

AT A REGULAR MEETING OF THE BOARD OF SUPERVISORS OF THE COUNTY OF JAMES CITY, VIRGINIA, HELD ON THE 22ND DAY OF DECEMBER, 1997, AT 7:01 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
Perry M. DePue, Powhatan District
M. Anderson Bradshaw, Stonehouse District
Sanford B. Wanner, County Administrator
Frank M. Morton, III, County Attorney

B. PRESENTATIONS

1. Employee and Volunteer Service Awards

Mr. Magoon recognized the following group of employees and volunteers selected by the Recognition Review Committee: Richard Drumwright; William Harris; Dean Heath; Willard Hicks; County Employee Training Team members, George Adams, Carole Martin, Donna Temple, Sandy Hale, Carol Schenk, Iris Lynch, Barbara Paquette, Gary Pleskac, Mark Williamson, Orlando Caraballo and Madeleine Conway; James City Service Authority employees, Charles Silvers, John Robins, Shirley Baker and Leroy Ashlock; Volunteers, Nyla Kimmett, Michael Matthews (The Structures Group, Inc.); and Bill Hansell.

2. Chairman's Award 1997

Mr. Magoon read and presented a Chairman's Award resolution and gift certificate to John T. P. Horne, Manager, Development Management, and Leo P. Rogers, Jr., Deputy County Attorney, in appreciation for their efforts in acquisition of Mainland Farm.

C. MINUTES - December 9, 1997

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

Mr. Sisk made a motion to approve the minutes.

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

D. HIGHWAY MATTERS

No representative from the Virginia Department of Transportation was in attendance.

E. CONSENT CALENDAR

Mr. Magoon asked if a Board member wished to remove any items from the Consent Calendar.

Mr. Sisk requested the removal of Item No. 5.

Mr. Magoon made a motion to approve Item Nos. 1, 2, 3, 4, and 6 on the Consent Calendar.

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

1. Federal Transit Administration - Section 5307 FY 98 Grant Application

RESOLUTION

FEDERAL TRANSIT ADMINISTRATION (FTA) SECTION 5307

FY 98 GRANT APPLICATION

WHEREAS, the Federal government has made funds available for urban public transportation; and

WHEREAS, the Board of Supervisors desires securing these funds in support of James City County Transit Company operations.

NOW, THEREFORE, BE IT RESOLVED that the County Administrator of James City County, Virginia, is authorized to execute and file an application to the Federal Transit Administration for a grant of Federal public transportation systems authorized by 49 USC Chapter 53, Title 23 under Section 5307 of the Intermodal Surface Transportation Efficiency Act of 1991. The amount requested for Section 5307 Federal assistance is \$170,340, for capital and operating support in accordance with an Agreement for the FY 98 Hampton Roads Apportionment. The County Administrator shall be authorized to accept grant funds awarded and to furnish the Virginia Department of Rail and Public Transportation documents and other information as may be required for processing this grant request.

BE IT FURTHER RESOLVED that the Board of Supervisors of James City County, Virginia, certifies that all funds be used in accordance with the requirements of FTA Section 5307 Program and that James City County may be subject to audit by the Federal Transit Administration.

2. Grant Funds - Library of Virginia

RESOLUTION

GRANT FUNDS - LIBRARY OF VIRGINIA

WHEREAS, the Commonwealth of Virginia has been provided additional funds for an Item Conservation Grant in the office of the Clerk of the Circuit Court.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of James City County, Virginia, hereby appropriates the additional grant funds to the General Fund Budget, as follows:

Revenue from the Commonwealth:

Library of Virginia

\$9,342

Capital Equipment:

Clerk of the Circuit Court

\$9,3423. Williamsburg Community Hospital Health Foundation GrantRESOLUTIONWILLIAMSBURG COMMUNITY HOSPITAL HEALTH FOUNDATION GRANT

WHEREAS, the Board of Supervisors of James City County, Virginia, has been requested to appropriate funds and approve a full-time, limited-term, two-year position within the budget of Communications and Neighborhood Connections for the Neighborhood Health Coordinator using Health Foundation grant funds.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of James City County, Virginia, hereby approve a two-year, full-time, limited term position beginning January 1, 1998, for the Neighborhood Health Coordinator and authorizes the following appropriation of additional funds within the FY 98 Budget.

-Revenues:

From the Williamsburg Community Hospital Health Foundation	<u>\$18,000</u>
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Expenditures:

Neighborhood Health Coordinator	\$15,000
Williamsburg Community Hospital Health Education Center	<u>3,000</u>
	<u>\$18,000</u>

4. Fire Station Ventilation SystemRESOLUTIONFIRE STATION VENTILATION SYSTEM

WHEREAS, the Board of Supervisors of James City County has been requested to fund the installation of ventilation systems at three fire stations with the recommendation that funds be transferred from Capital Contingency to accommodate that need.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Supervisors of James City County, Virginia, hereby authorizes the following budget transfer within the Capital Projects budget:

From:	
Capital Contingency	<u>\$14,589</u>

To:	
Facility Improvements	<u>\$14,589</u>

5. Satellite Office Printer Replacement

RESOLUTION

SATELLITE OFFICE REPLACEMENT PRINTER

WHEREAS, in order to provide efficient customer service and to meet internal reporting requirements, the Satellite Office has requested monies to purchase a laser printer capable of producing different types of forms; and

WHEREAS, there is sufficient money in the FY 98 General Fund Operating Contingency Fund.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of James City County, Virginia, hereby authorizes the following appropriation:

Revenues:

Operating Contingency	<u>\$1,710</u>
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Expenditures:

Satellite Office	<u>\$1,710</u>
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6. Resolution of Appreciation, Carey Minor

Mr. Sisk spoke of Mr. Carey Minor's contributions to the golf community and made a motion to approve the resolution.

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

Mr. Magoon invited Mr. Sisk to join him in presenting the Resolution of Appreciation to Mr. Carey Minor.

Mr. Minor thanked the Board.

RESOLUTION

IN HONOR OF CAREY MINOR

WHEREAS, under Carey Minor's leadership, the Williamsburg Junior Golf Championship, organized by the Chamber Golf Subcommittee, was started in 1993 and over 60 area kids participated in the tournament this past summer because it has always been Carey's firm belief that kids turn into responsible ladies and gentlemen out of their experiences on the golf course; and

WHEREAS, Carey helped keep a "pipeline" of new golf developers interested in the Williamsburg area, which has resulted in four new developers building a total of five new courses in this area in the last three years. These five new courses, plus new and/or renovated courses at the area's other resort courses add up to over \$50 million in golf course development costs in the past few years; and

WHEREAS, Carey's vision and leadership also helped in the formation of the Williamsburg Area Golf Association, a coalition of area courses and hotels, that is spending hundreds of thousands of dollars annually to attract tourist golfers. And now golfers from all over the United States and the world are finding Williamsburg area golf, with dramatic increases in hotel room nights, restaurant sales, shopping purchases, and golf rounds.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of James City County, Virginia, hereby honors Carey Minor for his years of support and enthusiasm for golf development in James City County and the Williamsburg area and for his relentless efforts as Chairman of the Chamber of Commerce's Golf Subcommittee that have helped build the area courses into one of the leading golf tourist destinations in the United States.

F. PUBLIC HEARINGS

Public Hearings Nos. 2, 3, 4, 5, and 6 were continued from December 9, 1997)

2. & 3. Case No. AFD-8-86. Casey (New Town Plan/E-Vantage Facility Withdrawal
4. Case No. AFD-8-86. Casey (James City County/Williamsburg Courthouse Withdrawal)

Mr. Gary A. Pleskac, Senior Planner, stated that Mr. Vernon Geddy, III, on behalf of C. C. Casey, Ltd., had applied to withdraw approximately 65.45 acres from the existing Casey Agricultural and Forestal District for the purpose of initiating the first phases of Casey New Town Plan (64.7 acres) and a .75-acre site for an E-Vantage Heating and Cooling facility, located on the western side of the Ironbound Road and Monticello Avenue intersection, further identified as a portion of Parcel No. (1-7) on James City County Real Estate Tax Map No. (38-4).

Mr. Pleskac further stated that James City County had applied for withdrawal of 11.5 acres for the Williamsburg/James City County Courthouse, located on the northwest side of the intersection of Ironbound Road and Strawberry Plains Road, further identified as a portion of Parcel No. (1-41) on James City County Real Estate Tax Map No. (39-3).

Staff determined that the proposed land uses are consistent with the Comprehensive Plan and that AFD withdrawals along with the rezoning and master plan approval were considered a single development request. Staff recommended approval of the withdrawal of a total of 76.95 acres from the existing Casey Agricultural and Forestal District.

The Agricultural and Forestal District Advisory Committee voted unanimously to deny the withdrawal requests and the Planning Commission, in concurrence with staff by a vote of 7-0, recommended approval of the cases.

5. Case Nos. MP-2-97 and Z-4-97. Casey New Town/Phase I
6. Case No. Z-10-97. Williamsburg/James City County Courthouse

Ms. Tamara A. M. Rosario, Senior Planner, stated that the applicant had applied to rezone approximately 16 acres from M-1, Limited Business/Industrial and R-8, Rural Residential, to MU, Mixed Use, and to rezone approximately 547 acres from M-1 and R-8 to R-8 with proffers, located off the extension of Monticello Avenue between Ironbound Road and News Road, bounded by College Woods and Ironbound Square to the east, Eastern State Hospital and Ford's Colony to the north, Jesters Lane to the west, Brookhaven and Bradshaw's Ordinary to the south, further identified as Parcel No. (1-2) on James City County Real Estate Tax Map No. (38-3), Parcel No. (1-1) on Tax Map No. (38-4) and portion of Parcel No. (1-7) on Tax Map No. (38-4).

Ms. Rosario defined the proposal and gave details regarding access and traffic, environmental issues, archaeological issues, fiscal and community impact statements, utilities, surrounding development and zoning, Comprehensive Plan and public meetings.

Staff determined that the proposed development was compatible with surrounding zoning and development, and was consistent with the Comprehensive Plan land use and community character area designations.

Ms. Rosario stated that James City County had applied to rezone approximately 11.5 acres from M-1, Limited Business/Industrial, to MU, Mixed Use, for the construction of a new Williamsburg/James City County Courthouse, located at 5200 Monticello Avenue, further identified as Parcel No. (1-4) on James City County Real Estate Tax Map No. (39-3).

Ms. Rosario further stated that the first phase of the Courthouse would include a building of approximately 65,000 square feet, a portion of on-site parking, and development of a Courthouse Green which would run parallel to Monticello Avenue. Staff determined that the Courthouse property was generally consistent with the Comprehensive Plan and the proposed use and zoning are generally compatible with surrounding zoning and development.

In concurrence with staff, the Planning Commission, by a vote of 7-0, recommended approval of the cases.

Mr. Magoon opened the four public hearings.

1. Mr. Vernon Geddy, III, representative for C. C. Casey, Ltd., stated that the public/private development would be built out over 20 years with the applicant obligated to submit updated traffic and fiscal and environmental impact studies, and he described the flexibility of the Master Plan, environmental sensitivity preserved wetlands, creation of unique area designed for working, living and shopping, and unique in design of controlled zoning process.

2. Mr. Robert L. Clifford, 109 Shellbank Drive, urged the Board to defer decision to answer: was such a large retail center needed/was 6-lane road needed/were 11-14 intersections with traffic lights needed/how would the bottleneck of six lanes to two lanes be resolved/and what would financial negative consequences be for the County.

3. Mr. William Ferguson, First Colony, Shellbank Woods, stated the voters of the County are concerned about growth and the traffic created by that growth.

4. Mr. Arthur C. Hilstrom, Sr., 3724 Brick Bat Road, spoke of his concerns about lack of water supply and additional taxes for the New Town development.

5. Mr. John Shumate, 105 Montrose, urged the Board to deny the application for new housing units because of traffic, schools, decline in areas if firms move to New Town, inadequate water supplies, preservation of character of area, and voters desires for slower growth should not be ignored.

6. Mr. Sashe Digges, 3612 Ironbound, expressed his thoughts regarding the need for lower-income housing units in the County.

7. Mr. Ed Oyer, 139 Indian Circle, stated that the development provided no benefit to citizens and asked whether fire services and equipment had been addressed.

8. Mr. John Rhein, 3505 Hunter's Ridge, asked the Board to vote only on taking less than 100 acres out of the Agricultural and Forestal District.

Mr. Magoon closed the public hearings.

Mr. Sisk made a motion to approve Item Nos. 2, 3, and 4, Case Nos. AFD-8-86. Casey Withdrawals.

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

Mr. Magoon made a motion to approve Case Nos. MP-2-97 and Z-4-97.

Mr. DePue asked whether the two cases could be acted on separately.

Mr. Frank M. Morton, III, County Attorney, responded in the negative.

Individual Board members spoke to whether the development would be an asset for the community and relieve urban sprawl; plan was excellent choice versus what might be developed; valuable property needed the vision for development; future boards not obligated by decision; need for quality commercial; inappropriate to turn industrial land use to residential; issues of water supply and impact on surrounding wells if developer was allowed to drill additional wells; mixed use of commercial and residential desirable along with mixed economics and places of diversity; review of future rezonings to make choices; the development would be a model for other communities; and other development not always in best interest of County.

Mr. DePue stated that he could support Case No. Z-4-97 if having had the opportunity to separate Phase I and the Master Plan.

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

RESOLUTION

CASE NO. Z-4-97, MP-2-97, CASEY/NEW TOWN REZONING

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-4-97; MP-2-97 and Design Guidelines for rezoning approximately 16 acres zoned M-1, Limited Business/Industrial, and R-8, Rural Residential, to MU, Mixed Use, and approximately 547 acres zoned M-1, Limited Business/Industrial, and R-8, Rural Residential, to R-8, Rural Residential; and

WHEREAS, the Planning Commission of James City County unanimously recommended approval of Case No. Z-4-97; MP-2-97 and Design Guidelines.

NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors of James City County, Virginia, does hereby approve Zoning Case No. Z-4-97; MP-2-97 and Design Guidelines and accepts the voluntary proffers.

Mr. Magoon made a motion to approve Case No. Z-10-97.

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

RESOLUTION

CASE NO. Z-10-97. WILLIAMSBURG-JAMES CITY COUNTY COURTHOUSE

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-10-97; the portion of the Southern Civic District Mixed Use Plan of MP-2-97 and the portion of Design Guidelines specifically referencing the Courthouse site, for rezoning approximately 11.5 acres, further referenced as Parcel No. (1-41) on James City County Tax Map No. (39-3), zoned M-1, Limited Business/Industrial, to MU, Mixed Use; and

WHEREAS, the Planning Commission of James City County unanimously recommended approval of Case No. Z-10-97; the portion of the Southern Civic District Mixed Use Plan of MP-2-97 and Design Guidelines specifically referencing the Courthouse site.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of James City County, Virginia, does hereby approve Zoning Case No. Z-10-97; the portion of the Southern Civic District Mixed Use Plan of MP-2-97 and Design Guidelines specifically referencing the Courthouse site.

7. Creation of the New Town Community Development Authority

Mr. John T. P. Horne, Manager of Development Management, stated that five property owners had petitioned the Board to create New Town Community Development Authority on approximately 350 acres located off Monticello Avenue and Ironbound Road.

Mr. Horne described the major policy issues by defining the project, proposed property boundaries, financial viability, and establishment of a governance structure.

Staff determined that the Community Development Authority supported the accomplishment of the goals of the County and the proposed improvements were concentrated in nonresidential areas that provide a substantial economic benefit to James City County; assisted the project in providing a substantial public and community benefit from a fully integrated, innovative urban design; and because of the conservative nature of the CDA financing structure, sufficiently protected James City County's financial interests.

Staff recommended approval of the resolution.

The Board noted that the three revenue sources for the CDA listed in the Petition had been discussed at two previously held work sessions.

Mr. Magoon opened the public hearing.

Mr. Geddy stated that he was available for questions.

Mr. Horne summarized the resolution for the audience.

Mr. Magoon closed the public hearing.

Mr. Magoon made a motion to approve the resolution.

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

RESOLUTIONCREATION OF THE NEW TOWN COMMUNITY DEVELOPMENT AUTHORITYAND THE NEW TOWN COMMUNITY DEVELOPMENT AUTHORITY TAX DISTRICT

- WHEREAS, the Board of Supervisors of James City County, Virginia, ("County Board") has received a petition ("Petition") requesting the creation of the New Town Community Development Authority ("Authority") and the New Town Community Development Authority Tax District ("District") pursuant to Virginia Code Section 15.2-5152 et seq. from landowners representing at least fifty-one percent of the acreage of all the land within the boundaries of the proposed District ("Petitioners"); and
- WHEREAS, the Petition complies with the requirements of Virginia Code Section 15.2-5154 et seq.; and
- WHEREAS, notice has been given pursuant to Virginia Code Section 15.2-5156, by publication for three successive weeks in a newspaper of general circulation in James City County; a public hearing was held on the question of the adoption or approval of the resolution creating the Authority and the District and a copy of this resolution was delivered to the Petitioners; and
- WHEREAS, the County has approved a rezoning of the land of C. C. Casey Limited Company ("Casey"), one of the Petitioners, within the District from M-1, Limited Business/Industrial, to MU, Mixed Use, with proffers and from M-1, Limited Business/Industrial, and R-8, Rural Residential, to R-8, Rural Residential, with proffers, and in conjunction therewith has approved Master Plans for the development of the land within the District (the "Master Plans"); and
- WHEREAS, the development of the Property generally in accordance with the above described Master Plans, as amended from time to time, will benefit the County in a number of ways as set forth herein; and
- WHEREAS, the Petitioners and the County desire to provide for the orderly and appropriate development of the Property in a comprehensive and coordinated way generally in accordance with the Master Plans described above, as the same may be amended from time to time, so that the desired balance between neo-traditional urban/village design, land development, transportation, public improvements, and economic considerations can be maintained; and
- WHEREAS, the Petitioners and the County have determined that a Community Development Authority has the greatest opportunity for providing for the desired coordination and balanced development of the Property; and
- WHEREAS, the Petitioners wish to join with the County to forge an important public-private partnership designed to implement a carefully balanced plan for the development of the Property; and
- WHEREAS, the proposed improvements to be financed and constructed by the Authority would be in accordance with the County's Comprehensive Land Use Plan for the development of the land within the District and would promote development of the land within the District in a neo-traditional urban/village design avoiding many of the issues with traditional suburban development and would promote economic development by creating new construction jobs and increasing the real estate tax rolls. In addition, the proposed improvements will provide services adequate to support the neotraditional urban/village development, including the business development therein, envisioned by the County's Comprehensive Plan for this area and will allow the Property to be developed in a more orderly manner than would be possible with traditional financing methods; and

- WHEREAS, the proposed transportation improvements would substantially improve traffic movement through the land within the District years earlier than otherwise possible and improve transportation access for County residents; and
- WHEREAS, the proposed commercial development in the District would maintain the appropriate balance between desirable growth and economic development; and
- WHEREAS, the creation of new stormwater management facilities and the widening of certain floodplain channels contribute to the health, welfare and safety of residents of the County and contribute to the protection of the environment; and
- WHEREAS, the proposed improvements will result in increases in the County's tax base, which benefit all residents in the County; and
- WHEREAS, the improvement of civic spaces within the Property will benefit all residents in the County; and
- WHEREAS, the development of the Property as envisioned by the aforementioned Master Plans, as amended, will create a town center for the County enhancing the civic and economic vitality of the County; and
- WHEREAS, the creation of the proposed district is in the best interests of the residents and owners of the property within the District and in furtherance of the public health, safety and general welfare.

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

1. Creates the New Town Community Development Authority and the New Town Community Development Authority Tax District pursuant to Virginia Code Section 15.2-5152 et seq. The District includes the Tax Map Parcels listed on attachment A-1 and the boundaries of the District are shown on attachment A-2.
2. Declares that the purpose of the District is to finance and construct certain infrastructure and public improvements, including, public sewers; stormwater management ponds and facilities; public floodplain channels; water lines; and public road improvements (roads, sidewalks and related facilities); and improvements to civic spaces (the civic green and the civic square) and a trail system. A specific list of the facilities and improvements to be provided by the Authority is attached as Exhibit C. The Authority will not finance or construct any other facilities or improvements without the prior approval of the Authority Board and the County Board. The Petitioners shall cooperate in granting each other the necessary easements in mutually agreeable locations to provide access to the facilities and improvements constructed by the Authority. The Authority will not own or maintain any facilities or improvements on a long-term basis and shall convey all facilities and improvements to the appropriate public entity or to a property owners association within a reasonable time after their completion. The Authority shall not provide services which are provided by, or are obligated to be provided by, any authority already in existence whose charter requires or permits service within the District, unless the existing authority first certifies to the County Board that the services provided by the Authority will not have a negative impact on the existing authority's operational or financial condition.
3. Provides that the board of the Authority ("Authority Board") be structured and appointed as follows. The Authority Board shall consist of five members. Two members shall be appointed by the County Board without restriction as to their identity (the "County Members"). Initially, two members shall be designated by Casey for

appointment by the County Board (the "Landowner Members"). Casey shall retain the right to designate two members for appointment to the Authority Board until the later of (i) the date upon which the liquidity requirements imposed upon Casey by the bondholder have terminated as described in Section 8 of this Resolution and any other obligations of the Authority to Casey have been satisfied or (ii) the date Casey ceases to own at least 25 percent of the real property designated on attachment A-1 as the Casey Parcel. Thereafter, the right to designate the Landowner Members for appointment to the Authority Board shall vest in the Board of Directors of the master property owners association for the land within the District. The Petitioners and the County may agree upon another method of appointing the successors to the Landowner Members. The fifth member of the Authority Board shall be appointed to the Authority Board by a majority of the other four Authority Board members. The County Members and the Landowner Members shall each serve a term of four years, provided, however, that the initial term of such members may be less than four years to establish staggered terms for Authority Board members. The fifth member of the Authority shall serve a one year term. Members of the Authority Board may succeed themselves and may serve an unlimited number of terms. Any vacancy on the Authority Board shall be filled by appointment of a new member in the same manner as the departing member was appointed. Alternate Board members may be appointed in accordance with Va. Code §15.2-5113.

4. States that upon the written request of the Authority Board, (i) the County Board should adopt a resolution to impose an annual special real estate tax assessment ("District Tax") commencing on the later of (a) January 1, 1998, or (b) the closing of the bond issuance described herein at a maximum rate of twenty-five cents per \$100 of the assessed fair market value of any taxable real estate within the District at the time the District is created and (ii) the County Board should adopt a resolution to impose a special assessment on all real estate within the District payable at the time of the initial sale or transfer thereof by any of the Petitioners ("District Assessment") in the amount of 10 percent of the purchase price or value of the consideration for the transfer. In addition, Petitioners request that upon the written request of the Authority Board, the Board impose a special supplemental assessment (the "Supplemental Assessment") upon real estate within the District sold to governmental entities or not-for-profit organizations exempt from annual real estate taxes in the amount requested by the AUTHORITY Board representing that parcels' prorata share of infrastructure and public improvement costs in lieu of the District Tax and request that the initial Supplemental Assessment be set at \$23,000.00 per acre. All revenue received by the County pursuant to the District Tax, the District Assessment and the Supplemental Assessment shall be paid over to the Authority for its use in accordance with the Act and this resolution creating the District, subject to annual appropriation.
5. Directs the Authority to reimburse the Petitioners for all reasonable costs and expenses incurred in the formation of the Authority and the District, including legal, consulting, engineering fees, and other reasonable and appropriate costs in an amount not to exceed \$75,000.00.
6. Provides that the District may be abolished at any time by a resolution passed by the County Board (i) upon its own motion or (ii) upon the joint petition of the Authority Board and the owners of land constituting at least fifty-one percent (51%) of the acreage or the assessed value of the land area located within the District; provided that the District may not be abolished while any District obligation remains outstanding.

7. The facilities and improvements shall be constructed by the Authority upon availability of funding and the Authority will not commence construction of a facility or improvement until the Authority Board is satisfied sufficient funding is available to the Authority to for the completion of such facility or improvement. The Authority Board shall consult with the Petitioners regarding the timing of the construction of facilities and improvements and take into account the land sales and development needs of Petitioners. Authority may contract for the construction of the planned facilities and improvements. The total estimated costs of the facilities and improvements is approximately \$7,425,450.00. The Authority will obtain the necessary financial resources to provide funding for such facilities and improvements through the issuance of revenue bonds as described herein, through the proceeds of the District Assessment and the Supplemental Assessment or contractual payments in lieu of the District Assessment and through other funds available to the Authority, if any. The Authority will issue revenue bonds in a private placement secured by a pledge of the revenue received by the Authority from the County from the District Tax, the District Assessment and the Supplemental Assessment. Currently, a single bond issue of approximately \$4,000,000.00 is expected in 1998. However, timing and phasing of the bond issue could be adjusted to meet development requirements. Bond proceeds will be used for purposes permitted under Virginia law, including, the construction and acquisition of the facilities and improvements described herein, payment of interest during construction, and payment of bond issuance costs. It is anticipated that the bonds will be deemed "bank-qualified" bonds within the meaning of Section 265(b)(3) of the Internal Revenue Code of 1986 and will be purchased by a local bank(s) in a private placement. Bond proceeds will not be funded at closing but will be funded as necessary to make Authority construction payments. As a condition of advances of bond proceeds, the bondholder will require Casey to enter into a separate liquidity agreement with the bondholder under which Casey will agree to (i) meet certain liquidity requirements and (ii) to provide for debt service payments on the bonds if the Authority is unable to make such payments. In addition, the amount of bond proceeds advanced by bondholder will be limited by the separate liquidity agreement. The bonds will pay interest only for the four-year development period and will amortize thereafter over a 20-year period. The Authority will make every effort to prepay the bonds prior to their scheduled maturity with any excess funds, if any, from the District Tax, the District Assessment and the Supplemental Assessment payments and through other funds available to the Authority, if any. Following the end of the four year development period, at such time as the annual District Tax is generating sufficient funds, net of District operating costs, to pay an amount equal to 120 percent of annual debt service on the Authority bonds, the liquidity requirements imposed upon Casey will terminate. Funds received by the Authority from the proceeds of the District Tax will be used by the Authority only to fund Authority operating expenses, reserves and to repay Authority obligations. The Authority shall reimburse the Petitioners for amounts paid by Petitioners to bondholder pursuant to the liquidity agreement to meet obligations of the Authority which the Authority is not able to meet at the time when due. In no event will land or real property assets outside the District be taxed or assessed, nor shall the County be obligated to make payments from the County's revenue sources or assets in order to pay debt service on the Authority bonds. The Authority's revenue bonds shall not constitute a pledge of the full faith and credit of or constitute an obligation of the County but shall be payable solely from revenues received by the Authority.
8. Confirms the intention of the Williamsburg-James City Courthouse and the Authority to enter into a contract pursuant to which the Williamsburg-James City Courthouse will make a payment to the Authority in the amount equal to \$23,000.00 per acre for the

total acreage in the parcel upon which the Williamsburg-James City Courthouse is to be constructed and the Authority will finance and construct certain utilities and stormwater management facilities that will serve the Williamsburg-James City Courthouse.

8. Case No. ZO-2-97 Ordinance Amendment, Chapter 20, Zoning, Buffer, Greenbelt, and Setback Requirements for Timbering Activities (Continued from November 25, 1997)

Mr. O. Marvin Sowers, Jr., Planning Director, stated that the case was deferred at the November 25, 1997, Board of Supervisors' meeting to allow a meeting of the State forester and County landscape architect to discuss survival and growth rates of various sizes of replacement trees.

Staff recommended deferral to the January 27, 1998, Board of Supervisors' meeting for further discussion.

With Board consensus, Mr. Magoon opened the public hearing and continued the public hearing indefinitely.

Mr. Wanner indicated that the public hearing would be readvertised when brought back to the Board.

9. Ordinance to Adopt and Recodify a New Code, James City County, Virginia

Mr. Frank M. Morton, III, County Attorney, stated that the the new James City County Code Book was prepared in-house by staff with the advantages being less cost and supplements provided quarterly.

Staff recommended approval of the ordinance.

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.

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

G. BOARD CONSIDERATIONS

1. Case No. SUP-30-97 and SUP-31-97. Henry S. Branscome, Inc. Borrow Pit

Mr. Holt stated that Mr. Roy Turman, of Henry S. Branscome, Inc., on behalf of William N. Lee and Sanifill, Inc., had applied for a special use permit to allow continued operation of existing borrow pit on approximately 420 acres of property zoned M-2, General Industrial, located approximately 1.2 miles southeast of the terminus of Blow Flats Road, Mr. Lee's property further identified as Parcel No. (1-2) on James City County Real Estate Tax Map No. (60-3) and the Sanifill, Inc. property further identified as Parcel No. (1-3) on James City County Real Estate Tax Map No. (60-3). Previously approved Case Nos. SUP-38-91 and SUP-39-91 expired September 8, 1997.

Mr. Holt further stated that the cases were deferred at the December 9, 1997, Board of Supervisors' meeting so that the County Administrator and staff could meet with the land owners to discuss concerns of land reclamation and road access.

Staff recommended deferral to hold a public review of developing alternative access points or improvement of Blow Flats Road to Virginia Department of Transportation standards.

Board and staff discussed concerns of structural fill rather than site fill for marketing as an industrial site.

Mr. Vernon Geddy, III, representative for the applicant, stated that several new conditions had been added and that the applicant requested a five-year time limit for the special use permits.

Mr. Edwards suggested no action be taken on changing the resolution at this meeting.

Mr. Wanner suggested sending the cases back to the Planning Commission.

Following a discussion of the new conditions listed in the resolutions, the Board asked for a copy of the resolutions as brought forward at the December 9, 1997, Board of Supervisors' meeting.

Mr. Magoon passed the two cases until later in the meeting to allow staff time to provide copies of those resolutions.

2. Williamsburg-Jamestown Airport Community Airport Committee's Study of Alternative Safety Overrun Configurations

Mr. Sowers stated that the alternative safety overrun configuration proposal of two 300-foot safety overruns at each end of the runway with a runway not to exceed 3,204 feet would be studied by the Community Airport Committee, and a report provided to the Planning Commission and Board of Supervisors by August 30, 1998.

Staff recommended approval of the resolution.

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

WILLIAMSBURG-JAMESTOWN AIRPORT COMMUNITY AIRPORT

COMMITTEE'S STUDY OF ALTERNATIVE SAFETY OVERRUN CONFIGURATIONS

WHEREAS, the Board of Supervisors of James City County, Virginia, approved SUP-23-97 as recommended by staff and the Planning Commission; and

WHEREAS, a condition of SUP-23-97 requires the establishment of a Community Airport Committee whose purpose is to provide a formal setting for an ongoing dialogue between all interested parties (i.e., the citizens, the County, the Airport owners and operators, pilots, WJCC schools, and business community); and

WHEREAS, there may be other runway and safety overrun configurations, other than the one approved per SUP-23-97, which provide a greater level of safety and do not negatively impact surrounding property owners; and

WHEREAS, a specific safety overrun configuration alternative was proposed by a Board member which would provide a 300-foot safety overrun at both ends of the runway with the usable runway not to exceed 3,204 feet.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of James City County, Virginia, does hereby request the Community Airport Committee to study that specific safety overrun alternative and any other alternative runway and safety overrun configurations which merit consideration and provide a report to the Planning Commission and Board of Supervisors of its findings by August 30, 1998.

3. Resolution of Approval for The Barré Company, Inc., Revenue Bond Issue

Mr. Wanner stated that the Industrial Development Authority had passed a resolution authorizing the issuance of up to \$3,000,000 of industrial revenue bonds for The Barré Company, Inc., which would assist in acquisition, construction and equipping of manufacturing facilities at Stonehouse Commerce Park.

Staff recommended approval of the resolution.

Mr. Sisk made a motion to approve the resolution.

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

ISSUANCE OF INDUSTRIAL DEVELOPMENT REVENUE BONDS

FOR THE BENEFIT OF THE BARRÉ COMPANY, L.L.C.

- WHEREAS, the Industrial Development Authority of the County of James City, Virginia, (the "Authority") has considered the application of The Barré Company, L.L.C. (the "Applicant"), a Virginia limited liability company, having its principal place of business currently at 256 Sheffield Street, Mountainside, New Jersey 07092. In that application, the Applicant requested the Authority to issue, pursuant to the Industrial Development and Revenue Bond Act, Chapter 49, Title 15.2 of the Code of Virginia of 1950, as amended (the "Act"), up to \$3,000,000 of its revenue bonds for a manufacturing facility (the "Bonds"); and
- WHEREAS, the proceeds of the Bonds will be used to assist the Applicant in: 1) financing the acquisition, construction, and equipping of an approximately 40,000-square foot manufacturing facility for precision metal fabrication (the "Project"); and, 2) payment of the costs of issuing the Bonds. The Project is located on the left side of LaGrange Parkway approximately 700 feet from the intersection of LaGrange Parkway and State Route 30 in the Stonehouse Commerce Park, which is located on the east side of State Route 30 approximately one mile south of the intersection of Interstate 64 and State Route 30 in James City County, Virginia (the "County"). The Project site consists of 4.6 acres. The Authority held a public hearing regarding this matter on behalf of the Authority and the County on December 11, 1997, which is a date within sixty days of the adoption of this resolution; and
- WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), provides that both the governmental unit having jurisdiction over the issuer of private activity bonds and the governmental unit having jurisdiction over the area in which any facility financed with the proceeds of private activity bonds is located must approve the issuance of the bonds. The Project is located in the County, the Authority issues its bonds on behalf of the County and the Board of Supervisors of the County (the "Board") constitutes the highest elected governmental unit of the County; and
- WHEREAS, the Authority has recommended that the Board approve the issuance of the Bonds and has forwarded to the Board (1) a copy of the Authority's resolution approving the issuance of the

Bonds, subject to terms to be agreed upon, which was adopted following its public hearing on December 11, 1997, (2) a copy of the Fiscal Impact Statement submitted by the Applicant and (3) a reasonably detailed summary of the comments made at the public hearing.

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

1. The recitals made in the first and second paragraphs of this Resolution are hereby adopted as a part of this Resolution.
2. The Board approves the issuance of the Bonds by the Authority in an aggregate principal amount not to exceed \$3,000,000 for the benefit of the Applicant, to the extent required by Section 147(f) of the Code and Section 15.2-4906 of the Code of Virginia of 1950, as amended.
3. The approval of the issuance of the Bonds does not constitute an endorsement to a prospective purchaser of the Bonds of the creditworthiness of the Applicant or the Project, and, as required by the Act and Virginia law, the Bonds shall provide that none of the Commonwealth of Virginia, the County or the Authority shall be obligated to pay the principal, or premium, if any, of the Bonds or the interest thereon or other costs incident thereto except from the revenues and moneys pledged therefore, and neither the faith and credit nor the taxing power of the Commonwealth of Virginia, the County or the Authority shall be pledged thereto.
4. Pursuant to the limitation contained in Temporary Treasury Regulation Section 5f.103-2(f)(1), this Resolution shall remain in effect for a period of one year from the date of its adoption.
5. The County, including its elected representatives, officers, employees and agents, shall not be liable and hereby disclaims all liability for any damage to the Applicant or the Project, direct or consequential, resulting from the Authority's failure to issue the Bonds for any reason.
6. This Resolution shall take effect immediately upon its adoption.

4. Resolution of Approval for AVID Medical, Inc., Revenue Bond Issue

Mr. Wanner stated that the Industrial Development Authority had passed a resolution authorizing the issuance of up to \$2,250,000 of industrial revenue bonds for AVID Medical, Inc., which would assist in acquisition, construction and equipping of manufacturing facilities at Stonehouse Commerce Park.

Staff recommended approval of the resolution.

Mr. Bradshaw made a motion to approve the resolution.

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

ISSUANCE OF INDUSTRIAL DEVELOPMENT REVENUE BONDSFOR THE BENEFIT OF AVID MEDICAL, INC.

- WHEREAS, the Industrial Development Authority of the County of James City, Virginia, (the "Authority") has considered the application of Avid Medical, Inc. (the "Applicant"), a Delaware corporation, having its principal place of business currently at 3204 Ironbound Road, Suite D, Williamsburg, Virginia 23188. In that application, the Applicant requested the Authority to issue, pursuant to the Industrial Development and Revenue Bond Act, Chapter 49, Title 15.2 of the Code of Virginia of 1950, as amended (the "Act"), up to \$2,250,000 of its revenue bonds for a manufacturing facility (the "Bonds"); and
- WHEREAS, the proceeds of the Bonds will be used to assist the Applicant in: 1) financing the acquisition, construction, and equipping of an approximately 40,000-square foot manufacturing facility for precision metal fabrication (the "Project"); and, 2) payment of the costs of issuing the Bonds. The Project is located on the left side of LaGrange Parkway approximately 900 feet from the intersection on the east side of State Route 30 approximately one mile south of the intersection of Interstate 64 and State Route 30 in James City County, Virginia (the "County"). The Project site consists of 3.1 acres. The Authority held a public hearing regarding this matter on behalf of the Authority and the County on December 19, 1997, which is a date within sixty days of the adoption of this resolution; and
- WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), provides that both the governmental unit having jurisdiction over the issuer of private activity bonds and the governmental unit having jurisdiction over the area in which any facility financed with the proceeds of private activity bonds is located must approve the issuance of the bonds. The Project is located in the County, the Authority issues its bonds on behalf of the County and the Board of Supervisors of the County (the "Board") constitutes the highest elected governmental unit of the County; and
- WHEREAS, the Authority has recommended that the Board approve the issuance of the Bonds and has forwarded to the Board (1) a copy of the Authority's resolution approving the issuance of the Bonds, subject to terms to be agreed upon, which was adopted following its public hearing on December 19, 1997, (2) a copy of the Fiscal Impact Statement submitted by the Applicant and (3) a reasonably detailed summary of the comments made at the public hearing.

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

1. The recitals made in the first and second paragraphs of this Resolution are hereby adopted as a part of this Resolution.
2. The Board approves the issuance of the Bonds by the Authority in an aggregate principal amount not to exceed \$2,250,000 for the benefit of the Applicant, to the extent required by Section 147(f) of the Code and Section 15.2-4906 of the Code of Virginia of 1950, as amended.
3. The approval of the issuance of the Bonds does not constitute an endorsement to a prospective purchaser of the Bonds of the creditworthiness of the Applicant or the Project, and, as required by the Act and Virginia law, the Bonds shall provide that none of the Commonwealth of Virginia, the County or the Authority shall be obligated to pay the principal, or premium, if any, of the Bonds or the interest thereon or other costs incident thereto except from the revenues and moneys pledged therefore, and neither

the faith and credit nor the taxing power of the Commonwealth of Virginia nor any political subdivision thereof shall be pledged thereto.

4. Pursuant to the limitation contained in Temporary Treasury Regulation Section 5f.103-2(f)(1), this Resolution shall remain in effect for a period of one year from the date of its adoption.
5. The County, including its elected representatives, officers, employees and agents, shall not be liable and hereby disclaims all liability for any damage to the Applicant or the Project, direct or consequential, resulting from the Authority's failure to issue the Bonds for any reason.
6. This Resolution shall take effect immediately upon its adoption.

H. PUBLIC COMMENT

1. Mr. Henry Branscome disagreed with the discussion held regarding the use of concrete from roads as fill in his borrow pit and disapproved of County staff checking on his business procedures.

I. REPORTS OF THE COUNTY ADMINISTRATOR

Mr. Wanner recommended that the Board recess until Tuesday, January 13, 1998, at 1:30 p.m. for an executive session for Board reorganizational appointments and Board and/or Commission appointments.

1. Case Nos. SUP-30-97 and SUP-31-97. Henry S. Branscome, Inc., Borrow Pit

The Board and staff discussed concern of approval of a resolution with additional language without review, and Mr. Wanner stated that his concerns had contributed to the additional language.

Mr. Sisk made a motion to approve the Planning Commission resolutions with a five-year time period.

After a brief discussion of the length of the time period, Mr. Sisk withdrew his motion.

Mr. Sisk made a motion to approve the resolutions approved by the Planning Commission with deletion of the fourth WHEREAS clause and for a three-year time period.

Mr. Wanner clarified that the Board wished to have the Planning Commission hold a work session with all owners of the property.

The Board agreed.

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

RESOLUTION

CASE NO. SUP-30-97. HENRY S. BRANSCOME, INC. - LEE BORROW PIT

WHEREAS, the Board of Supervisors of James City County has adopted by ordinance specific land uses that shall be subjected to a special use permit process; and

WHEREAS, the applicant has applied for a special use permit to allow for the continued operation of an existing borrow pit on property zoned M-2, General Industrial, located approximately 1.2 miles southeast of the terminus of Blow Flats Road on property further identified as Parcel No. (1-2) on the James City County Real Estate Tax Map No. (60-3); and

WHEREAS, this case was previously approved by the Board of Supervisors on September 8, 1992 (under Permit No. SUP-38-91), but expired on September 8, 1997.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of James City County, Virginia, does hereby approve the issuance of Special Use Permit No. SUP-30-97 as described herein with the following conditions:

1. All areas within the Resource Protection Area (RPA) that have been disturbed, as identified on the plan submitted with this application titled "Existing Bickford Borrow Pit/Sketch Showing Encroachment," and date-stamped October 20, 1997, shall be restored and revegetated in a manner acceptable to the Director of the Environmental Division prior to any borrow pit operations.
2. An erosion and sedimentation control plan shall be submitted to, and approved by, the Director of the Environmental Division prior to any new land disturbance occurring on site. All erosion and sedimentation control measures shown on the Land Disturbing Permit shall be installed prior to any clearing or grading of any cell.
3. No more than 40 acres of the site shall be disturbed at any one time.
4. A transitional screening buffer of 50-feet in width shall be provided along the perimeter of the site. The buffer shall be landscaped in accordance with the provisions of the Zoning Ordinance, where necessary, to provide an effective visual buffer.
5. All wooded areas disturbed after this special use permit has been issued shall be returned to their forested state. A reforestation plan for the site shall be approved by the Director of Planning prior to any clearing on-site. All restored areas shall be returned to a condition adequate to support and encourage the growth of trees. A minimum of 800 seedlings per acre shall be planted during the reclamation of that portion of the site. This requirement may be waived with written approval from the Director of Planning.
6. All buffer areas shall be flagged in the field prior to any new clearing so the operators know the limits of their work. This flagging shall be inspected by the Environmental Division of James City County prior to any land disturbing activity in the immediate vicinity.
7. The hours of operation shall be limited to daylight hours (6:00 a.m. to 9:00 p.m. in the summer and 6:00 a.m. to 6:00 p.m. in the winter), Monday through Saturday.
8. This special use permit shall only be valid for those areas covered by the State Bureau of Mines, Minerals and Energy Mining Permit No. M-219, the limits of which are identified on the map submitted with the special use permit request and titled "Progress Renewal Map - Chickahominy Sand and Gravel - A Division of Henry S. Branscome, Inc. - Lee/Bickford Borrow Pit" and dated June 10, 1995.
9. The area shown on the map labeled "Exhibit A" that was submitted with the special use permit application shall remain undisturbed and in its natural state (this area is the 40-

acre portion of land identified by the Division of Natural Heritage which contains the Florida Adder's-mouth).

10. This special use permit shall be valid for a period of three (3) years.

RESOLUTION

CASE NO. SUP-31-97. HENRY S. BRANSCOME, INC. - SANIFILL INC. BORROW PIT

WHEREAS, the Board of Supervisors of James City County has adopted by ordinance specific land uses that shall be subjected to a special use permit process; and

WHEREAS, the applicant has applied for a special use permit to allow for the continued operation of an existing borrow pit on property zoned M-2, General Industrial, located approximately 1.2 miles southeast of the terminus of Blow Flats Road on property further identified as Parcel No. (1-3) on the James City County Real Estate Tax Map No. (60-3); and

WHEREAS, this case was previously approved by the Board of Supervisors on September 8, 1992 (under Permit No. SUP-39-91), but expired on September 8, 1997.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of James City County, Virginia, does hereby approve the issuance of Special Use Permit No. SUP-31-97 as described herein with the following conditions:

1. All areas within the Resource Protection Area (RPA) that have been disturbed, as identified on the plan submitted with this application titled "Existing Bickford Borrow Pit/Sketch Showing Encroachment," and date-stamped October 20, 1997, shall be restored and revegetated in a manner acceptable to the Director of the Environmental Division prior to any borrow pit operations.
2. An erosion and sedimentation control plan shall be submitted to, and approved by, the Director of the Environmental Division prior to any new land disturbance occurring on site. All erosion and sedimentation control measures shown on the Land Disturbing Permit shall be installed prior to any clearing or grading of any cell.
3. No more than 40 acres of the site shall be disturbed at any one time.
4. A transitional screening buffer of 50-feet in width shall be provided along the perimeter of the site. The buffer shall be landscaped in accordance with the provisions of the Zoning Ordinance, where necessary, to provide an effective visual buffer.
5. All wooded areas disturbed after this special use permit has been issued shall be returned to their forested state. A reforestation plan for the site shall be approved by the Director of Planning prior to any clearing on-site. All restored areas shall be returned to a condition adequate to support and encourage the growth of trees. A minimum of 800 seedlings per acre shall be planted during the reclamation of that portion of the site. This requirement may be waived with written approval from the Director of Planning.
6. All buffer areas shall be flagged in the field prior to any new clearing so the operators know the limits of their work. This flagging shall be inspected by the Environmental

Division of James City County prior to any land disturbing activity in the immediate vicinity.

7. The hours of operation shall be limited to daylight hours (6:00 a.m. to 9:00 p.m. in the summer and 6:00 a.m. to 6:00 p.m. in the winter), Monday through Saturday.
8. This special use permit shall only be valid for those areas covered by the State Bureau of Mines, Minerals and Energy Mining Permit No. M-219, the limits of which are identified on the map submitted with the special use permit request and titled "Progress Renewal Map - Chickahominy Sand and Gravel - A Division of Henry S. Branscome, Inc. - Lee/Bickford Borrow Pit" and dated June 10, 1995.
9. The area shown on the map labeled "Exhibit A" that was submitted with the special use permit application shall remain undisturbed and in its natural state (this area is the 40-acre portion of land identified by the Division of Natural Heritage which contains the Florida Adder's-mouth).
10. This special use permit shall be valid for a period of three (3) years.

J. BOARD REQUESTS AND DIRECTIVES

Individual Board members commended Mr. Magoon and Mr. DePue for their accomplishments and individuality that each brought to the Board of Supervisors during their tenures.

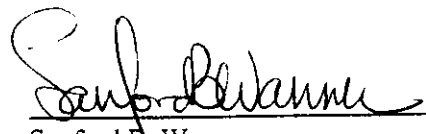
Mr. DePue responded by thanking the Board, staff and citizens that he had worked with during the past 18 years.

Mr. Magoon expressed that it had been an honor and privilege to work with the Board and staff and to serve the community for the past four years.

Mr. DePue made a motion to recess until 1:30 p.m., Tuesday, January 13, 1998.

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

The Board recessed at 11:00 p.m.


Sanford B. Wanner
Clerk to the Board

FISCAL YEAR 1998

APPLICATION FOR A SECTION 5307 GRANT

SUBMITTED
BY

JAMES CITY COUNTY TRANSIT COMPANY

APPLICATION FOR A SECTION 5307 GRANT

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APPLICATION FOR FEDERAL ASSISTANCE FORM 424	2. Date Submitted	Applicant Identifier
1. TYPE OF SUBMISSION: Application Preapplication <input type="checkbox"/> Construction <input type="checkbox"/> Construction <input checked="" type="checkbox"/> Non-Construction <input type="checkbox"/> Non-Construction	3. Date Received by State	State Application Identifier
	4. Date Received by Federal Agency	Federal Identifier

5. APPLICANT INFORMATION

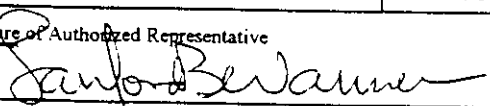
Legal Name: JAMES CITY COUNTY TRANSIT COMPANY	Organizational Unit:
Address (city, county, state, zip code): P. O. BOX 8784 WILLIAMSBURG, VIRGINIA 23187-8784	Name and telephone number of the person to be contacted on matters involving this application. (Give area code): RICHARD DRUMWRIGHT (757) 220-1621
6. Employer Identification Number (EIN) 546001365-00	7. Type of Applicant: (enter appropriate letter in box) <input checked="" type="checkbox"/> N
8. Type of Application: <input checked="" type="checkbox"/> New <input type="checkbox"/> Continuation <input type="checkbox"/> Revision If Revision, enter appropriate letter(s) in box(es). <input type="checkbox"/> <input type="checkbox"/> A. Increase Award B. Decrease Award C. Increase Duration D. Decrease Duration Other (specify)	A. State H. Independent School District B. County I. State Controlled Institution of Higher Learning C. Municipal J. Private University D. Township K. Indian Tribe E. Interstate L. Individual F. Intermunicipal M. Profit Organization G. Special District N. Other (Specify) Political Subdivision of Virginia
	9. Name of Federal Agency: FEDERAL TRANSIT ADMINISTRATION
10. Catalog of Federal Domestic Assistance Number: 20-507A Title: SECTION 5307 CAPITAL, PLANNING AND OPERATING (200,000 OR MORE IN POPULATION)	11. Descriptive Title of Applicant's Project: FY 98 SECTION 5307 OPERATING/PLANNING CMAQ AND STP ASSISTANCE
12. Areas Affected By Project (cities, counties, states, etc.): JAMES CITY COUNTY/CITY OF WILLIAMSBURG/ BRUTON DISTRICT OF YORK COUNTY	

13. Estimated Funding

14. Congressional Districts of:

Start Date: 10/01/97	Ending Date: 9/30/98	a. Applicant: FIRST VIRGINIA	b. Project: FIRST VIRGINIA
15. Estimated Funding:		16. Is Application Subject to Review By State Executive Order 12372 Process?	
a. Federal	\$ 618,825.00	a. YES THIS PREAPPLICATION APPLICATION WAS MADE AVAILABLE TO THE STATE EXECUTIVE ORDER 12372 PROCESS FOR REVIEW ON DATE: _____	
b. Applicant	\$	b. NO <input type="checkbox"/> PROGRAM IS NOT COVERED BY E.O. 12372	
c. State	\$ 9,600.00	<input type="checkbox"/> OR PROGRAM HAS NOT BEEN SELECTED BY STATE FOR REVIEW	
d. Local	\$ 148,746.00		
e. Other	\$		
f. Program Income	\$ 90,000.00	17. Is the Applicant Delinquent on Any Federal Debt?	
		<input type="checkbox"/> YES If "YES," attach an explanation <input checked="" type="checkbox"/> NO	
g. TOTAL	\$ 867,171.00		

18. To the best of my knowledge and belief, all data in this application preapplication are true and correct. The document has been duly authorized by the governing body of the applicant and the applicant will comply with the attached assurances if the assistance is awarded.

a. Typed Name of Authorized Representative SANFORD B. WANNER	b. Title COUNTY ADMINISTRATOR	c. Telephone Number (757) 253-6605
d. Signature of Authorized Representative 		e. Date Signed 12/22/97

FY 98 PROJECT BUDGET

GRANTEE:
 JAMES CITY COUNTY TRANSIT COMPANY
 JAMES CITY COUNTY, VIRGINIA

<u>OPERATING</u>		<u>Federal Amount</u>	<u>Total Amount</u>
<u>Scope</u>			
300-00	Operating Assistance	\$374,400	\$468,000
<u>Activity</u>			
30.42.45	CMAQ Demonstration* (Congestion Mitigation Air Quality Demonstrations - CMAQ Richmond Road Tourist Shuttle)	374,400	468,000
30.09.00	Operating Assistance for net expenses incurred for the period of October 1, 1997, through September 30, 1998, to support fixed route motor bus and service to the disabled in the urbanized area (75 percent of service area). Represents total net expenses eligible for urban allocation.	4,853	9,706
TOTAL OPERATING		<u>\$379,253</u>	<u>\$477,706</u>
TOTAL		<u>\$379,253</u>	<u>\$477,706</u>

- * CMAQ Demonstration includes total budget of \$723,000 to complete Richmond Road Visitors Shuttle over the next two seasons. (Net operations \$558,000-\$90,000=\$468,000 net deficit, see page 5; Capital \$165,000 Rehabilitation for Buses supporting CMAQ Demonstration; activity 11.14.02, see page 5); CMAQ Demonstration has been approved in Hampton Roads Planning District Commission FY 98 Transportation Improvement Program and Commonwealth of Virginia FY 98 Transportation Improvement Program.

<u>CAPITAL</u>		<u>Federal Amount</u>	<u>Total Amount</u>
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Scope

111-00	Bus - Rolling Stock		
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Activity

11.17.00	Preventive Vehicle Maintenance* support (5307)		
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81,600102,000 *Federal
AmountTotal
Amount

* This includes all activities associated with revenue and nonrevenue (service) vehicle maintenance, including administration, inspection and maintenance, servicing, and repairs dues to vandalism and accidents of revenue vehicles. For James City County, this includes expense accounts for Communications (revenue vehicle radio support), Contracted Repairs and Maintenance, Cleaning Service (vehicles), Parts Support, and Operators Salaries/Fringes (daily vehicle inspection)

Scope

111-00	Bus - Station/Stops/Terminals (STP)		
--------	-------------------------------------	--	--

38,40048,000Activity

11.32.20	Miscellaneous (Benches/Stop Designations - STP) (Quantity: 3 shelters, 50 stops)		
----------	--	--	--

38,400

48,000 **

Scope

111-00	Rolling Stock (Congestion Mitigation Air Quality, CMAQ Revenues) (Quantity: 7)	<u>132,000</u>	<u>165,000</u>
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Activity

11.14.02	Rehabilitation of existing vehicles plus additional buses (two) transferred from a local jurisdiction to support this CMAQ Demonstration. Additional two buses transferred necessary to support expanded circulation service.	<u>\$132,000</u>	<u>\$165,000</u>
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TOTAL CAPITAL	<u>\$252,000</u>	<u>\$315,000</u>
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** The Commonwealth has approved 20 percent project match in regional Support
Transportation Program revenues for this activity.

SECTION 5307 **PROGRAM OF PROJECTS AND BUDGET**

Urbanized Area: City of Williamsburg, James City County, York County	Apportionment for 1998: \$ 170,340
	(Capital) 165,487
Designated Recipient: James City County Transit Company	(Operating) 4,853
Grantee: James City County Transit Company	Carryover Funds: 78,146
Program Number:	Transfer Funds: (+ or -)
	Total Funds Available: \$ 248,486

<u>Project Description</u>	<u>LOCAL</u>	<u>STATE</u>	<u>FEDERAL</u>	<u>TOTAL</u>
I. Operating Assistance (for the period from 10/1/96 to 9/30/97)				
(a) Tourist Shuttle - CMAQ Demo (80/20 funding)	\$ 93,600	\$ 0	\$374,400	\$468,000
(b) Motor Bus/Service to Disabled- Urban Funding (50/50)	4,853		4,853	9,706
<u>TOTAL OPERATING</u>	<u>\$ 98,453</u>	<u>\$ 0</u>	<u>\$374,400</u>	<u>\$468,000</u>
II. Capital (80/20 funding)				
(a) Preventive Maintenance	\$ 17,293	\$ 0	\$ 81,600	\$102,000
(b) Bus Station/Stops/Terminals (STP)	0	9,600	38,400	48,000
(c) Bus-Rolling Stock (CMAQ)	33,000	0	132,000	165,000
(d) Administrative Building*	0	0	0	0
TOTAL CAPITAL	<u>\$ 50,293</u>	<u>\$ 9,600</u>	<u>\$239,572</u>	<u>\$299,465</u>
TOTAL	<u>\$148,746</u>	<u>\$ 9,600</u>	<u>\$618,825</u>	<u>\$771,171</u>

* Evaluation currently ongoing to determine feasibility of administrative office renovation to improve productivity and safety. If feasible, will request FY 98 TIP amendment to use carryover funds to meet expenses.

FY 98 PROJECT JUSTIFICATION

I. OPERATING ASSISTANCE

- (1) 30.42.45 Operating Assistance (Congestion Mitigation Air Quality Demonstration - Richmond Road Tourist Shuttle)

This services operates under a unique partnership between three local governments- James City County, York County, and the City of Williamsburg; the Federal Transit Administration (FTA)-and three transit agencies - James City County Transit, the Peninsula Transportation District Commission, and Tidewater Regional Transportation District Commission (TRT). Pentran provides operators for the service and maintenance of vehicles, while TRT provides bus equipment. This service provides transportation along our region's busiest corridor, Richmond Road (Route 60) during peak season, Memorial Day through Labor Day, every half hour, seven days a week. The objectives of this service are to improve traffic management along our busiest corridor, better manage parking in the City of Williamsburg, and to provide transit alternatives for the visitor. Fiscal year 1997 (May 23, 1997 - September 1, 1997) was our first year of service, one that has been deemed as most successful. A Performance Summary of the first year has been provided FTA. Per the request of the City of Williamsburg and York County, next season we will add a circulator to better serve 60 Bypass and Capitol Landing Road. Included in this project are resources to complete the three-year demonstration that are included in the region's and State's FY 98 Transportation Improvement Program (TIP).

II. CAPITAL

- (1) Bus - Rolling Stock

11.14.02 Rehabilitation of buses for expansion.

Per the City of Williamsburg and York County's request, additional vehicles will be provided for circulation service to 60 Bypass and Capital Landing Road, improving CMAQ demonstration.

The implementation for this project is as follows:

Milestone Description	Estimated Date
Vehicle Rehabilitation Assessment	December 1997
Rehabilitation/Delivery	April 1998

11.17.00 Preventive Maintenance Support

Support of James City County Transit's Motor Bus (Fixed Route) and demand response (Door-to-Door Service for the Disabled) for fiscal year 1998 (October 1, 1997-September 30, 1998).

11.32.20 Miscellaneous (Benches/Stop Designation - STP)

Distinctive passenger benches/Stop identification and signage are required at key locations for continued support of the Richmond Road Tourist Shuttle. They will help increase ridership by improving comfort and visibility, and are therefore a component in the effort to reduce congestion along our most congested corridor. Distinctive visible stops will be placed in shopping areas, hotel and restaurant clusters.

The implementation schedule for this process is as follows:

Milestone Description	Estimated Date
STOP Identification	February 1998
Bids Advertised	February 1998
Delivery/Installation	March 1998

JAMES CITY COUNTY TRANSIT COMPANY

CLASSIFICATION OF FLEET

	Before Grant <u>Approval</u>	Amount of <u>Change</u>	After Grant <u>Approval</u>
I. Active Fleet			
A. Peak Requirement	10	2	12
B. Spares	3	0	3
C. Total (A+B)	13	2	15
D. Spare Ratio (B/A)	30%	0%	25%
II. Inactive Fleet			
A. Contingency Reserve	0	0	0
B. Pending Disposal	1	0	1
C. Total (A+B)	0	0	0
III. Total Fleet *	14	2	16
(I.C.+II.C)			

* Total Active Fleet includes five buses for Fixed-Route service and three vans for Americans with Disabilities (ADA) complimentary service. Active Fleet expands on a seasonal basis (Memorial Day - Labor Day) with five (5) 35-foot buses leased from Tidewater Regional Transit and two small mini-buses for Circulation to support tourist shuttle.

TRANSPORTATION PROVIDERS LIST

(JAMES CITY COUNTY TRANSIT SERVICE AREA)

James City County Transit is the only general public transit service provided in the Williamsburg, James City County, and York County areas. Several organizations provide specialized and/or fragmented services. They are:

- Williamsburg/James City County Community Action Agency provides client specific transportation for medical trips (Medicaid), and to nutrition sites in the City of Williamsburg and James City County.
- College of William and Mary provides intra-campus services restricted to students, faculty, and employees.
- Child Development Resources provides specific transportation for very young handicapped and developmentally delayed children and their families.
- Trailways/Greyhound has discontinued intra-city transportation with the deregulation in the transit industry. Transportation is presently intercity, although there are flag stops within James City County.
- Eastern State Hospital provides specialized transportation for patients and employees only. This service is solely for hospital activities.
- Colonial Services Board provides specific transportation for mentally retarded clients of lower York County and the City of Poquoson. They have actively worked with James City County Transit and assist clients in using James City County Public Transportation Services.
- During the summer, the James City County Department of Parks and Recreation provides specific transportation for children needing transportation to and from County playgrounds.
- James City County Department of Social Services provides client specific transportation.
- Peninsula Agency on Aging provides specific transportation for nutrition through a contractual arrangement with the Williamsburg/James City County Community Action Agency. In addition, transportation is provided for shopping for the elderly.
- Williamsburg/James City County School Board provides transportation to all public school children including the mentally and physically handicapped.

- Taxi service is available through the Colonial Cab Company. They concentrate on trips from communities not served by the bus system. On July 8, 1985, they began the provision of contractual demand response Transportation Services for the disabled for James City County Transit. This contract was expanded to include the provision of all Disabled Transportation Service for James City County effective August 1986. In August 1988, the Cab Company chose not to renew its contract to provide this service, but resumed service in July of 1989 and continued this contractual arrangement through June of 1991.
- Celebrity VIP Limousine and Tourtime America offer specialized service to accommodate guests of the James City County/Williamsburg area. Service is provided to and from area airports, certain area accommodations, and tourists attractions.

LABOR UNION DESCRIPTION

Amalgamated Transit Union, Local 1177, represents transportation related employees in the service area of this project. James City County Transit is nonunionized.

On May 19, 1997, a Section 5333(b) certification was issued by the Department of Labor for Project VA-90-X159. This grant application is a continuation of that project.

APPENDIX A

FEDERAL FY 1998 CERTIFICATIONS AND ASSURANCES FOR FTA ASSISTANCE
Signature Page

Name of Applicant: JAMES CITY COUNTY TRANSIT COMPANY

The Applicant agrees to comply with applicable requirements of Categories I - XII. X
 (The Applicant may make this selection in lieu of individual selections below.)

OR

The Applicant agrees to comply with the applicable requirements of the following categories it has selected:

- | | | |
|-------|---|-----|
| I. | Certifications and Assurances Required of Each Applicant.
(Previous Category II, <u>Procurement</u> , is now Category I, paragraph H.) | ___ |
| II. | Lobbying Certification. | ___ |
| III. | Effects on Private Mass Transportation Companies. | ___ |
| IV. | Public Hearing Certification for Major Projects with Substantial Impacts. | ___ |
| V. | Certification for the Purchase of Rolling Stock. | ___ |
| VI. | Bus Testing Certification. | ___ |
| VII. | Charter Service Agreement. | ___ |
| VIII. | School Transportation Agreement. | ___ |
| IX. | Certification for Demand Responsive Service. | ___ |
| X. | Substance Abuse Certifications. | ___ |
| XI. | Assurances Projects Involving Real Property. | ___ |
| XII. | Certifications for the Urbanized Area Formula Program. | ___ |
| XIII. | Certifications for the Elderly and Persons with Disabilities Program. | ___ |
| XIV. | Certifications for the Nonurbanized Area Formula Program. | ___ |
| XIV. | Certifications for the State Infrastructure Bank (SIB) Program. | ___ |

(Both sides of this Signature Page must be appropriately completed and signed where indicated.)
FTA CERTIFICATIONS AND ASSURANCES FOR FEDERAL FISCAL YEAR 1998

Name of Applicant: JAMES CITY COUNTY TRANSPORTATION

Name and Relationship of Authorized Representative: JACK D. EDWARDS, PRESIDENT

BY SIGNING BELOW, I, Jack D. Edwards, on behalf of the James City County Transit Company, declare that the Applicant has duly authorized me to make these certifications and assurances on the Applicant's behalf and bind the applicant's compliance. Thus, the Applicant agrees to comply with all Federal statutes, regulations, executive orders, and administrative guidance required for each application it makes to the Federal Transit Administration(FTA) in Federal Fiscal Year 1998.

FTA intends that the certifications and assurances the Applicant selects on the other side of this form, as representative of the certifications and assurances in Appendix A, should apply, as required, to each project for which the Applicant seeks now, or may later seek, FTA assistance during Federal Fiscal Year 1998.

The James City County Transit Company affirms the truthfulness and accuracy of the certifications and assurances it has made in the statements submitted herein with this document and any other submission made to FTA, and acknowledges that the provisions of the Program Fraud Civil Remedies Act of 1986, 31 U.S.C. 3801 et seq., as implemented by U.S. DOT regulations, "Program Fraud Civil Remedies," 49 CFR part 31 apply to any certification, assurance or submission made to FTA. The criminal fraud provisions of 18 U.S.C. 1001 apply to any certification, assurance, or submission made in connection with the Urbanized Area Formula Program, 49 U.S.C. 5307, and may apply to any other certification, assurance, or submission made in connection with any other program administered by FTA.

In signing this document, I declare under penalties of perjury that the foregoing certifications and assurances, and any other statements made by me on behalf of the Applicant are true and correct.

Date: 12/22/97

a. 
President, James City County Transit Company

AFFIRMATION OF APPLICANT'S ATTORNEY

for JAMES CITY COUNTY TRANSIT COMPANY

As the undersigned legal counsel for the James City County Transit Company, I hereby affirm that the James City County Transit Company has authority under state and local law to make and comply with the certifications and assurances as indicated on the foregoing pages. I further affirm that, in my opinion, the certifications and assurances have been legally made and constitute legal and binding obligations on the James City County Transit Company.

I further affirm that, to the best of my knowledge, there is no legislation or litigation pending or threatened that might adversely affect the validity of these certifications and assurances, or of the performance of the project. Furthermore, if I become aware of circumstances that change the accuracy of the foregoing statements, I will notify the James City County Transit Company and FTA.

Date: 12-23-97

b. 
Applicant's Attorney

Date: _____

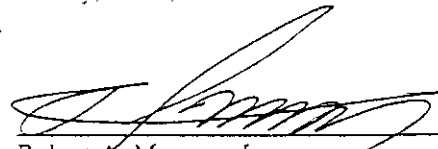
c. _____

Unless the Applicant seeks only an FTA university and research training grant authorized by 49 U.S.C. 5312(b), the Applicant's legal counsel is not required to affirm the legal capacity of the Applicant. The Attorney's Affirmation for a previous FTA project is generally valid in Fiscal Year 1998, provided the Applicant's circumstances have not changed in a way that makes the certifications invalid and the Attorney's Affirmations remains on file in the Applicant's offices readily available to FTA. In that case, line "b" should remain blank, and the same Authorized Representative signs "a" and "c." Note: FTA, however, reserves the right to require an Attorney's signature on line "b."

DEC 22 1997

AFD 8-86, CASEY AGRICULTURAL AND FORESTAL DISTRICTBOARD OF SUPERVISORS
JAMES CITY COUNTY
VIRGINIA(NEW TOWN PLAN/E-VANTAGE FACILITY WITHDRAWAL)

- WHEREAS, a request to withdraw approximately 65.45 acres owned by C. C. Casey, LTD., from AFD 8-86, generally identified as a portion of the 'Mixed Use Town Center, Section 4,' the 'Northern Civic District, Section 3,' the 'Retail Center, Section 2,' and the 'Southern Civic District, Section 1' on the New Town Plan prepared by Cooper, Robertson and Partners, dated July 23, 1997, and further identified as a part of Parcel No. (1-7) on James City County Real Estate Tax Map No. (38-4) from the 934-acre Casey Agricultural and Forestal District has been filed with the James City County Board of Supervisors; and
- WHEREAS, the Agricultural and Forestal District Advisory Committee at its May 29, 1997, meeting unanimously voted 8-0 to recommend denial of the 75-acre New Town Plan withdrawal; and
- WHEREAS, the Agricultural and Forestal District Advisory Committee at its October 30, 1997, meeting unanimously voted 6-0 to recommend denial of the 75-acre E-Vantage Facility withdrawal; and
- WHEREAS, according to Section 15.2-4314 Code of Virginia, a public hearing was advertised and held by the Planning Commission at its September 3, 1997, meeting and voted 7-0 to recommend approval of the New Town Plan withdrawal; and
- WHEREAS, according to Section 15.2-4314 Code of Virginia, a public hearing was advertised and held by the Planning Commission at its November 3, 1997, meeting and voted 7-0 to recommend approval of the E-Vantage Facility withdrawal; and
- WHEREAS, according to Section 15.2-4314 Code of Virginia, a public hearing was advertised and held by the Board of Supervisors of James City County, Virginia; and
- WHEREAS, the Board finds that the withdrawal request meets the criteria set forth in the Board of Supervisors' Withdrawal Policy for Agricultural and Forestal District Parcels Within the Primary Service Area, dated September 24, 1996.
- NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of James City County, Virginia, hereby removes that 65.45 acres owned by C. C. Casey, LTD., as referenced hereinfrom the 934-acre Casey Agricultural and Forestal District.

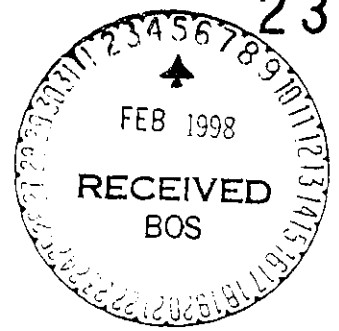

 Robert A. Magoon, Jr.
 Chairman, Board of Supervisors

ATTEST:


 Sanford B. Wanner
 Clerk to the Board

SUPERVISOR	VOTE
EDWARDS	AYE
BRADSHAW	AYE
SISK	AYE
DEPUE	AYE
MAGOON	AYE

Adopted by the Board of Supervisors of James City County, Virginia, this 22nd day of December, 1997.



March 24, 1997

Board of Supervisors
James City County

Gentlemen:

The undersigned hereby requests removal of the following property from the Casey
AFD: See Attached.

I enclose check in the amount of \$50.00 as application fee.

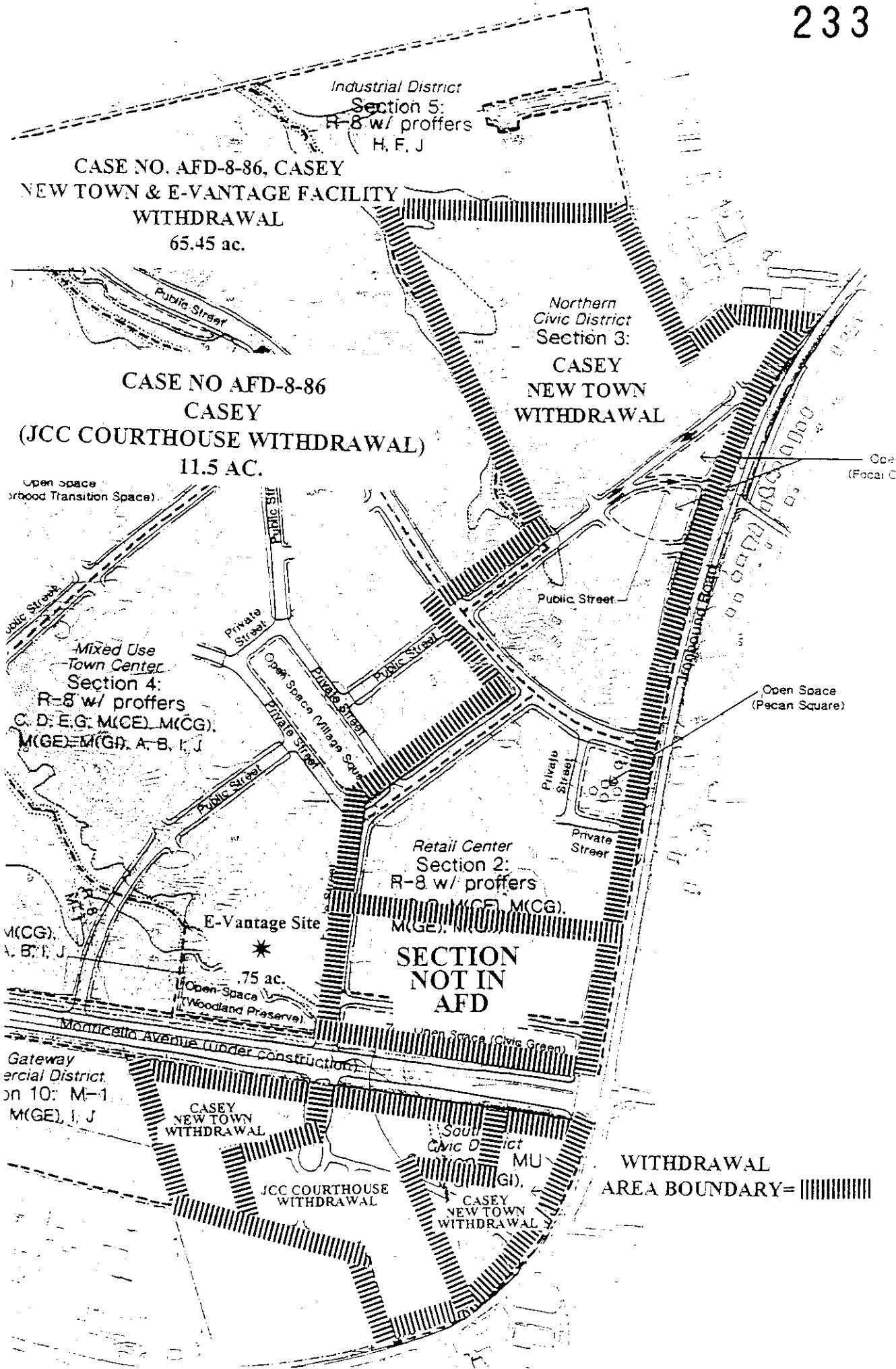
Thank you for your consideration.

Very truly yours,

C. C. CASEY LIMITED COMPANY

BY: *William M. Sedgwick*
Attorney for C.C. Casey Limited Company

Sections 1, 2, and 3 as shown on the Master Land Use Plan prepared by Cooper, Robertson & Partners, submitted herewith, less and except the approximate 10 acre Court House site and the approximate 7 acre Virginia Power property included within Section 1.



DEC 22 1997

ORDINANCE NO. 174A-7BOARD OF SUPERVISORS
JAMES CITY COUNTY
VIRGINIAAFD 8-86 CASEY AGRICULTURAL AND FORESTAL DISTRICT(WILLIAMSBURG/JAMES CITY COUNTY COURTHOUSE WITHDRAWAL)

WHEREAS, a request to withdraw 11.5 acres owned by James City County, Virginia, from AFD 8-86, generally identified as a portion of the Southern Civic District, Section 1, on the New Town Plan prepared by Cooper, Robertson and Partners, dated July 23, 1997, and further identified as a part of Parcel No. (1-41) on James City County Real Estate Tax Map No. (39-3) from the 934-acre Casey Agricultural and Forestal District has been filed with the James City County Board of Supervisors; and

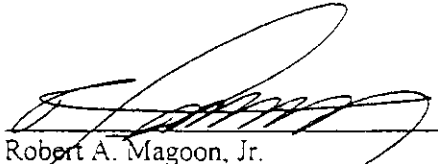
WHEREAS, the Agricultural and Forestal District Advisory Committee at its May 29, 1997, meeting unanimously voted 8-0 to recommend denial of the withdrawal; and

WHEREAS, according to Section 15.2-4314 Code of Virginia, a public hearing was advertised and held by the Planning Commission at its September 3, 1997, meeting and voted 7-0 to recommend approval of the withdrawal; and


WHEREAS, according to Section 15.2-4314 Code of Virginia, a public hearing was advertised and held by the Board of Supervisors of James City County, Virginia; and

WHEREAS, the Board finds that the withdrawal request meets the criteria set forth in the Board of Supervisors' Withdrawal Policy for Agricultural and Forestal District Parcels Within the Primary Service Area, dated September 24, 1996.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of James City County, Virginia, hereby removes that 11.5 acres owned by James City County, Virginia, generally identified as a portion of the Southern Civic District, Section 1, on the New Town Plan prepared by Cooper, Robertson and Partners, dated July 23, 1997, and further identified as a part of Parcel No. (1-41) on James City County Real Estate Tax Map No. (39-3) from the 934-acre Casey Agricultural and Forestal District.


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

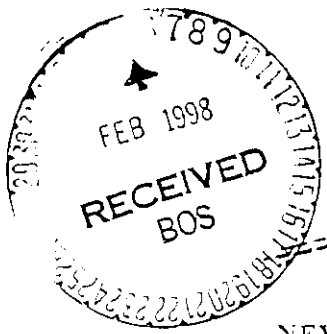
ATTEST:


 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 22nd day of December, 1997.

afd-8-86.res



CASE NO. AFD-8-86, CASEY
NEW TOWN & E-VANTAGE FACILITY
WITHDRAWAL
65.45 ac.

CASE NO AFD-8-86
CASEY
(JCC COURTHOUSE WITHDRAWAL)
11.5 AC.

Northern
Civic District
Section 3:
CASEY
NEW TOWN
WITHDRAWAL

Open space
hood Transition Space)

Mixed Use
Town Center
Section 4:
R-8 w/ proffers
C. D. E. G. M(CE) M(CG)
M(GE) M(GD) A. B. I. J

Retail Center
Section 2:
R-8 w/ proffers
M(GE), M(CG)
M(GE), M(CG)

SECTION
NOT IN
AFD

M(CG).
A. B. F. J.

E-Vantage Site
★
.75 ac.

Gateway
Commercial District
on 10th M-1
M(GE), I, J

CASEY
NEW TOWN
WITHDRAWAL

JCC COURTHOUSE
WITHDRAWAL

South
Civic D
nition
GI
CASEY
NEW TOW
WITHDRAW

WITHDRAWAL
AREA BOUNDARY= |||||

— Coer
(Focal C.

Open Space
(Pecan Square)

980001284

NEW TOWN PROFFERS

THESE PROFFERS are made as of this 9th day of December, 1997, by C. C. CASEY LIMITED COMPANY, a Virginia limited liability company (together with its successors and assigns, the "Owner").

RECITALS

A. Owner is the owner of certain real property (the "Property") in James City County, Virginia (the "County"), more particularly described on Exhibit A attached hereto and made a part hereof. The Property is designated for Mixed Use development on the County's Comprehensive Plan Land Use Map and is within the Primary Service Area designated thereon.

B. Owner has sold a portion of the Property to the County for a new James City County/Williamsburg Courthouse. In a unique public/private partnership, Owner and the County have conducted an international design competition to create high quality plans for the Courthouse and the surrounding development on the Property and the adjacent property. The competition was structured following numerous public meetings and discussions among interested parties, including the Owner, other land owners, residents, business people, elected officials and agency representatives. The goal of the competition was to create a high quality, enduring model for growing American communities. Entrants in the competition were challenged to achieve not only design excellence - aesthetically and functionally - but to also

JAN 27 1998 0054

demonstrate economic effectiveness, environmental responsiveness, engineering practicality, and market flexibility over the coming decades. The town plan was expected to encompass a more urban and humanistic approach to the design of buildings and public spaces that avoids the conventional suburban patterns and to be responsive to, and compatible with, the natural environmental features of the Property, local traditions, history, culture and neighboring land uses. Submissions were judged by a jury of international design experts. The jury selected as the winning plan the New Town Plan submitted by Michel Dionne, Paul Milana and Christopher Stienon of Cooper, Robertson & Partners of New York City (the "Competition Plan").

C. To begin implementing the vision embodied in the Competition Plan, Owner has applied for a rezoning of the Property and, pursuant to an agreement among Owner, the County, adjoining land owners and the Virginia Department of Transportation, has expended hundreds of thousands of dollars for improvements and upgrades to Monticello Avenue extended. Owner has requested that a portion of the Property more particularly described on Exhibit B hereto (the "MU Property") be rezoned from M-1, Limited Business/Industrial, to MU, Mixed Use, with proffers and a portion of the Property more particularly described on Exhibit C hereto (the "R-8 Property") be rezoned from M-1, Limited Business/Industrial, and R-8, Rural Residential, to R-8, Rural Residential, with proffers. The rezoning of the Property to MU is in fact consistent both with the land use designation

JAN 27 1995

for the Property on the Comprehensive Plan and the statement of intent for the MU zoning district set forth in Section 20-514 of the County's Zoning Ordinance (the "Zoning Ordinance").

D. Owner has submitted to the County a master plan entitled "Southern Civic District MU Plan" prepared by Cooper, Robertson & Partners and AES Consulting Engineers dated July 23, 1997 (the "MU Plan") for the MU Property in accordance with Section 20-515 of the County Zoning Ordinance. Owner has submitted to the County a conceptual Master Land Use Plan entitled "New Town Plan" prepared by Cooper, Robertson & Partners and AES Consulting Engineers dated July 23, 1997 and revised December 8, 1997 (the "R-8 Plan") for the R-8 Property which sets forth the general location of the major collector road system, proposed master plan areas, proposed major open space areas, proposed use designations utilizing the area designations set forth in Section 20-515 of the Zoning Ordinance and proposed densities, all of which are consistent with and embody the vision of the Competition Plan. The parties acknowledge and agree that the R-8 Property will be rezoned and developed in phases over a number of years in a manner generally consistent with the R-8 Plan and that development of the entire Property in such a manner is necessary to realize the vision of the Competition Plan as expressed in the MU and R-8 Master Plans, design guidelines and these proffers. Prior to development of each successive phase, Owner shall apply to rezone that phase of the Property from R-8, with proffers, to MU, with proffers and in accordance therewith submit a master

JAN 27 1998 0056

plan in accordance with Section 20-515 of the Zoning Ordinance. It is the expectation of the Owner and the Board of Supervisors that so long as the future rezonings and accompanying Master Plans comply with applicable ordinance requirements and these Proffers, as amended, the master plans submitted therewith are generally consistent with the R-8 Plan and the design guidelines provided for herein, including the provisions of such design guidelines suggesting a mix of housing types and densities accommodating a diverse economic range, and there exist at the time of the requested rezoning or Owner addresses in the rezoning the capacity and/or availability of public facilities, including schools, utilities and services the need for which is generated by the requested rezoning, such rezonings will be approved.

E. The Williamsburg-James City County Public School Division (the "School Division") has indicated its desire to locate an elementary school on a portion of the Property. While approval of this initial rezoning does not permit Owner to construct any residential lots or units, full development of the Property pursuant to the R-8 Master Plan could result in up to 2,300 residential lots or units ultimately being developed. Actual development of any residential lots or units is subject to approval of future rezonings for such units or lots by the Board of Supervisors. Residential development on the Property may, depending on the number and type of units developed, generate, in whole or in part, the need for a new public elementary school. The Owner and the County acknowledge that it is the expectation

JAN 27 8 00 57

of the County that at the time of the approval of rezoning for residential development that significantly contributes to the need for a new public elementary school, Owner, at its option, will either (i) contribute to the County a school site in a mutually agreed location on a portion of the Property of a mutually agreed size and configuration to meet the programmatic needs of the School Division for construction of an elementary school of a design that is consistent with the vision of the R-8 Plan, the design guidelines provided for herein and these proffers or (ii) make cash contributions to the County in an amount and upon terms to be agreed upon. In either event, Owner shall receive credit for the contribution of land or money in the application of any Adequate Public Schools Facilities Test policy or similar policy adopted by the County.

F. The R-8 and MU provisions of the County Zoning Ordinance may be deemed inadequate for the development of the Property in a manner consistent with the vision of the Competition Plan as expressed in the master plans, design guidelines and these proffers.

G. Owner desires to offer to the County certain conditions on the development of the Property not generally applicable to land zoned R-8 and MU for the protection and enhancement of the community and to provide for the high-quality and orderly development of the Property in a manner that is consistent with the vision of the Competition Plan as expressed in the master plans, design guidelines and these proffers.

JAN 27 8 00 58

NOW, THEREFORE, for and in consideration of the approval by the Board of Supervisors of the County of the MU Plan and the R-8 Plan and related documents, submitted herewith, and the rezoning set forth above, and pursuant to Section 15.2-2296 et seq. of the Code of Virginia, 1950, as amended, and the County Zoning Ordinance and, with respect to the MU Property, the granting of modifications to the setback requirements of Section 20-527 (a) and (b) of the Zoning Ordinance to those set forth in the Guidelines (hereinafter defined) pursuant to Section 20-527 (c) of the Zoning Ordinance and a waiver of the minimum off-street parking requirements of Section 20-53 of the Zoning Ordinance to those set forth in the Guidelines (hereinafter defined) pursuant to Section 20-53 (5)(b), Owner agrees that it shall meet and comply with all of the following conditions in developing the Property. In the event the requested rezoning is not granted by the County, these Proffers shall thereupon be null and void.

CONDITIONS

PROFFERS APPLICABLE TO ALL PROPERTY

1. New Town Owner's Association. Owner shall organize an owner's association or associations (the "Association") in accordance with Virginia law in which all property owners in the development, by virtue of their property ownership, shall be members. The articles of incorporation, bylaws and restrictive covenants (together, the "Governing Documents") creating and governing the Association shall be submitted to and reviewed by

JAN 27 3 00 59

the County Attorney for consistency with this Proffer. The Governing Documents shall (i) require that the Association adopt an annual maintenance budget and assess all members for the maintenance of all properties owned or maintained by the Association, including community greenspaces and private roads, if any, and (ii) shall grant the Association the power to, and require that the Association file liens on members' properties for non-payment of such assessments and for the cost of remedying violations of, or otherwise enforcing, the Governing Documents. The Governing Documents shall also provide for a Design Review Board as provided in proffer 2 below with the power to review and approve all site development and construction plans within the development. Owner may organize separate owner's associations for individual sections of the development and impose supplemental restrictive covenants on individual sections of the development.

2. Design Review. (a) Design Guidelines. Owner has submitted herewith and the County has approved a set of Design Guidelines prepared by Cooper, Robertson & Partners dated September 3, 1997 and revised December 8, 1997, (as the same may be amended or supplemented from time to time as herein provided, the "Guidelines"), a portion of which applies to the MU Property (as the same may be amended or supplemented from time to time as herein provided, the "MU Guidelines") and the balance of which applies to the R-8 Property (as the same may be amended or supplemented from time to time as herein provided, the "R-8

JAN 27 1998 0060

Guidelines"). With each successive rezoning from R-8 to MU, Owner shall submit supplemental MU Guidelines applicable to the portion of the Property then being rezoned to MU. The MU Guidelines provide standards and guidelines to be used in the design review process by the Design Review Board and the County in reviewing approving or disapproving site development and construction plans for development on the MU Property. The MU Guidelines may vary among different MU areas depending on location, intended use and unique characteristics.

The R-8 Guidelines provide general standards and general guidelines only to be used by the Design Review Board and the County in future rezonings to determine if submitted MU Master Plans and MU Guidelines are generally consistent with the vision now embodied in the MU and R-8 Master Plans, the Guidelines and these Proffers. The Property shall be developed generally in accordance with the R-8 Guidelines, including the land use and design objectives set forth therein, and the County shall not be obligated to approve development that is not generally consistent with the objectives of the Guidelines. The Owner or the Association may apply to the Board of Supervisors to amend the Guidelines from time to time. No amendment of the Guidelines shall be effective unless approved by the Board of Supervisors. In considering applications for amendments the Board of Supervisors shall consider appropriate factors, including but not limited to, whether the proposed amendment is generally consistent with the vision for the development of the Property

JAN 27 1961

set forth in the introduction to the Guidelines and changes in circumstances that may have occurred. Any amendment shall apply after its effective date and shall not require removal or modification of previously approved construction or plans. The MU Guidelines shall be made available to all persons who seek to engage in development or construction activities within the property and all such persons shall comply with the Guidelines.

(b) Design Review Board. (i) Composition. There shall be constituted a Design Review Board (the "DRB") for the development of the Property consisting of five persons. Owner shall have the right to appoint two of the members of the DRB until such time as 75% of the Property has been sold to others at which time Owner shall have the right to appoint one member and the Association shall succeed to the right to appoint one member. When Owner has sold 100% of the Property, the Association shall succeed to the right to appoint two members to the DRB. The County shall have the right to appoint two of the members of the DRB. Of the two members of the DRB appointed by each of the Owner and the County, one such member must be a professional in one of the following fields: architecture; engineering; land planning; environmental consulting or landscape architecture. The four members of the DRB appointed by the Owner and the County shall agree upon the fifth member of the DRB, who shall be appointed annually and who must be an independent professional in one of the following fields: architecture; engineering; land planning; environmental consulting or landscape architecture.

JAN 27 8 00 62

Members of the DRB serve at the pleasure of the person or entity that appointed them. The DRB may establish, with the approval of Owner and County, compensation for members of the DRB and may establish and charge reasonable fees for review of applications and plans. The DRB may also function as the design review board pursuant to the Governing Documents applicable to the Property and shall have such additional duties and powers as may be set forth in the Governing Documents.

(ii) Authority, Duties and Powers. The DRB shall review all subdivision plats, site plans, landscaping plans, architectural plans and elevations and other development plans for the MU Property for consistency with the applicable MU Master Plan and MU Guidelines and shall render an approval of such plans prior to their submission to the County Planning Department. The County shall not be required to review any development plans not receiving the approval of the DRB. In reviewing applications, development plans and specifications the DRB shall consider the factors set forth in the Guidelines. The DRB may approve development plans that do not strictly comply with the Guidelines if circumstances, including but not limited to topography, natural obstructions, hardship, economic conditions or aesthetic or environmental considerations warrant a variance. All structures and improvements shall be constructed in accordance with the approved plans and specifications.

In addition, the DRB shall review the MU Master Plans and proposed MU Guidelines in future rezonings of the Property from

JAN 27 2006 3

R-8, with proffers, to MU, with proffers, and in future Special Use Permit applications for general consistency with the R-8 Guidelines and R-8 Master Plan and shall render a written advisory recommendation to the Planning Commission and the Board of Supervisors as to such consistency at the time the rezoning or SUP applications are submitted to the County. The DRB shall also review proposed amendments to the Guidelines for general consistency with the general vision embodied in the R-8 Master Plan, the Guidelines and these Proffers and make written advisory recommendations to the Planning Commission and the Board of Supervisors at the time the proposed amendments are submitted to the County. The DRB shall submit an annual report to Owner and the County summarizing its actions for the prior year.

(c) Procedures. The procedures for the design review process, including submission requirements and time frames shall be set forth in rules to be adopted by the DRB with the approval of the Director of Planning and the Owner. All applicants will be advised by the DRB of either (i) the DRB's recommendation of approval of their submission or (ii) the areas or features of the submission which were deemed by the DRB to be inconsistent with the applicable Guidelines and master plan, the reasons for such finding and suggestions for curing the inconsistencies.

(d) Limitation of Liability. Review of and recommendations with respect to any application and plans by the DRB is made on the basis of aesthetic and design considerations only and the DRB shall not bear any responsibility for ensuring

JAN 27 8 00 64

the structural integrity or soundness of approved construction or modifications, nor for ensuring compliance with building codes or other governmental requirements, or ordinances or regulations. Neither the Owner, the County, the DRB nor any member of the DRB shall be liable for any injury, damages or losses arising out of the manner or quality of any construction on the Property.

3. Open Space. The Property shall comply with applicable County open space requirements, including Section 20-524 of the Zoning Ordinance and the County's Chesapeake Bay Preservation Ordinance, as amended. As development plans for portions of the MU Property are submitted for approval to the County, Owner shall demonstrate its ability to meet all applicable open space requirements but in developing the MU Property, Owner may utilize open space on the R-8 Property. At the request of the County, Owner shall subject open space on the R-8 Property to an open space (for Section 20-524 compliance) or natural open space easement (for Chesapeake Bay Preservation Ordinance compliance), as appropriate, to ensure compliance with open space requirements.

4. Traffic Study. (a) Owner has submitted to the County and the Virginia Department of Transportation ("VDOT") and the VDOT has approved a Traffic Impact Study dated April 15, 1997 prepared by Dexter R. Williams, as supplemented by Memorandum and Technical Appendix dated July 2, 1997 (the "Traffic Study") as required by Section 20-515(a) (2) of the Zoning Ordinance. The Traffic Study sets forth the current master plan for necessary

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road and intersection improvements on and adjacent to the Property based on current projections of the full build out of the Property over a twenty year period based on the current MU and R-8 Master Plans. For each subsequent rezoning of any portion of the Property from R-8, with proffers, to MU, with proffers, Owner shall submit proffers limiting development on the MU Property until the road and intersection improvements, if any, that the Traffic Study, as the same may be updated from time to time, indicates are necessary to serve the approved development on the MU Property have been (i) constructed or (ii) their construction has been started and completion bonds acceptable to the County Attorney posted with the County or (iii) completion bonds acceptable to the County Attorney posted with the County.

(b) For each subsequent rezoning of the Property from R-8, with proffers, to MU, with proffers, Owner shall submit an updated Traffic Study showing road improvements necessary to achieve overall signalized intersection level of service C for each intersection, and to achieve signalized intersection level of service C for each lane group as an isolated intersection or signalized intersection level of service D for each lane group as part of a coordinated traffic signal system. The updated Traffic Study for each MU rezoning shall include a traffic forecast consisting of three components based on the Traffic Study and subsequent updated Traffic Studies: then existing background traffic, including Beamer property development (Powhatan planned community), all Property previously rezoned to MU, with proffers,

JAN 27 2006

as of the time of the requested rezoning, and any portion of the Property subject to the requested rezonings to MU, with proffers. Any modification in the updated Traffic Study from the traffic forecast assumptions in the original Traffic Study and subsequent updated Traffic Studies shall be documented and approved by VDOT and the County. The background traffic component in the updated Traffic Study may be for a forecast year for five years from the time of the requested rezoning or for 2015, whichever is later, as presented in the original Traffic Study as subsequently modified and shall be approved by VDOT and the County. The updated Traffic Study shall include the following intersections for signalized intersection level of service analysis in the AM and PM peak hours and related road improvements including traffic signal installation or modifications:

1. Monticello Avenue Extended at Casey West Sections 12, 13 and 14.
2. Monticello Avenue Extended at Rt. 199.
3. Monticello Avenue Extended at Casey East Section 9/Ironbound.
4. Monticello Avenue Extended at New Quarter Drive.
5. Monticello Avenue Extended at Center Street.
6. Monticello Avenue Extended at Court Street.
7. Monticello Avenue Extended at Ironbound Road/existing Monticello Avenue.
8. Ironbound Road at Tewning Road.
9. Ironbound Road at Center Street/Watford Lane.

JAN 27 8 00 67

10. Ironbound Road at North Boulevard.
11. Ironbound Road at Casey East Section 2.
12. Ironbound Road at Strawberry Plains Road/Casey East Section 1.

If any of the above intersections are determined by VDOT to have insufficient development and traffic to warrant signalization to the forecast year specified above, then: a) the requirement for traffic signalization at that intersection will be eliminated, b) the intersection will be eliminated from any further signalized intersection analysis, and c) improvements required of the Owner for that intersection will be based on VDOT criteria for turn lanes and optimum operation of an unsignalized intersection.

(c) Road improvements proffered by the Owner in order to achieve the level of service criteria set forth above may include the following as indicated to be necessary by the Updated Traffic Study approved by VDOT and the County:

1. Monticello Avenue Extended from Casey West access (west of Rt. 199) to Casey Section 1 access (east of Rt. 199 and west of Ironbound Road)
 - Third through lane in each direction (eastbound and westbound)
 - Second left turn lane eastbound at all Casey property access points
 - Second southbound left turn lane at Casey West access
2. Intersection of Monticello Avenue Extended/Ironbound

JAN 27 8 00 68

Road/Monticello Avenue

- Second left turn lanes on eastbound Monticello Avenue Extended and southbound Ironbound Road
 - Second through lane on eastbound Monticello Avenue Extended and westbound Monticello Avenue
3. Ironbound Road from Monticello Avenue to Tewning Road
- Second through lane in each direction (northbound and southbound)
 - Left and right turn lanes for Casey access
 - Second eastbound left turn on Center Street approach

Traffic signals shall be provided when warranted at all Property accesses to Monticello Avenue Extended and Ironbound Road and traffic signal modifications shall be provided at intersections of Monticello Avenue Extended/Ironbound Road/Monticello Avenue and Monticello Avenue Extended/Rt. 199 as may be required to accommodate road widening by the Property.

5. Fiscal Impact Study. The Owner and the County have developed and agreed upon a baseline fiscal impact study entitled "Fiscal Benchmarks-New Town" prepared by John McDonald and dated October 28, 1997 based upon the full build out of the Property over a 20 year period based on the current MU and R-8 Master Plans (the "Baseline Study") that projects the fiscal impact on the County of the development of the Property. For each subsequent rezoning of the Property, Owner shall submit to the County an updated fiscal impact study using the same methodology as the Baseline Study, unless otherwise agreed by the Owner and

JM1278 0069

the County, and based on the then existing development on the Property, the development that is the subject of the then pending rezoning, and the projected build out of the Property under the MU and R-8 Master Plans then in effect (the "Updated Studies"). The goal of the Owner and the County is for the fiscal impact of the development of the Property as projected by the Updated Studies to approximate the fiscal impact projected by the Baseline Study. The Owner acknowledges that the County will compare the projected fiscal impact from each Updated Study with the projected fiscal impact of the Baseline Study and the results of this comparison will be a factor considered by the Board of Supervisors in requested rezonings of the Property.

6. Ironbound Road Right-of-Way. At such time as VDOT purchases or condemns from Owner the right-of-way for the expansion of Ironbound Road to a standard divided four lane road with standard median and bikeways, Owner shall convey, free of charge, to the County or VDOT up to an additional 50 feet of right-of-way if necessary for the upgrade of Ironbound Road to a four lane road with expanded medians and bikeways generally as shown on the MU Master Plan and the R-8 Master Plan.

PROFFERS APPLICABLE TO THE R-8 PROPERTY

7. Limitations on R-8 Uses. Owner has submitted herewith and the County has approved the R-8 Plan which sets forth the proposed general locations of major collector roads, proposed master plan areas, certain proposed major open space areas, proposed use designations utilizing the Area Designations set

JNR 278 0070

forth in Section 20-515 of the Zoning Ordinance, as amended, and proposed maximum densities. The R-8 Property will be developed in phases over a number of years. The R-8 Property may not be developed nor put to any use otherwise permitted by right in the R-8 zoning district other than the construction of approved utilities, roads or intersection improvements and stormwater management facilities to serve approved development on the MU Property unless and until such portion of the Property is rezoned to MU, with proffers, or as otherwise approved by the Board of Supervisors. The R-8 Plan sets forth maximum densities for each type of use listed on the R-8 Plan. The actual mix of uses and densities for each area shall be set forth on the approved MU Plan for that area and will depend on a variety of factors, including market conditions, topography, utility capacity, traffic generation and similar matters.

PROFFERS APPLICABLE TO THE MU PROPERTY

8. Archaeology. (a) Owner has submitted a Phase I archaeological study of the Property to the Director of Planning for review and approval.

(b) (1) For all sites within the MU Property or to be disturbed within the R-8 Property that the approved Phase I study recommends for Phase II evaluation or identifies as potentially being eligible for inclusion on the National Register of Historic Places (the "National Register"), Owner shall submit to the Director of Planning for review and approval a treatment plan. An acceptable treatment plan can consist of (i) performing a

JAN 27 8 00 71

limited Phase II study to establish the boundaries of the site and thereafter leaving the site completely undisturbed or preserving it in some other manner acceptable to the Director of Planning or (ii) performing a complete Phase II study of the site. If a complete Phase II study of a site is undertaken, such Phase II study shall be submitted to and approved by the Director of Planning.

(2) If the approved Phase II study concludes that a site is not eligible for inclusion on the National Register, Owner shall not be obligated to perform any further archaeological studies thereon.

(3) For all sites within the MU Property or to be disturbed within the R-8 Property which the approved Phase II study indicates are eligible for inclusion on the National Register and/or those sites upon which a Phase III study is warranted, Owner shall submit to the Director of Planning for review and approval a treatment plan. An acceptable treatment plan can consist of (i) leaving the site completely undisturbed or preserving the site in some other manner acceptable to the Director of Planning and submitting an application to include the site on the National Register or (ii) performing a complete Phase III study of the site. If a complete Phase III study is undertaken on a site, the Phase III study shall be submitted to and approved by the Director of Planning.

(4) If the Phase II or Phase III study of a site determines the site is eligible for inclusion on the National

JMI278 0072

Register of Historic Places and such site is to be preserved in place, the treatment plan shall include nomination to the National Register of Historic Places.

(5) All approved treatment plans shall be incorporated into the plan of development for the site and the clearing, grading or construction activities thereon as deemed appropriate by the Director of Planning.

(c) All archaeological studies proffered hereby shall meet the Virginia Department of Historic Resources Guidelines and the Secretary of the Interior's Standards and Guidelines for Archaeological Documentation and shall be conducted under the supervision of a qualified archaeologist who meets, at a minimum, the qualifications set forth in the Secretary of the Interior's Professional Qualification Standards as in effect at the time of the submission of the study.

9. Road Improvements. (a) Before the County shall be obligated to approve a site plan for development on the MU Property which includes installation of an entrance opposite the signalized intersection of Ironbound Road and Strawberry Plains Road, internal turn lanes exiting onto Ironbound Road and the traffic signal at that intersection shall have been constructed and/or modified in accordance with VDOT requirements or its construction and/or modification shall have been bonded in a manner acceptable to the County Attorney and VDOT.

(b) Before the County shall be obligated to approve a site plan for development on the MU Property which includes direct

access to public roads other than the intersections of (i) Monticello Avenue extended and Court Street and (ii) old Ironbound Road and Strawberry Plains Road, turn lanes if required by VDOT standards and guidelines shall have been (i) constructed or (ii) their construction shall have been started and completion bonds acceptable to the County Attorney posted with the County or (iii) completion bonds acceptable to the County Attorney posted with the County.

(c) At such time as VDOT determines that a traffic signal is warranted at the intersection of Monticello Avenue and Court Street, the County shall not be obligated to grant final approval of site plans in the MU Property until the signal is installed in accordance with VDOT specifications or its installation is bonded in a manner acceptable to the County Attorney and VDOT.

(d) All proffered improvements shall be designed and constructed in accordance with VDOT standards and guidelines and, when completed, shall be dedicated to VDOT or the County, as appropriate.

10. Streetscapes. All site development and subdivision plans for development within the MU Property shall include streetscape plans for adjacent streets within the MU Property consistent with the MU Guidelines applicable to that property. The approved streetscape plan shall be implemented when the adjacent MU Property is developed.

GENERAL PROFFERS

11. Headings. All section and subsection headings of

JM1278 0074

Conditions herein are for convenience only and are not a part of these Proffers.

12. Severability. If any condition or part thereof set forth herein shall be held invalid or unenforceable for any reason by a court of competent jurisdiction, the invalidity or unenforceability of such condition or part thereof shall not invalidate any other remaining condition contained in these Proffers.

13. Conflicts. In the event there is a conflict between these Proffers and the Guidelines, these Proffers shall govern.

WITNESS the following signature and seal:

C. C. CASEY LIMITED COMPANY

By: Robert T. Casey

Title: _____

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

The foregoing instrument was acknowledged before me this 9th day of December, 1997 by Robert T. Casey as _____ of C. C. Casey Limited Company.

Vernon M. Geddy, III
NOTARY PUBLIC

My commission expires:

12/31/97

Prepared by:
Vernon M. Geddy, III, Esquire
Geddy, Harris & Geddy
516 South Henry Street
Williamsburg, VA 23185
(757) 220-6500

JAN 27 8 00 75

EXHIBIT A

Those certain pieces or parcels of land shown and set out as Sections 1 through 4 and 6 through 13 and that portion of Section 5 now zoned R-8 on the Master Land Use Plan entitled "New Town Plan" prepared by Cooper, Robertson & Partners and AES Consulting Engineers dated July 23, 1997 and revised December 8, 1997, LESS AND EXCEPT those certain parcels of land owned by Williamsburg Merchants, Inc. and P.O. Richardson, William L. Person, Jr. and Edwina Smith, Trustee of the A.B. Smith Residual Trust and that portion of Section 5 now zoned M-1, with proffers.

JAN 27 1998 00 76

EXHIBIT B

That certain piece or parcel of land shown and set out as Section 1, Southern Civic District, on the Master Land Use Plan entitled "New Town Plan" prepared by Cooper, Robertson & Partners and AES Consulting Engineers dated July 23, 1997.

JAN 27 8 00 77

EXHIBIT C

Those certain pieces or parcels of land shown and set out as Sections 2 through 4 and 6 through 13 and that portion of Section 5 now zoned R-8 on the Master Land Use Plan entitled "New Town Plan" prepared by Cooper, Robertson & Partners and AES Consulting Engineers dated July 23, 1997 and revised December 8, 1997, LESS AND EXCEPT those certain parcels of land owned by Williamsburg Merchants, Inc. and P.O. Richardson, William L. Person, Jr. and Edwina Smith, Trustee of the A.B. Smith Residual Trust and that portion of Section 5 now zoned M-1, with proffers.

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
day of Jan, 1998, Proffers
_____ was present, _____ and
acknowledged to record at 4:36 p.m.
Teste: Helene S. Ward, Clerk
by [Signature]
Deputy Clerk

JAN 27 8 00 78

PETITION FOR THE CREATION OF
THE NEW TOWN COMMUNITY DEVELOPMENT AUTHORITY
TO
THE JAMES CITY COUNTY
BOARD OF SUPERVISORS

WHEREAS, the undersigned landowners ("Petitioners") are the owners of certain real property (the "Property") in James City County, Virginia (the "County"), more particularly described on Exhibits A and B attached hereto and made a part hereof. The Property is designated for Mixed Use development on the County's Comprehensive Plan Land Use Map and is within the Primary Service Area designated thereon.

WHEREAS, C.C. Casey Limited Company ("Casey"), one of the Petitioners, has requested that a portion of the Property be rezoned from M-1, Limited Business/Industrial, to MU, Mixed Use, with proffers and a portion of the Property be rezoned from M-1, Limited Business/Industrial, and R-8, Rural Residential, to R-8, Rural Residential, with proffers.

WHEREAS, Casey has submitted to the County a master plan prepared by Cooper, Robertson & Partners and AES Consulting Engineers for the MU portion of the Property in accordance with Section 20-515 of the County Zoning ordinance. Casey has submitted to the County a conceptual Master Land Use Plan prepared by Cooper, Robertson & Partners and AES Consulting Engineers for the balance of the Property which sets forth the general location of the major collector road system, proposed master plan areas, proposed major open space areas, proposed use

designations utilizing the area designations set forth in Section 20-515 of the Zoning Ordinance and proposed densities.

WHEREAS, the development of the Property generally in accordance with the above described Master Plans, as amended from time to time, will benefit the County in a number of ways as set forth herein;

WHEREAS, the Petitioners desire to provide for the orderly and appropriate development of the Property in a comprehensive and coordinated way generally in accordance with the Master Plans described above, as the same may be amended from time to time, so that the desired balance between neo-traditional urban/village design, land development, transportation, public improvements, and economic considerations can be maintained; and

WHEREAS, the Petitioners and their consultants have proposed to the County that a Community Development Authority has the greatest opportunity for providing for the desired coordination and balanced development of the Property; and

WHEREAS, the Petitioners wish to join with the County to forge an important public-private partnership designed to implement a carefully balanced plan for the development of the Property.

NOW, THEREFORE, Petitioners do hereby petition the County to establish by resolution the New Town Community Development Authority and New Town Community Development Authority Tax District pursuant to Virginia Code §15.2-5152 et seq., as amended and in effect on the date the County adopts the resolution

("Act").

In support of this petition, the Petitioners state as follows:

1. Name, Description and Purpose of the District.

Petitioners request that the District be called the New Town Community Development Authority Tax District ("District") and that the District be created within the boundaries set out in the map attached hereto as Exhibit B, and be inclusive of the properties identified therein for the purpose of developing the necessary infrastructure and developing certain other public improvements, including, public sewers; stormwater management ponds and facilities; public floodplain channels; water lines; and public road improvements (roads, sidewalks and related facilities); and improvements to civic spaces (the civic green and the civic square) and a trail system.

2. Standing and Jurisdiction. Petitioners are the owners of at least fifty-one percent of all the land within the boundaries of the proposed District. The proposed District includes land exclusively within the County. A list of the proposed parcels to be included within the District and a plat of the proposed District are attached as Exhibits A and B, respectively.

3. Authority Board. The Petitioners petition and request that the board of the New Town Community Development Authority ("NTCDA") be appointed as provided in Va. Code S 15.2-5113 and Va. Code 15.2-5154 for the purposes set forth herein and in Va. Code S 15.2-5152 at seq. Specifically, Petitioners request that the resolution or ordinance creating the NTCDA provide that the

NTCDA Board be structured and appointed in the manner set forth below:

The NTCDA Board shall consist of five members. Two members shall be appointed by the James City County Board of Supervisors ("County Board") without restriction as to their identity (the "County Members"). Initially, two members shall be designated by Casey for appointment by the County Board (the "Landowner Members"). Casey shall retain the right to designate two members for appointment to the NTCDA Board until the later of (i) the date upon which the liquidity requirements imposed upon Casey by the bondholder have terminated as described in Section 8 of this Petition and any other obligations of the NTCDA to Casey have been satisfied or (ii) the date Casey ceases to own at least 25% of the real property designated on Exhibit A as the Casey Parcel. Thereafter, the right to designate the Landowner Members for appointment to the NTCDA Board shall vest in the Board of Directors of the master property owners association for the Property. The Landowners and the County may agree upon another method of appointing the successors to the Landowner Members. The fifth member of the NTCDA Board shall be appointed to the NTCDA Board by a majority of the other four NTCDA Board members. The County Members and the Landowner Members shall each serve a term of four years, provided, however, that the initial term of such members may be less than four years to establish staggered terms for NTCDA Board members. The fifth member of the NTCDA shall serve a one year term. Members of the NTCDA Board may

succeed themselves and may serve an unlimited number of terms. Any vacancy on the NTCDA Board shall be filled by appointment of a new member in the same manner as the departing member was appointed. Alternate Board members may be appointed in accordance with Va. Code §15.2-5113.

4. Establishment of Special Tax and Special Assessment.

Upon the written request of the NTCDA Board, the Board should adopt a resolution to impose an annual special real estate tax assessment ("District Tax") commencing on the later of (i) January 1, 1998 or (ii) the closing of the bond issuance described herein at a maximum rate of twenty-five cents per \$100 of the assessed fair market value of any taxable real estate within the District at the time the District is created.

Petitioners request that upon the written request of the NTCDA Board the Board impose a special assessment on all real estate within the District payable at the time of the initial sale or transfer thereof by any of the Petitioners ("District Assessment") in the amount of 10% of the purchase price or value of the consideration for the transfer. In addition, Petitioners request that upon the written request of the NTCDA Board, the Board impose a special supplemental assessment (the "Supplemental Assessment") upon real estate within the District sold to governmental entities or not-for-profit organizations exempt from annual real estate taxes in the amount requested by the NTCDA Board representing that parcels' prorata share of infrastructure and public improvement costs in lieu of the District Tax and

request that the initial Supplemental Assessment be set at \$23,000.00 per acre. All revenue received by the County pursuant to the District Tax, the District Assessment and the Supplemental Assessment shall be paid over to the NTCDA for its use in accordance with the Act and the resolution creating the District, subject to annual appropriation.

5. Reimbursement of District Formation Costs. The Petitioners respectfully request that the Board resolution establishing the District shall direct the District to reimburse the Petitioners for all reasonable costs and expenses incurred in the formation of the District, including legal, consulting, engineering fees, and other reasonable and appropriate costs, up to a maximum of \$75,000.00.

6. Abolition of the District. The District may be abolished at any time by a resolution passed by the Board (i) upon its own motion or (ii) upon the joint petition of the NTCDA board and the owners of land constituting at least fifty-one percent (51%) of the acreage or the assessed value of the land area located within the District; provided that the District may not be abolished while any District obligation remains outstanding.

7. Facilities and Improvements. A specific list of the facilities and improvements to be provided by the NTCDA is attached as Exhibit C. The NTCDA will not finance or construct any other facilities or improvements without the prior approval of the NTCDA Board and the County Board. These facilities and

improvements include road improvements, sewer and water line improvements, storm water management facilities, improvements to civic spaces (the civic green and the civic square) and a trail system. The Petitioners shall cooperate in granting each other the necessary easements in mutually agreeable locations to provide access to the facilities and improvements constructed by the NTCDA. The NTCDA will not own or maintain any facilities or improvements on a long-term basis and shall convey all facilities and improvements to the appropriate public entity or to a property owners association within a reasonable time after their completion.

8. **Finance Plan.** The facilities and improvements shall be constructed by the NTCDA upon availability of funding and the NTCDA would not commence construction of a facility or improvement until the NTCDA Board is satisfied sufficient funding is available to the NTCDA for the completion of such facility or improvement. The NTCDA Board shall consult with the Petitioners regarding the timing of the construction of facilities and improvements and take into account the land sales and development needs of Petitioners. NTCDA may contract for the construction of the planned facilities and improvements. The total estimated costs of the facilities and improvements is approximately \$7,425,450.00. The NTCDA will obtain the necessary financial resources to provide funding for such facilities and improvements through the issuance of revenue bonds as described herein, through the proceeds of the District Assessment and the

Supplemental Assessment or contractual payments in lieu of the District Assessment and through other funds available to the NTCDA, if any. The NTCDA will issue revenue bonds in a private placement secured by a pledge of the revenue received by the NTCDA from the County from the District Tax and the District Assessment. Currently, a single bond issue of approximately \$4,000,000.00 is expected in 1998. However, timing and phasing of the bond issue could be adjusted to meet development requirements. Bond proceeds will be used for purposes permitted under Virginia law, including, the construction and acquisition of the facilities and improvements described herein, payment of interest during construction, and payment of bond issuance costs. It is anticipated that the bonds will be deemed "bank-qualified" bonds within the meaning of Section 265(b)(3) of the Internal Revenue Code of 1986 and will be purchased by a local bank(s) in a private placement. Bond proceeds will not be funded at closing but will be funded as necessary to make NTCDA construction payments. As a condition of advances of bond proceeds, the bondholder will require Casey to enter into a separate liquidity agreement with the bondholder under which Casey will agree to (i) meet certain liquidity requirements and (ii) to provide for debt service payments on the bonds if the NTCDA is unable to make such payments. In addition, the amount of bond proceeds advanced by bondholder will be limited by the separate liquidity agreement. The bonds will pay interest only for the 4-year development period and will amortize thereafter over a 20-year period. The

NTCDA will make every effort to prepay the bonds prior to their scheduled maturity with any excess funds, if any, from the District Tax, the District Assessment and the Supplemental Assessment payments and through other funds available to the NTCDA, if any. Following the end of the four year development period, at such time as the annual District Tax is generating sufficient funds, net of District operating costs, to pay an amount equal to 120% of annual debt service on the NTCDA bonds, the liquidity requirements imposed upon Casey will terminate. Funds received by the NTCDA from the proceeds of the District Tax will be used by the NTCDA only to fund NTCDA operating expenses, reserves and to repay NTCDA obligations. The NTCDA shall reimburse the Petitioners for amounts paid by Petitioners to bondholder pursuant to the liquidity agreement to meet obligations of the NTCDA which the NTCDA is not able to meet at the time when due. In no event will land or real property assets outside the District be taxed or assessed, nor shall the County be obligated to make payments from the County's revenue sources or assets in order to pay debt service on the NTCDA bonds. The NTCDA's revenue bonds shall not constitute a pledge of the full faith and credit of or constitute an obligation of the County but shall be payable solely from revenues received by the NTCDA.

9. Benefits of Improvements and the District. Petitioners represent that the District to be created would provide the following benefits to the Petitioners, residents of the County,

businesses, and the government of James City County.

A. The proposed improvements would be in accordance with the County's Comprehensive Land Use Plan for the development of the New Town area and would promote development of the Property in a neo-traditional urban/village design avoiding many of the issues with traditional suburban development and would promote economic development by creating new construction jobs and increasing the real estate tax rolls. In addition, the proposed improvements will provide services adequate to support the neo-traditional urban/village development, including the business development therein, envisioned by the County's Comprehensive Plan for this area and will allow the Property to be developed in a more orderly manner than would be possible with traditional financing methods;

B. The proposed transportation improvements would substantially improve traffic movement through the New Town area of the County years earlier than otherwise possible and improve transportation access for County residents;

C. The proposed commercial development in the District would maintain the appropriate balance between desirable growth and economic development;

D. The creation of new stormwater management facilities and the widening of certain floodplain channels contribute to the health, welfare and safety of residents of the County and contribute to the protection of the environment;

E. The proposed improvements will result in increases in

the County's tax base, which benefit all residents in the County;

F. The improvement of civic spaces within the Property will benefit all residents in the County;

G. The development of the Property as envisioned by the aforementioned Master Plans, as amended, will create a town center for the County enhancing the civic and economic vitality of the County; and

H. The creation of the proposed district is in the best interests of the residents and owners of the property within the District and in furtherance of the public health, safety and general welfare.

For all of the above reasons, and in reliance upon the assurances and covenants set out herein, the Petitioners respectfully request the creation of the New Town Community Development Authority and the New Town Community Development Authority Assessment District for the purposes set forth herein.

IN WITNESS WHEREOF the Petitioners have executed this
Petition.

C.C. CASEY LIMITED COMPANY, a
Virginia limited liability company

BY: Robert L. Casey

WILLIAMSBURG MERCHANTS, INC.

BY: Samuel K. Wallaw Jr

Title: Vice-President

William L. Person Jr.
William L. Person, Jr.

Philip O. Richardson
Philip O. Richardson

Edwina M. Smith, Trustee
Edwina M. Smith, Trustee of the
A.B. Smith Residual Trust

DEC 22 1997

ORDINANCE NO. 61A-2BOARD OF SUPERVISORS
JAMES CITY COUNTY
VIRGINIA

AN ORDINANCE ADOPTING AND ENACTING A NEW CODE FOR THE COUNTY OF JAMES CITY, VIRGINIA; ESTABLISHING THE SAME; PROVIDING FOR THE MANNER OF AMENDING AND SUPPLEMENTING SUCH CODE; AND PROVIDING WHEN SUCH CODE AND THIS ORDINANCE SHALL BECOME EFFECTIVE.

BE IT ORDAINED by the Board of Supervisors of the County of James City, Virginia, pursuant to authority contained in Section 15.2-1433 of the Code of Virginia as follows:

Section 1. The Code of the County of James City, adopted May 14, 1973, as amended through December 22, 1997, consisting of Chapters 1 to 24, each inclusive, is hereby adopted and enacted as the "Code of the County of James City, Virginia."

Section 2. All provisions of such Code shall be in full force and effect from and after December 22, 1997. The provisions appearing in this Code, so far as they are the same as those of the ordinances in the Code of the County of James City adopted May 14, 1973, as amended, shall be considered as continuations thereof and not as new enactments.

Section 3. Any person convicted of a violation of such Code shall be punished as prescribed in Section 1-10 thereof, or as provided in any other applicable section of such Code.

Section 4. Any and all additions and amendments to such Code, when passed in such form as to indicate the intention of the Board of Supervisors to make the same a part of such Code, shall be deemed to

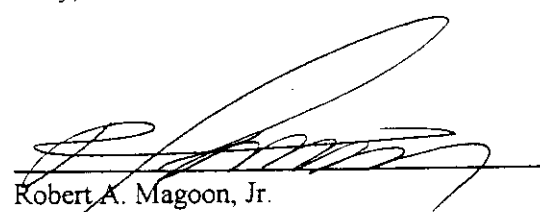
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be incorporated in such Code, so that reference to such Code shall be understood and intended to include such additions and amendments.

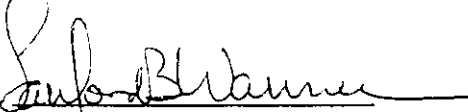
Section 5. In case of the amendment of any section of such Code for which a penalty is not provided, the general penalty, as provided in Section 1-10 of such Code shall apply to the section as amended, or in case such amendment contains provisions for which a penalty, other than the aforementioned general penalty, is provided in another section in the same chapter, the penalty so provided in such section shall be held to relate to the section so amended, unless such penalty is specifically repealed therein.

Section 6. All ordinances or parts of ordinances in conflict herewith are, to the extent of such conflict, hereby repealed.

Section 7. This ordinance, and the Code adopted hereby, shall become effective on December 22, 1997.


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 22nd day of December, 1997.

adoptcod.bos