

**Orange County Planning Commission
Regular Meeting Minutes
Public Safety Building; Board Meeting Room
11282 Government Center Drive, Orange, Virginia 22960
Thursday, February 9, 2023**

Members Present: Donald Brooks, Chairman; Jason Capelle, Vice Chairman; George Yancey; Adam Bryington; and Bryan Nicol.

Members Absent: None.

Others Present: Nicole Ganoë-Washington, Development Services Director; Thomas Lacheney, County Attorney; Josh Frederick, Planning and Zoning Services Manager; Eric Bittner, Planner; Kyra Davis, Planner; and Susan Crosby, Planning Commission Secretary.

1. Call to Order and Determination of Quorum

Chairman Brooks called the meeting to order at 6:00 p.m. and a quorum was established.

2. Adoption of Agenda

On the motion of Mr. Nicol, seconded by Mr. Capelle, which carried by a vote of 5-0, the Commission adopted the agenda, as modified, to include adding an item to the Wilderness Crossing Worksession and moving New Business ahead of the Worksession.

Ayes: Capelle, Yancey, Brooks, Bryington, Nicol. Nays: None.

3. Adoption of Minutes

a. January 5, 2023 Regular Meeting

On the motion of Mr. Yancey, seconded by Mr. Bryington, which carried by a vote of 5-0, the Commission adopted the January 5, 2023 Regular Meeting minutes, as presented.

Ayes: Capelle, Yancey, Brooks, Bryington, Nicol. Nays: None.

b. January 19, 2023 Regular Meeting

On the motion of Mr. Yancey, seconded by Mr. Capelle, which carried by a vote of 5-0, the Commission adopted the January 19, 2023 Regular Meeting minutes, as presented.

Ayes: Capelle, Yancey, Brooks, Bryington, Nicol. Nays: None.

4. New Business

a. Appointment of Planning commission Secretary: Nicole Ganoë-Washington, Development Services Director

On the motion of Mr. Yancey, seconded by Mr. Nicol, which carried by a vote of 5-0, the Commission appointed Susan Crosby as Planning Commission Secretary, as presented.

Ayes: Capelle, Yancey, Brooks, Bryington, Nicol. Nays: None.

5. Worksession

a. REZ 22-03 (Wilderness Crossing)

Walkthrough Planning Commission Questions and Responses by Applicant

Mr. Nicol asked staff to walkthrough the list of 23 questions that had previously been sent to the applicant, as well as the 5 questions staff had answered via email, and to review the response to each of those questions provided by the applicant. Eric Bittner, Planner, read through each question and then provided the applicant's response.

Discussion ensued among the Commission, staff, the applicant, and the applicant's consultants. The Commissioners asked clarifying questions of both staff and the applicant.

On the motion of Mr. Nicol, seconded by Mr. Capelle, which carried by a vote of 5-0, the Commission requested the questions and answers be included in their entirety as exhibits to the minutes (see attached Exhibit A and Exhibit B).

6. Next Meeting

Mr. Nicol inquired about the decision to hold the Wilderness Crossing Public Hearing at Locust Grove Middle School. Chairman Brooks requested staff determine the feasibility of holding the Public Hearing at one of the Locust Grove schools.

The Commission was reminded of its next meeting on February 16, 2023.

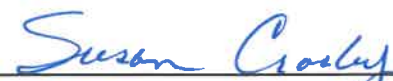
7. Adjourn

On the motion of Mr. Capelle, seconded by Mr. Nicol, which carried by a vote of 5-0, the Commission adjourned its meeting at 9:27 p.m.

Ayes: Capelle, Yancey, Brooks, Bryington, Nicol. Nays: None.



Donald Brooks, Chairman



Susan Crosby, Planning Commission Secretary

While the events of this meeting were captured via digital audio recording, these written minutes shall serve as the official record of actions taken during the meeting.

Exhibit A

From: Eric Bittner

Sent: Tuesday, February 7, 2023 9:07 AM

To: Planning Commission <PlanningCommission@orangecountyva.gov>

Cc: Josh Frederick <jfrederick@orangecountyva.gov>; Nicole Ganoe <nganoe@orangecountyva.gov>

Subject: Planning Commission Questions regarding Wilderness Crossing

Hello Commissioners,

As mentioned, several of the questions posed by the Planning Commission were more appropriate for staff to answer. These are provided below. Please do not “reply all” on any response, thank you.

- Why is the WCR only involved in aesthetics rather than “uses” and other impacts? What about other impacts such as noise and traffic?
The WCRB is only meant to review aesthetics as it meant to act as an architectural review board. Uses and impacts are all dealt with by Planning Staff and the Zoning Administrator. Having the WCRB also be involved in these may confuse the process and complicate the functions of Zoning Staff. Ultimately, the Zoning Administrator has the sole authority to administer, interpret, and approve/deny uses.
- Design guide states “buildings” are submitted – what about site, street, and landscape plans? These would be requirements of site plan approval and Planning Staff would review the plans to ensure that they complied with the design requirements.
- Some of the example lights shown on page 42 of the DG are not allowed per current OC lighting ordinance – please correct. The Carlyle Acorn would be permitted provided it has a cover above it. Additionally, all lighting would still need to be approved by the County, per the design guidelines. Proffers cannot relax existing ordinance requirements, so in the event there was a conflict between the proffers and the lighting ordinance, the ordinance would control.
- Would you please explain the need/requirement/intent for building heights of 80’ and 100’? This seems more than our current ordinance and not at all within the scope of a Special Exception which allows for MINOR MODIFICATIONS. From 45’ to 80’ or 100’ does not seem MINOR. The applicant is permitted to apply for a modification per §70-166 of the County Zoning Ordinance. The Board of Supervisors has not referred the application to Planning Commission for review.
- P 8 1.1 Land Use Chart. Many of the permitted uses are undefined and not at all limited. Suggest more concise definitions be provided. For example, what is meant by “manufacturing and processing”? Would an oil refinery be allowed under this term? How is this determined as far as which use would be allowed? Of the land use chart, 8 are not currently presently defined in the Zoning Ordinance. The Zoning Administrator would be responsible for interpreting these uses, and those present in the Zoning Ordinance. This question has also been sent to the applicant.

Please let us know if you have any questions additional questions.

See you all Thursday!

Exhibit B

Via electronic mail

Jan. 31, 2023

To: Kenny Dotson, Applicant,
Charlie Payne, Applicant's Agent,
Zac Lette, LPDA,
Keith Oster, SDI,

Cc: Josh Frederick, Planning Manager
Nicole Ganoe, Development Services Director

From: Eric Bittner, Planner

RE: REZ 22-03; Wilderness Crossing; Planning Commission Questions

Mr. Dotson,

The Planning Commission has requested the below questions and comments be forwarded on to you and your team for responses. Please provide responses prior to the Feb. 9th Worksession.

Please answer/provide the following:

1. Provide the Commission with a more comprehensive view of the area around the historic Pilgrim Baptist Church including showing the new alignment and relocation of Pilgrim Church Road from Route 3 (and show current alignment of Pilgrim Church Road). Recommend identifying appropriate parking area on Church grounds in consultation with Chairman Brooks in advance of providing the information.

WC Response: Agreed. Our consultant LPDA will provide a revised exhibit. We will also update our proffer statement to reflect the new exhibit.

2. Provide the estimated volume of water for each of the two proposed reservoirs would hold at the proposed locations.

WC Response: There are three possible water impoundment configurations that yield different approximate storage volumes. The possible storage volumes are based on a comparison between an estimation of the highest realistic water surface elevation and the existing ground information acquired by aerial photogrammetry (provided by the property owner). The estimated maximum possible volumes of each of the three possible water impoundments are as follows:

- **Rapidan Tributary Impoundment (located on a particular unnamed tributary of the Rapidan that extends into the Project): Approximately 228M Gallons or 700 Acre-Feet**

- **Shotgun Branch Impoundment (a tributary of Wilderness Run located entirely within the Project): Approximately 369M Gallons or 1,134 Acre-Feet**
- **Wilderness Run Impoundment (a combination of Wilderness Run and associated tributaries spanning Orange and Spotsylvania Counties): Approximately 1,093M Gallons or 3,357 Acre-Feet**

Any of the water impoundment configurations will require a very significant permitting effort and, in all likelihood, cooperation between two (or more, if possible) municipalities, each of which must collaborate on demonstrating a purpose/need for creation of the reservoir. The Project Team has collaborated with Tim Clemons with RSA relative to the strategic planning associated with future water needs and how impoundments may fit into that strategy. Continued discussion related to creation of possible water impoundment areas is contingent upon other environmental testing that is committed to be conducted across the Project.

3. What is the acreage estimate for each of the proposed reservoirs? In other words, how many acres will the reservoirs take in terms of the 2,618 total acres?

WC Response: The approximate surface area associated with each of the three possible water impoundment configurations are as follows:

- **Rapidan Tributary Impoundment (located on a particular unnamed tributary of the Rapidan that extends into the Project): Approximately 40.5 Acres (entirely within Project)**
- **Shotgun Branch Impoundment (a tributary of Wilderness Run located entirely within the Project): Approximately 81.3 Acres (entirely within Project)**
- **Wilderness Run Impoundment (a combination of Wilderness Run and associated tributaries spanning Orange and Spotsylvania Counties): Approximately 315 Acres (162 Acres within Project)**

Of the 2,618 Acres associated with the Wilderness Crossing Project, the possible configurations of the tributaries yield the following summary acreages:

- **Rapidan Tributary Only - ~1.5% of the total area**
- **Shotgun Branch Only - ~3.1% of the total area**
- **Wilderness Run Only - ~6.2% of the total area**
- **Rapidan Tributary + Shotgun Branch - ~4.6% of the total area**
- **Rapidan Tributary + Wilderness Run - ~7.7% of the total area**

4. What stage in the development do you anticipate a reservoir will be needed to provide enough water to meet their needs?

WC Response: Based on the information provided by RSA relative to the total needs of the buildout development, the current and planned water production, and the current and planned wastewater treatment capacities of the RSA-owned facilities, there is no anticipated need for supplemental reservoirs to satisfy the water needs for the Wilderness Crossing Project in conjunction with the other water needs in the area.

5. Will the applicant provide an additional 50 feet of planted buffer (total of 100 feet plus ROW) along Route 3?

WC Response: Please note that the buffer as presented and revised exceeds the County's zoning ordinance requirements. Requiring more buffering may limit the commercial viability of the project. The total depth of the commercial area, when considered in conjunction with a functional cross-street network, is already at the depth limit for viability. However, we are open to further discussions on this topic and reaching out to potential commercial/retail development partners to solicit their input

6. Does the current proposed buffer include a mounding or raised area within its scope? If so, at what locations?

WC Response: This is a site plan matter that will be determined by grading.

7. Will the applicant include in their plans a noise ordinance to protect the residential areas from noise generated by the economic development zones and other commercial/industrial activities?

WC Response: The industrial components of this project are planned to be solely on their respective land bays and not intermixed with residential uses. There should be more than adequate setbacks to address any noise issues.

8. Based on comments at the January 19th work session, will the applicant raise the minimum requirements in the design guideline to better reflect Orange County and also to increase the overall quality of future projects? If so, please provide new or revised schematics and design guidelines for review at the February 9, 2023 meeting.

WC Response: Our consultant LPDA will address. We will present high level concepts of a streetscape that we created using imagery from Gordonsville and Middleburg. This reflects some of the design features from NewTown too.

9. Based on comments at the January 19th meeting, please change the phasing presented in the applicant's powerpoint presentation to be consistent with the current proffer statement or revise the current proffer statement to denote the phasing plan presented in the powerpoint and present the change or revision at the February 9, 2023 Commission meeting.

WC Response: Acknowledged

10. Provide an exhibit that confirms the location on the generalized development plan and show the cross-section graphic for any and all four lane divided roads contained within the 2,618 acre development area.

WC Response: Our transportation consultant Groove Slade is prepared to present at the next work session.

11. Please define neighborhood for purposes of determining what a neighborhood means in relation to interpreting the design guidelines.

WC Response: Will develop a high level concept plan to address.

12. How many separate neighborhoods are planned for the residential land bays? Will there be more than one neighborhood permitted in each residential land bay?

WC Response: The landbays represent developable areas of the site where bisected by roads or major environmental features. Pursuant to the land use chart, a landbay can have any

combination of the representative uses. In general, the term neighborhood would apply to a housing type in each landbay, for example, a group of townhouses would represent a neighborhood.

13. How many separate HOAs are planned for the residential land bays? Will there be more than one HOA permitted in each residential land bay or will one HOA be able to govern two or more residential land bays?

WC Response: It will depend, as each land bay could have a separate HOA as they will/could be separate neighborhoods, all subject to the same underlying design guidelines and proffer statement.

14. Will the applicant change the proffer statement denoting land dedications that gives Orange County the final decision authority on the upper limit of land dedication acreage. (for example, if the applicant only wants to give 20 acres for the proposed regional park, Orange County shall have the express authority to require the applicant to dedicate all proposed “up to” acreage noted in Section C of the Proffer Statement.

WC Response: We will revise the proffers to state the total acreage vs. an “up to” amount.

15. Will the applicant provide a minimum number of pocket parks in each neighborhood? If so, please state provide the new language that would be added or changed in the design guidelines manual.

WC Response: As above response #11

16. Will the applicant require a minimum number of neighborhood Clubhouses or Clubhouse complexes in the development? If yes, how many?

WC Response: We will revise our proffer statement to include the following:

“ All amenities for the Project are as generally described and depicted under the Design Guidelines. The Applicant will provide at least three (3) community (private) club houses and pools within the Project, and the trail system as generally shown on the GDP and in the Design Guidelines.

17. Will the applicant limit the number of data centers and warehouse & distribution facilities that can be sited on the 2,618 development site?

WC Response: We do. They can only be sited on Landbays X, W V and T as shown on our land use chart, which is proffered, and there is a limited time period for them to be located exclusively on said landbays.

18. Please provide additional information regarding the Wilderness Crossing Review Board:

- a. Who is the “Master Developer”? **WC Response:** KEG III or its assignees.
- b. How are decisions envisioned to be made? Again, this presents an opportunity to talk about the establishment of a Master Association and where sub associations are established. **WC Response:** Very premature at this stage, and this will be addressed in future development agreements. The typical model is underlying restrictive covenants and developments requirements along with HOA governing documents for each association will govern. This will be refined once as the project is developed.

- c. Who funds the consulting engineer, Architect, Landscape Planner? And whose interests do they represent? **WC Response: As above**
- d. Is "Current member of adjacent community HOA" intended to be a person from Lake of the Woods? If so, please state. **WC Response: the make-up on the HOA has yet to be determined**
- e. The Design Guide states "commercial" and "residential" buildings must be submitted and approved by the WCR – what about "Flex/Light Industrial" and "Institutional/Civic"? **WC Response: Yet to be determined and we desire to reserve flexibility**
- f. General comment: The WCR seems VERY "Master Developer" heavy at particularly the onset of the project but also over the life of the project. Conceivably on day one the "Master Developer" would have their own representatives in five of the seven member slots. **WC Response: This has yet to be finalized and determined. At this juncture, we are too early in the process.**

19. The non-residential standards only seem to apply to the mixed-use district. What elements of the design standards pertain to the economic development land bays?

WC Response: As noted above under 18 e.

20. What lighting standards will apply to non-residential public and private streets and commercial, light industrial, civic sites and buildings? Please consider the lighting design used for the new Orange County Public Safety building near the airport. It is VERY well done.

WC Response: All lighting will be pursuant to VDOT standards on public roads and pursuant to County code on private development sites in the project.

21. How will the Master Developer evaluate water supply capacity and traffic count for potential future light industrial uses? Eg. A data center or a logistics (Amazon-like) distribution facility?

WC Response: Our traffic study has already taken this into account, and our internal road network (e.g. parkway) will be able to effectively handle the traffic load

22. P 8 1.1 Land Use Chart. Many of the permitted uses are undefined and not at all limited. Suggest more concise definitions be provided. For example, what is meant by "manufacturing and processing"? Would an oil refinery be allowed under this term? How is this determined as far as which use would be allowed?

WC Response: The land use chart contemplates the existing land use definitions as defined by the zoning ordinance and adds uses deemed appropriate by the applicant for the project. Uses not specifically listed as allowed or disallowed by the chart would require Board of Supervisors action in the future. Please remember that this is a 40 year project. There will be land uses that present themselves in the future that are not currently contemplated by the applicant or County.

23. Suggest, like a zoning ordinance and other ordinances, that a "Definitions" section be added to the Design Guidelines.

WC Response: Related to 22 and 23, most of the uses in the land use chart are in their Zoning Ordinance definitions. Uses, like mining, that are a part of the ZO definitions are excluded from the land use chart because they are not an appropriate use for a Planned Development. Beyond that, all the land use chart does is provide more clarity to zoning ordinance uses and uses that match the intent of our application.

Sincerely,

Eric Bittner