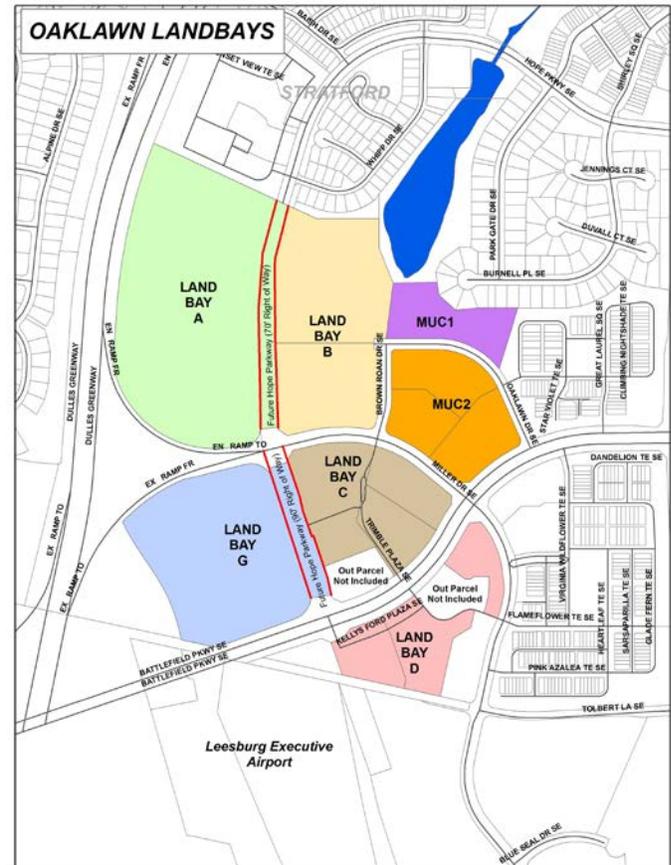


**TOWN OF LEESBURG
NOTICE OF TOWN COUNCIL PUBLIC HEARING
TO CONSIDER REZONING APPLICATION
TLZM-2014-0004, OAKLAWN AT STRATFORD**

Pursuant to Sections 15.2-1427, 15.2-2204, 15.2-2205 and 15.2-2285 of the Code of Virginia, 1950, as amended, the **Leesburg Town Council** will hold a public hearing on **Tuesday, August 12, 2014 at 7:30 p.m.** in the Town Council Chambers, 25 West Market Street, Leesburg, Virginia, 20176 to consider Rezoning Application TLZM-2014-0004, Oaklawn at Stratford, a request to amend the approved Concept Development Plan and proffers for #ZM-159 and TLZM-2005-0002.

The subject property consists of vacant land in Oaklawn commercial development Land Bays A, B, C, D, G, MUC1, and MUC2. The site includes 94.7 acres bordered by the Dulles Greenway to the west, the Stratford residential development to the north, the Oaklawn residential development to the east, Battlefield Parkway and the Leesburg Municipal Airport to the south. 78.2 acres of the property are zoned PEC, Planned Employment Center District and the remaining 16.5 acres is zoned Planned Residential Community (PRC).



The purpose of the rezoning application request is to amend the approved Concept Development Plan and Proffers as follows:

- Revise the transportation and development phasing plan regarding the unbuilt portions of Hope Parkway.
- Amend the permitted uses by allowing Light Intensity Industrial uses to locate in Oaklawn Land Bays A and B, a Recreational Facility in either Land Bay A or B, and a Repair Service Establishment and Service Station without gas pumps in Oaklawn Land Bay D.
- Reallocate permitted office and other commercial uses among the Oaklawn Land Bays to accommodate the added uses.
- Allow the approved hotel/motel/conference center to be in either Land Bay A or B.
- Amend the proffer requiring H-2 Corridor Design approval for development in Land Bay B.

Overall, a total of 1,549,500 square feet of commercial development is proposed in the PEC and PRC Zoning Districts combined onsite. There is no increase in the approved density as the total development square footages do not change from previous approvals. The allowable overall density is 0.40 and the overall proposed overall density is 0.38. Individual lots may have a maximum density of 0.60 provided the overall density is not exceeded. The property is further described as Loudoun County Parcel Identification Numbers (PINs): 233-38-8942, 233-39-6464, 233-39-6106, 233-30-2511, 233-30-1486, 233-30-4276, 233-29-0512, 233-29-6350, 233-29-9822, 233-20-0550, 233-20-3806, 233-19-8457, 233-10-1658, and 233-30-2941 and includes the following addresses 524 and 534 Trimble Plaza, as well as 304, 309, and 311 Kellys Ford Plaza. Several of the other parcels have no assigned addresses to date. The *Town Plan* designates this property as “Regional Office” and “Office/Light Industrial” on the Land Use Policy Map with a desired density of 0.35 to 1.0 FAR.

Additional information and copies of this application are available at the Department of Planning and Zoning located on the second floor of the Leesburg Town Hall, 25 West Market Street, Leesburg, Virginia 20176 during normal business hours (Monday-Friday, 8:30 a.m. to 5:00 p.m.), or by contacting Irish Grandfield, Senior Planner, at 703-771-2766 or igrandfield@leesburgva.gov.

At these hearings, all persons desiring to express their views concerning these matters will be heard. Persons requiring special accommodations at the Town Council meeting should contact the Clerk of Council at (703) 771-2733 three days in advance of the meeting. For TTY/TDD service, use the Virginia Relay Center by dialing 711.



Date of Council Meeting: August 12, 2014

**TOWN OF LEESBURG
TOWN COUNCIL PUBLIC HEARING MEETING**

Subject: TLZM-2014-0004, Oaklawn at Stratford a rezoning application to amend the approved Concept Plan and proffers to change uses and phasing without increasing overall density.

Staff Contacts: Brian Boucher, Deputy Director, Dept. of Planning & Zoning
Irish Grandfield, AICP, Senior Planner, Dept. of Planning & Zoning

Recommendation: The staff recommendation will be provided at the Town Council work session on August 11, 2014.

Issue: Should Town Council approve a rezoning to amend the approved Concept Plan and proffers for the Oaklawn at Stratford project to add land uses, modify transportation phasing, reallocate permitted uses among various Land Bays, and amend the proffer requiring H-2 Corridor Design approval for development in Land Bay B?

Fiscal Analysis: Approval of this application should generate substantial commercial revenue to the Town. The revenue generated by the tenant in Land Bay B alone is estimated at \$2.7 million (\$2,700,000) over a 10-year period. In addition, that project is expected to generate substantial tax revenues for Loudoun County and the Commonwealth of Virginia during the initial 10-year period. Additional revenue is expected from the further development of commercial uses in land bays made accessible by the accelerated construction of Hope Parkway.

Background: The Applicant, Oaklawn LLC and Oaklawn Development LLC, is requesting an amendment to the approved Concept Plan and proffers for the Oaklawn at Stratford project to add land uses, modify transportation phasing, reallocate permitted uses among various Land Bays, and amend the proffer requiring H-2 Corridor Design approval for development in Land Bay B. From the Town and Applicant perspectives there are three primary purposes for this amendment: First, to make use changes to allow a high profile corporate headquarters to begin construction shortly in Oaklawn Land Bay B; second, to accelerate the construction of Hope Parkway as a secondary access for the residents of Stratford; and third, to increase flexibility for uses in various land bays to increase economic viability of the development and to stimulate economic growth.

This rezoning application was prompted when a growing corporation with both an office and a light industrial component (fully enclosed) expressed intent to locate in Leesburg within Land Bay B of the Oaklawn development. However, the approved concept development plan and proffers for Oaklawn do not permit the light industrial component within the preferred location.

The subject property consists of vacant commercial land in Oaklawn Land Bays A, B, C, D, G, and MUC2. The site includes 94.7 acres bordered by the Dulles Greenway to the west, the

Stratford residential development to the north, the Oaklawn at Stratford residential development to the east, Battlefield Parkway and the Leesburg Municipal Airport to the south. Approximately 78 acres of the property are zoned Planned Employment Center District (PEC) and the remaining 16.5 acres is zoned Planned Residential Community (PRC).

Planning Commission Public Hearing and Recommendation: The Planning Commission opened the public hearing on this case at their July 31, 2014 meeting. Eighteen members of the public spoke and each expressed concerns about the impact of the proposal on their properties in nearby neighborhoods (see Attachment 1, pages 2-3 for a more detailed description of those public comments). In addition, staff provided the Planning Commission with a packet of written concerns emailed by members of the public (see Attachment 11). The Planning Commission discussed the application and questioned the applicant on over 20 issues (see Attachment 1, pages 3-4 for a more detailed description of those public comments). Express concerns included the need to mitigate light industrial impacts on adjacent properties such as buffering, truck traffic, lighting and architecture, as well as the proposed vehicle and equipment repair facility (the tire shop) and possible recreation facility uses. The public hearing was held open to the Planning Commission's August 7, 2104 meeting to allow further public input and to give applicant a chance to address the issues raised.

On August 7, 2014 the public hearing was resumed and 34 members of the public addressed the Commission. Concerns expressed included:

- Increased traffic on Hope Parkway and Battlefield Parkway: congestion, cut-through traffic, speeding, pedestrian safety on Hope Parkway.
- Truck traffic: noise, hours, internal circulation too close to residential areas, route cutting through neighborhoods and potential traffic calming measures.
- Concern over the future light industrial uses and the lack of a specific definition for light industrial in the Zoning Ordinance.
- Potential impacts of lighting, noise, and emissions of the Light Industrial use; incompatibility of this type of use near residential areas.
- Potential for Oaklawn to develop almost entirely as a light industrial park.
- Removing light industrial from some land bays (A, C or D)
- Adequacy of buffering, screening, and setbacks facing residential areas.
- Aesthetics of proposed building; particularly the rear of the production building facing residential areas.
- Potential noise and visual impacts of a generator serving the user on Land Bay B
- Objection to potential vehicle repair/tire shop: noise and visual impacts.
- Objection to the expedited review process.
- Limiting the rezoning application to Land Bay B only.
- Concern over the proposed recreational facility potential uses.
- Devaluation of home values due to proximity of light industrial uses.
- Objection to data center use

After hearing public comments the Planning Commission questioned applicant and staff about aspects of the proposal. Issues discussed included:

- Adequacy of the proposed landscape buffer on Land Bay B. Specifically, the wooden fence proposed as part of the landscape plan for the northeast portion of Land Bay B should be masonry.
- Architecture for the proposed Land Bay B buildings and whether or not they meet the H-2 Guidelines sufficiently.
- Concern over lighting in Land Bay B – pole heights and the effect on adjacent residences.
- Where data centers can be located today by right (Land Bays C and D).
- Concern that the Zoning Ordinance does not provide a clear definition of "Light Intensity Industrial". Suggestions that the applicant proffer the language provided by the Zoning Administrator to give more specificity about what could be future light intensity industrial uses in Oaklawn.
- Screening and noise mitigation for generators on Land Bay B.
- Truck traffic and the need to limit hours because of adjacent residences – 8 a.m.-7 p.m. was suggested.
- Discussion that Land Bay B needs to be the focus of the land use changes and that other use changes, such as light industrial in Land Bay A, should be the subject of more review to fully appreciate impacts. Applicant was asked if he would proceed on Land Bay B only and deal with other proposed changes later and the applicant said they could not do so.
- Concern that not all ramifications of the application are thoroughly understood due to the speed of the review process in this case.

During discussion, in response to comments by the Commission and the public, applicant stated that they would make several revisions to the proposal, such as removing Light Intensity Industrial uses from Land Bay C. The Planning Commission closed the public hearing. The Commission then passed a motion by a vote of 4-3 that recommends denial of the application but which also sets forth revisions proposed by the applicant which the Commission supports. The specific motion is as follows:

I move that rezoning application TLZM 2014-0004, Oaklawn, be forwarded to the Town Council with a recommendation of denial on the basis that the Approval Criteria of Zoning Ordinance Section 3. 3.15 have not been satisfied due to the following reasons:

- We do not have a definitive understanding of many terms including light industrial which would allow residents to know what to expect for future development.
- The truck traffic hours should be limited to 8 a.m. to 7 p.m.
- We recommend consideration of Land Bay B as a stand-alone application because so much progress has been made.
- The ramifications of this complex application are not fully understood due to the accelerated process.
- Consideration of materials for the fence to include other materials such as masonry.

The positives that we have recognized are:

- Proffer to remove light industrial from Land Bay C.
- Proffer to remove modification to Land Bay D (tire shop).
- Proffer specific caliper and location of trees and buffers as presented.
- Proffering lighting plan, pole placement and heights.
- Proffering truck traffic limited to 7 a.m. to 9 p.m. and prohibition on trucks turning right out of the site onto Hope Parkway.
- Proffer elevations as they were presented tonight.
- Proffer to accept Staff language for future light intensity industrial to be approved by the Zoning Administrator.
- Change the references in the proffers to refer to the most recent elevations, buffers etc. as presented tonight.

Staff Analysis: Due to the compressed review schedule and in anticipation of the applicant submitting revisions staff will provide full analysis and recommendations at the August 11, 2014 Town Council work session. However, the following is a list of recommendations that staff has started and will complete at the work session. Staff has cited draft proffers in italics if they currently exist to address recommendations. Staff also provides options below for Council to consider in italics. These comments are based on the proffers (Attachment 4) and concept plan (Attachment 3) submitted on August 6, 2014, and the Buffer Plan (Attachment 5) and separate Site Lighting Plan (Attachment 7) submitted on August 7, 2014.

Remaining Staff Comments:

1. Cash Equivalent Contribution for Road Construction – Proffer #II.10.E applies to all of Hope Parkway. The applicant proffers repayment in 5 annual installments rather than the 2 requested by staff, even though applicant would have been obligated to pay the full cost of the road to get that first zoning permit had the public not constructed the road. Staff recommends a payment in two annual installments instead of five. This is to reimburse the public for its expenditure that has directly benefitted the private developer in a more reasonable time frame thereby decreasing the Town's carrying costs. The Planning Commission and staff continue to recommend this revision to the proffers.
2. Architecture – The applicant continues to proffer compliance to the H-2 Design guidelines subject to Board of Architecture approval for all development except the new corporate use in the northern portion of Land Bay B. The applicant has submitted revised elevations on August 7, 2014 that they have indicated address a number of Commission and staff concerns (Attachment 8). At the time of writing this report staff was reviewing this plan and will have additional comments at the work session on August 11, 2014. (See also Proffer V.14).

Planning Commission Recommendations:

1. **Define light industrial.** *At the August 7 meeting, staff provided the following description of Light Intensity Industrial use. This description is what the Zoning Administrator would use to decide if a proposed use in Oaklawn is LII. If Council wishes to entertain the application as submitted (i.e. do not solely focus on Land Bay B), Council could recommend that this description be included in the proffers for TLZM 2014-0004, to provide ongoing, consistent description of LII uses in all Land Bays in Oaklawn. This, in conjunction with Proffer V. 19.B (see #11 below) would provide some assurance that light industrial uses are defined/described and mitigated.*

The description provided by staff to the PC on August 7 is stated below:

Light Intensity Industrial uses are characterized by:

- *Interior operations include research and development, and assembly wholly from prepared materials, finished products, or parts for end users.*
- *There are no exterior operations; activities are conducted entirely within an enclosed building.*
- *The use operates in a manner to control the external effects such as noise, odor, dust, and truck traffic (i.e. low volume distribution via city, box trucks or low frequency of tractor trailers) and closely replicates impacts from typical office use.*
- *Examples are scientific and precision instruments, clothes, furniture, or consumer electronics, prototyping (3-D printing), or high value handmade goods as part of a larger supply chain.*

Light Intensity Industrial uses exclude medium and heavy industrial uses such as basic industrial processing of raw materials, mining, asphalt or concrete plant, warehouses, distribution center, outdoor storage of materials, recycling businesses, solid waste transfer stations, container storage, oil or gas storage, and bulk waste.

2. **Revise the proffers to limit truck traffic hours from 8 am to 7 pm.** *Proffer #19.A.1.C. limits truck traffic between the hours of 7 am and 9pm. Applicant stated on August 7 that the Tenant would be consulted to see if they agree with this requirement.*
3. **Consider Land Bay B now.** *Staff, PC and residents alike have had difficulty with the fact that the application has expanded the Light Intensity Industrial use to Land Bays A and B. It is currently allowed on Land Bays C and D. If the proposed amendment is approved, the total amount of industrial development could exceed office and retail development thereby changing the profile of Oaklawn from one which is currently a mixed employment development to one that might be a light industrial park. Anxiety about this possibility was exacerbated by the fact that the Zoning Ordinance does not currently have a definition of Light Intensity Industrial and a fear that unacceptable light industrial businesses would be built in Oaklawn.*

Proffer #V.19.B addresses this problem to an extent. However, Planning Commissioners still had concerns about the amount of light industrial proposed and about the recreational use proposed in Land Bay A. As such, the Commission made the recommendation to only review and act on amendments to Land Bay B. To address the Planning Commission recommendation, here are some options for Council to consider:

- *Adopt Proffer #V.19.B and ask the applicant to proffer the description noted above (#1); or*
 - *Eliminate light intensity industrial form certain land bays (A, C and/or D); and/or*
 - *Eliminate recreational use from Land Bay A; and/or*
 - *Make Light Intensity Industrial Use and/or recreational use a special exception use; or*
 - *Cap the amount of Light Intensity Industrial use that can be built before a given threshold of retail, office, and hotel is built.*
- 4. Proposed fence should be masonry.** *A wooden fence is proposed as part of the buffer screen along the north and eastern property boundaries of Land Bay B. Staff will discuss this with the applicant on Monday and provide an update at the work session on Monday. See Attachment 6 and also see #7 below.*
- 5. Remove light industrial from land Bay C.** *Applicant stated at the August 7 meeting that this change would be made to the proffers. Staff will discuss with the applicant and provide an update at the work session.*
- 6. Revise proffers to assure tire shop is not in Land Bay D.** *See Proffer #I.4.B.4. Applicant has deleted an automobile repair as an alternative to the service station which is allowed in the current proffers. Staff notes that to fully assure that automobile repair is deleted as a permitted use in Land Bay D (or any Land Bay) Proffer #I.4.B.7 should be changed as follows: “7.) Repair service establishments (excluding vehicle repair facilities).”*
- 7. Proffer specific caliper and location of trees and buffers.** *The applicant provided a Buffer Plan for Land Bay B and presented this to the Planning Commission on August 7 (see Attachment 5). In addition, Proffer #V.18 specifically commits to constructing the proposed buffer on Land Bay B. The Planning Commission discussed the buffer and recommended that that buffer assure that: vegetation is hardy, fast-growing, and effective as a means of screening the parking and loading areas, headlights from trucks, and the buildings from adjacent properties.*

Staff reviewed the proposed buffer plan and finds that the vegetative materials proposed will provide an effective buffer and will be reasonably quick growing. Staff recommends the following changes for the fence (see Attachment 6):

- *The fence should be extended to further screen loading bays and dumpster*
- *The fence should be constructed of wood with stone pilasters to increase the sturdiness of the fence and to connect with the existing fence and signage design currently within the Oaklawn at Stratford development.*

Staff will be discussing these recommendations with the applicant prior to the Council work session and will provide an update at the meeting.

- 8. Proffer lighting plan and pole placements and heights.** *The applicant presented a lighting exhibit on August 7 and included a proffer (Proffer #V.20 – Land Bay B Outdoor Lighting in August 6 proffers). The exhibit (Attachment 7) is proffered and provides for the following requirements: interior parking lot lighting levels shall not exceed 1.0 foot candle in areas 1 and 5.0 in area 2 as designated on the lighting exhibit. Pole heights are limited to 20 feet.*

Staff notes that the Zoning Ordinance only addresses maximum foot candle levels at the property line which is 0.5 and maximum pole height in parking areas which is 25 feet. The proffered requirements therefore, exceed what is required in the ordinance for maximum interior foot candles and the maximum height for light pole.

The applicant proposed revisions to Proffer #V.20 on August 7:

The outdoor lighting in Land Bay B shall be installed in substantial conformance with the attached exhibit prepared by MGMA and dated August 6, 2014. The light poles in the shaded area of the Land Bay B denoted by the numeral “1” shall be a maximum of 20-feet tall, and lighting levels shall be a maximum of 1.0 foot candles. The shaded area of Land Bay B denoted by the numeral “2” shall have maximum lighting levels of 5.0 foot candles.

Staff recommends approval of this revised proffer language.

- 9. Proffer limits on truck turning out of Land Bay B southward on Hope Pkwy.**

Proffer #V.19 was revised in the August 6 draft to include Proffer #V.19.A.1. b. which requires truck traffic to turn left onto Hope Parkway when exiting the property. This recommendation has been addressed. No further changes are necessary.

- 10. Proffer building elevations as presented on August 7.** *Proffer #V.14. states that buildings constructed on Land Bay B will be in substantial conformance with the elevations. The proffer should be updated to reflect the revision date of the elevations that were shown to the PC on August 7.*

11. Proffer future light intensity industrial to be approved by ZA. This is done in Proffer #V.19.B which states the applicant shall provide *“measures to mitigate noise, heavy truck traffic, odor, fumes, and other potential nuisances of any light industrial use shall be provided subject to the Zoning Administrator’s reasonable determination of sufficiency.” This language is consistent with Town of Leesburg Zoning Ordinance guidance for Light Intensity Industrial uses in section 8.6.2.*

Attachments

1. Planning Commission Staff Report dated July 31, 2014
2. Planning Commission Staff Report dated August 7, 2014
3. Concept Plan dated July 1, 2014
4. Proffers dated August 6, 2014
5. Buffer Plan dated August 5, 2014
6. Staff Recommendations for changes to Landscape Plan
7. Site Lighting Plan dated August 6, 2014
8. Building Elevations dated August 7, 2014
9. Applicant’s Response Letter dated August 6, 2014
10. TLZM-2014-0004 Draft Ordinance
11. Written Public Comments – July 31, 2014
12. Written Public Comments – August 7, 2014



Date of Meeting: July 31, 2014

**TOWN OF LEESBURG
PLANNING COMMISSION PUBLIC HEARING**

SUBJECT: TLZM-2014-0004, Oaklawn at Stratford

STAFF CONTACT: Irish Grandfield, AICP, Senior Planner, DPZ

APPLICANT: Oaklawn LLC

PROPOSAL: An application to amend the approved proffers and concept development plan to change uses and phasing without increasing overall density.

PLANNING COMMISSION CRITICAL ACTION: August 7, 2014

RECOMMENDATION: Recommendation pending responses from the applicant.

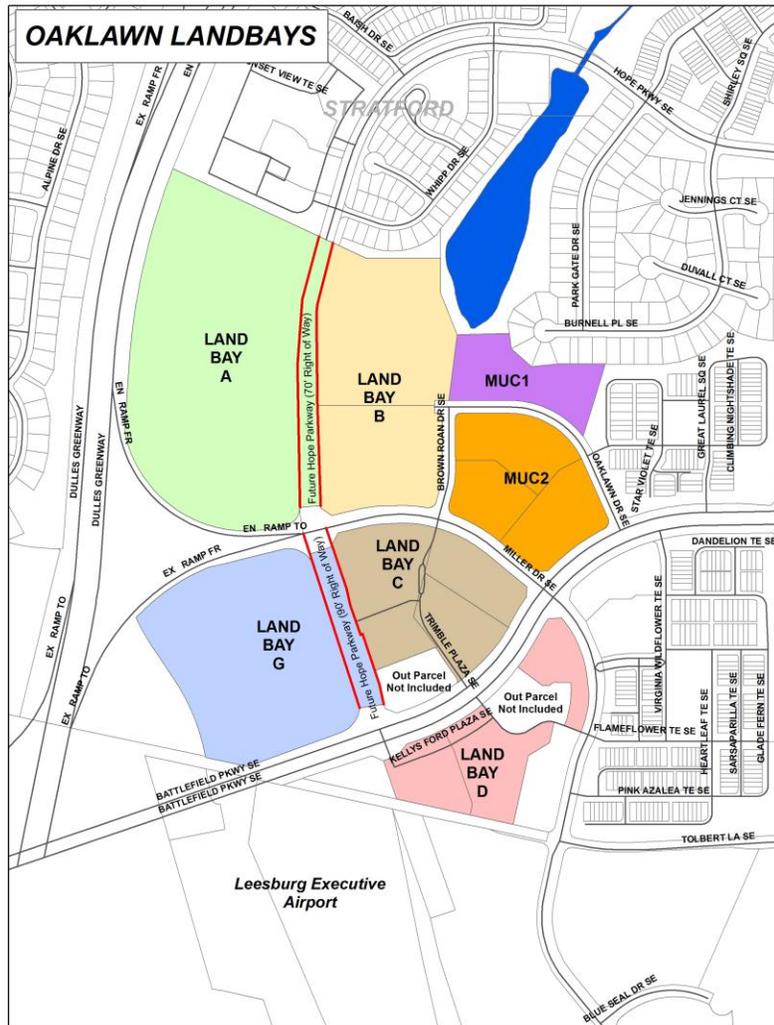


Figure 1. Oaklawn at Stratford

- I. **APPLICATION OVERVIEW:** The Applicant, Oaklawn LLC and Oaklawn Development LLC, is requesting an amendment to the approved Concept Plan and proffers for the Oaklawn at Stratford project to add land uses, modify transportation phasing, reallocate permitted uses among various Land Bays, and amend the proffer requiring H-2 Corridor Design approval for development in Land Bay B. From the Town and Applicant perspectives there are three primary purposes for this amendment: First, to make use changes to allow a high profile corporate headquarters to begin construction shortly in Oaklawn Land Bay B; second, to accelerate the construction of Hope Parkway as a secondary access for the residents of Stratford; and third, to increase flexibility for uses in various land bays to increase economic viability of the development and to stimulate economic growth.

The subject property consists of vacant commercial land in Oaklawn Land Bays A, B, C, D, G, and MUC2. The site includes 94.7 acres bordered by the Dulles Greenway to the west, the Stratford residential development to the north, the Oaklawn at Stratford residential development to the east, Battlefield Parkway and the Leesburg Municipal Airport to the south. Approximately 78 acres of the property are zoned Planned Employment Center District (PEC) and the remaining 16.5 acres is zoned Planned Residential Community (PRC). The rezoning application request is to amend the approved Concept Development Plan and proffers as follows:

- Revise the transportation and development phasing plan regarding the unbuilt portions of Hope Parkway. (Note: all other proffered road improvements have already been constructed.)
- Amend the permitted uses by allowing Light Intensity Industrial uses to locate in Oaklawn Land Bays A and B, add Recreational Facility uses in either Land Bay A or B, and a Repair Service Establishment and Service Station without gas pumps in Oaklawn Land Bay D.
- Reallocate permitted office and other commercial uses among the Oaklawn Land Bays to accommodate the added uses.
- Allow the approved hotel/motel/conference center in Land Bay B to be in either Land Bay A or B.
- Amend the proffer requiring H-2 Corridor Design approval for development in Land Bay B.

Two parcels that were originally part of the Oaklawn commercial development have been sold and are not part of this rezoning application. The two parcels are 525 Trimble Way (Northwest Federal Credit Union) and 306 Kellys Ford Plaza (Southside Oil LLC). Overall, a total of 1,549,500 square feet of commercial development is proposed in the PEC and PRC Zoning Districts combined (this figure includes the square footage of the two excluded parcels). There is no increase in the approved density because the total development square footages do not change from previous approvals. The allowable overall density is 0.40 and the proposed overall density is 0.38. Individual lots may have a maximum density of 0.60 provided the overall density is not exceeded. Table 1 below summarizes the planning, zoning, and land uses for the various Oaklawn Land Bays included in this application.

Table 1. Oaklawn at Stratford Land Use

Land Bay	Parcels & Address	Planned Land Use & Zoning	Proposed Uses (highlighted uses are new)
A	233388942 None	Regional Office PEC	Office, light industrial, data center, support uses, recreational facility, hotel and restaurant uses
B	233396464 None 233396106 None	Regional Office PEC	Office, light industrial, data center, support uses, recreational facility and/or hotel (if not located in Land Bay A); Convenience retail uses not exceeding a total of 30,000 square feet (to the extent not located in Land Bays MUC 2 and/or MUC 5)
C	233296350 501 Trimble Plaza 233200550 534 Trimble Plaza 233299822 524 Trimble Plaza	Regional Office PEC	Office, light industrial, data center, car wash, support services, bank with drive-through, restaurant, fast food restaurant with drive-through, automobile service station with convenience store and/or car wash & 8 fueling stations
D	233203806 304 Kelly's Ford Plaza 233101658 309 Kelly's Ford Plaza 233198457 311 Kelly's Ford Plaza	Office/Light Industrial PEC	Office, light industrial, data center, car wash, support services, bank with drive-through, restaurant, fast food restaurant with drive-through, automobile service station with convenience store and/or car wash & 8 fueling stations or a repair service establishment for vehicle repair
G	233290512 None	Regional Office Office/Light Industrial PEC	Open Space
MUC1	233302941	Office/Light Industrial PRC	Park
MUC2	233302511 – None 233301486 - None 233304276 - None	Office/Light Industrial PRC	Restaurant, service station or repair facility, convenience retail, office, support uses

On-line Information: All information submitted by the applicant for this application as well as review materials generated by staff during the review of the application can be found on the Oaklawn at Stratford Project Page on the Department of Planning and Zoning website at this link: <http://www.leeburgva.gov/index.aspx?page=1987>.

Compressed Review Time: This rezoning application was prompted when a growing corporation with both an office and a light industrial component (fully enclosed) expressed intent to locate in Leesburg within Land Bay B of the Oaklawn development. However, the current concept development plan and proffers for Oaklawn do not permit the light industrial component within the preferred location. The Town Council discussed the potential location of this corporate entity in Leesburg and found substantial economic benefits should ensue therefrom, and further, that it also provided an opportunity to obtain the planned Hope Parkway link to Miller Drive, an important road network connection to the residents in the Southwest quadrant of the Town, more quickly than under existing proffers. In an effort to address both economic development and transportation connection opportunities in this area Town Council has directed staff to process this application on a compressed schedule due. Staff received this application on July 3, 2014 and following action by the Planning Commission the Town Council will hold a public hearing on August 12, 2104. The Town and County have signed a Non-Disclosure Agreement in regards to the identity of the corporate tenant.

The initial development of the corporate headquarters consists of up to 185,000 s.f. of office, research and development, and light assembly uses in Oaklawn Land Bay B for roughly 270 employees. The proposal is for one office building toward the front of the site and one production building located at the rear of the site. Parking will be provided in front and along the sides of the two buildings. Loading facilities and trash service facilities will be located behind the production building.

This is a rapidly growing company that is projected to add between 100 and 150 new jobs in the next five years and there is the possibility of expansion of the corporate headquarters onsite in the future. Development of the corporate headquarters will include construction of Hope Parkway as a four-lane roadway between the Stratford residential community and Miller Drive providing a much needed secondary access to the Stratford development. The applicant has proposed some other changes to the Oaklawn plan and proffers which are intended to further attract economic interest in the Oaklawn development. These changes are discussed further in this report.

II. CURRENT SITE CONDITIONS: This application includes fourteen separate properties all of which are undeveloped. The parcels are identified as Loudoun County Parcel Identification Numbers (PINs) 233-38-8942, 233-39-6464, 233-39-6106, 233-30-2511, 233-30-1486, 233-30-4276, 233-29-0512, 233-29-6350, 233-29-9822, 233-20-0550, 233-20-3806, 233-19-8457, 233-10-1658, and 233-30-2941 at the

following addresses: 524 and 534 Trimble Plaza, as well as 304, 309, and 311 Kellys Ford Plaza. Several of the other parcels have no assigned addresses to date.

Rough grading was completed several years ago over most of the application properties as part of onsite road construction of Battlefield Parkway, Miller Drive, Oaklawn Drive, Brown Roan Drive, and access ramps to Dulles Greenway. As a result of this grading, the site is mostly open land with few trees (see Figure 2. Aerial View). The site contains the remnants of several structures (such as a farmhouse, silo and outbuildings) in Land Bay A from its previous farm use.

Most of the planned road network for the development is in place with the notable exception of Hope Parkway between the Stratford residential development and Battlefield Parkway. Oaklawn has a northbound exit ramp from the Dulles Greenway to Miller Drive and a northbound access ramp to the Dulles Greenway from Miller Drive. Southbound entrance and exit ramps for Dulles Greenway are located offsite on Battlefield Parkway.



Figure 2. Aerial View

III. **ZONING HISTORY:** The project was originally rezoned on June 22, 1988 to Planned Employment Center (PEC) and Planned Residential Community (PRC) under ZM-116. Several additional amendments were made to ZM-116 (ZM-130, ZM-138, ZM-161 and ZM-01-05) but ZM-159 approved on June 10, 2003 dealt specifically with the subject property and separated it from the rest of the Stratford residential development. Specifically, ZM-159 amended the Concept Plan and Proffers to allow residential development in lieu of commercial development for the eastern portion of the Oaklawn development and an accelerated road construction phasing plan. TLZM-2005-0002 approved on February 20, 2007 further amended the concept plan and proffers by adding service station and convenience retail uses; increasing the flexibility in the location of various uses; amending the transportation phasing; and increasing the allowable size of the daycare center in Land Bay D. This rezoning seeks to amend the ZM-159/TLZM-2005-0002 proffers and concept Plan.

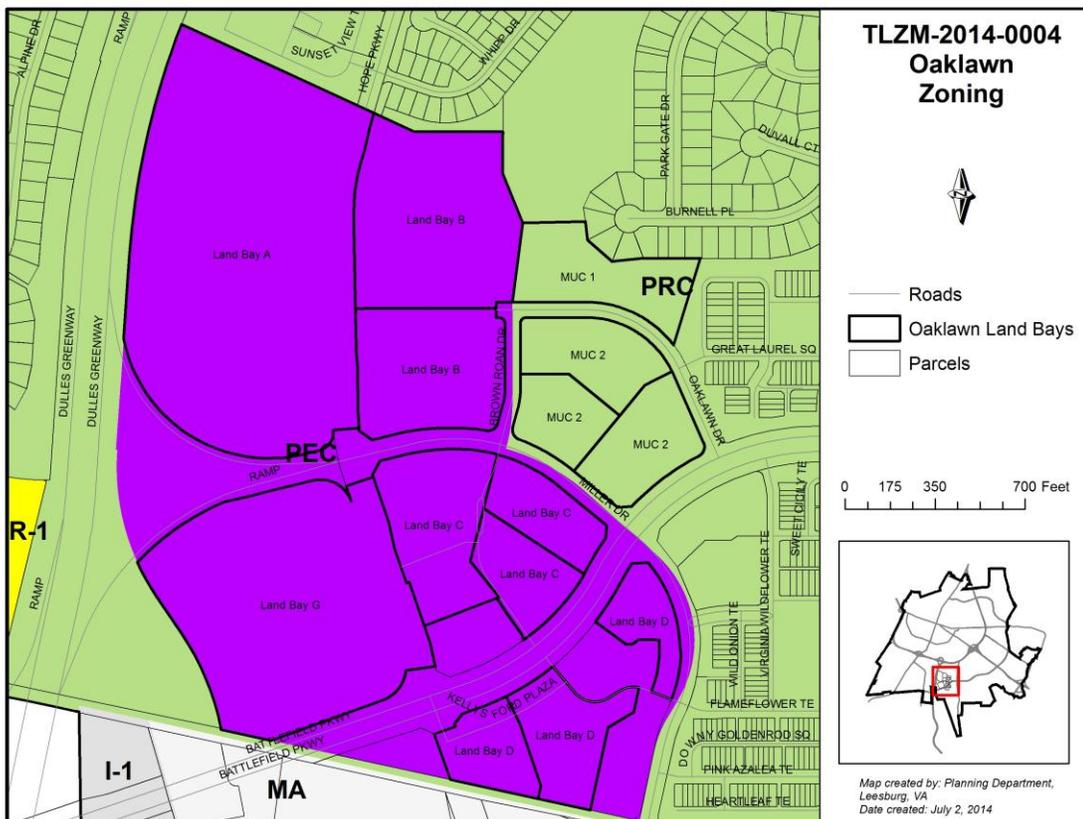


Figure 3. Zoning

USES ON ADJACENT PROPERTY: The site is bordered by the Dulles Greenway to the west, the Stratford residential development to the north, the Oaklawn residential development to the east, and Battlefield Parkway and the Leesburg Municipal Airport to the south (see figure 3.). Directly adjacent to Land Bays A and B is homeowner's association land of Stratford. Just beyond the strip of HOA land north of Land Bay A is the multifamily unit development of Stratford Club. North of Land Bay B are single family detached homes of Stratford. Northeast of Land Bay B is the pond at Stratford with additional single family detached homes across the pond. With the exception of a daycare center on the southeast corner of Battlefield Parkway and Miller Drive, the area to the east is composed of single-family attached homes.



Figure 4. Surrounding Land Uses

IV. STAFF ANALYSIS

A. Review Summary:

Resolved Review Items: Staff reviewed two separate submissions of the application in a very compressed timeframe. Consistent with the agreed upon schedule, a third submission was received on Wednesday July 23. As a result of staff review, the application has been revised to:

- Clarify proffers to assure that applicant commitments for road construction will be appropriately timed with land development activity in Oaklawn and that network connections will be made.
- Ensure consistency between the proffers and Concept Development Plan.
- Provide increased buffering and screening adjacent to Stratford.
- Establish a cash equivalent contribution to the Town in the event the Town opts to build any proffered road sections prior to Oak lawn's phasing trigger.
- Set performance standards for newly proposed light industrial uses in Land Bays A and B.
- Address architectural elements of the corporate headquarters in Land Bay B to ensure compatibility with the character of Leesburg.

Unresolved Review Items/Outstanding Issues: While significant progress has been made on a number of issues, staff believes there are a number of remaining issues to be addressed (see attachment 9, July 24, 2014 letter to applicant). These issues are also discussed in detail in various sections of this staff report below.

B. Town Plan Compliance: The Town of Leesburg Zoning Ordinance (TLZO) Section 3.3.15 requires an assessment of how the proposed uses comply with applicable provisions of the *Town Plan*. The site is located in the *Town Plan*'s Southeast Policy area and is identified on the *Town Plan* Land Use Policy Map as "Regional Office" (Land Bays A, B, C, and G) and "Community Office/Light Industrial" (Land Bays D, MUC1, and MUC2) (see Figure 5). A small portion of the proffered park (Land Bay MUC1) is planned for low density residential.

The Oaklawn rezoning was approved prior to the adoption of the current Town Plan and as a proffered rezoning has a vested right to the uses established in that rezoning regardless of potential conflicts with the objectives of the Town Plan. Because of this, staff evaluation for Town Plan compliance focuses on the new proposed light industrial and recreational facility uses in Land Bays A and B.

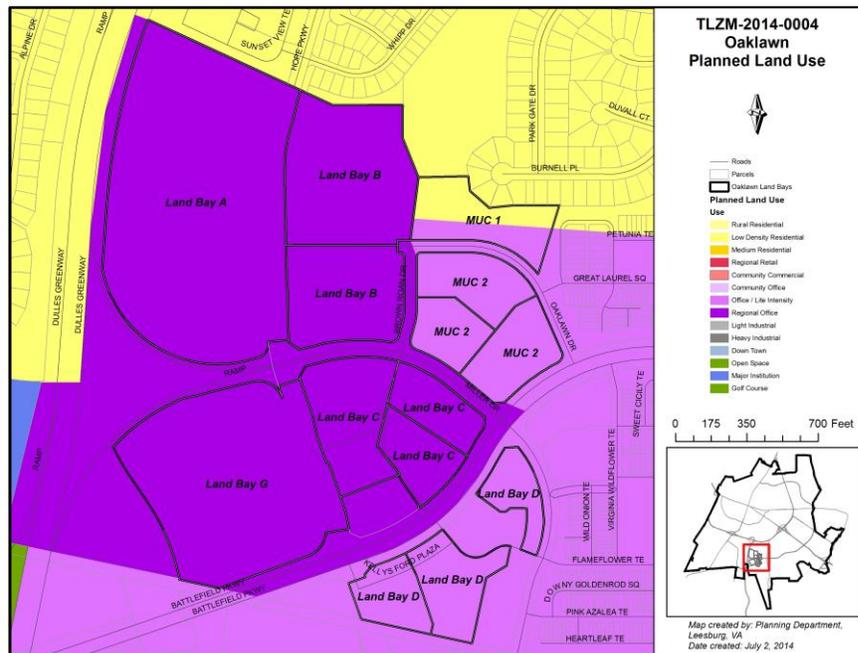


Figure 5. Town Plan Designated Land Use

Regional Office: Stated intentions for Regional Office include to “help meet the need for a broad spectrum of local and regional employment that offers high paying jobs and supports a balanced tax base” and to “provide flexibility in uses so that light industrial and high tech uses may be permitted where compatible with other Regional Office uses (Town Plan, p. 6-24). Described land uses include “office, including corporate headquarters, emerging technologies facilities, other public and private sector office uses, hotels, conference centers, and higher education facilities and other major office users (Town Plan, p.6-25). The proposed light industrial use is an emerging technology use that involves some assembly but not any traditional manufacturing. Staff finds that this use is consistent with the policies of the Town Plan but the Regional Office Uses states “Light industrial and high tech uses are appropriate provided that issues related to compatibility, emissions, outdoor storage and traffic are effectively addressed (TP, p. 6-25).

Although the proposed recreational use is not listed per se as an envisioned use in the Regional Office land use, acceptable land uses do include health clubs. The intent of the policy is to recognize that recreational services can be compatible with office use when provided for employees within the regional office development. The applicant has stated that the proposed recreational use may be used by employees in the office development but also may also be used by children and adults in the Leesburg community. In any case, Staff notes that recreational use is recognized by the Town Plan as a component of Regional

Office use and it is also an allowable use in the PEC zoning district, which is the current zoning of Land Bays A and B where recreational uses are proposed.

Additional policies in the Town Plan provide for a desired density of 0.35 – 1.0 FAR (p. 6-25) consistent with the proposed overall proposed density of 0.38 and maximum individual Land Bay density of 0.60 for Oaklawn. The Town Plan also states that “site design should conform to H-2 district design guidelines” (p.6-25). Subject to appropriate design, the proposed light industrial use for a corporate headquarters of emerging technologies in Land Bay B also complies with these objectives. The proposed recreational facility will also meet both the density and design policies since an overall Oaklawn proffer requires the facility to gain H-2 district design approval from the Board of Architectural Review.

Community Office: The only new use proposed in the Community Office planned land use area of Oaklawn is essentially a variant of an already approved use in Land Bay D. The approved “Service Station with gas pumps” use will be expanded to provide flexibility in order to allow “Service Station without gas pumps” or “repair facility” instead. As mentioned previously, this is a proffered rezoning with vested rights for the “Service Station with gas pumps” and the proposed change to allow a service station without gas pumps or a repair facility in lieu of the stated use is consistent with what was envisioned in the original rezoning.

Design guidance for Community Office in the Town Plan includes:

- The site should be designed architecturally and functionally as a well-integrated unit.
- Landscaping should be provided in addition to landscaping and buffer ordinance requirements.
- Architecture should be compatible with and reflective of character, materials, and features of Leesburg. (Town Plan, p. 6-30)

A comprehensive landscape plan for Oaklawn exceeds Zoning Ordinance standards for buffering on public roads. Design and architecture will be addressed by the proffer requiring H-2 district design approval from the Board of Architectural Review for all development.

Economic Development: The proposed corporate headquarters will further a number of Town Plan Economic Development objectives (Chapter 8) including:

Objective #1 “Promote economic development that builds upon the strengths of the Town and region”

- c. “Give priority to emerging technologies, homeland security, corporate offices, research and development and higher education...”

- f. “Encourage compatible office and light industrial uses in the area surrounding the Leesburg Executive Airport.”

Objective #2 “Promote a diversified economic base which takes advantage of emerging opportunities.”

- “a. Support economic development that creates jobs that match the occupational needs of the Town’s residents.”

Objective #3 “Promote business and employment growth that enhances the quality of life and maintains the character of the Town.”

- “e. Promote businesses that contribute to the Town’s revenues and employment that provides high wages.”

The other proposed land use changes should increase the economic viability of the property and each also furthers certain of these economic objectives.

- C. New Land Uses:** Three new land uses are proposed as part of the rezoning. The first is to allow a “repair service establishment” in lieu of the approved service station in Land Bay D (a separate gas station already has special exception approval for Land Bay C). The added use would allow vehicle repair so that a tire shop that performs a wide range of automobile repair services could locate in Land Bay D. Staff believes that the impacts of the repair service establishment are similar to that of the service station with or without gas pumps. The repair service establishment will be subject to the use standards of TLZO Sec. 9.3.29.

The second proposed land use is a recreational facility up to 120,000 square feet. A recreational facility may include such things as tennis, racquetball, or basketball courts; skating rinks, and gymnasiums. This use is being added as an option in either Land Bay A or B. If a recreational facility is built, it would be subject to the use standards of TLZO Sec. 9.3.21 and the total square footage of the facility would be subtracted from what would otherwise be allowable in the Land Bay.

The third new use proposed is that of Light Intensity Industrial for Land Bays A and B. This use is already approved for Land Bays C and D. Pursuant to TLZO Sec. 8.6.2 a “Light Intensity Industrial” use is one “*rendered unobjectionable because noise, heavy truck traffic, odor, fumes and other potential nuisances are effectively mitigated by performance standards set out in the ordinance establishing the use.*” Staff has requested the applicant proffer to submit at the time of site plan a list of measures to mitigate noise, heavy truck traffic, odor, fumes, and other potential nuisances of any light industrial for the Zoning Administrator’s reasonable determination of sufficiency (whatever decision the Zoning Administrator makes would be appealable to Town Council should the applicant disagree with the interpretation). If the applicant does not provide such a

proffer staff recommends that the requirement be stated in the ordinance establishing the use that would be adopted by Town Council as part of the rezoning approval.

- D. Traffic Analysis:** The Proffer Amendment substantially changes the transportation phasing for Oaklawn based on an amendment to the Traffic Impact Analysis (TIA) showing sufficiency of the road network for the proposed intensity of development in each phase. The Department of Public Works Transportation Division reviewed the TIA and concurs with the findings of the study (“Oaklawn at Stratford Addendum to the Transportation Phasing Analysis” prepared by Gorove/Slade Associates date May 23, 2002 and revised through July 8, 2014). The TIA conclusions include justification for the proffered phasing.

To date, Oaklawn has constructed significant public road improvements beyond what was needed for the current development and in advance of the transportation phasing in the current proffers. Those road improvements include a 4-lane divided section of Battlefield Parkway (when only a 2-lane section was required), 4-lane section of Miller Parkway, and 2-lane road sections of Oaklawn Drive and Brown Roan Way.

The connection of Hope Parkway from the Stratford residential development to Miller Drive is generally viewed as a desirable improvement. However, there is some concern about increased usage of the road through the neighborhood once the connection is made. At the request of homeowners in Stratford, staff will be taking an item forward to the Standing Residential Traffic Committee on August 4th evaluating measures that can be taken to mitigate any negative traffic speed impacts resulting from opening Hope Parkway between Stratford and Miller Drive. One consideration will be re-striping of Hope Parkway through Stratford to one lane in each direction in order to reduce the occurrence of speeding.

- E. Buffering and Screening:** For planned district developments such as this, the zoning ordinance allows buffering and screening to be established as part of the rezoning as opposed to following the buffer matrix table in TLZO Sec. 12.8.3. The original rezoning of this site set the buffers and screening as shown in the approved plans. With the addition of proposed light intensity industrial uses in Land Bays A and B, the buffering and screening deserves further evaluation particularly where these Land Bays border residential neighborhoods at Stratford.

Except for Land Bays A and B adjacent to Stratford and the park in MUC1, the applicant proposes retaining all previously approved buffering and screening. In Land Bays A and B, the applicant is proposing a modification of the approved buffering and screening as discussed below.

Modification Request: One Zoning Ordinance modification has been requested for Screening and Buffering (TLZO Sec. 12.8.3) pursuant to the provisions of 8.2.2.E (“*Planned Development Rezoning Plans, Zoning Modifications*”). Town

Council has the authority to approve the request upon a finding that the modification achieves an innovative design, improves upon the existing regulations, or otherwise exceeds the public purpose of the existing regulation.

Existing buffering and screening was established as part of the initial rezoning. For Land Bays A and B adjacent to the Stratford residential neighborhood the approved buffers are as follows:

- In Land Bay A adjacent to the Park site in MUC1 and the pond at Stratford, no buffering and screening is required between Oaklawn Drive and the northeast property corner.
- Along the northern boundary of Land Bay A from the pond at Stratford to Hope Parkway a 25-foot wide buffer with ½ S3 screening.
- In Land Bay B between Hope Parkway and the Dulles Greenway a 17.5-foot wide buffer with ½ S3 screening.

The modification request is to provide the following buffer in lieu of TLZO Sec. 12.8.3 in Land Bays A & B adjacent to the Stratford residential community (also see Concept Development Plan sheets 1 and 4 as well as summary table below):

- Modified Buffer #1: The buffer shall be 37.5 feet wide adjacent to light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay B. The screening shall consist of off-set evergreen trees to screen parking and loading areas from off-site properties planted no more than three vertical feet below the adjacent curb elevation and of sufficient height at the time of planting sufficient to screen truck headlights serving the site.
- Modified Buffer #2: The buffer shall be 32 feet wide adjacent to light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay B. The screening shall consist of a six-foot high solid wooden fence located in the buffer yard such that a single row of evergreen trees can be planted on the outside of the fence facing the adjacent residential property. The evergreens shall be planted no more than three vertical feet below the adjacent curb elevation.
- Modified Buffer #3: The buffer shall be 15 feet wide and located between the curb and the retaining wall. The screening shall consist of a six-foot high solid wooden fence located in the buffer yard such that a single row of evergreen trees can be planted on the outside of the fence facing the adjacent residential property. The evergreens shall be planted no more than three vertical feet below the adjacent curb elevation.
- Modified Buffer #4: The buffer shall be 37.5 feet wide for light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay B. The screening shall consist of a four-foot high berm (measured from the adjacent curb elevation) planted with evergreen trees to screen parking

and loading areas from off-site properties and to prevent headlights from shining into adjacent residences.

- Modified Buffer #5: The buffer shall be 37.5 feet wide for light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay A. The screening shall be an S3 screen as set forth in Section 12.8.6 of the Zoning Ordinance.

Land Bay Section	Approved Buffer & Screening	Proposed Buffer for Light Industrial	Maximum Required by TLZO Sec. 12.8.3
A: MUC1 boundary north 200 feet to Land Bay A dogleg	Zero buffering and screening	Mod 1: 37.5' double row of evergreens	75' S3
A: Land Bay A dogleg to 50 feet from northeast Land Bay corner	Zero buffering and screening	Mod 2: 32' solid wood fence, single row of evergreens	75' S3
A: Northeast Land Bay corner 150 feet to west	25' ½ S3	Mod 3: 15' solid wood fence, single row of evergreens	75' S3
A: 150 feet from northeast Land Bay corner to Hope Parkway	25' ½ S3	Mod 4: 37.5' 4' berm, evergreens	75' S3
B: Hope Parkway to Dulles Greenway	17.5' ½ S3	Mod 5: 37.5' with full S3 buffer	75' S3

Table 2. Land Bay A & B Buffer and Screening Adjacent to Residential

The applicant's statement for justifying the modification request cites the following conditions in favor of the modification:

- Land Bays A & B will have a mix of commercial, office, light industrial, and recreational uses for which the exact location of each is not known at this time making it difficult to plan development of these Land Bays.
- The applicant is providing buffer-yards along all public street frontages although not required by ordinance.
- A 50-foot wide building setback is provided between Land Bays A & B and the adjacent Stratford residential community.

Staff has evaluated the modification request and notes the following:

1. Compared to the approved screening and buffering of the original rezoning for this site, the modification results in an increased screening and buffering in Land Bays A and B adjacent to Stratford.

2. The proposed use of fences and berms provides superior screening to that of vegetation alone.
3. The applicant has indicated an inability to design the site to meet TLZO Sec. 12.8.3 while still meeting the requirements necessary for the build-to-suit corporate headquarters in Land Bay B.
4. Drainage easement requirements and topography in the northeast portion of the site create a challenging situation where strict adherence to the buffering and screening provisions of TLZO Sec. 12.8.3 would result in the loss of use of a significant area of the site.

Staff recommends the provision of solid fencing in Buffer Modification Area 1 and then could support approval of the modification request. Staff's major concern is the impact of other, as yet unknown light industrial uses on the adjacent Stratford residential uses. A buffer adequate for the corporate entity desiring to locate in Land Bay B may not be adequate for a less clean light industrial user. Therefore, in combination with what applicant proposes on the Concept Plan and in the proffers for these buffers, staff also desires language that keeps the Town Council's ability to mitigate the impacts of future uses as discussed under Section V.I Proffers below.

F. Public Utilities: The site is served adequately by sewer and water and there are no issues related to provision of public utilities to the site.

G. Architecture: In order to expedite approval of the corporate headquarters in Land Bay B, the proffer amendment includes removal of a requirement to obtain BAR approval for compliance with the H-2 Design Guidelines in Land Bay B. The statement of justification indicates that in lieu of BAR approval the applicant is seeking a recommendation from the Planning Commission and subsequent approval from Town Council for the building elevations as part of this rezoning request. The applicant has submitted building elevations (see attachment 4) and staff has recommended a number of changes to better meet the H-2 design guidelines. Those design changes are listed below.

Both the Office and Production Buildings:

- A clearly detailed and defined parapet/cornice should be added to both buildings.
- Use real brick on all building elevations, not a simulated-brick stucco or textured pre-cast panel.

Office Building:

- Use the larger textured precast parapet or cornice currently shown on some portions of the building on all bays that feature brick elevations. This larger parapet or cornice should also include additional architectural detail such as stepped height changes in the parapet/cornice line, brackets, dentils, and/or corbels to distinguish and differentiate it from other horizontal features on the building.

- The ground floor should be taller in height, more architecturally elaborate in detail, and capped by a stringcourse or secondary cornice to distinguish and differentiate it from other floors of the building.
- Eliminate the crisscross effect created by the vertical and horizontal bands on the east and west elevations of the office building and on the façade (west elevation) of the production building which disrupts continuity between the ground floor and cornice/parapet. Also break up the large horizontal bands between floors on the north and south elevations of the office building.
- Entrances on the west, south and north elevations of the office building should be further projected or recessed or have extended canopies added.
- Changes in the parapet/cornice line on all elevations of the office building and on the façade (west elevation) of the production building should be added as a visible roof element.
- The main entrance door on the center of the west elevation on the office building needs to be modified to be substantial in construction, relate to the materials and detailing of windows and other related building elements, and provide the building with visual interest and enhance its sense of scale.
- Larger expanses of windows on the office building should be reduced in size.

Production Building:

- Expand the size and massing of the central entrance bay to be larger than the adjacent bays and clearly define the entrance.
- Use changes in position, texture, and color to break-up the vast expanses of textured pre-cast panels on all elevations of the production building.
- Articulate the expanses of textured pre-cast panels on all elevations of the production building through changes in position, texture, and color to promote a better sense of scale and clearly express three-part organization. The stunted brick pilasters located on all elevations of the production building should be extended to the top of the wall and connected by horizontal brick bands to better communicate the three-part organization.
- The stunted brick pilasters located on the flanking bays on the façade of the production building should be increased in height to avoid a confusing appearance.

H. Fiscal Impact: Information regarding fiscal impacts related to the proposed corporate facility on Land Bay B was submitted to the Town. This information is confidential due to the need to keep the identity of the corporate entity confidential per the non-disclosure agreement that was agreed to by the Town and County. As such, submission requirements for a Fiscal Impact Study were waived based on the inherent positive fiscal impact of the proposed use that will be generated for the Town. The new facility is expected to generate an additional \$450,000 - \$500,000 over a ten year period in real estate tax for the

Town. The fiscal impact is further enhanced by the increase in jobs. Other changes will lead to more development sooner in the commercial land bays and will also have a positive fiscal impact.

- I. **Proffers:** The existing proffers applicable to the Property will be replaced in their entirety by a new set of proffers. Areas of Oaklawn at Stratford not under Applicant's control (and therefore not part of the property) will be subject to the existing ZM-159 and TLZM-2005-0002 proffers. TLZO Sec. 3.3.16 states in part, "*As part of an application for a rezoning, a property owner may voluntarily proffer in writing the provision of reasonable conditions to apply in addition to the requirements provided for in the applicable regulations.*" (See also Sec. 15.2-2303.A of the Code of Virginia, 1950, as amended.) The proffers have been reviewed with this standard in mind. Note that all existing proffers that have not been fully satisfied are retained although some have been modified. Staff recommends the following changes (see also attachment 9):

1. **Light Intensity Industrial Uses and Mitigation:** Applicant proposes Proffer # V.19 Light Intensity Industrial Uses in Land Bays A and B on page 13. Staff believes the proffer is insufficient because it does not meet the applicable ordinance standard for mitigating potential impacts of light industrial uses on adjacent residential properties. TLZO Sec. 8.6.2 PEC Permitted Uses states that light intensity industrial is permitted "*so long as the use is rendered unobjectionable because noise, heavy truck traffic, odor, fumes and other potential nuisances are effectively mitigated by performance standards set out in the ordinance establishing the use.*" In this case the Applicant is requesting unknown light industrial uses directly adjacent to single-family detached and multi-family residential uses with reduced buffers. There are only two ways future light intensity industrial uses can be held to this standard: One is to list the potential uses and proffer specific measures to mitigate specific impacts. Because Applicant is not in a position to list these uses at this time, this option is not available. The second option is to proffer the mechanics of judging the nuisance mitigation at the time a particular light industrial use is known. That is, to allow the Town Council to mitigate the impact of a light industrial use on adjacent residential neighborhoods when it is proposed in the future. Staff recommends that the proffer be revised to state that "*measures to mitigate noise, heavy truck traffic, odor, fumes, and other potential nuisances of any light industrial use shall be provided subject to the Zoning Administrator's reasonable determination of sufficiency.*" Mitigation of potential nuisances is particularly relevant here because Applicant has requested a 50% reduction (75 feet reduced to 37.5 feet) in the required buffer width for Land Bay A and most of Land Bay B with a reduction to as little as 15 feet for a portion of Land Bay B. Staff believes the requested buffer reductions can be justified but only if the Town maintains the ability to require appropriate measures to modify the negative impact of each light industrial use.

2. **Repair Service Establishments:** Proffer #I.4.B.7 on page 3 lists “repair service establishments”. Because the Zoning Administrator has opined that in the PEC District a “repair service establishment” can include a “vehicle and/or equipment repair facility”, this blanket inclusion would mean that Applicant could add additional vehicle repair facilities in the various land bays. In some cases, additional conditions would be necessary to mitigate impacts of the use on adjacent residential uses. Therefore, staff recommends that this language be revised to read “Repair service establishments with vehicle and/or equipment repair facility limited to one facility located in Land Bay D.”
3. **Remove Bonded Language:** Proffers #II.9 and #II.10 references to “bonded for construction” and “bonded or constructed” need to be revised to specify the roads sections will be constructed rather than just bonded. The justification for the revised transportation phasing is that the Traffic Impact Analysis (TIA) shows that the road network can support the level of development allowable in the proffered phase. This TIA analysis is based on roads actually in place not those that are simply bonded. The point of the phasing plan is to obtain the remaining roadway improvements when they are needed according to the TIA and to ensure the road is in place to serve the developed land bays. Staff recommends either revising “constructed or bonded for construction” to read “constructed”; or to read “constructed or bonded for construction but in no case shall an occupancy permit be issued in any land bay for which roads have not been substantially completed, meaning the placement of all pavement (with the exception of the final surface course) with all required signage and all pavement markings installed, and authorization to open the particular road section by the Town of Leesburg.”
4. **Cash Equivalent:** The applicant has committed in Proffer #II.10.E Cash Equivalent Contribution on page 9 to reimbursement for proffered transportation improvements in Phases 2, 3 and 4 that are built by the public prior to the proffered trigger mechanism that would require Oaklawn to construct the improvement. However, the proffer gives the Applicant five (5) years to reimburse the Town, even though they would have been obligated to pay the full cost of the road to get that first zoning permit had the public not constructed the road. Staff recommends a payment in two (2) annual installments instead of five. This is to reimburse the public for its expenditure that has directly benefitted the private developer in a more reasonable time frame and thereby decrease Town carrying costs.

V. Rezoning Approval Criteria:

A. Zoning Ordinance Section 3.3.15 establishes the following criteria for the Planning Commission and Town Council to use, in addition to other reasonable considerations, in making their decision regarding approval or disapproval of a zoning map amendment application. Listed below are the specific criteria with staff response.

1. *Consistency with the Town Plan, including but not limited to the Land Use Compatibility policies.* – As discussed in the Town Plan section of this report, staff finds the proposal generally consistent with the policies of the Town Plan. As noted in this report, the proposed recreational use is not specifically listed in Regional Office however ‘health club’ is noted. The intent of the Plan is to provide for recreational use for the employees of an office development. The applicant’s proposed recreational use could be for employees in Oaklawn, but it is also for other members of the public. As noted, the Zoning Ordinance does allow recreational facilities. The proposal meets the design and density guidance and furthers the economic development objectives of the Plan.
2. *Consistency with any binding agreements with Loudoun County, as amended, or any regional planning issues, as applicable.* - There are no applicable binding agreements or inconsistent regional planning issues.
3. *Mitigation of traffic impacts, including adequate accommodation of anticipated motor vehicle traffic volumes and emergency vehicle access.* – Subject to the proffered road improvements and phasing, the traffic impact analysis shows the proposal provides appropriate access and mitigates anticipated traffic impacts.
4. *Compatibility with surrounding neighborhood and uses.* – As discussed in the buffering and screening analyses and proffers section of this report, staff believes the applicant could commit to measures to further mitigate impacts of the proposed use. Staff believes that the proposed use is not inherently incompatible and recommends the applicant proffer additional commitments to ensure compatibility.
5. *Provision of adequate public facilities.* - Adequate public facilities in the case of utilities exist and in the case of transportation will be provided through proffers.

B. Zoning Ordinance Section 8.2.2.F lists additional rezoning plan approval criteria for planned developments. Staff also finds that the Planned Development Rezoning Approval Criteria of TLZO Sec. 8.2.2.F are also met by this proposal as outlined below.

Criteria 8.2.2.F	Analysis
1. Achieves core planning objectives of health, safety, and welfare	Yes – As discussed in this report.
2. Characterized by superior architecture and site design	Yes – As discussed in this report.
3. Historic or archeological resources identified/protected	Resources unlikely due to significant re-grading of site and absence of any structures.

VII. FINDINGS FOR APPROVAL:

1. The rezoning application is in general conformance with the policies of the Town Plan.
2. The approval criteria of Zoning Ordinance Section 3.3.15 have been satisfied for TLZM-2013-0003.
3. The approval criteria of TLZO Sec. 8.2.2.F have been satisfied for TLZM-2013-0003.
4. The proposal would serve the public necessity, convenience, general welfare and good zoning practice.

VIII. SAMPLE DRAFT MOTIONS:

Approval

I move that rezoning application TLZM 2014-0004, Oaklawn at Stratford, be forwarded to the Town Council with a recommendation of approval subject to the findings in the July 31, 2014 staff report, the Proffer Statement dated June 30, 2014 and revised through July 23, 2014, and the concept development plans dated July 1, 2104 and revised through July 23, 2014 on the basis that the Approval Criteria of Zoning Ordinance Sections 3.3.15 and 8.2.2.F have been satisfied and that the proposal would serve the public necessity, convenience, general welfare and good zoning practice.

Denial

I move that rezoning application TLZM 2014-0004, Oaklawn at Stratford, be forwarded to the Town Council with a recommendation of denial on the basis that the Approval Criteria of Zoning Ordinance Section 3.3.15 and 8.2.2.F have not been satisfied due to the following reasons_____.

ATTACHMENTS:

1. Rezoning plat dated July 1, 2014 and revised through July 23, 2014
2. Statement of Justification dated July 3, 2014 and revised through July 16, 2014
3. Proffers dated June 30, 2014 and revised through July 23, 2014
4. Building Elevations
5. Modification Request dated July 3, 2014 and revised through July 23, 2014
6. 1st Submission Consolidated Comments Letter
7. Applicant Response to First Submission Consolidated Comments
8. 2nd Submission Consolidated Comments Letter
9. July 24, 2014 3rd Submission Outstanding Issues Letter to Applicant

Attachment 2: Statement of Justification

**TLZM 2014-0004, OAKLAWN
APPLICATION FOR CONCEPT PLAN AND PROFFER AMENDMENT**

STATEMENT OF JUSTIFICATION

**JULY 3, 2014
REVISED JULY 16, 2014**

Introduction

Oaklawn, LLC has filed an amendment to the concept plan and proffer statement for a 93.6 acre, non-residential portion of the Oaklawn mixed-use community. The property is located between the Dulles Greenway, the Route 15 Bypass and Sycolin Road and straddles Battlefield Parkway. The property is zoned PEC, Planned Employment Community and PRC/MUC, Planned Residential Community/Mixed Use Center and is subject to the proffers associated with #ZM-159 and TLZM-20005-0002. The property to the north is the Stratford residential community.

The applicant is requesting a Concept Plan Amendment and Proffer Amendment to #ZM-159 and TLZM-2005-0002 to revise the transportation phasing plan based on the roads the applicant has constructed in Oaklawn and to amend some of the uses permitted in Oaklawn to respond to current market conditions.

The primary impetus for this amendment is a prospective user proposing to construct its international corporate headquarters office, research and development, and hi-tech light assembly/manufacturing in Land Bay B. These amendments are proposed to accommodate this user and make other adjustments for purposes of economic development and acceleration of services within Oaklawn.

1. Nature of the Request and Proposed Uses

The non-residential portion of Oaklawn currently is approved for 109,000 square feet in the PRC/MUC district and 1,440,500 square feet in the PEC district. The proffers would also permit up to 60,000 square feet of office and retail uses in the PRC/MUC district to locate in the PEC district, in which case the maximums would adjust to 49,000 square feet in the PRC district and 1,500,500

square feet in the PEC district. The proposed amendment maintains these square footages. The specific changes proposed include:

- Adds the light intensity industrial use to Land Bays A and B and reallocates the permitted business, professional, and governmental offices and light intensity industrial permitted square footages between Land Bays A and B.
- Permits the hotel/motel and conference center uses in either Land Bay A or B.
- Adds a recreational facility as a permitted primary use to either Land Bay A or B.
- Permits a “service station” use (as opposed to only an automobile service station use) in Land Bay D.
- Revises the phasing plan to reflect the roads currently built in Oaklawn and the level of development these roads can support, and provides a phasing plan for the remaining Hope Parkway roadway to be built in three phases.
- The previously proffered road improvements and land dedications which have been completed have been removed from the proffer statement.
- Remove the portion of Land Bay B from the H-2 Corridor Design Guidelines and review and approval by the BAR for the buildings for which elevations are submitted with this zoning amendment application, to be reviewed and approved as part of this zoning amendment application.

2. Transportation

Oaklawn is served by an excellent road network already constructed by the developers of Oaklawn, which includes Battlefield Parkway through the property, Miller Drive, and the Dulles Greenway interchange. Nearly all of the transportation improvements proffered under ZM #159 have been constructed, with the exception of Hope Parkway. The transportation improvements already constructed under the existing proffers (ZM #159) have been included in the revised proffers as the Phase 1 transportation improvements, with associated levels of development included in Phase 1. The four lanes of Hope Parkway between Miller Drive and the existing terminus of Hope Parkway now constitute the Phase 2 improvements with associated levels of development included in Phase 2, including the new user in Land Bay B. Two lanes of Hope Parkway between Battlefield Parkway and Miller Drive constitute Phase 3 and the remaining two lanes of Hope Parkway between Battlefield Parkway and Miller Drive constituting Phase 4.

3. Impacts on Adjacent Uses and Measures Proposed to Mitigate such Impacts

The proposed amendments retain essentially the same mix and level of uses in the land bays under the current concept plan for Oaklawn. The international corporate headquarters, office, research and development, high tech, light assembly/manufacturing use will locate in Land Bay B and may displace some of the other uses previously proposed for Land Bay B. The recreational facility proposed in this amendment will locate in Land Bay A or B. The concept plan and proffers address appropriate setbacks and buffering and screening, where these uses abut the adjoining Stratford residential community.

4. Area Calculations for Each Use

The proposed revised proffers maintain the 109,000 square foot maximum nonresidential floor area in the PRC/MUC district and the 1,440,500 square foot maximum in the PEC district. Sheet 1 of the concept plan includes the site tabulation table, which contains the maximum possible floor area of each use in each land bay.

5. Proposed Building Floor Area Ratio (FAR)

The application is maintaining the .4 maximum overall FAR and the .6 maximum FAR on an individual lot.

6. Relationship of the Proposal to the Town Plan

The proposed mixed use center affirms and implements the vision of the Leesburg Town Plan adopted on June 26, 2012. The property is located in the Southeast Planning Area and is designated for Regional Office and Office/Light Industrial uses, which the current zoning, concept plan and proffers implement. The proposed amendments to the concept plan and proffers are in keeping with the current zoning, but revise the phasing, the uses in some of the land bays, and adds a new recreational facility use to Land Bay A. These revisions are in keeping with the Southeast Planning Area objectives.

Objective 1 is to “[E]ncourage Regional Office use, which includes corporate headquarters, emerging technology facilities, hotels, conference centers and higher educational facilities, ...between the Leesburg Executive Airport and Dulles Greenway.” The proposed amendments are designed to facilitate a corporate headquarters facility with an associated high-tech, light assembly/manufacturing use to locate in Oaklawn in fulfillment of this objective. The applicant anticipates that this major user will attract a hotel use, since the user generates business travelers from all over the world to this facility.

Oaklawn and the proposed amendments also promote the intent of the Regional Office designation as follows:

1. *To help meet the need for a broad spectrum of local and regional employment that offers high paying jobs and supports a balanced tax base.*

The user coming to Land Bay B provides such jobs and tax base.

4. *To provide a high degree of regional and local transportation accessibility...*

Oaklawn is located between the Dulles Greenway, the Route 15 Bypass, Sycolin Road and the property straddles Battlefield Parkway, providing unsurpassed regional road access to the property. Furthermore, Miller Drive within the property is completed and the proffers provide for the construction of Hope Parkway connecting to Stratford to occur as part of the development of Land Bay B.

5. *To encourage development along the major gateway corridors into Town...*

Oaklawn is situated along the Dulles Greenway gateway corridor into Town. The proposed development, including the corporate headquarters, is appropriate to this gateway location.

To provide an option, additional retail and service uses ..., where the Town determines that it promotes compatibility with residential areas, reduces automobile tariff, and/or provides a multi-activity environment.

The current Oaklawn plan provides these retail and services, which will be maintained. An additional recreational facility use is being added to provide the multi-activity environment convenient to the employment use and the adjacent residential communities, but with good regional transportation access for users coming from the broader Leesburg area.

To provide flexibility in uses so that light industrial and high tech uses may be permitted where compatible with other Regional Office uses.

The proposed amendment provides Oaklawn this flexibility, which will enable them to attract a corporate headquarter user with the need for a high-tech, light assembly/manufacturing facility to co-locate with the corporate office use.

7. Justifications for the Required Approval Criteria

- A. *Consistency with the Town Plan, including but not limited to the Land Use Compatibility policies*

The original #ZM-159 was determined to be consistent with the Town Plan, and the proposed amendments maintain essentially the same uses included in #ZM-

159. Section 6, above, provides a more complete discussion of consistency with the Town Plan.

B. Consistency with any binding agreements with Loudoun County, as amended, or any regional planning issues, as applicable

There are no agreements with Loudoun County with respect to Oaklawn, and there are no regional planning issues affected by the proposed proffer and concept plan amendments.

C. Mitigation of traffic impacts, including adequate accommodation of anticipated motor vehicle traffic volumes and emergency vehicle access

The current Oaklawn proffers were designed to mitigate the traffic impacts by including a detailed road phasing plan with associated development levels accompanying each phase. Most of these roadways have been built, and this application is amending the phasing plan to reflect the built roadways and the level of development these roads can accommodate and is revising Phases 2, 3 and 4 to reflect future roadway phasing and associated development. The amendments maintain the same road improvements and levels of development approved under the current proffers and concept plan.

D. Compatibility with surrounding neighborhood and uses

The proposed amendment maintains the same uses and level of development approved under the current proffers and concept plan. A new recreational facility use is proposed for Land Bay A, which is compatible with the adjacent Stratford community. Land Bay B is being revised to accommodate the light assembly/manufacturing use associated with the corporate headquarters locating on the property. This use will have no more impact on the Stratford community than the currently approved uses would have.

E. Provision of adequate public facilities

The provision of adequate public facilities was addressed during #ZM-159. The proposed amendment application does not alter the provision of adequate public facilities, other than revising the phasing of the proffered road improvements, since these proffered roadways were built well-ahead of the development that the roadways could support. The revised phasing maintains adequate levels of service throughout the development of Oaklawn.

8. Any Proposed Variations or Modifications of Submittal Requirements

This request is submitted as a separate document but part of the application submission package.

9. Traffic Impact Analysis

An Addendum to the Transportation Phasing Analysis prepared by Gorove/Slade Associates, Inc. dated June 26, 2014 is submitted as a separate document but part of the application submission package. This addendum updates the Transportation Phasing Analysis dated May 23, 2002 that was submitted as part of #ZM-159, the zoning application that is being amended.

10. Section 8.2.2.F. Approval Criteria:

1. No PD Rezoning Plan shall be considered unless the Town Council first approves the concept plan and finds the proposed planned development promotes the public health, safety and welfare. The applicant shall show and the Town Council shall find that a proposed planned development:

a. Is in conformity with the Town Plan.

The original #ZM-159 was determined to be consistent with the Town Plan, and the proposed amendments maintain essentially the same uses included in #ZM-159. Section 6, above, provides a more complete discussion of consistency with the Town Plan.

b. Achieves the purposes of Section 1.5 and Section 8.1.1, as well or better than would development under other zoning district regulations.

The property already has been zoned to the PEC and PRC Mixed-Use Center zoning districts. The proposed amendments do not change the zoning district categories.

c. Could not be accomplished through other methods, such as variances or rezoning to a conventional zoning district.

The property already has been zoned to the PEC and PRC Mixed-Use Center zoning districts. The proposed amendments do not change the zoning district categories.

d. Is compatible with the surrounding neighborhood.

The proposed amendments maintain the same uses and level of development approved under the current proffers and concept plan. A new recreational facility use is proposed for Land Bay A, which is compatible with the adjacent Stratford community. Land Bay B is being revised to accommodate the light assembly/

manufacturing use associated with the corporate headquarters locating on the property. This use will have no more impact on the Stratford community than the currently approved uses would have.

e. Mitigates conflicts of use with adverse impacts on existing and planned development.

The proposed amendments do not alter the project with respect to impacts on existing and planned development, and no adverse impacts are anticipated. The fifty-foot building and parking setbacks are being maintained where Land Bays A and B abut the Stratford residential community. The total and maximum building square footages and building heights are not being altered.

f. Provides adequate public facilities and amenities.

The current zoning for the property provides for adequate public facilities and amenities, and these features are not being altered by the proposed amendments.

g. Adequately accommodates anticipated motor vehicle traffic volumes including emergency vehicle access.

The proffered road improvements from #ZM-159 have either been completed or are being continued under the proposed amended proffers. The road phasing plan is being revised to reflect the level of streets already constructed and to permit a commensurate level of development that can be supported by these streets. Roadways and interior land bays will be designed to accommodate emergency vehicle access.

h. Preserves existing vegetation to the greatest extent possible.

The property already has been cleared and there is virtually no existing vegetation to be preserved. Street trees are being provided as part of the streetscape landscaping along all public streets as a landscape feature throughout Oaklawn.

i. Mitigates unfavorable topographic and geological conditions.

There are no unfavorable topographic or geological conditions on the Subject Property.

j. Includes appropriate noise attenuation measures.

Noise attenuation measures are not anticipated, and the noise standards contained in the zoning ordinance will be adhered to.

2. Planned Development Districts shall be characterized by superior architectural treatment and site planning as measured by the following criteria:

- a. Architectural treatment should avoid massive, monolithic and repetitive building types, facades and setbacks.**

Elevations for the prospective building in Land Bay B will be provided with the zoning amendment application, demonstrating compliance with this criterion. The remainder of the property is subject to the H-2 Guidelines and review and approval by the BAR.

- b. Landscaping should increase the visual quality of building design, open space, vehicular and pedestrian areas and screen areas of low visual interest (such as storage and delivery areas) from public view.**

Oaklawn is implementing an attractive streetscape landscaping plan along the entire public roadway frontage and already has installed such landscaping along the roads that have been built. Buffer-yards are provided along all street frontage, which normally is required only along the side and rear property lines or along only collector or higher classification streets.

- c. Street and parking systems should contribute to the aesthetic character of the development.**

The proposed amendments do not alter the parking as shown on the approved concept plan for #ZM-159.

- d. Signs should be subject to uniform regulations, be compatible with the design and scale of development and contribute to the visual character of the development.**

Signage will meet the requirements of the Zoning Ordinance and will be designed to complement the architecture. With the exception of Land Bay B, signs will be subject to the H-2 Guidelines.

- e. Neighborhood retail commercial and office uses where provided should blend architecturally with surrounding residential uses or be appropriately separated by distance, screening or topography.**

The proposed amendments do not alter the location of the neighborhood retail commercial and office uses, which will continue to be subject to the H-2 Guidelines and BAR review and approval.

- f. Open space, recreation and other public facilities should be integrated with the organizational scheme of the neighborhood and town.**

The proposed amendments do not alter the open space, recreation and other public facilities included in the plan approved under #ZM-159. The proposed amendments do include the ability to locate a private recreational facility in Land Bays A or b.

- g. Pedestrian and bicycle circulation systems should be included to assure safe and convenient access between properties and with the neighborhood.**

The proposed amendments do not alter the pedestrian and bicycle circulation systems included in the plan approved under #ZM-159.

- h. Nonresidential uses should be located on arterial or collector streets without creating through traffic in residential areas.**

The proposed amendments do not alter the location of the land bays where nonresidential uses may locate.

- i. Site plan should be arranged to maximize the opportunity for privacy and security by residents.**

The Stratford residents are protected by common open space buffers on the Stratford property and by building and parking setbacks with screening and buffering on Land Bays A and B.

- 3. Applicant shall provide the following information prior to approval to determine if there are historic and/or archeological resources of local, state or national significance that are worthy of protection on the proposed site:**

The property already has been cleared and graded and the proposed amendments do not alter the areas that may be developed under #ZM-159.

11. Conclusion

The proposed amendments to the Oaklawn proffers and concept plan will enable uses providing major economic development enhancements to the Town to locate in Oaklawn in a timely manner. The proposed recreation

facility will provide a needed service and amenity for Oaklawn/Stratford as well as the greater Leesburg community by providing recreation facilities not available in this part of Loudoun County. The road phasing plan is being revised to reflect the fact that the applicant has constructed the majority of the proffered roadways in Oaklawn well-ahead of schedule, with the remaining roadways to be constructed commensurate with the appropriate level of development. For these reasons, the applicant respectfully requests staff support and Planning Commission and Town Council approval for this signature project.

Attachment 3. Proffers

TLZM-2014-0004 PROFFER STATEMENT
SUBMITTED BY
OAKLAWN, LLC AND OAKLAWN DEVELOPMENT PARTNERS, LLC
IN CONNECTION WITH APPROVAL BY THE TOWN OF LEESBURG OF A
CONCEPT PLAN AMENDMENT AND PROFFER CONDITION AMENDMENT
TO THE STRATFORD PRC AND PEC ZONING APPROVED IN REZONING
APPLICATION #ZM-159

June 30, 2014
July 16, 2014
July 23, 2014

Pursuant to Section 15.2-2303 et seq. of the Code of Virginia (1950), as amended, and Section 3.3.16 of the Zoning Ordinance of the Town of Leesburg (hereinafter referred to as the “Zoning Ordinance”), Oaklawn, LLC, Oaklawn Development Partners, LLC, Oaklawn at Leesburg Owners Association and their successors in interest (hereinafter referred to as the “Applicant”), who constitute the applicant herein and fee simple owners of approximately 93.6 acres of land described as Loudoun County Tax Map Parcels PIN#s 233-38-8942, 233-39-6464, 233-39-6106, 233-30-2511, 233-30-1486, 233-30-4276, 233-29-6350, 233-29-9822, 233-20-0550, 233-20-3806, 233-19-8457, 233-10-1658, 233-30-2941 and 233-29-0512 (collectively, the “Property”) and who are seeking approval by the Town of Leesburg (hereinafter referred to as the “Town”) of a proffer condition amendment and concept plan amendment to the PRC and PEC zoning applicable to the Property as approved by the Town in Rezoning Application #ZM-159 (the “Rezoning”), hereby submit the following voluntary proffers which are contingent upon Town approval of this above-referenced proffer condition amendment and concept plan amendment referenced herein as #TLZM-2014-0004.

I. Land Use

1. Relationship to Prior Stratford Proffers

The proffers and the amendments to Rezoning Application #ZM-159 proposed under TLZM-2014-0004 do not apply to the portions of the Stratford Planned Residential Community (PRC) that are not part of the Property nor do they apply to the residential lots within Oaklawn zoned PRC Mixed-Use Center. Additionally, the following parcels also remain subject to #ZM-159 and TLZM-2005-0002: 233-29-7610, 233-20-7049, 233-20-7427, 233-20-0977, 233-20-3672, and 233-19-5156. Further, these proffers and these amendments supersede all prior approved proffers

that have previously governed the Property. The Stratford Proffers and Concept Plan previously accepted by the Town in Rezoning Application #ZM-95, as amended in Rezoning Application #ZM-116, Rezoning Application #ZM-130, Rezoning Application #ZM-138, Rezoning Application #ZM-161, and Rezoning Application #ZM-2002-05 Rezoning Application #ZM 2005-0002 are rescinded and superseded by the proffers and rezoning plans set forth in this Rezoning Application #TLZM-2014-0004 for the Property.

2. Concept Plan

Development of the Property shall be in substantial conformance with the Rezoning/Concept Plan, prepared by Paciulli, Simmons and Associates and dated July 1, 2014 and revised through July 23, 2014. The Rezoning/Concept Plan shall control the use, layout, and configuration of the Property, with reasonable allowances to be made for engineering and design alteration and to meet Town zoning, subdivision and land development regulations.

3. PRC Mixed-Use Center District

The Applicant proffers that the development in Land Bays MUC 1, 2 and 5 in the PRC Mixed-Use Center district of the Property (including the Oaklawn parcels not subject to this rezoning application) shall consist of a maximum of 109,000 square feet of nonresidential uses, which shall be broken down approximately as follows:

- 1.) Eating establishments (in land bay MUC 2) - up to a maximum of 30,000 square feet.
- 2.) Neighborhood, community and specialty retail and office uses (in Land Bays MUC 2 and/or MUC 5) shall not exceed a total of 30,000 square feet each. (These uses or any combination thereof also may locate as an alternative in Land Bay B located in the PEC District.)
- 3.) Service station with convenience food store and/or car wash (in Land Bay MUC 2) - up to a maximum of 5,000 square feet and eight fueling stations. (This use may locate as an alternative in Land Bay C located in the PEC District.)
- 4.) Park/open space – minimum 4.0 acres

4. PEC District

The Applicant proffers that the amount of commercial development in the 101.9 ± acre PEC district of Oaklawn shall not exceed 1,440,500 square feet (or 1,500,500 square feet if the full 60,000 square referenced in proffer 1.3.2, above, locates in Land Bay B) (including the Oaklawn parcels not subject to this rezoning application) and shall be broken down approximately as follows:

A. Permitted Uses - A maximum of 1,378,500 square feet (or 1,408,500 square feet if the office uses referenced in proffer 1.3.2, above, locates in Land Bay B) may be used for primary uses as follows:

- 1.) Business, professional and governmental offices and light intensity industrial (in land bays A and B) - up to 832,500 square feet. The Applicant may allocate this square footage between Land Bays A and B provided Land Bay A does not exceed a maximum of 600,000 square feet and Land Bay B does not exceed a maximum of 300,000 square feet and the combined total for Land Bays A and B does not exceed 832,000 square feet.
- 2.) Office, light intensity industrial uses including but not limited to flex-industrial space, data centers, storage and distribution and light manufacturing and assembly (in Land Bays C and D) – up to 436,000 square feet.
- 3.) Hotel/motel and conference center (in Land Bays A or B) - these uses may include up to 150 guest rooms along with restaurants, meeting rooms and similar uses interior to the hotel structure and/or a freestanding conference center. If the hotel and/or motel and conference center uses are developed and exceed 110,000 square feet, then the maximum permitted office square footage, in the land bay where the hotel/motel and/or conference center uses are located will be reduced accordingly by the amount of hotel/motel and/or conference center uses above 110,000 square feet.
- 4.) A recreational facility (in Land Bays A or B) – up to 120,000 square feet. The square footage developed for the recreational facility shall reduce the amount of office and light intensity industrial uses permitted in these land bays by an equivalent up to the maximum of 120,000 square feet. The recreational facility shall not include outdoor lighted playing fields.

B. Support Uses - A maximum of 62,000 square feet (or 92,000 square feet if the retail uses referenced proffer 1.3.2, above, locates in Land Bay B) may be permitted as support uses as permitted in the PEC district under Section 8.6.3 and listed as follows:

- 1.) Eating establishments - up to 30,000 square feet in Land Bays A, C and D.
- 2.) Fast food eating establishments with drive-through window- up to 8,000 square feet in Land Bays C and D.
- 3.) Drive-through bank- up to 4,000 square feet in Land Bay C.
- 4.) Two service stations, each of which may include a convenience retail food store and/or car wash facilities up to a maximum of 5,000 square feet and eight fueling stations, with one located in Land Bay D and one located in Land Bay C. As an alternative to the service station, a repair service establishment (automobile repair) may locate in Land Bay D.
- 5.) Stand-alone car wash facilities - up to 10,000 square feet in Land Bay C.
- 6.) Personal services
- 7.) Repair service establishments
- 8.) Pharmacies, retail pharmacies
- 9.) Health clubs and spas

II. Transportation

5. Right-of-Way Dedication

The Applicant shall dedicate the following public road rights of way, which is the remaining right-of-way to be dedicated pursuant to the proffer statement from the #ZM-159 rezoning application:

- A. A 70-foot typical right-of-way section for Hope Parkway between the northern Property boundary and Miller Drive to the Town.
- B. A 90-foot typical right-of-way section of Hope Parkway between Miller Drive and Battlefield Parkway to the Town. Any permanent or temporary easements required by the Town's Sycolin Road CIP Project.

All proffered right-of-way dedication is free and clear of all encumbrances with no reservations to the grantor. All proffered right-of-way dedication shall occur in accordance with the phasing plan specified in Proffer 10. Notwithstanding the Applicant's phasing plan, any of these proffered dedications shall be provided at any time upon written request of the Town and at no cost to the Town, provided the Town, TRIP II or others have approved construction plans for the improvements to be constructed within the right-of-way. All proffered road dedications are typical sections and additional road dedication will be provided by the Applicant, at no cost to the Town and as required by the Town, to accommodate sidewalks, medians and turn lanes.

6. Acquisition of Off-Site Right-of Way

The Applicant shall acquire any needed off-site right-of-way not owned by the Applicant for the road improvements identified in Proffer 10 below, where possible. Where right-of-way and/or easements necessary for construction of proffered improvements cannot be obtained either i) voluntarily through donation or proffer to the Town; or ii) through purchase at fair market value by the Applicant, the Applicant shall request that the Town, upon written request to the Town Manager and Zoning Administrator, acquire such right-of-way and/or easements by appropriate eminent domain proceedings by the Town, with all costs associated with the eminent domain proceedings to be borne by the Applicant, including but not limited to land acquisition costs, in accordance with procedures established by Town. The initiation of such eminent domain proceedings is solely within the discretion of the Town. Should the Town refuse or fail to allow for its power of eminent domain to be used so as to allow for acquisition of this off-site right-of-way within six (6) months of the receipt of a written request from the Applicant, the Applicant shall provide a cash equivalent contribution of the land value of such right-of-way, the associated road improvements and land acquisition costs in an amount equivalent of two percent (2%) of the land value in fulfillment of these proffers. Should the Town choose to exercise its power of eminent domain and acquires the off-site right-of-way within nine (9) months of receipt of a written request from the Applicant, the Applicant will then construct the road improvements that required the off-site right-of-way.

7. Roadway Construction

The Applicant shall design and construct Hope Parkway as shown on the Rezoning/Concept Plan in accordance with Town of Leesburg and Virginia Department of Transportation (VDOT) standards. This roadway will be constructed in accordance with the Phasing Plan contained in Proffer 10 at no cost to the Town, unless otherwise stipulated in the Agreement between the Town and the Applicant dated August X, 2014 (hereinafter, the "Agreement"). The roadway will be constructed as continuous extensions of public streets with no isolated segments constructed and will be designed to accommodate curb, gutter, sidewalks, medians, storm drains, turn lanes, and street lights in accord with Town ordinances in effect at the time of construction plan approval. All street improvements shall be provided in accordance with the Town's Design and Construction Standards Manual (DCSM) standards. The Hope Parkway improvements will be constructed as follows:

A four-lane divided typical road section from Battlefield Parkway to the intersection with Miller Drive, transitioning to a four-lane undivided road section north of Miller Drive to the Property boundary connecting with the existing Hope Parkway. The design for Hope Parkway shall insure that the connection to Battlefield Parkway is consistent with Town and VDOT standards. The Applicant shall construct the segment of Hope Parkway between Battlefield Parkway and Miller Drive at no cost to the Town. The Applicant shall construct the segment of Hope Parkway between Miller Drive and the existing terminus of Hope Parkway in the Stratford community pursuant to the Agreement.

8. Signalization

The Applicant's contributions to the traffic signals required to support the development shall be made in the percentages provided below. Where the percentage is identified as 100%, the Applicant shall have the obligation for the design and construction of the signal. Where the percentage identified is a percentage less than 100%, and the design of the traffic signal has not been provided by others, the Applicant will prepare the design for the signal for review and approval by the Town, the cost of which shall be included in the Applicant's Contribution. The remainder of the Applicant's share of the contribution, if any, will be funded directly to the Town of Leesburg as a cash contribution. All proffered traffic signal construction will be approved by the Town and constructed by the Applicant in accordance with the phasing plan in Proffer 10, if warrants are met. Such signals shall include the design and installation of the signals at intersections with interim conditions (two lanes) and at the ultimate condition (four lanes). If warrants are not met by the time specified in the phasing plan, then the Applicant shall prepare the design for the signal for review and approval by the Town and shall provide a cash contribution for the cost of the signal at the time specified in the phasing plan.

- A. Battlefield Parkway and Hope Parkway 100%
- B. Hope Parkway/Miller Drive/Dulles Greenway ramp 100%

9. Timing of Proffered Transportation Improvements

Proffer 10 below sets forth a phasing plan that specifies the road improvements that will be made during each phase of the development of Oak Lawn and that also specifies the level of development, which may occur during that phase. In addition, each of the phases set forth in Proffer 10 below specifies the land bay, the type of use and the maximum permitted square footage for each use that may develop during that phase. The transportation improvements specified in the phases are sequential and cannot be developed out of order; however the transportation improvements may be constructed in advance of the development they are intended to serve (e.g., Phase 2 road improvements may be constructed once Phase 1 road improvements are made even though the maximum Phase 1 development potential has not been achieved). In addition, land bay development may take place for any of the phases, once the transportation improvements for that phase and any prior phases have been made regardless of whether prior land bay development has occurred (e.g., Phase 2 development may occur once Phase 1 and Phase 2 road improvements are made, even if no Phase 1 land bay development has occurred). Land bay development may proceed once the transportation improvements for that phase have been constructed or bonded for construction, except as provided for in the Agreement. All proffered road improvements specified for each phase shall be approved by the Town and bonded for construction by the Applicant prior to Town approval of the first development plan or subdivision for any of the uses that the phasing plan specifies may be constructed during that phase.

10. Phasing

The Applicant shall provide public street improvements in accordance with the following phasing plan.

A. Phase One

1) Phase 1. The road improvements listed in sub-paragraph a), below, have been completed as of the date of this proffer statement, which means that the all of the Phase I development listed in Paragraph 10.A.2 below may be constructed as of the date of this proffer statement.

a) The Phase 1 improvements shall include construction of:

(i) The northbound exit ramp of the Dulles Greenway/Battlefield Parkway interchange to Miller Drive/Hope Parkway.

(ii) The southbound entrance ramp of the Dulles Greenway/ Battlefield Parkway interchange accessed in the interim from Tolbert Lane until such time as the Battlefield Parkway interchange is constructed by the owners of the Dulles Greenway. This entrance shall include right and left turn lanes on Tolbert Lane.

(iii) Dedication of up to a maximum of 50 feet for a typical right-of- way section for Sycolin Road along the Property's frontage on Sycolin Road.

(iv) The northern two-lane section of the four-lane divided Battlefield Parkway between Sycolin Road and Tolbert Lane or Battlefield Parkway interchange, if constructed or bonded for construction. Battlefield Parkway will make a full transition in accordance with the DCSM. A four-lane approach to the intersection with Sycolin Road shall be constructed if Battlefield Parkway at Sycolin Road on the east side of Sycolin Road is constructed as a four-lane section.

(v) The traffic signal at Battlefield Parkway and Miller Drive.

(vi) A contribution of 15% of the cost of the traffic signal at Tolbert Lane and Evergreen Mills Road.

(vii) The traffic signal at Tolbert Lane and the Dulles Greenway southbound on-ramp.

(viii) The four-lane undivided section of Miller Drive between Hope Parkway and Battlefield Parkway

(ix) The four-lane undivided section of Miller Drive between Battlefield Parkway and Tolbert Lane

(x) The southern two lanes of the four-lane divided section of Battlefield Parkway between Sycolin Road and Tolbert Lane or the Dulles Greenway/Battlefield Parkway interchange, if constructed by others.

b) Phase 1 improvements shall include construction of:

(i) Land Bay C: Up to 10,000 s.f. free-standing car wash
Up to 4,000 s.f. fast food eating establishment with drive-through window
Up to 10,000 s.f. eating establishment uses
Up to 4,000 s.f. bank with drive-through
One service station with convenience retail food store and/or car wash up to a maximum of 5,000 s.f. and up to eight fueling stations
Up to 15,000 s.f. retail pharmacy with drive-through window
Any of the other support uses listed in proffer 4.B, above

ii) Land Bay D: Up to 200,000 s.f. office and light intensity industrial uses

Up to 4,000 s.f. fast food eating establishment with drive-through window
One service station that may include a convenience retail food store and/or car wash up to a maximum of 5,000 s.f. and up to eight fueling stations, or a repair service establishment (automobile repair), but is not required to include these facilities
Up to 10,000 s.f. eating establishment uses
Any of the other support uses listed in proffer 4.B, above

- iii) Land Bay MUC 1: Park – minimum of 4.0 acres
- iv) Land Bay MUC 2: Up to 30,000 s.f. eating establishment uses
Up to 30,000 s.f. neighborhood, community or specialty retail uses
Up to 30,000 s.f. office uses
(The retail and/or office uses also may locate in Land Bays MUC 5 or B or any combination thereof.)
Any of the other support uses listed in proffer 4.B, above
- (v) Land MUC 5: Up to 10,000 s.f. child care center

B. Phase Two

1) Phase 2

a) Phase 2 improvements shall include construction of:

- (i) The traffic signal at Hope Parkway/Miller Drive/Dulles Greenway ramp.
- (ii) The four-lane undivided section of Hope Parkway between the intersection of Miller Drive and the northern Property boundary connecting with the existing Hope Parkway section pursuant to the Agreement, also including the transition from Hope Parkway to Ramp A.

b) The development that may occur once the Phase 2 roadway improvements are constructed or bonded for construction will include:

(i) All of the Phase 1 development listed in Proffer 10.A.1.b, above

- (ii) Land Bay A: Up to 120,000 s.f. recreational facility (which also may locate alternatively in Land Bay B)

Up to 110,000 s.f. hotel/motel/conference center use (which also may locate alternatively in Land Bay B)

- (iii) Land Bay B: Up to 300,000 s.f. office and light intensity industrial uses

- (iv) Land Bay C: Up to 150,000 s.f. office and light intensity industrial uses

2) Interim Phase 2

- a) Notwithstanding the improvements listed in Proffer 10.A.1.a, above, and only if the Town fails to perform its obligations under the Agreement, the Applicant may construct the eastern two-lane section of Hope Parkway between Miller Drive and the Land Bay B entrance in order to provide road access to a Land Bay B user of no

If the road improvements specified under Phases 3 and 4, above, are completed by others, the Applicant shall provide the cash equivalent contribution for the cost of providing these improvements, upon reaching the development thresholds specified in Phases 3 and 4, above. More specifically, prior to approval of the zoning permit for any of the development permitted under proffer 10.C.1.b (i) and (ii), above, and the road improvements specified under proffer 10.C.1.a (i) and (ii) have been constructed by the Town, the Applicant shall contribute the cash equivalent of the cost to construct those improvements to the Town in the amount of the contribution to be determined as evidenced by paid receipts or invoices or similar documentation for the costs incurred to construct such improvements. In addition, prior to approval of the zoning permit for any of the development permitted under proffer 10.D.2, above, and the road improvements specified under proffer 10.D.1, above, has been constructed by others, the Applicant shall contribute the cash equivalent of the cost to construct those improvements to the Town of Leesburg, the amount of the contribution to be determined as evidenced by paid receipts or invoices or similar documentation for the costs incurred to construct such improvements and as escalated according to the Consumer Price Index. The payment of this cash equivalent contribution as escalated shall be paid in five equal installments at one-year intervals from the date of the first payment. This proffer also shall apply to Phase 2 in the event Hope Parkway is constructed by others, but not under the terms of the Agreement.

III. Community Facilities

11. Fire/Rescue Contribution

The Applicant agrees that prior to obtaining each zoning permit for individual commercial and office buildings to be constructed on the Property, the Applicant shall pay the Town a one-time contribution in the sum of TEN CENTS (\$0.10) per gross square foot of commercial and office development construction on the Property as a nonrefundable cash donation for the benefit of fire and rescue facilities providing service to the Property, which monies will be provided by the Town to fund fire and rescue services. Notwithstanding the above, no payments under this paragraph shall be required for any buildings to be devoted to uses such as non-profit owned buildings, non-profit day care facilities, religious buildings, fire and rescue facilities, library, post office, non-profit health care, or governmental service facilities. The obligation to provide this contribution shall cease at such time as the provision of fire and rescue services is no longer provided by predominantly volunteer organizations or as such time as a tax payment for these services is adopted by either the Town of Leesburg or County of Loudoun that is levied on the Property. This contribution shall be adjusted from the date of approval of this rezoning application at a rate equal to any fluctuations in the Consumer Price Index.

12. Pedestrian Network

The Property shall be served by a pedestrian network as depicted on the Pedestrian Network Plan on Sheet 6 of 8 of the Rezoning/Concept Plan and as follows:

A. Along Hope Parkway: Either an eight-foot wide asphalt trail or five-foot wide sidewalk shall be constructed on both sides of Hope Parkway to be determined in accordance with Section 7-710 of the DCSM at the time of the first site plan approval fronting Hope Parkway.

B. Along roadways internal to land bays: Either an eight-foot wide asphalt trail or five-foot wide sidewalk shall be constructed along roadways internal to the land bays in the locations shown on the Pedestrian Network Plan on Sheet 5 of the Rezoning/Concept Plan. The type of sidewalk or trail will be determined in accordance with Section 7-710 of the DCSM at the time of the first preliminary development plan approval fronting these roadways in each land bay.

C. Each sidewalk/trail segment will be constructed as part of the site plan for each land bay or portion of land bay with road frontage containing a portion of the pedestrian network.

IV. Leesburg Municipal Airport

13. Runway Protection Zone

The Applicant shall restrict the use of the area designated as the "Runway Protection Zone" ("RPZ") on the Rezoning/Concept Plan as follows:

A. Within the Object Free Area and the Object Free Area Extension, as defined by the Federal Aviation Administration (FAA), there will be no development with the exception of driveways or roads accommodating moving vehicles and landscaping, provided that all species planted remain below any height limitations as proscribed by the FAA.

B. Within the Controlled Activity Areas, as defined by the FAA, there shall be no development with the exception of roads, driveways, parking, sidewalks and related landscaping, provided that all species planted remain below any height limitations as proscribed by the FAA.

C. The Applicant reserves the right to perform maintenance in this area (i.e., mowing) as determined necessary by the Applicant.

D. The Applicant understands that lighting within the Runway Protection Zone may be required for the installation of new runway landing guidance systems and agrees to permit the Town of Leesburg to install such lighting within the Runway Protection Zone as required by the FAA and agrees to adapt any on-site lighting to meet FAA requirements, if necessary.

E. Should the Town of Leesburg in conjunction with the FAA alter its plans for a runway landing guidance system that would result in a smaller Runway Protection Zone than that depicted on Sheet 4 of the Rezoning/Concept Plan, then the resulting land areas shall be considered to be part of the land bay in which they are located and may be developed in accord with the development program for that land bay.

V. Other

14. Architectural Guidelines

In order to ensure that development of Oaklawn at Stratford is in conformance with the criteria set forth in Section 8.2.F.2 of the Zoning Ordinance, development of the Property shall adhere to the Town of Leesburg H-2 Corridor Design Guidelines dated March 1, 1990 with review and approval of all structures in these land bays by the Town's Board of Architectural Review and with the right to appeal that Board's decision to the Town Council. In addition to demonstrating architectural conformance with the H-2 Corridor Design Guidelines, all buildings shall screen rooftop mechanical equipment (i.e., HVAC units) from view from the public streets. Notwithstanding the foregoing, any development occurring in Land Bay B shall be excluded from review and approval by the Board of Architectural Review for which building elevations have been submitted concurrent with this rezoning application. These elevations afford the opportunity for the building design to be reviewed and approved as part of the rezoning application rather than during a subsequent review process.

15. Special Uses

In accordance with Section 8.6.4 of the Leesburg Zoning Ordinance, special exception approval is hereby granted in the PEC district for one drive-through lane associated with each of the two fast-food restaurants, and a car wash associated with an automobile service station in Land Bay D.

16. Setback Areas

The Rezoning/Concept Plan shows setback areas along public roads and Property boundaries on Sheet 4. These setback areas are intended to be primarily open space areas, and no building or parking areas shall be permitted within the setback area. Landscaping, as depicted on the Rezoning/Concept Plan, shall be the primary feature of the setback areas with sidewalks, trails, driveway crossings and utilities also permitted within the setback area.

17. Utilities

The Applicant agrees to grant water line easements through Land Bay A upon written request of the Town at no cost to the Town at a mutually agreed upon location that does not interfere with the Applicant's ability to develop Land Bay A as set forth in this rezoning/concept plan application. The Applicant shall pay for costs associated with the relocation of any existing Town utilities that are necessitated by the development of the Property. The Applicant shall adhere to Town policies and regulations for on-site and off-site utility improvements required by the development of the Property.

18. Land Bays A and B Screening

The Applicant shall provide buffer yards and screening where Land Bays A and B are located adjacent to the Stratford residential community as follows and as depicted on Sheet 4 of the Concept Plan:

A. Modified Buffer #1: The buffer shall be 37.5 feet wide adjacent to light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay B. The screening shall consist off-set evergreen trees to screen parking and loading areas from off-site properties planted no more than three vertical feet below the adjacent curb elevation and of sufficient height at the time of planting sufficient to screen truck headlights serving the site.

B. Modified Buffer #2: The buffer shall be 32 feet wide adjacent to light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay B. The screening shall consist of a six-foot high solid wooden fence located in the buffer yard such that a single row of evergreen trees can be planted on the outside of the fence facing the adjacent residential property. The evergreens shall be planted no more than three vertical feet below the adjacent curb elevation.

C. Modified Buffer #3: The buffer shall be 15 feet wide and located between the curb and the retaining wall. The screening shall consist of a six-foot high solid wooden fence located in the buffer yard such that a single row of evergreen trees can be planted on the outside of the fence facing the adjacent residential property. The evergreens shall be planted no more than three vertical feet below the adjacent curb elevation.

D. Modified Buffer #4: The buffer shall be 37.5 feet wide for light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay B. The screening shall consist of a four-foot high berm (measured from the adjacent curb elevation) planted with evergreen trees to screen parking and loading areas from off-site properties and to prevent headlights from shining into adjacent residences.

E. Modified Buffer #5: The buffer shall be 37.5 feet wide for light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay A. The screening shall be an S3 screen as set forth in Section 12.8.6 of the Zoning Ordinance.

19. Light Intensity Industrial Uses in Land Bays A and B

In the event a light intensity industrial use locates in Land Bays A or B, the use shall adhere to the following performance standards in addition to the requirements in the Zoning Ordinance and other applicable Town ordinances and the other commitments contained in these proffers:

A. Screening will be provided to screen any loading areas from view of public streets and property developed with residential dwellings. Such screening shall be installed so as to effectively mitigate truck headlights that could shine into residential dwellings.

B. Dumpster containers shall be secured so as to mitigate odors and prevent rodent infiltration.

C. No dust, fumes or smoke above ambient levels may be detectable on adjacent properties, and no noxious odors shall be emitted beyond any boundary lines of the use.

20. Other

Approval of this application TLZM-2014-0004 does not express or imply any waiver or modification of the requirements set forth in the Subdivision and Land Development Regulations, the Zoning Ordinance, or the Design and Construction Standards Manual, except as expressly approved in application TLZM-2014-0004, and all final plats, development plans, and construction plans shall remain subject to these applicable Town regulations.

The undersigned Owners of record of the Property, do hereby voluntarily proffer the conditions stated above, which conditions shall be binding on the Owner, its successors and assigns, and all owners of any portions of the Property and shall have the effect specified in Section 15.2-2297, et seq. of the Code of Virginia (1950), as amended.

Witness the following signatures and seals this day of _____, 2014.

Attachment 4.

Oaklawn Land Bay B
 Office Building - West Elevation



1, Textured Pre-Cast 2, Field Brick 3, Low-E Window System 4, Roof Screen 5, Accent Brick

Trees for illustrative purposes only and to be finalized with the site plan.

07.14.2014



Oaklawn Land Bay B
 Office Building - South Elevation



1, Textured Pre-Cast 2, Field Brick 3, Low-E Window System 4, Roof Screen

Trees for illustrative purposes only and to be finalized with the site plan.

07.14.2014



Oaklawn Land Bay B
Office Building - East Elevation



1. Textured Pre-Cast 2. Field Brick 3. Low-E Window System 4. Roof Screen 5. Accent Brick

Trees for illustrative purposes only and to be finalized with the site plan.

07.14.2014



Oaklawn Land Bay B
Office Building - North Elevation



1. Textured Pre-Cast 2. Field Brick 3. Low-E Window System 4. Roof Screen

Trees for illustrative purposes only and to be finalized with the site plan.

07.14.2014



Oaklawn Land Bay B
 Production Building Elevations



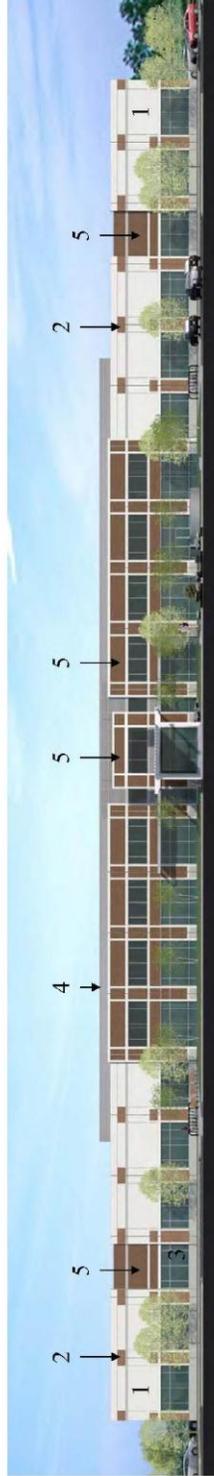
North Elevation



South Elevation



East Elevation



West Elevation

- 1. Textured Pre-Cast 2. Field Brick 3. Low-E Window System 4. Roof Screen 5. Accent Brick

Trees for illustrative purposes only and to be finalized with the site plan.

Trammell Crow Company



TLZM 2014-0004, OAKLAWN
APPLICATION FOR CONCEPT PLAN AND PROFFER AMENDMENT

Zoning Ordinance Modification Request

JULY 3, 2014
REVISED JULY 16, 2014
REVISED JULY 23, 2014

The applicant is requesting the following Zoning Ordinance modifications pursuant to Section 8.2.2.E of the Zoning Ordinance. The zoning application these modification requests accompany is to amend the concept plan and proffers for a current PRN Mixed Use Center and PEC zoned property.

III. Zoning Ordinance Sections to be Modified

Section 12.8.3 Buffer-Yard Matrix

The buffer-yard matrix describes the requirements for screening and buffer between adjoining land uses.

Table 12.8.3 sets forth the minimum buffer yard width and the required screen type as follows:

Residential (Ra or Rc) adjacent to office (Cb): 35' buffer with S3 screen
Residential (Ra or Rc) adjacent to hotel (Cc): 50' buffer with S3 screen
Residential (Ra or Rc) adjacent to industrial (Ina): 75' buffer with S3 screen
Institutional (Ia) adjacent to office (Cb): 25' buffer with S2 screen
Institutional (Ia) adjacent to hotel (Cc): 50' buffer with S2 screen
Institutional (Ia) adjacent to industrial (Ina): 75' buffer with S2 screen

Requested Modification

Rather than follow Table 12.8.3 to determine the required buffer-yard between uses, the applicant is requesting to apply the buffer-yards as shown on Sheet 4 of the Rezoning Plan for Land Bays A and B as follows:

Modified Buffer #1: The buffer shall be 37.5 feet wide adjacent to light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay B. The screening shall consist off-set evergreen trees to screen parking and loading areas from off-site properties planted no more than three vertical feet below the adjacent

curb elevation and of sufficient height at the time of planting sufficient to screen truck headlights serving the site.

Modified Buffer #2: The buffer shall be 32 feet wide adjacent to light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay B. The screening shall consist of a six-foot high solid wooden fence located in the buffer yard such that a single row of evergreen trees can be planted on the outside of the fence facing the adjacent residential property. The evergreens shall be planted no more than three vertical feet below the adjacent curb elevation.

Modified Buffer #3: The buffer shall be 15 feet wide and located between the curb and the retaining wall. The screening shall consist of a six-foot high solid wooden fence located in the buffer yard such that a single row of evergreen trees can be planted on the outside of the fence facing the adjacent residential property. The evergreens shall be planted no more than three vertical feet below the adjacent curb elevation.

Modified Buffer #4: The buffer shall be 37.5 feet wide for light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay B. The screening shall consist of a four-foot high berm (measured from the adjacent curb elevation) planted with evergreen trees to screen parking and loading areas from off-site properties and to prevent headlights from shining into adjacent residences.

Modified Buffer #5: The buffer shall be 37.5 feet wide for light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay A. The screening shall be an S3 screen as set forth in Section 12.8.6 of the Zoning Ordinance.

Justification for Modification

Land Bays A and B are approved or proposed for a mix of several uses including office, light intensity industrial, hotel/motel/conference center and recreational facility. Each combination of these uses would result in a different buffer-yard requirement. Instead, the applicant is setting forth proposed buffer-yards around the perimeter of these two land bays that would apply to any combination of these uses locating in the land bay. Since each land bay is intended to work as a cohesive plan buffer-yards between users internal to the land bay are not needed. Screening for particular aspects of uses may be needed (i.e., equipment or dumpsters), but full buffer-yards would not be needed. The applicant is providing buffer-yards along all public street frontages, which is not required, to maintain the unified street landscaping scheme throughout Oaklawn. Furthermore, the 50-foot setback and buffer-yard between Land Bays A and B and the Stratford residential community approved under #ZM-159 are being retained. Stratford HOA-owned open space provides additional separation between Land Bay B and Stratford.

Attachment 6

July 11, 2014

Ms. Christine Gleckner
Walsh, Colucci, Lubely, Emerich, & Walsh, PC
1 E. Market St., Suite 300
Leesburg, VA 20176

RE: Rezoning TLZM-2014-0004, Oak Lawn at Stratford
First Submission Consolidated Comments Letter

Ms. Gleckner:

Staff has completed its first-submission review for conformance with Town plans and regulations. This letter is a consolidation of staff comments by topic for ease of use by all parties. **Only those comments that require a response or an acknowledgment from Applicant are included below.** This review is based on the materials submitted on June 30, 2014 which include a statement of justification, proffers, a buffer modification request, and a rezoning plan set.

I. GENERAL

1. **Project Identification:** This project has been assigned project number TLZM-2014-0004, Oaklawn at Stratford. Update the plans, proffers and statement of justification to reflect the name and number.
2. **Statement of Justification:** The statement of justification should be amended as follows:
 - a. The last bullet under section one indicates that building elevations will be submitted for “staff review.” It does not indicate under what criteria they will be judged or approved. Will this be specified in the proffers? If not, it should be along with clearly giving staff authority for approval subject to some criteria (such as the H-2 guidelines and criteria listed in Comment #10 of this letter).
 - b. The last sentence in section 3 should describe how the development will be appropriately screened including referencing a specific design or proffer.
3. **Permitted Use Tabulation:** Ensure that the proffers, permitted use tabulations on the Concept Plan, and amended transportation phasing analysis all are consistent regarding uses, intensity (maximum square footage), and phasing. Clarification is needed in the proffers as to whether Land Bay A is proposed to have light industrial uses as shown on the Concept Plan.
4. **Modification Request:** The applicant is requesting a buffer yard modification of TLZO Sec. 12.8.3. The request should reference the enabling regulation TLZO Sec.

- 8.2.E that allows such modification. Also, clearly state the width and type of required buffer yard and same for the proposed modification.
5. **Land Bays A & B Buffering and Screening to Residential Uses:** The Concept Plan shows proposed S-3 buffers along the northern boundaries of Land Bays A and B as 17.5 feet and 25 feet respectively. What is required for the allowable light industrial uses adjacent to residential is a 75-foot S-3 buffer (TLZO Sec. 12.8.3). A modification request has been submitted to reduce the buffers with the stated justification that Land Bays A & B have a wide range of permissible uses each with a different buffer requirement. Staff believes that the proposed modifications are insufficient particularly if a light industrial use is located adjacent to the residential areas. Staff can support a modification to provide one-half of the required buffer based on the use that is proposed. In this scenario, the applicant would be required to provide a 37.5 foot S-3 buffer if the proposed use at the time of site plan submission is Light Industrial (half of the required 75 foot buffer) and a 25-foot S-3 buffer if instead the proposed use is Commercial (half of the required 50 foot buffer). Under no scenario should the buffer be less than 25 feet for either land bay in this location.
 6. **Land Bay B Screening Adjacent to Hope Parkway (west) and Lake (northeast):** The Concept Plan proposes no buffer for Land Bay B adjacent to Hope Parkway. While none is required by the Zoning Ordinance what was previously approved for this site was a 10-foot S-2 buffer. In conversations between staff and the applicant, the applicant has stated that the buffer reduction is necessary to accommodate a “build to suit” light industrial corporate headquarters with the appearance of an office building. Staff has indicated that the buffer to residential neighborhood to the northeast was more important than a buffer to Hope Parkway and indicated a willingness to support the buffer reduction of Hope Parkway if the applicant demonstrates sufficient buffering and screening of the HOA lands and residential uses to the northeast. It is imperative that the applicant commit through plans and/or proffers to provide effective screening of this area at the northeast corner of Land Bay B.
 7. **Land Bay D Buffer & Screening:** The currently approved buffer adjacent to Miller Drive for the north section of Land Bay D is 12.5 feet. The Concept Plan shows that being reduced to 10 feet. Staff does not support the reduction particularly in light of a potential Repair Service Establishment (vehicle repair) use in this location across Miller Drive from a residential neighborhood. A minimum of a 12.5 foot wide S-2 buffer must be retained here.
 8. **H-2 Historic District Guidelines:** In order to facilitate expedient processing of the high-priority economic development use proposed in Land Bay B, the applicant is proposing to modify their existing proffer to remove the land bay from H-2 standards and therefore no longer require BAR approval for Land Bay B only. In other land Bays BAR approval is required in accordance with the

proffers of TLZM-1999-0159. The applicant will need to submit an application for a certificate of appropriateness to the Board of Architectural Review (BAR) with individual site plans for development in the other land bays.

9. Service Station Use in Land Bay D: If the applicant desires to have the flexibility to locate an automobile service provider who will perform a wide range of repairs then the use table and proffers should add the term “Repair Service Establishment (vehicle repair)” as an option to the stated “service station with or without gas pumps” use.

10. Gateway Design: Town Plan guidance is that Regional Office development should be compatible with Leesburg’s character as established by the more traditional urban core (Regional Office Intent Statement #5, page 6-24). Since BAR approval will not be required for development of Land Bay B design issues in Land Bay B need to be addressed now as part of this rezoning. Building elevations for the corporate headquarters proposed in Land Bay B were submitted as part of the rezoning application. Incorporation of some of the following would bring the design into conformance with the character of Leesburg:

- Three-part building design (ground floor, upper floors, roof or parapet)
- Recessed or projected entries
- Individual human sized windows
- Balconies, columns, covered walkways, or other building façade projections or recesses
- Textured and traditional building materials
- Visible roof elements
- Complexity of massing
- Traditional building colors
- Effective screening of service and delivery areas, as well as mechanical equipment (*items taken from the H-2 Design Guidelines*)

11. Pedestrian Circulation: Clarify the widths of proposed sidewalks and trail facilities for the site and identify clearly on the plan and proffers. Current standard widths are 5’ (not 4-feet as stated in proffers) and 8’ (not 6’) respectively. Also update Proffer 12 to specify walkways and trails will meet current requirements (TLZO Sec. 11.2.)

12. MUC1 Area Proposed for Vehicle Access to Land Bay B: Ensure that the total park area of MUC1 is at least 4.0 acres in size after subtracting out the area proposed for vehicle access.

13. SWM Note: Update Note 11 of the Concept Plan (“Stormwater Runoff”) on the coversheet to state as follows:

It is anticipated that all land bays within this Zoning Map Amendment will maintain the same storm flows, outfall locations and maximum level of imperviousness as shown on the previously approved stormwater management design for water quality and quantity within the existing Stratford lakes. Any deviations from these approved plans may result in the requirement of additional stormwater management facilities. Also, any uses deemed as "Hot Spots" (such as, but not limited to automotive service stations, car washes and/or auto repair facilities) may require additional "onsite" water quality devices according to the current version of the Town of Leesburg DCSM.

- 14. Transportation Phasing/Traffic Study:** The addendum to the transportation phasing analysis must be updated to evaluate all proposed uses. Specifically, the analysis is missing the 10,000 s.f. stand-alone car wash and some square footage of the proposed recreational facility.
- 15. Queuing Analysis:** Appendices C and D of the addendum to the transportation phasing analysis do not include the queuing analysis for the intersections under evaluation. Please provide this missing information (DCSM 7-111.(1).D.8.a).
- 16. Off-Site Transportation Contribution:** The Town Plan in Appendix B Off-Site Transportation Contribution suggests a contribution be made to regional and off-site road improvements based on the square footage of proposed uses. In this case, Applicant has constructed regional road improvements (such as two full lanes of Battlefield Parkway and Dulles Greenway ramps) and will build additional improvements based on the proposed proffers. Staff believes the value of the regional improvements already constructed and to be constructed by Applicant satisfies this cash contribution.

II. PROFFERS

- 17. Ordinance References and Terms:** Updated all Zoning Ordinance references and terms as necessary to reflect the current Zoning Ordinance sections.
- 18. Proffer Numbering and References:** Check to make sure references to proffers are consistent with the Roman numeral headings and Arabic numeral items. For example, references to "Proffer 1" should be corrected to "Proffer I."
- 19. Park Acreage:** There is a conflict regarding park acreage – in Proffer 3 the proffer specifies a minimum of 4.0 acres, whereas in Proffer 10 it just references "Park". The acreage should be put in all places. Also, the Concept Plan shows the Park acreage as "4.0±" acres. This inconsistency should be corrected.
- 20. Excluded Properties.** In Proffer # I.1, it states *"The proffers and the amendments associated with Rezoning Application #ZM-159 do not apply to*

the portions of the Stratford Planned Residential Community (PRC) that are not part of the Property.” I note that the “Property” as described in the first paragraph does not contain certain lots within the PEC and PRC Districts that have been sold by Applicant, such as the credit union lot with PIN #233-29-7610. These properties are subjected to ZM-159. The language should be revised to exclude these particular parcels subject to #ZM-159 and TLZM-2005-0002 from this rezoning.

- 21. Right of Way Dedications:** Demonstrate that deleted commitments of Proffer #5 related to dedication for ramp A-1 have been fully met to justify striking this language from the proffers. If so, then Proffer #5 should be revised to read *““Right-of-way needed for the construction of Ramp A-1 as shown on Exhibit B also will be provided upon the written request of the TRIP II Limited Partnership or its successors.”*
- 22. Light Intensity Industrial Uses:** One result of this rezoning will be to allow light industrial uses in Land Bays A and B where they were not permitted before. The applicant needs to address how potential impacts associated with the use will be mitigated adjacent to the residential neighborhood of Stratford. Staff suggests that proffer language be added to state measures to mitigate noise, heavy truck traffic, odor, fumes, and other potential nuisances of any light industrial use shall be provided subject to the Zoning Administrator’s reasonable determination of sufficiency (Land Use General Objective 2, Town Plan, p. 6-5). TLZO Sec. 8.6.2 PEC Permitted Uses states that light intensity industrial is permitted *“so long as the use is rendered unobjectionable because noise, heavy truck traffic, odor, fumes and other potential nuisances are effectively mitigated by performance standards set out in the ordinance establishing the use.”* In this case the Applicant is requesting unknown light industrial uses directly adjacent to single-family detached and multi-family residential uses with reduced buffers. The only way future light intensity industrial uses can be held to this standard is to proffer the mechanics of judging the nuisance mitigation.
- 23. Screening:** The proffers should contain mitigation measures to screen the single-family detached units north and east of Land Bay B from any adverse impacts from light industrial uses being introduced into the land bay. Staff suggests a commitment shown graphically on the Concept Development Plan and described in the proffers that deals with the aesthetic impacts by providing an opaque screen through a combination of fencing, retaining walls, green walls, and landscaping for any potential loading area or truck travel lanes along the rear and side of the buildings. (Land Use General Objective 2, Town Plan, p. 6-5).

- 24. Truck Traffic:** In order to protect nearby residential uses, staff recommends limiting the hours for heavy truck traffic to the site to 7:00 am to 10:00 pm. (Land Use General Objective 2, Town Plan, p. 6-5).
- 25. Phasing and Uses:** In Proffer #10, the phases should include all uses listed in Proffer 4, including the secondary uses contained in Proffer 4.B.
- 26. Interim Phase 2:** Proffer #10.B.2, an “Interim Phase 2” is proposed that would permit the development of Land Bay B with Hope Parkway simply being bonded rather than constructed to the Stratford residential neighborhood. The primary purpose of this amendment was to secure the corporate tenant for Land Bay B while accelerating the construction of Hope Parkway for the residents of Stratford. Staff recommends that this phase be deleted as it does not achieve one of the Town’s primary purposes with the proffer amendment for Oaklawn. Applicant has stated that the proffer is a contingency intended to apply only in case the Town fails to uphold its obligation under the referenced Agreement between Oaklawn and the Town. Staff understands this but believes the terms of the Agreement itself should provide for this contingency. The Town has similar concerns about what could result if Applicant fails to perform its obligations under the Agreement but Staff believes these, too, should be contained within the Agreement. Further consideration of the terms of that Agreement by both parties should resolve this issue.
- 27. Transportation Phases 3 and 4:** The Transportation phasing as modified by Applicant in proffer #10 puts the obligation to build Hope Parkway from Miller Drive to Battlefield Parkway and the associated traffic signal into Phases 3 and 4 – the last two phases only after over 900,000 square feet of commercial development at Oaklawn. Currently, the Applicant is obligated to construct two lanes of this segment and install the light prior to any development in Land Bay B, and to build the western two lanes prior to any development in Land Bay A. This link is important to provide another access to Battlefield Parkway to distribute traffic. It is unknown when if ever there will be sufficient demand to reach the triggers causing the road construction for Phases 3 and 4. Staff recommends that the phasing proffer be revised to get two lanes of Hope Parkway from Miller Drive to Battlefield Parkway and the associated traffic signal at an earlier point in the overall Oaklawn development. Staff provided preliminary draft proffer issues to the applicant on July 3, 2014. One of those comments had to do with reimbursement for public costs should it be necessary for the Town to build the proffered Hope Parkway roadway section between Miller Drive and Battlefield Parkway prior to the Phase 3 trigger identified in the proffers. If the applicant does not change the phasing as suggested above, the issue of potential public construction of the road section and applicant reimbursement remains and should be addressed in the Memorandum of Understanding for transportation improvements between Oaklawn and the Town.

- 28. Architecture:** As currently proposed, Proffer #14 Architectural Guidelines is insufficient to assure the quality of architecture is consistent with H-2 Design guidelines in Land Bay B as was originally proffered. Not only that but staff doubts that the part of the proffer addressing Land Bay B could be met since the only other buildings at Oaklawn are a daycare and drive-through bank which have few similarities in style to the proposed corporate headquarters. Commitments to architecture should be made as part of this rezoning request (consistent with Comment #10 in this letter). The proffer should be revised to reflect these commitments.
- 29. Fire & Rescue Contribution:** Staff notes that in three recent rezonings when a contribution is given it is typically twenty cents (\$0.20) per square foot of commercial use.
- 30. Recreational Facility Lighting:** Land Bay A is located beneath the final approach path to Runway 17 of Leesburg Executive Airport which is equipped with an Instrument Landing System (ILS). As aircraft using the ILS approach the airport at night or during periods of low visibility, high mast outdoor lighting units could dangerously impact a pilot's visual orientation with the runway. In addition to aviation concerns, high mast outdoor lighting is incompatible with the adjacent residential uses at Stratford. For these reasons the proffers should clearly state that there will be no outdoor lighting of recreational facilities. (Land Use Southeast Planning Area Objective 4, p. 6-19 and General Objective 2, Town Plan, p. 6-5).
- 31. Runway Protection Zones:** Recreational facilities such as golf courses, sports fields, amusement parks and other places of public assembly are not compatible uses within the RPZ. The proffers should clearly state that the proposed recreational facility will be located outside of the RPZ.
- 32. Mechanical Equipment:** Add a proffer to screen rooftop mechanical equipment such as HVAC units (Land Use General Objective 2, Town Plan, p. 6-5).
- 33. Explain Revision:** In Proffer #4.B, explain why the language in parentheses regarding reduced square footage for certain scenarios is being eliminated.

III. ISSUES AT THE TIME OF SITE PLAN

- 34. Lighting Plan:** The applicant should submit a lighting plan at the time of site plan submittal to help show safe nighttime conditions and mitigated impacts on adjacent residential areas.
- 35. Sidewalks and Trails:** All sidewalks should be located within the R-O-W; all trails should be located in public access easements outside of the R-O-W.
- 36. Aviation Obstruction Clearance:** Consistent with Federal Regulation Title 14 Part 77, the applicant should submit proposed construction to an aeronautical study by the FAA - Obstruction Evaluation and Airport Airspace Analysis and receive a Determination of No Hazard to Air Navigation.
- 37. Utility Availability and Fees:** As a matter of policy, the Town of Leesburg does not commit availability of water and sewer capacity prior to issuance of zoning permits and collection of all fees. Proposed use will require payment of water and sewer availability, pro-rata and connection fees as applicable prior to issuance of a zoning permit. Contact Lisa Smith, at 703-771-2762 for calculation of fees.
- 38. Fire & Rescue Issues:** Site access, structural makeup, and landscaping can potentially impact emergency vehicle access/operation and should be carefully addressed at the time of site plan review.

We will meet Tuesday July 15 at 2:00 to discuss these comments. Please let me know if you have any questions.

Regards,

James P. ("Irish") Grandfield, AICP
Senior Planner



WALSH COLUCCI
LUBELEY & WALSH PC

Christine Gleckner, AICP
Land Use Planner
(571) 209-5776
cgleckner@thelandlawyers.com

July 16, 2014

Via Courier

Irish Grandfield, Environmental Planner
Town of Leesburg Department of Planning and Zoning
25 West Market Street
Leesburg, Virginia

Re: TLZM-2014-0004, Oaklawn Proffer and Concept Plan Amendment

Dear Irish:

Following are the applicant's responses to the consolidated comment letter dated July 11, 2014

I. GENERAL

1. **Project Identification:** This project has been assigned project number TLZM-2014-0004, Oaklawn at Stratford. Update the plans, proffers and statement of justification to reflect the name and number.

Response: Revised as recommended.

2. **Statement of Justification:** The statement of justification should be amended as follows:
 - a. The last bullet under section one indicates that building elevations will be submitted for "staff review." It does not indicate under what criteria they will be judged or approved. Will this be specified in the proffers? If not, it should be along with clearly giving staff authority for approval subject to some criteria (such as the H-2 guidelines and criteria listed in Comment #7 of this letter).

Response: This matter is addressed in the proffers. Land Bay B will remain under H-2 guidelines and BAR review except for the buildings for which elevations are included

with this amendment. These building elevations are to be approved as part of this amendment.

- b. The last sentence in section 3 should describe how the development will be appropriately screened including referencing a specific design or proffer.

Response: Revised as recommended by referring to the proffers and concept plan where these are specifically addressed.

- 3. Permitted Use Tabulation:** Ensure that the proffers, permitted use tabulations on the Concept Plan, and amended transportation phasing analysis all are consistent regarding uses, intensity (maximum square footage), and phasing. Clarification is needed in the proffers as to whether Land Bay A is proposed to have light industrial uses as shown on the Concept Plan.

Response: Revised as recommended.

- 4. Modification Request:** The applicant is requesting a buffer yard modification of TLZO Sec. 12.8.3. The request should reference the enabling regulation TLZO Sec. 8.2.E that allows such modification. Also, clearly state the width and type of required buffer yard and same for the proposed modification.

Response: Revised as recommended.

- 5. Land Bays A & B Buffering and Screening to Residential Uses:** The Concept Plan shows proposed S-3 buffers along the northern boundaries of Land Bays A and B as 17.5 feet and 25 feet respectively. What is required for the allowable light industrial uses adjacent to residential is a 75-foot S-3 buffer (TLZO Sec. 12.8.3). A modification request has been submitted to reduce the buffers with the stated justification that Land Bays A & B have a wide range of permissible uses each with a different buffer requirement. Staff believes that the proposed modifications are insufficient particularly if a light industrial use is located adjacent to the residential areas. Staff can support a modification to provide one-half of the required buffer based on the use that is proposed. In this scenario, the applicant would be required to provide a 37.5 foot S-3 buffer if the proposed use at the time of site plan submission is Light Industrial (half of the required 75 foot buffer) and a 25-foot S-3 buffer if instead the proposed use is Commercial (half of the required 50 foot buffer). Under no scenario should the buffer be less than 25 feet for either land bay in this location.

Response: The applicant is proposing a 20 foot buffer for these land bays. The applicant is providing this buffer within a fifty-foot setback along the northern property boundaries.

- 6. Land Bay B Screening Adjacent to Hope Parkway (west) and Lake (northeast):** The Concept Plan proposes no buffer for Land Bay B adjacent to

Hope Parkway. While none is required by the Zoning Ordinance what was previously approved for this site was a 10-foot S-2 buffer. In conversations between staff and the applicant, the applicant has stated that the buffer reduction is necessary to accommodate a “build to suit” light industrial corporate headquarters with the appearance of an office building. Staff has indicated that the buffer to residential neighborhood to the northeast was more important than a buffer to Hope Parkway and indicated a willingness to support the buffer reduction of Hope Parkway if the applicant demonstrates sufficient buffering and screening of the HOA lands and residential uses to the northeast. It is imperative that the applicant commit through plans and/or proffers to provide effective screening of this area at the northeast corner of Land Bay B.

Response: The applicant has included proposed screening in this submission.

- 7. Land Bay D Buffer & Screening:** The currently approved buffer adjacent to Miller Drive for the north section of Land Bay D is 12.5 feet. The Concept Plan shows that being reduced to 10 feet. Staff does not support the reduction particularly in light of a potential Repair Service Establishment (vehicle repair) use in this location across Miller Drive from a residential neighborhood. A minimum of a 12.5 foot wide S-2 buffer must be retained here.

Response: Revised as recommended.

- 8. H-2 Historic District Guidelines:** In order to facilitate expedient processing of the high-priority economic development use proposed in Land Bay B, the applicant is proposing to modify their existing proffer to remove the land bay from H-2 standards and therefore no longer require BAR approval for Land Bay B only. In other land Bays BAR approval is required in accordance with the proffers of TLZM-1999-0159. The applicant will need to submit an application for a certificate of appropriateness to the Board of Architectural Review (BAR) with individual site plans for development in the other land bays.

Response: The applicant will submit COA applications for BAR review for all buildings except the ones for which elevations have been included in this application.

- 9. Service Station Use in Land Bay D:** If the applicant desires to have the flexibility to locate an automobile service provider who will perform a wide range of repairs then the use table and proffers should add the term “Repair Service Establishment (vehicle repair)” as an option to the stated “service station with or without gas pumps” use.

Response: Revised as recommended.

10. Gateway Design: Town Plan guidance is that Regional Office development should be compatible with Leesburg's character as established by the more traditional urban core (Regional Office Intent Statement #5, page 6-24). Since BAR approval will not be required for development of Land Bay B design issues in Land Bay B need to be addressed now as part of this rezoning. Building elevations for the corporate headquarters proposed in Land Bay B were submitted as part of the rezoning application. Incorporation of some of the following would bring the design into conformance with the character of Leesburg:

- Three-part building design (ground floor, upper floors, roof or parapet)
- Recessed or projected entries
- Individual human sized windows
- Balconies, columns, covered walkways, or other building façade projections or recesses
- Textured and traditional building materials
- Visible roof elements
- Complexity of massing
- Traditional building colors
- Effective screening of service and delivery areas, as well as mechanical equipment (*items taken from the H-2 Design Guidelines*)

Response: Revised elevations are included in this submission.

11. Pedestrian Circulation: Clarify the widths of proposed sidewalks and trail facilities for the site and identify clearly on the plan and proffers. Current standard widths are 5' (not 4-feet as stated in proffers) and 8' (not 6') respectively. Also update Proffer 12 to specify walkways and trails will meet current requirements (TLZO Sec. 11.2.)

Response: Revised as recommended.

12. MUC1 Area Proposed for Vehicle Access to Land Bay B: Ensure that the total park area of MUC1 is at least 4.0 acres in size after subtracting out the area proposed for vehicle access.

Response: A minimum of 4.0 acres for the park has been retained.

13. SWM Note: Update Note 11 of the Concept Plan ("Stormwater Runoff") on the coversheet to state as follows:

It is anticipated that all land bays within this Zoning Map Amendment will maintain the same storm flows, outfall locations and maximum level of

imperviousness as shown on the previously approved stormwater management design for water quality and quantity within the existing Stratford lakes. Any deviations from these approved plans may result in the requirement of additional stormwater management facilities. Also, any uses deemed as "Hot Spots" (such as, but not limited to automotive service stations, car washes and/or auto repair facilities) may require additional "onsite" water quality devices according to the current version of the Town of Leesburg DCSM.

Response: Revised as recommended.

14. Transportation Phasing/Traffic Study: The addendum to the transportation phasing analysis must be updated to evaluate all proposed uses. Specifically, the analysis is missing the 10,000 s.f. stand-alone car wash and some square footage of the proposed recreational facility.

Response: Revised as recommended.

15. Queuing Analysis: Appendices C and D of the addendum to the transportation phasing analysis do not include the queuing analysis for the intersections under evaluation. Please provide this missing information (DCSM 7-111.(1).D.8.a).

Response: This information will be provided with the next submission.

16. Off-Site Transportation Contribution: The Town Plan in Appendix B Off-Site Transportation Contribution suggests a contribution be made to regional and off-site road improvements based on the square footage of proposed uses. In this case, Applicant has constructed regional road improvements (such as two full lanes of Battlefield Parkway and Dulles Greenway ramps) and will build additional improvements based on the proposed proffers. Staff believes the value of the regional improvements already constructed and to be constructed by Applicant satisfies this cash contribution.

Response: The applicant appreciates that the significant transportation improvements proffered by Oaklawn satisfy this requirement.

II. PROFFERS

17. Ordinance References and Terms: Updated all Zoning Ordinance references and terms as necessary to reflect the current Zoning Ordinance sections.

Response: Revised as recommended.

18. Proffer Numbering and References: Check to make sure references to proffers are consistent with the Roman numeral headings and Arabic numeral items. For example, references to "Proffer 1" should be corrected to "Proffer I."

Response: Revised as recommended.

- 19. Park Acreage:** There is a conflict regarding park acreage – in Proffer 3 the proffer specifies a minimum of 4.0 acres, whereas in Proffer 10 it just references “Park”. The acreage should be put in all places. Also, the Concept Plan shows the Park acreage as “4.0±” acres. This inconsistency should be corrected.

Response: Revised as recommended.

- 20. Excluded Properties.** In Proffer # I.1, it states “*The proffers and the amendments associated with Rezoning Application #ZM-159 do not apply to the portions of the Stratford Planned Residential Community (PRC) that are not part of the Property.*” I note that the “Property” as described in the first paragraph does not contain certain lots within the PEC and PRC Districts that have been sold by Applicant, such as the credit union lot with PIN #233-29-7610. These properties are subjected to ZM-159. The language should be revised to exclude these particular parcels subject to #ZM-159 and TLZM-2005-0002 from this rezoning.

Response: Revised as recommended.

- 21. Right of Way Dedications:** Demonstrate that deleted commitments of Proffer #5 related to dedication for ramp A-1 have been fully met to justify striking this language from the proffers. If so, then Proffer #5 should be revised to read “*“Right-of-way needed for the construction of Ramp A-1 as shown on Exhibit B also will be provided upon the written request of the TRIP II Limited Partnership or its successors.”*”

Response: Proffers have been revised to include this ROW dedication.

- 22. Light Intensity Industrial Uses:** One result of this rezoning will be to allow light industrial uses in Land Bays A and B where they were not permitted before. The applicant needs to address how potential impacts associated with the use will be mitigated adjacent to the residential neighborhood of Stratford. Staff suggests that proffer language be added to state measures to mitigate noise, heavy truck traffic, odor, fumes, and other potential nuisances of any light industrial use shall be provided subject to the Zoning Administrator’s reasonable determination of sufficiency (Land Use General Objective 2, Town Plan, p. 6-5). TLZO Sec. 8.6.2 PEC Permitted Uses states that light intensity industrial is permitted “*so long as the use is rendered unobjectionable because noise, heavy truck traffic, odor, fumes and other potential nuisances are effectively mitigated by performance standards set out in the ordinance establishing the use.*” In this case the Applicant is requesting unknown light industrial uses directly adjacent to single-family detached and multi-family residential uses with reduced buffers. The only way

future light intensity industrial uses can be held to this standard is to proffer the mechanics of judging the nuisance mitigation.

Response: The applicant has included performance standards in the proffers.

23. Screening: The proffers should contain mitigation measures to screen the single-family detached units north and east of Land Bay B from any adverse impacts from light industrial uses being introduced into the land bay. Staff suggests a commitment shown graphically on the Concept Development Plan and described in the proffers that deals with the aesthetic impacts by providing an opaque screen through a combination of fencing, retaining walls, green walls, and landscaping for any potential loading area or truck travel lanes along the rear and side of the buildings. (Land Use General Objective 2, Town Plan, p. 6-5).

Response: The proposed buffering and screening is included in the proffer statement.

24. Truck Traffic: In order to protect nearby residential uses, staff recommends limiting the hours for heavy truck traffic to the site to 7:00 am to 10:00 pm. (Land Use General Objective 2, Town Plan, p. 6-5).

Response: The applicant is proposing a performance standard for screening truck headlights to protect residential uses.

25. Phasing and Uses: In Proffer #10, the phases should include all uses listed in Proffer 4, including the secondary uses contained in Proffer 4.B.

Response: Revised as recommended.

26. Interim Phase 2: Proffer #10.B.2, an “Interim Phase 2” is proposed that would permit the development of Land Bay B with Hope Parkway simply being bonded rather than constructed to the Stratford residential neighborhood. The primary purpose of this amendment was to secure the corporate tenant for Land Bay B while accelerating the construction of Hope Parkway for the residents of Stratford. Staff recommends that this phase be deleted as it does not achieve one of the Town’s primary purposes with the proffer amendment for Oaklawn. Applicant has stated that the proffer is a contingency intended to apply only in case the Town fails to uphold its obligation under the referenced Agreement between Oaklawn and the Town. Staff understands this but believes the terms of the Agreement itself should provide for this contingency. The Town has similar concerns about what could result if Applicant fails to perform its obligations under the Agreement but Staff believes these, too, should be contained within the Agreement. Further consideration of the terms of that Agreement by both parties should resolve this issue.

Response: The proffer continues to include this proffer, but has been revised to make clear it would only apply in case the town does not provide the needed road improvement.

27. Transportation Phases 3 and 4: The Transportation phasing as modified by Applicant in proffer #10 puts the obligation to build Hope Parkway from Miller Drive to Battlefield Parkway and the associated traffic signal into Phases 3 and 4 – the last two phases only after over 900,000 square feet of commercial development at Oaklawn. Currently, the Applicant is obligated to construct two lanes of this segment and install the light prior to any development in Land Bay B, and to build the western two lanes prior to any development in Land Bay A. This link is important to provide another access to Battlefield Parkway to distribute traffic. It is unknown when if ever there will be sufficient demand to reach the triggers causing the road construction for Phases 3 and 4. Staff recommends that the phasing proffer be revised to get two lanes of Hope Parkway from Miller Drive to Battlefield Parkway and the associated traffic signal at an earlier point in the overall Oaklawn development. Staff provided preliminary draft proffer issues to the applicant on July 3, 2014. One of those comments had to do with reimbursement for public costs should it be necessary for the Town to build the proffered Hope Parkway roadway section between Miller Drive and Battlefield Parkway prior to the Phase 3 trigger identified in the proffers. If the applicant does not change the phasing as suggested above, the issue of potential public construction of the road section and applicant reimbursement remains and should be addressed in the Memorandum of Understanding for transportation improvements between Oaklawn and the Town.

Response: The proffer has been revised to provide a cash contribution if the town chooses to construct this roadway before the proffer triggers are reached.

28. Architecture: As currently proposed, Proffer #14 Architectural Guidelines is insufficient to assure the quality of architecture is consistent with H-2 Design guidelines in Land Bay B as was originally proffered. Not only that but staff doubts that the part of the proffer addressing Land Bay B could be met since the only other buildings at Oaklawn are a daycare and drive-through bank which have few similarities in style to the proposed corporate headquarters. Commitments to architecture should be made as part of this rezoning request (consistent with Comment #10 in this letter). The proffer should be revised to reflect these commitments.

Response: The applicant will submit COA applications for BAR review for all buildings except the ones for which elevations have been included in this application.

29. Fire & Rescue Contribution: Staff notes that in three recent rezonings when a contribution is given it is typically twenty cents (\$0.20) per square foot of commercial use.

Response: The proffer has not been revised.

30. Recreational Facility Lighting: Land Bay A is located beneath the final approach path to Runway 17 of Leesburg Executive Airport which is equipped with an Instrument Landing System (ILS). As aircraft using the ILS approach the airport at night or during periods of low visibility, high mast outdoor lighting units could dangerously impact a pilot's visual orientation with the runway. In addition to aviation concerns, high mast outdoor lighting is incompatible with the adjacent residential uses at Stratford. For these reasons the proffers should clearly state that there will be no outdoor lighting of recreational facilities. (Land Use Southeast Planning Area Objective 4, p. 6-19 and General Objective 2, Town Plan, p. 6-5).

Response: Revised as recommended.

31. Runway Protection Zones: Recreational facilities such as golf courses, sports fields, amusement parks and other places of public assembly are not compatible uses within the RPZ. The proffers should clearly state that the proposed recreational facility will be located outside of the RPZ.

Response: This proffer has not been revised, and it clearly states what activities are permitted in the RPZ.

32. Mechanical Equipment: Add a proffer to screen rooftop mechanical equipment such as HVAC units (Land Use General Objective 2, Town Plan, p. 6-5).

Response: Revised as recommended.

33. Explain Revision: In Proffer #4.B, explain why the language in parentheses regarding reduced square footage for certain scenarios is being eliminated.

Response: Applicant will discuss this with staff.

III. ISSUES AT THE TIME OF SITE PLAN

34. Lighting Plan: The applicant should submit a lighting plan at the time of site plan submittal to help show safe nighttime conditions and mitigated impacts on adjacent residential areas.

35. Sidewalks and Trails: All sidewalks should be located within the R-O-W; all trails should be located in public access easements outside of the R-O-W.

36. Aviation Obstruction Clearance: Consistent with Federal Regulation Title 14 Part 77, the applicant should submit proposed construction to an aeronautical study by the FAA - Obstruction Evaluation and Airport Airspace Analysis and receive a Determination of No Hazard to Air Navigation.

37. Utility Availability and Fees: As a matter of policy, the Town of Leesburg does not commit availability of water and sewer capacity prior to issuance of zoning permits and collection of all fees. Proposed use will require payment of water and sewer availability, pro-rata and connection fees as applicable prior to issuance of a zoning permit. Contact Lisa Smith, at 703-771-2762 for calculation of fees.

38. Fire & Rescue Issues: Site access, structural makeup, and landscaping can potentially impact emergency vehicle access/operation and should be carefully addressed at the time of site plan review.

Response: Comments noted.

Sincerely,

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

Christine Gleckner, AICP
Land Use Planner

Enclosures

Cc: Andrew Shuckra, Keane Enterprises
David Neumann, Trammell Crow
Jack Williams, Paciulli, Simmons
Chris Tacinelli, Gorove/Slade
Randy Minchew, Walsh, Colucci

July 21, 2014

Ms. Christine Gleckner
Walsh, Colucci, Lubely, Emerich, & Walsh, PC
1 E. Market St., Suite 300
Leesburg, VA 20176

**RE: Rezoning TLZM-2014-0004, Oak Lawn at Stratford
Second Submission Consolidated Comments Letter**

Ms. Gleckner:

Staff has completed its second-submission review for conformance with Town plans and regulations. This letter is a consolidation of staff comments by topic for ease of use by all parties. **Only those comments that require a response or an acknowledgment from Applicant are included below.** This review is based on the materials submitted on July 16, 2014 which include a statement of justification, proffers, a buffer modification request, and a rezoning plan set.

- 1. Modification Request (*original comment #4*):** Sentence one in paragraph 2 under the header “Requested Modification” on the Zoning Ordinance Modification Request sheet is unclear and needs to be revised. It looks like the intent is to request a 20-foot modified buffer along all areas where residential uses abut Land Bays A or B. Please revise language as necessary for clarity as well as in response to staff comments below.
- 2. Land Bays A & B Buffering and Screening to Residential Uses (*original comments #5 & 23*):** Staff had requested that the modification request for buffering and screening provide an effective screen. Staff suggested provision of at a minimum at least one-half of the required buffer based on the use that is proposed. Further, due to elevation differences onsite, staff indicated that the screening for the northeast portion of the lot adjacent to the stormwater management pond needed to be atop a retaining wall (otherwise the plants will be below the building being screened).

Instead, the applicant’s revised modification request is to provide a 20-foot wide buffer with modified screening adjacent to residential uses on Land Bays A and B. The modified screening would consist of a double row of pine trees should the adjacent use in Land Bay A or B be light industrial; otherwise the screening would consist of an S-2 or S-3 buffer as designated in the Zoning Ordinance. Staff continues to believe the proposal provides insufficient buffering and screening for the adjacent residential uses. Also, it is essential that the screening be planted at an elevation similar to the building and truck

travel lanes it is intended to screen. Staff recommends the applicant's proffer include the following commitments:

- Provision of a minimum of a 37.5 foot wide screened buffer for light industrial uses adjacent to residential uses.
- Screening plant material planted at an elevation no more than 3 vertical feet below the elevation of the building and truck travel lanes intended to be screened and on a slope no greater than 2:1.
- At the time of planting the screening material taller than the height of the headlights of truck traffic expected to service the site.
- The material should be specified as "evergreen screening with possible other plantings agreeable to the Town to be determined at the time of site plan."
- Provision of amended soils for the entire buffer area, irrigation and/or other measures to ensure rapid, healthy growth of the planting materials.
- The proposed language in Proffer #V.18 Land Bays A and B Screening on page 12 should be revised in accordance with the comments above. Language such as "the Applicant shall provide, to the extent feasible through reasonable engineering, to screen the light intensity industrial use with a double row of evergreen trees . . ." does not provide sufficient guarantee that even the proposed 20-foot buffer will be installed. Rather than speculate on what is meant by "reasonable engineering", this language should be removed from the proffer.

- 3. Architecture and Design (*original comments #28 & #10*):** Proffer #V.14 Architectural Guidelines states that all development shall be subject to BAR review in accordance with the H-2 Design Guidelines, even on Land Bay B *except* for the two buildings for which elevations have been submitted. To better meet the H-2 Design Guidelines for the submitted elevations of these two buildings, staff recommends consideration of the following potential design changes:

Both Buildings:

- A clearly detailed and defined parapet/cornice should be added to both buildings.
- Use real brick on all building elevations, not a simulated-brick stucco or textured pre-cast panel.

Office Building:

- Use the larger textured precast parapet or cornice currently shown on some portions of the building on all bays that feature brick elevations. This larger parapet or cornice should also include additional architectural detail such as stepped height changes in the parapet/cornice line, brackets, dentils, and/or corbels to distinguish and differentiate it from other horizontal features on the building.

- The ground floor should be taller in height, more architecturally elaborate in detail, and capped by a stringcourse or secondary cornice to distinguish and differentiate it from other floors of the building.
- Eliminate the crisscross effect created by the vertical and horizontal bands on the east and west elevations of the office building and on the façade (west elevation) of the production building which disrupts continuity between the ground floor and cornice/parapet. Also break up the large horizontal bands between floors on the north and south elevations of the office building.
- Entrances on the west, south and north elevations of the office building should be further projected or recessed or have extended canopies added.
- Changes in the parapet/cornice line on all elevations of the office building and on the façade (west elevation) of the production building should be added as a visible roof element.
- The main entrance door on the center of the west elevation on the office building needs to be modified to be substantial in construction, relate to the materials and detailing of windows and other related building elements, and provide the building with visual interest and enhance its sense of scale.
- Larger expanses of windows on the office building should be reduced in size.

Production Building:

- Expand the size and massing of the central entrance bay to be larger than the adjacent bays and clearly define the entrance.
- Use changes in position, texture, and color to break-up the vast expanses of textured pre-cast panels on all elevations of the production building.
- Articulate the expanses of textured pre-cast panels on all elevations of the production building through changes in position, texture, and color to promote a better sense of scale and clearly express three-part organization. The stunted brick pilasters located on all elevations of the production building should be extended to the top of the wall and connected by horizontal brick bands to better communicate the three-part organization.
- The stunted brick pilasters located on the flanking bays on the façade of the production building should be increased in height to avoid a confusing appearance.

4. Pedestrian Circulation (*original comment #11*):

- a. The typical sections on sheet 5 of the plans should show an 8-foot wide trail width not 6-foot. Currently the sections still include 6' trail width labels.
- b. Expand new Note 2 on sheet 5 of the plans to specify that trails/shared use paths located outside the ROW will be located within an appropriately sized easement.

- c. Proffer #III.12 language notes DCSM 7-720 with regard to either sidewalk or trail/shared use path construction. When referring to sidewalk construction, DCSM 7-710 would apply. Update the proffer language as appropriate.
- d. The reference to the pedestrian network is to “the Pedestrian Network Plan on Sheet 6 of 8 of the Rezoning Concept Plan . . .” However, the Concept Plan has only five (5) sheets - the “6 of 8” reference is from TLZM-1959.. If this sheet is to be incorporated into the Concept Plan, then this reference must be changed as necessary to explain that.

5. SWM Note (*original comment #13*): Update Note 11 of the Concept Plan (“Stormwater Runoff”) on the coversheet to state as follows:

It is anticipated that all land bays within this Zoning Map Amendment will maintain the same storm flows, outfall locations and maximum level of imperviousness as shown on the previously approved stormwater management design for water quality and quantity within the existing Stratford lakes. Any deviations from these approved plans may result in the requirement of additional stormwater management facilities. Also, any uses deemed as “Hot Spots” (such as, but not limited to automotive service stations, car washes and/or auto repair facilities) may require additional “onsite” water quality devices according to the current version of the Town of Leesburg DCSM.

6. Light Intensity Industrial Uses (*original comment #22*): In response to staff’s request to identify how potential impacts associated with the use will be mitigated adjacent to the residential neighborhood of Stratford, the applicant has added Proffer # V.19 Light Intensity Industrial Uses in Land Bays A and B on page 12. Staff believes the proffer is insufficient and notes the following:

- a. In regards to noise (part A of the proffer), the proffer appears to state only that the applicant will meet the noise standards of the Zoning Ordinance. Either remove this proffer if it is only committing to what is already required or clarify how this proffer goes above and beyond the noise requirements of the Zoning Ordinance. Staff notes that Applicant is requesting a 73% reduction (75 feet reduced to 20 feet) in the required buffer width, so meeting the current noise standards still results in a reduction of the mitigation normally required for light industrial uses adjacent to residential uses.
- b. Part B of the proffer referencing screening and should be revised to reflect the commitments staff has requested in Comment #2 above.
- c. Part C appears to be impossible to achieve. Please clarify how emissions can be vented away from the residential uses when the wind is blowing toward the residences.

Staff continues to recommend that proffer language clearly state measures to mitigate noise, heavy truck traffic, odor, fumes, and other potential nuisances of any light industrial use shall be provided subject to the Zoning Administrator’s reasonable determination of sufficiency. TLZO Sec. 8.6.2 PEC Permitted Uses states that light intensity industrial is permitted “*so long as the use is rendered unobjectionable because*

noise, heavy truck traffic, odor, fumes and other potential nuisances are effectively mitigated by performance standards set out in the ordinance establishing the use.” In this case the Applicant is requesting unknown light industrial uses directly adjacent to single-family detached and multi-family residential uses with reduced buffers. The only way future light intensity industrial uses can be held to this standard is to proffer the mechanics of judging the nuisance mitigation.

- 7. Truck Traffic (original comment #10):** In order to protect nearby residential uses, staff continues to recommend limiting the hours for truck traffic to the site. Staff suggests the hours be limited to 7:00 am to 10:00 pm.
- 8. Excluded Properties (original comment #20):** In Proffer # I.1, it states “*The proffers and the amendments associated with Rezoning Application #ZM-159 do not apply to the portions of the Stratford Planned Residential Community (PRC) that are not part of the Property, nor do they apply to the residential lots within Oaklawn zoned PRC Mixed-Use Center.*” In effect, this says that ZM-159 does not apply to the excluded land that is not part of the “Property”. Isn’t the exact opposite the case? Does not #ZM-159 still apply to the excluded portions? If not, what proffered rezoning still applies? This must be clarified. Also, where are PIN #s 233-20-7049 and 233-20-7427? They are not listed on the Rezoning Plat.
- 9. Correct Date:** In Proffer #I.2, in the first line on page 2 the Concept Plan date is referenced as “June 27, 2014”. However, the submitted Concept Plan is dated “July 1, 2014”. The reference should be corrected to read “dated July 1, 2014 and revised through -----.”
- 10. Restore Previous Proffer Language:** In Proffer #I.3 on page 2, various changes are made to the uses in the PRC and PEC Districts that were not previously discussed with staff. Specifically, Proffer #3.2 “Convenience retail and office uses (in land bays MUC 2 and/or MUC 5) – shall not exceed a total of 30,000 s.f. each” has been revised to read “Convenience Neighborhood community and specialty retail and office uses (in Land Bays MUC 2 and/or MUC 5) shall not exceed a total of 30,000 s.f. square feet each. (These uses or any combination thereof also may locate as an alternative in Land Bay B located in the PEC District.)” Several issues: First, Applicant is attempting to permit PRC uses in Land Bay B of the PEC District – mixing district uses is not permissible without an ordinance amendment. Second, the advertisement does not mention the possibility of 30,000 s.f. of PRC uses in Land Bay B of the PEC District so this change must be eliminated and the previous language restored. This should be done for the bank use in Proffer #3.3 as well.
- 11. Restore Previous Proffer Language:** In Proffer #I.4 on page 2, in line 2, the following language has been added ““(or 1,500,500 square feet if the full 60,000 square feet [feet] referenced in proffer 1.3.2, above, locates in Land Bay B) including the Oaklawn parcels not subject to this rezoning application)”. Again, as stated in the comment above, this seeks to put PRC uses in the PEC District

- and has not been advertised as a proposed change to the district. Therefore, restore the previous language.
- 12. Restore Previous Proffer Language:** In Proffer #I.4.A restore the language in the June 30 proffers so that Proffer #4.A reads “Permitted Primary Uses – A maximum of 1,378,500 square feet may be used for primary uses as follows.”
- 13. Restore Previous Proffer Language:** In Proffer #I.4.B on page 3, partially restore the language in the June 30 proffers so that Proffer #4.B reads “Secondary Support Uses – A maximum of 62,000 square feet may be permitted as support uses as permitted in the PEC District under Section 8.6.3 and listed as follows:” for reasons stated in comments above.
- 14. Bank:** Proffer #I.4.B.3 allows a drive-through bank in Land Bay C on the condition “if not located in land bay MUC 5 located in the PRC District”. Proffer #I.3.2 the mixed use center allows “Bank with drive-through facility (in Land Bay C) . . .” It is confusing to mention a bank only allowed in Land Bay C of the PEC District in the proffer describing uses in the PRC District. Staff recommends either the deletion of Proffer #I.3.2 or, if applicant desires to maintain the option for a bank in Land Bay MUC 5, then revise I.3.2 to read “Bank with drive-through facility in Land Bay MUC 5 (if not located in land bay C located in the PEC District).”
- 15. Repair Service Establishments:** Proffer #I.4.B.7 on page 3 lists “repair service establishments”. Because the Zoning Administrator has opined that in the PEC District a “repair service establishment” can include a “vehicle and/or equipment repair facility”, this blanket inclusion would mean that Applicant could add additional vehicle repair facilities in the various land bays. In some cases, additional conditions would be necessary to mitigate impacts of the use on adjacent residential uses. Therefore, staff recommends that this language be revised to read “Repair service establishments with vehicle and/or equipment repair facility limited to one facility located in Land Bay D.”
- 16. Agreement Date:** On page 4 in Proffer #II.7 and elsewhere as necessary, fill in the actual date of the Agreement when known.
- 17. Remove Bonded Language:** Proffers #II.9 and #II.10 references to “bonded for construction” and “bonded or constructed” need to be revised to specify the roads sections will be constructed rather than just bonded. The justification for the revised transportation phasing is that the Traffic Impact Analysis (TIA) shows that the road network can support the level of development allowable in the proffered phase. This TIA analysis is based on roads actually in place not those that are simply bonded. Leaving bonding language in the proffers invalidates the TIA. The point of the phasing plan is to obtain the remaining roadway improvements when they are needed according to the Traffic Impact Analysis and to ensure the road is in place to serve the developed land bays.

- 18. Exhibits:** On pages 5 and 6 Proffer #II.10 references Exhibits B and C. This should be provided.
- 19. Allowed Uses:** In Proffer #II.10.A.1.B.(i) on page 7, Applicant has added the language “Any other support uses listed in Proffer #4.B above”. This is an addition to the existing proffers and staff requests applicant to further explain the intent of this language. Is the intent to add the balance of the square footage (of the 62,000 allowed for support uses) to Land Bay C – and add uses including “10,000 s.f. of stand-alone car wash facilities, personal services, repair services (including vehicle repair facilities) and Health clubs and spas in Phase 1?
- 20. Transportation Improvements (*original comment #27*):** The applicant has committed in Proffer #II.10.E Cash Equivalent Contribution on page 9 to reimbursement for proffered transportation improvements in Phases 3 and 4 that are built by the public prior to the proffered trigger mechanism that would require Oaklawn to construct the improvement. This proffer should not be limited to Phases 3 and 4 but should apply to Phase 2 as well to cover the contingency that Hope Parkway is not constructed as anticipated in the Memorandum of Agreement. Revise the proffer as necessary to apply to Phase 2. Also, the reimbursement should be based on the actual receipts for those improvements plus any adjustments for CPI.
- 21. Fire & Rescue Contribution:** Staff notes that in three recent rezonings when a contribution is given it is typically twenty cents (\$0.20) per square foot of commercial use.
- 22. Interim Phase 2:** Applicant has modified Interim Phase 2 in Proffer #II.10.B.2.a) on page 8 to state that it shall only be implemented if the Town fails to perform under the Agreement. However, the proffer as written is not acceptable for several reasons. First, it states “. . . in order to provide road access to a Land Bay B user of greater than 100,000 s.f. without completing all of the Phase 2 improvements . . .” This language is open ended, and could allow any amount of square footage above 100,000 s.f. It is known that the company who seeks development of Land Bay B has a maximum amount of square footage it wishes to develop on the northern portion of Land Bay B above Oaklawn Drive - that is the figure that should be used in the proffer. Therefore, the proffer should be revised to read:
- a) Notwithstanding the improvements listed in Proffer II.10.A.1.a, above, and only if the Town fails to perform its obligations under the Agreement, the Applicant may construct the eastern two-lane section of Hope Parkway between Miller Drive and the Land Bay B entrance in order to provide road access to a Land Bay B user of no greater than 100,000 135,000 s.f. [for example] without completing all of the Phase 2 improvements listed in Proffer 10.A.1.b, II.10.B.1.a, above.

- b) Upon bonding the road improvements listed in Proffer 10.A.2a, above, up to 175,000 s.f. of office and light intensity industrial use may occur in Land Bay B. If Interim Phase 2 is implemented, then development of more than 135,000 [for example] square feet in Land Bay B shall proceed in accordance with Phases 2, 3 and 4 as listed in Proffer II.10.B.1.a, above.
- c) If Applicant fails to perform its obligations under the Agreement, Interim Phase 2 shall be an option for the Applicant only if the Town also fails its obligations as set forth in Proffer #II.10.B.2.a above; otherwise, development shall proceed in accordance with Phases 2, 3 and 4 as listed in Proffer II.10.B.1.a, above.

Staff notes that some of the suggested language of this proffer may be rendered unnecessary by the specific language of the Agreement that is under discussion between the Town and Applicant. The issue is raised here to make clear what happens should the Town fail, should both parties fail, or should only the Applicant fail to meet obligations under the Agreement.

23. Correct Reference: Proffer #I.3.3 referencing Land Bay C is in a section titled “PRC Mixed Use Center.” Land Bay C is in the PEC District and this reference needs to be moved to Proffer #I.4.

If Applicant wishes changes made in response to these comments to be included in the Planning Commission public hearing staff report such revisions must be received no later than noon on Wednesday, July 23, 2014.

Please let me know if you have any questions.

Regards,

James P. (“Irish”) Grandfield, AICP
Senior Planner

cc: File

July 24, 2014

Ms. Christine Gleckner
Walsh, Colucci, Lubely, Emerich, & Walsh, PC
1 E. Market St., Suite 300
Leesburg, VA 20176

**RE: Rezoning TLZM-2014-0004, Oak Lawn at Stratford
Third Submission Consolidated Comments Letter**

Ms. Gleckner:

Staff has completed its third-submission review for conformance with Town plans and regulations. This letter is a consolidation of staff comments by topic for ease of use by all parties. **Only those comments that require a response or an acknowledgment from Applicant are included below.** This review is based on the materials submitted on July 23, 2014 which include a statement of justification, proffers, a buffer modification request, and a rezoning plan set.

1. **Land Bays A & B Buffering and Screening to Residential Uses (*original comments #5 & 23*):** Staff notes the applicant's revised modification request, plans, and proffers are an effort to address staff's previous concerns related to provision of sufficient buffering and screening for the adjacent residential uses. The revisions to the modification request make significant progress toward addressing the issues. Staff recommends the following changes to the applicant's buffering and screening Proffer #18 Land Bays A and B Screening on page 12:
 - Provide a solid fence for modification area 1.
 - Screening plant material shall be planted on a slope no greater than 2:1.
 - Provide amended soils for the buffer planting area, irrigation and/or other measures to ensure rapid, healthy growth of the planting materials.

2. **Architecture and Design – Land Bay B (*original comments #28 & #10*):** Proffer #V.14 Architectural Guidelines on page 14 states that all development shall be subject to BAR review in accordance with the H-2 Design Guidelines, even on Land Bay B *except* for the two buildings for which elevations have been submitted. These elevations identify a three-story office building and a one-story “production” building. To better meet the H-2 Design Guidelines for the submitted elevations of these two buildings, staff recommends consideration of incorporation of some of the following potential design changes:

Both Buildings:

- A clearly detailed and defined parapet/cornice should be added to both buildings.
- Use real brick on all building elevations, not a simulated-brick stucco or textured pre-cast panel.

Office Building:

- Use the larger textured precast parapet or cornice currently shown on some portions of the building on all bays that feature brick elevations. This larger parapet or cornice should also include additional architectural detail such as stepped height changes in the parapet/cornice line, brackets, dentils, and/or corbels to distinguish and differentiate it from other horizontal features on the building.
- The ground floor should be taller in height, more architecturally elaborate in detail, and capped by a stringcourse or secondary cornice to distinguish and differentiate it from other floors of the building.
- Eliminate the crisscross effect created by the vertical and horizontal bands on the east and west elevations of the office building and on the façade (west elevation) of the production building which disrupts continuity between the ground floor and cornice/parapet. Also break up the large horizontal bands between floors on the north and south elevations of the office building.
- Entrances on the west, south and north elevations of the office building should be further projected or recessed or have extended canopies added.
- Changes in the parapet/cornice line on all elevations of the office building and on the façade (west elevation) of the production building should be added as a visible roof element.
- The main entrance door on the center of the west elevation on the office building needs to be modified to be substantial in construction, relate to the materials and detailing of windows and other related building elements, and provide the building with visual interest and enhance its sense of scale.
- Larger expanses of windows on the office building should be reduced in size.

Production Building:

- Expand the size and massing of the central entrance bay to be larger than the adjacent bays and clearly define the entrance.
- Use changes in position, texture, and color to break-up the vast expanses of textured pre-cast panels on all elevations of the production building.
- Articulate the expanses of textured pre-cast panels on all elevations of the production building through changes in position, texture, and color to promote a better sense of scale and clearly express three-part organization. The stunted brick pilasters located on all elevations of the production

building should be extended to the top of the wall and connected by horizontal brick bands to better communicate the three-part organization.

- The stunted brick pilasters located on the flanking bays on the façade of the production building should be increased in height to avoid a confusing appearance.

3. Pedestrian Circulation (*original comment #11*): The typical sections on sheet 5 of the plans should show an 8-foot wide trail width not 6-foot. Currently the sections still include 6' trail width labels.

4. Light Intensity Industrial Uses (*original comment #22*): Applicant proposes Proffer # V.19 Light Intensity Industrial Uses in Land Bays A and B on page 13. Staff believes the proffer is insufficient because it does not meet the applicable ordinance standard for mitigating potential impacts of light industrial uses on adjacent residential properties. TLZO Sec. 8.6.2 PEC Permitted Uses states that light intensity industrial is permitted “*so long as the use is rendered unobjectionable because noise, heavy truck traffic, odor, fumes and other potential nuisances are effectively mitigated by performance standards set out in the ordinance establishing the use.*” In this case the applicant is requesting unknown light industrial uses directly adjacent to single-family detached and multi-family residential uses with reduced buffers. There are only three ways future light intensity industrial uses can be held to this standard:

- One is to list the potential uses and proffer specific measures to mitigate specific impacts. Because applicant is not in a position to list these uses at this time, this option is not available.
- The second option is to proffer the mechanics of judging the nuisance mitigation at the time a particular light industrial use is known. That is, to allow the Town Council to mitigate the impact of a light industrial use on adjacent residential neighborhoods when it is proposed in the future. Staff recommends that the proffer be revised to state that “*measures to mitigate noise, heavy truck traffic, odor, fumes, and other potential nuisances of any light industrial use shall be provided subject to the Zoning Administrator’s reasonable determination of sufficiency.*” Mitigation of potential nuisances is particularly relevant here because applicant has requested a 50% reduction (75 feet reduced to 37.5 feet) in the required buffer width for Land Bay A and most of Land Bay B with a reduction to as little as 15 feet for a portion of Land Bay B. Staff believes the requested buffer reductions can be justified but *only if* the Town maintains the ability to require appropriate measures to modify the negative impact of each light industrial use.
- Third, if applicant will not proffer a standard, the Town has the legal right consistent with TLZO sec. 8.2.6 to include language in the ordinance adopting the use that the Zoning Administrator shall have the right to require reasonable standards at the time of initial site plan submission to

mitigate noise, heavy truck traffic, odor, fumes, and other potential nuisances of any light industrial use. Any appeal of the Zoning Administrator's determination would be to the Town Council.

5. **Truck Traffic (*original comment #10*):** In order to protect nearby residential uses, staff continues to recommend limiting the hours for heavy truck traffic (tractor trailers) to the site. Staff suggests the hours be limited to 7:00 am to 10:00 pm.

6. **Convenience Retail Use in Land Bay B:** The proposed 30,000 square feet of convenience retail use for Land Bay B has not been analyzed in the Traffic Impact Analysis and as a result has not been demonstrated to be served by the road network as established in the proposed revised transportation phasing plan. The applicant needs to either remove this proposed use from Land Bay B or provide an amended Traffic Impact Analysis and revised phasing plan (if necessary) that takes into account the use.

7. **Clarification:** The current proffers state in Proffer #II.10.A.b. (iv) and (vi) that "The retail and or office uses also may locate in Land Bays MUC 2 or B or any combination thereof". First, to maintain continuity and consistency with the current proffers, Proffer #I.3 on page 2 should be revised to read, "Convenience Neighborhood community and specialty retail and office uses (in Land Bays MUC 2 and/or MUC 5) shall not exceed a total of 30,000 square feet each. (These uses or any combination thereof also may locate as an alternative in Land Bay B located in the PEC District.)" This change is also consistent with the language ("retail and/or office use") used in Proffer #II.10.A.b.(iv) on page 7. Second, it is confusing that these uses are listed under Phase I but obviously they cannot be constructed in Land Bay B until the roads are available, which will not be before Phase 2. Therefore, to clarify that these uses are, in fact, available as part of Phase 2 staff recommends the following change to Proffer #II.10.B.b.(iii):

(iii) Land Bay B uses: Up to 300,000 s.f. office and light intensity industrial uses. Convenience retail and office uses not exceeding a total of 30,000 square feet each (to the extent not located in Land Bays MUC 2 and/or MUC 5).

8. **Repair Service Establishments (*2nd CCL comment #15*):** Proffer #I.4.B.7 on page 3 lists "repair service establishments". Because the Zoning Administrator has opined that in the PEC District a "repair service establishment" can include a "vehicle and/or equipment repair facility", this blanket inclusion would mean that applicant could add additional vehicle repair facilities in the various land bays. In some cases, additional conditions would be necessary to mitigate impacts of the

use on adjacent residential uses. Therefore, staff recommends that this language be revised to read “Repair service establishments with vehicle and/or equipment repair facility limited to one facility located in Land Bay D.”

9. **Agreement Date (2nd CCL comment #16):** On page 4 in Proffer #II.7 and elsewhere as necessary, fill in the actual date of the Agreement when known.

10. **Remove Bonded Language (2nd CCL comment #17):** Proffers #II.9 and #II.10 references to “bonded for construction” and “bonded or constructed” need to be revised to specify the roads sections will be constructed rather than just bonded. The justification for the revised transportation phasing is that the Traffic Impact Analysis (TIA) shows that the road network can support the level of development allowable in the proffered phase. This TIA analysis is based on roads actually in place not those that are simply bonded. Leaving bonding language in the proffers invalidates the TIA. The point of the phasing plan is to obtain the remaining roadway improvements when they are needed according to the Traffic Impact Analysis and to ensure the road is in place to serve the developed land bays. Applicant has amended the proffer language to refer only to the Agreement. If the Agreement fails to be met by applicant, then roads still need only be bonded to move into a Phase. As discussed with applicant’s representative, staff recommends either revising “constructed or bonded for construction” to read “constructed”; or to read “constructed or bonded for construction but in no case shall an occupancy permit be issued in any land bay for which roads have not been substantially completed, meaning the placement of all pavement (with the exception of the final surface course) with all required signage and all pavement markings installed, and authorization to open the particular road section by the Town of Leesburg.”

11. **Transportation Improvements (original comment #27):** The applicant has committed in Proffer #II.10.E Cash Equivalent Contribution on page 9 to reimbursement for proffered transportation improvements in Phases 2, 3 and 4 that are built by the public prior to the proffered trigger mechanism that would require Oaklawn to construct the improvement. However, the proffer gives the applicant five (5) years to reimburse the Town, even though they would have been obligated to pay the full cost of the road to get that first zoning permit had the public not constructed the road. Staff recommends a payment in two (2) annual installments instead of five. This is to reimburse the public for its expenditure that has directly benefitted the private developer in a more reasonable time frame and thereby decrease Town carrying costs.

12. **Fire & Rescue Contribution (original comment #29):** Staff notes that in three recent rezonings when a contribution is given it is typically twenty cents (\$0.20) per square foot of commercial use.

13. Interim Phase 2: Applicant has modified Interim Phase 2 in Proffer #II.10.B.2.a) on page 8 to read as follows:

- d) Notwithstanding the improvements listed in Proffer II.10.A.1.a, above, and only if the Town fails to perform its obligations under the Agreement, the Applicant may construct the eastern two-lane section of Hope Parkway between Miller Drive and the Land Bay B entrance in order to provide road access to a Land Bay B user of no greater than ~~400,000~~ 185,000 s.f. without completing all of the Phase 2 improvements listed in Proffer ~~10.A.1.b~~, II.10.B.1.a, above.
- e) ~~Upon bonding the road improvements listed in Proffer 10.A.2a, above, up to 175,000 s.f. of office and light intensity industrial use may occur in Land Bay B.~~ If Interim Phase 2 is implemented, then development of more than 185,000 square feet in Land Bay B shall proceed in accordance with Phases 2, 3 and 4 as listed in Proffer II.10.B.1.a, above.
- f) If Applicant fails to perform its obligations under the Agreement, Interim Phase 2 shall be an option for the Applicant only if the Town also fails its obligations as set forth in Proffer #II.10.B.2.a above; otherwise, development shall proceed in accordance with Phases 2, 3 and 4 as listed in Proffer II.10.B.1.a, above. [THIS LANGUAGE MAY CHANGE DUE TO AGREEMENT LANGUAGE.]

Staff notes that this is the language suggested by Staff in the 2nd consolidated comment letter (Old Comment #22). Further, staff agrees that some of the suggested language of this proffer may be rendered unnecessary by the specific language of the Agreement that is under discussion between the Town and applicant. The issue is raised here to make clear what happens should the Town fail, should both parties fail, or should only the applicant fail to meet obligations under the Agreement.

If applicant wishes changes made in response to these comments to be included in the Planning Commission public hearing presentation revisions must be received no later than noon on Tuesday, July 29, 2014.

Please let me know if you have any questions.

Regards,

James P. ("Irish") Grandfield, AICP
Senior Planner



Date of Meeting: August 7, 2014

**TOWN OF LEESBURG
PLANNING COMMISSION WORK SESSION**

SUBJECT: TLZM-2014-0004, Oaklawn

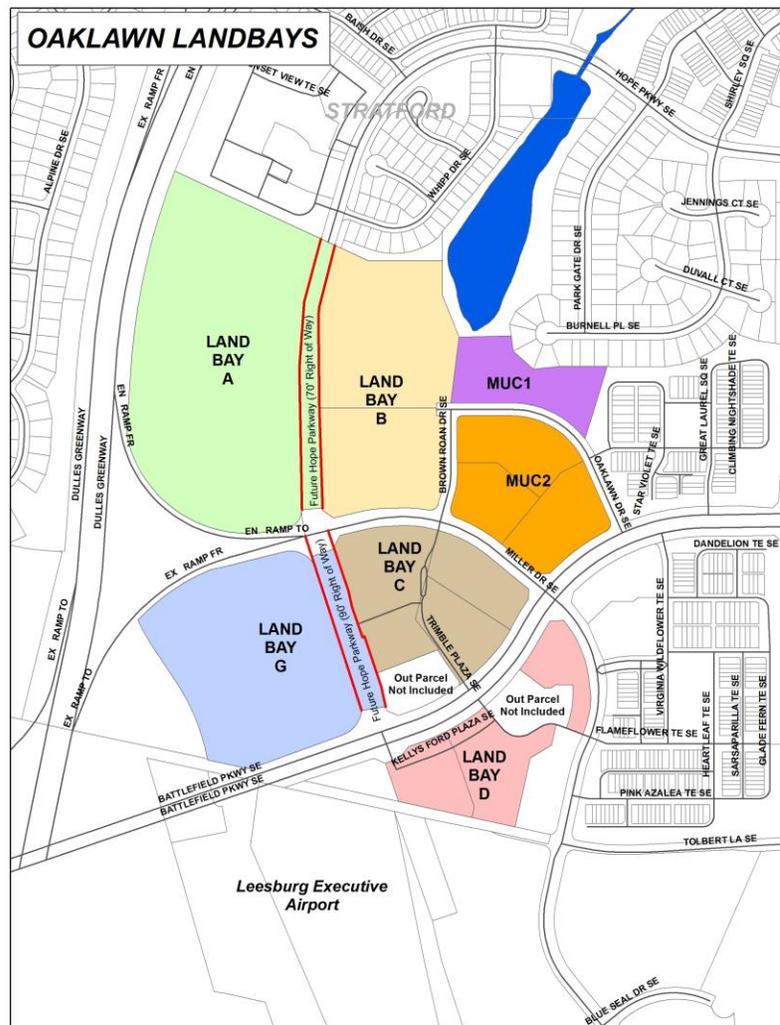
STAFF CONTACT: Irish Grandfield, AICP, Senior Planner, DPZ

APPLICANT: Oaklawn LLC

PROPOSAL: An application to amend the approved proffers and concept development plan to change uses and phasing without increasing overall density.

PLANNING COMMISSION CRITICAL ACTION: August 7, 2014

RECOMMENDATION: Approval subject to specific changes discussed below in this report.



- I. **APPLICATION SUMMARY:** The Applicant, Oaklawn LLC and Oaklawn Development LLC, is requesting an amendment to the approved Concept Plan and proffers for the Oaklawn at Stratford project to add land uses, modify transportation phasing, reallocate permitted uses among various Land Bays, and amend the proffer requiring H-2 Corridor Design approval for development in Land Bay B. From the Town and Applicant perspectives there are three primary purposes for this amendment: First, to make use changes to allow a high profile corporate headquarters to begin construction shortly in Oaklawn Land Bay B; second, to accelerate the construction of Hope Parkway as a secondary access for the residents of Stratford; and third, to increase flexibility for uses in various land bays to increase economic viability of the development and to stimulate economic growth.

The subject property consists of vacant commercial land in Oaklawn Land Bays A, B, C, D, G, and MUC2. The site includes 94.7 acres bordered by the Dulles Greenway to the west, the Stratford residential development to the north, the Oaklawn at Stratford residential development to the east, Battlefield Parkway and the Leesburg Municipal Airport to the south. Approximately 78 acres of the property are zoned Planned Employment Center District (PEC) and the remaining 16.5 acres is zoned Planned Residential Community (PRC). The rezoning application request is to amend the approved Concept Development Plan and proffers as follows:

- Revise the transportation and development phasing plan regarding the unbuilt portions of Hope Parkway. (Note: all other proffered road improvements have already been constructed.)
- Amend the permitted uses by allowing Light Intensity Industrial uses to locate in Oaklawn Land Bays A (280,000 s.f.) and B (386,000 s.f.)
- Add a Recreational Facility use (120,000 s.f.) in either Land Bay A or B.
- Allow the approved hotel/motel/conference center in Land Bay B to be in either Land Bay A or B.
- Amend the proffer requiring H-2 Corridor Design approval for development in Land Bay B.

There is *no increase in the approved density* because the total development square footage does not change from previous approvals.

- II. **BACKGROUND:** The Planning Commission opened the public hearing on this case at their July 31, 2014 meeting. Eighteen members of the public spoke and each expressed concerns about the impact of the proposal on their properties in nearby neighborhoods. In addition, staff provided the Planning Commission with a packet of written concerns from seventeen individuals, four of whom spoke at the public hearing. Issues raised by the public included:

- Increased traffic on Hope Parkway and Battlefield Parkway: congestion, cut-through traffic, speeding, pedestrian safety on Hope Parkway
- Truck traffic: noise, hours, internal circulation too close to residential areas, route cutting through neighborhoods

- Objection to potential vehicle repair/tire shop: noise and visual impacts
- Adequacy of buffering, screening, and setbacks facing residential areas
- Aesthetics of proposed building; particularly the rear of the production building facing residential areas
- Potential noise and visual impacts of a generator if one is proposed
- Potential impacts of lighting, noise, and emissions of the Light Industrial use; incompatibility of this type of use near residential areas.
- Expedited review process
- Limiting the rezoning application to Land Bay B only
- Potential for Oaklawn to develop almost entirely as a light industrial park
- Dislike of the proposed recreational facility use
- Devaluation of home values due to proximity of light industrial uses
- Objection to data center use
- Objection to a skate park
- Proximity to Leesburg airport
- Request by Oaklawn residential community to meet with applicant and Town to discuss further

The Planning Commission asked questions of Staff and the Applicant then voted to keep the public hearing open and further discuss the proposal at their August 7, 2014 meeting. Planning Commission concerns included:

- Mitigation of Light Industrial use impacts
- Removal of request for vehicle repair/tire shop in Land Bay D
- Limiting hours of heavy truck traffic
- Signage directing truck traffic away from Stratford neighborhood
- Construction of roads rather than bonding
- Siting the corporate headquarters in Land Bay A rather than B
- Limiting the allowable hotel location to Land Bay A only
- Removal of a request for Light Industrial use in Land Bay A
- Reorientation of the production building so that truck traffic would not pass along the perimeter of the site adjacent to residential neighborhoods
- Sufficiency of requested modified buffering and screening; size of planting material
- Lighting/glare; hours of lighting
- Recreational facility and the possibility of daycare programs
- Recreational facility setback from residential
- Specifying location of tire shop
- Improved building elevations, proffering architecture, nature of roof screening
- Timing of applicant reimbursement of Town should the Town choose to build any section of Hope Parkway prior to applicant's trigger
- Limiting the application to Land Bay B only
- Parking and possibilities to reduce or increase parking

- Need for specificity and clarity in proffers
- Required setback for recreational facilities to residential areas (50 feet)
- FAA review and approval for development near airport
- Prohibiting parking in the Runway Protection Zone
- Signalization plan for Hope Parkway
- Need to specifically proffer the Land Bay B elevations
- Dumpster location and screening
- Rideshare possibilities
- Reducing or restricting the total land bay area where Light Industrial uses may be allowed

Please see the July 31, 2014 Planning Commission staff report for a complete analysis of the rezoning request. Section III below provides a summary of how the Applicant has responded to issues raised.

III. **ISSUES UPDATES:**

Fiscal Impact

At the Planning Commission's meeting on July 31, staff indicated that fiscal revenue from the new corporate headquarters would be approximately \$500,000 over ten years. This was a preliminary figure based on Town real estate tax revenue alone. A refined analysis taking into account all direct and indirect revenue generated for Leesburg shows the fiscal impact to be \$2,700,000 (2.7 million) over the first ten years. In addition the project generates 17.2 million in tax revenues for Loudoun County and 41.2 million in tax revenue for the Commonwealth of Virginia during that same 10 year period.

Proffers and Plans

The review is based on the most recently submitted proffers dated August 6, 2014 (Attachment 1) and plans dated August 5, 2014 (Attachment 2). The applicant has also submitted responses to staff's July 31, 2014 outstanding issues letter (attachment 3). The following updates are provided for issues identified by the Planning Commission, the public, and staff:

1. **Land Bays A & B Buffering and Screening** – The applicant has indicated in their August 6, 2014 response letter (attachment 3) that they are preparing a landscaping plan for Land Bays A and B adjacent to residential properties. The plans have not yet been completed and so were not available for staff review at the time of writing this report. The applicant has indicated that they will submit the landscaping plans on Thursday August 7 and staff will have additional comments at the meeting.
2. **Mitigation of Light Industrial Uses** – The proffers have been updated to list specific performance measures for Land Bay B and a process for ensuring mitigation of future Light Industrial uses throughout the site (see proffer

#V.19, Attachment 1). The proffer now reflects staff requested language that the applicant shall provide *“measures to mitigate noise, heavy truck traffic, odor, fumes, and other potential nuisances of any light industrial use shall be provided subject to the Zoning Administrator’s reasonable determination of sufficiency.”* This language is consistent with Town of Leesburg Zoning Ordinance guidance for Light Intensity Industrial uses in section 8.6.2. Staff believes this proffer combined with the lighting proffer (#V.20) effectively addresses mitigation by providing a reasonable check before a future light industrial use can be established in Land Bay A or B. Note that an appeal of any mitigation required by the Zoning Administrator is to the Town Council per TLZO Sec. 3.15.

3. Lighting - The proffers have been revised to include specific commitments on limiting both pole heights and lighting levels (Proffer #V.20). Pole heights will be limited to 20 feet near residential properties. Lighting levels are proffered to be no greater than 1.0 footcandle in parking areas closest to residential areas and 5.0 footcandles elsewhere on site. Further, by requirement of the Zoning Ordinance the lighting levels can no greater than 0.5 footcandles at the property boundary. Staff believes the proffer effectively addresses outdoor lighting issues.
4. Architecture – The applicant continues to proffer compliance to the H-2 Design guidelines subject to Board of Architecture approval for all development except the new corporate use in the northern portion of Land Bay B. The applicant has indicated in their August 6, 2014 response letter that they are preparing revised elevation drawings with at least four key changes requested by staff to the architecture: larger, more distinct cornice along the entire office building face; strengthened vertical continuity of pilasters reducing the crisscross appearance; tempering the tones of elevations to reduce the contrast; and additional detail to texture and color to break-up the expanses of textured pre-cast panels on the rear of the production building. The elevations have not yet been completed and so were not available for staff review at the time of writing this report. The applicant has indicated that they will submit the elevations on Thursday August 7. The proffers have been amended to state that the office building and production building in Land Bay B shall be developed in substantial conformance with the elevations (See Proffer V.14). Staff may have additional comments at the meeting.
5. Truck Traffic Hours – The proffers have been revised to limit hours of heavy truck traffic (tractor trailers) to the site to the hours of 7:00 am to 9:00 pm (see Proffer #V.19.A.1).
6. Truck Routing - The proffers have been revised to include posting of vehicle exit points with a sign indicating that trucks are prohibited from turning north on Hope Parkway and an arrow pointing south toward Miller Drive (see proffer #V.19.A.1).

7. Traffic Impacts of Convenience Retail Uses in Land Bay B – The Director of Public Works has determined that the Traffic Impact Analysis is sufficient and does not need to be updated to reflect potential convenience retail uses in Land Bay B as they vehicle trips associated with the use were considered.
8. Repair Service Establishment in Land Bay D - The proffers have been revised to exclude a repair service establishment (automobile repair) use thus eliminating the potential for a vehicle repair shop or tire shop from locating in Land Bay D (see Proffer #I.4. B.4). If the Planning Commission and the Town Council wish to completely eliminate this use from Land Bay D and all land bays in the Oaklawn development, staff recommends that Proffer I.4.B.7 be further clarified to state: “7. Repair service establishments (excluding vehicle repair facilities)”.
9. Road Bonding and Construction – Proffer #II.10 provides for construction of all roads in Phase 1 and bonding or construction for the remaining phases. The proffer applies only to Hope Parkway as all the other roads in the development have been constructed. Staff believes that the Memorandum of Agreement between the applicant and Town will adequately provide for rapid construction of the key segment of Hope Parkway between Stratford and Miller Drive. For the remaining piece of Hope Parkway between Miller Drive and Battlefield Parkway, staff does not think the revision is necessary.
10. Cash Equivalent Contribution for Road Construction – This Proffer #II.10.E applies to all of Hope Parkway between Stratford and Battlefield Parkway. The applicant continues to proffer repayment in five annual installments rather than the two as requested by staff, even though applicant would have been obligated to pay the full cost of the road to get that first zoning permit had the public not constructed the road. Staff recommends a payment in two (2) annual installments instead of five. This is to reimburse the public for its expenditure that has directly benefitted the private developer in a more reasonable time frame thereby decreasing the Town’s carrying costs.
11. Fire and Rescue Contribution – The applicant continues to proffer to provide ten cents (\$0.10) per square foot of commercial use as a contribution to the volunteer fire and rescue service. Applicant notes they proffered and have deeded to the Town a two-acre fire and rescue site in Land Bay D and ask that this be considered to allow the contribution to remain the same.
12. Mix of Uses/Industrial Park – The Oaklawn rezoning was originally approved with a wide range of flexibility of uses. This rezoning application seeks to provide additional flexibility of uses in order for the applicant to be in a better position to be competitive in unknown future market conditions. Some members of the public spoke about concerns that the Oaklawn commercial development result in an “industrial park” instead of more of a mix of uses.

Staff believes that flexibility in the types of land uses is acceptable provided that measures are in place to mitigate possible negative impacts of light intensity industrial uses on adjacent residential property. However, the amount of light industrial uses that are allowable is a matter for discussion. As proposed, light industrial uses could locate in Land Bays A, B, C and D which is a substantial change from the current proffers. The Town Plan encourages corporate headquarters and emerging technologies facilities in this area, including light industrial uses. As noted in the Plan ‘light industrial’ businesses vary widely depending on the types of activities conducted from the business. Future light industrial businesses may be appropriate uses within Oaklawn providing their activities and impacts are appropriately mitigated.

13. Minor corrections to Plans and Proffers – The applicant has addressed minor corrections to plans and proffers requested by staff in their July 31, 2014 letter. These include details of trail cross-sections, agreement date, and interim Phase 2 proffer language.

IV. ANALYSIS AND STAFF RECOMENDATION:

Key questions with this application are whether the new proposed uses to Land Bays A and B (Light Intensity Industrial and Recreation Facility) can meet or exceed the intent of existing Town Plan policies and Zoning Ordinance standards. Of particular importance is that any changes to allowed uses mitigate potential negative impacts in order to be compatible with the neighboring residential properties. As indicated in the Planning Commission staff report dated July 31, 2104 staff believes the proposal is consistent with the Land Use objectives of the Town Plan and greatly contributes toward the goals of the Economic Development chapter. Staff also finds that the proposal meets the applicable standards of the Zoning Ordinance. Proffer commitments on truck traffic, noise, lighting, odor, fumes, and screening result in sufficient design features to mitigate potential negative impacts. Subject to the landscaping plan showing sufficient screening, and some additional wording changes to the proffers that will be identified in the staff presentation at the Commission’s meeting on Thursday August 8, staff will recommend approval of the application based on the findings listed below.

V. FINDINGS FOR APPROVAL:

1. The rezoning application is in general conformance with the Town Plan.
2. The proposal meets the approval criteria of Zoning Ordinance Section 3.3.15.
3. The measures proposed by the applicant’s proffer and shown on accompanying plans mitigate impacts.
4. The proposal has a positive fiscal impact generating significant new revenue.
5. The proposal would serve the public necessity, convenience, general welfare and good zoning practice.

VI. SAMPLE DRAFT MOTIONS:

Approval

I move that rezoning application TLZM 2014-0004, Oaklawn, be forwarded to the Town Council with a recommendation of approval subject to the rezoning plans and Proffer Statement dated August 6, 2014 as amended as follows _____ on the basis that the Approval Criteria of Zoning Ordinance Section 3.3.15 have been satisfied and that the proposal would serve the public necessity, convenience, general welfare and good zoning practice.

Denial

I move that rezoning application TLZM 2014-0004, Oaklawn, be forwarded to the Town Council with a recommendation of denial on the basis that the Approval Criteria of Zoning Ordinance Section 3.3.15 have not been satisfied due to the following reasons_____.

ATTACHMENTS:

1. Proffers dated August 6, 2104
2. Rezoning Plan Set dated August 6, 2014
3. Applicant Response letter to outstanding issues (dated August 6, 2014)

NOTES

1. Development of the property shall be in substantial conformance with this plan with respect to use, layout, and configuration of the property, with reasonable allowances for final architectural and engineering design to meet Town of Leesburg zoning, subdivision and land development regulations.

2. The maximum allowable density for the Planned Employment Center district is a 0.4 FAR. Under the provisions of Zoning Ordinance Section 7A-10, in the event any individual lot in the Planned Employment Center district is developed at a density of less than 0.4 FAR, then the difference may be utilized on remaining lots in the Planned Employment Center district, to a maximum of a 0.6 FAR on any individual lot. Any site plan utilizing FAR in excess of 0.4 FAR shall be accompanied by a document recorded in the land records wherein the owner of the property whose density is being transferred consents to transfer of such density.

3. Signalization will be provided in accordance with Town of Leesburg regulations, and proffers.

4. Off street parking and loading facilities will be designed and buffered in accordance with Town of Leesburg regulations and will be privately maintained. Parking may be provided in surface lots or parking structures.

5. PRC Mixed Use Center (MUC) district requirements (Commercial Uses):

Max. Building Height	45'
Minimum Lot Width	150'
Minimum Lot Area	20,000 SF
Yard Setbacks:	
Minimum Front	35'
Minimum Side	20'
Minimum Rear	20'

Overall non-residential FAR shall not exceed 0.4 FAR.

6. PEC Requirements

Max. Building Height	80' (Northern portion of Land Bay B restricted to 55' Maximum Building Height as shown on sheet 4)
FAR	0.4 for district as a whole 0.6 on any individual lot
Minimum Lot Area	20,000 SF
Minimum Lot Width	100'
Yard Setbacks:	
Minimum Front	35'
Minimum Side	15'
Minimum Rear	15'

8. All final plats, site plans and construction drawings are subject to the applicable town regulations. The applicant reserves the right to request modifications pursuant to the Subdivision and Land Development Regulations or the Design and Construction Standards Manual subsequent to approval of this Zoning Amendment.

9. Free Standing Buildings. (per Zoning Ordinance Section 8.6.5.F.) Restaurants, drive-through banks, fast-foodrestaurants, service stations, hotel/convention centers, convenience retail stores, and other similar uses may be located in free-standing buildings; provided, however, that such uses shall be architecturally compatible with the adjacent buildings and shall not have frontage or direct access to a major or minor arterial street as defined in the adopted Town Plan. Such uses shall be an integral design element of an employment building complex of not less than 30,000 square feet of gross floor area and shall be allowed only in those locations shown on an approved site plan.

10. Approval of the Zoning map Amendment does not express or imply any waiver or modification of the requirements set forth in the Subdivision and Land Development Regulations, the Zoning Ordinance, or the Design And Construction Standards Manual (DCSM) except as specifically approved by Town Council or as shown as approved by Town Council on this Concept Plan and Supporting Documents.

11. Stormwater runoff:
The existing Stratford lake Facility provides stormwater quality & quantity control. It is anticipated that all land bays within this Zoning Map Amendment will maintain the same storm flows, outfall locations and maximum level of imperviousness as shown on the previously approved stormwater management design for water quality and quantity within the existing Stratford lakes. Any deviations from these approved plans may result in the requirement of additional stormwater management facilities. Also, any uses deemed as "Hot Spots" (such as, but not limited to automotive service stations, car washes and/or auto repair facilities) may require additional "onsite" water quality devices according to the current version of the Town of Leesburg DCSM.

OPEN SPACE TABULATIONS

PEC

REQUIRED: At least twenty percent (20%) of the gross area of a Planned Employment Center shall be open space. Any common open space provided shall be maintained as required by Sec. 8.3.6. All open space shall be included in the development schedule and be fully improved by the developer at a rate equivalent to or greater than the construction of all structures.

Minimum Open Space Required (+/-) = 80.9 Ac. (Total PEC Area) x 0.20 = 16.2Ac.
PROVIDED: 22.5 Ac. (27.8%) (Land Bay G and Object Free Area in Land Bay A)
To be supplemented with buffer areas in individual land bays.

PRC

REQUIRED: A minimum of 25% of the area of the PRC Mixed Use Center district shall be established for open space. (Previously completed Residential to be included in calculations).

Minimum Open Space Required (+/-) = 66.03 Ac. (Total PRC Area per ZM-159) x 0.25 = 16.5 Ac.
PROVIDED: 17.1 Ac. (25.9%) (previously provided in Residential Sections per ZM-159)
To be supplemented with buffer areas in MUC 2.

OAKLAWN

ZONING MAP AMENDMENT

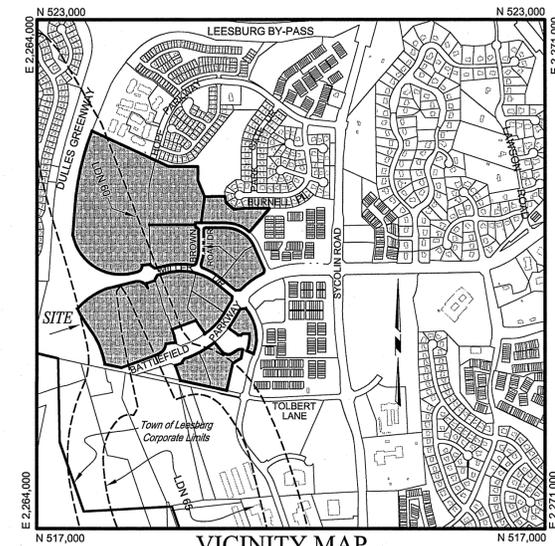
TLZM-2014-0004

PERMITTED USE TABULATION

AC	Zoning	Max FAR	Use	Max SF	Notes
Land Bay A					
26.4 AC	PEC	0.60	Office/Light Intensity Industrial	600,000	1, 2
			Recreational Facility	120,000	2, 3
			150 room hotel / Motel / Conference Center	110,000	3
			Eating Establishment	10,000	
Land Bay B					
15.9 AC	PEC	0.60	Office/Light Intensity Industrial	300,000	1
Land Bay C					
10.3 AC	PEC	0.45	Car Wash - Stand Alone	10,000	
			Fast Food Eating Establishment w/ drive through	4,000	
			Eating Establishment	10,000	
			Bank	4,000	4
			Office/Light Intensity Industrial	236,000	
			Service Station w/ up to 5,000 SF convenience & car wash	5,000	4
			Personal Services		5
Pharmacy w/ drive through, Health Clubs, Spas		5			
Land Bay D					
9.5 AC	PEC	0.40	Office/Light Intensity Industrial	200,000	
			Fast Food w/ drive through	4,000	
			Service Station w/ up to 5,000 SF convenience & car wash	5,000	
			Restaurant	10,000	
Land Bay G					
16.1 AC	PEC	NA	open space		0
MUC 1					
4.0 AC	PRC	NA	open space		0
MUC 2					
8.7	PRC	0.40	Eating Establishment	30,000	
			Neighborhood, Community and Specialty Retail	30,000	6
MUC 5*					
3.8	PRC	0.40	Child Care Center	10,000	
			Office	30,000	6

- The maximum allowable Office/Light Intensity Industrial in Land Bay A and B is 832,500 SF, with Land Bay A capped at 600,000 SF and Land Bay B capped at 300,000 SF. To the extent Land Bay B's Office/Light Intensity Industrial exceeds 232,500 SF, it will result in a corresponding decrease to Land Bay A's Office/Light Intensity Industrial.
- To the extent the Recreational Facility is developed, it shall result in corresponding 1:1 SF reduction of the maximum Office/Light Intensity Industrial in the land bay in which it locates. This is in addition to the reduction referenced in Note 1, if any.
- Also allowable in Land Bay B, subject to Note 1, above.
- Also allowable in MUC 2.
- Subject to PEC support use cap and allowable anywhere in PEC district.
- Allowable in MUC 2, MUC 5 or Land Bay B, or any combination thereof.

*MUC 5 provided for informational purposes only. MUC 5 is not included in this amendment application.



Zoning Ordinance Modifications

Pursuant to Section 8.2.2.E, the applicant is requesting a modification of Section 12.8.3 - Buffer-Yard Matrix for Land Bays A and B. The applicant proposes to provide the buffer yards and screen types around the perimeters of Land Bays A and B as shown below and on Sheet 4 of the PD Rezoning Plan for any combination of the uses permitted in Land Bays A and B as set forth in the proffer statement.

MODIFIED BUFFER YARDS and SCREENING

MODIFIED BUFFER #1:

Location: Land Bay B, eastern boundary with Stratford Lake
Buffer Width: 37.5' (for Light Industrial Uses); 25' for other uses
Building and Parking Setback: same as buffer width
Screen: Mixed Evergreens planted no more than 3 vertical feet below adjacent curb elevation.

MODIFIED BUFFER #2:

Location: Land Bay B, eastern boundary with Stratford Lake
Buffer Width: 32' (for Light Industrial Uses); 25' for other uses
Building and Parking Setback: same as buffer width
Screen: Fence centered in buffer yard surrounded by Mixed Evergreens planted no more than 3 vertical feet below adjacent curb elevation.

MODIFIED BUFFER #3:

Location: Land Bay B, northern boundary with residential open space, eastern end adjacent to storm drainage outfall.
Building and Parking Setback: 50'
Buffer Width: 15' (between curb and retaining wall)
Screen: Fence centered in buffer yard surrounded by Mixed Evergreens planted no more than 3 vertical feet below adjacent curb elevation.

MODIFIED BUFFER #4:

Location: Land Bay B, northern boundary with residential open space, western end adjacent to Hope Parkway.
Building and Parking Setback: 50'
Buffer Width: 37.5' (for Light Industrial Uses); 25' for other uses
Screen: Mixed Evergreens with 4' high berm (measured from adjacent curb elevation)

MODIFIED BUFFER #5:

Location: Land Bay A, northern boundary with multi-family residential
Building and Parking Setback: 50'
Buffer Width: 37.5' (for Light Industrial Uses); 25' for other uses
Screen: S3

SHEET INDEX

- COVER SHEET
- ZONING PLAT
- EXISTING CONDITIONS
- CONCEPT PLAN
- PEDESTRIAN NETWORK / DETAILS

NO.	REVISION DESCRIPTION	DATE
3	Revisions after PC Public Hearing	8/5/2014
2	Address Town Comments	7/23/2014
1	Address Town Comments	7/16/2014
NO.	REVISION DESCRIPTION	DATE

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OAKLAWN
ZONING MAP AMENDMENT
TOWN OF LEESBURG
LOUDOUN COUNTY, VIRGINIA

TLZM-2014-0004

DATE: 7-1-2014
FILE NO: L190.100
DRN: R.E.K.SR.
CKD: S.J.W. III
SHEET 1 OF 5

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NOTES

- NO CHANGE TO EXISTING ZONING DISTRICT BOUNDARIES IS PROPOSED WITH THIS APPLICATION.

AREA TABULATION

PEC	3,521,582 SQ.FT. OR	80.84440 AC.
PRC	566,388 SQ.FT. OR	13.00248 AC.
TOTAL	4,087,970 SQ.FT. OR	93.84688 AC.

PROPERTY RECORDATION NOTES

- SUBDIVISION PLAT RECORDED AT INSTRUMENT # 20060913-0078894
- BLA PLAT RECORDED AT INSTRUMENT # 20070402-0025012
- BLA PLAT RECORDED AT INSTRUMENT # 20100427-0024171
- SUBDIVISION PLAT RECORDED AT INSTRUMENT # 20120914-0071608
- SUBDIVISION PLAT RECORDED AT INSTRUMENT # 20070706-0051214
- SUBDIVISION PLAT RECORDED AT INSTRUMENT # 20070309-0017841



CURVE TABLE

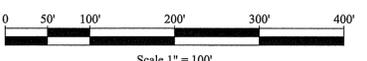
NO.	DELTA	RADIUS	ARC LENGTH	CHORD BEARING	CHORD	TANGENT
C1	090°00'00"	24.00'	37.70'	N 45°00'53" W	33.94'	24.00'
C2	015°03'49"	220.00'	57.84'	N 07°31'01" E	57.67'	29.09'
C3	084°41'14"	40.00'	59.12'	N 57°23'33" E	53.89'	36.45'
C4	010°51'09"	716.00'	135.62'	N 85°41'25" W	135.41'	68.01'
C5	012°28'20"	716.00'	155.44'	S 82°39'51" W	155.14'	78.03'
C6	000°52'58"	756.83'	11.64'	S 05°43'13" E	11.64'	5.82'
C7	081°43'29"	75.00'	106.98'	N 35°34'56" E	98.14'	64.88'
C8	092°30'35"	577.00'	931.62'	S 57°18'02" E	833.68'	602.84'
C9	017°05'59"	3149.05'	939.83'	S 12°33'15" W	936.35'	473.43'
C10	066°08'21"	370.00'	427.11'	S 56°56'43" E	403.79'	240.92'
C11	086°12'49"	40.00'	60.19'	S 19°13'52" W	54.67'	37.44'
C12	016°25'45"	1020.00'	328.08'	S 53°07'24" W	326.67'	165.47'
C13	019°05'53"	716.00'	238.66'	N 60°05'22" W	237.56'	120.45'
C14	084°41'14"	40.00'	59.12'	N 27°17'41" W	53.89'	36.45'
C15	015°03'49"	280.00'	73.61'	N 07°31'01" E	73.40'	37.02'
C16	090°00'00"	24.00'	37.70'	N 44°59'07" E	33.94'	24.00'
C17	009°37'39"	640.00'	107.54'	S 81°15'30" W	107.42'	53.90'
C18	043°23'14"	634.00'	480.10'	N 72°14'03" W	468.71'	252.22'
C19	007°13'17"	1020.00'	128.56'	S 31°21'56" W	128.47'	64.36'
C20	007°36'43"	880.00'	116.91'	N 31°33'39" E	116.83'	58.54'
C21	017°52'16"	878.80'	273.48'	N 45°31'44" E	272.37'	137.86'
C22	064°18'30"	137.00'	153.77'	N 37°50'04" E	145.82'	86.12'
C23	023°00'28"	1004.93'	403.54'	N 22°29'59" W	400.84'	204.53'

CURVE TABLE

NO.	DELTA	RADIUS	ARC LENGTH	CHORD BEARING	CHORD	TANGENT
C24	009°33'58"	904.93'	151.09'	S 29°13'14" E	150.91'	75.72'
C25	024°21'57"	975.00'	414.63'	S 55°10'52" W	411.51'	210.50'
C26	084°41'23"	125.00'	184.76'	N 61°12'38" W	168.40'	113.92'
C27	035°36'43"	524.00'	326.69'	N 22°15'11" W	320.47'	168.30'
C28	009°10'19"	525.70'	84.15'	N 03°57'50" W	84.06'	42.17'
C29	016°59'38"	530.00'	157.20'	N 13°10'33" E	156.62'	79.18'
C30	026°27'45"	446.00'	205.99'	N 08°32'28" E	204.16'	104.87'
C31	002°26'59"	1022.82'	43.73'	N 35°32'01" E	43.73'	21.87'
C32	007°36'43"	1020.00'	135.51'	N 31°33'39" E	135.41'	67.86'
C33	005°34'05"	880.00'	85.52'	S 30°32'20" W	85.48'	42.79'
C34	017°40'27"	1026.00'	316.49'	N 62°17'50" E	315.24'	159.51'
C35	002°09'47"	1022.82'	38.61'	N 51°19'38" E	38.61'	19.31'
C36	081°36'20"	100.00'	142.43'	S 80°32'45" E	130.69'	86.33'
C37	043°28'13"	100.00'	75.87'	S 80°23'11" W	74.08'	39.87'
C38	041°32'15"	430.00'	311.74'	N 69°14'46" W	304.95'	163.07'

**ZONE: PEC
LOT A-1
PIN # 233-38-8842
(2)**

THIS PLAT IS IN ACCORDANCE WITH TOWN OF LEESBURG ZONING ORDINANCE SECTION 3.3.6.H (SUBMITTAL REQUIREMENTS FOR REZONING) AND IS BASED ON THE LAND RECORDS OF LOUDOUN COUNTY, VIRGINIA AND IS NOT THE RESULT OF A CURRENT BOUNDARY SURVEY BY THIS FIRM.



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 Landscape Architects
 Wetland Specialists
 Environmental Scientists
 Archaeologists

**OAKLAWN
ZONING MAP AMENDMENT**
 TOWN OF LEESBURG
 LOUDOUN COUNTY, VIRGINIA

REZONING PLAT

COMMONWEALTH OF VIRGINIA

LANNY D. STURGEON
 Lic. No. 1594
 7-1-2014
 LAND SURVEYOR

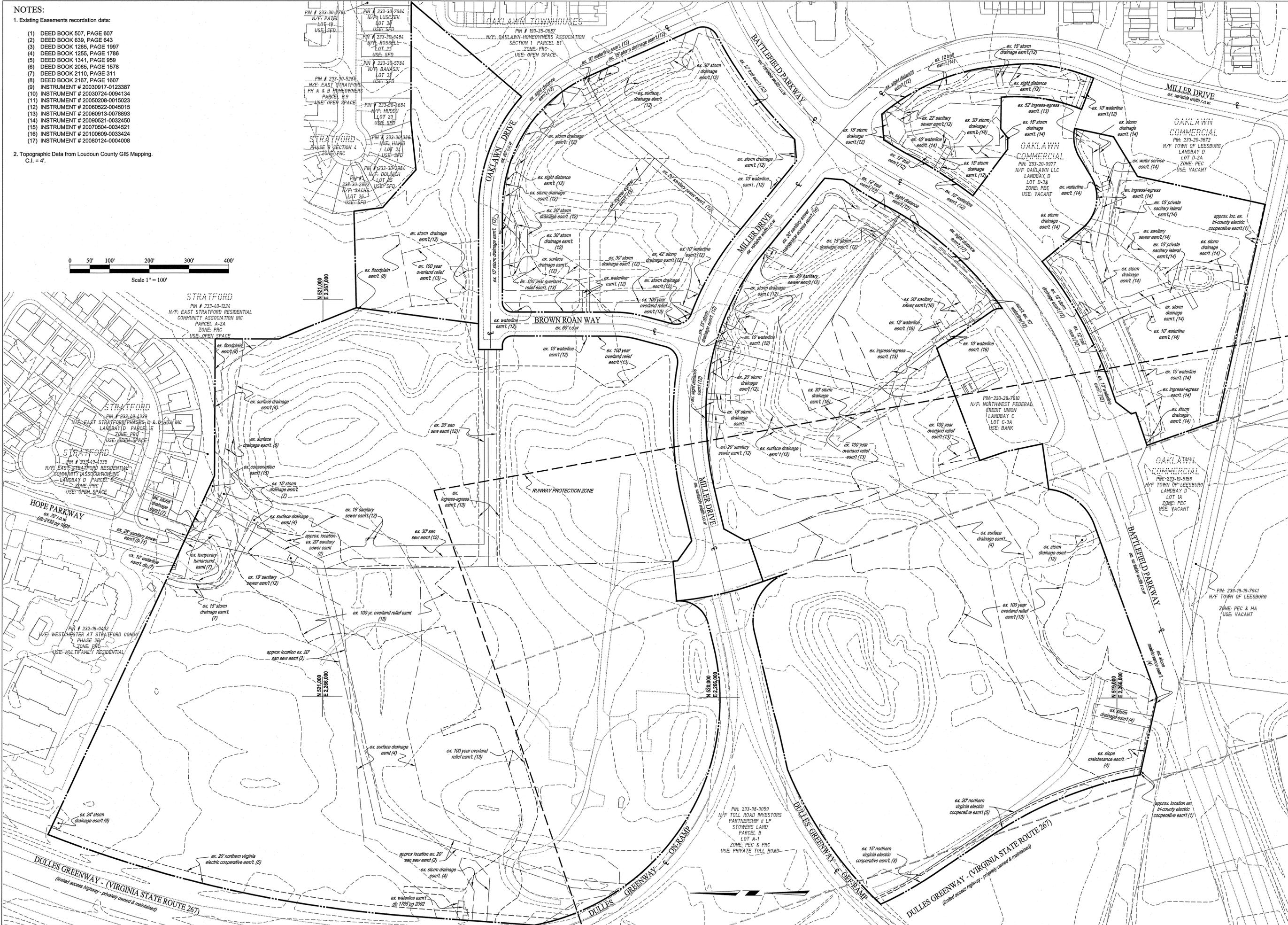
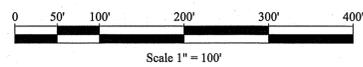
DATE: 7-1-2014
 FILE NO: L190.100.
 DRN: R.E.K.SR.
 CKD: S.J.W. III
 SHEET **2**

NOTES:

1. Existing Easements recordation data:

- (1) DEED BOOK 507, PAGE 607
- (2) DEED BOOK 639, PAGE 643
- (3) DEED BOOK 1265, PAGE 1997
- (4) DEED BOOK 1265, PAGE 1786
- (5) DEED BOOK 1341, PAGE 959
- (6) DEED BOOK 2065, PAGE 1578
- (7) DEED BOOK 2110, PAGE 311
- (8) DEED BOOK 2167, PAGE 1607
- (9) INSTRUMENT # 20030917-0123387
- (10) INSTRUMENT # 20030724-0094134
- (11) INSTRUMENT # 20050208-0015023
- (12) INSTRUMENT # 20060522-0046015
- (13) INSTRUMENT # 20060913-0078993
- (14) INSTRUMENT # 20090521-0032450
- (15) INSTRUMENT # 20070504-0034521
- (16) INSTRUMENT # 20100609-0033424
- (17) INSTRUMENT # 20080124-0004008

2. Topographic Data from Loudoun County GIS Mapping.
C.I. = 4'



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OAKLAWN
ZONING MAP AMENDMENT

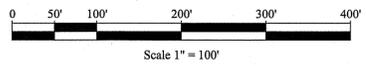
TOWN OF LEESBURG
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EXISTING CONDITIONS

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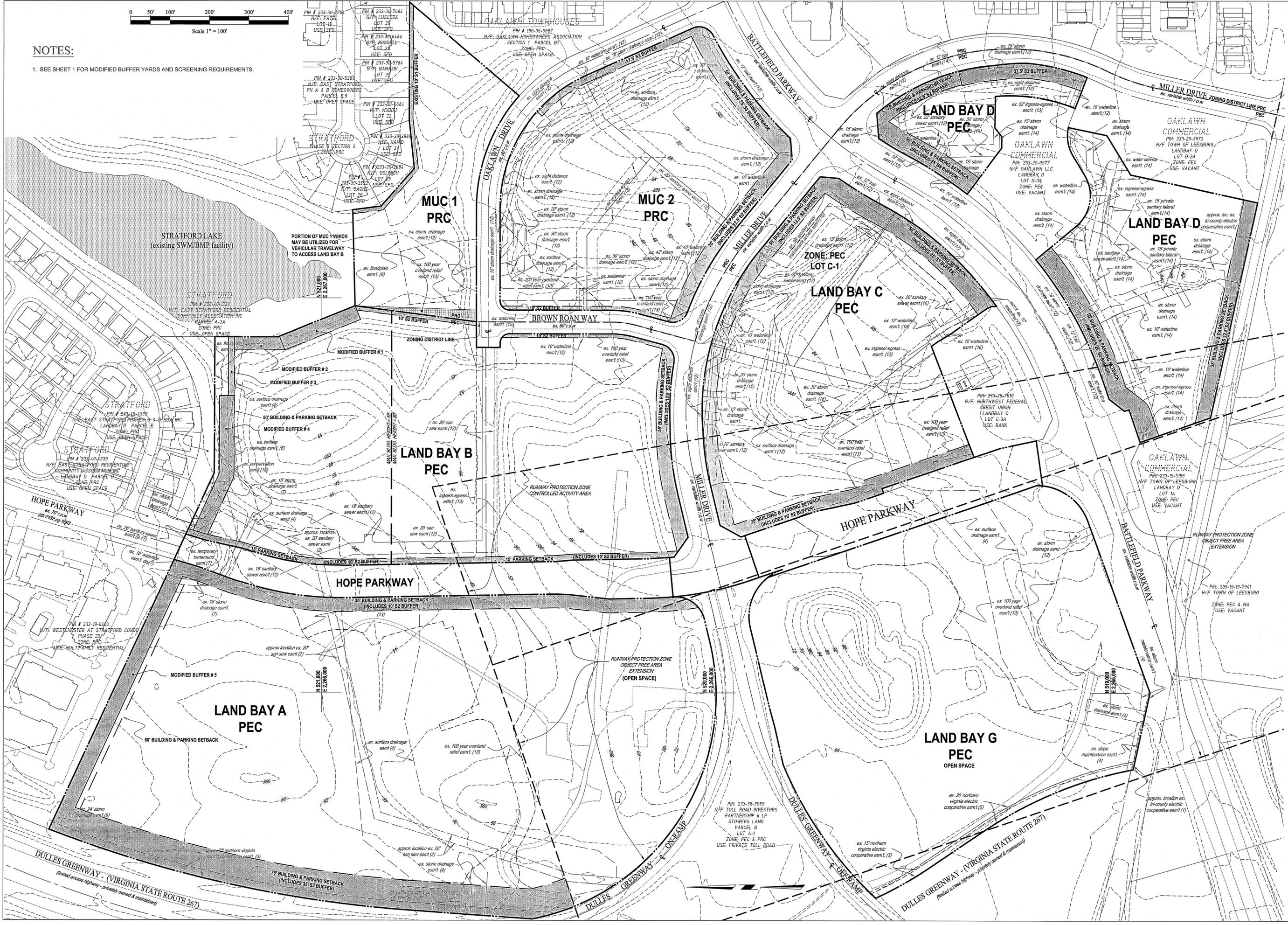
SHEET **3**

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NOTES:

1. SEE SHEET 1 FOR MODIFIED BUFFER YARDS AND SCREENING REQUIREMENTS.



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CONCEPT PLAN

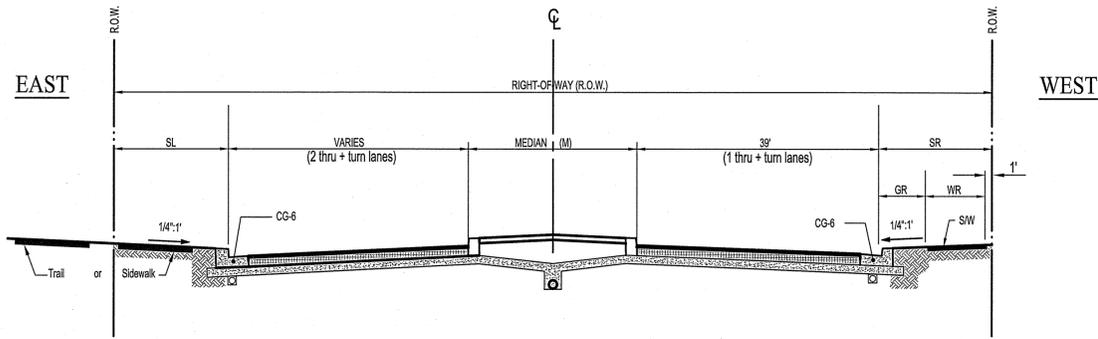
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CKD: S.J.W. III

SHEET **4**

X:\Dadawit\Razone\2014 K2M Razone\OAKLAWN\DWG\Sheets\4 Concept Plan.dwg, 7/23/2014 11:06:30 AM

HOPE PARKWAY TYPICAL STREET SECTIONS

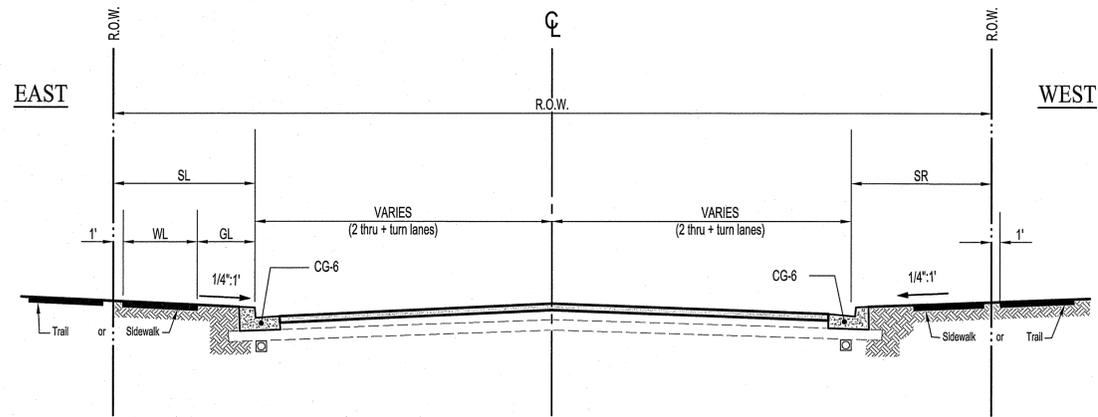
(dimensions subject to final engineering design)



WITH MEDIAN

N.T.S.

(From Miller Dr. to Battlefield Parkway)

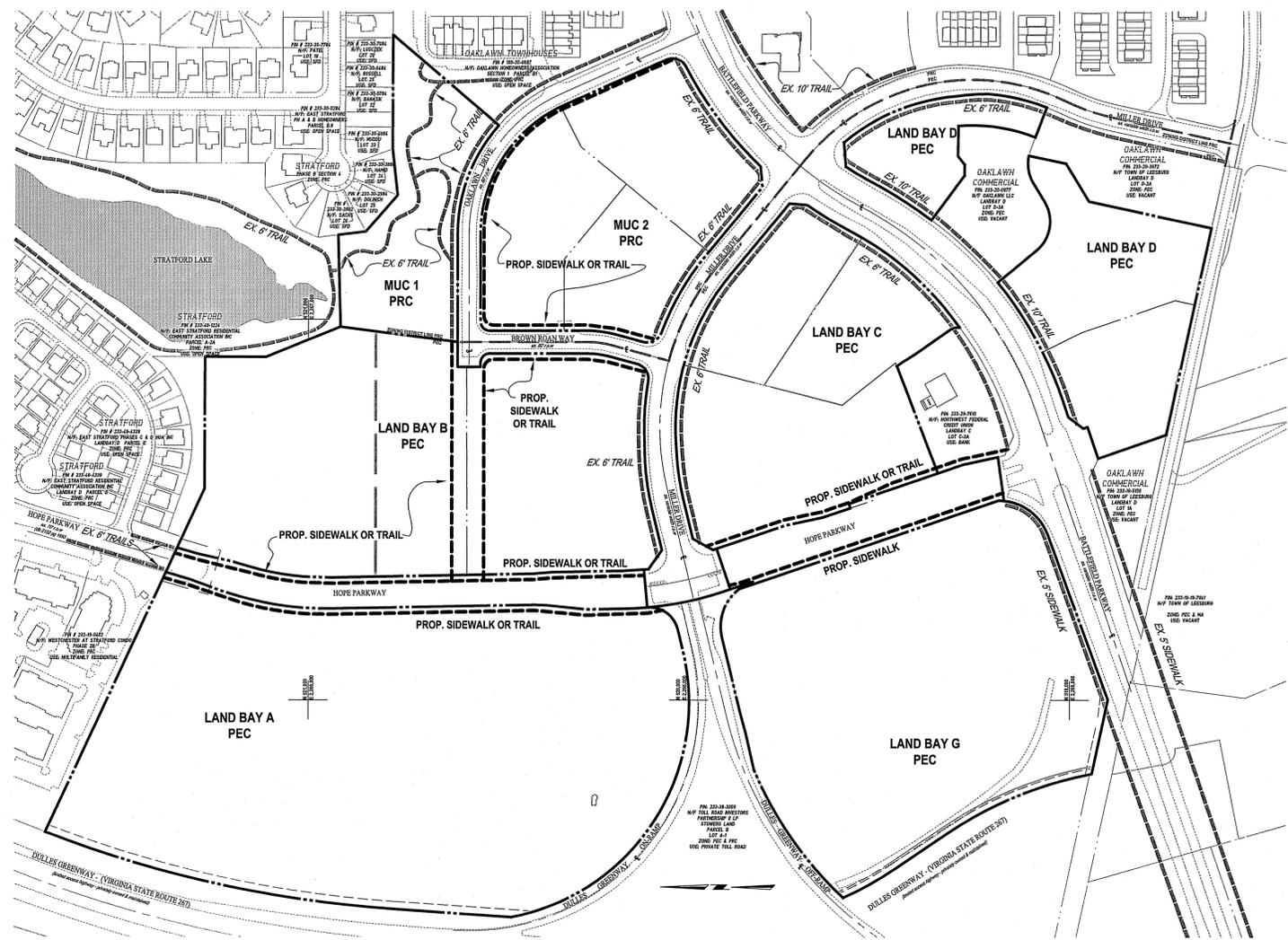


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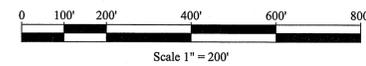
N.T.S.

(From Miller Dr. North to ex. Hope Parkway)
(Median transitions from Miller north to undivided section)

STREET NAME	FUNCTIONAL CLASSIFICATION	WL	GL	SL	SR	GR	WR	M	R.O.W.	DESIGN SPEED
Hope Parkway (w/ Median)	Through Collector	N/A	N/A	9'	16'	10'	5'	VARIES 4' to 16'	VARIES	30 M.P.H.
Hope Parkway (w/out Median)	Through Collector	5'	3'	9'	9'	N/A	N/A	N/A	VARIES	30 M.P.H.



PEDESTRIAN NETWORK MAP



NOTES:

1. SIDEWALKS ADJACENT TO PUBLIC STREETS ARE TO BE LOCATED INSIDE THE RIGHT-OF-WAY, AND SHALL BE MINIMUM 5' WIDTH.
2. TRAILS ARE TO BE LOCATED OUTSIDE OF PUBLIC STREET RIGHT-OF-WAY AND SHALL BE DESIGNED IN ACCORDANCE WITH TOWN REQUIREMENTS, AND SHALL BE MINIMUM 8' WIDTH.

X:\Oaklawn\Rezzone\2014 K2M Rezzone\OAKLAWN\DWG\Sheets\5 Pedestrian Network.dwg, 8/6/2014 8:11:21 AM

TLZM-2014-0004 PROFFER STATEMENT
SUBMITTED BY
OAKLAWN, LLC AND OAKLAWN DEVELOPMENT PARTNERS, LLC
IN CONNECTION WITH APPROVAL BY THE TOWN OF LEESBURG OF A

CONCEPT PLAN AMENDMENT AND PROFFER CONDITION AMENDMENT

TO THE STRATFORD PRC AND PEC ZONING APPROVED IN
REZONING APPLICATION #ZM-159

June 30, 2014

July 16, 2014

July 23, 2014

August 6, 2014

Pursuant to Section 15.2-2303 *et seq.* of the Code of Virginia (1950), as amended, and Section 3.3.16 of the Zoning Ordinance of the Town of Leesburg (hereinafter referred to as the “Zoning Ordinance”), Oaklawn, LLC, Oaklawn Development Partners, LLC, Oaklawn at Leesburg Owners Association and their successors in interest (hereinafter referred to as the “Applicant”), who constitute the applicant herein and fee simple owners of approximately 93.6 acres of land described as Loudoun County Tax Map Parcels PIN#s 233-38-8942, 233-39-6464, 233-39-6106, 233-30-2511, 233-30-1486, 233-30-4276, 233-29-6350, 233-29-9822, 233-20-0550, 233-20-3806, 233-19-8457, 233-10-1658, 233-30-2941 and 233-29-0512 (collectively, the “Property”) and who are seeking approval by the Town of Leesburg (hereinafter referred to as the “Town”) of a proffer condition amendment and concept plan amendment to the PRC and PEC zoning applicable to the Property as approved by the Town in Rezoning Application #ZM-159 (the “Rezoning”), hereby submit the following voluntary proffers which are contingent upon Town approval of this above-referenced proffer condition amendment and concept plan amendment referenced herein as #TLZM-2014-0004.

I. Land Use

1. Relationship to Prior Stratford Proffers

The proffers and the amendments to Rezoning Application #ZM-159 proposed under TLZM-2014-0004 do not apply to the portions of the Stratford Planned Residential Community (PRC) that are not part of the Property nor do they apply to the residential lots within Oaklawn zoned PRC Mixed-Use Center. Additionally, the following parcels also remain subject to #ZM-159 and TLZM-2005-0002: 233-29-7610, 233-20-7049, 233-20-7427, 233-20-0977, 233-20-3672, and 233-19-5156. Further, these proffers and these amendments supersede all prior approved proffers that have previously governed the Property. The Stratford Proffers and Concept Plan previously accepted by the Town in Rezoning Application #ZM-95, as amended in Rezoning Application #ZM-116, Rezoning Application #ZM-130, Rezoning Application #ZM-138, Rezoning Application #ZM-161, and Rezoning Application #ZM-2002-05 Rezoning Application #ZM 2005-0002 are rescinded and superseded by the proffers and rezoning plans set forth in this Rezoning Application #TLZM-2014-0004 for the Property.

2. Concept Plan

Development of the Property shall be in substantial conformance with the Rezoning/Concept Plan, prepared by Paciulli, Simmons and Associates and dated July 1, 2014 and revised through August 5, 2014. The Rezoning/Concept Plan shall control the use, layout, and configuration of the Property, with reasonable allowances to be made for engineering and design alteration and to meet Town zoning, subdivision and land development regulations.

3. PRC Mixed-Use Center District

The Applicant proffers that the development in Land Bays MUC 1, 2 and 5 in the PRC Mixed-Use Center district of the Property (including the Oaklawn parcels not subject to this rezoning application) shall consist of a maximum of 109,000 square feet of nonresidential uses, which shall be broken down approximately as follows:

- 1.) Eating establishments (in land bay MUC 2) - up to a maximum of 30,000 square feet.
- 2.) Convenience retail and office uses (in Land Bays MUC 2 and/or MUC 5) shall not exceed a total of 30,000 square feet each. (These uses or any combination thereof also may locate as an alternative in Land Bay B located in the PEC District.)
- 3.) Service station with convenience food store and/or car wash (in Land Bay MUC 2) - up to a maximum of 5,000 square feet and eight fueling stations. (This use may locate as an alternative in Land Bay C located in the PEC District.)
- 4.) Park/open space – minimum 4.0 acres

4. PEC District

The Applicant proffers that the amount of commercial development in the 101.9 ± acre PEC district of Oaklawn shall not exceed 1,440,500 square feet (or 1,500,500 square feet if the full 60,000 square referenced in proffer 1.3.2, above, locates in Land Bay B) (including the Oaklawn parcels not subject to this rezoning application) and shall be broken down approximately as follows:

- A. Permitted Uses - A maximum of 1,378,500 square feet (or 1,408,500 square feet if the office uses referenced in proffer 1.3.2, above, locates in Land Bay B) may be used for primary uses as follows:
 - 1.) Business, professional and governmental offices and light intensity industrial (in land bays A and B) - up to 832,500 square feet. The Applicant may allocate this square footage between Land Bays A and B provided Land Bay A does not exceed a maximum of 600,000 square feet and Land Bay B does not exceed a maximum of 300,000 square feet and the combined total for Land Bays A and B does not exceed 832,000 square feet.
 - 2.) Office, light intensity industrial uses including but not limited to flex-industrial space, data centers, storage and distribution and light manufacturing and assembly (in Land Bays C and D) – up to 436,000 square feet.
 - 3.) Hotel/motel and conference center (in Land Bays A or B) - these uses may include up to 150 guest rooms along with restaurants, meeting rooms and similar uses interior to the hotel structure and/or a freestanding conference center. If the hotel

and/or motel and conference center uses are developed and exceed 110,000 square feet, then the maximum permitted office square footage, in the land bay where the hotel/motel and/or conference center uses are located will be reduced accordingly by the amount of hotel/motel and/or conference center uses above 110,000 square feet.

- 4.) A recreational facility (in Land Bays A or B) – up to 120,000 square feet. The square footage developed for the recreational facility shall reduce the amount of office and light intensity industrial uses permitted in these land bays by an equivalent up to the maximum of 120,000 square feet. The recreational facility shall not include outdoor lighted playing fields.

B. Support Uses - A maximum of 62,000 square feet (or 92,000 square feet if the retail uses referenced proffer 1.3.2, above, locates in Land Bay B) may be permitted as support uses as permitted in the PEC district under Section 8.6.3 and listed as follows:

- 1.) Eating establishments - up to 30,000 square feet in Land Bays A, C and D.
- 2.) Fast food eating establishments with drive-through window- up to 8,000 square feet in Land Bays C and D.
- 3.) Drive-through bank- up to 4,000 square feet in Land Bay C.
- 4.) Two service stations, each of which may include a convenience retail food store and/or car wash facilities up to a maximum of 5,000 square feet and eight fueling stations, with one located in Land Bay D and one located in Land Bay C.
- 5.) Stand-alone car wash facilities - up to 10,000 square feet in Land Bay C.
- 6.) Personal services
- 7.) Repair service establishments
- 8.) Pharmacies, retail pharmacies
- 9.) Health clubs and spas

II. Transportation

5. Right-of-Way Dedication

The Applicant shall dedicate the following public road rights of way, which is the remaining right-of-way to be dedicated pursuant to the proffer statement from the #ZM-159 rezoning application:

- A. A 70-foot typical right-of-way section for Hope Parkway between the northern Property boundary and Miller Drive to the Town.
- B. A 90-foot typical right-of-way section of Hope Parkway between Miller Drive and Battlefield Parkway to the Town. Any permanent or temporary easements required by the Town's Sycolin Road CIP Project.

All proffered right-of-way dedication is free and clear of all encumbrances with no reservations to the grantor. All proffered right-of-way dedication shall occur in accordance with the phasing plan specified in Proffer 10. Notwithstanding the Applicant's phasing plan, any of these proffered dedications shall be provided at any time upon written request of the Town and at no cost to the Town, provided the Town, TRIP II or others have approved construction plans for the improvements to be constructed within the right-of-way. All proffered road dedications are typical sections and additional road dedication will be provided by the Applicant, at no cost to the Town and as required by the Town, to accommodate sidewalks, medians and turn lanes.

6. Acquisition of Off-Site Right-of Way

The Applicant shall acquire any needed off-site right-of-way not owned by the Applicant for the road improvements identified in Proffer 10 below, where possible. Where right-of-way and/or easements necessary for construction of proffered improvements cannot be obtained either i) voluntarily through donation or proffer to the Town; or ii) through purchase at fair market value by the Applicant, the Applicant shall request that the Town, upon written request to the Town Manager and Zoning Administrator, acquire such right-of-way and/or easements by appropriate eminent domain proceedings by the Town, with all costs associated with the eminent domain proceedings to be borne by the Applicant, including but not limited to land acquisition costs, in accordance with procedures established by Town. The initiation of such eminent domain proceedings is solely within the discretion of the Town. Should the Town refuse or fail to allow for its power of eminent domain to be used so as to allow for acquisition of this off-site right-of-way within six (6) months of the receipt of a written request from the Applicant, the Applicant shall provide a cash equivalent contribution of the land value of such right-of-way, the associated road improvements and land acquisition costs in an amount equivalent of two percent (2%) of the land value in fulfillment of these proffers. Should the Town choose to exercise its power of eminent domain and acquires the off-site right-of-way within nine (9) months of receipt of a written request from the Applicant, the Applicant will then construct the road improvements that required the off-site right-of-way.

7. Roadway Construction

The Applicant shall design and construct Hope Parkway as shown on the Rezoning/Concept Plan in accordance with Town of Leesburg and Virginia Department of Transportation (VDOT) standards. This roadway will be constructed in accordance with the Phasing Plan contained in Proffer 10 at no cost to the Town, unless otherwise stipulated in the Agreement between the Town and the Applicant dated August X, 2014 (hereinafter, the "Agreement"). The roadway will be constructed as continuous extensions of public streets with no isolated segments constructed and will be designed to accommodate curb, gutter, sidewalks, medians, storm drains, turn lanes, and street lights in accord with Town ordinances in effect at the time of construction plan approval. All street improvements shall be provided in accordance with the Town's Design and Construction Standards Manual (DCSM) standards. The Hope Parkway improvements will be constructed as follows:

A four-lane divided typical road section from Battlefield Parkway to the intersection with Miller Drive, transitioning to a four-lane undivided road section north of Miller Drive to the Property boundary connecting with the existing Hope Parkway. The design for Hope Parkway shall insure that the connection to Battlefield Parkway is consistent with Town and VDOT standards. The Applicant shall construct the segment of Hope Parkway between Battlefield Parkway and Miller Drive at no cost to the Town. The Applicant shall construct the segment of Hope Parkway between Miller Drive and the existing terminus of Hope Parkway in the Stratford community pursuant to the Agreement.

8. Signalization

The Applicant's contributions to the traffic signals required to support the development shall be made in the percentages provided below. Where the percentage is identified as 100%, the

Applicant shall have the obligation for the design and construction of the signal. Where the percentage identified is a percentage less than 100%, and the design of the traffic signal has not been provided by others, the Applicant will prepare the design for the signal for review and approval by the Town, the cost of which shall be included in the Applicant's Contribution. The remainder of the Applicant's share of the contribution, if any, will be funded directly to the Town of Leesburg as a cash contribution. All proffered traffic signal construction will be approved by the Town and constructed by the Applicant in accordance with the phasing plan in Proffer 10, if warrants are met. Such signals shall include the design and installation of the signals at intersections with interim conditions (two lanes) and at the ultimate condition (four lanes). If warrants are not met by the time specified in the phasing plan, then the Applicant shall prepare the design for the signal for review and approval by the Town and shall provide a cash contribution for the cost of the signal at the time specified in the phasing plan.

- A. Battlefield Parkway and Hope Parkway 100%
- B. Hope Parkway/Miller Drive/Dulles Greenway ramp 100%

9. Timing of Proffered Transportation Improvements

Proffer 10 below sets forth a phasing plan that specifies the road improvements that will be made during each phase of the development of Oak Lawn and that also specifies the level of development, which may occur during that phase. In addition, each of the phases set forth in Proffer 10 below specifies the land bay, the type of use and the maximum permitted square footage for each use that may develop during that phase. The transportation improvements specified in the phases are sequential and cannot be developed out of order; however the transportation improvements may be constructed in advance of the development they are intended to serve (e.g., Phase 2 road improvements may be constructed once Phase 1 road improvements are made even though the maximum Phase 1 development potential has not been achieved). In addition, land bay development may take place for any of the phases, once the transportation improvements for that phase and any prior phases have been made regardless of whether prior land bay development has occurred (e.g., Phase 2 development may occur once Phase 1 and Phase 2 road improvements are made, even if no Phase 1 land bay development has occurred). Land bay development may proceed once the transportation improvements for that phase have been constructed or bonded for construction, except as provided for in the Agreement. All proffered road improvements specified for each phase shall be approved by the Town and bonded for construction by the Applicant prior to Town approval of the first development plan or subdivision for any of the uses that the phasing plan specifies may be constructed during that phase.

10. Phasing

The Applicant shall provide public street improvements in accordance with the following phasing plan.

A. Phase One

- 1) Phase 1. The road improvements listed in sub-paragraph a), below, have been completed as of the date of this proffer statement, which means that the all of the Phase

I development listed in Paragraph 10.A.2 below may be constructed as of the date of this proffer statement.

a) The Phase 1 improvements shall include construction of:

- (i) The northbound exit ramp of the Dulles Greenway/Battlefield Parkway interchange to Miller Drive/Hope Parkway.
- (ii) The southbound entrance ramp of the Dulles Greenway/ Battlefield Parkway interchange accessed in the interim from Tolbert Lane until such time as the Battlefield Parkway interchange is constructed by the owners of the Dulles Greenway. This entrance shall include right and left turn lanes on Tolbert Lane.
- (iii) Dedication of up to a maximum of 50 feet for a typical right-of- way section for Sycolin Road along the Oaklawn's frontage on Sycolin Road.
- (iv) The northern two-lane section of the four-lane divided Battlefield Parkway between Sycolin Road and Tolbert Lane or Battlefield Parkway interchange, if constructed or bonded for construction. Battlefield Parkway will make a full transition in accordance with the DCSM. A four-lane approach to the intersection with Sycolin Road shall be constructed if Battlefield Parkway at Sycolin Road on the east side of Sycolin Road is constructed as a four-lane section.
- (v) The traffic signal at Battlefield Parkway and Miller Drive.
- (vi) A contribution of 15% of the cost of the traffic signal at Tolbert Lane and Evergreen Mills Road.
- (vii) The traffic signal at Tolbert Lane and the Dulles Greenway southbound on-ramp.
- (viii) The four-lane undivided section of Miller Drive between Hope Parkway and Battlefield Parkway
- (ix) The four-lane undivided section of Miller Drive between Battlefield Parkway and Tolbert Lane
- (x) The southern two lanes of the four-lane divided section of Battlefield Parkway between Sycolin Road and Tolbert Lane or the Dulles Greenway/Battlefield Parkway interchange, if constructed by others.

b) Phase 1 improvements shall include construction of:

- (i) Land Bay C: Up to 10,000 s.f. free-standing car wash
 Up to 4,000 s.f. fast food eating establishment with

- drive- through window
 - Up to 10,000 s.f. eating establishment uses
 - Up to 4,000 s.f. bank with drive-through
 - One service station with convenience retail food store and/or car wash up to a maximum of 5,000 s.f. and up to eight fueling stations
 - Up to 15,000 s.f. retail pharmacy with drive-through window
 - Any of the other support uses listed in proffer 4.B, above
- ii) Land Bay D:
- Up to 200,000 s.f. office and light intensity industrial uses
 - Up to 4,000 s.f. fast food eating establishment with drive- through window
 - One service station that may include a convenience retail food store and/or car wash up to a maximum of 5,000 s.f. and up to eight fueling stations but is not required to include these facilities
 - Up to 10,000 s.f. eating establishment uses
 - Any of the other support uses listed in proffer 4.B, above
- iii) Land Bay MUC 1: Park – minimum of 4.0 acres
- iv) Land Bay MUC 2:
- Up to 30,000 s.f. eating establishment uses
 - Up to 30,000 s.f. neighborhood, community or specialty retail uses
 - Up to 30,000 s.f. office uses
 - (The retail and/or office uses also may locate in Land Bays MUC 5 or B or any combination thereof.)
 - Any of the other support uses listed in proffer 4.B, above
- (v) Land MUC 5: Up to 10,000 s.f. child care center

B. Phase Two

1) Phase 2

a) Phase 2 improvements shall include construction of:

- (i) The traffic signal at Hope Parkway/Miller Drive/Dulles Greenway ramp.
- (ii) The four-lane undivided section of Hope Parkway between the intersection of Miller Drive and the northern Property boundary connecting with the existing Hope Parkway section pursuant to the Agreement, also including the transition from Hope Parkway to Ramp A.

b) The development that may occur once the Phase 2 roadway improvements are

constructed or bonded for construction pursuant to the Agreement will include:

- (i) All of the Phase 1 development listed in Proffer 10.A.1.b, above
- (ii) Land Bay A: Up to 120,000 s.f. recreational facility (which also may locate alternatively in Land Bay B)
Up to 110,000 s.f. hotel/motel/conference center use (which also may locate alternatively in Land Bay B)
- (iii) Land Bay B: Up to 300,000 s.f. office and light intensity industrial uses
Convenience retail and office uses not exceeding a total of 30,000 square feet each (to the extent not located in Land Bays MUC 2 and/or MUC 5).
- (iv) Land Bay C: Up to 150,000 s.f. office and light intensity industrial uses

2) Interim Phase 2

- a) Notwithstanding the improvements listed in Proffer 10.A.1.a, above, and only if the Town fails to perform its obligations under the Agreement, the Applicant may construct the eastern two-lane section of Hope Parkway between Miller Drive and the Land Bay B entrance in order to provide road access to a Land Bay B user of no greater than 185,000 s.f. without completing all of the Phase 2 improvements listed in Proffer II.10.B.1.a, above.
- b) If interim Phase 2 is implemented, then development of more than 185,000 s.f. in Land Bay B shall proceed in accordance with Phases 2, 3 and 4 as listed in Proffer II.10.B.1.a, above.

If Applicant fails to perform its obligations under the Agreement, Interim Phase 2 shall be an option for the Applicant only if the Town also fails to perform its obligations as set forth in Proffer II.10.B.2.a, above; otherwise, development shall proceed in accordance with Phases 2, 3 and 4 as listed in Proffer II.10.B.1.A, above. [THIS LANGUAGE MAY CHANGE DUE TO AGREEMENT LANGUAGE.]

C. Phase Three

1) Phase 3

- a) Phase 3 improvements shall include construction of:
 - (i) A two-lane section of the four-lane divided Hope Parkway from Miller Drive to Battlefield Parkway.
 - (ii) The traffic signal at Battlefield Parkway and Hope Parkway.

b) The development that may occur once the Phase 3 roadway improvements are constructed or bonded for construction will include:

(i) All of the Phase 1 and Phase 2 development listed in Proffers 10.A.1.b and 10.B.1.b, above

(ii) Land Bay A: Up to 280,000 s.f. office use, and light intensity industrial
Up to 10,000 s.f. eating establishment uses

Land Bay C: Up to 86,000 s.f. office and light intensity industrial uses

D. Phase 4

- 1) Phase 4 road improvements shall include construction of the remaining two lanes of the four-lane divided roadway section of Hope Parkway between Miller Drive and Battlefield Parkway.
- 2) The development that may occur once the Phase 4 roadway improvements are constructed or bonded for construction will include up to 300,000 s.f. of office uses.

E. Cash Equivalent Contribution

If the road improvements specified under Phases 3 and 4, above, are completed by others, the Applicant shall provide the cash equivalent contribution for the cost of providing these improvements, upon reaching the development thresholds specified in Phases 3 and 4, above. More specifically, prior to approval of the zoning permit for any of the development permitted under proffer 10.C.1.b (i) and (ii), above, and the road improvements specified under proffer 10.C.1.a (i) and (ii) have been constructed by the Town, the Applicant shall contribute the cash equivalent of the cost to construct those improvements to the Town in the amount of the contribution to be determined as evidenced by paid receipts or invoices or similar documentation for the costs incurred to construct such improvements. In addition, prior to approval of the zoning permit for any of the development permitted under proffer 10.D.2, above, and the road improvements specified under proffer 10.D.1, above, has been constructed by others, the Applicant shall contribute the cash equivalent of the cost to construct those improvements to the Town of Leesburg, the amount of the contribution to be determined as evidenced by paid receipts or invoices or similar documentation for the costs incurred to construct such improvements and as escalated according to the Consumer Price Index. The payment of this cash equivalent contribution as escalated shall be paid in five equal installments at one-year intervals from the date of the first payment. This proffer also shall apply to Phase 2 in the event Hope Parkway is constructed by others, but not under the terms of the Agreement.

III. Community Facilities

11. Fire/Rescue Contribution

The Applicant agrees that prior to obtaining each zoning permit for individual commercial and office buildings to be constructed on the Property, the Applicant shall pay the Town a one-time contribution in the sum of TEN CENTS (\$0.10) per gross square foot of commercial and office development construction on the Property as a nonrefundable cash

donation for the benefit of fire and rescue facilities providing service to the Property, which monies will be provided by the Town to fund fire and rescue services. Notwithstanding the above, no payments under this paragraph shall be required for any buildings to be devoted to uses such as non-profit owned buildings, non-profit day care facilities, religious buildings, fire and rescue facilities, library, post office, non-profit health care, or governmental service facilities. The obligation to provide this contribution shall cease at such time as the provision of fire and rescue services is no longer provided by predominantly volunteer organizations or as such time as a tax payment for these services is adopted by either the Town of Leesburg or County of Loudoun that is levied on the Property. This contribution shall be adjusted from the date of approval of this rezoning application at a rate equal to any fluctuations in the Consumer Price Index.

12. Pedestrian Network

The Property shall be served by a pedestrian network as depicted on the Pedestrian Network Plan on Sheet 6 of 8 of the Rezoning/Concept Plan and as follows:

- A. Along Hope Parkway: Either an eight-foot wide asphalt trail or five-foot wide sidewalk shall be constructed on both sides of Hope Parkway to be determined in accordance with Section 7-710 of the DCSM at the time of the first site plan approval fronting Hope Parkway.
- B. Along roadways internal to land bays: Either an eight-foot wide asphalt trail or five-foot wide sidewalk shall be constructed along roadways internal to the land bays in the locations shown on the Pedestrian Network Plan on Sheet 5 of the Rezoning/Concept Plan. The type of sidewalk or trail will be determined in accordance with Section 7-710 of the DCSM at the time of the first preliminary development plan approval fronting these roadways in each land bay.
- C. Each sidewalk/trail segment will be constructed as part of the site plan for each land bay or portion of land bay with road frontage containing a portion of the pedestrian network.

IV. Leesburg Municipal Airport

13. Runway Protection Zone

The Applicant shall restrict the use of the area designated as the "Runway Protection Zone" ("RPZ") on the Rezoning/Concept Plan as follows:

- A. Within the Object Free Area and the Object Free Area Extension, as defined by the Federal Aviation Administration (FAA), there will be no development with the exception of driveways or roads accommodating moving vehicles and landscaping, provided that all species planted remain below any height limitations as proscribed by the FAA.
- B. Within the Controlled Activity Areas, as defined by the FAA, there shall be no development with the exception of roads, driveways, parking, sidewalks and related landscaping, provided that all species planted remain below any height limitations as

proscribed by the FAA.

C. The Applicant reserves the right to perform maintenance in this area (i.e., mowing) as determined necessary by the Applicant.

D. The Applicant understands that lighting within the Runway Protection Zone may be required for the installation of new runway landing guidance systems and agrees to permit the Town of Leesburg to install such lighting within the Runway Protection Zone as required by the FAA and agrees to adapt any on-site lighting to meet FAA requirements, if necessary.

E. Should the Town of Leesburg in conjunction with the FAA alter its plans for a runway landing guidance system that would result in a smaller Runway Protection Zone than that depicted on Sheet 4 of the Rezoning/Concept Plan, then the resulting land areas shall be considered to be part of the land bay in which they are located and may be developed in accord with the development program for that land bay.

V. Other

14. Architectural Guidelines

In order to ensure that development of Oaklawn at Stratford is in conformance with the criteria set forth in Section 8.2.F.2 of the Zoning Ordinance, development of the Property shall adhere to the Town of Leesburg H-2 Corridor Design Guidelines dated March 1, 1990 with review and approval of all structures in these land bays by the Town's Board of Architectural Review and with the right to appeal that Board's decision to the Town Council. In addition to demonstrating architectural conformance with the H-2 Corridor Design Guidelines, all buildings shall screen rooftop mechanical equipment (i.e., HVAC units) from view from the public streets. Notwithstanding the foregoing, any development occurring in Land Bay B shall be excluded from review and approval by the Board of Architectural Review for which building elevations have been submitted concurrent with this rezoning application. The office building and production building of Oaklawn Land Bay B shall be developed in substantial conformance with sheets 1 through 5 of the elevations prepared by MGMA for Trammell Crow Company and Keane Enterprises and dated July 14, 2014.

15. Special Uses

In accordance with Section 8.6.4 of the Leesburg Zoning Ordinance, special exception approval is hereby granted in the PEC district for one drive-through lane associated with each of the two fast-food restaurants, and a car wash associated with an automobile service station in Land Bay D.

16. Setback Areas

The Rezoning/Concept Plan shows setback areas along public roads and Property boundaries on Sheet 4. These setback areas are intended to be primarily open space areas, and no building or parking areas shall be permitted within the setback area. Landscaping,

as depicted on the Rezoning/Concept Plan, shall be the primary feature of the setback areas with sidewalks, trails, driveway crossings and utilities also permitted within the setback area.

17. Utilities

The Applicant agrees to grant water line easements through Land Bay A upon written request of the Town at no cost to the Town at a mutually agreed upon location that does not interfere with the Applicant's ability to develop Land Bay A as set forth in this rezoning/concept plan application. The Applicant shall pay for costs associated with the relocation of any existing Town utilities that are necessitated by the development of the Property. The Applicant shall adhere to Town policies and regulations for on-site and off-site utility improvements required by the development of the Property.

18. Land Bays A and B Screening

The Applicant shall provide buffer yards and screening where Land Bays A and B are located adjacent to the Stratford residential community as follows and as depicted on Sheet 4 of the Concept Plan and the landscape plan for the Oaklawn Land Bay B buffers prepared by Lewis, Scully, Gionet and dated August X, 2014:

- A. Modified Buffer #1: The buffer shall be 37.5 feet wide adjacent to light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay B. The screening shall consist of off-set evergreen trees to screen parking and loading areas from off-site properties planted no more than three vertical feet below the adjacent curb elevation and of sufficient height at the time of planting sufficient to screen truck headlights serving the site.
- B. Modified Buffer #2: The buffer shall be 32 feet wide adjacent to light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay B. The screening shall consist of a six-foot high solid wooden fence located in the buffer yard such that a single row of evergreen trees can be planted on the outside of the fence facing the adjacent residential property. The evergreens shall be planted no more than three vertical feet below the adjacent curb elevation.
- C. Modified Buffer #3: The buffer shall be 15 feet wide and located between the curb and the retaining wall. The screening shall consist of a six-foot high solid wooden fence located in the buffer yard such that a single row of evergreen trees can be planted on the outside of the fence facing the adjacent residential property. The evergreens shall be planted no more than three vertical feet below the adjacent curb elevation.
- D. Modified Buffer #4: The buffer shall be 37.5 feet wide for light intensity industrial uses and 25 feet for other uses permitted to locate in Land Bay B. The screening shall consist of a four-foot high berm (measured from the adjacent curb elevation) planted with evergreen trees to screen parking and loading areas from off-site properties and to prevent headlights from shining into adjacent residences.
- E. Modified Buffer #5: The buffer shall be 37.5 feet wide for light intensity industrial uses

and 25 feet for other uses permitted to locate in Land Bay A. The screening shall be an S3 screen as set forth in Section 12.8.6 of the Zoning Ordinance.

19. Light Intensity Industrial Uses in Land Bays A and B

A. Land Bay B Use: In the event the light intensity industrial use depicted on the elevations referred to in proffer V.14, above, locates in Land Bays B, and any future expansion of this use, the use shall adhere to the following performance standards in addition to the requirements in the Zoning Ordinance and other applicable Town ordinances and the other commitments contained in these proffers:

1). Truck Traffic:

- a. Screening will be provided to screen any loading areas from view of public streets and property developed with residential dwellings. Such screening shall be installed so as to effectively mitigate truck headlights that could shine into residential dwellings.
- b. Signage shall be installed on the Land Bay B directing truck traffic to turn left onto Hope Parkway when exiting the property.
- c. Trucks classified by the American Association of State Highway and Transportation Officials (AASHTO) as Intermediate Semi-trailers WB-40 or greater may access Land Bay B only between the hours of 7 a.m. and 9 p.m.

2). Dumpster containers shall be screened using masonry materials which match the adjacent building materials and secured so as to mitigate odors and prevent rodent infiltration.

3). No dust, fumes or smoke above ambient levels may be detectable on adjacent properties, and no noxious odors shall be emitted beyond any boundary lines of the use.

4). The generator for the production building for the light intensity industrial use shall be located on the east side of the production building and enclosed using masonry solid masonry materials which match the production building materials.

B. Land Bay A and future Land Bay B Use: Any light intensity industrial use which proposes to locate in Land Bay A and any future Land Bay B light intensity industrial use not addressed in proffer V.19.A, above, shall establish measures to mitigate noise, heavy truck traffic, odor, fumes, and other potential nuisances of such light intensity industrial use with such measures subject to the Zoning Administrator's reasonable determination of the sufficiency of the proposed measures to render potential nuisances unobjectionable pursuant to Town of Leesburg Zoning Ordinance Section 8.6.2. In addition, if such light intensity industrial uses are established in Land Bays A or B signage shall be installed directing truck traffic exiting such sites to turn left or right on Hope Parkway, as applicable, in order to travel south on Hope Parkway away from the Stratford residential neighborhood.

20. Land Bay B Outdoor Lighting

Land Bay B light poles shall be a maximum of 20-feet tall along the perimeter of the parking areas on the northern and eastern sides of the property, and lighting levels shall be a maximum of 0.5 foot candles at the property boundary. The areas of Land Bay B denoted by the numeral “2,” shall adhere to the lighting standards contained in the Town of Leesburg Zoning Ordinance Section 12.11. All outdoor lighting fixtures shall adhere to the standards contained in the Town of Leesburg Zoning Ordinance Section 12.11.

20. Other

Approval of this application TLZM-2014-0004 does not express or imply any waiver or modification of the requirements set forth in the Subdivision and Land Development Regulations, the Zoning Ordinance, or the Design and Construction Standards Manual, except as expressly approved in application TLZM-2014-0004, and all final plats, development plans, and construction plans shall remain subject to these applicable Town regulations.

The undersigned Owners of record of the Property, do hereby voluntarily proffer the conditions stated above, which conditions shall be binding on the Owner, its successors and assigns, and all owners of any portions of the Property and shall have the effect specified in Section 15.2-2297, et seq. of the Code of Virginia (1950), as amended.

Witness the following signatures and seals this _____ day of _____, 2014.

Oaklawn, LLC

A Virginia Limited Liability Company

By: Keane Oaklawn Group, LLC.

Its manager, a Virginia Limited Liability Company

By: _____

Name: _____

Its: _____

State of _____

City/County of _____. To-wit:

I, _____, a Notary Public in and for the State and County aforesaid, do hereby certify that _____ of the Oaklawn, LLC has signed the foregoing writing, which is dated _____, 2014 and has this day acknowledged the same before me in the aforesaid State and County.

Given under my hand this _____ day of _____, 2014.

Notary Public

My Commission Expires: _____

Oaklawn Development Partners, LLC
A Virginia Limited Liability Company

By: Keane Oaklawn Manager, LLC
Its manager, a Virginia Limited Liability Company

By: _____
Name: _____
Its: _____

State of _____
City/County of _____. To-wit:

I, _____, a Notary Public in and for the State and County aforesaid,
do hereby certify that _____ of the Oaklawn Development Partners,
LLC has signed the foregoing writing, which is dated _____, 2014 and has this day
acknowledged the same before me in the aforesaid State and County.

Given under my hand this _____ day of _____, 2014.

Notary Public
My Commission Expires: _____

Oaklawn at Leesburg Owners Association, Inc.
A Virginia Non-profit Corporation

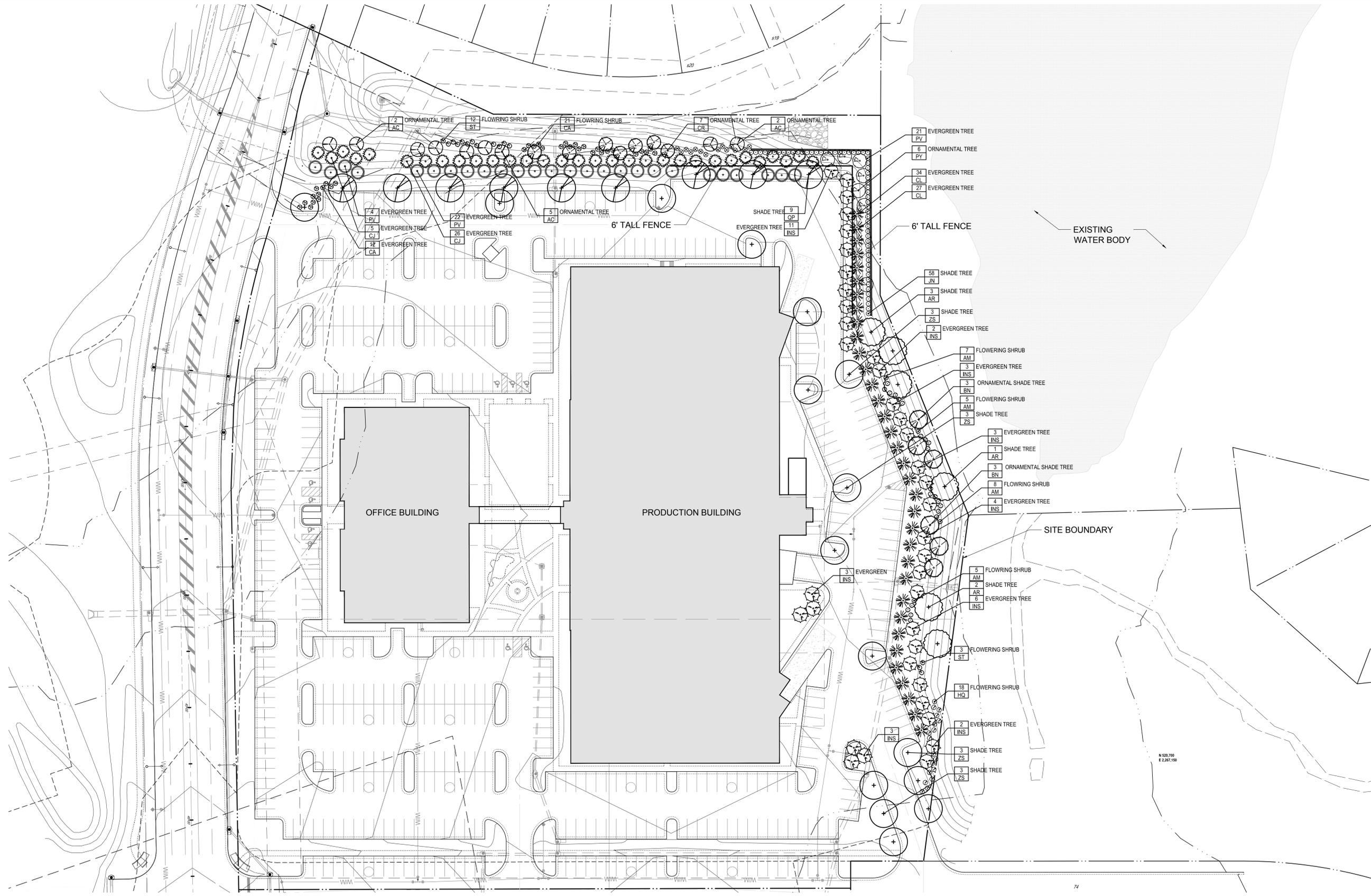
By: _____
Name: _____
Its: _____

State of _____
City/County of _____. To-wit:

I, _____, a Notary Public in and for the State and County
aforesaid, do hereby certify that _____ of the Oaklawn at Leesburg
Owners Association, Inc. has signed the foregoing writing, which is dated _____,
2014 and has this day acknowledged the same before me in the aforesaid State and County.

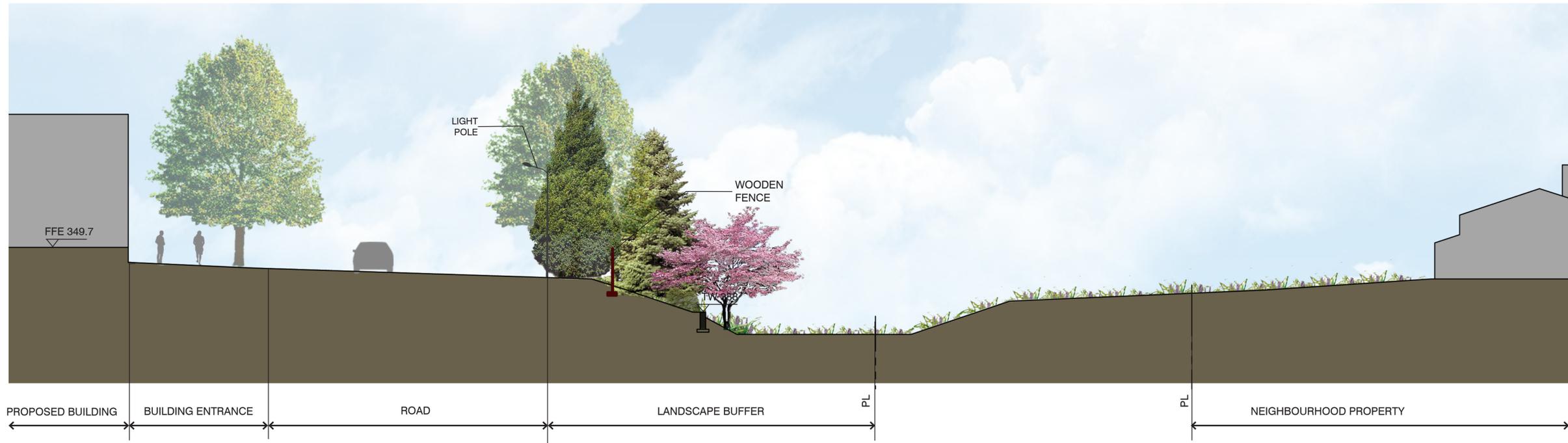
Given under my hand this _____ day of _____, 2014.

Notary Public
My Commission Expires: _____

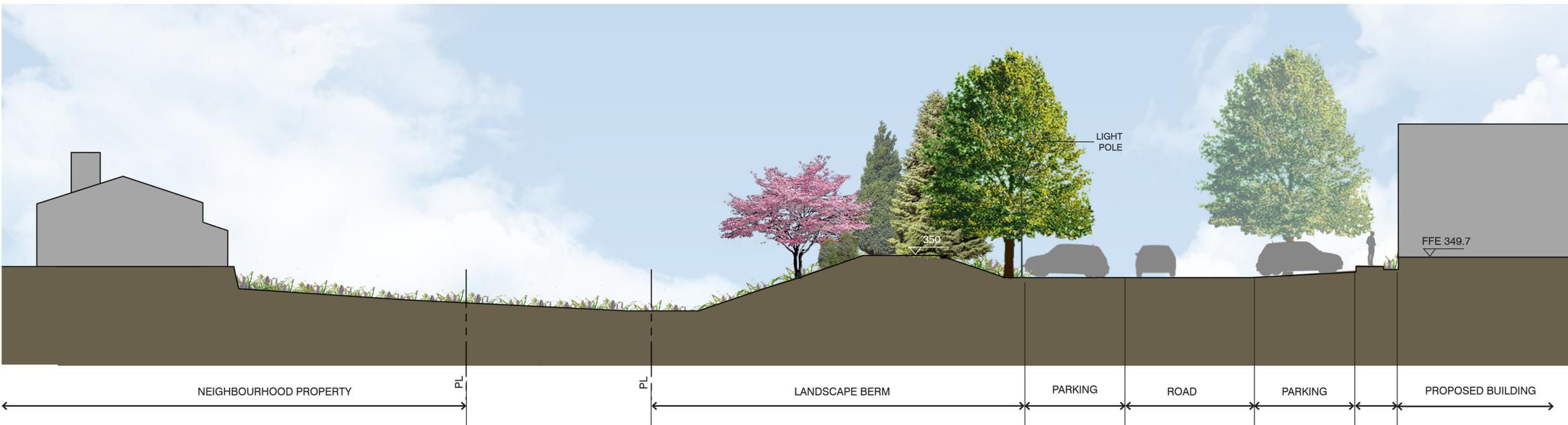


OAKLAWN OFFICE DEVELOPMENT

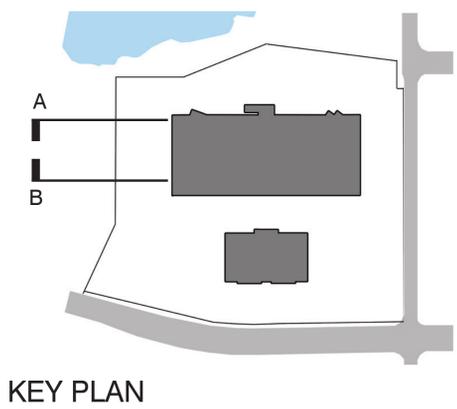




SECTION A: BUFFER 3



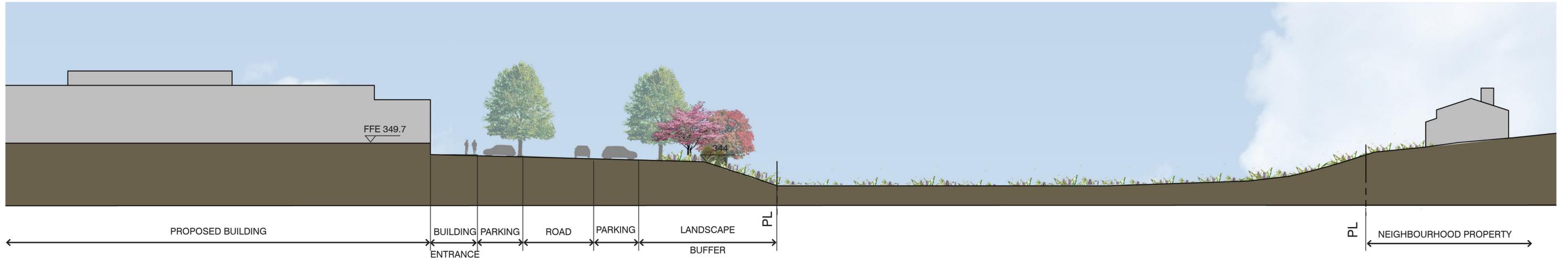
SECTION B: BUFFER 4



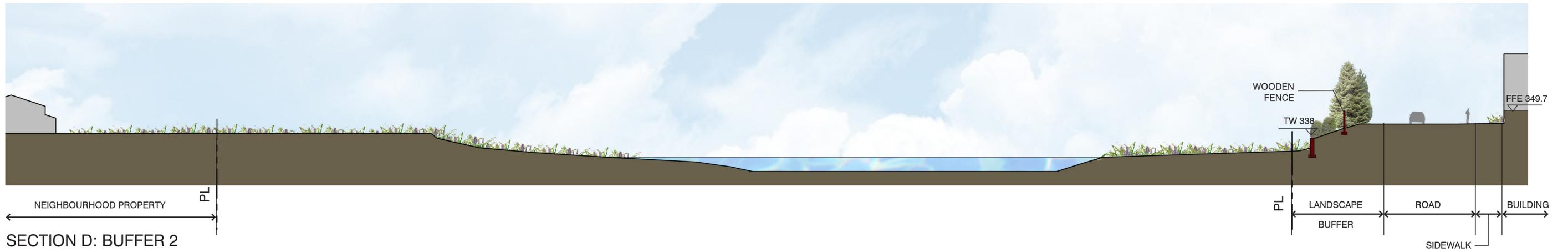
KEY PLAN



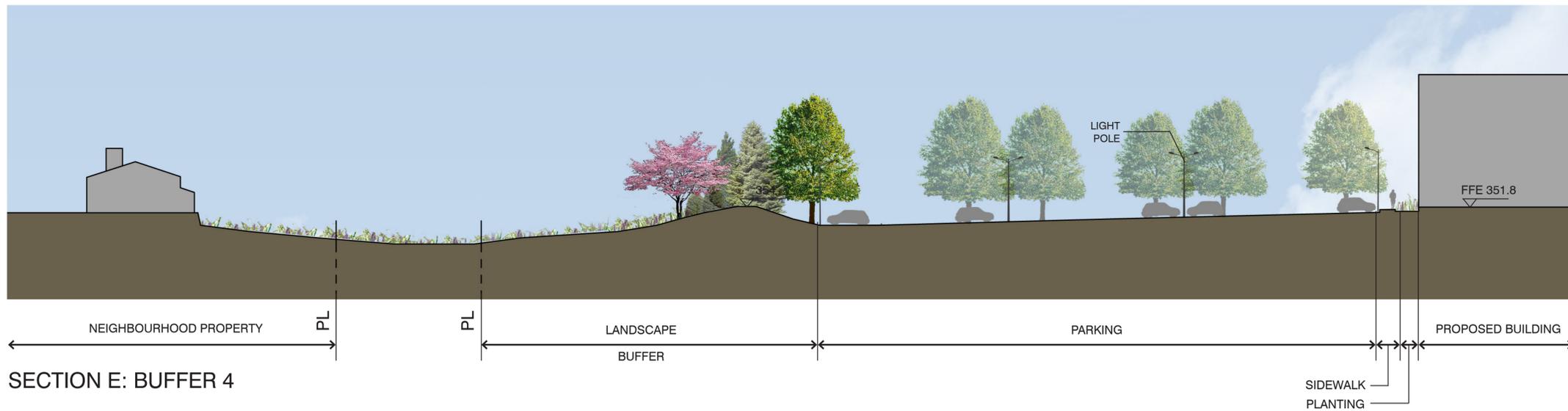
OAKLAWN OFFICE DEVELOPMENT



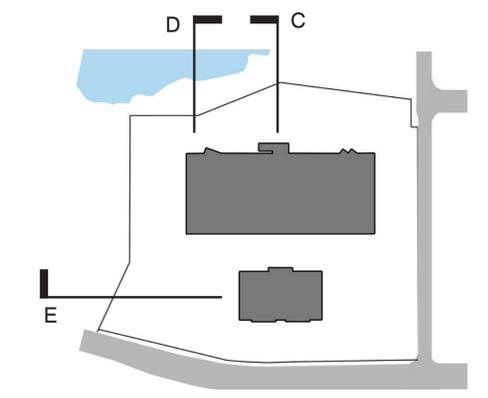
SECTION C: BUFFER 1



SECTION D: BUFFER 2



SECTION E: BUFFER 4



KEY PLAN



OAKLAWN OFFICE DEVELOPMENT

SHADE TREES



Acer rubrum 'October Glory'



Betula nigra 'Heritage'



Quercus phellos



Zelkova serrata

EVERGREEN TREES



Cryptomeria japonica



x Cupressocyparis leylandii



Ilex x Nellie R. Stevens



Pinus virginiana

PLANT LIST

SHADE TREES

Key	QTY	Botanical name	Common Name	Size	Spacing
AR	6	Acer rubrum 'October Glory'	October Glory Maple	3" caliper	As shown
BN	6	Betula nigra 'Heritage'	Heritage River Birch	3" caliper	As shown
QP	9	Quercus phellos	Willow Oak	3" caliper	As shown
ZS	16	Zelkova serrata	Japanese Zelkova	3" caliper	As shown

EVERGREEN TREES

CJ	31	Cryptomeria japonica	Japanese Cryptomeria	8'-10'	As shown
CL	34	x Cupressocyparis leylandii	Leyland cypress	8'-10'	As shown
IN	37	Ilex x Nellie R. Stevens	Nellie Stevens Holly	8'-10'	As shown
PV	26	Pinus virginiana	Virginia Scrub Pine	8'-10'	As shown

Ornamental Trees

CR	7	Cornus florida f. 'Rubra'	Pink Flowering Dogwood	8'-10'	As shown
AC	9	Amelanchier canadensis	Serviceberry	8'-10'	As shown
PY	7	Prunus x yedoensis	Yoshino Cherry	2.5" cal.	As shown

Shrubs

AM	25	Aronia melanocarpa	black chokeberry	36" W&T	As shown
BD	14	Buddleia davidii	Butterfly Bush	36" W&T	As shown
CA	33	Clethra alnifolia	Summersweet Clethra	36" W&T	As shown
HQ	18	Hydrangea quercifolia	Oakleaf Hydrangea	36" W&T	As shown
JAN	59	Jasminum nudiflorum	Winter Jasmine	36" W&T	As shown
ST	15	Spiraea tomentosa	Spiraea	36" W&T	As shown

ORNAMENTAL TREES



Amelanchier canadensis



Prunus x yedoensis

SHRUBS



Hydrangea quercifolia



Jasminum nudiflorum



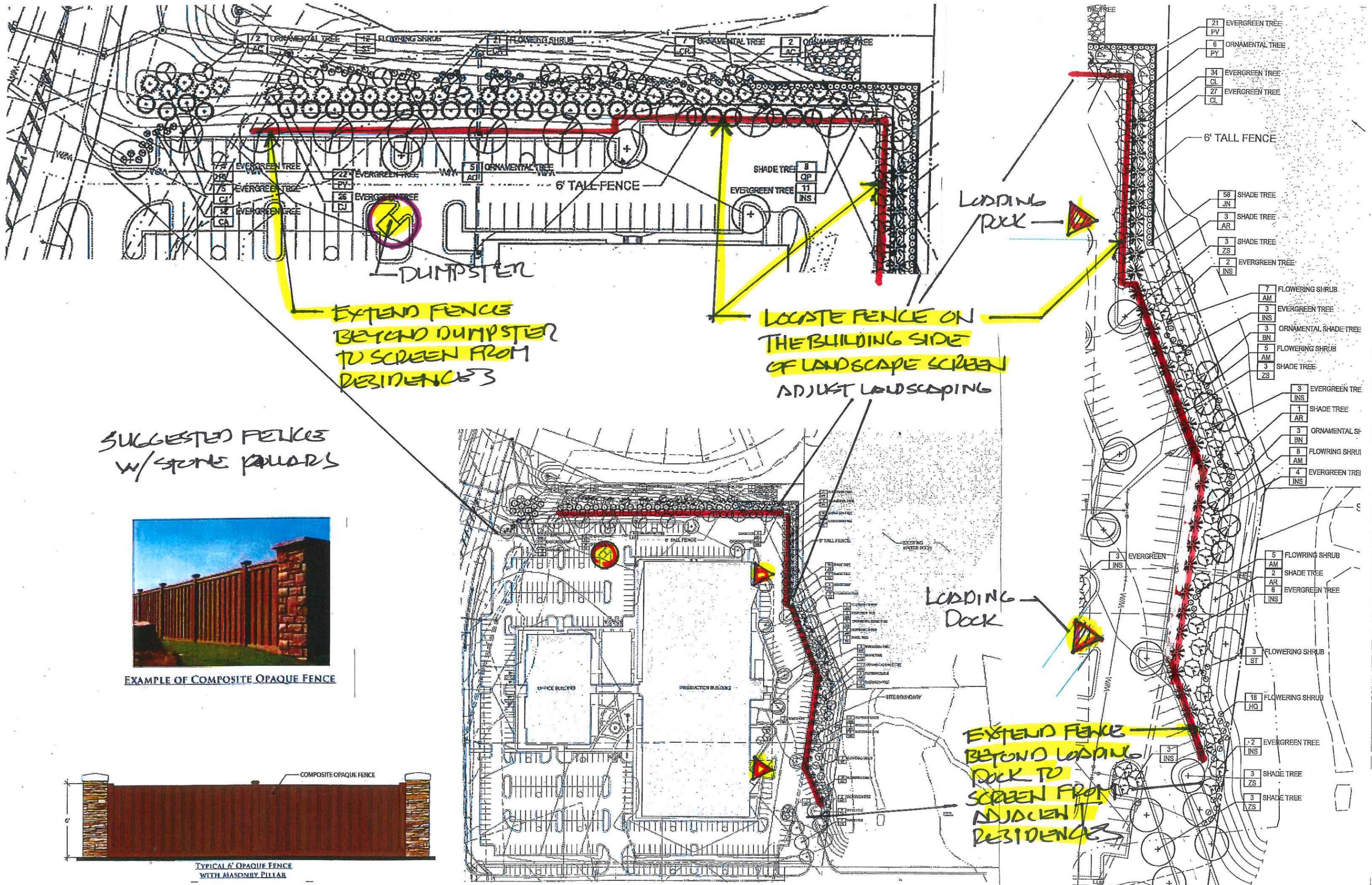
Buddleia davidii



Clethra alnifolia



Spiraea tomentosa

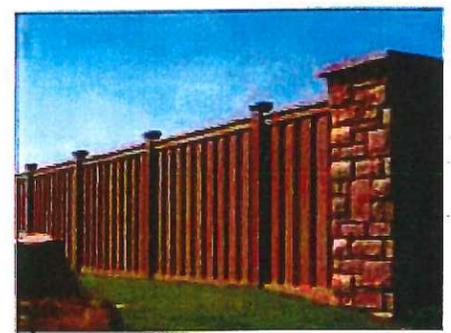


EXTEND FENCE BEYOND DUMPSTER TO SCREEN FROM RESIDENCES

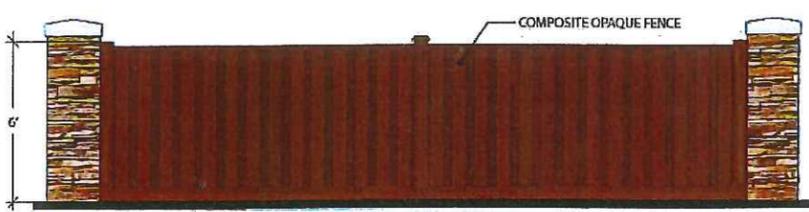
LOCATE FENCE ON THE BUILDING SIDE OF LANDSCAPE SCREEN ADJUST LANDSCAPING

EXTEND FENCE BEYOND LOADING DOCK TO SCREEN FROM ADJACENT RESIDENCES

SUGGESTED FENCES W/ STONE PILLARS



EXAMPLE OF COMPOSITE OPAQUE FENCE

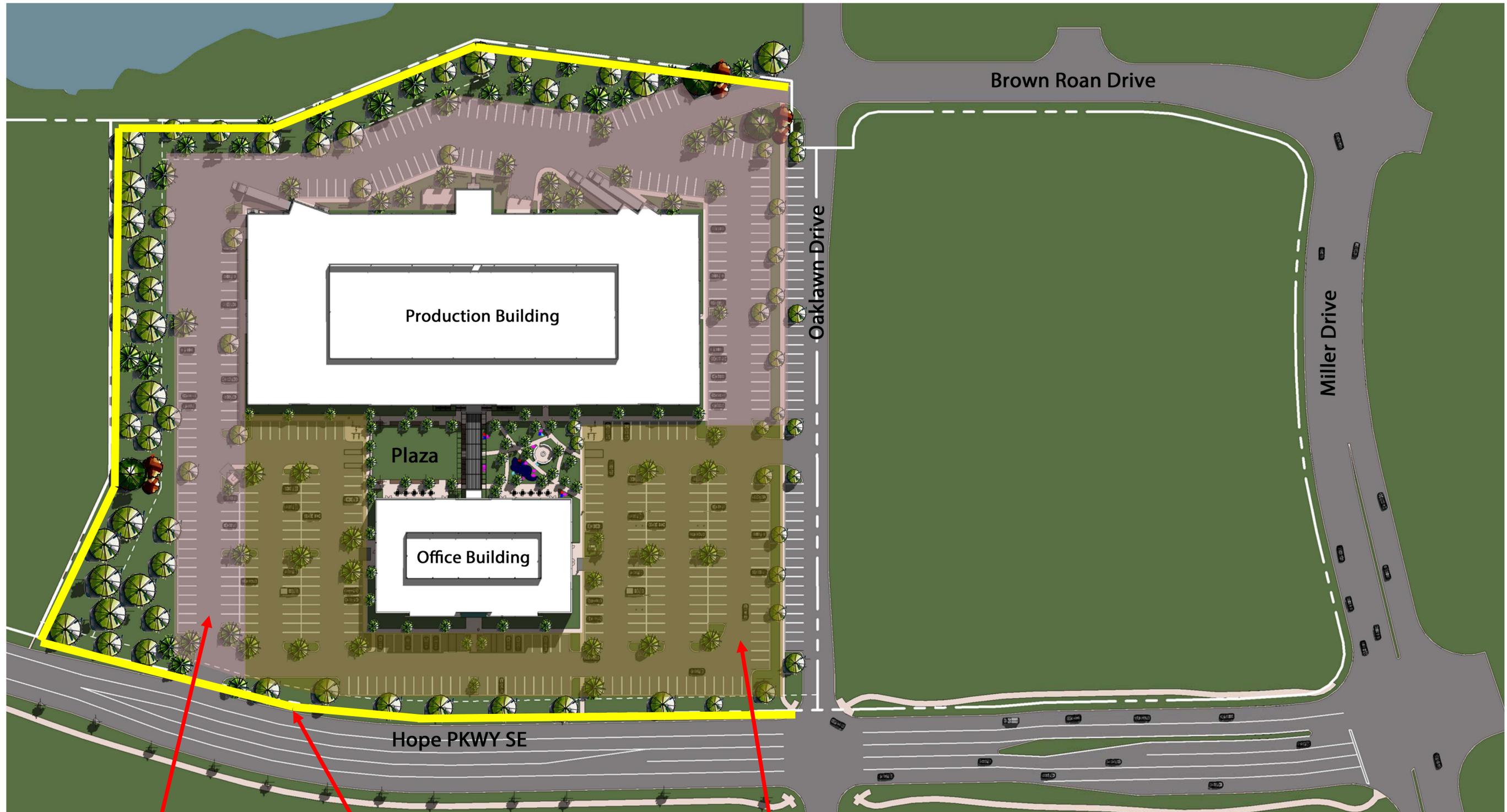


TYPICAL 6' OPAQUE FENCE WITH MASONRY PILLAR

- 21 EVERGREEN TREE
- PV
- 6 ORNAMENTAL TREE
- PY
- 34 EVERGREEN TREE
- CL
- 27 EVERGREEN TREE
- CL
- 6' TALL FENCE
- 58 SHADE TREE
- JN
- 3 SHADE TREE
- AR
- 3 SHADE TREE
- ZS
- 2 EVERGREEN TREE
- INS
- 7 FLOWERING SHRUB
- AM
- 3 EVERGREEN TREE
- INS
- 3 ORNAMENTAL SHADE TREE
- BN
- 5 FLOWERING SHRUB
- AM
- 3 SHADE TREE
- ZS
- 3 EVERGREEN TREE
- INS
- 1 SHADE TREE
- AR
- 3 ORNAMENTAL SF
- BN
- 8 FLOWERING SHRUB
- AM
- 4 EVERGREEN TREE
- INS
- 5 FLOWERING SHRUB
- AM
- 2 SHADE TREE
- AR
- 6 EVERGREEN TREE
- INS
- 3 FLOWERING SHRUB
- ST
- 18 FLOWERING SHRUB
- HQ
- 2 EVERGREEN TREE
- INS
- 3 SHADE TREE
- ZS
- 3 SHADE TREE
- ZS

Oaklawn Land Bay B

Site Lighting



Site Lighting
Average 1 FC (20 ft. Poles)
Area "1"

Site Boundary .5 FC

Site Lighting
Average 5 FC (25 ft. Poles)
Area "2"

Trees for illustrative purposes only and to be finalized with the site plan.

Oaklawn Land Bay B

Aerial Perspective



Trees for illustrative purposes only and to be finalized with the site plan.

Oaklawn Land Bay B

Office Building – West Elevation



1. Textured Pre-Cast

2. Field Brick

3. Low-E Window System

4. Roof Screen

5. Accent Brick

Trees for illustrative purposes only and to be finalized with the site plan.

Oaklawn Land Bay B

Office Building – South Elevation



1. Textured Pre-Cast

2. Field Brick

3. Low-E Window System

4. Roof Screen

Trees for illustrative purposes only and to be finalized with the site plan.

Oaklawn Land Bay B

Office Building – East Elevation



1. Textured Pre-Cast

2. Field Brick

3. Low-E Window System

4. Roof Screen

5. Accent Brick

Trees for illustrative purposes only and to be finalized with the site plan.

Oaklawn Land Bay B

Office Building – North Elevation



1. Textured Pre-Cast

2. Field Brick

3. Low-E Window System

4. Roof Screen

Trees for illustrative purposes only and to be finalized with the site plan.

Oaklawn Land Bay B

Production Building Elevations



North Elevation



South Elevation



East Elevation



West Elevation

- 1. Textured Pre-Cast
- 2. Field Brick
- 3. Low-E Window System
- 4. Roof Screen
- 5. Accent Brick

Trees for illustrative purposes only and to be finalized with the site plan.



**WALSH COLUCCI
LUBELEY & WALSH PC**

Christine Gleckner, AICP
Land Use Planner
(571) 209-5776
cgleckner@thelandlawyers.com

August 6, 2014

Via Courier

Irish Grandfield, Senior Planner
Town of Leesburg
25 West Market Street
Leesburg, VA 20176

**Re: Rezoning TLZM-2014-0004, Oak Lawn at Stratford
Responses to Third Submission Consolidated Comments Letter**

Dear Mr. Grandfield:

This letter addresses and provides you with a written response to the referral agency comments in the above referenced application. For your convenience, each of the staff comments are stated below and the Applicant's responses follow in bold italics.

- 1. Land Bays A & B Buffering and Screening to Residential Uses (*original comments #5 & 23*):** Staff notes the applicant's revised modification request, plans, and proffers are an effort to address staff's previous concerns related to provision of sufficient buffering and screening for the adjacent residential uses. The revisions to the modification request make significant progress toward addressing the issues. Staff recommends the following changes to the applicant's buffering and screening Proffer #18 Land Bays A and B Screening on page 12:

- Provide a solid fence for modification area 1.
- Screening plant material shall be planted on a slope no greater than 2:1.
- Provide amended soils for the buffer planting area, irrigation and/or other measures to ensure rapid, healthy growth of the planting materials.

ATTORNEYS AT LAW

703 737 3633 | WWW.THELANDLAWYERS.COM
1 E. MARKET STREET | SUITE 300 | LEESBURG, VA 20176-3014

ARLINGTON 703 528 4700 | WOODBRIDGE 703 680 4664

Applicant Response: *The applicant is preparing a landscape plan for the buffers in Land Bays A and B adjacent to the residential properties that will screen the site with fencing, berms and trees and that will identify the location, number, type and size of each tree at time of planting. Section drawings for each buffer area will be provided. The applicant would like to reserve the right for planting in slopes greater than 2:1 for landscaping not being used for screening, but rather for visual purposes. These plans will be submitted on Thursday 8/7 along with updated proffers with correct references to the plans.*

- 2. Architecture and Design – Land Bay B (original comments #28 & #10):** Proffer #V.14 Architectural Guidelines on page 14 states that all development shall be subject to BAR review in accordance with the H-2 Design Guidelines, even on Land Bay B *except* for the two buildings for which elevations have been submitted. These elevations identify a three-story office building and a one-story “production” building. To better meet the H-2 Design Guidelines for the submitted elevations of these two buildings, staff recommends consideration of incorporation of some of the following potential design changes:

Both Buildings:

- A clearly detailed and defined parapet/cornice should be added to both buildings.
- Use real brick on all building elevations, not a simulated-brick stucco or textured pre-cast panel.

Office Building:

- Use the larger textured precast parapet or cornice currently shown on some portions of the building on all bays that feature brick elevations. This larger parapet or cornice should also include additional architectural detail such as stepped height changes in the parapet/cornice line, brackets, dentils, and/or corbels to distinguish and differentiate it from other horizontal features on the building.
- The ground floor should be taller in height, more architecturally elaborate in detail, and capped by a stringcourse or secondary cornice to distinguish and differentiate it from other floors of the building.
- Eliminate the criss-cross effect created by the vertical and horizontal bands on the east and west elevations of the office building and on the façade (west elevation) of the production building which disrupts continuity between the ground floor and cornice/parapet. Also break up the large horizontal bands between floors on the north and south elevations of the office building.
- Entrances on the west, south and north elevations of the office building should be further projected or recessed or have extended canopies added.

- Changes in the parapet/cornice line on all elevations of the office building and on the façade (west elevation) of the production building should be added as a visible roof element.
- The main entrance door on the center of the west elevation on the office building needs to be modified to be substantial in construction, relate to the materials and detailing of windows and other related building elements, and provide the building with visual interest and enhance its sense of scale.
- Larger expanses of windows on the office building should be reduced in size.

Production Building:

- Expand the size and massing of the central entrance bay to be larger than the adjacent bays and clearly define the entrance.
- Use changes in position, texture, and color to break-up the vast expanses of textured pre-cast panels on all elevations of the production building.
- Articulate the expanses of textured pre-cast panels on all elevations of the production building through changes in position, texture, and color to promote a better sense of scale and clearly express three-part organization. The stunted brick pilasters located on all elevations of the production building should be extended to the top of the wall and connected by horizontal brick bands to better communicate the three-part organization.
- The stunted brick pilasters located on the flanking bays on the façade of the production building should be increased in height to avoid a confusing appearance.

Applicant Response: *The applicant is preparing revised elevation drawings that will be submitted on Thursday 8/7 along with updated proffers with correct references to these drawings. The revisions will include modifying the office building parapet as was discussed at the meeting held on August 4 as well as minimizing the “crisscross” effect of the banding on the office elevations. The coloring of the rear of the production building also is being revised to break up the elevation as recommended by staff.*

3. **Pedestrian Circulation (original comment #11):** The typical sections on sheet 5 of the plans should show an 8-foot wide trail width not 6-foot. Currently the sections still include 6' trail width labels.

Applicant Response: *The sections on sheet 5 of the concept plan have been revised as recommended by staff.*

4. Light Intensity Industrial Uses (*original comment #22*): Applicant proposes Proffer # V.19 Light Intensity Industrial Uses in Land Bays A and B on page 13. Staff believes the proffer is insufficient because it does not meet the applicable ordinance standard for mitigating potential impacts of light industrial uses on adjacent residential properties. TLZO Sec. 8.6.2 PEC Permitted Uses states that light intensity industrial is permitted “*so long as the use is rendered unobjectionable because noise, heavy truck traffic, odor, fumes and other potential nuisances are effectively mitigated by performance standards set out in the ordinance establishing the use.*” In this case the applicant is requesting unknown light industrial uses directly adjacent to single-family detached and multi-family residential uses with reduced buffers. There are only three ways future light intensity industrial uses can be held to this standard:

- One is to list the potential uses and proffer specific measures to mitigate specific impacts. Because applicant is not in a position to list these uses at this time, this option is not available.
- The second option is to proffer the mechanics of judging the nuisance mitigation at the time a particular light industrial use is known. That is, to allow the Town Council to mitigate the impact of a light industrial use on adjacent residential neighborhoods when it is proposed in the future. Staff recommends that the proffer be revised to state that “*measures to mitigate noise, heavy truck traffic, odor, fumes, and other potential nuisances of any light industrial use shall be provided subject to the Zoning Administrator’s reasonable determination of sufficiency.*” Mitigation of potential nuisances is particularly relevant here because applicant has requested a 50% reduction (75 feet reduced to 37.5 feet) in the required buffer width for Land Bay A and most of Land Bay B with a reduction to as little as 15 feet for a portion of Land Bay B. Staff believes the requested buffer reductions can be justified but *only if* the Town maintains the ability to require appropriate measures to modify the negative impact of each light industrial use.
- Third, if applicant will not proffer a standard, the Town has the legal right consistent with TLZO sec. 8.2.6 to include language in the ordinance adopting the use that the Zoning Administrator shall have the right to require reasonable standards at the time of initial site plan submission to mitigate noise, heavy truck traffic, odor, fumes, and other potential nuisances of any light industrial use. Any appeal of the Zoning Administrator’s determination would be to the Town Council.

Applicant Response: *The revised proffers include performance standards that will apply to the known light intensity industrial use in Land Bay. The language recommended by staff will apply to future unknown light intensity industrial users.*

-
5. **Truck Traffic (*original comment #10*):** In order to protect nearby residential uses, staff continues to recommend limiting the hours for heavy truck traffic (tractor trailers) to the site. Staff suggests the hours be limited to 7:00 am to 10:00 pm.

Applicant Response: *In addition to screening truck headlights and proffering signage on the property to direct truck traffic to turn south on Hope Parkway towards Miller Drive and away from the Stratford residential community, the applicant is proffering to restrict the hours that tractor trailer trucks may access the site to 7:00 a.m. to 9:00 pm.*

6. **Convenience Retail Use in Land Bay B:** The proposed 30,000 square feet of convenience retail use for Land Bay B has not been analyzed in the Traffic Impact Analysis and as a result has not been demonstrated to be served by the road network as established in the proposed revised transportation phasing plan. The applicant needs to either remove this proposed use from Land Bay B or provide an amended Traffic Impact Analysis and revised phasing plan (if necessary) that takes into account the use.

Applicant Response: *The 30,000 square feet of convenience retail has been analyzed in the Traffic Impact Analysis, since it was included in the traffic study for #ZM-159. It is the applicant's understanding that staff has discussed this response and agrees that this 30,000 SF was included in the traffic analysis.*

7. **Clarification:** The current proffers state in Proffer #II.10.A.b. (iv) and (vi) that "The retail and or office uses also may locate in Land Bays MUC 2 or B or any combination thereof". First, to maintain continuity and consistency with the current proffers, Proffer #I.3 on page 2 should be revised to read, "Convenience Neighborhood community and specialty retail and office uses (in Land Bays MUC 2 and/or MUC 5) shall not exceed a total of 30,000 square feet each. (These uses or any combination thereof also may locate as an alternative in Land Bay B located in the PEC District.)" This change is also consistent with the language ("retail and/or office use") used in Proffer #II.10.A.b.(iv) on page 7. Second, it is confusing that these uses are listed under Phase I but obviously they cannot be constructed in Land Bay B until the roads are available, which will not be before Phase 2. Therefore, to clarify that these uses are, in fact, available as part of Phase 2 staff recommends the following change to Proffer #II.10.B.b.(iii):

- (iii) Land Bay B uses: Up to 300,000 s.f. office and light intensity industrial uses.
Convenience retail and office uses not exceeding a total of 30,000 square feet each (to the extent not located in Land Bays MUC 2 and/or MUC 5).

Applicant Response: *The proffers have been revised as recommended by staff.*

-
- 8. Repair Service Establishments (2nd CCL comment #15):** Proffer #I.4.B.7 on page 3 lists “repair service establishments”. Because the Zoning Administrator has opined that in the PEC District a “repair service establishment” can include a “vehicle and/or equipment repair facility”, this blanket inclusion would mean that applicant could add additional vehicle repair facilities in the various land bays. In some cases, additional conditions would be necessary to mitigate impacts of the use on adjacent residential uses. Therefore, staff recommends that this language be revised to read “Repair service establishments with vehicle and/or equipment repair facility limited to one facility located in Land Bay D.”

Applicant Response: *The applicant is removing the request for a repair service establishment with vehicle and/or equipment repair facility to locate in Land Bay D. Therefore, Land Bay D retains the option for a service station with convenience store, gas pumps and car wash to locate in Land Bay D and for repair service establishments to locate in the PEC district as a support use as was approved under #ZM-159.*

- 9. Agreement Date (2nd CCL comment #16):** On page 4 in Proffer #II.7 and elsewhere as necessary, fill in the actual date of the Agreement when known.

Applicant Response: *The date will be inserted prior to submission of final signed proffers.*

- 10. Remove Bonded Language (2nd CCL comment #17):** Proffers #II.9 and #II.10 references to “bonded for construction” and “bonded or constructed” need to be revised to specify the roads sections will be constructed rather than just bonded. The justification for the revised transportation phasing is that the Traffic Impact Analysis (TIA) shows that the road network can support the level of development allowable in the proffered phase. This TIA analysis is based on roads actually in place not those that are simply bonded. Leaving bonding language in the proffers invalidates the TIA. The point of the phasing plan is to obtain the remaining roadway improvements when they are needed according to the Traffic Impact Analysis and to ensure the road is in place to serve the developed land bays. Applicant has amended the proffer language to refer only to the Agreement. If the Agreement fails to be met by applicant, then roads still need only be bonded to move into a Phase. As discussed with applicant’s representative, staff recommends either revising “constructed or bonded for construction” to read “constructed”; or to read “constructed or bonded for construction but in no case shall an occupancy permit be issued in any land bay for which roads have not been substantially completed, meaning the placement of all pavement (with the exception of the final surface course) with all required signage and all pavement markings installed, and authorization to open the particular road section by the Town of Leesburg.”

Applicant Response: *After discussion with staff at a meeting held on August 4, 2014, it was agreed that this language continues language approved under #ZM-159 and will*

apply only to Phases 3 and 4 of the transportation phasing plan. Phase 1 road improvements are built, and Phase 2 road improvements will be provided pursuant to the Agreement.

- 11. Transportation Improvements (*original comment #27*):** The applicant has committed in Proffer #II.10.E Cash Equivalent Contribution on page 9 to reimbursement for proffered transportation improvements in Phases 2, 3 and 4 that are built by the public prior to the proffered trigger mechanism that would require Oaklawn to construct the improvement. However, the proffer gives the applicant five (5) years to reimburse the Town, even though they would have been obligated to pay the full cost of the road to get that first zoning permit had the public not constructed the road. Staff recommends a payment in two (2) annual installments instead of five. This is to reimburse the public for its expenditure that has directly benefitted the private developer in a more reasonable time frame and thereby decrease Town carrying costs.

Applicant Response: The applicant agrees to reimburse the Town fully for early construction of the Phases 2, 3 and 4 road improvements, but is proffering to reimburse the Town in five annual payments.

- 12. Fire & Rescue Contribution (*original comment #29*):** Staff notes that in three recent rezonings when a contribution is given it is typically twenty cents (\$0.20) per square foot of commercial use.

Applicant Response: The applicant is maintaining the same commitments that are contained in the #ZM-159 proffers. Oaklawn has dedicated a two-acre site for emergency services, which more than off-sets the difference in the contribution made at the time of permit issuance.

- 13. Interim Phase 2:** Applicant has modified Interim Phase 2 in Proffer #II.10.B.2.a) on page 8 to read as follows:

- a) Notwithstanding the improvements listed in Proffer II.10.A.1.a, above, and only if the Town fails to perform its obligations under the Agreement, the Applicant may construct the eastern two-lane section of Hope Parkway between Miller Drive and the Land Bay B entrance in order to provide road access to a Land Bay B user of no greater than ~~100,000~~ 185,000 s.f. without completing all of the Phase 2 improvements listed in Proffer ~~10.A.1.b,~~ II.10.B.1.a, above.
- b) Upon bonding the road improvements listed in Proffer 10.A.2a, above, up to 175,000 s.f. of office and light intensity industrial use may occur in Land Bay B. If Interim Phase 2 is implemented, then development of more than 185,000

square feet in Land Bay B shall proceed in accordance with Phases 2, 3 and 4 as listed in Proffer II.10.B.1.a, above.

- c) If Applicant fails to perform its obligations under the Agreement, Interim Phase 2 shall be an option for the Applicant only if the Town also fails its obligations as set forth in Proffer #II.10.B.2.a above; otherwise, development shall proceed in accordance with Phases 2, 3 and 4 as listed in Proffer II.10.B.1.a, above. [THIS LANGUAGE MAY CHANGE DUE TO AGREEMENT LANGUAGE.]

Staff notes that this is the language suggested by Staff in the 2nd consolidated comment letter (Old Comment #22). Further, staff agrees that some of the suggested language of this proffer may be rendered unnecessary by the specific language of the Agreement that is under discussion between the Town and applicant. The issue is raised here to make clear what happens should the Town fail, should both parties fail, or should only the applicant fail to meet obligations under the Agreement.

Applicant Response: This language remains in this draft of the proffer while the terms of the agreement continue to be worked on by the Town and the Applicant. Final language will be drafted prior to signature versions of both the Agreement and the proffers.

Sincerely,

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



Christine Gleckner, AICP
Land Use Planner

CEG/tlm

cc: Andrew Shuckra, Keane Enterprises
David Neumann, Trammel Crow Company
J. Randall Minchew, Esq., Walsh, Colucci, Lubeley & Walsh, P.C.

Oaklawn at Stratford, TLZM 2914-0004
Public input provided via email/phone

Karen Kokiko
Jennifer and Toennes Log
Frank Hayden
Kelly and Sean Griffin
Patricia Pickett
Don Valentine
Anora Summers
Sally Atkins
Brian Harris
Lisa Aldrich
Matt and Lisa Senska
Arlene Garcia
Lisa and Joe Dolinich
Timothy McKinley
Mike Pendergast
Jackie and Brian Rossell

Areas of Concern

- Process is wrong - expedited review process is wrong and too much was done on the project without public input
- Light industrial use is not compatible with residential use
- Noise (from truck traffic and light industrial use) and lights problematic for Land Bay B
- Truck traffic through neighborhood
- Greenway traffic (opening Hope may encourage traffic to divert through neighborhood)
- Skate park – need recreation use with broader appeal
- Auto repair is not compatible with residential use
- Aesthetics of proposed buildings, particularly rear view of Production Building
- Vegetative buffer – assure maintenance and effectiveness of screening/buffer
- Fence/wall needed between Land Bay A and Stratford Club
- Data center use adjacent to residential use? Concern about design, noise, and buffer
- Inadequate proffers to deal with this application
- Cut-through traffic on Hope through Stratford community
- Drainage / berm – will there be drainage problems on surrounding properties?
- Mix of uses proposed is not compatible with existing residential areas. Recreational use is not described
- Tire shop is noisy and not acceptable use next to residential. It should not have been “piggy-backed” onto this application
- Insufficient mitigation for tenant in Land Bay B

Susan BerryHill

From: Irish Grandfield
Sent: Thursday, July 31, 2014 11:38 AM
To: planningcommission@leesburgva.com
Cc: Brian Boucher; Scott Parker; Susan BerryHill
Subject: Requested Information Related to the Oaklawn Rezoning Case

Hi all,

I met with Commissioner Robinson on Tuesday and she posed some questions that I am replying to now. I wanted the entire Commission to have the benefit of these responses so am e-mailing this to all. Regards,

Irish

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

Questions related to Oaklawn

1. *Can the Town or the applicant put up signs to discourage truck traffic leaving Land Bays A & B from going north on Hope Parkway through the residential neighborhood of Stratford?* - I spoke with Tom Mason Director of Public Works who recommended that Oaklawn provide a sign at their site exits saying "Truck Route" and pointing toward Miller Drive. Town options for additional measures are limited by State regulations. Staff recommends the applicant include this commitment in their proffers.
2. *Has the FAA been involved in review of Oaklawn?* - Conceptual land development applications such as rezonings do not include the specific building locations and heights that the FAA needs to make determinations. Oaklawn is in contact with the FAA and acquiring the appropriate FAA clearances when buildings are proposed.
3. *Does the FAA have standards for outdoor lighting that should be proffered by Oaklawn?* - I spoke with Scott Coffman Airport Manager who indicated that FAA standards are met by the Town's existing lighting standards of the Zoning Ordinance. FAA standards relate to glare which is controlled by shielding the light fixtures.
4. *Is the proposed use of parking in the Controlled Activity Area of the Runway Protection Zone new to this application or was that use previously approved?* - Parking in the CAA is allowable under FAA regulations and was previously approved by the Town as an acceptable use.
5. *What are the differences between a "surface drainage easement," "storm drainage easement," and an "overland relief easement?"* - There are very little differences and occasionally these terms have been used interchangeably. They all refer to an area reserved for the passage of stormwater during rain events.

Debi Parry

From: Irish Grandfield
Sent: Thursday, July 31, 2014 4:46 PM
To: Debi Parry; Susan BerryHill; Brian Boucher; Scott Parker
Subject: FW: Oaklawn at Stratford Rezoning: Public Comment

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: pacenote@aol.com [mailto:pacenote@aol.com]
Sent: Thursday, July 31, 2014 4:00 PM
To: Irish Grandfield
Cc: Calvin Grow
Subject: Oaklawn at Stratford Rezoning: Public Comment

Mr. Grandfield,

Please enter the comments below into the record of the public hearing for the Oaklawn at Stratford rezoning.

Sincerely,

Craig S. Lane
613 Cobbler Terr SE
Leesburg, VA 20175
703.779.1983 (h)
703.278.1376 (w)
pacenote@aol.com

#####

RE: TLZM-2014-0004 Oaklawn at Stratford Rezoning

1) General: Overall, the idea of allowing any development on the land immediately in the landing approach of the Leesburg Airports is really unsafe, but I'm willing to put that aside for now. Hopefully, I'll never have to go back to the Council and tell them, "I told you so" after a plane crash in the development of Oaklawn.

2) Transportation Phasing Analysis: The document, and initial study, appears to have been originally compiled back in 2002 with revision dates up to July 8, 2014. However, I

must make an issue of the fact that all the maps in this analysis don't seem to include the completion of Miller Dr. from Tolbert Lane to Sycolin Rd. Now this may be an oversight in the report, but unless I'm told otherwise, I can only speculate that some of the data (vehicle counts) have been under represented. Honestly, we should set this whole project aside until the Sycolin Rd Flyover is opened in August 2014, re-baseline vehicle counts, and then re-evaluate this project against more current and complete traffic data.

3) Phase 3: Phase 3 either calls for, or maybe just recommends, a traffic light on Battlefield Pkwy at Hope Pkwy. Battlefield Pkwy already has too many traffic lights on it impeding majority traffic on the primary road. Most of these traffic lights are not needed, even if they do meet some outdated (or superfluous) warrant. I recommend the following:

- a) Reduce the amount and type of approved development in Oaklawn to a level where traffic modeling doesn't trigger the need for, or recommendation of, an additional traffic light(s) on Battlefield Pkwy.
- b) Realign the proposed path of Hope Pkwy.
- c) In the spirit of compromise, the Town could also offer to remove a traffic light on Battlefield Pkwy (between Rt 7 and Evergreen Mills Road) in exchange for putting in the proposed phase 3 traffic light (I'd be happy to provide the Town with a list of traffic lights that are NOT needed on Battlefield Pkwy SE).

4) Phase 2: I've saved the worst and most dangerous for last. Phase 2 calls for a traffic light at Miller Dr at Hope Pkwy. This light would be at the end of the exit ramp used by traffic exiting the Greenway. Loudoun county is still littered with arrangements like this that are still causing no end of gridlock and vehicle crashes. In fact, VDOT is currently finishing up a \$20 million project to fix this exact same thing on the Bypass at Sycolin Rd. Inevitably, this proposed phase 2 traffic light will gridlock traffic back into northbound lanes of 65+ mph Greenway traffic. I recommend the following:

- a) Remove the traffic light at Miller Dr and Hope Pkwy from the proposed plan. You probably don't need the light in the first place. If you do need the light, then reduce the amount and type of approved development in Oaklawn to a level where traffic modeling doesn't trigger the need for the phase 2 traffic light.
- b) Realign the proposed path of Hope Pkwy.

Summary: Overall, this project appears to create more transportation problems than it is solving. I'd recommend declining this current iteration of the Oaklawn project until such time that current/complete traffic data can be collected, analyzed, and a proper transportation plan developed.

Sincerely,

Craig S. Lane
613 Cobbler Terr SE
Leesburg, VA 20175
703.779.1983 (h)

703.278.1376 (w)
pacenote@aol.com

####

Debi Parry

From: Irish Grandfield
Sent: Thursday, July 31, 2014 2:29 PM
To: Debi Parry
Subject: FW: Feedback on Oaklawn at Stratford Amendment Application

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: palpick [mailto:palpick@aol.com]
Sent: Friday, July 25, 2014 4:07 PM
To: Irish Grandfield
Subject: RE: Feedback on Oaklawn at Stratford Amendment Application

Thanks so much! I'm afraid I won't be available for the Public Hearing but I hope my original e-mail somehow can count as a comment!

On Jul 25, 2014, at 2:46:53 PM, "Irish Grandfield" <IGrandfield@LEESBURGVA.GOV> wrote:

From: "Irish Grandfield" <IGrandfield@LEESBURGVA.GOV>
Subject: RE: Feedback on Oaklawn at Stratford Amendment Application
Date: July 25, 2014 2:46:53 PM EDT
To: palpick <palpick@aol.com>
Attachments: 1 Attachment, 1.9 MB

Attachment missing from original email

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: Irish Grandfield
Sent: Friday, July 25, 2014 2:09 PM
To: 'palpick'
Subject: RE: Feedback on Oaklawn at Stratford Amendment Application

I have attached the Planning Commission Public Hearing Staff Report that went out today. More information is available online at: <http://www.leesburgva.gov/index.aspx?page=1987>

Regards,

Irish

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: palpick [<mailto:palpick@aol.com>]
Sent: Friday, July 18, 2014 2:15 PM
To: cgleckner@thelandlawyers.com; Irish Grandfield
Cc: lcruz@cmc-management.com
Subject: Feedback on Oaklawn at Stratford Amendment Application

Reference: Rezoning and Concept Plan and Proffer Amendment Application
Oaklawn at Stratford - TLZM 2014-0004

Dear Ms. Gleckner;

Thank you for taking the time this afternoon to review with me some of the ideas and consequent impacts of new and/or already sanctioned development for Oaklawn at Stratford. I own two investment condos and a garage in the Stratford Club community - and an immediate relative owns and resides in a third unit - so my particular interest is centered on Land Bay A, adjacent to the community, and on Land Bay B, across the proposed extension of Hope Parkway. The recommendations below are some that I hope you will share with your clients. They also are provided for review by Leesburg Senior Planner Irish Grandfield.

Regarding Land Bay B - AND SUBJECT TO APPROVAL - My understanding from our talk is that an unidentified light industrial client has imminent interest in building a corporate headquarters fronting Miller Drive, with a contained interior assembly area/building behind the office complex. The overall area would extend to the edge of MUC1 area on the map I received in the mail and that also is printed in today's issue of 'Leesburg Today.' There would be truck traffic and parking for those vehicles. There would be a vegetative screen behind this client's property.

FEEDBACK; With the information at hand, I have two concerns and one recommendation. I am concerned about an increase in truck traffic past Stratford Club, although I assume that most of the traffic would be coming off of Battlefield Parkway. I also am concerned about the aesthetics for Stratford residents whose views open across Land Bay B.

Recommendation: In terms of a vegetative buffer, I would request that it contain flowering trees that bloom in different seasons (such as a mix of crape myrtle and cherry trees) in addition to evergreens. This is more practical and less expensive for the client in the long term, in the sense that disease tends to hit an entire species of trees at once (such as that currently infesting White Pines, a popular buffer choice). This can be quite devastating when a buffer contains mostly uniform planting. It is less expensive to replace a few trees, if necessary, rather than everything at once. The prospect of color in different seasons also is more attractive and appealing for neighboring residents

who would overlook the proposed facility. In that vein, I would recommend that any parking area also contain islands where different types of trees would be planted.

Regarding Land Bay A - AND SUBJECT TO APPROVAL - My understanding from our talk is that the recreational facility slated for part of this area might be something like an ice-skating rink. I think this is a good concept, but I would encourage the developer to locate and site restaurants in the area, as well (not fast food). Residents in the area have long heard that we one day would be within walking distance of dining out and, perhaps, shopping. I look forward to seeing that hope realized!

Recommendation: Please see above regarding the tree mix for the proposed vegetative buffer and 50 foot setback of Land Bay A from the Stratford Club boundary - a mix of flowering trees and evergreens definitely would be more aesthetically pleasing to your next door neighbors!! I also would recommend that a fence or wall (not currently envisioned) be built as an additional boundary. In keeping with the character of the neighborhood, I would recommend either a brick wall or sections of Trex fencing interspersed with brick or stone columns.

Thank you very much for speaking with me and for sharing these comments. I welcome any further questions or comments.

Sincerely,

Patricia Pickett
703 737-7321
Palpick@aol.com



Debi Parry

From: Irish Grandfield
Sent: Thursday, July 31, 2014 2:29 PM
To: Debi Parry
Subject: FW: Oaklawn at Stratford July 21, 2014

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: dunebysea@aol.com [mailto:dunebysea@aol.com]
Sent: Monday, July 21, 2014 10:47 PM
To: Irish Grandfield
Subject: Oaklawn at Stratford July 21, 2014

Hello Irish Grandfield:

We are selling our home in Stratford and possible new owners are asking what is happening with the lots behind our home.

I need to know what maybe built in MUC1 and MUC2. I do plan to attend the meeting but my home maybe be sold before the August 12th date.

Please give me as much information as possible at this point in time.

Sincerely,
Jackie and Brian Rossell
134 Bunnell Pl SE
Leesburg, VA 20175

Debi Parry

From: Irish Grandfield
Sent: Thursday, July 31, 2014 2:36 PM
To: Debi Parry
Subject: FW: Rezoning and Concept Plan and Proffer Amendment Application for Oaklawn at Stratford

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: Irish Grandfield
Sent: Monday, July 28, 2014 5:30 PM
To: 'Laurie Dunham'
Cc: Brian Boucher; Scott Parker
Subject: RE: Rezoning and Concept Plan and Proffer Amendment Application for Oaklawn at Stratford

Ms. Dunham, please see below for answers to your questions. Also, look to our webpage for more information:
<http://www.leesburgva.gov/index.aspx?page=1987>

Regards,

Irish

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: Laurie Dunham [<mailto:laurie.dunham@verizon.net>]
Sent: Monday, July 28, 2014 3:04 PM
To: Irish Grandfield
Subject: Rezoning and Concept Plan and Proffer Amendment Application for Oaklawn at Stratford

Dear Mr. Grandfield,

I am a resident of the Stratford housing development in Leesburg. Accordingly, I have some concerns and questions regarding the Rezoning and Concept Plan and Proffer Amendment Application for Oaklawn at Stratford. I just returned from vacation and learned that the upcoming hearings are beginning later this week and I would like to better understand some of the implications prior to the hearing dates.

Regarding Oaklawn B

- What are the current permitted uses for this section? Office, data center, support uses, hotel, convenience retail uses
- What are the proposed permitted uses for this section? All of the existing uses with the possible addition of light industrial uses and/or a recreational facility

Regarding MUC 1 & 2

- What are the current permitted uses for these sections? MUC1 is a park and will remain so. MUC2 - Restaurant, service station or repair facility, convenience retail, office, support uses.
- What are the proposed permitted uses for these sections? No Changes.
- Define MUC – Mixed Use Center, it's a term used in our Zoning Ordinance (see [Article 8.5](#) of the Ordinance). This use is already approved and no changes are proposed for the Oaklawn MUCs as part of this rezoning application.
- What are some established examples of MUC in Leesburg? I don't have a good example of a MUC at the small scale that MUC2 is (60,000 s.f. total). Potomac Station has a MUC but its 6 times larger than what would be in MUC2 at Oaklawn. MUC2 at Oaklawn is up to 30,000 of restaurant and up to 30,000 of convenience retail (like a pharmacy/drug store).

Regarding Light Intensity Industrial

- Please define Light Intensity Industrial Pursuant to Town of Leesburg Zoning Ordinance Sec. 8.6.2 a "Light Intensity Industrial" use is one "*rendered unobjectionable because noise, heavy truck traffic, odor, fumes and other potential nuisances are effectively mitigated by performance standards.*"
- What are some established examples of Light Intensity Industrial in Leesburg? I don't know of any.

Regarding Hope Parkway

- How will Hope Parkway intersect with Miller Drive and/or Battlefield Parkway? At-grade intersection with traffic signal.
 - Is a map of this plan available? Please see our website: <http://www.leesburgva.gov/index.aspx?page=1987>
- What is scheduled for completion first, the completion of Hope Parkway or the construction in B and/or MUC 1 & 2? Hope Parkway must be constructed between Miller Drive and Stratford in order for Land Bay B to develop. MUC1 is a park and requires no road construction. MUC2 can develop without Hope Parkway.
 - Is a timeframe available for the completion of Hope Parkway? Timeframes are set in the Phasing Plan of the proffers for this development (available on our webpage). They depend on the development schedule of Oaklawn so do not have firm dates.

- Recently, there was a gas leak resulting from the construction on Sycolin Road. As a result, the single entrance/exit of Stratford was closed. This resulted in an unsafe condition for residents. Is there a plan in place to ensure that there are at least two open entrances/exits to our development prior to the beginning of this construction? The Town is actively working on obtaining a secondary access to Stratford via Hope Parkway. One result of this rezoning application would be to accelerate the timeframe for that access. The Town anticipates completion of Hope Parkway between Stratford and Miller Drive within two years if this rezoning is approved and the expected corporate client signs a lease with Oaklawn.
- Will construction vehicles be able to use both entrances/exits to Stratford? No, neither. Construction vehicles will access the site from Miller Drive and Brown Roan Drive.

Regarding proposed Proffer Amendment

- Please explain the proposed proffer amendment requiring H-2 Corridor Design approval for development in Land Bay B. The applicant proffered to meet H-2 Design guidelines as part of their original rezoning. In order to expedite development of a corporate headquarters in Land Bay B that will have significant tax benefits for Leesburg they are requesting design approval of building elevations for the two buildings that constitute the corporate headquarters as part of this rezoning. Building elevations are shown as an attachment to the staff report on our website.

Thank you for your time!

Laurie Dunham

Debi Parry

From: Irish Grandfield
Sent: Thursday, July 31, 2014 2:29 PM
To: Debi Parry
Subject: FW: Oaklawn

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

-----Original Message-----

From: Tim McKinley [<mailto:tmckinley@novataxgroup.com>]
Sent: Friday, July 25, 2014 2:45 PM
To: Irish Grandfield
Subject: RE: Oaklawn

Irish - this is great - I really appreciate it!

I'll look for the site plans when they come out.

Have a great weekend!

Tim

-----Original Message-----

From: Irish Grandfield [<mailto:IGrandfield@LEESBURGVA.GOV>]
Sent: Friday, July 25, 2014 2:41 PM
To: Tim McKinley
Subject: RE: Oaklawn

This is a bit of an unusual case in that we were not given building locations for consideration with the rezoning application. I have seen conceptual drawings that show the closest development to the lake will be a travel lane and loading bays beginning approximately 35 - 50 feet from their northeast property line. Beyond that area will be the production building which I was told would not be more than two stories in height. Sorry I cannot provide more specific information. The applicant should be submitting a site plan within weeks. That will be reviewed by staff from the Town's Department of Plans Review. You may want to check with them in a few weeks to see whether more detailed information has been submitted. Page 14 of the staff report lists the modified buffers requested. Page 22 shows the location for each of the buffers.

Regards,

Irish

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

-----Original Message-----

From: Tim McKinley [<mailto:tmckinley@novataxgroup.com>]
Sent: Friday, July 25, 2014 2:27 PM
To: Irish Grandfield
Subject: RE: Oaklawn

Irish,

Thank you VERY much. I really appreciate this. The parties came to our development on 7/22, which was helpful as well.

Not sure if you can answer this, but I'm still a little unsure of the exact location of how far from the lake (in feet) the buildings (especially the production facility, which I think will be to the east of the 3 story office building) will be. It sounded like it was going to be built behind a burm/hill, but the zoning map and rendition the developer had at our meeting didn't seem consistent with the bldgs being behind the hill. Another way to put it might be how many feet are the modified buffers #1-4. Anyway, if you can't answer, I totally understand - you have been extremely helpful!

Have a great weekend.

Thanks,
Tim

-----Original Message-----

From: Irish Grandfield [<mailto:IGrandfield@LEESBURGVA.GOV>]
Sent: Friday, July 25, 2014 2:08 PM
To: Tim McKinley
Subject: RE: Oaklawn

I have attached the Planning Commission Public Hearing Staff Report that went out today. More information is available online at:

<http://www.leesburgva.gov/index.aspx?page=1987>

Regards,

Irish

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

-----Original Message-----

From: Tim McKinley [mailto:tmckinley@novataxgroup.com]
Sent: Monday, July 21, 2014 12:33 PM
To: Irish Grandfield
Subject: RE: Oaklawn

Thank you very much! Enjoy the rest of your time away from the office.

Best,
Tim

-----Original Message-----

From: Irish Grandfield [mailto:IGrandfield@LEESBURGVA.GOV]
Sent: Monday, July 21, 2014 11:38 AM
To: Tim McKinley
Subject: RE: Oaklawn

Mr. McKinley,

I have attached the land bays map and the second submission plans (the most recent submission). I am away from the office and do not have access to the first submission plans although I would not recommend looking at them anyways as what is proposed now is in the second submission. I expect a third submission with further revisions but am unsure as to when I might receive them. Let me know how I can be of further assistance.

Regards,

Irish

From: Tim McKinley [tmckinley@novataxgroup.com]
Sent: Monday, July 21, 2014 9:49 AM
To: Irish Grandfield
Subject: Oaklawn

Hi Irish,

I live on Parkgate Dr., in Leesburg and was on the town of Leesburg's website today and had trouble obtaining additional information on the Oaklawn request for an amendment to the approved Concept Plan. I am interested in looking at the following documents. Would you be able to email them to me?

Oaklawn at Stratford Landbay Map
Oaklawn at Stratford First Submission Plans

Thanks,
Tim

Timothy McKinley
NOVA Tax Group
12355 Sunrise Valley Dr., Suite 240
Reston, VA 20191
(703) 218-1227 (o)
www.NOVA Tax Group.com<<http://www.novataxgroup.com/>>

Debi Parry

From: Irish Grandfield
Sent: Thursday, July 31, 2014 2:29 PM
To: Debi Parry
Subject: FW: Oaklawn

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
jgrandfield@leesburgva.gov

From: Mike Prendergast [<mailto:mikeprendergast@gmail.com>]
Sent: Monday, July 21, 2014 11:36 AM
To: Irish Grandfield
Subject: Re: Oaklawn

This information was basically included in the letter I received. I'm just trying to understand why these changes were necessary.

Yes, please include me on the report. Thanks

On Mon, Jul 21, 2014 at 11:23 AM, Irish Grandfield <IGrandfield@leesburgva.gov> wrote:
I have attached a copy of the Planning Commission public hearing ad for the Oaklawn rezoning case which explains what changes are requested. I am writing a staff report that will describe impacts. That report will be available to the planning Commission and the public on Friday. I will send you a copy then if you like.

Regards,

Irish

From: Mike Prendergast [mikeprendergast@gmail.com]
Sent: Sunday, July 20, 2014 7:26 AM
To: Irish Grandfield
Subject: Oaklawn

I recently received a letter indicating that rezoning will occur at Oaklawn. Can you explain what exactly the impact of these changes will be? Thanks in advance

Debi Parry

From: Irish Grandfield
Sent: Thursday, July 31, 2014 2:27 PM
To: Debi Parry
Subject: FW: Oaklawn Proposal

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

-----Original Message-----

From: Don Valentine [mailto:riverman_vt@yahoo.com]
Sent: Monday, July 28, 2014 8:23 PM
To: Susan BerryHill
Cc: Irish Grandfield; Debi Parry; Brian Boucher; Scott Parker
Subject: Re: Oaklawn Proposal

Hello Susan,

Thank you for your response to my dropping in to your office this afternoon. In response to your comment that "no short cuts have been taken in terms of the quality of the review or in terms of meeting legal requirements for hearings" I would suggest the following: The issue here is NOT the review procedure but, rather, the time in which people in the Oaklawn and Stratford developments were notified of what it going on. The first notice I saw was in the Times-Mirror dated 16 July yet the "public hearing" is scheduled for 31 July. That is not the normal 30 days legal notice that is well recognized in the Uniform Commercial Code. It has become EXTREMELY clear to me since moving to Virginia from northern New England upon retiring from a Federal law enforcement position that transparency in the conduct of public business is FAR from general practice here. None-the-less, the last I knew Virginia was still a part of the United States and is thus subject to the UCC and other Federal statutes. In the case at hand it seems quite clear to me that the process as it is being conducted consititutes and illegal denial of due process to those of us in Oaklawn or Stratford whose concerns are being trampled on by the haste of a greedy and short sighted Town Council. That is why I have asked for a copy of the minutes of the meeting where this nonsense was put on the "fast track", to identify who the real troublemakers are. If it is not forthcoming promptly it may become necessary to seek a court order to get it while also seeking an injunction to place this matter into a normal time frame so all voices can be heard in a timely manner. Frankly I've seen about enough of this sort of non-functioning government in Virginia, from the last governor's office on down to the Leesburg Town Council. But I am fortunatate enough to be well trained in how to respond to it when needed.

In closing please understand that I do not blame your office for what has happened here other than that I believe someone in the planning office might have asked the Town Council if this was really the way they wanted to conudct the town's, not THEIR, business. The offence has been created by the Town Council and it will not be soon forgotten here.

Sincerely, Donald B. Valentine

On Mon, 7/28/14, Susan BerryHill <SBerryHill@LEESBURGVA.GOV> wrote:

Subject: Oaklawn Proposal

To: "riverman_vt@yahoo.com" <riverman_vt@yahoo.com>

Cc: "Irish Grandfield" <IGrandfield@LEESBURGVA.GOV>, "Debi Parry" <DParry@LEESBURGVA.GOV>, "Brian Boucher" <BBoucher@LEESBURGVA.GOV>, "Scott Parker" <SParker@LEESBURGVA.GOV>

Date: Monday, July 28, 2014, 5:42 PM

Hello Mr. Valentine: Debi Parry told me that you had stopped in the office and requested information about the Oaklawn at Stratford rezoning proposal (TLZM 2014-0004) and she said that you had asked whether the Town Council had passed a resolution to expedite this application. Please see the response below. When the Town staff and Council were notified by a business that they were considering Leesburg, along with several other jurisdictions, for the location of a new corporate headquarters, staff discussed the potential to compete for this business with Council. Staff advised Council about the necessary land development applications that would be necessary to permit this business to build in Leesburg at the Oaklawn location. Staff also estimated timeframes for completing work on these applications. Council was supportive of staff efforts to compete for this

business. They did not pass a resolution to expedite application review but directed the Town Manager to work with staff on this effort. As such, staff has followed the direction of the Town Manager by prioritizing staff workloads accordingly and compressing the review time of this application. Despite the compressed timeframe for review, a full staff review has been provided on the application. Additionally, all Zoning Ordinance and State Code requirements have been met for processing the application and notifications for the public hearing of the application. In other words, the application has been reviewed on a compressed timetable but no short cuts have been taken in terms of the quality of the review or in terms of meeting legal requirements for hearings. I would encourage you, and your neighbors, to review the application and express thoughts or concerns through the public hearing process (the Planning Commission hearing is July 31 at 7:00. The Town Council hearing will be August 12 at 7:30). If it's not possible for you or others to attend the public hearing(s), your comments can be received via mail or email and entered into the public record at the meeting. All information about the application can be found at the following link:

<http://www.leesburgva.gov/index.aspx?page=1987>. Thank you for your interest in your community and for your interest/concern about this application. If we can answer any questions about the application don't hesitate to contact Irish Grandfield or myself.

Susan

Berry Hill, AICP Director
Department of Planning and Zoning
Town of Leesburg
703-771-2770
sberryhill@leesburgva.gov

Susan BerryHill

From: Irish Grandfield
Sent: Tuesday, July 29, 2014 4:06 PM
To: Anora Summers
Cc: Ken.Reid@loudoun.gov; Monica.Filyaw@loudoun.gov;
jonathan.chambers@loudoun.gov; planningcommission@leesburgva.com
Subject: RE: rezoning TLZM-2014-0004
Attachments: PC STAFF REPORT FINAL.pdf

Thank you Ms. Summers. I have attached the Planning Commission staff report with a full description and analysis of the project proposal. On Page 1 of the report is a Land Bay map for the Oaklawn at Stratford development showing that the Land Bays adjacent to your neighborhood are MUC1, MUC2, and a portion of Land Bay D. On page 3 of the staff report is a land use table that shows absolutely no changes to the approved land uses for MUC1 (a park) and MUC2 (retail, service station, office, and/or support uses).

There is a single change proposed for land use in Land Bay D which would allow a "service repair establishment" in lieu of the already approved land use of an "automobile service station." The already approved use of "automobile service station" allows a business with gasoline pumps and servicing of vehicles to be established there today. The change that is proposed to allow a "service repair facility" essentially provides the option for the automobile service station use to develop without the gasoline pumps.

The rezoning also requests approval for additional light industrial uses (these are already allowable under the existing approved rezoning in the Land Bays closest to your neighborhood, namely Land Bays C and D). The Concept Plan and Proffer Amendments would allow this use as an option in the Land Bays furthest from your community (Land Bays A & B). Because light intensity industrial uses are already allowed in Land Bays closer to your neighborhood than what is proposed, I am not sure this change significantly impacts your neighborhood. By definition, Light Intensity Industrial uses are those that are "*rendered unobjectionable because noise, heavy truck traffic, odor, fumes and other potential nuisances are effectively mitigated by performance standards*" (Town of Leesburg Zoning Ordinance Section 8.6.2) so we are not talking about heavy industry here. Light Intensity Industrial uses usually do not involve manufacturing but may include assembly of a final product from already manufactured pieces (hence no pollution at the site).

The proposal also requests approval of a "Recreational Facility" in either Land Bay A or B. The "Recreational Facility" is a new proposed use as part of this rezoning and allowable in the PEC Zoning District under the Town's Zoning Ordinance. If this rezoning is approved and the applicant chooses to build a Recreational Facility it could only be in the Land Bays furthest from your neighborhood over by the Dulles Greenway (Land Bay A or B).

All information submitted by the applicant for this application as well as review materials generated by staff during the review of the application can be found on the Oaklawn at Stratford Project Page on the Department of Planning and Zoning website at this link: <http://www.leesburgva.gov/index.aspx?page=1987>.

Thank you for your input.

Regards,

Irish

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: Anora Summers [mailto:anora.summers@gmail.com]
Sent: Tuesday, July 29, 2014 3:48 PM
To: Irish Grandfield
Cc: Ken.Reid@loudoun.gov; Monica.Filyaw@loudoun.gov; jonathan.chambers@loudoun.gov;
planningcommission@leesburgva.com
Subject: Re: rezoning TLZM-2014-0004

Hello Irish,

Thank you for your prompt response.

We are in the Oaklawn community.

Regards,

Anora

On Tue, Jul 29, 2014 at 3:41 PM, Irish Grandfield <IGrandfield@leesburgva.gov> wrote:

Ms. Summers,

Thank you for sharing your comments related to the current Oaklawn at Stratford commercial development Concept Plan amendment and Proffer amendment ("Rezoning"). This application requests amendments to the previous Concept Plan and Proffer approvals for Oaklawn at Stratford. I understand why you are concerned about changes to land use near you and I would like an opportunity to provide you with more information about the proposal related to your neighborhood. In order for me to do that, would you please identify what neighborhood you live in; is it Oaklawn, Stratford, or another community?

Thanks,

Irish

James P. ("Irish") Grandfield, AICP
Senior Planner

Town of Leesburg Department of Planning and Zoning

25 W. Market Street

Leesburg, VA 20176

igrandfield@leesburgva.gov

From: Anora Summers [<mailto:anora.summers@gmail.com>]

Sent: Tuesday, July 29, 2014 3:07 PM

To: Ken.Reid@loudoun.gov; Monica.Filyaw@loudoun.gov; jonathan.chambers@loudoun.gov; Irish Grandfield; planningcommission@leesburgva.com

Subject: rezoning TLZM-2014-0004

All,

This protest petition is in opposition to the rezoning application for light industrial. We are owners of real property located within the statutory area of notification related to the area for which a rezoning is sought. We have a keen interest in development on adjacent property, but have had relatively little input.

We would like to have some input on what is brought to our neighborhood. This neighborhood has children and schools that would benefit from leisure activities such as restaurants and more enjoyable activities. If this were your home I am positive you will put yourselves in our shoes and realize the benefits of having worthwhile businesses that drive our economy in Leesburg, not a facility that promotes pollution, noise and contamination. This would ruin our neighborhood and would push a lot of tax payers out of the area, perhaps even abandoning their homes because the values of the homes would be decreased by this rezoning change.

If you ask yourself would you live in this neighborhood after this light industrial is built? I am guessing this is what buyers will also review when it comes to finding a new home in Leesburg. I am sure they will be opposed to living next to any type of manufacturing.

Please reconsider.

Sincerely,

Mother of a 8 month old, homeowner, business owner and 2 beagles

Susan BerryHill

From: Matthew Senska <msenska@hotmail.com>
Sent: Wednesday, July 30, 2014 9:55 PM
To: Planning Commission
Subject: TLZM-2014-0004, Oaklawn at Stratford

Request consideration of the following comments related to the subject application. While Laura Senska is a member of the Oaklawn HOA Board of Directors, these comments are submitted as our personal statement and not representative of the Oaklawn Board.

Regards,
Matt and Laura Senska
153 Great Laurel Sq., SE

Bottom Line Up Front:

- Request recommendation of denial regarding the three new land uses. Applicant fails to conform with the Town Plan and applicable zoning ordinances requiring mitigation of impacts and compatibility with surrounding neighborhood.
- Land Bay B: Applicant fails to describe mitigation for industrial land use with significantly reduced buffers, and no public information exists to affirm a lack of impacts; or identify the user or type of business to be sited there. Land Bay A would be a more appropriate site within Oaklawn and certainly a more appropriate site exists within the Town of Leesburg.
- Land Bay D: A "repair service establishment" introduces a significantly different set of impacts vice a gas station. A tire shop or similar use is far noisier, presents aesthetic challenges, and the parcel located close to residential. No additional conditions are offered in the proffer to mitigate impacts.
- Land Bay A: A "recreational facility" to potentially include a skate rink presents a substantially different set of impacts upon the community compared to the "health club" specifically noted in the "Regional Office" plan, particularly regarding the intensity and timing of traffic impacts. The town should enforce the scope specifically identified in the Town Plan.

Discussion:

Considering the criteria cited in the staff report for recommending approval or denial, we request the new three new land uses requested by the applicant be recommended for denial. While the proposal may be an enticing commercial tenant for Leesburg, and we understand the desire for increasing the commercial tax base, the applicant fails to adequately describe mitigation for an unknown industrial land use, by an unknown user, in close proximity to existing residential. In addition, the reclassification of Land Bay D to a "repair service establishment" is a substantive change when considering the proximity to existing residential that will impact the quality of life of residents. Regarding the proposed "recreation center", accepting the broad definition requested by the applicant can result in substantially different impacts on the local community. As proposed, the application fails to conform to the Town Plan and the criteria established in Zoning Ordinance Section 3.3.15 and TLZO Sec. 8.2.2.F.

The rezoning requested for Oaklawn Land Bay B, to allow for light industrial use, is inconsistent with the Town Plan and applicable zoning ordinances. The "Regional Office" designation established in the Town Plan allows for light industrial use only when "issues related to compatibility, emissions, outdoor storage and traffic are

effectively addressed". In addition, TLZO Sec. 8.6.2 states light industrial use should be "rendered unobjectionable because noise, heavy truck traffic, odor, fumes and other potential nuisances are effectively mitigated by performance standards set out in the ordinance establishing the use."

As noted by staff, the applicant does not offer adequate detail on mitigating impacts from industrial uses. No details are available to the community on the user of the parcel, or the type of business that will be conducted there. We are concerned that industrial land use may introduce a significant amount of heavy truck traffic, storage of hazardous waste, air emissions, noise and odors. Without publicly available details to either address mitigation or establish a lack of impacts and a "good neighbor", the Commission cannot reasonably conclude that the land use is compatible with nearby residential or that nuisances are effectively mitigated. This conclusion is further supported by the fact the applicant has requested a reduction in the required buffer width by as much as 50%. For this reason, the proposal should fail to satisfy 3.3.15 criteria regarding conformance with the Town Plan "Regional Office" designation, and compatibility with the surrounding neighborhood.

The applicant also fails to demonstrate the "superior site design" required to conform to TLZO Sec. 8.2.2.F, as it would appear a more suitable site exists even within the Oaklawn development. Land Bay A would allow the same site plan to be built, but at a further distance from existing residential and the larger land bay would allow for more comprehensive buffering. The greater profile along the Greenway would be consistent with the Town Plan's vision for a corporate headquarters being visible from a transportation artery.

The applicant has requested flexibility in the zoning for Land Bay D be approved for a "repair service establishment", such as an auto repair shop. The applicant contends this is essentially the same as a gas station, which may currently be built by-right in the land bay. This is not a reasonable position. Land Bay D is very close to existing Oaklawn residential and an auto repair shop using pneumatic tools is much noisier than a gas station. Staff notes that "additional conditions" would be necessary to mitigate impacts. The applicant proposes no additional conditions or mitigation to ensure compatibility with the surrounding neighborhood. This too fails to meet the 3.3.15 criteria.

Finally, the Commission should not offer the flexibility being requested by the applicant with regard to a "recreational facility" proposed for Land Bay A. Staff notes that a "health club" is an acceptable land use for a Regional Office planning area, but the applicant suggests uses such as skating rinks. These are vastly different in terms of impacts on the local community. A building like a skating rink produces heavy traffic every evening and weekend as its primary users are youth hockey or figure skaters. A standard health club, like the LA Fitness already built approximately of 7-8 minutes away in the Village at Leesburg development, has users that are spread out amongst the day and would result in a less intense impact. The Commission should demand the applicant be specific in its use for the "recreational facility", so that it can be sure the proffer provides adequate mitigation to ensure compatibility.

Finally, as town residents, we find it insulting and troubling that so much of this project has been worked without any input from the community under the watch of the town government who is encouraging a fast track. Part of the allure of Leesburg is the "small town" feel where residents matter, the complete opposite of which has occurred to date with this proposal.

Susan BerryHill

From: Irish Grandfield
Sent: Thursday, July 31, 2014 8:33 AM
To: Scott Parker; Susan BerryHill; Brian Boucher
Cc: Debi Parry
Subject: FW: Objection to Rezoning Plan at Oaklawn - Stratford

FYI

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: ARLENE GARCIA [<mailto:garciarobarl@verizon.net>]
Sent: Wednesday, July 30, 2014 6:57 PM
To: planningcommission@leesburgva.com; ken.reid@loudoun.gov; monica.filyaw@loudoun.gov;
jonathan.chambers@loudoun.gov; Irish Grandfield
Subject: Objection to Rezoning Plan at Oaklawn - Stratford

Hello,

I am not in town but on vacation and will not be available for the meeting. I would like to register my strong objections to the proposed rezoning options for the Oaklawn landbays. With the given considerations, it does not bode well for residential homeowners. The mixed uses proposed and seemingly approved, do not protect the residential environment but threatens to diminish homeowner value and residential quality. The projects do not even work well together as a whole, much less in parts, and certainly adversely affect the well established residential community. This is more of a commercial throw together without a cohesive plan to work with other commercial interests, and not residents. Please oppose these projects - they will hurt thriving communities with kids and families. Is this type of development meant to drive residents out? We already have major traffic based on the location along with the airport.

In opposition,
Arlene Garcia

Susan BerryHill

From: Irish Grandfield
Sent: Thursday, July 31, 2014 10:57 AM
To: Brian Harris
Subject: RE: Oaklawn questions

Brian,

Please see responses below.

Regards,

Irish

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: Brian Harris [<mailto:brianharris01@gmail.com>]
Sent: Wednesday, July 30, 2014 12:07 PM
To: Irish Grandfield
Subject: Oaklawn questions

Mr. Grandfield,

Thank you for providing me your contact information at the meeting with the Oaklawn representatives yesterday, 7/29. Being a resident of Stratford on south Whipp Drive, backing directly onto Land Bay B, I have some additional questions that the Oaklawn representatives deferred and hope you can provide me with some insight regarding them.

* Once the Sycolin bridge is open and Hope Parkway is completed, drivers exiting the Greenway northbound onto Miller Drive will find it more efficient and expedient to make a left onto Hope through the Stratford community and then a left onto Sycolin to get into town rather than continuing down Miller, making a left on Battlefield, and then a left onto Sycolin. The shortcut through Stratford has fewer lights, less traffic, and is a more direct route. What measures are being considered, such as "No Through Traffic" signs, to discourage this? **Public roads are for public use and my understanding is that state law does not allow the Town to post such signs. We will be requesting Oaklawn to proffer to post signs at their exits for Land Bays A and B that state "Truck Route" and point toward Miller Drive. For more information regarding what the Town can legally do related to roads, please contact Tom Mason, Director of Public Works for the Town of Leesburg.**

* Several areas of the Oaklawn documentation make mention of the allowance of "heavy truck traffic" (tractor trailers) from 7am-10pm. Per the staff report, the site plan is required to submit a list of measures to mitigate heavy truck traffic. The Oaklawn representatives indicated to me that they planned no such mitigation. What are your expectations from the site plan to address this? **This issue cannot be dealt with at the time of site plan. For the Town to have any control over hours of truck traffic, it needs to be proffered as part of the rezoning. Town staff continue to ask the applicant to proffer limits on truck traffic hours.**

* The Oaklawn documentation accounts for odor, particulate, and light pollution, but it does not address noise pollution (truck traffic, HVAC units, outdoor sports, etc). TLZO Sec. 8.6.2 defines light intensity industrial use to be "rendered unobjectionable because noise...[is] effectively mitigated." The Oaklawn representatives indicated to me that they planned no such mitigation. What are your expectations from the site plan to address this? **HVAC noise is covered**

under the Zoning Ordinance and enforced by the Town's Department of Planning and Zoning. Other noise regulations are in the Town Code and enforced by the police.

* The Oaklawn representatives defined the "berm" being constructed for Buffer Zone #4 as being a 4'-high wall topped with evergreens to obscure headlights. Most trees have a gap of several feet between the ground and their foliage. Considering the height of the wall and this foliage gap, won't the headlights shine across the top of the berm, through the foliage gap, and directly at the back of the houses at eye-level/window height? **Proffer #19 commits the applicant to ensuring that headlights are effectively screened.**

* Also regarding the "berm," will the initial planting be mature trees that provide sufficient coverage, or will they be immature saplings that require years to grow? **Proffer #18 commits the applicant to plant material of sufficient maturity to provide screening immediately.**

* The current drainage from the marsh area sufficiently prevents local flooding. When replaced with a "berm," what new drainage measures are being implemented to address the rainfall on the residential side of the "berm" that can no longer reach the previous outflow? **The applicant cannot create drainage problems on other properties. During the site plan process, the Department of Plan Review thoroughly evaluates all drainage onsite to ensure there are no issues.**

Thank you for your patience with my questions, and I look forward to any information you can impart.

- Brian Harris
brianharris01@gmail.com
[703-346-9024](tel:703-346-9024)

Debi Parry

From: Irish Grandfield
Sent: Thursday, July 31, 2014 2:28 PM
To: Debi Parry
Subject: FW: TLZM-2014-0004: Oaklawn at Stratford Letters of Opposition

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: Atkins, Sally [<mailto:sally.atkins@urs.com>]
Sent: Tuesday, July 29, 2014 3:26 PM
To: Irish Grandfield
Subject: RE: TLZM-2014-0004: Oaklawn at Stratford Letters of Opposition

Mr. Grandfield,
Thank you for taking the time to review and respond. I will hold off sending out – do you think you can resend a complete message today before close of business?

Regards,
sally

From: Irish Grandfield [<mailto:IGrandfield@LEESBURGVA.GOV>]
Sent: Tuesday, July 29, 2014 3:13 PM
To: Atkins, Sally
Subject: RE: TLZM-2014-0004: Oaklawn at Stratford Letters of Opposition

Ms. Atkins, I apologize. I accidently sent this message before I completed it. I will resend you a complete message as soon as possible. In the meantime, I ask that you hold off on forwarding the message to others. Thank you for your consideration.

Regards,

Irish

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: Irish Grandfield
Sent: Tuesday, July 29, 2014 3:10 PM

Irish Grandfield

From: Irish Grandfield
Sent: Tuesday, July 29, 2014 3:29 PM
To: 'Atkins, Sally'
Subject: RE: TLZM-2014-0004: Oaklawn at Stratford Letters of Opposition
Attachments: PC STAFF REPORT FINAL.pdf

Ms. Atkins,

Thank you for sharing your comments and those of other Oaklawn residents related to the current Oaklawn at Stratford commercial development Concept Plan amendment and Proffer amendment ("Rezoning"). This application requests amendments to the previous Concept Plan and Proffer approvals for Oaklawn at Stratford. The input of you and your neighbors is greatly appreciated. That is the whole purpose of having public hearings. I have forwarded your comments to the Planning Commission clerk who will share them with the Commission and ensure they are entered into the public record.

I understand why you and your neighbors would be concerned about significant changes to land use near your neighborhood but there seems to be some misunderstanding about the proposed changes to land use abutting your neighborhood. I have attached the Planning Commission staff report with a full description and analysis of the project proposal. On Page 1 of the report is a Land Bay map for the Oaklawn at Stratford development showing that the Land Bays adjacent to your neighborhood are MUC1, MUC2, and a portion of Land Bay D. On page 3 of the staff report is a land use table that shows absolutely no changes to the approved land uses for MUC1 (a park) and MUC2 (retail, service station, office, and/or support uses).

There is a single change proposed for land use in Land Bay D which would allow a "service repair establishment" in lieu of the already approved land use of an "automobile service station." The already approved use of "automobile service station" allows a business with gasoline pumps and servicing of vehicles to be established there today. The change that is proposed to allow a "service repair facility" essentially provides the option for the automobile service station use to develop without the gasoline pumps. I am not sure I understand how such a change to the approved use for Land Bay D causes additional impact to your neighborhood.

In regards to the proposed light industrial use, this is an already allowable use under the existing approved rezoning in the Land Bays closest to your neighborhood, namely Land Bays C and D. The Concept Plan and Proffer Amendments would allow this use as an option in the Land Bays furthest from your community (Land Bays A & B). Because light intensity industrial uses are already allowed in Land Bays closer to your neighborhood than what is proposed, again it is not clear to me how this change significantly impacts your neighborhood. By definition, Light Intensity Industrial uses are those that are "*rendered unobjectionable because noise, heavy truck traffic, odor, fumes and other potential nuisances are effectively mitigated by performance standards*" (Town of Leesburg Zoning Ordinance Section 8.6.2).

A few of the letters you attached to your email reference a skate park. I do not know if a skate park is proposed but certainly the applicant's requested use for a "Recreational Facility" in either Land Bay A or B would allow such a use. The "Recreational Facility" is a new proposed use as part of this rezoning and allowable in the PEC Zoning District under the Town's Zoning Ordinance. If this rezoning is approved and the applicant chooses to build a Recreational Facility it could only be in the Land Bays furthest from your neighborhood over by the Dulles Greenway (Land Bay A or B).

All information submitted by the applicant for this application as well as review materials generated by staff during the review of the application can be found on the Oaklawn at Stratford Project Page on the Department of Planning and Zoning website at this link: <http://www.leesburgva.gov/index.aspx?page=1987>.

Since I do not have the email addresses for the four other residents who provided comments through your email I would appreciate it if you would forward my email to them. Again, thank you and your neighbors for your input.

Regards,

Irish
James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov
703.771.2766

From: Atkins, Sally [mailto:sally.atkins@urs.com]
Sent: Tuesday, July 29, 2014 12:38 PM
To: Irish Grandfield
Subject: TLZM-2014-0004: Oaklawn at Stratford Letters of Opposition

Mr. Grandfield -

Please see my email below and attached letters. Our community is outraged by this sudden and fast-tracked desire to rezone certain areas to light industrial use that will abut up to our residential community that did not buy homes with that intent/understanding. The Proffer Statement that seems to be ready to be accepted by the Town of Leesburg is grossly inadequate. The residents have not been given any consideration. Alternative locations have not been considered or mitigations adequately addressed as far as we can tell.

Regards,
Sally Atkins
Oaklawn Resident and
HOA Board Member

From: Atkins, Sally
Sent: Tuesday, July 29, 2014 11:53 AM
To: 'planningcommission@leesburgva.com'
Subject: TLZM-2014-0004: Oaklawn at Stratford Letters of Opposition

Dear Members of the Town of Leesburg Planning Commission,

On behalf of several Oaklawn residents who will be unable to attend the Public Hearing Meeting on July 31, 2014, I am submitting their official written statements of opposition to the rezoning regarding TLZM-2014-0004.

We sincerely appreciate the Commission's careful review and consideration of these resident's opinions, to be echoed by others at the Public Hearing on the 31st.

Regards,

Sally Atkins
Oaklawn Resident and
HOA Board Member

receive this message in error or are not the intended recipient, you should not retain, distribute, disclose or use any of this information and you should destroy the e-mail and any attachments or copies.

Susan BerryHill

From: Irish Grandfield
Sent: Thursday, July 31, 2014 8:32 AM
To: Brian Boucher; Susan BerryHill; Scott Parker
Cc: Debi Parry
Subject: FW: TLZM-2014-0004; Oaklawn at Stratford

FYI

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: Lisa Aldrich [<mailto:lisaaldrich2@gmail.com>]
Sent: Wednesday, July 30, 2014 9:40 PM
To: Irish Grandfield
Subject: TLZM-2014-0004; Oaklawn at Stratford

Dear Mr. Grandfield,

I am a resident at Oaklawn and I understood when I bought I was buying in an unfinished neighborhood and I had to take my chances on what the neighborhood would end up looking like. When Pulte gave me the sales line of "oh it's going to be like Reston Town Center, with shops and restaurants (Sweetwater specifically was named), some professional business", I knew I was taking a chance. I'm not thrilled about the "light Industrial Company" coming into our back yard, but I see the benefit to the town and understand why the town government wants to make this move. (Though I must say I cannot imagine how much worse the already bad traffic mess will be at the end of the greenway.....a nightmare!)

What I am more bothered by is the way the developer has attached to the amendment a tire shop. While everyone is up in arms about the light industrial, upon a short google search for the international organizations in Leesburg I don't feel that this is necessarily going to be an issue for the neighborhood. A tire shop on the other hand is potentially 7 days a week many hours a day of unwanted noise.

I cannot even imagine that Leesburg NEEDS another tire shop. Off the top of my head I can think of at least 4 not counting the WalMart/Costco, and I don't believe any are in neighborhoods. I am strongly opposed to the tire shop and I will be attending the Thursday meeting to ensure my voice is heard. There is no reason we have to keep these two issues as one. The neighborhood is upset enough about the change for the light industrial company; please don't let them turn Oaklawn/Stratford into an industrial complex with a tire shop. We need a gas station on that side of town, we need a grocery store, and there are plenty of things we need that will add value not only to Oaklawn/Stratford, but to all of those on that side of route 7 and that end of Route 15.

On another note, I feel the way this process was handled is just wrong. I realize everyone is doing what's "within" the law. But that doesn't make it right. This light industrial issue has been worked on for quite some time, bids were made, sites were visited etc. The residents are just now being told when in all honesty we know it's a done deal, we have no say whatsoever. And the way the developer has piggybacked the tire shop with the light Industrial Company, reeks of what's wrong with government/business today. Tagging on something that they want, not what's good for the community, to a bill/amendment that they know is going to get passed, is even more wrong.

Lisa Aldrich
Cell: 703-717-1165

Debi Parry

From: Irish Grandfield
Sent: Thursday, July 31, 2014 2:24 PM
To: Debi Parry
Subject: FW: Oaklawn at Stratford Letter of opposition

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: Kelly Griffin [mailto:kelly.griffin155@gmail.com]
Sent: Tuesday, July 29, 2014 11:29 AM
To: Irish Grandfield
Subject: Fwd: Oaklawn at Stratford Letter of opposition

Hi Irish,

We have been playing phone tag, but I wanted to forward you a copy of the email that I sent to the Planning Commission today. I request that this email be placed on official record.

I understand that the Town and the Developer have signed a non disclosure agreement, however, I think it is incredibly inappropriate that you are asking Town Residents to live directly adjacent to a development and not telling us what uses will be developed.

This application has the potential to be a real asset and detriment to the Town. I hope that Town staff, the Planning Commission and the Town Council will listen to the residents and actually take into consideration our concerns and request.

I have worked in the engineering and development for many years and fully understand how the industry works. For that and many other reasons, I am very concerned about this application.

Thank you,
Kelly Griffin

----- Forwarded message -----

From: Kelly Griffin <kelly.griffin155@gmail.com>
Date: Tue, Jul 29, 2014 at 11:07 AM
Subject: Oaklawn at Stratford Letter of opposition
To: planningcommission@leesburgva.com

Dear Members of the Town of Leesburg Planning Commission,

I will not be able to attend the Planning Commission Public Hearing held on July 31, 2014. Therefore, I would request that this letter be submitted as my official opposition statement regarding TLZM-2014-0004.

First, I would like to state that I believe that development of the vacant landbays is beneficial for both the surrounding neighborhoods and the Town of Leesburg. However, I would like to state numerous concerns I have regarding the submitted rezoning application. I understand the need for a non-disclosure agreement, however, I think it is unfair as a neighboring property owner to not be informed of the exact uses that will be constructed adjacent to our homes that will have a direct impact on our daily lives. I request that the residents be given as much possible information as possible regarding the potential corporation and its uses. In addition, I would also like to state how inappropriate it is to fast track an application of this magnitude. I understand the potential economic boost for the Town of Leesburg, however, it is at the expense of the neighboring residents. I, along with the majority of the surrounding neighbors feel that we are being steam rolled and that our voices will not even be heard. Legally we have the right to state our concerns, however, I feel that our concerns will not be considered or addressed given the potential economic benefit to the Town of Leesburg.

I request that the Planning Commission seriously consider the recommendations listed below.

- Zoning: I understand that light industrial uses are allowed in the PEC Zoning District. However, I was unable to locate a definition or a list of exact uses that are allowed to be constructed as light industrial. I hereby request a list of uses that will potentially be used as light industrial uses and that strict performance standards are proffered. The performance standards currently in the proffer statement are grossly inadequate.
- Data Center: I understand the need for a data center as part of a corporate headquarters, however, I am opposed to the flexibility in the location throughout the development.
 - Location: The location of the proposed data center should not be located directly adjacent to residential units, i.e. Land Bay D. The location should be limited to as close to the Dulles Greenway as possible.
 - Design: The design of the data center should resemble an office building and required to have similar design standards as the remaining buildings in the Oaklawn Development. I do not believe that Landbay B should be removed from the H-2 guidelines. It is very important that the overall character of the development be preserved. I also question where the data center will have access to redundancy of power and water. The building should be situated in such a way that no resident should have to look at any of the cooling towers, generators, mechanical equipment or other facilities associated with the data center. The screening should be visually solid.
 - Noise: The noise generated from a data center is typically of a different tonal quality and is a high pitch noise that is very irritating for adjacent property owners. Obnoxious and irritating noise is also generated by the backup generator, air condensers and cooling towers. Often times, data centers will run the backup generators on the weekends to take advantage of a reduction in fees by the power company. I request that all of the facilities generating noise be placed internal to the building with proper buffering methods installed so that the noise does not exceed the ordinance requirement of 55 dba at the property line. No increase of noise levels should be approved.

- Lighting: Often times, and given the minimal amount of information provided to the residents, I am assuming with a corporate headquarters, the data center will be required to be a high level security building. I request that the proffer statement include full cut off lights and additional proffers to state that no glare or nuisance on the adjacent residential neighborhoods.
 - Buffer reductions: I do not support any buffer reductions adjacent to residential neighborhoods. As it stands today, with this type of development, the Loudoun County Zoning Ordinance would require a 6 foot berm with Type 4 Buffer bordering a residential neighborhood. I believe that the required 75' buffer and additional landscape and/or berming and fencing is warranted in this situation.
 - Performance Standards: I request that the proffered performance standards be revised to include very specific and strict design guidelines with the concerns stated above addressed.
- Transportation: I believe it is absolutely critical that the extension of Hope Parkway be constructed with the construction of the proposed Corporate Headquarters. As Town Staff has stated, I think it is critical that measures be taken in the neighboring development to address increased traffic and speeding. This link is not only critical for the proposed use, but also access to the neighborhoods. For example, recently when the gas main was struck by construction of the Sycolin Road flyover, residents and commercial developments were evacuated. Residents of Stratford were not able to get out of their neighborhood to pick up their children from school because there is only 1 access point to the development, nor was any resident able to get into the community.
- The proffers reference an agreement between Oaklawn and the Town of Leesburg. I have not read the agreement, however I would like to state that I believe the construction of this missing link of roadway should be the developer's responsibility with this development. The proposed construction of a corporate headquarters will more than generate a need for this roadway.

In closing, I would like to state that I understand that I purchased property in a mixed use development. I am not opposed to the development and I am encouraged by the types of retail, restaurant and commercial development that a corporate headquarters could bring. I believe these uses will be an asset to the neighboring communities. However, these uses need to be designed properly with the residents in mind to ensure an overall cohesiveness.

Thank you,

Kelly & Sean Griffin

Oaklawn Residents

Karen Cicalese

From: David S. Butler
Sent: Wednesday, July 30, 2014 9:52 PM
To: Council; Planning Commission
Subject: More input from Stratford

Below is additional input from a Stratford resident sent to Irish. Copied below with permission:

Mr. Grandfield,

Thank you for providing me your contact information at the meeting with the Oaklawn representatives yesterday, 7/29. Being a resident of Stratford on south Whipp Drive, backing directly onto Land Bay B, I have some additional questions that the Oaklawn representatives deferred and hope you can provide me with some insight regarding them.

* Once the Sycolin bridge is open and Hope Parkway is completed, drivers exiting the Greenway northbound onto Miller Drive will find it more efficient and expedient to make a left onto Hope through the Stratford community and then a left onto Sycolin to get into town rather than continuing down Miller, making a left on Battlefield, and then a left onto Sycolin. The shortcut through Stratford has fewer lights, less traffic, and is a more direct route. What measures are being considered, such as "No Through Traffic" signs, to discourage this?

* Several areas of the Oaklawn documentation make mention of the allowance of "heavy truck traffic" (tractor trailers) from 7am-10pm. Per the staff report, the site plan is required to submit a list of measures to mitigate heavy truck traffic. The Oaklawn representatives indicated to me that they planned no such mitigation. What are your expectations from the site plan to address this?

* The Oaklawn documentation accounts for odor, particulate, and light pollution, but it does not address noise pollution (truck traffic, HVAC units, outdoor sports, etc). TLZO Sec. 8.6.2 defines light intensity industrial use to be "rendered unobjectionable because noise...[is] effectively mitigated." The Oaklawn representatives indicated to me that they planned no such mitigation. What are your expectations from the site plan to address this?

* The Oaklawn representatives defined the "berm" being constructed for Buffer Zone #4 as being a 4'-high wall topped with evergreens to obscure headlights. Most trees have a gap of several feet between the ground and their foliage. Considering the height of the wall and this foliage gap, won't the headlights shine across the top of the berm, through the foliage gap, and directly at the back of the houses at eye-level/window height?

* Also regarding the "berm," will the initial planting be mature trees that provide sufficient coverage, or will they be immature saplings that require years to grow?

* The current drainage from the marsh area sufficiently prevents local flooding. When replaced with a "berm," what new drainage measures are being implemented to address the rainfall on the residential side of the "berm" that can no longer reach the previous outflow?

Thank you for your patience with my questions, and I look forward to any information you can impart.

- Brian Harris

Dear Mr. Butler,

As a fellow residents of Stratford for over ten years, we are sending you our comments on and recommendation for the Production Building proposed in Oaklawn Land Bay B and request you forward them to the appropriate Planning Commission member or staff member for appropriate review. We are planning on attending the Planning Commission meeting tomorrow, but just in case we cannot make it, we want to ensure our comments get to the right people/ authority. I intend to post my comments on the Friends of Stratford Leesburg facebook page this evening.

The fast tracking of the OAKLAWN LAND BAY B proposal has been an "eye" opening experience—and we would be remiss if we didn't compliment the Planning Commission Staff for their huge efforts over the past 4 weeks to explain and attempt to mitigate issues associated therein so that residents are able to follow what is going on.

First, let us say that we are against the Light Industrial/Production Concept being proposed in Land Bay B; however, should it be headed toward approval we submit the following comments and propose a recommended change to help minimize the drastic impact on residents.

Page 4 in the July 31,2014 Staff Report, Compressed Review Time, paragraph 2 states:

"The initial development of the corporate headquarters consists of up to 185,000 s.f. of office, research and development, and light assembly uses in Oaklawn Land Bay B for roughly 270 employees. The proposal is for one office building toward the front of the site and one production building located at the rear of the site. Parking will be provided in front and along the sides of the two buildings. Loading facilities and trash service facilities will be located behind the production building."

This statement along with the Production Building Elevation for Land Bay B found on page 49, results in the Residents of Stratford A up on the hill and the Oaklawn Town House off Oakland Drive having to look directly into the rear of the Production Building, the EAST View on page49, with its bland architecture, 15 plus doors, dumpsters, and HVAC units, and the truck traffic loading and unloading along with the noise and light issues created with this Light Industrial/ Production Building going in the Northeast Corner of Land Bay B.

This is a drastically different view then the various overall site maps distributed by Keane Associates over the past several years, which showed NO Production Buildings.

To minimize the awful visual, noise and light impacts of the Production Building on Stratford residents and Oaklawn Townhomes, as well as the visual effect to potential users of the restaurants planned for MUSC 2-----
We RECOMMEND that the proposed Production Building be rotated 180 degrees so that the front of the building, the WEST View on page 49, be facing EAST towards Stratford A and the Oaklawn Townhouses. By doing this, the rear of both the Office Building and the Production Building will face each other, and the noise, light and truck traffic issues will be mitigated into one area between the buildings. As a result the visual effect on the STRAFORD and OAKLAWN Townhouse residents would be drastically improved—although not as much as eliminating the entire Production Building. This would also ensure that the developer and potential owners maximize their efforts in minimizing the visual, noise and light impact to their employees, thus benefitting all.

Thank you,

Lisa and Joe Dolinich

Burnell Place, Stratford

Karen Cicalese

From: Brian Harris <brianharris01@gmail.com>
Sent: Friday, August 01, 2014 12:05 PM
To: Planning Commission
Subject: Oaklawn comments from Stratford resident (345 Whipp)

To whom it may concern,

Thank you for permitting me to speak at the meeting regarding Oaklawn on Thursday evening, July 31st. I would like to reiterate in writing the concerns I raised at the meeting, and to add two additional concerns.

Additional Concerns:

* Page 5 of the Applicant Presentation shows the Production Building with a loading bay and a tractor trailer at the northeast corner. This is directly adjacent to the residential homes on Whipp Dr. I would like to REQUEST that loading bays be prohibited from implementation on the northern 50% of the Production Building so as to protect the homes on Whipp Dr. from being directly exposed to the sounds of heavy truck traffic arriving, departing, and backing up.

* A resident was noted to have submitted a request to rotate the Production Building 180-degrees. I would like to state that, as a resident of Whipp Dr, I am AGAINST this proposal for the following reasons:

- Loading apparatus and vehicles will simply be exposed to different residents (Whipp Dr.) who enjoy a shorter buffer than those on Burnell.

Lesser hardship on Burnell will be traded for greater hardship on Whipp.

- Rotating the facility would restrict or eliminate the potential usage of Brown Roan Way as a delivery route to the Production Building, requiring increased access via Hope Parkway.

Reiteration Of Stated Concerns:

* I would REQUEST that Brown Roan Way be used for the tenant's truck traffic for entering AND exiting Land Bay B instead of the intended exit along the north side of Land Bay B and Hope Parkway. The north side of Land Bay B runs directly along the houses on Whipp Dr. and would have the opposite effect of truck and noise mitigation on those residents.

Additionally, Brown Roan Way is the furthest access point to Land Bay B from all affected adjacent residents, thus minimizing truck and noise nuisances.

* I would like to REQUEST that Modified Buffer #4 that runs behind the homes on Whipp Dr. be increased from the reduced 37.5' to the maximum allowable buffer of 75' with either the proposed screen or an S3 screen, whichever is more effective. Reasons for this request:

- Future expansion of the tenant in Land Bay B, increased tenant business hours, or a change of tenant could increase the industrial elements of the site, making the proposed 37.5' buffer inadequate. Once implemented, the 37.5' buffer cannot be altered.

- Maximizing the buffer distance would minimize the potential for noise, light pollution, and truck traffic complaints.

- Residents on Burnell have the entirety of MUC1, designated as a 4-acre park, as a buffer between themselves and Land Bay B, so residents of Whipp should be given the same or best-effort consideration.

* I understand that, due to the increase in traffic on Hope Parkway from the development of the Oaklawn land bays, there is consideration to changing the nature of Hope Parkway within the Stratford community from four lanes to two lanes with parking. I would like to state that I am AGAINST this alteration for the following reasons:

- The expected increase in traffic (per the statements of Leesburg's traffic planner last night) plus the reduction of lanes will result in increased congestion within Stratford, especially at the intersection of Hope and Sycolin.
- Adding cars parked on Hope increases the potential for accidents with those parked vehicles along such an expected high-traffic route.
- Cars parked on Hope add the risk to residents of reduced visibility by having to walk from between parked cars and to enter/exit parked vehicles directly adjacent to a thoroughfare. Canadian geese cross Hope Parkway daily, to whom injury results in a fine.
- I would like to PROPOSE as an alternative that Stop signs be added at the intersection of Shirley Square and both ends of Whipp Dr.

Thank you for hearing my concerns and taking them into account when considering the development of Oaklawn and the affect it will have on the residents of the Stratford community.

- Brian Harris
345 Whipp Dr.
brianharris01@gmail.com
703-346-9024

Atkins, Sally

Subject:

FW: Oaklawn at Stratford Letter of opposition

----- Forwarded message -----

From: **Kelly Griffin** <kelly.griffin155@gmail.com>

Date: Tue, Jul 29, 2014 at 11:07 AM

Subject: Oaklawn at Stratford Letter of opposition

To: planningcommission@leesburgva.com

Dear Members of the Town of Leesburg Planning Commission,

I will not be able to attend the Planning Commission Public Hearing held on July 31, 2014. Therefore, I would request that this letter be submitted as my official opposition statement regarding TLZM-2014-0004.

First, I would like to state that I believe that development of the vacant landbays is beneficial for both the surrounding neighborhoods and the Town of Leesburg. However, I would like to state numerous concerns I have regarding the submitted rezoning application. I understand the need for a non-disclosure agreement, however, I think it is unfair as a neighboring property owner to not be informed of the exact uses that will be constructed adjacent to our homes that will have a direct impact on our daily lives. I request that the residents be given as much possible information as possible regarding the potential corporation and its uses. In addition, I would also like to state how inappropriate it is to fast track an application of this magnitude. I understand the potential economic boost for the Town of Leesburg, however, it is at the expense of the neighboring residents. I, along with the majority of the surrounding neighbors feel that we are being steam rolled and that our voices will not even be heard. Legally we have the right to state our concerns, however, I feel that our concerns will not be considered or addressed given the potential economic benefit to the Town of Leesburg.

I request that the Planning Commission seriously consider the recommendations listed below.

- **Zoning:** I understand that light industrial uses are allowed in the PEC Zoning District. However, I was unable to locate a definition or a list of exact uses that are allowed to be constructed as light industrial. I hereby request a list of uses that will potentially be used as light industrial uses and that strict performance standards are proffered. The performance standards currently in the proffer statement are grossly inadequate.
- **Data Center:** I understand the need for a data center as part of a corporate headquarters, however, I am opposed to the flexibility in the location throughout the development.
 - **Location:** The location of the proposed data center should not be located directly adjacent to residential units, i.e. Land Bay D. The location should be limited to as close to the Dulles Greenway as possible.

Atkins, Sally

-----Original Message-----

From: Frank Hayden
Sent: Monday, July 28, 2014 4:23 PM
To: Atkins, Sally
Cc: Senska, Laura
Subject: Re: Oaklawn Rezoning

Sally,

Thank you very much. Below is my statement with my address.

I'm writing to express my opposition to the Rezoning of the Oaklawn development. I'm going to do my best to make it to Tuesday's and Thursday's meetings, however I wanted to share my views with you as well.

My wife and I moved into the Oaklawn development just last year, and the major draw for us was the family oriented atmosphere created by the peaceful feeling yet close proximity to downtown Leesburg. Rezoning the property to be for light industrial uses and an automobiles repair and tire shop do not coincide with that atmosphere, and in effect make us reconsider starting our family here.

We were aware that the plan was to build some restaurants, stores and offices on the empty plots when we purchased our home, and to ensure that we were comfortable with the plans, I had our real estate agent reach out to the developers as well the town of Leesburg. We were assured that it wouldn't be overdeveloped, and were told by the town that no plans were in motion and that it would take "years" for any development to take place. I wanted to hear it for myself, so I called the developers, and specifically asked what sort of properties would be built. I was again assured it would be nothing major and would instead be something small and family friendly.

I'm not mentioning this to put the blame on anyone, because honestly there's no point in doing that. I'm trying to establish that we moved to this community for a reason, and did so with the expectation to call this home for a long time. No matter how the developers want to define "light industrial", the properties would still be industrial. Industrial properties are not pleasant to look at or walk with children by, and at the same time provide me, the homeowner, none of the benefits the original plans included. Even if I wanted to move to get away from this, studies have been done that show residential properties near industrial properties lose their value.

I'm aware that you will be attending the meetings on behalf of the homeowners and would appreciate if you could send this message along loud and clear. If there's anything else I can do to make my opposition known, please let me know.

Thank you,

Frank Hayden
196 Star Violet Terrace SE
Leesburg, VA 20175

July 27, 2014

Attn: Town of Leesburg Planning Commission

Dear Members of the Town of Leesburg Planning Commission,

I will not be able to attend the Planning Commission Public Hearing held on July 31, 2014. Therefore, I would request that this letter be submitted as my official statement regarding TLZM-2014-0004.

I recently purchased a townhome in the Oaklawn Community. I was most impressed with the overall community plan that I found on the Planning Commission website.

I bought into the community with the full understanding that I purchased property in a mixed-use development. So, I am not opposed to the development of the property to include retail, restaurants, or commercial office buildings. In fact, done correctly, the outcome can be very exciting.

However, the recent rezoning proposal leaves me greatly distressed.

My main concern is the fact that it is being fast-tracked, giving residents little time to respond with our concerns. It feels a little like the Planning Commission is intentionally trying to "slip" the rezoning through to approval before the community can respond. This is underhanded, and not the way that government should work with citizens.

I respectfully ask the Commission to slow the process of approving this project and start a dialogue with the citizens, and taxpayers, in the Oaklawn Community.

Answer our questions and address our concerns, and let us all work together to create the best economic outcome for the City of Leesburg.

We all have a stake in this City, Community and the Oaklawn develop plan.

For the record, I am opposed to the rezoning as it stands today. I am opposed to light industry being placed adjacent to a residential community. And, I am vehemently opposed to the skateboard park.

Karen Kokiko
Oaklawn Resident
209 Great Laurel Square

July 29, 2014

Attn: Town of Leesburg Planning Commission

Dear Members of the Town of Leesburg Planning Commission,

Regrettably, we will not be able to attend the July 31, 2014 Planning Commission Public Hearing regarding case TLZM-2014-0004.

Despite not being able to make the hearing, we have great concern regarding the proposed changes to the land bays of the Oaklawn-Stratford communities. As original homeowners in the Oaklawn community, we recall being informed of plans for the commercial and mixed uses of the land of which we were initially excited and intrigued. Over the years and with some economic downturn, we understood the delays in building up the area as originally planned. We were recently informed of proposed changes to the zoning plans for these areas and, from what we were learning, we became very confused, concerned and upset.

While we welcome the idea of building on the sites connected to our neighborhood, we are not happy with the possible changes from commercial and mixed use to light industrial use. Furthermore, we are upset by the lack of communication to residents regarding these changes and what they entail. Incorporating light industrial zoning in a residential development is a great concern and it is not common to place this type of zoning in such close proximity or, more accurately, in a residential area. The allowed uses under light industrial zoning could possibly include a manufacturing facility and use of large trucks. As a result, large trucks will be frequently accessing the community and this brings up concern of both noise and vehicle pollution. Additionally, traffic in the area would be significantly impacted. Route 267 West toward the Route 15 Bypass is already beyond capacity and the infrastructure would need to be addressed prior to allowing such a development.

We were also informed of the possibility of adding a "skate park" to one of the land bays. While this is an interesting idea, it would have very limited appeal to the broader community. We would suggest adding a park or another recreational facility with much broader appeal to the residents in the area and beyond.

We are strongly opposed to the changes (of which we weren't provided much information/detail) and wish to have the commercial and mixed use zoning plans remain as is until a time when they can be built up as originally planned - the plans that we were informed of when we purchased our home in the Oaklawn community. We understand that the Town of Leesburg wishes to uphold a certain look and cosmetic appeal. When we moved into our home, we were informed that the Town worked with Pulte Homes to determine home exterior colors and style (of which we, as residents, are expected to uphold). To make the proposed changes to the land bays in our community would detract from these efforts and, in turn, we feel that it would also detract from the values of our home as well as the desirability of our neighborhood.

We see other plots of land throughout Loudoun County that we feel can be utilized (and rezoned if necessary) for this light industrial use. This is not a welcome plan for our community and we strongly request that you seek alternative locations for this project - not the Oaklawn-Stratford community land bays.

Thank you for your time and consideration of our comments and concerns. Please feel free to contact us with any additional questions that you may have.

Best regards,

Jennifer and Toennes Log
102 Great Laurel Square, Se
Leesburg, VA 20175
703-771-1740

Dear Mr. Butler,

As a fellow residents of Stratford for over ten years, we are sending you our comments on and recommendation for the Production Building proposed in Oaklawn Land Bay B and request you forward them to the appropriate Planning Commission member or staff member for appropriate review. We are planning on attending the Planning Commission meeting tomorrow, but just in case we cannot make it, we want to ensure our comments get to the right people/ authority. I intend to post my comments on the Friends of Stratford Leesburg facebook page this evening.

The fast tracking of the OAKLAWN LAND BAY B proposal has been an "eye" opening experience—and we would be remiss if we didn't compliment the Planning Commission Staff for their huge efforts over the past 4 weeks to explain and attempt to mitigate issues associated therein so that residents are able to follow what is going on.

First, let us say that we are against the Light Industrial/Production Concept being proposed in Land Bay B; however, should it be headed toward approval we submit the following comments and propose a recommended change to help minimize the drastic impact on residents.

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Thank you,

Lisa and Joe Dolinich

Burnell Place, Stratford

Oaklawn at Stratford, TLZM-2014-0004
Public Input provided via email

Lisa Aldrich
Christie & Ryan Ask
Sally Atkins
Bob & Jennifer Banasik
Robert Clarke
Lisa & Joe Dolinich
Laurie Dunham
Rob Fallon
Michel Gorman
Hugh Green
Kelly Griffin
Tahira Hasnain
Frank Hayden
Jennifer & Toennes Log
Mike & Angelica Lunney
Shane & Lisa McLaughlin
Corey Merdler
John Nuzum
Terry & Bonita Oswari
Patricia Perry
Misha (Liz) Ptak
Matthew & Laura Senska
Elkin Sierra
LuAnne Skillinger
Shirely Stauffacher
Greg & Natalie Skotzko
Michael Summers
Mike Tanski
Lyla Zeidan

Areas of Concern

Expedited process, secretive, lack of communication with Stratford and Oaklawn residents
Light industrial use is not compatible with residential use
Noise (from truck traffic and light industrial use) and lights problematic for Land Bay B
Truck traffic through neighborhood
Traffic congestion/Commuter traffic congestion
Ice Skate Park
Removal of H-2 Guidelines, Performance standards
Rezoning all Land Bays to allow light industrial
Rezoning Land Bay B only or if Land Bays A and B are rezoned to allow light industrial use, remove light industrial use on Land Bays C and D to eliminate potential "industrial park"
Located the tenant in Land Bay A which is further remove from residential

Health of large containment pond

Aesthetic buffering placing fences in the inner perimeter and trees on the outer perimeter of buffer in a natural formation not one single row

Increased traffic through neighborhood will increase the danger to pedestrian traffic

Signalization and speed mitigation measures

Negative financial on neighborhood, industrial park will decrease home values

Light industrial use not compatible for neighboring community with 3 schools within 1 mile

Fire & Rescue Contribution

Failure of the Developer's promise that Oaklawn would rival the commercial successes of One Loudoun/Ashburn Village, etc.

Pedestrian Network

Recreational Facility

Karen Cicalese

From: Aldrich, Lisa <Lisa.Aldrich@capitalone.com>
Sent: Thursday, August 07, 2014 8:10 AM
To: Planning Commission
Subject: FW: Regarding TLZM-2014-0004
Attachments: Oaklawn.docx

Unfortunately I am not able to attend the public hearing to be held on August 7. I've attached a note with my comments. Thank you in advance, for your consideration.

Lisa Aldrich

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August 5, 2014

Attn: Town of Leesburg Planning Commission

Dear Members of the Town of Leesburg Planning Commission,

Unfortunately I will not be able to attend the Planning Commission Public Hearing to be held on August 7, 2014. Therefore, I would request that this letter be submitted as my official statement regarding TLZM-2014-0004.

First, I would like to state that I believe development of the vacant land bays is beneficial for both the surrounding neighborhoods and the Town of Leesburg. When I purchased my home in the Oaklawn community, I was informed of plans for the commercial and mixed uses of the land, which I have been excited and intrigued by. Over the years and with some economic downturn, I understood the delays in building up the area as originally planned. While I very much welcome the idea of building on the sites connected to the neighborhood, I am not happy with the possible changes from commercial and mixed use to light industrial use.

As I said, I do understand the light industrial international headquarters would be a benefit to Loudoun County. And I can imagine the company likes the location with its proximity to the toll road and Leesburg Airport. If this deal is better for the town/county, I realize the residents in the area may just have to "get over it". If that becomes the case, I would like the Planning Commission to consider our concerns as far as the issues surrounding the Company Headquarters moving into the area.

- **Noise:** The noise generated from a light industrial building may be a nuisance for adjacent property owners. This noise is attributable to the on-site equipment, generators, work staff, and vehicles/delivery trucks that would be passing through this location. The Developer also refuses to provide standard hours of operation, merely stating that it is "normal business hours" which as most can attest to, these vary widely among different fields of employment. While I acknowledge that the initial tenant that the Developer has in mind for Land Bay B is considered to be a quiet tenant with work on the spectrum that is closer to office work than industrial work, I am concerned about future tenants that would be permissible on all land bays in the future once Land Bays A and B are rezoned to allow light industrial. I request that all of the facilities generating noise be placed internal to the building with proper buffering methods installed so that the noise does not exceed the ordinance requirement of 55 dba at the property line. No increase of noise levels should be approved.
- **Lighting:** Lighting attributable to parking, within the buildings themselves, and those of vehicles (both passenger vehicles and delivery trucks to include tractor-trailers) present a nuisance to adjacent properties. I request that the proffer statement include full cut off lights and additional proffers to state that no glare or nuisance on the adjacent residential neighborhoods.
- **Buffer Reductions:** I do not support any buffer reductions adjacent to residential neighborhoods. As it stands today, with this type of development, the Town Leesburg requires a 75' buffer and S3 (the most dense) screening. I request that the proffer be amended to adhere to this guideline.
- **Transportation:** I believe it is absolutely critical that the extension of Hope Parkway be constructed at the same time as the construction of the proposed Land Bay B. As Town Staff has stated, I think it is critical that measures be taken in the neighboring development to address increased traffic and speeding. This link is not only critical for the proposed use, but also access to the neighborhoods. To this end, appropriate

signaling should be installed to deter speeding and to ensure residents in the Oaklawn and Stratford communities remain safe. The current transportation study is outdated and should be redone to include the impact of future developments that have been approved but have not yet begun construction, such as the Corner Chapel, which will be built at the intersection of Sycolin Road and Battlefield Parkway in the near future. The proposed office and production building in Land Bay B will add close to 500 parking spots. This increase in the number of commuters will greatly overburden the surrounding roadways, which are already over capacity. It currently takes 20-30 minutes to drive 1 mile within our vicinity due to the high volume of traffic, even longer at times during the school year/sports season.

None of the residents in the area bought into an industrial park. For some reason this is all being fast tracked and I don't feel like we've taken the time to consider other options. For example, if it becomes necessary to rezone one of the bays to bring this company headquarters to town, then in an effort to keep the area from becoming an industrial park, maybe we should consider rezoning C and D to **NOT** be light industrial. (Please keep in mind, though Land Bays C and D are currently zoned for light industrial use, that fact that was not widely publicized, when we purchased our homes)

I understand that the Town of Leesburg wishes to uphold a certain look and cosmetic appeal. To make all the proposed changes to the land bays and more than double the light industrial in our community would detract from these efforts and, in turn, it would most likely detract from the values of our homes as well as the desirability of our neighborhood. Which I might add is in close proximity to 3 schools and a sports complex, I don't imagine these proposed changes would be good for those areas either in terms of safety, traffic, noise pollution etc. I cannot imagine that the planning commission would want, within town limits, an **increase** in the allowable space for light industrial.

I am sure the developer would like to get this land off their books and be done with it. I really do not feel they have the best interest of the town/county or the neighboring residents in mind. Linking this "international headquarters" deal with the opportunity to bring in other industrial type businesses (i.e. a tire shop) is only good for them and most likely an easy way out of an area that's just costing them money. I would also like you to keep in mind there is a daycare directly across from Land Bay D, currently zoned light industrial, I don't imagine the nose from those tire machines will help at naptime.

I have also heard about the possibility of adding an ice skating rink to one of the land bays. Such an establishment presents a substantially different set of impacts upon the community compared to the "health club" specifically noted in the "Regional Office" plan, particularly regarding the intensity and timing of traffic impacts. In addition the typical around-the-clock hours for such an establishment would result in noise and light pollution to surrounding areas. I would request that the town enforce the scope specifically identified in the Town Plan. I would also like to note that adding a park or another recreational facility with much broader appeal to the residents in the area and beyond.

Thank you for your time and consideration of our comments and concerns.

Regards,

Lisa M. Aldrich
443 Heartleaf Terrace SE
Leesburg VA 20175

Karen Cicalese

From: Irish Grandfield
Sent: Thursday, August 07, 2014 9:10 AM
To: Scott Parker; Brian Boucher; Susan BerryHill; Karen Cicalese
Subject: FW: Oaklawn re-zoning concerns

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: Christi [<mailto:christiask@gmail.com>]
Sent: Wednesday, August 06, 2014 8:26 PM
To: Irish Grandfield
Subject: Fwd: Oaklawn re-zoning concerns

Good Evening,

Looks like my original email did not go through. Please see attached.

Thank you for your time,
Christi Ask

Sent from my iPhone

Begin forwarded message:

From: Christi Ask <christiask@gmail.com>
Date: August 5, 2014 at 9:29:18 AM EDT
To: planningcommission@leesburgva.com
Cc: Ryan Ask <ryanask@gmail.com>
Subject: Oaklawn re-zoning concerns

Good Morning,

Unfortunately, my husband and I will not be able to attend the Town Council Public Hearing on 12 August; however, we like to voice our concerns.

We specifically bought our townhome in the Oaklawn community due to the fact that zoning plans allowed for shops/restaurants as well as a gas station. We are not interested in having a full service auto repair shop or an industrial park in the middle of our residential community. Battlefield Parkway has three schools within one mile from Oaklawn with plenty of children walking the streets within the community. We don't believe it makes much sense to industrialize this area.

Furthermore, the Dulles Greenway already has a traffic congestion issue during rush hour at exits 1 & 2. Adding anywhere close to 900,000 sq feet of light industrial use would only add to the existing traffic issues. Utilizing the original plan of shops, restaurants, a gas station, etc would allow for less traffic during rush hour, less pollution, increased housing real estate and a happier community.

We highly encourage the planning commission to stick with the original zoning plan and appreciate the opportunity to share our views.

Thank you for your time,
Christi & Ryan Ask
Heartleaf Terrace, Leesburg

Karen Cicalese

From: Atkins, Sally <sally.atkins@urs.com>
Sent: Thursday, August 07, 2014 4:36 PM
To: Karen Cicalese
Cc: L Senska (laurasenska@hotmail.com)
Subject: new Oaklawn HOA Letter of Opposition
Attachments: Oaklawn Statement of Opposition_Oaklawn HOA.pdf

Ms. Cicalese –

Please confirm your receipt of the attached official written statement in the capacity of the Oaklawn HOA.

Thank you,

sally

From: Karen Cicalese [<mailto:KCicalese@LEESBURGVA.GOV>]
Sent: Thursday, August 07, 2014 11:06 AM
To: Atkins, Sally
Subject: RE: Sally Atkins - FW: TLZM-2014-0004: Oaklawn at Stratford Letter of Opposition

Not a problem.
Karen

From: Atkins, Sally [<mailto:sally.atkins@urs.com>]
Sent: Thursday, August 07, 2014 11:03 AM
To: Karen Cicalese
Subject: RE: Sally Atkins - FW: TLZM-2014-0004: Oaklawn at Stratford Letter of Opposition

Fabulous that's a relief, and will do.

Many thanks,
sally

From: Karen Cicalese [<mailto:KCicalese@LEESBURGVA.GOV>]
Sent: Thursday, August 07, 2014 11:02 AM
To: Atkins, Sally
Subject: RE: Sally Atkins - FW: TLZM-2014-0004: Oaklawn at Stratford Letter of Opposition

Most of the emails you forwarded today had been received last week and were forwarded on to the Planning Commission either prior to July 31st or given to them at the meeting on the 31st. I will collect anything that was not received last week and will put it the official record for this evening. It would be helpful if we could receive your updated letter by 5:00 PM so that it can be included in tonight's emails.

Thanks,
Karen

From: Atkins, Sally [<mailto:sally.atkins@urs.com>]
Sent: Thursday, August 07, 2014 10:57 AM

To: Karen Cicalese

Subject: RE: Sally Atkins - FW: TLZM-2014-0004: Oaklawn at Stratford Letter of Opposition

Hi Ms. Cicalese –

Yes please, I'd like all of the statements that I've sent this morning to be entered into official record please as the ones that were meant to reach the Planning Commission last week, prior to the July 31st meeting, unfortunately never reached them due to using a ".com" address.

I also plan on sending an updated letter sometime later today prior to today's meeting. What is the latest time it can be sent please?

Kind regards,
sally

From: Karen Cicalese [<mailto:KCicalese@LEESBURGVA.GOV>]

Sent: Thursday, August 07, 2014 10:53 AM

To: Atkins, Sally

Subject: RE: Sally Atkins - FW: TLZM-2014-0004: Oaklawn at Stratford Letter of Opposition

Hello Ms. Atkins,

Did you want this for tonight's meeting...your email indicates the July 31st meeting.

Please advise.

Karen Cicalese
Executive Associate
Planning & Zoning Dept.
(703) 771-2434

From: Atkins, Sally [<mailto:sally.atkins@urs.com>]

Sent: Thursday, August 07, 2014 10:29 AM

To: Planning Commission

Cc: L Senska (laurasenska@hotmail.com)

Subject: Sally Atkins - FW: TLZM-2014-0004: Oaklawn at Stratford Letter of Opposition

From: Atkins, Sally

Sent: Thursday, July 31, 2014 3:45 PM

To: 'planningcommission@leesburgva.com'

Subject: TLZM-2014-0004: Oaklawn at Stratford Letter of Opposition

Dear Members of the Town of Leesburg Planning Commission,

Please find attached my official statement as an Oaklawn homeowner concerning TLZM-2014-0004, which is being submitted as part of the public record for the Public Hearing Meeting at 7pm on July 31, 2014.

Regards,

Sally Atkins

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Attn: Town of Leesburg Planning Commission
Subj: TLZM-2014-0004, Rezoning Application for Oaklawn at Stratford on August 7, 2014
Submitted by: Sally Atkins, Oaklawn HOA Board Member

Dear Mr. Chair and the Members of the Town of Leesburg Planning Commission:

On behalf of the 300+ Oaklawn Townhome residents, the Oaklawn HOA greatly appreciated your listening to all of the concerns of the Oaklawn and Stratford communities last Thursday, July 31st, and for your pointed questions addressed to the developers. More recently, we also value your attendance at the August 6th meeting that our HOA had requested with the developers during and following the initial Public Hearing. As we approach this upcoming Hearing, we hope you will continue to analyze this re-zoning application and its proffers with judicious minds; it is evident by your line of questioning that you take your obligations seriously of protecting residential neighborhoods from the intrusions of noise and lighting that may result from outdoor recreational uses, as well as from light intensity industrial use. We trust that the planning process and the Town Council will keep our communities in mind, as if it were your own community and your own backyard where you carefully chose to make an investment and make a home.

On the Town of Leesburg website it states (bold added for emphasis): “Leesburg continues to experience significant new development in residential, commercial and institutional sectors. As part of the Town's ongoing effort to make the **land development process clear and predictable** for property owners, developers and members of the public, here you will find information about new commercial, residential, institutional & public infrastructure construction projects - recently completed and in the development pipeline.” As well that: “The [economic] commission works to retain and expand existing businesses, attract and recruit desirable new businesses, and enhance economic activities that will **benefit** local businesses and **residents.**” Our residents understand the importance of economic development to the Town and its vibrancy, which in turn benefits citizens, their quality of life, and their home values. But our residents do not feel like an in-depth assessment and full consideration has occurred in this compressed timeframe concerning what the economic impacts to the abutting residential areas will be if this re-zoning application is approved, as amended through August 6, 2014.

The Town of Leesburg holds a strong sensibility for quality of life as it relates to aesthetics. Location, the charm, the aesthetics – we believe those were all aspects of a community that attracted our neighbors to Oaklawn. We request that the developer look at other viable alternatives in keeping with the aesthetics of the overall area and contributing visually and meaningfully to the uniqueness of our community, not adding architectural detractions. We have heard this applicant is a good company, but has a desire to expand further within Land Bay B; with the possibility of the market changing again, whereby retail and restaurants don't arrive, we would be left with an industrial/office park – something none of us bargained for.

With the non-disclosure agreement and the expeditious manner at which this major change in land-use is being rushed past us, the residents do not find this aforementioned land development process at all to be clear and predictable. It is not readily apparent on the Town's website that light intensity industrial is a sector so the intent of Leesburg's development is not wholly transparent to either existing residents or newcomers looking to call Leesburg “home”. Perhaps advertising “light industrial” does not have a pleasant ring tone and may not either when we try to sell our homes. At the end of this letter are photographs of the current land bay signs posted conspicuously alongside the roads, which also don't advertise light industrial.

Attn: Town of Leesburg Planning Commission

Subj: TLZM-2014-0004, Rezoning Application for Oaklawn at Stratford on August 7, 2014

Submitted by: Sally Atkins, Oaklawn HOA Board Member

Based on the current information, and again, with little time to get a true consensus from our residents, we would like to propose the following for the Commission's consideration:

Buffers: Although the developer has presented revised buffer areas on the northern and eastern perimeters surrounding the production facility, it is not clear what the width of that buffer is – does it remain at the previously proposed reduced width of 37.5 feet? If this rezoning is approved, a proffer should include:

- The maximum required buffers by TLZO Sec. 12.8.3 of 75' S3 along all land bay sections described in the table on page 14 of the Staff Report (July 31, 2014).

Recreational Facility: Town Staff notes that "recreational use is recognized by the Town Plan as a component of Regional Office use and it is also allowable use in the PEC zoning district". Recreational use is a broad term and not defined; for instance, a casino or dance club could also be considered by some as recreational. Envisioned uses in the Regional Office land use category did not include the proposed recreational use and "[a]cceptable land uses do include health clubs", which the proposed ice rink is not. An ice rink would look out of character for this neighborhood, even if it could comply with H-2 architectural design standards, and is not warranted for this residential area. The developers propose it would be similar to the Ashburn Ice House, which is located 10 miles away. Within a 24 mile radius from Leesburg there are nine (9) ice rinks.

Attached is a Satellite image of the Ashburn Ice House that abuts up to single-family homes, whereby across the street it looks like a large storage yard. I'm not aware who arrived first, but either way upon first glance is it an area you would choose to live in? As an indoor ice rink, we assume it would be open all year round, probably seven (7) days a week, to accommodate public sessions, pickup hockey, ice hockey, figure/ice skating, ice hockey clinics/camps and tournaments, and event planning (such as birthday parties). The dollar figures are rolling, but so too is the traffic, noise, and safety issues that neighbors will need to contend with.

Ice rinks often use hazardous materials, such as anhydrous ammonia as a refrigerant. Although accidents at facilities using this chemical substance as a refrigerant do not usually involve fires or explosion (like the West, Texas explosion), they can result in dangerous releases of toxins due to equipment failure, operator error, or transportation accidents for example – a cost often burdened on the public for injuries and/or property damage. A fire at an ammonia source will produce corrosive and toxic gases; runoff from fire control efforts may cause groundwater pollution. If this rezoning is approved, a proffer should include that:

- The rink cannot employ an ammonia-based refrigeration system because of the significant and potentially dangerous environmental and health risk, especially for those living closest to the facility.
- The applicant's contribution to Fire & Rescue will meet or exceed the typical twenty cents (\$0.20) per square foot of commercial use. The applicant is proposing \$0.10 per square foot and that is not an acceptable burden for tax-paying citizens to ultimately bear.

Attn: Town of Leesburg Planning Commission
Subj: TLZM-2014-0004, Rezoning Application for Oaklawn at Stratford on August 7, 2014
Submitted by: Sally Atkins, Oaklawn HOA Board Member

Truck Traffic: Based upon the recent change in operations by one (1) hour (i.e., 7:00AM-9:00PM), the HOA still believes this is not sufficient or reasonable for residential areas and finds it still grossly objectionable. The applicant will likely be requesting a 15-year lease, with five (5) one-year option years, and its current operations (corporate office and production facility) as we understand them are approximately 8:00AM-5:00PM. The developer has stated that its company wants the flexibility of retaining the allowance for truck traffic operations from 7:00AM-9:00PM so that they can attract other similar tenants. Retention of flexibility for the developer is not fair or appropriately justified without knowing what the future holds since development is market driven. We disagree with allowing such latitude and that there should be reasonable restrictions that protect the residents from such nuisance traffic. If this rezoning is approved, a proffer should include:

- Business hours of 8:00AM-5:00PM, Monday-Friday only.
- Only residential traffic should be allowed on Oaklawn Dr. and Flowering Dogwood since the developer cannot install speed bumps due to them being Town roads.

Stormwater Management: The Concept Development Plan sheet 1 states that the “[i]t is anticipated that all land bays within this Zoning Map Amendment will maintain the same storm flows, outfall locations, and maximum level of imperviousness as shown on the previously approved stormwater management design for water quality and quantity within the existing Stratford lakes.” Instead of proffering the bare minimum due to the design’s ability to accommodate maximum imperviousness, the developer should consider implementing a variety of sustainable design features that exist (e.g., permeable pavers for parking areas, native plantings throughout the land bay area, rain gardens). It does not appear that any best management practice/low impact development features were evaluated for their applicability or utilized in the drawings to treat stormwater runoff where feasible. If the rezoning is approved, which would significantly increase the permitted industrial use adjacent to residential areas, then the applicant should be held to a different standard.

The proffer should include:

- Strict standards to lower impervious surfaces in industrial areas – i.e., retain the residential maximum impervious coverage.

In addition to the aforementioned proffers, other such proffers for Land Bay A and B should include:

- For all plant material (not just within the buffer areas): after the developer’s one-year warranty expires, there will be a requirement of the tenant to replace dead plant material within the same growing season (or proceeding growing season, if it occurs during dormancy) and to irrigate new plantings. This is critical based upon Oaklawn’s experience with Pulte whereby many plantings died after the warranty expired and there was not a sufficient landscaping budget available to replace or water new plantings.

Attn: Town of Leesburg Planning Commission

Subj: TLZM-2014-0004, Rezoning Application for Oaklawn at Stratford on August 7, 2014

Submitted by: Sally Atkins, Oaklawn HOA Board Member

- The newly modified buffers and reduced lighting around the northern and eastern side of the production facility will also be applicable to the northern side of Land Bay A that abuts up to the Stratford community.
- Require 15' light poles around the same perimeters abutting residential areas.
- Limit the definition of what can be defined as "light intensity industrial" use. Since there is no definition of the term, due to the proximity to residential areas, there is an opportunity to place reasonable limitations on what cannot be deemed light intensity industrial. The developer *anticipates* a mixed-use area of land, but yet wants the maximum flexibility retained to attract future potential tenants. Given that development is market-driven, this zoning category should not include the following:
 - Warehousing establishments or storage facilities, including building materials
 - Processing facilities (such as food or beverage, poultry)
 - Bottling plant/facility
 - Pesticide or exterminating companies
 - Any facility that requires storage or mixing tanks containing chemicals
 - Dry cleaning/laundry facility that uses perchloroethylene (PERC) (i.e., only PERC-free)
 - Traditional manufacturing
 - Electronics manufacturing, production, or assembly
 - Tire shop/light vehicle repair
 - Vehicle emissions testing
 - Electric power transformer substation
 - (potentially others based upon additional resident input)

The developers said at the August 6th meeting that they felt the time constraint of putting the revised material together to present to us that evening. We think that speaks volumes to the entire expedited process this project has taken and that with additional time, more analysis and careful thought concerning better mitigations could occur. Despite not knowing the company wanting to lease the land, and trusting that it is a good company, the residents' are wary of other unknowns. Oaklawn is still a relatively new community, many residents purchasing directly from Pulte who promised and told us what they thought we wanted to hear.

The Town of Leesburg should remain committed to a community design that will have a low impact on the neighborhood. We request that the Town focus on bringing this corporate HQ and its production facility to other open space within town boundaries that do not abut residential areas.

Attn: Town of Leesburg Planning Commission
Subj: TLZM-2014-0004, Rezoning Application for Oaklawn at Stratford on August 7, 2014
Submitted by: Sally Atkins, Oaklawn HOA Board Member

Respectfully submitted,



Sally Atkins
Oaklawn HOA Board Member



Above: Existing signs at Oaklawn.

Below: Satellite image of existing Ashburn Ice House – a visual of what our community could look like.

Attn: Town of Leesburg Planning Commission
Subj: TLZM-2014-0004, Rezoning Application for Oaklawn at Stratford on August 7, 2014
Submitted by: Sally Atkins, Oaklawn HOA Board Member



Karen Cicales

From: Atkins, Sally <sally.atkins@urs.com>
Sent: Thursday, August 07, 2014 10:29 AM
To: Planning Commission
Cc: L Senska (laurasenska@hotmail.com)
Subject: Sally Atkins - FW: TLZM-2014-0004: Oaklawn at Stratford Letter of Opposition
Attachments: Oaklawn Statement of Opposition_Sally Atkins.pdf

From: Atkins, Sally
Sent: Thursday, July 31, 2014 3:45 PM
To: 'planningcommission@leesburgva.com'
Subject: TLZM-2014-0004: Oaklawn at Stratford Letter of Opposition

Dear Members of the Town of Leesburg Planning Commission,

Please find attached my official statement as an Oaklawn homeowner concerning TLZM-2014-0004, which is being submitted as part of the public record for the Public Hearing Meeting at 7pm on July 31, 2014.

Regards,

Sally Atkins

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Attn: Town of Leesburg Planning Commission
Subj: TLZM-2014-0004, Rezoning Application for Oaklawn at Stratford on July 31, 2014
Submitted by: Sally Atkins, 217 Great Laurel Sq, SE

Dear Members of the Town of Leesburg Planning Commission:

I would like to request that this letter be submitted as my official statement regarding TLZM-2014-0004 as a resident and homeowner of Oaklawn Townhomes, not in any capacity of the HOA.

The actions you are proposing without earlier consultation with a large number of previously supportive tax payers is going to severely impact my long-term financial position. As representatives you should understand how the general public is tired of under the table government decisions that have significant ramifications for its citizens. You are responsible for doing this in your local community and frankly I think you should be ashamed of yourselves in the manner you're representing your neighbors and families that invested in this community.

You are rewriting your own rules and policies in the last quarter of the game so to speak and it is disgraceful. You should immediately form a working party comprising of concerned local residents that are fairly represented on a 50/50 basis so that you cannot unfairly control the monopoly of decisions that seem to be occurring for our community. Plans and policies were developed for a reason and are being relaxed now due to financial incentives.

The Town of Leesburg webpage states "What You Get for Your Tax Dollars": *Zoning enforcement* happens to be one of the items listed that our tax dollars supposedly pay for. You should correct your website to say "Rezoning, fast-tracked projects, relaxation of policies for financial incentives". One of the reasons I chose to settle in Leesburg was as described on the Town of Leesburg website: "Leesburg a real hometown."

We also pay taxes to the County of Loudoun for fire & rescue services. Are our taxes going to increase when we have more development of light intensity industrial uses? as I believe fire services must have additional and expensive equipment to service industrial areas. Additionally, based on Attachment 9 of the Planning Commission Public Hearing Staff Report, it is noted "that in three recent rezonings when a [Fire & Rescue] contribution is given it is typically twenty cents (\$0.20) per square foot of commercial use." The unknown applicant is proposing \$0.10. I oppose any relaxation in standards.

Pulte who built the Oaklawn townhomes, sold them to us as another Landsdowne – a mixed use community where you can walk to the shops and restaurants. All of the signs currently posted at the various land bays state: "office, retail, restaurants, hotel". Why is "light intensity industrial" not publicly advertised? The public has been misinformed and continues to be slighted by rushing this major change in land use through the system. If it passes, you have allowed the potential number of land bays to double that can be utilized for light intensity industrial uses, and has the potential to add an additional 900,000 allowable square footage for such use if Land Bay A and B are rezoned to include light industrial. This could potentially become an industrial park in the future, with some obsolete looking houses on the outskirts that once looked like a pretty unique community.

The Town of Leesburg website also states it is located "[i]n a region that is unfortunately well known for its transportation woes, Leesburg enjoys excellent access to major highways and airports." It skips over the part about how traffic congestion has increased and will only get worse. Due to the compressed time-frame allowed for the public to review and digest the available documents, which to the lay person takes some digesting, it does not appear that any comprehensive traffic study incorporates cumulative impacts of other anticipated nearby construction. The woefully constrained July 8, 2014 traffic addendum only analyzes the increased traffic flows at

Attn: Town of Leesburg Planning Commission
Subj: TLZM-2014-0004, Rezoning Application for Oaklawn at Stratford on July 31, 2014
Submitted by: Sally Atkins, 217 Great Laurel Sq, SE

two (2) intersections (Battlefield Parkway/Miller Drive and Miller Drive/Hope Parkway). A full traffic study, as described in Article 7 of the Design and Construction Standards Manual, should have been required. I don't see how the backup traffic past those two (2) intersections was considered?

Also, I have not been able to locate the environmental site design requirements of this rezoning application to fully understand how stormwater issues have been mitigated with so much increased impervious surface area to minimize the change in water flow off the area, or anything else environmentally friendly beyond low-E window systems and roof screen. Again, maybe the documentation exists but with so little time to review everything it is impossible to fully understand what mitigations have been considered and going to be implemented.

I concur with statements submitted by other Oaklawn residents to include that:

- Request recommendation of denial regarding the three new land uses.
- Fails to conform with Town Plan and applicable zoning ordinances.
- Land Bay B: Applicant fails to describe mitigation for industrial land use with significantly reduced buffers, and no public information exists to affirm a lack of impacts; or identify the user or type of business to be sited there. Land Bay A would be a more appropriate site within Oaklawn and certainly a more appropriate site exists elsewhere where homes will not be impacted.
- Land Bay D: A "repair service establishment" introduces a significantly different set of impacts vice a gas station. A tire shop or similar use is far noisier, presents aesthetic challenges, and the parcel is very close to residential. No additional conditions are offered in the proffer to mitigate impacts.
- Land Bay A: A "recreational facility" to potentially include a skate rink presents a substantially different set of impacts upon the community compared to the "health club" specifically noted in the "Regional Office" plan, particularly regarding the intensity and timing of traffic impacts. The town should enforce the scope specifically identified in the Town Plan.

As a homeowner, I understand development will happen. But I am opposed to an expedited process that the community cannot comprehend and one that does not provide the community with a fair opportunity to review and discuss the full picture so we can ensure smart growth happens and not just fast growth.

Respectfully submitted,

Sally Atkins
Oaklawn Resident
217 Great Laurel Sq, SE

Karen Cicalese

From: Banasik, Jennifer - Exelis <Jennifer.Banasik@exelisinc.com>
Sent: Thursday, August 07, 2014 10:58 AM
To: Planning Commission
Attachments: Banasik Oaklawn_Planning Commission 8.5.14.docx

Sincerely,

Jennifer

Jennifer Banasik
Implementation Project Manager
Air Traffic Management
Exelis, Inc.
12930 Worldgate Drive, Suite 400
Herndon, VA 20170
Office 571-203-3383
Mobile 571-926-3239
Jennifer.Banasik@exelisinc.com

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August 5, 2014

Attn: Town of Leesburg Planning Commission

Dear Members of the Town of Leesburg Planning Commission,

We will not be able to attend the Planning Commission Public Hearing to be held on August 7, 2014. Therefore, we would request that this letter be submitted as my official statement regarding TLZM-2014-0004.

Despite not being able to make the hearing, we have great concern regarding the proposed changes to the land bays of the Oaklawn-Stratford communities. As long-time homeowners in the Stratford community, we recall being informed of plans for the commercial and mixed uses of the land, which we were initially excited and intrigued by. Over the years and with some economic downturn, we understood the delays in building up the area as originally planned. We were recently informed of proposed changes to the zoning plans for these areas and, from what we were learning, we became very confused, concerned and upset.

While we welcome the idea of building on the sites connected to our neighborhood, we are not happy with the possible changes from commercial and mixed use to light industrial use. Furthermore, we are upset by the lack of communication to residents regarding these changes and what they entail. Incorporating light industrial zoning in a residential development is a great concern and it is not common to place this type of zoning in such close proximity or, more accurately, in a residential area. The allowed uses under light industrial zoning could possibly include a manufacturing facility and use of large trucks. As a result, large trucks will be frequently accessing the community and this brings up concerns of both noise and vehicle pollution. Additionally, traffic in the area would be significantly impacted. Route 267 West toward the Route 15 Bypass is already beyond capacity and the infrastructure would need to be addressed prior to allowing such a development.

We were also informed of the possibility of adding an ice skating rink to one of the land bays. Such an establishment presents a substantially different set of impacts upon the community compared to the "health club" specifically noted in the "Regional Office" plan, particularly regarding the intensity and timing of traffic impacts. In addition the typical around-the-clock hours for such an establishment would result in noise and light pollution to surrounding areas. We request that the town enforce the scope specifically identified in the Town Plan. We would also like to suggest adding a park or another recreational facility with much broader appeal to the residents in the area and beyond.

We are strongly opposed to the changes (of which we were not provided much information or detail) and wish to have the commercial and mixed-use zoning plans remain as is until a time when they can be built up as originally planned. We understand that the Town of Leesburg wishes to uphold a certain look and cosmetic appeal. To make the proposed changes to the land bays in our community would detract from these efforts and, in turn, we feel that it would also detract from the values of our home as well as the desirability of our neighborhood. Land Bays C and D are current zoned for light industrial use, a fact that was not widely publicized when we purchase our home. Rezoning Land Bays A and B will more than double the amount of land available for light industrial use which could potentially lead to the future development of an industrial park right next to our residence.

We are aware of other plots of land throughout Loudoun County that are more appropriate for light industrial use. **This is not a welcome plan for our community and we strongly request that you seek alternative locations for this project and not build in the Oaklawn-Stratford community land bays.**

Thank you for your time and consideration of our comments and concerns.

Regards,

Bob and Jennifer Banasik
136 Burnell Place, Leesburg, VA

Karen Cicalese

From: Bob Clarke <bclarke22@yahoo.com>
Sent: Thursday, August 07, 2014 5:58 PM
To: Planning Commission
Subject: Proposed Zoning Change - Oaklawn Community
Attachments: Clarke.Zoning Change.Oaklawn.docx

Members of the Town of Leesburg Planning Commission,

My name is Robert Clarke, my wife (Lillian) and I have recently been advised of proposed zoning changes to the land bays which sit directly in front of our residence at 104 Great Laurel Square (the Oaklawn Community) of Leesburg, VA. We became aware of these changes upon our arrival home from vacation, not by the Town of Leesburg, but by yellow signs posted throughout the area. Please see the attached letter which represents our concerns/objection to the proposed zoning changes.

Please feel free to contact me if you have questions or require further information.

Robert A. Clarke
104 Great Laurel Square
Leesburg, VA 20175
(703) 777-5742
bclarke22@yahoo.com

August 6, 2014

Attn: Town of Leesburg Planning Commission

Dear Members of the Town of Leesburg Planning Commission,

Due to prior work commitments, my spouse and I are unable to attend the Planning Commission Public Hearing to be held on August 7, 2014. Therefore, we would request that this letter be submitted as my official statement regarding TLZM-2014-0004.

Despite not being able to attend the hearing, we have great concern regarding the proposed changes to the land bays of the Oaklawn-Stratford communities. As long-time homeowners in the Oaklawn community, we recall being informed, by Pulte Homes, of plans for the commercial and mixed uses of the land, which we were initially excited and intrigued by. Over the years and with some economic downturn, we understood the delays in building up the area as originally planned. We were recently informed of proposed changes to the zoning plans for these areas and, from what we were learning; we have become very confused, concerned and upset.

While we welcome the idea of building on the sites connected to our neighborhood, we are not happy with the possible changes from commercial and mixed use to light industrial use. Furthermore, we are upset by the lack of communication to residents regarding these changes and what they entail. Incorporating light industrial zoning in a residential development is of great concern and believe is not common to place this type of zoning in such close proximity or, more accurately, within a residential area. The allowed uses under light industrial zoning could possibly include a manufacturing facility and use of large trucks. As a result, large trucks will be frequently accessing the community and this brings up concerns of both safety, noise and vehicle pollution. Additionally, traffic in the area would be significantly impacted. Route 267 West toward the Route 15 Bypass is already beyond capacity and the current infrastructure needs to be addressed prior to allowing such a development.

We were also informed of the possibility of adding an ice skating rink to one of the land bays. Such an establishment presents a substantially different set of impacts upon the community in comparison to the "health club" specifically noted in the "Regional Office" plan, particularly regarding the intensity and timing of traffic impacts. In addition the typical around-the-clock hours for such an establishment would result in noise and light pollution to surrounding areas. We request that the town enforce the scope specifically identified in the Town Plan. We would also like to suggest adding a park or another recreational facility with much broader appeal to the residents in the area and beyond.

We are strongly opposed to the changes (of which we were not provided much information or detail) and wish to have the commercial and mixed-use zoning plans remain as is until a time when they can be built up as originally planned. We understand that the Town of Leesburg wishes to uphold a certain look and cosmetic appeal. To make the proposed changes to the land bays in our community would detract from these efforts and, in turn, we feel that it would also detract from the value of our home as well as the desirability of our neighborhood. Land Bays C and D are current zoned for light industrial use, a fact that was not widely publicized when we purchased our home. Rezoning Land Bays A and B will more than double the amount of land available for light industrial use which could potentially lead to the future development of an industrial park in close proximity to our residence.

We are aware of other plots of land throughout Loudoun County that are more appropriate for light industrial use. **This is not a welcome plan for our community and we strongly request that you seek alternative locations for this project and not build in the Oaklawn-Stratford community land bays.**

Thank you for your time and consideration of our comments and concerns.

Respectfully,

Robert & Lillian Clarke
104 Great Laurel Square SE
Leesburg, VA 20175

August 5, 2014

To the Town of Leesburg Planning Board and Town Council:

We are submitting the following comments/ recommendations in writing due to the time limitations imposed on residents at both the Planning Board and Town Council meeting. Thank you in advance for reading and thinking about our comments.

We were present at the Planning Board Meeting on the OAKLAWN rezoning last Thursday (July 31st) evening and were shocked at what is being proposed in LAND BAY A and B.

Until that evening everything about the rezoning from the parties involved showed one Light Intensity Industrial Production Building being proposed for Land Bay B. A building 440 feet long, 110 feet wide and overall 36 feet in height. This building would be built on the northeast portion of the Bay with the rear of the building facing Stratford A on the hill, some of Stratford C, MUC-1, MUC-2 and the Oaklawn Townhomes. We spoke at the meeting requesting significant architectural improvements to the rear of this building to blend more attractively to the area.

At the meeting, the developer's representative showed and told everyone that the Proposed "Secretive Tenant" not only would build on the Northeast Portion **but then dropped the BOMB SHELL that they HAD an OPTION to also build a second Light Intensity Industrial Production Building on the Southeast portion of LAND BAY B.** This building may be slightly smaller than the larger 440 feet long building and the rear would face directly into MUC-2 where up to five restaurants are planned.

Wow, this changed the whole concept of OAKLAWN LAND BAY A and B from an office complex and hotel with appropriate infrastructure to potentially an entire Light Intensity Industrial complex with less desirable infrastructure.

We ask you, what "upscale" restaurants would want to be adjacent to a Light Intensity Industrial complex" if they are going to look into the rear of production building(s) with extremely bland characteristics—who wants to sit outside during spring, summer hours and look into Light Intensity Industrial Complexes?

The ability for the developer to do this was clearly concurred on by the Leesburg Planning Project Manager if the rezoning to include Light Intensity Industrial uses gets approved as proposed. In fact, any Light Intensity Industrial user could come into either Land Bay A or B, and take over all of the areas if the rezoning request is approved as written since LAND BAY C and D are already zoned for the developer to include Light Intensity Industrial tenants.

Leesburg doesn't need this backing on residential property, one Light Intensity Industrial Production building may be acceptable if a "beautification upgrade" for the rear of the building is included but two!! Or more??—In the same Land Bay? That is not acceptable.

If this is what the developer wants to do, then it should be denied. There isn't any true benefit to Leesburg— people working in office building support the infrastructure not assembly building. To sight a tax benefit of \$500,000 over 10 years (\$50,000 per year doesn't support city jobs) is just not high enough for something that will impact all residents of Leesburg as the proposed "upscale" restaurants and small shops move elsewhere, probably to the Loudoun County Cross Trails Project—entirely outside the "town" limits. Under this scenario, each Light Intensity Industrial production building will have about

one-fourth the number of personnel as an office building would contain. If we want medium to high paying jobs in Leesburg we need to concentrate on attracting companies to the office space and not have a two to one ratio or higher of industrial square footage to office square footage. It is the people who live in the community and pay the taxes not the industrial tax.

Our interpretation of the developers attitude at the meeting was clearly that this is a done deal, they already have the backing they need, state/county/town, and they aren't going to do anything more to the proposal. Our attitude toward the developer is that they are just trying to clear OAKLAWN off their books before the CROSS TRAIL Project moves on—i.e let's get businesses in here now – the heck with what we have shown the Town of Leesburg for the past ten plus years.

Realistically—what should you do now? Our thoughts go along the following

1. **Don't give in to 'political' powers that would hurt the Town of LEESBURG**—the town WE call home.
2. **Make the rezoning request a specific re-zoning applicable to the potential tenant only and not a full blown re-zoning of the entire Land Bay A&B—to "grandfather" future tenants.**
3. **Direct the developer to resubmit his request for a specific not general rezoning covering only Land Bay B** and limit the Light Intensity Industrial production to one building only in Land Bay B(no larger than that proposed).
4. **Work with the developer to rotate the plans 180 degrees so the front of the Office Building faces the residents in Stratford, Oaklawn Townhomes, MUC 1 and 2 with the Light Intensity Industrial Production Building behind it.** By doing this some of the transportation issues may be lessened since the vast majority of cars would be able to come in off Battlefield Blvd and not use Hope Parkway. Truck traffic could come in Hope Parkway from Battlefield and exit the same way. In addition this will provide the office space tenants the best view in OAKLAWN of the lake and park with the residences surrounding all.
5. **If 4 above can not be done then require the developer to significantly improve the rear of the Light intensity Industrial Production Building architecturally and add more buffer requirements on the north and east sides.**
6. **Don't give away the Towns only control over the buildings—maintain the current H-2 Design Guidelines architectural rights of the town to review, modify and approve the final building designs**—don't let the rezoning sketches be the final approval—these were probably done in a few hours- not weeks that architecturally correct plans would require. The developer in an e-mail to David Butler on 8/5 states that" ... **all future development(aside from the current tenant) will continue to be subject to the H-2 Design Guidelines, which will ensure quality architecture and materials". So what does that mean--we aren't getting quality architecture and material in this proposal.** If you give in on this, what will happen the next time you are forced to reply in a short timeframe on another proposal—you will have already set the precedence.
7. **Reject the application if the developer won't revise his application to accommodate the above.** It is the developer who wants to do the massive rezoning not the potential tenant. By allowing Light Intensity Industrial users in Land Bay A and B, it makes the job of the developer much easier to get rid of, basically at any cost, property he has not been able to sell for over 15 years and well before CROSS TRAILS starts up. Again one building may be acceptable but 2,3,4 – no way does it fit the original Keane and Town of Leesburg image for this property.

8. **Should the potential tenant require additional space in the future for Light Intensity Industrial uses, have the developer reapply at that time preferably for Land Bay C or D.** By doing this, the town and its residents will see how dedicated the developer and tenant are in carrying out the architectural concept of OAKLAWN stressed over the years by KEANE.

As someone said at last week's Planning Board meeting, ..." the developer has stressed that the potential tenant will bring large numbers of high paying jobs, 'think PHD caliber' to Leesburg not factory jobs—but who has ever heard of PHD qualified personnel on an assembly line".

Thank you for your help in stopping the potential rapid deterioration of the OAKLAWN commercial development as proposed by the developer, "the tenant wants it" and he (the developer) can't do anything. YES THEY CAN DO SOMETHING, but won't!

Lisa and Joe Dolinich

142 Burnell Place, Stratford A

Karen Cicalese

From: Laurie Dunham <laurie.dunham@verizon.net>
Sent: Wednesday, August 06, 2014 5:19 PM
To: Council; Planning Commission
Subject: Oaklawn at Stratford Zoning Review

Dear Council and Planning Commission Members,

As a resident of Leesburg's Stratford Community, I would like to express my gratitude to Mayor Umstattd and the members of the Leesburg Planning Commission for the genuine concern they showed for our community and our concerns at last week's Planning Meeting. I am hopeful that we will receive the same support from the Town Council.

I have one primary concern regarding the potential "light industrial facility" being placed in Oaklawn Land Bay B. While I understand and appreciate the positive impact that this facility could provide our local economy, I would like the developer to be held to a high standard regarding buffering the sides of this facility that will share borders with our residential community. This is necessary to preserve the scenic nature of our neighborhood and our home values. Specifically, I request the following:

- All fencing be placed on the inner perimeter of the buffering (closest to the facility building)
- Trees placed on the outer perimeter of the buffering (closest to the residential community)
- A "natural look" for the trees used for buffering
 - Two rows of alternating evergreens (not a single, straight line of trees – this would give a fortress appearance)
 - Trees that are at least the height of an eighteen-wheeler (current regulations only require the trees to be the height of a headlight)

While I appreciate that Oaklawn retained a landscape architect to further study the buffer areas, with the goal of establishing the most effective and appealing buffer possible while still allowing full utilization of the site, I would like these requirements as a requirement, not a suggestion.

Thank you again for your time and attention to this matter.

Laurie Dunham
137 Burnell Place SE
Leesburg

Karen Cicalese

From: Rob Fallon <rob.fallon@me.com>
Sent: Thursday, August 07, 2014 1:04 PM
To: Planning Commission
Subject: Oaklawn Rezoning

Dear Planning Commission,

I am writing to express my concern for the pending rezoning of the oaklawn land bays. I realize a rezoning of **ONE** land bay maybe necessary for a certain "town desired" light industrial tenant. I also realize this is a good opportunity for the town as a revenue source as well as the additional jobs it will provide. However, I strongly disagree with the rezoning of **ALL** land bays to "light industrial". Rezoning all land bays would leave no guarantee of desirable retail and restaurant spaces. Rezoning all land bays raises the opportunity for the entire area to become an industrial park. This would undoubtedly decrease the value of my home as well as all of the other adjacent homes in the immediate area. Aside from the property depreciation, there would be increased noise and heavy truck traffic. No certain positive additions to our current living area.

I understand that the developer owns this space and has a right to do with it as they please. Please keep them close to their original plan. This type of industrial park is **NOT** what Stratford and Oaklawn residents were promised upon purchasing their homes. It would be a great shame to change it all with one blanket rezoning. Please keep the retail, restaurants, recreational and office spaces. Our community depends on it.

I would absolutely love to be present at the meeting to present my case in person, however my wife's works schedule will not permit it. Thank you for your time.

Best,

Robert Fallon
Stratford Resident
205 Jennings CT SE
Leesburg, VA 20175

Karen Cicalese

From: Hugh Green (x6475) <HGreen@atlanticlawgrp.com>
Sent: Thursday, August 07, 2014 4:15 PM
To: Planning Commission
Subject: OakLawn Re-Zonning Proposal (TLZM-2014-0004 Oaklawn, Land Bay B)

To the Members of the Planning Commission:

I live in the Stratford Community (104 Jennings Court) and I work in Leesburg.
As the committee reviews the proposals to re-zone OakLawn pursuant to the Applicant's request.

I ask that the committee be mindful of a number of factors:

- The negative impact that light intensity industrial rezoning will have on the surrounding residential property values.
- The increased traffic flow and congestion due to commercial vehicles in and around Hope Parkway.
- The lack of sufficient buffers (setbacks/screening) to preserve the aesthetics for both zoned areas.
- The failure of the Developers promise that OakLawn would rival the commercial successes of OneLoudon/Ashburn Village (etc).

I understand the need to allow our community to grow and develop and the desire to broaden the tax base. The strength of Leesburg relies, in part, of loyal residents who care for their neighborhood. I ask that the request of the Applicant's petition be denied.

HUGH GREEN
ATTORNEY
ATLANTIC LAW GROUP
P 703 554 6475 | M 703 777 7101 | F 703 940 9119
E hgreen@atlanticlawgrp.com

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Karen Cicalese

From: Kelly Griffin <kelly.griffin155@gmail.com>
Sent: Thursday, August 07, 2014 3:18 PM
To: Planning Commission
Subject: Oaklawn at Stratford Rezoning Comment letter
Attachments: TPL PC 8-7-14.pdf

Members of the Planning Commission,

Please see the attached letter regarding my concerns and objections to the Oaklawn at Straford Rezoning Application.

Thank you,
Kelly Griffin
Oaklawn Resident

August 7, 2014

Dear Members of the Planning Commission,

I was not able to attend the Public Hearing held on July 31, 2014 but I was able to watch the archived webcast. I want to thank each and every one of you for representing the homeowners and holding the Applicant responsible for the impacts associated with this development.

I agree with my neighbors who spoke at the July 31st Public Hearing and mirror their concerns. I understand that a meeting was held last night on August 6, 2014 and the developer has made certain promises to the neighboring communities. I appreciate that the Applicant is working with the neighboring property owners, however, I still have remaining concerns.

Land Use:

The Town of Leesburg Zoning Ordinance does not define the list of uses included in Light Intensity Industrial.

- The Planning Commission and Town Council should seriously consider requiring the applicant to proffer which specific uses are included in this definition. For example, in the meeting held on August 6, 2014, Town Staff stated that warehouses are not permitted in light industrial use. Because there is no list of allowed by right uses, there is the potential for this use to be developed in the future. I feel it is reasonable for the Applicant to proffer specific uses for these landbays.
- Proffer 4.A.2. states that data centers will be allowed by-right in Landbays C and D if this application is approved. I request that the data center use be removed from all landbays as no performance standards are proffered to mitigate this use. I do not believe that data center is a compatible use with this development, however, if one is proposed in the future, it should require and additional rezoning application.

Buffering:

First, I would like to make a general comment. The opening slide of Keane's presentation shows a graphic representing the full build out of Oaklawn. It shows mature shade trees located in the Park in Landbay MUC 1. I would like the Planning Commission and Town Council to be aware that this is not the current condition. The Developer did plant some trees in the park closest to the townhomes, however, they have not been maintained well and not all of them survived. The other portion of the park is the outfall to the SWM pond which is most likely encumbered by a SWM easement where plantings are not permitted. There are no shade trees in this area. It is undergrowth with a few small cedar trees. This area is clear cut twice a year. The image represents that this area provides extra buffering for Land Bay B. This simply is not the case, nor will it ever be the case.

- I understand the Applicant's point that the efficiency of a buffer is not necessarily the width, but the combination of berms, fencing and landscaping. However, we have not been provided plans that show how the proposed layout does not work if the full buffers are provided. I would request that the Applicant provide drawings that prove that the site layout does not work with the full buffers provided.
- Proffer 18 provides the performance standards for the modified buffer yards. I request the Planning Commission and Town Council to request the following revisions:

Buffer #1:

- A single row of evergreen trees is not adequate. Provide a double row as this is the primary view from the residences to the rear of the production building.
 - Include in the proffer statement that proposed evergreen trees shall be a minimum of 10-12' at the time of planting. Given that the proffers allows for a 3 foot vertical clearance, the buffer height potential lost needs to be accounted for.
 - Provide an 8' solid masonry fence to screen truck circulation
 - If any shade trees are proposed in the future landscape plan, the applicant should proffer a minimum installation caliper of 3 to 3.5".
- Buffer #2:
 - A single row of evergreen trees is not adequate. Provide a double row as this is the primary view from the residences to the rear of the production building.
 - Include in the proffer statement that proposed evergreen trees shall be a minimum of 10-12' at the time of planting. Given that the proffers allows for a 3 foot vertical clearance, the buffer height potential lost needs to be accounted for.
 - Increase the wall height to an 8' solid masonry fence
 - If any shade trees are proposed in the future landscape plan, the applicant should proffer a minimum installation caliper of 3 to 3.5".
- Buffers #3 & #4:
 - A 15' buffer in this location is not adequate and the width needs to be increased.
 - A single row of evergreen trees is not adequate. Provide a double row as this is the primary view from the residences to the rear of the production building.
 - Include in the proffer statement that proposed evergreen trees shall be a minimum of 10-12' at the time of planting. Given that the proffers allows for a 3 foot vertical clearance, the buffer height potential lost needs to be accounted for.
 - Increase the wall height to an 8' solid masonry fence
 - Where final engineering allows in buffer 4, the 4' berm shall be increased to 6 or 8'. It appears that the North west corner of the site contains a triangle of open space that can be graded to increase the berm height.
 - If any shade trees are proposed in the future landscape plan, the applicant should proffer a minimum installation caliper of 3 to 3.5".

Performance Standards: Pursuant to Proffer 19. A

- Additional language should be added referencing the height of the screening of loading areas.
- Stronger language should be added to prevent truck traffic from going through both the Oaklawn and Stafford neighborhoods.
- Proffer 19.A.4 – language should be added to ensure that the entire generator is screened and the screen shall extend at least 1 foot above the installed height of the generator.

Transportation Improvements:

- Provide the neighboring property owners a copy of the “agreement” referenced in the proffer statement.
- Currently, the Cash in Lieu of construction repayment is to be paid in five equal installments at 1 year intervals from the date of the first payment. This should be revised to a 1 time cash in lieu of construction payment to include all design, engineering, permitting, off-site R/W acquisition and construction costs.

Pedestrian Network:

- Proffer III.12 refers to sheet 6 of 8 of the CDP. The documents posted on the Town of Leesburg’s Website only contain 5 pages, therefore the pedestrian network could not be reviewed.
- A 5’ sidewalk is not adequate. If a side walk is constructed, increase the width to min. 6’.

Architectural Guidelines:

- Proffer V.14 eliminates Landbay B from the H-2 design guidelines. It was stated at the July 31, 2014 Public Hearing that the Town Preservation Planner had extensive comments on the building design. I urge the Planning Commission and Town Council to ensure that every one of these comments is addressed by the Applicant.

As I have stated in my previous letter, I am not opposed to development. I am encouraged by the revisions the Applicant has made, however, I do not believe that the application is ready for approval at this point.

Thank you,

Kelly Griffin

Oaklawn Resident

Karen Cicalese

From: Michael Gorman <mgorman23@gmail.com>
Sent: Thursday, August 07, 2014 1:57 PM
To: Planning Commission
Subject: Oaklawn Rezoning

I would like to present my concerns for the proposed rezoning of land bays A-D of the Oaklawn Development.

I understand that the development is going in, however, I feel the requested changes will negatively impact the surrounding communities of Stratford and Oaklawn. Initial plans called for retail, restaurants, and from my understanding office space. These additions would have been a welcomed addition to our area. We currently have nothing within walking distance.

The proposed rezoning of all land bays seems that it would have quite the opposite effect. I do not wish to have an industrial park right next to our neighborhood. There seems to be nothing that would prevent the developers from turning the entire complex into an industrial park.

The proposed buffers seem very inadequate. I believe the developers will attempt to do the most minimal buffer possible. We have a nice lake in our community and do not wish to see the loading docks of an industrial park when taking a walk around the lake. I am also concerned about trucks going up and down Hope. Many children cross Hope. Once Hope is extended traffic will increase. While I am in favor of opening Hope, I do not feel semis should be able to use it as a cut through.

The developers should be held to their original plans. I believe most in the community would accept the development as originally presented. I urge you to not allow the rezoning of land bays A-D.

Thanks,

Michael Gorman

Karen Cicalese

From: Tahira Hasnain <tiahasnain@gmail.com>
Sent: Wednesday, August 06, 2014 10:39 PM
To: Planning Commission
Subject: Resending: Rezoning Application for Oaklawn from July 31, 2014 hearing

Sent from my iPad

Begin forwarded message:

From: Tia Hasnain <tiahasnain@gmail.com>
Date: August 5, 2014 at 4:13:36 PM EDT
To: planningcommission@leesburgva.com
Subject: **Rezoning Application for Oaklawn from July 31, 2014 hearing**

Dear members of the Town of Leesburg Planning Commission:

I would like to request that this letter be submitted as my official statement regarding the rezoning application to 'Light Industrial' in the Oaklawn area. I am a resident and homeowner of Oaklawn Townhomes and extremely concerned by the re-zoning proposal to 'light industrial' currently under consideration by the planning commission.

I have reviewed the developer's proposal in detail and in no way does it address the primary concern that this will negatively impact the residential values. I invested in this town with this assurance that the Land Bay areas are marked for retail, offices, and restaurants etc. The current proposal will adversely impact the value of all the homes here. I invested in this area during the worse real estate crisis in US history and now that real estate values are just beginning to get out of the slump, I cannot sustain a drop in my home value. I am a tax payer of the town of Leesburg and Loudoun county and chose this area as an emerging metro to raise our kids in a safe and clean environment. My expectation is to see development similar to Lansdowne. With 'One Loudoun' developing so close and a metro station in Reston, it is time to attract top retailers and restaurants. This is not the time to focus on short term gains and completely kill a neighborhood.

I accepted the plans and policies developed at the time I purchased the house and don't think any one in good conscience can accept this re-zoning plan. I haven't even touched on the environmental and traffic impact. Just the decline in my home value alone will severely impact my financial position.

I implore as a tax payer and as a resident who as invested a lot of years here not to accept the rezoning. We should be looking to increase the home values here, competing with other progressive markets and not destroying what we have built here.

The matter before the commission is plain and simple. The proposed plan fails to conform with town plan and applicable zoning ordinances. Therefore, I request denial regarding the three new land uses. I concur with statements submitted by other Oaklawn residents and their objections regarding Land Bay A, B, & D.

Respectfully submitted,

Tahira Hasnain
Oaklawn Resident
404 Wild Onion Terr, SE

Karen Cicalese

From: Atkins, Sally <sally.atkins@urs.com>
Sent: Thursday, August 07, 2014 9:55 AM
To: Planning Commission
Cc: Frank Hayden; L Senska (laurasenska@hotmail.com)
Subject: Frank Hayden - Fwd: Oaklawn at Stratford Rezoning

-----Original Message-----

From: Frank Hayden [<mailto:haydenhoya@gmail.com>]
Sent: Thursday, August 07, 2014 9:46 AM
To: planningcommission@leesburgva.com
Cc: Atkins, Sally
Subject: Oaklawn at Stratford Rezoning

Good morning,

I'm writing to express my continued opposition to the Rezoning request for the Oaklawn development (TLZM-2014-0004). While I have been notified about compromises the developers are willing to make, I personally do not think they are enough.

I am pleased to hear that they have taken the tire repair shop off the request, and am also glad that truck traffic will be limited. However, my wife and I moved into Oaklawn a year and a half ago expecting there to be no truck traffic because that is what Keane had personally told me. I was concerned about the undeveloped land behind our house, and I called the developers thinking I was doing my due diligence. I was explicitly told that the land would hold some restaurants, shops and a couple offices, but "no industrial". That reassured me, and my wife and I moved in expecting this to be the home where we can start our family. And we are - we're very happy that my wife is expecting our first child to be born around October of this year. Up until I heard about this Rezoning, I was excited to raise my daughter in the Oaklawn development. But not, even with limited truck traffic, I do not want to raise her with an industrial building in our backyard. Is that a lifestyle you would want for your children?

I think that it's also very interesting to note that we now know some land was already zoned to be industrial, and Keane blatantly misled me. This is just how they told the Planning Commission there would be no large trucks in the beginning, but they told the homeowners there would be. At the last meeting they clearly tried to persuade the Commission that they were a good company to be in business with, with how they graciously provided Leesburg with resources at their own expense. But do you really want to be swayed by a company that has two known instances of trying to mislead the public?

I think the most concerning part of this Rezoning request is that it isn't just for this one building. They told the commission that they foresaw this building spurring other similar structures being built, leading to a highly industrialized area in my backyard. Needless to say, they now told the homeowners they don't see this happening. Once again, they are telling people what they think they want to hear; whether or not it is true. Honestly, it doesn't matter what they think will happen; what matters is that if Land Bays A and B are rezoned to have light industrial, they can easily become a highly industrialized area.

Leesburg has a great reputation for families, and that is why we moved here. I honestly think if this request is approved, it will tarnish that reputation to such an extent it will counteract any financial benefits to the town. It will be known that not only do Leesburg families have industrial parks in their backyards, but that residents concerns aren't heard. And with a town with so much open space, this really could become a precedent and scare families away.

Please keep Leesburg the great town that it is, and vote against this Rezoning.

Thank you,

Frank Hayden
196 Star Violet Terrace SE
Leesburg, VA 20175

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Karen Cicalese

From: Jennifer Log <jenfounds@gmail.com>
Sent: Wednesday, August 06, 2014 11:18 PM
To: Planning Commission
Cc: sally.atkins@urs.com; laurasenska@hotmail.com
Subject: Oaklawn Rezoning - TLZM-2014-0004
Attachments: Untitled.pdf; ATT00001.txt

To the Town of Leesburg Planning Commission,

Please see the attached letter (2 pages) regarding the Oaklawn Rezoning, case TLZM-2014-0004.

Sincerely,

Jennifer and Toennes Log

August 6, 2014

Attn.: Town of Leesburg Planning Commission

Re: Oaklawn Rezoning, TLZM-2014-0004

Dear Members of the Town of Leesburg Planning Commission,

As residents of the Oaklawn neighborhood, we are extending our continued concerns over the proposed light industrial rezoning in Land Bay B and in particular the plans for an assembly plant. This facility is not welcome in our neighborhood. The developers are trying to squeeze this building into a land bay that frankly is too small. Another major concern is that light industrial could locate in most of the Oaklawn land bays down the road, and in turn change our neighborhood into an industrial park. This is not what we were envisioning when we relocated to Leesburg.

We are strongly opposed to this application; however, if the Town decides to approve the application, we strongly urge you to consider the following:

1. **Increased traffic** - Battlefield Parkway cannot handle the current traffic volume. During rush hour, it takes more than 30 minutes to travel from Sycolin Road to Evergreen Mills Road via Battlefield Parkway. Imagine 500 more cars during rush hour.
2. **Truck traffic** - If the developer's estimate of "a couple of FedEx trucks a day" holds true, we would like to see the developer commit to this, in the form of **limited trucking hours beginning after 9:00 AM and ending prior to 5:00 PM** and limit the number of trucks to **three to five trucks per day (maximum)**.
3. **Vegetative buffers** - This is an industrial facility being forced into a residential neighborhood, and the very least the developer could do is to provide the maximum vegetative buffers as defined in the zoning ordinance. There is a strong need for effective sound barriers, however; it is critical that **mature trees** are installed, in order to reduce the visual impact for the residents who live in the immediate neighborhoods. Also, Brown Roan Drive was never intended for extensive truck traffic. It would be crucial that vegetative buffers also are put in MUC2 along Brown Roan Drive.
4. **Relocating the loading docks** - The proposed design shows the loading docks facing the residential neighborhoods to the East and partially North. We strongly believe that the building should be turned around, so that the loading docks are facing either Hope Parkway or the proposed extension of Oaklawn Drive. The developer has yet to provide a good explanation for the placement of the buildings. The fact that this is the prospective tenant's preference, or that they have "studied truck movements extensively" are not valid arguments.
5. **Hope Parkway extension** - The extension of Hope Parkway is being presented as a huge improvement for the area; however, we, nor anyone we have spoken with in the Oaklawn and Stratford neighborhoods, sees or feels a need (let alone an urgent need) for said extension;
6. **Design guidelines** - We were shocked to hear the developer's response to the Committee's request to amend the design of the buildings to conform to the architectural guidelines of the Town. As residents of Leesburg and the Oaklawn neighborhood, we were made aware that the Town of Leesburg worked with Pulte (when our homes were built) to adhere to a certain aesthetic. If we have to maintain these aesthetics of the exteriors of the homes in our neighborhood, why would any incoming business not be expected to also agree and adhere to the same standards?

Again, we are not in favor of and do not welcome this "light industrial use" business in our neighborhood. We entrust the Town of Leesburg to continue the great work that has already been put forth to preserve the charm and beauty that enticed us to move here in the first place. This is what gives our town character and makes it special. There are other tenants out there who would better align with the plans for the commercial use space originally planned to be placed next to and in our neighborhood.
Thank you again for your time and consideration of our comments and requests.

Respectfully submitted,

Jennifer and Toennes Log
102 Great Laurel Square, SE
Leesburg, VA 20175

Karen Cicalese

From: Mike Lunney <mike.lunney@gmail.com>
Sent: Thursday, August 07, 2014 1:50 PM
To: Council; Irish Grandfield; Planning Commission
Cc: Angelica Lu
Subject: Re: Oaklawn Rezoning (TLZM-2004-0004)

Including the Planning Commission on this thread.

On Thu, Aug 7, 2014 at 1:40 PM, Mike Lunney <mike.lunney@gmail.com> wrote:

RE: TLZM-2014-0004, Oaklawn

TO: Town of Leesburg Planning Commission

We, the undersigned owners of property affected by the requested zoning change described in the referenced file, do hereby protest against the requested change for uses and phasing by the applicant, Oaklawn LLC and Oaklawn Development LLC, specifically the projected amendments to the permitted uses by allowing Light Industrial uses in Land Bays A, B, C and D.

While we understand that the applicant is eager to make use of the land, we are concerned with the fact that the requested uses will alter the neighborhood in ways that neither of us had envisioned and would not have wanted when we purchased property in the Stratford community. The initial plans had included retail facilities, as well as eating establishments, all within walking distance. Not only did we expect that this would make living in the area more enjoyable, but we assumed this would also increase our property values.

What the applicant proposes is far removed from this and would achieve the opposite goals. Not only we will not benefit from a town center-like area, but we also have to relinquish even more of our privacy and safety. Note that as of the time of this email, the applicant has not submitted any revised plans for buffering and screening, thus effectively depriving the community of the ability to review and comment in a pertinent manner at tonight's meeting. We would like to note that their previously proposed buffers were significantly reduced, contrary to Zoning Ordinance Section 8.2.2.E, which specifically indicates that "[n]o modification will be granted for the primary purpose of achieving the maximum density on a site," which is precisely what the applicant is trying to accomplish. In addition, the applicant's submission regarding the measures to mitigate noise, heavy truck traffic, odor, fumes, and other potential nuisances of any light industrial use is vague at best, and even if the Zoning Administrator reserved the right to review such mitigation measures, in practice this would be more difficult to accomplish once the tenant has moved in. It is also unclear what traffic mitigation and safety measures are envisioned with the opening of Hope Parkway, and the safety issues that come along with this in a residential area with a large child demographic.

As residents of Stratford, we do not see the benefits of this rezoning to the community. Section 8.2.2.F of the Zoning Ordinance specifically indicates that an applicant has to also show that the requested rezoning modification is compatible with the surrounding neighborhood, that the applicant mitigates conflict of use with adverse impacts on existing and planned development, adequately accommodates anticipated motor vehicle

traffic volumes, and preserves existing vegetation to the greatest extent possible. The applicant's most recent submission, as well as the most recent PC Staff Report do not address these concerns.

We understand that due to the rezoning and expansion of Hope Parkway and the resulting increase in traffic on that thoroughfare, there is consideration to making modifications to Hope Parkway within the Stratford community from four lanes to two lanes with parking. We want to state that we feel this alteration would be detrimental to the community, as reducing the lanes in the face of increased traffic will result in increased congestion within the community, especially at the intersection of Hope and Sycolin. Adding cars parked on Hope increases the potential for accidents with those parked vehicles along such an expected high-traffic route. Cars parked on Hope add the risk to residents of reduced visibility by having to walk from between parked cars and to enter/exit parked vehicles directly adjacent to a thoroughfare. That said, we would propose as an alternative that traffic lights be added at both intersections of Whipp Drive and Hope that operate on both a timer and speeding sensors. This would address both traffic calming and mitigation concerns without adding risk.

Thank you for your time.

Signed,

Mike and Angelica Lunney

Karen Cicalese

From: Irish Grandfield
Sent: Thursday, August 07, 2014 9:08 AM
To: Karen Cicalese; Brian Boucher; Susan BerryHill; Scott Parker
Subject: FW: Oaklawn rezoning

Karen, please add to comments compilation. Thanks, Irish

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

-----Original Message-----

From: Shane McLaughlin [<mailto:shanemclaughlin78@gmail.com>]
Sent: Thursday, August 07, 2014 8:14 AM
To: Irish Grandfield
Cc: Lisa
Subject: Oaklawn rezoning

Mr. Glandfield,

I wanted to express to you my thoughts on the rezoning. I live on Jennings court in Stratford. I am very concerned to any change to light industrial to land bays a and b. I feel the developer should be looking for tenants that fit the current zoning. I believe it to not be fair to those who bought a home in Stratford or Oaklawn to change what we bought into. I don't think we should make those changes for just 1 tenant. Also, changing all land bays opens the flood gates for a complete industrial park without further input from the citizens. The promise to us of retail and restaurants will be gone. The municipal bays left are too small for retail and restaurants

I am very concerned about opening of Hope Parkway. I don't agree with the traffic study. Hope will become a cut threw and will add lots of cars flying by endangering the children and geese. The extra 500 people will dramatically increase traffic in the area that is already horrible around battlefield, evergreen mill and the toll road. We already avoid those roads now during peak times. This will lead to everyone flying down Hope as a cut threw. If this company says they won't use this road why even open it up.

I feel the community we were promised is gone and that is unfair and not right.

Thank you

Shane and Lisa McLaughlin
Sent from my iPad

Karen Cicalese

From: Corey Merdler <ltmerdler606@gmail.com>
Sent: Thursday, August 07, 2014 4:39 PM
To: Planning Commission; Irish Grandfield
Cc: Coelle Schott
Subject: RE: TLZO-2014-0004 Oaklawn Development - Resident Comments

RE: TLZM-2014-0004: Oaklawn

TO: Town of Leesburg Planning Commission

As residents of the Stratford Subdivision, we object to the requested change for uses and phasing by the applicant for the above mentioned land bays by Oaklawn LLC and Oaklawn Development LLC, specifically the amendments requested to the permitted uses to include "light industrial" in all land bays, A, B, C and D.

It is quite apparent from the rushed schedule that the applicant is motivated and eager to make use of the development in these land areas, we are concerned that because of this the neighborhood will be affected in ways which are detrimental to the quality of life and standard of living of those residents bordering the affected landbays and the rest of the residents of the Stratford and Oaklawn Communities. The bill of goods originally proposed for these land bays included retail, other commercial, dining establishments, and a low impact corporate headquarters as well as improved and unimproved park area, as I'm sure you are all well aware. With the ammendments proposed by the potential tenant all of these uses may never come to fruition and we may be living next to an expansive light industrial and assembly facility complex. At the risk of making a personal plea, I'm sure that the members of this board would much rather live next to a live/work community with some attractive restaurants within walking distance than a corporate/industrial campus. I know for one I would not want to set up camp in the parking lot of the Orbital Sciences Campus or the Parking Lot at the Mall.

The proposed uses for the land bays is far removed from the initial purposes and would move the area in a direction completely opposite of the reasons I and many others moved to this neighborhood, the advertised possibilities of a "town center" like atmosphere.

I, and my family, live on Whipp Drive which borders the northern edge of Land Bay B, so the next issue is most important to myself and my fellow Whipp Drive residents. To date the client has not submitted any improved proposals for buffering and noise abatement, this would severely impact those on the southern half of Whipp Drive and still negatively affect anyone who shares property with the Stratford Lake. Previously proposed light/sound/odor buffers have been severely reduced from the TLZO recommendations as set forth in section 8.2.2.E which states "[n]o modification will be granted

for the primary purpose of achieving the maximum density on a site" which appears to be the exact intent of the tenants of the proposed building to be constructed on Land Bay B. The application is vague at best when it relates to the client's proposed measures to control noise/truck traffic/and odors and other negative effects of a light industrial and assembly facility. As of their last submission to the Town it appears all we've been granted from our previous discussions is a sign to suggest that truck traffic not proceed down Hope Parkway through the Stratford subdivision, which is not a legally enforceable sign, a suggestion at best. And while we, the residents, are very aware that increased development will increase traffic it doesn't necessarily mean that we have to have tractor trailers passing through the areas where our kids play/relax (at the pool) 14 hours per day.

Understanding that truck traffic is integral to production and business in general, I work in an assembly and light industrial facility myself and I know what type of noise/traffic/odors my company produces. Is it really necessary to allow 14 hours per day of truck traffic? I know we limit our truck and deliveries to 9A-1P and we get millions and millions of dollars of product per month shipped out without a hitch.

Town of Leesburg Zoning Ordinance section 8.2.2.F clearly states that the applicant must submit to the Town how a rezoning would significantly benefit and be compatible with the surrounding neighborhood, I personally don't feel that the most recent submittal from the developer and client has satisfied this requirement in any shade of the word. The code section also requires that the applicant mitigate conflict of use and adverse impact on the surrounding community, and all we've really had in response to that is the aforementioned sign.

With the rezoning of Land Bay A & B to "light industrial," all four main land bays will have the option of "light industrial." Oaklawn's representatives have refused to provide guarantees that the original land bay purposing (restaurant/retail/office) will not be abandoned in favor of a gradual expansion to a 4-bay industrial park. I would like to state that I am AGAINST the rezoning of Land Bay A as "light industrial" and I would REQUEST that "light industrial" be removed as an option for land bays C & D to proactively prevent this.

Not wanting to complain without some proposed solution to my issues, here are my suggestions.

Right now the proposed land layout has the truck traffic for the light industrial development of Land Bay B exiting onto Hope Parkway. Land Bay B also borders Land Bay MUC1/2 and Brown Roan way which does not border any residential structures. Part of the mitigation plan I would suggest, should include this rerouting to keep truck traffic out of the back yards of the Whipp Drive residents at 9/10 PM. Working with the landscape architect and the industrial planner/engineer I'm sure the developer can figure out a way to increase the density of the parking area to increase the potential buffer area to near the recommended levels as set forth by the Town of Leesburg Planning Commission (75ft I believe). Concessions should be made on both sides, being good neighbors and all.

As far as the adverse effects of traffic on Hope Parkway my suggestion/proposal to the Town is to add traffic calming measures other than parking on both sides of Hope Parkway. Triggered crosswalks with flashing warning lights, stop signs at Shirley and both ends of Whipp, or speed bumps/tables at intersections and intermediate locations would cut down on high speed traffic and reduce the potential for accidents and danger to the population living close to the street and anyone who makes use of the community pool/lake on a regular basis which requires crossing Hope Parkway.

Thank you for your time and attention on this matter,

Corey,Coelle and Adelyne Merdler

309 Whipp Drive, SE

Corey Merdler
Station Lieutenant
Department Training Officer
Ashburn Volunteer Fire and Rescue Department
20688 Ashburn Road
Ashburn, VA 20176
Office: 703-729-0006
Cell: 443-562-6181

Karen Cicalese

From: John Nuzum <jdnuzum@hotmail.com>
Sent: Thursday, August 07, 2014 7:55 AM
To: BZA; EAC; LED Commission; Traffic Committee
Subject: Concerns About Oaklawn Project

Leesburg Planning Commission and Others Of Interest

RE: Concerns About Oaklawn Project

I am John Nuzum an eight resident of the Strafford Club. My observations and concerns about the Oaklawn Land Project are as follows:

I AM AGAINST OPENING HOPE PARKWAY TO BATTLEFIELD PARKWAY

1. **Danger to Residents.** All along its current route Hope Parkway winds through residential areas where people cross it to go to the pool, to go to the the tennis courts, children visiting friends in other neighborhoods, joggers, women with their baby carriages, and people walking their dogs. When school is in session their are multiple school bus stops on the route with children waiting on street corners for the bus.. During the spring and summer the local wildlife, especially the geese cross Hope Parkway multiple times during the course of the day. Additional traffic to the area is not warranted especially cut through traffic which will increase the potential for accidents and speeding. Vehicles traveling over the 25 MPH are already a problem without adding additional traffic.
2. **Safety and Security Concerns.** Opening Hope Parkway to Battlefield increases the threat of non-residential and commercial traffic to the neighborhoods along Hope Parkway dramatically increasing the safety and security concerns especially to playing children and children waiting to board school buses. Opening the road entices non-residents visiting Oaklawn or traveling to Oaklawn into an all residential area, therefore increasing security and safety risks to the residents unnecessarily. Hope Parkway does not need to be open to Battlefield for Oaklawn businesses to be viable. The Town of Leesburg is putting its Strafford neighborhoods in harms way if approval is granted to open Hope Parkway.

I AM CONCERNED OVER THE HEALTH OF THE LARGE CONTAINMENT POND

1. **Sediment from Construction Sites.** The last time their was construction in Oaklawn sediment retention was poorly monitored, prevented, and maintained. During heaving rains enormous amounts of sediment washed into the pond turning it muddy for days and weeks. This threatens the fish and wildlife that now make the pond their home and to raise their young. Geese, ducks, herons, fish, frogs, and various bird species are seen living in or around the pond..
2. **Future Construction.** The developer and their contractors have a poor track record protecting the wetland areas subject to disruption from the development of the site pads based on previous site preparation, construction, and post construction activities. They may promise otherwise, but their previous performance is a poor indicator of their future performance. Leesburg and Loudoun County are at fault for not enforcing proper water and soil conservation practices at the Oaklawn site. I don't see that changing.

3. **Water Pollution.** All water running off of the streets and parking areas will increase and contribute to additional pollution to the containment pond and to the contamination of the fish and wildlife that live in on or near it

My observations over the past eight years is that the developer has done only the minimum requirements to development the property and its impact on the neighbors or the environment. The developer does not live on the property therefore does not have to live with the consequences both short-term and long-term.

Please take my comments under advisement and I appreciate your considering what I have written.

Sincerely,

John D. Nuzum
507 Sunset View Terrace, SE
#105
Leesburg, VA 20175
571-577-5765

Karen Cicalese

From: Irish Grandfield
Sent: Thursday, August 07, 2014 9:11 AM
To: Karen Cicalese; Susan BerryHill; Brian Boucher; Scott Parker
Subject: FW: Objection to rezoning proposal

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: Teddy Oswari [<mailto:toswari@gmail.com>]
Sent: Wednesday, August 06, 2014 7:02 PM
To: Irish Grandfield
Subject: Fwd: Objection to rezoning proposal

----- Forwarded message -----

From: **Teddy Oswari** <toswari@gmail.com>
Date: Wed, Aug 6, 2014 at 6:58 PM
Subject: Objection to rezoning proposal
To: planningcommision@leesburgva.com

Dear Town Of Leesburg,

As a resident of the Stratford community right along Sycolin Road I strongly disagree with the placement of the industrial zone in our very own backyards. My family and I have lived here for over 12 years and this will be a huge blow to our respect and our appreciation for the area that we live. This is an area where kids play, and adults enjoy after a long day of work, and we enjoy coming home to a clean and quiet community. The introduction of an industrial zone will not only be an aesthetic nuance, it will be a pollution problem and destroying the nature that we have come to love in our area. Please reconsider this land zoning arrangement.

Sincerely,
A concerned member of the Stratford community .

Teddy & Bonita Oswari
135 burnell pl. SE
Leesburg, VA 20175

Karen Cicalese

From: Trish Perry <trshpry@verizon.net>
Sent: Thursday, August 07, 2014 8:21 AM
To: Planning Commission
Subject: TLZM-2014-0004 Oaklawn and Stratford

Attn: Town of Leesburg Planning Commission

Dear Members of the Town of Leesburg Planning Commission,

Because of the short notice, I have to work during the Planning Commission Public Hearing to be held tonight. Therefore, I request that this letter be submitted as my official statement regarding TLZM-2014-0004.

As I stated personally at last week's meeting, I have great concern regarding the proposed changes to the land bays of the Oaklawn-Stratford communities. As a 23-year Leesburg homeowner and an original homeowner in the Oaklawn community, I have been waiting eagerly the culmination of Pulte's stated plans for the commercial and mixed uses of the land. I understood the delays in building up the area as originally planned, due to the downturn in the economy. Because Pulte withheld the true zoning status of the land adjacent to our town homes, many of us became very confused, concerned and upset when we learned not only that several of the land bays were already zoned for light industrial use but that a rush to rezone the remainder of the land bays for light industrial use was in play.

While we welcome the idea of building on the sites connected to our neighborhood, we are not happy with the possible changes from commercial and mixed use to light industrial use. Furthermore, we are upset by the lack of communication to residents regarding these changes and what they entail. Incorporating light industrial zoning in a residential development is a great concern and it is not common to place this type of zoning in such close proximity or, more accurately, in a residential area. The allowed uses under light industrial zoning could possibly include a manufacturing facility and use of large trucks. As a result, large trucks will be frequently accessing the community and this brings up concerns of both noise and vehicle pollution. Additionally, traffic in the area would be significantly impacted. Route 267 West toward the Route 15 Bypass is already beyond capacity and the infrastructure would need to be addressed prior to allowing such a development.

We were also informed of the possibility of adding an ice skating rink to one of the land bays, a significant step down from the "health club" mentioned in the "Regional Office" plan. Such an establishment presents a substantially different set of impacts upon the community. In addition the typical around-the-clock hours for such an establishment would result in noise and light pollution to surrounding areas. We request that the town enforce the scope specifically identified in the Town Plan. We would also like to suggest adding a park or another recreational facility with much broader appeal to the residents in the area and beyond.

We are strongly opposed to the changes (of which we were not provided much information or detail) and wish to have the commercial and mixed-use zoning plans remain as is until a time when they can be built up as originally planned. We understand that the Town of Leesburg wishes to uphold a certain look and cosmetic appeal. To make the proposed changes to the land bays in our community would detract from these efforts and, in turn, we feel that it would also detract from the values of our home as well as the desirability of our neighborhood. Land Bays C and D are currently zoned for light industrial use, a fact that was not widely publicized when we purchase our home Rezoning Land Bays A and B will more than double the amount of land available for light industrial use which could potentially lead to the future development of an industrial park right next to our residence.

We are aware of other plots of land throughout Loudoun County that are more appropriate for light industrial use. **This is not a welcome plan for our community and we strongly request that you seek alternative locations for this project and not build in the Oaklawn-Stratford community land bays.** If you choose to grant rezoning despite the wishes of your citizens, at least limit the rezoning to one of the land bays. Please don't abandon us completely. Thank you for your time and consideration of my comments.

Sincerely,

Patricia Perry
231 Great Laurel Square, SE
Leesburg, VA 20175

Karen Cicalese

From: Irish Grandfield
Sent: Thursday, August 07, 2014 9:10 AM
To: Karen Cicalese; Brian Boucher; Susan BerryHill; Scott Parker
Subject: FW: Oaklawn/Stratford

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: Misha Ptak [<mailto:mishaptak@verizon.net>]
Sent: Wednesday, August 06, 2014 9:31 PM
To: Irish Grandfield
Subject: Oaklawn/Stratford

Hello – I did speak at the prior planning meeting and wanted to follow up in writing. We just moved to Oaklawn (Pink Azalea Terrace) in February and this was all a real surprise!

- 1) I am very pleased that the applicant withdrew the application for the repair establishment in Land Bay D.
- 2) I don't think that any similar business that makes noise that emanates outside the building, should be allowed in any of the sections as they are next to residences and it violates the residents right to peaceful enjoyment of their property.
- 3) I am absolutely opposed to Land Bay A and Land Bay B both being re-classified as Light Industrial.
- 4) I think it is much more logical, if the mystery company is to be allowed to build here, for them to be in Land Bay A as it is well removed from the residences. That would also provide them with more direct access to the Greenway and to Route 15/7 for transportation of both product and their employee's daily travel. Land Bay B could be left zoned as is and provide a buffer.
- 5) I have serious concerns with speed limits on Miller Drive as more traffic volume occurs due to additional businesses. I think speed mitigation devices such as speed humps or islands should be considered.

Thanks so much for listening.

Liz

Karen Cicalese

From: L Senska <laurasenska@hotmail.com>
Sent: Thursday, August 07, 2014 10:34 AM
To: Planning Commission
Cc: msenska@hotmail.com; L Senska
Subject: Oaklawn at Stratford Rezoning Application TLZM-2014-0004
Attachments: Matthew and Laura Senska_153 Great Laurel Square.docx

Dear Members of the Town of Leesburg Planning Commission,

We request that the attached letter be submitted as our official statement for the August 7, 2014 hearing regarding the Oaklawn at Stratford Rezoning Application TLZM-2014-0004. Thank you for your time.

Regards,
Matthew and Laura Senska
153 Great Laurel Square, SE

August 7, 2014

Attn: Town of Leesburg Planning Commission

Dear Members of the Town of Leesburg Planning Commission,

We request that this letter be submitted as our official statement for the August 7, 2014 hearing regarding TLZM-2014-0004. While Laura Senska is a member of the Oaklawn Homeowners Association Board of Directors, the comments contained within this document do not represent her in that facet and merely reflect our views as homeowners within the Oaklawn community.

We believe that development of the vacant land bays is beneficial for both the surrounding neighborhoods and the Town of Leesburg, and appreciate some of the modifications the applicant has made in response to public comment. However, we still have numerous concerns regarding the submitted rezoning application.

*** Fast Tracking of this Rezoning Application:** The initial notification received by homeowners by the law firm of Walsh Colucci Lubeley & Walsh PC was roughly three weeks ago. The Developers have told us repeatedly that this is in accordance with the requirements necessary for notification. However, we would argue that we, along with many of our fellow homeowners, are not experts in the data presented within the rezoning application and require more time to properly review and absorb what is being provided to us. We feel that the amount of time provided is inadequate for the community to gain a full understanding of what is being requested. This concerns us since once it is approved, the residents have very little ability to pursue relief. The developer continues to make changes to the application, and while that can be beneficial and may prove to address some of our concerns, the average resident does not have professional planning staff or counsel to quickly translate zoning ordinances and proffer statements to plain English. We respectfully request that the planning commission delay their decision by at least two weeks to allow homeowners additional time to review the rezoning application and latest round of revisions.

*** Rezoning to Light Industrial:** We understand that the applicant wants to rezone Land Bays A and B to light industrial. This would allow the potential for light industrial use to be on an additional 832,500 square feet. While the Developer has expressed a desire to see Oaklawn as a mixed-use community to include retail, shops, and recreational facilities, they have admitted that the current market is exhibiting demand for similar structures that they are currently proffering on Land Bay B. If this application is approved, there will be very little prohibiting Land Bays A, B, C, and D from becoming essentially an "industrial park", with unknown users setting up operations by-right. We'd argue this is not the intent of the Town Plan, which appears to seek to establish mixed-use for the area with employment opportunities, in line with the Village at Leesburg or Lansdowne.

In line with that concern, we'd like to see the Developer remove the zoning of light industrial from Land Bays C and D. Understandably, they want to leave the zoning open to as many types of uses as possible but removing the light industrial use from C and D would rebalance the overall land use of Oaklawn to ensure it complies with the Town Plan and a truly "mixed-use" development. The Developer has stated that in order to attract retail and restaurants, they need a tenant such as the one that they are planning to put in Land Bay B to jumpstart the business in this area. While we agree with that sentiment, we feel that failing to remove light industrial use from Land Bays C and D would potentially displace other businesses such as retail and restaurants that want to build in this area.

We also have no assurances that the Developer's next industrial customer will build in Land Bays A or B. They may instead prefer to build in Land Bays C or D, which are close to Battlefield Parkway, versus on Land Bays A and B where signs will be erected preventing truck traffic from heading north onto Hope Parkway, thus acting as a deterrent to future light industrial development. Land Bay A currently only allows for 10,000 square feet of eating establishments. Land Bay B states that it allows up to 30,000 square feet of retail, to the extent not located in Land Bays MUC2 and/or MUC 5. In reality retail development in Land Bay B is unlikely since the proposed tenant will take up more than half of the Land Bay with office

and production buildings and the remaining portion of this Land Bay is for their future expansion. Per the zoning map amendment TLZM-2014-0004, MUC2 allows 30,000 for retail and 30,000 restaurants; it is unclear if these numbers are cumulative totals for up to 60,000 square feet of development or if this is merely 30,000 square feet for retail or restaurant. Simply stated, this amount of square footage zoned for retail or restaurant use is minimal in comparison to what is zoned for light industrial and by not removing light industrial use on Land Bays C and D, the potential square footage available for retail and restaurant construction may be capped at what is allowable in the other Land Bays.

* **Truck Traffic:** The Developer has agreed to limit truck traffic to between the hours of 7am and 9pm. We feel that these hours are excessive and unnecessary given the projected truck activity of 1 semi-tractor trailer truck a week for the next 10-15 years and the fact that the business will operate during normal business hours, which they are estimating as 8am to 5pm. We would like to request that the hours be changed instead to 7am to 7pm. We feel this is more appropriate given the close proximity to residential structures.

* **Commuter Traffic Impact:** The developer and town maintain that the traffic impact analysis that was conducted is sufficient. While it may technically satisfy a requirement, it ignores the direct impact of traffic on the roadways just beyond the traffic study. Battlefield Parkway already sees a significant amount of traffic coming off the Greenway, partially due to the fact the Greenway backs up beyond the Battlefield/Oaklawn exit every weeknight. Traffic at Battlefield and Route 7 has backed up beyond the water treatment plant over the bridge on some nights during the evening commute. Traffic towards Evergreen Mill Road and Heritage High School is also gridlocked every night, requiring several light cycles for drivers coming from the direction of Oaklawn. We've had restaurants in Leesburg tell us they can't make it over to our home for food delivery due to traffic.

The community was originally touted as a "mixed-use" development, which would contain offices, retail, hotels, and restaurants. With the exception of offices, the remaining structures would have a flow of traffic throughout the day instead of a surge of traffic in the morning and evening, when office commuters drive to and from work. The rezoning allows light industrial on over one million square feet of land and this change could potentially result in additional commuter traffic during peak travel times resulting in roads being filled over capacity. Crowding out retail, hotel, and restaurants would result in a mass influx of commuters to an already overburdened roadway system. The proposed building in Land Bay B alone will add close to 500 commuters. The prospect of a skating rink could add a significant amount of traffic during the already busy evening commute.

* **Fire and Rescue Contribution:** Given the unknown potential future tenants in these Land Bays and also provided with the facts that such tenants may have structures in excess of what currently exists in the immediate vicinity, thereby requiring the purchase of specialized vehicles and/or equipment by the neighboring fire department, we feel that the Developer should increase their contribution to the typical amount of twenty cents (\$.20) per square foot of commercial use.

We would like to state that we understand that we purchased property in a mixed-use development. We are not opposed to development in general but would like some assurances to be made to ensure that this area will actually be a "mixed-use" development and not a "mostly light industrial" development. We ask that the planning commission consider our comments and encourage the Developer to continue to work with the surrounding communities to ensure that a reasonable compromise be made resulting in the best possible outcome for the Developer and its client, the Town of Leesburg, and the neighbors in the immediate vicinity.

Regards,

Matthew and Laura Senska
153 Great Laurel Square, SE

Karen Cicalese

From: edsc86@gmail.com on behalf of Elkin Sierra <contact@elkinsierra.com>
Sent: Thursday, August 07, 2014 3:23 PM
To: Planning Commission
Subject: Fwd: Additional Meeting Scheduled for Oaklawn Land Bay Project

Hello,

I live in the Stafford community facing the lot to be constructed. I won't be able to attend this Thursday and would like to ask if any materials and information that are going to be presented on Thursday can be made available to anyone not present on that date.

I think that the light and noise contamination are the main worry for all of us (during and POST construction), and I think a generous buffer with blocking light and sound features would go a long way to mitigate this issue when all construction is done. Furthermore it would be nice if measures like this are put in place for the construction site in order to lessen the impact on the surroundings.

Elkin Sierra
(240) 230-7437
contact@elkinsierra.com

On Tue, Aug 5, 2014 at 5:11 PM, LCruz@cmc-management.com <LCruz@cmc-management.com> wrote:
Hello Stratford Club Homeowners,

There is an additional meeting in regards to the Oaklawn Land Bay project being held on Thursday, August 7, 2014 beginning at 7:00. The meeting will be held at Council Chambers at Town Hall (25 West Market Street Leesburg, VA 20176).

This meeting is an adjournment from last week's public hearing due to the lack of details from Keane Enterprises and Trammell Crow Company.

If you can't attend the meeting and would like your concerns/opinions known, please feel free to email the Leesburg Planning Commission at planningcommission@leesburgva.com

Below is an update from Keane Enterprises and Trammell Crow Company:

To the Oaklawn HOA, East Stratford, and Stratford Club,

Thank you for presenting your concerns to us and the Planning Commission last week. We heard a variety of issues raised and are working on several items that we hope will result in an application that nearly everyone can support. Most of our proposed solutions are still works in progress, and we intend to provide more detail at the Planning Commission hearing this Thursday. In the meantime, however, here is a preview of what we're working on:

Vehicle Light Repair (i.e., potential tire shop) – We will drop this request from the application.

Buffers/Screening – We retained a landscape architect to further study the buffer areas. The designs are

currently in draft, with the goal of establishing the most effective and appealing buffer possible while still allowing full utilization of the site. We intend to provide more detailed visuals demonstrating the effectiveness of the screening we have proposed.

Site Lighting – We are prepared to commit to a reduced lighting level for a significant portion of the parking field, particularly around the northern and eastern site boundaries. We are currently studying how to approach this from a design standpoint and effectively document this planned light reduction.

Truck Hours of Operation – We are prepared to limit hours of operation for semi-tractor trailer activity at the site. We are coordinating with the tenant and will have a specific proposal on Thursday.

Hope Parkway Truck Traffic - We will install signage prohibiting truck traffic from going north on Hope Parkway into Stratford.

Light Industrial – We understand the concern about the entire park becoming light industrial, however, we don't anticipate this will be the case. We anticipate a mix of retail, restaurant, office, rec facility, and plus perhaps more uses similar to this new tenant, which seems to be a growing trend in office development. All of this is subject to market forces of course. In any case, with each new "light intensity industrial" use in Land Bays A or B there will be specific operating standards setting forth the guidelines for noise, truck traffic, etc. In addition, all future development (aside from the current tenant), will continue to be subject to the H-2 Design Guidelines, which will ensure quality architecture and materials.

As you can see, we believe we have made considerable strides towards addressing many of your concerns through various changes to our plan. We look forward to presenting more specifics on Thursday. Thank you for your valuable input and consideration.

-Keane Enterprises and Trammell Crow Company

Karen Cicalese

From: LuAnne Skillinger <lskillinger@gmail.com>
Sent: Thursday, August 07, 2014 9:00 AM
To: Planning Commission
Subject: TLZM-2014-004

Attn: Town of Leesburg Planning Commission

Dear Members of the Town of Leesburg Planning Commission,

I will not be able to attend the Planning Commission Public Hearing to be held on August 7, 2014. Therefore, I would request that this letter be submitted as my official statement regarding TLZM-2014-0004.

First, I would like to state that I believe that development of the vacant land bays is beneficial for both the surrounding neighborhoods and the Town of Leesburg. However, I would like to state numerous concerns I have regarding the submitted rezoning application. I think it is unfair as a neighboring property owner to not be informed of the exact uses that will be constructed adjacent to our homes that will have a direct impact on our daily lives.

* **Zoning:** I understand that light industrial uses are allowed in the PEC Zoning District. However, I was unable to locate a definition or a list of exact uses that are allowed as light industrial. I hereby request a list of uses that will potentially be used as light industrial uses and that strict performance standards are proffered. The performance standards currently in the proffer statement are grossly inadequate.

* **Design:** I do not believe that Land Bay B should be removed from the H-2 guidelines. It is very important that the overall character of the development be preserved. In addition, consideration of the neighboring properties should be taken into account since we are the ones who will have to look at the glare from the windows by day and the parking lot and building illumination by night.

* **Noise:** The noise generated from a light industrial building may be a nuisance for adjacent property owners. This noise is attributable to the on-site equipment, generators, work staff, and vehicles/delivery trucks that would be passing through this location. The Developer also refuses to provide standard hours of operation, merely stating that it is "normal business hours" which as most can attest to, these vary widely among different fields of employment. While I acknowledge that the initial tenant that the Developer has in mind for Land Bay B is considered to be a quiet tenant with work on the spectrum that is closer to office work than industrial work, I am concerned about future tenants that would be permissible on all land bays in the future once Land Bays A and B are rezoned to allow light industrial. I request that all of the facilities generating noise be placed internal to the building with proper buffering methods installed so that the noise does not exceed the ordinance requirement of 55 dba at the property line. No increase of noise levels should be approved.

* **Lighting:** Lighting attributable to parking, within the buildings themselves, and those of vehicles (both passenger vehicles and delivery trucks to include tractor-trailers) present a nuisance to adjacent properties. I request that the proffer statement include full cut off lights and additional proffers to state that no glare or nuisance on the adjacent residential neighborhoods.

* **Buffer Reductions:** I do not support any buffer reductions adjacent to residential neighborhoods. As it stands today, with this type of development, the Town Leesburg requires a 75' buffer and S3 (the most dense) screening. I request that the proffer be amended to adhere to this guideline.

* **Performance Standards:** I request that the proffered performance standards be revised to include very specific and strict design guidelines with the concerns stated above addressed.

* **Transportation:** I believe it is absolutely critical that the extension of Hope Parkway be constructed at the same time as the construction of the proposed Land Bay B. As Town Staff has stated, I think it is critical that measures be taken in the neighboring development to address increased traffic and speeding. This link is not only critical for the proposed use, but also access to the neighborhoods. To this end, appropriate signaling should be installed to deter speeding and to ensure residents in the Oaklawn and Stratford communities remain safe. The current transportation study is outdated and should be redone to include the impact of future developments that have been approved but have not yet begun construction, such as the Corner Chapel, which will be built at the intersection of Sycolin Road and Battlefield Parkway in the near future. The proposed office and production building in Land Bay B will add close to 500 parking spots. This increase in the number of commuters will greatly overburden the surrounding roadways, which are already over capacity. It currently takes 20-30 minutes to drive 1 mile within our vicinity due to the high volume of traffic.

* **Tire Shop/Service Station:** I am opposed to the rezoning in Land Bay D to allow the erection of a tire shop/service station. I do not want a facility like this in ANY of the land bays. I am concerned that allowing this sort of establishment will negatively affect all Oaklawn homeowners with potential noise pollution, improper disposal of hazardous waste, and with the change to the overall visual aesthetics of our community and adjacent area.

In closing, I would like to state that I understand that I purchased property in a mixed-use development. I am not opposed to the development and am encouraged by the types of retail, restaurant, and commercial development that surrounding office developments could bring. I believe these uses will be an asset to the neighboring communities. However, these uses need to conform to the Town Plan and applicable zoning ordinances, which requires mitigation of impacts and compatibility with surrounding neighborhood.

Regards,

LuAnne Skillinger
450 Glade Fern Terrace

Karen Cicalese

From: Irish Grandfield
Sent: Thursday, August 07, 2014 1:34 PM
To: Karen Cicalese; Susan BerryHill; Brian Boucher; Scott Parker
Subject: FW: Statements for this evenings Planning Commission
Attachments: Skotzko_OpposalStatementOaklawnatStratford.pdf

James P. ("Irish") Grandfield, AICP
Senior Planner
Town of Leesburg Department of Planning and Zoning
25 W. Market Street
Leesburg, VA 20176
igrandfield@leesburgva.gov

From: Greg Skotzko [<mailto:greg.skotzko@gmail.com>]
Sent: Thursday, August 07, 2014 12:21 PM
To: Irish Grandfield
Subject: Statements for this evenings Planning Commission

Ms. Grandfeld,

I am submitting our statement for this evenings Planning Commission as my family will not be able to attend the meeting this evening.

Thank you,
Greg Skotzko
203 Great Laurel SQ SE
Leesburg, VA 20175

"What GIS hath wrought, let no man, except management, tear asunder"
- A. Wise Analyst

8/7/2014

Attn: Town of Leesburg Planning Commission

Dear Members of the Town of Leesburg Planning Commission,

My family will not be able to attend the Planning Commission Public Hearing to be held on August 7, 2014. Therefore, we would request that this letter be submitted as my official statement regarding TLZM-2014-0004.

Despite not being able to make the hearing, we have great concern regarding the proposed changes to the land bays of the Oaklawn-Stratford communities. As original homeowners in the Oaklawn community, we recall being informed of plans for the commercial and mixed uses of the land, which we were initially excited and intrigued by. Over the years and with some economic downturn, we understood the delays in building up the area as originally planned. We were recently informed of proposed changes to the zoning plans for these areas and, from what we have learned, we became very confused, concerned and upset.

While we welcome the idea of building on the sites connected to our neighborhood, we are not happy with the possible changes from commercial and mixed use to light industrial use. Furthermore, we are upset by the lack of communication to residents regarding these changes and what they entail. Incorporating light industrial zoning in a residential development is a great concern and it is not common to place this type of zoning in such close proximity or, more accurately, in a residential area. The allowed uses under light industrial zoning could possibly include a manufacturing facility and use of large trucks. As a result, large trucks will be frequently accessing the community and this brings up concerns of both noise and vehicle pollution. Additionally, traffic in the area would be significantly impacted. Route 267 West toward the Route 15 Bypass is already beyond capacity and the infrastructure would need to be addressed prior to allowing such a development. Currently even Battlefield Parkway is overwhelmed at rush hour with traffic backed up from Evergreen Mill Road to Miller Road – and sometimes even to Sycolin Road.

We were also informed of the possibility of adding an ice skating rink to one of the land bays. Such an establishment presents a substantially different set of impacts upon the community compared to the “health club” specifically noted in the “Regional Office” plan, particularly regarding the intensity and timing of traffic impacts. In addition the typical around-the-clock hours for such an establishment would result in noise and light pollution to surrounding areas. We request that the town enforce the scope specifically identified in the Town Plan. We would also like to suggest adding a park or another recreational facility with much broader appeal to the residents in the area and beyond.

We are strongly opposed to the changes (of which we were not provided much information or detail) and wish to have the commercial and mixed-use zoning plans remain as is until a time when they can be built up as originally planned. We understand that the Town of Leesburg wishes to uphold a certain look and cosmetic appeal. To make the proposed changes to the land bays in our community would detract from these efforts and, in turn, we feel that it would also detract from the values of our home as well as the desirability of our neighborhood. Land Bays C and D are current zoned for light industrial use, a fact that was not widely publicized when we purchased our home. Rezoning Land Bays A and B will more than double the amount of land available for light industrial use which could potentially lead to the future development of an industrial park right next to our residence.

We are aware of other plots of land throughout Loudoun County that are more appropriate for light industrial use. **This is not a welcome plan for our community and we strongly request that you seek alternative locations for this project and not build in the Oaklawn-Stratford community land bays.**

Thank you for your time and consideration of our comments and concerns.

Gregory & Natalie Skotzko
203 Great Laurel SQ SE
Leesburg, VA 20175

Karen Cicalese

From: shirley stauffacher <shirleystauff@yahoo.com>
Sent: Friday, August 08, 2014 8:00 AM
To: Planning Commission

As a homeowner in Stratford Club Condominiums, I am opposed to the pending zoning change. I believe it will devalue property, increase noise and traffic on Battlefield and surrounding area which already cannot handle the volume of traffic during commuting times. Would the proposed gas station become a Truck Stop? Having a warehouse area located here would detract from historic Leesburg.

I purchased my home with the understanding the open space would be developed as office and retail space. Current homeowners have already suffered loss of value due to the downturn in the economy. Why should we suffer additional loss of property value. Why not rezone the area for family housing and make the entire area residential. The airport already creates enough noise.

Shirley

Shirley Stauffacher

Cell Phone: 703-728-2116
E-mail: shirleystauff@yahoo.com

Karen Cicalese

From: Michael Summers <michael.f.summers@gmail.com>
Sent: Wednesday, August 06, 2014 6:05 PM
To: Planning Commission
Subject: Rezoning TLZM-2014-0004, Oak Lawn at Stratford

Members of the Planning Commission,

My name Michael Summers, and I am a homeowner in Oak Lawn. I am writing to you about the proposal to build a light industrial facility in Oak Lawn land bay B.

While I am in favor of developing these empty land bays, I am opposed to any development that will depreciate the property values of our homes. Studies have shown that industrial properties depreciate the property values of neighboring residential properties, especially the homes that are nearest in proximity or have a view of the industrial property. The homes in Oak Lawn are elevated well above land bay B, so no matter how they try to hide it, Oak Lawn residents facing this direction will have a view of the facility. In addition, land bay B is very, very close in proximity to many Stratford homes. Building the industrial facility in land bay B will have a negative impact on the largest possible number of homes. Ideally, the industrial facility would be built as far away as possible from our homes, such as in in land bay A, and the community friendly developments in land bay B would act as a buffer between our homes and the industrial facility. If there is a logistics problem with building the industrial facility in land bay A, this should be resolved, because this problem will likely affect anything that is to be built there.

Please ask yourself, would you want this industrial facility adjacent to your backyard or built within view of your home? If your answer is no, then please help this from happening to your fellow Leesburg residents.

Thank you,
Michael Summers
145 Great Laurel Sq.

Karen Cicalese

From: Mike Tanski <mtanski@verizon.net>
Sent: Wednesday, August 06, 2014 9:15 PM
To: Planning Commission
Subject: Oak Lawn re-zoning - TLZM-2014-0004

August 6, 2014

Attn: Town of Leesburg Planning Commission

Dear Members of the Town of Leesburg Planning Commission,
I will not be able to speak at the Planning Commission Public Hearing on August 7, 2014 but I request that this letter be submitted as my official statement regarding TLZM-2014-0004.

I did attend the meeting that took place on August 31, and must say that I am appalled at what I was hearing. My main concern was with the rezoning proposition requested for several of the land bays situated in the Oak Lawn Community. I do not agree with what the developers are requesting and these are my reasons why:

I was one of the first residents to move into the Oak Lawn community in November of 2007. I thought it would be an ideal place to live. It was situated on vacant land with nothing built at the time. The community seemed like a paradise to live in based on the building concept. Each house had an attractive color scheme, tot lots were planned, we were promised a pool, tennis courts, a jogging trail and the nearby Leesburg amenities. We were told that there would hotels, restaurants, and perhaps a service station as part of the development. I remember parts of Sycolin road were still gravel. I was told there was a commuter bus that would take me to work in Washington, DC. It was a one hour trip for me door to door. I was sold!

Now it is 2014. Sycolin road has since been expanded. It takes almost as long to get out of the commuter parking lot and the one mile to get home or to route 15 as it does for the entire trip to DC. Now I hear you are proposing another 400 - 500 parking spaces for this new 'light industry' that was supposed to be available for restaurants and the like. I am concerned about the amount of traffic that will be coming thru the community.

I know the land has to be developed. That is why someone invested in it. My problem is that each parcel of land was zoned for a particular use, and we were shown the available uses before we purchased our properties. Now that we have purchased our homes, you want to go back and re-zone the land. I think you are doing a great injustice to the residents of this community. I suggest you keep the land zoned for its original stated purpose. You wouldn't want me to paint my house purple, why would you now expect me to agree to having a factory in my back yard?

You already have some of the parcels zoned for light industrial use. Why would you not use those parcels for their intended uses. The parcel of land that is most troubling to me is parcel B. I do not appreciate it being considered for a 'factory' or what you consider 'light industrial use'. It is right up against the residential homes, and the walking trail so many of us enjoy. It is in stark contrast to the color schemes of the community and sticks out like a sore thumb. You might as well zone the land use for a Casino. In my opinion, there would not be much difference.

Sincerely,
Mike Tanski
227 Great Laurel Sq
Leesburg, Va 20175
(703) 646-1216

Karen Cicalese

From: Atkins, Sally <sally.atkins@urs.com>
Sent: Thursday, August 07, 2014 9:53 AM
To: Planning Commission
Subject: Don Valentine - FW: TLZM-2014-0004: Oaklawn at Stratford Letter of Opposition
Attachments: Oaklawn Resident Statement_Don Valentine.pdf

Dear Mr. Chair and Members of the Town of Leesburg Planning Commission,

My apologies, I've provided the incorrect email address to many residents – it's been corrected but you may see a flurry of letters that finally have been returned.

Regards,
Sally

From: Atkins, Sally
Sent: Saturday, August 02, 2014 2:54 PM
To: 'planningcommission@leesburgva.com'
Subject: TLZM-2014-0004: Oaklawn at Stratford Letter of Opposition

Dear Mr. Chair and Members of the Town of Leesburg Planning Commission,

I was remiss at providing this letter to you earlier, which had been dropped off at my house since Mr. Valentine was not able to attend last Thursday's Public Hearing concerning TLZM-2014-0004. Please accept the attached as Mr. Valentine's official written statement.

We very much appreciate your postponement in making a decision on this critical rezoning issue until you receive additional information from the applicant.

Regards,

Sally Atkins
Oaklawn HOA Board Member

This e-mail and any attachments contain URS Corporation confidential information that may be proprietary or privileged. If you receive this message in error or are not the intended recipient, you should not retain, distribute, disclose or use any of this information and you should destroy the e-mail and any attachments or copies.

Karen Cicalese

From: Lyla Zeidan <lylamzeidan@gmail.com>
Sent: Thursday, August 07, 2014 12:14 PM
To: Planning Commission
Subject: Letter from Oaklawn Resident
Attachments: Oaklawn Letter to Planning Commission.docx

To Whom It May Concern,

I will be unable to attend tonight's meeting in regards to the zoning changes at Oaklawn. I would greatly appreciate you considering the attached letter in your decision.

Thank you,
Lyla M. Zeidan
335 Pink Azalea Terrace, SE

August 7, 2014

Attn: Town of Leesburg Planning Commission

Dear Members of the Town of Leesburg Planning Commission,

I will not be able to attend the Planning Commission Public Hearing to be held on August 7, 2014. Therefore, I would request that this letter be submitted as my official statement regarding TLZM-2014-0004.

First, I would like to state that I believe that development of the vacant land bays is beneficial for both the surrounding neighborhoods and the Town of Leesburg. However, I would like to state numerous concerns I have regarding the submitted rezoning application. I think it is unfair as a neighboring property owner to not be informed of the exact uses that will be constructed adjacent to our homes that will have a direct impact on our daily lives.

* **Zoning:** I understand that light industrial uses are allowed in the PEC Zoning District. However, I was unable to locate a definition or a list of exact uses that are allowed as light industrial. I hereby request a list of uses that will potentially be used as light industrial uses and that strict performance standards are proffered. The performance standards currently in the proffer statement are grossly inadequate.

* **Design:** I do not believe that Land Bay B should be removed from the H-2 guidelines. It is very important that the overall character of the development be preserved. In addition, consideration of the neighboring properties should be taken into account since we are the ones who will have to look at the glare from the windows by day and the parking lot and building illumination by night.

* **Noise:** The noise generated from a light industrial building may be a nuisance for adjacent property owners. This noise is attributable to the on-site equipment, generators, work staff, and vehicles/delivery trucks that would be passing through this location. The Developer also refuses to provide standard hours of operation, merely stating that it is "normal business hours" which as most can attest to, these vary widely among different fields of employment. While I acknowledge that the initial tenant that the Developer has in mind for Land Bay B is considered to be a quiet tenant with work on the spectrum that is closer to office work than industrial work, I am concerned about future tenants that would be permissible on all land bays in the future once Land Bays A and B are rezoned to allow light industrial. I request that all of the facilities generating noise be placed internal to the building with proper buffering methods installed so that the noise does not exceed the ordinance requirement of 55 dba at the property line. No increase of noise levels should be approved.

* **Lighting:** Lighting attributable to parking, within the buildings themselves, and those of vehicles (both passenger vehicles and delivery trucks to include tractor-trailers) present a nuisance to adjacent properties. I request that the proffer statement include full cut off lights and additional proffers to state that no glare or nuisance on the adjacent residential neighborhoods.

* **Buffer Reductions:** I do not support any buffer reductions adjacent to residential neighborhoods. As it stands today, with this type of development, the Town of Leesburg requires a 75' buffer and S3 (the most dense) screening. I request that the proffer be amended to adhere to this guideline.

* **Performance Standards:** I request that the proffered performance standards be revised to include very specific and strict design guidelines with the concerns stated above addressed.

* **Transportation:** I believe it is absolutely critical that the extension of Hope Parkway be constructed at the same time as the construction of the proposed Land Bay B. As Town Staff has stated, I think it is critical that measures be taken in the neighboring development to address increased traffic and speeding.

This link is not only critical for the proposed use, but also access to the neighborhoods. To this end, appropriate signaling should be installed to deter speeding and to ensure residents in the Oaklawn and Stratford communities remain safe. The current transportation study is outdated and should be redone to include the impact of future developments that have been approved but have not yet begun construction, such as the Corner Chapel, which will be built at the intersection of Sycolin Road and Battlefield Parkway in the near future. The proposed office and production building in Land Bay B will add close to 500 parking spots. This increase in the number of commuters will greatly overburden the surrounding roadways, which are already over capacity. It currently takes 20-30 minutes to drive 1 mile within our vicinity due to the high volume of traffic.

* **Tire Shop/Service Station:** I am opposed to the rezoning in Land Bay D to allow the erection of a tire shop/service station. I do not want a facility like this in ANY of the land bays. I am concerned that allowing this sort of establishment will negatively affect all Oaklawn homeowners with potential noise pollution, improper disposal of hazardous waste, and with the change to the overall visual aesthetics of our community and adjacent area.

In closing, I would like to state that I understand that I purchased property in a mixed-use development. I am not opposed to the development and am encouraged by the types of retail, restaurant, and commercial development that surrounding office developments could bring. I believe these uses will be an asset to the neighboring communities. However, these uses need to conform to the Town Plan and applicable zoning ordinances, which requires mitigation of impacts and compatibility with surrounding neighborhood.

Regards,

Lyla M. Zeidan
335 Pink Azalea Terrace, SE

PRESENTED: August 12, 2014

ORDINANCE NO. _____

ADOPTED:

AN ORDINANCE: APPROVING TLZM 2014-0004 OAKLAWN AT STRATFORD, A CONCEPT PLAN AMENDMENT AND PROFFER AMENDMENT TO ADD LAND USES, MODIFY TRANSPORTATION PHASING, REALLOCATE PERMITTED USES AMONG VARIOUS LAND BAYS, AND AMEND THE PROFFER REQUIRING H-2 CORRIDOR DESIGN APPROVAL FOR DEVELOPMENT IN LAND BAY B

WHEREAS, a Rezoning Application has been filed by Oaklawn LLC to amend the concept plan and proffers of TLZM-2005-0002 to add land uses, modify transportation phasing, reallocate permitted uses among various Land Bays, and amend the proffer requiring H-2 Corridor Design approval for development in Land Bay B; and

WHEREAS, a duly advertised Planning Commission public hearing was held on July 31, 2014 and continued to August 7, 2014; and

WHEREAS, at their meeting on August 7, 2014, the Planning Commission recommended denial of this application to the Town Council; and

WHEREAS, the Town Council held a duly advertised public hearing on this application on August 12, 2014; and

WHEREAS, the Council has concluded that the approval of the application would be in the public interest and in accordance with sound zoning and planning principles.

THEREFORE, ORDAINED by the Council of the Town of Leesburg in Virginia:

SECTION 1. Rezoning Application TLZM 2014-0004, for the property having the Loudoun County Parcel Identification Numbers (PINs) 233-38-8942, 233-39-6464, 233-39-6106, 233-30-2511, 233-30-1486, 233-30-4276, 233-29-0512, 233-29-6350, 233-29-9822, 233-

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20-0550, 233-20-3806, 233-19-8457, 233-10-1658, and 233-30-2941 is hereby approved subject to the proffers dated August 6, 2014; and

SECTION 2. The property shall be developed in substantial conformance with the concept development plan prepared by Puculli, Simmons, and Associates dated August 5, 2014; and

SECTION 3. Severability. If a court of competent jurisdiction declares any provision of this ordinance invalid, the decision shall not affect the validity of the ordinance as a whole or any remaining provisions of this ordinance.

SECTION 4. This ordinance shall be in effect upon its passage.

PASSED this ____ day of August 2014.

Kristen C. Umstattd, Mayor
Town of Leesburg

ATTEST:

Clerk of Council