

PD-33-12

Breeden Investment Properties, Inc.

Assessor's Parcel No. 24-68-2

Application No. PD-33-12 seeks to amend the York County Zoning Map by reclassifying an 11.39-acre parcel of land located at 2500 Fort Eustis Boulevard (Route 105) from GB (General Business) to PDR (Planned Development Residential). The property owner has voluntarily proffered that the property will be developed in accordance with a master plan depicting both residential and commercial structures, with a maximum of 92 multi-family dwelling units (10 dwelling units per acre), and with exterior building materials for all structures consistent with examples submitted.

Attachments:

- Staff Report
- Zoning Map
- Survey
- Narrative Description
- Sketch Plan
- Yorktown Arch Elevations
- Proffer Statement
- Fiscal Impact Analysis
- Traffic Impact Memorandum
- Proposed Resolution No. PC12-9

COUNTY OF YORK

MEMORANDUM

DATE: July 2, 2012 (PC Mtg. 7/11/12)

TO: York County Planning Commission

FROM: Earl W. Anderson, AICP, Planner

SUBJECT: Application No. PD-33-12, Breeden Investment Properties, Inc.

ISSUE

This application is a request to amend the York County Zoning Map by reclassifying an 11.39-acre parcel of land located at 2500 Fort Eustis Boulevard (Route 105) from GB (General Business) to PDR (Planned Development Residential). The property owner has voluntarily proffered that the property will be developed in accordance with a master plan depicting both residential and commercial structures, with a maximum of 92 multi-family dwelling units (10 dwelling units per acre), and with exterior building materials for all structures consistent with examples submitted.

DESCRIPTION

- Property Owners: Triple Feature Associates, c/o Mike B. Mausteller
- Location: 2500 Fort Eustis Boulevard (Route 105)
- Area: Approximately 11.39 acres
- Frontage: Approximately 420 feet on Fort Eustis Boulevard and approximately 280 feet on Route 17
- Utilities: Public water and sewer
- Topography: Relatively flat
- 2025 Land Use Map Designation: General Business
- Zoning Classification: GB – General Business
- Existing Development: None
- Surrounding Development:
 - North: Yorktown Animal Hospital, and across Fort Eustis Boulevard Colonial Harbor Retirement Community and McDonalds fast food restaurant, Bojangles fast food restaurant, and across Route 17 Patriots Square shopping center

East: Across Route 17 Wendy's and Arby's fast food restaurants

South: The Quarters of York County quadruplex residential subdivision common area and entrance

West: The Quarters of York County and Wood Towne Quarters townhome subdivision

- Proposed Development: Planned Development consisting of a maximum of 92 multi-family units and a minimum of 15,000 square feet of commercial space

CONSIDERATIONS/CONCLUSIONS

1. The subject parcel is located in the southwest quadrant of the intersection of Route 17 and Fort Eustis Boulevard (Route 105). The total area of the property, which is zoned GB (General Business), is 11.39 acres. The Comprehensive Plan designates this area for General Business development along Route 17 and Fort Eustis Boulevard, and the adjacent area to the west is designated Multi-Family Residential, which envisions residential densities up to a maximum of 10 units per acre. The entire site lies within the Mixed Use overlay designation that encompasses the intersection of Route 17 and Fort Eustis Boulevard. Specifically with regard to this area, the Land Use element of the Plan states,

“As the crossing of two of the County’s principal highways, the intersection of Route 17 and Route 105 represents a major transportation node and a significant opportunity for mixed-use development. This underdeveloped node is designated as a potential “village center” in the Route 17 Corridor Plan, because of its central location at the intersection of two major arterial highways and the proximity of commercial frontage to high-density housing areas (which are designated Multi-Family Residential), all of which creates the potential for a pedestrian-oriented mix of uses anchored by commercial development at each of the four quadrants comprising the intersection.”

2. Development in the area of the proposed project is a mix of residential and non-residential uses. Commercial development within a quarter-mile of the project site includes the Patriots Square shopping center, four fast-food restaurants, a gas station, a tattoo parlor, a contractor's shop, a vet clinic, a multi-tenant commercial building, an art gallery, a telecommunications tower, and a church. Residential development within the area includes Settler's Crossing subdivision (single-family detached homes) The Quarters of York County (a quadruplex development), Wood Towne Quarters (townhouses), the age-restricted Colonial Harbor apartment complex, and the Clairmont Apartments. Also within the area are the currently under construction site of the Nelson's Grant mixed-use development (approved April 20, 2010), and the future site of Yorktown Crescent mixed-use development (approved June 21, 2011).
3. The intent of the PDR district is “to encourage innovative and creative design and to facilitate use of the most advantageous construction techniques in the development

land for a variety of compatible land uses.” As stated in Section 24.1-361 of the Zoning Ordinance, proposals should specifically:

- Ensure ample provision and efficient use of open space;
- Promote high standards in the layout, design and construction of development;
- Promote development of superior projects or communities; and
- Achieve a mixture of uses and types of uses when appropriate.

The proposed Yorktown Arch development would consist of 92 multi-family residential units, at least 15,000 square feet of commercial space, and 1.693 acres of parks and green space. The property would be subdivided between the residential buildings and the commercial buildings with 9.2 acres being residential and the remainder for commercial use. The proposed townhomes are intended to be rental units and would be developed immediately by Breeden Investment Properties. The remaining commercial area would stay under the ownership of Triple Feature Associates and would be developed in response to market interest and demand. Maintenance of the grounds, access drives, alleyways, parking lots and open space will be the responsibility of the property owners (i.e., Breeden and Triple Features), either individually (e.g., for those facilities solely on their individual parcels), or jointly (e.g., for any shared driveways, common areas, etc.).

4. The parcel is highly visible from both Route 17 and Fort Eustis Boulevard. Architectural design is of paramount importance with any Planned Development, perhaps even more so in this case because of the project’s size and prominent location. The applicant has proffered that commercial exterior building façades would be constructed of brick, EIFS over cement-board or concrete masonry unit; colored to match residential siding colors and that residential exterior building façades would be constructed of brick on gable ends and beaded vinyl siding with white aluminum trim. The attached Yorktown Arch Elevations contain additional details, including brick, shingle, and color samples. The applicant also submitted a sketch plan and architectural renderings that incorporate architectural guidelines for the development of the property. The elevations for the multi-family units show a maximum height of approximately thirty feet (30’). The non-residential building elevations, though not scaled, depict structures similar in height and size to the multi-family unit elevations. Pursuant to Section 24.1-361(d)(4)(d) of the Zoning Ordinance, the multi-family units can be no taller than forty feet (40’) and non-residential structures no taller than fifty feet (50’). Additionally, the applicant has submitted an elevation of the colonnade and pergola, which would buffer the proposed commercial area from the Bojangles site. With these proffers, standards, and requirements in place, staff believes the development would be an aesthetically appealing addition to both the Fort Eustis Boulevard and Route 17 corridors.
5. The PDR regulations, Section 24.1-361(h), set out standards for transitional buffering between the development and adjacent properties and landscaping between nonresidential and residential uses within the development. The concept plan delineates a 25-foot transitional buffer surrounding the proposed development, running along Route 17 and Ft. Eustis Boulevard, around the existing GB-zoned

vacant and veterinary clinic parcels along Ft. Eustis Boulevard and abutting the existing Wood Towne Quarters and the Quarters of York County residential developments. The 25-foot wide buffer would, according to a notation on the applicant's proposed master plan, be designed to have landscape plantings equal to what would be required in a 35-foot transitional buffer, thus increasing the density of the landscape plantings and offering a greater degree of screening for the abutting residential uses, as well as the proposed multi-family units. A specially designed landscape strip is shown between the existing Bojangles fast food restaurant site and the proposed commercial area. This area is proposed to incorporate an architectural colonnade and pergola supplemented by plantings. The applicant has submitted the Yorktown Arch Elevations, Rendering View Two to depict the fully developed condition for the colonnade and the commercial buildings beyond. Additionally, between the proposed residential and nonresidential area the concept plan shows a berm and hedgerow to help buffer the commercial parking area from the adjacent multi-family units. The street network is shown to be tree-lined with multiple connections to the community greens, park, and natural area, which are all landscaped.

6. Section 24.1-361(e) of the Zoning Ordinance requires at least 25% of the gross area of any PDR development to be reserved as open space designed and improved or maintained for use by those who live or work within the development or such other persons or groups as the property owners association may allow. According to information submitted by the applicant, Yorktown Arch would have a total of 5.9 acres (51.6%) of open space, including buffers, landscaped areas between buildings, and landscaped strips adjacent to buildings and parking areas. Excluding these areas, the total remaining open space with active/passive recreation components, according to the applicant, is 1.7 acres (18.4% of the residential area), which meets the requirement for 10% of the total gross area of the residential portion of the PDR development to be reserved specifically as recreation areas.

Although the numerical guideline for open space appears to have been met, the open space is generally scattered throughout the development rather than being "in one centrally located contiguous parcel and [be] suitable to accommodate a combination of active and passive recreational activities appropriate for the residents of the development" as the PDR provisions state. However, the Ordinance does allow recreation areas to be in two or more areas to provide more accessibility. In the applicant's proposal, the recreation areas are broken into two community greens, a community park, and a natural area with a tot lot and bike facilities, as well as, sidewalks throughout the development. These areas are directly accessible by most of the residential units and, in staff's opinion, are appropriately located and consistent with the intent of the PDR provisions.

Furthermore, the PDR provisions require that developments provide "core recreation facilities" unless the market orientation clearly dictates otherwise. These facilities should include a swimming pool (for 200 or more dwelling units), tennis courts, playground and picnic facility, multi-purpose activity field and pedestrian and bicycle facilities. The applicant has stated that the "project has been carefully

designed to maximize its recreation opportunities and to create an aesthetically pleasing environment through its landscaping, layout, and architecture that establishes a sense of place and...community.” The proposal shows tree-lined streets and sidewalks throughout the development, which provide connections to the common areas and adjacent shopping and restaurants and provide the community with active pedestrian and bicycling recreation. The proposal does meet the threshold for requiring a swimming pool and does not include a tennis court; however, it does include a tot lot and multiple areas for active and passive recreation. In staff’s opinion, the proposed recreation facilities are appropriate for the size of the residential project.

7. The PDR regulations do not address signage, so staff has proposed a condition that signs for the commercial area be permitted in accordance with the provisions applicable to the LB (Limited Business) zoning district. More specifically, the condition requires all freestanding identification signs to be of a monument type, with a maximum sign area of 40 square feet and the maximum height would be six feet (6’). In addition, and consistent with ordinance provisions, the applicant is proposing to install community identification signs at all entrances to the development.
8. Unlike the requirements for previously-approved mixed-use developments under the terms of the Planned Development Mixed Use (PDMU) district, the PDR regulations do not require sequencing of the residential and commercial components. Permitted land uses within PDRs include single-family detached and attached dwellings, multi-family dwellings, senior housing, multiple public and semi-public uses, accessory uses, and commercial and retail uses permitted in the Limited Business (LB) and Neighborhood Business (NB) districts. The PDR provisions indicate that any commercial and retail uses should be “designed, located and scaled in proportion to the overall size of the planned development and located so as to be internally-oriented, pursuant to Section 24.1-361(c)(4) of the Zoning Ordinance. Additionally, the PDR provisions allow the Board of Supervisors to approve opportunities for other commercial uses in addition to those allowed by the NB and LB provisions and, in that regard, the applicant has requested (by virtue of the wording of the proffers) that household furnishings and furniture sales, drug stores, and fast-food restaurants also be allowed.

The concept plan shows the commercial use oriented around the existing Bojangles fast food restaurant in the northeast corner of the proposal. The buildings form an arch around the existing commercial use, with a separating colonnade and pergola between the buildings and the parking area for Bojangles. Though not internally oriented to the residential uses, the commercial area is connected via sidewalks and streets to the residential area, while also maintaining a visual presence on Route 17 and Ft. Eustis Boulevard.

9. In general, townhouses and rental units have fewer school-age children per unit than do single-family detached homes. Based on the number of school students living in fairly comparable developments located in the same general market area as

Yorktown Arch (0.34 student per unit), staff estimates that Yorktown Arch, if approved, can be expected to generate up to 32 school students – 17 in elementary school, 8 in middle school, and 7 in high school. The applicant’s fiscal impact analysis projects a total of 28 students based on an average of 0.3 students per dwelling unit. Based on current school attendance zone boundaries, these students would attend Yorktown Elementary School, Yorktown Middle School, and York High School, all of which currently have excess capacity, as noted in the following table:

School	Enrollment	Capacity	Surplus/Deficit
Yorktown Elementary	646	734	+88
Yorktown Middle	758	1,002	+244
York High	1,059	1,214	+155
TOTAL	2,463	2,950	+487
<i>Note: Enrollment (Average Daily Membership) and program capacity figures as reported by the York County School Division for March 2012</i>			

Table 2: School Enrollment and Capacity, Yorktown/York Attendance Zones

Although the incremental impact of this development on school enrollment is relatively small, it should be noted that there is already a significant amount of subdivision activity pending or planned in these attendance zones. Two mixed-use developments – Nelson’s Grant (approved by the Board of Supervisors in April 2010) and Yorktown Crescent (approved by the Board of Supervisors in June 2011) – are located in the same attendance zones as Yorktown Arch and are projected to generate an additional 93 students (47 in elementary school, 22 in middle school, and 24 in high school). When these future students are included, the surpluses decline to 24 students at Yorktown Elementary, 214 at Yorktown Middle, and 456 at York High. It should also be noted that there are a combined total of over 400 future dwelling units in subdivisions in these attendance zones that are either approved or under review. This expected future development activity has led the School Board to propose construction of a new elementary school in the 2014-15 fiscal year to accommodate projected growth in this area of the County. (This request has not been included in the adopted Capital Improvements Program.)

- As depicted on the sketch plan, Yorktown Arch would have multiple points of ingress/egress including two points off Generals Way, an access from the existing Bojangles parking area, and four points from the private ingress/egress easement off Ft. Eustis Boulevard. The access points along Generals Way would include a right in/right out (RI/RO) access approximately 30 feet west of its intersection with entrance from Route 17 and a connection at the cul-de-sac end.

The Virginia Department of Transportation (VDOT) has reviewed the application and traffic impact analysis and has noted that the spacing of access points is not consistent with its Access Management Regulations. Specifically, the two proposed access points on Generals Way do not meet the spacing standards, from Route 17 and Ellis Drive, respectively, and the developer will have to apply to VDOT for an exception; however, VDOT has indicated that because of the other access points,

such as the exception may not be granted. Consequently, it is possible that the overall layout of the project might have to be adjusted and, if changes would *materially alter points of access*, Section 24.1-362(c)(7) of the Zoning Ordinance would require that the developer apply for an amendment to the overall development master plan to be processed and reviewed in accordance with the same procedures applicable to an initial Planned Development submission (i.e., with public hearings before the Planning Commission and Board of Supervisors).

11. According to the applicant’s traffic impact analysis, the proposed development can be expected to generate an average of 1,346 daily vehicle trips, including 49 trips in the AM peak hour and 109 trips in the PM peak hour, based on the Institute of Transportation Engineers’ (ITE) *Trip Generation* manual (8th edition). Based on these traffic forecasts, the study indicates that Yorktown Arch project would have little effect on the Levels of Service (LOS)* at the intersection of Route 17 and Route 105, but would increase delay time at the Route 105/McDonalds and Route 105/Yorktown Arch/Bojangles intersections.

The traffic study analyzed the project’s impact on LOS at the various intersections and the results are shown in table below.

Intersection	AM/PM Peak-Hour Level of Service		
	Current	Without Development	With Development
	2012	2017	2017
Route 17/Ft. Eustis Blvd	C/D	D/E	D/E
Ft. Eustis Blvd/McDonald/Colonial Heritage	F/F	F/F	F/F
Ft. Eustis Blvd/Bojangles/Veterinary	C/F	D/F	E/F
Ft. Eustis Blvd/Bojangles/Veterinary prohibit	C/F	D/F	E/C
Rt. 17/Generals Way	B/A	B/A	B/B
<i>Prohibit - restricted turn movements during PM peak hour, see below.</i>			
<i>Source: Traffic Analysis for Yorktown Arch (April 30, 2012) and Memorandum, Yorktown Arch, Response to Comments prepared by DRW Consultants, LLC (June 20, 2012) both prepared by DRW Consultants, LLC.</i>			

Table 3: Peak-Hour Capacity Analysis, Yorktown Crescent

VDOT reviewed the traffic impact analysis and has expressed concerns about how traffic will be handled. Much of the traffic generated by the proposed development would gain access to the public roadway network (Routes 17 and 105) via a private frontage road and the existing entrance on Route 105. Because of the short throat distance at the Route 105 entrance, it will be difficult to avoid impacts on Route 105 traffic flow. The analysis predicts that the existing entrance at Route 105 would remain at a LOS F, as it currently is, with or without the development; however, the delay in the PM peak hour would greatly increase from 51.4 seconds to 264.2 seconds. The intersection would not meet design standards for signalization because of the short distance to the Route 17/Route 105 signal and, given the existing development on both sides of Fort Eustis Boulevard, it is not feasible to think that the intersection/median break could be moved further west to increase that separation distance.

In response to VDOT's concerns, the applicant's traffic engineer has proposed that the entrance/exit to Ft. Eustis Boulevard include new stop signs on the frontage road from Bojangles and the veterinary hospital, as well as the existing stop at the exit onto Fort Eustis Blvd. The applicant is also proposing additional signage to prohibit left turn or straight movements, Monday through Friday from 4:00 to 6:00 pm (see attached Exhibit 1, Regulatory Sign Plan). With this prohibition, the applicant's traffic engineer states that the intersection will function at a LOS C with only a 15.6-second delay.

In any evaluation of the traffic impacts of the proposed development, it should also be noted that residential development typically generates significantly fewer vehicle trips per acre than does commercial development; therefore, almost any rezoning from commercial to residential reduces the traffic impact below that which would likely occur if the property were developed in accordance with the existing zoning. For example, application of ITE traffic estimation procedures to the subject 11.39-acre parcel would yield an estimated 5,826 weekday trips (assuming 100% commercial development) as compared to the 1,346 weekday trips projected for the proposed residential/commercial project. In other words, denial of this application based on traffic concerns does not assure that development in accordance with the existing GB classification would have less impact.

12. The property is located within the Watershed Management and Protection Area (WMP) overlay district (Section 24.1-376) and is subject to the provisions of the Chesapeake Bay Preservation Areas Ordinance (Chapter 23.3) because of its location within the Resource Management Area (RMA). Accordingly, during site plan review a Natural Resource Inventory, to include wetlands delineation, would be required.
13. Virginia Department of Historic Resources (VDHR) mapping data indicate the possible presence of an archeological site in the area of this project. The VDHR has reviewed the site and determined that the site is not eligible for national registry and development of the property can proceed with the caveat that if cultural features or deposits are unexpectedly encountered during the construction process, all work should be stopped and VDHR should be contacted.
14. The applicant has submitted a fiscal impact analysis of the proposed development, prepared by the Wessex Group, which concludes that Yorktown Arch would have a negative net fiscal impact on the County of -\$25,150. The net present value of the cumulative fiscal impact over twenty years is calculated to be \$1.4 million, based on an assumed average household size of 2.74 persons and 0.3 school students per housing unit in Yorktown Arch. The Wessex Group, also developed an alternate fiscal impact model using a lower ratio of students per household based on existing demographics of two developments - Riverwalk Towns (155 residents with 15 school age children living in 88 units) and the adjacent The Quarters of York County (121 residents with 17 school age children in 68 units). This alternative analysis

yielded a positive net fiscal impact estimate of \$58,360 with a net present value of \$1.4 million.

In addition, the office, retail, and restaurant components of the project are estimated to create 33 permanent jobs in addition to the 74 temporary construction jobs that will be created during the development of the entire project. Of course, if the parcel were fully developed in accordance with the existing GB zoning, the net fiscal impact would be expected to be positive.

RECOMMENDATION

Although the Comprehensive Plan designates this general area as General Business, it directly abuts an area designated Multi-Family Residential, and land use designations in the Plan are not parcel-specific. In addition, the Mixed Use overlay designation suggests that residential uses could potentially be considered consistent with the Plan. In this context, the proposed rezoning can be viewed as an extension of the adjacent multi-family residential land use pattern, resulting in a compatible development that will generate less traffic at this major intersection than would a commercial development while retaining commercial acreage where it is most viable.

One of the overall goals behind the planned development concept is the creation of special places that stand apart from conventional development. The proposed development does indeed incorporate several design features that set it apart from other developments in the County, such as narrow tree-lined streets with parallel parking, shallow front yard building setbacks, and a high degree of pedestrian connectivity in a relatively compact “new urbanist” form. These are features customarily found in planned developments and would appear to be appropriate in this area and compatible with the surroundings.

The greatest concern with development of this site, whether under the existing or proposed zoning, is the overall traffic impact on the adjacent roadway network. If the site were developed with a shopping center or other allowable GB uses, the potential traffic could be significantly greater than that anticipated with the proposed PDR development. While commercial site traffic impacts can be addressed through roadway, intersection, or signalization improvements in most instances, the existing development patterns, roadway configurations, and intersection/median break spacing at this site preclude implementation of those typical solutions. Accordingly, this proposal, which will result in a significantly lesser traffic impact than would a 100% GB development scenario, appears worthy of consideration.

Based on the considerations and conclusions as noted, staff believes that the project is appropriate for the location and consistent with the Comprehensive Plan and the intent of the PDR ordinance. Therefore, staff recommends that the Commission forward this application to the Board of Supervisors with a recommendation of approval subject to the conditions set forth in proposed Resolution No. PC12-9.

Attachments:

- Zoning Map
- Survey
- Narrative Description
- Sketch Plan
- Yorktown Arch Elevations
- Proffer Statement
- Fiscal Impact Analysis
- Traffic Impact Memorandum
- Proposed Resolution No. PC12-9

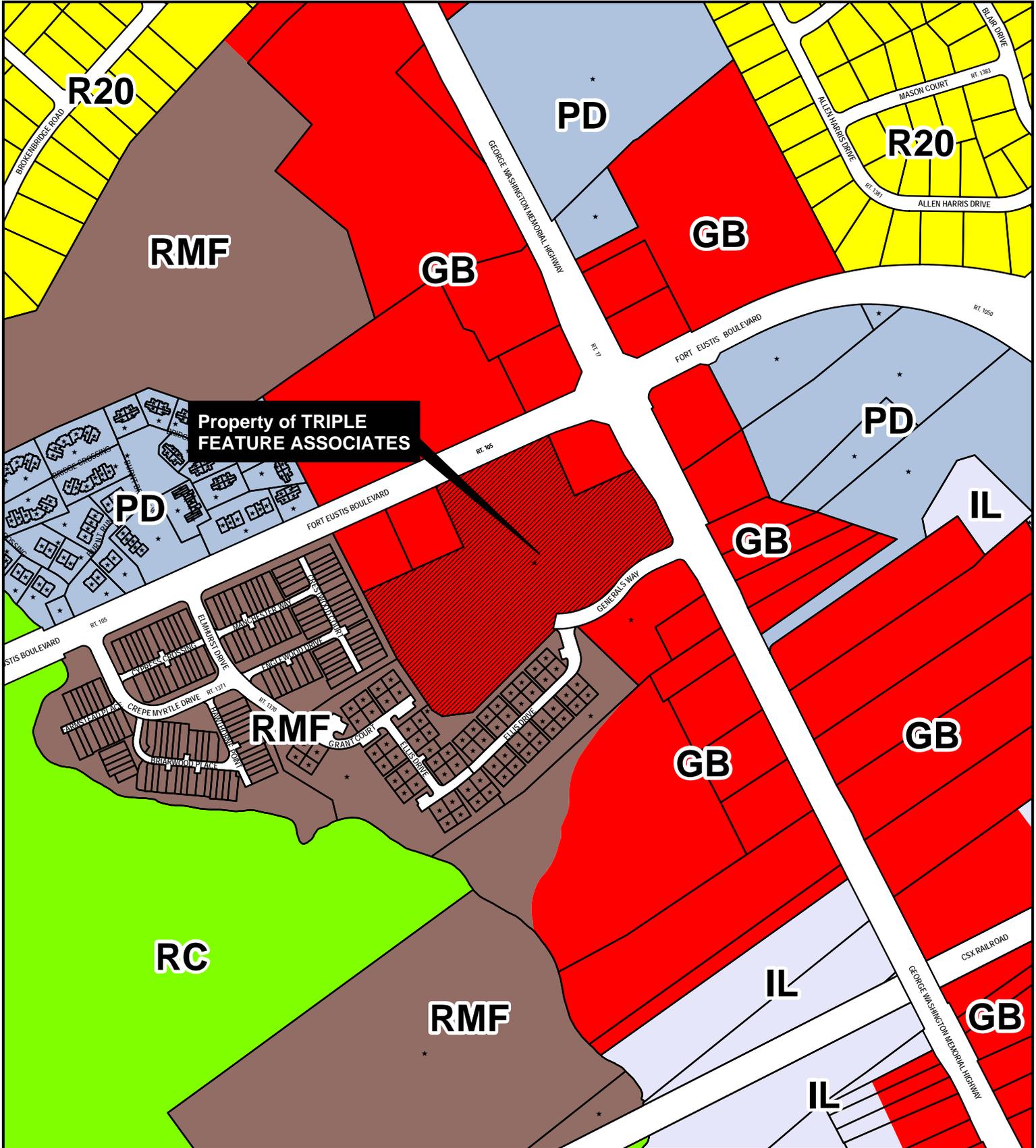
APPLICANT Breeden Investment Properties, Inc.

Request to rezone a portion of a parcel of land from General Business (GB) to Multi-Family Residential (RMF).

2500 FORT EUSTIS BLVD

ZONING MAP

APPLICATION NUMBER: ZM-134-12



★ = Conditional Zoning



Printed on March 01, 2012



SOURCE: YORK COUNTY GIS PARCEL DATA and ZONING COVERAGE

THIS IS NOT A LEGAL PLAT. This map should be used for information purposes only. It is not suitable for detailed site planning.

CURVE TABLE						
CURVE	RADIUS	LENGTH	TANGENT	DELTA	CHORD BEARING	CHORD
C1	25.00'	39.26'	24.99'	89°58'58"	S20°51'13"W	35.35'
C2	300.00'	156.35'	80.00'	29°51'41"	S50°54'34"W	154.59'
C3	250.00'	234.09'	126.42'	53°38'57"	S62°48'12"W	225.63'
C4	300.00'	10.11'	5.06'	1°55'53"	S88°41'41"E	10.11'
C6	511.80'	33.30'	16.66'	3°43'40"	S25°59'52"E	33.29'

Curve "C5" not used

Additional Notes:

"Location of the proposed subdivision line as shown, is based solely off of road, building, and parking lot locations as shown on "CONCEPT FOR YORKTOWN ARCH - SCHEME 7", prepared by Brandon Currence Architects, and provided to Timmons Group on May 10, 2012"

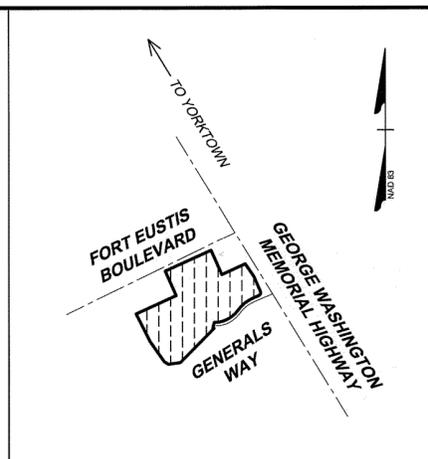
LINE TABLE		
LINE	BEARING	LENGTH
L1	S65°50'25"W	61.57'
L2	S13°06'27"W	51.07'
L3	N58°35'20"W	40.32'

ACREAGE SUMMERY

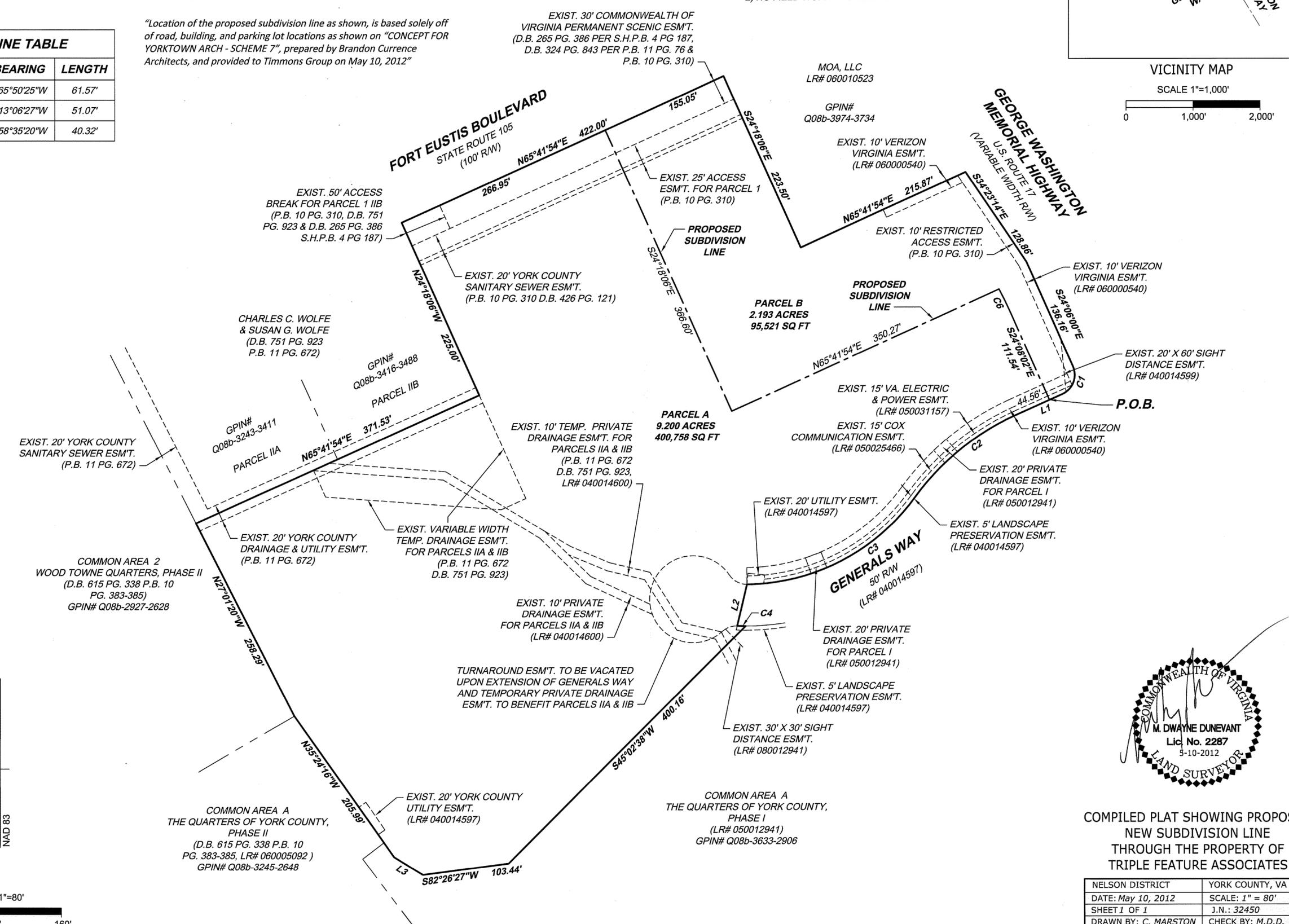
PARCEL A 9.200 AC 400,758 SQ FT
PARCEL B 2.193 AC 95,521 SQ FT
TOTAL 11.393 AC 496,279 SQ FT

NOTES:

- OWNER - TRIPLE FEATURE ASSOCIATES
 PARCEL 1 (11.393 AC)
 (D.B. 273 PG. 87, LR# 040014597-PLAT)
 GPIN# Q08b-3803-3232
 ZONED - GB (GENERAL BUSINESS)
- 1) THIS PLAT WAS COMPILED FROM RECORDS FROM YORK COUNTY COURT HOUSE.
 2) NO FIELD WORK HAS BEEN DONE AT THIS TIME.



THIS DRAWING PREPARED AT THE
CORPORATE OFFICE
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Technology
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COMPILED PLAT SHOWING PROPOSED
 NEW SUBDIVISION LINE
 THROUGH THE PROPERTY OF
 TRIPLE FEATURE ASSOCIATES

NELSON DISTRICT	YORK COUNTY, VA
DATE: May 10, 2012	SCALE: 1" = 80'
SHEET 1 OF 1	J.N.: 32450
DRAWN BY: C. MARSTON	CHECK BY: M.D.D.

TIMMONS GROUP

and

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June 12, 2012

VIA EMAIL (andersone@yorkcounty.gov)

Earl W. Anderson, AICP
York County Department of Planning
P.O. Box 532
Yorktown, Virginia 23690-0532

**Re: Application No. ZM-134-12, Breeden Investment Properties, Inc.
Our matter number 0148050**

Dear Earl:

I write in response to your recent questions regarding (1) our provision of "core recreation facilities" pursuant to the PDR Ordinance, and (2) any proposed measures to address VDOT's concerns over existing and projected delays at the project access to Fort Eustis Boulevard for left turn movements during the p.m. peak hour:

"Core Recreation Facilities"

The project has been carefully designed to maximize its recreation opportunities and to create an aesthetically pleasing environment through its landscaping, layout, and architecture that establishes a sense of place and sense of community. The community is designed to be walkable with tree-lined streets and sidewalks throughout connecting residents to adjacent shopping opportunities and numerous common areas that are available for passive recreation and active play. These common areas include well landscaped and treed community greens and open space, as well as a Tot Lot, and natural area. The porches of the residences have been designed close to the sidewalks with small front yards to foster community cohesiveness and safety, and to preserve larger areas for common use and recreation. Easy bicycle access is allowed and encouraged with bike rack stations as noted on the Master Plan. Alleyways, garages at all units, and parallel parking vehicle management give the pedestrian a comfortable outdoor experience, eliminating the "sea of cars" vista, and encouraging outdoor recreation.

The community is relatively small in scale (under 100 units) and offers a high quality, 3 bedroom townhouse design. This and the "neighborhood" aspects of Yorktown Arch described above are more expensive features and, unlike your typical large apartment complexes, limit the project's ability to

financially justify and support extensive additional recreational facilities. We believe, however, that our approach offers a superior, family-oriented living experience.

Mitigation of Traffic Delays at Ft. Eustis Boulevard Access

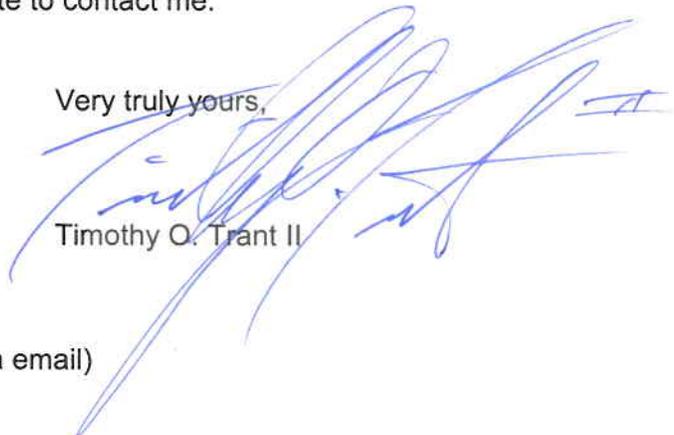
The source of VDOT's concern with the project's Fort Eustis Boulevard access relates to the delays in left turn movements out of the site during the p.m. peak hour. It is important to note that our project does not create the problem and, though our proposed development would contribute to it, the problem exists today. It is also important to note that the proposed development will contribute substantially less traffic to the adjacent road network than a "by right" development scenario under the current General Business Zoning District.

Notwithstanding the above, the traffic impact study gives us some sense of the type of delays that might be experienced by drivers trying to turn left out of the site onto Ft. Eustis Blvd. during the worst traffic conditions of any given day (i.e. the theoretical peak hour). This worst case scenario is not likely to be experienced every day (particularly on weekends) and will not be experienced during the other 23 hours of the day. The volume of traffic potentially affected by this theoretical "peak hour" condition is modest and, in such circumstances as this, it is the experience of the developer and our traffic engineer that it is best to allow unrestricted movement out of the site and to allow drivers to make decisions about travel movements based on actual traffic conditions at the time, as opposed to some theoretical peak hour. If, from time to time, traffic conditions present extended delays for motorists desiring to travel west on Ft. Eustis Boulevard then they will have the ability to make right turns followed by u-turns.

If the applicant must propose some mitigation measures to address this existing traffic condition in order to garner Staff's support for the project, then the applicant would be willing to propose signage restricting left turn movements out of the site onto Ft. Eustis Blvd. at the period(s) during the day when the "peak hour" conditions are most likely to arise. If Staff is willing to entertain this as a possible solution to VDOT's concern, then we will have our traffic engineer prepare a supplemental memo better defining such signage plan for formal incorporation into the rezoning proposal.

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

Very truly yours,



Timothy O. Trant II

11750992_1.DOC

- c: Breeden Investment Properties, Inc. (via email)
- Brandon Currence, AIA (via email)
- Dexter R. Williams, P.E. (via email)



OPEN SPACE ANALYSIS

	ACRES	SQ FT	PERCENTAGE
TOTAL ACREAGE	11.393	486,279	100%
ROADS AND PARKING LOTS	2.582	112,472	22.7%
ALLEYWAYS	0.725	31,581	6.4%
BUILDINGS	1.790	77,972	15.7%
DRIVEWAYS	0.413	17,990	3.6%
TOTAL OPEN AREA	5.883	256,263	51.6%
PARKS AND GREENS	1.693	73,747	14.9%
BUFFERS	0.608	26,484	5.3%

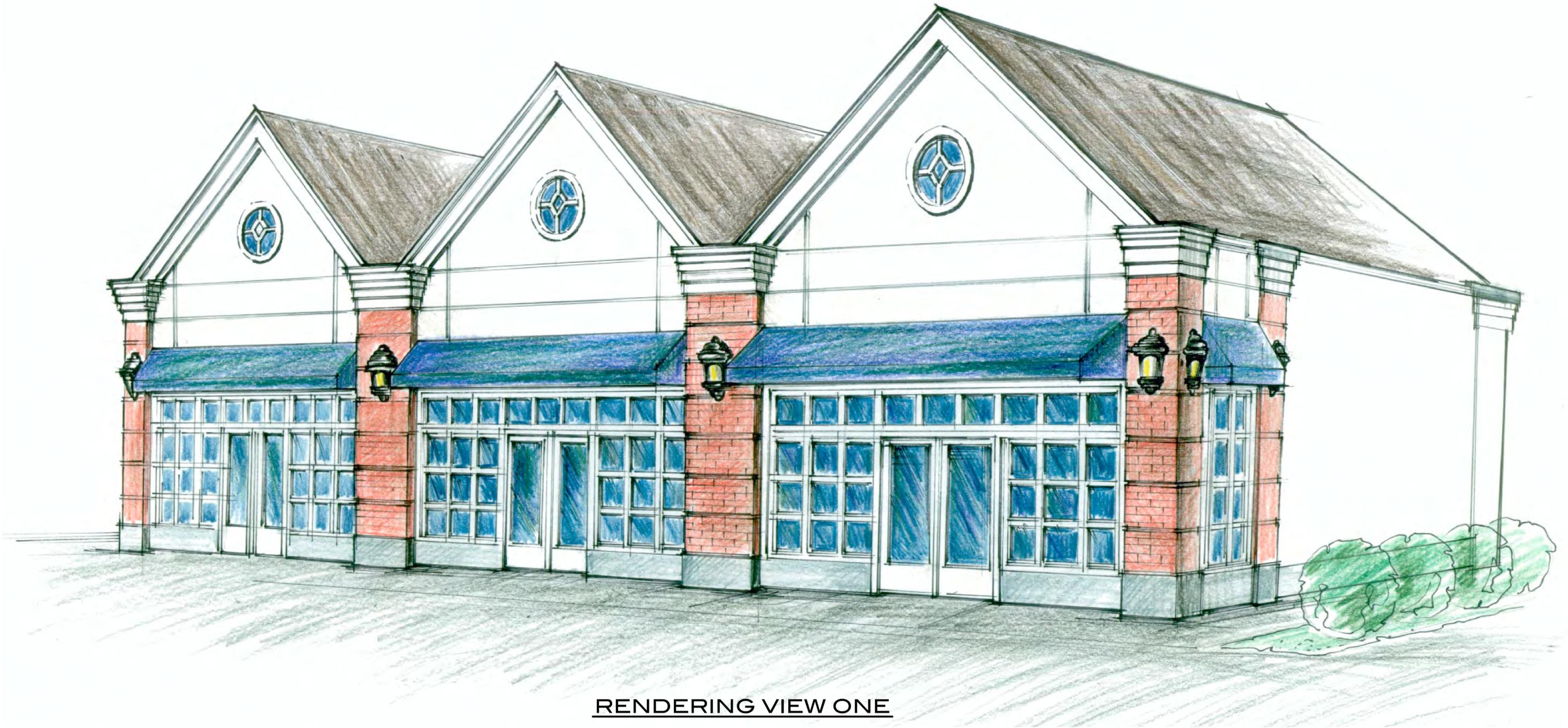
DEVELOPMENT SUMMARY

	Multi-Family Residential (1)	Commercial (2)
Units / Acreage	92 / 9.2	15,000 Sq Ft / 2.193
Parking Required	215	60
Parking Provided (3) (4)	223	62

Notes:
 (1) 2.333 Spaces per Unit
 (2) 5 Spaces per 1,000 Square Feet
 (3) Includes 1 driveway space at each unit and 4 at office
 (4) Does not include Garages (1 single-car at each unit)



PROPOSED ZONING: PLANNED DEVELOPMENT
 BUFFERS: 25' WITH VEGETATION AS SPECIFIED
 FOR 35' BUFFERS



RENDERING VIEW ONE

COMMERCIAL CONCEPT FOR YORKTOWN ARCH
GEORGE WASHINGTON MEMORIAL HIGHWAY AT FT EUSTIS BLVD
YORK COUNTY, VIRGINIA

DEVELOPED BY: MAY 01, 2012
BREEDEN INVESTMENT PROPERTIES
560 LYNNHAVEN PARKWAY, VIRGINIA BEACH, VIRGINIA

BRANDON CURRENCE ARCHITECTS
ARCHITECTURE PLANNING INTERIORS
1074 LOFTIS BOULEVARD NEWPORT NEWS VIRGINIA 23606 757.223.4079 BRANDONCURRENCEARCHITECT.COM

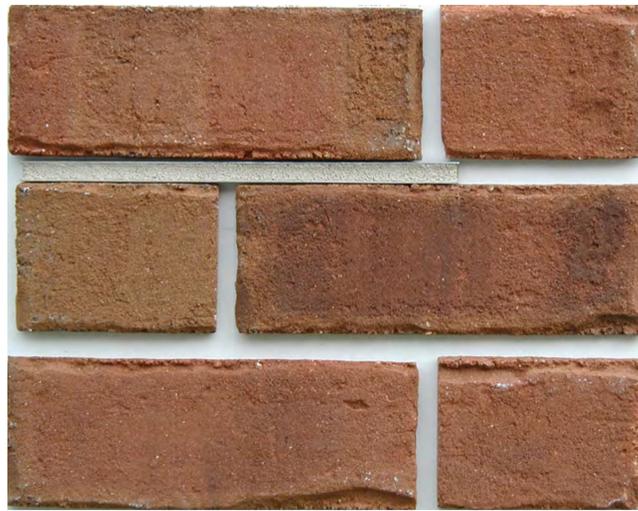


RENDERING VIEW TWO

COMMERCIAL CONCEPT FOR YORKTOWN ARCH
GEORGE WASHINGTON MEMORIAL HIGHWAY AT FT EUSTIS BLVD
YORK COUNTY, VIRGINIA

DEVELOPED BY: MAY 01, 2012
BREEDEN INVESTMENT PROPERTIES
560 LYNNHAVEN PARKWAY, VIRGINIA BEACH, VIRGINIA

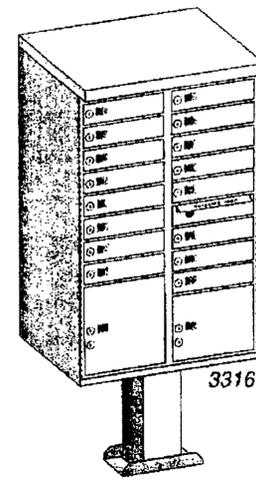
BRANDON CURRENCE ARCHITECTS
ARCHITECTURE PLANNING INTERIORS
1074 LOFTIS BOULEVARD NEWPORT NEWS VIRGINIA 23606 757.223.4079 BRANDONCURRENCEARCHITECT.COM



LAWRENCEVILLE BRICK TYPE : MONTICELLO
MORTAR: LEHIGH HERITAGE BUFF WITH GRAPEVINE JOINT



GAF TIMBERLINE WEATHERED WOOD BLEND
ARCHITECTURAL SHINGLE



- (16) "A" mail compartments
12" W x 3" H x 15" D
- (1) outgoing mail receptacle
12" W x 3" H x 15" D
slot size 10-3/4" W x 1" H
- (2) parcel lockers
(1) 12" W x 10" H x 15" D
(1) 12" W x 13" H x 15" D

TYPICAL MAILBOX KIOSK
SIX TO BE LOCATED
THROUGHOUT NEIGHBORHOOD



GENERAL SHALE BRICK TYPE: PROVIDENCE
MORTAR: FLAMINGO OC-N WITH GRAPEVINE JOINT



RESIDENTIAL SIDING:
CAMBRIDGE BEADED VINYL SIDING
COLORS: WHITE, CHAMPANE, SILVER
SLOPED ROOFING: SHINGLES AS SHOWN
(COMMERCIAL EIFS TO MATCH COLOR SHOWN HERE)



GENERAL SHALE BRICK TYPE: SIERRA REGENT
MORTAR: LEHIGH HERITAGE BUFF WITH GRAPEVINE JOINT

COMMERCIAL EXTERIOR MATERIALS:
BRICK: TYPE, COLOR, AND MORTAR AS SHOWN.
EIFS OVER CEMENT BOARD OR CMU, COLOR TO MATCH
RESIDENTIAL SIDING COLORS.
WINDOWS: ALUMINUM STOREFRONT, POWDER COATED FINISH
AS DEPICTED ON RENDERINGS.

RESIDENTIAL EXTERIOR MATERIALS:
BRICK ON GABLE ENDS; TYPE, COLOR, AND MORTAR AS SHOWN.
(SEE ELEVATION RENDERING FOR LOCATION).
BEADED VINYL SIDING WITH WHITE ALUMINUM TRIM.
WINDOWS: WHITE VINYL.



NEWBURYPORT LAMP POST BY
SPRING CITY ELECTRICAL MANUFACTURING CO.

LAMP POST SPECIFICATIONS

Style:	Newburyport w/ Newburyport Ladder Rest
Height:	9'-10" ±
Light Center:	11'-4" ±
Base:	13 1/4" ± Square
Material:	1 Piece, Heavy Wall Cast Iron, per A.S.T.M., A 48-83 Class 30
Finish:	Iron Oxide Red — Prime Paint
Access Door:	Located in Base
Anchor Bolts:	(4) 3/4" x 24" + 3" Hook (Fully Galvanized)
Bolt Projection:	3" Required Above Foundation
Bolt Circle:	14" ± Diameter
Options:	Post Height Available as 12'-0" and 13'-0" ± (Internal Anchor Bolts) Post Also Available in a Variety of Heights Utilizing a Steel Shaft.

YORKTOWN ARCH PROFFERS

THESE PROFFERS are made this ____ day of June, 2012 by and among **TRIPLE FEATURE ASSOCIATES**, a Virginia limited partnership (“Triple”) (to be indexed as grantor), **BREEDEN INVESTMENT PROPERTIES, INC.**, a Virginia corporation (“Breedden”) (to be indexed as grantor), and the **COUNTY OF YORK, VIRGINIA**, a political subdivision of the commonwealth of Virginia (“County”) (to be indexed as grantee).

RECITALS

R-1. Triple is the owner of certain real property (the “Property”) located within the territorial confines of the County, shown and depicted as “PARCEL A” and “PARCEL B” on the attached exhibit plat entitled, “COMPILED PLAT SHOWING PROPOSED SUBDIVISION LINE THROUGH THE PROPERTY OF TRIPLE FEATURE, ASSOCIATES” dated _____, 2012, prepared by Timmons Group, (the “Exhibit Plat”) attached hereto and made part hereof as **Exhibit A**.

R-2. Breedden is the contract purchaser of “Parcel A”.

R-3. Triple and Breedden have filed an application (the “Application”) requesting that the zoning of the Property be changed from GB – General Business to PDR – Planned Development Residential with proffers as described in Section 24.1-362 of the County's zoning ordinance in effect on the date hereof (the “Zoning Ordinance”) in order to permit the construction of a multi-family residential community on “Parcel A” and 15,000 square feet of one or more of the various commercial uses permitted in the PDR District along with certain GB – General Business District uses, hereinafter described, on “Parcel B”. A conceptual plan of development (the “Master Plan”) entitled “CONCEPT FOR YORKTOWN ARCH SCHEME ____” dated _____, 2012, prepared by Brandon Currence Architects, has been submitted to the County Planning Division for review by the County in connection with the Application. The Master Plan is on file with the Office of the County Planning Division.

R-4. The provisions of the Zoning Ordinance may be deemed inadequate for protecting and enhancing orderly development of the Property. Accordingly, Breedden, in furtherance of the Application, desires to proffer certain conditions which are limited solely to those set forth herein in addition to the regulations provided for by the Zoning Ordinance for the protection of the community and enhancement of the development of the Property, in accordance with the provisions of Section 15.2-2296, et seq. of the Code of Virginia (1950), as amended (the “Virginia Code”) and the County Zoning Ordinance.

R-5. The County constitutes a high-growth locality as defined by Section 15.2-2298 of the Virginia Code.

NOW, THEREFORE, for and in consideration of the approval by the County of the Application and pursuant to Section 15.2-2296, et seq., of the Virginia Code and the County Zoning Ordinance, Triple and Breedden hereby agree that if the Application is approved and the Board of Supervisors of the County rezones the Property from GB – General Business to PDR – Planned Development Residential (with the allowance of the following GB – General Business uses as permitted uses on “Parcel B”: Household Furnishings, Furniture; Drug Store; Restaurant/Fast Food) with proffers, then any subsequent development of the Property shall be in conformance with the following proffers:

PROFFERS:

1. Plan of Development. The Property shall be developed generally in accordance with the Master Plan. The Master Plan is a conceptual plan for proposed development on the Property and provides only for the general location of buildings, proposed streets, parking, drainage facilities, landscaping, areas of open space, and buffer areas. Any deviations from the Master Plan shall be allowed only in accordance with the provisions of the Zoning Ordinance.
2. Property Owners Association(s). If any individual dwelling unit on the Property is to be offered for sale separate from the rest, then one or more property owners associations and/or condominium unit owners associations shall be established pursuant to and in accordance with the Virginia Property Owners Association Act, Section 55-508 et seq., of the Virginia Code or the Virginia Condominium Act, Section 55-79.39 et seq., of the Virginia Code, as applicable (hereinafter, each association shall be referred to as and "Owners Association"), in which all owners of residential lots, units and parcels within the Property shall be members of at least one of such Owners Associations(s) by virtue of their property ownership. The articles of incorporation and bylaws of each such owners Association and declaration of covenants enforceable by each owners Association (collectively the "Governing Documents") shall be submitted to and reviewed by the County Attorney for consistency with this proffer and the requirements of Section 24.1- 497 and Section 24.1-498 of the Zoning Ordinance prior to sale of any individual dwelling unit.
3. Exterior Building Materials. The exterior facade of buildings constructed on the Property shall be constructed so as to be generally consistent in terms of appearance and materials with those certain concept drawings entitled "RESIDENTIAL CONCEPT FOR YORKTOWN ARCH", "MATERIAL CONCEPTS FOR YORKTOWN ARCH", "COMMERCIAL CONCEPT FOR YORKTOWN ARCH RENDERING VIEW ONE", and "COMMERCIAL CONCEPT FOR YORKTOWN ARCH RENDERING VIEW TWO", dated May 1, 2012, prepared by Brandon Currence Architects, copies of which have been submitted to the County Planning Division for review by the County in connection with the Application and are on file with the office of the County Planning Division.
4. Residential Units. There shall be no more than 92 dwelling units constructed on the Property.
5. Subdivision. The Property shall be subdivided as shown on the attached Exhibit Plat in accordance with the County's Subdivision Ordinance prior to final site plan approval for development of the Property. All private streets or access ways serving more than one property owner will be subjected to one or more maintenance agreements which establish a mechanism for sharing the cost of maintenance of the private street or access way among such property owners.
6. Successors and Assigns. These Proffers shall run with the title to the Property and shall be binding on the parties hereto and their respective successors and assigns; provided, however once a party ceases to own any portion of the Property, such party shall have no continuing liability hereunder.
7. Severability. In the event that any clause, sentence, paragraph, subparagraph, section or subsection of these Proffers shall be judged by any court of competent jurisdiction to be invalid or unenforceable for any reason, including a declaration that it is contrary to the Constitution of the Commonwealth of Virginia or the United States, or if the application thereof to any owner of any portion of the Property or to any government agency is held invalid, such judgment or holding shall be confined in its operation to the clause, sentence, paragraph,

subparagraph, section, subsection or provision hereof, or the specific application thereof directly involved in the controversy in which the judgment or holding shall have been rendered or made, and shall not in any way affect the validity of any other clause, sentence, paragraph, subparagraph, section, subsection or provision hereof.

8. Headings. All paragraph and subparagraph headings of the Proffers herein are for convenience only and are not part of these Proffers.

9. Conflicts. In the event that there is any conflict between these Proffers and the Zoning Ordinance, the conflict shall be resolved by the County's Zoning Administrator subject to the appeal process to the Board of Zoning Appeals and the Courts as otherwise provided by law.

10. Void if Application not Approved. In the event that the Application is not approved by the County or is overturned by subsequent judicial determination, these Proffers and the Master Plan shall be null and void.

11. Incorporation of Recitals. The Recitals set forth above shall be included and read as part of these Proffers and are incorporated herein by reference.

[SIGNATURES LOCATED ON FOLLOWING PAGES]

[SIGNATURE PAGE TO YORKTOWN ARCH PROFFERS]

WITNESS the following signatures, thereunto duly authorized:

OWNER:

TRIPLE FEATURE ASSOCIATES, a Virginia limited partnership

By: _____

Print Name: _____

Title: _____

COMMONWEALTH OF VIRGINIA
CITY/COUNTY OF _____, to wit:

The foregoing instrument was acknowledged before me this ____ day of _____, 2012 by _____ as _____ of Triple Feature Associates, a Virginia limited partnership.

NOTARY PUBLIC

My commission expires: _____
Registration No.: _____

[SIGNATURE PAGE TO YORKTOWN ARCH PROFFERS]

APPLICANT:

BREEDEN INVESTMENT PROPERTIES, INC., a Virginia corporation

By: _____

Print Name: _____

Title: _____

COMMONWEALTH OF VIRGINIA
CITY/COUNTY OF _____, to wit:

The foregoing instrument was acknowledged before me this ____ day of _____, 2012 by _____ as _____ of Breeden Investment Properties, Inc., a Virginia corporation.

NOTARY PUBLIC

My commission expires: _____

Registration No.: _____

11527200_2.DOC

EXHIBIT A

[INSERT EXHIBIT PLAT]

Yorktown Arch
Fiscal Impact on York County, Virginia

Prepared for
Breeden Investment Properties
Virginia Beach, Virginia

June 1, 2012

Prepared by:
The Wessex Group, Ltd.
479 McLaws Circle, Suite 1
Williamsburg, Virginia 23185
Telephone: (757) 253-5606
Web site: www.wessexgroup.com

Yorktown Arch

Fiscal Impact on York County

EXECUTIVE SUMMARY

This report, prepared by *The Wessex Group, Ltd* (TWG), describes an analysis of the fiscal impact of a proposed mixed-use development on **York County, Virginia**. The development, to be named **Yorktown Arch**, is proposed by **Breeden Investment Properties** (Breeden). At completion **Yorktown Arch** is planned to create a total of 15,000 square feet of commercial space including: General Office (5,000 SF), Retail (5,000 SF) and Restaurant (5,000 SF). Breeden also plans to develop and market 92 Residential Apartment units for rent (each 1,400 SF) on this site.

The analysis has been prepared according to industry standard fiscal impact methods. Commercial property is assumed to generate revenues from both Real and Business Property Taxes as well as other tax forms (such as Meals Tax from Restaurants and the County's share of Sales Tax from retail operations). Residential property generates tax revenues on both real and personal property and from the spending by its residents such as meals taxes. These properties also create expenses for the host municipality in the form of County services such as fire, police and K-12 education.

The following is a summary description of selected aspects of the proposed project and of the net fiscal impact likely to be generated by **Yorktown Arch** for **York County**. A more detailed description of the analysis is described in the full report following.

- Construction of the proposed project is planned to begin in 2013 and continue for four (4) years through 2016. By the end of 2017 all units are assumed to be occupied.
- At completion, the proposed development is expected to have a real property value of \$16.2 million.
- The cumulative residential population of **Yorktown Arch** at build-out (applying the York County generator for Multi-family Apartments for Rent of 2.74 persons per household) is estimated to be 248 people. The York County average school age child generator for Multi Family Apartments for Rent is 0.3 per household (Source: York County Planning Department). Consequently, the 92 apartments are expected to house a total of 248 persons of which 28 are school age children.
- During the construction phase, the project is expected to create jobs for 74 persons in the initial year and 15-33 thereafter through buildout at 2016. When complete, **Yorktown Arch** is designed to provide commercial business space for as many as 33 employees.
- At full occupancy in 2017 **Yorktown Arch** is projected to annually generate \$288.0 thousand in revenues for the York County (Table A) with estimated public expenses of \$313.2 thousand and a projected annual net fiscal impact of **-\$25,150**. Projecting the annual stream of revenues and expenditures over 20 years and then discounting these cash flows back to 2013 (applying a 5% discount rate) yields a "long-term" cumulative estimate of the fiscal impact. For Yorktown Arch the projected the net present value of the cash flows to the County over the twenty (20) year period (including the construction period) is \$532.1 thousand (including construction).

Table A

Net Fiscal Impact – Yorktown Arch County Average School Age Child Generator

Cash Inflow and Outflow	2013	2014	2015	2016	2017
Total County Revenues	924,600	200,930	263,080	278,240	288,020
Total Public Service Expenditures	47,290	294,440	301,920	311,410	313,170
Net Fiscal Impact*	\$877,310	-\$93,510	-\$38,840	-\$33,170	-\$25,150
Net Fiscal Impact **					\$58,360

Net Present Value of Cash Flows (2013-2035–includes construction period, 5% discount rate)*	\$532,140
Net Present Value of Cash Flows (2013-2035–includes construction period, 5% discount rate)**	\$1,400,000

* Using County-wide average multiplier for school age children

** Using Product specific multiplier for school age children based on actual numbers from similar developments in York County

The generator used in the analysis described above applies the York County average school age child generator and reflects the average experience of all neighborhoods and housing types within the County of York. If a generator derived from “comparable properties” in York County (in this case from the properties of Riverwalk Towns who have 155 persons including 15 school age children living in a total of 88 units and The Quarters of York County who collectively have 121 persons with 17 school age children occupying 68 units) is used to develop the analysis, the results are quite different. The analysis, applying the “comparable” generator yields an estimate of the net fiscal impact in 2017 of **\$58,360 and a net present value of \$1.4 million.**

Yorktown Arch

Fiscal Impact on the York County, Virginia

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Yorktown Arch

Fiscal Impact on York County, Virginia

As part of a development application to be submitted to **York County** by **Breeden Investment Properties, Inc.** this report from *The Wessex Group, Ltd.* (TWG) describes the results of a fiscal impact analysis of the proposed mixed use development to be known as **Yorktown Arch**.

Introduction to the Study

Fiscal impacts are those cash flows that directly affect a municipality's budgeted revenues and expenditures. New residential developments attract new County residents who, in turn, generate the need for public services such as emergency medical services, police, and fire protection. The development creates tax revenue for the locality from real estate taxes, other local taxes and from resident household spending in the locality. All dollar amounts in this report are expressed in 2012 dollars, and all fiscal impact estimates are based on Revenues and Expenditures as shown in the York County FY 2012 Adopted Budget. As no attribution for economic inflation has been made, the estimates provided here represent current dollar amounts. In effect, the revenues and expenditures shown in this report are the amounts the locality would expect to receive and expend if the development were completed and occupied in this budget year. Where future projections are discussed, such as when estimating the project's long term-fiscal impact, real property values have been adjusted to reflect the expected real growth (not including inflation) in real estate property values. All projected future values are discounted back to the present year to derive the public cash flow estimates in current dollars.

For this study, the generators for household size and numbers of school age children, as obtained from the York County web-site and/or Census data are...

- Number of Persons per Household: 2.7
- Number school age children per household: 0.3

Development Plan and Construction Investment

The development plan for **Yorktown Arch** which consists of both residential and commercial components also includes improvements to the land surrounding the buildings including roads, parking areas and other infrastructure improvements. When complete **Yorktown Arch** is proposed to consist of ...

- 92 Apartments for Rent
- 5,000 SF Office
- 5,000 SF Restaurant
- 5,000 SF Retail

At build-out, the real property market value for **Yorktown Arch** is expected to total \$16.2 million. The cumulative construction investment for the development is projected to be \$12.4 million.

Residential Population

The application of the York County's average population and school age children generators (2.74 persons and 0.3 school age children per household for Multi-family Apartments) indicates that the development should, at build-out, provide housing for 248 people including a very conservative estimate of 28 public school students.

Employment and Payroll

Construction employment is determined by assuming payroll is 40% of total construction costs and that the annual expense for a construction worker including benefits is \$57,392 (Virginia Employment Commission 2010 average annual construction wage of \$44,148 plus 30% payroll expense such as payroll taxes and benefits). New construction activity is expected to generate up to 74 jobs and \$3.2 million in payroll during 2013.

Approximately 33 permanent jobs also are expected to be generated through the development and operation of the property generating an estimated additional \$816 thousand in payroll when fully occupied.

Local Government Revenues

Government revenues for real estate developments normally are created from three (3) sources: from the spending by the new residents of the development, from commercial activities, and from activities associated with the project's construction such as retail sales tax on purchases of construction materials, building fees, and Business Professional and Occupational License (BPOL) fees.

Residential units generate locality revenues including real estate tax, personal property tax, retail sales tax, meals tax from residents and other miscellaneous revenues. Commercial and Retail operations also generate a variety of taxes, including Retail Sales Tax and BPOL taxes. Figure 1 below shows the annual revenue streams that the County may expect from this development. At full-occupancy in 2017, the proposed development is expected to create \$288.0 thousand in local tax revenues. The annual line-item estimates are shown in Table 1 below. Assumptions associated with the various components of the revenue stream are identified in the Appendix.

Figure 1
Yorktown Arch
York County Public Revenues
\$(000)

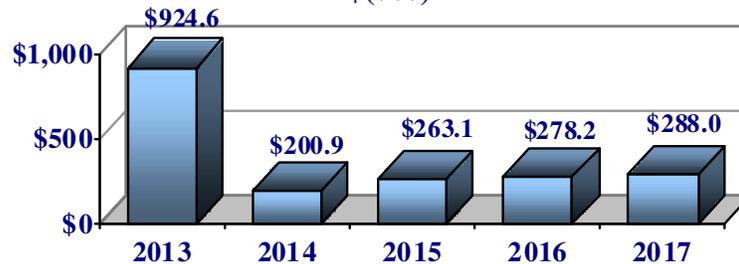


Table 1
Yorktown Arch
Estimated York County Public Revenues

Revenue Source	2013	2014	2015	2016	2017
Real Estate Tax	94,600	99,350	105,980	110,760	111,840
Personal Property	0	29,430	30,540	32,380	33,070
Retail Sales Tax	10,660	22,340	32,590	32,340	39,340
Meals Tax	2,970	16,080	56,550	57,150	57,260
Building Permits	777,440	0	0	0	0
Business and Professional Licenses	19,190	5,270	7,720	14,320	14,920
Recordation Taxes	11,810	0	0	0	0
Other Local Revenues	7,930	28,460	29,710	31,300	31,600
Total Revenues	\$924,600	\$200,930	\$263,080	\$278,240	\$288,020

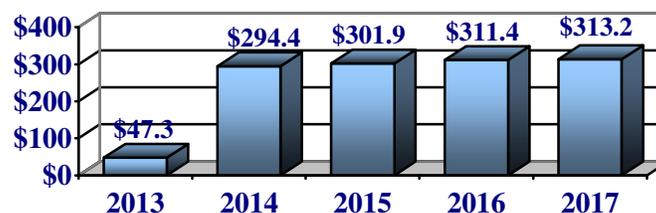
Local Government Public Service Expenditures

Current per capita operating costs based on the FY2012 York County Budget have been applied to the projected residential population of the development to obtain the projected cost of public service expenditures (not including education) that the County will incur in providing services to the residents at **Yorktown Arch**. Education expenditures are based on the projected number of school age children expected to be housed at the new development. The costs have been estimated as the average cost per public school student times the projected number of public school students. These projections are shown in Table 2 and Figure 2 below. At build-out, 248 residents are expected to reside at **Yorktown Arch** including 28 school age children (the average generator for students in the Public Schools of York County is 0.3 students per multi-family apartment). The combined value of estimated public service and education expenditures is shown in Table 3 below. At full occupancy by the end of 2017 residents of **Yorktown Arch** are expected annually to use public services, including education, valued at \$313,170.

Table 2
Yorktown Arch
Estimated York County Public Service Expenditures

Public Service Expenditures	2013	2014	2015	2016	2017
General Government	1,520	5,460	5,700	6,000	6,060
Judicial	2,040	7,310	7,630	8,040	8,120
Public Safety	22,420	80,470	84,010	88,510	89,350
Public Works	2,790	10,020	10,460	11,020	11,120
Health and Welfare	6,580	23,610	24,650	25,970	26,220
Parks, Recreation and Cultural	2,440	8,770	9,150	9,650	9,740
Community Development	4,870	17,470	18,230	19,210	19,390
Other Public Services	2,280	8,170	8,530	8,980	9,070
Debt Service	2,350	8,450	8,820	9,290	9,380
Total Public Service Expenditures	\$47,290	\$169,710	\$177,180	\$186,680	\$188,440
Education Expenditures					
Operations	0	107,460	107,460	107,460	107,460
Debt Service	0	17,270	17,270	17,270	17,270
Total Education Expenditures	\$0	\$124,730	\$124,730	\$124,730	\$124,730
Total Expenditures	\$47,290	\$294,440	\$301,920	\$311,410	\$313,170

Figure 2
Yorktown Arch
City of Suffolk Public Service Expenditures
(\$000)



Education Expenditures

For this analysis, education expenditures have been calculated by applying the County specified generator of 0.30 school age children per Apartment unit (York County Planning). Because the analysis includes only the

expenditures that affect the fiscal impact of this development on County expenditures, the per student amounts cited in the analysis reflect only those expenditures funded from local sources and not those from other sources, such as state or federal contributions.

Operating costs associated with public education (including debt service) are expected to generate the largest single expenditure, estimated to be \$124,730 annually at full occupancy in 2017, and beyond, based on the York County average student generators of 0.30 for Multi-Family and Apartments (York County).

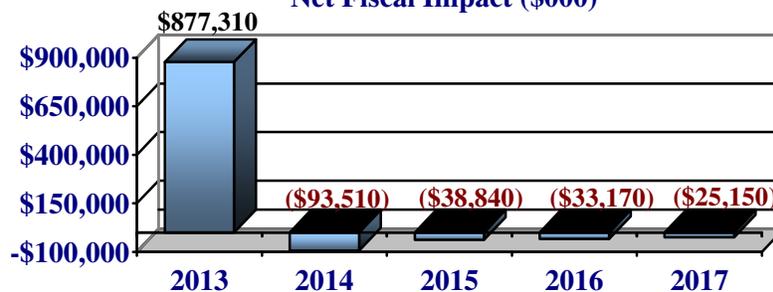
Net Fiscal Impact

The *net* fiscal impact of a development on the local government is calculated by subtracting expected government expenditures from expected government revenues. The annual estimated net fiscal impact of **Yorktown Arch** during the development period and at build-out are shown in Table 3 and graphically displayed in Figure 3 following. At full occupancy in 2017 the net fiscal impact, based on the use of the County generator, is estimated based on a very conservative estimate of the number of school age children to be \$25,150 less than the corresponding revenues.

Table 3
Net Fiscal Impact – Yorktown Arch

Cash Inflow and Outflow	2013	2014	2015	2016	2017
Total Revenues	924,600	200,930	263,080	278,240	288,020
Total Expenditures	47,290	294,440	301,920	311,410	313,170
Net Fiscal Impact	\$877,310	-\$93,510	-\$38,840	-\$33,170	-\$25,150

Figure 3
Yorktown Arch
Net Fiscal Impact (\$000)



Projected Cumulative Fiscal Impact

In an effort to illustrate the long-term net fiscal benefit or cost of this development to York County, TWG also calculates the Net Present Value of a 20-year series of projected annual cash flows from 2013 through 2033. A modest 1.0% real appreciation (not including inflation) has been included in the real estate valuation for residential property. All other costs and revenues are estimated in 2012 dollars and projected over a 20-year period and then discounted back to 2012 at 5%. **For York County, the estimated net present value of the projected net fiscal impact for Yorktown Arch, including construction, is an estimated \$532,140.**

The generator used in the analysis described above is the York County average school age child generator and reflects the average experience of all neighborhoods and housing types within the County of York. If a generator derived from “comparable properties” in York County (in this case from the properties of Riverwalk Towns who have 155 persons including 15 school age children living in a total of 88 units and The Quarters of York County who collectively have 121 persons and 17 school age children occupying 68 units) is used to develop the analysis, the results are quite different. **The analysis, applying the “comparable” generator yields an estimate of net fiscal impact in 2017 of \$58,360 and a net present value of \$1.4 million.**

Yorktown Arch APPENDIX

**Table A-1
Demographic Characteristics of York County**

Demographic Characteristic	Amount	Source
Population	65,464	York County
No of Households	24,006	ditto
Number of People per Household	2.7	ditto
Median Household Income	\$79,120	U.S Census
School Enrollment	12,549	York County Planning Department
Number of School-age Children per Household	0.3	ditto
Employment - Total	28,788	Virginia Employment Commission

**Table A-2
Assumptions Used in the Analysis**

Construction – Cost Allocation	Assumed Value	Rationale for Assumption
Labor (percent total construction cost)	40%	Interviews with area builders
Materials	50%	ditto
Overhead	10%	ditto
Salaries FTE Employees		
Construction Payroll Expense	\$55,392	VEC avg. weekly wage York County *52 weeks+30% payroll cost
Cost of Money		
Discount Rate	5.00%	TWG Assumption

**Table A-3
Locality Revenue Generators**

Real Property Tax	Value	Source
Real Estate Rate (per \$100 of Assessed Value)	\$0.07415	York County Adopted Budget FY 2012
Annual Appreciation Rate for Residential Property	1.0%	TWG Assumption
Personal Property Tax		
Personal Property Tax Collections	\$ 10,862,000	York County Adopted Budget FY 2012
Percent Residential	70.7%	York County Adopted Budget FY 2012
Residential (per Household)	\$320	(Total Personal Pty * % Residential)/No of Households
Commercial (per Employee)	\$111	(Total Personal Pty * % Commercial)/Employment
Retail Sales Tax		
Sales Tax Rate - Local Portion	1.0%	York County Adopted Budget FY 2012
Retail - Percent Residential	30%	TWG Assumption
% Construction Materials purchased Locally	20%	
Meals Tax		
Meals Tax Rate	4.0%	York County Adopted Budget FY 2012
Budget Amount	\$5,200,000	
Percent Residential	80%	
Meals Tax/HH	\$173.00	(Total Meals Tax* % Residential)/No. of Households
Percent of Employees who purchase meals	50%	TWG Assumption
No of Working Days	200	

Table A-3 (cont'd)
Locality Revenue Generators (cont'd)

Business and Professional Licenses		
Contractor (per \$100 Gross Revenues)	\$0.0016	York County Adopted Budget FY 2012
Retail (per \$100 Gross Revenues)	\$0.0020	
Business Services (per \$100 Gross Revenues)	\$0.0036	
Professional Services (per \$100 Gross Revenues)	\$0.0058	
Building Fees		
Utility (Sewer & Water) Hook up per Residential Unit	\$752,868	
Recordation Taxes		
Recordation Tax Rate (per \$100 Sale Price)	\$ 0.000833	York County Clerk of Court
Turnover of Residential Property every 5 years	5.0%	TWG Assumption
Other Local Tax Revenues		
Budget Amount	\$10,485,330	York County Adopted Budget FY 2012
Amount Per Capita	\$ 113.24	(Total Other Income * % Residential) / Population
Amount per Employee	\$ 106.71	(Total Other Income * % Employee) / Employment

Methodology for Estimating Net Fiscal Impact

The construction and occupancy of this development and its supporting infrastructure will generate incremental County expenditures and revenues.

Revenues for the study derive, in general, from three sources – spending by the developer of the property, spending by the employees or residents of the development and spending by customers of the commercial enterprises that occupy the property. Estimates of each have been derived by examining each individual revenue category (real property, personal property, retail sales tax, meals tax, business and professional license fees, permits and recordation tax fees) and estimating the incremental revenues that are likely to be generated by the development. The analysis uses a “build-up” method by summing together the separate estimates for each source of revenue and expenditure. Care is exercised at each step in the process to insure that revenues are incremental to the existing revenue stream for the locality. For example, Real Property revenues are based on the projected valuations of the property as it is developed less the current values that the undeveloped property generates. Retail Sales taxes revenues are based on the estimated net new revenues generated for the County by the spending of new residents. To the extent possible, expenditures and revenues also are assessed in the year in which they occur and the revenue stream over time is discounted to provide a cumulative measure of impact.

As is generally accepted practice for fiscal impact studies, no assumption is made as to whether the employees of commercial development will reside within the locality or not, since existing housing already has been assessed for expanding the capacity the County government and schools. However, to the extent that the development includes new housing units, the cost of increasing the capacity the County government and schools has been assessed and is included in the analysis.

Expenditures for residential and for commercial development have been allocated on a per capita and per employee basis. Total expenditures from the FY 2012 York County budget have been separated into separate amounts based on the proportion of residential vs. commercial real property value. According to the York County Land Book, 70.7% of total property value is due to residential development and the remaining proportion is allocated to commercial development.



MEMORANDUM

TO: Timothy O. Trant, II, Esq.
FROM: Dexter R. Williams,
SUBJECT: Yorktown Arch
Response To Comments 8 through 10, VDOT Letter Dated June 5, 2012
DATE: June 20, 2012

Enclosed Exhibit 1 shows a regulatory sign plan to improve the level of service for the northbound approach from the frontage road to the Rt. 105 crossover as follows:

1. On the frontage road Bojangles access approach, stop bar and stop sign.
2. On the frontage road Veterinary Hospital access approach, stop bar and stop sign.
3. On the northbound approach to the Rt. 105 crossover, stop bar and stop sign/no left turn/no straight through signs with Monday through Friday 4 to 6 PM movement prohibition on the right side corner of the intersection and also in the channelized island.

With the northbound approach left turns and through movements prohibited from 4 to 6 PM, the northbound approach unsignalized intersection PM peak hour traffic level of service (LOS) is LOS C with 15.6 seconds delay. All prohibited movements are diverted to a U-turn at Rt. 17.

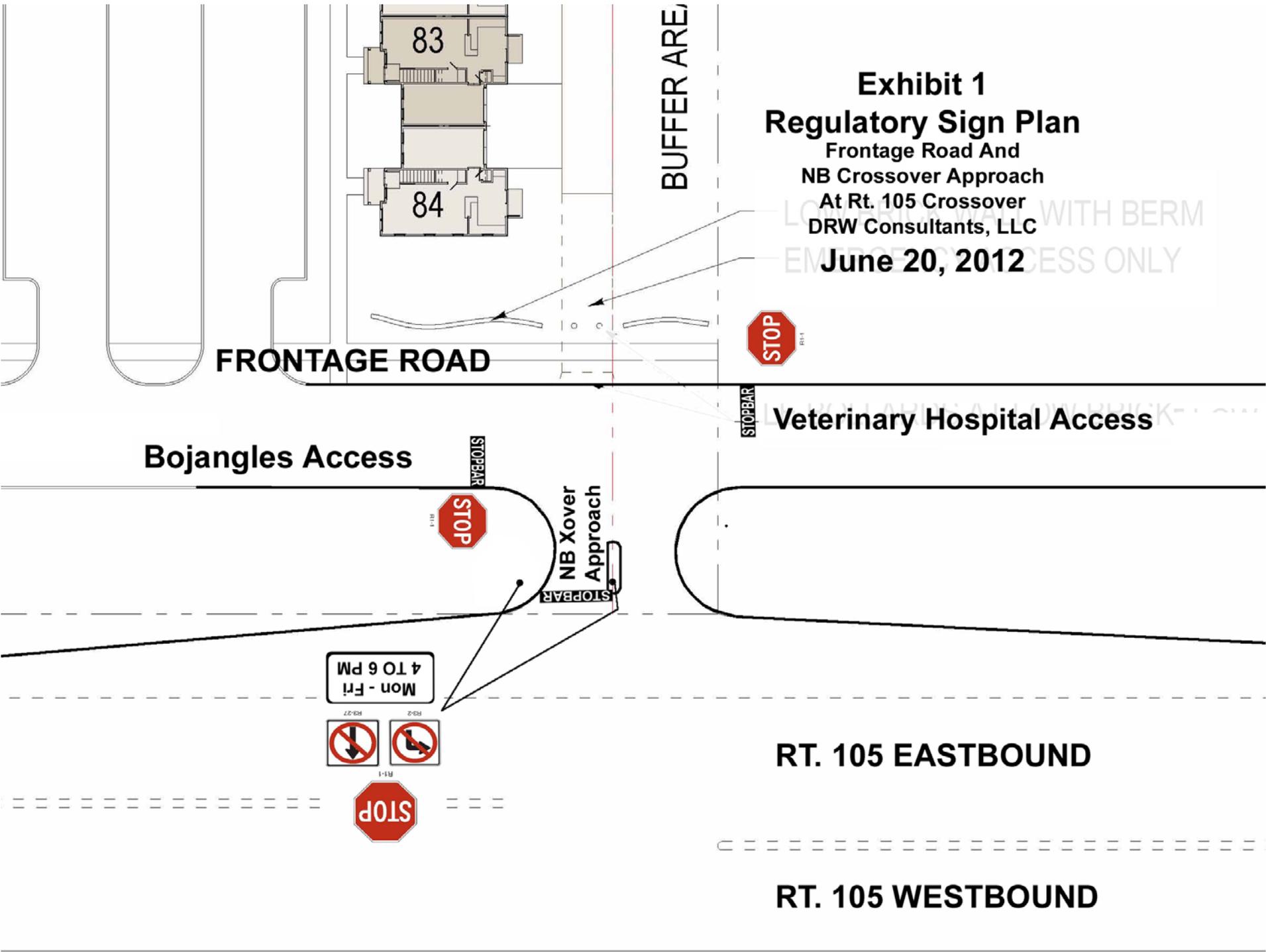
The Bojangles access approach and the Veterinary Hospital approach are governed by traffic operations on the northbound approach to the crossover and thus should also be viewed as having LOS C. Analysis procedures and software do not directly account for this type of spillback effect in terms of LOS.

**Exhibit 1
Regulatory Sign Plan**

Frontage Road And
NB Crossover Approach
At Rt. 105 Crossover
DRW Consultants, LLC

June 20, 2012

WITH BERM
ACCESS ONLY





MEMORANDUM

TO: Timothy Trant, Esq.
 FROM: Dexter R. Williams, P. E.
 SUBJECT: Yorktown Arch Trip Generation Comparison
 DATE: June 27, 2012

PATRIOT'S SQUARE STATISTICS

Patriot's Square Subd Parcel 7

Building	Size/Quantity
FOOD LION	30,880
SHOPS	17,000
Existing Sq. Ft.	47,880 sq. ft.
Estimated Unbuilt	16,000 sq. ft.
Total Sq. Ft.	63,880 sq. ft.
9.22 Acres => 6,928 sq. ft./acre	

Yorktown Arch
 11.4 Acre @ 6,928 sq. ft./acre = 78984 sq. ft.

YORKTOWN ARCH TRIP GENERATION COMPARISON

TABLE 1 - YORKTOWN ARCH TRIP GENERATION - EXISTING ZONING VS. PROPOSED USE

LAND USE	LAND USE CODE	SQ.FT., OTHER UNITS	WEEKDAY TRIP GENERATION						DAILY
			AM PEAK HOUR			PM PEAK HOUR			
			Enter	Exit	Total	Enter	Exit	Total	
General Business Zoning Shopping Center									
Shopping Center	820	79,000 sq. ft.	82	52	134	266	277	543	5826
Proposed Use									
Apartment	220	92 units	10	39	49	44	24	68	681
Spec. Retail Center	814	15,000 sq. ft.				18	23	41	665
		TOTAL:	10	39	49	62	47	109	1346
Decreased Trip Generation - Vehicles Per Hour			72	13	85	204	230	434	4480
Decreased Trip Generation - Percentage			-88%	-25%	-63%	-77%	-83%	-80%	-77%

COMMENTS

I think Patriot's Square (Food Lion shopping center) is a good example of local development trends. The 6,928 sq. ft. per acre is a little low for actual on-site density because the 9.2 acres includes driveways providing circulation and access for three outparcels that are not included in the statistics. The trip generation comparison is a valid estimate based on actual development and conventional trip generation rates.

PLANNING COMMISSION
COUNTY OF YORK
YORKTOWN, VIRGINIA

Resolution

At a regular meeting of the York County Planning Commission held in the Board Room, York Hall, Yorktown, Virginia, on the ____ day of _____, 2012:

Present

Vote

Alexander T. Hamilton
Christopher A. Abel
Mario C. Buffa
Richard M. Myer, Jr.
Melissa S. Magowan
Mark B. Suiter

On motion of _____, which carried ____, the following resolution was adopted:

A RESOLUTION TO RECOMMEND APPROVAL OF AN APPLICATION TO REZONE APPROXIMATELY 11.4 ACRES LOCATED AT 2500 FORT EUSTIS BOULEVARD (ROUTE 105) FROM GENERAL BUSINESS TO PLANNED DEVELOPMENT RESIDENTIAL

WHEREAS, Breeden Investment Properties, Inc. has submitted Application No. PD-33-12, which is a request to amend the York County Zoning Map by reclassifying approximately 11.4 acres of land located at 2500 Fort Eustis Boulevard (Route 105), further identified as Assessor’s Parcel No. 24-68-2 (GPIN Q08b-3803-3232), from General Business (GB) to Planned Development Residential (PDR) for the purpose of developing a maximum of 92 multi-family units and a minimum of 15,000 square feet of commercial space; and

WHEREAS, said application has been forwarded to the York County Planning Commission in accordance with applicable procedure; and

WHEREAS, the Planning Commission has conducted a duly advertised public hearing on this application; and

WHEREAS, the Commission has carefully considered the public comments with respect to this application;

NOW, THEREFORE, BE IT RESOLVED by the York County Planning Commission this the ____ day of ___, 2012, that Application No. PD-33-12 be, and it is hereby, transmitted to the York County Board of Supervisors with a recommendation of approval to amend the York County Zoning Map by reclassifying approximately 11.39 acres of land located at 2500 Fort Eustis Boulevard (Route 105), further identified as Assessor's Parcel No. 24-68-2 (GPIN Q08b-3803-3232), from General Business (GB) to Planned Development Residential (PDR) for the purpose of developing a maximum of 92 multi-family units and a minimum of 15,000 square feet of commercial space subject to the following conditions:

1. General Layout, Design, and Density

- a) The development shall be designed and constructed in accordance with the provisions of Section 24.1-361 of the York County Zoning Ordinance, *PDR-Planned development – residential district*, except as modified herein.
- b) A site plan, prepared in accordance with the provisions of Article V of the Zoning Ordinance, shall be submitted to and approved by the Department of Environmental and Development Services, Division of Development and Compliance prior to the commencement of any land clearing or construction activities on the site. Except as modified herein, said site plan shall be in substantial conformance with the overall development concept plan titled "Concept Plan for Yorktown Arch, Scheme 8," prepared by Brandon Currence Architects, dated June 12, 2012, copies of which shall be kept on file in the office of the York County Planning Division.
- c) The maximum number of residential units shall be 92 multi-family units. No accessory apartment, as defined by Sections 24.1-104 and 24.1-407 of the Zoning Ordinance, shall be permitted in conjunction with any residential unit in the development.
- d) The development shall include a minimum of 15,000 square feet of commercial/office floor area. Allowable commercial uses shall be those allowed as a matter-of-right or by special use permit in the NB-Neighborhood Business or LB-Limited Business Districts, as set forth in the York County Zoning Ordinance, plus the following GB-General Business uses: Household Furnishings, Furniture, Drug Store, Restaurant/Fast Food.
- e) Architectural design of all buildings shall be in substantial conformance with the building elevations titled "Yorktown Arch Elevations," prepared by Brandon Currence Architects and dated May 1, 2012 and June 12, 2012, copies of which shall be kept on file in the office of the York County Planning Division.
- f) The minimum setback for multi-family units shall be:

- 18 feet from the curb line of any adjacent parallel parking spaces;
- 26 feet from the curb line of any adjacent private street; and
- 30 feet from any public street right-of-way.

2. Signs

- a) Freestanding residential signage shall be limited to one development identification sign at each entrance to the project. Said signs shall be monument-style or mounted on decorative fences/walls and shall not exceed forty (40) square feet in area and six feet (6') in height. Materials and colors shall be compatible with the overall development architecture.
- b) Freestanding commercial signage shall be limited to one sign at each entrance to the project. Said signs shall be monument-style or mounted on decorative fences/walls and shall not exceed forty (40) square feet in area and six feet (6') in height. Materials and colors shall be compatible with overall development architecture.
- c) Wall and marquee/canopy signs shall be permitted for individual businesses within the commercial portion of the project with a maximum cumulative area of 1.25 square feet for each linear foot of principal building width.

3. Streets and Roads

- a) Installation of the proposed new right-turn in/right-turn out entrance to the project on Generals Way, including the General's Way median, and the proposed changes to the existing entrance on Fort Eustis Boulevard shall be contingent on VDOT approval. Pursuant to Section 24.1-362(c)(7) of the Zoning Ordinance, any proposal to amend the overall development master plan that would materially alter points of access shall be processed and reviewed in accordance with the same procedures applicable to the initial Planned Development submission.

4. Fire and Life Safety

- a) In accordance with the 2009 International Fire Code, Section 503, approved fire apparatus access roads shall be provided. Fire apparatus access roads shall comply with the requirements of this section and shall extend to within 150 feet of all portions of the exterior walls of the first story of all buildings as measured by an approved route around the exterior of the building or facility.
- b) The proposed "all weather pervious surface" in the community park shall be maintained in an unobstructed fashion and be adequate to support the weight (80,000 lbs.) of large fire and rescue apparatus. Vehicular access (other than emergency vehicles) shall be limited through the use of bollards or other means,

subject to the approval of the Department of Fire and Life Safety. Proposed landscaping between the "all weather pervious surface" and units 4 through 12 shall be a type of planting that will not inhibit emergency equipment (including aerial devices) access.

- c) Parking shall be prohibited on all alleyways through the installation of appropriate signage/markings. Alleyways shall be considered to be fire lanes and blockages shall be considered to be a violation of Section 11-24 of the York County Code.
- d) All roads, alleyways, sidewalks, inside and outside curbs, traffic islands, parking lot islands, etc. shall be designed to accommodate the turning radius (33' inside) and weight (80,000 pounds) of large fire and rescue apparatus.
- e) A water supply shall be established with a minimum flow rate of 2500 GPM (gallons per minute) in accordance with Newport News Waterworks requirements.
- f) Fire hydrant spacing shall be a maximum of 400 feet in accordance with Newport News Waterworks standards. Additional fire hydrants may be required by the Department of Fire and Life Safety based on sprinkler requirements.
- g) Landscaping and/or tree canopies (when initially planted and when at mature growth) shall be designed so as not to inhibit emergency vehicle and fire department access to the buildings, fire hydrants, and/or fire department connections for sprinkler systems. Tree canopies shall be designed and maintained to provide a minimum unobstructed vertical clearance of not less than 13' 6".

5. Environment

- a) Prior to the approval of any site plans for this development, the developer shall submit a Natural Resources Inventory of the property prepared in accordance with Section 23.2-6 and evidence of all environmental permits.
- b) Any proposed disturbance of wetlands on the property shall require a permit from the U.S. Army Corps of Engineers and/or Virginia Department of Environmental Quality.
- c) Development of the property shall be in accordance with the provisions of the Watershed Management and Protection Area overlay district set forth in Section 24.1-376 of the Zoning Ordinance.

6. Proffered Conditions

The reclassification shall be subject to the conditions listed in the proffer statement titled “Yorktown Arch Proffers” signed by Triple Feature Associates and Breeden Investment Properties, Inc.

BE IT STILL FURTHER RESOLVED that in accordance with Section 24.1-114(e)(1) of the York County Zoning Ordinance, a certified copy of the ordinance approving this application, together with a duly signed copy of the proffer statement, shall be recorded at the expense of the applicant in the name of the property owner as grantor in the office of the Clerk of the Circuit Court prior to application for site plan approval.

DRAFT