

October 2, 2017

County of Albemarle
c/o: Community Development
attn: Elaine Echols
401 McIntire Road
Charlottesville, VA 22902

milestone

RE: ZMA 201000018 Crozet Square RESUBMITTAL

Dear Elaine,

ZMA 201000018 is hereby resubmitted for your review and consideration. I have attempted to address all comments and recommendations received from you on September 6, 2016 and would like to move forward to the Planning Commission and Board of Supervisors at the earliest opportunity.

HISTORY

TMPs 056A2-01-00-07100 & 056A2-01-00-071B0 were previously owned by Carroll Connelly and he operated the J. Bruce Barnes Lumber Company on the subject property. A ZMA, to rezone from HI to DCD, was first submitted to Albemarle County, by Mr. Roell of Piedmont Development Group, on 12/20/10 and went through several iterations of review and revisions. The application was ultimately deferred on 9/5/12 as the ownership circumstances of the property were unstable. The property was subsequently foreclosed on by Union First Market Bank on 9/25/12. Approximately a year later, on 8/15/13, Milestone Partners put the subject property under contract to purchase and extended the ZMA expiration date by one year.

In August of 2013 a ZTA was initiated by Milestone to amend the DCD Zoning. This ZTA was incorporated into a broader amendment by Albemarle County and was ultimately approved by the Board of Supervisors on 12/11/13. The ZTA included the following:

- allow by special use permit residential uses of any authorized dwelling type in the DCD without requiring first-floor non-residential uses
- allow Laboratories/Research and Development/Experimental Testing by right
- allow Storage/Warehousing/Distribution/Transportation and Manufacturing/Processing/Assembly/Fabrication/ Recycling by special use permit
- amend to add factors when considering special use permits

In January 2014, we filed an amended conceptual plan, with proffers and a SUP application to allow first floor residential uses in certain areas of the property. That plan was reviewed by staff, the CCAC and the Planning Commission. Subsequent to our meeting with the Planning Commission in June 2014, we assessed the feedback and determined that it would take more time to secure the rezoning than our contract would allow.



We purchased the property in on December 21, 2014 and subsequently decided to sponsor a community engagement process before proceeding further with the rezoning. In late May and early June 2015, we held two public engagement meetings that were facilitated by Dialog and Design. The results of those meetings were published on the CCA website in late June. In July 2015 we requested, and were granted, another 1 year extension of the ZMA application.

Throughout the Summer and Fall of 2015, and Spring of 2016 we worked with our urban planners, the DCI, the County, VDOT and the Crozet Community Association to develop a conceptual road network and a logical phase 1 rezoning scope. Plans were reviewed by the DCI Committee every month and presented to the CCA and CCAC in January, April and November of 2016. A revised Phase1 Rezoning Plan was submitted to the County for review in July 2016, and there were several subsequent meetings with VDOT and County staff to discuss detailed road planning and the civic plaza.

With this resubmittal of ZMA 201000018 we have attempted to respond to previous Staff, community, and VDOT input. We have committed to a transparent development process and will continue to work with all three groups as we progress through the rezoning process. Please find attached a modified Phase 1 Concept Plan (Exhibit A). We previously submitted a plat which identifies the exact area to be rezoning, a Storm Water Management Narrative from Timmons Engineering (Exhibit B) and a Traffic Impact Study. If you need additional copies of these, please let me know. We would appreciate review and feedback from Greg before submitting the formal proffer statement.

ACCORDANCE WITH CROZET MASTER PLAN

Recommendations from Plan	ZMA 201000018 – As Revised 10/2/2017
Provide primary employment uses in Downtown are considered necessary and are a high priority in addition to retail, residential, and service uses.	The current conceptual plan provides for designated areas of commercial/retail and mixed uses, within blocks 1, 2 and 3 as shown in Exhibit A. All uses shall be in conformance with the DCD zoning regulations.
Direct new commercial and employment growth to Downtown.	Areas to be rezoned are those closest to existing downtown commercial and will promote employment growth and economic vitality in the Downtown area.
Include a mixture of office, research, and development (R&D), flex uses, retail and services uses.	See above.
Look for new opportunities to promote or take advantage of agri-tourism, heritage tourism, and other tourism initiatives in Western Albemarle such as the Artisan Trail, Monticello Wine Trail, and Brew Ridge Trail.	The DCD Zoning designated uses are all synergistically compatible with the recommended uses in the Comprehensive Plan. Preliminary conversations have been held with local organizations to promote such initiatives within the subject property. It is premature to know whether or not these can be achieved on this site.



Reuse viable buildings within the Downtown. Where buildings cannot be preserved, new construction should reflect the vernacular architecture in Crozet.	The existing buildings are not of a condition or physical location that would support their reuse and will be demolished as part of the redevelopment of the subject property. Further, to achieve the block structure and street network proposed, all existing buildings need to be demolished.
Consider recommendations from the Community of Crozet Architectural Resources Study and the Strategies Report for the properties located within the potential Crozet Historic District.	Under review.
Encourage a "block" form of development in undeveloped areas of the Downtown.	The Phase 1 Plan submitted provides the beginning of an organized block structure to promote the variety of uses within the project, and organized transportation network. However, in the future it will be essential to connect the grid to other areas of downtown in order for it to function as designed.
Create a Downtown community green.	The applicant will proffer to dedicate a minimum 26,000 square feet of property in phase 1 for creation of a community plaza. In addition, the Applicant will contribute funds toward the design and construction of the plaza.
Include pocket parks in block development and redevelopment.	The Phase 1 Plan submitted will allow for pocket parks. Final determination of pocket park locations will be made during the site plan design process.

RESPONSES TO PREVIOUS STAFF COMMENTS/INPUT

Entrance Corridor / ARB:

It is understood that portions of the property fall within the County Entrance Corridor jurisdictions. As such, design review will be provided in accordance with the code provisions at the preliminary and final site plan levels of the development process.

Engineering and Water Resources:

This ZMA application is simply a conceptual land use plan with a proposed network of roads for a portion of the subject property. Per County request, Timmons engineering provided a narrative stormwater management plan for Barnes Lumber in the previously submitted exhibit B. Technical infrastructure and storm water design issues will be addressed at the preliminary and final site plan levels of the development process.

VDOT:

An updated traffic study was provided with a previous submittal and has been reviewed by VDOT and the County. The Crozet Avenue intersections at Library Avenue and The



Square are identified as potential problems in the future and recommendations include installation of a signal at Library Avenue, removal of the signal at The Square and conversion of The Square intersection to right in only from Crozet Avenue. These improvements will be necessary at some point, with or without the development of Barnes Lumber but will occur sooner with development at Barnes and/or the extension of Library Avenue east to Parkside Village. Additional conversations with VDOT and County staff have led to the current proposal of road construction being completed by the County with contributions from Crozet New Town Associates as indicated in the proffers.

ACSA / RWSA:

It is understood that ACSA and RWSA have expressed sewer capacity concerns for the Crozet infrastructure. Impacts to Public Facilities and services will be consistent with those contemplated in the Comprehensive Plan and the Crozet Master Plan for the DCD. Because the development is in a designated growth area with priority status, the Applicant's continued understanding is that the ACSA/RWSA will invest in the public facilities and services needed to serve the Barnes Lumber Redevelopment and the DCD prior to permitting of new construction which will exceed existing water and sewer capacity.

The Comprehensive Plan section on growth management calls for County leaders to "continue to approve new development proposals in the development areas as the designated location for new residential, commercial, industrial and mixed-use development." The impacts of growth in the designated Development Areas are further addressed in Strategy 1B and 1C within the growth management section of the Comprehensive Plan:

- Strategy 1B: Continue to provide facilities needed to support growth in the Development Areas and promote the Development Areas as the most desirable place for new residents by funding capital improvements and infrastructure and providing a higher level of services to the Development Areas.
- Strategy 1C: Continue to recognize the shared responsibility between County and new development to pay for infrastructure and improvements to the Development Areas to address the impacts of new development.

SPECIFIC PLAN COMMENTS

1. This application does not include TMP 056A2-01-00-07000 as that parcel is not under our ownership. Oak Street is currently designed to be a private right-of-way with perpendicular parking.
2. Both future secondary street connections have been removed from the Phase 1 Concept Plan. The connection previously shown along the northern edge of TMP 056A0-02-0A-00100 was not in a location that was approvable by VDOT. The alternative location shown further south on the previous concept is on a parcel not under our ownership. We will work with the owner of that parcel to try to create the preferred secondary connection as part of the next phase rezoning application.
3. All conceptual parking lot locations have been removed from the plan.



PROFFERS

The Applicant will offer several proffers in conjunction with the rezoning of the Subject Property from Heavy Industrial (HI) use to Downtown Crozet District (DCD). These proffers are detailed on a separate proffer form that will be attached to and made part of the ZMA application. They have been revised per staff comments and are summarized as follows:

1. Applicant will proffer to contribute funds toward the construction of the Public Street network as shown on the Phase 1 Concept Plan. The applicant further proffers to reserve for dedication all right of way, temporary construction easements and drainage easements necessary for construction of these streets. The streets will be constructed by the County if VDOT Revenue Share funds are awarded to the project. A portion of the right of way dedication is on property not included in this rezoning application.
2. Applicant will agree to reserve and dedicate public space of not less than 26,000 square feet including a contiguous plaza area of no less than 12,000 square feet in Block 1 as shown on the Exhibit A. The final design of the public space will be decided in consultation with the Downtown Crozet Initiative Board, subject to review and approval of Crozet Community Advisory Committee and it will meet all site plan requirements of Albemarle County. The Applicant will agree to reserve and dedicate the Plaza area for public use and convey the land to the County or a qualified non-profit entity acceptable to the County and the Applicant, subject to agreement for design, construction and on-going maintenance of the dedicated area. Dedication will also be subject to certain license agreements that will enable use of the plaza by adjoining properties for outdoor seating, dining and retail use. Any improvements to, ownership or maintenance of the public space will rest with the applicant until such time that the or another qualified entity agrees to take on this responsibility.
3. The Applicant will agree to provide the County and VDOT two traffic warrant analyses in conjunction with the phase 1 development. The first will be done prior to development that is anticipated to generate a cumulative total of 2,000 vehicle trips per day. The second will be done when the cumulative total is expected to exceed 3,000 vehicle trips per day. If either analysis indicates that warrants are met for a traffic signal at Library Avenue and/or intersection improvements at The Square because of traffic generated by development on the Barnes Lumber Property, the Applicant will proffer \$75,000 toward the construction of the improvements at such time as the balance of the funding has been secured by the County.

The Applicant is not offering other cash or affordable housing proffers in conjunction with this ZMA application for the following reasons:

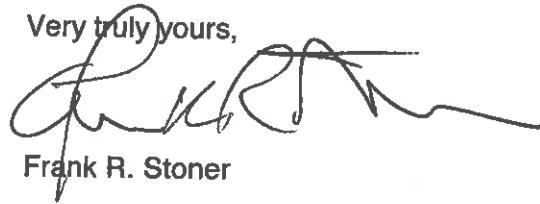
- No other properties rezoned to DCD have been subject to the County's cash or affordable housing proffer policy. To subject this property to these proffer requirements would put the applicant at a substantial financial disadvantage to other DCD zoned properties. Of the roughly 50 acres in downtown Crozet that



have been already been rezoned DCD, 13 of those parcels are undeveloped and approximately 33 are underdeveloped. None of these parcels have been subjected to any proffers in exchange for their rezoning.

- The primary focus of Phase 1 development is commercial retail and office. Residential is a secondary use that may only be considered on upper floors. The affordable housing proffer policy, as currently written creates a disincentive for residential development on these upper floors.
- Market rate residential on the upper floors can help make the commercial rents more affordable which will be essential to attract businesses to downtown.

Very truly yours,



Frank R. Stoner

ENCLOSURES:

- Exhibit A – Phase 1 Concept Plan– 6 copies
- Draft Proffer Statement – 6 copies
- Exhibit B – Timmons Narrative Stormwater Management Plan – 6 copies (previously provided)
- Traffic Impact Study -2 copies (previously provided)
- Phase 1 Plat (unchanged) – 6 copies (previously provided)



PROFFER STATEMENT

Project Name: Crozet Square (J. Barnes Lumber, Phase 1)
Date: October 2, 2017
ZMA #: ZMA 2010-00018
Tax Map Parcel #: TMP 056A2-01-00-07100 and 056A2-01-00-071B0 (portion) and 056A2-01-00-02500(portion), (the "Property")

Rezone one parcel and portions of two additional parcels totaling 6.2407 acres, more or less, from Heavy Industry (HI) to Downtown Crozet District (DCD) and a portion of one from Commercial (C-1) to Downtown Crozet District (DCD).

Pursuant to Sections 33.4 and 33.7 of the Albemarle County Zoning Ordinance, the Owner hereby voluntarily proffers the conditions listed herein below which shall be applied to the Property if the Zoning Map Amendment identified as ZMA 2010-00018 and referred to as "Crozet Square" (hereinafter the "ZMA"), is approved by the County of Albemarle (the "County"). These conditions are proffered as a part of the requested ZMA and it is agreed that: (1) the ZMA itself gives rise to the need for the conditions, and (2) such conditions have a reasonable relation to the rezoning requested.

The term "Owner" as referenced herein shall mean the owner of record and successors in interest of the Property.

The Phase 1 Plan shall refer to that certain Application Plan prepared by Milestone Partners dated October 2, 2017 labelled "Exhibit A" (hereinafter referred to as "Phase 1 plan").

The headings of the proffers and conditions set forth below have been prepared for convenience or reference only and shall not control or affect the meaning or be taken as an interpretation of any provisions of the proffers.

This proffer statement shall supersede and replace in all respects the proffer statement approved by the Board of Supervisors on April 3, 1996 in connection with ZMA 1995-22, with regard to the Property.

1. Construction of Public Streets.

The Owner shall contribute \$XXX toward the construction of the Public Street network as shown on the Phase 1 Plan, to include improvements to the Square, and construction of Road A, Primary Street, and the extensions of Library Avenue and High Street. The construction of these streets shall be a County project. Construction of the streets located within Phase 1 as shown on the Phase 1 Plan shall be completed prior to the issuance of any final certificate of occupancy for any building constructed within Phase 1. Modifications to the alignment of the roads shall be allowed with the approval of the Director of Community Development.

2. Reservation of Right-of-way.

The Owner shall reserve for dedication upon demand of Albemarle County the right-of-way and any temporary construction or drainage easements necessary to construct the Public Street network shown on the Phase 1 Plan in an alignment that is mutually agreeable to the Owner and Albemarle County. The area for the extension of Primary Street from the eastern terminus of Phase 1 to Hilltop Street in Parkside Village is on the remainder of TMP 056A2-01-00-071B0 that is not being requested for DCD zoning with this application.

3. Off Site Transportation Improvements.

Owner will provide to VDOT and Albemarle County two traffic warrant analyses at the intersection of Crozet Avenue and Library Avenue prior to final site plan submittal for development on the Property that is projected to result in a cumulative total vehicle trips per day that exceeds 2,000 trips per day and again when it is projected to exceed 3,000. In the event that the warrants are met for a traffic signal at the Crozet Avenue/Library Avenue intersection at either time because of the proposed development on the Property, the Owner will contribute \$75,000 toward the installation of the required traffic signal at this intersection. The contribution shall be paid by Owner when the balance of the funding has been secured by the County for the improvements.

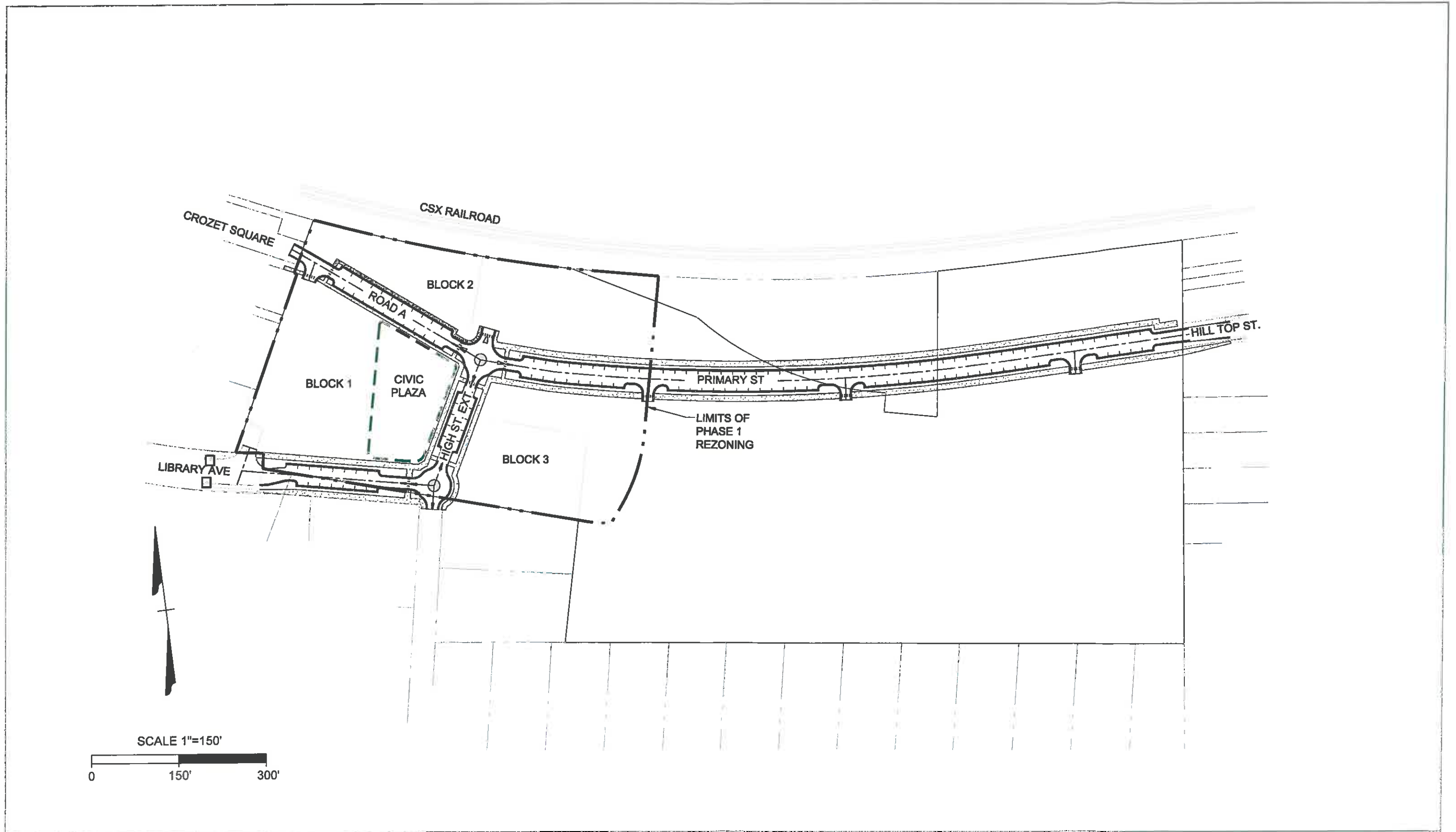
4. Civic Space. A minimum of 26,000 square feet of area in Barnes Lumber Phase 1 shall be reserved for public uses including, but not limited to, parks, performance space, outdoor dining, farmers market, parking, amenities, fountains and plazas. No less than 12,000 square feet of the 26,000 shall be a single public plaza. The location for this public space is generally shown on the Phase 1 Plan. The final design will be decided in consultation with the Downtown Crozet Initiative Board, subject to review and approval by the Crozet Community Advisory Committee and shall meet all the Albemarle County site plan requirements. Ownership and maintenance of the Civic Space shall remain with the Owner until such space is fully constructed or there is a defined schedule and adequate funding for construction and the County, or another qualified organization agrees to assume responsibility.

The undersigned Owner hereby proffers that the use and development of the Property shall be in conformance with the proffers and conditions herein above, and these proffers shall supersede all other proffers and conditions made prior hereto.

WITNESS the following signature:

Crozet New Town Associates, LLC

By: _____
Frank R. Stoner, Manager



BARNES LUMBER - PHASE 1 CONCEPT PLAN, EXHIBIT A

10/02/2017