Town of Purcellville Virginia
Community Development Department

Hearing Date: March 12, 2014

Town Council

STAFF REPORT
Comprehensive Plan

SUBJECT: CPA #12-01 (amended); Comprehensive Plan Amendment

ACTION ITEM: _X_

PUBLIC HEARING: YES _X__ NO __

Memo Date: February 27, 2014

STAFF CONTACTS: Patrick Sullivan, Director, Community Development Department, Dan Galindo, Planner II; Community Development Department; Tucker Keller, Planning Aide, Community Development Department.

Application Information CPAM #12-01 Stupar Property		
Applicant Mark Nelis, PC 196 N 21st Street Purcellville, VA 20132	**Agent** Mark Nelis, PC 196 N 21st Street Purcellville, VA 20132	**Engineer/Land Planning** Bowman Consulting Group, LTD 101 South Street SE Leesburg, VA 20175
Owner Branko Stupar, Trustee c/o Maryls Rixey 6401 Little Leigh Ct. Cabin John, MD 20818		

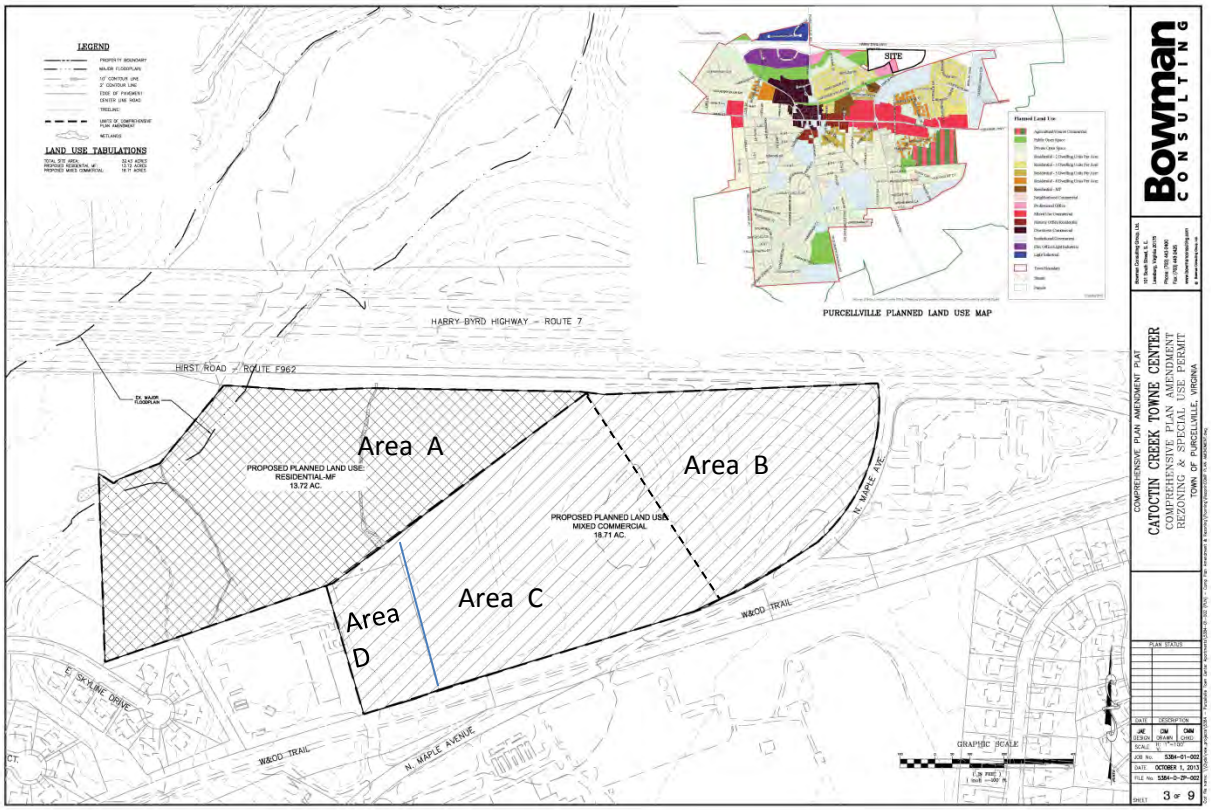
Application CPAM #12-01 Mercke Property		
Applicant Mark Nelis, PC 196 N 21st Street Purcellville, VA 20132	**Agent** Mark Nelis, PC 196 N 21st Street Purcellville, VA 20132	**Engineer/Land Planning** Bowman Consulting Group, LTD 101 South Street SE Leesburg, VA 20175
Owner Brent H. Mercke 341 Maple Avenue Purcellville, VA 20132		

Parcels				
PIN #	Tax Map #	Address	Applications	Acres
452-25-4468	/36/////////19 A	N/A	CPAM #12-01 Stupar	20.43±
452-15-3658 & 487-10-9228 &	/36////////22A2 /36/////////22/	341, 351, 17167 North Maple Avenue Purcellville, VA	CPAM #12-01 Mercke	12±

CDP Completeness Date October 23, 2013	**Location** South side of Hirst Road at the corner of Maple Ave. and Hirst Rd.
Zoning Ordinance 1997 LDSCO November 2009	**Existing zoning** - CM-1 (office / industrial) **Proposed Zoning** - PDH-15 (Proposed Parcel A); MC (Parcels B & C)
Comprehensive Plan December 19, 2006	**Existing Planned Land Use** – Professional Office **Proposed Land Use** – Multi-Family Residential (Proposed west Lot); Mixed Commercial (Proposed east lot and Mercke property)
Abutters	South west – Residential (3 units per acre) South east -- Public

Purpose (see map 1 below): This comprehensive plan amendment application is a request to divide the 20.43± acre Stupar property into two parcels (Area A & B on map below) as described above and located on the corner of Hirst Road and Maple Avenue and amend the 2025 Purcellville Comprehensive Plan ("Plan") to designate the 13.72± acre parcel (Area A) at the western end as a Multi-Family Residential land use designation and designate the remaining 6.71± acre parcel (Area B) at the eastern end as a Mixed Commercial land use designation and further, to amend the plan to designate the land use of the Mercke property (Area C) as Mixed Commercial.

Map 1



PDH-15 MC

Section	Pg	Section	Pg	Section	Pg
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Suggested Motions

1. For all the reasons stated in the Staff Report dated Februrary 27, 2014, I move that the Town Council adopt CPA #12-01 (amended) and amend the 2025 Purcellville Comprehensive Plan and change the land use designation of Area A on Map 1 of this report from Light Industrial to Multi-family Residential and amend the land use designation of Areas B and C and D to become Mixed Commercial.

2. For all the reasons stated in the Staff Report dated February 27, 2014, I move that the Town Council adopt CPA #12-01 (amended) and amend the 2025 Purcellville Comprehensive Plan and change the land use designation of Area A on Map 1 of this report from Light Industrial to Multi-family Residential and amend the land use designation of Areas B and C and D to become Mixed Commercial with the following conditions:

_____

_____

_____

3. I move that the Town Council deny the amendments to the Comprehensive Plan for the following reasons:

_____
_____
_____
_____

Background.

The application being reviewed has many components, see map 1. Overall it is 32.43± acre site. There are two separate owners. Branko Stupar owns 20.43± acres (area A & B) and Brent Mercke owns 12± acres (Area C). The Stupar property will be divided and used as a 13.72± acre residential site and a 6.71± acre commercial site. The Mercke parcels will be used as a commercial site and be combined with the Stupar 6.71± acre commercial site. To accomplish this a Comprehensive Plan amendment and a rezoning will be required. The SLNusbaum Company will develop and run the residential portion of the site and Tilley's Entertainment will develop and run the commercial portion of the site. Once approvals are granted the SL Nusbaum Company will subdivide and purchase the 13.72± acre residential site from Stupar and Tilley's Entertainment will subdivide and purchase the 12± acre Mercke site and the 6.71± acre Stupar site.

Comprehensive Plan Amendment Request

Stupar Property.

Mark Nelis, as agent, has applied for a Comprehensive Plan Amendment for a 20.43± acre parcel located on Hirst Road in Purcellville, VA (map page 3). The 20.43± acre parcel is further identified as parcel number 452-25-4468. The application is a request to amend the Plan to designate the land use of the 13.72± acres on the western side of the 20.43± acre parcel, Multi-family Residential. In addition the request proposes that the remaining 6.71± acre eastern section of the 20.43± acre parcel be amended to designate the land use as Mixed Use Commercial. The amendment request will be evaluated using the Purcellville Comprehensive Plan (PCP) adopted by the Town December 19, 2006.

The property was originally located in the County and was part of PUGAMP. It was annexed to the Town in 2008. The land use designation in the County at the time of annexation was and remains Light Industrial.

A land use designation of Multi-family Residential will be required to use the property for residential use. A land use designation of Mixed Use Commercial will be required for the 6.71± acre section in order to allow retail uses.

The requested designation of "Multi-family Residential" is a land use in the PCP and allows for mixed density limits from single family to apartment complexes. There is no minimum or maximum density limit called for in the Plan. The only guidance is the following wording in the land use section of the plan - *"The overall goal is to have development be compatible in density with the existing built density to maintain community character."* (PCP Land Use page 112)

The property abuts the following land use designations: To the south west, Residential, 3 Units Per Acre; to the south east, Public; to the west, Open Space and Professional Office; to the north, Hirst Road and Route 7 By-Pass.

The applicant is requesting an amendment to the Comprehensive Plan through a Comprehensive Plan Amendment (CPAM) CPAM #12-01.

It should be noted that the burden is on the applicant to show that amending the plan will promote orderly development of the locality and its environs; and the requested changes will best promote the health, safety and general welfare of the community.

Mercke Property.

In addition to the Stupar property, Brent Mercke has two lots totaling 12± acres on Maple Street across from the high school and further identified as 341 N Maple St, parcel #452-15-3658 and parcel #487-10-9228. It is his desire to have these lots become part of the commercial enterprise being planned for the eastern commercial segment of the Stupar property. The applicant desires to change these lots to a Mixed Commercial land use designation through a comprehensive plan amendment so that the parcels have maximum use flexibility as part of the outdoor/indoor commercial recreation complex being planned for the commercial part of the property (CPAM #12-01). The Mercke parcels are presently designated Professional office with another segment having no Town land use designation. This land area will be used for an indoor recreation complex, a large outdoor events area and provide additional parking for the rest of the site.

Amending the Comprehensive Plan.

In order to properly evaluate a request for a change in land use the applicant needs to provide sufficient data and justification that addresses the reasons for amending the plan. The applicant must show that there is appropriate need in this case for the town to change the land use designation. This CPAM submittal requests two land use changes for three separate areas (map 1 page 3). The applicants have requested a land use designation of Multi-family Residential for the 13.72± acre site and a land use designation of Mixed Use Commercial on the remaining 18.71± acre site. In reviewing a comprehensive plan amendment, consideration should be based on the overall impact of all the proposed land use designations. Specific issues such as traffic lights and turning lanes are more properly explored in the rezoning application and the site plan phase. Please keep in mind that the land use change in designation is separate from a specific proposed use such as what is now before you. Once the use

designation is changed it is valid regardless of whether the apartments and entertainment complex are ever built.

ANALYSIS

The Comprehensive Plan was adopted in 2006. At the time of adoption the plan delineated numerous land uses throughout the corporate limits of the town. "The purpose of the plan is to provide guidance for the coordinated and harmonious development … in accordance with present and future needs and resources that will best promote the health, safety, morals, order, convenience, prosperity and general welfare of the community. …The development policies and strategies set forth in this Plan provide a framework for managing growth while sustaining the small town character and sense of place unique to Purcellville." (PCP page 1)

The request to designate the land use of the 13.72± acre site to Multi-family Residential and to change the additional 18.71± acre sites to Mixed Use Commercial should be evaluated by considering the long term impacts and how they relate to the adopted plan. This can be evaluated by reviewing the existing goals of the Plan and determining if the requested designation follows the intent of those goals. Since the intent of the application is to change a commercial designated land use to a residential designation and change an office designation to mixed commercial, a close look at the impacts of such a change is appropriate. Staff review starts with Financial Planning for the Future. (PCP page18)

"Purcellville's challenge is fiscal balance and stability while increasing its budget to pay for costs and improvements needed during growth periods." (PCP page 18)

Tax Revenue. A major goal of the PCP is to achieve a real estate tax assessment ratio of at least 30 percent commercial and 70 percent residential.

1. This goal appears as a fiscal policy goal (PCP page 22) and a housing policy goal (PCP page 28).
2. The Town's latest estimates show the assessment split to be 23% commercial and 77 % residential. (Attachment 11)

Because the Town has not reached its assessment distribution goal a concerted effort should be made to attract additional commercial growth.

Commercial/industrial Space. The Plan also expresses concern about the lack of commercial and industrial space and ultimately its impact on the ability to achieve the 30%/70% assessment split.

An overriding goal, therefore, is to ensure the adequate availability of commercial and industrial land. These goals appear throughout the Comprehensive Plan.

1. Starting with Housing Polices the Plan's goal is to "…**increase the amount of commercial and light industrial development in Purcellville…"**. (PCP page 28)

2. The 2005 Existing Conditions section noted that "…**land for commercial and industrial development is limited, every effort must be made to ensure that land is utilized in a manner that will maximize its contribution to the Town's tax base..."** (PCP page 53)
3. In the Economic Development section of the plan the goal is to **"Ensure the adequate availability of industrially-zoned land for light industry and major employers"**. (PCP page 67)
4. The Future Land Use portion of the Plan sets a goal of achieving **"… a better balance between residential and commercial and industrial development…" and "increase opportunities for commercial and industrial growth…".** (PCP page 110)

The application provides for 18.71± acres to be utilized for new commercial growth. The type of commercial growth is somewhat unique in that it will provide a commercial recreation area unlike anything similar in Town; this is not just another strip center with the usual businesses that are found duplicated throughout other strip centers and whose staying power may therefore be questionable. Along with the new businesses will come meals taxes, property taxes and gross receipt taxes which will provide a continuing revenue stream for the Town. The entertainment project is forecast to produce $28,000 in property taxes and up to $187,000 in meals tax revenue. The residential project is estimated to produce $49,000 in annual real estate taxes. Water and sewer rates are estimated to reach $100,000 per annum. **The project at build out is expected to produce $365,000 per year in revenue to the Town (based on 176 apartment units).** (Attachment 7)

What makes this unique development possible is the construction of the apartment complex on a portion of the site. The apartment complex will provide the funds to construct the infrastructure and transportation improvements for the entire site (see proffers, Attachment 13). Otherwise, the commercial complex is unlikely to be built. Large plots of land require a large and forward looking plan for development. This interdependent relationship between the residential and commercial components of this development will help increase commercial development that might otherwise not be built; thus, providing a better balance between residential and commercial growth and increasing commercial development as desired by the Comprehensive Plan.

Schools. Designating the land use as residential creates an implied impact on the school system. The Loudoun County School District has estimated that a single student can generate an average of $40,809 in capital expenditures and $11,638 in annual operational costs (see page 91) of this staff report). Based on the size of the project the school district projects 49 students will be added to the system. (Attachment 12)

Housing. There are two relevant housing goals in the Plan: 1) there is the goal to ensure housing stock of sufficient size, diversity and quality for all residents to have a safe and sound place to live; and 2) there is the goal to provide a better balance between residential and commercial development and increase opportunities for commercial growth. (PCP page 28)

The applicant has provided information that proposes there is a need for affordable housing within the community. The applicant in its Statement of Justification (SOJ) refers to a George Mason University study which suggests a need for additional multi-family housing in the County. (see attachment 7 pg. 59) The study does not specifically address the need or lack thereof within the borders of the Town. There is no evidence to indicate that the existing housing stock within the Town's borders is either adequate or inadequate to meet the goals of the Plan. There is, however, evidence to indicate that the residential component of the development will stimulate significant commercial development on the remaining 18 acres of the site.

Based on available information, it appears that the commercial goal of providing revenue producing commercial development can be achieved as long as significant commercial development occurs in tandem with residential construction.

Transportation

The Plan calls for "*alternative forms of transportation and strives to create a community that is accessible for pedestrians and bicycles. It encourages a connected, efficient street network that efficiently and effectively manages traffic flow; quality pedestrian and bicycle facilities; and safe, attractive and inviting streets and desires to meet acceptable levels of service on all streets in Town..".* The goal is to make sure future development does not add to existing congestion and delay. Adequate mitigation must be provided by the developer to insure that levels of service do not deteriorate. (PCP page 94)

Economic Development.

The Plan asks that we *"Recognize the importance of economic development to the health, well-being and quality of life for Purcellville's residents. Encourage innovative economic development initiatives that enhance community character and the environment".* This project is unique and innovative. It will **provide over 100 jobs and tax and fee revenues in excess of $300,000 per annum.** (PCP page 64)

Public Utilites.

Stormwater management will be required as part of the site plan review. Water and sewer facilities are available for this site. Site plan regulations will ensure that they are adequate. (Purcellville's Facilities Standards Manual page 46-47)

Environment.

The plan states, "When considering future development, special attention should be given to those areas that are environmentally sensitive, such as … floodplains". (PCP page 102) The applicant is proposing through proffers that the Catoctin Creek flood plain area will be protected and a 4 acre forested area will be preserved.

Land Use.

The plan calls for a *"Balanced Distribution of Land Uses: Provide a diversity of land uses in suitable locations to support the residential and business needs of Purcellville while ensuring economic, social and financial stability".* This development provides affordable housing and a unique commercial enterprise that will provide for tourist dollars and stability in the workforce. In addition the projected revenue will help ensure financial stability for the community by providing a significant amount of annual revenue.

Staff Recommendations. The request for a plan amendment to designate the 13.7 acre site multi-residential conforms to the overall goals of the Plan as long as the remainder of the site is commercially developed concurrently with the residential component and adequate transportation mitigation is provided. The Plan makes it clear that the availability and preservation of commercial land is a major goal with the ultimate goal being the reduction of the residential tax burden. Additional housing by itself will place a financial burden on the Town's services and the school system. As long as both residential and commercial development move forward in concert with each other the development as a whole will advance the plan goal of achieving the 30/70% revenue mix. Changing a 13 acre site to residential in and of itself is not consistent with plan goals. On the other hand, a concerted mixed use development is consistent because it provides for significant commercial growth . Staff's recommendation is to approve the change of land use designation to multi-family residential and commercial with a condition that assures the residential and commercial uses will develop in concert with each other.

Town Council

STAFF REPORT
Rezoning

SUBJECT: RZ # 12-01 (amended) Rezoning

ACTION ITEM: _X_

PUBLIC HEARING: YES _X___ NO __

Memo Date: February 27, 2014

STAFF CONTACTS: Patrick Sullivan, Director, Community Development Department, Dan Galindo, Planner II; Community Development Department of Planning; Tucker Keller, Planning Aide, Community Development Department.

Application Information Stupar Property		
Applicant Mark Nelis, PC 196 N 21st Street Purcellville, VA 20132	**Agent** Mark Nelis, PC 196 N 21st Street Purcellville, VA 20132	**Engineer/Land Planning** Bowman Consulting Group, LTD 101 South Street SE Leesburg, VA 20175
Owner Branko Stupar, Trustee c/o Maryls Rixey 6401 Little Leigh Ct. Cabin John, MD 20818		
Application Information Mercke Property		
Applicant Mark Nelis, PC 196 N 21st Street Purcellville, VA 20132	**Agent** Mark Nelis, PC 196 N 21st Street Purcellville, VA 20132	**Engineer/Land Planning** Bowman Consulting Group, LTD 101 South Street SE Leesburg, VA 20175
Owner Brent Mercke 341 North Maple Street Purcellville, VA 20132		

Parcels

PIN #	Tax Map #	Address	Applications	Acres
452-25-4468 487-10-9228	/36/////////19 A /36/////////22/	N/A 341, 351, 17167 North Maple Avenue	RZ #12-01 RZ # 12-01-(a)	20.43± 12±

Completeness Date October 23, 2013	**Location** South side of Hirst Road starting at the corner of Maple Ave. and Hirst Rd
Zoning Ordinance 1997 LDSCO November 2009	**Existing zoning** - CM-1 (office / industrial Stupar parcels); C-1 & CM-1 (Office / Commercial / Industrial Mercke Parcels) **Proposed Zoning** - PDH-15 (residential- 15 units per acre Stupar parcel); MC (Stupar and Mercke parcels)
Comprehensive Plan December 19, 2006	**Planned Land Use** – Professional Office **Proposed Land Use** – Multi-Family Residential, Mixed Commercial
Abutters	South west – Residential (3 units per acre) South east – Public

Purpose: This application is a request to create two zoning districts on the 32.43± acre parcel consisting of Areas A, B and C.

The request is to divide the property (Areas A, B & C; see map 1) into two different zoning parcels and amend the Zoning Ordinance for the Town of Purcellville, Virginia ("ZO") to create a 13.72± acre parcel (Area A) with a zoning designation of PDH-15. Areas B and C would be zoned MC. The purpose of the rezoning would be to provide for the construction of a 176 unit affordable apartment project on Area A and develop a large commercial indoor/outdoor recreation complex on Areas B & C. The housing and the commercial uses would be developed as a unified venture.

The residential portion of the site will include 176 residential units with 32 being 1 bedroom, 107 - 2 bedroom and 37 - 3 bedroom units.

Suggested Motions

1. For the reasons stated in the Staff Report dated February 27, 2014, I move that the Town Council adopt RZ#12-01 and designate Parcel A as noted on Map 1 a PDH-15 zoning district and to designate Parcel B, Parcel C, and Parcel D as noted on Map 1 an MC zoning district.

2. For the reasons stated in the Staff Report dated February 27, 2014, I move that the Town Council adopt RZ#12-01 and designate Parcel A as noted on Map 1 a PDH-15 zoning district and to designate Parcel B, Parcel C, and Parcel D as noted on Map 1 an MC zoning district with the following recommendations:

_____

_____

_____

3. I move that Town Council deny the request to amend

the Zoning Ordinance for the Town of Purcellville, Virginia for the following reasons:

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_____

_____

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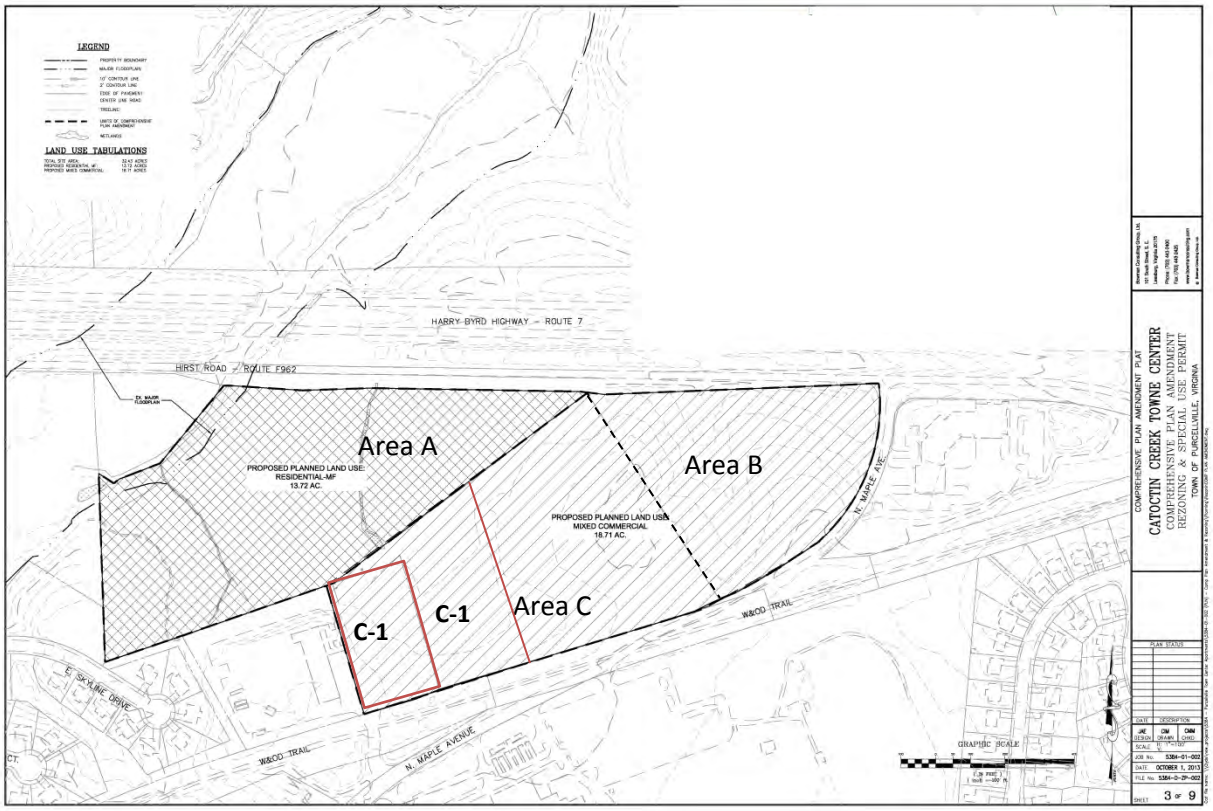
Rezoning Request

Map 2



PDH-15 MC

Background.

For rezoning purposes, the development site is comprised of three Areas, A, B and C as noted on Map 1. Areas A & B are owned by Branko Stupar. Area C is owned by Brent Mercke.

The applicants have applied for a rezoning of the 32.43± acre site. Most of the site is presently zoned CM-1 which is an office/industrial designation. There is a two acre parcel and another portion of area C to the south and west in Parcel C that is zoned C-1 (see map 2) which has an office commercial designation. The applicants are requesting that Area A be rezoned to PDH-15 and that Areas B & C including C1 as shown on Map 2 be rezoned to Mixed Commercial (MC). The PDH designation refers to a Planned Development Housing district. The numeric indicator of 15 refers to the allowable density of

15 dwelling units per acre. There are general standards and design standards outlined below that must be reviewed prior to the approval of the rezoning application.

An outdoor commercial recreation use will be a major part of the development on Areas B & C. This use will require a Special Use Permit although it does not require a rezoning as recreation uses are allowed in the CM-1. However, the MC district is more aligned with Town needs. Retail, restaurants and outdoor recreation all require a SUP under the CM-1 zoning district. The district would be better suited to a more retail oriented district with the above uses being by right. The CM-1 district is better suited to industrial and service oriented businesses. The applicant for the 18.71± acre commercial segment of the project, Bill Tilley, is applying for the SUP. The Special Use Permit review will run concurrently with the rezoning review. *(PZO) Article 8 Section 1.4 B.*

Rezoning review.

Any rezoning requires that certain relevant factors be considered. Article 1 Section 3 of the Zoning Ordinance of the Town of Purcellville, Virginia (ZO) states that zoning districts must be drawn and applied by reasonably considering the following: the existing use and character of property; the comprehensive plan; the suitability of the property for various uses; the trends of growth and change, the current and future requirements of the community as to land for various purposes as determined by population and economic studies and other studies; the transportation requirements of a community; the requirements for public services; the conservation of natural resources; the encouragement of the most appropriate use of land throughout the locality and to promote the health, safety, morals, order, convenience, prosperity and general welfare of the Purcellville community.

In addition, the PDH district rezoning has its own provisions for review, *"…rezoning to and development under this district (PDH) will be permitted only in accordance with a development plan prepared and approved in accordance with the provisions of Article 11." (PZO Article 4 Section 12.1)*

Provided below are the individual standards found in Article 11 of the zoning ordinance and factors from Article 1 of the zoning ordinance as noted above, along with staff comments. The general standards and the design standards for the PDH district can be found in the ZO Article 11 Section 7. In addition, Article 4 Section 12 provides additional standards for the PDH-15 district. The relevant factors to be analyzed as part of the rezoning process can be found in Article 1 of the ZO.

Please review the various agency comments that are located in the attachments to this report. The comments do not necessarily reflect the position of staff and should be reviewed as independent comments. The comments may or may not have been mentioned or included in the body of this staff report. However, please remember that the commenting agency has a particular expertise in their field and their comments should be reviewed with that expertise in mind.

General standards, factors and Staff Comments

PDH Standard: 1. "*The planned development shall substantially conform to the adopted comprehensive plan with respect to type, character and intensity of use and public facilities."* (PZO Article 11 Section 7.1)

ZO Factor to be considered: *Consistency with the comprehensive plan* (ZO Article 1 Section 3).

The proposed development should be consistent with the following sections of the Comprehensive Plan.

Consistency with the Comprehensive Plan.

A. Financial Planning for the Future. Chapter II Purcellville Today and Tomorrow pg. 18. (PCP)

Over the coming years, Purcellville will face costs for capital improvements and other enhancements designed to benefit the community. The challenge will be how to pay for those costs with the least amount of tax impact on the community. One method is outlined in the fiscal policy goal which provides the following direction "*…to better balance the Town's tax base by working toward 30 percent of the value of the Town's real property tax base from commercial property and 70 percent from residential property" (PCP pg. 22*)

1. The applicant has provided information that indicates the completed apartment project will produce more residential real estate taxes than an equivalent commercial or industrial build-out of 13 acres. The applicant has set the projected value at $22,000,000. (Applicants Statement page 76)
2. The apartment complex will, in addition to providing significant real estate taxes and other fees, provide the impetus for the commercial side of the property to be built which in turn helps balance the tax base with incoming taxes and fees generated by the commercial component.

A major source of Town revenue is realized from sewer and water availability fees and usage fees.

3. The estimated fees for the apartment project based on similar meter sizes at other apartment projects in the town based would be in the neighborhood of $2 million.

4. The apartment complex along with the commercial development will generate significant utility fees estimated to reach $100,000 per annum. (Attachment 7)

Staff determination: The proposal is in compliance with this portion of the Plan.

B. Housing Chapter III 2025 Housing Policies. CP Pg. 28.

The housing policy section of the Plan calls for "*balance between residential and commercial development; diversity of choice including senior housing; encourages community preservation, sustainable development and managed growth; that it be consistent with the Town's existing small town community character, have innovation in design; preserves open space*; and *increases the amount of commercial and light industrial development in Purcellville".*

1. The housing chapter calls for balance and once again mentions the importance of a 70% residential and 30% commercial assessment.
    a. The PDH applicant is providing infrastructure that will provide for the commercial development of the remainder of the site. The applicants have stated that without this investment the commercial segment will not be built. The mixed commercial and residential use of the property helps the community move forward with the 70/30% goal by providing significant commercial space. 60% of the site will be used for commercial development.
2. The proposed project provides a diversity of apartment sizes and rates. It does not provide a mix of market rate and affordable housing which is more representative of the town as a whole.
3. The project preserves a 4± acre section of open space.
4. The applicant notes that there is a need for affordable housing in the County as indicated by a George Mason University regional study (2011) and this project would provide additional affordable housing. (Attachment 7)
5. Loudoun County commented that the proposal for affordable housing is appropriate and will help balance the loss of affordable units that would have been developed under the original Autumn Hill development. (Attachment 1)
6. As far as being consistent with the Town's existing small town character, it is difficult to be definitive with a yes or no answer. The Town has other large apartment buildings and there are numerous large high density townhouse developments. The physical size of the apartment buildings are consistent with other buildings along Hirst Road and including the preservation of open space. A reduction in the number of units and buildings would be more consistent with a livable neighborhood. Other high density developments trend towards fewer units per development.

Staff determination: The proposal does help the Town move towards the 70/30% residential/commercial valuation goal as long as the commercial portion of the project is developed. A balance and diversity of market rate and affordable units is more in keeping with the goals of this section. Staff recommends reducing the unit and building count.

C. Parks, Recreation and Open Space. CP Pg 36.

This section of the Plan strives to "*enhance the quality of life for the community by providing integrated park, recreational and environmental conservation efforts to meet the Town and regions physical, social, educational, cultural and aesthetic needs and provide for recreation programs and adequate recreation facilities. In addition, it envisions the conservation of open space, tree preservation and the protection of sensitive resources".*

1. The applicant is preserving the forested area closest to Catoctin Creek and abutting the Old Dominion Valley residential neighborhood which meets the standard of conserving open space. Four out of thirteen acres will remain untouched providing a significant area of preserved open space.
2. The plan calls for the preservation of trees in new development. The existing trees on the 4± acres of the proposed forested area are being preserved.
3. The swimming pool and activity center in the residential component are positive additions to the site and help enhance the quality of life for the residents.
4. Much of the outdoor commercial recreation area will be devoted to community space utilized for special events, gatherings and other such functions.
5. The site will connect with the W&OD Trail and the Chapman DeMary nature trail.

Staff determination: The proposal is in compliance with this section of the Plan.

D. Economic Development. CP Pg. 58.

The Plan envisions the "*importance of economic development to the health, well-being and quality of life for Purcellville's residents. It desires to advance economic development strategies where there is value for taxes paid and commercial and industrial development is stimulated. To facilitate the recruitment and expansion of businesses and ensure the adequate availability of industrially zoned land for light industry and major employers. Encourage businesses to conserve natural resources, protect environmental health and maintain the aesthetic quality of Purcellville".*

The development of an 18.71± acre commercial recreation complex will provide a continuing source of revenue and jobs for the community. It will be a strong tourist attraction. Economic Base Theory suggests that the local economy is strongest when it develops economic sectors that are not closely dependent on the local economy. By developing companies that rely primarily on external markets (e.g. tourism), the local economy can better insulate itself from economic downturns because, these external markets are vastly larger than any local market and will continue to pump money into the community. It will help stabilize jobs, revenue and assessments.

1. There is evidence that the availability of additional apartment units would help stimulate job and business growth in the town. An article for the Center for Housing Policy states that "As with market-rate housing, research consistently shows that developing affordable housing creates jobs — both during construction and through new consumer spending after the homes have been occupied. The impacts of building certain kinds of affordable rental housing are on par with the impacts of comparable market-rate units."[1] There is and will be significant growth in commercial uses in the town. The availability of affordable apartment housing helps with employee recruitment and retention. This type of affordable housing will focus on providing attractive and affordable homes for middle-income service workers, such as police officers, teachers and nurses, retail and hospitality workers so that they may live in close proximity to their jobs.
2. The use of a portion of the site as an apartment complex helps ensure the development of the remainder of the site as commercially zoned land. Over all it is providing for the development of over 60% of the project area as a commercial recreation hub which will draw people to the Town and will stimulate additional spending throughout the Town.
3. Regarding aesthetics, the area along Hirst where the buildings will be constructed is dotted with large buildings which help define the scale of the area (e.g. Rescue Building, the Nova Medical building). The scale, placement and character of the proposed residential buildings blend with the neighboring buildings that front on Hirst Road. The architecture has picked up distinctive characteristics from established styles in the community all of which helps maintain the aesthetic quality of Purcellville. Commercial elements of the project will be reviewed by the Board of Architectural Review.

   Staff determination: The proposal is in compliance with the Economic Development portion of the Plan as long as the project is developed as a unified mixed use commercial/residential site.

[1] *The Role of Affordable Housing in Creating Jobs and Stimulating Local Economic Development: A Review of the Literature by* Keith Wardrip, Laura Williams, and Suzanne Hague January 2011

E. Public Services. CP Pg. 75.

The Public Services section covers a wide spectrum of community services. The goals are to provide "…*for quality educational programs and facilities. Provide a safe environment by providing responsive police, fire and rescue facilities to serve residents and ensure that quality health care facilities are available".*

1. With 176 units there is a potential for an additional 300-500 residents in the community. This is based on the 2010 Census figures of 3.07 persons per household in Purcellville. The applicant estimates that there will be approximately 310 residents based on numbers gathered from similar projects.
    a. Either way, additional residents will impact police, fire and rescue, and other public service providers. Appropriate proffers could help address this impact.

2. Based on the Loudoun School District statistics there is potential for an additional 43 school age children. The capital impact for this many students is projected to be $1,628,836 plus annual operating costs of $498,585.

Staff determination: The applicant is voluntarily proffering contributions for Public Services. This will help mitigate Public Service impacts and is therefore in compliance with the Plan.

F. Public Utilities Policies. CP Pg. 85.

The Plan "*encourages conservation of water and natural resources*. *It will provide and operate a coordinated system of public water and sewer utilities that will enhance the quality of life for residents and businesses in Purcellville. Upgrade and maintain water, sewer and storm drainage facilities and systems to promote the public health welfare and safety".*

1. The proposed apartment complex will conserve water by utilizing the appropriate conservation fixtures throughout the units.

See Purcellville Public Works analysis and comments. (Attachment 6 pg. 65)

There are numerous sewer, water, and storm water management issues that will be reviewed and resolved at the Site Plan Review stage. At the Concept Development Plan (CDP) stage a positive finding that public facilities including but not limited to water, storm water management, sewerage are or will be available and adequate for the uses proposed is appropriate.

1. The applicant has agreed that all site improvements will be constructed in accordance with applicable local and state standards which assumes that the public facilities will be adequate for the project to proceed.

Staff determination: The proposal is in conformance with this section of the Comprehensive Plan.

G. Transportation. CP Pg. 93.

The Plan calls for "*alternative forms of transportation and strives to create a community that is accessible for pedestrians and bicycles. It encourages a connected, efficient street network that efficiently and effectively manages traffic flow; quality pedestrian and bicycle facilities; and safe, attractive and inviting streets".*

1. The existing conditions analysis shows that existing intersections identified for improvements (Hirst/Berlin Turnpike and Hirst/Maple, Hirst/Hatcher, Maple/Main) currently operate at levels of service D or worse on certain lanes. The Purcellville Townwide Transportation Plan which is part of the Comprehensive Plan calls for a Level of Service C. Therefore, improvements are needed now to "efficiently and effectively manage traffic flow". The project will add more traffic volume and delay to the intersections. Without sufficient mitigation this will only intensify existing problems. The developer offers improvements for Hirst/Berlin Turnpike but is silent regarding the other intersections. (Proffers Attachment 13)
2. The study analysis shows that the anticipated stacking at the residential development driveway for exiting traffic is 15 feet in the AM peak hour and 10 feet in the PM peak hour (approximately one vehicle). Also the study analysis assumed one, shared left/right lane where the site plan shows separate left and right turn lanes. As a result, the stacking should be less than what the study shows.
3. With the proposed commercial expansion and other traffic forecasted between 2014 and 2020 (regional growth, Catoctin Corner, Purcellville Gateway, Loudoun Valley Shopping Center, and Patrick Henry College Expansion), the Hirst/Maple intersection is anticipated to have additional capacity issues. The study shows the northbound left turn will operate beyond its capacity due to the cross traffic on Hirst Road. The Townwide Transportation Plan identifies this intersection as a location for a future roundabout. Further analysis is needed to determine the appropriateness of a roundabout, a multi-way stop or a traffic signal.
4. Background LOS should not decrease as a result of the development. Any decrease will require mitigation to maintain or improve the LOS. Applicant has not provided sufficient mitigation to ensure compliance with the Purcellville Townwide Transportation Plan.

The developer must provide data that shows that LOS will not decrease as a result of the development.

Staff determination: To be in compliance with the Plan, all proposed uses should not as a result of their traffic generation reduce the LOS on the impacted road system to less than an LOS C. Where the LOS is already below C, further deterioration of background LOS shall not occur as a result of the development.

H. Environmental Policies. CP Pg. 103

The Comprehensive Plan goal is to "*improve, maintain and protect the natural environment of the Town; to protect scenic and sensitive areas; and protect important natural features such as wetlands, floodplains and forested areas. Preserve the dark sky environmental qualities of Purcellville at night".*

1. The apartment proposal will preserve 4± acres of the site as a natural forested area. The development will be sited so as to protect the floodplain by maintaining the required buffer along the floodplain boundary.
2. The developer has committed to making sure that the site will be dark sky compliant.

Staff determination: The proposal is in compliance with this section of the plan.

I. Land Use Polices. CP Pg. 111

The overall policy for land use "*recommends harmonious, compatible and orderly development; a diversity of land uses that supports residential as well as commercial needs".*

The Future Land Use portion of the Plan sets a goal of achieving *"… a better balance between residential and commercial and industrial development…" and "increase opportunities for commercial and industrial growth…".*

1. This section of the Plan seeks to increase opportunities for commercial / industrial growth. The investment by the residential developer in the commercial acreage helps provide for compatibility of land uses which in turn will provide for additional revenue growth and job growth.

Staff determination: The proposal is in compliance with the Plan as long as the commercial portion of the development is built.

Staff conclusion for Comprehensive Plan compliance.

As presented the proposal is in compliance with the Plan. It is staff's opinion that as long as the 18.71± commercial acres are developed in conjunction with the residential component the economic impact of both developments will provide a significant benefit to the community, both in revenue and jobs.

In addition appropriate traffic mitigation should be provided so that the levels of service will not deteriorate.

Consistency with PDH Standards and Rezoning Factors.

1. "*The planned development shall be of such design that it will result in a development achieving the stated purpose of the planned development district more than would development under a conventional zoning district."* (ZO Article 11 Section 7.1)

The purpose of the PDH district is to "*encourage innovative and creative design and to ensure efficient use of open space to promote high standards in the layout, design and construction of residential development, resulting in balanced developments of mixed use housing and affordable housing".*

Utilizing a conventional zoning district would result in twice as many buildings and would most likely require a reduction to the 4± acre preserved wood lot so as to fit the additional buildings on the site. The PDH allows for more open space.

The proposal is in compliance with the PDH standards.

2. "*The planned development shall efficiently utilize the available land, and shall protect and preserve to the extent possible all scenic assets and natural features such as trees, streams and topographic features."* (ZO Article 11 Section 7.1)

Rezoning Factor: Consider the conservation of natural resources. (ZO Article 1 Section 3)

The proposed development protects and preserves the scenic assets and features of 4± acres on the south western portion of the 13.72± acre site. 30% of the residential site is being preserved. In addition the development will provide protection for the floodplain.

3. "*The planned development shall be designed to prevent substantial injury to the use and value of existing surrounding development, and shall not hinder, deter or impede development of surrounding undeveloped properties in accordance with the adopted comprehensive plan."* (ZO Article 11 Section 7.1)

Rezoning Factor: Consider the trends of growth and change; encourage the most appropriate use of the property. (ZO Article 1 Section 3)

The development will most likely provide a platform for increased business, jobs and tax revenue for the community and provide an impetus for additional development along Hirst Rd.

Staff Comments: The proposal is in compliance with the plan.

4. "*The planned development shall be located in an area in which transportation, police and fire protection, other public facilities and public utilities including sewerage, are or will be available and adequate for the uses proposed, provided, however, that the applicant may make provision for such facilities or utilities which are not presently available."* (ZO Article 11 Section 7.1)

Rezoning factors: Consider transportation needs; and public service's needs. (ZO Article 1 Section 3)

a) The zoning ordinance and the Comprehensive Plan calls for transportation facilities to be adequate for the uses proposed. The Transportation Plan calls for a level of service (LOS) C for the Town. Proposed uses shall not as a result of their traffic generation reduce the LOS from the background traffic on the impacted road system to less than an LOS C and control delay shall not increase where the LOS is already below C.
b) A future bus stop to be constructed by the developer is included as part of the transportation network.

Rezoning factors: Consider the requirements for transportation efficiency. (ZO Article 1 Section 3)

a. The existing conditions analysis shows that intersections identified for improvements currently have levels of service worse than D on some of the lanes. Therefore, improvements are needed now. The Towne Center project will add more traffic volumes to the intersections and without mitigation will accelerate the existing problems. **Mitigation to maintain or improve existing levels of service will be required.**
b. The traffic impact analysis indicates that the north bound exiting left turn movement at the Hirst Road connection with the internal commercial street will operate at LOS F in 2020 conditions. **Additional mitigation is needed to address the left turn LOS.**

With appropriate mitigation the proposal meets the PDH and rezoning standards.

PDH design standards.

"Whereas it is the intent to allow flexibility in the design of all planned developments, it is deemed necessary to establish standards by which to evaluate good design. To satisfy this necessity, the following design standards are set forth for general application in all planned developments:

1. In order to complement development on adjacent properties, at all peripheral lot lines the bulk regulations and landscaping and screening provisions shall generally conform to the provisions of article 7 of this zoning ordinance." (ZO Article 11 Section 7.2)

The proposal generally meets this standard. **Additional landscaping may be required for final landscape plan.** Final landscape design to accompany site plan application.

1. **"***Street and driveways shall be designed to generally conform to the provisions set forth in this ordinance and all other town ordinances, the facilities standards manual and other regulations controlling same, and where applicable, street systems shall be designed to afford convenient access to existing and planned transportation facilities."* (ZO Article 11 Section 7.2)

2. "*Within planned developments, particular emphasis shall be placed on the provision of recreational amenities and a comprehensive system of pedestrian, bicycle and/or bridle paths which shall be carefully coordinated with the provision of open spaces, public facilities, vehicular access routes and planned transportation facilities."* (ZO Article 11 Section 7.2)

1. A future bus stop should be coordinated with Virginia Regional Transit. Additional internal landscaping should be considered to help soften the built environment included the parking area expanse.

2. The development will have an integrated bike and pedestrian network that will connect with the W&OD Trail and the Chapman DeMary Trail.

The proposal meets the PDH and rezoning standards with noted mitigation.

Proffers. (Attachment 13 page 107)

The applicant has submitted a preliminary proffer draft that covers the following items:

1. Limits the uses in the MC district by eliminating 7 specific uses.
2. Requires a high quality of architectural design.
3. Agrees to construct a storm water management system. (already required)
4. Road improvements.
    a. Proposes improvements to Hirst Road/Berlin Turnpike;

   b. Turn lanes at all site entrances as warranted by the town or VDOT. This includes entrance 1 to the residential site and both entrances to the commercial portion of the site.
   c. Internal roadways to be privately owned.
5. Will construct a 6' wide pedestrian trail around the exterior of the property with a connection to the W&OD Trail.
6. Will provide a cash contribution of .10 per square foot of gross floor area to the Town to be distributed to the fire department and the rescue squad; equals approximately $44,000.
7. Establishes the tree preservation area of 4± acres.

Staff recommends that the Proffers be revised to include:

1. Please include a statement that all VDOT required transportation improvements will be constructed.
2. Include a warrant study for traffic signals at Hirst Rd/Maple St and #1, #2 and #3 entrances to the residential and commercial portions of the site.
3. More detail for internal pedestrian pathways prior to site plan approval. System must connect to W&OD Trail.
4. A 100 foot ROW dedication for future transportation needs along the North Maple section of the property in case additional turn lanes are required. The ROW would extend from the site entrance on Maple Street across from the High School to the corner of the property at Hirst and Maple
5. Provide street and trail lighting at all intersections and areas that pedestrians may be crossing roadways and the W&OD Trail.
6. Residential development in the PDH-15 and commercial development in the MC will be constructed concurrently. No more than two residential buildings shall be completed prior to the commercial site obtaining required grading and building permits and grading of the site in the MC area has commenced.
7. The applicant will preserve the 4± acre site at the western end of the property as a tree preservation and scenic area. Walking trails will be open to the general public.
8. All site improvements will be constructed in accordance with applicable local and state standards.
9. A tree inventory per the requirements of the ZO shall be conducted prior to grading.
10. Appropriate traffic mitigation shall ensure that the background level of service is maintained or improved.
11. The applicant will construct an all-purpose trail around the perimeter of the site that connects to the W&OD Trail.

12. Prior to the approval of any site plan, an internal pedestrian/bicycle network shall be defined on the site plan.
13. Parking and landscaping requirements shall be constructed in accordance with the ZO.
14. Reduce density to 140 units.
15. Provide a cash contribution of $_____ to the police department to help offset capital expenditures.
16. Construct a _____ square foot visitor's center by the W&OD Trail. Include bike racks.
17. Add the following uses to the prohibited use list:
    a. Funeral Homes
    b. Auto Sales and Service
    c. Auto Repair
    d. Auto Used Car Lot
    e. Auto Truck and Sales
    f. Motorcycle or Off Road Vehicle Sales and Service
18. The preservation of the 4 acre forest should be done through a conservation easement given to the Town. However, the land must always remain with the 13 acre parcel so that density requirements are met. In order to qualify for 176 units in a PDH-15 there needs to be a minimum of 11.75 acres.
19. The applicant will obtain Earth Craft Multi-family certification for the residential site and buildings.
20. Provide an access to the Mason and Mercke property that does not require an at grade crossing of the W&OD Trail.

Staff Comments. Staff recommends that the Planning Commission consider the following issues during their review:

1. Is the application in overall compliance with the Comprehensive Plan? If not, are there conditions that if implemented would bring it into compliance?
2. Does the size and economic impact of the development meet the Plan's objective of increasing the assessable value of commercial lands within the Town?
3. Will it be beneficial to the Town for the developer to provide affordable rental units?
4. There are numerous transportation issues. Do the proposed mitigations and proffers offered by the applicant result in compliance with the Plan?

Staff recommends approval of the rezoning requests with the following conditions:

1. Residential development and commercial development will be constructed concurrently. No more than two residential buildings shall be completed prior to commencement of construction of the commercial site.

2. The applicant will preserve the 4± acre site at the western end of the property as a tree preservation and scenic area.
3. All site improvements will be constructed in accordance with applicable local and state standards.
4. A tree inventory per the requirements of the ZO will be conducted prior to grading.
5. Traffic mitigation will ensure that the background level of service is maintained or improved.
6. The applicant will construct an all-purpose trail around the perimeter of the site that connects to the W&OD Trail.
7. Prior to the approval of any site plan, an internal pedestrian/bicycle network shall be defined on the site plan.
8. Parking and landscaping requirements shall be constructed in accordance with the ZO.
9. Reduce density to 140 units.
10. Construct a _____ square foot visitor's center by the W&OD Trail. Include bike racks and parking.
11. Provide an access to the Mason and Mercke property that does not require an at grade crossing of the W&OD Trail.

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Town of Purcellville Virginia
Community Development Department

Town Council

Hearing Date: March 12, 2014

STAFF REPORT
Special Use Permit

SUBJECT: SUP # 13-04; Special Use Permit

ACTION ITEM: _X_

PUBLIC HEARING: YES _X___ NO __

Memo Date: February 27, 2014

STAFF CONTACTS: Patrick Sullivan, Director, Community Development Department, Dan Galindo, Planner II; Community Development Department; Tucker Keller, Planning Aide, Community Development Department.

Application Information SUP # 13-04 Stupar Property		
Applicant Bill Tilley Tilley Entertainment 43025 Jedgeapple Ct. Ashburn, VA 20147	**Agent** Same	**Engineer/Land Planning** Bowman Consulting Group, LTD 101 South Street SE Leesburg, VA 20175
Owner Branko Stupar, Trustee c/o Maryls Rixey 6401 Little Leigh Ct. Cabin John, MD 20818		

Application SUP # 13-04Mercke Property		
Applicant Bill Tilley Tilley Entertainment 43025 Jedgeapple Ct. Ashburn, VA 20147	**Agent**	**Engineer/Land Planning** Bowman Consulting Group, LTD 101 South Street SE Leesburg, VA 20175
Owner Brent H. Mercke 341 Maple Avenue Purcellville, VA 20132		

Parcels				
PIN #	Tax Map #	Address	Applications	Acres
452-25-4468	/36/////////19 A	N/A	SUP # 13-04 Stupar	6.71±
452-15-3658 & 487-10-9228	/36//////22A2 /36/////////22/	341, 351, 17167 North Maple Avenue Purcellville, VA	SUP # 13-04 Mercke	12±

SUP Completeness Date October 23, 2013	**Location** South side of Hirst Road at the corner of Maple Ave. and Hirst Rd.
Zoning Ordinance 1997 LDSCO November 2009	**Existing zoning** - CM-1 (office / industrial) **Proposed Zoning** - MC (Proposed east lot and Mercke property)
Comprehensive Plan December 19, 2006	**Planned Land Use** – Professional Office **Proposed Land Use** –Mixed Commercial (Proposed east lot and Mercke property)
Abutters	South west – Residential (3 units per acre) South east -- Public

Purpose (see map 1 below): This Special Use Permit (SUP) application if for a proposed outdoor recreation use on an 18.71± acre site located at the corner of Hirst Rd and Maple Ave in Purcellville, VA.

Suggested Motions

1. For the reasons stated in the Staff Report dated February 27, 2014, I move that Town Council approve SUP # 13-04

2. For the reasons stated in the Staff Report dated February 27, 2014, I move that Town Council approve SUP # 13-04 with the following conditions:

_____
_____
_____

3. I move that Town Council deny SUP # 13-04 for the following reasons:

_____

_____

_____

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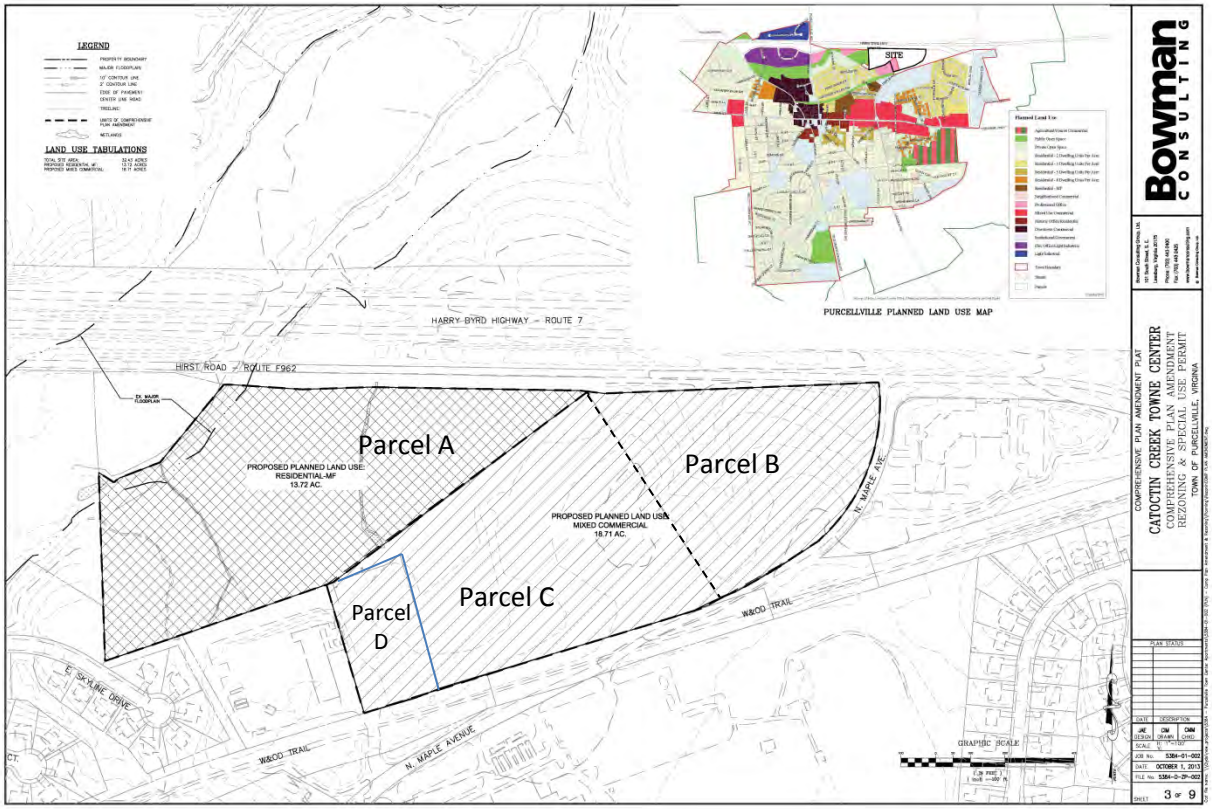
SUP Request

Map 3



PDH-15 MC

Background.

The development site is comprised of three proposed parcels, A, B and C as noted on Map 3. Parcels A & B are owned by Stupar. Parcel C is owned by Mercke. Parcels B and C are requesting to be rezoned to Mixed Commercial. In addition, Parcel D owned by Mercke is zoned C-1. An outdoor recreation use requires a special use permit in the CM-1 (existing), and the C-1 district (Parcel D) as it is over 10,000 square feet and the MC zoning district.

The SUP application # 13-04 requests a special use permit for an outdoor recreation use on parcels B and C.

The site will be a family oriented, community-centered entertainment complex that will provide food, bumper boats, 36 holes of adventure golf, batting cages, go cart track, local events, such as car shows, festivals, concerts, weddings, and corporate gatherings as outdoor recreational uses. The different uses will be spread out over the 18.71± acre site. In addition, there will be substantial indoor recreational opportunities along with restaurants. However, the indoor uses are permitted by right in the MC district and do not need a special use permit.

SUP Review.

"The purpose of the special use permit procedure is to provide for certain uses which cannot be well adjusted to their environment in particular locations with full protection offered to surrounding properties by rigid application of the district regulations. These uses either have unusual characteristics, or have characteristics which are different from those of their immediate surroundings and are essential and desirable for the general convenience and welfare, but because of the nature of the use, and possible impact, not only on neighboring properties, but on a large section of the town, require the exercise of planning judgment on location and site plan." (ZO Article 8 Section 1.1)

"A special use permit should be approved … only if it is found that the location is appropriate and not in conflict with the comprehensive plan, that the public health, safety, morals, and general welfare will not be adversely affected, that adequate utilities and off-street parking facilities, if applicable, will be provided, and that necessary safeguards will be provided for the protection of surrounding property, persons, and neighborhood values, and further provided that the additional standards of this article are complied with. These standards are set out under issues for consideration and are addressed below.

In approving a special use permit the town council may impose such reasonable conditions as it believes necessary to accomplish the objectives of this ordinance." (ZO Article 8 Section 1.2)

The applicant is required to provide a statement of justification for the special use permit review and the Planning Commission and the Town Council will use the issues stated in the statement of justification to determine if the applicant meets the standards. Following is the applicants Statement of Justification for the outdoor recreation special use permit.

Issues for consideration. A special use permit application shall be accompanied by a statement of justification which addresses the following issues for consideration. These issues for consideration shall be used by the planning commission and town council when evaluating the special use permit application. The following factors shall be given reasonable consideration and shall be addressed by the applicant in the statement of justification:

1. Whether the proposed application is consistent with the comprehensive plan.

   Our project is consistent with the comprehensive plan in that it brings a new business to town that will employ about 100 people when fully developed. It will also bring an additional restaurant and much needed family entertainment to town.

2. Whether the proposed special use at the specified location will contribute to or promote the welfare and convenience of the public.

   As stated above it will bring much need family entertainment to the town

3. Whether the proposed use is compatible with other existing or proposed uses in the neighborhood, and adjacent parcels.

   This is an ideal local in that it is close to downtown but not in the center of town. It is close to the W &OD trail and has easy access to Rt. 7.

4. Whether the level and impact of any noise or odor emanating from the site, including that generated by the proposed special use, negatively impacts the uses in the immediate area.

   This use will have no emanating odor and all outdoor activities will be closed by 10PM.

5. Whether the proposed special use will result in the preservation or damage of any existing habitats, vegetation, topographic or physical, natural, scenic, archeological, or historic feature of significant importance.

   There are no habitats or significant historic features on the property. We will be clearing much of the vegetation but replacing it with new landscaping including vegetation, streams, pond and waterfalls

6. Whether the proposed special use will impact existing water quality or air quality.

   There will be no impact on existing water or air quality.

7. Whether the traffic generated by the proposed use will be adequately and safely served by roads, pedestrian connections, and other transportation services.

   The proposed new road and upgrades to the existing roads will be sufficient to handle the additional traffic will into the future. See the attached traffic study.

8. Whether the proposed use will negatively impact orderly and safe road development and transportation in accordance with the comprehensive plan and all relevant transportation and corridor plans.

   The improvement made by the overall project will have a positive impact on the transportation in the area. See the traffic study.

9. Whether the proposed use will be served adequately by essential public facilities and services

   We will be connecting to the town water and sewer system.

10. Whether, in the case of existing structures to be converted to uses requiring a special use permit, the existing structures can be converted in such a way that retains the character of the neighborhood in which the existing structures are located, especially when an application seeks to convert a building of historic significance.

    None of the existing building will be retained. We will be working with David VanDuzer (the architect for the Gateway) to maintain a consistent style.

11. Whether the proposed special use contributes to the economic development needs of the town.

    The use will have a positive economic impact for the town in that it will have increased tax revenue, meal tax revenue and employ about 100 people.

12. Whether adequate on and off site infrastructure is available.

    We will be installing new infrastructure to meet our needs.

13. Whether the proposed special use illustrates sufficient measure to mitigate the impact of construction traffic on existing neighborhoods and schools.

    See attached traffic study.

Staff analysis of the 13 issues for consideration in the Statement of Justification.

The proposed outdoor recreational use has been evaluated as part of the Comprehensive Plan amendments and the rezoning application.

1. Extensive consideration has been given to the project's consistency with the Comprehensive Plan. With proper mitigation for transportation issues Staff believes that the proposed use is consistent with the Plan.
2. This special use will provide for a significant commercial growth in an appropriately zoned area. The development will provide approximately 100 jobs and significant revenue to the Town.
3. There does not appear to be a compatibility of uses in the area. Some of that is due to a significant portion of the land on Hirst being vacant to the west of the project and public uses being to the east. The Comprehensive Plan calls for commercial development of the area not additional tax exempt public sites.
4. Noise level will meet the standards of the zoning ordinance. Both the bumper boats and the go karts will have electric motors.
5. Parts of the onsite vegetation will be preserved. Otherwise there are no habitats or significant historic features on the site. The site is presently vacant.
6. There will not be an impact on water or air quality as a result of the outdoor recreation component of the project. Motorized vehicles will be electric thus protecting the air quality.
7. The developers have proffered certain transportation improvements. The traffic impact is being considered as part of the whole project. Approval of the rezoning will indicate that the traffic mitigation offered by the developer is sufficient to provide adequate and safe transportation services. The outdoor recreation component of the commercial project has been included in the scope of the traffic review and will therefore not add additional impact to the road system.
8. See comments in 7 above.
9. All public services are available for this site.
10. Not applicable.
11. The use will have a positive economic impact. It will provide for additional jobs and revenue for the Town.
12. Appropriate infrastructure (roads, sewer & water, storm water BMP's etc.) will be provided by the developer.
13. Appropriate mitigation for construction impacts will be required by the zoning ordinance.

Staff recommends approval of Special Use Permit # 13-04 with the following conditions:

1. Hours of operation will be 10am to 10pm for the outdoor facility.
2. All concert events will end by 10pm
3. Interior roadways and trails will be maintained by the owner of the property.
4. Go Karts will be powered by electricity; not an internal combustion motor.

5. A visitors/welcome building will be constructed next to the W&OD Trail
6. An access road to the Mercke and Mason property that does not cross the W&OD trail will be constructed so that the at grade crossing in front of the Mason property is eliminated.

ATTACHMENTS

Attachments		
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1	Loudoun County Department of Planning Comments	41
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County of Loudoun

Department of Planning

MEMORANDUM

DATE: December 11, 2013

TO: Patrick Sullivan, AICP, Director of Community Development
Town of Purcellville

FROM: Rodion Iwanczuk, AICP, Senior Planner
Community Information and Outreach

SUBJECT: PURCELLVILLE CPA12-01, RZ12-01, SUP13-04, 2nd Referral

BACKGROUND

The Town of Purcellville ("Town") is considering a Comprehensive Plan Amendment and rezoning for 32.43 acres of land. The "subject property" consists of a 20.43-acre parcel, better described as Tax Map 36, Parcel No. 19A (PIN 452-25-4468-000), a 10-acre parcel, Tax Map 36, Parcel No. 22A2 (PIN 452-25-3658-002), and a 2-acre parcel, Tax Map 36, Parcel No. 22 (PIN 452-25-9228-000). The applicants propose to designate the eastern 18.71 acres as Mixed Use Commercial on the Town's Planned Land Use Map and rezone to MC (Mixed Commercial) District from CM-1(Local Service Industrial) District, and designate the western 13.72-acre portion of the property as Residential-MF (multifamily) on the Planned Land Use Map and rezone to PDH-15 (Planned Development Housing-15) from X (Transitional). A third application, for a special use permit, would allow an indoor and outdoor commercial recreation and entertainment facility on the eastern 18.71 acres within the proposed MC zoning district.

The property is located at the southwest corner of the intersection of Hirst Road and Maple Avenue. The subject property is within the Town. The Route 7 northern right-of-way (ROW) is the Town's boundary with Loudoun County and the adjoining Purcellville Joint Land Management Area (JLMA) and is located approximately 325 feet, or 0.06 miles, north of the subject property. A review of the rezoning plat and County records indicates natural features on the subject property include major floodplain, steep slopes, modeled wetland, hydric soils, and forest cover. Surrounding land uses include vacant land to the west, residential use to the southwest, commercial uses to the south, and a fire and rescue station and Loudoun Valley High School to the east, across Maple Avenue.

The Loudoun County Planning Department appreciates the opportunity to provide written comments.

RELATIONSHIP TO THE LOUDOUN COUNTY COMPREHENSIVE PLAN

The subject property is located within the Town of Purcellville and adjacent to the Purcellville Joint Land Management Area (JLMA). The JLMA boundary with the Town is located approximately 325 feet north along the Route 7 Bypass northern ROW. Staff reviewed the proposed planned land use designation and zoning map amendment and in light of the Revised General Plan, the 2010 Revised Countywide Transportation Plan (2010 CTP), and the County's 2012 Fiscal Impact Committee Guidelines.

ANALYSIS

A. LAND USE

As noted above, portions of the subject property were annexed into Purcellville on December 16, 2008. At the time of the annexation, no Town Planned Land Use designation was placed on the subject property. Under the Purcellville Zoning Ordinance, the subject property was zoned X (Transitional), to provide for reasonable and orderly interim regulation of use and development, and CM-1 (Local Service Industrial).

The applications propose development on the western 13.72 acres of the subject property of a 176-unit multi-family apartment complex. An outdoor and indoor entertainment complex is proposed for the eastern 18.71 acres that would be designated mixed use commercial on the Planned Land Use Map.

RESIDENTIAL DEVELOPMENT

The applicants' Comprehensive Plan Amendment Statement of Justification (SOJ) cites a recent George Mason University study (GMU Study) which suggests there will be an increasing need for multi-family housing units as a "key element in the promotion and growth of jobs in the [Metropolitan Washington] region." The applicant uses the GMU Study to justify a need in Western Loudoun County for greater diversity in the types of housing provided.

In contrast to the GMU Study's finding that existing and planned multi-family housing supply will fall short of demand, the most recent County forecasts adopted by the Board of Supervisors, which take into account approved and planned residential development throughout the County (including the Route 7 West subarea), project that the supply of multi-family housing units within the County, both existing and planned, will meet the County's visions through 2037.

In the SOJ, the applicants also indicate that the proposed plan amendment and subsequent rezoning would help address the County's unmet housing needs including workforce housing. According to the Zoning Map Amendment Statement of Justification (SOJ), "...the continued growth of employment opportunities in the Town of Purcellville and the surrounding area [increases] the need for work force housing (*Statement of Justification-Zoning Map Amendment, Demands for Multi-Family Housing*)."

The County's Revised General Plan contains several Countywide Housing Policies, including the following:

> "The County's primary housing objective is to assure that existing and future County residents and the workforce are served by a range of housing opportunities. An adequate supply of varied types of housing, both rental and for-sale, in locations throughout the County is a fundamental ingredient of an enduring community (*Revised General Plan, Chapter 2, Planning Approach, Housing, text*)."

The Revised General Plan acknowledges "that the market alone cannot meet all areas of housing need given current and projected job growth for the regional economy."

County staff note that the proposed project could provide for unmet housing needs that the housing market may not adequately provide for. County staff also note recent activity regarding the Mayfair (formerly Autumn Hill) property located in the Purcellville Joint Land Management Area (JLMA). Under the terms of a settlement agreement between the landowner and Loudoun County, the Town of Purcellville and Loudoun County are pursuing a Boundary Line Adjustment (BLA) in order for the property to be annexed into Purcellville. Upon annexation, the landowner is proposing development for 257 market-rate single-family detached (SFD) and single-family attached (SFA) units, a reduction from the approved 492 quadraplex (SFA) units, including 123 affordable dwelling units. The result in the Route 7 West subarea of the County will be an increase in planned SFD units and a decrease in planned SFA units, and an overall decrease in total planned units and elimination of the provision for affordable units.

COMMERCIAL DEVELOPMENT

A planned land use designation of Mixed Use Commercial is requested for the eastern 18l.71 acres of the subject property, rezoning to MC District, and approval of a Special Use Permit (SUP) for an indoor and outdoor commercial recreation and entertainment facility. According to the application, outdoor space will include facilities for local events, concerts, car shows, as well as activities including bumper boats, miniature golf, batting cages, and a go-kart track. Additional facilities would include an ice cream parlor, food court, and a 35,000-square foot main building that would house a full-service restaurant, sports bar, bowling, a laser tag course, and a game arcade. The applicants propose that outdoor facilities be open 10 a.m.-10 p.m., and the indoor facilities be open 10 a.m.-1 a.m.

County staff do note that the proposed development, which includes a sports bar and arcade, would be located directly across Maple Avenue from Loudoun Valley High School. The Town may wish to consider any adverse impacts that might occur.

The applicants' Comprehensive Plan Amendment Statement of Justification (SOJ) cites a recent George Mason University study (GMU Study) which suggests there will be an increasing need for multi-family housing units as a "key element in the promotion and growth of jobs in the [Metropolitan Washington] region." The most recent County forecasts adopted by the Board of Supervisors, which take into account approved and planned residential development throughout the County

(including the Route 7 West subarea), project that the supply of multi-family housing units within the County, both existing and planned, will meet the County's visions through 2037.

The proposed project could provide for unmet housing needs, which the housing market may not adequately provide for.

The Town may wish to consider any offsite impacts of the commercial uses on adjacent uses, including Loudoun Valley High School.

B. ACCESSIBILITY

The subject application is inside of but on the Town's border with Loudoun County. The applicants' Traffic Impact Analysis (TIA) evaluates traffic and intersections, using standard transportation evaluation methodology, within a study area that is located completely within the Town, as agreed to with Town and VDOT staff.

The TIA Study Area includes several large approved-but-unbuilt developments that were addressed in the scoping agreement and that would also affect traffic and the intersections analyzed as part of the TIA. All of the intersections studied and approved developments accounted for in the TIA are located within Purcellville.

Staff note that the Town may wish to discuss whether the trip generation estimates included in the TIA overstate the traffic generation for the recreation and entertainment facilities by a factor of three to eight times. The TIA estimates that new residential and non-residential development as proposed would generate nearly 9,000 trips per day (1,190 residential trips and 7,706 non-residential trips). The TIA notes, however, that the traffic generation estimate aggregates individual non-residential uses rather than using a standard estimate for recreation and entertainment facilities[1]. As such, non-residential development may more realistically generate lower daily trips.

The TIA indicates that traffic conditions without the subject application would necessitate multiple improvements to study intersections in 2014 and 2020. According to the TIA, the applicants commit to constructing turn lanes at the entrances to the subject property along Hirst Road and Maple Avenue when warranted by the Town and VDOT. Additional turn lanes would be provided at the Hirst Road/Route 287 (Berlin Turnpike) intersection to the east. County staff are in agreement with such proposed improvements and note that turn lanes should be able to accommodate projected vehicle queues.

As noted earlier, the indoor and outdoor commercial recreation and entertainment facility would be located adjacent to the Purcellville Public Safety Center at the southeast corner of Maple Avenue and Hirst Road. Emergency vehicles exit onto Hirst

[1] As explained in the TIA, the Institute of Transportation Engineers (ITE) has limited data for such commercial recreation uses and as such, trip generation estimates are unreliable, leading to trip generation estimates for the proposed development to be based upon individual land use data within ITE reference handbooks.

Road. The applicants are forecasting an increase in the amount of traffic on Hirst Road in front of the fire and rescue facility, and the Town may find it appropriate to seek an emergency stoplight in front of the facility to ensure adequate egress of emergency vehicles.

The Town may wish to determine whether an emergency stoplight would be appropriate to place in front of the Purcellville Public Safety Center to ensure adequate egress of fire and rescue vehicles that exit onto Hirst Road.

C. PROFFERS

The subject application for rezoning includes no proffer statement from the applicants. Loudoun County has policies that address this issue and uses a Capital Intensity Factor (see Attachment 1) to provide the basis for voluntary development contributions from rezoning applicants to mitigate such impacts. The Board of Supervisors in an April 12, 2005 letter encouraged all Towns to adopt proffer policies to help offset the capital impacts of development (see Attachment 2).

The County encourages the Town to consider proffer contributions from the applicant to help mitigate the impacts and address the capital facility impacts of new development.

RECOMMENDATIONS

The subject application for a comprehensive plan amendment and rezoning would allow the applicants to construct a project with 176 multi-family dwelling units, on the south side of Hirst Road, between Maple Avenue and Route 611. The applicants are also proposing an indoor and outdoor commercial recreation and entertainment facility opposite the Purcellville Public Safety Center and Loudoun Valley High School.

Specifically, County staff suggest:

- The Town may wish to consider any offsite impacts of the commercial uses on adjacent uses, including Loudoun Valley High School;
- The Town may wish to determine whether an emergency stoplight would be appropriate to place in front of the Purcellville Public Safety Center to ensure adequate egress of fire and rescue vehicles that exit onto Hirst Road;
- The Town may wish to consider whether the applicants should prepare and submit a Proffer Statement that includes contributions that the applicants would provide to address the impacts of development.

Thank you for the opportunity to comment.

cc: Julie Pastor, AICP, Planning Director
Michael "Miguel" Salinas, Program Manager, Community Information & Outreach

Attachments:

1. Loudoun County Capital Intensity Factors (2009)
2. Board of Supervisors Letter to Towns, April 12, 2005

ATTACHMENT 2

FY 03 Adopted Capital Facility Standards

Public Safety	Capital Facility	Building of	Acres	Standard
Animal Care & Control	Animal Shelter	18,000	5	0.079 sf per capita
Fire & Rescue	Fire & Rescue Station	13,000	5	1:25,000 population
Fire & Rescue	Fire & Rescue Station - Western	13,000	5	1:10,000 population
Fire & Rescue	1500-gpm Engine	n/a	n/a	1:10,000 population
Fire & Rescue	1500-gpm Engine - Western	n/a	n/a	1:10,000 population
Fire & Rescue	ALS Ambulance	n/a	n/a	1:10,000 population
Fire & Rescue	ALS Ambulance - Western	n/a	n/a	1:10,000 population
Fire & Rescue	Ladder Truck	n/a	n/a	1:25,000 population
Fire & Rescue	Heavy Rescue Squad	n/a	n/a	1:50,000 population
Fire & Rescue	Tanker - Western	n/a	n/a	1:10,000 population
Fire & Rescue	Brush Truck - Western	n/a	n/a	1:10,000 population
Juvenile Court Services Unit	Juvenile Probation Residence	8,000	2	1:250,000 population
Sheriff's Office	Substation - combined	10,000	4	1:75,000 population
Sheriff's Office	Substation - stand alone	10,000	4	

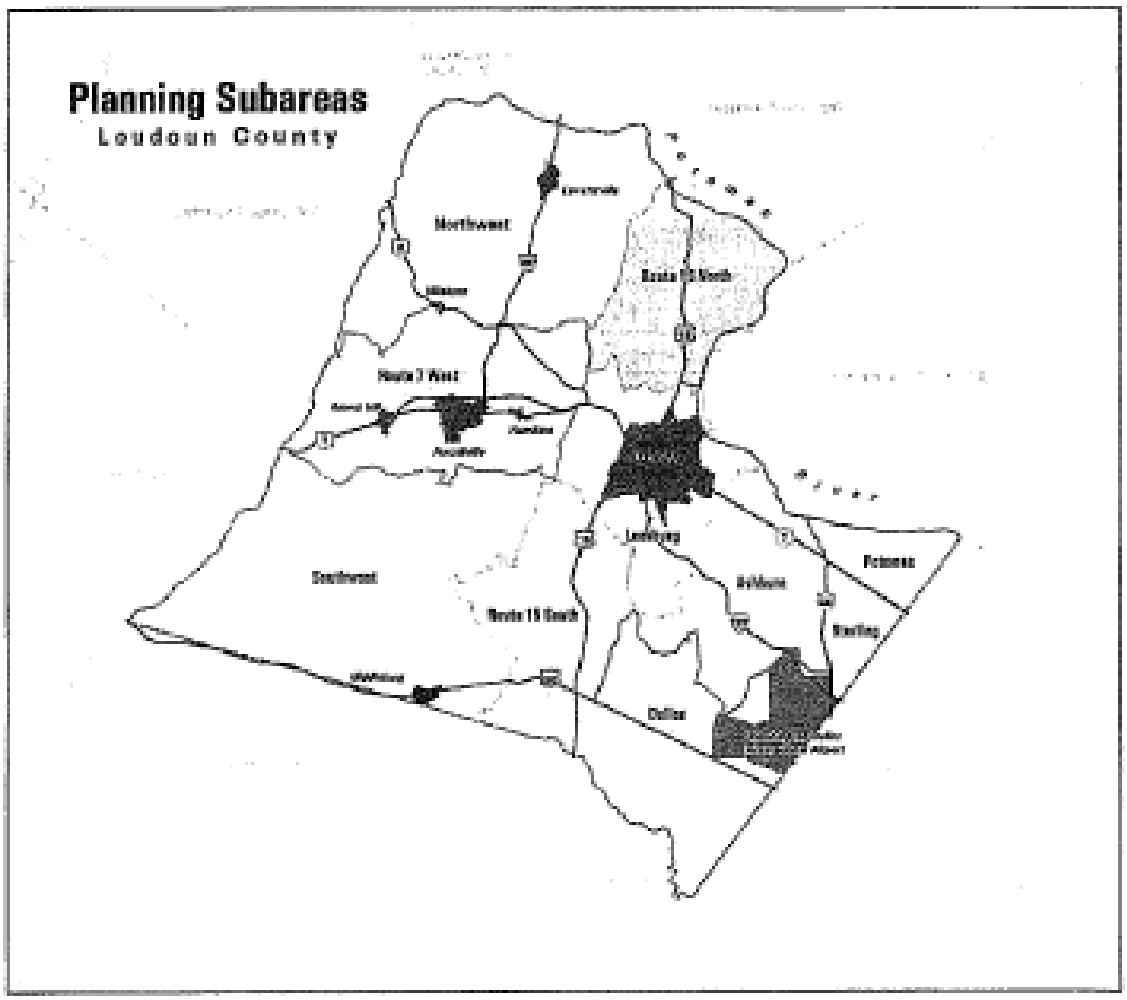
Public Recreation & Culture	Capital Facility	Building of	Acres	Standard
Library Services	Library	30,000	7	0.6 square feet per capita
PRCS	Recreation Center	75,000	10	1:75,000 population
PRCS	Regional Park w/18 fields	n/a	200	1:75,000 population
PRCS	District Park w/6 fields	n/a	75	1:25,000 population
PRCS	Community Park w/3 fields	n/a	30	1:10,000 population
PRCS	Teen Center	20,000	5	1:10,000 population age 12-14
PRCS	Senior Center	15,000	5	1:10,000 population age 55+
PRCS	Respite Center	5,000	2	1:10,000 population age 55+

Health & Welfare	Capital Facility	Building of	Acres	Standard
Health Department	Health Clinic	13,000	5	0.5 sf of clinic space per# of client visits
MHMRSA	MH Residential Facility	3,400	0.25	1 bed slot 5,375 population
MHMRSA	MH Residential Facility	3,400	0.25	1 bed slot 3,000 population
MHMRSA	MHSA Adolescent Treatment Center	8,000	2	1 bed slot 257 youth age 15-18
MHMRSA	MHSA Adolescent Group Home	8,000	2	1 bed slot 352 youth age 10-17
MHMRSA	MHSA Adolescent Group Home	8,000	2	1 bed slot 357 youth age 10-15
Family Services	Juvenile Detention Center	22,000	5	#beds=[illegible]
Family Services	Youth Shelter	8,000	2	#beds=[illegible]
Family Services	Transitional Homeless Shelter	8,000	2	#beds=[illegible]
Family Services	Emergency Homeless Shelter	8,000	2	#beds=[illegible]
Family Services	Juvenile Assessment Center	4,000	2	1 Countywide
Family Services	Transitional Independ. Living Res.	8,000	2	1:250,000 population

Item 15 a. - Attachment 1
FY 03 Adopted Capital Facility Standards

General Government	Capital Facility	Building of	Acres	Standard
General Government	Office Space	n/a	n/a	1 square foot per capita
Office of Transportation Services	Regional Park & Ride Lot w/300 space	n/a	n/a	1:25 sm suburban area, 1:100 sm county
Office of Transportation Services	Community Park & Ride Lot w/100 spa	n/a	n/a	1:4 sm suburban and towns
Office of Transportation Services	Bus Maintenance Facility	28,000	10	1:100 transit vehicles

Schools	Capital Facility	Building of	Acres	Standard
School	Elementary School - 1 Story w/675 pu	90,100	20	.87 pupils SFD
School	Elementary School - 2 Stories w/675 p	98,000	20	.61 pupils SFA
School	Middle School - 1 Story w/1300 pupils	168,000	35	.26 pupils MF
School	Middle School - 2 Stories w/1300 pupil	178,000	35	
School	High School w/1800 pupils	276,000	75	


Planning Subareas
Loudoun County
Northwest
Route 3 West
Southwest
Route 15 South
Dulles
Sterling
Potomac
River

Loudoun County, Virginia
www.loudoun.gov
County Administration
1 Harrison Street, S.E., 5th Floor, P.O. Box 7000, Leesburg, VA 20177-7000
Telephone (703) 777-0200 • Fax (703) 777-0325

RECEIVED
DEC 2 9 2010
LOUDOUN COUNTY
DEPARTMENT OF PLANNING

At a business meeting of the Board of Supervisors of Loudoun County, Virginia, held in the County Government Center, Board of Supervisors' Meeting Room, 1 Harrison St., S.E., Leesburg, Virginia, on Tuesday, February 15, 2005 at 9:30 a.m.

PRESENT: Scott K. York, Chairman
Bruce E. Tulloch, Vice Chairman
James G. Burton
James E. Clem
Eugene A. Delgaudio
Sally Kurtz
Stephen J. Snow
Mick Staton Jr.
Lori L. Waters

IN RE: CAPITAL FACILITY STANDARDS AND CAPITAL INTENSITY FACTOR

Mr. Staton moved that the Board of Supervisors approve the Capital Facility Standards and Capital Intensity Factor as recommended by the Land Use and Fiscal Impact Committees.

Mr. Staton further moved the effective date of adoption of the Capital Facility Standards and Capital Intensity Factor be with any new rezoning or concept plan amendment that has not yet been heard by the Planning Commission.

Mr. Staton further moved that Staff be directed to implement the adopted standards and factors under the following guidelines: a) continue the current interim resolution and credit transportation proffers that go beyond mitigating the transportation impacts of the proposal towards capital facilities; b) continue to calculate the base density and base unit type of a type of a property using the current zoning of the property; and c) the recommended policies should not apply to cases until the Revised General Plan is amended.

Mr. Staton further moved approval of the draft letter to the towns for immediate transmittal, as amended.

Seconded by Mr. Clem.

Voting on the Motion: Supervisors Burton, Clem, Delgaudio, Kurtz, Snow, Staton, Tulloch, Waters, and York - Yes; None – No.

COPY TESTE:

DEPUTY CLERK FOR THE LOUDOUN
COUNTY BOARD OF SUPERVISORS

C:\my documents\resolutions\2005 resolutions\02-15-05 bos resolution -1-capital intensity factor

ATTACHMENT 2

Loudoun County, Virginia
www.loudoun.gov

Board of Supervisors
1 Harrison Street, S.E., 5th Floor, P.O. Box 7000, Leesburg, VA 20177-7000
703/777-0204 • Fax: 703/777-0421 • email: bos@loudoun.gov

April 12 , 2005

The Honorable C.L. "Tim" Dimos
and Mike Casey, Town Administrator
Town of Middleburg
P.O. Box 187
Middleburg VA. 20118-5152

Dear Mayor Dimos and Mr. Casey:

Re: Town Capital Facility Policies

In June of 2004, the Board of Supervisors directed the Fiscal Impact Committee to review the capital facility standards and the capital intensity factors which the Board uses to assist the County in an equitable and uniform evaluation of developer proffers. The County's Revised General Plan anticipates developer assistance valued at 100% of capital facility costs per dwelling unit. Estimated capital facility costs per unit type are calculated by a Capital Intensity Factor (CIF) based on the adopted service plans and levels for each type of development. The Board of Supervisors uses the CIF to guide its proffer negotiations with developers requesting re-zonings. On February 15, 2005, the Board of Supervisors approved the Capital Facility Standards and Capital Intensity Factor and these are summarized in Attachment 1.

As part of its review, the Fiscal Impact Committee also recommended that the Board of Supervisors request the Town governments adopt the County's Capital Intensity Factor and proffer policies to guide Town proffer negotiations. The intent of this recommendation is to request that the Towns collect and forward to the County, proffered capital facility contributions funds for services that the County provides.

The Board endorses the Fiscal Impact Committee's recommendation that the Town governments consider the adoption of the County's proffer policies including the County's Capital Facility Standards and Capital Intensity Factor as tools to negotiate with developers. Using a uniform tool will assist the County and Towns in obtaining proffer contributions in the Towns for school and general government facilities for which the County provides facilities to Town residents.

Letters were sent to each of the following individuals:

Lovettsville: Tim Faust, Town Administrator, and Mayor Elaine Walker; Town of Lovettsville; 6 E. Pennsylvania Ave.; P.O. Box 209; Lovettsville, VA. 20180.

Hamilton: Mayor Keith Reasoner; Town of Hamilton; P.O. Box 130; Hamilton, VA. 20159

Hillsboro: Mayor Roger Vance; Town of Hillsboro; 36966 Charlestown Pike; Purcellville, VA. 20132

Leesburg: Mayor Kristin Umstatd, and John Wells, Town Manager; Town of Leesburg; 25 West Market Street; Leesburg, VA. 20176

Middleburg: Mayor C.L. "Tim" Dimos, and Mike Casey, Town Administrator; Town of Middleburg; P.O. Box 187; Middleburg VA. 20118-5152

Purcellville: Mayor Bill Drahan and Rob Lohr, Town Manager, The Town of Purcellville 130 E. Main St.; P.O. Box 936; Purcellville VA. 22132

Round Hill: Mayor Frank Etro and Kelly Yost, Town Administrator; The Town of Round Hill P.O. Box 36; Round Hill, VA. 20142

County Planning and Budget staffs are available to answer any questions and work with your staff to assist in implementing this request.

Sincerely,

Chairman Scott York
Loudoun County Board of Supervisors

Attachment: CIF summary

cc: Board of Supervisors
Charles Yudd, County Administration
Ben Mays, Management and Financial Services
Paul Brown, Management and Financial Services
Leslie Hansbarger, County Administration

LOUDOUN COUNTY, VIRGINIA
Department of Fire – Rescue And Emergency Management

801 Sycolin Road, Suite 200
Leesburg, VA 20175
Phone 703-777-0333 Fax 703-771-5359

December 5, 2013

Patrick Sullivan, Director
Community Development
Town of Purcellville
221 South Nursery Avenue
Purcellville, VA 20132

Re: Catoctin Creek Towne Center
RZ-12-01 and CPAM 12-01 revised

Dear Mr. Sullivan:

Thank you for the opportunity to review the above captioned application. Staff cannot adequately evaluate adequate access and circulation of emergency vehicles throughout the property. Due to the multiple buildings proposed, staff requests information to demonstrate that access to the proposed structures (all sides) would not be compromised. It is well known that traffic congestion at the intersection of Hirst Road and Route 287 is a concern. The Purcellville Public Safety Center already experiences delays exiting the site during peak hours and it is only expected that this development will only further compromise response times with the additional traffic. As part of the submitted materials the Applicant referenced a proffer contribution to go to toward improvements to the intersection of Hirst Road and Route 287. The Fire and Rescue Planning Staff respectfully request that consideration be given to emergency vehicles access as improvement plans are made. Suggestions may include that additional signal pre-emption measures be implemented. Staff is available to further review and comment on this matter specifically at the appropriate time.

If you have any questions or need additional information, feel free to contact me via e-mail Maria.Taylor@Loudoun.gov or by phone 703-737-8772. Thank you.

Sincerely,

Maria Figueroa Taylor
Fire and Rescue Planner

cc file

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VDOT

December 12, 2013

Mr. Patrick G. Sullivan

Community Development Director

Town of Purcellville

221 S. Nursery Avenue

Purcellville, Virginia 20132

Re: Catoctin Creek Towne Center

(2nd Submission)

Town of Purcellville Application Numbers RZ 12-01, CPAM 12-01and SUP 13-04

Dear Mr. Sullivan:

We have reviewed the above noted land development application as requested in your 10-18-13transmittal. It should be noted that this application changed significantly between the first and second submissions. We offer the following comments:

1. Please see the attached email dated Tuesday, March 05, 2013 from Mr. Fred R. Hodgson of VDOT's Transportation Planning Section.
2. Please see the attached memorandum dated December 2, 2013 from Mr. Arun Raj of VDOT's Traffic Engineering Section.
3. Provide written copy of draft proffers to this office for review.
4. Provide a comment response letter with an item-by-item response.
5. If onsite roads are proposed to be private roads, then clearly label this on the plan.

6. This application now meets Chapter 827 criteria.

7. This application needs to be in compliance with VDOT Access Management standards. Towards this end, we recommend that an exhibit be prepared to include the following information:

    a. Label Functional Classification all roadways

    b. Label Speed Limit all roadways

    c. Clearly label type of all intersections (i.e., signalized, unsignalized, full movement, and including intersections which may require signalization in the future)

    d. "Corner Clearance" to internal intersections, entrances, etc

    e. Dimension distances (either center-to-center or Edge-of-Pavement (EP) – to- EP depending on applicability) between intersections, entrances, etc. and ensure compliance with VDOT Access Management standards

    f. Any other pertinent information.

8. Applicant should proffer funding for traffic signalization warrant studies and, if warrants are met as determined by VDOT, fund the design and installation of traffic signals to include but, not limited to the following intersections:

    a. Both entrances to Hirst Road, i.e. "Entrance #1" (Residential) and "Entrance # 2 (Commercial")

    b. Hirst Road/ N. Maple Avenue

    c. N. Maple Avenue/Site Entrance, i.e., "Entrance # 3" (Commercial).

9. Comment # 8 above should also apply to intersection/signal modifications of existing intersections requiring such.

10. All turn lanes lengths and lane shift transition lengths are to meet VDOT standards.

11. Westerly most entrance (Entrance #1 – Residential) to Hirst Road: Change right turn taper to turn lane with taper.

12. Entrance to N. Maple Avenue:

    a. Change right turn taper to turn lane with taper

    b. Provide an exclusive left turn lane into the site entrance.

13. All entrance throat lengths are to comply with VDOT *Road Design Manual*, Attachment F, Table 4-2.

14. Hirst Road/Berlin Turnpike intersection:

    a. Provide dual left eastbound-to-northbound turn lanes

    b. Provide an exclusive eastbound-to-southbound right turn lane so as not to block the right-on-red movement.

    c. Westbound receiving lane on Hirst Road will need to be in accordance with standard length per AASHTO.

15. Hirst Road/N. Maple Avenue intersection:

    a. Provide exclusive eastbound –to-southbound right turn lane

    b. Provide exclusive northbound-to-eastbound right turn lane

    c. Recommend to construct a westbound-to-southbound left turn lane.

16. We recommend the Town pursue a monetary contribution from this applicant to be applied toward area transportation improvements.

If you have any questions, please call me at (703) 259-2948.

Sincerely,

John Bassett, P.E.
Transportation Engineer

Attachments

cc: Imad Salous, P. E.

From:	Hodgson, Fred R (VDOT)
Sent:	Tuesday, March 05, 2013 11:12 AM
To:	Bassett, John NOVA (VDOT), P.E.
Cc:	Srikanth, Kanathur N. (VDOT); Trivedi, Rahul, P.E. (VDOT); Singh, Simrat (VDOT)
Subject:	Review of Catoctin Creek Apartments - TIA (1st Submission) Town of Purcellville

John: As we indicated in our earlier comments on the Scoping document for this project, Transportation Planning is most concerned with the Hirst Road/ Rte 287 (Berlin Pike) intersection. As we mentioned in our earlier comments, the **Route 7 Bypass & Route 287 Interchange Study** by HNTB (August 2012) stated the need for a new 100' right turn lane on Hirst Road at its intersection with Rte 287 by 2014 and the need to extend that right turn lane by an additional 600' by 2020 as well as building an new 380' right turn lane from Rte 287 to Hirst Road by 2020.
While the applicant for this project identifies a new left turn lane on Hirst Road to Rte 287, they indicate it will be by others but that the applicant will provide a monetary contribution towards its construction. As pointed out in Figures 16 & 17, because the amount of traffic generated by the proposed apartments is very small compared to the total traffic projected to be at the Hirst Road/ Rte 287 intersection in 2014, Transportation Planning agrees with the need for a monetary contribution to help defray the costs of improving this intersection.

Thank you for the opportunity to comment on this request.

Randy Hodgson AICP | Regional Transportation Planner |
Virginia Department of Transportation | 4975 Alliance Drive, Fairfax, VA 22030 |
Phone 703-259-2753 | Randy.Hodgson@VDOT.Virginia.gov

December 2, 2013

MEMORANDUM

TO: John Bassett

FROM: Arun Raj

CC: Xuejun Fan

SUBJECT: RUID # 16781, Plan# RZ 12-01/CPAM 12-01, Catoctin Creek Towne Center – Town of Purcellville

We have completed our review of the TIA in accordance with the Chapter 527 requirements for the referenced development. As a result of this review, we have found the following items that need to be addressed before VDOT can recommend the TIA for acceptance.

Summary of the Key Findings

The subject property is generally located south of Hirst Road, northwest of Maple Avenue, and north of Skyline Drive in the Town of Purcellville, Virginia. The Applicant is applying for a Comprehensive Plan Amendment for the entire 32.4 acre site and proposes residential multi-family and, to enable a commercial development, mixed use commercial land use designations for the site. The proposed development was assumed to occur by 2014. When complete, it is estimated that on an average weekday, the development would generate approximately 90 new trips during the AM peak hour (18 in and 72 out), 606 new trips during the PM peak hour (394 in and 212 out), and 8,896 new daily trips over a 24-hour period.

Accuracy of the Traffic Impact Analysis

The following are the comments for the traffic impact analysis.

1. Since there is another access to the site via intersection # 8 on Hirst Road. Is the following state on page 3 correct? "Access to the site is proposed via a full movement entrance off of Hirst Road into the residential area and an internal public road that would connect the commercial/recreation portion of the site to both Hirst Road and Maple Avenue." Please check and correct accordingly.
2. Please provide line diagram in the report showing distance of proposed access points from nearby intersections. Also, provide description of the actual distances and required distances as per VDOT access management and verify that all access points meet the access management standards.
3. The existing traffic counts for the Berlin Turnpike/VA Route 7 Bypass Eastbound Ramps intersection were obtained from the "Route 7 Bypass and Route 287 Interchange Study" prepared

by HNTB and dated August 21, 2012. It could not be verified if traffic data used for Berlin Turnpike/VA Route 7 Bypass Eastbound Ramps intersection analysis was within the last 24 months time frame from the submission of this report.

4. The following statement on page 49 is not entirely true; "As shown in Table 4, under Total Future 2014 conditions and with the improvements committed to by the site, each of the intersections are expected to operate at comparable or better levels of service to the background conditions."

Comments on the Recommended Improvements

1. Hirst Road at Maple Avenue intersection total future 2014 with development LOS deteriorates from 83 sec/veh delay to 524.4 sec/veh delay for northbound left turn movement as well as overall northbound approach deteriorates from LOS E (37.3 sec/veh delay) to LOS F (217.6 sec/veh delay) for PM peak hour. Please provide a mitigation measure to have total future 2014 with development LOS (delay) comparable or better than 2014 background conditions.
2. Main Street at Hatcher Avenue intersection total future 2014 with development LOS deteriorates from LOS D to LOS E for PM peak hour for southbound approach. Please provide a mitigation measure to have total future 2014 with development LOS (delay) comparable or better than 2014 background conditions.
3. Berlin Turnpike/VA Route 7 Bypass Eastbound Ramps intersection total future 2014 with development delay (sec/veh) deteriorates significantly for PM peak hour for eastbound approach. Please provide a mitigation measure to have total future 2014 with development (delay) comparable or better than 2014 background conditions.
4. There are few access points recommended to the property. All new proposed intersections shall meet the access management standards as defined in Access Management.

Additional VDOT Recommendations/Comments

1. It is to be noted that the potential special events (concerts, festivals, etc.) held on the site would be irregular in occurrence and therefore were not included in the typical weekday operations analyzed in this study. However, the applicant will provide a Traffic Management Plan for special events at a later date.
2. Ensure that all turn lane length and taper meet VDOT design standards. If not, design waivers will be required.

Kimley-Horn
and Associates, Inc.

Suite 400
11800 Commerce Park Drive
Reston, Virginia
20191

MEMORANDUM

To: Daniel Galindo
Planner II - Town of Purcellville

From: Geoff Giffin, P.E., PTOE
David Samba, EIT
Kimley-Horn and Associates, Inc.

Date: December 11, 2013

Subject: Catoctin Creek Towne Center
Traffic Impact Analysis Review

This memorandum summarizes Kimley-Horn's review of the Catoctin Creek Towne Center traffic impact analysis (dated December 2012, Revised September 2013). The developer has proposed to construct 176 multi-family residential dwelling units and commercial recreational uses along the south side of Hirst Road, west of N. Maple Avenue. Typically on traffic impact study reviews, the Town requests that Kimley-Horn provide a review of the study methodology, traffic volume development, analysis assumptions, and study results. However, for this project the Town requested that Kimley-Horn respond to several questions provided to interpret the study results. Kimley-Horn assumes that the Virginia Department of Transportation (VDOT) staff review will provide the technical review that Kimley-Horn typically provides.

The questions provided by the Town and Kimley-Horn's responses are the following:

1. Town Question: Please review your memorandum, to the Town dated February 7, 2013, regarding Catoctin Creek Apartments. Do you consider those comments still relevant considering that changes have been made to the commercial portion of the development? If not, please note any changes.

   Response: The previous comments are addressed below:

   a. The traffic data used in the revised study is the same as that used in the original December 2012 study and was collected on a weekday from 7:00 – 9:00 AM and from 4:00 – 6:00 PM. Typically, traffic impact studies in the Town and Loudoun County include 3 hour peak period data (from 6:00 – 9:00 AM

and from 4:00-7:00 PM) to account for the early morning and later afternoon commuting patterns. The scoping form in the study appendix does not specifically address this item.

b. The revised study uses common network peak hours (7:45 AM-8:45 AM and 5:00 PM – 6:00 PM) for all intersections, with the exception of the intersection Maple Avenue and Hirst Road and Maple Avenue and Main Street during the AM peak hour. Based on our experience, VDOT's Northern Virginia District staff typically require the network peak hour for the analyses. The scoping form in the study appendix does not specifically address this item.

c. The peak hour factor (PHF) assumptions for the traffic analyses are now consistent with the approved scoping agreement; a value of 0.92 has been assumed in the future conditions.

d. The revised study now specifies the individual commercial uses of the development.

e. Similar to the previous traffic impact study, it that the developer will provide a monetary contribution to the Hirst Road and Berlin Turnpike intersection improvements but is silent about contributions or funding the other improvements. The study also states that all the improvements are assumed to be built by others.

f. The left-turn and right-turn warrant analyses now includes all three site driveway entrances (previously there was only one driveway for the residential property). The results show the volumes satisfy the left-turn lane warrant for both site entrances along Hirst Road, the right-turn lane warrant for site entrance #2 (Commercial) along Hirst Road, and right-turn taper warrants for site entrance #1 (Residential) along Hirst Road and site entrance #3 along Maple Avenue.

The applicant has proposed to provide the following at the site entrances:

- Entrance #1 (Residential) along Hirst Road – westbound left-turn lane (200 foot storage) and eastbound right-turn taper
- Entrance #2 (Commercial) along Hirst Road - westbound left-turn lane (200 foot storage) and eastbound right-turn lane (200 foot storage)

- Entrance #3 (Commercial) along Maple Avenue – southbound right-turn taper

Kimley-Horn previously suggested considering a full right-turn lane at Entrance #1 (Residential) for consistency along the corridor and to be consistent with driver expectation. However, the application has retained the right-turn taper.

2. Town Question: The developer will proffer $1 million dollars to help with offsite traffic improvements (not including the turn lanes into the site). Please offer suggestions as to what improvements would be best pursued using this money.

   Response: The study appears to indicate that the proffer money is intended to be applied at the Hirst Road and Berlin Turnpike intersection, which will certainly improve traffic operations at that location. Other intersections identified with levels of service worse than D in the study where the proffer money could be applied are:
   - Hirst Road and Hatcher Avenue (study identified potential improvements)
   - Hirst Road and Maple Avenue
   - Hirst Road and 21st Street (study identified potential improvements)
   - Berlin Turnpike and the Route 7 eastbound ramps (study identified potential improvements)

3. Town Question: Please provide a list of traffic improvements, based on what the study suggests, that in your opinion would be the minimum required to maintain the current level of service if the apartments and the commercial applications are both approved.

   Response: Based on the study results, the following traffic improvements would be necessary to maintain LOS D in the 2014 scenario (which is required for mitigation) if both the apartments and commercial uses are approved:
   a. Hirst Road/Berlin Turnpike – additional eastbound, northbound, and southbound lanes (proffered improvements)
   b. Main Street and Hatcher Avenue – add a westbound left-turn lane
   c. Berlin Turnpike and Route 7 eastbound ramps – improvements identified in study still will still have poor levels of service for the eastbound movements. Applicant should identify additional improvements
   d. Hirst Road and Maple Avenue – Applicant should identify improvements for the northbound left-turn movement

4. Town Question: What improvements will be necessary to make sure that Hirst traffic does not back up to Maple Avenue from the Berlin Turnpike. Does the traffic study adequately address this?

   Response: Based on the study results, the eastbound vehicle queue lengths in the total future 2020 analysis scenario without proffered improvements will be 741 feet and 680 feet in the AM and PM peak hours, respectively. It is noted, however, that the intersection volumes exceeds the capacity in this scenario and that the queue lengths may theoretically be longer than the analysis results. With the proffered improvements, the vehicle queue lengths are expected to decrease by 154 feet and 407 feet in the AM and PM peak hours, respectively. The distance along Hirst Road between Maple Avenue and Berlin Turnpike is approximately 1,950 feet apart, therefore the Hirst Road traffic should not back up to Maple Avenue.

5. Town Question: The present speed limit on Hirst is 45 mph, should this be changed in the vicinity of the project?

   Response: Changing the speed limit seems reasonable considering the proposed residential and commercial recreational land uses, additional driveways, as well as the proximity to the W&OD trail crossing east of the Maple Avenue intersection. Changing the speed limit would require coordination with VDOT and the submission of a formal VDOT Speed Study.

6. Town Question: Please comment on the proposed internal roadway that connects Maple with Hirst.
   - Will it help or hinder the traffic flow in this area?
   - Will cars tend to cut through to get to Hirst? If so, is it properly designed to handle that traffic?
   - Are the ingress and egress points for the new road between Maple and Hirst adequate to handle expected traffic flow (e.g enough lanes)?

   Response: The proposed internal roadway shouldn't directly help nor hinder traffic flow in the area since it's not intended to facilitate non-site traffic. However, the layout of the commercial site street connecting the two driveways may make it attractive for cut-through to avoid the Hirst Road and Maple Avenue intersection. The northbound exiting left-turn movement at the Hirst Road entrance is anticipated to operate at LOS F in the 2020 conditions so adding any cut-through traffic will make that movement worse. The ingress and egress points for the new road appear to operate at acceptable levels of service and with minimal queuing. The

one exception is the northbound left-turn movement onto Hirst Road where the level of service will be F.

7. Town Question: Please provide any other comments that you feel the town should be aware of as we move forward with reviewing this proposal.

   Response: Additional comments for consideration are as follows:

   a. No AM peak hour trips were assumed to be generated by the commercial component of the project development. While this is appropriate based on the currently identified commercial uses, it is recognized that there is a potential in the future for a new commercial operator to open during the AM peak hours. It's recommended that the Town restricts the hours of operation during the AM peak hour or revise the study to include an assumption for AM peak hour trips.
   b. Consideration should be given to providing a full right-turn lane along Hirst Road at the residential site driveway for geometric consistency along the corridor and to be consistent with driver expectation.
   c. Consideration should be given to providing a left-turn lane into the Maple Avenue driveway to minimize the potential for queues to extend to the W&OD Trail crossing.
   d. Considerations should be given to providing an internal pedestrian/bicycle connection between the W&OD Trail and the residential buildings.
   e. Consideration should be given to providing a driveway between the commercial and residential properties.

Should VDOT's review of the study reveal that the traffic volume development or analysis will need to be revised, Kimley-Horn suggests the Town revisits the responses in this memorandum.

Thank you for the opportunity to review the traffic impact study. Please feel free to contact us at 703-674-1300 should you have any questions.

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County of Loudoun

Leroy Locke, Fire Protection Plans Reviewer/Inspector
Department of Building and Development
1 Harrison Street SE
P.O. Box 7000
Leesburg, Virginia 20177-7000
Inspection Information 703-777-0220, Fax 703-771-8546

Date: November 12, 2013

Permit/Type: Land Development

Project Name: Catoctin Creek Town Center

Purcellville SUP13-04
And RZ# 12-01 and CPAM#1201
Town: Purcellville, Va.

Address: Corner of Hirst Road and Maple Avenue

Submitting Company: Owner, Marlys Rixey
Bill Tilley @ 201-317-7961

To whom it may concern,

Please find attached, comments resulting from the review of the above referenced project.

1 – Appears to have access.
2 – Appears to have hydrant coverage for proposed residential area.
3 – Appears to also have an emergency access, make sure road supports trucks. Should have bollards/chain.
4 – We will have to see the overall hydrant placement and coverage if project Is approved and moves forward.
5 – We would have to see the overall access of project if approved and moves forward, relative to road widths, etc.;
6 – We would have to see the placement of all fire department Siamese building connections.

Should you have any questions, please feel free to contact us.
Sincerely,

Leroy Locke
Fire Protection Plans Reviewer/Inspector
Department of Building & Development
Telephone - 703–771–5450
Cell – 571-252-0611

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MEMORANDUM

DATE: November 15, 2013

TO: Daniel Galindo, Planner II (via e-mail)

CC: Alex Vanegas, CPM, Director of Public Works (via e-mail)
Patrick Sullivan, Director of Community Development (via e-mail)

FROM: Dale E. Lehnig, PE, CFM

RE: Catoctin Creek Towne Center
Rezoning and Comprehensive Plan Amendment

Public Works staff has reviewed the following:

1. Revised Catoctin Creek Towne Center rezoning & comprehensive plan Applications.

Please note that many of the comments are similar to those that were made previously for the Catoctin Creek Apartment submission. They have been included again since many apply to the resubmission that includes the expanded plan for Catoctin Creek Towne Center. Based on our review, we offer the following comments:

1. Please provide a plan which shows the phasing of the work for the Apartments and the commercial area, especially as it relates to the construction of the water and sanitary sewer utilities. The timing of the work is critical, especially for the water main work, to show what water main is intended for construction with the Apartments and/or the commercial portion of the project. This is essential to know for the modeling effort to show the points of connection that will be in place for each phase, and to demonstrate the fire flows available for each portion of the development.
2. *Previous comment regarding the Catoctin Creek Apartments (February 4, 2013 comments).* The water layout proposed exceeds the maximum allowable length for a dead end main. 11/15/2013: The comment response states that a second connection on the west side of the site will be provided. However, a second connection on the west side does not address the concern noted. The connection that is shown toward the commercial portion of the site would address this issue. Was this the intent of the response?
3. *Previous comment regarding the Catoctin Creek Apartments (February 4, 2013 comments).* The water layout proposed does not provide points of connection that will

keep most customers in service in the event of a water main break. 11/15/2013: As noted in comment #2 above, the comment response states that a second connection on the west side of the site will be provided. However, a second connection on the west side does not address the concern noted. The connection that is shown toward the commercial portion of the site would address this issue. Was this the intent of the response?

4. *Previous comment regarding the Catoctin Creek Apartments (February 4, 2013 comments).* The anticipated water usage as shown in the Statement is low based on both requirements set forth in the Loudoun Water Design Manual (which the Town incorporates by reference), and the VA Department of Environmental Quality SCAT regulations. Please revise the anticipated water usage based on these standards. 11/15/2013 Comment is reiterated; the anticipated water usage must be based on the requirements as noted above.
5. In order to determine the feasibility and final design of the water system, the system will need to be hydraulically modeled. While this level of detail can occur during the design stage, note that final approval of the proposed water extension cannot be approved until the modeling is complete and approved. The Town is currently in the process of updating the water and sewer models. The water modeling shall be completed by the Town's consultant, with the costs for the modeling to be paid for by the Applicant.
6. The water extension and design will need to be approved through the Virginia Department of Health during the design stage.
7. The Plans need to clearly note whether the water/sewer lines are proposed to be privately or publicly owned and maintained.
8. The proposed sanitary sewer force mains must enter the public sewer by gravity.
9. In order to determine the feasibility and final design of the proposed sanitary sewer/pump station, the discharge will need to be modeled, taking into account the Town's downstream facilities. While this level of detail can occur during the design stage, note that final approval of the proposed sanitary sewer extension cannot be approved until the modeling is complete and approved. The Town is currently in the process of updating the water and sewer models. This modeling shall be completed by the Town's consultant, with the costs to be borne by the Applicant.
10. The downstream facilities must be examined to determine if there is adequate capacity and if improvements to the downstream facilities are required.
11. The developer/applicant is responsible for obtaining any off-site easements required.
12. Please note which roadways are proposed to be dedicated for public maintenance, and which will remain private. Show the proposed right-of-way dedication.
13. What is the basis for the anticipated water usages shown for the commercial portion of the site?

STATEMENT TO ACCOMPANY COMPREHENSIVE PLAN AMENDMENT

Revised: September 30, 2013

Statement of Ownership

The property subject to this Comprehensive Plan Amendment (MCPI 452-25-4468) ("Stupar Property") is comprised of 20.43 acres and according to the Loudoun County land records is owned by Branko Stupar, Trustee ("Stupar") and two properties owned by Brent H. Mercke ("Mercke") (MCPI 425-15-3658 and 487-10-9228) ("Mercke Property") comprised in total of 12 acres. Mr. Stupar's daughter, Dr. Maryls Rixey, is the Successor Trustee and is now acting in the capacity of Trustee. Catoctin Creek Limited Partnership, headquartered in Norfolk Virginia, is a contract purchaser and Applicant for the portion of the Stupar property proposed for residential use. The residential development group is comprised of a partnership between S.L. Nusbaum Realty Co. and The Franklin Johnston Group, ("Catoctin Creek") which consists of Wendell Franklin and Tom Johnston who managed Nusbaum's multi-family group up until just recently. Nusbaum was founded in 1906 and is one the largest multi-family developers in the Southeast. Nusbaum and the principals from the Franklin Johnston Group have won many awards both for construction quality and management expertise. This Comprehensive Plan Amendment is also accompanied by a Special Use Permit filed by Tilley Entertainment ("Tilley").

Introduction

This Statement accompanies the Comprehensive Plan Amendment filed by the parties for a property located at the west side of the intersection of Maple Avenue and Hirst Road Drive. The property (MCPI 452-25-4468) ("Stupar Property") is comprised of 20.43 acres. The property has a peculiar shape in the nature of a bow tie, oriented to and fronting on Hirst Road. This Statement also supports the Comprehensive Plan Amendment for the Mercke property which is comprised of two contiguous parcels that front on Maple Avenue immediately to the west of the Loudoun Valley High School.

Stupar and Catoctin Creek propose that the western portion of the Stupar Property be designated for multi-family residential use (13.72 acres). Stupar proposes that the eastern portion of the Stupar Property be designated for mixed use commercial (6.71 acres). Likewise the Mercke property is proposed to be designated for a mixed use commercial designation (12 acres). The 2006 Comprehensive Plan designates the Mercke Property for Professional Office. In the seven years since the adoption of that plan, it is clear that there is minimal demand for an exclusive land development pattern of professional offices.

This Plan amendment related to the Stupar Property is unusual given the fact the 2025 Purcellville Comprehensive Plan adopted on December 19, 2006 ("Comprehensive Plan") in fact has no land use recommendation for the Stupar Property. At the time of the adoption of the Comprehensive Plan, the Stupar Property was located in the County of Loudoun and therefore outside of the jurisdiction of the Town of Purcellville. The Town and the County of Loudoun previously adopted a joint land management plan (PUGAMP), and while the Loudoun County General Plan does include a land designation for the Property (light industrial), this designation was never formally adopted by the Town of Purcellville. The Town has elected to abandon the PUGAMP land plan in light of a recent decision by the Supreme Court of Virginia. Likewise the County of Loudoun repealed the PUGAMP land use plan in March, 2013.

The Stupar Property is presently vacant. The Stupar Property adjoins Hirst Road on the north, vacant land to the immediate west and Maple Avenue on the east. To the south, the Subject Property is bordered by the Mercke Property and an excavation yard and industrial buildings ("Mason Property"). In addition, the Stupar Property shares a common boundary of approximately 230 feet with two residential lots in the Old Dominion Valley subdivision and a common boundary of approximately 260 feet with an open space lot associated with the Old Dominion Valley Subdivision. It should be noted that the Concept Development Plan for the Stupar Property does not propose development adjacent to the common boundary with the Old Dominion Valley Subdivision except for a water and sewer connection.

The Mercke Property is partially developed and utilized as the Loudoun Stairs manufacturing site. The Mercke Property is generally level and open with substantial street frontage on Maple Avenue. The Mercke Property is contiguous to both the Stupar Property and the Mason Property. The Mercke property along with the Stupar property is also subject to a SUP application filed by Tilley Entertainment.

Comprehensive Plan Amendment Will Better Serve the Town

The Comprehensive Plan Amendment will better serve the Town than the current comprehensive plan recommendation and the existing zoning district. The indusrial land use designation and the CM-1 zoning district of the Stupar Property permits the property to be developed with a variety of commercial and industrial uses with little protection of the environment. In addition, the development of the Stupar Property under the existing zoning district will not produce any proffers. Such proffers will offset impacts of the proposed development, including proffering to the development of the Subject Property in accordance with the Concept Development Plan which incorporates the preservation of a significant forest and the contribution towards significant public street improvements. The Concept Development Plan incorporates a significant pedestrian linkage with a pedestrian trail from the Subject Property to the intersection of Maple Avenue and Hirst Road.

The Comprehensive Plan Amendment will further achieve a more dynamic and aesthetically appealing use mix at such a prominent location, especially in comparison to the heavy commercial and industrial uses currently permitted by right. Indeed, mixed commercial uses at the corner of Maple Avenue and Hirst Road will visually complement the established civic use on the opposite corner to form a compelling gateway into the Town. The proposed multi-family residential use and the associated environmental preservation area will facilitate an appropriate transition from the intensity of the mixed commercial uses to the established single family residential use of Old Dominion Valley Subdivision. Moreover, the multi-family residential and mixed commercial uses will be horizontally integrated by pedestrian facilities, which in turn will connect to the surrounding community, thereby promoting walkability and mitigating vehicular traffic.

In regard to the Mercke Property, the change in designation of the property from professional office to mixed use commercial places the property in a land use designation that will promote the development of the property for a broad range of commercial land uses. Based on the persistently high vacancy rates for professional office in Purcellville, it is apparent that the Purcellville market is too small to support significant amounts of professional office space. In contrast the properties designated for mixed use commercial development have seen significant development and success in leasing. Moreover the change in the Comprehensive Plan designation for the Mercke Property will accomodate the rezoning of the Mercke property to the MC zoning district. The MC zoning district permits all of the land uses proposed by Tilley Entertainment with the exception of the proposed outdoor recreational use which is subject to a SUP application.

Comprehensive Plan Policies- Residential Development

While there is no land use recommendation contained in the Town's Comprehensive Plan concerning the Subject Property, the Comprehensive Plan does contain a number of polices that support this Comprehensive Plan Amendment. Listed below are policies contained in the Housing, Parks Recreation and Open Space, Economic Development, and Environmental Chapters of the Comprehensive Plan that support the residential component of the Comprehensive Plan Amendment.

Housing Policies

Policy 2

2. ***Housing Availability and Choice:*** **Ensure a housing stock of sufficient size, diversity and quality for all residents to have a safe and sound place to live; and ensure that housing is provided for elderly, disabled and other persons with special needs to meet the needs of Purcellville's residents.**

Implementation Strategies:

2.3 **As part of early development discussions with Town administrators, work with developers of new housing projects and coordinate with appropriate agencies**

to include affordable housing, compatible senior-oriented housing, or other special needs housing in new residential projects.

Policy 4

4. *Innovative Housing Development:* **Continue to encourage innovative housing development options that enhance community character, preserve open space, and provide a range of housing choices.**

p. 29, 5th paragraph

With housing costs expected to continue increasing over the long-term, finding affordable housing will be more of a challenge in Purcellville and the entire region. Loudoun County defines "affordable housing" as that which fulfills the housing needs of County residents with incomes ranging from 30 percent to 70 percent of the county's median household income.

The proposed development of the residential portion of the Subject Property supports several of these policies. The housing stock in Purcellville has a lack of high quality and affordable rental housing. Catoctin Creek will add to the housing choices for families and individuals who want to make Purcellville their hometown. The financing programs that Catoctin Creek is pursuing, either tax exempt bonds or tax credits, provide housing for residents with incomes up to 60% of the median household income in the Metropolitan Statistical Area ("MSA"). All of the proposed units will be subject to this program. The median household income of the Washington DC MSA is $107,300.00, resulting in qualifying incomes adjusted for family size of up to $64,380.00. The target rents will provide high quality housing for a largely unaddressed portion of housing stock.

The proposed rent structure is $1,000.00, $1,250.00 and $1,500.00 per month for one, two and three bedroom units, respectively. Such rents are affordable to the community's essential work force, providing a much needed housing alternative for teachers, police officers, firefighters, and service sector employees in close proximity to their jobs. The Town of Purcellville is presently advertising for a police officer. The salary range is consistent with the program eligibility requirements.

The demand for this type of housing product is overwhelming. Attached to this application is an occupancy report from May, 2013 which reports the occupancy rates of properties owned or managed by S.L. Nusbaum. The occupancy rate for the Northern Virginia is 99 percent. As part of the application for financing Catoctin Creek was required to engage a qualified appraiser. The appraisal report concluded that the demand for the proposed product is 1,133 dwelling units in the market area. Tom Johnston, principal in Catoctin Creek, has had the opportunity to review the County housing study referenced in the Department of Planning memorandum dated March 5, 2013. Mr. Johnston spoke with the economist, Jill Kaneff, who was responsible for the preparation of the housing study referred to in the memorandum. Ms. Kaneff explained that the forecast of the number of future multi-family units to be built in the County is based upon the areas in the County comprehensively planned for multi-family and not based on zoned land or proposed development. Ms. Kaneff also indicated that this forecast did not take into consideration affordability or whether the potential use will be for rent or sale.

S.L. Nusbaum keeps a demographic profile of residents in its apartment communities. The two most comparable communities are located in South Riding (The Abbey in South Riding) and in Gainesville (Somerset). The South Riding community has 168 units and a resident count of 329 persons- 1.95 persons per units. The Gainesville community has 172 units with a resident count of 270 persons – 1.57 residents per units. Using an average of these occupancy rates we can project that Catoctin Creek Apartments will have 310 residents. The Department of Planning and Pupil Services of the County of Loudoun has projected 43 school age children.

The proposal in fact qualifies as an Innovative Housing Development (Policy 4) in so much as the Concept Development Plan ("CDP") prepared by Bowman Consulting preserves nearly a third of the site and preserves one of the most valuable forests in Purcellville. Community character is enhanced by the substantial protection of land adjacent to the Chapman DeMary trail in perpetuity. Catoctin Creek will be the first and only residential community with Earth Craft House certification which protects the environment by conserving natural resources and using less energy, thus reducing the amount of pollution and greenhouse gases that are created in the production of electricity

and the fuels we burn. The recreational center will provide residents with a premier social and fitness facility, exceeding the quality of any comparable facility in the corporate limits. A color photograph of the pool facility constructed in a Nusbaum community is attached The mix of one, two and three bedroom units provides a diversity of housing choices that addresses a pressing affordable housing need in western Loudoun.

Parks, Recreation and Open Space Policies

Policy 1

1. ***Quality of Life:*** **Enhance the quality of life for residents and community appeal through integrated park, recreational and environmental conservation efforts to meet the Town's and the region's physical, social, educational, cultural, and aesthetic needs.**

Policy 5

5. ***Open Space:*** **Conserve natural areas. Preserve, protect and acquire significant open space. Expand public ownership of open spaces and greenways in Purcellville where feasible. Promote sensitive growth and development that preserves and integrates open space in community planning.**

Implementation Strategies:

5.2 Implement the Open Space Preservation Program adopted by the Town Council in 2006 by working with the owners of existing significant private open space to encourage its preservation through means acceptable to the owners and the Town.

Policy 6

6. ***Tree Preservation, Planting and Maintenance:*** **Encourage the preservation of existing trees in new development. Encourage tree planting and beautification of public and private land to increase Purcellville's tree canopy. Promote partnerships in tree retention, replacement and planting**

The Concept Development Plan includes a recreational center for the use of residents of the Catoctin Creek Apartments. This facility will include a high quality pool, eating and grilling areas. Residents will have pedestrian access to the Chapman DeMary nature trail

which adjoins on the western side of the property. The proposed development as illustrated in the Concept Development Plan of the site preserves significant tree cover, **such preservation not guaranteed by the by-right development** of the property. The portion of the property subject to development will be landscaped in accordance with or surpassing the policies and ordinances of the Town of Purcellville. Pedestrian access is provided along the Hirst Road foot trail. The Concept Development Plan has been significantly revised to improve on-site pedestrian access and the development of the property will include bike racks to promote exercise and non-vehicular transportation. The pedestrian access to the Tilley recreational facility will provide significant recreational and social opportunities.

Economic Development Policies

Policy 1

1. ***Economic Development as Contributor to Quality of Life:*** **Recognize the importance of economic development to the health, well-being and quality of life for Purcellville's residents. Encourage innovative economic development initiatives that enhance community character and the environment.**

Policy 2

2. ***Strong Fiscal Environment:*** **Advance fiscally responsible economic development strategies where there is value for taxes paid and commercial and industrial development is stimulated. Promote public/private economic development partnerships.**

Policy 10

10. ***Environmental Protection by Businesses:*** **Encourage businesses to conserve natural resources, protect environmental health and maintain the aesthetic quality of Purcellville.**

As discussed in a housing study conducted by George Mason University and cited later in this statement, the provision of multi-family rental housing is a key element in the promotion and growth of jobs in the region. As set forth in the Urban Land Institute publication cited later in this statement, multi-family units do not require the same levels of public services as compared to others forms of residential development- town houses and single family development.

The accompanying Statement of Justification for the Zoning Map Amendment includes an analysis generated from the two development styles- the permitted land use pursuant to the CM-1 zoning ordinance and the proposed PDH zoning.

Environmental Policies

Policy 1

1. *Environmental Protection and Monitoring:* **Improve, maintain and protect the natural environment of the Town. Ensure that growth meets the needs of people and protects the environment. Preserve the natural beauty and function of the environment as a habitat for people, plants and animals. Monitor and protect the quality of air, water, flora, fauna and other physical features of the Town and its surroundings.**

2. *Sensitive Environmental Areas and Water Resources:* **Protect scenic and sensitive environmental areas. Conserve and protect water resources. Monitor, maintain, and improve water quality in surface and groundwater sources used by the Town. Integrate wellhead protection and watershed planning into Town planning.**

3. *Environmental Quality of Life:* **Maintain high standards for environmental quality to enhance the quality of life for residents and businesses. Protect important natural features such as wetlands, floodplains, and forested areas. Encourage landscaped buffers, tree planting, and the retention of heritage landscapes (e.g., stone walls, fences and trees) to preserve environmental character of Purcellville. Preserve important views of natural features at Town gateways, in public spaces and parks, between residential and commercial areas, and along major transportation corridors.**

6. *Lighting and the Environment:* **Preserve the dark sky environmental qualities of Purcellville at night. Minimize light pollution in Town and encourage lighting, where necessary, that is directed, shielded and contained to the minimal amount required for safe access.**

The Comprehensive Plan Amendment and the CDP support all of these Environmental Policies. The application provides that the proposed growth meets the needs of people, by providing additional options for rental housing, and protects the environment with a generous amount of open space and tree protection. The Tree Preservation and Scenic Area as depicted on the CDP (see Sheet 5) will preserve a valuable forest and will

provide watershed protection to the South Fork of the Catoctin Creek. All elements of these related applications will comply with dark sky policies.

Comprehensive Plan Policies- Mixed Use Commercial Development

While there is no land use recommendation contained in the Comprehensive Plan for the Stupar Property, the Plan does contain a number of policies that support this Comprehensive Plan Amendment. As discussed earlier this application also proposes in regards to the Mercke Property the amendment of the comprehensive plan from a Professional Office designation to a Mixed Use Commercial designation. Market demand for land designated for Professional Office is quite insubstantial and does not promote the state goal of achieving 30% of the tax base being comprised of commercial properties. Listed below are policies contained in the Economic Development and Land Use Chapters of the Comprehensive Plan that support the commercial components of the Comprehensive Plan Amendment.

Economic Development Policies

Policy 1

1. ***Economic Development as Contributor to Quality of Life:*** **Recognize the importance of economic development to the health, well-being and quality of life for Purcellville's residents. Encourage innovative economic development initiatives that enhance community character and the environment.**

Policy 2

2. ***Strong Fiscal Environment:*** **Advance fiscally responsible economic development strategies where there is value for taxes paid and commercial and industrial development is stimulated. Promote public/private economic development partnerships.**

In regards to the commercial designation, the designation of the eastern portion of the Stupar Property for Mixed Use Commercial will attract land uses which are more consistent with a gateway to the Town. Such a designation is more likely to produce a development pattern (retail, restaurants, and offices) that will promote the economic vitality of the Town. The designation of the Mercke Property and the Stupar Property for mixed use commercial will permit nearly all of the land uses proposed by Tilley

Entertainment, only the outdoor recreational component will be subject to a special use permit. Keeping the Mercke Property with a professional office designation does not promote the goal of achieving 30% commercial tax base.

Land Use Policies

Policy 1

1. ***Harmonious, Compatible and Orderly Land Development*: Provide for managed community growth and land development that ensures harmonious, compatible and orderly land use patterns, enhances the unique community character of Purcellville and preserves landmarks (i.e., Cole Farm, Train Station, Dillon's Woods and Tabernacle).**

2. ***Balanced Distribution of Land Uses*: Provide a diversity of land uses in suitable locations to support the residential and business needs of Purcellville while ensuring economic, social and financial stability.**

A Mixed Use Commercial land use designation is an appropriate transition between the fire station located on the east side of Maple Avenue and the proposed multi-family residential land use. A Mixed Use Commercial land use designation provides a better opportunity to provide services to the community as opposed to the existing CM-1 zoning which largely prohibits retail uses and restaurants. There is considerable trade and service uses located on Hirst Road including the Valley Industrial Subdivision. The addition of Mixed Use Commercial at this location creates additional diversity of land uses, which follows the historic development pattern of the Town given the fact that there is insubstantial demand for professional office in the Purcellville Market

STATEMENT OF JUSTIFICATION- ZONING MAP AMENDMENT –PDH-15

Relationship to Existing Comprehensive Plan for the Town

Essentially there is no comprehensive plan adopted by the Town for this property. This property was annexed by the action of the Town Council. Prior to such annexation, the Subject Property has never been the subject of a comprehensive plan adopted by the town, but was instead addressed only by Loudoun County's General Plan. Therefore, the Comprehensive Plan Amendment proposed with this PDH rezoning essentially starts with a blank slate, and provides the justification for the development program depicted on the Concept Development Plan.

There are a number of policies contained in the Comprehensive Plan that support the development of this property as depicted on the Concept Development Plan. Please refer to the Statement of Justification that accompanies the proposed Comprehensive Plan Amendment for a discussion of those policies.

Protection of Adjoining Properties

The designers of the Catoctin Creek Apartments have taken great effort to provide a substantial setback from the adjoining Old Dominion Valley subdivision. A detailed tree survey was completed and it was determined by the Applicant and the Owner to pursue a plan that preserves over 3 acres of prime forest stand. This forest adjoins parcels owned by the Old Dominion Valley HOA and the Chapman DeMary conservation easement, insuring the preservation of perhaps the most significant forest stand within the corporate limits.

The proposed zoning of the property for multi-family residential, including the proposed environmental protection and generous setbacks from adjoining residences (380 feet), in fact provides better protection of the adjoining properties than the existing zoning district. The CM-1 district, as discussed below, permits a wide range of commercial and industrial land uses including the possibility of outdoor storage and contractor's yards.

The proposed "Tree Preservation and Scenic Area" areas as depicted on the CDP are mature forested areas that will be protected in accordance with a Deed of Easement. The Town of Purcellville will be a Grantee of the Deed of Easement and as such will be able to enforce all terms of the Deed of Easement. Thirty three (33%) percent of the site is a preserved forest, certainly a remarkable amount of open space for development within a corporate limits.

Traffic Impact

A traffic impact analysis has been prepared by Bowman Consulting for review by the Town of Purcellville and the Virginia Department of Transportation. The Applicant is aware of the existing congestion at the intersection of Hirst Road and Route 287. As part of the proffer package being submitted with this application, the Applicant is prepared to provide One Million Dollars ($1,000,000.00) to the Town to be used to both fund improvements needed today as well as address improvements necessary as a result of the proposed development.

Page 5 of the Concept Development Plan illustrates the proposed improvements. The impact of which is analyzed in the Traffic Impact Analysis. These improvements are consistent with the Intersection Improvement Plan proposed by VDOT.

Existing Zoning District

The Purcellville Zoning Map indicates that the property is zoned CM-1. The purpose clause of this district provides as follows.

Section 10. – CM-1 Local service industrial area district

10.1 ***Purpose of the district.***

> ***The purpose of this district is to provide for a wide variety of local and farm service industrial operations, including repair services, building supplies, and open or enclosed storage of products, supplies and equipment, but to restrict or prohibit those service industries which have characteristics likely to produce serious adverse effects within or beyond the limits of the district, in accord with the purposes and goals of the comprehensive plan. Limited manufacturing is also permitted, including open storage of products and materials. In order to***

preserve the land for industry, to reduce extraneous traffic, and avoid future conflicts between industry and other uses, retail and business service uses are limited primarily to those which will be useful to employees in the district and future residential uses are restricted.

Ordinance Provisions

To the best knowledge of the designers of the Catoctin Creek community, the application conforms to all applicable zoning regulations with the exception of a landscape buffer adjacent to two industrial properties- a stair company and a contractor yard. The application proposes a reduction of the landscape buffer from 50 feet to 20 feet. Given the anticipated re-development of these adjoining sites, it is unnecessary to provide a wider buffer.

Special Amenities

As discussed above from a community standpoint, the preservation of the 3 acre forest is the most significant amenity. In addition, the Applicant has proposed a clubhouse and swimming pool for the benefit of the residents of Catoctin Creek. The clubhouse facility is a 4400 square foot facility which contains the management offices, 900 square feet of exterior covered decks overlooking a resort style pool, an 800 square foot community room that incorporates a kitchen, bar, flat screen TVs and a 500 square foot exercise and fitness room. Outdoor clubhouse amenities include a 1500 square foot pool incorporating a shallow pool area for children and built in aqua benches for relaxation. Gas grilling stations under and around the pergolas will be located off of the pool deck. Residents will have access to the Chapman-DeMary nature trail which adjoins the Subject Property on the west and the W&OD Trail. There are additional green spaces located around building #2 as well. The area to the south of building #2 is a more forma area composed of both landscape and plantings that result in a "pocket park." The area to the west of building #2 has been designed as an active recreational space with a children's play area.

Water and Sewer Demand

The Applicant has been in consultation with the Department of Utilities to discuss and review this matter. Preliminary review indicates that each building shall be separately metered, including the clubhouse facility.

It is important to note the Applicant's commitment to water conservation by specifying all Water Sense certified low- flow plumbing fixtures. The Applicant has recently contracted with an engineering firm to provide a water demand analysis for a similar apartment project located in Norfolk, Virginia. This project, the Pointe at Pickett Farm, includes demand projections for one, two and three bedroom units. Based on the demand per unit size, the projected water and sewer demand for the Catoctin Creek project is as set forth below.

1 BR – 30 units @ 103 GPD/unit = 3,090 GPD
2 BR – 113 units @ 154 GPD/unit = 17,402 GPD
3 BR – 33 units @ 205 GPD/unit = 6,765 GPD
Total Project – 176 units = **27,257 GPD** (AVG = 155 GPD/unit)

Catoctin Creek has budgeted $1,250,000.00 for the payment of water and sewer tap fees. Catoctin Creek acknowledges that the Town of Purcellville has a procedure and ordinance in place for the evaluation of request for water and sewer service and is prepared to pay the requisite fee for such service. Catoctin Creek and their consulting engineer will continue to meet with the town staff to determine the water and sewer demand and the accompanying meter sizes and tap fees.

Utility Extensions

The Applicant is exploring and reviewing the options for water and sewer extension to the property. The Concept Development Plan lists such options. The Applicant has entered into an Easement Option Agreement with the owner of the adjoining property to provide access to sanitary sewer (Mason Property). Sheet 4 of the CDP depicts the proposed utility improvements including a looped waterline.

Development Schedule

The principals in Catoctin Creek, L.P. have over 75 years of combined experience as builders and managers of multi-family apartment communities. Given the enormous demand for this project, Catoctin Creek LP proposes to build the project in a single phase. After all Town approvals are in place, the Applicant expects to be able to develop and market the project within a 2 year time period.

Real Estate Valuation comparison

The Town of Purcellville relies in part upon real estate taxes collected as a means of annual revenue. A comparison of the real estate taxes generated from the permitted use and the proposed use of the property is provided below.

The proposed development area of the proposed PDH residential development is 13.72 acres, comparable in size, location and zoning to the Browning subdivision. The Subject Property has approximately 10 acres of development area, after subtracting the area of preserved forest. The land values and building values for the Browning subdivision according to the Loudon County assessor are set forth below.

Browning Industrial Subdivision

Total Acreage before Dedication: 10.8171 acres

Dedication to Town of Purcellville for Browning Court: 0.8138 acres

Developable Area: 10.0033 acres
Total Assessed Land Value: $4,573,800.00
Total Assessed Building Value: $6,868,800.00
Total Assessed Value for Subdivision: $11,442,600.00

Lot 1: .8117 acres
Assessed Land Value (Lot 1 and 2): $741,000.00
Assessed Building Value (Lot 1 and 2): $0.00
Total Assessed Value (Lot 1 and 2): $741,000.00

Lot 2: .8029 acres
Assessed Land Value (Lot 1 and 2): $741,000.00
Assessed Building Value (Lot 1 and 2): $0.00
Total Assessed Value (Lot 1 and 2): $741,000.00

Lot 3: 1.0410 acres
Assessed Land Value (Lot 3 and 4): $1,079,400.00
Assessed Building Value (Lot 3 and 4): $2,307,000.00
Total Assessed Value (Lot 3 and 4): $3,386,400.00

Lot 4: 1.3202 acres
Assessed Land Value (Lot 3 and 4): $1,079,400.00
Assessed Building Value (Lot 3 and 4): $2,307,000.00
Total Assessed Value (Lot 3 and 4): $3,386,400.00

Lot 5: 1.2112 acres
Assessed Land Value: $553,400.00
Assessed Building Value: $1,029,500.00
Total Assessed Value: $1,582,900.00

Lot 6: 1.9403 acres
Assessed Land Value: $887,300.00
Assessed Building Value: $0.00
Total Assessed Value: $887,300.00

Lot 7: 0.8825 acres
Assessed Land Value: $402,500.00
Assessed Building Value: $72,400.00
Total Assessed Value: $474,900.00

Lot 8: 1.0019 acres
Assessed Land Value: $457,400.00
Assessed Building Value: $626,300.00
Total Assessed Value: $1,083,700.00

Lot 9: 0.9917 acres
Assessed Land Value: $452,800.00
Assessed Building Value: $2,833,600.00
Total Assessed Value: $3,286,400.00

According to estimates provided by Tom Johnston of Catoctin Creek LP the estimated cost of the completed apartments and recreational center is $195,000.00 per unit- a total of $34,320,000.00. The Loudoun County assessor's office values rental apartments based on net operating income. Based on the assessed value of the most recently completed rental project in Loudoun County, Mr. Johnston estimates an assessed value of $125,000.00 per unit- a total value of $22,000,000.00

With a tax rate of $.225 per hundred dollars of value, the Catoctin Creek project will produce $49,500.00 in annual real estate taxes to the Town of Purcellville. Conversely the Browning subdivision produces $25,745.85 in real estate. Therefore the Catoctin Creek project will produce an additional $23,5754.15 per year in real estate taxes to the Town of Purcellville.

Demands for Multi-Family Housing

With the continued growth of employment opportunities in the Town of Purcellville and Loudoun County, the need for work force housing increases. Residential growth for the past five year period has lagged behind historic growth rates by both national and regional standards. According to a study conducted by George Mason University, **Housing the Region's Workforce** (October 25, 2011) the region's economy will be inhibited by both a lack of residential units and more particularly a lack of mutli-family housing. The study concludes that the region will need a housing mix with significantly more multi-family units. Loudoun County is projected to add 146,000 new jobs from 2010 to 2030 (see page 4, Table 1- Net New Jobs-2030). The housing demand in Loudoun generated by such jobs is 59,000 houses, including single family house and townhouses, and 38,400 multi-family units (page 6, Table 3 Estimates of Housing Demand by Unit Type 2010-2030). Essentially the study finds a market need for a high percentage of multi-family units to support the projected job creation.

Characteristics of Multi-Family Housing

The Urban Land Institute in conjunction with the Sierra Club, the American Institute of Architects and the National Multi Housing Council collaborated on a report entitled **Higher-Density Development, Myth and Fact** (2005, ULI Catalog Number:N27). The purpose of this report was to explore some of commonly held beliefs regarding multi-family development and determine whether such commonly held beliefs represented facts or myths. Below in summary form are the series of Myths and Facts as set forth in the report.

MYTH: Higher-density development overburdens public schools and other public services and requires more infrastructure support systems.

FACT: The nature of who lives in higher-density housing – fewer families with children – puts less demand on schools and other public services than low-density housing. Moreover, the compact nature of higher-density development requires less extensive infrastructure to support it.

MYTH: Higher-density developments lower property values in surrounding areas.

FACT: No discernible difference exists in the appreciation rate of properties located near higher-density development and those that are not. Some research even shows that higher-density development can increase property values.

MYTH: Higher-density development creates more regional traffic congestion and parking problems than low-density development.

FACT: Higher-density development generates less traffic than low-density development per unit; it makes walking and public transit more feasible and creates opportunities for shared parking.

MYTH: Higher-density development leads to higher crime rates.

FACT: The crime rates at higher-density developments are not significantly different from those at lower-density developments.

MYTH: Higher-density development is environmentally more destructive than lower-density development.

FACT: Low-density development increases air and water pollution and destroys natural areas by paving and urbanizing greater swaths of land.

MYTH: Higher-density development is unattractive and does not fit in a low-density community.

FACT: Attractive, well-designed, and well-maintained higher-density development attracts good residents and tenants and fits into existing communities.

MYTH: No one in suburban areas wants higher-density development.

FACT: Our population is changing and becoming increasingly diverse. Many of these households now prefer higher-density housing, even in suburban locations.

MYTH: Higher-density housing is only for lower-income households.

FACT: People of all income groups choose higher-density housing.

Conclusion

The Joint Venture of S.L. Nusbaum Realty Co. and The Franklin Johnston Group is an experienced builder and manager of multi-family communities. They have identified a significant market need for the construction of the Catoctin Creek Apartments. The proposed development of the Subject Property as depicted on the Concept Development Plan is a superior alternative to the development of the Subject Property for trade and service uses, such land uses permitted by the existing zoning district (CM-1). The rezoning of this property will result in a better development alternative, both aesthetically and environmentally and will provide much needed housing stock for the growing marketplace. The proffer statement that will accompany this application will obligate the Applicant to build in accordance with the Concept Development Plan and to make significant contributions to offset the impact of the development on the community. If the Property develops in accordance with the existing zoning district CM-1, no such proffer can or will be provided in accordance with applicable provisions of the Code of Virginia. The Catoctin Creek apartment with an investment of over $30 million dollars and a projected assessed value of $22 Million dollars will have a positive effect on the tax base of the Town of Purcellville and is a more appropriate land use and architectural form for the gateway to the Town than what is permitted under the CM-1 district regulations.

STATEMENT OF JUSTIFICATION- ZONING MAP AMENDMENT – MC ZONING DISTRICT

Revised January 15, 2014

Relationship to Existing Comprehensive Plan for the Town

Essentially there is no comprehensive plan adopted by the Town for the Rixey Property. The Rixey Property was annexed by the action of the Town Council. Prior to such annexation, the Rixey Property has never been the subject of a comprehensive plan adopted by the Town, but was instead addressed only by Loudoun County's General Plan.

In regards to the Mercke Property the designation in the Land Use Map of the Town Plan is a "Professional Office" designation. While such a designation in the long run may help the Town meets its goal of having a commercial tax base of 30%, there is no such demand in the short or medium term for such a land use pattern. Purcellville presently has an excess inventory of office space and has had that condition for several years. Absorption of office space is minimal with the exception of personal service establishments (dentist, hair salons) in mixed use centers.

There are a number of policies contained in the Comprehensive Plan that support the development of this Property as depicted on the Concept Development Plan. Please refer to the Statement of Justification that accompanies the proposed Comprehensive Plan Amendment for a discussion of those policies.

Protection of Adjoining Properties

As part of this application, the designers of the Catoctin Creek Apartments have taken great effort to provide a substantial setback from the adjoining Old Dominion Valley subdivision. A detailed tree survey was completed and it was determined by the Applicant and Rixey to pursue a plan that preserves over 3 acres of prime forest stand. This forest adjoins parcels owned by the Old Dominion Valley HOA and the Chapman DeMary conservation easement, insuring the preservation of perhaps the most significant

forest stand within the corporate limits. The commercial portion of the Rixey Property and the Mercke Property will be developed in accordance with the MC Zoning District which requires 25% open space. Adjoining properties will be protected by perimeter buffers as depicted on the CDP. The development of the MC Property will include "dark sky" compliant lighting.

Traffic Impact

As a part of the application, a traffic impact analysis (TIA) has been filed that includes diagrams of proposed road improvements. The TIA has been prepared by Bowman Consulting for review by the Town of Purcellville and the Virginia Department of Transportation. The Applicant is aware of the existing congestion at the intersection of Hirst Road and Route 287. As part of the proffer package being submitted with this application, the owners are prepared to provide One Million Dollars ($1,000,000.00) of road improvements to the Town to be used to both fund improvements needed today as well as address improvements necessary as a result of the proposed development.

Page 5 of the Concept Development Plan illustrates the proposed improvements. The impact of which is analyzed in the Traffic Impact Analysis. These improvements are consistent with the Intersection Improvement Plan prepared by VDOT for the Route 7/287/Hirst Road intersections.

Existing Zoning District

The Purcellville Zoning Map indicates that the Rixey Property is zoned CM-1 and the Mercke Property is zoned C-1. The purpose clause of each district provides as follows.

Section 6. – C-1 Office Commercial District

6.1 ***Purpose of the district***

> ***The purpose of this district is to provide for planned office parks or for offices and similar business buildings and limited office support uses, in attractive surroundings with types of uses, structures, plantings, and signs so controlled as to be generally compatible with medium density or low density residential***

surroundings. The district can be applied to large or small areas if development standards are complied with. (Revised 4/9/91 and 8-12-08)

Section 10. – CM-1 Local service industrial area district

10.1 ***Purpose of the district.***

The purpose of this district is to provide for a wide variety of local and farm service industrial operations, including repair services, building supplies, and open or enclosed storage of products, supplies and equipment, but to restrict or prohibit those service industries which have characteristics likely to produce serious adverse effects within or beyond the limits of the district, in accord with the purposes and goals of the comprehensive plan. Limited manufacturing is also permitted, including open storage of products and materials. In order to preserve the land for industry, to reduce extraneous traffic, and avoid future conflicts between industry and other uses, retail and business service uses are limited primarily to those which will be useful to employees in the district and future residential uses are restricted.

As discussed throughout this application, the MC zoning district is more likely to lead to a development pattern consistent with the evolving land use pattern in the Town – mixed use commercial. Mixed use commercial development includes restaurants, entertainment, and personal services.

Ordinance Provisions

To the best knowledge of the designers of the Catoctin Creek Town Center, the application conforms to all applicable zoning regulations.

Special Amenities

The Tilley Special Use Permit Application will provide a number of different indoor and outdoor recreational opportunities that to date have not been provided in the Purcellville market. The Properties have access to the W&OD trail, a regional bicycle and pedestrian trail operated by the Northern Virginia

Water and Sewer Demand

Bowman Consulting has provided the following projected utility demands for the proposed MC zoned acreage as follows:

Land Bay 1: +/- 7.0 acres
Water = 84,000 GPD (58.33 GPM); meter size = 1.5"
Sewer = 52,500 GPD (0.0525 MGD)

Land Bay 2: +/- 3.6 acres
Water = 43,000 GPD (30 GPM); meter size = ¾"
Sewer = 27,000 GPD (0.0270 MGD)

Land Bay 3: +/- 3.6 acres
Water = 43,000 GPD (30 GPM); meter size = ¾"
Sewer = 27,000 GPD (0.0270 MGD)

Land Bay 4: +/- 4.2 acres
Water = 50,400 GPD (34 GPM); meter size = 1"
Sewer = 31,500 GPD (0.0315 MGD)

Utility Extensions

Bowman Consulting has explored the options for water and sewer extension to the Properties. The Concept Development Plan illustrates the proposed improvements. Sheet 4 of the CDP depicts the proposed utility improvements including a looped waterline. The proposed improvements are under revision by the Department of Public Works.

Development Schedule

The Rixey and Mercke Properties are subject to a Special Use Permit filed by Tilley Entertainment for the construction of indoor and outdoor recreation facilities. Mr. Tilley has indicated that he is ready to move forward with the project as soon as the permits are in place and as weather permits. The project will be built in phases. Please refer to the Special Use Permit Application for more information.

Real Estate Valuation

The Town of Purcellville relies in part upon real estate taxes collected as a means of annual revenue with a tax rate of $.225 per hundred dollars of value. The meal tax at 5% of gross revenue is also a significant source of tax revenue.

The Rixey Property is presently vacant. A large part of the Mercke Property is also vacant with Loudoun Stairs occupying the southern portion of the Mercke site. Loudoun Stairs will be phased out and re-located to another location. Given the fact that these Properties are vacant (Rixey) and underutilized (Mercke), the rezoning of the Properties to the MC zoning district will accommodate the development of a land use that will return a significantly higher real estate value to the Town

According to estimates provided by Bill Tilley of Tilley Entertainment, the estimated real estate value of the entertainment center in Phase 1 will be $2,800,000; Phase 2 will create an additional $9,800,000 in real estate value. In addition to the real estate taxes, the Tilley project will add considerable tax revenue from meals tax. The total food sales projected in year 1 is $1,061,750. The projected meal tax revenue (at 5%) would be $54,087.50. The year 5 projection for food sales is $3,747,500 in the first phase.

Real Estate Value		Projected Tax Revenue
Phase 1	$2,800,000	$ 6,300
Phase 2	$9,800,000	$ 22,050
TOTAL	$12,600,000.....	$ 28,350
Food, Beverage, & Ice Cream Sale Projections		
Year 1	$1,061,750	$ 53,087.50
Year 2	$2,307,500	$115,375
Year 3	$2,962,500	$148,125
Year 4	$3,355,000	$167,750
Year 5	$3,747,500	$187,375

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Traffic Impact Analysis

Catoctin Creek Towne Center

Town of Purcellville, Virginia

December, 2012
(Revised September, 2013)

Prepared for:

Catoctin Creek Apts., L.P.

Prepared by:

Bowman
CONSULTING

Bowman Project Number: 5384-01-001

TRAFFIC IMPACT ANALYSIS REPORT
CATOCTIN CREEK TOWNE CENTER
TOWN OF PURCELLVILLE, VIRGINIA

1. INTRODUCTION AND SUMMARY

1.1. Purpose and Study Objectives

This report summarizes the findings of the revised traffic impact analysis that was prepared for the proposed Catoctin Creek Towne Center development in the Town of Purcellville, Virginia. The original study was submitted in December, 2012 (under the project name "Catoctin Creek Apartments") in conjunction with a Comprehensive Plan Amendment and Zoning Map Amendment. Since the time of the original submittal, the project has expanded in both size and land uses which necessitated a revised traffic impact analysis. In addition, VDOT issued comments on the original traffic analysis on March 7, 2013. VDOT's comments and concerns have been addressed with this revised analysis. The purpose of this study is to determine the impact to the surrounding roadway network caused by the traffic generated by the proposed development.

1.2. Executive Summary

The subject property is generally located south of Hirst Road, northwest of Maple Avenue, and north of Skyline Drive in the Town of Purcellville, Virginia. The approximately 32.4 acre site is currently zoned Local Service Industrial (CM-1) and Office Commercial (C1) with a portion of the site in the Floodplain District. The Applicant, Catoctin Creek Apts., L.P., is applying for a Comprehensive Plan Amendment for the entire 32.4 acre site and proposes residential multi-family and, to enable a commercial development, mixed use commercial land use designations for the site. The Applicant is also applying for a Zoning Map Amendment to rezone 13.7 acres of the site (western portion) to Planned Development Housing (PDH-15) and to rezone the remaining 18.7 acres to Mixed Commercial (MC). The PDH-15 portion of the site would be developed with 176 multi-family residential units while the MC portion would be developed with commercial recreation uses.

The scope of the original study was developed in consultation with Virginia Department of Transportation (VDOT) and Town of Purcellville staff at a scoping meeting on October 2, 2012. A copy of the signed scoping documents is included in Appendix A. With the expansion of the site to include commercial and recreational uses, the project meets VDOT Chapter 527 thresholds with more than 5,000 trips per day. As such, the scope of the study was expanded to include the Berlin Turnpike (Route 287)/VA Route 7 Bypass Eastbound Ramp intersection.

The Applicant is proposing to develop the western portion of the site with approximately 176 multi-family residential dwelling units and the eastern portion of the site with commercial recreation uses. For purposes of this study, the commercial recreation uses were assumed as follows:

- Outdoor recreation (6.75 acres) to include miniature golf, bumper boats, go karts, and batting cages
- Indoor recreation (approximately 36,300 S.F.) to include bowling, laser tag, arcade, and a restaurant and sports bar.
- Outdoor special event space

For purposes of this analysis, development of the site was assumed to occur by 2014. When complete, it is estimated that on an average weekday, the development would generate approximately 90 new trips during the AM peak hour (18 in and 72 out), 606 new trips during the PM peak hour (394 in and 212 out), and 8,896 new daily trips over a 24-hour period.

The Institute of Transportation Engineer's (ITE) has limited data for commercial recreation uses (one data point) and therefore the trip generation was estimated based on individual land use data within ITE and information provided by the future operator of the facility. The resulting trip generation analysis represents worst case traffic scenarios for typical weekday operation. The conservative trip generation estimate for the commercial recreation is approximately three to eight times the trip generation numbers calculated from the limited ITE commercial recreation data.

Access to the site is proposed via a full movement entrance off of Hirst Road into the residential area and an internal public road that would connect the commercial/recreation portion of the site to both Hirst Road and Maple Avenue. At this time, no vehicular connection between the residential and commercial portion is proposed.

Based on the scoping agreement shown in Appendix A and Chapter 527 guidelines, it was determined that the study area should include the following intersections:

1. Hirst Road (VA Route F962)/21st Street North (VA Route 690)
2. Hirst Road (VA Route F962)/Hatcher Avenue (VA Route 611)
3. Hirst Road (VA Route F962)/Site Entrance #1 (Residential)
4. Hirst Road (VA Route F962)/Maple Avenue (VA Route 722)
5. Hirst Road (VA Route F962)/Berlin Turnpike (VA Route 287)
6. Main Street (VA Route 7 Business)/Hatcher Avenue (VA Route 611)
7. Main Street (VA Route 7 Business)/Maple Avenue (VA Route 722)
8. Hirst Road (VA Route F962)/Site Entrance #2 (Commercial)
9. Maple Avenue (VA Route 722)/Site Entrance #3 (Commercial)
10. Berlin Turnpike (VA Route 287)/VA Route 7 Bypass Eastbound ramps

As part of the proposed development, the Applicant has proffered the improvements which are listed below and shown on Figures EX-1 and EX-2:

- At the Hirst Road/Berlin Turnpike intersection:
    - Convert the southbound right turn lane on Berlin Turnpike into a free flow lane and add a westbound receiving lane (± 380 feet) on Hirst Road
    - Add an eastbound shared left-right turn lane (± 700 feet) on Hirst Road and establish the existing lane as a dedicated left turn lane
    - Add a second northbound through lane (±500 feet) on Berlin Turnpike that would extend through the intersection and connect to

the northbound right turn lane at the Berlin Turnpike/VA Route 7 Bypass Eastbound ramp intersection

  - Modify the existing traffic signal to accommodate the improvements

- Turn lanes at all site entrances as warranted by the Town and VDOT. The warranted turn lanes would include:
  - Westbound left turn lane with 200 feet of storage and an eastbound right turn taper at the Hirst Road/Site Entrance #1 (Residential) intersection
  - Westbound left turn lane with 200 feet of storage and an eastbound right turn lane with 200 feet of storage at the Hirst Road/Site Entrance #2 (Commercial) intersection
  - Southbound right turn taper at the Maple Avenue/Site Entrance #3 (Commercial) intersection

The analysis indicates that **without** the buildout of the Catoctin Creek Towne Center development, traffic conditions would necessitate multiple improvements to the study intersections under existing conditions and in 2014 and 2020. The Hirst Road/Berlin Turnpike currently operates at an LOS F in the AM peak hour with an average overall delay of 132.2 seconds per vehicle.

The buildout of the proposed development would not require any additional improvements at offsite intersections beyond those already required under existing or background (without site) conditions. **With** the improvements being proffered by the site, the Hirst Road/Berlin Turnpike intersection would operate at an LOS C in the AM peak hour with an average overall delay of 23.5 seconds per vehicle. It is noted that the proffered improvements are consistent with the recommendations of the Route 7/Route 287 Interchange Study completed by HNTB (for VDOT) in 2012.

The potential special events (concerts, festivals, etc.) held on the site would be irregular in occurrence and therefore were not included in the typical weekday operations analyzed in this study. The Applicant will provide a Traffic Management Plan for special events at a later date.

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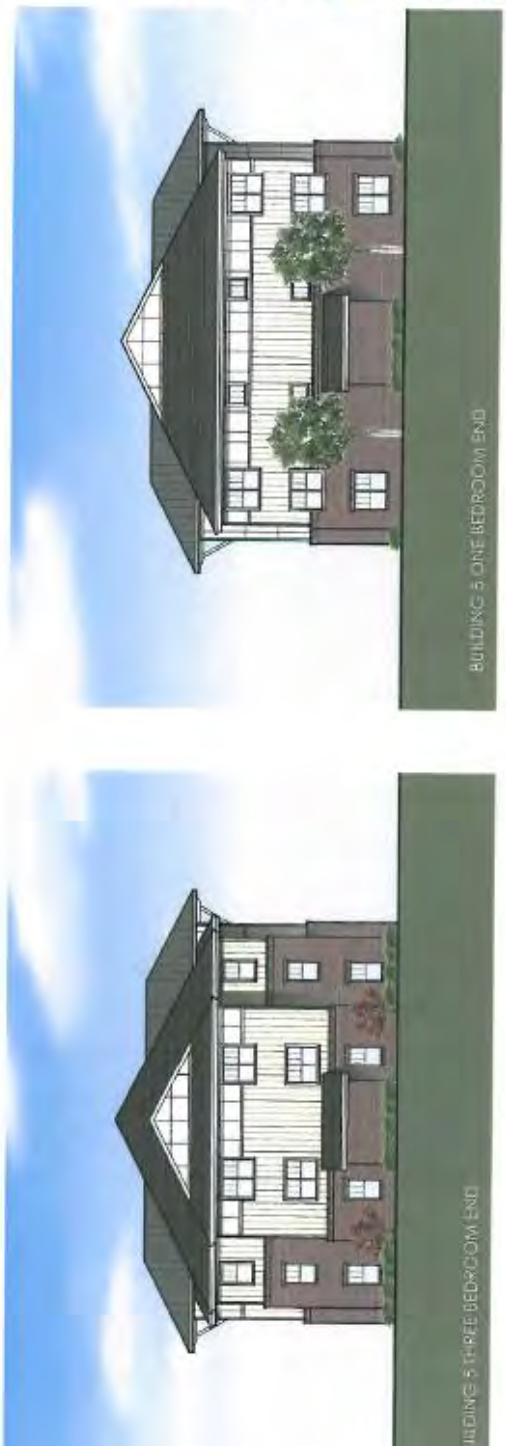
Attachment 9



Catoctin Creek Apartments
Typical Building Elevations

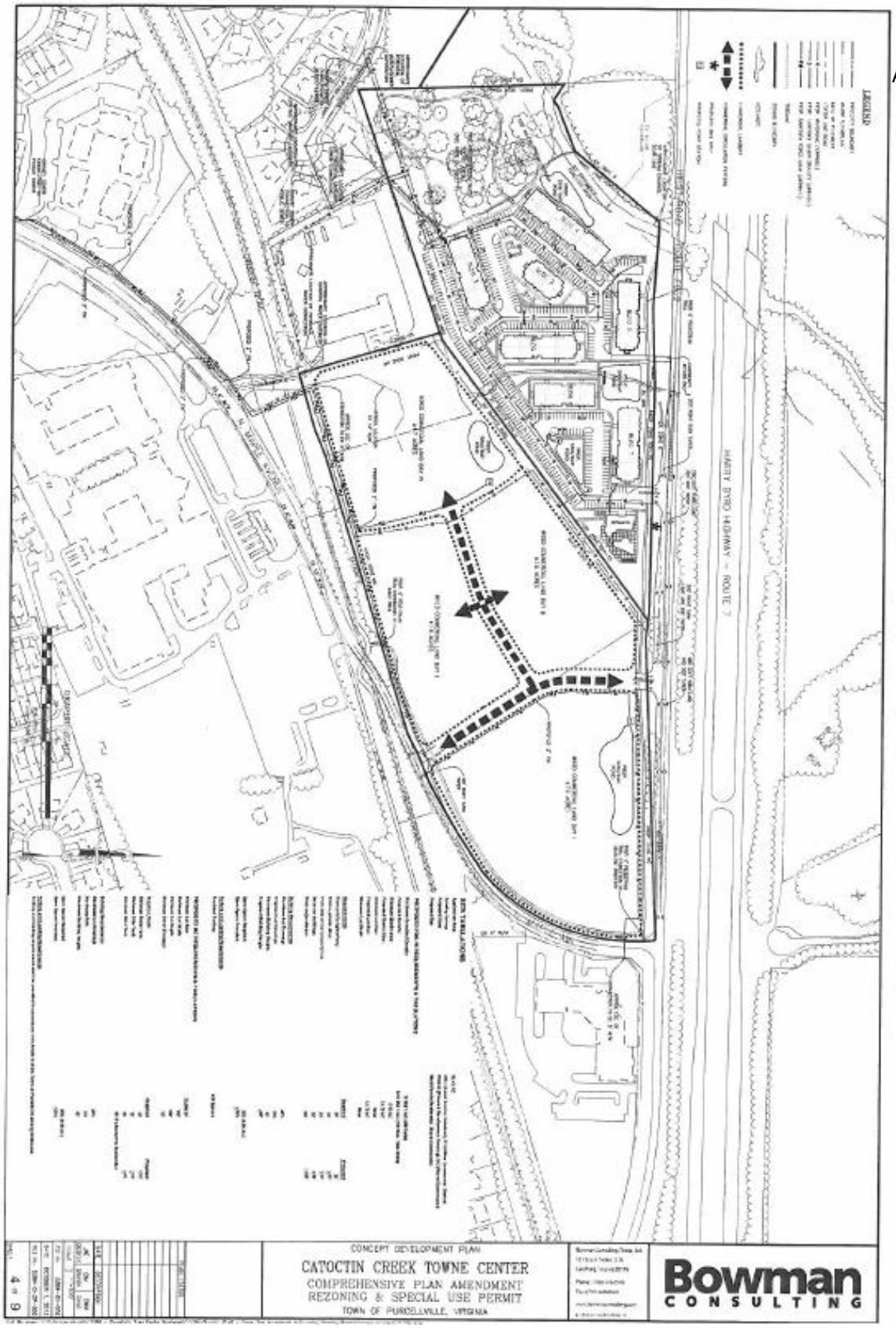
S.L. NUSBAUM Realty Co.

Cox, K
Campb

Catoctin Creek Apartments
Clubhouse Renderings

S.L. NUSBAUM Realty Co.

Attachment 10



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Assessments

TAX YEAR 2013

Real Estate Assessment Data from Loudoun County Assessor's Office
3/1/2013 Final data fr Website

	2013	2012
Assessment of Existing Property	1,012,952,012	0
New Residential Construction/Growth	7,568,062	0
New Commercial Construction/Growth	15,064,026	0
Total New Construction/Growth	22,632,088	0
Total Assessment	1,035,584,100	997,145,290
Less Land Use Deferrals	3,645,700	3,732,580
Less Elderly Tax Relief	26,288,700	26,288,700
Total Assessment Base	1,005,649,700	967,124,010
Tax Amount (tax rate .225)	2,262,712	2,176,029
Revenue Change for Tax Rate Change of 1 cent		
Average Residential Assessment		
Tax Amount (rate=.25/100)	2,514,124	
Tax Amount (rate=.24/100)	2,413,559	
Tax Amount (rate=.23/100)	2,312,994	

Tax Amount (rate=.225/100)	2,262,712	<2012 Rate=.225
Tax Amount (rate=.222/100)	2,232,542	<2013 Eql Rate=.222
Tax Amount (rate=.22/100)	2,212,429	
Tax Amount (rate=.21/100)	2,111,864	
Tax Amount (rate=.20/100)	2,011,299	
Equalized Assessment (adj. for new construction and changes)	1,019,777,378	
Equalized Tax Amount (rate=.225/100)	2,294,499	
2013 Equalized Tax Rate (per $100)	**0.222**	

Breakdown of Residential vs. Other (MF 5+, Commercial, Ag):		
Other Assessments	239,853,830	23%
Residential Assessments	795,730,270	77%
Grand Total	1,035,584,100	

* Breakdown of Revenue Change:	
Assessment change to existing homes	35,565
New Construction/Growth	50,922
Other (land use/relief)	0
Total Revenue Change	86,487

TAX AD:

Difference between Lowered Rate and Effective Rate:

Effective/Actual Taxes (@.26)	2,692,519
Equalized Taxes (@.222)	2,298,997
Difference	393,522
Rate Diff	-0.0380
Percent Change	17.12%

Attachment 12

LOUDOUN COUNTY PUBLIC SCHOOLS
PLANNING AND LEGISLATIVE SERVICES

21000 Education Court
Ashburn, Virginia 20148
Telephone: 571-252-1050
Facsimile: 571-252-1101
Email: lcpsplan@lcps.org

RECEIVED
NOV 18 2013
TOWN OF PURCELLVILLE

November 14, 2013

Mr. Patrick Sullivan
Town of Purcellville
Department of Community Development
221 South Nursery Avenue
Purcellville, Virginia 20132

RE: RZ 12-01 and CPAM 12-01/Catoctin Creek Towne Center (Revised)

Dear Mr. Sullivan:

School Board staff has reviewed the revised submission materials for the zoning and concept plan amendment for Catoctin Creek Towne Center.

An updated assessment has been provided, outlining the operational and capital impact of the project on Loudoun County Public Schools.

With the exception of providing an updated project assessment chart, staff offers no further comments from those originally conveyed on January 31, 2013.

Should you require additional information, please contact me at your earliest convenience.

Sincerely,

Sam Adamo
Executive Director

Attachment

c: Loudoun County School Board
(Site Location: Blue Ridge Election District)
Edgar B. Hatrick, Division Superintendent
Sharon D. Ackerman, Assistant Superintendent
W. Michael Martin, Director of Elementary Education
Barbara P. Nichols, Director of Middle School Education
David A. Spage, Director of High School Education

Loudoun County Public Schools

Department of Planning and Legislative Services

Project Assessment

Project Name: RZ 12-01/CPAM 12-01 Catoctin Creek Towne Center

Loudoun County Public Schools Student Generation Factors, 2013		Housing Units	Elementary School Student Generation	Middle School Student Generation	High School Student Generation	Student Generation Total
Single Family Detached (SFD)	0.77	0	0	0	0	0
Single Family Attached (SFA)	0.51	0	0	0	0	0
Multifamily (MF)	0.28	176	24	11	14	49
Total Students		**176**	**24**	**11**	**14**	**49**

Capital Costs	Elementary School Cost (FY 2014 CIP)	Middle School Cost (FY 2014 CIP)	High School Cost (FY 2014 CIP)	Total Capital Expenditure
School Cost	$30,110,000	$48,180,000	$94,190,000	
Capacity	875	1,350	1,800	
Per Pupil Cost	$34,411	$35,689	$52,328	
Project's Capital Costs	**$825,874**	**$392,578**	**$732,589**	**$1,951,041**

Annual Operational Costs	FY 2014 Estimated Per Pupil Cost	Student Generation Total	Annual Operational Costs
	$11,638	49	**$570,262**

School Facility Information	Elementary School (Grades K-5)	Middle School (Grades 6-8)	High School (Grades 9-12)
2013-14 School Attendance Zone	Kenneth W. Culbert	Harmony	Woodgrove
September 30, 2013 Student Enrollment	542	1114	1503
2013-14 Building Program Capacity	740	1187	1657

DRAFT

CATOCTIN CREEK TOWNE CENTER

RZ 12-01

PROFFER STATEMENT

Dated October 5, 2013

Revised January 15, 2014

Pursuant to Section 15.2-2303, Code of Virginia (1950), as amended and Section 6 of Article 10 of the Town of Purcellville Zoning Ordinance (1997), as amended (the "Zoning Ordinance") Marlys Rixey, Successor Trustee ("Rixey") and Brent Mercke ("Mercke") are the owners of the following properties and sometimes collectively referred to as ("the Properties" and "the Owners"). Rixey is the owner of a parcel subject to this Proffer Statement identified as Loudoun County Property Identification Number (MCPI 452-25-4468) ("Rixey Property") comprised of 20.43 acres and according to the Loudoun County land records is owned by Branco Stupar, Trustee. Mr. Stupar's daughter, Dr. Maryls Rixey, is the Successor Trustee. Mercke is the owner of two parcels subject to this Proffer Statement identified as Loudoun County Property Identification Number (MCPI 487-10-9228 and 452-15-3658) ("Mercke Property") comprised of 12 acres. The Owners and their respective successors in interest, hereby voluntarily Proffer that the development of the Properties which are the subject of this Proffer Statement shall be in conformance with the conditions set forth in this submission.

All Proffers made herein are in the event that: (a) RZ 12-01 is approved by the Town of Purcellville and the Properties are rezoned to the MC Zoning District ("Commercial Portion") and PDH-15 Zoning District ("Residential Portion") as set forth in the Concept Development Plan (the "CDP") Sheet 4 of 9 of the drawings prepared by Bowman Consulting dated January 15, 2014 entitled "Catoctin Creek Towne Center, Comprehensive Plan Amendment, Rezoning & Special Use Permit" ("Bowman Drawings") and (b) the accompanying Special Use Permit application (SUP) filed by Tilley Entertainment (SUP 13-04) is approved by the Town of Purcellville as set forth in

the Special Use Permit Concept Plan, sheet 9 of 9 of the Bowman Drawings and (c) the Owner receives all necessary permits Federal, State and Local including, but not limited to, water and sewer connections and authorizations to proceed in the development of the Properties.

1. DEVELOPMENT

(a) General

The Properties shall be developed in general conformance with the Bowman Drawings including the CDP prepared by Bowman Consulting in compliance with the Zoning Ordinance, or in compliance with a special use permit issued by the Town of Purcellville, including the Tilley Entertainment Special Use Permit. Any such uses or structures shall be in conformance with the Special Use Permit as depicted on sheet 9 of 9 of the Bowman Drawings.

The residential portion of the Rixey Property to be zoned PDH-15 shall only be developed for the land uses as set forth in the CDP.

The portion of the properties to be zoned MC ("Commercial Portion") shall be used for all permitted uses in the zoning district with the exception of the following:

Churches and other places of worship;
Boat and boat trailer sales and storage;
Monument sales establishments;
Rental or sale of luggage trailers and pick-up truck caps;
Taxidermists;
Lumber and building supply, and
Multi-family residential dwellings.

(b) Architecture

The development of the Residential Portion of the Rixey Property shall be constructed in general conformance with the architectural drawings prepared by Cox Kliewer & Company P.C dated _____ that accompany these applications.

The development of the Commercial Portion of the Rixey and Mercke Property shall reflect a high quality of design, characterized by varied vertical and horizontal articulation and finishing details which add texture and visual interest to building facades. In regards to the Commercial Portion of the Properties, predominant major building points of entry shall be oriented toward the street frontage. Utility equipment and loading docks shall, to the maximum extent practically feasible, shall be screened from view from any public street.

(c) Storm Water Management

The Owner shall design, maintain and construct a storm water management system that accommodates applicable drainage requirements for storage, best management practices and water quality, related to all onsite improvements, at the time of site plan, at no expense to the Town as generally depicted on Sheet 7 of the Bowman Drawings, allowing for reasonable changes to meet engineering and regulatory requirements.

(d) Utility Improvements

In addition to meeting all other requirements of the Facilities Standards Manual, Owner shall:

- Pay for all consulting costs, borne by the Town, to model the proposed water and sewer extensions at the time of site plan review.

- Complete looping of water service lines for apartment complex by connecting to the existing water main on Public Safety Center property. Said connection shall be completed prior to the issue of occupancy permits.

2. ROAD IMPROVEMENTS

(a) Proffered Road Improvements

Prior to, and as a condition of, the issuance of the first certificate of occupancy for the Residential Portion of the Rixey Property, the Owner shall bond with the Virginia Department of Transportation ("VDOT") or the Town of Purcellville as applicable the following road improvements. To the extent to which the improvements constructed pursuant to this Proffer will be dedicated by the Owner at no cost to the Town.

- At the Hirst Road/Berlin Turnpike intersection:
  - Convert the southbound right turn lane on Berlin Turnpike into a free flow lane and add a westbound receiving lane (± 380 feet) on Hirst Road
  - Add an eastbound shared left-right turn lane (± 700 feet) on Hirst Road and establish the existing lane as a dedicated left turn lane
  - Add a second northbound through lane (± 500 feet) on Berlin Turnpike that would extend through the intersection and connect to the northbound right turn lane at the Berlin Turnpike/VA Route 7 Bypass eastbound ramp intersection
  - Modify the existing traffic signal to accommodate the improvements.
- Turn lanes at all site entrances as warranted by the Town or VDOT. The warranted turn lanes would include:
  - Westbound left turn lane (200 feet of storage and 200 feet of taper) and an eastbound right turn taper (200 feet) at Hirst Road/Site Entrance #1 (Residential) intersection
  - Westbound left turn lane (200 feet of storage and 200 feet of taper) and an eastbound right turn lane (200 feet of storage and 200 feet of taper) at the Hirst Road/ Site Entrance #2 (Commercial) intersection

- Southbound right turn taper (100 fee) at the Maple Avenue/Site Entrance #3 (Commercial) intersection

All such paralleled improvements are illustrated on the Circulation Plan, Sheet 5, of the Bowman Drawings.

(b) Future Possible Additional Entrances

The Owners may, at the time of the site plan approval, or subsequent to site plan approval, construct additional entrances on the Properties subject to any required Town or VDOT approvals for such entrances.

(c) Internal Roadways

Any roads or streets in the interior of the site shall either be (1) constructed to VDOT standards and dedicated to VDOT or the Town, or (2) maintained by the property owner.

3. PEDESTRIAN LINKS

The Owner shall construct a six (6') foot wide asphalt pedestrian trails as depicted on Sheet 5 ("Circulation Plan") of the Bowman Drawings at no expense to the Town, as permitted by VDOT and as approved at site plan by the Town, prior to final release of bonded public improvements.

4. CASH CONTRIBUTIONS

The Owner shall make a one-time contribution of $0.10 per square foot of gross floor area approved on any site plan to the Town, to be distributed as determined by the Town of Purcellville Volunteer Fire Department and Purcellville Volunteer Rescue Squad. The said amount shall be paid upon the issuance of building/construction permits and shall be based upon actual square footage of the building which is the subject of said permit. The amount of the contribution will be adjusted annually from the date this

document is fully executed to reflect changes in the Consumer Price Index for the Metropolitan Washington Statistics Area.

5. GREEN INFRASTRUCTURE

In regards to the Residential Portion of the Rixey Property, as part of the site plan approval process, Rixey shall establish an open space easement on the area of the Rixey Property identified as "Tree Preservation and Scenic Area" on the CDP, (Sheet 4 of the Bowman Drawing. At the election of the Town of Purcellville, the Town may be the beneficiary of this easement, in whole or in part or in the alternative may require that Rixey convey such property to the Town of Purcellville at no cost to the Town.

The undersigned hereby warrant that all Owners with a legal interest in the Property have signed this Proffer Statement; that they, together with all others signing this document, have full authority to bind the Properties to these conditions; and that the Proffers are entered into voluntarily and may be signed in counterparts.

Tilleys Entertainment

This Special Use Permit is for outdoor recreation/entertainment on a CM-1 zone

Tilleys Entertainment will be a family oriented, community-centered entertainment complex. When completed, it will offer nearly 8 acres of open-air space for local events, concerts, car shows, festivals, craft shows, family reunions, company outings and flea markets. In addition we'll have approximately 7 acres of food, fun and games: bumper boats, 36 holes of adventure golf (18 holes will be ADA accessible), ice cream parlor, food court, batting cages, go cart track. Our main building, approximately 35,000 sq. ft., will include a full service restaurant, sports bar, bowling, laser tag course, and arcade. The project will be completed in three phases over two to three years. When completed this will help fill the area's need for wholesome entertainment at reasonable prices.

The outdoor facility will be open from 10AM to 10PM. The indoor facility will be open from 10AM to 1AM. All concerts and events will end by 10PM unless other arrangements are made with the town.

We will be working with the leading supplier in the industry to build our facility. The accompanying photos are sample of our suppliers work. We expect to be working with Rounds-VanDuzer architects (The Gateway) for our building designs and Bowman consulting for our site plans.

Our revenue projection, which we believe are on the conservative side, show gross sales of $3.5 million the first year going to $9.7million by the end of year five. Kimball Farm in Massachusetts has sale in excess of $10 million and are only open seven months. We believe with our phase two year-round building and concert venue we can surpass their sales figures by year five.

We are committed to bringing the highest quality entertainment facility to Purcellville.

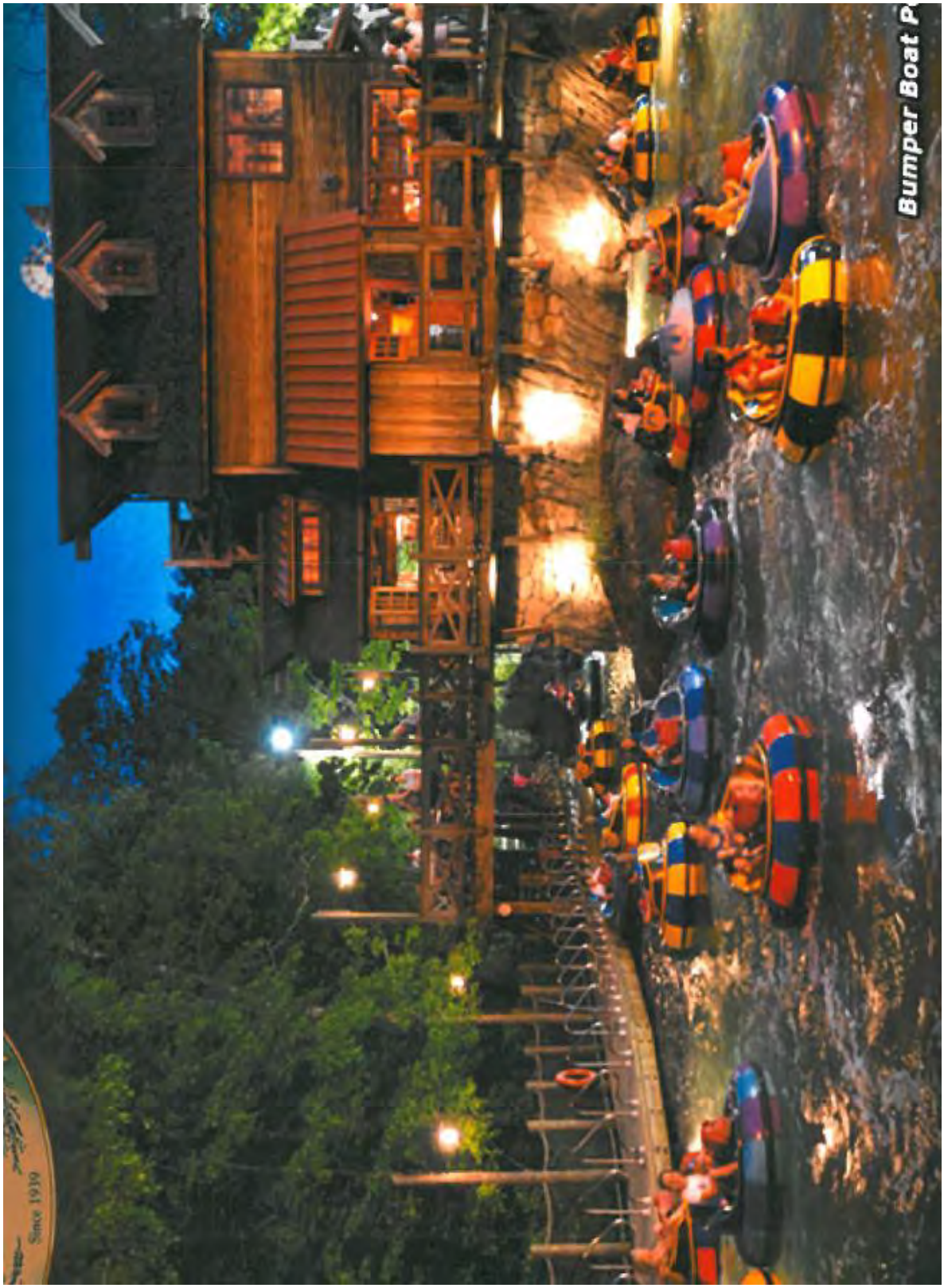
Space Requirements

Outdoor area

Parking	300 spaces	2 acres
mini golf	36 holes	1.75 acres
bumper boats	12 boats	.25 acre
go karts	1000 ln ft	1 acre
batting cages	9 cages	.75 acre
building	10000 sq ft	1 acre
ice cream parlor	1500	
food service	3000	
coffee shop	1000	
patio bar	2000	
arcade	1500	
party rooms	900	
	Total	6.75 acres

Main Building Phase 2

Bowling	8000
sports theatre/ bar	3500
laser tag	4500
restaurant	3500
arcade	4000
party rooms	2400
venue	5000
offices/storage/utilities	4000
Total	**34900**


Since 1939
Bumper Boat P

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Northern Virginia Regional Park Authority

5400 Ox Road, Fairfax Station, VA 22039 | 703-352-5900 | Fax: 703-273-0905 | www.nvrpa.org

February 18, 2014

Patrick Sullivan
Director of Community Development
Town of Purcellville
221 South Nursery Avenue
Purcellville, VA 20132

RE: Catoctin Creek Towne Center

Dear Mr. Sullivan:

We have reviewed the rezoning, comprehensive plan amendment, and special use permit applications for the project referenced above (plans dated October 1, 2013 and revised through January 15, 2014) and offer the following comments.

Background
The Northern Virginia Regional Park Authority owns and operates the Washington & Old Dominion Railroad Regional Park (W&OD Trail), which borders the subject property. This 45-mile long, 100-foot wide, linear park property traverses Northern Virginia between Shirlington in Arlington County and Purcellville in Loudoun County. The park features paved and unpaved multi-use trails, interpretive exhibits, wayside areas, and parking for trail users. The W&OD hosts an estimated two million visitors a year and was designated a National Recreation Trail in 1987 by the U.S. Department of Interior. The W&OD Railroad features make the park eligible for listing on the National Register of Historic Places.

Site Access at Maple Avenue
The W&OD Trail was acquired and developed with assistance from the federal Land & Water Conservation Fund. If the Park Authority grants a permanent interest in the park, such as that necessary for road improvements outside of existing right of way, the conveyance constitutes a "conversion of use" under section 6(f) of the LWCF Act. The U.S. Department of Interior, the Virginia Department of Conservation and Recreation, and the Park Authority must approve the conversion.

In addition to the LWCF requirements, Park Authority policies state that in no event shall any road be widened within park property unless it meets the following criteria: the Park Authority would gain substantial benefits outweighing all adverse impacts; or, it is a public roadway shown on the comprehensive transportation plan of the jurisdiction and is an essential component of the planned road network required for development of the region; and, in all cases involving the W&OD Trail, a grade-separated crossing must be established at no cost to the Park Authority.

City of Alexandria: David M. Pritzker, Scott Price
Arlington County: Paul Ferguson, Michael A. Nardolilli
Fairfax County: Stella Koch, Jean R. Packard
City of Fairfax: Brian D. Knapp, Arthur F. Little
City of Falls Church: Barry D. Buschow, Jeffrey Tarbert
Loudoun County: Joan G. Rokus, Daniel Kaseman

The plans show site access from Maple Avenue that ties in near the park boundary and a proposed right turn taper from Maple Avenue into the subject site. A left turn lane into the subject site from Maple Avenue may be required by VDOT. Impacts of this intersection on the W&OD Trail crosswalk must be addressed, including adding a third lane of traffic for trail users to cross. Also, vehicles queued across the crosswalk waiting to turn into the site would be a serious safety hazard for trail users that maneuver around stopped vehicles and potentially into oncoming vehicles approaching from the opposite direction.

Driveway Access to Mercke and Mason Properties

The adjacent 3.5 acre Mason property, and the 2 acre Mercke property (PIN: 487-10-9228) which is part of the subject site, do not front on a public street and currently are accessed via an at-grade driveway crossing of the W&OD Trail. At-grade vehicular crossings of the W&OD Trail are a serious safety hazard for the public and should be eliminated where feasible. Therefore, as conditions of approval, the Town should require that a public access route be provided to the Mason property via the subject site and the Town should prohibit access to the subject site via the existing driveway crossing of the W&OD Trail[KR1]. Proffer 2(b) should be revised so that additional entrances that impact the W&OD Trail are subject to the Park Authority's approval in addition to the Town's and VDOT's approvals.

Buffers

The subject site shares an approximately 1,000 foot boundary with the W&OD Trail and will be highly visible to park users. The impacts of neighboring uses along the 90 miles of park boundary, as well as non-park uses of the property, greatly diminish park users' experience. The applicant's Statement of Justification states that the W&OD Trail will be buffered as shown on the CDP; however, the size of a buffer is not shown. The Park Authority believes that significant setbacks and landscape buffers should be provided given the project's impacts on this narrow regional resource. Also, the outdoor event area has the potential to impact W&OD Trail users and through trail traffic if event patrons and activities overflow onto the park property. Therefore, the event area must be designed and buffered to mitigate this potential impact. Proffer 1(b) should be revised to add the W&OD Trail to the last sentence: Utility equipment and loading docks shall, to the maximum extent practically feasible, be screened from view from any public street *and the W&OD Trail.*

Connector Trail

The Park Authority supports the trail connection to the W&OD Trail from the subject site as shown on the plans, subject to meeting the Park Authority's minimum requirements for slope, sight distance, safety, drainage and other criteria. The project sponsor will be required to obtain a permit from the Park Authority and the licensee will be responsible for construction of the entire connection and its perpetual maintenance. The permit will require public access for trail users and cannot be for the sole use of patrons of the subject property.

Sanitary Sewer Force Mains

The plans show two proposed sanitary force mains crossing the W&OD Trail at the subject site's western boundary. The project sponsor shall not encroach onto park property for any purpose prior to, during, or after construction unless the Park Authority approves a permit for the activity.

The force mains must be installed by tunneling or boring underneath the park property and trail continuity must be maintained at all times during construction.

Thank you for the opportunity to comment. Please contact me at 703-352-5900 if you would like to discuss our comments in more detail.

Sincerely,

Todd E. Hafner
Director of Planning and Development

c: Dan Kaseman, NVRPA Board Member
Joan Rokus, NVRPA Board Member

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Attachment 16