

AT A REGULAR MEETING OF THE BOARD OF SUPERVISORS OF THE COUNTY OF JAMES CITY, VIRGINIA, HELD ON THE 14TH DAY OF OCTOBER, NINETEEN HUNDRED NINETY-SEVEN, AT 5:02 P.M. IN THE COUNTY GOVERNMENT CENTER BOARD ROOM, 101 MOUNTS BAY ROAD, JAMES CITY COUNTY, VIRGINIA.

A. ROLL CALL

Robert A. Magoon, Jr., Chairman, Jamestown District
Jack D. Edwards, Vice Chairman, Berkeley District

David L. Sisk, Roberts District (Absent)
Perry M. DePue, Powhatan District
M. Anderson Bradshaw, Stonehouse District
Sanford B. Wanner, County Administrator
Frank M. Morton, III, County Attorney

B. WORK SESSION - Casey/New Town Rezoning

Mr. Magoon called the meeting to order and welcomed newly appointed Mr. M. Anderson Bradshaw, Supervisor for Stonehouse District.

Mr. Sanford B. Wanner, County Administrator, introduced Mr. John T.P. Horne, Manager, Development Management, who stated that the presentation on Casey/New Town would be given by Ms. Tamara Rosario, Senior Planner, and Mr. Don Clinton of Cooper Robertson.

Mr. Magoon declared a break for dinner at 6:15 p.m.

Mr. Magoon called the meeting to order at 7:02 p.m.

C. PRESENTATION - Internet Management Team (IMT)

Ms. Jody Puckett, Chairperson, IMT, explained the County's Internet web pages were developed by a team of employees. Ms. Jane Townsend, Development Management, and Ms. Linda Odell, Publications Management, described and previewed County pages for the audience. Ms. Puckett concluded by outlining future challenges and stated feedback on web pages was always welcome.

Mr. Magoon welcomed Mr. M. Anderson Bradshaw, Supervisor, Stonehouse District, to the meeting.

Mr. Bradshaw thanked the Board, paid tribute to Mr. Stewart U. Taylor, whose seat he had filled, and stated that there was a lot to learn.

**D. MINUTES - September 23, 1997, Regular Meeting
September 26, 1997, Special Meeting**

Mr. Magoon asked if there were additions or corrections to the minutes.

Mr. DePue made a motion to approve the two sets of minutes.

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On a roll call, the vote was: AYE: Edwards, DePue, Magoon(3). NAY: (0). ABSTAIN: Bradshaw (1).

E. CONSENT CALENDAR

Mr. Magoon asked if a Board member wished to remove any item from the Consent Calendar and asked that Item No. 2 be removed.

Mr. DePue made a motion to approve Item No. 1 on the Consent Calendar.

On a roll call, the vote was: AYE: Edwards, Bradshaw, DePue, Magoon (4). NAY: (0).

- 1. Trash and Grass Liens: 117 Crescent Drive and 3376 Chickahominy Road

RESOLUTION

CODE VIOLATION LIEN

WHEREAS, the Zoning Administrator has certified to the Board of Supervisors of James City County, Virginia, that the property owner as described below has failed to pay a bill in the amount listed, for cutting of grass and weeds or removal of trash and debris, although the County has duly requested payment; and

WHEREAS, the unpaid and delinquent charges are chargeable to the owner and collectible by the County as taxes and levies and constitute a lien against the Property.

NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors, James City County, Virginia, that in accordance with Sections 7-4 and 7-5 of the Code of the County of James City, Virginia, the Board of Supervisors directs that the following delinquent charges for services rendered, plus interest at the legal rate from the date of recordation until paid, shall constitute a lien against the Property to wit:

Cleaning of Trash/Debris and/or Cutting of Grass, Weeds, etc.:

ACCOUNT:	Paul Carrithers P.O. Box 5218 Newport News, VA 23605
DESCRIPTION:	117 Crescent Drive
TAX MAP NO.:	(23-1)(02-0-0035) James City County, Virginia
AMOUNT DUE:	\$270.00

RESOLUTION

CODE VIOLATION LIEN

WHEREAS, the Zoning Administrator has certified to the Board of Supervisors of James City County, Virginia, that the property owners as described below have failed to pay a bill in the amount

listed, for cutting of grass and weeds or removal of trash and debris, although the County has duly requested payment; and

WHEREAS, the unpaid and delinquent charges are chargeable to the owner and collectible by the County as taxes and levies and constitute a lien against the Property.

NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors, James City County, Virginia, that in accordance with Sections 7-4 and 7-5 of the Code of the County of James City, Virginia, the Board of Supervisors directs that the following delinquent charges for services rendered, plus interest at the legal rate from the date of recordation until paid, shall constitute a lien against the Property to wit:

Cleaning of Trash/Debris and/or Cutting of Grass, Weeds, etc.:

ACCOUNT:	Robert and Traci Flannary 3376 Chickahominy Road Toano, VA 23168
DESCRIPTION:	3376 Chickahominy Road
TAX MAP NO.:	(22-2)(08-0-0001) James City County, Virginia
AMOUNT DUE:	\$145.00

2. Certificates of Appreciation - Myrl L. Hairfield and Joseph M. Cross, Jr.

Mr. Magoon read and presented resolutions to Mr. Myrl L. Hairfield and Mr. Joseph M. Cross, Jr.

Mr. Magoon made a motion to approve the resolutions.

On a roll call, the vote was: Edwards, Bradshaw, DePue, Magoon (4). NAY: (0).

RESOLUTION

CERTIFICATE OF APPRECIATION

MYRL L. HAIRFIELD

WHEREAS, Myrl L. Hairfield served as a member of the Industrial Development Authority of James City County from August 1986, to July 1997, and as its Chairman from July 1988, to December 1990; and

WHEREAS, throughout this period of service, Myrl L. Hairfield willingly gave of his time and his talents to foster economic development in the County by launching the IDA's first industrial shell building and industrial park development initiatives and overseeing the IDA's initial Annual Reports to the Board of Supervisors; and

WHEREAS, Myrl L. Hairfield consistently demonstrated those essential qualities of leadership, diplomacy, perseverance and dedication while providing exceptional service to the citizens of James City County.

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NOW, THEREFORE, BE IT RESOLVED, that the Board of Supervisors of James City County, Virginia, hereby extends its sincere appreciation to Myrl L. Hairfield and recognizes his distinguished service and dedication to the County and its citizenry.

RESOLUTION

CERTIFICATE OF APPRECIATION

JOSEPH M. CROSS, JR.

WHEREAS, Joseph M. Cross, Jr., served as a member of the Industrial Development Authority of James City County from December 1987, to July 1997; and

WHEREAS, throughout this period of service, Joseph M. Cross, Jr., willingly gave of his time and his talents to foster economic development in the County by serving on the Industrial Development Authority's Ambassadors and Strategic Plan Committees; and

WHEREAS, Joseph M. Cross, Jr., consistently demonstrated those essential qualities of leadership, diplomacy, perseverance and dedication while providing exceptional service to the citizens of James City County.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Supervisors of James City County, Virginia, hereby extends its sincere appreciation to Joseph M. Cross, Jr., and recognizes his distinguished service and dedication to the County and its citizenry.

F. PUBLIC HEARINGS

1. Case No. Z-7-97. Michael C. Brown. LTD/Toano Business Center

Mr. Gary A. Pleskac, Senior Planner, stated that Mr. Michael C. Brown had applied to rezone approximately 7.25 acres from A-1, General Agricultural, and B-1, General Business, to M-1, Limited Business/Industrial District, with proffers, to construct a development of contractors' offices and warehouses. Mr. Brown had also applied to rezone approximately 2.5 acres from B-1, General Business, to B-1, General Business District, with proffers, located at 8105 Richmond Road and further identified as Parcel Nos. (1-9) on James City County Real Estate Tax Map No. (12-4) and Parcel No. (1-9A) on James City County Real Estate Tax Map No. (12-4).

Mr. Sisk arrived at 7:27 p.m.

Mr. Pleskac detailed the project location and site description and proffers, and stated the property was unique in that it had access to Route 60, Interstate 64, and CSX Railroad tracks. He further stated that the surrounding zoning and development was compatible with the 1997 Comprehensive Plan and that colors of the buildings and landscaping were also proffered. He stated road improvements and access met Virginia Department of Transportation requirements.

In concurrence with staff, the Planning Commission unanimously recommended approval of the request, with proffers.

The Board discussed the use of the outparcel created from the original parcel, the access easement, possible need for traffic signal on Route 60W, and protection of the CSX asset.

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Mr. Magoon opened the public hearing, and as no one wished to speak, he closed the public hearing.

Mr. Magoon disclosed that he had had limited involvement with the project and stated that the Commonwealth Attorney had advised that he could participate in the vote as there was no conflict of interest.

Mr. Bradshaw stated that he had a conflict of interest and would abstain from the vote as he had worked with the owner of the adjoining property.

Mr. DePue made a motion to approve the resolution.

On a roll call, the vote was: Edwards, Sisk, DePue, Magoon (4). NAY: (0). ABSTAIN: Bradshaw (1).

RESOLUTION

CASE NO. Z-7-97. MICHAEL C. BROWN, LTD./TOANO BUSINESS CENTER

WHEREAS, in accordance with Section 15.1-431 of the Code of Virginia, and Section 20-15 of the James City County Zoning Ordinance, a public hearing was advertised, adjoining property owners notified, and a hearing scheduled on Zoning Case No. Z-7-97 for rezoning approximately 7.25 acres of land from A-1, General Agricultural District, to M-1, Limited Business/Industrial District, with proffers, and 2.5 acres from B-1, General Business District, to B-1, General Business District, with proffers, and is further identified as Parcel No. (1-9) on James City County Real Estate Tax Map No. (12-4), and a portion of Parcel No. (1-9A) on James City County Real Estate Tax Map No. (12-4); and

WHEREAS, the Planning Commission of James City County unanimously recommended approval of Zoning Case No. Z-7-97.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of James City County, Virginia, does hereby approve Zoning Case No. Z-7-97, with the attached proffers.

2. Case No. MP-4-97. Greensprings Plantation Master Plan Amendment

Ms. Jill E. Schmidle, Planner, stated that Mr. Vernon Geddy, III, had applied on behalf of Greensprings Plantation, Inc., and Greensprings Associates to amend the Greensprings Plantation Master Plan and approved proffers to combine existing multifamily Land Bays M-6 and M-7 into a single reconfigured Land Bay M-6 and transfer approved units shown in Land Bay M-8 to Land Bays M-5 and M-6 with no overall increase in number of dwelling units, zoned R-4, Residential Planned Community District, located within the Greensprings Plantation development along Route 5, further identified as Parcel No. (1-1) on James City County Real Estate Tax Map No. (46-1).

Ms. Schmidle stated that the proposed amendment would alter the configuration and layout of the dwelling units, as the owner had decided to locate accessory structures, a welcome center, and maintenance shed in Land Bay M-8. She explained that the proffers addressed the maximum number of dwelling units allowed per land bay and the minimum amount of recreation facilities required for each multifamily land bay.

Ms. Schmidle further stated that the access points to each land bay remain unchanged; the Master Plan amendment was consistent with surrounding residential development and zoning; and open space, buffers, and greenbelts remained the same.

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In concurrence with staff, the Planning Commission unanimously recommended approval of the proposal, with proffers.

Mr. Magoon opened the public hearing, and as no one wished to speak, he closed the public hearing.

Mr. Edwards made a motion to approve the resolution.

On a roll call, the vote was: AYE: Edwards, Bradshaw, Sisk, DePue, Magoon (5). NAY: (0).

RESOLUTION

CASE NO. MP-4-97. GREENSPRINGS MASTER PLAN AMENDMENT

WHEREAS, in accordance with Section 15.1-431 of the Code of Virginia, and Section 20-15 of the James City County Zoning Ordinance, a public hearing was advertised, adjoining property owners notified and a hearing scheduled on Master Plan Case No. MP-4-97 for a Master Plan amendment combining existing multifamily Land Bays M-6 and M-7 into a single reconfigured Land Bay M-6 and transferring the approved units shown in Land Bay M-8 to Land Bays M-5 and M-6. The site can be identified as a portion of Parcel No. (1-1) on James City County Real Estate Tax Map No. (46-1); and

WHEREAS, the Planning Commission of James City County, following its public hearing on September 3, 1997, unanimously recommended approval of Case No. MP-4-97, by a vote of 7 to 0.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of James City County, Virginia, does hereby approve Master Plan Amendment Case No. MP-4-97 and accept the voluntary proffers.

3. Prohibition of Through Trucks on Longhill Road

Mr. O. Marvin Sowers, Jr., Director of Planning, stated that the City of Williamsburg had requested cooperation in its effort to prohibit through-truck traffic on the portion of Longhill Road from Ironbound Road north to Longhill Connector Road to reduce volume of truck traffic and the amount of traffic noise. He stated that the City had acted to prohibit through-truck traffic on this portion of Longhill Road within the City of Williamsburg.

Mr. Sowers stated that following a Board of Supervisors' public hearing and approval of a resolution requesting to close the road to trucks, the Virginia Department of Transportation (VDOT) would review impacts on the surrounding road network, disruption of truck service in the area, and the effect on nearby residents.

Staff recommended approval of the resolution and forwarding of a formal written request to VDOT.

The Board discussed enforcement of traffic violation if signage installed.

Mr. Magoon opened the public hearing.

Mr. Sisk made a motion to approve the resolution.

Mr. Edwards suggested that the County contact the City of Williamsburg and request a review of the renaming of Longhill Road.

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Mr. Edwards made a motion to defer the case until the November 12, 1997, Board of Supervisors meeting.

Mr. Magoon continued the public hearing until November 12, 1997.

4. Ordinance Amendment - Charges for Parks and Recreation Facilities and Programs

Mr. Wanner stated that the proposed amendment of Chapter 13A, Section 13A-16 would allow the County Administrator to establish fees for Parks and Recreation facilities and programs.

Staff recommended approval of the ordinance amendment.

Mr. Magoon opened the public hearing, and as no one wished to speak, he closed the public hearing.

Mr. DePue made a motion to approve the ordinance amendment.

On a roll call, the vote was: AYE: Edwards, Bradshaw, Sisk, DePue, Magoon (5). NAY: (0).

5. Conveyance of Conservation Easement - Williamsburg Land Conservancy

Mr. Horne stated that as part of environmental permitting for Alternate Route 5, the Transportation Improvement District was requested by the Corps of Engineers to mitigate for a small amount of wetlands impact from the roadway with the perpetual conservation of approximately 99 acres of wetlands and upland buffer within the Powhatan Creek watershed. He further stated that the Corps of Engineers required the conservation easement be held by a land conservation organization and Williamsburg Land Conservancy was a qualifying organization.

Staff recommended approval of the resolution.

Mr. Magoon opened the public hearing, and as no one wished to speak, he closed the public hearing.

Mr. Sisk made a motion to approve the resolution.

On a roll call, the vote was: Edwards, Bradshaw, Sisk, DePue, Magoon (5). NAY: (0).

RESOLUTION

CONVEYANCE OF CONSERVATION EASEMENT - WILLIAMSBURG LAND CONSERVANCY

WHEREAS, the Board of Supervisors of James City County, Virginia, wishes to support the construction of Alternate Route 5 and fully mitigate for any wetlands losses during the construction of that roadway; and

WHEREAS, the County has received title to approximately 99 acres in two parcels from land owners in the Powhatan Creek watershed; and

WHEREAS, the Board of Supervisors of James City County wishes to provide for the perpetual conservation of the valuable wetlands and woodlands on these properties.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of James City County, Virginia, does hereby authorize the Chairman to execute a Deed of Easement for Conservation Area to

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the Williamsburg Land Conservancy for the purposes of conservation of the aforementioned properties.

G. BOARD CONSIDERATION

1. Resolution Endorsing the Plan for Restructuring Peninsula-Wide Economic Development Programs in a New Comprehensive Umbrella Organization Known as the Peninsula Alliance for Economic Development

Mr. Wanner stated that the Virginia Peninsula Mayors and Chairs adopted a regional strategic plan that committed the cooperation of the jurisdictions to act in a regional framework. He stated that a strategy for restructuring regional economic development programs was developed; the Virginia Peninsula Mayors and Chairs approved the recommendations for establishing an Alliance and requested a resolution endorsing the Plan and appointed individuals to the Alliance's Executive Committee and Provisional Board.

Staff recommended approval of the resolution.

Individual Board members spoke of support for cooperation of jurisdictions.

Mr. DePue made a motion to approve the resolution.

On a roll call, the vote was: AYE: Edwards, Bradshaw, Sisk, DePue, Magoon (5). NAY: (0).

A RESOLUTION ENDORSING THE PLAN FOR RESTRUCTURING PENINSULA-WIDE ECONOMIC DEVELOPMENT PROGRAMS AS RECOMMENDED BY THE PENINSULA MAYORS AND CHAIRS BY COMBINING THOSE ACTIVITIES IN A NEW COMPREHENSIVE UMBRELLA ORGANIZATION KNOWN AS THE PENINSULA ALLIANCE FOR ECONOMIC DEVELOPMENT (THE ALLIANCE)

WHEREAS, the Virginia Peninsula Economic Development Council (VPEDC), the Peninsula Ports Authority (PPAV), the Peninsula Industrial Finance Corporation (PIFC), and the peninsula Advanced Technology Center (PATC) were established to promote economic development on the Virginia Peninsula; and

WHEREAS, the Virginia Peninsula's economic base has changed dramatically in the last decade and increasingly has been transformed into an engineering and technological powerhouse; and

WHEREAS, the Virginia Peninsula can be poised to enter the twenty-first century in a competitive and dynamic posture with a comprehensive approach to economic development; and

WHEREAS, the Peninsula Mayors and Chairs have commissioned a study to evaluate the Peninsula-wide economic development programs, with recommended that all Peninsula-oriented economic development functions be combined and rationalized in a new comprehensive umbrella organization known as a Peninsula Alliance for Economic Development (the Alliance), and which organization would include among its responsibilities the development and coordination

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of plans and policies personnel matters, and ensuring coherent service delivery among the different functional areas (finance, technology transfer, job training, business recruitment, and retention); and

WHEREAS, the Peninsula Mayors and Chairs recommend the consolidation of existing agencies, specifically VPEDC, PIFC, PPAV and PATC, to realize benefits from the proposed Alliance; and

WHEREAS, the James City County Board of Supervisors has reviewed the recommendation of the Peninsula Mayors and Chairs and acknowledges that their recommendation is vital to the future economic development of the Virginia Peninsula and regional cooperation therein; and

WHEREAS, the Board wishes to formally express its endorsement of the plan for restructuring Peninsula-wide economic development programs by combining those activities in an organization known as the Alliance.

NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors of James City County, Virginia:

1. That it hereby endorses the plan for restructuring Peninsula-wide economic development programs as recommended by the Peninsula mayors and chairs which would result in the creation of a comprehensive umbrella organization known as the Peninsula Alliance for Economic Development (the Alliance) in accord with the organizational model recommended in the Peninsula Mayors and Chairs' commissioned study.
2. That it further appoints in accord with criteria recommended to the Board, the below named persons to the Alliance's Executive Committee and Provisional Board respectively:
 - a. Executive Committee: Cameron Blandford, Ann Hunnicutt, Greg Lawson, Jon Nystrom, McKinley Price, Buddy Spencer, and Robert Yancey.
 - b. Board of Directors: Kenneth Allen, Hunter Andrews, Cameron Blandford, Jerry Brink, Charles Brinley, George Curtis, Jr., Perry DePue, Fred Dylia, William Grace, Herman Grunder, Joseph Heyman, Ann Hunnicutt, Arthur Kamp, Greg Lawson, John Lawson, Anna McNider, David Mullins, John Munick, Jon Nystrom, David Peebles, Dr. Shirley Pippins, McKinley Price, Buddy Spencer, Howard Waters, Robert Wilburn, and Robert Yancey.

H. PUBLIC COMMENT

1. Mr. R.M. Hazelwood, Jr., Toano, complimented the Board for selection of Mr. Bradshaw as the Stonehouse representative. He reminded the Board that the bridge at Diascund Creek on Route 60 had not yet been named for Mr. Stewart U. Taylor.

2. Mr. Bill Bryant, 4985 Hickory Sign Post Road, spoke of citizens' concern regarding proliferation of signs and the subsequent visual pollution throughout the County.

3. Mr. Ed Oyer, 139 Indian Circle, spoke regarding ways to convert seasonal workforce to a permanent workforce; use previously done biotechnical studies for District Park to save money; prototype design elementary school not needed; and suggested that the County consider naming Building C at the Government Center in honor of Stewart U. Taylor.

I. REPORTS OF THE COUNTY ADMINISTRATOR

Mr. Wanner responded to Mr. Oyer's comments: The Board has endorsed the aspect of self-sufficiency of year-round employment for seasonal workers and hoped it would be accomplished with the Enterprise Zone; County will use materials that exist to reduce cost of hired consultant for Warhill tract; and the prototype elementary school is basically James River Elementary School with exception of expanded gymnasium that serves as Community Center. He reported that Hampton Roads Partnership appropriated \$30,000 to Crossroads Study, the study of Monticello Avenue/Route 199 economic development potential.

Mr. Wanner announced presentation of an improvement grant to Pheasant Run Homeowners for project to improve community. He asked Mr. Horne to address the Board regarding ownership by Exxon Corporation of Route 5 properties.

Mr. Horne explained that he had discussed the proposed gas station/convenience store/car wash on corner of Greensprings Road and Route 5 with Mr. Richardson, the previous owner, and expressed to the Exxon Corporation representatives that there was very little support from community for the proposal. Mr. Horne stated that upon learning that Exxon Corporation had purchased the property, he wrote a letter to the company reiterating the discussion.

Mr. Wanner recommended a brief recess for a James City Service Authority Board of Directors' meeting and following that meeting, an executive session, pursuant to Section 2.1-344(A)(1) of the Code of Virginia to consider appointment of individuals to County boards and/or commission. He recommended the Board recess until 5:00 p.m., Tuesday, October 28, 1997, for a work session.

J. BOARD REQUESTS AND DIRECTIVES

Mr. DePue suggested that political candidates refrain from posting signs until the last week of the campaign to avoid pollution of the landscapes with signs.

Mr. DePue commented on the many complaints from citizens regarding the television service and charges from Cox Communications and asked for a work session for discussion of the issues.

After a brief discussion, Mr. Wanner stated that the Cox work session would be scheduled for Tuesday, October 28, 1997, following the regular agenda.

Mr. DePue asked that the Cable Television Advisory Committee be invited, and questions be provided to Cox Communications in advance of that meeting.

Mr. Magoon stated one option for citizens regarding the posting of signs was that they review their subdivision restrictive covenants.

Mr. Edwards asked that a copy of the County's publication regarding signage be provided to the Board.

Mr. Magoon asked staff to check with Virginia Department of Transportation about possibility of resurfacing portions of Neck-O-Land Road.

Mr. Magoon recessed the Board for a James City Service Authority Board of Directors' meeting at 9:00 p.m.

Mr. Magoon reconvened the Board at 9:14 p.m. and made a motion to go into executive session as recommended by the County Administrator.

On a roll call, the vote was: AYE: Edwards, Bradshaw, Sisk, DePue, Magoon (5). NAY: (0).

Mr. Magoon reconvened the Board at 9:22 p.m.

Mr. DePue made a motion to approve the executive session resolution.

On a roll call, the vote was: AYE: Edwards, Bradshaw, Sisk, DePue, Magoon (5). NAY: (0).

RESOLUTION

CERTIFICATION OF EXECUTIVE MEETING

WHEREAS, the Board of Supervisors of James City County, Virginia, (Board) has convened an executive meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and

WHEREAS, Section 2.1-344.1 of the Code of Virginia requires a certification by the Board that such executive meeting was conducted in conformity with Virginia law.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of James City County, Virginia, hereby certifies that, to the best of each member's knowledge: i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the executive meeting to which this certification resolution applies; and, ii) only such public business matters as were identified in the motion convening the executive meeting were heard, discussed or considered by the Board.

Mr. Magoon made a motion to reappoint Gene Farley, Evelyn Curd, and Franklin Robeson to the Cable Television Advisory Board for a 4-year term, term expiring September 15, 2001, and to reappoint Delores Monroe to the Cable Television Advisory Board for a 4-year term, term expiring September 30, 2001; to reappoint David Gussman to the Wetlands Board for a 5-year term, term expiring October 1, 2002; to appoint Janis C.L. McQuestion to the Colonial Services Board for a 3-year term, term expiring June 30, 2000, and to appoint Christine Armstead to the Williamsburg Regional Library Board for a 4-year term, term expiring June 30, 2001.

Mr. Magoon made a motion to appoint M. Anderson Bradshaw as Board representative to the Agricultural and Forestal Districts Advisory Committee and Farmers Advisory Committee.

On a roll call, the vote was: AYE: Edwards, Bradshaw, Sisk, DePue, Magoon (5). NAY: (0).

Mr. Magoon made a motion to recess until 5:00 p.m., Tuesday, October 28, 1997 for a work session.

On a roll call, the vote was: AYE: Edwards, Bradshaw, Sisk, DePue, Magoon (5). NAY: (0).

The Board recessed at 9:23 p.m.



Sanford B. Wanner
Clerk to the Board

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PROFFERS

THESE PROFFERS are made as of this 9th day of October, 1997, by MICHAEL C. BROWN, LTD., a Virginia corporation, and WILLIAM W. and PATRICIA A. STEWART, husband and wife (together with their successors and assigns, the "Owners").

RECITALS

A. Owners are the owners of certain real property (the "Property") in James City County, Virginia more particularly described on Exhibit A attached hereto and made a part hereof. A portion of the Property is owned by Michael C. Brown, Ltd. and a portion is owned by William W. And Patricia A. Stewart. Michael C. Brown, Ltd. has contracted to purchase the portion of the Property now owned by the Stewarts.

B. A portion of the Property is now zoned A-1 and a portion of the Property is now zoned B-1.

C. Owners have applied for a rezoning of the Property from A-1 and B-1 to M-1, Limited Business/Industrial, with proffers (Parcel A), and to B-1, with proffers (Parcel B).

D. Owners desire to offer to the County certain conditions on the development of the Property not generally applicable to land zoned M-1 and B-1 for the protection and enhancement of the community and to provide for the high-quality and orderly development of the Property.

NOW, THEREFORE, for and in consideration of the approval by the Board of Supervisors of James City County of the applied for rezoning, Owners agree that it shall meet and comply with all of the following conditions in developing the Property.

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If the applied for rezoning is not granted by the County, the Proffers shall thereupon be null and void.

CONDITIONS

1. Prohibited Uses. (a) The uses with strike marks through them on the attached copy of Sections 20-410 and 20-411 of the Zoning Ordinance, otherwise permitted in the M-1 zoning district by right or with a special use permit, shall not be permitted on Parcel A of the Property.

(b) The uses with strike marks through them on the attached copy of Sections 20-390 and 20-391 of the Zoning Ordinance, otherwise permitted in the B-1 zoning district by right or with a special use permit, shall not be permitted on Parcel B of the Property.

(c) If the following uses are located on the Property, no more than 25% of the floor area of the use shall be devoted to retail use that is accessory to the principal use and no more than a total of 10,000 square feet of accessory retail floor space for the following uses shall be permitted on the Property:

- carpet store
- dressmaking store
- home appliance sales and service
- bakery

2. Road Improvements. The County shall not be obligated to issue a certificate of occupancy for any buildings on the Property until (i) a left turn lane from west bound Route 60 into the entrance serving the Property and (ii) a right turn lane and

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taper from east bound Route 60 into the entrance serving the Property have been constructed or construction thereof has commenced and completion bonds acceptable to the County Attorney have been posted with the County. All road improvements proffered hereby shall be constructed in accordance with VDOT standards.

3. Landscaping. Owners shall submit with the site plan for development on the Parcel A a landscaping plan (the "Landscape Plan") for review and approval by the Director of Planning. The goals of the Landscaping shall be to provide a buffer emphasizing trees rather than shrubs trees along the Route 60 frontage of the Property and locating trees within the interior of the site to breakup and screen rooftops. Parcel A shall be landscaped in accordance with the approved Landscape Plan.

4. Limited Access. There shall be no direct access from the Property on to Route 60. The entrances to the property shall be from the strip of land located between the Parcel A and Parcel B across Route 60 from Industrial Boulevard as shown on the plat entitled "Plat of Subdivision & Property Line Extinguishment Between the Properties of William W. And Patricia A. Stewart and Michael C. Brown, Ltd." made by AES Consulting Engineers and dated 4/2/97.

5. Design/Colors. The colors of the external finish materials of buildings, other than the roof tops, on Parcel A shall be limited to earth tones that blend with the natural features of the Property as approved by the Director of Planning.

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Color samples and descriptions of external finish materials shall be submitted with the site plan for development of Parcel A. There shall be no flat roofs on buildings on Parcel A fronting on Route 60 or the entrance road.

6. CSX Right-of-Way. Owner shall dedicate at the request of the County an easement of up to 15 feet in width on the Property along the CSX rail road right-of-way to accommodate a rail spur line to serve the property to the rear of the Property. The easement area shall continue to count toward meeting applicable open space and buffer requirements.

WITNESS the following signatures and seals:

MICHAEL C. BROWN, LTD.
By: [Signature]
Title: PRESIDENT
[Signature]
WILLIAM W. STEWART
[Signature]
PATRICIA A. STEWART

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STATE OF Virginia
CITY/COUNTY OF James City, to-wit:

The foregoing instrument was acknowledged before me this 7th day of October, 1997, by Michael C. Brown, as President of MICHAEL C. BROWN, LTD.

[Signature]
NOTARY PUBLIC

My commission expires:
June 30, 2000

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STATE OF Virginia
CITY/COUNTY OF James City, to-wit:

The foregoing instrument was acknowledged before me this
8th day of October, 1997, by WILLIAM W. and PATRICIA A.
STEWART.

Susan C. Kohlman
NOTARY PUBLIC

My commission expires:

June 30, 2000.

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Prepared by:
Vernon M. Geddy, III, Esquire
Geddy, Harris & Geddy
516 South Henry Street
Williamsburg, VA 23185

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Exhibit A

Those certain parcels of land located in the Stonehouse District of James City County shown and set out as Parcel A and Parcel B on the plat entitled "Plat of Subdivision & Property Line Extinguishment Between the Properties of William W. And Patricia A. Stewart and Michael C. Brown, Ltd." made by AES Consulting Engineers and dated 4/2/97.

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DIVISION 10. GENERAL BUSINESS DISTRICT, B-1

Sec. 20-389. Statement of intent.

Generally, the General Business District, B-1, covers that portion of the community intended for the conduct of general business to which the public requires direct and frequent access, but which is not characterized either by constant heavy trucking other than stocking and delivery of light retail goods or by any factors other than occasioned by incidental light and noise of congregation of people and passenger vehicles.

(Ord. No. 31A-88, § 20-81, 4-8-85)

Sec. 20-390. Permitted uses.

In the General Business District, B-1, structures to be erected or land to be used, shall be for one or more of the following uses:

- Adult day care center.
- Apartment or living quarters for a guard, caretaker, proprietor or the person employed on the premises which is clearly secondary to the commercial use of the property.
- ~~Automobile service stations, if fuel is sold, then in accordance with section 20-38.~~
- Banks and other similar financial institutions.
- Business, governmental and professional offices.
- Contractor's offices with storage of materials and equipment limited to a fully enclosed building.
- Day care and child care centers.
- ~~Department stores, wearing apparel, furniture, carpet, shoe, tailor, dressmaking, candy, ice cream, florist, furrier, locksmith, pet, picture framing, stamp and coin, travel bureau, upholstery, yard goods, toys, music and records, tobacco and pipes, jewelry sales and service, books, greeting cards and sporting goods stores.~~
- Drug stores, barber shops and beauty shops.
- Dry cleaners and laundries.
- Feed, seed and farm supply stores.
- Funeral homes.
- Gunsmith (excluding shooting ranges).
- Health clubs, exercise clubs, fitness centers.

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~~Hotels, motels, tourist homes and convention centers.~~

~~Indoor theaters, museums and public meeting halls.~~

Lodges, civic clubs, fraternal organizations and service clubs.

Lumber and building supply (with storage limited to a fully enclosed building or fully screened from view with a structural barrier approved by the development review committee, located within the building setback area with a maximum height of 12 feet).

Machinery sales and service (with storage and repair limited to a fully enclosed building).

~~Marinas, docks, piers, yacht clubs, boat basins, and servicing, repair and sale facilities for the same, if fuel is sold, then in accordance with section 20-38.~~

~~Marine or waterfront businesses to include the receipt, storage and transshipment of waterborne commerce or seafood receiving, packing or distribution.~~

Medical clinics or offices.

New and/or rebuilt automotive parts sales (with storage limited to a fully enclosed building).

Off-street parking as required by section 20-53.

Office supply stores, secretarial and duplicating services.

Parking lots and garages.

Photography studios and sales, artist and sculptor studios, art and crafts and handicraft shops, antique shops, reproduction and gift shops.

~~Plants and garden supply, hardware and paint, and home appliance sales and service stores.~~

Plumbing and electrical supply (with storage limited to a fully enclosed building).

Printing and publishing.

~~Public billiard parlors, arcades, pool rooms, bowling alleys, dance halls and other indoor centers of amusement.~~

Radio and television stations and accessory antenna or towers which are 60 feet or less in height.

~~Restaurants, fast food restaurants, tea rooms and taverns.~~

~~Retail food stores, bakeries and fish markets.~~

Schools, fire stations, post offices, houses of worship and libraries.

Telephone exchanges and telephone switching stations gap.

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Timbering in accordance with Section 20-43.

Veterinary offices.

Wholesale and warehousing (with storage limited to a fully enclosed building).
(Ord. No. 31A-88, § 20-82, 4-8-85; Ord. No. 31A-96, 4-7-86; Ord. No. 31A-102, 6-1-87; Ord. No. 31A-121, 5-21-90; Ord. No. 31A-143, 5-4-92; Ord. No. 31A-145, 7-6-92; Ord. No. 31A-167, 3-26-96, 31A-174, 1-28-97))

Sec. 20-391. Uses permitted by special use permit only.

In the B-1, General Business District, buildings to be erected or the land to be used for one or more of the following or similar uses shall be permitted only after the issuance of a special use permit by the board of supervisors:

~~Airports.~~

~~Antennas and towers in excess of 60 feet in height.~~

~~Campgrounds.~~

~~Convenience stores; if fuel is sold, then in accordance with section 20-38.~~

Design, research, and evaluating laboratories.

~~Drive-in theaters.~~

Electrical generation facilities (public or private), electrical substations with a capacity of 5,000 kilovolt amperes or more and electrical transmission lines capable of transmitting 69 kilovolts or more.

~~Flea markets.~~

~~Hospitals and nursing homes.~~

Limousine service.

Nonemergency medical transport.

~~Outdoor centers of amusement.~~

~~Outdoor sport facilities.~~

Processing, assembly and manufacture of light industrial products or components, with all storage, processing, assembly and manufacture conducted indoors and under cover, with no dust, noise, odor or other objectionable effect.

Railroad facilities including tracks, bridges and, stations. However, spur lines which are to serve and are accessory to existing or proposed development adjacent to existing railroad right-of-ways and track

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and safety improvements in existing railroad right-of-ways, are permitted generally and shall not require a special use permit.

~~Sanitary landfills in accordance with section 20-40, waste disposal and publicly owned solid waste container sites.~~

Taxi service.

~~Theme parks of ten acres or more.~~

Tire, transmission, glass, body and fender and other automotive repair and service (with storage and major repair limited to a fully enclosed building).

Transmission pipelines (public or private), including pumping stations and accessory storage, for natural gas, propane gas, petroleum products, chemicals, slurry coal and any other gases, liquids or solids. However, extensions for private connections to existing pipelines, which are intended to serve an individual customer and which are accessory to existing or proposed development, are permitted generally and shall not require a special use permit.

~~Vehicle rentals.~~

~~Vehicle and trailer sales and services (with major repair limited to a fully enclosed building).~~

Water facilities (public or private), and sewer facilities (public), including, but not limited to, treatment plants, pumping stations, storage facilities and transmission mains, wells and associated equipment such as pumps to be owned and operated by political jurisdictions. However, private connections to existing mains, with no additional connections to be made to the line which are intended to serve an individual customer and which are accessory to existing or proposed development, and distribution lines and local facilities within a development, including pumpstations, are permitted generally and shall not require a special use permit.

Water impoundments, new or expansion of, 50 acres or more or with dam heights of 25 feet or more. (Ord. No. 31A-88, § 20-82.1, 4-8-85; Ord. No. 31A-96, 4-7-86; Ord. No. 31A-121, 5-21-90; Ord. No. 31A-133, 11-4-91; Ord. No. 31A-143, 5-4-92; Ord. No. 31A-145, 7-6-92; Ord. No. 31A-152, 8-16-93; Ord. No. 31A-153, 11-1-93)

Sec. 20-392. Area requirements.

No area requirements.
(Ord. No. 31A-88, § 20-83, 4-8-85)

Sec. 20-393. Setback requirements.

Structures shall be located 50 feet or more from any street right-of-way which is 50 feet or greater in width. Where the street right-of-way is less than 50 feet in width, structures shall be located 75 feet or more from the centerline of the street.
(Ord. No. 31A-88, § 20-84, 4-8-85)

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DIVISION 11. LIMITED BUSINESS/INDUSTRIAL DISTRICT, M-1

Sec. 20-410. Statement of intent.

The primary purpose of the Limited Business/Industrial District, M-1, is to establish an area where the principal use of land is for limited business/industrial operations which are not ordinarily compatible with residential development. The specific intent of this district is to accomplish the following:

- (1) Encourage the use of land for limited business and industrial purposes;
 - (2) Prohibit residential developments on land reserved for limited business and industrial uses;
 - (3) Permit certain commercial and office uses in a manner which is compatible with limited business and industrial uses; and
 - (4) Establish minimum requirements to protect the health, safety and welfare of the citizens of James City County from the effects of the development of limited business and industrial uses.
- (Ord. No. 31A-88, § 20-87, 4-8-85; Ord. No. 31A-144, 6-1-92)

Sec. 20-411. Permitted uses.

In the Limited Business/Industrial District, M-1, buildings to be erected or land to be used shall be for one or more of the following or similar uses:

Accessory uses as defined in section 20-2.

~~Antennas and towers, self supported, (not attached to buildings) less than 60 feet in height.~~

Apartment or living quarters for a guard, caretaker or other person employed on the premises which is clearly secondary to the business or industrial use of the property.

~~Automobile sales and service with major repair limited to a fully enclosed building.~~

~~Automobile service stations, if fuel is sold, then in accordance with section 20-38.~~

Banks and other similar financial institutions.

Barber and beauty shops.

~~Book stores.~~

Business, professional and governmental offices.

Cabinet and upholstery shops.

~~Candy stores.~~

Carpet stores.

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Contractor offices, equipment storage yards, shops and warehouses with storage limited to a fully enclosed building or screened with landscaping and fencing from adjacent property.

Courier services.

Data processing centers.

~~Department stores.~~

Dressmaking stores.

~~Drugstores.~~

Dry cleaners and laundries.

Employment services or agencies.

~~Farmer's markets.~~

~~Feed, seed and farm supply stores.~~

Fire stations.

~~Florist stores.~~

~~Furniture stores.~~

~~Furrier stores.~~

~~Greeting card stores.~~

Heavy equipment sales and service, with major repair limited to a fully enclosed building or screened with landscaping and fencing from adjacent property.

Home appliance sales and service.

~~Hotels, motels or convention centers with accessory retail sales, barber shops and beauty shops located within the hotel, motel or convention center for the principal benefit of the resident guest.~~

~~Ice cream stores.~~

~~Indoor sport facilities, health clubs, exercise clubs and fitness centers.~~

Industrial and technical training schools.

Janitorial service establishments.

~~Jewelry sales and service.~~

Laser technology production.

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~~Locksmith and gunsmith shops excluding shooting ranges.~~

Lumber and building supply stores with storage limited to a fully enclosed building or screened with landscaping and fencing from adjacent property.

Machinery sales and service with major repair limited to a fully enclosed building.

Manufacture and assembly of musical instruments, toys, novelties, and rubber and metal stamps.

Manufacture and bottling of soft drinks and wine.

Manufacture and processing of textiles and textile products.

Manufacture, compounding, assembly or treatment of products made from previously prepared paper, plastic, metal, textiles, tobacco, wood, paint, fiber glass, glass, rubber, leather, cellophane, canvas, felt, fur, horn, wax, hair, and yarn.

Manufacture, compounding, processing or packaging of cosmetic, toiletry and pharmaceutical products.

Manufacture of carpets and carpet yarns.

Manufacture of pottery and ceramic products using kilns fired only by gas or electricity.

Manufacture or assembly of appliances, tools, firearms, hardware products and heating, cooling or ventilating equipment.

Manufacture or assembly of electronic instruments, electronic devices or electronic components.

Manufacture or assembly of medical, drafting, metering, marine, photographic and mechanical instruments.

~~Manufactured home or mobile home sales.~~

~~Marine or waterfront businesses to include receipt, storage and transshipment of waterborne commerce, or seafood receiving, packing and distribution.~~

Medical clinics and offices.

~~Music and record stores.~~

Nonemergency medical transport.

~~Nurseries.~~

Off-street parking as required by section 20-53.

~~Pet stores.~~

~~Picture framing stores.~~

~~Places of worship.~~

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~~Plant and garden supply and hardware and paint stores.~~

Plumbing and electrical supply stores with storage limited to a fully enclosed building or screened with landscaping and fencing from adjacent property.

~~Post offices.~~

Printing, lithographing, engraving, photocopying, blueprinting and publishing establishments.

Private streets within "qualifying industrial parks" in accordance with section 20-55.

~~Publicly owned solid waste container sites.~~

~~Radio and television stations and accessory antenna or towers, self supported, (not attached to buildings) which are 60 feet or less in height.~~

Research, development and design facilities.

~~Restaurants, tearooms and taverns.~~

~~Retail food stores, bakeries and fish markets.~~

Security service offices.

~~Shoe stores.~~

~~Sporting goods stores.~~

~~Stamp and coin stores.~~

~~Tailor shops.~~

Telephone exchanges and telephone switching stations.

Timbering in accordance with Section 20-43.

Tire, transmission, glass, body and fender and other automotive product sales and service with major repair limited to a fully enclosed building and vehicle storage screened from adjacent property by landscaping and fencing.

~~Tobacco and pipe stores.~~

~~Toy stores.~~

Travel bureaus.

~~Vehicle and trailer sales and service with major repair limited to a fully enclosed building.~~

Veterinary hospitals and kennels.

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Warehouse, storage and distribution centers with storage limited to a fully enclosed building or screened with landscaping and fencing from adjacent property.

Water impoundments, new or expansion of, less than 50 acres and with dam heights of less than 25 feet.

Water well drilling establishments.

~~Wearing apparel stores.~~

Welding and machine shops with storage limited to a fully enclosed building or screened with landscaping and fencing from adjacent property.

~~Yard goods stores.~~

(Ord. No. 31A-88, § 20-88, 4-8-85; Ord. No. 31A-110, 9-12-88; Ord. No. 31A-128, 12-3-90; Ord. No. 31A-144, 6-1-92; Ord. No. 31A-146, 8-3-92; Ord. No. 31A-150, 4-5-93; Ord. No. 31A-152, 8-16-93; Ord. No. 31A-167, 3-26-96)

Sec. 20-412. Uses permitted by special use permit only.

In the Limited Business/Industrial District, M-1, buildings to be erected or land to be used for one or more of the following or similar uses shall be permitted only after the issuance of a special use permit by the board of supervisors:

~~Airports and landing fields, heliports, helistops and accessory uses.~~

~~Antennas and towers (not attached to buildings) in excess of 60 feet in height.~~

~~Commercial marinas, docks, piers, yacht clubs, boat basins and servicing areas for same; if fuel is sold, then in accordance with section 20-38.~~

~~Convenience stores; if fuel is sold, then in accordance with section 20-38.~~

Day care and child care centers.

Electrical generation facilities (public or private), steam generation facilities, electrical substations with a capacity of 5,000 kilovolt amperes or more and electrical transmission lines capable of transmitting 69 kilovolts or more.

~~Hospitals.~~

Manufacture and sale of glass and glass products.

Manufacture and storage of ice, including dry ice.

Manufacture, compounding, processing or packaging of food and food products, but not the slaughter of animals.

Manufacture of furniture.

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~~Outdoor sports facilities with water and sewer facilities for golf courses as approved by the board of supervisors.~~

Petroleum storage.

Railroad facilities including tracks, bridges, switching yards and stations. However, spur lines which are to serve and are accessory to existing or proposed development adjacent to existing railroad right-of-ways and track and safety improvements in existing railroad right-of-ways are permitted generally and shall not require a special use permit.

~~Resource recovery facilities.~~

~~Sanitary landfills in accordance with section 20-40 and waste disposal facilities.~~

~~Shooting ranges, indoor.~~

~~Solid waste transfer stations.~~

~~Theme parks of ten acres or more.~~

Transmission pipelines (public or private), including pumping stations and accessory storage, for natural gas, propane gas, petroleum products, chemicals, slurry coal and any other gases, liquids or solids. However, extensions or private connections to existing pipelines, which are intended to serve an individual customer and which are accessory to existing or proposed development, are permitted generally and shall not require a special use permit.

~~Truck stops, if fuel is sold, then in accordance with section 20-38.~~

Water facilities (public or private), and sewer facilities (public), including, but not limited to, treatment plants, pumping stations, storage facilities and transmission mains, wells and associated equipment, such as pumps to be owned and operated by political jurisdictions. However, private connections to existing mains, with no additional connections to be made to the line, which are intended to serve an individual customer and which are accessory to existing or proposed development, and distribution lines and local facilities within a development, including pump stations, are permitted generally and shall not require a special use permit.

Water impoundments, new or expansion of, 50 acres or more or with dam heights of 25 feet or more. (Ord. No. 31A-88, § 20-88.1, 4-8-85; Ord. No. 31A-100, 4-6-87; Ord. No. 31A-121, 5-21-90; Ord. No. 31A-144, 6-1-92; Ord. No. 31A-146, 8-3-92; Ord. No. 31A-149, 2-1-93; Ord. No. 31A-153, 11-1-93; Ord. No. 31A-156, 5-16-94)

Sec. 20-413. Outdoor operations and storage.

Any commercial or industrial operation or storage, conducted in whole or in part out-of-doors shall meet the requirements of section 20-41.

(Ord. No. 31A-144, 6-1-92)

City of Williamsburg and County of James City, to Wit:
I, Clerk's Office of the Circuit Court of the City of Williamsburg and County of James City the 21 day of Dec, 1997. This Ordinance was presented with certificate annexed and admitted to record at 3:30 o'clock
Teste: Heigan S. Ward, Clerk
by Heigan S. Ward
Deputy Clerk #6 16

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SECOND AMENDMENT TO
AMENDED AND RESTATED
GREENSPRINGS PROFFER AGREEMENT

This Second Amendment to Amended and Restated Proffer Agreement is made as of this 23rd day of September, 1997, by Greensprings Plantation, Inc., a Virginia corporation ("Owner").

RECITALS

A. Greensprings Plantation, Inc. is or was the owner of certain real property consisting of approximately 1402 acres, located in James City County, Virginia (the "Property") along Route 5 and being more particularly described in Exhibit A attached to the Original Proffers (defined below).

B. In 1989 the Owner applied for and James City County (the "County") granted a rezoning of the Property from the Limited and General Agricultural Districts, A-2/A-1, to the Residential Planned Community District, R-4, with proffered conditions as set forth in a Greensprings Proffer Agreement dated February 6, 1989 and recorded in James City County Deed Book 427, page 466 (the "Original Proffers").

C. In 1992, Owner applied for an amendment to the approved Master Plan for the Property and, in connection therewith, amended and restated the Original Proffers by Amended and Restated Greensprings Proffer Agreement dated April 30, 1992 and recorded in James City County Deed Book 562 at page 794 (the "Restated Proffers").

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D. In 1993, Owner applied for an amendment to the approved Master Plan for the Property and, in connection therewith, amended the Restated Proffers by First Amendment to Amended and Restated Greensprings Proffer Agreement dated September 29, 1993 and recorded in James City County Deed Book 652 at page 765.

E. Owner has now applied for another amendment to the approved Master Plan for the Property pursuant to Sections 20-215(b) and 20-15 of the County Zoning Ordinance and in connection therewith desires to further amend the Restated Proffers in certain respects.

NOW, THEREFORE, in consideration of the County of James City granting approval of the amendment of the Master Plan and pursuant to Section 15.1-491.2:1, et seq. of the Code of Virginia, 1950, as amended, and Section 20-15, et seq. of Chapter 20 of the Code of James City County, Virginia, the Owner agrees that the Restated Proffers are hereby amended as set forth below. If the County fails to grant the requested amendment to the approved Master Plan, this Second Amendment to Amended and Restated Greensprings Proffer Agreement shall thereupon be void and the Restated Proffers, as amended by the First Amendment to Amended and Restated Greensprings Proffer Agreement shall remain in full force and effect.

OCT 21 5 01 30

AMENDMENTS

1. The table in Condition 1 of the Restated Proffers, as amended, is hereby amended to read as follows:

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Project Land Bay R-4 Master Plan Designation Maximum Number of Dwelling Units

S- 1	A	209
S- 2	A	141
S- 3	A	175
S- 4	A	15
M- 5	D	218
M- 6	D	282
M- 7	eliminated	
M- 8	D	0
M- 9	D	165
M-10	B	100
M-10	C	56
M-10	D	144
M-10	Nursing Home	120 beds

2. Condition 4 (b) of the Restated Proffers is hereby deleted and replaced with the following:

(b) Multi-Family Neighborhood Recreation Centers. (i) Unless Owner elects to construct a single central multi-family neighborhood recreational center pursuant to subparagraph (ii) below, before the County shall be obligated to issue Certificates of Occupancy for more than 50 units in Land Bays M-5 through M-9 shown on the Amended Master Plan, residents of each of those Land Bays shall have access to at least one Multi-Family Neighborhood Recreation Center ("MNRC") serving (but not necessarily located in) that Land Bay. There shall be recreational facilities which comply with requirements of the Zoning Ordinance located within Land Bay M-10 with the type and location of such facilities to be determined by Owner following consultation with the residents of Land Bay M-10. The recreational facilities shall be shown on site plans of Land Bay M-10 and subject to the approval of the Development Review Committee. The MNRCs for all multi-family Land

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Bays in the aggregate shall be provided with swimming pools with a total minimum water surface area of 5,000 square feet with no single pool having a minimum water surface area of less than 750 square feet and a total of at least six regulation size, hard surface tennis courts. The MNRCs in Land Bay M-5, M-6, M-8, and M-9 shall have an open play area of at least one-fourth an acre and a tot lot with playground equipment. The pools and tennis courts shall be distributed as follows:

<u>Land Bay</u>	<u>Minimum Facilities</u>
M-5	2 pools, 2 tennis courts
M-6	to be determined by Owner
M-9	1 pool, 1 tennis court

Each MNRC shall be open for use by owners of units within the Land Bay(s) which it serves subject to the provisions of any applicable restrictive covenants and rules and regulations adopted thereunder.

3. Except as specifically amended above, the Restated Proffers, as amended by First Amendment to Amended and Restated Greensprings Proffer Agreement dated September 29, 1993 shall remain unchanged and in full force and effect.

WITNESS the following signatures:

GREENSPRINGS PLANTATION, INC.
By: Marc B. Sharp
Title: PRESIDENT

STATE OF VIRGINIA
CITY/COUNTY OF WILLIAMSBURG, to-wit:

The foregoing instrument was acknowledged before me this 23rd day of September, 1997, by Marc B Sharp as President of Greensprings Plantation, Inc on behalf of the corporation.

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Vernon M. Geddy, III
NOTARY PUBLIC

My commission expires:
12/31/99

VIRGINIA: City of Williamsburg and County of James City, to Wit:
In the Clerk's Office of the Circuit Court of the City of Williamsburg and County of James City the 11 day of Oct, 1997. This Amend Proffer Agree was presented with exhibits annexed and
Tested by Richard S. Ward, Clerk
by [Signature]
Deputy Clerk

OCT 21 5 01 33

Prepared by:
Vernon M. Geddy, III, Esquire
Geddy, Harris & Geddy
516 South Henry Street
Williamsburg, VA 23185

ORDINANCE NO. 154A-2

BOARD OF SUPERVISORS
JAMES CITY COUNTY
VIRGINIA

AN ORDINANCE TO AMEND AND REORDAIN CHAPTER 13A, PUBLIC PARKS AND RECREATION FACILITIES, OF THE CODE OF THE COUNTY OF JAMES CITY, VIRGINIA, BY AMENDING ARTICLE II, REGULATIONS GOVERNING PUBLIC PARKS AND RECREATION FACILITIES, SECTION 13A-16, LEASING OF PARK FACILITIES; CHARGES FOR USE OF SUCH FACILITIES AND ADMISSION TO RECREATION ACTIVITIES.

BE IT ORDAINED by the Board of Supervisors of the County of James City, Virginia, that Chapter 13A, Public Parks and Recreation Facilities, is hereby amended and reordained by amending Section 13A-16, Leasing of park facilities; charges for use of such facilities and admission to recreation activities.

Chapter 13A. Public Parks and Recreation Facilities

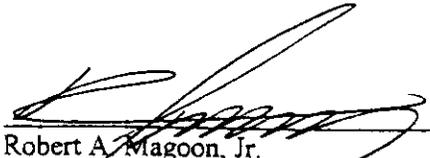
Article II. Regulations Governing Public Parks and Recreation Facilities

Sec. 13A-16. Leasing of park facilities; charges for use of such facilities and admission to recreation activities.

When authorized by the board of supervisors and upon such terms and conditions as it may provide, the public parks and recreation facilities may be leased. The ~~director~~ *county administrator* shall fix and collect charges for the use of the facilities and services, fix and collect charges for admission to concerts, entertainments and other recreational activities sponsored by it.

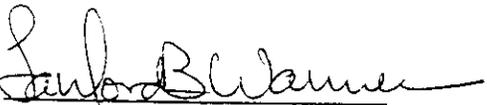
~~52~~
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Ordinance to Amend and Reordain
Chapter 13A. Public Parks and Recreation Facilities
Page 2



Robert A. Magoon, Jr.
Chairman, Board of Supervisors

ATTEST:



Sanford B. Wanner
Clerk to the Board

<u>SUPERVISOR</u>	<u>VOTE</u>
EDWARDS	AYE
BRADSHAW	AYE
SISK	AYE
DEPUE	AYE
MAGOON	AYE

Adopted by the Board of Supervisors of James City County, Virginia, this 14th day of October
1997.

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THIS DEED OF EASEMENT PREPARED BY
JAMES CITY COUNTY STAFF

EXEMPT FROM RECORDATION TAX UNDER VIRGINIA CODE
SECTION 58.1-811(A) (3), AS AMENDED

DEED OF EASEMENT FOR CONSERVATION AREA

THIS DEED OF EASEMENT, made this 14th day of October, 1997, by and between JAMES CITY COUNTY and its heirs, successors and assigns ("Grantor") and the WILLIAMSBURG LAND CONSERVANCY, INC., A Virginia non-profit corporation ("Grantee").

NOV 26 5 00 01

WHEREAS, the Grantor is the owner of certain property known as Saint George and the Main Reserve, consisting of a tract of land containing 66.645 acres, more or less, more particularly described herein ("Property"; Parcel 1) and;

WHEREAS, the Grantor is the owner of certain property known as Parcel B, consisting of a tract of land containing 32.61 acres, more or less, more particularly described herein ("Property"; Parcel 2).

WHEREAS, the Grantor wishes to preserve land as natural open space.

NOW, THEREFORE, in recognition of the foregoing and in consideration of the sum

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of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, the Grantor does hereby grant and convey to Grantee an easement in perpetuity in gross, with the right in perpetuity to restrict the use as described below, of the portion herein described of that certain tract, lot, piece or parcel of land ("Easement Property"), to wit:

Parcel 1:

All that certain lot, piece or parcel of land situate, lying and being in James City County, Virginia, set forth and shown as "Parcel 1 = 66.645 acres +/- A portion of Tax Map (46-1)(1-3)" on a certain plat entitled "PLAT OF SUBDIVISION OF PROPERTY STANDING IN THE NAME OF FRANCES M. WHITE & ALBERT I. WHITE, III, BEING A PARCEL OF LAND CONTAINING 66.645 ACRES +/-" dated December 12, 1995, made by Mitchell-Wilson Associates, P.C. Civil Engineers & Land surveyors, which plat is recorded in the Office of the Clerk of the Circuit Court for the County of James City, Virginia, in Plat Book 64, Page 85.

NOV 20 5 00 02

Being a portion of the same property conveyed to the Grantor by Deed dated June 3, 1996, of record in the aforesaid Clerk's Office in Deed Book 802, Page 132.

Parcel 2:

All that certain lot, piece or parcel of land situate, lying and being in James City County, Virginia, set forth and shown as "Parcel B 32.61 acres +/- on a certain plat

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entitled "PLAT OF TWO PARCELS CONTAINING 34.61 ACRES OWNED BY J.R. CHISMAN TO BE CONVEYED TO JAMES CITY COUNTY" dated October 25, 1996, made by AES Consulting Engineers, which plat is recorded in the Office of the Clerk of the Circuit Court for the County of James City, Virginia, in plat Book 67 On Pages 42, 43.

Being a portion of the same property conveyed to the Grantor by Deed dated July 1, 1993, of record in the aforesaid Clerk's Office in Deed Book 627, Page 251.

The restrictions hereby imposed on the use of the Easement Property, the acts which the Grantor covenants to do or not to do and the restrictions which the Grantee is hereby entitled to enforce, shall be as follows:

NOV 20 6 00 03

1. The following activities shall be prohibited on the property:
 - a. Destruction or alteration of wetlands on the property other than those alterations authorized by the Norfolk District, U.S. Army Corps of Engineers (USACE).
 - b. Construction or maintenance of buildings, mobile homes, fences, and signs other than those which currently exist; however, boardwalks, wildlife

management structures, and observation decks may be placed in the wetlands provided that any such structure permits the natural movement of water and preserves the natural contour of the ground and subject to prior approval by the Norfolk District, U.S. Army Corps of Engineers;

c. Construction of drainage outfalls or other drainage structures on the property. Adjoining properties may, however, allow water to drain onto and through the property. These outfalls and associated BMP's shall be subject to approval by the USACE, County and Virginia Department of Environmental Quality;

d. Ditching, draining, diking, damming, filling, excavating, plowing, mining or drilling, removal of top soil, sand, or other materials, and any building of roads or alteration in the topography of the land in any manner except for construction and maintenance of foot/bicycle trails. Proposals for new foot/bicycle trails must be coordinated with the USACE prior to construction, and USACE will coordinate the plans with the Virginia Department of Historic Resources and the U.S. Fish and Wildlife Service as necessary for consideration of potential effects to cultural resources and/or endangered species;

e. Removal , destruction, and cutting of trees or plants (except as necessary to construct or maintain foot/bicycle trails for safety), planting of trees and plants, use of fertilizers, and spraying with biocides;

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f. Dumping of ashes, trash, garbage, or other unsightly or offensive materials, and changing of the topography through the placing of soil or other substance or material such as land fill or dredge material; nor shall such activities be conducted on the protected property;

g. Cultivating, harvesting, and logging.

2. The covenants contained herein shall not hereafter be altered in any respect without the express prior written approval and consent of the Grantor or its successor in interest and the Norfolk District, U.S. Army Corps of Engineers; the covenant contained herein runs only to the benefit of the United States through the Corps of Engineers, and the joinder of any other party or entity other than the Grantor or its successor in interest and the Norfolk District, U.S. Army Corps of Engineers shall not be required to amend or vacate this Declaration.

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3. The provisions hereof shall be deemed individual and severable and the invalidity or partial invalidity or unenforceability of any one provision or any portion thereof shall not affect the validity or enforceability of any other provision thereof.

4. Grantee and its representatives may enter upon the Easement Property from time to time for inspection, to enforce the terms of this Easement and to post a sign or marker identifying Grantee's interest in the Easement Property as conservation area.

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5. In the event of a violation of the easement, the Grantee shall have the right to seek all appropriate legal and equitable relief, including but not limited to, the right to restore the easement Property to its natural condition.

Although this easement in gross will benefit the public in the ways cited above, nothing herein shall be construed to convey a right to the public of access to or use of the Easement Property, except as approved by the Grantor.

Witness the following signatures and seals on the date first above written.

County of James City, Virginia

GRANTOR:

By: [Signature] (SEAL)
Chairman, Board of Supervisors.

Williamsburg Land Conservancy, Inc.

GRANTEE:

By: Norman C. Beatty (SEAL)
its:

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Commonwealth of Virginia
City/County of James City, to wit:

I, Yicki Ann Spring, a Notary Public for the Commonwealth of Virginia, do hereby certify that Robert W. Magowan, Jr., whose name is signed to the foregoing Deed, has acknowledged the same before me in the jurisdiction aforesaid.

Given under my hand this 15 day of October, 19 97.

Yicki Ann Spring
Notary Public
My Commission expires: March 31, 2000



Commonwealth of Virginia

City/County of James City, to wit:

I, Carol C. Guiliano a Notary Public for the Commonwealth of Virginia, do hereby certify that NORMAN G. BEATTY, whose name is signed to the foregoing Deed, has acknowledged the same before me in the jurisdiction aforesaid.

Given under my hand this 21 day of October, 1997.

Carol C. Guiliano
Notary Public

My Commission expires: May 31, 1998

Prepared by:
Leo P. Rogers
James City County
101-C Mounts Bay Road
Williamsburg, VA 23187
(757) 253-6612

NOV 20 5 00 07

VIRG... Williamsburg and County of...
City of... Circuit Court of the...
City of... of James City the...
20 Nov, 1997 This Deed of Agreement
was presented with certificate annexed and
record at 8:45 o'clock
Teste S. Ward, Clerk
[Signature]
Deputy Clerk

~~60~~
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COMMONWEALTH OF VIRGINIA



OFFICIAL RECEIPT
WILLIAMSBURG/JAMES CITY COUNTY CIRCUIT
DEED RECEIPT

DATE: 11/20/97 TIME: 08:48:13 ACCOUNT: 830CLR970018542 RECEIPT: 97000030402
CASHIER: DHS REG: W804 TYPE: DE PAYMENT: FULL PAYMENT
INSTRUMENT : 970018542 BOOK: PAGE: RECORDED: 11/20/97 AT 08:48
GRANTOR: JAMES CITY COUNTY EX: N LOC: 00
GRANTEE: WILLIAMSBURG LAND CONSERVANCY INC EX: N PCT: 100%

AND ADDRESS :
RECEIVED OF : JCCC DATE OF DEED: 10/14/97

CHECK : \$15.00
DESCRIPTION 1: CONSERVATION AREA SAINT GEORGE & THE MAIN
2: RESERVE 56.545 AC

CONSIDERATION: .00 ASSUME/VAL: .00 MAP:
CODE DESCRIPTION PAID CODE DESCRIPTION PAID
301 DEEDS 15.00 145 VSLF 1.00

TENDERED : 15.00
AMOUNT PAID: 15.00
CHANGE AMT : .00

CLERK OF COURT: HELENE S. WARD