and the hours of operation.

Vice Chairman Lofton noted the comments on loss of home values saying the quarry has owned the land since 1954 and was likely here before most of the homes. He said 11 items were cited by the residents and all have been addressed. He said there are more protections in the new proffers.

The motion for approval failed on the following roll call vote:

| | | | |
|--------------------------------|------------|--------------------------------|------------|
| Blaine P. Dunn | No | Shannon G. Trout | Aye |
| Gary A. Lofton | Aye | Robert W. Wells | No |
| J. Douglas McCarthy | Aye | Charles S. DeHaven, Jr. | No |
| Judith McCann-Slaughter | No | | |

At 9:50 pm the Board recessed for a short break.

At 9:55 pm the Board reconvened.

2. CONDITIONAL USE PERMIT #07-18 For WINCHESTER 101 LLC - DENIED

For a Revision to the Conditions of Conditional Use Permit #13-96 Submitted to Change the Hours of Operation. The Property is Located at 4780 Northwestern Pike, Winchester, Virginia and is Identified with Property Identification Number 40-A-66D in the Gainesboro Magisterial District in the RA (Rural Areas) Zoning District.

Note: On July 19, the Applicant requested a deferral of the public hearing.

Zoning & Subdivision Administrator Mark Cheran reviewed the Conditional Use Permit request. He said the country store had originally received a conditional use permit in 1996, and the current hours of operation are 5 a.m. to midnight. He said the applicant is now requesting 24-hour operations. Mr. Cheran said the Planning Commission recommend denial of the new conditional use permit at their June 6 meeting. He further explained that the applicant requested deferral of the item at the current meeting in order to address concerns of violations that were raised at the June 6 Planning Commission meeting. He added that a resident's complaint letter was recently received that raised other issues at the location.

Supervisor McCarthy asked for clarification on when the application for a new permit was received and Mr. Cheran said that it was received after his letter notifying the applicant of a potential violation.

Chairman DeHaven inquired if there had been any other violations at the site. Mr. Cheran said there had not been any others.

Supervisor McCarthy asked if there had been other complaints at the site. Mr. Cheran said there have been other complaints on issues other than the 24-hour operations. He said the usual process involves allowing the applicant to address the complaint.

Supervisor McCarthy and Mr. Cheran discussed the history of revoking conditional use permits in the County, and the frequency of complaints at the applicant’s business site.

Chairman DeHaven opened the public hearing. The speakers were as follows:

Robin Menefee, Gainesboro District, said she is an adjacent property owner and requests denial of the new conditional use permit. She further said that in the denial, the term “closed” needs to be defined because the current business is stretching the meaning of the word which results in the violation of the current conditional use permit. She said the current business is in effect a truck stop rather than a country store and serves many hundreds of vehicles per day. She said the original owner operated the store with no issues but following the conditional use permit being granted in 1996 there has been an increase in the business. Ms. Menefee said the site plan for the property is unknown and reconfiguration happens with no oversight. She said the residents have been dealing with the matter for 20 years as the business has grown and she requested review of the current permit for compliance.

Mary Kay Menefee, Gainesboro District, said she was concerned about the store going to a 24-hour operation. She noted the noise problem with trucks slowing down especially during the night hours even with her windows closed and air conditioning running.

Brenda Newcome, Back Creek District, said she lives directly across from the store and has been there for 40 years. She said the noise and lights from the store are dramatic and intrudes in to their home and she is also concerned about light pollution, loud trucks and bright lights. She asked the Board to consider having this situation remedied.

Chairman DeHaven closed the public hearing.

Supervisor McCarthy moved for denial of the application with the matter being referred to Zoning Administrator Cheran for a Planning Commission hearing to consider revocation of the original conditional use permit. Supervisor Slaughter seconded the motion.

Supervisor Trout asked for clarification of the motion.

Mr. Cheran explained that in these situations, a letter is sent to the permit holder explaining the violations and offering a date for the hearing. Supervisor McCarthy said the conditional use permit is a privilege and not a right, and a hearing would allow the Board to determine whether the applicant has violated the CUP to the extent that revocation is appropriate.

Supervisor Slaughter asked about light pollution and County standards saying the issue seems to be very large. Mr. Cheran said there are standards in the ordinance that are adhered to. He said that the applicant’s current CUP was approved before lighting standards were added. She asked whether existing CUPs were reviewed for compliance to new standards. She said that the County may wish to establish a policy for such review. Mr. Tierney said that in the past, CUPs were reviewed annually, but that because of workload and the amount of time involved the practice was discontinued. He said that review of CUPs is complaint driven.

The motion for denial of the Conditional Use Permit #07-18 amending Permit #13-96 and recommending a hearing to consider revocation of the Permit #13-96 was carried on the following roll call vote:

| | | | |
|--------------------------------|------------|--------------------------------|------------|
| Blaine P. Dunn | Aye | Shannon G. Trout | Aye |
| Gary A. Lofton | Aye | Robert W. Wells | Aye |
| J. Douglas McCarthy | Aye | Charles S. DeHaven, Jr. | Aye |
| Judith McCann-Slaughter | Aye | | |

Other Planning Items

1. REQUEST FOR JOINT BOARD OF SUPERVISORS – PLANNING COMMISSION MEETING

The Chairman asked that the Board members notify the Deputy Clerk of their availability to meet on the proposed dates.

BOARD LIAISON REPORTS

Supervisor Wells read an invitation to attend the Frederick County Fair that he received from a constituent.

CITIZEN COMMENTS

Alan Morrison, Gainesboro District, said that rampant residential growth for many years is coming back to haunt the County. He said the word integrity has been bandied around during the meeting and noted the meaning of words and their truths is changing. He said the result is people are unable to communicate efficiently.

George Hughes, Gainesboro District, said he is disturbed about many things going on at the meeting. He said he is disturbed by the Board not paying attention to all the little things and are not paying attention to the money. He said schools can be renovated for less than building new schools. He said people cannot move next to a business and expect no changes and asked the Board to consider what existing businesses are worth to the County.

BOARD OF SUPERVISORS COMMENTS - None

ADJOURN

On motion of Vice Chairman Lofton, seconded by Supervisor Trout, the meeting was adjourned at 10:38 p.m.

B

PUBLIC WORKS COMMITTEE REPORT to the BOARD OF SUPERVISORS
Tuesday, July 31, 2018
8:00 a.m.
107 NORTH KENT STREET, SUITE 200, WINCHESTER, VIRGINIA

ATTENDEES:

Committee Members Present: J. Douglas McCarthy, Chairman; Gary A. Lofton; Robert W. Wells; Whitney "Whit" L. Wagner; and Harvey E. "Ed" Strawsnyder, Jr

Committee Members Absent: Gene E. Fisher

Staff present: Joe C. Wilder, Director of Public Works; Mike Stewart, Senior Project Manager; Ron Kimble, Landfill Manager; Gloria Puffinburger, Solid Waste Manager; Kathy Whetzel, Animal Shelter Manager; Holly Grim, Assistant Shelter Manager; Kevin Alderman, Shawneeland District Manager; Mark Fleet, Building Official/Code Administrator; Erin Swisshelm, Assistant County Attorney; C. William Orndoff, Treasurer; Wayne Corbett, Deputy Treasurer; Kris Tierney, County Administrator; and Jay Tibbs, Deputy County Administrator

ITEMS REQUIRING ACTION BY BOARD OF SUPERVISORS:

1-None

ITEMS FOR INFORMATION ONLY

1-Update on the new Stephenson Convenience Site

The new convenience site opened for public use on Monday, July 31, 2018. The contractor, Kee Construction, is completing the final grading, seeding and stabilization of the site, construction of the stormwater facility, placement of the fence and landscaping. All the site work should be completed by the end of August. We should have final clean-up finished at the old Clearbrook site by Friday, August 10, 2018.

2-Update on the Frederick County Recycling Program and Contract

Gloria Puffinburger, Solid Waste Manager, updated the committee on the recycling program and the hauling contract. The recycling program is still very successful, and we work very hard to ensure we have good, viable markets. We discussed the current China ban on foreign recyclables and how the United States is adjusting many of the markets to respond to the ban. Our local recycler has many domestic markets, so we are in good shape for now.

We discussed that the reimbursement for the recycled paper markets have went away. At one time, Frederick County received reimbursements on recycled paper collections, but the market return has diminished. However, we still have a very robust recycling program and the waste diversion is very important in managing our tonnage at the landfill. We will work on educating the citizens and businesses to work harder on minimizing contamination of the collection units. This will help our recycled items continue to find good recycling markets.

We are entering our fourth year of our waste collection contract with Allied Waste. The costs have gone up due to allowed Consumer Price Index (CPI) increases and a small tipping fee increase at the Landfill.

3-Update on the ongoing regional rainfall event affecting Frederick County

Over the past three (3) months, our region has experienced a higher than normal rainfall event. Most areas have received 30-40 inches of rain since April 1, 2018. We have had impacts to many of the citizens in the form of drainage complaints related to flooded basements, water ponding in yards, major washouts of roads, driveways, etc. Staff have responded to over a hundred calls and have done their best to assist when we can.

We have had a lot of road damage at Shawneeland and will be fixing culverts and roads over the next few months. Due to the severity of the damage, a contractor, Perry Engineering

Company, Inc., has come in to assist with some of the major repairs while the staff works on road, ditch and culvert repairs. We estimate that several hundred thousand dollars will be spent to repair the roads.

As the costs come in for the repairs, funds from the Shawneeland reserve will need to be transferred to off-set these extra costs. We also informed the committee that we will need to evaluate the current sanitary district fee structure during the budget process to ensure adequate funding is available in the future. The current annual fees are \$560 for improved lots and \$190 for unimproved lots.

We have also had many problems at the Regional Landfill due to the heavy rains. We have experienced some significant leachate by-passes over the last couple of months which have resulted in violations of our DEQ solid waste permit. Staff have been very transparent and upfront with DEQ officials and continue to work on solutions and determine some future projects that can help us handle the large rain events in the future. We are currently designing a large leachate holding pond with a capacity of over 3,000,000 gallons. We anticipate the costs to build this pond to be over two million dollars. Funding for these projects is available in the Landfill's Reserve Fund balance.

We also need to upgrade the leachate force mains and do several other smaller projects to help the Landfill better cope with future large rain events and assist in compliance with DEQ regulations. We will continue to coordinate the design with the Landfill consultant, SCS Engineers and DEQ.

There has also been an on-going issue with sludge that the Landfill is receiving from the Opequon Wastewater Reclamation Facility (OWRF). They changed their process almost two (2) years ago and their new process has sludge coming into the Landfill with high moisture and low solids. The sludge has properties similar to jello. In working with the Frederick Winchester Service Authority (FWSA) and OWRF staff, they have obtained another contract which allows them to haul the sludge to a Landfill in Pennsylvania. Ultimately, they are seeking permission from Virginia DEQ to obtain a land application permit to spread the sludge as a class A biosolids. They started shipping the biosolids to Pennsylvania this week. The removal of most of the sludge from OWRF will really improve our Landfill operations and help us in the future as we develop the landfill and strive to comply with DEQ regulations.

4-Discuss a request from Wilde Acres/Mountain Falls Park to become a Sanitary District

Recently, Frederick County received a request from the Wilde Acres/Mountain Falls community to become a sanitary district. There have been some recent changes to Virginia law that transfers the responsibility regarding the creation of a sanitary district from the state to the Board of Supervisors in localities.

The Board of Supervisors at their June 13, 2018 meeting sent a request to the Public Works Committee to study and research creating a sanitary district. After some discussion occurred during the Public Works Committee Meeting, the committee recommended that an ad hoc subcommittee be formed to work with staff to determine the feasibility of forming a sanitary district at Wilde Acres/Mountain Falls Park. The other task is to create a guidance document to set up procedures for any future requests to create a sanitary district in Frederick County. A motion regarding the creation of a subcommittee was made by citizen member Harvey "Ed" Strawsnyder and the motion was seconded by Supervisor Wells. The committee unanimously approved the motion. The following committee members volunteered to serve on the ad hoc subcommittee:

Committee Chairman McCarthy
Supervisor Lofton
Committee Member Ed Strawsnyder

The subcommittee will look at general guidelines in creating a new sanitary district, review costs to bring the roads up to certain minimum road standards, long term financing, estimated annual fees, etc. Also, since this will require a lot of staff time, the subcommittee will determine how much effort is reasonably expected of staff to determine the guidelines and

proposed costs. It is anticipated that the review by the ad hoc subcommittee could take 2-3 months before reporting back to the Public Works Committee.

5-Discuss proposed carry forward requests from Solid Waste, Animal Shelter and Landfill

a. Solid Waste Budget 10-4203-000

Line item 10-4203-3004-01 Repair and Maintenance/Equipment. Request to carry forward \$19,500.00 for rehabilitation of the old compactor unit being removed from the Clearbrook Convenience Center which will be used at a future site.

Line item 10-4203-3004-03 Repair and Maintenance/Building. Request to carry forward \$45,000.00 for site improvements at the Middletown Convenience Site. Work was planned for FY 17/18 but was not completed.

Line item 10-4203-3010-00 Contractual Services. Request to carry forward \$75,000.00 for anticipated increased collection costs of the refuse collection and recycling program.

Line item 10-4203-9003-00 Lease/Rent Land. Request to carry forward \$6,000.00 for payment of the Greenwood Convenience Site lease from Greenwood Fire Hall.

The total for the four requests are \$145,000.00. A motion was made by Supervisor Wells to approve the request and was seconded by member Ed Strawsnyder. The motion was unanimously approved by the committee to be sent to the Finance Committee for further consideration.

b. Solid Waste Budget 10-4203-8900-00

We requested that all unspent funds left over from this line item be carried forward for the completion of the Stephenson Convenience Center. Since we are at year end, we can not determine an exact amount. A motion was made by Supervisor Wells and seconded by Supervisor Lofton recommending the carry forward request. The committee unanimously approved the motion to be sent to the Finance Committee for further consideration.

c. Animal Shelter Budget 10-4305-000

Line item 10-4305-3001-00 Professional Health Services. Request to carry forward \$6,521.00 which is the unused portion of the spay/neuter funding. The funds were appropriated from the Fleming donation for spaying and neutering shelter pets.

Line item 10-4305-3002-02 Professional Services Engineering and Design. Request to carry forward \$6,727.00 which is the unused portion of the new building design fund. The funds were appropriated from the Loy donation for the design of the new shelter building.

A motion was made by member Ed Strawsnyder and seconded by member Whit Wagner recommending approval of the carry forward request. The motion was unanimously approved by the committee to be sent to the Finance Committee for further action.

d. Landfill Budget 12-4204-000

Line item 12-4204-3004-04 Repair and Maintenance-Generators. Request to carry forward \$80,000.00 to cover the remaining funds needed for maintenance of the 60,000-hour genset generator. This maintenance includes replacing the engines and upgrading the control systems.

Line item 12-4204-5408-03 Generator Spare Parts-Gas to Energy. Request to carry forward \$90,000.00 for chiller or blower replacements as needed. The gas treatment

skid has accumulated over 60,000 hours of operation and has begun to experience increased breakdowns of blowers and gas chilling equipment.

Line item 12-4204-8006-00 Construction Vehicles and Equipment. Request to carry forward \$206,000.00 for a back up trash compactor. Currently, the Landfill owns two Caterpillar 826k compactors. During times when either of those compactors are down the current practice is to maintain a compactor at the MSW Landfill and either close down the CDD Landfill or use a loader to pile the CDD waste up until both compactors are back in service. Current trends of increased downtime due to electrical and electronics on the equipment along with continued uptake in waste flow make it difficult to continue the current practice and maintain adequate compaction of all waste.

Line item 12-4204-8900-00 Improvements other Than. Request to carry forward \$3,330,000 for an additional leachate collection pond and blasting of MSW Cell 3A. These projects are currently moving forward but contracts for the work were not issued before the end of FY 17/18.

A motion was made by member Ed Strawsnyder and seconded by Supervisor Wells recommending approval of the carry forward requests. The motion was unanimously approved by the committee to be sent to the Finance Committee for further consideration.

6-Acquisition/Disposition of Real Estate

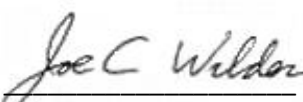
A Closed Session was convened in Accordance with the Code of Virginia, 1950, as Amended, Section 2.2-3711, Subsection A, (3), for discussion or consideration of the acquisition of real property for a public discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the public body.

The Public Works Committee of Frederick County certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed, or considered by the Committee.

Respectfully submitted,

Public Works Committee

J. Douglas McCarthy, Chairman
Gary A. Lofton
Robert W. Wells
Whitney "Whit" L. Wagner
Gene E. Fisher
Harvey E. "Ed" Strawsnyder, Jr.

By 
Joe C. Wilder
Public Works Director

JCW/kco

Attachments: as stated

cc: Kris Tierney, County Administrator
Jay Tibbs, Deputy County Administrator
Ron Kimble, Landfill Manager
Gloria Puffinburger, Solid Waste Manager

Rod Williams, County Attorney
Erin Swisshelm, Assistant County Attorney
Bill Orndoff, Treasurer
Wayne Corbett, Deputy Treasurer
Mike Stewart, Senior Project Manager
Kevin Alderman, Shawneeland District Manager
Kathy Whetzel, Animal Shelter Manager
file



MEMORANDUM

TO: Public Works Committee
FROM: Joe C. Wilder, Director of Public Works *JCW*
SUBJECT: Meeting of July 31, 2018
DATE: July 26, 2018

There will be a meeting of the Public Works Committee on Tuesday, July 31, 2018 at 8:00 a.m. **in the conference room located on the second floor of the north end of the County Administration Building at 107 North Kent Street, Suite 200.** The agenda thus far is as follows:

1. Update on the new Stephenson Citizen Convenience Site. (Replacement for the Clearbrook site.)
2. Discuss/ update on County recycling program and contract
3. Discuss/update on issues related to ongoing regional rainfall event affecting several Public Works Departments and the County
4. Discuss request by Wilde Acres/ Mountain Falls Park to become a Sanitary District
5. Discuss proposed FY 2017/2018 Carry Forward Requests (**Attachment 1**)
(Solid Waste budget, Animal Shelter budget, Landfill budget)
6. Acquisition/Disposition of Real Estate – The meeting will convene to a closed session in accordance with the Code of Virginia §2.2-3711 Subsection A, (3), Acquisition and Disposition of Real Estate.
7. Miscellaneous Reports:
 - a. Tonnage Report: Landfill
(**Attachment 2**)
 - b. Recycling Report
(**Attachment 3**)
 - c. Animal Shelter Dog Report:
(**Attachment 4**)
 - d. Animal Shelter Cat Report
(**Attachment 5**)

JCW/kco

Attachments: as stated



ATTACHMENT 1

MEMORANDUM

TO: Public Works Committee

FROM: Gloria M. Puffinburger ^{-GMP}
Solid Waste Manager

THROUGH: Joe C. Wilder
Director of Public Works

RE: Carry forward Requests from FY 17/18 to FY 18/19

DATE: July 25, 2018

We are requesting that the following funds be carried forward from the FY 17/18 Solid Waste budget and into the FY 18/19 budget. The total amount of the request is \$145,500 and is itemized as follows:

- **Line item 10-4203-3004-01 (*Repair and Maintenance/Equipment*)** -- \$19,500 for rehabilitation work for the old compactor unit being removed from Clear Brook which will be used at a future site.
- **Line item 10-4203-3004-03 (*Repair and Maintenance/Building*)** -- \$45,000 for site improvements at the Middletown convenience sites. Planned work was delayed during the current fiscal year due to a lack of contractors interested in performing the work and weather conditions. The work is still needed.
- **Line item 10-4203-3010-00 (*Contractual Services*)** -- \$75,000 for anticipated increased collection costs of refuse collection and recycling program
- **Line item 10-4203-9003-00 (*Lease/Rent of Land*)** -- \$6,000 Payment of Greenwood lease.

If this request is approved by the Public Works Committee, we will forward this request to the Finance Committee for further consideration.

CC: file

FREDERICK COUNTY - ANIMAL SHELTER

Kathy M. Whetzel
Shelter Manager
540/667-9192 ext. 2502
FAX 540/722-6108
E-mail: kwhetzel@fcva.us

MEMORANDUM

TO: Joe Wilder, Director of Public Works
FROM: Kathy M. Whetzel, Shelter Manager
SUBJECT: FY 17/18 Carry Forwards
DATE: 7/13/18

The Shelter is requesting a funding carry forward from FY 17/18 into line item 10-4305-3001-00 Professional Health Services in the amount of \$6,521.00. This amount is the unused portion of spay/neuter funding. The funds were appropriated from the Fleming donation for spaying and neutering shelter pets.

The shelter is requesting a funding carry forward from FY 17/18 into line item 10-4305-3002-02 Professional Services Engineering and Design in the amount of \$6,727.00. This amount is the unused portion of the new building design funds. The funds were appropriated from the Loy donation for the design of the new shelter building.

Please contact me if you have any questions.

KMW:hag



MEMORANDUM

TO: **Public Works Committee**

FROM: **Ron Kimble, Landfill Manager** *RK*

THROUGH: **Joe C. Wilder, Director of Public Works**

SUBJECT: **Carry Forwards to 2018/2019**

DATE: **July 23, 2018**

We are requesting that the following funds be carried over from the 2017/2018 landfill budget into the new 2018/2019 budget. The total amount of this request is \$ 3,706,000 and is itemized as follows:

12-4204-3004-04 Repair and Maintenance- Generators

We are requesting to carry forward funds remaining in this line item to cover costs associated with the 60,000 hour genset replacement. This maintenance includes replacing the engines and upgrading the control systems. We would like to carry forward \$80,000 from the FY 2017/2018 to assist with this project.

12-4204-5408-03 Generator Spare Parts- Gas to Energy

The landfill gas to energy plant has been operational since 2010, and the gas treatment skid has accumulated over 60,000 hours of operation. We are beginning to experience increased breakdowns of blowers and gas chilling equipment. We would like to request to move \$90,000 from the FY 2017/2018 budget into the 2018/2019 budget to fund chiller or blower replacement as needed.

12-4204-8006-00 Construction Vehicles and Equipment

Landfill staff have determined the need to have a backup trash compactor on site. Currently the landfill owns two Caterpillar 826k compactors. During times when either of those compactors are down the current practice is to maintain a compactor at the MSW landfill and either close down the CDD landfill or use a loader to pile the CDD waste up until both compactors are back in service. Current trends of increased downtime due to electrical and electronics on the equipment along with the continued uptake in waste flow make it difficult to

continue the current practice and maintain adequate compaction of all waste. We are working with vendors to identify a suitable used machine and anticipate making a purchase when one becomes available.

We are requesting that \$206,000 of the remaining funds from this line item in the 2017/2018 budget be moved into the 2018/2019 budget.

12-4204-8900-00 Improvements Other Than

We are requesting to carry forward \$3,330,000 into the 2018/2019 budget for this line item. These funds were allocated for the construction of an additional leachate collection pond and the blasting of MSW cell 3A. These projects are currently moving forward but contracts for the work were not issued before the end of FY 18. It is anticipated that contracts will be completed and the associated work for these projects will begin within the next two months.



(ATTACHMENT 2)
MEMORANDUM

TO: Public Works Committee
FROM: Joe C. Wilder, Director of Public Works
SUBJECT: Monthly Tonnage Report - Fiscal Year 16/17
DATE: July 26, 2018

The following is the tonnage for the months of July 2017, through June 2018, and the average monthly tonnage for fiscal years 03/04 through 17/18.

| | | |
|------------------|---------------------------|--------------------------------------|
| FY 03-04: | AVERAGE PER MONTH: | 16,348 TONS (UP 1,164 TONS) |
| FY 04-05: | AVERAGE PER MONTH: | 17,029 TONS (UP 681 TONS) |
| FY 05-06: | AVERAGE PER MONTH: | 17,785 TONS (UP 756 TONS) |
| FY 06-07: | AVERAGE PER MONTH: | 16,705 TONS (DOWN 1,080 TONS) |
| FY 07-08: | AVERAGE PER MONTH: | 13,904 TONS (DOWN 2,801 TONS) |
| FY 08-09: | AVERAGE PER MONTH: | 13,316 TONS (DOWN 588 TONS) |
| FY 09-10: | AVERAGE PER MONTH: | 12,219 TONS (DOWN 1,097 TONS) |
| FY 10-11: | AVERAGE PER MONTH: | 12,184 TONS (DOWN 35 TONS) |
| FY 11-12: | AVERAGE PER MONTH: | 12,013 TONS (DOWN 171 TONS) |
| FY 12-13: | AVERAGE PER MONTH: | 12,065 TONS (UP 52 TONS) |
| FY 13-14: | AVERAGE PER MONTH: | 12,468 TONS (UP 403 TONS) |
| FY 14-15: | AVERAGE PER MONTH: | 13,133 TONS (UP 665 TONS) |
| FY 15-16: | AVERAGE PER MONTH: | 13,984 TONS (UP 851 TONS) |
| FY 16-17: | AVERAGE PER MONTH: | 14,507 TONS (UP 523 TONS) |
| FY 17-18: | AVERAGE PER MONTH: | 15,745 TONS (UP 1,238 TONS) |

| MONTH | FY 2016-2017 | FY 2017-2018 |
|------------------|---------------------|---------------------|
| JULY | 13,391 | 15,465 |
| AUGUST | 15,724 | 17,694 |
| SEPTEMBER | 14,649 | 16,813 |
| OCTOBER | 14,160 | 15,853 |
| NOVEMBER | 13,834 | 16,109 |
| DECEMBER | 16,821 | 12,644 |
| JANUARY | 12,520 | 13,295 |
| FEBRUARY | 12,542 | 13,100 |
| MARCH | 13,216 | 15,510 |
| APRIL | 14,252 | 15,469 |
| MAY | 16,105 | 18,755 |
| JUNE | 16,873 | 18,228 |

RECYCLING REPORT - FY 17/18

ATTACHMENT 3

| <u>MONTH</u> | <u>GLASS</u> | <u>PLAST</u> | <u>AL</u>
<u>CANS</u> | <u>STEEL</u>
<u>CANS</u> | <u>PAPER</u> | <u>OCC</u> | <u>SHOES/TEX</u> | <u>ELEC</u> | <u>SCRAP</u> | <u>TOTAL</u> |
|-----------------|--------------|--------------|--------------------------|-----------------------------|--------------|------------|------------------|-------------|--------------|--------------|
| JUL | | 34,060 | 3,410 | 7,330 | 76,060 | 89,540 | 6,560 | 85,340 | 289,600 | 591,900 |
| AUG | | 37,820 | 4,370 | 7,770 | 100,380 | 95,140 | | 40,420 | 269,640 | 555,540 |
| SEP | | 35,820 | 2,205 | 4,175 | 69,480 | 83,597 | 4,860 | 37,520 | 333,060 | 570,717 |
| OCT | | 33,620 | 3,760 | 8,870 | 78,340 | 82,240 | | 39,960 | 242,741 | 489,531 |
| NOV | | 36,120 | 3,705 | 9,315 | 82,840 | 77,620 | 7,800 | 38,980 | 232,809 | 489,189 |
| DEC | | 35,860 | 2,710 | 6,750 | 81,060 | 104,000 | | 38,460 | 181,040 | 449,880 |
| JAN | | 51,520 | 3,545 | 8,515 | 100,820 | 97,550 | | 43,760 | 155,156 | 460,866 |
| FEB | | 51,700 | 6,279 | 10,650 | 101,400 | 70,960 | 6,160 | 20,980 | 151,960 | 420,089 |
| MAR | | 34,360 | 2,190 | 5,190 | 86,280 | 89,364 | 2,940 | 41,260 | 189,840 | 451,424 |
| APR | | 36,660 | 11,840 | 8,155 | 95,680 | 95,696 | | 63,680 | 262,160 | 573,871 |
| MAY | | 40,900 | 3,510 | 6,490 | 76,920 | 94,590 | 8,940 | 42,420 | 275,625 | 549,395 |
| JUN | | 36,640 | 5,700 | 11,320 | 93,860 | 64,110 | | 43,640 | 291,078 | 546,348 |
| TOTAL | 0 | 465,080 | 53,224 | 94,530 | 1,043,120 | 1,044,407 | 37,260 | 536,420 | 2,874,709 | 6,148,750 |
| FY 16-17 | 372,600 | 430,435 | 41,002 | 89,976 | 1,082,737 | 1,009,153 | 37,220 | 495,500 | 2,687,241 | 6,245,864 |
| FY 15-16 | 919,540 | 428,300 | 52,077 | 97,252 | 1,275,060 | 974,493 | 48,820 | 480,400 | 2,376,344 | 6,652,286 |
| FY 14-15 | 895,600 | 407,703 | 40,060 | 97,515 | 1,272,660 | 893,380 | 49,440 | 532,283 | 1,890,729 | 6,079,370 |
| FY 13-14 | 904,780 | 417,090 | 39,399 | 99,177 | 1,281,105 | 902,701 | 37,800 | 611,580 | 1,639,225 | 5,932,937 |
| FY 12-13 | 913,530 | 410,338 | 45,086 | 102,875 | 1,508,029 | 878,450 | 39,700 | 502,680 | 1,321,938 | 5,722,626 |
| FY 11-12 | 865,380 | 398,320 | 43,884 | 99,846 | 1,492,826 | 840,717 | 37,920 | 484,600 | 1,432,678 | 5,696,171 |
| FY 10-11 | 949,185 | 378,452 | 42,120 | 98,474 | 1,404,806 | 824,873 | 41,700 | 467,920 | 1,220,107 | 5,427,637 |
| FY 09-10 | 1,123,671 | 370,386 | 42,844 | 96,666 | 1,235,624 | 671,669 | 21,160 | 435,680 | 1,348,398 | 5,346,098 |
| FY 08-09 | 762,810 | 322,928 | 23,473 | 55,246 | 1,708,302 | 564,957 | 28,780 | 404,760 | 1,097,151 | 4,968,407 |
| FY 07-08 | 794,932 | 284,220 | 15,783 | 40,544 | 1,971,883 | 545,692 | 0 | 498,110 | 1,172,880 | 5,324,044 |
| FY 06-07 | 600,464 | 200,720 | 11,834 | 29,285 | 1,684,711 | 441,321 | 0 | 382,574 | 550,070 | 3,900,979 |
| FY 05-06 | 558,367 | 190,611 | 12,478 | 28,526 | 1,523,162 | | | 381,469 | 204,220 | 2,898,833 |
| FY 04-05 | 549,527 | 193,224 | 11,415 | 27,525 | 1,552,111 | | | 273,707 | 25,080 | 2,632,589 |
| FY 03-04 | 541,896 | 174,256 | 11,437 | 31,112 | 1,443,461 | | | 156,870 | 336,230 | 2,695,262 |
| FY 02-03 | 413,627 | 146,770 | 9,840 | 23,148 | 1,381,195 | | | 62,840 | 171,680 | 2,209,100 |
| FY 01-02 | 450,280 | 181,040 | 10,565 | 25,553 | 1,401,206 | | | 54,061 | 58,140 | 2,180,845 |
| FY 00-01 | 436,615 | 198,519 | 10,367 | 24,988 | 1,759,731 | | | | 9,620 | 2,439,840 |
| FY 99-00 | 422,447 | 177,260 | 10,177 | 22,847 | 1,686,587 | | | | 44,180 | 2,363,498 |
| FY 98-99 | 402,192 | 184,405 | 9,564 | 22,905 | 1,411,950 | | | | 48,810 | 2,079,826 |
| FY 97-98 | 485,294 | 136,110 | 13,307 | 29,775 | 1,830,000 | | | | | 2,494,486 |
| FY 96-97 | 373,106 | 211,105 | 23,584 | 46,625 | 1,690,000 | | | | | 2,344,420 |
| FY 95-96 | 511,978 | 167,486 | 28,441 | 44,995 | 1,553,060 | | | | | 2,305,960 |
| TO DATE | 14,247,821 | 6,009,678 | 548,737 | 1,234,855 | 33,150,206 | 8,547,406 | 342,540 | 6,225,034 | 17,634,721 | 87,941,078 |

DOG REPORT

| MONTH | ON HAND AT
FIRST OF MONTH | RECEIVED
AT KENNEL | BROUGHT IN
BY ACO | BITE
CASES | BORN AT
KENNEL | ADOPTED | RECLAIMED | DISPOSED | DIED AT
KENNEL | ESCAPED/
STOLEN | CARRIED OVER
NEXT MONTH |
|-------|------------------------------|-----------------------|----------------------|---------------|-------------------|---------|-----------|----------|-------------------|--------------------|----------------------------|
| JULY | 50 | 28 | 47 | 4 | 0 | 38 | 39 | 8 | 0 | 0 | 44 |
| AUG | 44 | 25 | 51 | 2 | 0 | 43 | 44 | 7 | 0 | 0 | 28 |
| SEP | 28 | 21 | 38 | 1 | 0 | 24 | 32 | 3 | 1 | 0 | 28 |
| OCT | 28 | 36 | 43 | 2 | 0 | 39 | 30 | 3 | 0 | 0 | 37 |
| NOV | 37 | 35 | 33 | 1 | 0 | 28 | 28 | 2 | 0 | 0 | 48 |
| DEC | 48 | 24 | 24 | 3 | 0 | 44 | 26 | 1 | 0 | 0 | 28 |
| JAN | 28 | 26 | 32 | 1 | 0 | 26 | 27 | 1 | 0 | 0 | 33 |
| FEB | 33 | 30 | 27 | 0 | 0 | 27 | 28 | 0 | 0 | 0 | 35 |
| MAR | 35 | 28 | 30 | 3 | 0 | 42 | 28 | 1 | 0 | 0 | 25 |
| APR | 25 | 31 | 27 | 1 | 0 | 28 | 25 | 3 | 0 | 0 | 28 |
| MAY | 28 | 48 | 41 | 1 | 0 | 31 | 42 | 3 | 0 | 0 | 42 |
| JUN | 42 | 26 | 40 | 1 | 0 | 45 | 25 | 3 | 0 | 0 | 36 |
| TOTAL | 426 | 358 | 433 | 20 | 0 | 415 | 374 | 35 | 1 | 0 | 412 |

In the month of July - 109 dogs in and out of kennel. 2 dogs transferred to rescue. 1 dog to Shenandoah County Animal Shelter.

CAT REPORT

| MONTH | ON HAND AT
FIRST OF MONTH | RECEIVED
AT KENNEL | BROUGHT IN
BY ACO | BITE
CASES | BORN AT
KENNEL | ADOPTED | RECLAIMED | DISPOSED | DIED AT
KENNEL | ESCAPED/
STOLEN | CARRIED TO
NEXT MONTH |
|-------|------------------------------|-----------------------|----------------------|---------------|-------------------|---------|-----------|----------|-------------------|--------------------|--------------------------|
| JULY | 101 | 135 | 23 | 2 | 6 | 28 | 2 | 143 | 0 | 0 | 94 |
| AUG | 94 | 183 | 24 | 2 | 8 | 43 | 1 | 150 | 2 | 0 | 115 |
| SEP | 115 | 171 | 28 | 1 | 0 | 24 | 4 | 152 | 2 | 1 | 132 |
| OCT | 132 | 153 | 14 | 1 | 0 | 26 | 3 | 167 | 2 | 0 | 102 |
| NOV | 102 | 102 | 14 | 0 | 0 | 28 | 6 | 75 | 1 | 0 | 108 |
| DEC | 108 | 69 | 7 | 0 | 0 | 53 | 7 | 61 | 0 | 0 | 63 |
| JAN | 63 | 46 | 30 | 1 | 0 | 39 | 1 | 43 | 1 | 0 | 56 |
| FEB | 56 | 68 | 11 | 0 | 0 | 28 | 0 | 38 | 0 | 0 | 69 |
| MAR | 69 | 51 | 7 | 0 | 11 | 45 | 3 | 42 | 1 | 0 | 47 |
| APR | 47 | 74 | 9 | 2 | 0 | 56 | 3 | 23 | 0 | 0 | 50 |
| MAY | 50 | 114 | 29 | 3 | 0 | 70 | 8 | 40 | 1 | 0 | 77 |
| JUN | 77 | 127 | 9 | 3 | 4 | 40 | 5 | 52 | 1 | 0 | 122 |
| TOTAL | 1014 | 1293 | 205 | 15 | 29 | 480 | 43 | 986 | 11 | 1 | 1035 |

In the month of July - 220 cats in and out of shelter.

C

TRANSPORTATION COMMITTEE REPORT to the BOARD OF SUPERVISORS
Monday, July 23, 2018
8:30 a.m.
107 NORTH KENT STREET, WINCHESTER, VIRGINIA

ATTENDEES:

Committee Members Present: Gary Lofton Chairman (Voting), Judith McCann-Slaughter (Voting), Gary Oates (Liaison PC/Voting), and James Racey (Voting)

Committee Members Absent: Barry Schnoor (Voting), Lewis Boyer (Liaison Stephens City) and Mark Davis (Liaison Middletown)

Staff Present: Assistant Director -Transportation John Bishop, Traffic Division Commander Lt. Warren Gosnell, and Kathy Smith, Secretary

ITEMS FOR INFORMATION ONLY:

1-Hayfield Road Truck Restriction: Staff gave a brief overview of the concerns that Supervisor McCarthy received from a resident of the area, which included trucks entering the roadway on the wrong side of the island at the intersection with Gainesboro Road, site distance at the crest of a hill on the roadway and the road not being wide enough for the truck traffic. Staff has scheduled a drive thru of the area with VDOT.

By Consensus, the Committee chose not to send forward a recommendation to the Board of Supervisors until further input from VDOT has been received.

2-Transportation Forum: A discussion was held with the Committee on planning the Fall Transportation Forum. The Committee would like to see the Forum held in October 2018. The day in October is to be determined based upon the availability of panel members. Some of the items that the Committee would like to see are as follows:

- County Projects Updates
- SmartScale Projects Progress
- Non-Hard-Surfaced Road Improvement Projects
- VDOT display with a focus on the Interstate 81 Corridor Study

Also, the panel guest invites to include representatives from VDOT, the Sheriff's Department, Federal and State Legislators, State Senator's Office.

3-County Projects Updates: Tevis Street Extension/Airport Road/I-81 Bridge: The VDOT comments have been received for the design plans and Staff will be meeting with VDOT to review and address those comments. The bid package items are being compiled. The consultant advises that the right-of-way plats will be completed the week of July 23, 2018.

Renaissance Drive: A meeting was held with the relevant VDOT sections on July 12th. This kicked off the 30% bridge and roadway design. The plans are at 30% and the cost estimate is expected to be completed in October 2018.

Northern Y: A meeting was also held on July 12th for the 30% design on this project from the roundabout to Route 522. Staff has met with the site manager for Volunteer Express regarding impacts to their entrances with this project. Meetings are scheduled with the Elks Club representatives regarding relocation of their entrance.

Coverstone Drive: No activity currently.

Jubal Early Drive Extension and Interchange with Route 37: No activity currently.

4-Upcoming Agenda Items: August: Ongoing Transportation Forum and Work Program Planning.

TBD: Oakdale Crossing Traffic Calming Study.

5-Other-None.

D



COUNTY of FREDERICK

Office of the County Administrator

Tel: 540.665.6382

Fax: 540.667.0370

To: Members of the Board of Supervisors
From: Ann W. Phillips, Deputy Clerk, Board of Supervisors
Date: 8-2-2018
Re: Updates to Rules and Procedures including Agenda Procedures and
Committee Appointments

Staff has been discussing changes to the adopted Rules and Procedures to improve transparency of board action on consent agenda items and to clarify the committee appointment process.

Two sections of the Rules and Procedures document are proposed for updates. The attached drafts show the proposed changes.

Section 4-1 Order of Business

-The current procedure lists the adoption of the Consent Agenda before the Citizen Comment period which, in effect, prevents the citizens from speaking on an agenda item before it is addressed by the Board. The preferred and recommended practice is to place the adoption of the Consent Agenda following the Citizen Comment period.

Section 7.1 and 7.2 Appointments

-The proposed changes in the draft specify the appointments made by the Chairman and those made via nomination by a Board member. In addition, the committee application process is clarified for the benefit of citizens and staff.

ARTICLE IV - CONDUCT OF BUSINESS

Section 4-1. Order of Business [Amended 06/11/03]; [Amended 01/14/04]; [Amended 02/14/18]

At meetings of the Board, the order of business should be as follows:

Closed Session (When Required)

Call to Order

Invocation

Pledge of Allegiance

Adoption of Agenda

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

Consent Agenda (Will contain Minutes and Committee Reports)

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

Board of Supervisors Comments

County Officials

Committee Business

Public Hearings – Non Planning Issues (When Required)

Planning Commission Business

 Public Hearings (When Required)

 Other Planning Commission/Department Business

Liaison Reports (If Any)

Citizen Comments

Board of Supervisors Comments

Adjournment

ARTICLE VII – APPOINTMENTS

Section 7-1. Appointments by the Chairman of the Board

The Chairman shall appoint members of the Board to such authorities, boards, commissions, committees or other organizations or positions as the Board shall so authorize and to appoint various citizen members to Board's standing committees.

The following positions are appointed by the Chairman each January.

STANDING COMMITTEES OF THE BOARD APPOINTED BY THE CHAIRMAN:

| | |
|---------------------------|------------------------------|
| Finance Committee | Code and Ordinance Committee |
| Human Resources Committee | Public Safety Committee |
| Public Works Committee | Technology (IT) Committee |
| Transportation Committee | |

OTHER APPOINTMENTS MADE BY THE CHAIRMAN:

Board Liaison to Fire & Rescue Association
County Representatives to the Frederick County-Winchester Joint Finance Committee

Section 7.2. Committee Appointments by the Board of Supervisors [Amended 01/25/06]; [Amended 02/14/18]

Each board member may nominate citizen members to be appointed to the various authorities, boards, commissions, and committees where a representative is needed from a member's respective magisterial district or for the county at large. (Note: A current list of boards and committees is available on the County website, www.fcva.us.) A majority vote of those board members present shall be required to appoint a nominee to said authority, board, commission, or committee. Prior to Board action on a prospective nominee, the following process shall be followed:

1. Applications are required for positions on bodies created by the Board of Supervisors. For non-Frederick County boards such as regional or community-based bodies, the Board of Supervisors will accept and consider nominations from those boards while reserving the right to appoint its preferred candidate. The application form, or Committee Appointments Informational Data Sheet, for vacancies is available on the County website, www.fcva.us, or through Board members and the County Administrator's Office. A completed application (Informational Data Sheet) shall be required for all initial nominations; however, a completed application (Informational Data Sheet) for candidates being reappointed shall not be required.
2. Applications ~~shall~~ must be received in the County Administrator's Office ~~up to~~ by 5:00 p.m. on the ~~Thursday~~ Wednesday preceding a Board meeting in order ~~that they might~~ to be included in the agenda for review by the members of the Board.
3. Any applications received after the deadline specified above will be held for review until the next regularly scheduled meeting of the Board.

E



BOARD OF SUPERVISORS

RESOLUTION FISCAL YEAR 2018-2019 BUDGET AMENDMENT

WHEREAS, Pursuant to Section 15.2-2507 of the Code of Virginia, 1950, as Amended, the Frederick County Board of Supervisors, meeting in regular session on August 8, 2018, (public hearing held on July 25, 2018), took the following action:

NOW, THEREFORE, BE IT RESOLVED, by the Board of Supervisors that the FY 2018-2019 Budget be Amended to Reflect:

School Construction Fund Supplemental Appropriation in the Amount of \$45,500,000.00 for the Acquisition of Land, Design and Construction of a Replacement Robert E. Aylor Middle School.

Upon motion made by _____ and seconded by _____, the above budget amendment and supplemental appropriation was _____ by the following recorded vote:

| | | | |
|-------------------------|-------|-----------------------|-------|
| Charles S. DeHaven, Jr. | _____ | Blaine P. Dunn | _____ |
| Gary A. Lofton | _____ | Shannon G. Trout | _____ |
| J. Douglas McCarthy | _____ | Judy McCann-Slaughter | _____ |
| Robert W. Wells | _____ | | |

A COPY ATTEST:

Kris C. Tierney
Clerk, Board of Supervisors
County of Frederick, Virginia

Resolution - Fiscal Year 2018-2019 Budget Amendment
Board of Supervisors Meeting of August 8, 2018
Page 2

cc: Dr. David T. Sovine, School Superintendent
Patty D. Camery, School Finance Director
Cheryl B. Shiffler, Finance Director
C. William Orndoff, Jr., Treasurer

U:\TJP\resolutions\BudgetAmendment(FY2018-2019(ReplacementAylorSchool)080818BdMtg).docx



COUNTY of FREDERICK

Jay E. Tibbs
Deputy County Administrator

540/665-5666
Fax 540/667-0370

E-mail:
jtibbs@fcva.us

MEMORANDUM

| | |
|----------|---|
| TO: | Board of Supervisors |
| FROM: | Jay E. Tibbs, Deputy County Administrator <i>Jay E. Tibbs</i> |
| SUBJECT: | Request from School Board re: Appropriation for Replacement Robert E. Aylor Middle School in the Amount of \$45,500,000 |
| DATE: | June 22, 2018 |

Attached please find a resolution adopted by the Frederick County School Board, at its June 19, 2018 meeting, seeking an appropriation in the amount of \$45,500,000 for the replacement of the Robert E. Aylor Middle School.

As you might recall, the Board of Supervisors at its May 23, 2018 meeting previously adopted a resolution regarding funding for a replacement Robert E. Aylor Middle Schools. In that resolution, the Board of Supervisors expressed its willingness to consider the request for an appropriation of up to \$45,500,000 for the acquisition of land for and the construction of a new Robert E. Aylor Middle School, provided that:

1. The facility does not exceed 140,000 square feet in floor area;
2. The facility will have capacity for 900 students;
3. The facility will be expandable;
4. The facility will not be subject to any unresolved VDOT comments or issues, including that vehicular ingress and egress to the facility shall be safe and appropriate; and
5. The School Board will designate the existing Aylor Middle School property as surplus for conveyance back to the County, promptly upon the opening of the new Aylor Middle School.

This request is being presented to the Board of Supervisors for consideration. The action being sought from the Board would be to schedule a public hearing for your July 25, 2018 meeting to amend the Fiscal Year 2018 -2019 budget to reflect: School Construction Fund supplemental appropriation in the amount of \$45,500,000 for the construction of the replacement Robert E. Aylor Middle School.

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

Attachment

**RESOLUTION
OF THE COUNTY SCHOOL BOARD OF
FREDERICK COUNTY, VIRGINIA
SEEKING APPROPRIATION FOR
REPLACEMENT ROBERT E. AYLOR MIDDLE SCHOOL
IN THE AMOUNT OF \$45,500,000.00**

RECITALS

WHEREAS, the supervision of Frederick County Public Schools (the "Division") is vested in the County School Board of Frederick County, Virginia (the "Board"), a Virginia public body corporate, which holds the authority to manage and control the property of the school division and provide for the erecting, furnishing and equipping of necessary school buildings; and

WHEREAS, the Frederick County Board of Supervisors, Virginia (the "Supervisors"), approved the Robert E. Aylor Middle School addition and renovation through annual adoptions of the Capital Improvements Plan since 2004; and

WHEREAS, the Board conducted an extensive condition study and evaluation of Robert E. Aylor Middle School's major building systems, building finishes, and site amenities in December of 2013, amended July 2017, in preparation for preliminary design detail; and


WHEREAS, the Supervisors have, by adopting a resolution on May 23, 2018, denied the Board's request for \$52,000,000.00 and shared "a willingness to consider" an appropriation of up to \$45,500,000.00 for the acquisition of land for and the construction of a new Robert E. Aylor Middle School provided that the facility does not exceed 140,000 square feet in floor area; will have capacity for 900 students; will be expandable; will not be subject to any unresolved Virginia Department of Transportation comments or issues, including that vehicular ingress and egress to the facility shall be safe and appropriate; and that the School Board will designate the existing Aylor Middle School property as surplus, for conveyance back to the county, promptly upon opening the new Aylor Middle School.


NOW, THEREFORE, BE IT RESPECTFULLY RESOLVED BY THE COUNTY SCHOOL BOARD OF FREDERICK COUNTY, VIRGINIA:

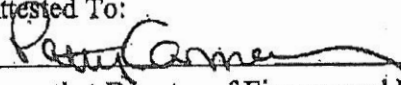
1. The Board requests a supplemental appropriation to the FY2019 School Construction Fund in the amount of \$45,500,000.00 for the acquisition of land, design and the construction of a new Robert E. Aylor Middle School.
2. The Board states its willingness to consider the Supervisors' request that the facility does not exceed 140,000 square feet in floor area; will have capacity for 900 students; will be expandable; will not be subject to any unresolved Virginia Department of Transportation comments or issues, including that vehicular ingress and egress to the facility shall be safe and appropriate; and that the School Board will designate the existing Aylor Middle School property as surplus, for conveyance back to the county, promptly upon opening the new Aylor Middle School.

3. Based upon market conditions and the funds appropriated for the project, the Board shall construct the school to accommodate the greatest number of students and possible future expansion without affecting the ability to implement current instructional pedagogy and the integration of technology.
4. The Board shall construct the new school in compliance with the regulations of the Board of Education and the Uniform Statewide Building Code (§22.1-140).
5. The Division Superintendent shall approve the design of the school in accordance with the Code of Virginia (§22.1-140).
6. The school plans shall be reviewed and approved according to Frederick County Ordinance by the Chief Building Official and appropriate state or federal agencies with jurisdiction such as the Virginia Department of Transportation. It is understood and memorialized in this resolution that the Chief Building Official is an agent of the Supervisors and has full and absolute authority to only approve school construction permits for projects where all agency comments have been addressed to the Chief Building Official's satisfaction.

BE IT FURTHER RESOLVED, that this Resolution supersedes the Board's resolution adopted on February 6, 2018, which requested a supplemental appropriation of \$52,000,000.00 for a replacement Robert E. Aylor Middle School and shall take effect immediately upon its passage.


 Dr. John J. Lamanna, Chair


 Clerk, Frederick County School Board

Attested To:
 (Name)
 Executive Director of Finance and Deputy Clerk

6/19/18 (Date)

Recorded Vote

Moved By: MR. WRIGHT

Seconded By: MR. THATCHER

Yeas: 5

Nays: 1

**Frederick County Public Schools
Capital Improvement Plan Borrowing Schedule
Based on CIP**

Updated June 18 to reflect \$45.5 million for Aylor

| Date of Debt Issue | 4th High School | Replacement Aylor Middle School | Sherando High School Renovations & Additions | Dowell J. Howard Addition and Renovation | Phase II APR Elementary School | Renovation Bass-Hoover Elem. | 12th Elementary School | Armel Addition | Total Borrowing |
|----------------------------|-----------------|---------------------------------|--|--|--------------------------------|------------------------------|------------------------|----------------|-----------------|
| <i>\$ in millions</i> | | | | | | | | | |
| Opening Date | Aug-23 | Aug-21 | | | Jul-22 | | Aug-20 | Aug-22 | |
| Proffers 7/8/15 | \$ 1.20 | | | | | | \$ 1.50 | \$ 0.50 | \$ 3.20 |
| Previous and other funds | \$ 4.30 | | | | | | \$ - | \$ - | \$ 4.30 |
| Spring 2018 | | | | | | | \$ 6.75 | | \$ 6.75 |
| Fall 2018 | | \$ 7.66 | | | | | \$ 10.80 | | \$ 18.46 |
| Spring 2019 | | \$ 6.34 | | | | | \$ 8.10 | | \$ 14.44 |
| Fall 2019 | | \$ 9.14 | | | | | \$ 1.35 | | \$ 10.49 |
| Spring 2020 | | \$ 9.14 | | | | | | | \$ 9.14 |
| Fall 2020 | | \$ 6.61 | | | | | | | \$ 6.61 |
| Spring 2021 | | \$ 6.61 | | | | | | | \$ 6.61 |
| Fall 2021 | | | | | | | | | \$ - |
| Spring 2022 | | | | | | | | | \$ - |
| Fall 2022 | | | | | | | | | \$ - |
| Spring 2023 | | | | | | | | | \$ - |
| Fall 2023 | | | | | | | | | \$ - |
| Spring 2024 | | | | | | | | | \$ - |
| Fall 2024 | | | | | | | | | \$ - |
| Spring 2025 | | | | | | | | | \$ - |
| Fall 2025 | | | | | | | | | \$ - |
| Spring 2026 | | | | | | | | | \$ - |
| Future Borrowings | | | | | | | | | \$ - |
| Total CIP Borrowings | \$ - | \$ 45.50 | \$ - | \$ - | \$ - | \$ - | \$ 27.00 | \$ - | \$ 72.50 |
| Grand Total - Project Cost | \$ 5.50 | \$ 45.50 | \$ - | \$ - | \$ - | \$ - | \$ 28.50 | \$ 0.50 | \$ 76.80 |

F



COUNTY of FREDERICK

Kris C. Tierney
County Administrator

540/665-6382

Fax: 540/667-0370

E-mail: ktierney@fcva.us

MEMORANDUM

TO: Board of Supervisors
FROM: Kris C. Tierney, County Administrator *KCT*
DATE: August 1, 2018
RE: Committee Appointments

Listed below are the vacancies/appointments due through September 2018. 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

Board of Building Appeals

David W. Ganse – Frederick County Representative
231 Soldiers Rest Lane
Winchester, VA 22602
Term Expires: 11/10/18
Five year term.

*(The Board of Building Appeals is comprised of six members. Members serve a five year term. **Members should, to the extent possible, represent different occupational or professional fields of the building industry. At least one member should be an experienced builder and one other member should be a licensed professional engineer or architect.**)*

JUNE 2018

Historic Resources Advisory Board

Denny Perry – Member-At-Large Representative
435 Woodchuck Lane
Winchester, VA 22602
Home: (540)667-9658
Term Expires: 06/23/18

Four year term

(See Attached Application of Steve A. Cantu.) (Mr. Perry does not wish to be reappointed.) *(The Historic Resources Advisory Board is comprised of nine members, one member from each magisterial district and three members at large.)*

Winchester Regional Airport Authority

Robert Bearer – Frederick County Representative
140 Kinross Drive
Winchester, VA 22602
Phone: (540)550-1898
Term Expires: 06/30/18
Four year term

(Frederick County has four representatives on the Winchester Regional Airport Authority. Members are eligible for reappointment.)

Winchester-Frederick County Tourism Board

Joint Appointment with the City of Winchester

Dan Martin – Private Sector Rep. (Lodging Industry-Hampton Inn & Suites)
General Manager
Hampton Inn & Suites
170 Getty Lane
Winchester, VA 22602
Office: (540)722-2722
Term Expires: 06/30/18

(Mr. Martin is not eligible for reappointment.)

Eric Campbell – Non Profit Sector Rep. (Cedar Creek and Belle Grove National Historic Park)
P. O. Box 700
8695 Valley Pike
Middletown, VA 22645
Phone: (540)868-9176
Term Expires: 06/30/18
Three year term

(Mr. Campbell is not eligible for reappointment.)

(Staff is waiting to hear from Winchester City Council as to their action on the recommendation from Tourism Director and Tourism Board on the appointment of Lani Peterson to fill seat of Dan Martin and Shannon Moeck to fill seat of Eric Campbell.) *(The Tourism Board was formed by Joint Resolution of the Board of Supervisors and the City Council in April 2001. Members serve a three year term and may only serve two consecutive terms. Recommendation for appointment is contingent upon like approval by the City of Winchester.)*

AUGUST 2018

Conservation Easement Authority

Elaine Cain – Frederick County Representative
444 Fair Lane
Winchester, VA 22603
Home: (540)722-4882
Term Expires: 08/24/18
Three year term

(Staff has been advised that Elaine Cain is willing to continue serving if it is the desire of the Board.)

Charles Triplett – Planning Commission Representative
150 Lone Willow Lane
Gore, VA 22637
Home: (540)877-1380
Term Expires: 08/24/18
Three year term

(Staff has been advised that Charles Triplett is willing to continue serving if it is the desire of the Board.)

Robert Solenberger – Frederick County Representative
c/o Fruit Hill Orchard
P. O. Box 2368
Winchester, VA 22604
Home: (540)662-2938
Term Expires: 08/24/18
Three year term

*(The Authority consists of seven citizen members, one member from the Board of Supervisors and one member from the Planning Commission. **Members shall be knowledgeable in one or more of the following fields: conservation, biology, real estate and/or rural land appraisal, accounting, farming, or forestry.** Members serve a three year term and are eligible for reappointment.)*

SEPTEMBER 2018

Economic Development Authority (EDA)

Heather M. McKay – Frederick County Representative
2965 Cedar Creek Grade
Winchester, VA 22602
Home: (540)545-8698
Term Expires: 09/10/18
Four year term

Bob Claytor – Frederick County Representative
HN Funkhouser & Co.
2150 S. Loudoun Street
Winchester, VA 22601
Office: (540)662-0833
Term Expires: 09/10/18
Four year term

(As the Board may recall, the Industrial Development Authority was renamed the Economic Development Authority via public hearing at the Board of Supervisors meeting of January 8, 2014 and reorganization of the authority was completed during 2014. There are seven members on the authority and they serve a four year term.)

Shenandoah Area Agency on Aging (SAAA)

Thomas P. Reed – Frederick County Representative
113 Canyon Road
Winchester, VA 22602
Home: (540)722-8880
Term Expires: 09/30/18
Four year term

(Mr. Reed is not eligible for reappointment.) (Attached for your information is a Board position description and By-Laws which have been provided by the Area Agency on Aging.)

*(Frederick County has two members on this board. According to agency by-laws, members may only serve two terms. The Board of Supervisors will need to **nominate** an individual for appointment/reappointment, with final appointment being made by the Area Agency on Aging Board.)*

Northern Shenandoah Valley Regional Commission (NSVRC)

Kris C. Tierney, County Administrator – Frederick County Representative

Eric R. Lawrence, Director, Frederick Water – Frederick County Representative
(The Board may recall that Eric Lawrence served on the Commission in his capacity at the time of Planning Director and was asked to remain on the Commission when he was appointed as Director of Frederick Water.)

Jay E. Tibbs, Deputy County Administrator – Serves as Fred. County Alternate

Terms Expire: 09/30/18
Three year term

(Elected Officials serve their elected term of office while others serve a three year term. Current County representatives on the Commission are Supervisors Blaine Dunn and Shannon Trout, County Administrator Kris Tierney, and Frederick Water Director Eric Lawrence. Deputy County Administrator Jay Tibbs serves as the alternate.)

KCT/tjp

Attachments

July 19, 2018

Candice Perkins
Assistant Director
Frederick County Department of
Planning & Development
107 North Kent Street
Winchester, Virginia 22601

Ms. Perkins,

This morning I completed the online form and submitted it for consideration for the Frederick County Historic Resources Advisory Board position that Mr. Gary Crawford informed me about. As far as a job resume, as I'm now retired, I have slightly modified the most recent version that I composed while still employed. It conveys an overview of my 37 year work history that included 12 relocations, including a 20 month assignment in Brazil.

I am originally from San Antonio, Texas but moved to Virginia during my third-grade school year. I graduated from Woodbridge Senior High School and Virginia Tech, then accepted my initial full-time job in Canton, NC. Twelve relocations later, we chose to retire in Winchester, VA in 2015 so that we could both be near family in Woodbridge, Leesburg, and Annandale, yet be removed from the beltway and I-95 congestion. Being one who has appreciated history since my 4th grade 'Virginia History' year, choosing an area that offered local history and a college was also a key part of our criteria. After being offered opportunities to move within the corporate world that my company selected, deciding on a place of our choosing proved to be an interesting process and we couldn't be happier with our decision to retire in the Winchester area.

If possible, I would like to spend some time with you to better understand how the Historic Resources Advisory Board functions. I accessed and have read the information on the county website which is helpful, but I have a couple of general questions that remain.

Take care and I look forward to hearing from you at your convenience.

Regards,

Steve A. Carta

Frederick County Board of Supervisors

Committee Appointments

Informational Data Sheet

Contact Information

| | | | |
|---------------------------|-------------------------|-----------------|--------------|
| Name: | STEVE A CANTU | Home Phone #: | [REDACTED] |
| Home Address: | 528 STONYMEADE
DRIVE | Office Phone #: | Not answered |
| Home Address City, State: | WINCHESTER, VA | Cell Phone #: | [REDACTED] |
| Home Address ZIP: | 22602 | | [REDACTED] |

Employment/Community Information

| | | | |
|-------------------|---------|---------------------|-----|
| Current Employer: | Retired | Current Occupation: | N/A |
|-------------------|---------|---------------------|-----|

Please list any relevant civic/community activities you participate in:

- Officer of Elections - Frederick County Virginia
- Board of Directors and Office of Treasurer - Kernstown Battlefield Association
- Officer, Knights of Columbus - Sacred Heart of Jesus Church

Board/Committee Information

Board or Committee Applying for:

- (o) Frederick County Historic Resources Advisory Board

Will you be able to attend this committee's regularly scheduled meeting?

- (o) Yes

Additional information or comments you would like to provide:

Relative to history and preservation, I am a member of the following organizations:
- American Battlefield Trust (formerly Civil War Trust) since 1998, have also attended multiple annual conferences, Shenandoah Valley Battlefield Foundation - have attended several events

- Contributing/Donation member to: Preservation Historic Winchester, Preservation Virginia, Belle Grove Plantation, Ceder Creek Battlefield Association, Colonial Williamsburg, Mt. Vernon, Friends of Gettysburg, Montpelier Foundation, Museum of the Shenandoah Valley, National Trust for Historic Preservation, Shenandoah University's History Program, Thomas Jefferson Foundation

Pursuant to the Commonwealth of Virginia Conflict of Interest Act governing elected and appointed public officials, does the nature and status of your employment, business interests or ownership of property present a potential conflict of interest relative to the appointed position in which you are interested?

No

If required by applicable provision of the Conflict of Interest Act, would you be willing to file with the Deputy Clerk of the Frederick County Board of Supervisors a Public Official Disclosure Form listing all assets, business and property interest?

Yes

In lieu of a physical signature, you must type your name and today's date and select the box below before submitting this form.

Signature Name: Steve A. Cantu

Today's Date: 07/19/2018

Check here for Signature:

You may upload any supporting documentation (Resume, Cover letter, etc.) by clicking on this box and uploading your files.

STEVE A. CANTU

528 Stonymeade Drive
Winchester, VA 22602

I am a retired supply chain professional with a history of delivering business results, leading business transformation initiatives, and for project management skills. I am utilizing my retirement days to assist my father with his various needs and appointments, and to volunteer in several community/church related areas.

SUMMARY:

I have a passion to win through the implementation of process improvements that provide bottom line benefits and value to our customers and to our business, and to develop my employees for their professional growth. My areas of responsibility meet or exceed established objectives, deadlines, budgets, deliver the expected results, and have served as a model that other teams and projects have tried to emulate. I consistently score in the upper quartile in the Gallup employee engagement survey and have proven to be successful in assembling and leading work teams to deliver results that are foundational, strategic, and sustainable. I am known for being well organized, for setting correct priorities, and for excellent communication skills within and outside of my area of accountability.

KEY ACCOMPLISHMENTS:

- Project Management - International Paper do Brasil - PMO Project Lead: Led and directed a multinational team of Business, Information Technology, and Change Management professionals, who delivered a strategic, comprehensive, order-to-cash supply chain business redesign and systems project on time, under budget, and that exceeded the targeted benefits.
- International Paper, Order Services - Total Cost of Ownership: Chaired a cross-functional task team commissioned to reduce manufacturing costs which netted annual savings of over \$2.7 million
- International Paper, Converting Operations Manufacturing: Led a cross-functional team consisting of operators and supervisors that developed product quality improvement processes and standards which led to 'Supplier of the Year' recognition from a key customer

EXPERIENCE:

International Paper, - September 1977 – December 2014

Sourcing Manager, Global Sourcing – April 2011 to December 2014

As of September 2011, I have accountability for the centralized team who performs Materials Requirements Planning for IP's paper mill storerooms. I also managed the Global Sourcing consulting team who supported International Paper in \$230 million of purchases from April 2011 to 2013, and was part of the team that resolved the force majeure for a major manufacturing component during 2011.

Deployment Lead and Track Resource Lead/ Global Supply Chain, EDGE - May 2009 to March 2011
Responsible for the implementation of advanced planning functionality for the Printing and Communications Papers and Coated Paperboard businesses.

Project Management, Business Redesign and Systems Project – Oct. 2007 to April 2009

International Paper do Brasil – PMO Lead for the implementation of a major business transformation supply chain project. The primary scope was to implement standard business processes and systems for the Order-to-Cash and Purchasing functions at the corporate headquarters and 3 manufacturing locations. Responsibility included resource management, managing the budget of \$12.6 million, schedule attainment, and benefits realization of \$7.3 million per year – all met or exceeded plan. Responsible to chair and provide monthly status updates to the project steering team consisting of the business unit Executive President, Chief Financial Officer, Director of Manufacturing, Director of Supply Chain, VP Project Manager - Três Lagoas, and the Chief Information Officer for International Paper.

Track Lead, Supply Chain Project, Global Supply Chain – Sept. 2000 – Sept. 2007

Managed the Planning and Scheduling Track for International Paper's Enterprise strategic initiative to improve the company's supply chain practices and operations. This was a multiyear effort to standardize and redesign the company's business processes and systems, with the goal to both improve order fulfillment for the customer, and reduce costs and improve operational efficiencies and profitability for International Paper. The primary scope for my 60 member track included the functions of Demand Planning, Master and Replenishment Planning, and Shop Floor Scheduling primarily utilizing SAP.

Director, Converting and Outsourcing – January 1997 – August 2000

Managed the outsourcing of all products for our expanding office papers business. Responsibilities ranged from identifying and qualifying third party suppliers, to ultimately outsourcing the fulfillment of the customer's orders to their requirements and specifications. Production costs in our internal converting operations were reduced through improved production planning and scheduling, and by contracting with lower cost third party converters to convert and package specialized products during the time when office superstore distribution and sales channels were being developed.

Director, Order Services – January 1995 – September 1997

Managed the centralized organization that had accountability for accurate and timely fulfillment of customer orders for several of the company's major businesses. This included order entry, production planning, scheduling, logistics, and inventory management for 1.6 million annual tons, or \$1.2 billion of annual revenue, equal to over 20% of the corporation's total. Also included was the coordination of special packaging needs to support customer inventory, and the logistics and distribution functions. Coordinated the production supply from 3 internal manufacturing mills plus our outsourcing partners, optimizing and balancing customer service, profitability, and operating parameters.

Manager, Converting Operations - 1992 – 1995

Directed and managed 380 employees at the International Paper Mill in Courtland, AL. This \$19 million/year operational complex included all aspects of employee safety, production, product quality, budgeting, and strategic planning, for the department.

- Formed employee cross-functional teams to develop and implement processes that improved product quality and reduced waste and scrap.
- Developed the benchmark for product quality for our key account, which is a major manufacturer of copiers and printers, and won 'Supplier of the Year' recognition.

EDUCATION:

Bachelor of Science, Industrial Engineering and Operations Research 1978

Virginia Polytechnic Institute & State University, Blacksburg, VA

Shenandoah Area Agency on Aging (SAAA)

Board Position Description

General Statement of duties: Determine the policies, procedures and regulations for the Shenandoah Area Agency on Aging provide fiscal oversight; assist in raising funds to finance the organization; provide leadership for long-term and strategic planning; monitor organizational performance.

Term: 4-years

Accountability: To the Board President and the Board of Directors

Resignation: In writing to the Board Chair

Responsibilities:

1. **General**

- a. Have an affinity towards the agency on aging's mission.
- b. Know SAAA's values, vision, programs and services.
- c. Know and follow organization bylaws and other policies.
- d. Serve the organization as a whole rather than a specific interest.
- e. Maintain independence and objectivity in all organization issue
- f. Attend and support as many organization events as possible.

2. **Governance**

- a. Prepare for Board meetings by previewing information provided.
- b. Be aware that after two consecutive unexcused meetings, the Board may terminate a member.
- c. Ask substantive questions at Board and committee meetings.
- d. Be open to other points of views in Board deliberations.
- e. Support all Board decisions regardless of personal stance on decisions.
- f. Maintain confidentiality in all matters discussed at meetings.
- g. Assume leadership positions when asked.

3. **Financial**

- a. Annually, make financial contributions at a level according to personal means.
- b. Actively engage in fund raising efforts, by securing sponsors and personally supporting events.
- c. Monitor short- and long-term financial stability.

4. **Fiduciary**

- a. Always serve the public benefit.
- b. Accountable to the public at large.

5. **Public Relations**

- a. Advocate for organization when appropriate.
- b. Avoid any appearance of a conflict of interest & disclose any possible conflict to the Board.
- c. Avoid accepting any gifts or favors or making any gifts or favors related to your Board position.

6. **Relationship with Executive Director and Staff**

- a. Support the Executive Director in the performance of job duties.
- b. Consult with Executive before asking for favors or information from staff.
- c. Keep Executive informed of all activities done on behalf of organization.

Individual Board Member Goals: _____

BYLAWS

Shenandoah Area Agency on Aging

Article I – Name

The agency shall be known as Shenandoah Area Agency on Aging, Incorporated (SAAA). The agency shall be the official Area Agency on Aging of the Northern Shenandoah Valley Regional Commission, Planning Services Area 7 (PSA 7).

Article II – Authority

SAAA is chartered as an Area Agency on Aging under the Older Americans Act, Public Law 89-73. The Virginia Department for the Aging (VDA), pursuant to Virginia Code 2.2-700 and the Virginia Administrative Code, contracts with SAAA to provide services to older residents of PSA 7.

Article III - Articles of Incorporation

SAAA was incorporated as a Virginia Non-Stock Corporation (as limited by Section 501 (c) (3) of the Internal Revenue Code of 1954).

Article IV – Definitions

1. References to “region” shall mean the Northern Shenandoah Valley Regional Commission, Planning Services Area 7 (NSVRC).
2. References to “SAAA” or “Board” shall mean the Shenandoah Area Agency on Aging or the Board of Directors thereof.
3. References to “DARS” shall mean the Virginia Department for Aging and Rehabilitative Services.

Article V – Objectives

The objectives of SAAA shall be as follows:

1. to provide a variety of high quality services and opportunities that enhance the dignity and independence of older persons and promote their continued contributions to the community;

2. to enable eligible persons to live at home while maintaining a high quality of life;
3. to provide a coordinated system of services to meet the needs of the older population of the region;
4. to identify unmet needs of older persons in the region;
5. to educate the community on availability of services and provide information on accessing services;
6. to partner and coordinate with other community human service providers to enhance and expand aging service capacities;
7. to provide life enrichment opportunities for older persons;
8. to advocate on behalf of older persons;
9. to conduct periodic evaluations of all aging planning activities within the region; or as requested by local governments;
10. to actively pursue and administer grants to expand the service capacity of SAAA; and
11. to contribute to and partner with DARS in planning for aging services within the Commonwealth of Virginia.

Article VI - Service Area

SAAA shall serve the region, which includes the counties of Clarke, Frederick, Page, Shenandoah, and Warren as well as the City of Winchester.

Article VII - Board of Directors

- A. Powers and authority: SAAA shall be governed by its Board. The Board shall have the responsibility and authority to:
 1. employ the Executive Director of the SAAA, who shall serve at the pleasure of the Board;
 2. provide policy direction to the Executive Director;
 3. annually review and approve a fiscal year budget, which shall serve as the basis for the area plan submitted by the Executive Director to DARS;

4. implement policies and instructions in a manner consistent with the SAAA bylaws as well as relevant federal and state regulations;
5. elect officers of the Board in the manner provided by the SAAA bylaws;
6. review and take appropriate actions on reports and recommendations provided by the Executive Director on all policies of the SAAA;
7. appoint such committees as it may deem expedient for carrying out the objectives of the Board and to terminate the authority of any committee at any time;
8. in consultation with the Executive Director, solicit funds to support the programs of the SAAA;
9. perform such other functions as are necessary to further the objectives of the SAAA in a manner consistent with the SAAA bylaws.

B. Membership: The membership shall be as broadly representative as is possible. The Board shall consist of thirteen (13) voting members. The Executive Director is an ex-officio, non-voting member of the Board. Board members shall be appointed in accordance with the following provisions:

1. each jurisdiction named in Article VI may nominate one member;
2. the Board shall appoint the local government nominees, but the Board shall have the right not to accept any nominee it considers to be incompatible with the best interests of the SAAA and the Board; and
3. the Board may appoint up to six (6) At-Large members.
4. The Advisory Counsel will have one representative serve as a member of the Board.

C. Voting and Quorums: Each Board member shall be entitled to one vote. With the exception of special motions requiring a two-thirds vote of the quorum present, all actions taken by the Board shall require a simple majority of those members present and voting. A vote to hire or fire the Executive Director shall be a special motion. Quorums shall consist of 50% of the Board members plus one.

D. Terms of office:

1. the term of office for Board members shall be four years, and persons serving on the Board, except as provided herein, are eligible to serve for an additional four;
2. Board members shall assume office at the start of the fiscal year, except those appointed under paragraph D. 5 below.
3. except as provided herein, board members may serve two consecutive four-year terms;
4. if a Board member is filling an unexpired term of one year or less, he or she is eligible to serve two consecutive terms if reappointed;
5. within sixty (60) days to the degree possible, vacancies on the Board shall be filled for the unexpired term in the same manner as the original appointments;

Should the Executive Committee by a majority vote deem that the attendance pattern of a Board member at properly schedule Board or Committee meetings to be unacceptable, or should the performance of a Board member be deemed unacceptable for any other reason by a majority vote, then the Chair shall solicit the resignation of such a Board member. In the event that no resignation is forthcoming, then the Executive Committee shall recommend the termination of such a Board member to the Board. If the recommendation is approved by a majority vote of the Board members, then the appropriate jurisdiction shall be notified of the termination of the Board member and the nomination of a new Board member shall be solicited.

E. Board Meetings:

1. all Board meetings shall be open to the public except Executive sessions;
2. the Board shall meet in regular session at least six (6) times during each fiscal year at such specific times and places as the Chair may determine;
3. special meetings of the Board may be called at the discretion of the Chair, the Executive Committee, or upon the written request of at least three (3) Board members.
4. written notice of the time and place of every regular and special meeting of the Board shall be sent to all members at least seven days before the meeting; and
5. Board members are not personally liable for the debts, liabilities, or other obligations of the SAAA.

Article VIII – Officers

- A. SAAA officers shall consist of a Chair, Vice Chair, Secretary, and Treasurer.
- B. The officers shall be elected by the Board from its own membership based on nominees selected by a Nominating Committee or made by the by a majority of the Board during a regularly scheduled meeting.
- C. The Board shall elect its officers by no later than September of each year and new officers shall assume office on October 1st of year.
- D. Election shall be by secret ballot if there is more than one nominee for the same office.
- E. The term of each office shall be for a period of one (1) year or until a successor has been properly elected.
- F. The officers shall perform the usual duties assigned to such positions of leadership or as determined by the Board. These duties include but shall not be limited to:
 - 1. the Vice Chair shall perform all duties of the Chair in the absence of the Chair;
 - 2. the Secretary shall keep or cause to be kept accurate minutes of all meetings, present minutes at regular meetings and special meetings, and handle correspondence of the Board as needed;
 - 3. the Treasurer shall ensure that financial records are maintained in an appropriate manner;
 - 4. the Executive Director shall be responsible for briefing the Treasurer on all major financial transactions; and
 - 5. the Treasurer shall serve as Chair of the Finance Committee.
- G. Any vacancy occurring among the officers shall be filled for the unexpired portion of the term by the Board at any regular or special Board meeting.

Article IX – Committees

General: Committee appointments should be representative of the entire service area. All standing Committees shall meet at least once per year. Except where noted below, each committee shall consist of a Chair appointed by the Board Chair and a minimum of three additional Board members. The Board Chair sits as an ex-officio non-voting member on all Board Committees.

A. Executive Committee:

1. The Executive Committee shall consist of the officers of the Board, the Executive Director as a non-voting Ex-officio member, and two (2) Board members appointed by the Board Chair.
2. It shall be the function of the Executive Committee to make policy recommendations to the Board and to assist in the execution of policies established by the Board.
3. All policy changes recommended by the Executive Committee shall be reviewed by the Executive Committee prior to presentation to the Board.

B. Personnel Committee:

1. The Personnel Committee shall consist of a Chair appointed by the Board Chair, a minimum of two (2) additional Board members, and both the Board Chair and the Executive Director who shall serve as non-voting Ex-officio members.
2. It shall be the function of the Personnel Committee to assist the Executive Director in updating and or revising the employee manual for Board approval, establishing a salary structure, and reviewing the benefits package.

C. Finance Committee:

1. The Finance Committee shall consist of the Treasurer, the Board Chair and Executive Director in their capacity as non-voting Ex-officio members, plus two (2) additional Board members appointed by the Board Chair.
2. The Finance Committee shall be responsible for monitoring and reporting to the Board regarding the overall finance and accounting operations of the agency as well as on all matters relating to compliance with all applicable federal and state laws and regulations, ensuring the preparation of informative financial documents for periodic review by the Board, preparing at least annually a report of findings and recommendations for the Board, and receiving and reviewing the report of the auditor. The Committee may receive directly concerns of Board members regarding the financial positions and status of the organization.

D. Nominating Committee:

1. The Nominating Committee shall be appointed by the Chair and shall consist of at least two (two) Board members.
 2. It shall be the function of the Nominating Committee to select nominees from the membership of the Board for potential election to fill Board officer positions.
- E. Other Committees: The Board may appoint or authorize the appointment of such regular committees and or Ad Hoc committees as may be deemed necessary or appropriate to carry out the objectives of the Board.

Article X - Executive Director's Authority and Responsibility

- A. The Executive Director is the chief executive of the SAAA. The Executive Director derives his or her authority from the Board and is responsible to the Board for his or her performance. The SAAA Board sets policy and the Executive Director implements it.
- B. The Executive Director is an employee of the Board. The Executive Director may not be in total agreement with the Board. He or she is responsible, however, for discussing significant differences with the Board.
- C. The Executive Director is responsible for the administrative leadership of the SAAA. Within the SAAA, the Executive Director should organize the staff to ensure the successful completion of the SAAA mission and has the responsibility for hiring and firing staff.
- D. The Executive Director reports directly to the Board Chair. The Executive Director shall strive to fulfill all information requests from Board members. No Board member, acting as an individual, shall direct the Executive Director or any SAAA staff member. Neither shall any Board Committee direct the Executive Director or any SAAA staff member unless that Committee has been specifically empowered by the full Board to issue such directives.

Article XI - Fiscal Year and Budget

- A. The fiscal year of the SAAA shall be from October 1 through September 30.
- B. The budget shall be approved by the Board each year at the June Board meeting or as soon thereafter as is practical.

Article XII - Rules of Order

All meetings of the Board and committees appointed by the Board shall be conducted in accordance with these bylaws and in accordance with the then current edition of Robert's Rules of Order.

Article XIII – Amendments

These bylaws may be amended or repealed at any meeting of the Board by an affirmative vote of 2/3 of those members present provided that a quorum is present and notice of all proposed amendments shall have been mailed to the members of the Board at least fifteen (15) days prior to the meeting.

Appendix

Effective dates of bylaws

- ❖ Completely reviewed and adopted by the Board on August 28, 2015.

G



**APPLICATION FOR OUTDOOR FESTIVAL PERMIT
COUNTY OF FREDERICK, VIRGINIA**

(Please Print Clearly)

APPLICANT INFORMATION

Name of Applicant: Rotary Club of Winchester
 Telephone Number(s): 540.336.9114 home office cell _____ home office cell
 Address: P.O. Box 412, Winchester, VA 22604
 Contact Email: darla.mccrary1@gmail.com

FESTIVAL EVENT ORGANIZATIONAL INFORMATION

Festival Event Name of Festival: ^{43rd Annual} Shenandoah Valley Apple Harvest Festival

Cost of Admission to Festival: Free or Less Business License Obtained: Yes No

| Date(s) | Start Time | End Time | Maximum No. of Tickets Offered For Sale Per Day | Estimated No. of Attendees Per Day |
|----------------|--------------|------------|---|------------------------------------|
| <u>9/15/18</u> | <u>10 AM</u> | <u>5pm</u> | <u>not limited</u> | <u>4,500</u> |
| <u>9/16/18</u> | <u>10 AM</u> | <u>5pm</u> | <u>"</u> | <u>4,500</u> |

Location Address: Frederick County Fairgrounds
Clearbrook

Owner of Property Name(s): Fairgrounds Assoc.
 Address: _____
 (*NOTE: Applicant may be required to provide a statement or other documentation indicating consent by the owner(s) for use of the property and related parking for the festival.)

Promoter Name(s): Rotary Club of Winchester
 Address: P.O. Box 412, Winchester, VA 22604
 (*NOTE: For festivals other than not-for-profit, promoter may need to check with the Frederick County Commissioner of Revenue to determine compliance with County business license requirements; in addition, promoters who have repeat or ongoing business in Virginia may be required to register with the VA State Corporation Commission for legal authority to conduct business in Virginia.)

Financial Backer Name(s): Rotary Club of Winchester
 Address: _____

Performer Name of Person(s) or Group(s): Mojo Mothership, Robbie Limon Band
Blake Esse, Bud's Collective
 (*NOTE: Applicant may need to update information as performers are booked for festival event.)

FESTIVAL EVENT LOGISTICS INFORMATION AND DOCUMENTATION

1. Attach a copy of the printed ticket or badge of admission to the festival, containing the date(s) and time(s) of such festival (may be marked as "sample"). copy attached OR copy to be provided as soon as available
NO tickets. Hand stamp provided for anyone wanting to re-enter.
2. Provide a plan for adequate sanitation facilities as well as garbage, trash, and sewage disposal for persons at the festival. This plan must meet the requirements of all state and local statutes, ordinances, and regulations, and must be approved by the VA Department of Health (Lord Fairfax Health District).
Use on-site fixed restrooms, plus Johnny Blues wash stations, brown water tank for concessions, grease drum, dumpsters, cleanup crew
3. Provide a plan for providing food, water, and lodging for the persons at the festival. This plan must meet the requirements of all state and local statutes, ordinances, and regulations, and must be approved by the VA Department of Health (Lord Fairfax Health District).
*Pre-screened concessions
NO Lodging provided*
4. Provide a plan for adequate medical facilities for persons at the festival. This plan must meet the requirements of all state and local statutes, ordinances, and regulations, and must be approved by the County Fire Chief or Fire Marshal and the local fire and rescue company.
On-site Clearbrook EMS
5. Provide a plan for adequate fire protection. This plan must meet the requirements of all state and local statutes, ordinances, and regulations, and must be approved by the County Fire Chief or Fire Marshal and the local fire and rescue company.
On-site fire extinguishers
6. Provide a plan for adequate parking facilities and traffic control in and around the festival area. (A diagram may be submitted.)
*Parking Committee in place.
Plenty of parking for crowd expected.*
7. State whether any outdoor lights or lighting will be utilized: YES NO
 If yes, provide a plan or submit a diagram showing the location of such lights and the proximity relative to the property boundaries and neighboring properties. In addition, show the location of shielding devices or other equipment to be used to prevent unreasonable glow beyond the property on which the festival is located.
8. State whether alcoholic beverages will be served: YES NO
 If yes, provide details on how it will be controlled.
"Top + Cork" area completely screened with orange fencing with controlled access. By ticket only.

(NOTE: Evidence of any applicable VA ABC permit must also be provided and posted at the festival as required. Applicant may need to confirm with the VA ABC that a license is not required from that agency in order for festival attendees to bring their own alcoholic beverages to any event that is open to the general public upon payment of the applicable admission fee.)

FESTIVAL PROVISIONS

Applicant makes the following statements:

- A. Music shall not be rendered nor entertainment provided for more than eight (8) hours in any twenty-four (24) hour period, such twenty-four (24) hour period to be measured from the beginning of the first performance at the festival.
- B. Music shall not be played, either by mechanical device or live performance, in such a manner that the sound emanating therefrom exceeds 73 decibels at the property on which the festival is located.
- C. No person under the age of eighteen (18) years of age shall be admitted to any festival unless accompanied by a parent or guardian, the parent or guardian to remain with such person at all times. (NOTE: It may be necessary to post signs to this effect.)
- D. The Board, its lawful agents, and/or duly constituted law enforcement officers shall have permission to go upon the property where the festival is being held at any time for the purpose of determining compliance with the provisions of the County ordinance.

CERTIFICATION

I, the undersigned Applicant, hereby certify that all information, statements, and documents provided in connection with this Application are true and correct to the best of my knowledge. In addition, Applicant agrees that the festival event and its attendees shall comply with the provisions of the Frederick County ordinance pertaining to festivals as well as the festival provisions contained herein.

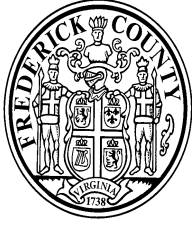
Darla McCrany
Signature of Applicant

DARLA MCCRANY
Printed Name of Applicant

Date: 7/17/18

THE BOARD SHALL HAVE THE RIGHT TO REVOKE ANY PERMIT ISSUED UNDER THIS ORDINANCE UPON NON-COMPLIANCE WITH ANY OF ITS PROVISIONS AND CONDITIONS.

H



REZONING APPLICATION #01-18

STONEWALL IV

Staff Report for the Planning Commission

Prepared: July 27, 2018

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

John Bishop, AICP, Assistant Director – Transportation

| | <u>Reviewed</u> | <u>Action</u> |
|-----------------------|-----------------|---|
| Planning Commission: | 06/06/18 | Public Hearing Held; Postponed 45 Days |
| Planning Commission: | 07/18/18 | Public Hearing Held; Recommend Approval |
| Board of Supervisors: | 08/08/18 | Pending |

PROPOSAL: To rezone 88.91+/- acres from the RA (Rural Areas) District to the M1 (Light Industrial) District with proffers.

LOCATION: The subject properties are located at the southern terminus of Lenoir Drive (Route F-732).

EXECUTIVE SUMMARY & STAFF CONCLUSION FOR THE 08/08/18 BOARD OF SUPERVISORS MEETING:

This is an application to rezone a total of 88.91+/- acres of land to the M1 (Light Industrial) District with proffers. The site is located within the limits of the Northeast Land Use Plan of the 2035 Comprehensive Plan and depicts the subject properties with an industrial land use designation. The proposed M1 Zoning is generally consistent with the Northeast Land Use Plan as it relates to this area. The properties are also located within the limits of the Sewer and Water Service Area (SWSA). **The Planning Commission recommended approval of this rezoning at their July 19, 2018 meeting.**

The proffers associated with this rezoning request are as follows:

Proffer Statement – Dated June 6, 2018, revised July 27, 2018:

1. **Development and use of the property:**
 - 1.1. Development of the property shall be limited to the construction of not more than 820,000 gross square feet and solely used for warehousing or high cube transload and short-term storage.
 - 1.2. The development of the property shall be in general conformance with the GDP.
 - 1.3. The maximum height of each building shall be 60’.
2. **Transportation:**
 - 2.1. Within 90 calendar days of a written request by the County, the Applicant shall dedicate approximately 17.05 acres to the Frederick County Board of Supervisors, as depicted on the GDP, for the future Route 37 bypass.
 - 2.2. Access to the Property shall be as shown on the GDP. Provided that access to the buildable area of the Property is not impeded or eliminated, the Applicant shall not place above grade improvements on the southeast corner of the Property near the terminus of Lenoir Drive in such a way as to preclude the construction of proposed slip ramps that are currently depicted on the graphic entitled “Eastern Road Plan – Lenoir Drive Slip Ramp Clarification,” created by the Frederick County Department of Planning and Development,

dated October 17, 2017 and attached hereto for reference. The southeast corner of the Property is subject to existing easements and/or covenants of record, as of June 6, 2018.

- 2.3. The Applicant shall contribute \$250,000 to the County for the purpose of general transportation planning, right-of-way acquisition, or construction. It shall make such contribution upon issuance of an occupancy permit for any building.

3. **Fire and Rescue:**
 - 3.1. The Applicant shall contribute to Frederick County \$0.10 per gross square foot of construction as depicted on each site plan, to be used for fire and rescue purposes in the general area.

4. **Cultural Resources:**
 - 4.1. The Applicant shall retain a qualified professional architectural historian to perform a Historic American Building Survey (HABS) – Standard Level III as defined by the National Park Service Heritage Documentation Program on the residential building and its associated architectural buildings on the property.
 - 4.2. The Applicant, working with a qualified professional architectural historian, shall inspect prior to demolition the non-heated areas of the residential building for the presence of partially hidden or obstructed historic artifacts or material.

5. **Escalator:**
 - 5.1. In the event the monetary contributions set forth in the proffer statement are paid to Frederick County within 18 months after final approval of this rezoning, said contributions shall be in the amounts stated. Any monetary contributions which are paid after 18 months following final approval shall be adjusted in accordance with the Urban Consumer Price Index (CPI-U).

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: | 06/06/18 | Public Hearing Held; Postponed 45 Days |
| Planning Commission: | 07/18/18 | Public Hearing Held; Recommended Approval |
| Board of Supervisors: | 08/08/18 | Pending |

PROPOSAL: To rezone 88.91+/- acres from the RA (Rural Areas) District to the M1 (Light Industrial) District with proffers.

LOCATION: The subject properties are located at the southern terminus of Lenoir Drive (Route F-732).

MAGISTERIAL DISTRICT: Stonewall

PROPERTY ID NUMBERS: 43-A-21, 43-A-21B, 43-19-4 and 43-A-24

PROPERTY ZONING: RA (Rural Areas) District

PRESENT USE: Residential and Agricultural

ADJOINING PROPERTY ZONING & PRESENT USE:

| | |
|--|---------------------------------------|
| North: M1 (Light Industrial) District
RA (Rural Areas) District | Use: Industrial
Residential/Vacant |
| South: RA (Rural Areas) District | Use: Residential/Route 37 |
| East: M1 (Light Industrial) District | Use: Industrial |
| West: RA (Rural Areas) District | Use: Residential/Vacant |

REVIEW EVALUATIONS:

Virginia Dept. of Transportation: The Frederick County Transportation Chapter and Northeast Frederick Area Plan of the Comprehensive Plan identifies the extension of Lenoir Drive as an on-ramp to Route 37 west as a future transportation improvement. While the Generalized Development Plan has been revised to locate the future development entrance in a manner that is not in conflict with the comprehensive plan improvement, VDOT strongly recommends Frederick County request right-of-way dedication on the subject property to accommodate the future improvement and the rezoning documents updated accordingly.

Frederick -Winchester Service Authority: Capacity consideration deferred to Frederick Water.

Frederick Water: *Please see letter from Eric R. Lawrence, AICP, Executive Director dated February 22, 2018.*

Frederick County Department of Public Works: A detailed review shall occur at the time of site plan submission.

Frederick County Fire Marshall: Plan approved.

Frederick County Department of Parks & Recreation: The application appears to meet Parks and Recreation requirements.

Planning & Zoning:

1) Site History

The original Frederick County Zoning Map (U.S.G.S. Winchester Quadrangle) identifies the subject properties as being zoned A-2 (Agricultural General) District. The County's agricultural zoning districts were subsequently combined to form the RA (Rural Areas) District upon adoption of an amendment to the Frederick County Zoning Ordinance on May 10, 1989.

2) Comprehensive Plan

The 2035 Comprehensive Plan is the guide for the future growth of Frederick County.

The 2035 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 2035 Comprehensive Plan, are the primary implementation tool and will be instrumental to the future planning efforts of the County.

Land Use

The Northeast Land Use Plan of the 2035 Comprehensive Plan identifies these properties with an industrial land use designation. The proposed M1 Zoning District is generally consistent with the Northeast Land Use Plan as it relates to this area. The land use plan depicts future Route 37 on the western boundary of the properties and access to Route 37 from Lenoir Drive via a slip ramp.

3) Potential Impacts

Transportation and Site Access

Access to the site will be via Lenoir Drive. The Applicant has proffered to dedicate right-of-way for Route 37 and right-of-way for the Route 37 slip ramp. The Applicant has also proffered to contribute \$0.30 per gross square foot of building area for the planning of this access.

A Traffic Impact Analysis (TIA) was conducted on the subject development. Studied intersections were as follows: Lenoir Drive at McGhee, McGhee at Welltown Road, Welltown Road at Route 11, Route 11 at the Southbound Exit 317 Ramps, Route 11 at the Northbound Exit 317 exit ramp, and Route 11 at the Northbound Exit 317 entrance ramp and Redbud Road. According to the TIA, which has been accepted by VDOT, the build out level of service at the studied intersections was maintained from the current level of service with the left turn onto the Exit 317 Northbound entrance ramp. This movement is degraded from a level of service C to level of service D. This is unable to be alleviated due to physical restrictions of the site.

Environment

The site is relatively flat, with the highest points situated near the center of the site and near Route 37. Redbud Run courses generally along the northern/northeast property boundary. The site contains floodplain for Redbud Run.

Historical

The Virginia Department of Historic Resources identifies one mapped property located on the subject property DHR #034-1099 - Glengary. This structure is potentially eligible for the National Register of Historic Places. The Frederick County Historic Resources Advisory Board (HRAB) considered the rezoning application at their meeting on March 27, 2018. The HRAB requested that the Applicant perform a Historic American Building Survey (HABS) – Standard Level III for the Glengary site and Institute protocols for the demolition of Glengary to ensure preservation and/or documentation of historical features. The Applicant has addressed the HRAB’s comments in their proffer statement.

4) Proffer Statement – Dated June 6, 2018, revised July 27, 2018:

1. Development and use of the property:

- 1.1. Development of the property shall be limited to the construction of not more than 820,000 gross square feet and solely used for warehousing or high cube transload and short-term storage.
- 1.2. The development of the property shall be in general conformance with the GDP.

- 1.3. The maximum height of each building shall be 60’.

2. Transportation:

- 2.1. Within 90 calendar days of a written request by the County, the Applicant shall dedicate approximately 17.05 acres to the Frederick County Board of Supervisors, as depicted on the GDP, for the future Route 37 bypass.
- 2.2. Access to the Property shall be as shown on the GDP. Provided that access to the buildable area of the Property is not impeded or eliminated, the Applicant shall not place above grade improvements on the southeast corner of the Property near the terminus of Lenoir Drive in such a way as to preclude the construction of proposed slip ramps that are currently depicted on the graphic entitled “Eastern Road Plan – Lenoir Drive Slip Ramp Clarification,” created by the Frederick County Department of Planning and Development, dated October 17, 2017, and attached hereto for reference. The southeast corner of the Property is subject to existing easements and/or covenants of record, as of June 6, 2018.
- 2.3. Within 90 calendar days of a written request by the County, the Applicant shall further dedicate such right-of-way as it may own at the terminus of Lenoir Drive for the purpose of construction of access to existing Route 37 as described in Proffer 2.2 above.
- 2.4. The Applicant shall contribute \$250,000 to the County for the purpose of general transportation planning, right-of-way acquisition, or construction. It shall make such contribution upon issuance of an occupancy permit for any building.

3. Fire and Rescue:

- 3.1. The Applicant shall contribute to Frederick County \$0.10 per gross square foot of construction as depicted on each site plan, to be used for fire and rescue purposes in the general area.

4. Cultural Resources:

- 4.1. The Applicant shall retain a qualified professional architectural historian to perform a Historic American Building Survey (HABS) – Standard Level III as defined by the National Park Service Heritage Documentation Program on the residential building and its associated architectural buildings on the property.
- 4.2. The Applicant, working with a qualified professional architectural historian, shall inspect prior to demolition the non-heated areas of the residential building for the presence of partially hidden or obstructed historic artifacts or material.

5. Escalator:

- 5.1. In the event the monetary contributions set forth in the proffer statement are paid to Frederick County within 18 months after final approval of this rezoning, said contributions shall be in the amounts stated. Any monetary contributions which are paid after 18 months following final approval shall be adjusted in accordance with the Urban Consumer Price Index (CPI-U).

PLANNING COMMISSION SUMMARY AND ACTION FROM THE 06/06/18 MEETING:

Staff provided an overview of the request and noted that a revised proffer statement was provided prior to the meeting. Mr. John Foote of Walsh Colucci Lubeley & Walsh PC, representing the Applicant provided an overview of their proposal. Mr. Foote presented diagrams that showed the slip ramp. Mr. Foote noted the entrance to the property was adjusted after discussion with Staff regarding the slip ramps. Mr. Foote provided an aerial map of the property and the surrounding area. He presented an overview of the property and its owners. Mr. Foote shared a summary of the proposed warehousing and the traffic this will generate. Mr. Foote presented the ramp design and noted the right-of-way for this design for the Route 37 bypass will be dedicated to the County at no cost when written request from the County is received. Mr. Foote mentioned the Historic Resources review, that is consistent with a specific recommendation made by the HRAB with which the Applicant is in concurrence. He concluded, the Applicant is seeking a favorable recommendation to let Stonewall IV construct 820,000 SF of low impact warehouse in an industrial area planned for that purpose that is an extension of an industrial park in which it already has three buildings that have been constructed over the last several years and would like to do more. A Commission Member requested clarification, there is no access to Route 37 from this property. Mr. Foote noted that is correct.

Two citizens spoke during the public hearing and expressed concerns over the access to the property and existing transportation concerns on Welltown Road and Martinsburg Pike.

A Commission Member inquired regarding VDOT's comments, he did not read where VDOT has sensitivity to the traffic problems being brought forth, is there a study taking place that could alleviate the issue. Staff explained there is ongoing work; the traffic study was done and there was not a lot for VDOT to grasp, it was a TIA that was not required under Chapter 527 however, the County required it because of not being comfortable bringing this rezoning forward without even looking at the traffic. He continued, the slip ramp has been on the Comprehensive Plan for some time; during the last round of SmartScale the Transportation Committee was reviewing this vigorously however, updates to the SmartScale requirements hindered this in the terms of a specific study that was now required; since that time this has been put into place through the MPO specifically an interchange justification report.

A Commission Member asked is the SmartScale application a very lengthy process. Staff replied yes, for example; the applications being submitted August 1, 2018 have been in process since last summer; the next cycle of applications will start being prepared immediately after submission of these.

A motion was made, seconded, and passed to recommend postponement for 45 days.

Yes: Marston, Ambrogi, Cline, Kenney, Triplett, Wilmot
No: Dawson, Thomas

(Note: Commissioners Mohn, Manuel, Molden, and Unger were absent from the meeting.)

PLANNING COMMISSION SUMMARY AND ACTION FROM THE 07/18/18 MEETING:

Staff reported this is a request to rezone four parcels of land that total 88.91 +/- acres from the RA (Rural Areas) District to the M1 (Light Industrial) District with proffers. Staff continued, this item was postponed at the June 6, 2018 Planning Commission meeting for 45 days to provide the Applicant additional time to address transportation concerns. Staff noted since the June 6, 2018 meeting, the Applicant has provided revised proffers that seek to address these concerns. Staff presented the updated proffers:

- 2.2 – Access to the Property shall be as shown on the GDP. Provided that access to the buildable area of the Property is not impeded or eliminated, the Applicant shall not place above grade improvements on the southeast corner of the Property near the terminus of Lenoir Drive in such a way as to preclude the construction of proposed slip ramps that are currently depicted on the graphic entitled “Eastern Road Plan – Lenoir Drive Slip Ramp Clarification,” created by the Frederick County Department of Planning and Development, dated October 17, 2017, and attached hereto for reference. The southeast corner of the Property is subject to existing easements and/or covenants of record, as of June 6, 2018.
- 2.3 – Within 90 calendar days of a written request by the County, the Applicant shall further dedicate such right-of-way as it may own at the terminus of Lenoir Drive for the purpose of construction of access to existing Route 37 as described in Proffer 2.2.
- 2.4 – The Applicant shall contribute up to \$250,000 to the County for the purpose of planning additional access to Stonewall Industrial Park. It shall make such contribution at the rate of \$0.30 per gross square foot of building ultimately constructed, to be paid upon issuance of an occupancy permit for any such building or buildings.

A Commission Member asked for clarification on what a slip ramp is. Ms. Perkins presented mapping showing the slips ramps and explained using the visual. A Commission Member asked if the \$250,000 being dedicated is just for Stonewall Industrial Park. Staff noted that is correct.

Mr. John Foote of Walsh Colucci Lubeley & Walsh PC, representing the Applicant reported after the June 6, 2018 meeting there was further discussions with Staff to address the transportation concerns. He explained to make the slip ramps more possible the dedication of the ROW land controlled by the Applicant will be dedicated; in addition, there is approximately 800,000 SF of planned development on this property and at \$0.30 per square foot of building area comes to around \$250,000. Mr. Foote noted, right now it is provided for Stonewall Industrial Park because that was what is being addressed and of little concern how the County chooses to use these funds. He continued, the TIA that was conducted demonstrates there is very little truck traffic that is coming out of this and does not affect the function of any intersection. Mr. Foote concluded this will also benefit the Inland Port. A Commission Member inquired what value is the acreage that is being dedicated. Mr. Foote explained the land would be valued at fair market value. A Commission Member asked for clarification of where the \$250,000 can be used. Mr. Foote explained it would be used for the purpose of Stonewall Industrial Park and would be payable to the County.

Rezoning #01-18 Stonewall IV
July 27, 2018
Page 9

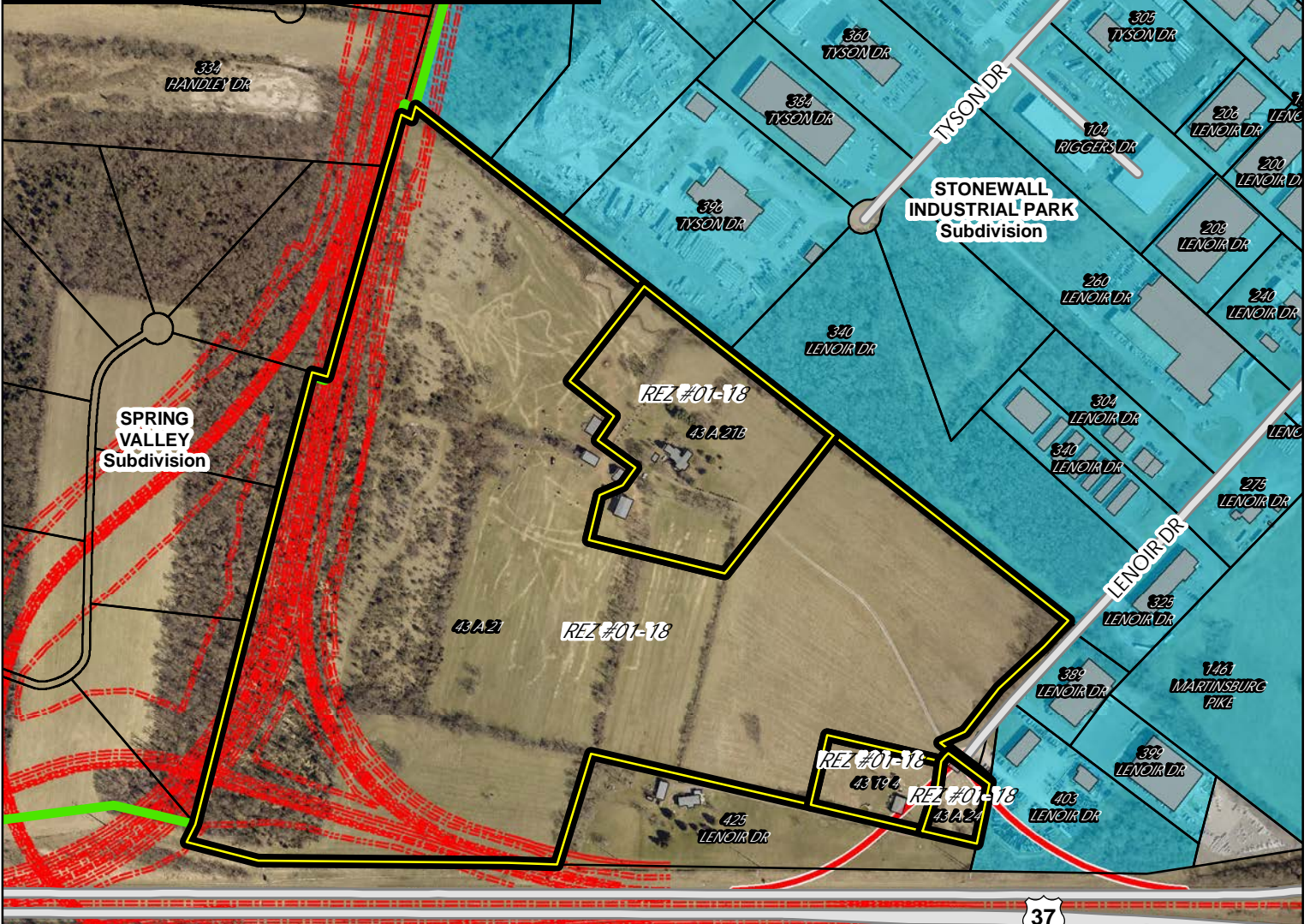
A motion was made, seconded, and unanimously passed to recommend approval of REZ #01-18 for Stonewall IV.

(Note: Commissioner Mohn was absent from the meeting; Commissioner Oates abstained.)

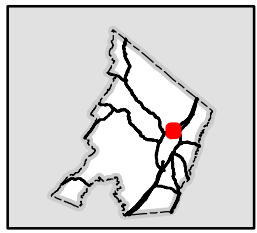
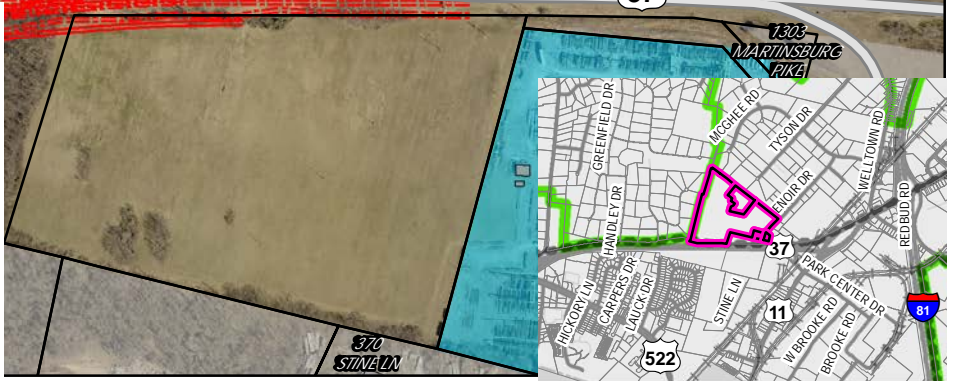
Following the required public hearing, a decision regarding this rezoning application by the Board of Supervisors would be appropriate. The Applicant should be prepared to adequately address all concerns raised by the Board of Supervisors.

REZ # 01 - 18 Stonewall IV

PINs:
43 - A - 21, 43 - A - 21B, 43 - A - 24, 43 - 19 - 4
Rezoning from RA to M1
Zoning Map

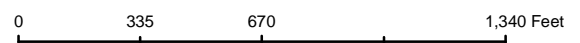


- Applications
- Sewer and Water Service Area
- Parcels
- Building Footprints
- Future Rt 37 Bypass
- B1 (Neighborhood Business District)
- B2 (General Business District)
- B3 (Industrial Transition District)
- EM (Extractive Manufacturing District)
- HE (Higher Education District)
- M1 (Light Industrial 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 Areas District)
- RP (Residential Performance District)
- Eastern Road Plan
- Ramp



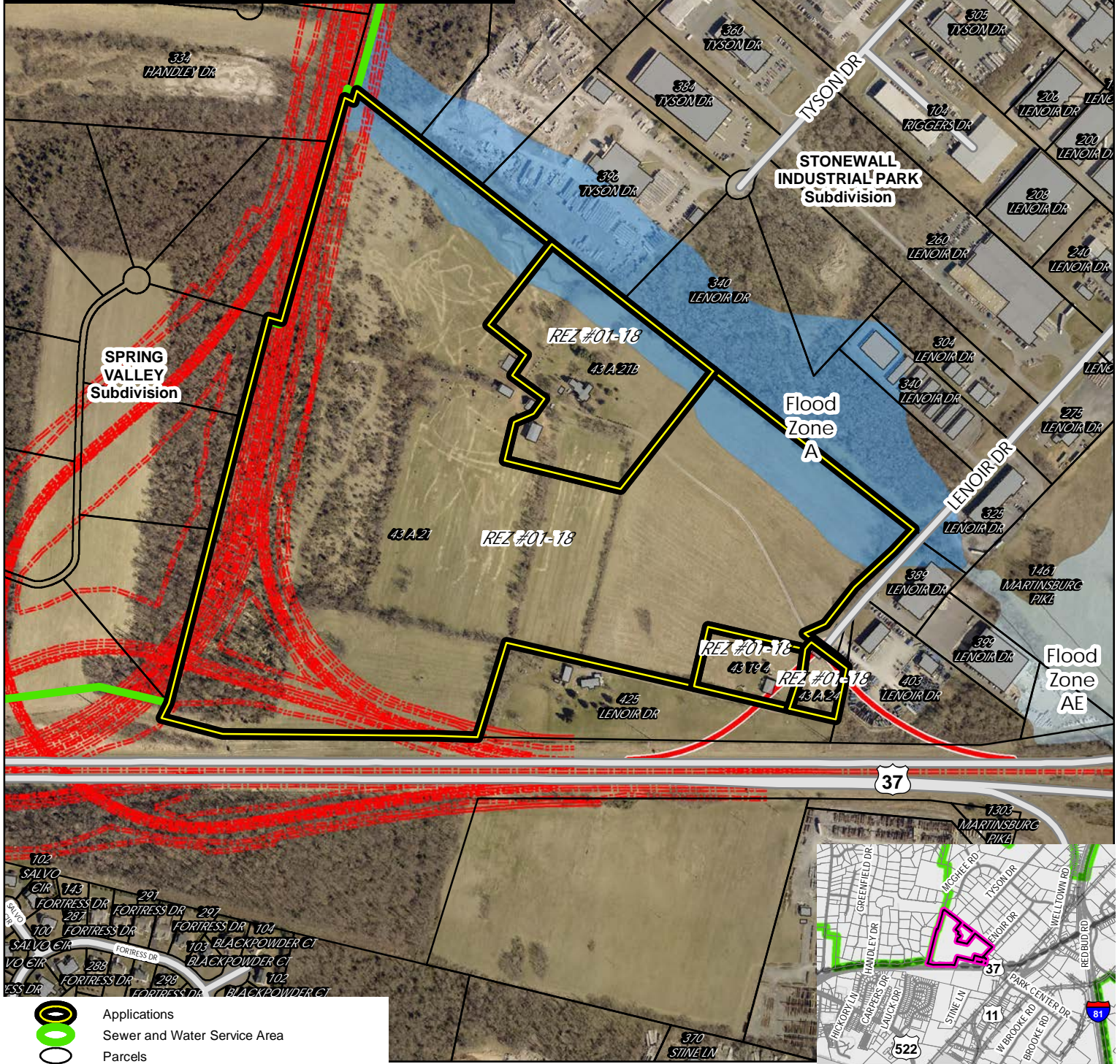
REZ # 01 - 18
Stonewall IV
PINs:
43 - A - 21, 43 - A - 21B, 43 - A - 24,
43 - 19 - 4
Rezoning from RA to M1
Zoning Map

Note:
Frederick County Dept of
Planning & Development
107 N Kent St
Suite 202
Winchester, VA 22601
540 - 665 - 5651
Map Created: April 23, 2018
Staff: cperkins

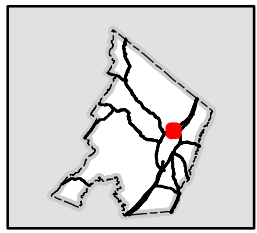


REZ # 01 - 18 Stonewall IV

PINs:
43 - A - 21, 43 - A - 21B, 43 - A - 24, 43 - 19 - 4
Rezoning from RA to M1
Location Map

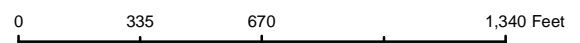


- Applications
- Sewer and Water Service Area
- Parcels
- Future Rt 37 Bypass
- Building Footprints
- Eastern Road Plan**
- Ramp
- Floodplain**
- 0.2 PCT ANNUAL CHANCE FLOOD HAZARD
- A
- AE



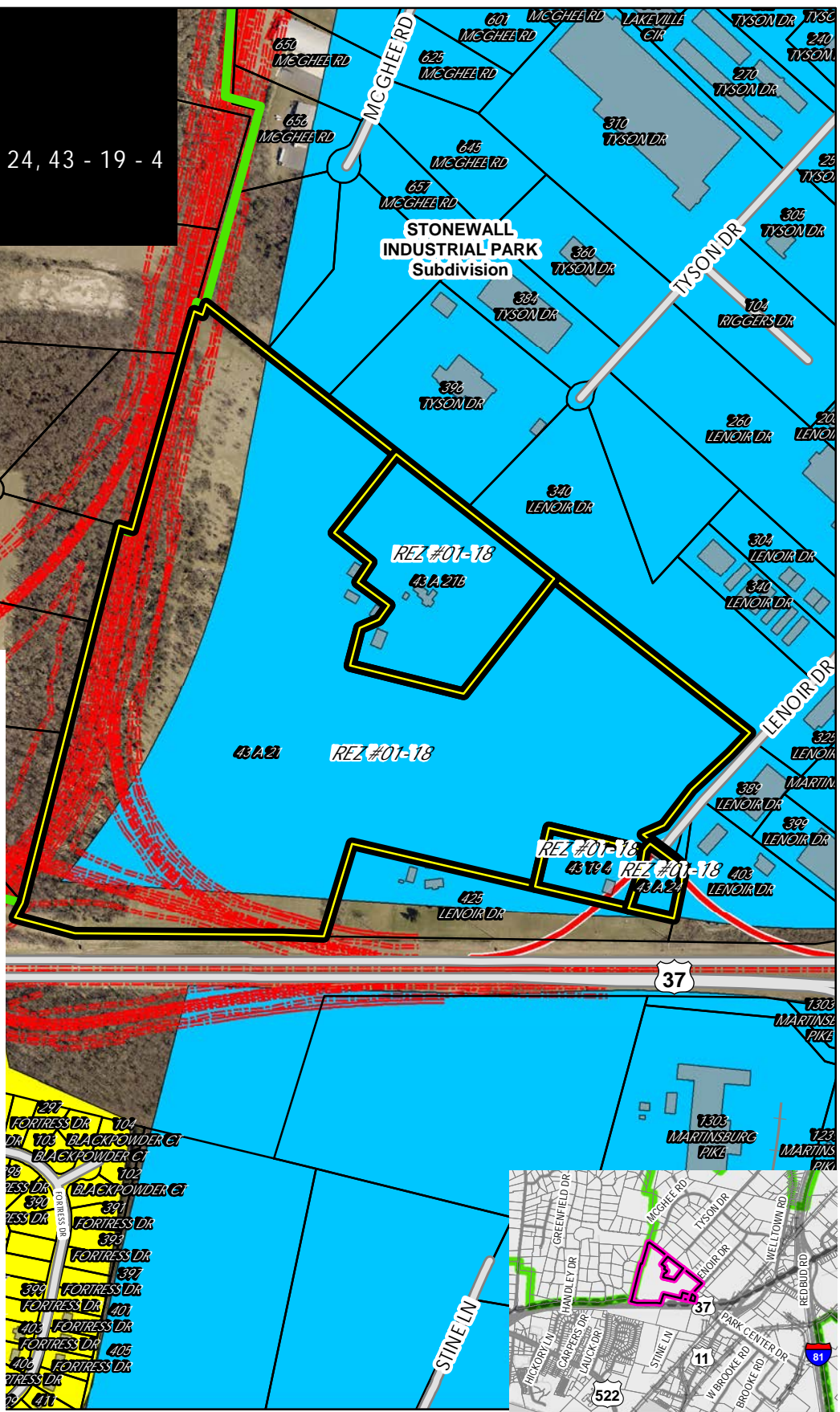
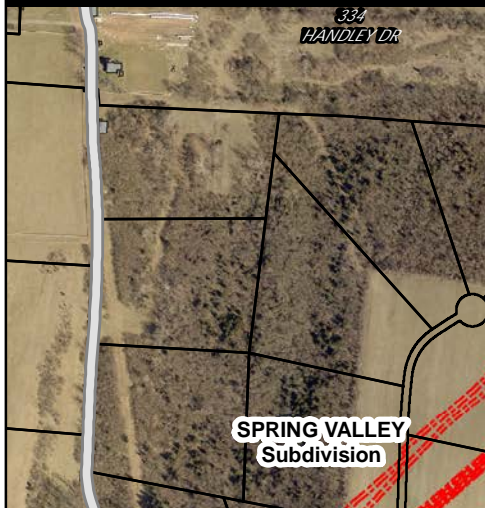
**REZ # 01 - 18
Stonewall IV**
PINs:
43 - A - 21, 43 - A - 21B, 43 - A - 24,
43 - 19 - 4
Rezoning from RA to M1
Location Map

Note:
Frederick County Dept of
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107 N Kent St
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Staff: cperkins

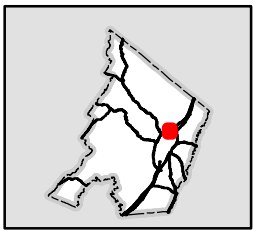
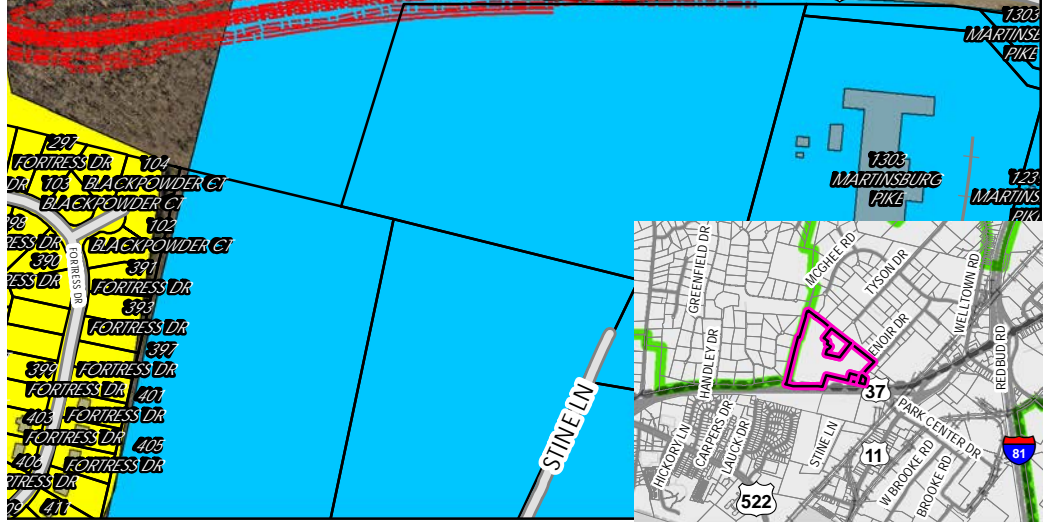


REZ # 01 - 18 Stonewall IV

PINs:
43 - A - 21, 43 - A - 21B, 43 - A - 24, 43 - 19 - 4
Rezoning from RA to M1
Long Range Land Use Map

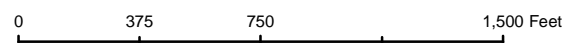


- Applications
- Sewer and Water Service Area
- Parcels
- Future Rt 37 Bypass
- Building Footprints
- Eastern Road Plan**
- Ramp
- Long Range Land Use**
- Residential
- Neighborhood Village
- Urban Center
- Mobile Home Community
- Business
- Highway Commercial
- Mixed-Use
- Mixed Use Commercial/Office
- Mixed Use Industrial/Office
- Industrial
- Warehouse
- Heavy Industrial
- Extractive Mining
- Commercial Rec
- Rural Community Center
- Fire & Rescue
- Sensitive Natural Areas
- 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 # 01 - 18
Stonewall IV**
PINs:
43 - A - 21, 43 - A - 21B, 43 - A - 24,
43 - 19 - 4
Rezoning from RA to M1
Long Range Land Use Map

Note:
Frederick County Dept of
Planning & Development
107 N Kent St
Suite 202
Winchester, VA 22601
540 - 665 - 5651
Map Created: April 23, 2018
Staff: cperkins



PROFFER STATEMENT
EQUUS CAPITAL PARTNERS
STONEWALL MAGISTERIAL DISTRICT
88.91+/- Acres

Rezoning: #01-18

Record Owner: Cheryl Grimm Morris

Applicant: Equus Capital Partners, LTD

Property: Parcels 43 A 21, 43 A 21B, 43 19 4 and 43 A 24, comprising a total of approximately 88.91 acres, as shown on the Generalized Development Plan (hereinafter "the Property").

Zoning: RA (Rural Areas) to M-1 (Light Industrial)

Project Name: Stonewall IV

Date: June 6, 2018
Resubmittal Date: July 27, 2018

Pursuant to Va. Code Ann. § 15.2-2296, et seq., and § 165-102.06 of the Frederick County Zoning Ordinance, the undersigned hereby proffers that the development and use of the Property, consisting of 88.91 ± acres, located on the north side of Route 37 and west of its intersection with the Martinsburg Pike, shall be in substantial conformance with the following conditions. In the event this rezoning is granted as applied for by the Applicant, then these proffers shall supersede and replace in their entirety all other proffers made prior hereto. In the event this rezoning is not granted as applied for by the Applicant, then these proffers shall be deemed withdrawn and shall be null and void.

The term "Applicant" as referenced herein shall include within its meaning the current owner, all future owners and successors in interest. The term "Generalized Development Plan" or "GDP" as referenced herein shall refer to the plan entitled "Stonewall IV Generalized Development Plan," prepared by Dice Engineering, PLC, and dated April 5, 2018.

1. DEVELOPMENT AND USE OF THE PROPERTY

1.1. Development on the Property shall be limited to the construction of not more than 820,000 gross square feet that shall be used solely for Warehousing, or High-Cube Transload and Short Term Storage, Land Use Codes 150 and 154, as those land uses are defined in the ITE Trip Generation Manual (10th Ed).

PROFFER STATEMENT
EQUUS CAPITAL PARTNERS
STONEWALL MAGISTERIAL DISTRICT
88.91+/- Acres

1.2. The development of the Property shall be in general conformance with the GDP. However, upon the submission of final site or subdivision plans, minor modifications and adjustments may be made to the road alignments, entrances, parking, dimensions of the SWM/BMP facilities, the exact configuration and location of building footprints, and other similar features shown on the GDP.

1.3. The maximum height of the each building shall be sixty feet (60').

2 TRANSPORTATION.

2.1 Within 90 calendar days of a written request by the County, the Applicant shall dedicate approximately 17.05 acres to the Frederick County Board of Supervisors, as depicted on the GDP, for the Future Route 37 Bypass.

2.2 Access to the Property shall be as shown on the GDP. Provided that access to the buildable area of the Property is not impeded or eliminated, the Applicant shall not place above grade improvements on the southeast corner of the Property near the terminus of Lenoir Drive in such a way as to preclude the construction of proposed slip ramps that are currently depicted on the graphic entitled "Eastern Road Plan - Lenoir Drive Slip Ramp Clarification," created by the Frederick County Department of Planning and Development, dated October 17, 2017, and attached hereto for reference. The southeast corner of the Property is subject to existing easements and/or covenants of record, as of June 6, 2018.

2.3 Within 90 calendar days of a written request by the County, the Applicant shall further dedicate such right-of-way as it may own at the terminus of Lenoir Drive for the purpose of construction of access to existing Route 37 as described in Proffer 2.2 above.

2.4 The Applicant shall contribute \$250,000 to the County for the purpose of general transportation planning, right-of-way acquisition, or construction. It shall make such contribution upon issuance of an occupancy permit for any building.

3 FIRE AND RESCUE.

3.1 The Applicant shall contribute to Frederick County the sum of \$0.10 per gross square foot of construction as depicted on each site plan, to be used for fire and rescue purposes in the general area. The contribution shall be made at the time of issuance of the occupancy permit for each structure.

PROFFER STATEMENT
EQUUS CAPITAL PARTNERS
STONEWALL MAGISTERIAL DISTRICT
88.91+/- Acres

4 CULTURAL RESOURCES.

4.1 The Applicant shall retain a qualified professional architectural historian to perform a Historic American Building Survey (HABS) – standard level III, as defined by the National Park Service Heritage Documentation Program on the residential building and its associated agricultural buildings located on the property. The HABS standard level III documentation shall be submitted to the Planning Director no later than with the submission of a preliminary subdivision or preliminary site plan for the Property. Following acceptance of the HABS standard level III documentation by the Planning Director, the documentation shall be submitted to the National Park Service Heritage Documentation Program.

4.2 The applicant, working with a qualified professional architectural historian, shall inspect prior to demolition the non-heated areas of the residential building for the presence of partially hidden or obscured historical artifacts or material. The applicant shall notify the Planning Director of any historic artifacts or material that may be discovered during the inspection and subsequent demolition of the residential building.

5 ESCALATOR.

5.1 In the event the monetary contributions set forth in this Proffer Statement are paid to Frederick County within eighteen (18) months after final approval of this rezoning, as applied for by the Applicant, said contributions shall be in the amounts as stated herein. Any monetary contributions set forth in this Proffer Statement which are paid to the County after eighteen (18) months following final approval of this rezoning shall be adjusted in accordance with the Urban Consumer Price Index (CPI-U), published by the United States Department of Labor, such that at the time contributions are paid they shall be adjusted by the percentage change in the CPI-U from that date eighteen (18) months after final approval of this rezoning to the most recently available CPI-U to the date the contributions are paid.

[Signatures on following page.]

PROFFER STATEMENT
EQUUS CAPITAL PARTNERS
STONEWALL MAGISTERIAL DISTRICT
88.91+/- Acres

SIGNATURE PAGE

APPLICANT:

EQUUS CAPITAL PARTNERS, LTD

By: 

Name: JOHN KNOTT

Title: VICE PRESIDENT

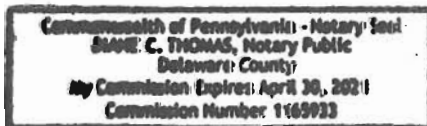
State of Pennsylvania :
County of Delaware :

Subscribed and sworn to before me this 27th day of July, 2018 in my
County and State aforesaid, by the aforementioned principal.


NOTARY PUBLIC

My Commission Expires: 4/30/21

My Notary Registration Number: 1165933



PROFFER STATEMENT
EQUUS CAPITAL PARTNERS
STONEWALL MAGISTERIAL DISTRICT
88.91+/- Acres

OWNER:

Cheryl Griffin Morris
Cheryl Griffin Morris, sole surviving tenant by the entirety

Commonwealth of Virginia:
County of Frederick: City of Winchester

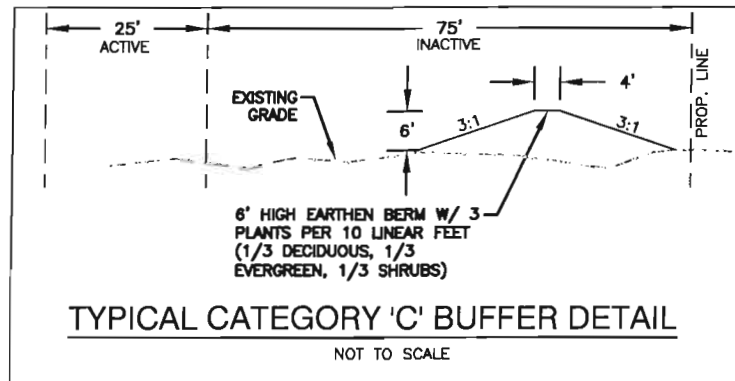
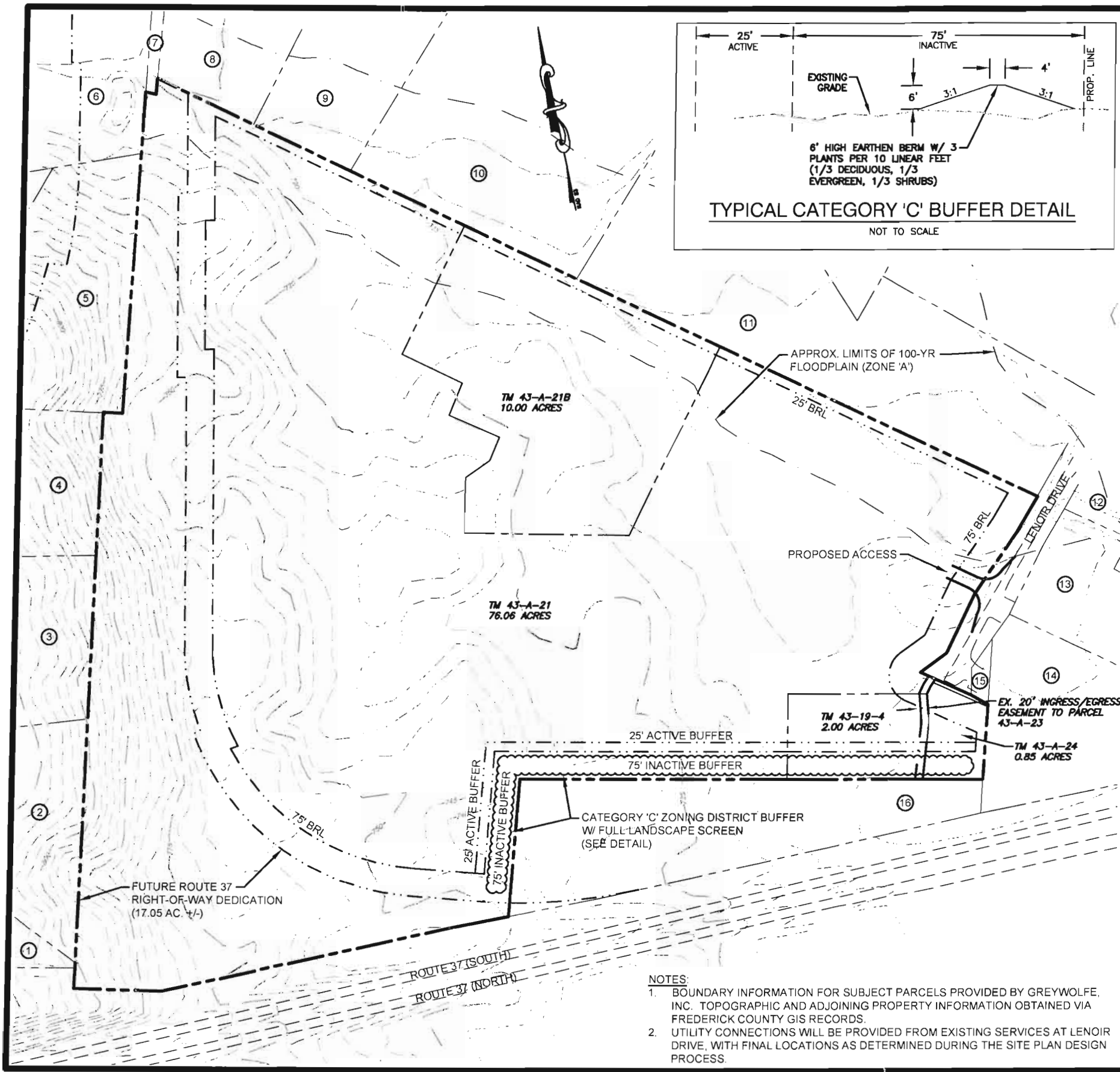
Subscribed and sworn to before me this 30th day of July, 2018 in my
County and State aforesaid, by the aforementioned principal.

Rita G. Fawley
NOTARY PUBLIC

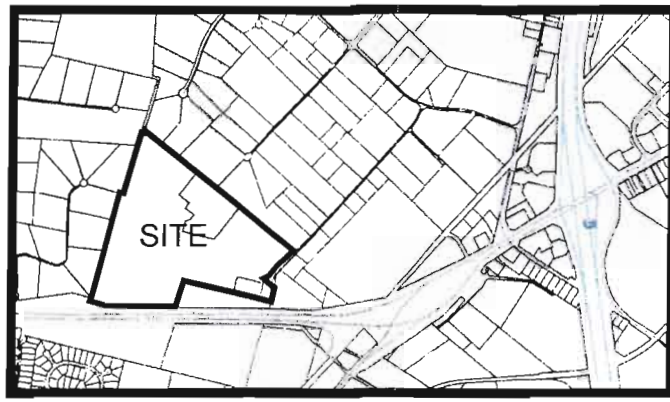
My Commission Expires: March 31, 2022

My Notary Registration Number: 360361





LOCATION MAP:
SCALE: 1" = 3000'



PROJECT INFORMATION:

APPLICANT: EQUUS CAPITAL PARTNERS, LTD.
 CURRENT OWNER: CHERYL & JOHN MORRIS
 REFERENCE: TM 43-A-21, 43-A-21B, 43-19-4, AND 43-A-24 STONEWALL MAGISTERIAL DISTRICT
 PROPOSED USE: WAREHOUSE/DISTRIBUTION
 ACREAGE: 88.91 AC.
 CURRENT ZONING: RA
 PROPOSED ZONING: M-1
 FLOODPLAIN: 10.14 ACRES (+/-) WITHIN FLOODPLAIN ZONE 'A' PER FEMA FIRM 51069C0208D, 51069C0209D, AND 51069C0210D

| ADJOINING PROPERTIES LIST--STONEWALL IV | | | | |
|---|-----------|--------|--|--------------------|
| PARCEL ID | TAX MAP | ZONING | OWNER NAME | USE |
| 1 | 43-8-3-39 | RA | Marshall Mills, Inc. c/o Fred A. Drunagel | Residential/Vacant |
| 2 | 43-8-3-40 | RA | Marshall Mills, Inc. c/o Fred A. Drunagel | Residential/Vacant |
| 3 | 43-8-3-41 | RA | Marshall Mills, Inc. c/o Fred A. Drunagel | Residential/Vacant |
| 4 | 43-8-3-42 | RA | Marshall Mills, Inc. c/o Fred A. Drunagel | Residential/Vacant |
| 5 | 43-8-3-43 | RA | Marshall Mills, Inc. c/o Fred A. Drunagel | Residential/Vacant |
| 6 | 43-A-19 | RA | JPD Properties, LLC c/o Fred A. Drunagel | Residential |
| 7 | 43-A-16 | RA | Kathryn & James Parker | Residential/Vacant |
| 8 | 43-19-64 | M1 | Lenoir City Co. of Virginia | Industrial/Vacant |
| 9 | 43-19-43 | M1 | Muldowney-Tiches Assoc. | Industrial |
| 10 | 43-19-37 | M1 | Muldowney-Tiches Assoc. | Industrial |
| 11 | 43-19-42 | M1 | Grafton School, Inc. | Industrial/Vacant |
| 12 | 43-19-7 | M1 | 1818 Robert LC | Industrial |
| 13 | 43-A-26-B | M1 | Cambridge Financial Services, LC | Industrial |
| 14 | 43-A-26-A | M1 | Browning-Ferris Industries c/o Republic Services Tax Dept. | Industrial |
| 15 | 43-A-21-A | M1 | Browning-Ferris Industries c/o Republic Services Tax Dept. | Industrial |
| 16 | 43-A-23 | RA | Oscar & Opal Jenkins | Residential |

- NOTES:
- BOUNDARY INFORMATION FOR SUBJECT PARCELS PROVIDED BY GREYWOLFE, INC. TOPOGRAPHIC AND ADJOINING PROPERTY INFORMATION OBTAINED VIA FREDERICK COUNTY GIS RECORDS.
 - UTILITY CONNECTIONS WILL BE PROVIDED FROM EXISTING SERVICES AT LENOIR DRIVE, WITH FINAL LOCATIONS AS DETERMINED DURING THE SITE PLAN DESIGN PROCESS.

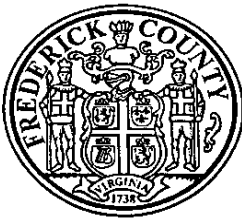
DICE ENGINEERING, PLD
 101 SHELBY CT.
 WINCHESTER, VA 22602
 PHONE: 540.974.5157
 FAX: 540.723.4868
 EMAIL: OFFICE@DICE-ENG.COM

| | | | | |
|-----------------------|---------------|---------------------|--------------------|---------------------|
| CADD FILE:
GDP.DWG | JOB NO: 17-16 | DRAWN BY:
DDD | CHECKED BY:
DDD | SCALE:
1" = 300' |
| | | DATE:
04-05-2018 | | |

STONEWALL IV
 FREDERICK COUNTY, VIRGINIA
 GENERALIZED DEVELOPMENT PLAN

FREDERICK COUNTY
 RZ # __-18

SHEET NUMBER:
GDP
 JOB NO. 17-16



AMENDMENT

Action:

PLANNING COMMISSION: June 6, 2018 Public Hearing Held; Postponed for 45 days
July 18, 2018 Recommended Approval

BOARD OF SUPERVISORS: August 8, 2018

AN ORDINANCE AMENDING

THE ZONING DISTRICT MAP

REZONING #01-18 STONEWALL IV

WHEREAS, REZONING #01-18 submitted by Equus Capital Partners, Ltd., to rezoning 88.91± acres from RA (Rural Areas) District to the M1 (Light Industrial) District with proffers with a final revision date of 07/27/18 was considered. The subject properties are located at the southern terminus of Lenoir Drive (Route F-732), in the Stonewall Magisterial District and is identified by Property Identification Nos. 43-A-21, 43-A-21B, 43-19-4 and 43-A-24; and

WHEREAS, the Planning Commission held a public hearing on this rezoning on June 6, 2018 and postponed the application for 45 days; and

WHEREAS, the Planning Commission held a public meeting on July 18, 2018 and recommended approval; and

WHEREAS, the Board of Supervisors held a public hearing on this rezoning on August 8, 2018; 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 amended to rezone 88.91± acres from RA (Rural Areas) District to the M1 (Light Industrial) District with proffers with a final revision date of 07/27/18. The conditions voluntarily proffered in writing by the Applicant and the Property Owner is attached.

This ordinance shall be in effect on the date of adoption.

Passed this 8th day of August 2018 by the following recorded vote:

Charles S. DeHaven, Jr., Chairman

Gary A. Lofton

J. Douglas McCarthy

Robert W. Wells

Shannon G. Trout

Judith McCann-Slaughter

Blaine P. Dunn

A COPY ATTEST

Kris C. Tierney,
Frederick County Administrator

EQUUS CAPITAL PARTNERS
STONEWALL IV
IMPACT ANALYSIS STATEMENT

April 12, 2018

The Applicant for this rezoning, Equus Capital Partners, Ltd, seeks to change the classification of the subject property from RA (Rural Areas) to M-1 (Light Industrial) to construct not more than 820,000 square feet of motor freight transportation and warehouse facilities as permitted pursuant to §165-606.02 of the Frederick County Zoning Ordinance, on ±88 acres located at the end of Lenoir Drive, immediately adjacent to the Stonewall Industrial Park.

Although the application is for motor freight transportation and warehouse, which are the specific terms employed in the Ordinance, as is detailed in the Comment Response Letter that is incorporated in this submission by reference, because warehouse uses differ in character, and can therefore have differing traffic impacts on the surrounding road network, the Applicant proposes to proffer to limit its use of the property to two sub-classifications of warehouse use as those uses are defined by the Institute of Traffic Engineers (ITE). It will construct only “Warehousing,” or “High-Cube Transload and Short Term Storage,” Land Use Codes 150 and 154, as they are defined in the ITE Trip Generation Manual (10th Ed), which is now the controlling edition of that Manual. These sub-classifications of warehouse use, under the new 10th Edition, generate even less traffic than was modeled in the TIA that has been submitted and reviewed by the County Department of Transportation, and VDOT, and will therefore have the same or lesser impact on the roads that service the site than was previously used to calculate traffic impact.

A. THE 2035 COMPREHENSIVE PLAN.

The Property is outside of the Urban Development Area, being just beyond its boundary at Route 37. The proposed development of industrial land is not required, however, to be inside the UDA. As noted below, the site is within the Sewer and Water Service Area (“SWSA”), which may, and in this case does, extend beyond the UDA to promote commercial, industrial, and institutional land uses in areas where residential land uses are not desirable.

The Property is planned for industrial use.¹

¹ The County’s GIS does not depict the entire site as being planning for industrial use, but only because the Future Route 37 By-pass is generally depicted at the rear of the Property.

B. SUITABILITY OF THE SITE.

The Property, particularly in the area to be developed, is relatively flat, with the highest points situated near the center of the site, and near Route 37. Redbud Run courses generally along the northern to the northeastern boundary of the site. The most severe terrain is located on the western edge of the Property where it falls off fairly steeply, but that area will be undisturbed by development. The site is accessed by Lenoir Drive.

There is an existing stand of trees along the western boundary of the Property that will remain undisturbed by development, and will continue to serve as a buffer between the development and properties to the west. In the event that the Route 37 By-pass is constructed, those trees will likely be lost.

C. SURROUNDING PROPERTIES

The properties to the north of the site are all either industrially developed or zoned and planned for industrial use, as part of the Stonewall Industrial Park, as are the small parcels directly to the east across Lenoir Drive. There is a single parcel that is sandwiched between the Property and Route 37, owned by Oscar Jenkins, which remains zoned RA, and the parcels to the west are zoned RA. GIS shows that there are subdivided lots on the land adjacent to the west that will be accessed by Glentawber Road, but those lots have not been developed. Existing Route 37 runs to the south of the site. Access to the Jenkins Parcel is shown on the General Development Plan. See below with respect to access to the Jenkins Parcel

D. TRAFFIC CONSIDERATIONS

A Traffic Impact Analysis has been prepared by Kittleson & Associates and has been reviewed.

The conclusion of that analysis is that the traffic generated from the proposed development does not require additional mitigation, and that no off-site transportation improvements are recommended. All study intersections are projected to continue to operate acceptably assuming full build-out of the development of the Property. See, too, the Comment Response Letter that more fully explain the change in estimated trip generation from the proposed warehousing uses of the site.

The Applicant proposes to dedicate right-of-way to the County for the future construction of the Proposed Route 37 By-pass.

Moreover, the Applicant has re-designed the basic layout of the property so as not to preclude the construction by others, at some future date, of the slip ramps from Lenoir Drive to existing Route 37 shown on the County's Comprehensive Plan. This, too, is addressed in the Comment Response Letter. The re-design also permits the entrance into the site to be so located

that it does not interfere with, or impede, an existing easement that provides access to and from the Jenkins Property, Parcel 43-A-23.

E. SEWAGE CONVEYANCE AND TREATMENT

The Property is located within the Sewer and Water Service Area and there is sufficient capacity in the Opequon Water Reclamation Facility to accommodate the limited effluent to be produced from these industrial structures. Frederick Water observes that the Application does not specify the user and its needs, but that is not uncommon, and the Applicant will address these issues at final site plan.

F. WATER SUPPLY

The Property will be serviced by public water provided by Frederick Water which observes that the Application does not specify the user and its needs, but that is not uncommon, and the Applicant will address these issues at final site plan.

G. DRAINAGE

There is some floodplain on the northern to northeastern boundary of the site along Redbud Run, but it will not be disturbed during development. The site generally drains to Redbud Run, but the Applicant will comply with applicable Stormwater Management Regulations to protect that waterway.

H. SOLID WASTE DISPOSAL

The Applicant will contract with a suitable private hauler for the removal of trash.

I. HISTORIC SITES AND STRUCTURES

A Cultural Resource Survey and Assessment of Glengary (VDHR #034-1099)² has been prepared by Dutton & Associates (the "Study"). It concludes, in brief, that the home and building stock retain a moderate level of historic physical integrity and represent a good example of a Shenandoah Valley farm that retains a fairly complete complement of domestic and agricultural buildings, but that have evolved over time. As such, Glengary is still recommended as potentially eligible for listing in the National Register of Historic Places under Criteria A and C for significance at the local level. It also concludes that there is a single previously identified site that appears to be more discretely defined, and is focused in and around the former kitchen/servants quarter building (now demolished), which would have functioned as the immediate service space for the main dwelling. The potential for intact archaeological deposits is

² The home site was named Glengary as long ago as 1762. The central core of the present home was built c. 1850.

present in this area. Dutton & Associates also believes that changes in the farm that occurred before the Applicant entered into discussions with the owner have significantly affected the historical context of the site. The Study has been submitted to the Historic Resources Advisory Board and the Department of Planning and Development for review and comment.

Following a meeting with the HRAB on March 27, 2018, the Applicant received substantial input and has modified its Proffers to reflect the recommendations from that Board.

J. IMPACT ON COMMUNITY FACILITIES

As with most industrial developments, there are few impacts on community facilities with the general exception of public safety services. To that end, and as other industrial developments have done, the Applicant proposes a contribution to fire and rescue purposes based on the number of gross square feet of structure built.

K. OTHER IMPACTS

The applicant is aware of no other impacts that have not been addressed in this Impact Analysis.

Transportation Impact Analysis

Stonewall IV

Frederick County, Virginia

December 2017

Transportation Impact Analysis

Stonewall IV

Frederick County, Virginia

Prepared For:

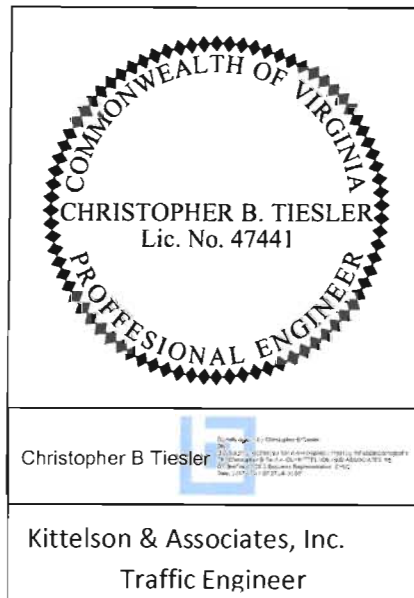
Prepared By:

Kittelson & Associates, Inc.
1850 Centennial Park Drive, Suite 130
Reston, Virginia 20191
(703) 885-8970

Project Manager: Chris Tiesler, PE
Project Principal: John Callow
Project Analysts: Kylie Caviness

Project No. 21652.00

December 2017



EXECUTIVE SUMMARY

A traffic operations analysis has been conducted to confirm that the transportation system can adequately support the proposed Stonewall IV development, in fulfillment of Frederick County and Virginia Department of Transportation's (VDOT) requirements for traffic impact studies. The scope of the project analysis was developed in collaboration with County and VDOT staff.

Specifically, this analysis includes:

- Year 2016 existing land use and transportation system conditions within the site vicinity;
- Forecast year 2020 background traffic conditions (without site development) during the weekday a.m. and weekday p.m. peak periods including in-process/approved developments and regional growth;
- Trip generation and distribution estimates for the proposed development;
- Forecast year 2020 total traffic conditions based on full build out of the development including queuing;
- Design year 2026 total traffic conditions based on full build out of the development; and,
- Conclusions and recommendations.

Based on the results of the transportation impact analysis, the transportation system can adequately support the proposed development assuming provision of the recommended mitigations.

TRANSPORTATION IMPACT ANALYSIS FINDINGS

The findings of this analysis and our recommendations are discussed below.

Existing Conditions

- As scoped, the existing conditions analysis reflects completion of the on-going Martinsburg Pike/Welltown Road Improvements (VDOT Project # 0011-034-R67, C501; 0661-034-799, M501; UPC 100547 / 94847).
- All study intersections currently operate at LOS D or better during all time periods.

2020 Background Traffic Conditions

- A one percent annual growth rate (compounded annually) was used to account for regional traffic growth.
- Traffic associated with the following in-process developments within the study area was included as background traffic:
 - Rutherford Crossing
 - Graystone I.P.
 - Amoco Lane Property

- Snowden Bridge developments.
- All study intersections are forecast to continue to operate at LOS D or better during all time periods.

2020 Total Traffic Conditions

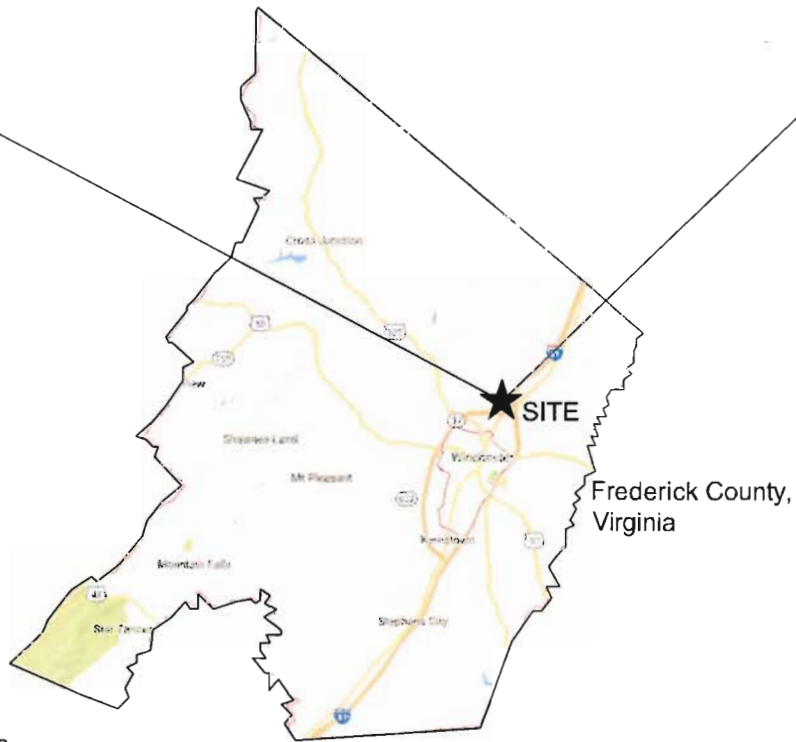
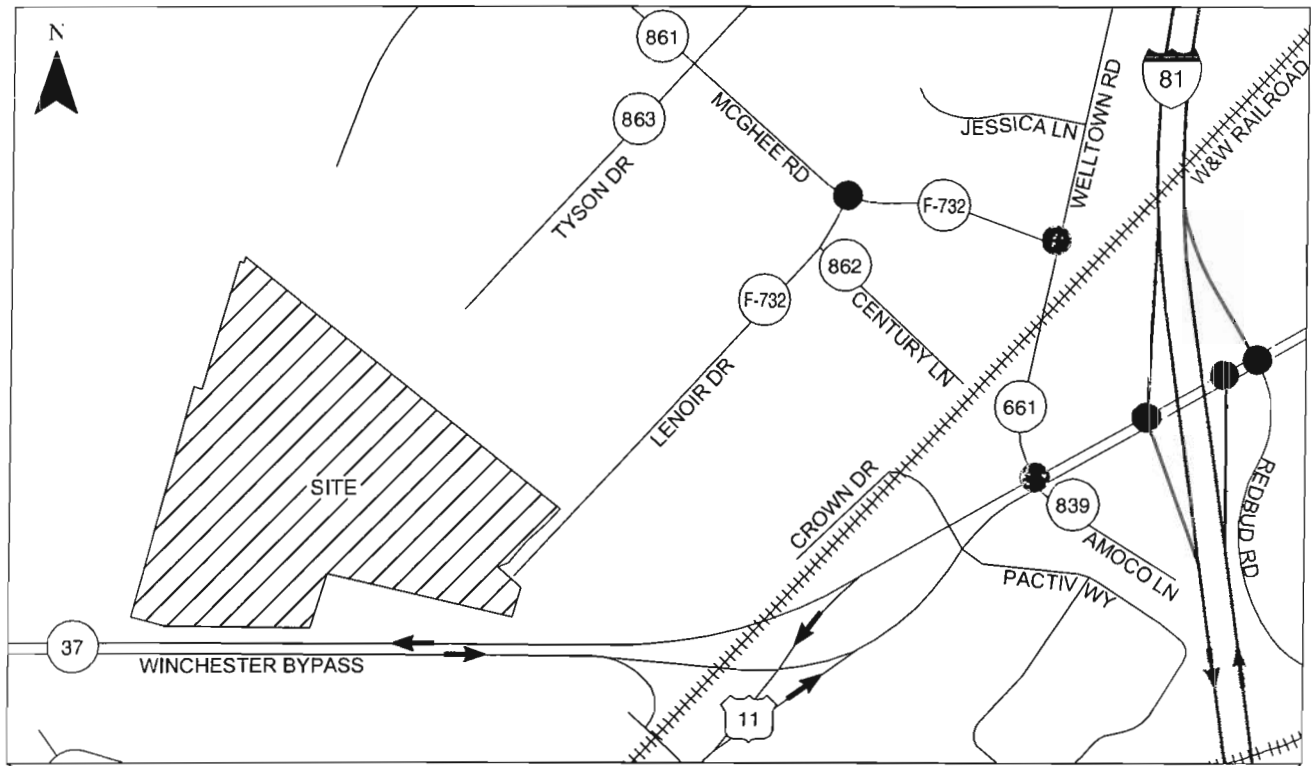
- Equus Capital Partners, Ltd. is applying for a rezoning to allow the development of two industrial warehouse buildings, totaling 820,000 square feet. The site is located southwest of Frontage Road 732 (Lenoir Drive), in the northwest quadrant of the interchange at Interstate 81 and Route 37/US 11 in Frederick County, Virginia.
- Primary access to the site is proposed via a single full-access driveway along Lenoir Drive.
- The development is estimated to generate approximately 1,378 net new weekday daily trips, 90 weekday a.m. (62 in, 28 out), and 98 weekday p.m. (30 in, 68 out) peak hour trips.
- All study intersections are anticipated to operate at LOS D or better during all study time periods under 2020 build out conditions.

2026 Design Year Conditions

- All study intersections currently operate at LOS D or better during all study time periods, with the exception of the US Route 11/I-81 Northbound Ramp Terminal/Redbud Road intersection during the weekday p.m. peak period.
 - The US Route 11/I-81 Northbound Ramp Terminal intersection is forecast to continue to operate at LOS E during the weekday p.m. peak hour. This drop in LOS is due exclusively to background growth.

CONCLUSION


Based on the results of the analysis, no off-site transportation improvements are recommended. All study intersections are projected to continue to operate acceptably assuming full build-out of the Stonewall IV development.

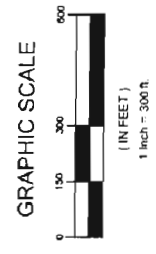
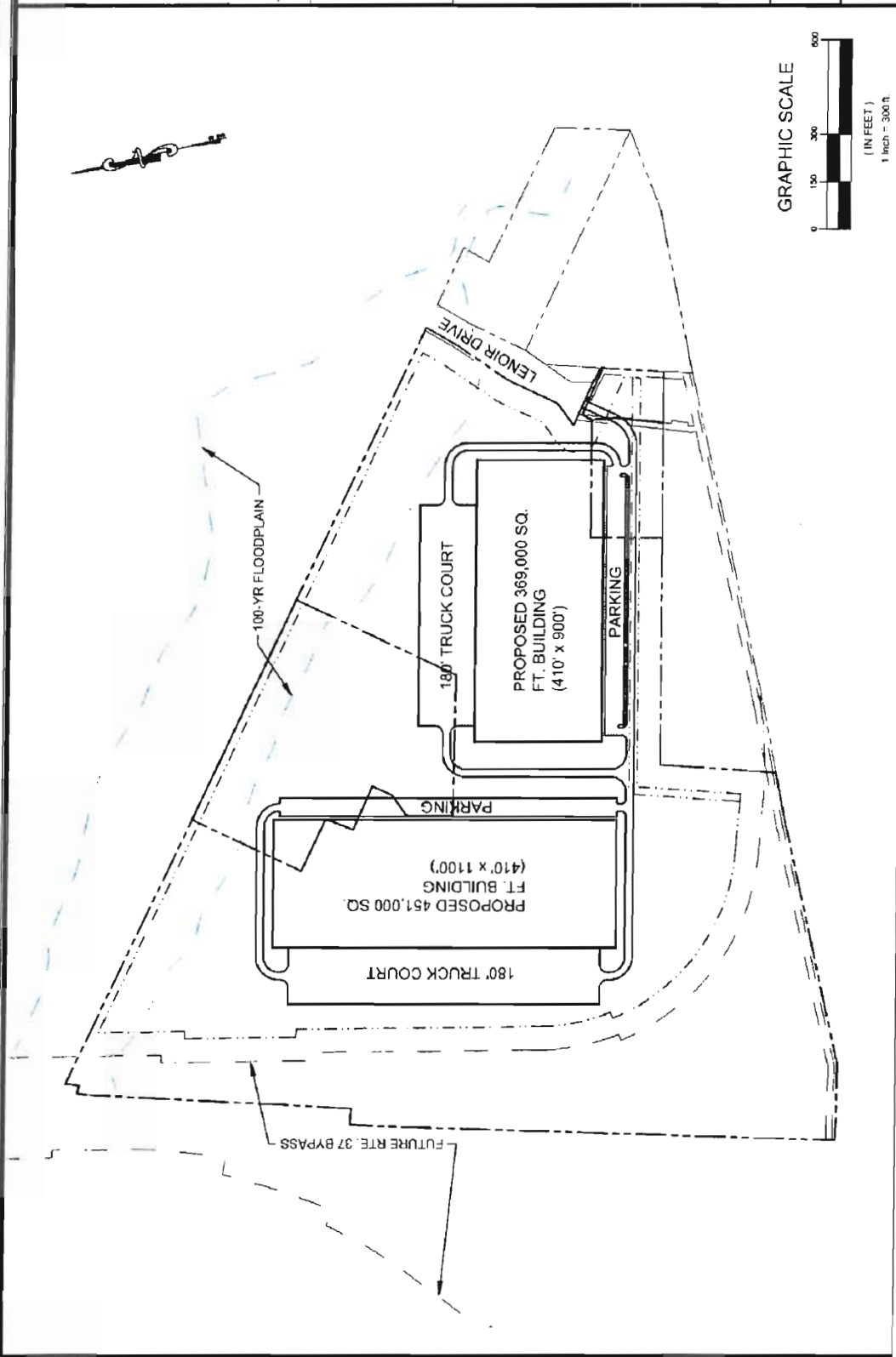


- - Study Intersections
- - Future Study Intersections

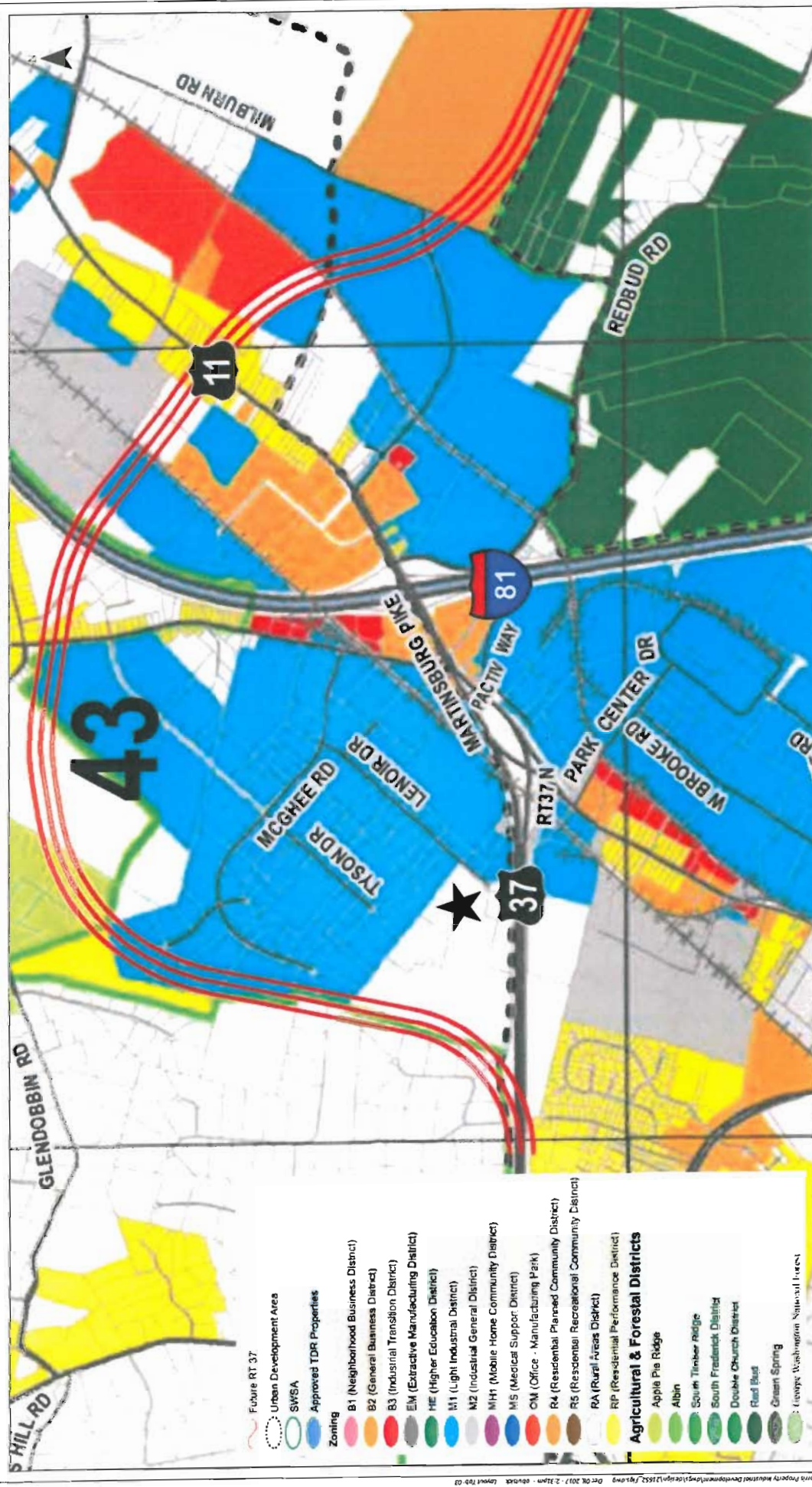
**Site Vicinity Map
Frederick County, Virginia**

**Figure
1**

| | | | | | | | |
|---|--|---------------------------|--|------------------------------|--|------------------|--|
| CADD FILE: CP-8.DWG | | JOB NO: 17-16 | | DRAWN BY: DDD | | DATE: 07-20-2017 | |
| EQUUS CAPITAL PARTNERS, LTD. | | STONEMALL INDUSTRIAL PARK | | MORRIS PROPERTY CONCEPT PLAN | | SCALE: 1" = 300' | |
|  DICE ENGINEERING, PLLC
101 SHELBY CT
WINGHESTER, VA 22602
PHONE: 540.974.5157
FAX: 540.723.4889
EMAIL: OFFICE@DICE.ENG.COM | | | | SHEET NUMBER:
CP-8 | | | |

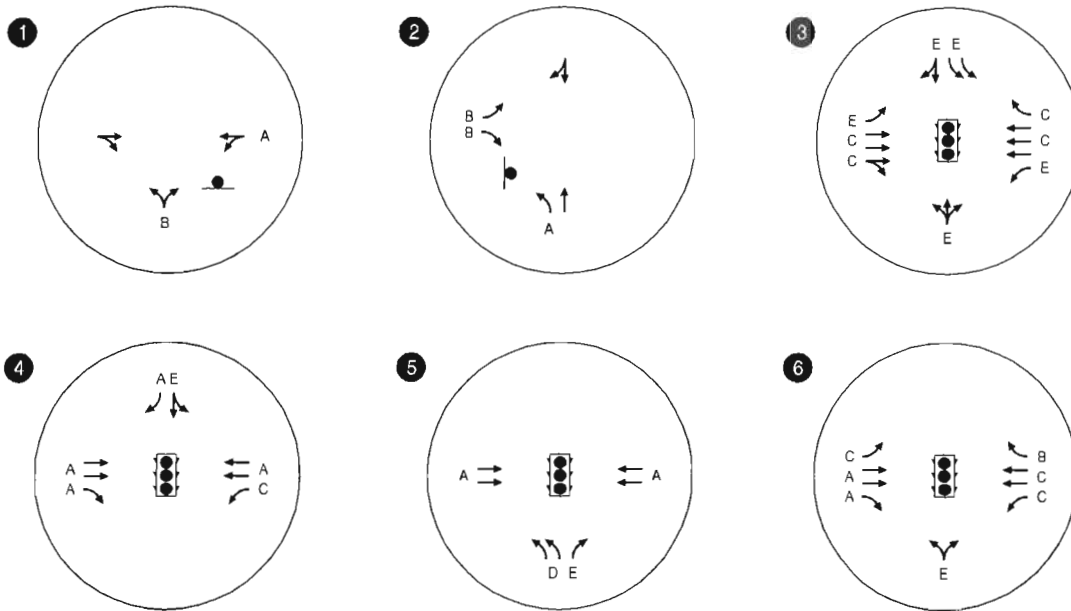
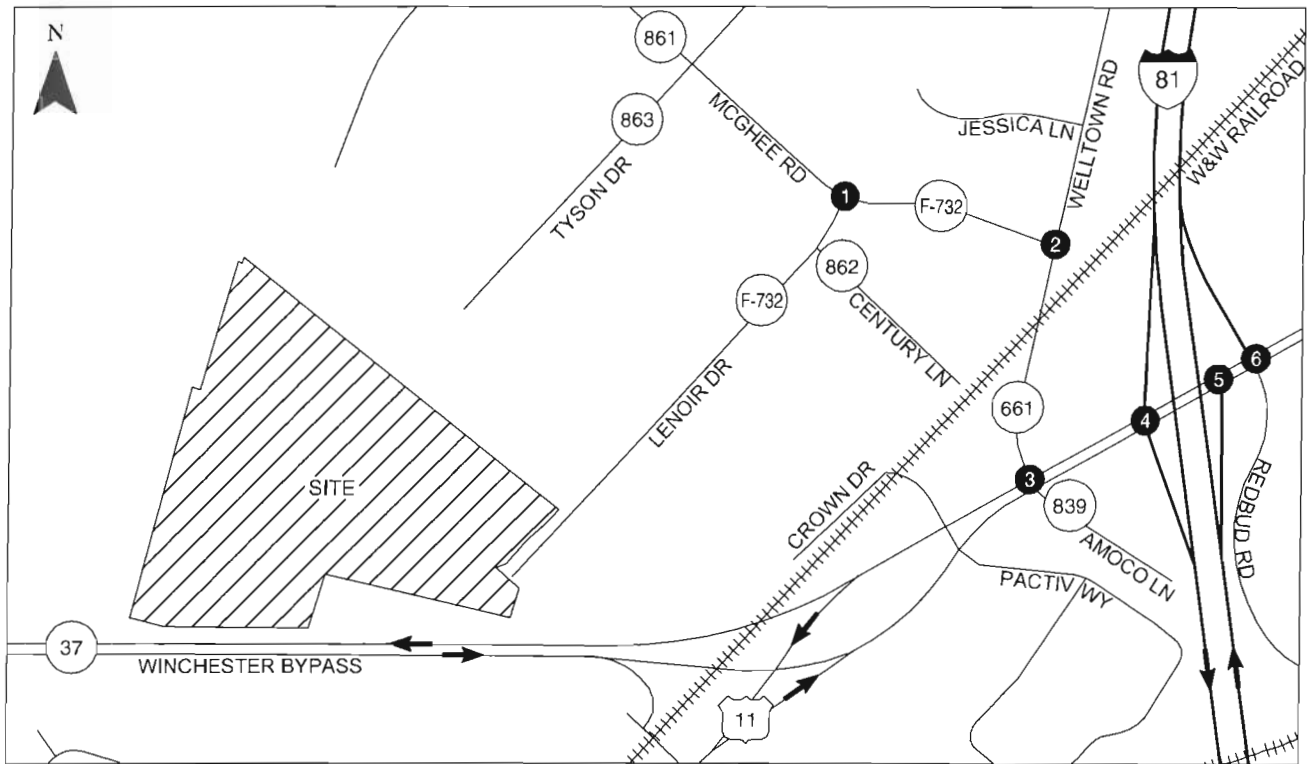




Developed by Dice Engineering, PLC (07/20/2017)
 Frederick County, Virginia
 Figure 2



Zoning Map Frederick County, Virginia Figure 3





-  - STOP SIGN
-  - TRAFFIC SIGNAL

**Existing Lane Group Level of Service
Weekday PM Peak Hour
Frederick County, Virginia**

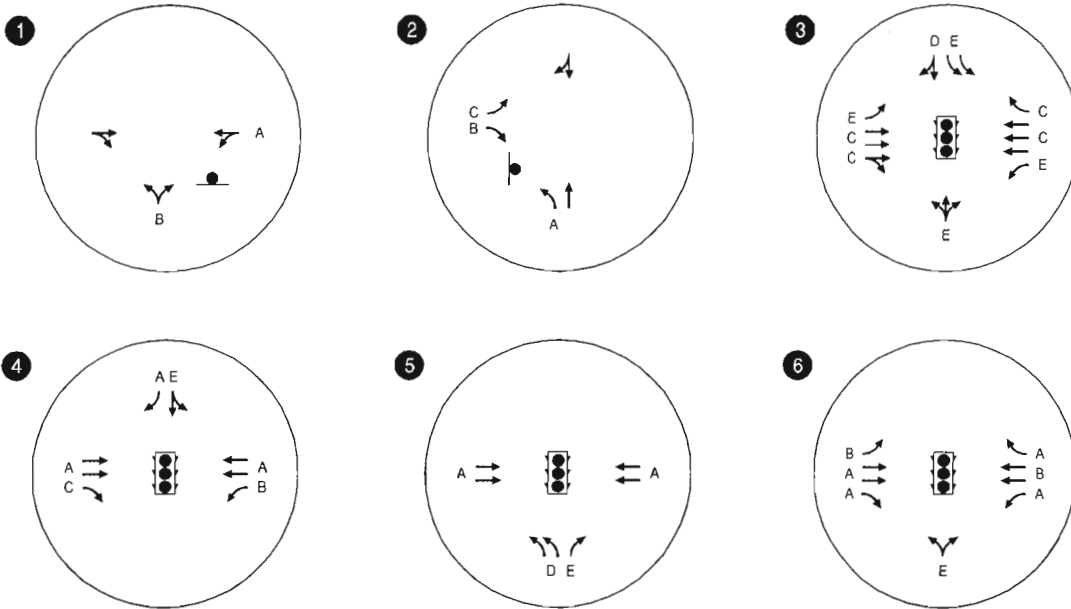
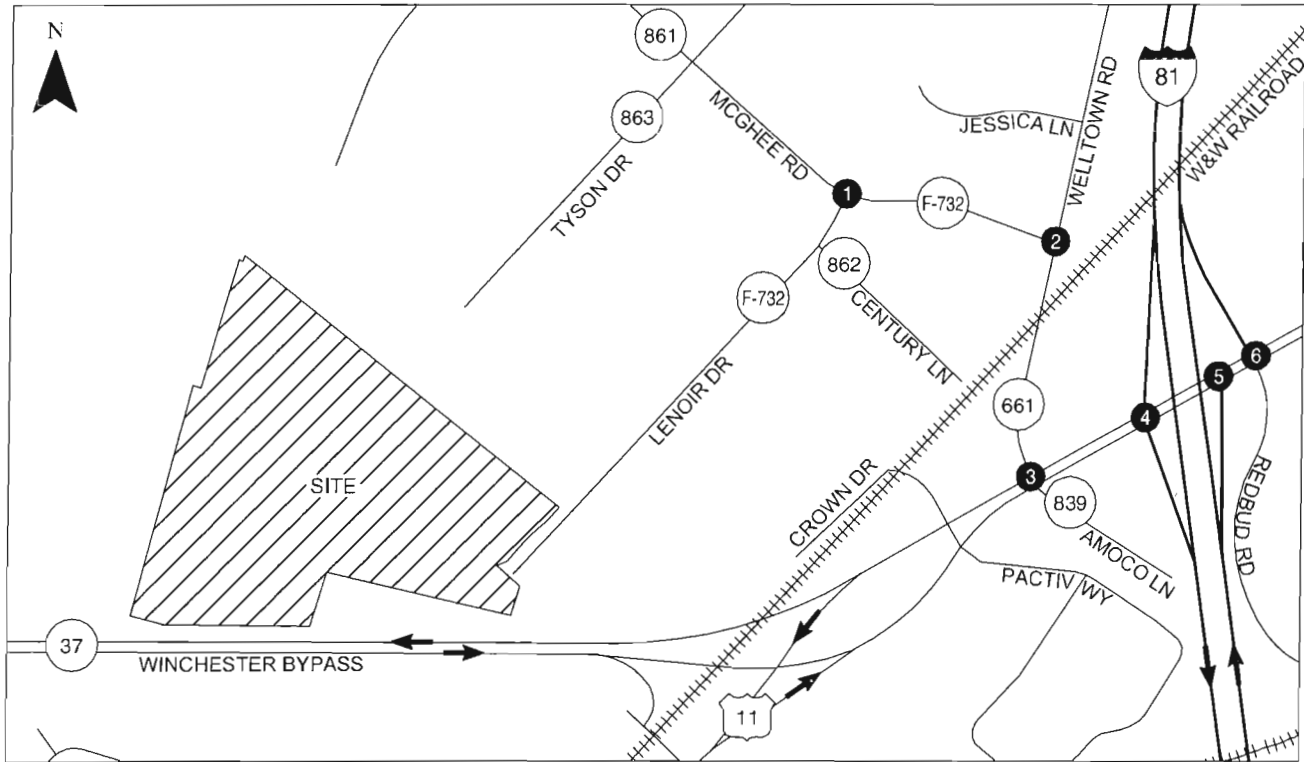
**Figure
7**



K:\H_Projects\121121652 - Morris Property Industrial Development\design\121652_Figs.dwg Dec 11, 2017 1:50pm - ebubick Layout Tab.07

Table 2 Existing Conditions – Summary of Peak Hour Levels of Service, 95th Percentile Back of Queue, and Delay for Each Lane Group by Intersection

| Intersection Information | | | | AM Peak Hour | | | PM Peak Hour | | | |
|---|-----------------|-------------|-------------|--------------|----------------------|-------------|--------------|----------------------|-------------|------|
| Intersection | Traffic Control | Approach | Lane Group | LOS | Back of Queue (feet) | Delay (sec) | LOS | Back of Queue (feet) | Delay (sec) | |
| Lenoir Drive & McGhee Road (#1) | Unsignalized | EB | EBTR | | | 0.0 | | | 0.0 | |
| | | | EB Approach | | | | 0.0 | | | 0.0 |
| | | WB | WBLT | A | <25 | 1.7 | A | <25 | 3.0 | |
| | | | WB Approach | | A | | 1.7 | A | | 3.0 |
| | | NB | NBLR | B | <25 | 11.1 | B | 50 | 14.4 | |
| NB Approach | | | B | | 11.1 | B | | 14.4 | | |
| McGhee Road & Welltown Road & Amoco Lane (#2) | Unsignalized | EB | EBL | C | <25 | 22.5 | B | <25 | 12.4 | |
| | | | EBR | B | 25 | 12.5 | B | 50 | 12.2 | |
| | | EB Approach | | B | | 12.6 | B | | 12.2 | |
| | | NB | NBL | A | 50 | 9.4 | A | <25 | 8.2 | |
| | | | NBT | | | 0.0 | | | 0.0 | |
| | | NB Approach | | | | 7.2 | | | 1.5 | |
| | | SB | SBLTR | | | 0.0 | | | 0.0 | |
| SB Approach | | | | 0.0 | | | 0.0 | | | |
| Welltown Road & US-11 (#3) | Signalized | EB | EBL | E | 325 | 67.6 | E | 250 | 73.8 | |
| | | | EBTR | C | 375 | 21.9 | C | 500 | 24.2 | |
| | | EB Approach | | C | | 28.9 | C | | 29.3 | |
| | | WB | WBL | E | 75 | 76.3 | E | 75 | 60.7 | |
| | | | WBT | C | 375 | 26.7 | C | 325 | 22.5 | |
| | | | WBR | B | 50 | 15.6 | C | 50 | 20.4 | |
| | | WB Approach | | C | | 26.2 | C | | 23.2 | |
| | | NB | NBLTR | E | 100 | 63.8 | E | 150 | 67.9 | |
| | | | NB Approach | | E | | 63.8 | E | | 67.9 |
| | | SB | SBL | E | 125 | 58.6 | E | 150 | 62.1 | |
| | | | SBTR | D | 100 | 53.2 | E | 100 | 56.3 | |
| SB Approach | | E | | 55.5 | E | | 59.0 | | | |
| Overall | | | | C | | 32.1 | C | | 32.7 | |
| US-11 & I-81 Southbound On/Off Ramps (#4) | Signalized | EB | EBT | A | 75 | 4.2 | A | 125 | 4.3 | |
| | | | EBR | | 175 | 0.0 | | 50 | | |
| | | EB Approach | | A | | 4.2 | A | | 4.3 | |
| | | WB | WBL | A | <25 | 3.4 | A | 100 | 5.3 | |
| | | | WBT | A | <25 | 1.8 | A | <25 | 1.7 | |
| | | WB Approach | | A | | 2.1 | A | | 2.2 | |
| | | SB | SBLT | F | 75 | 81.7 | F | 75 | 85.9 | |
| | | | SBR | | 0 | 0.0 | | <25 | 0.0 | |
| SB Approach | | F | | 81.7 | F | | 85.9 | | | |
| Overall | | | | A | | 4.4 | A | | 4.3 | |
| US-11 & I-81 Northbound Off Ramps (#5) | Signalized | EB | EBT | A | 25 | 3.6 | B | 275 | 11.4 | |
| | | | EB Approach | | A | | 3.6 | B | | 11.4 |
| | | WB | WBT | A | <25 | 1.6 | C | 75 | 27.7 | |
| | | | WB Approach | | A | | 1.6 | C | | 27.7 |
| | | NB | NBL | D | 250 | 54.3 | D | 275 | 51.7 | |
| | | | NBR | D | 175 | 46.3 | E | 300 | 63.0 | |
| NB Approach | | D | | 51.7 | D | | 55.8 | | | |
| Overall | | | | B | | 17.2 | C | | 28.3 | |
| US-11 & I-81 Northbound On Ramps & Redbud Road (#6) | Signalized | EB | EBL | A | 100 | 2.0 | A | 325 | 6.3 | |
| | | | EBT | D | 75 | 41.7 | C | 125 | 29.1 | |
| | | | EBR | C | <25 | 28.1 | B | <25 | 15.0 | |
| | | EB Approach | | C | | 29.3 | C | | 21.9 | |
| | | WB | WBL | B | <25 | 12.8 | C | <25 | 28.9 | |
| | | | WBT | E | 200 | 56.1 | E | 375 | 60.1 | |
| | | | WBR | D | <25 | 37.5 | D | <25 | 42.4 | |
| | | WB Approach | | D | | 54.2 | E | | 57.3 | |
| NB | NBLTR | E | <25 | 76.0 | E | 200 | 76.4 | | | |
| NB Approach | | E | | 76.0 | E | | 76.4 | | | |
| Overall | | | | D | | 40.6 | D | | 36.6 | |

*The '#' indicates 95th percentile volume exceeds capacity, queue may be longer and the queue shown is the maximum after two cycles. The 'm' indicates the volume for the 95th percentile queue is metered by the upstream signal.

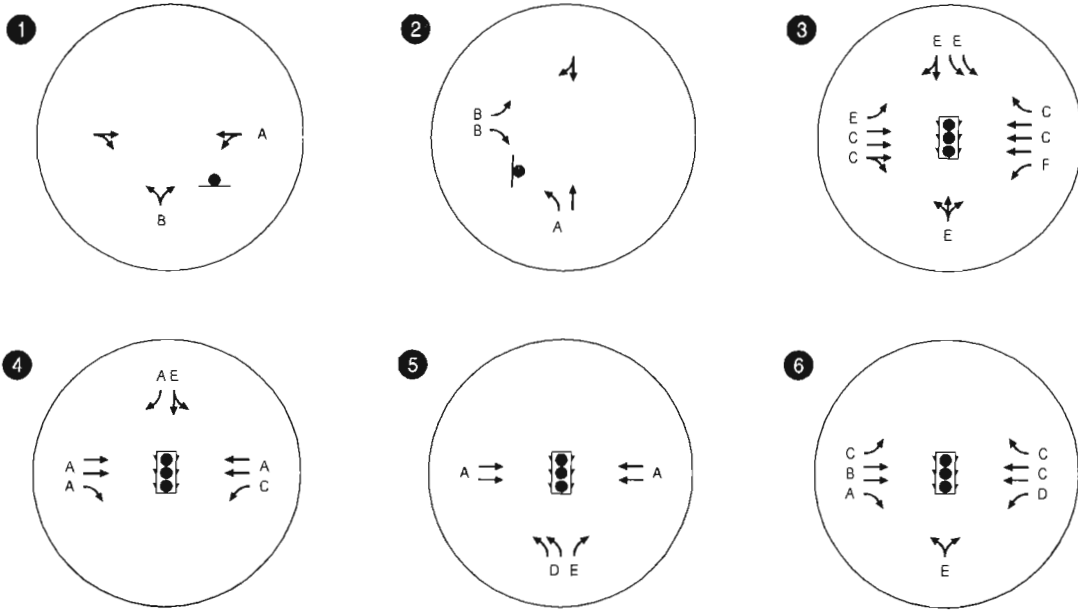
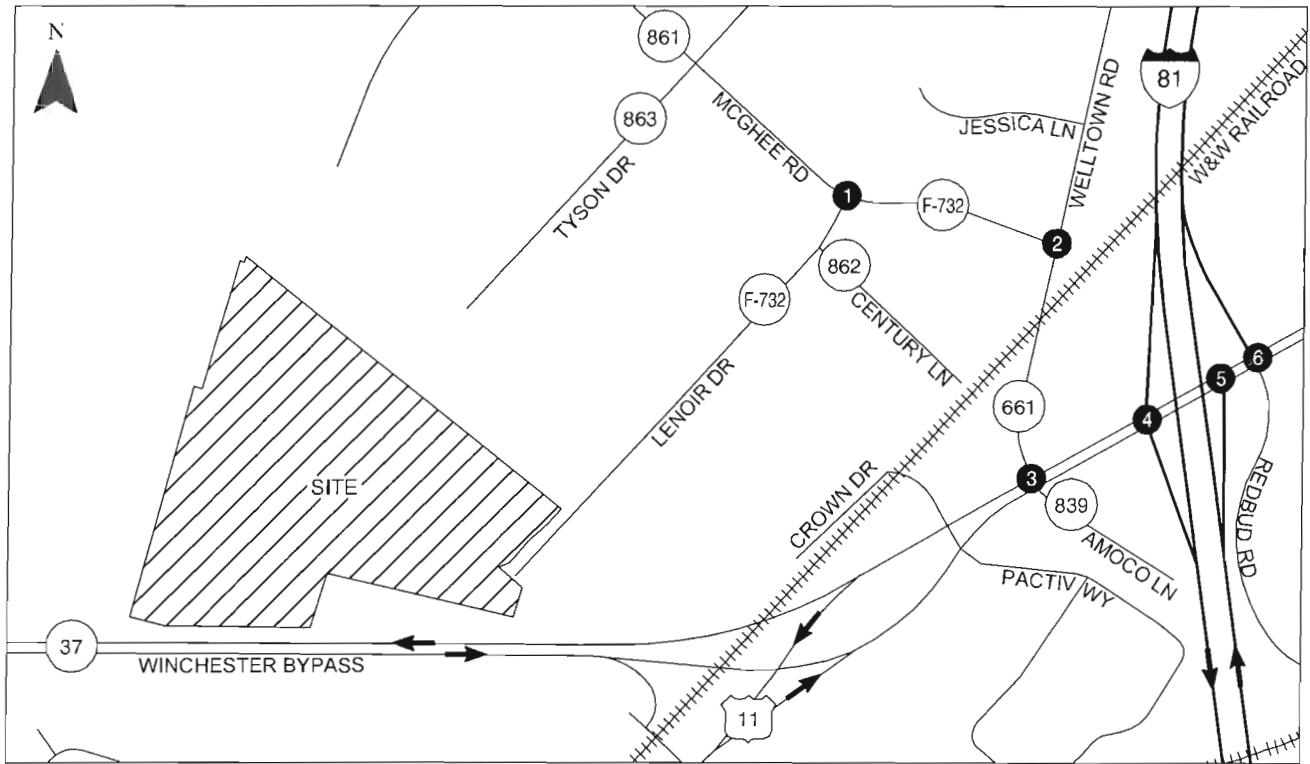




 - STOP SIGN
 - TRAFFIC SIGNAL

2020 Background Lane Group Level of Service
Weekday AM Peak Hour
Frederick County, Virginia

Figure
10

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-  - STOP SIGN
-  - TRAFFIC SIGNAL

2020 Background Lane Group Level of Service
Weekday PM Peak Hour
Frederick County, Virginia

Figure
11

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Table 3 2020 Background Traffic Conditions – Summary of Peak Hour Levels of Service, 95th Percentile Back of Queue, and Delay for Each Lane Group by Intersection

| Intersection Information | | | | AM Peak Hour | | | PM Peak Hour | | |
|---|-----------------|-------------|------------|--------------|----------------------|-------------|--------------|----------------------|-------------|
| Intersection | Traffic Control | Approach | Lane Group | LOS | Back of Queue (feet) | Delay (sec) | LOS | Back of Queue (feet) | Delay (sec) |
| Lenoir Drive & McGhee Road (#1) | Unsignalized | EB | EBTR | | | 0.0 | | | 0.0 |
| | | EB Approach | | | | 0.0 | | | 0.0 |
| | | WB | WBLT | A | <25 | 7.8 | A | <25 | 8.6 |
| | | WB Approach | | A | | 1.7 | A | | 2.9 |
| | | NB | NBLR | B | <25 | 10.7 | B | 25 | 11.8 |
| | | NB Approach | | B | | 10.7 | B | | 11.8 |
| McGhee Road & Welltown Road & Amoco Lane (#2) | Unsignalized | EB | EBL | C | <25 | 19.4 | B | <25 | 12.4 |
| | | | EBR | B | 25 | 11.8 | B | 50 | 12.2 |
| | | EB Approach | | B | | 11.9 | B | | 12.2 |
| | | NB | NBL | A | 25 | 9.0 | A | <25 | 8.3 |
| | | | NBT | | | 0.0 | | | 0.0 |
| | | NB Approach | | | | 6.8 | | | 1.5 |
| | | SB | SBLTR | | | 0.0 | | | 0.0 |
| | | SB Approach | | | | 0.0 | | 0.0 | |
| Welltown Road & US-11 (#3) | Signalized | EB | EBL | E | 325 | 75.4 | E | 275 | 75.1 |
| | | | EBTR | C | 450 | 30.7 | C | >525 | 29.0 |
| | | EB Approach | | D | | 37.1 | C | | 33.5 |
| | | WB | WBL | E | 150 | 55.3 | F | 125 | 92.0 |
| | | | WBT | C | 400 | 29.6 | C | 425 | 26.6 |
| | | | WBR | C | 50 | 24.3 | C | 100 | 31.8 |
| | | WB Approach | | C | | 30.2 | C | | 29.9 |
| | | NB | NBLTR | E | 150 | 63.6 | E | 200 | 73.4 |
| | | NB Approach | | E | | 63.6 | E | | 73.4 |
| | | SB | SBL | E | 125 | 59.9 | E | 175 | 63.3 |
| | | | SBTR | D | 100 | 53.8 | E | 100 | 56.5 |
| | | SB Approach | | E | | 56.4 | E | | 59.6 |
| Overall | | | | D | | 37.5 | D | | 37.4 |
| US-11 & I-81 Southbound On/Off Ramps (#4) | Signalized | EB | EBT | A | 100 | 7.1 | D | 175 | 48.4 |
| | | | EBR | | 150 | 0.0 | | 50 | 0.0 |
| | | EB Approach | | A | | 7.1 | D | | 48.4 |
| | | WB | WBL | A | 100 | 7.1 | C | 250 | 30.5 |
| | | | WBT | A | 75 | 3.1 | A | 250 | 3.1 |
| | | WB Approach | | A | | 3.8 | A | | 8.1 |
| | | SB | SBLT | E | 125 | 69.1 | E | 125 | 74.4 |
| | | | SBR | | <25 | 0.0 | | <25 | 0.0 |
| SB Approach | | E | | 69.1 | E | | 74.4 | | |
| Overall | | | | A | | 7.7 | C | | 28.5 |
| US-11 & I-81 Northbound Off Ramps (#5) | Signalized | EB | EBT | B | 50 | 11.5 | B | 225 | 17.1 |
| | | EB Approach | | B | | 11.5 | B | | 17.1 |
| | | WB | WBT | A | <25 | 0.1 | A | 75 | 0.1 |
| | | WB Approach | | A | | 0.1 | A | | 0.1 |
| | | NB | NBL | D | 250 | 46.1 | D | 275 | 44.9 |
| | | | NBR | E | 275 | 58.1 | E | 400 | 63.8 |
| NB Approach | | D | | 50.5 | D | | 52.6 | | |
| Overall | | | | B | | 19.5 | C | | 21.7 |
| US-11 & I-81 Northbound On Ramps & Redbud Road (#6) | Signalized | EB | EBL | A | 125 | 7.3 | B | 450 | 17.2 |
| | | | EBT | C | 100 | 32.1 | C | 250 | 21.2 |
| | | | EBR | B | <25 | 18.2 | A | <25 | 8.4 |
| | | EB Approach | | C | | 25.0 | B | | 19.6 |
| | | WB | WBL | C | <25 | 20.1 | D | 50 | 37.8 |
| | | | WBT | D | 275 | 51.9 | E | 500 | 57.9 |
| | | | WBR | C | <25 | 34.4 | D | 50 | 40.4 |
| | | WB Approach | | D | | 48.3 | D | | 54.3 |
| | | NB | NBLTR | E | <25 | 72.3 | F | 300 | 88.4 |
| | | NB Approach | | E | | 72.3 | F | | 88.4 |
| Overall | | | | D | | 36.3 | D | | 36.3 |

*The '#' indicates 95th percentile volume exceeds capacity, queue may be longer and the queue shown is the maximum after two cycles. The 'm' indicates the volume for the 95th percentile queue is metered by the upstream signal.

As shown in the figures and Table 3, all study intersections are forecast to continue to operate at LOS D or better during all time periods.

PROPOSED DEVELOPMENT

The Applicant is applying for a rezoning from RA (Rural Agricultural) to M1 (Industrial) to allow the development of two industrial warehousing buildings, totaling 820,000 square feet. Access to the site is proposed to be provided via an extension of Lenoir Drive into the site.

Trip Generation

Trip generation estimates for the proposed development were developed using the standard reference *Trip Generation, 9th Edition* (Reference 2) published by the Institute of Transportation Engineers (ITE). **Table 4** summarizes the trip generation estimates for the proposed development.

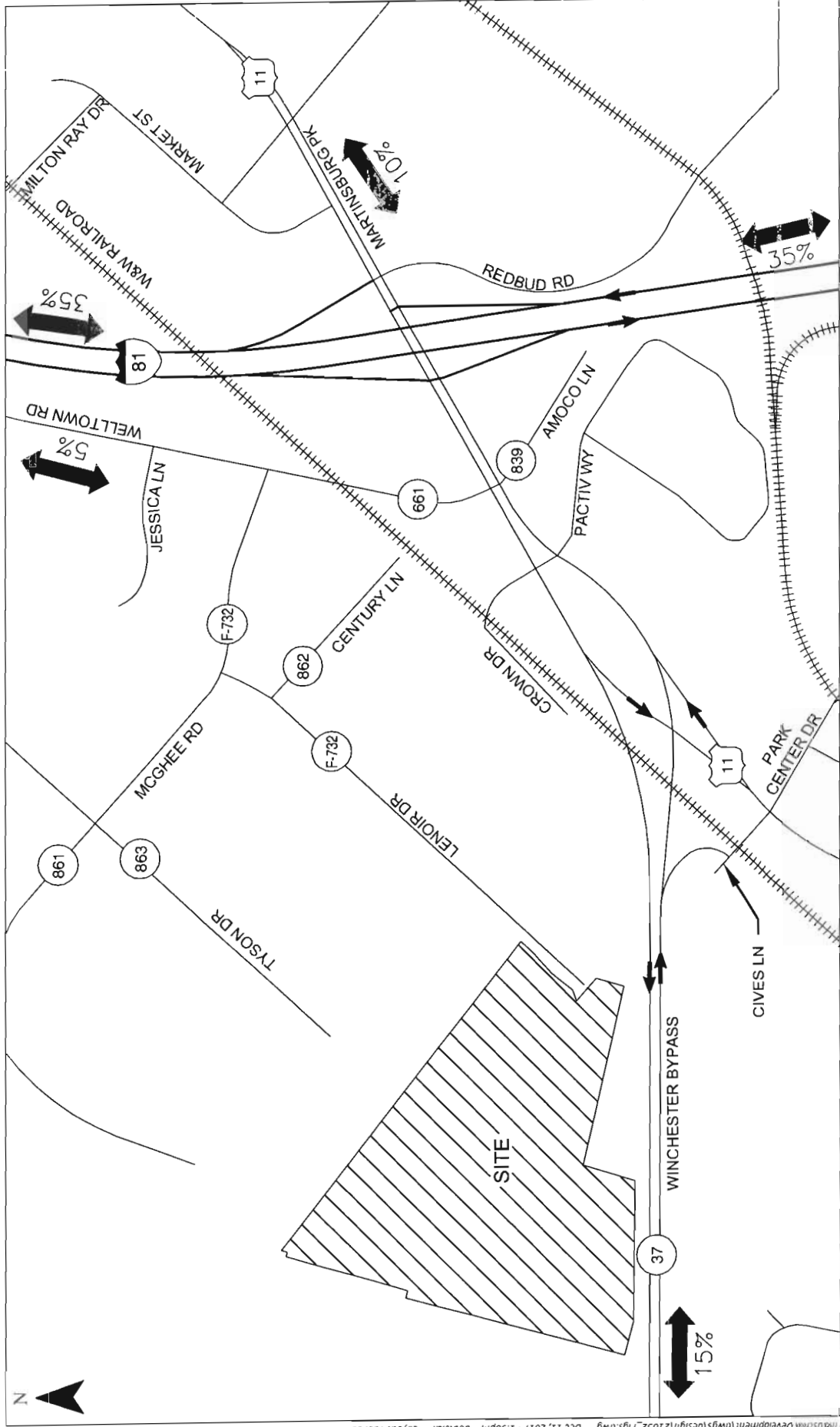
Table 4 Estimated Trip Generation

| Land Use | ITE Code | Units | | Weekday Daily | Peak Hour of Adjacent Street | | | | | |
|---|----------|---------|---------|---------------|------------------------------|-----------|-----------|----------------------|-----------|-----------|
| | | | | | Weekday AM Peak Hour | | | Weekday PM Peak Hour | | |
| | | | | | Total | In | Out | Total | In | Out |
| High-Cube Warehouse / Distribution Center | 152 | 820,000 | Sq. Ft. | 1,378 | 90 | 62 | 28 | 98 | 30 | 68 |
| Net New Trips | | | | 1,378 | 90 | 62 | 28 | 98 | 30 | 68 |

As shown in Table 4, the development is estimated to generate approximately 1,378 net new weekday daily trips, 90 weekday a.m. (62 in, 28 out), and 98 weekday p.m. (30 in, 68 out) peak hour trips when fully built out in year 2020.

Trip Distribution and Trip Assignment

Trip distribution estimates for the proposed project were developed based on anticipated future travel patterns observed near the site and a major origin/destination patterns in the site vicinity. **Figure 12** illustrates the estimated trip distribution pattern. **Figure 13** and **Figure 14** illustrate the assignment of site-generated trips to the surrounding roadway network during the weekday a.m. and weekday p.m. peak hours, respectively.

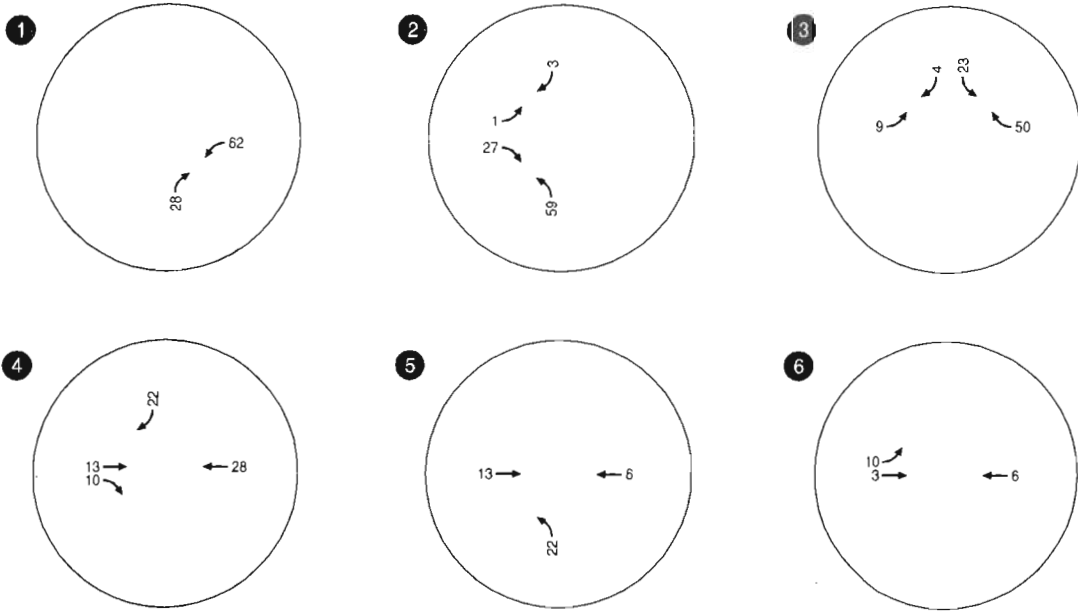
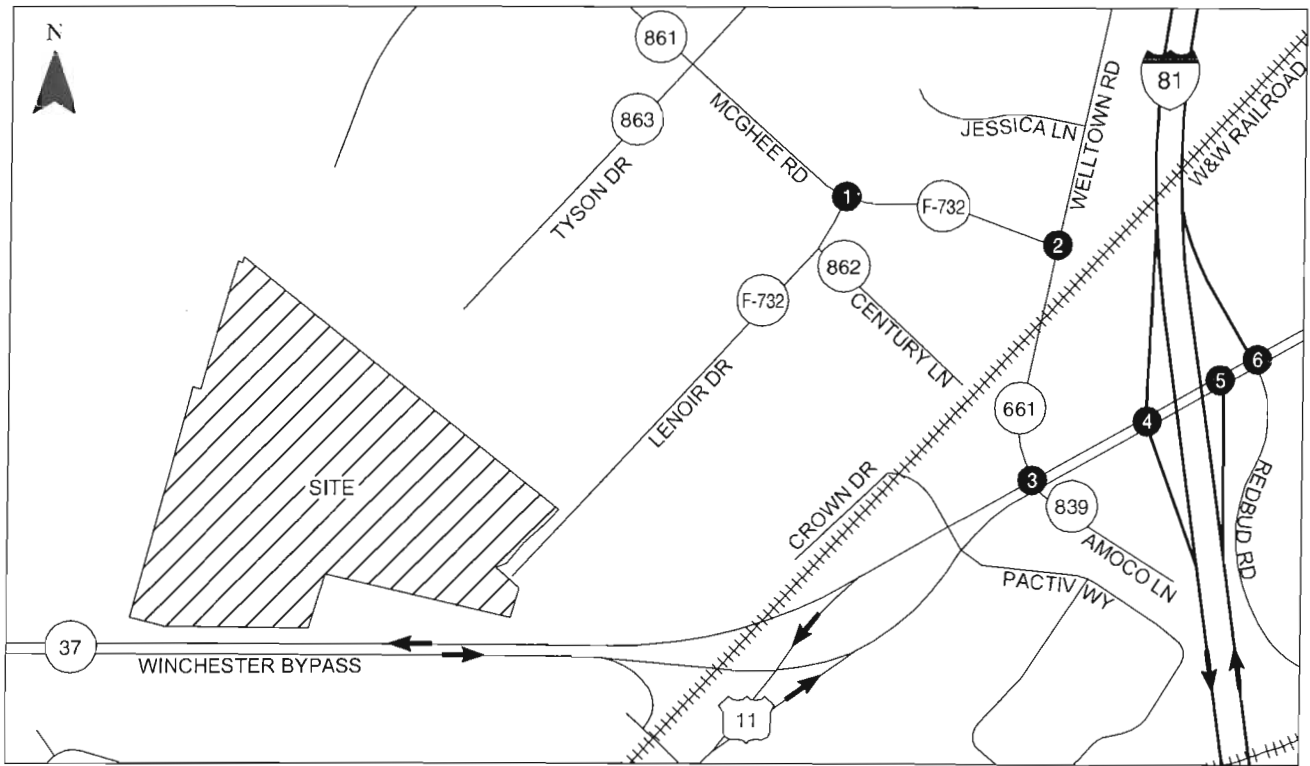


Estimated Trip Distribution
Frederick County, Virginia

Figure 12

- Proposed Trip Distribution
XXX%

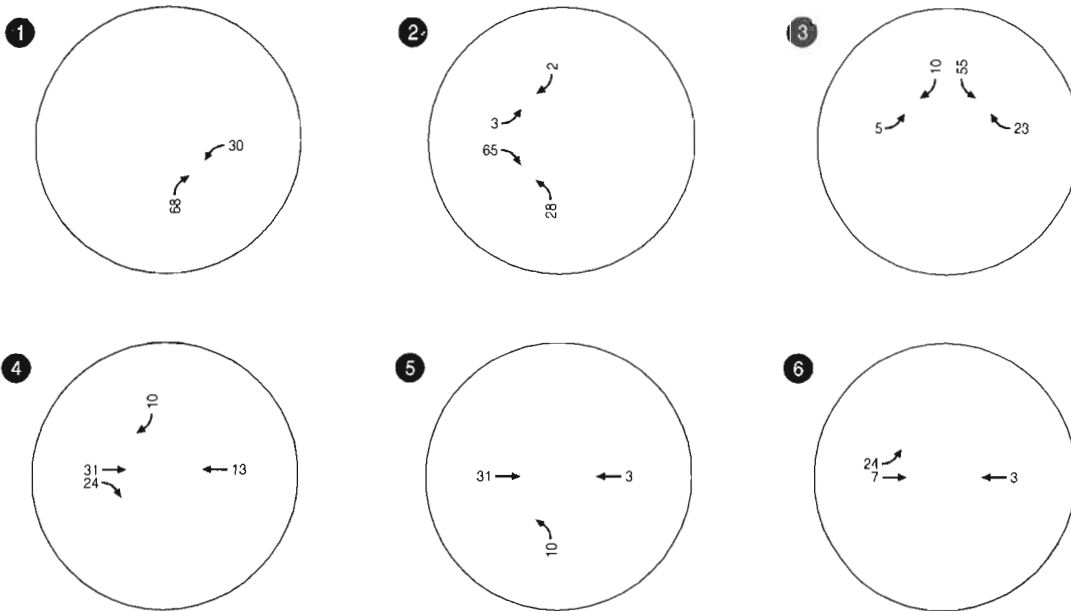
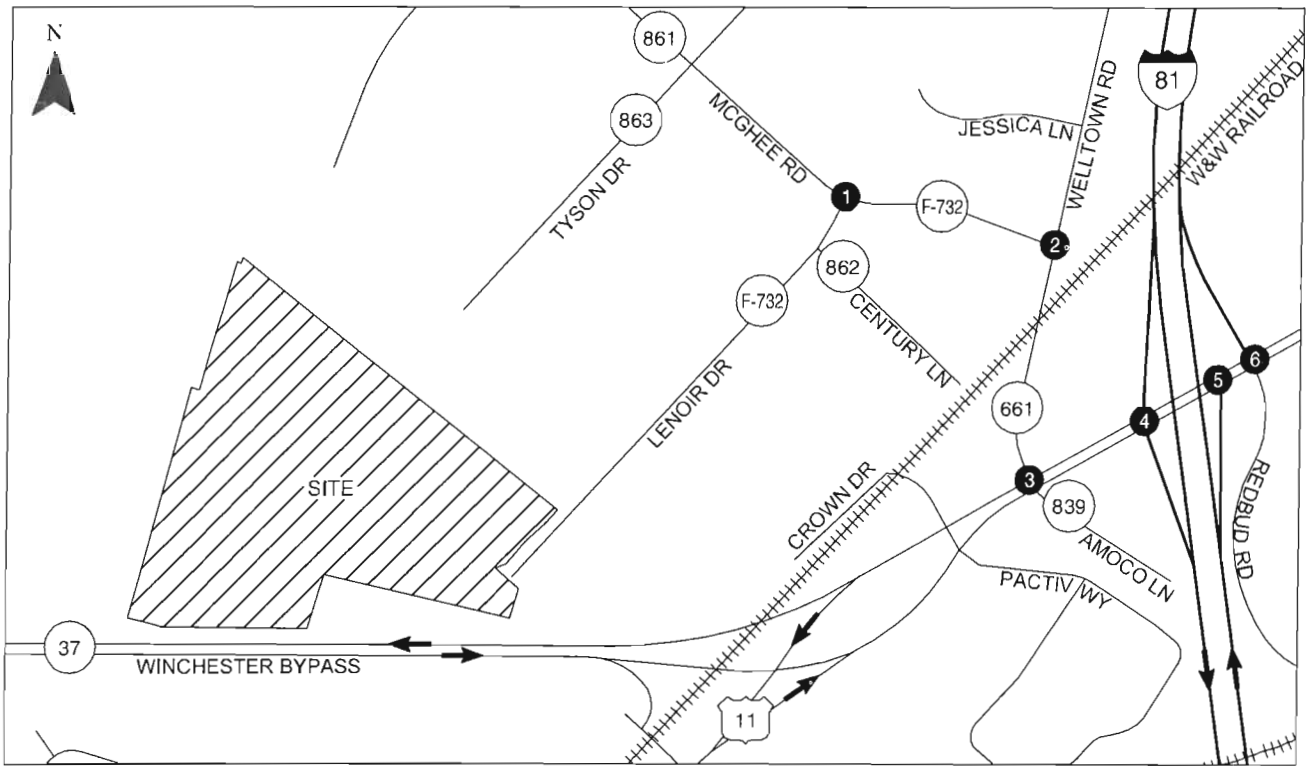




**Site-Generated Trips
Weekday AM Peak Hour
Frederick County, Virginia**

**Figure
13**

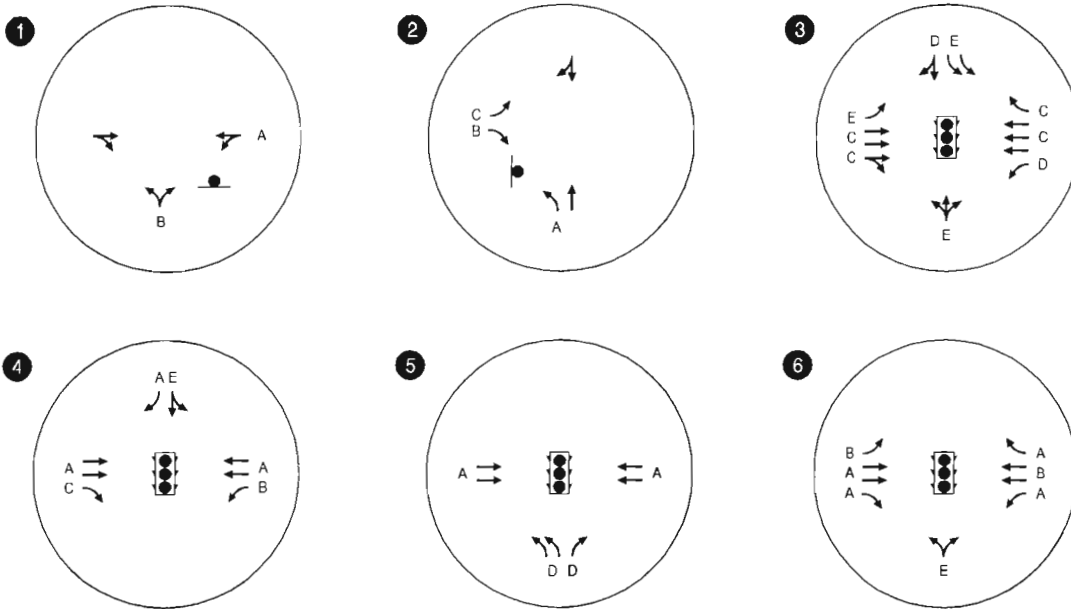
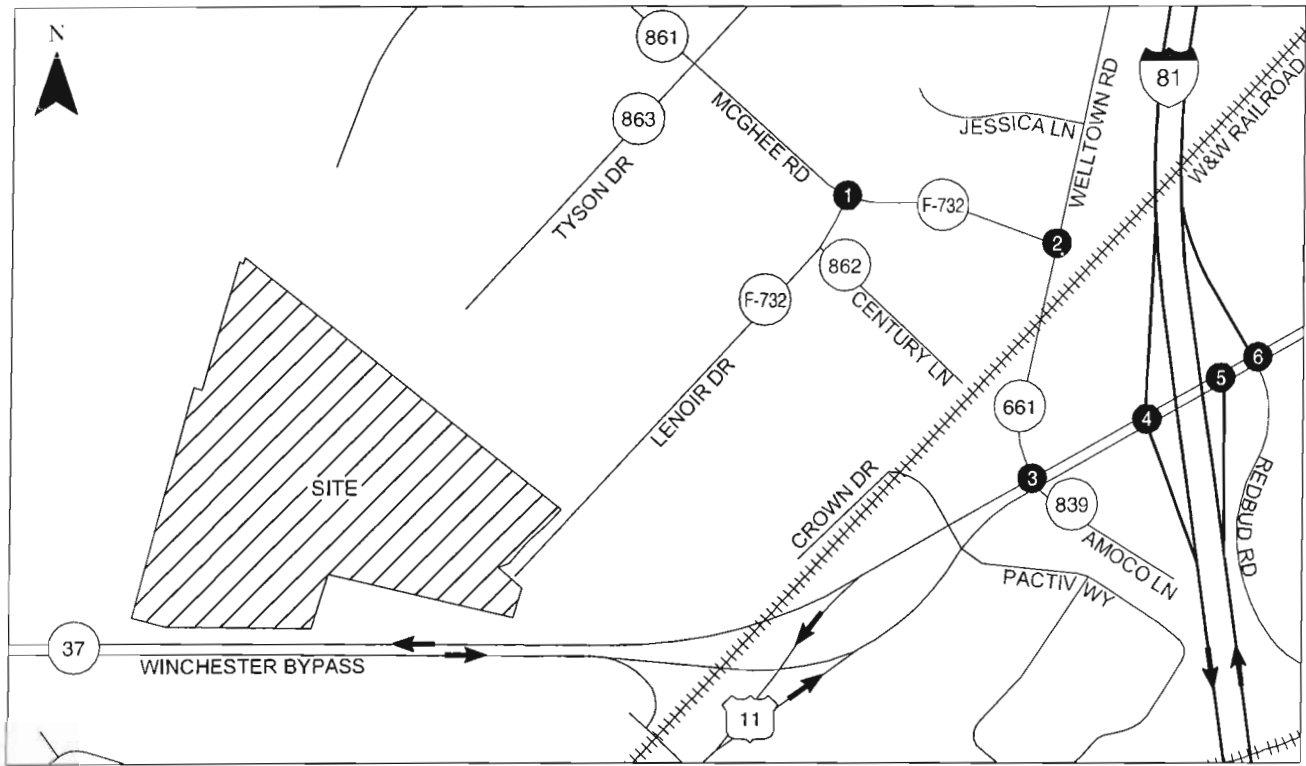
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**Site-Generated Trips
Weekday PM Peak Hour
Frederick County, Virginia**

**Figure
14**

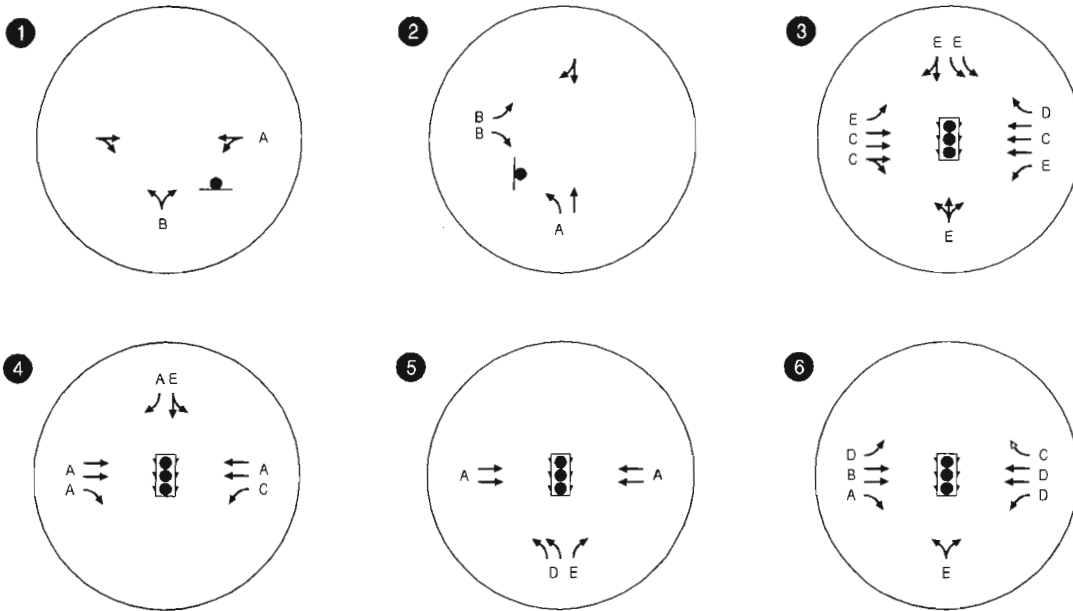
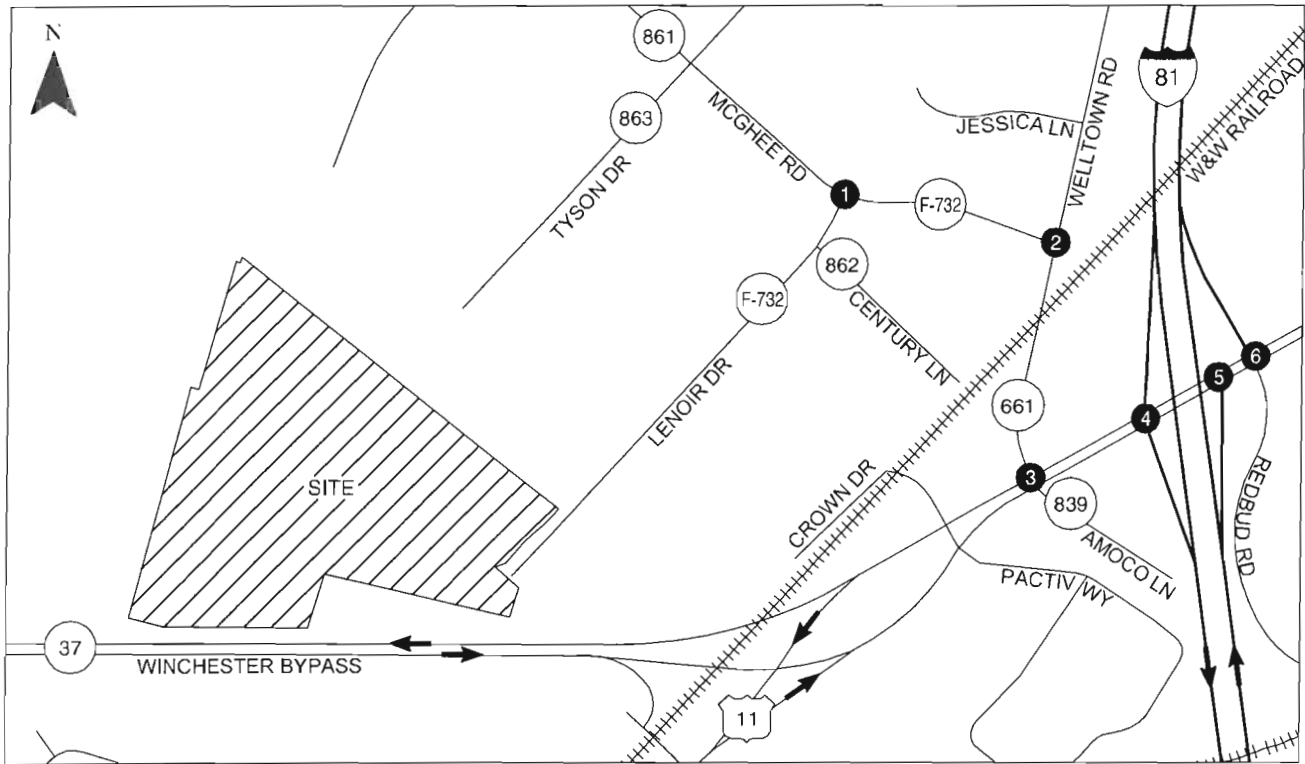
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-  - STOP SIGN
-  - TRAFFIC SIGNAL

**2020 Total Lane Group Level of Service
Weekday AM Peak Hour
Frederick County, Virginia**

Figure
17



-  - STOP SIGN
-  - TRAFFIC SIGNAL

**2020 Total Lane Group Level of Service
Weekday PM Peak Hour
Frederick County, Virginia**

Figure
18

Table 5 2020 Total Traffic Conditions – Summary of Peak Hour Levels of Service, 95th Percentile Back of Queue, and Delay for Each Lane Group by Intersection

| Intersection Information | | | | AM Peak Hour | | | PM Peak Hour | | |
|---|-----------------|-------------|-------------|--------------|----------------------|-------------|--------------|----------------------|-------------|
| Intersection | Traffic Control | Approach | Lane Group | LOS | Back of Queue (feet) | Delay (sec) | LOS | Back of Queue (feet) | Delay (sec) |
| Lenoir Drive & McGhee Road (#1) | Unsignalized | EB | EBTR | | | 0.0 | | | 0.0 |
| | | | EB Approach | | | | 0.0 | | |
| | | WB | WBLT | A | <25 | 7.9 | A | <25 | 8.7 |
| | | | WB Approach | | A | | 2.6 | A | |
| | | NB | NBLR | B | <25 | 11.1 | B | 50 | 12.8 |
| NB Approach | | | B | | 11.1 | B | | 12.8 | |
| McGhee Road & Welltown Road & Amoco Lane (#2) | Unsignalized | EB | EBL | C | <25 | 22.8 | B | <25 | 13.1 |
| | | | EBR | B | 25 | 12.2 | B | 75 | 13.3 |
| | | EB Approach | | B | | 12.3 | B | | 13.3 |
| | | NB | NBL | A | 50 | 9.3 | A | <25 | 8.3 |
| | | | NBT | | | 0.0 | | | 0.0 |
| | | NB Approach | | | | 7.3 | | | 2.0 |
| | | SB | SBLTR | | | 0.0 | | | 0.0 |
| SB Approach | | | | | 0.0 | | | 0.0 | |
| Welltown Road & US-11 (#3) | Signalized | EB | EBL | E | 325 | 74.4 | E | 275 | 67.9 |
| | | | EBTR | C | 375 | 31.8 | C | >525 | 30.3 |
| | | EB Approach | | D | | 38.2 | C | | 34.1 |
| | | WB | WBL | D | 75 | 54.4 | E | 100 | 69.2 |
| | | | WBT | C | 375 | 31.6 | C | 425 | 32.6 |
| | | WB | WBR | C | <25 | 28.4 | D | 50 | 35.7 |
| | | | WB Approach | | C | | 32.2 | C | |
| | | NB | NBLTR | E | 100 | 63.6 | E | 200 | 77.7 |
| | | | NB Approach | | E | | 63.6 | E | |
| | | SB | SBL | E | 125 | 60.5 | E | 200 | 66.9 |
| | | | SBTR | D | 100 | 53.0 | E | 100 | 57.1 |
| SB Approach | | E | | 56.4 | E | | 62.0 | | |
| Overall | | | | D | | 38.9 | D | | 40.1 |
| US-11 & I-81 Southbound On/Off Ramps (#4) | Signalized | EB | EBT | A | 100 | 7.2 | D | 100 | 50.0 |
| | | | EBR | | 150 | 0.0 | | <25 | 0.0 |
| | | EB Approach | | A | | 7.2 | D | | 50.0 |
| | | WB | WBL | A | 100 | 7.3 | C | 275 | 32.0 |
| | | | WBT | A | 50 | 3.2 | A | 250 | 3.0 |
| | | WB Approach | | A | | 3.9 | A | | 8.3 |
| | | SB | SBLT | E | 125 | 69.1 | E | 150 | 77.0 |
| | | | SBR | | <25 | 0.0 | | <25 | 0.0 |
| SB Approach | | E | | 69.1 | E | | 77.0 | | |
| Overall | | | | A | | 7.7 | C | | 29.5 |
| US-11 & I-81 Northbound Off Ramps (#5) | Signalized | EB | EBT | B | 50 | 11.6 | B | 225 | 17.7 |
| | | | EB Approach | | B | | 11.6 | B | |
| | | WB | WBT | A | <25 | 2.7 | A | 75 | 0.1 |
| | | | WB Approach | | A | | 2.7 | A | |
| | | NB | NBL | D | 250 | 46.6 | D | 275 | 46.9 |
| | | | NBR | E | 275 | 57.9 | E | 425 | 66.3 |
| NB Approach | | E | | 50.6 | D | | 54.8 | | |
| Overall | | | | C | | 20.5 | C | | 22.5 |
| US-11 & I-81 Northbound On Ramps & Redbud Road (#6) | Signalized | EB | EBL | A | 150 | 7.4 | B | 500 | 17.1 |
| | | | EBT | C | 100 | 31.9 | C | 250 | 21.4 |
| | | | EBR | B | <25 | 18.1 | A | <25 | 8.5 |
| | | EB Approach | | C | | 24.8 | B | | 19.7 |
| | | WB | WBL | C | <25 | 20.2 | D | 50 | 38.6 |
| | | | WBT | D | 300 | 52.2 | E | 525 | 60.3 |
| | | | WBR | C | <25 | 34.3 | D | 50 | 41.9 |
| | | WB Approach | | D | | 48.6 | E | | 56.5 |
| | | NB | NBLTR | E | <25 | 72.3 | F | 325 | 93.0 |
| NB Approach | | | E | | 72.3 | F | | 93.0 | |
| Overall | | | | D | | 36.2 | D | | 37.3 |

*The '#' indicates 95th percentile volume exceeds capacity, queue may be longer and the queue shown is the maximum after two cycles. The 'm' indicates the volume for the 95th percentile queue is metered by the upstream signal.



**WALSH COLUCCI
LUBELEY & WALSH PC**

Marian Harders, AICP, LEED AP
Planner
(703) 680-4664 Ext. 5121
mharders@thelandlawyers.com

April 12, 2018

Federal Express

Frederick County
Department of Planning & Development
Attn: Candice Perkins
107 North Kent Street
Winchester, VA 22601
(540) 665-5651

Re: Rezoning Application, Stonewall IV
Equus Capital Partners, Ltd. (Applicant)
Property Identification No.: 43 A 21, 43 A 21B, 43 19 4 & 43 A 24 (the "Property")

Dear Ms. Perkins:

In connection with the above, please find the following items to be filed in connection with the above-referenced Rezoning application:

1. One (1) copy of the executed Rezoning application form signed by the property owners. The original application form was submitted to your office on February 14, 2018.
2. A check in the amount of \$18,891.00, made payable to County of Frederick.
3. A copy of the death certificate for John S. Morris, Jr.
4. One (1) copy of the Property Location Map.
5. One (1) copy of the "Adjoining Property Owners" list.
6. One (1) copy of the real estate tax records for each property, showing no taxes due.
7. One (1) copy of the Impact Analysis Statement, dated April 12, 2018.
8. One (1) copy of the Proffer Statement, dated April 12, 2018.
9. One (1) copy of the General Development Plan entitled "Stonewall IV," prepared by Dice Engineering, PLC, dated April 5, 2018.
10. One (1) CD ROM containing digital copies all the submission material identified herein.

ATTORNEYS AT LAW

703 680 4664 • WWW.THELANDLAWYERS.COM
4310 PRINCE WILLIAM PARKWAY • SUITE 300 • WOODBRIDGE, VA 22192-5199

ARLINGTON 703 528 4700 • LOUDOUN 703 737 3633

On February 14, 2018, the following documents were submitted to your office and are referenced here as part of our formal application:

1. A copy of the cultural resources report entitled "Cultural Resource Survey and Assessment of Glengary (BDHR #034-1099), prepared by Dutton & Associates, dated October 2017.
2. A copy of the Transportation Impact Analysis entitled "Stonewall IV," prepared by Kittelson & Associates, dated December 2017.

We offer the following in response to the several comments received from reviewing agencies regarding the draft rezoning application, dated February 13, 2018. Where appropriate changes have been made to the Proffers submitted and the Impact Analysis has been revised as needed:

| Planning and Development, March 19, 2018 | |
|--|--|
| Agency Comment | Applicant Response |
| <p>1. <u>Northeast Land Use Plan - Land Use.</u> The 2035 Comprehensive Plan and the Northeast Land Use Plan provide guidance on the future development of the property. The property is located within the SWSA. The 2035 Comprehensive Plan identifies these properties with an industrial land use designation. The proposed M1 Zoning is generally consistent with the Northeast Land Use Plan as it relates to this area. The land use plan depicts future Route 37 on the western boundary of the properties and access to Route 37 from Lenoir Drive. The application fully addresses future Route 37 through the property; however, the access to Route 37 is not acknowledged in the impact statement or the proffers.</p> | <p>The Applicant concurs that this application is consistent with the Comprehensive Plan, and that it is accessible to public utilities, being located within the Sewer and Water Service Area.</p> <p>Transportation issues are addressed in detail in response to the comments from the Transportation Department and VDOT, below.</p> |
| <p>2. <u>Generalized Development.</u> The GDP should be revised to remove all buildings, the GDP should be more general and show the property, proffered</p> | <p>The GDP has been updated, as recommended by Staff.</p> |

| | |
|---|---|
| <p>improvements, access and buffers. The GDP should also be reduced to 11x17 or 8 ½ x 11.</p> | |
| <p>3. <u>Proffer 1 - Development and Use of the Property.</u> Proffer 1.1 states that two buildings will be constructed, given there is a gross square footage cap, it appears the requirement for two structures may not be necessary. Also, consider eliminating use limitation for warehousing and distribution.</p> | <p>Proffer #1 has been revised. Please see the detailed response to the Department of Transportation comments below, based on changes to the ITE Trip Generation Manual, 10th Edition.</p> |
| <p>4. <u>Proffer 3 - Utilities.</u> Proffer 3.1 requires the use of public water and sewer and the construction of improvements to provide such service. This proffer should be removed as it is already required. Only requirements above and beyond all County requirements should be provided in a proffer statement.</p> | <p>Comment noted. This Proffer has been deleted per Staff's recommendation. These are matters for final site plan and applicable ordinances will be complied with.</p> |
| <p>5. <u>Proffer 4 - Stormwater Management/Environment.</u> Stormwater management is a site development requirement. Existing County requirements should be removed. Only requirements above and beyond all County requirements should be provided in a proffer statement.</p> | <p>Comment noted. This Proffer has been deleted per Staff's recommendation. These are matters for final site plan and applicable ordinances will be complied with.</p> |
| <p>6. <u>Proffer 6 - Lighting.</u> Building mounted and pole mounted lighting and the use of downcast full cutoff fixtures are required by the Zoning Ordinance. Only requirements above and beyond all County requirements should be provided in a proffer statement.</p> | <p>Comment noted. This Proffer has been deleted per Staff's recommendation. These are matters for final site plan and applicable ordinances will be complied with.</p> |
| <p>7. <u>Access Easement.</u> The access easement to parcel 43-A-23 does not align with the proposed access to the subject properties off Lenoir Drive. Provide clarification on</p> | <p>Please see the comments below with respect to Transportation.

The Applicant is aware of the access easement</p> |

| | |
|---|--|
| <p>the location of these two entrance points. Staff recommends that the Applicant work with the residential property to relocate the access easement to align with the new entrance proposed on Lenoir Drive. This is also the general location of the future connection to existing Route 37 identified in the Comprehensive Plan (see comment 1).</p> | <p>to the identified parcel, and has no intention of cutting off access to it, or of improperly interfering with the easement.</p> |
| <p>8. <u>Transportation Comments.</u> Please note that the transportation comments on the rezoning application from John Bishop, Assistant Director - Transportation, are being provided to you in a separate letter. Staff may also provide additional comments related to the proposed changes if warranted subject to adjustments requested by VDOT.</p> | <p>Response to the Transportation and VDOT comments are set out below.</p> |
| <p>9. <u>Agency Comments.</u> Please provide appropriate agency comments from the following agencies: Virginia Department of Transportation, Frederick County Department of Public Works, Frederick County Fire Marshal, Frederick Water, Virginia Department of Health, the County Attorney, the Historic Resources Advisory Board (HRAB) and the Frederick-Winchester Service Authority.</p> | <p>Responses to agency comments are provided below.</p> |
| <p>10. <u>Fees.</u> Based on the fees adopted by the Board of Supervisors on April 23, 2008, the rezoning fee for this application would be \$18,891.00 based upon acreage of 88.91 acres</p> | <p>A check in the amount of \$18,891.00 is included with this submission package.</p> |
| <p>County Attorney, March 20, 2018</p> | |
| <p>Agency Comment</p> | <p>Applicant Response</p> |
| <p>1. Title to one of the parcels (43-A-21B) is in the name of Cheryl G. Morris and John S. Morris, Jr. husband and wife as tenants by</p> | <p>A copy of the death certificate for Mr. John S. Morris, Jr. is provided with this submission.</p> |

| | |
|--|---|
| <p>the entireties, with common law right of survivorship. I understand from the signature line on proffer statement that Mr. Morris is deceased. We will need submission of sufficient evidence of that fact, such as the type of statement typically included under oath, in a deed conveying property so titled reciting the fact of the death of one of the tenants by the entireties.</p> | |
| <p>2. In the heading section of the Proffer Statement Equus is identified as Equus Capital Partners, Ltd. and in the signature block it is identified as Equus Capital Partners, LP. I realize that Virginia corporate law may have certain naming requirements that conflict with those of the state law of entity formation, resulting in the use of a different suffix in Virginia but the use of the suffix should nonetheless be consistent throughout the Proffer Statement.</p> | <p>The signature block in the Proffer Statement has been revised to reflect Equus Capital Partners, Ltd.</p> |
| <p>3. In the first paragraph of the introduction, the action is twice referred to as a "proffer amendment". These references should instead be to a "rezoning"</p> | <p>These corrections have been made.</p> |
| <p>4. In the second paragraph of the introduction, the definition of the term "Applicant" should be expanded to include the current owner of the Subject Property as well.</p> | <p>The second paragraph of the Proffer Statement has been modified per Staff's recommendation.</p> |
| <p>5. The third paragraph of the introduction does not seem to fit where it has been placed. The provisions of the Proffer Statement are not limited merely to instances in which specific plans or exhibits reference them.</p> | <p>The third paragraph has been deleted for clarity.</p> |
| <p>6. Proffer 2 - The area indicated to be dedicated for Route 37 right of way does not necessarily appear to encompass a sufficient</p> | <p>The Applicant's engineer has compared the GDP with the Board's action of December 12, 2017, and has advised the Applicant that the</p> |

| | |
|---|--|
| <p>portion of the right of way area as shown by the Comprehensive Plan depiction on the County's GIS. Staff will want to confirm the extent of the proposed dedication area.</p> | <p>area shown for dedication on the GDP matches the area identified for the Proposed Route 37 interchange.</p> |
| <p>7. Proffers 3, 4, and 6 - Most of the provisions of these proffers simply restate ordinance requirements and, to that extent, are not appropriate for inclusion in the Proffer Statement.</p> | <p>As noted above, Proffers 3, 4 and 6 have been deleted. These are matters for final site plan and applicable ordinances will be complied with.</p> |
| <p>8. Proffer 5 - The proffer should indicate payment simply to Frederick County and not the Frederick County Board of Supervisors.</p> | <p>Proffer 5 has been revised per Staff's comment.</p> |
| <p>9. Signature blocks - Because, among other things, we require that proffer statements, once a rezoning is approved, be recorded in the land records, any and all signatures will need to have notarizations.</p> | <p>Comment noted. A notary block has been added to the signature page for both the Applicant and the Owner.</p> |

Frederick County Department of Transportation, March 28, 2018

| <p>Agency Comment</p> | <p>Applicant Response</p> |
|---|--|
| <p>1. <u>Traffic Study - Land Use</u>. The traffic study uses 820,000 sq. ft. of high cube warehouse. This results in daily trips of 1,378. This trip generation is significantly lower than the standard warehouse worst case scenario of uses that could potentially populate this property under the M1 Zoning District and your proffer statement as currently written. Specifically, the trip generation is significantly lower than the standard warehouse distribution trip generation. While proffer 1.1 does limit the property use to warehouse and distribution, it does not make the distinction of high cube. This is a significant discrepancy impacting the veracity of the Traffic Impact Analysis. This is most easily addressed with a clarification within the</p> | <p>After these comments were received, the Institute of Transportation Engineers (ITE) published, and the Virginia Department of Transportation adopted, the 10th Edition of its Trip Generation Manual. The TIA was developed using the Ninth Edition. This has a direct bearing on the case, and on the proper drafting of the Proffers in response to the Department's understandable comment.</p> <p>A "Warehouse" (ITE Land Use Code 150), which was the initially proffered use, is defined as "a building primarily devoted to the storage of materials, but it may also include office and maintenance areas." The Department is correct that under the Ninth Edition of the ITE a pure warehouse 'would have been considered to generate far more trips per day than a "high-cube" warehouse – which is what the TIA had</p> |

proffer statement.

modeled, and what the Applicant had intended.

According to this new Edition, however, estimated trips generated by a “warehouse” have been reduced dramatically, and the **proposed warehouse here would generate a weekday average of only 1,341 trips**, slightly fewer than the 1,378 trips that were employed in the TIA – for a high-cube warehouse. It is unnecessary, therefore, to alter the proffer to eliminate warehousing as a use. The ITE Manual now recognizes that warehousing will not generate trips that exceed what was modeled in the TIA. This has been the Applicant’s actual experience at its other facilities in Frederick County and elsewhere, and now the technical studies have, in effect, caught up with its practical experience.

The category of land use formerly identified as High-Cube Warehousing (HCW), has now been broken into three separate categories with dramatically differing trip generation characteristics. There is no longer a Land Use Code 152.

A High-Cube Transload and Short Term Storage Warehouse (ITE Land Use Code 154) is defined as “a building that typically has at least 200,000 gross square feet of floor area, has a ceiling height of 24 feet or more, and is primarily used for the storage and/or consolidation of manufactured goods prior to their distribution to retail locations or other warehouses. A typical HCW has a high level of on-site automation and logistics management. The automation and logistics enable highly efficient processing of goods through the HCW. The HCWs included in this land use include transload and short-term facilities. Transload facilities have a primary function of consolidation and distribution of pallet loads

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| | <p>for manufacturers, wholesalers, or retailers.”¹</p> <p>In this instance, such a high-cube facility would generate an estimated 1,148 average weekday trips.</p> <p>The Applicant specializes in High-Cube Transload and Short Term Storage Warehousing, but in order to provide itself market flexibility it wishes to retain the right to use any structures that may be permitted for the Property, and under the new ITE Manual that would include both Warehousing (LUC 150) and High-Cube (LUC 154). Therefore, the Applicant has edited Proffer 1.1 to clarify the uses on the property will be restricted to warehousing uses as those defined by Land Use Codes 150 and 154, as set out in the ITE Manual, 10th Edition.</p> |
| <p>2. <u>Comprehensive Plan- Eastern Road Plan.</u> The Eastern Road Plan portion of the County Comprehensive plan calls for ramp access from Lenoir Drive to Route 37. The site layout and proffers, as currently submitted, does not allow for this future connection to take place. This is an important connection that, when constructed, offers significant positive traffic impacts to the surrounding area and this site. Participating in this</p> | <p>The Applicant respectfully observes that the Comprehensive Plan also calls for the construction of an interchange between Proposed Route 37 and existing Route 37 with northbound ramps commencing roughly 600 feet from the point that any “slip ramp” from Lenoir Drive could reasonably connect with existing Route 37. According to Kittelson & Associates, the construction of such a slip ramp would meet neither VDOT nor AASHTO</p> |

¹ As noted, the ITE has abandoned Land Use Code 152 and now has four Codes for warehousing activities. LUC 150 remains “Warehouse,” and LUC 154 is the High-Cube Transload and Short Term Storage Warehouse. In addition, there are two new subcategories. LUC 155 is a “High-Cube Fulfillment Center,” a building that is defined as a High-Cube Transload Warehouse, but a fulfillment center warehouse includes structures “characterized by a significant storage function and direct distribution of ecommerce products to end-users. These facilities typically handle smaller packages and quantities than other types of HCWs and often contain multiple mezzanine levels.” LUC 156 for a “High-Cube Parcel Hub Warehouse,” is again defined as is a High-Cube Transload structure, but such a warehouse “typically serve[s] as regional and local freight-forwarder for time-sensitive shipments via air freight and ground carriers. These sites also often include truck maintenance, wash, or fueling facilities.” Both LUC 155 and 156 generate as much as 5 to 6 times the traffic of LUCs 150 and 154.

The Applicant does not intend to construct either such facility on the Subject Property.

improvement is particularly important due to the proposed development traffic that is being added to an already overburdened network and particularly intersections such as Route 11 and Welltown Road which the TIA clearly demonstrates are/will be functioning below level of service C.

standards.

It is also the case that the Applicant neither owns nor controls the right-of-way necessary to complete any connection of Lenoir Drive to existing Route 37.

Furthermore, this is an improvement the need for which is not generated by this project, but which is more generally required by the public necessity and planning. According to the Traffic Impact Analysis submitted by Kittelson, the relevant intersections that were required to be studied are already functioning below LOS C, but at an acceptable level of service.

By 2020 Total Traffic Conditions, assuming the Applicant is permitted to industrial warehouse buildings totaling 820,000 square feet, with primary access via a single full-access driveway along Lenoir Drive are estimated to generate approximately 1,378 net new weekday daily trips, 90 weekday a.m. (62 in, 28 out), and 98 weekday p.m. (30 in, 68 out) peak hour trips. Under these conditions all study intersections are anticipated to operate at LOS D or better during all study time periods under 2020 build out conditions. They are doing so at the present.

By the 2026 Design Year all study intersections that currently operate at LOS D or better during all study time periods will continue to do so. This is with the exception of the US Route 11/I-81 Northbound Ramp Terminal/Redbud Road intersection during the weekday p.m. peak period. This connection is forecast to continue to operate at LOS E during the weekday p.m. peak hour. This drop in service, however, is due exclusively to background growth and not to this project.

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| | <p>Thus, based on the results of the analysis, with which VDOT agrees, no off-site transportation improvements are recommended. All study intersections are projected to continue to operate acceptably, assuming full build-out of the Stonewall IV development.</p> <p><u>Notwithstanding this, and in recognition of the County's continued insistence on the eventual viability of the slip ramps, the Applicant's engineer has relocated the entrance into the development off of Lenoir Drive so that it will not preclude the future construction of those ramps by others, nor will it interfere with or impede or require the relocation of the easement that provides access to the Jenkins Parcel, 43A-23.</u></p> |
| <p>3. <u>Route 37</u>. Regarding the proffer for the Route 37 right-of-way, I would suggest adding language in addition to being consistent with the GDP that it is consistent with the Eastern Road Plan update adopted by the Board of Supervisors on December 13, 2017. This way, if there is any unintentional disconnect between the GDP and what was adopted by the Board, the intent is clear.</p> | <p>The Applicant's engineer has compared the GDP with the Board's action of December 12, 2017, and has advised the Applicant that the area shown for dedication on the GDP matches the area identified for the Proposed Route 37 interchange.</p> |
| <p>VDOT, March 9, 2018</p> | |
| <p>Agency Comment</p> | <p>Applicant Response</p> |
| <p>VDOT Staunton District Planning performed a review of the Stonewall IV Rezoning TIA completed by Kittelson & Associates, Inc. submitted on February 14, 2018. Overall, the methodology used for the analysis was found to be acceptable and no revisions are required. The comments below are offered as reference notes for minor issues we found.</p> | <p>Acknowledged.</p> |

| | |
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| <p>1. Typos were found on some of the lane group level of service figures, where the LOS shown does not match the correctly reported LOS shown on the corresponding traffic conditions tables.</p> | <p>Acknowledged.</p> |
| <p>2. For future reference, please ensure coordinated phases match the provided signal plans. For this corridor, all signals should be programmed with phases 2 and 6 as the coordinated phases. Only the Rt. 11/Redbud Rd signal is currently programmed with only phase 2 as the coordinated phase. This does not appear to have a substantial impact for this TIA, so no revisions are required.</p> | <p>Acknowledged.</p> |
| <p>3. The Rt. 11/Redbud Rd eastbound left turn was modeled with a 3 second lost time adjustment in both the AM and PM peak hours. VDOT requires that this setting be 0 for all movements. Since this setting degrades signal performance rather than improving it, no revisions are required.</p> | <p>Acknowledged.</p> |
| <p>4. The Rt. 11/Redbud Rd eastbound and westbound left turns are modeled with permissive-protected operation, but actually operate using flashing yellow arrows. The turn type for these movements should be programmed using the "Dallas permissive + protected" setting with the "Permitted Flashing Yellow" box checked. This does not appear to have a substantial impact for this TIA, so no revisions are required.</p> | <p>Acknowledged.</p> |
| <p>5. The TIA scoping form identifies ITE Land Use Code 152, High-Cube Warehouse / Distribution Center as the trip generation for the proposed rezoning development, which was utilized in the technical analysis of the study. However, Proffer 1.1, dated</p> | <p>See the detailed and revised response to the Department of Transportation comments above. With the advent of the 10th Edition of the ITE Manual the situation has changed sufficiently that the Applicant's address of this issue has changed so as to remove this as an</p> |

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| <p>February 13, 2018 indicates the development of the property will be limited to 820,000 square feet, used solely for warehousing and distribution. The High-Cube Warehouse / Distribution Land Use is much less intense in character than traditional warehouse / distribution uses, which have the potential to double the trip generation utilized in the traffic analysis of the study. VDOT District Planning recommends consideration of adjusting the proffer to identify the allowable use to be more in-line with the definition of Land Use Code 152 in the most current ITE Trip Generation Manual or limit the permitted daily trip generation of the site to 1,378 as specified in the TIA.</p> | <p>issue.</p> |
| <p>6. The 2035 Frederick County Comprehensive Plan Northeast Frederick Area Plan identifies a future transportation improvement of a ramp connection to Route 37 south from Lenoir Drive. The current layout of the site as illustrated on the GDP proposes the development entrance at the current termini of Lenoir Drive, which would be in conflict with the future improvement. VDOT District Planning would recommend adjustments to the layout of the site to be in conformance with the Frederick County Comprehensive Plan.</p> | <p>See the response to the Department of Transportation comment above.</p> |
| <p>Department of Public Works, March 12, 2018</p> | |
| <p>Agency Comment</p> | <p>Applicant Response</p> |
| <p>A detailed review shall occur at the time of site plan submission.</p> | <p>Acknowledged.</p> |

| Department of Fire and Rescue, Office of the Fire Marshal, February 15, 2018 | |
|---|---|
| Agency Comment | Applicant Response |
| Plan approval status = APPROVE

No comments. | Acknowledged. |
| Frederick-Winchester Service Authority, February 19, 2018 | |
| Agency Comment | Applicant Response |
| Capacity consideration deferred to Frederick Water. | Acknowledged. |
| Frederick Water, February 22, 2018 | |
| Agency Comment | Applicant Response |
| 1. The project parcels are located within the sewer and water service area (SWSA) and in an area presently served by Frederick Water. SWSA enables access to public water and sewer service by county policy. Location within the SWSA does not guarantee that sanitary sewer and water capacities are available to serve the property. | Acknowledged. These issues will be accommodated a final site plan. |
| 2. The rezoning application proffer states that the proposed use will be limited to a warehouse and distribution facility on no larger than 820,000 gross square feet. <i>The impact analysis statement is silent of the proposed water and sewer demands.</i> | Comment noted. Proposed water and sewer demands are addressed in the revised Statement of Justification provided with this submission.

It is impossible to project proposed demand for sewer and water usage until an end user is obtained but as noted below, warehousing facilities do not require much sewer or water service and the actual needs can be determined and accommodated at final site plan. |
| 3. Facilities for conveyance of water to, and sanitary sewer from, the subject properties do presently exist. Until the proposed uses' | Acknowledged. Warehousing facilities have minimal demand for sewer, and both sewer and water usage will be determined when an end |

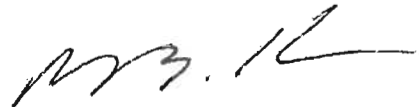
| | |
|---|---|
| <p>projected water and sewer demands are known, it is unknown if the existing conveyance network has the capacity to accommodate the projected demands.</p> | <p>user is obtained.</p> |
| <p>4. The proffer statement is silent on improvements that would be constructed by the Applicant to meet water and sanitary sewer demands. Accordingly, the comments offered herein are general in nature. The ultimate decision regarding the ability to serve the property with adequate water and sanitary sewer will be determined at the time the site's use is determined, conveyance facilities are constructed, and water and sewer connection fees are paid to Frederick Water. Sanitary sewer system capacity is not reserved until the sewer connection fee is paid to Frederick Water, and physical connection to the system is made.</p> | <p>Acknowledged. These are matters that will be determined at final site plan, as the Authority recognizes.</p> |
| <p>5. Water and sanitary sewers are to be constructed in accordance with the FCSA standards specifications. Dedicated easements may be required and based on the layout vehicular access will need to be incorporated into the final design.</p> | <p>Acknowledged.</p> |
| <p>6. Please be aware that the FCSA is offering these review comments without benefit of knowledge of the projected water and sewer demands of the site.</p> | <p>Acknowledged.</p> |
| <p>Department of Parks and Recreation, February 16, 2018</p> | |
| <p>Agency Comment</p> | <p>Applicant Response</p> |
| <p>This application appears to meet Parks and Recreation requirements.</p> | <p>Acknowledged.</p> |

| Historic Resources Board, March 28, 2018 | |
|--|---|
| Agency Comment | Applicant Response |
| <p>The Virginia Department of Historic Resources identifies one mapped property located on the subject property DHR #034-1099 - Glengary. This structure is potentially eligible for the National Register of Historic Places. After reviewing this information and the Applicant's materials and proposals, the Historic Resources Advisory Board (HRAB) recommended approval of the Rezoning with the following:</p> <ul style="list-style-type: none">• Applicant perform a Historic American Building Survey (HABS) - Standard III for the Glengary site.• Institute protocols for the demolition of Glengary to ensure preservation and/or documentation of historical features. | <p>The Applicant has proffered to prepare a HABS level III for the residential structure located on the subject property. This has been addressed in the Proffer Statement.</p> |

Once you have had an opportunity to review the application together with the supporting documents, please contact my office if you require additional information

Sincerely,

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



Marian B. Harders, AICP, LEED AP

MBH

Enclosures: As stated



315 Tasker Road
Stephens City, Virginia 22655

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

Eric R. Lawrence
Executive Director

February 22, 2018

Marian B. Harders
Walsh Colucci Lubeley & Walsh PC
4310 Prince William Parkway, Suite 300
Woodbridge, Virginia 22192

**RE: Rezoning Application Comment
Stonewall IV Rezoning Application
Tax Map Number: 43-A-21, 43-A-21B, 43-19-4 and 43-A-24
88.91 acres**

Dear Ms. Harders:

Thank you for the opportunity to offer review comments on the Stonewall IV rezoning application package, with a draft proffer statement and Impact Analysis Statement dated February 13, 2018. Frederick Water offers comments limited to the anticipated impact/effect upon Frederick Water's public water and sanitary sewer system and the demands thereon.

The project parcels are located within the sewer and water service area (SWSA) and in an area presently served by Frederick Water. SWSA enables access to public water and sewer service by county policy. Location within the SWSA does not guarantee that sanitary sewer and water capacities are available to serve the property.

The rezoning application proffer states that the proposed use will be limited to a warehouse and distribution facility on no larger than 820,000 gross square feet. ***The impact analysis statement is silent of the proposed water and sewer demands.***

Facilities for conveyance of water to, and sanitary sewer from, the subject properties do presently exist. Until the proposed uses' projected water and sewer demands are known, it is

Page 2
Stonewall IV rezoning application
Marian Harders
February 22, 2018

unknown if the existing conveyance network has the capacity to accommodate the projected demands.

The proffer statement is silent on improvements that would be constructed by the applicant to meet water and sanitary sewer demands. Accordingly, the comments offered herein are general in nature. The ultimate decision regarding the ability to serve the property with adequate water and sanitary sewer will be determined at the time the site's use is determined, conveyance facilities are constructed, and water and sewer connection fees are paid to Frederick Water. Sanitary sewer system capacity is not reserved until the sewer connection fee is paid to Frederick Water, and physical connection to the system is made.

Water and sanitary sewers are to be constructed in accordance with the FCSA standards specifications. Dedicated easements may be required and based on the layout vehicular access will need to be incorporated into the final design.

Please be aware that the FCSA is offering these review comments without benefit of knowledge of the projected water and sewer demands of the site.

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 "L".

Eric R. Lawrence
Executive Director

Cc: Michael T. Ruddy, AICP, County Planning Department
Dick Helm, Frederick-Winchester Service Authority



March 19, 2018

Ms. Marian Harders
Walsh Colucci Lubeley & Walsh, PC
4310 Prince William Parkway, Suite 300
Woodbridge, Virginia 22192

RE: Proposed Rezoning for Stonewall IV
Property Identification Numbers (PINs): 43-A-21, 43-A-21B,
43-19-4, 43-A-24

Dear Ms. Harders:

I have had the opportunity to review the draft rezoning application for the Stonewall IV site. This application seeks to rezone four properties totaling 88.91 from the RA (Rural Areas) District to the M1 (Light Industrial) District with proffers. This review is generally based upon the proffer statement submitted on February 13, 2018. Prior to formal submission to the County, please ensure that these comments and all review agency comments are adequately addressed. At a minimum, a letter describing how each of the agencies and their comments have been addressed should be included as part of the submission.

1. **Northeast Land Use Plan – Land Use.** The 2035 Comprehensive Plan and the Northeast Land Use Plan provide guidance on the future development of the property. The property is located within the SWSA. The 2035 Comprehensive Plan identifies these properties with an industrial land use designation. The proposed M1 Zoning is generally consistent with the Northeast Land Use Plan as it relates to this area. The land use plan depicts future Route 37 on the western boundary of the properties and access to Route 37 from Lenoir Drive. The application fully addresses future Route 37 through the property; however, the access to Route 37 is not acknowledged in the impact statement or the proffers.
2. **Generalized Development.** The GDP should be revised to remove all buildings, the GDP should be more general and show the property, proffered improvements, access and buffers. The GDP should also be reduced to 11x17 or 8 ½ x 11.
3. **Proffer 1 – Development and Use of the Property.**

- a. Proffer 1.1 states that two buildings will be constructed, given there is a gross square footage cap, it appears the requirement for two structures may not be necessary. Also, consider eliminating use limitation for warehousing and distribution.
4. **Proffer 3 - Utilities.** Proffer 3.1 requires the use of public water and sewer and the construction of improvements to provide such service. This proffer should be removed as it is already required. Only requirements above and beyond all County requirements should be provided in a proffer statement.
5. **Proffer 4 – Stormwater Management/Environment.** Stormwater management is a site development requirement. Existing County requirements should be removed. Only requirements above and beyond all County requirements should be provided in a proffer statement.
6. **Proffer 6 – Lighting.** Building mounted and pole mounted lighting and the use of downcast full cutoff fixtures are required by the Zoning Ordinance. Only requirements above and beyond all County requirements should be provided in a proffer statement.
7. **Access Easement.** The access easement to parcel 43-A-23 does not align with the proposed access to the subject properties off Lenoir Drive. Provide clarification on the location of these two entrance points. Staff recommends that the applicant work with the residential property to relocate the access easement to align with the new entrance proposed on Lenoir Drive. This is also the general location of the future connection to existing Route 37 identified in the Comprehensive Plan (see comment 1).
8. **Transportation Comments.** Please note that the transportation comments on the rezoning application from John Bishop, Assistant Director - Transportation, are being provided to you in a separate letter. Staff may also provide additional comments related to the proposed changes if warranted subject to adjustments requested by VDOT.
9. **Agency Comments.** Please provide appropriate agency comments from the following agencies: Virginia Department of Transportation, Frederick County Department of Public Works, Frederick County Fire Marshal, Frederick Water, Virginia Department of Health, the County Attorney, the Historic Resources Advisory Board (HRAB) and the Frederick-Winchester Service Authority.

Page 3
Ms. Marian Harders
RE: Stonewall IV
March 19, 2018

10. **Fees.** Based on the fees adopted by the Board of Supervisors on April 23, 2008, the rezoning fee for this application would be \$18,891.00 based upon acreage of 88.91 acres.

All of the above comments and reviewing agency comments should be appropriately addressed before staff can accept this rezoning application. Please feel free to contact me with questions regarding this application.

Sincerely,



Candice E. Perkins, AICP, CZAS
Assistant Director

CEP/pd



March 28, 2018

Ms. Marian Harders
Walsh Colucci Lubeley & Walsh, PC
4310 Prince William Parkway, Suite 300
Woodbridge, Virginia 22192

**RE: Proposed Rezoning for Stonewall IV
Property Identification Numbers (PINs): 43-A-21, 43-A-21B,
43-19-4 and 43-A-24**

Dear Ms. Harders:

Thank you for the opportunity to review the draft rezoning application for the Stonewall IV rezoning. This application seeks to rezone four properties totaling 88.91 from the RA (Rural Areas) District to the M1 (Light Industrial) District with proffers. This review is based upon the proffer statement submitted on February 13, 2018.

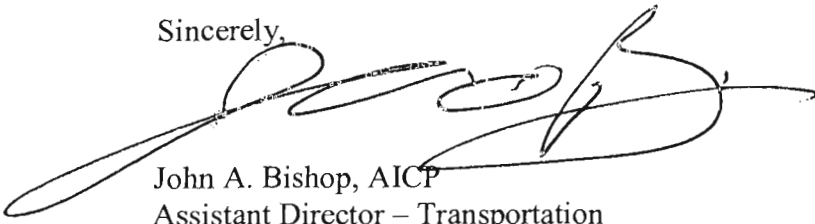
1. **Traffic Study – Land Use.** The traffic study uses 820,000 sq. ft. of high cube warehouse. This results in daily trips of 1,378. This trip generation is significantly lower than the standard warehouse worst case scenario of uses that could potentially populate this property under the M1 Zoning District and your proffer statement as currently written. Specifically, the trip generation is significantly lower than the standard warehouse distribution trip generation. While proffer 1.1 does limit the property use to warehouse and distribution, it does not make the distinction of high cube. This is a significant discrepancy impacting the veracity of the Traffic Impact Analysis. This is most easily addressed with a clarification within the proffer statement.
2. **Comprehensive Plan- Eastern Road Plan.** The Eastern Road Plan portion of the County Comprehensive plan calls for ramp access from Lenoir Drive to Route 37. The site layout and proffers, as currently submitted, does not allow for this future connection to take place. This is an important connection that, when constructed, offers significant positive traffic impacts to the surrounding area and this site. Participating in this improvement is particularly important due to the proposed development traffic that is being added to an already overburdened network and particularly intersections such as Route 11 and Welltown Road which the TIA clearly demonstrates are/will be functioning below level of service C.

Page 2
Ms. Marian Harders
RE: Stonewall IV
March 28, 2018

3. **Route 37.** Regarding the proffer for the Route 37 right-of-way, I would suggest adding language in addition to being consistent with the GDP that it is consistent with the Eastern Road Plan update adopted by the Board of Supervisors on December 13, 2017. This way, if there is any unintentional disconnect between the GDP and what was adopted by the Board, the intent is clear.

Once again, thank you for the opportunity to review this application. Please feel free to contact me with questions or concerns.

Sincerely,

A handwritten signature in black ink, appearing to read 'John A. Bishop', written over a horizontal line.

John A. Bishop, AICP
Assistant Director – Transportation
Frederick County Department of Planning and Development

cc: Michael T. Ruddy, AICP, Director of Planning and Development
Candice Perkins, AICP, CZA, Assistant Director of Planning and Development

**REZONING APPLICATION FORM
FREDERICK COUNTY, VIRGINIA**

To be completed by Planning Staff:

Zoning Amendment Number 01-18 Fee Amount Paid \$ 18,891⁰⁰
PC Hearing Date _____ Date Received 4/20/19
BOS Hearing Date _____

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: Equus Capital Partners, Ltd. Telephone: 215.575.2352

Address: 3200 Center Square West, 1500 Market Street
Philadelphia, Pennsylvania 19102

2. Property Owner (if different than above):

Name: Cheryl G. Morris Telephone: _____

Address: PO Box 2802
Winchester, VA 22604

3. Contact person if other than above:

John Foote, Esq.
Name: c/o Walsh Colucci Lubeley & Walsh Telephone: 703.680.4664

4. Property Information:

- a. Property Identification Number(s): 43 A 21, 43 A 21B, 43 19 4 and 43 A 24
- b. Total acreage to be rezoned: 88.91 Acres
- c. Total acreage of the parcel(s) to be rezoned (if the entirety of the parcel(s) is not being rezoned): n/a
- d. Current zoning designation(s) and acreage(s) in each designation: RA 88.91 Acres
- e. Proposed zoning designation(s) and acreage(s) in each designation: M-1 88.91 Acres
- f. Magisterial District(s): Stonewall Magisterial 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"/> | | |
| Digital copies (pdf's) of all submitted documents, maps and exhibits | <input checked="" type="checkbox"/> | | |
| Concept Plan | <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:

Cheryl G. Morris

7. Adjoining Property:

| <u>PARCEL ID NUMBER</u> | <u>USE</u> | <u>ZONING</u> |
|---|------------|---------------|
| (See attached adjoining property owner list.) | | |
| <hr/> | <hr/> | <hr/> |
| <hr/> | <hr/> | <hr/> |
| <hr/> | <hr/> | <hr/> |
| <hr/> | <hr/> | <hr/> |

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 property is located at the southern terminus of Lenoir Drive (Rt F-732).

9. The following information should be provided according to the type of rezoning proposed:

Number of Units Proposed

Single Family homes: _____ Townhome: _____ Multi-Family: _____
 Non-Residential Lots: _____ Mobile Home: _____ Hotel Rooms: _____

Square Footage of Proposed Uses

Office: _____ Service Station: _____
 Retail: _____ Manufacturing: _____
 Restaurant: _____ Warehouse: 820,000 sf
 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): Equus Capital Partners, Ltd
 By: Daniel M DiBella Sr Date: 2-1-18
 Name: _____
 Title: SUP Date: _____

Owner(s): Cheryl G. Morris Date: 2-6-18
 Cheryl G. Morris, sole surviving tenant by the entirety
 _____ Date: _____

Rezoning #01-18
 PINS 43-A-21, 43-A-21B,
 43-19-4, 43-A-24

ADJOINING PROPERTY OWNERS

Owners of property adjoining the land will be notified of the Planning Commission and the Board of Supervisors meetings. For the purpose of this application, **adjoining property is any property abutting the requested property on the side or rear or any property directly across a public right-of-way, a private right-of-way, or a watercourse from the requested property.** The applicant is required to obtain the following information on each adjoining property including the parcel identification number which may be obtained from the office of the Commissioner of Revenue. *The Commissioner of the Revenue is located on the 2nd floor of the Frederick County Administrative Building, 107 North Kent Street.*

| Name and Property Identification Number | Address |
|---|--|
| Name JPD Properties LLC c/o Fred Drunagel
Property # 43 A 19 | PO Box 3610
Warrenton, VA 20188 |
| Name Kathryn and James Parker
Property # 43 A 16 | 394 Paris Heights Lane
Paris, VA 20130 |
| Name Lenoir City Co of VA
Property # 43 19 64 | PO Box 1657
Winchester, VA 22604 |
| Name Muldowney-Tiches Associates I LTD LLP c/o Oldcastle
Property # 43 19 43 | 331 Newman Springs Rd, Ste 236
Red Bank, NJ 07701 |
| Name Muldowney-Tiches Associates I LTD LLP c/o Oldcastle
Property # 43 19 37 | 331 Newman Springs Rd, Ste 236
Red Bank, NJ 07701 |
| Name Grafton School, Inc.
Property # 43 19 42 | PO Box 2500
Winchester, VA 22604 |
| Name 1818 Robert LC
Property # 43 19 7 | 1816 Roberts St.
Winchester, VA 22601 |
| Name Cambridge Financial Services LC
Property # 43 A 26B | 1816 Roberts St.
Winchester, VA 22601 |
| Name Browning-Ferris Industries c/o Republic Services Tax Dept
Property # 43 A 26A | PO Box 29246
Phoenix, AZ 85038 |

| Name and Property Identification Number | Address |
|---|--|
| Name Browning-Ferris Industries c/o Republic Services Tax Dept
Property # 43 A 21A | PO Box 29246
Phoenix, AZ 85038 |
| Name Oscar and Opal Jenkins
Property # 43 A 23 | 425 Lenoir Drive
Winchester, VA 22603 |
| Name Marshall Mills , Inc. c/o Fred Drunagel
Property # 43 8 3 39 | PO Box 3610
Warrenton, VA 20188 |
| Name Marshall Mills , Inc. c/o Fred Drunagel
Property # 43 8 3 40 | PO Box 3610
Warrenton, VA 20188 |
| Name Marshall Mills , Inc. c/o Fred Drunagel
Property # 43 8 3 41 | PO Box 3610
Warrenton, VA 20188 |
| Name Marshall Mills , Inc. c/o Fred Drunagel
Property # 43 8 3 42 | PO Box 3610
Warrenton, VA 20188 |
| Name Marshall Mills , Inc. c/o Fred Drunagel
Property # 43 8 3 43 | PO Box 3610
Warrenton, VA 20188 |
| Name Fruit Hill Orchard, Inc.
Property # 43 A 25 | PO Box 2368
Winchester, VA 22604 |
| Name Cives Corporation
Property # 43 A 55A | PO Box 2778
Winchester, VA 22604 |
| Name Fruit Hill Orchard, Inc.
Property # 43 A 22 | PO Box 2368
Winchester, VA 22604 |
| Name | |
| Property # | |
| Name | |
| Property # | |
| Name | |
| Property # | |
| Name | |
| Property # | |

I



MEMORANDUM

TO: Frederick County Planning Commission
FROM: M. Tyler Klein, AICP, Planner *MTK*
SUBJECT: Ordinance Amendment – Shipping Containers
DATE: July 30, 2018

This is a proposed amendment to Chapter 165 – Zoning Ordinance to restrict the use of shipping containers (i.e. pre-fabricated, durable, steel shipping containers, also know as intermodal containers, cargo containers, freight containers, or ISO containers) as accessory storage in certain zoning districts. Shipping containers are typically 8-feet (FT) wide, 8-FT tall and 20-40-FT long. The current zoning ordinance does not specifically address shipping containers, only where tractor trailers may be parked or stored.

This item was first discussed by the Development Review and Regulations Committee (DRRC) on February 26, 2018. This item was then forwarded to the Planning Commission for discussion on April 4, 2018, and subsequently to the Board of Supervisors for discussion on May 9, 2018. The Board of Supervisors directed Staff to take the proposed text amendment back to the DRRC for additional consideration based on the Board’s discussion with the following comments:

- Shipping containers as accessory storage should be allowed in all business and industrial districts. Shipping containers are integral to business and industrial uses for transportation services, warehousing, and distribution. Existing regulations for outdoor storage and tractor trailer parking may already regulate this use and additional restrictions may not be necessary. Shipping containers are designed to be stacked.
- The original draft revision stated that shipping containers as accessory storage may conflict with residential uses and it may be appropriate for Frederick County to prohibit their use on residential lots of all sizes, including rural residential subdivisions. The Board of Supervisors did not all agree this was an issue that needed to be regulated.
- Prohibiting storage containers as storage in the RA (Rural Areas) Zoning District by lot size (i.e. 6-acres or more, or 6-acres or less) may be arbitrary, for example some farms could be as small as 1-acre.

This item was again discussed by the DRRC at their May 24th and June 28th regular meetings. After additional consideration, the DRRC proposed prohibiting the use of shipping containers as accessory storage only in the RP (Residential Performance), R4 (Residential Planned Community) and R5 (Residential Recreation Community) Zoning Districts. The intent of this modification is to

further clarify what may be used for an “accessory structure.” Under the proposed text from the DRRC, shipping containers would continue to be allowed in all other zoning districts as an accessory use or storage. This proposed amendment would not apply to the County’s rural areas or designated business and industrial districts.

This item was discussed by the Planning Commission on July 18, 2018. As part of the discussion, the Planning Commission asked for clarification regarding if someone could use a shipping container for storage if it were fully enclosed within another structure. Staff confirmed that this would be acceptable if it were fully enclosed within a structure and if the enclosed structure met the appropriate setback requirements for accessory structures. The Planning Commission further expressed concern with not placing additional restrictions on the use of shipping containers as accessory storage on lots in the RA (Rural Areas) Zoning District primarily used for residential purposes (i.e. rural subdivisions).

The attached document shows the proposed ordinance as revised by the DRRC (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. Resolution

MTK/pd

ARTICLE I
General Provisions; Amendments; and Conditional Use Permits
Part 101 – General Provisions

§165-101.02 Definitions and word usage

Shipping containers – pre-fabricated, durable, steel shipping containers, also known as intermodal containers, cargo containers, freight containers, or ISO containers.

ARTICLE II

Supplementary Use Regulations; Parking; Buffers; and Regulations for Specific Uses

Part 201 – Supplementary Use Regulations

§165-201.05 Secondary or accessory uses.

When permitted secondary or accessory uses that are normally or typically found in association with the allowed primary use shall be allowed on the same parcel or lot as the primary use, secondary uses shall meet the requirements of this section as well as any particular standard imposed on such use.

G. In no case shall a shipping container, i.e. pre-fabricated steel shipping boxes, be allowed as an accessory use or storage in the RP (Residential Performance), R4 (Residential Planned Community) and R5 (Residential Recreational Community) Zoning Districts. Shipping containers are allowed in all other zoning districts as an accessory use or storage and should meet the applicable setback requirements for accessory uses.



Action:

BOARD OF SUPERVISORS: August 8, 2018

RESOLUTION

**DIRECTING THE PLANNING COMMISSION TO HOLD A PUBLIC HEARING
REGARDING CHAPTER 165, ZONING**

**ARTICLE I
GENERAL PROVISIONS, AMENDMENTS, AND CONDITIONAL USE PERMITS
PART 101 – GENERAL PROVISIONS
§165-101.02 DEFINITIONS & WORD USAGE**

**ARTICLE II
SUPPLEMENTARY USE REGULATIONS, PARKING, BUFFERS, AND
REGULATIONS FOR SPECIFIC USES
PART 201 – SUPPLEMENTARY USE REGULATIONS
§165-201.05 SECONDARY OR ACCESSORY USES**

WHEREAS, a proposed text amendment to Chapter 165, Zoning to prohibit the use of shipping containers, as an accessory use or storage in the RP (Residential Performance), R4 (Residential Planned Community) and R5 (Residential Recreational Community) Zoning Districts was considered. Under the proposed text amendment, shipping containers would continue to be allowed in all other zoning districts as an accessory use or storage. This proposed text amendment would not apply to the County's rural areas or designated business and industrial districts

WHEREAS, The Development Review and Regulations Committee (DRRC) reviewed this proposed text amendment at their May 24th and June 28th regular meetings; and

WHEREAS, the Planning Commission discussed the proposed changes at their regularly scheduled meeting on July 18, 2018 and agreed with the proposed changes; and

WHEREAS, the Board of Supervisors discussed the proposed changes at their regularly scheduled meeting on August 8, 2018; 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 the proposed text 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 prohibit the use of shipping containers, as an accessory use or storage in the RP (Residential Performance), R4 (Residential Planned Community) and R5 (Residential Recreational Community) Zoning Districts. Shipping containers are allowed in all other zoning districts as an accessory use or storage and should meet the applicable setback requirement for accessory uses.

Passed this 8th day of August 2018 by the following recorded vote:

Charles S. DeHaven, Jr., Chairman

Gary A. Lofton

J. Douglas McCarthy

Blaine P. Dunn

Shannon G. Trout

Robert W. Wells

Judith McCann-Slaughter

A COPY ATTEST

Kris C. Tierney
Frederick County Administrator

J



MEMORANDUM

TO: Frederick County Planning Commission

FROM: M. Tyler Klein, AICP, Planner *MTK*

SUBJECT: Ordinance Amendment –Storage Facilities, self-service, in RA District

DATE: July 30, 2018

This is a proposed amendment to Chapter 165 – Zoning Ordinance to allow storage facilities, self-service, in the RA (Rural Areas) Zoning District as a conditional use (requiring an approved Conditional Use Permit – CUP). Currently, storage facilities, self-service, are only allowed in the B2 (General Business), B3 (Industrial Transition), M1 (Light Industrial) and M2 (Industrial General) Zoning Districts.

This text amendment was previously presented to the Planning Commission and Board of Supervisors for information/discussion and subsequently came forward for public hearings (and was subsequently denied by the Board of Supervisors) in late-2015. At the February 26, 2018 Development Review and Regulations Committee (DRRC) meeting, Staff was instructed to bring this item as it was proposed in 2015 back for further consideration. This item was presented to the Planning Commission on April 4, 2018; the Commission instructed Staff to take the item back to the DRRC for further revisions.

At the May 24, 2018 DRRC meeting, the DRRC recommended changes to the 2015 proposal. This draft text amendment includes additional requirements for self-storage facilities in the RA District. These supplemental use regulations include: conformance with B2 (General Business) District standards for setbacks, buffering and screening (except where topography or existing vegetation would fulfill the screening requirements); and a requirement for self-storage facilities to have direct access to a state roadway.

This item was discussed by the Planning Commission on July 18, 2018. One Planning Commissioner expressed concern for neighboring properties adjacent to a self-storage facility with potential for light pollution, crime, and trash from the facility. Other members of the Planning Commission noted some of the Zoning Ordinance requirements (such as requirement for a site plan) which may address concerns raised by neighbors. It was also noted that this use would require a conditional use permit, and each site would be reviewed on a case-by-case basis.

The attached document shows the proposed text amendment as recommended by the DRRC (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. Resolution

MTK/pd

ARTICLE IV
Agricultural and Residential Districts

Part 401 – RA Rural Areas District

§ 165-401.03. Conditional uses.

The following uses of structures and land shall be allowed only if a conditional use permit has been granted for the use:

TT. Self-Service Storage Facilities

ARTICLE II
Supplementary Use Regulations; Parking; Buffers; and Regulations for Specific Uses

Part 204 – Additional Regulations for Specific Uses

§ 165-204.18 Storage facilities, self-service.

Where allowed, self-service storage facilities shall meet the following requirements:

- A. Self-service storage facility operations shall be permitted as a primary or accessory use in all zoning districts in which they are permitted.
- B. All parking areas, travel aisles and maneuvering areas associated with the self-service storage facility operations shall be paved with asphalt, concrete or similar material to provide a durable hard surface.
- C. Buildings are permitted that provide interior and exterior accessible units. Individual units within the self-service storage building shall not exceed 1,000 square feet in area.
- D. Minimum building spacing shall be 30 feet apart. Loading areas shall be delineated to ensure that adequate travel aisles are maintained between buildings.
- E. Recreational vehicles and boats shall be permitted to be stored within completely enclosed areas of the self-service storage facility, provided that the storage area is separate from the parking areas and travel aisles and is depicted on the approved site development plan. Areas utilized for this purpose shall be exempt from the surface requirements specified under § 165-204.18B.
- F. Self-service storage facilities shall meet the following landscaping or screening requirements:
 - (1) Facilities located in the B-2 Business General District shall be completely screened around the perimeter of the property by a double row of evergreen trees that are staggered and planted a maximum of eight feet off center and are a minimum of six feet in height when planted.
 - (2) Facilities located in the B-3 Industrial Transition District or the M-1 Light Industrial District shall be required to landscape the yard area within the front yard setback to provide for a double row of

evergreen trees that are staggered and planted a maximum of eight feet off center. The side and rear yards shall be planted with a single row of evergreen or deciduous trees that are planted a maximum of 40 feet off center. All trees shall be a minimum of six feet in height at the time of planting.

(3) Facilities located on parcels that are within a master planned industrial park or office park shall be required to landscape the perimeter of the facility with a single row of evergreen or deciduous trees that are planted a maximum of 40 feet off center. All trees shall be a minimum of six feet in height at the time of planting.

(4) The required planting of all trees described under this Subsection F shall occur in an area that is between the adjoining property boundary line and the placement of security fencing. The installation of an opaque wall or fence that is a minimum of six feet in height may substitute for required landscaped areas in all zoning districts.

G. Self-service storage facility operations shall be designed to accommodate the storage of residential, commercial and industrial items, excluding hazardous, toxic and explosive materials. No use, sale, repair or activity other than storage shall be permitted to occur in self-service storage facility operations. A copy of the lease agreement which describes the requirements of this subsection shall be approved in conjunction with the site development plan for the self-service storage facility operation.

H. In addition to the above, self-service storage facilities in the RA (Rural Areas) District shall adhere to the following requirements:

(1) All development shall conform to all B2 (General Business) District standards unless the storage is screened naturally by vegetation or topography.

(2) All developments shall have direct access onto a state road.



Action:

BOARD OF SUPERVISORS: August 8, 2018

RESOLUTION

**DIRECTING THE PLANNING COMMISSION TO HOLD A PUBLIC HEARING
REGARDING CHAPTER 165, ZONING**

**ARTICLE IV
AGRICULTURAL AND RESIDENTIAL DISTRICT
PART 401 – RURAL AREAS DISTRICT
§165-401.03 CONDITIONAL USES**

**ARTICLE II
SUPPLEMENTARY USE REGULATIONS, PARKING, BUFFERS, AND
REGULATIONS FOR SPECIFIC USES
PART 204 – ADDITIONAL REGULATIONS FOR SPECIFIC USES
§165-204.18 STORAGE FACILITIES, SELF-SERVICE**

WHEREAS, a proposed text amendment to Chapter 165, Zoning to allow storage facilities, self-service, in the RA (Rural Areas) Zoning District as a conditional use (requiring an approved Conditional Use Permit – CUP). This proposed text amendment includes additional requirements for self-storage facilities in the RA District. These supplemental use regulations include: conformance with B2 District standards for setbacks, buffering and screening (except where topography or existing vegetation would fulfill the screening requirements); and a requirement to have direct access to a state roadway.

WHEREAS, The Development Review and Regulations Committee (DRRC) reviewed this proposed text amendment at their May 24th regular meeting; and

WHEREAS, the Planning Commission discussed the proposed changes at their regularly scheduled meeting on July 18, 2018 and agreed with the proposed changes; and

WHEREAS, the Board of Supervisors discussed the proposed changes at their regularly scheduled meeting on August 8, 2018; 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 the proposed text 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 allow storage facilities, self-service, in the RA (Rural Areas) Zoning District as a conditional use (requiring an approved Conditional Use Permit – CUP). This includes additional requirements for self-storage facilities in the RA District. These supplemental use regulations include: conformance with B2 District standards for setbacks, buffering and screening (except where topography or existing vegetation would fulfill the screening requirements); and a requirement to have direct access to a state roadway.

Passed this 8th day of August 2018 by the following recorded vote:

Charles S. DeHaven, Jr., Chairman

Gary A. Lofton

J. Douglas McCarthy

Blaine P. Dunn

Shannon G. Trout

Robert W. Wells

Judith McCann-Slaughter

A COPY ATTEST

Kris C. Tierney
Frederick County Administrator