

A G E N D A
JAMES CITY COUNTY DEVELOPMENT REVIEW COMMITTEE
REGULAR MEETING
Building A Large Conference Room
101 Mounts Bay Road, Williamsburg, VA 23185
April 22, 2020
4:00 PM

A. CALL TO ORDER

1. This meeting will be held electronically pursuant to an Emergency Ordinance adopted by the Board of Supervisors on March 24, 2020. The meeting shall be accessible through a Zoom audio meeting. Please call 757-253-6750 and press option 3 for the meeting phone number and password. Citizen comments may be submitted via US Mail to the Planning Commission Secretary, PO Box 8784, Williamsburg, VA 23187, via electronic mail to community.development@jamescitycountyva.gov, or by leaving a message at 757-253-6750.
2. Zoom Meeting Instructions

B. ROLL CALL

C. MINUTES

1. April 1, 2020 Meeting Minutes

D. OLD BUSINESS

E. NEW BUSINESS

1. C-20-0034. 3889 News Road Ford's Bluff

F. ADJOURNMENT

ITEM SUMMARY

DATE: 4/22/2020

TO: Development Review Committee

FROM: Alex Baruch, Acting Principal Planner

SUBJECT: Zoom Meeting Instructions

ATTACHMENTS:

	Description	Type
	Zoom Meeting Instructions	Backup Material

REVIEWERS:

Department	Reviewer	Action	Date
Development Review Committee	Baruch, Alex	Approved	4/15/2020 - 2:18 PM
Development Review Committee	Holt, Paul	Approved	4/15/2020 - 4:22 PM
Publication Management	Burcham, Nan	Approved	4/15/2020 - 4:24 PM
Development Review Committee	Holt, Paul	Approved	4/15/2020 - 4:24 PM

Zoom Instructions for Participants before a Meeting

1. You will need a computer, tablet, or smartphone with speaker or headphones. You will have the opportunity to check your audio immediately upon joining a meeting.
2. You will receive notice for a videoconference or conference call via email. The notification will include a link to “Join via computer” as well as phone numbers for a conference call option. It will also include the 9-digit (usually) Meeting ID.

Join the Videoconference

1. At the start time of your meeting, click on the link in your invitation to join via computer. You may be instructed to download the Zoom application.
2. You have an opportunity to test your computer’s audio and microphone at this point by clicking on “Test Computer Audio.” Once you are satisfied that your audio works, click on “Join audio by computer.”

You may also join a meeting without clicking on the invitation link by going to join.zoom.us on any browser and entering the Meeting ID provided by your committee analyst.

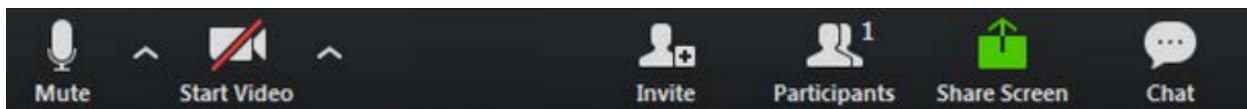
Join Audio via Phone (Recommended for best connection)

If you have sluggish internet connection, your computer or phone lacks a microphone, or for issues with hearing the audio, you can join via telephone while remaining on the video conference:

1. On your phone, dial the teleconferencing number provided in your invitation.
2. Enter the Meeting ID number (also provided in your invitation) when prompted using your touch-tone keypad.
3. If you have already joined the meeting via computer, you will have the option to enter your 2-digit participant ID to be associated with your computer.

During the Meeting

Using the participant controls in the lower left corner of the Zoom screen you can:



- Mute/Unmute your microphone (far left)
- Turn on/off camera (“Start/Stop Video”)
- Invite other participants
- View Participant list – opens a pop-out screen that includes a “Raise Hand” icon that you may use to raise a virtual hand
- Change your screen name that is seen in the participant list and video window
- Share your screen

On your Zoom screen you will also see a choice to toggle between “speaker” and “gallery” view. “Speaker view” shows the active speaker. “Gallery view” tiles all of the meeting participants (like a grid).

ITEM SUMMARY

DATE: 4/22/2020

TO: The Development Review Committee

FROM: Paul D. Holt, III, Secretary

SUBJECT: April 1, 2020 Meeting Minutes

ATTACHMENTS:

	Description	Type
	Minutes of the April 1, 2020 DRC Meeting	Minutes

REVIEWERS:

Department	Reviewer	Action	Date
Development Review Committee	Baruch, Alex	Approved	4/15/2020 - 4:09 PM
Development Review Committee	Holt, Paul	Approved	4/15/2020 - 4:10 PM
Publication Management	Daniel, Martha	Approved	4/15/2020 - 4:14 PM
Development Review Committee	Holt, Paul	Approved	4/15/2020 - 4:15 PM

MINUTES
JAMES CITY COUNTY DEVELOPMENT REVIEW COMMITTEE
REGULAR MEETING
Building F Work Session Room
101 Mounts Bay Road, Williamsburg, VA 23185
April 1, 2020
5:30 PM

A. CALL TO ORDER

Mr. Paul Holt called the Development Review Committee meeting to order at 5:30 p.m.

Mr. Holt stated that Mr. Frank Polster had requested to participate in the meeting remotely due to medical reasons. Mr. Holt noted that per the Planning Commission's adopted policy, and consistent with State Code, the members present must consider the remote participation by a majority vote.

Mr. Jack Haldeman moved that Mr. Polster be allowed to participate remotely. The motion passed by a voice vote of 3-0.

Mr. Polster joined the meeting via telephone.

B. ROLL CALL

Present:

Frank Polster, Chair
Jack Haldeman
Tim O'Connor
Rich Krapf

Staff in Attendance:

Paul Holt, Director of Community Development and Planning

C. MINUTES

1. January 22, 2020 Meeting Minutes

Mr. Haldeman motioned to Approve the minutes as presented. The minutes were adopted by a voice vote of 4-0.

2. February 19, 2020 Meeting Minutes

Mr. Haldeman motioned to Approve the minutes as presented. The minutes were adopted by a voice vote of 4-0.

D. OLD BUSINESS

There was no old business.

E. NEW BUSINESS

1. SITE PLAN-20-0012. Axe Throwing Lanes Facility at Freedom Park

Mr. Holt presented the item as outlined in the staff report and stated that staff recommends approval of the request.

Mr. Polster asked if there were any questions.

Mr. Rich Krapf asked how insurance liability would be covered to ensure the County is protected.

Mr. Holt said that such provisions are covered within the lease document that Go Ape has with the County and that such provisions are routinely reviewed by the County Attorney's Office.

With no further questions, Mr. Haldeman made a motion to Approve the application as being consistent with the adopted Master Plan for Freedom Park.

On a voice vote, the motion passed 4-0.

F. ADJOURNMENT

Mr. Polster thanked everyone for attending the meeting.

Mr. Haldeman motioned to Adjourn the meeting.

Mr. Polster adjourned the meeting at 5:36 p.m. after a unanimous voice vote.

Mr. Frank Polster, Chair

Mr. Paul Holt, Secretary

ITEM SUMMARY

DATE: 4/22/2020

TO: The Development Review Committee

FROM: Brett Meadows, Planner

SUBJECT: C-20-0034. 3889 News Road Ford's Bluff

ATTACHMENTS:

	Description	Type
▣	Attachment 0. Memo	Cover Memo
▣	Attachment 1. Conceptual Master Plan	Backup Material
▣	Attachment 2. Conceptual Narrative	Backup Material
▣	Attachment 3. Conceptual Home Types and Specific Conditions to Examine	Backup Material
▣	Attachment 4a. Approved Master Plan MP-006-2007	Backup Material
▣	Attachment 4b. Approved Master Plan MP-006-2007	Backup Material
▣	Attachment 4c. Approved Master Plan MP-006-2007	Backup Material
▣	Attachment 4d. Approved Master Plan MP-006-2007	Backup Material
▣	Attachment 5. Recorded Amended Proffers_Z-0008-2007	Backup Material
▣	Attachment 6. Approved DRC Minutes_Discussion_January 23 2019	Backup Material
▣	Attachment 7. Conceptual Master Plan C-18-0124	Backup Material

REVIEWERS:

Department	Reviewer	Action	Date
Development Review Committee	Baruch, Alex	Approved	4/15/2020 - 9:51 AM
Development Review Committee	Holt, Paul	Approved	4/15/2020 - 1:58 PM
Publication Management	Daniel, Martha	Approved	4/15/2020 - 2:32 PM
Development Review Committee	Holt, Paul	Approved	4/15/2020 - 2:33 PM

MEMORANDUM

DATE: April 22, 2020

TO: The Development Review Committee

FROM: Brett A. Meadows, Planner

SUBJECT: Case No. C-20-0034. 3889 News Road Ford's Bluff

Frye Development, LLC has submitted a conceptual plan for a master plan and proffer amendment to Z-0008-2007, The Village at Ford's Colony (Ford's Colony Section 37, discussed in this conceptual plan as Ford's Bluff).

This area is south of the Firestone Road entrance into Ford's Colony and located on News Road between its intersections with Centerville Road and Monticello Avenue. The property is approximately 180 acres and is currently zoned R-4 and is designated Low Density Residential by the 2035 Comprehensive Plan. The applicant has submitted a conceptual master plan, land use narrative, and brochure.

The previously approved proffers state that there shall be no more than 596 independent dwelling units, 83 assisted living/memory care rooms, and 60 skilled nursing rooms/beds and two Auxiliary Grant beds. The current, updated conceptual master plan now proposed by Frye envisions no more than 215 independent living homes in a mix of unit types (see Attachment No. 2, page 2 and Attachment No. 3). The updated conceptual master plan also proposes one community building (clubhouse with pool) and one Continuing Care Retirement Community (CCRC) facility.

With Ordinance updates in the years since 2007, this development would fall under the CCRC use as it is an age-restricted development that is planned, designed, and operated to provide a full range of accommodations for senior citizens, including independent living, assisted living, and skilled nursing components.

The applicant has requested that this item be placed on the Development Review Committee (DRC) agenda in order to discuss the project and seek input and questions from the DRC members. No action by the DRC is required.

BAM/md
C20-0034NewsRd-mem

Attachments:

1. Conceptual Master Plan
2. Land Use Narrative
3. Conceptual Home Types and Specific Conditions to Examine
4. Approved Master Plan MP-0006-2007
5. Amended Proffers Z-0008-2007
6. Approved DRC Minutes January 23, 2019
7. Conceptual Master Plan C-18-0124

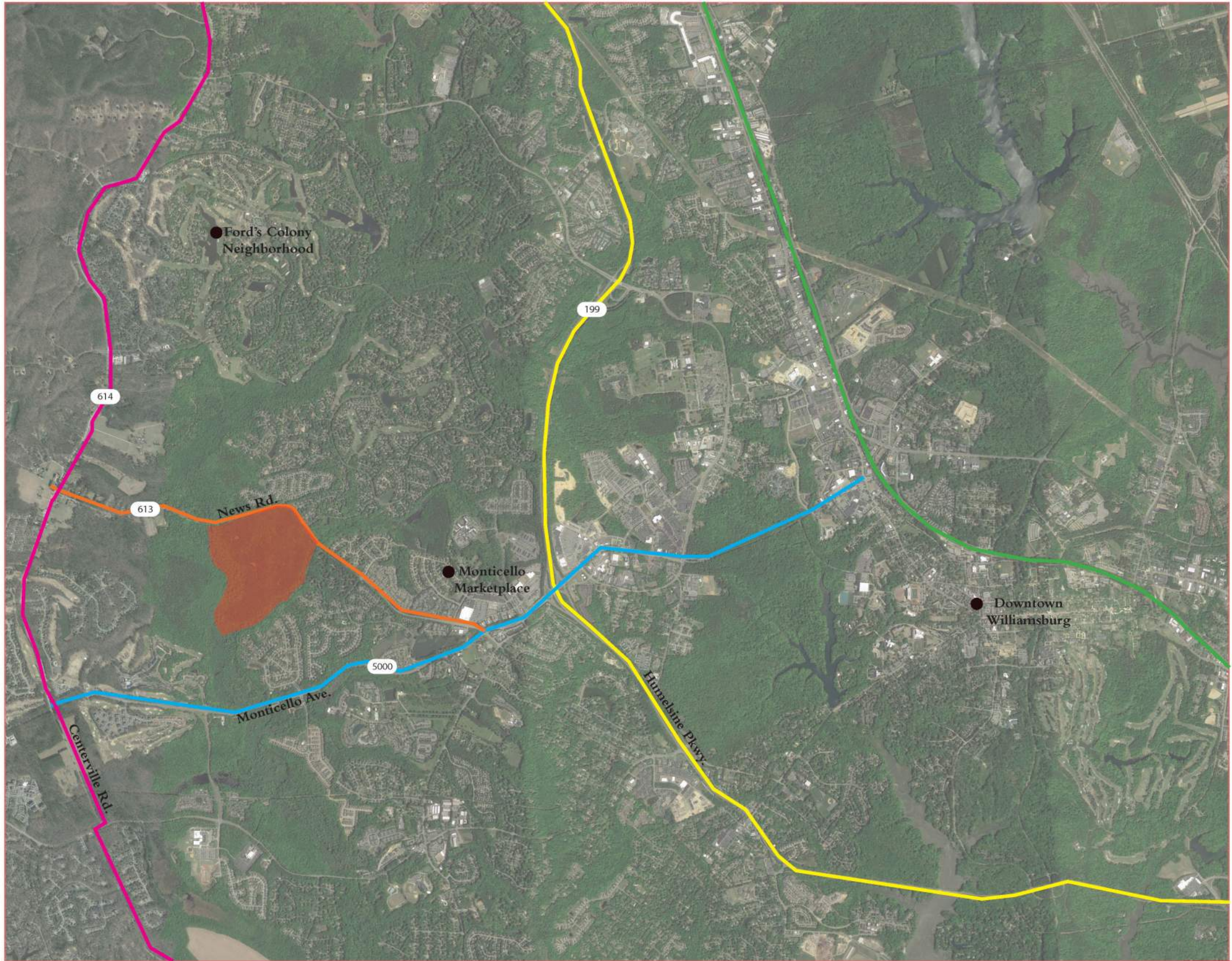
Ford's Bluff

Conceptual Plan Submittal

Frye Properties, Inc.

February 27, 2020

3889 News Rd. Williamsburg, Virginia



FORD'S BLUFF

CONTEXT
SITE INFORMATION

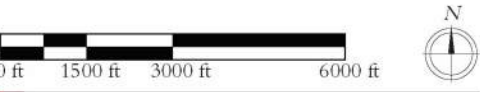
Regional Context Map

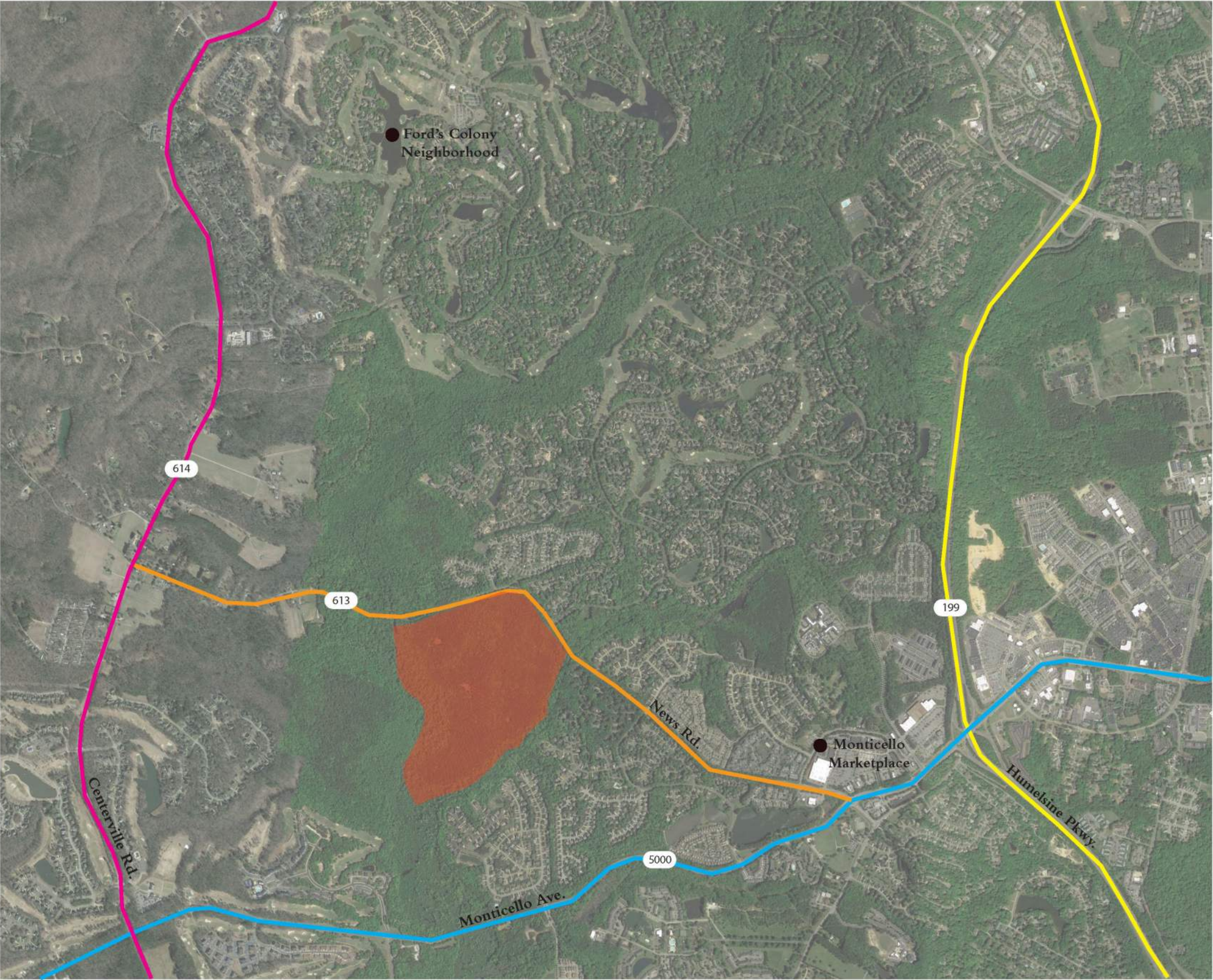
Key

Site

Ford's Bluff
3889 News Rd.
Williamsburg, Va.

Area Map



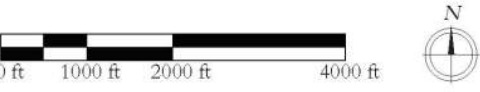


FORD'S COLONY
FORD'S BLUFF
SITE INFORMATION
Regional Context Map

Key
Site

Ford's Bluff
3889 News Rd.
Williamsburg, Va.

Site Location Map





NON RESIDENTIAL AMENITY AND SERVICE SITES

1. 100 HOTEL CONDOMINIUMS, EXECUTIVE MEETING FACILITIES AND GOLF ACADEMY	4.71 AC.
2. GOLF CLUB AND PRO SHOP	5.05 AC.
3. INFORMATION AND SALES CENTER	1.81 AC.
4. ADMINISTRATIVE BUILDING	3.50 AC.
5. PUBLIC SERVICE AREA *	28.05 AC.
6. GOLF MAINTENANCE	3.90 AC.
7. COMMUNITY CLUB	7.72 AC.
8. PROJECT MAINTENANCE	10.59 AC.
9. DRIVING RANGE/CART STORAGE	10.34 AC.
10. ADDITIONAL RECREATION AREA	6.36 AC.
11. ADDITIONAL PUBLIC SERVICE AREA	6.76 AC.
12. CONTINUING CARE RETIREMENT COMMUNITY (CCRC)	180.7 AC.
TOTAL	289.49 AC.

* NOTE: 1.21 AC. PORTION OF ORIGINAL 30.0 AC. P.S.A. SOLD TO FORD'S COLONY

LEGEND

- RESIDENTIAL "A"
- RESIDENTIAL "B"
- RESIDENTIAL "D"
- OPEN SPACE
- WILLIAMSBURG WEST SUBDIVISION AND APARTMENTS NOT A PORTION OF MASTER PLAN

NOTE:
VARIABLE WIDTH (21' MAX)
BUFFER ALONG THE FORD'S
COLONY TRACT WHERE IT
ADJOINS CENTERVILLE ROAD
SHALL BE RESERVED FOR
FUTURE HIGHWAY AND
RECREATION OF S.R. 674

GENERAL NOTES:

1. RECORDATION OF THIS PLAN IS SOLELY FOR THE PURPOSE OF IDENTIFYING THE LAND COVERED BY THE PROPPERS RECORDED HEREWITH AND DOES NOT CONSTITUTE A PLAT OF SUBDIVISION NOR DOES IT DEDICATE TO PUBLIC OR PRIVATE USE ANY ROADS, COMMON AREAS, GREEN AREAS, OR RECREATION AREAS.
2. THE PROPERTY SHOWN ON THIS PLAN IS COVERED BY PROTECTIVE COVENANTS OF RECORD IN THE CLERK'S OFFICE IN THE COURTHOUSE OF JAMES CITY COUNTY, VIRGINIA, WHICH PROVIDE FOR THE MAINTENANCE OF COMMON OPEN SPACE, RECREATION AREAS, SIDEWALKS, PARKING, PRIVATE STIPPLES AND OTHER PRIVATELY OWNED, BUT COMMON FACILITIES SERVING THIS PROJECT.
3. LOTS NUMBERED REPRESENT RECORDED SECTIONS THAT HAVE RECEIVED PRELIMINARY APPROVAL.
4. THE 2008 MASTER PLAN AMENDMENT WILL BE CONSIDERED A STAND ALONE PROJECT FOR THE PURPOSES OF STORMWATER MANAGEMENT POINTS AND CREDITS.

Graphic from 2008 approved master plan showing project area in context with the rest of Ford's Colony



VICINITY MAP
SCALE 1"= 4000'

LAND USE TABULATION

	2008	2008
RESIDENTIAL "A"		
TOTAL NUMBER OF UNITS	2,856 UNITS	2,856 UNITS
GROSS AREA OF RESIDENTIAL "A"	1,864.778 AC. (1,864.778 AC.)	1,864.778 AC. (1,864.778 AC.)
PERMITTED DENSITY	4.00 UNITS/ACRE	4.00 UNITS/ACRE
UNIT DENSITY	1.53 UNITS/ACRE	1.53 UNITS/ACRE
RESIDENTIAL "B"		
TOTAL NUMBER OF UNITS	80 UNITS	80 UNITS
GROSS AREA OF RESIDENTIAL "B"	22.84 AC. (1,078)	22.84 AC. (1,078)
PERMITTED DENSITY	8.80 UNITS/ACRE	8.80 UNITS/ACRE
UNIT DENSITY	3.40 UNITS/ACRE	3.40 UNITS/ACRE
RESIDENTIAL "D"		
TOTAL NUMBER OF UNITS	314 UNITS	314 UNITS
GROSS AREA OF RESIDENTIAL "D"	31.82 AC. (1,078)	31.82 AC. (1,078)
PERMITTED DENSITY	18.00 UNITS/ACRE	18.00 UNITS/ACRE
UNIT DENSITY	9.87 UNITS/ACRE	9.87 UNITS/ACRE
C.C.R.C. "B"		
TOTAL NUMBER OF UNITS	38 UNITS	N/A
GROSS AREA OF C.C.R.C. "B"	10.978 AC. (1,378)	N/A
PERMITTED DENSITY	9.80 UNITS/ACRE	N/A
UNIT DENSITY	3.48 UNITS/ACRE	N/A
C.C.R.C. "D"		
TOTAL NUMBER OF UNITS	558 UNITS	N/A
GROSS AREA OF C.C.R.C. "D"	57.33 AC. (1,948)	N/A
PERMITTED DENSITY	N/A	N/A
UNIT DENSITY	9.73 UNITS/ACRE	N/A
OPEN SPACE		
WITHIN NON-RESIDENTIAL AMENITY AND SERVICE SITES	150.27 AC.	39.27 AC.
* GOLF COURSE, LAKES AND BUFFERS, MARSH RESERVE	844.71 AC.	844.71 AC.
OPEN SPACE WITHIN RESIDENTIAL "A"	314.12 AC.	314.12 AC.
OPEN SPACE WITHIN RESIDENTIAL "B" & "D"	30.77 AC.	30.77 AC.
TOTAL AREA OF OPEN SPACE	1,547.87 AC.	1,468.87 AC.
TOTAL AREA OF PROJECT	2,962.24 AC.	2,781.49 AC.
% OF OPEN SPACE	52.26	52.78
OVERALL DENSITY		
TOTAL PROJECT AREA	2,962.24 AC.	2,781.49 AC.
TOTAL NUMBER OF RESIDENTIAL UNITS	3,846 UNITS	3,250 UNITS
OVERALL PROJECT DENSITY	1.30 UNITS/ACRE	1.17 UNITS/ACRE

* NOTES
MARSH RESERVE LAKES AND BUFFERS
GOLF COURSE (INCLUDES LAKES IN PLAY)
RESERVED FOR ROUTE 198
ASSOCIATED GREENBELTS NATURAL OPEN SPACE IN 1993 ADDITION
OPEN SPACE IN 1993 ADDITION
OPEN SPACE IN 2008 ADDITION

278.12 AC.
481.08 AC.
20.0 AC.
3.30 AC.
42.20 AC.
111.0 AC.

2008 LAND USE MASTER PLAN
FORD'S COLONY
AT WILLIAMSBURG
OWNER / DEVELOPER: REALTEC, INCORPORATED
JAMES CITY COUNTY, VIRGINIA

Designed by
AES
Scale
1"= 600'
Project No.
5652-70
Drawing No.
2

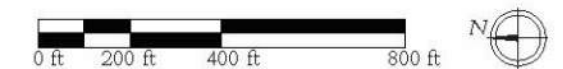


FORD'S BLUFF

B. MASTER PLAN WITH ANNOTATIONS

Key

- ① Continuing Care Retirement Community (CCRC) Facility
- ② Gatehouse "Drive-through" unit creates a dignified gateway to the community
- ③ Clubhouse with swimming pool and patio area, similar in character to the clubhouse in Potomac Green
- ④ One-story townhouse rental units as part of clubhouse grounds
- ⑤ Pickle-ball courts
- ⑥ Stocked community pond with fishing pier
- ⑦ Cobblestone parking plaza with open park-like green, defined by single-family homes/garden walls, similar in character to Begijnhuisje, Bruges, Belgium
- ⑧ Cobblestone plaza marks the entrance to the southeastern hamlet
- ⑨ Public pavilion straddling the forest edge and a neighborhood green
- ⑩ Concourse garden structure/overlook defining the neighborhood edge as it meets the forest, similar in character to the Mariemont Concourse
- ⑪ Bungalow Court, similar in character to 24th Bay Bungalow Court
- ⑫ Bungalows in the woods, facing a pedestrian trail/golf cart path



Primary Entrance & sign

Emergency Ingress/ Egress



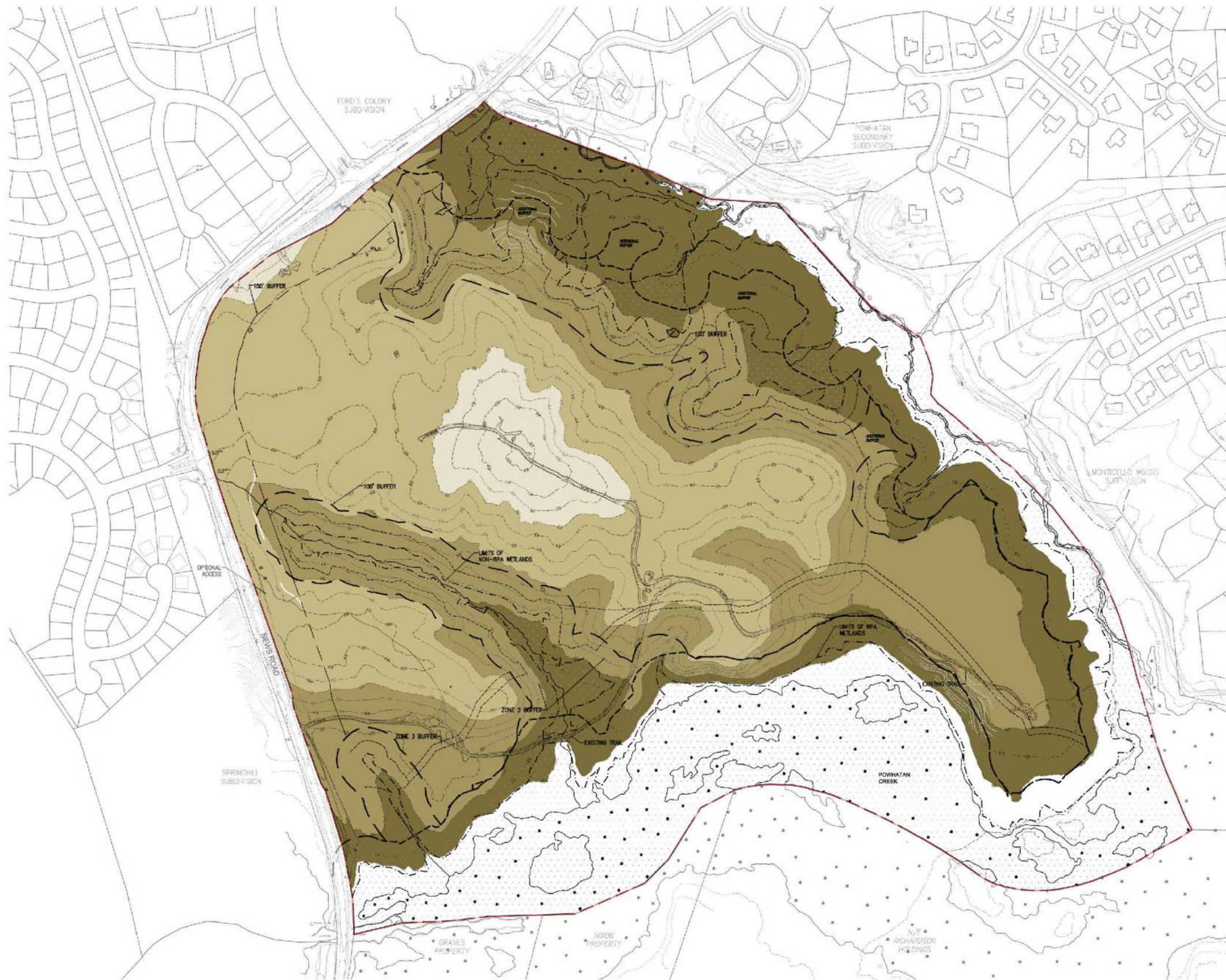
FORD'S BLUFF

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FORD'S BLUFF

CONTEXT
SITE INFORMATION

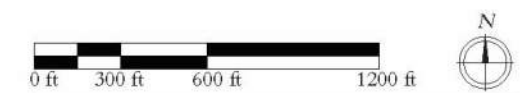
Elevation Analysis

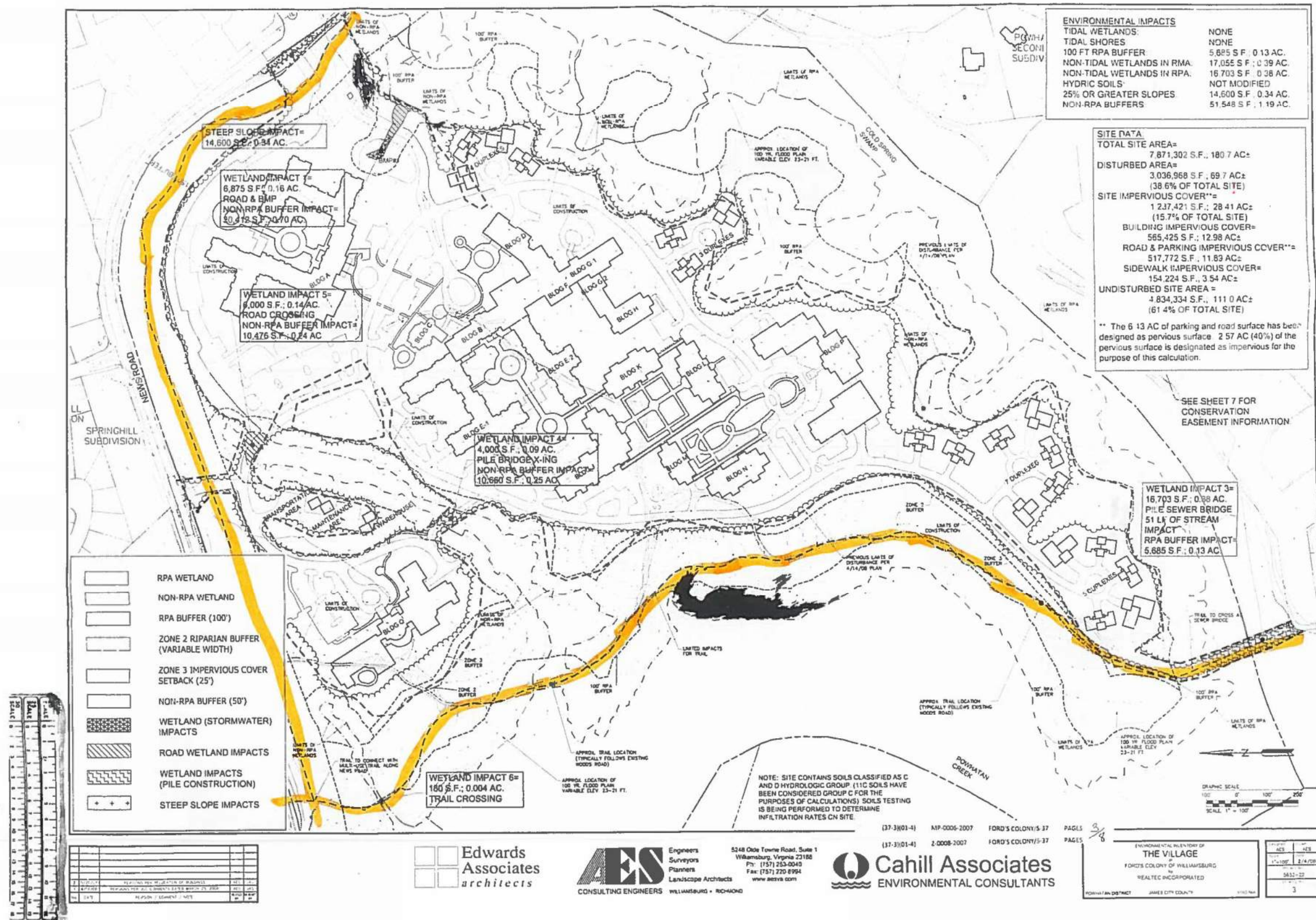
Key

— Property Line

Elevations (Feet)

70
50 - 70
30 - 50
< 30





Connectors and wetlands data as established in the 2008 Master Plan and Re-zoning. The building layout and street alignment will be different in the proposed changes, and the connections in the project will be adjusted accordingly.



Graphic from 2008 Master Plan showing buffers and setbacks established at that time with 2008 layout removed.

Rev.	Date	Description	Revised By

6215 Old Town Road, Suite 1
 Williamsburg, VA 23185
 Phone: (757) 233-2440
 Fax: (757) 233-8894
 www.ades.com

ADES
 CONSULTING ENGINEERS
 Hampton Roads | Central Virginia | Middle Peninsula

CONCEPTUAL PLAN
 of
THE VILLAGE
 at
FORD'S COLONY OF WILLIAMSBURG
 for
NEW MILLENNIUM SENIOR LIVING
 POWHATAN DISTRICT
 JAMES CITY COUNTY
 VIRGINIA

Project Contacts:	JAG
Project Number:	20180156
Scale:	1"=200'
Date:	06/15/2018
Sheet Title:	CONCEPTUAL PLAN
Sheet Number:	1 of 1

Ford's Bluff (Previously known as The Village at Ford's Colony)

Conceptual Design Submittal

February 27, 2020

Overview

This parcel was last re-zoned in 2008, by Realtec Incorporated, JCC case # Z-0008-2007 / MP -0006-2007. It is currently under contract by the applicant, Frye Properties, Inc. for purchase from the current owner, SWR-HOCKADAY, LLC & MCMURRAN, MARTHA.

As the project only went under contract recently, we have not engaged our marketing team to propose a formal name for the project, but the current internal "working title" is Ford's Bluff.

County tax parcel identification number, site boundary, and parcel size information, zoning and zoning of adjacent parcels.

Tax Parcel ID (PIN): 3730100004 LRSN: 4863

Address: 3889 News Rd. Williamsburg, Va. 23185

Site Size: 179.2 acres, approximately. Approximate developable area is 42 acres.

The existing zoning is R-4 (B&D).

Adjacent Properties to the west:

4092 Centerville Road: Zoned A1 General Agriculture

3603 News Road: Zoned A1 General Agriculture

3757 News Road: Zoned A1 General Agriculture

Adjacent Properties to the east:

Powhatan Community Services: Zoned R4 Residential Planned Community

Monticello Woods Homeowners Association 3900 Monticello Ave: Zoned PUD-R

Across News Road:

Springhill Homeowners Association: Zoned R2 General Residential

Fords Colony Homeowners, 116 Firestone: Zoned R4 Residential Planned Community

Realtec Inc Fords Colony, 125 Firestone: Zoned R4 Residential Planned Community

Building locations and orientation, location of buildings on adjacent properties, building and landscape setbacks, buffers such as those associated with Resource Protection Areas (RPA) and CCC (Community Character Corridors)

The **preliminary lot layout** is shown on the Master Plan sketch on page 5. The plan currently envisions 215 residential lots, one community building, (clubhouse with pool) and one lot containing the proposed Continuing Care Retirement Community (CCRC). The plan is preliminary at this point, and final lot count and layout may change as the plan is put into CAD and further developed. Building setbacks are

anticipated to be on zero lot lines, and established individually by the developer during detailed design. Buffers. Location of adjacent buildings, and setbacks are shown on the attached exhibit.

Entrances/exits/access to the site (vehicular, pedestrian, greenway, etc.) Shown in the attached exhibit, page 6.

Greenway connections (on-site and those adjacent to the subject property); Shown in the attached exhibit, page 9.

Narrative description of the proposed use of site:

The proposed project will take the vision of the master plan approved for this parcel in 2008, and update it to reflect current thinking on the desirable size of the embedded CCRC, and to introduce a more custom, traditional neighborhood development flavor to the residential component. Whereas the 2008 plan housed all of the “active adult” in 1.5 story duplexes, we propose to utilize numerous different single family housing types, both attached and detached, to maximize market acceptance and diversity of population.

The currently envisioned mix of homes and descriptions of each type are depicted in the attached exhibit entitled Ford’s Bluff Conceptual Home Types and Conditions, February 27, 2020.pdf

The mix of homes, based on the preliminary master plan, is as follows:

Lot Type	Lot Qty
Manor Home/ Multifamily	6
Mews - Small (Behind Villas)	18
Mews - Large (COURTYARD TUCK UNDERS)	13
Townhomes	30
Drive Thru Apartment	1
Bungalows	23
Village House 2-story Bungalow	38
Cottage - Detached garage	22
Detached townhouse (blank wall on one side)	11
Single Family - general	53
Total:	215

The attachment entitled “Ford’s Bluff Conceptual Home Types and Conditions Feb. 27, 2020 explains and demonstrates examples of these lot. Home types.

There are a number of proposed conditions which need study and discussion with VOT/ JCC staff that we are working through as we finalize the master plan: This list may not be all inclusive and we stand ready to respond to whatever comments staff may produce, and look forward the opportunity to talk through any issues of concern face to face.

INFRASTRUCTURE

The infrastructure plan envisions private streets, with widths conforming to VDOT standards, based on the 2011 Appendix B Street Design Guidelines.

Street widths:

From the end of the entrance median to the eastern end of the CCRC: 29' top of curb to top of curb, parking on one side.

All other streets: 25' top of curb to top of curb, parking on one side.

Alleys: (shown in gray on the master plan).

The approved alley width section at East Beach, and The Cavalier, were a 25' right of way and 12' wide of paved surface, and the City of Virginia Beach has informally accepted a 25' wide right of way with a 13' wide paved section.

We understand that the approved alley widths in James City County have typically been an 18' wide paved section. We would like for staff to consider a narrower pavement width than 18', which could be supplemented with a structural pervious system, such as grasspave between driveways. It should be noted that with narrower lot widths (40-50') being proposed than in a "normal" subdivision, the effective paved width of the alleys, back of house to back of house, is actually 30', for approximately 60-65% of the length of the alley, which is one factor which led the Fire Marshalls in these other localities to allow 12 to 13' pavement sections. MA graphic of this is included in the attachment.

The request for narrow pavement sections has several underlying reasons:

The narrower widths keep vehicular speeds down and increases the driver's vigilance to other cars and pedestrians, thus increasing safety by decreasing both the incident and severity of vehicle to vehicle and pedestrian to vehicle collisions.

The 9' of unpaved surface area between the alley pavement and back of house serves as the access area for the power, telephone and data utilities to run their conduits and place pedestals. If they will not allow their services to be placed under the pavement, the homes may need to be pushed back further from the right of way to accommodate those services, which will have major impacts on lot depth and layout, so we need to establish what the parameters are for this prior to finalizing the master plan.

Proposed Street Geometry

All intersections contain at least a 60 degree angle on cross streets.

Minimum curb radii on the streets 15', with an effective radius of 25'

Minimum street centerline radius 200'.

Minimum alley centerline radius 75'.

BUNGALOWS: The bungalows will be 1 story, 1 to 2 bedroom, 800 to 1000 sf. cottages. In order to create the unique place envisioned on the master plan, we are proposing two deviations from the standard guidelines:

- 1) Modification of the requirement to have 2 on-parcel parking spaces per home. In our last two projects (East Beach in Norfolk, and The Cavalier at the Virginia Beach oceanfront) each City recognized the unique character of these small enclaves and allowed us to provide 2 parking spaces per home in common lots adjacent to the buildings. We have shown imagery and site plans of these areas in the attached pdfs.
- 2) Fire access routes: In order to create the special character of these parcels, we are proposing that fire access routes be integrated with the golf cart path/ pedestrian access to these units. The physical fire access route would be comprised of a 20' wide section of a 5' center section of hard material (traffic rated brick pavers or concrete) flanked by a 7.5' section on either side of that of grasspave. The Virginia Beach Fire Marshall accepted this solution in 2019 through a private park on which homes did not have direct street frontage. (Similar to the homes that front a park that back up to the alley "Annamary Way" in New Town.) We are also cognizant of the 150' distance requirement from a fire access route and the furthest point of the structure in un-sprinkled buildings. We would like to discuss this concept with the Fire Marshall to ensure that all parties are comfortable with the proposed layout in order to provide the necessary life safety protection for these one story structures.

Parking for the Clubhouse/ pool

At East Beach, there is no dedicated parking lot. As it is a pedestrian oriented community, it is expected that people will walk, ride their bike or bring their golf cart to the club. Over the last 15 years this has proven to be a very workable arrangement. We are requesting to provide parking via on street parallel parking on the adjacent streets, which does not meet the requirements of the current zoning ordinance.

Location of stormwater management facilities: As civil site design has not yet begun, (we are at the master planning stage), the bmp locations shown on the master plan sketch in the attached exhibit are conceptual in both location and sizing.

Recorded easements (conservation, utility, rights-of-way, etc.); A title search has not been performed for all private easements. Based on information obtained from our consultant, AES, there are no conservation, utility or rights of way within the project boundary except for a Dominion Power easement adjacent and parallel to News Rd.

Unique natural/visual features (viewsheds, water features, wetlands, etc.); Shown in the attached exhibit, page 9.

Unique natural/visual features to be preserved (specimen trees, known archaeological sites, etc.);

We anticipate preserving the general natural/ visual features as described in the 2008 Master Plan approval with regard to the buffer paralleling News Rd, as well as the various wetland and RPA buffers which were established at that time. This buffer will be penetrated in two places- the entrance road on the western end of the site, and a secondary entrance, envisioned to be emergency ingress/ egress only, is proposed for the east end of the site, both along News Rd., in the locations approved during the 2008 review and re-zoning process.

An archaeological Phase 1 Survey was performed in 2005 by Circa Cultural Resource Management, L.L.C. which should be on file with the County but can be provided upon request. An update to this Survey has been initiated but is not available at this time. The 2005 Survey summary indicates that no archaeological sites that meet the requirements for listing on the National Historic Register of Historic Places were recorded, and recommended that no further investigations are recommended for the project tract.

List of currently binding proffers or SUP conditions;

The proffers which were approved in 2008 are attached at the end of this document as an appendix.

Location of entry signs

Shown on page 9 of the attached exhibit.

Existing topography is shown on the attached exhibit, page 9

080017656

AMENDED AND RESTATED FORD'S
COLONY PROFFERS

These AMENDED and RESTATED FORD'S COLONY PROFFERS are made this 10th day of June, 2008 by REALTEC INCORPORATED, a North Carolina corporation (together with its successors in title, the "Owner").

RECITALS

A. Owner is the developer of the Ford's Colony at Williamsburg development containing approximately 2,962 acres and which is zoned R-4, Residential Planned Community, with proffers, and subject to a Master Plan heretofore approved by James City County (the "Existing Master Plan").

B. In connection with prior Master Plan amendments, Owner has entered into and James City County has accepted Amended and Restated Ford's Colony Proffers dated as of January 6, 2005 and recorded in the Clerk's Office of the Circuit Court for the City of Williamsburg and County of James City as Instrument No. 050001465 and Richard J. Ford has entered into and James City County has accepted Richard J. Ford/Ford's Colony Proffers dated as of September 29, 1995 and recorded in the Clerk's Office of the Circuit Court for the City of Williamsburg and County of James City in James City Deed Book 757 at page 529 (together, the "Existing Proffers"). The property now subject to the Existing Proffers and Existing Master Plan is hereinafter called the "Existing Property".

C. Owner has applied to amend its Existing Master Plan to include as Section 37 of Ford's Colony a tract of land with an address of 3889 News Road, Parcel ID# 3730100004, containing approximately 180 acres, which property is more particularly described on Exhibit A (the "Additional Property") and to rezone the Additional Property from R-8 to R-4, with proffers.

Prepared by: Vernon M. Geddy, III, Esq., 1177 Jamestown Rd., Williamsburg, VA 23185 (757-220-6500)

Return to: Adam R. Kinsman, Deputy County Attorney, 101-C Mounts Bay Rd., Williamsburg, VA 23185 (757-253-6612)

D. Owner has submitted to the County a master plan entitled “Master Plan for Rezoning of The Village at Ford’s Colony at Williamsburg for Realtec Incorporated” prepared by AES Consulting Engineers dated July 20, 2007, last revised May 20, 2008 (the “Amended Master Plan”) in accordance with the County Zoning Ordinance.

E. Owner desires to offer to the County certain conditions on the development of the Property not generally applicable to land zoned R-4.

F. In consideration of the approval of the amendment of its Amended Master Plan and the rezoning, Owner desires to amend and restate the Existing Proffers as set forth below. If the requested rezoning and amendment of Owner’s Existing Master Plan is not approved by James City County, these Amended and Restated Ford's Colony Proffers shall be void and the Existing Proffers shall remain unchanged, in full force and effect.

RESTATEMENT

1. **Restatement.** The Existing Proffers are hereby restated and incorporated herein by reference and shall continue to apply only to the Existing Property.

PROFFERS APPLICABLE TO THE ADDITIONAL PROPERTY

The following proffers apply only to the Additional Property:

2. **Master Plan.** The Additional Property shall be developed generally as shown and set out on sheets 4 through 8 of the Amended Master Plan. Final plans (as defined in Section 24-279 of the Zoning Ordinance) may vary from the Amended Master Plan to the extent permitted by Section 24-279 of the Zoning Ordinance.

3. **Density.** (a) There shall be no more than 596 independent living dwelling units (“dwelling units”), 83 assisted living/memory care rooms and 60 skilled nursing beds (together, the “rooms/beds”) and two AG Beds (as defined in Proffer 22) on the Additional Property. The

terms “assisted living room” or “room” shall mean a non-medical residential room in the assisted living facility area of the continuing care retirement community licensed in accordance with Sections 63.2-1800 et seq. of the Virginia Code and Sections 22 VAC 40-72 et seq. of the Virginia Administrative Code where adults who are aged, infirm or disabled are provided personal and health care services and 24-hour supervision and assistance. Rooms must meet the standards set forth in 22 VAC 40-72-730 and 880. Typically rooms are occupied by one person. No more than two persons may occupy a room and only persons directly related by blood or marriage may occupy the same room.

(b) All dwelling units developed on the Additional Property shall be occupied by persons eighteen (18) years of age or older in accordance with applicable federal and state laws and regulations, including but not limited to: the Fair Housing Act, 42 U.S.C. 3601 et seq. and the exemption therefrom provided by 42 U.S.C. 3607(b)(2)(C) regarding discrimination based on familial status; the Housing for Older Persons Act of 1995, 46 U.S.C. 3601 et seq.; the Virginia Fair Housing Law Va. Code 36-96.1 et seq.; any regulations adopted pursuant to the foregoing; any judicial decisions arising thereunder; any exemptions and/or qualifications thereunder; and any amendments to the foregoing as now or may hereafter exist. Specific provisions of the age restriction described above and provisions for enforcement of same shall be set forth in a recorded document which shall be subject to the review and approval of the County Attorney prior to issuance of the first building permit for dwelling units on the Additional Property.

(c) Any accessory commercial uses located on the Additional Property, such as bank offices, beauty salons and barbershops, shall be located and designed to serve residents of the Additional Property as verified by the Director of Planning.

4. Water Conservation. (a) The Owner shall be responsible for developing water

conservation standards to be submitted to and approved by the James City Service Authority ("JCSA") and subsequently for enforcing these standards. The standards shall address such water conservation measures as limitations on the installation and use of irrigation systems and irrigation wells, the use of drought resistant native and other adopted low water use landscaping materials and warm season turf on common areas in areas with appropriate growing conditions for such turf and the use of water conserving fixtures and appliances to promote water conservation and minimize the use of public water resources. The standards shall be approved by the JCSA prior to final subdivision or site plan approval.

(b) If the Owner desires to have outdoor watering of the Additional Property it shall provide water for irrigation utilizing surface water collection from the surface water ponds ("Impoundments") or other collection devices such as cisterns or rain barrels ("Collection Devices"). In the design phase, the Owner and design engineer shall take into consideration the design of stormwater systems that can be used to collect stormwater for outdoor water use for the development. In no circumstance shall the JCSA public water supply be used for irrigation purposes, except as otherwise provided by this condition. If the Owner demonstrates to the satisfaction and approval of the General Manager of JCSA through drainage area studies and irrigation water budgets that the Impoundments and Collection Devices cannot provide sufficient water for all irrigation, the General Manager of the JCSA may, in writing, approve a shallow (less than 100 feet) irrigation well to supplement the water provided by the Impoundments and the Collection Devices.

5. Contributions for Community Impacts. (a) A contribution of \$1,000 for each dwelling unit on the Additional Property shall be made to the County for fire, police or emergency services, library uses, and other public facilities, uses or infrastructure.

(b) A contribution of \$250.00 for each room/bed (excluding the AG Beds) on the Additional Property shall be made to the County for fire, police or emergency services uses.

(c) A contribution of \$870.00 for each dwelling unit and \$435.00 for each room/bed on the Additional Property shall be made to the JCSA for water system improvements.

(d) A one-time cash contribution in the amount of \$36,000.00 shall be made to the County prior to the County being obligated to issue any certificates of occupancy for dwelling units/rooms/beds on the Additional Property for off-site improvements at the News Road/Monticello Avenue intersection and in the Monticello Avenue corridor.

(e) A contribution of \$750.00 for each dwelling unit on the Additional Property, subject to a credit for the costs of engineering and construction related to the improvements proffered by Owner in Section 6(b) calculated as set forth below, shall be made to the County for improvements to the News Road/Powhatan Secondary intersection, flood control measures where News Road crosses Cold Spring swamp, improvements at the News Road/Centerville Road intersection and other off-site road improvements in the News Road corridor. Owner shall receive a credit in an amount equal to its actual costs of the engineering and construction of the improvements proffered by Owner in Section 6(b) against the initial per unit contributions proffered under paragraph (d) of this Section (the "Credit Amount"). If construction of such improvements is not complete at the time the initial per unit contributions are due under paragraph (e) of this Section, the Credit Amount shall equal an engineer's estimate of such costs submitted by the Owner and approved by the Director of Planning. The Credit Amount divided by \$750.00 is the number of dwelling units for which the Credit Amount offsets the cash contribution otherwise due and payable. After application of the Credit Amount, the \$750.00 per dwelling unit cash contribution shall be payable on all subsequent dwelling units on the

Additional Property. Owner shall provide the County with copies of invoices and other supporting documentation of the costs of the improvements. If the Credit Amount is based on an agreed upon costs estimate, it shall be adjusted to equal the final actual costs of engineering and construction ("Actual Costs"). If the Credit Amount is more than the Actual Costs, Owner shall pay to the County an amount equal to the difference. If the Credit Amount is less than the Actual Costs, Owner shall receive an additional credit equal to the difference between the Actual Costs and the Credit Amount at the time the next cash contributions are due this paragraph.

(f) The contributions described above in paragraphs (a), (b), (c) and (e) shall be payable for each dwelling unit or room/bed, as applicable, on the Additional Property at the time of final subdivision or site plan approval for the residential unit or non-residential building unless the County adopts a policy calling for the payment of cash proffers at a later time in the development process, in which case the contributions described in paragraphs (a), (b), (c) and (e) above shall be payable at the time specified in the policy. In the event dwelling units, such as townhouse units, require both a site plan and subdivision plat, the contributions described above shall be paid at the time of final subdivision plat approval.

(g) A one-time cash contribution shall be made to JCSA in the amount of \$60,000.00 prior to the County being obligated to issue any certificates of occupancy for dwelling units/rooms/beds on the Additional Property for use by JCSA for off-site sewer improvements.

(h) The per unit/room/bed contribution amounts shall consist of the amounts set forth in the above paragraphs plus any adjustments included in the Marshall and Swift Building Costs Index (the "Index") from 2008 to the year a payment is made if payments are made after on or after January 1, 2009. In no event shall the per unit/room/bed contribution be adjusted to a sum less than the amounts set forth in the preceding paragraphs of this Section. In the event that the

Index is not available, a reliable government or other independent publication evaluating information heretofore used in determining the Index (approved in advance by the County Manager of Financial Management Services) shall be relied upon in establishing an inflationary factor for purposes of increasing the per unit/room/bed contribution to approximate the rate of annual inflation in the County.

6. Entrances; Traffic Improvements. (a) At the main entrance into the Additional Property at the intersection of News Road and Firestone Drive, an exclusive left-turn lane from westbound News Road into the Additional Property and an exclusive right-turn lane, including a shoulder bike lane, from eastbound News Road into the Additional Property shall be constructed. A shoulder bike lane along the Additional Property's News Road frontage shall be constructed. The existing southbound left turn lane on Firestone Drive at News Road will be restriped to a shared left and through lane.

(b) Prior to the County issuing final approval on any site or subdivision plan for any dwelling units/rooms/beds on the Additional Property, Owner shall submit plans to the County and Virginia Department of Transportation ("VDOT") for the installation of an exclusive left-turn lane on westbound News Road at the intersection with Powhatan Secondary. Owner will complete construction of the left-turn lane within twelve months of County and VDOT approvals to construct this exclusive left-turn lane. Owner is not responsible for road right of way acquisition or landscape/screening other than stabilization of disturbed soils. The County may elect to accept the cash equivalent contribution outlined in Proffer 5(d), (with any adjustments as may be appropriate as provided for in Proffer 5(g)), in lieu of construction of the turn lane by the Owner, in the event that acquisition of any needed right-of-way proves to be prohibitive. In the event that VDOT constructs this turn lane as part of its Six Year Secondary Road Plan, the

County may elect to divert some or all of the cash equivalent contribution to other road projects in the News Road Corridor, at the News Road/Monticello Avenue intersection, or in the western Monticello Avenue Corridor. Owner shall install or pay for the installation of a traffic signal at the intersection of News Road with Powhatan Secondary at such time as VDOT traffic signal warrants are met and VDOT has approved the installation of such a traffic signal.

(c) The improvements proffered hereby shall be constructed in accordance with VDOT standards. The improvements listed in paragraph (a) shall be completed or all required permits and plans for such approvals shall have been approved by all necessary governmental agencies and their completion bonded in form satisfactory to the County Attorney prior to the issuance of any certificates of occupancy for any building on the Additional Property.

(d) The second entrance to the Additional Property shall be located in the general location shown on the Master Plan and shall be limited by gate to emergency access only unless and until turn lanes approved by VDOT at this entrance have been installed.

(e) Owner shall convey free of charge to VDOT any right of way from the Additional Property necessary for the widening or realignment of News Road within 60 days of a written request for such conveyance together with final plans for the widening or realignment.

(f) Owner shall conduct traffic counts at its entrances prior to the County being obligated to issue certificates of occupancy for more than 247 dwelling units/rooms/beds on the Additional Property and again prior to the County being obligated to issue certificates of occupancy for more than 494 dwelling units/rooms/beds on the Additional Property. If these counts show a trip generation from the Additional Property more than 10% higher than the trip generation projected by the News Road Corridor Traffic Forecast and Analysis dated April 4, 2008 prepared by DRW Consultants, LLC filed with the rezoning application and on file with the Planning Division,

Owner shall submit an updated traffic impact study, including a listing of any entrance or turn lane improvements necessary to accommodate the increased traffic and the appropriate trigger for their construction, for review and approval by the County and VDOT. Owner shall install the necessary improvements, including any warranted traffic signal, as approved by the County and VDOT at the time recommended in the updated approved traffic study.

7. **Archaeology.** A Phase I Archaeological Study for the entire Additional Property shall be submitted to the Director of Planning for review and approval prior to land disturbance. A treatment plan shall be submitted and approved by the Director of Planning for all sites in the Phase I study that are recommended for a Phase II evaluation and/or identified as eligible for inclusion on the National Register of Historic Places. If a Phase II study is undertaken, such a study shall be approved by the Director of Planning and a treatment plan for said sites shall be submitted to, and approved by, the Director of Planning for sites that are determined to be eligible for inclusion on the National Register of Historic Places and/or those sites that require a Phase III study. If in the Phase III study, a site is determined eligible for nomination to the National Register of Historic Places and said site is to be preserved in place, the treatment plan shall include nomination of the site to the National Register of Historic Places. If a Phase III study is undertaken for said sites, such studies shall be approved by the Director of Planning prior to land disturbance within the study areas. All Phase I, Phase II, and Phase III studies shall meet the Virginia Department of Historic Resources' *Guidelines for Preparing Archaeological Resource Management Reports* and the Secretary of the Interior's *Standards and Guidelines for Archaeological Documentation*, as applicable, and shall be conducted under the supervision of a qualified archaeologist who meets the qualifications set forth in the Secretary of the Interior's *Professional Qualification Standards*. All approved treatment plans shall be incorporated into

the plan of development for the Additional Property and the clearing, grading or construction activities thereon.

8. Off-Site Sewer Easements. Upon the request of JCSA, Owner shall grant JCSA utility easements over, across and under the portion of the Additional Property along Powhatan Creek to permit future connections from the gravity sewer on the Additional Property to Tax Parcel 3640100007. The location of the easement shall be determined during the site plan approval process. The easements shall be recorded prior to JCSA issuing a Certificate to Construct.

9. Sustainable Building. The project shall be designed and constructed to obtain at least 200 points under the EarthCraft House Virginia, EarthCraft Multi-Family program certification process and a copy of the project worksheet shall be provided to the Director of Planning prior to the issuance of a certificate of occupancy for buildings in the phase in question.

10. Master Stormwater Management Plan. (a) Owner shall submit to the County a master stormwater management plan for the Additional Property consistent with the Master Stormwater Conceptual Plan prepared by AES Consulting Engineers dated July 20, 2007, last revised April 14, 2008 ("Stormwater Plan") and included in the Master Plan set submitted herewith and on file with the County, including facilities and measures necessary to meet the County's general stormwater management system requirements and the special stormwater criteria applicable in the Powhatan Creek watershed ("SSC") and, in addition, including features and measures over and above those necessary to meet the general requirements and SSC requirements and which will provide at least an additional five SSC credits, which shall include, without limitation, the features and measures listed on the Stormwater Plan subject to the criteria and conditions set forth on the Stormwater Plan. The master stormwater plan shall be approved

by the Environmental Director or his designee prior to the submission of any development plans for the Additional Property. The master stormwater management plan may be revised and/or updated during the development of the Additional Property based on on-site conditions discovered in the field with the prior approval of the Environmental Division. The approved master stormwater management plan, as revised and/or updated, shall be implemented in all development plans for the Additional Property.

(b) Prior to final site plan approval of the first site plan on the Additional Property, Owner shall submit a stream monitoring plan to the Environmental Division for their review and approval including a baseline assessment of the existing condition of the stream segments delineated on sheet 7 of the Master Plan and providing for annual monitoring beginning upon the date of the issuance of the first certificate of occupancy for a building on the Additional Property and continuing for a period of ten years from that date of the geomorphology of such stream segments. If such monitoring indicates the presence of new erosion not shown in the baseline assessment, Owner shall install additional upstream run-off control measures to prevent further erosion as approved by the Environmental Division.

(c) The warehouse building constructed in the area shown on the Master Plan as "Maintenance Area" shall be constructed using "green roof" technology. "Green roof" is defined as a roof which includes vegetation planted in soil or another growing medium spread over a waterproof membrane and may include drainage and/or irrigation systems.

11. **Nutrient Management Plan.** The Owner shall be responsible for contacting an agent of the Virginia Cooperative Extension Office ("VCEO") or, if a VCEO agent is unavailable, a soil scientist licensed in the Commonwealth of Virginia, an agent of the Soil and Water Conservation District or other qualified professional to conduct soil tests and to develop,

based upon the results of the soil tests, customized nutrient management plans (the “Plans”) for all common areas within the Additional Property shown on site plans for the Additional Property. The Plans shall be submitted to the County’s Environmental Director for his review and approval prior to the issuance of the any certificates of occupancy for units/rooms/beds shown on the site plan. Upon approval, the Owner shall be responsible for ensuring that any nutrients applied to common areas be applied in strict accordance with the Plan.

12. Private Streets. All streets and alleys on the Additional Property shall be private and shall be maintained by the Owner.

13. Lighting. All light poles on the Additional Property shall not exceed 30 feet in height. All external lights on the Additional Property shall be recessed fixtures with no globe, bulb or lens extending below the casing or otherwise unshielded by the case so that the light source is visible from the side of the fixture. No light spillage defined as 0.1 footcandle or higher shall extend outside the property lines of the Additional Property unless otherwise approved by the Director of Planning. Owner shall submit a lighting plan to the Director of Planning for review and approval for consistency with this Proffer prior to final site plan approval.

14. Greenway Trail. Subject to the issuance of all required permits by the County and other agencies as may be needed, Owner shall construct a trail with a minimum eight foot wide travel path with a mulch or other natural surface (which will be open to the general public during daylight hours only), including necessary bridges, if any, generally in the location shown on the Master Plan. In addition, Owner shall grant the County an easement eight feet in width from the centerline of the trail as constructed for public access as described above and the maintenance and improvement of the trail by the County. The exact location of the trail and

greenway easement may be varied with the prior written approval of the Environmental Division. The trail shall be constructed within twelve months of the issuance of necessary permits by the County and other agencies as may be needed.

15. Natural Resources. A natural resource inventory of suitable habitats for S1, S2, S3, G1, G2, or G3 resources as defined in the County's Natural Resources Policy on the Additional Property shall be submitted to the Director of Planning for his/her review and approval prior to the submittal of any development plans for the Additional Property. If the inventory confirms that a natural heritage resource exists, a conservation management plan shall be submitted to and approved by the Director of Planning for the affected area. All inventories and conservation management plans shall meet the Virginia Department of Conservation and Recreation's Division of Natural Resources ("DCR/DNH") standards for preparing such plans, and shall be conducted under the supervision of a qualified biologist as determined by the DCR/DNH or the United States Fish and Wildlife Service. All approved conservation management plans shall be incorporated into the plan of development for the site, and the clearing, grading or construction activities thereon, to the maximum extent possible. Upon approval by the Director of Planning, a mitigation plan may substitute for the incorporation of the conservation management plan into the plan of development for the site. This proffer shall be interpreted in accordance with the County's Natural Resources Policy adopted by the County on July 27, 1999.

16. Public Transit. Owner shall install a bus stop and shelter on News Road adjacent to the main entrance into the Additional Property, with the exact location being subject to the approval of Williamsburg Area Transit ("WAT"), or any successor entity to WAT as may become appropriate. The bus stop shall be installed upon the request of WAT at such time as

WAT provides bus service along News Road to the Additional Property.

17. **Ford's Colony at Williamsburg Homeowners Association.** Owner shall not subject the Additional Property to the Declaration of Protective Covenants, Section II, Ford's Colony at Williamsburg, dated April 2, 1985 ("DPC") or the Bylaws of the Ford's Colony Homeowners Association ("FCHOA"), as amended from time to time ("Bylaws") nor shall owners or residents of units, lots or parcels on the Additional Property be "Owner(s)" as such term is defined in the DPC or the Bylaws or be Members (as defined in the DPC) of the FCHOA.

18. **Recreation.** Owner will provide recreational and social facilities and programs appropriate for residents of a continuing care retirement community, which includes senior adult housing, assisted living beds, and nursing beds, as determined by Owner and generally as described below and in the general locations shown on the Master Plan. Facilities will be both indoor and outdoor and will be managed and maintained on a year round basis by Owner. Hard surface and soft surface trails and sidewalks will be installed for walking and bicycling and shown on the site plan for each phase of the development. The phase one construction shall include an outdoor pool and areas designated for lawn games, and accessible gardens. The phase one main CCRC building will contain terraces and covered porch areas that will be programmed for community social events such as cookouts and concerts and will have benches and chairs to be used during non-programmed time. The phase one main CCRC building will contain a comprehensive wellness center and pool for aerobic and strength conditioning, physical therapy, swimming and water aerobics, rooms for dining, formal lounges and bar, activities such as arts and crafts and woodworking, convenience shopping, health, beauty and other spa features, and a chapel. A multi-purpose facility will be built in conjunction with phase one for social and educational programming with a capacity of approximately 400 people. A private transportation

system will be employed to transport groups to Williamsburg area entertainment venues and shopping. All residents shall have full access to all indoor and outdoor facilities and programming. The dedicated assisted living buildings and skilled nursing care building will feature health care-related exercise areas and indoor and outdoor respite areas.

Associated Functions:

Building A: Lobby, Main Hall, Front Desk, Work Room, Mail Room, Administration, Sales, Security, Living Room, Community Center/Chapel, Library, Card Room, Terrace Room, Deli, Dining Room, Kitchen, Game Room, Crafts, Shop, Movie Auditorium, Bank, Toilets, Beauty/Barber, Business, Wellness/Spa, Pool, Staff Support, Maintenance, Housekeeping, Mechanical, Loading Dock, Receiving and Training

Building B: Lobby, Main Hall, Front Desk, Work Room, Mail Room, Administration, Sales, Security, Living Room, Community Center/Chapel, Library, Card Room, Terrace Room, Deli, Dining Room, Kitchen, Game Room, Crafts, Shop, Movie Auditorium, Bank, Toilets, Beauty/Barber, Business, Wellness/Spa, Pool, Staff Support, Maintenance, Housekeeping, Mechanical, Loading Dock, Receiving and Training, Service

Building C: main community meeting & multi-purpose, terrace, parking

Building D: spa, beauty/barber, arts/crafts, & chapel

19. Cold Spring Swamp Drainage Analysis. Prior to the County being obligated to grant final approval of the first site plan for development on the Additional Property, Owner shall cause a duly licensed professional engineer to prepare and submit to the County an analysis of the Cold Spring swamp drainage basin assuming full development in the drainage basin, subject to the review and approval of the County's Environmental Division Director, evaluating the adequacy of the existing culverts under News Road for use by the County in determining whether or not improvements to the culverts are necessary for flood control purposes.

20. Height Restrictions. No building on the Additional Property shall exceed 60 feet in height (with building height as defined in Section 24-2 of the County Zoning Ordinance) nor have more than four stories above grade. Building P as designated on the Master Plan shall not

exceed 106 feet above sea level (or 38 feet above finished grade) in height (with building height as defined in Section 24-2 of the County Zoning Ordinance). The buildings shown on the Master Plan as Duplexes shall not contain more than one and one-half stories. Building A shall not contain more than three stories or exceed 50 feet above finished grade in height (with building height as defined in Section 24-2 of the County Zoning Ordinance). Building Q shall not contain more than two stories. The buildings shown on the Master Plan as Maintenance, Transportation and Warehouse shall not contain more than two stories.

21. Building P. All mechanical equipment and vehicular entrances to underground parking for Building P shall be located on the sides of the building. All mechanical equipment serving Building P shall be screened for sound attenuation purposes by solid walls approved by the Director of Planning. Owner shall install evergreen trees behind Building P pursuant to a landscape plan approved by the Development Review Committee in the site plan review process in order to provide additional screening of the basement level of Building P from the Monticello Woods subdivision.

22. Social Services. Owner shall reserve two assisted living beds ("AG Beds") in Phase 2 of the project for individuals receiving auxiliary grants under the Auxiliary Grant Program (the "Program") administered by the Virginia Department of Social Services and shall participate in the Program with respect to the AG Beds. Such individuals must meet applicable Program eligibility criteria as determined by the County Department of Social Services and are subject to all admission and discharge criteria of the facility other than ability to pay for services and all other generally applicable rules and regulations of the facility.

WITNESS the following signatures and seals:

REALTEC INCORPORATED

By: [Signature]
Title: VICE PRESIDENT

STATE OF VIRGINIA
CITY/COUNTY OF James City to-wit:

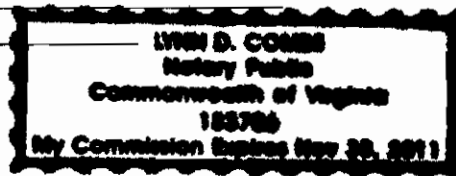
The foregoing instrument was acknowledged before me this 30th day of

June, 2008 by Drew Mulhare, Vice President of REALTEC
INCORPORATED, a North Carolina corporation, on behalf of the corporation.

[Signature]
NOTARY PUBLIC

My commission expires: _____

Registration No.: _____



Additional Property Description

PARCEL A

PARCEL A

All of that certain piece or parcel of land, lying and being in Jamestown District, James City County, Virginia, known as Hockaday, containing one hundred forty-seven and one-half (147-1/2) acres, more or less, bounded on the East, South and West by the land of the Shaw Land & Timber Co., known as the Pyle tract, the land of J. A. Barnes and Powhatan Swamp, and on the North by the land of Now Brothers.

PARCEL B

All of that certain piece or parcel of land situate in Jamestown District, James City County, Virginia, containing fifty five and two fifths (55-2/5) acres, more or less, and known as Cypress Swamp, and adjoining the lands of William Marlin's estate on the East, Greenspring on the South and Thomas N. Ratcliffe on the West and D. S. Jones on the North.

LESS AND EXCEPT that property conveyed to the Commonwealth of Virginia by Order Confirming Commissioner's Report, entered February 20, 1974, in the Circuit Court for the City of Williamsburg and County of James City, Virginia, and recorded in the Office of the Clerk of Court of such Court in James City County Deed Book 150, at Page 420, containing 3.74 acres, more or less, confirming that certain Certificate Number C-21570, filed by State Highway Commissioner of Virginia against the Heirs at Law of John G. Warburton, dated May 24, 1972, and recorded June 12, 1972, in the aforesaid Clerk's Office in James City County Deed Book 137, at Page 213, and SUBJECT TO the easements conveyed to the Commonwealth of Virginia in such Order and such Certificate.

The property herein conveyed, commonly known as the "Hockaday-Cypress Tract," is further described in its entirety on that certain plat of survey, entitled "BOUNDARY SURVEY OF A PORTION OF THE JOHN G. WARBURTON ESTATE, KNOWN AS THE HOCKADAY-CYPRESS TRACT," made by V. Monroe Mallory, of Dillard & Mallory, P.C., Certified Land Surveyors, Tappahannock, Virginia, dated October 25, 2001, recorded November 7, 2001, in the aforesaid Clerk's Office in James City County Plat Book 83, at Page 82, to which plat reference is made for a more complete description of such property.

Being a portion of the same property conveyed to John G. Warburton by Deed from C. H. Matthews and Mary Matthews, his wife, dated April 22, 1925, and recorded April 27, 1925, in the aforesaid Clerk's Office in James City County Deed Book 22, at Page 76, and by Deed from C. C. Hall and Beulah B. Hall, his wife, and T. C. Hall and Elsie G. Hall, his wife, dated March 18, 1952, and recorded April 3, 1952, in the aforesaid Clerk's Office in James City County Deed Book 47, at Page 183, the aforesaid John G. Warburton, having departed this life on October 15, 1988, and by his Last Will and Testament, dated February 3, 1984, and duly probated and recorded in the aforesaid Clerk's Office in City of Williamsburg Will Book 11, at Page 393, and duly recorded in the James City County probate records in Will File Number 374, devised such property to his daughters, Martha W. McMurren, and Sue Gregory Warburton Redd, subject to a life estate devised to Sarah Warburton, widow of John G. Warburton, who thereafter departed this life on September 25, 1991 (and whose Last Will and Testament, dated July 30, 1984, was duly probated and duly recorded in the aforesaid Clerk's Office in City of Williamsburg Will Book 45, at Page 18, and duly recorded in the James City County probate records in Will File Number 3234), leaving Martha W. McMurren and Sue Gregory Warburton Redd as the sole fee simple owners of such property, the said Sue Gregory Warburton Redd having conveyed her undivided one-half interest in and to such property to SWR-Hockaday, LLC, by Deed of Gift, dated February 24, 2003, and recorded March 3, 2003, in the aforesaid Clerk's Office as James City County Instrument Number 030006334, and by Deed of Correction, dated February 15, 2005, and recorded March 2, 2005, in the aforesaid Clerk's Office as James City County Instrument Number 050004430 and being the same property conveyed to Realtec, Incorporated, a North Carolina corporation, by Deed dated August 6, 2007, from Martha Warburton McMurren, widow and SWR-Hockaday, LLC, a Georgia limited liability company, and recorded in the said Clerk's Office as Instrument Number 070024542.

VIRGINIA: CITY OF WILLIAMSBURG & COUNTY OF JAMES CITY
This document was admitted to record on 16 July 08
at 2:47 AM/PM. The taxes imposed by Virginia Code
Section 58.1-801, 58.1-802 & 58.1-814 have been paid.
STATE TAX LOCAL TAX ADDITIONAL TAX

\$ _____ \$ _____ \$ _____
TESTE: BETSY B. WOOLRIDGE, CLERK
BY Betsy B. Woolridge Clerk



Frye Properties

Initial Home Types and Specific Conditions to Examine

Ford's Bluff

February 28, 2020

Proposed Home Types



FORD'S BLUFF

B. MASTER PLAN PROGRAM

Lot Types	Lot Count
SF Single Family	53
V Village / 2-story Bungalow	38
C Cottage	22
B Bungalow	23
DT Detached Townhouse	11
TH Townhouse	30
ML Mews Large	13
MS Mews Small	18
M Manor House (6-plex)	6
Gatehouse ("Drive-through")	1
Total Lots	215

Other

O One-story rental Townhouses (6 units)
CCRC
Civic Building
Park-under Unit



<i>Attached/ Detached</i>	Specific Lot Type	Typical Size, sf
<i>Attached</i>	Manor Home/ Multifamily	1000
<i>Attached</i>	Mews - Small (Behind Villas)	1368
<i>Attached</i>	Mews - Large (COURTYARD TUCK UNDERS)	1971
<i>Attached</i>	Townhomes	2800
<i>Attached</i>	Drive Thru Apartment	1200
<i>Detached</i>	Bungalows	956
<i>Detached</i>	Village House 2-story Bungalow	1760
<i>Detached</i>	Cottage - Detached garage	2275
<i>Detached</i>	Detached townhouse (blank wall on one side)	2200
<i>Detached</i>	Single Family - general	2500

Proposed Home Types



Manor Home
4 to 6 Apartments per building





Mews Housing (Attached)
1250-1350 sf





Courtyard Tuck Unders
1300-1700 SF



Townhomes
2600-2900 sf





Bungalows
800 -1000 sf





Village House-
2 Story Bungalows
1400-1900 sf





Cottage detached Garage
1800-2400 sf





Detached Townhomes
(blank wall one side)
2200-2400 sf





Single Family Homes
2200-3000 sf





Specific Areas for Discussion



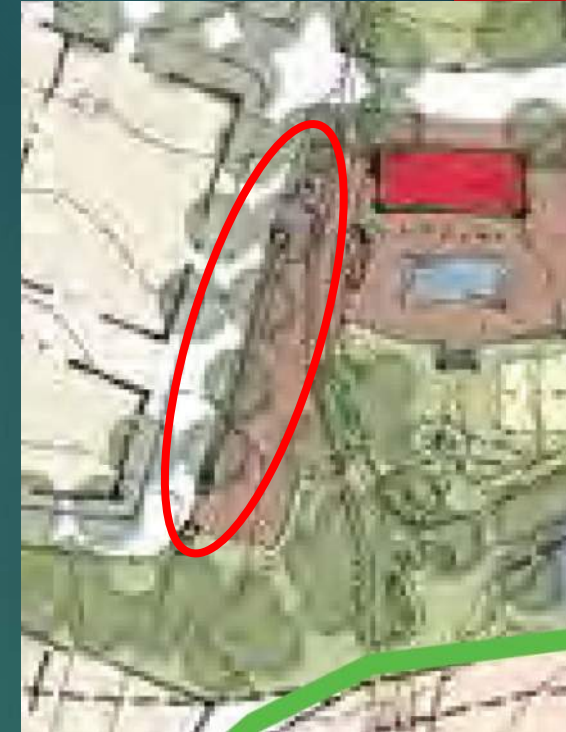
Bungalows-

- (1) – fire access- 150' max. length fire lane. Grass-pave & hardscape
- (2) off-site parking considerations like approved at the Cavalier



Bungalow Ct. At East Beach
(Approved Site Plan, sitework
underway) showing 10 houses
with 20 parking spaces adjacent
to the parcels but not on the lots.





Clubhouse

(1) Pull In or parallel parking on Private Street.
Can it be counted towards commercial parking?



Clubhouse

(2) Colonnade at Sidewalk-
forms visual terminus on main street



Clubhouse

(2) Colonnade at Sidewalk-
forms visual terminus on main street.

Can we
adjust right of way line closer to back of curb
create this look?



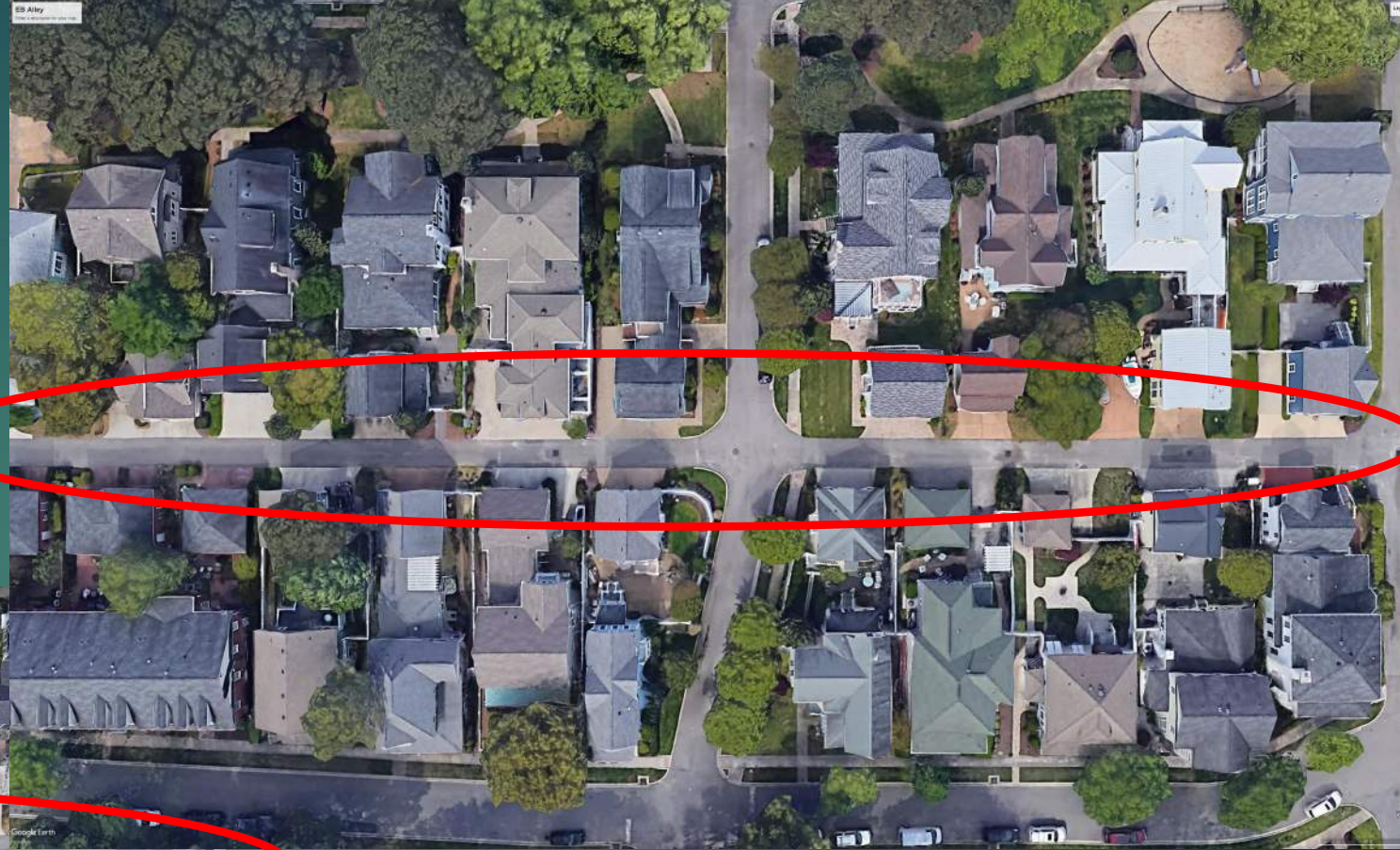
Undesirable- 18' pavement width, deep setbacks create unsafe higher vehicular speeds, and visually depressing.

Alley Cross Sections



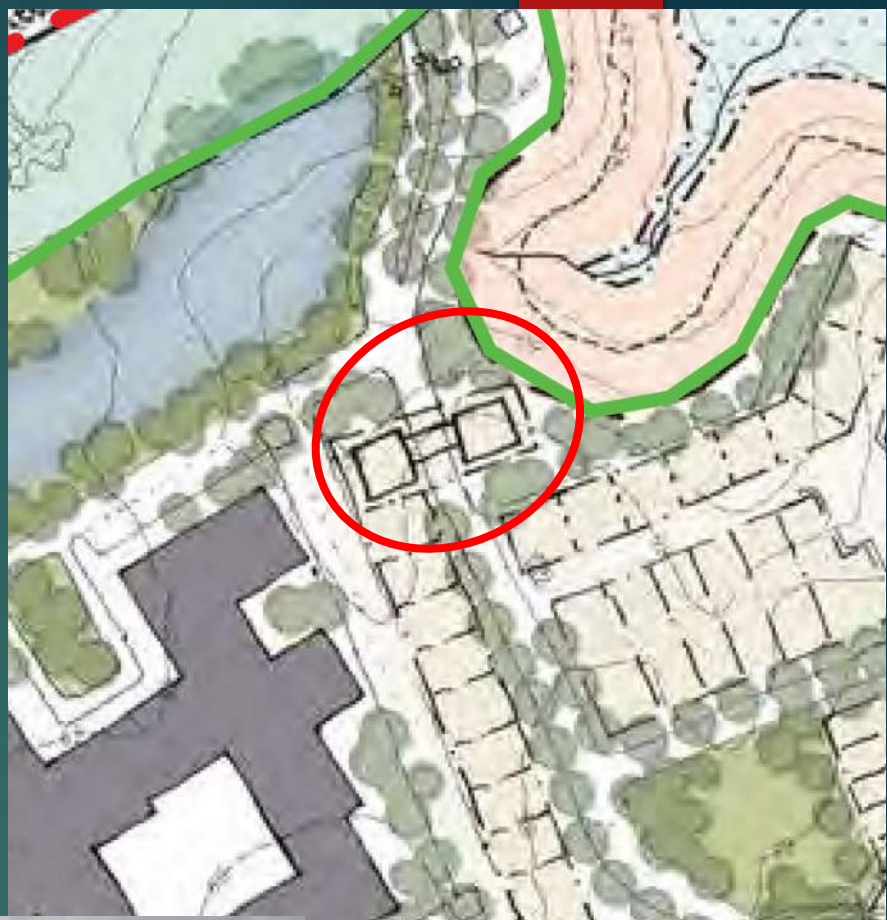
Desired alley condition- narrow house to house distance to keep speeds low

East Beach Alley, 24th Bay St.



East Beach Alley- 25th Bay St.

Alley Cross Sections- nominal pavement width is 12', but average 60% of longitudinal length actually 30' wide.



Drive Under Gateway Apartment

Located over Private street

(would not be gated per the drawing above)





Frye Properties

Placemaking Imagery

Ford's Bluff

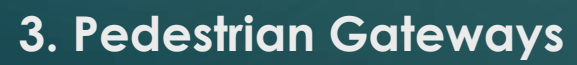
February 19, 2020



2. Walled Courtyard/ Townhouses (2 of 2)

(photo at right shown for form, not the architecture)



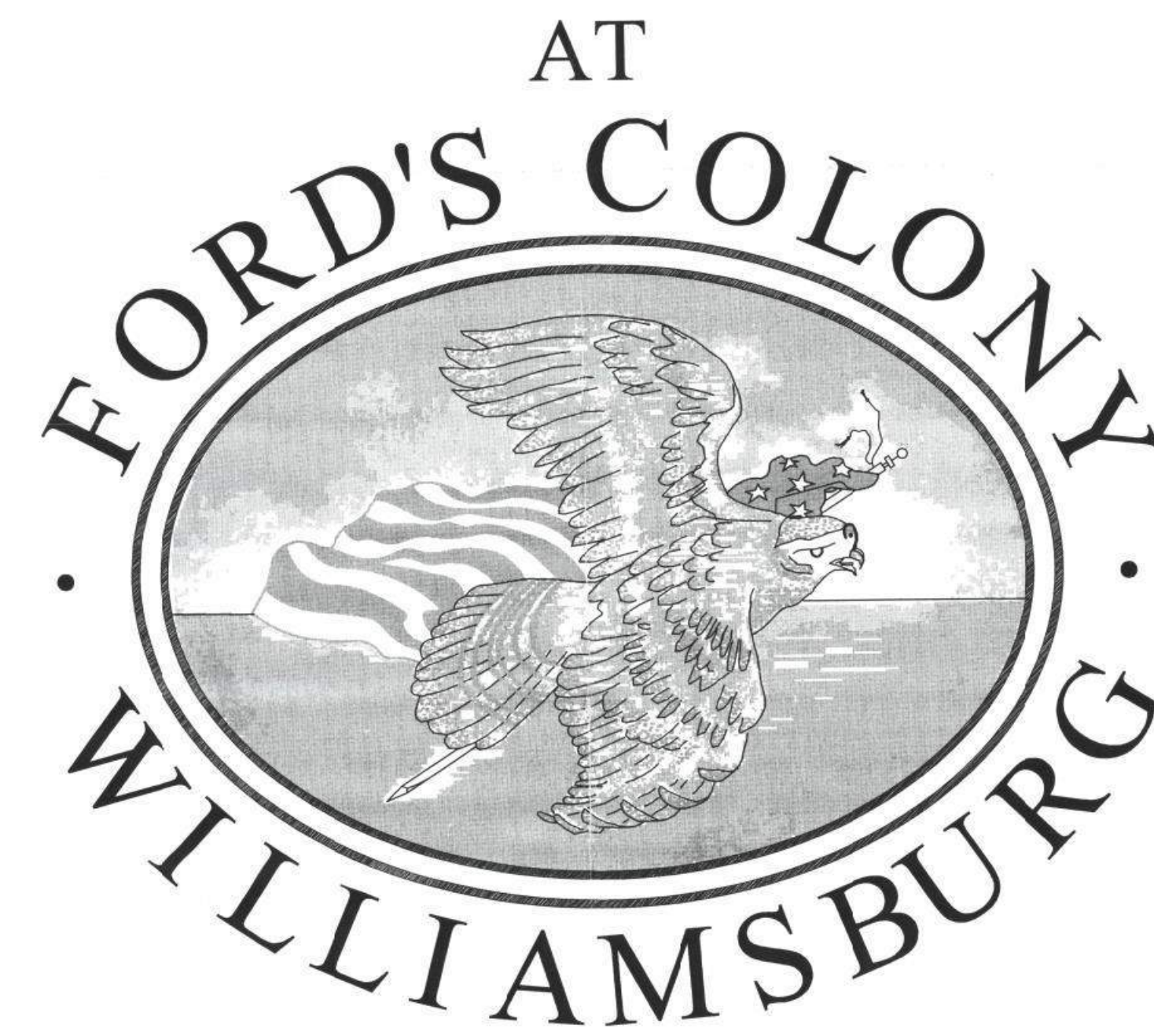




4. Colonnade for Event Space



MASTER PLAN FOR REZONING OF THE VILLAGE



FOR

REALTEC INCORPORATED

PROJECT TEAM

DEVELOPER: REALTEC INCORPORATED

LAND PLANNING: EDWARDS ASSOCIATES ARCHITECTS
MCBRIDE HESS DESIGN GROUP P.A.

ENVIRONMENTAL: CAHILL ASSOCIATES
KOONTZ-BRYANT, P.C.
KERR ENVIRONMENTAL SERVICES CORPORATION

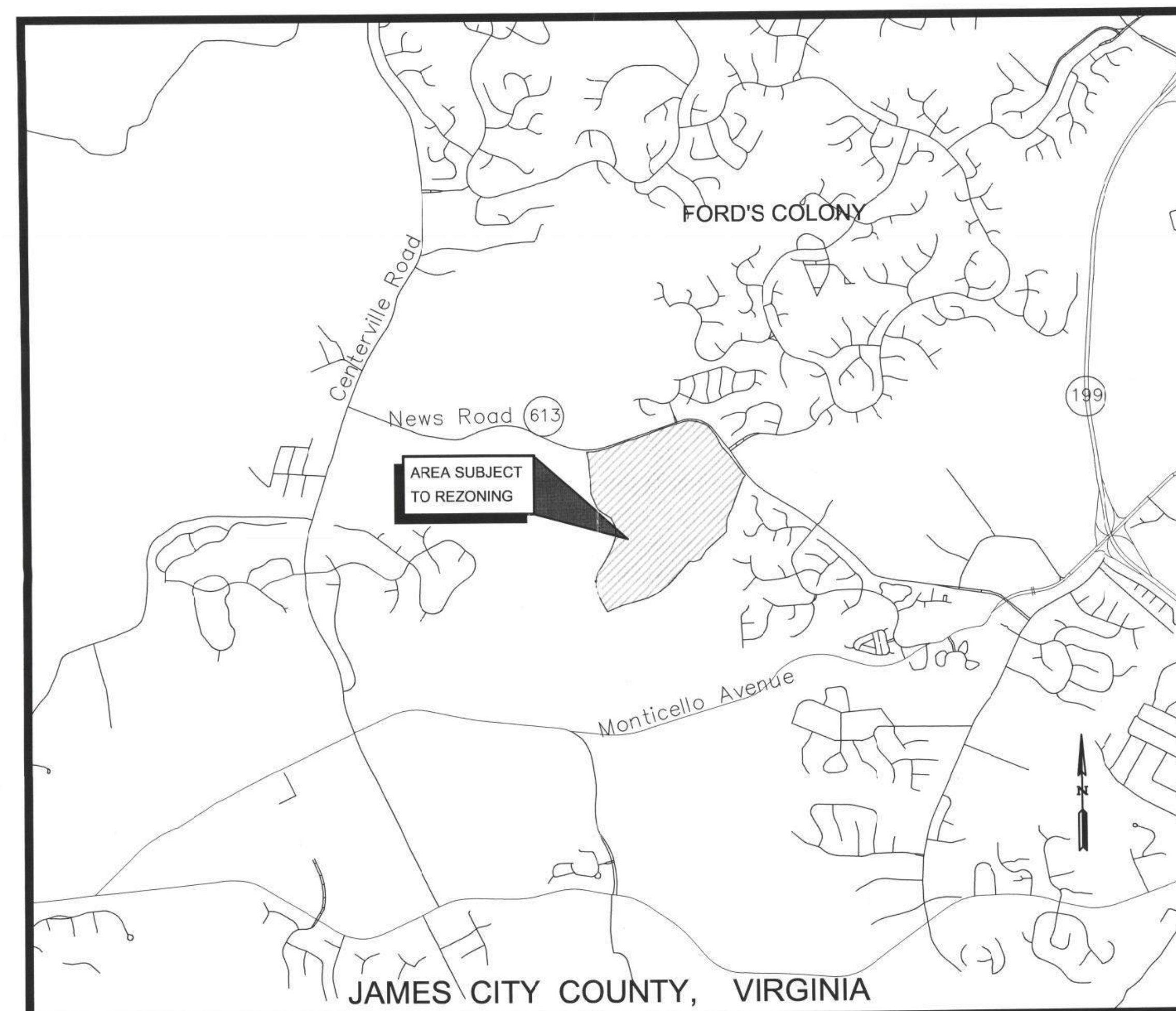
TRAFFIC: DRW & ASSOCIATES

CIVIL CONSULTING: AES CONSULTING ENGINEERS

INDEX OF SHEETS

1	COVER SHEET
2	2008 FORD'S COLONY MASTER PLAN
3	ENVIRONMENTAL INVENTORY
4	SECTION 37 LAND-USE MASTER PLAN
5	BINDING MASTER PLAN
6	MASTER UTILITY PLAN
7	MASTER STORMWATER MANAGEMENT PLAN
8	GRADING PLAN

NOTE: THIS PROJECT LIES WITHIN THE POWHATAN CREEK WATERSHED OF THE JAMES RIVER. THE EASTERN HALF OF THE PROPERTY IS PART OF POWHATAN CREEK SUBWATERSHED 209 (COLD SPRING SWAMP) AND THE WESTERN HALF IS PART OF THE NON-TIDAL POWHATAN CREEK MAINSTEM.



VICINITY MAP

(APPROX. SCALE 1"=2000')

ORIGINALLY SUBMITTED: JULY 20, 2007

RESUBMITTED: APRIL 14, 2008

RESUBMITTED: MAY 20, 2008

JCC CASE # Z-0008-2007 / MP-0006-2007



CONSULTING ENGINEERS

WILLIAMSBURG • RICHMOND • GLOUCESTER

5248 Olde Towne Road, Suite 1 • Williamsburg, Virginia 23188
(757) 253-0040 • Fax (757) 220-8994



Cahill Associates
ENVIRONMENTAL CONSULTANTS

Master Plan for Rezoning -
The Village at Ford's Colony
JCC CASE # Z-0008-2007 /
MP-0006-2007
AES Project # 5652-22

FINAL VERSION
OF CCRC MASTER
PLAN



MP-0006-2007 / Z-0008-2007

Edwards
Associates
architects



NON RESIDENTIAL AMENITY AND SERVICE SITES

100 HOTEL CONDOMINIUMS, EXECUTIVE MEETING FACILITIES AND GOLF ACADEMY	4.71 AC.
GOLF CLUB AND PRO SHOP	5.05 AC.
INFORMATION AND SALES CENTER	1.81 AC.
ADMINISTRATIVE BUILDING	3.50 AC.
PUBLIC SERVICE AREA *	28.05 AC.
GOLF MAINTENANCE	3.90 AC.
COMMUNITY CLUB	7.72 AC.
PROJECT MAINTENANCE	10.59 AC.
DRIVING RANGE/CART STORAGE	10.34 AC.
ADDITIONAL RECREATION AREA	6.36 AC.
ADDITIONAL PUBLIC SERVICE AREA	6.76 AC.
CONTINUING CARE RETIREMENT COMMUNITY (CCRC)	180.7 AC.
TOTAL	289.49 AC.

* NOTE: 1.21 AC. PORTION OF ORIGINAL 30.0 AC. P.S.A. SOLD TO FORD'S COLONY

LEGEND

- RESIDENTIAL "A"
- RESIDENTIAL "B"
- RESIDENTIAL "D"
- OPEN SPACE
- WILLIAMSBURG WEST SUBDIVISION AND APARTMENTS NOT A PORTION OF MASTER PLAN

NOTE:
VARIABLE WIDTH (25' MIN)
BUFFER ALONG THE FORD'S
COLONY TRACT WHERE IT
ADJOINS CENTERVILLE ROAD
SHALL BE RESERVED FOR
FUTURE WIDENING AND
REALIGNMENT OF S.R. 614

GENERAL NOTES:

- RECORDATION OF THIS PLAN IS SOLELY FOR THE PURPOSE OF IDENTIFYING THE LAND COVERED BY THE PROFFERS RECORDED HEREWITH AND DOES NOT CONSTITUTE A PLAT OF SUBDIVISION NOR DOES IT DEDICATE TO PUBLIC OR PRIVATE USE ANY ROADS, COMMON AREAS, GREEN AREAS, OR RECREATION AREAS.
- THE PROPERTY SHOWN ON THIS PLAN IS COVERED BY PROTECTIVE COVENANTS OF RECORD IN THE CLERK'S OFFICE IN THE COURTHOUSE OF JAMES CITY COUNTY, VIRGINIA, WHICH PROVIDE FOR THE MAINTENANCE OF COMMON OPEN SPACE, RECREATION AREAS, SIDEWALKS, PARKING, PRIVATE STREETS AND OTHER PRIVATELY OWNED, BUT COMMON FACILITIES SERVING THIS PROJECT.
- LOTS NUMBERED REPRESENT RECORDED SECTIONS OR SECTIONS THAT HAVE RECEIVED PRELIMINARY APPROVAL.
- THE 2008 MASTER PLAN AMENDMENT WILL BE CONSIDERED A STAND ALONE PROJECT FOR THE PURPOSES OF STORMWATER MANAGEMENT POINTS AND CREDITS.

LAND USE TABULATION

	2008	2004
RESIDENTIAL "A"		
TOTAL NUMBER OF UNITS	2,856 UNITS	2,856 UNITS
GROSS AREA OF RESIDENTIAL "A"	1,868.77± AC.=(63.09%)	1,868.77± AC.=(67.19%)
PERMITTED DENSITY	4.00 UNITS/ ACRE	4.00 UNITS/ ACRE
UNIT DENSITY	1.53 UNITS/ ACRE	1.53 UNITS/ ACRE
RESIDENTIAL "B"		
TOTAL NUMBER OF UNITS	80 UNITS	80 UNITS
GROSS AREA OF RESIDENTIAL "B"	22.9± AC.=(0.77%)	22.9± AC.=(0.79%)
PERMITTED DENSITY	9.60 UNITS/ ACRE	9.60 UNITS/ ACRE
UNIT DENSITY	3.49 UNITS/ ACRE	3.49 UNITS/ ACRE
RESIDENTIAL "D"		
TOTAL NUMBER OF UNITS	314 UNITS	314 UNITS
GROSS AREA OF RESIDENTIAL "D"	31.82 AC.=(1.07%)	31.82 AC.=(1.14%)
PERMITTED DENSITY	18.00 UNITS/ ACRE	18.00 UNITS/ ACRE
UNIT DENSITY	9.67 UNITS/ ACRE	9.87 UNITS/ ACRE
C.C.R.C. "B"		
TOTAL NUMBER OF UNITS	38 UNITS	N/A
GROSS AREA OF C.C.R.C. "B"	10.97± AC.=(0.37%)	N/A
PERMITTED DENSITY	9.60 UNITS/ ACRE	N/A
UNIT DENSITY	3.46 UNITS/ ACRE	N/A
C.C.R.C. "D"		
TOTAL NUMBER OF UNITS	558 UNITS	N/A
GROSS AREA OF C.C.R.C. "D"	57.33 AC.=(1.94%)	N/A
PERMITTED DENSITY	18.00 UNITS/ ACRE	N/A
UNIT DENSITY	9.73 UNITS/ ACRE	N/A
OPEN SPACE		
WITHIN NON-RESIDENTIAL AMENITY AND SERVICE SITES	150.27 AC.	39.27 AC.
* GOLF COURSE, LAKES AND BUFFERS, MARSH RESERVE	844.71 AC.	844.71 AC.
OPEN SPACE WITHIN RESIDENTIAL "A"	514.12 AC.	514.12 AC.
OPEN SPACE WITHIN RESIDENTIAL "B" & "D"	38.77 AC.	38.77 AC.
TOTAL AREA OF OPEN SPACE	1,547.87 AC.	1,436.87 AC.
TOTAL AREA OF PROJECT	2,962.24 AC.	2,781.49 AC.
% OF OPEN AREA	52.3%	51.7%
OVERALL DENSITY		
TOTAL PROJECT AREA	2,962.28 AC.	2,781.49 AC.
TOTAL NUMBER OF RESIDENTIAL UNITS	3,846 UNITS	3,250 UNITS
OVERALL PROJECT DENSITY	1.30 UNITS/ AC.	1.17 UNITS/ AC.

* NOTES
MARSH RESERVES, LAKES AND BUFFERS
GOLF COURSE (INCLUDES LAKES IN PLAY)
RESERVED FOR ROUTE 199
ASSOCIATED GREENBELTS NATURAL OPEN SPACE IN 1993 ADDITION
OPEN SPACE IN 1995 ADDITION
OPEN SPACE IN 1998 ADDITION
OPEN SPACE IN 2008 ADDITION

278.12 AC.
491.09 AC.
20.0 AC.
3.30 AC.
5.00 AC.
47.20 AC.
111.0 AC.

ENVIRONMENTAL IMPACTS	
TIDAL WETLANDS:	NONE
TIDAL SHORES:	NONE
100 FT RPA BUFFER:	5,685 S.F.; 0.13 AC.
NON-TIDAL WETLANDS IN RMA:	17,055 S.F.; 0.39 AC.
NON-TIDAL WETLANDS IN RPA:	16,703 S.F.; 0.38 AC.
HYDRIC SOILS:	NOT MODIFIED
25% OR GREATER SLOPES:	14,600 S.F.; 0.34 AC.
NON-RPA BUFFERS:	51,548 S.F.; 1.19 AC.

SITE DATA:	
TOTAL SITE AREA=	7,871,302 S.F.; 180.7 AC±
DISTURBED AREA=	3,036,968 S.F.; 69.7 AC± (38.6% OF TOTAL SITE)
SITE IMPERVIOUS COVER**=	1,237,421 S.F.; 28.41 AC± (15.7% OF TOTAL SITE)
BUILDING IMPERVIOUS COVER=	565,425 S.F.; 12.98 AC±
ROAD & PARKING IMPERVIOUS COVER**=	517,772 S.F.; 11.89 AC±
SIDEWALK IMPERVIOUS COVER=	154,224 S.F.; 3.54 AC±
UNDISTURBED SITE AREA =	4,834,334 S.F.; 111.0 AC± (61.4% OF TOTAL SITE)

** The 6.43 AC of parking and road surface has been designed as pervious surface. 2.57 AC (40%) of the pervious surface is designated as impervious for the purpose of this calculation.

SEE SHEET 7 FOR CONSERVATION EASEMENT INFORMATION.

WETLAND IMPACT 3= 16,703 S.F.; 0.38 AC.
PILE SEWER BRIDGE
51 LF OF STREAM
RPA BUFFER IMPACT= 5,685 S.F.; 0.13 AC.

WETLAND IMPACT 4= 4,000 S.F.; 0.09 AC.
PILE BRIDGE X-ING
NON-RPA BUFFER IMPACT= 10,660 S.F.; 0.25 AC.

STEEP SLOPE IMPACT= 14,600 S.F.; 0.34 AC.

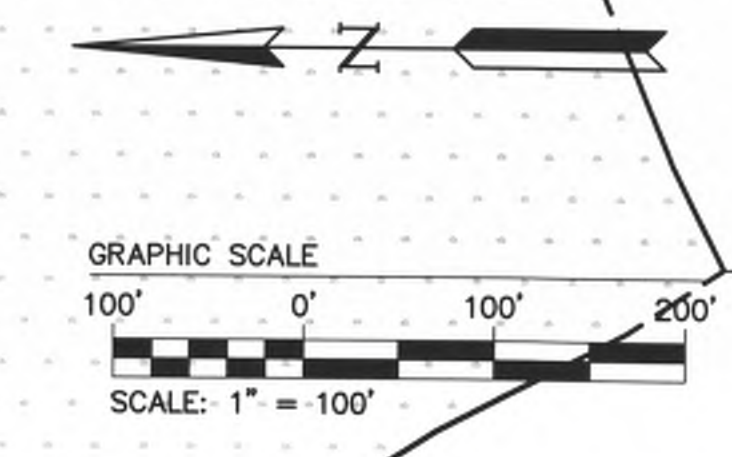
WETLAND IMPACT 1= 6,875 S.F.; 0.16 AC.
ROAD & BMP
NON-RPA BUFFER IMPACT= 30,412 S.F.; 0.70 AC.

WETLAND IMPACT 5= 6,000 S.F.; 0.14 AC.
ROAD CROSSING
NON-RPA BUFFER IMPACT= 10,476 S.F.; 0.24 AC.

WETLAND IMPACT 6= 180 S.F.; 0.004 AC.
TRAIL CROSSING

- RPA WETLAND
- NON-RPA WETLAND
- RPA BUFFER (100')
- ZONE 2 RIPARIAN BUFFER (VARIABLE WIDTH)
- ZONE 3 IMPERVIOUS COVER SETBACK (25')
- NON-RPA BUFFER (50')
- WETLAND (STORMWATER) IMPACTS
- ROAD WETLAND IMPACTS
- WETLAND IMPACTS (PILE CONSTRUCTION)
- STEEP SLOPE IMPACTS

NOTE: SITE CONTAINS SOILS CLASSIFIED AS C AND D HYDROLOGIC GROUP. (11C SOILS HAVE BEEN CONSIDERED GROUP C FOR THE PURPOSES OF CALCULATIONS) SOILS TESTING IS BEING PERFORMED TO DETERMINE INFILTRATION RATES ON SITE.



No.	DATE	REVISION / COMMENT / NOTE	REVIEWED BY	DESIGNED BY
2	5/20/08	REVISIONS PER RELOCATION OF BUILDINGS	AES	JAG
1	4/14/08	REVISIONS PER JCC COMMENTS DATED MARCH 25, 2008	AES	JAG

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architects

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Surveyors

Planners

Landscape Architects

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Williamsburg, Virginia 23188

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www.aesva.com

Cahill Associates

ENVIRONMENTAL CONSULTANTS

ENVIRONMENTAL INVENTORY OF

THE VILLAGE

at

FORD'S COLONY OF WILLIAMSBURG

for

REALTEC INCORPORATED

POWATAN DISTRICT JAMES CITY COUNTY VIRGINIA

Designed

AES

Scale

1"=100'

Project No.

5652-22

Drawing No.

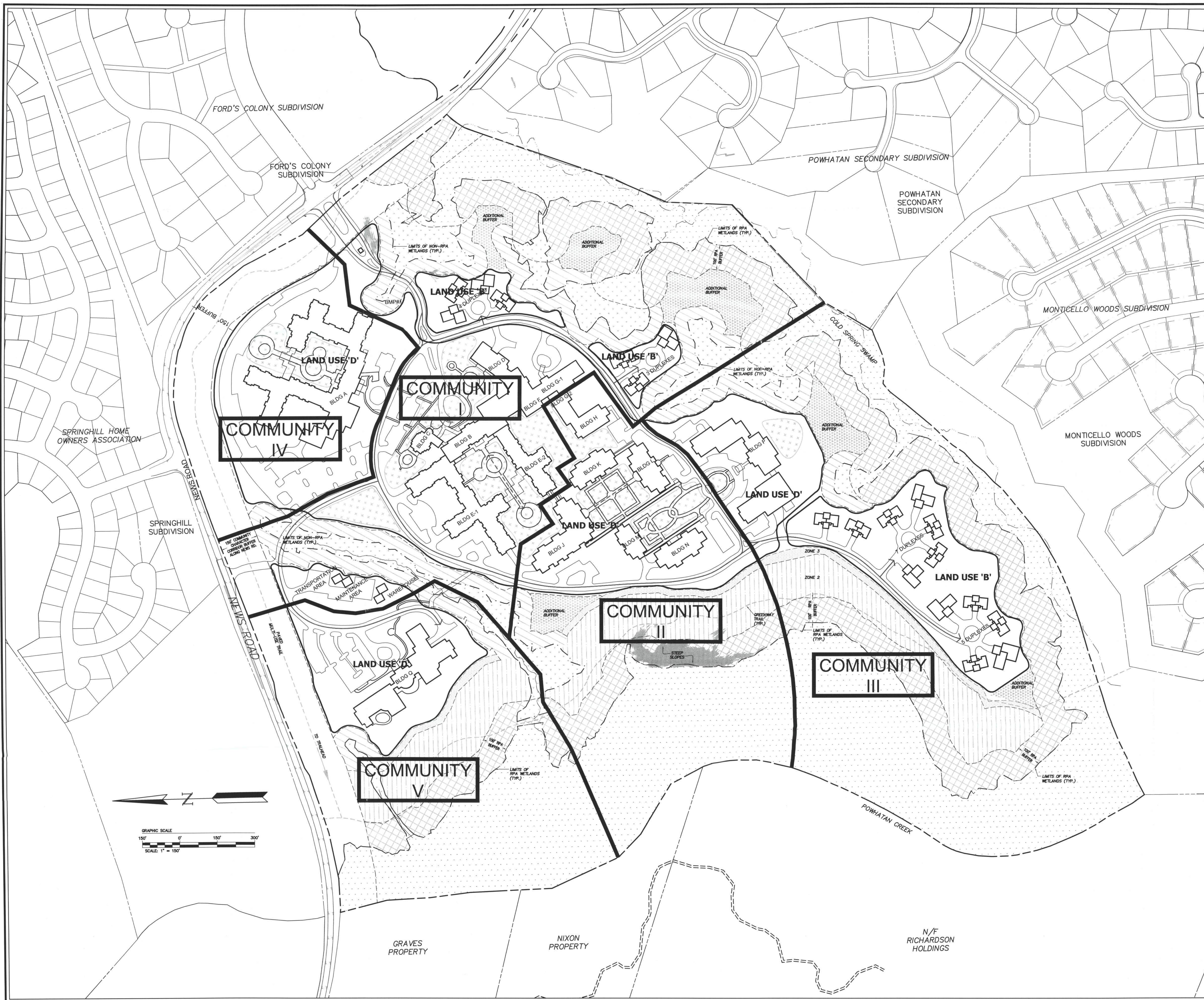
3

Drawn

AES

Date

2/4/08



REVELOPMENT TABULATIONS:

PROPOSED ZONING (AND LAND USE DESIGNATION)	R-4 (B & D)
EXISTING ZONING:	R-8

DENSITY TABULATIONS:

GROSS ACREAGE:	180.79 AC. +/-
LESS RPA WETLANDS:	42.20 AC. +/-
LESS 25% SLOPES:	1.4 AC. +/-
TOTAL NON-DEVELOPABLE AREA:	43.60 AC. +/- (24.1% OF TOTAL PARCEL)

LAND-USE TABULATIONS:

TOTAL PARCEL:	180.79 AC. +/-
LANDUSES B & D (1):	68.30 AC. +/-
OPEN SPACE:	112.49 AC. +/-
RPA WETLANDS:	42.20 AC. +/-
NON-RPA WETLANDS:	9.23 AC. +/-
BUFFER AREAS (2):	61.06 AC. +/-

1. INCLUDES (+/- AC.) RECREATIONAL-AMENITY OPEN SPACE AREA.
2. BUFFER AREAS INCLUDE RPA BUFFER (22.00 AC.), ZONE 2 RIPARIAN BUFFER (11.87 AC.), ZONE 3 RIPARIAN BUFFER (1.77 AC.), NON-RPA BUFFER (9.96 AC.), COMMUNITY CHARACTER CORRIDOR BUFFER (10.91 AC.) & ADDITIONAL BUFFERS (4.55 AC.).

LEGEND:

- RPA WETLAND (42.20 AC. ±)
- NON-RPA WETLAND (9.23 AC. ±)
- RPA BUFFER (100') (22.00 AC. ±)
- ZONE 2 RIPARIAN BUFFER (11.87 AC. ±) (VARIABLE WIDTH)
- ZONE 3 RIPARIAN BUFFER (25') (1.77 AC. ±)
- NON-RPA BUFFER (50') (9.96 AC. ±)
- LAND-USE "B"
- LANDUSE BOUNDARIES (68.30 AC. ±)
- ADDITIONAL BUFFER (4.55 AC. ±)
- APPROX. LOCATIONS OF RECREATIONAL-AMENITY OPEN SPACE (9 AC. ±)
- SLOPES 25% OR GREATER
- VEHICULAR CIRCULATION
- PEDESTRIAN CIRCULATION

NOTE: 15 FT. BUILDING SETBACK TO RPA BUFFER ALONG COLD SPRING SWAMP.

Land Use Density Chart	Max. # Units	Area Density	Max. Non-Residential Floor Space	Maximum Acreage
B - Townhomes	38	0.17 Dwelling Units (du) per Acre	N/A	180.8 Acres
D - Independent Living Units	558	3.44	N/A	
D - Common Areas (1)			297,800 gsf	
Dining Areas Administration Service/Loading Dock Wellness Center Other Amenities Other Limited Commercial Uses (3)				
D - Health Care Center (2)	83 Rooms 60 Beds 2 Beds	N/A	N/A	
Assisted Living Skilled Nursing Auxiliary Grant Program				
TOTALS:	596	3.30 du / ac.	297,800 gsf	180.8 Acres

Note (1): Excludes of "Community Buildings" (identified as Building "C" on the Illustrative Masterplan).
Note (2): Health Care Center units not part of Land Use Density Tabulation.
Note (3): Limited commercial uses to include but not be limited to doctor's office, book store, pharmacy, deli, farmers market, craft store for use by residents only.

COMMUNITY BREAKDOWN

COMMUNITY 1: BUILDINGS B, C, D, E-1/E-2, F, G-1, 14 DUPLEXES, WAREHOUSE, STORAGE & EMPLOYEE PARKING
TOTAL INDEPENDENT LIVING UNITS = 230; TOTAL BEDS/ROOMS = 54

COMMUNITY 2: BUILDINGS G-2, H, J, K, L, M & N
TOTAL INDEPENDENT LIVING UNITS = 168; TOTAL BEDS/ROOMS = 54

COMMUNITY 3: BUILDING P, 24 DUPLEXES
TOTAL INDEPENDENT LIVING UNITS = 60; TOTAL BEDS/ROOMS = 0

COMMUNITY 4: BUILDING A
TOTAL INDEPENDENT LIVING UNITS = 138; TOTAL BEDS/ROOMS = 0

COMMUNITY 5: BUILDING Q
TOTAL INDEPENDENT LIVING UNITS = 0; TOTAL BEDS/ROOMS = 35

No.	DATE	REVISION / COMMENT / NOTE	REVISED BY	REVIEWED BY
2	5/20/08	REVISIONS PER RELOCATION OF BUILDINGS	AES	JAO
1	4/14/08	REVISIONS PER JCC COMMENTS DATED MARCH 25, 2008	AES	JAO

Edwards Associates architects

CONSULTING ENGINEERS

Engineers
Surveyors
Planners
Landscape Architects

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Cahill Associates ENVIRONMENTAL CONSULTANTS

BINDING LAND-USE MASTER PLAN FOR REZONING of
THE VILLAGE
at
FORD'S COLONY OF WILLIAMSBURG
for
REALTEC INCORPORATED

POWhatan DISTRICT JAMES CITY COUNTY VIRGINIA

Designed
AES
Scale
1"=150'

Drawn
AES
Date
2/4/08
Project No.
5652-22
Drawing No.
4



No.	DATE	REVISION / COMMENT / NOTE	DESIGNED BY	DRAWN BY
2	5/20/08	REVISIONS PER RELOCATION OF BUILDINGS	AES	JAG
1	4/14/08	REVISIONS PER JCC COMMENTS DATED MARCH 25, 2008	AES	JAG


Edwards Associates
 architects


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BINDING MASTER PLAN of
THE VILLAGE
 FORD'S COLONY OF WILLIAMSBURG
 for
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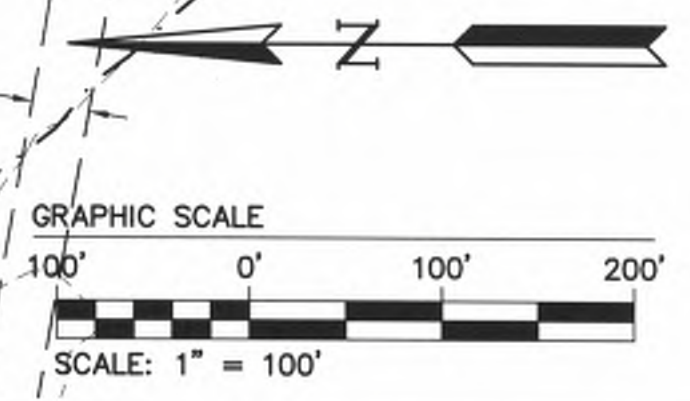
POWHATAN DISTRICT JAMES CITY COUNTY VIRGINIA

Designed AES	Drawn AES
Scale 1"=100'	Date 2/4/08
Project No. 5652-22	
Drawing No. 5	



- NOTE:
- TO LIMIT WETLANDS AND RPA BUFFER IMPACTS 2 UNITS WILL BE SERVED BY A DUPLEX GRINDER PUMP. THIS UNIT WILL BE OWNED AND MAINTAINED BY THE CCRC FACILITY.
 - TWO BRIDGES WILL BE UTILIZED TO SEWER THE PROJECT. THE ONE BRIDGE WHICH WILL IMPACT RPA WETLANDS, ALSO SERVES AS A PEDESTRIAN CONNECTION FOR THE COUNTY TRAIL SYSTEM.
 - ALL UTILITIES ON-SITE TO REMAIN PRIVATE (UNLESS OTHERWISE NOTED).

NOTE: ALL BUILDINGS SHALL BE PROTECTED BY FIRE SUPPRESSION SYSTEMS. ADDITIONAL FIRE HYDRANTS WILL BE PLACED AT THE TIME OF SITE PLAN ONCE THE LOCATIONS OF FIRE DEPARTMENT CONNECTIONS ARE ESTABLISHED



No.	DATE	REVISION / COMMENT / NOTE	DESIGNED BY	DRAWN BY
2	5/20/08	REVISIONS PER RELOCATION OF BUILDINGS	AES	JAG
1	4/14/08	REVISIONS PER JCC COMMENTS DATED MARCH 25, 2008	AES	JAG

Edwards
Associates
architects

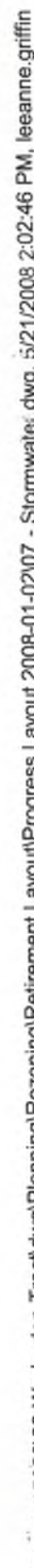
ES
CONSULTING ENGINEERS
Engineers
Surveyors
Planners
Landscape Architects
WILLIAMSBURG • RICHMOND

5248 Olde Towne Road, Suite 1
Williamsburg, Virginia 23188
Ph: (757) 253-0040
Fax: (757) 220-8994
www.aesva.com

Cahill Associates
ENVIRONMENTAL CONSULTANTS

MASTER UTILITY PLAN of
THE VILLAGE
at
FORD'S COLONY OF WILLIAMSBURG
REALTEC INCORPORATED
POWhatan DISTRICT JAMES CITY COUNTY VIRGINIA

Designed AES	Drawn AES
Scale 1"=100'	Date 2/4/08
Project No. 5652-22	Drawing No. 6

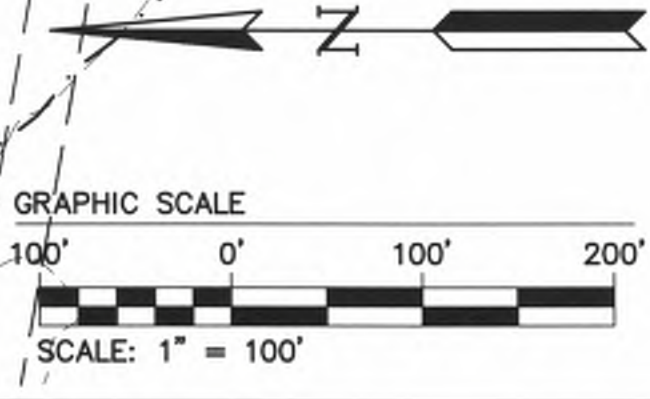


 **Edwards
Associates**
architects



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ENVIRONMENTAL CONSULTANTS

Designed AES	Drawn AES
Scale 1"=100'	Date 2/4/08
Project No. 5652-22	
Drawing No. 7	



S:\0655522-Warburton Tracking\Planning\Grading\Retirement Layout\Progress Layout 2008-01-0208 - Grading.dwg, 5/21/2008 2:02:37 PM, leanne.griffin

No.	DATE	REVISION / COMMENT / NOTE	DESIGNED BY	CHECKED BY
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GRADING PLAN of
THE VILLAGE
at
FORD'S COLONY OF WILLIAMSBURG
for
REALTEC INCORPORATED
POWhatan DISTRICT JAMES CITY COUNTY VIRGINIA

Designed AES	Drawn AES
Scale 1"=100'	Date 2/4/08
Project No. 5652-22	
Drawing No. 8	

080017656

AMENDED AND RESTATED FORD'S
COLONY PROFFERS

These AMENDED and RESTATED FORD'S COLONY PROFFERS are made this 10th day of June, 2008 by REALTEC INCORPORATED, a North Carolina corporation (together with its successors in title, the "Owner").

RECITALS

A. Owner is the developer of the Ford's Colony at Williamsburg development containing approximately 2,962 acres and which is zoned R-4, Residential Planned Community, with proffers, and subject to a Master Plan heretofore approved by James City County (the "Existing Master Plan").

B. In connection with prior Master Plan amendments, Owner has entered into and James City County has accepted Amended and Restated Ford's Colony Proffers dated as of January 6, 2005 and recorded in the Clerk's Office of the Circuit Court for the City of Williamsburg and County of James City as Instrument No. 050001465 and Richard J. Ford has entered into and James City County has accepted Richard J. Ford/Ford's Colony Proffers dated as of September 29, 1995 and recorded in the Clerk's Office of the Circuit Court for the City of Williamsburg and County of James City in James City Deed Book 757 at page 529 (together, the "Existing Proffers"). The property now subject to the Existing Proffers and Existing Master Plan is hereinafter called the "Existing Property".

C. Owner has applied to amend its Existing Master Plan to include as Section 37 of Ford's Colony a tract of land with an address of 3889 News Road, Parcel ID# 3730100004, containing approximately 180 acres, which property is more particularly described on Exhibit A (the "Additional Property") and to rezone the Additional Property from R-8 to R-4, with proffers.

Prepared by: Vernon M. Geddy, III, Esq., 1177 Jamestown Rd., Williamsburg, VA 23185 (757-220-6500)

Return to: Adam R. Kinsman, Deputy County Attorney, 101-C Mounts Bay Rd., Williamsburg, VA 23185 (757-253-6612)

D. Owner has submitted to the County a master plan entitled "Master Plan for Rezoning of The Village at Ford's Colony at Williamsburg for Realtec Incorporated" prepared by AES Consulting Engineers dated July 20, 2007, last revised May 20, 2008 (the "Amended Master Plan") in accordance with the County Zoning Ordinance.

E. Owner desires to offer to the County certain conditions on the development of the Property not generally applicable to land zoned R-4.

F. In consideration of the approval of the amendment of its Amended Master Plan and the rezoning, Owner desires to amend and restate the Existing Proffers as set forth below. If the requested rezoning and amendment of Owner's Existing Master Plan is not approved by James City County, these Amended and Restated Ford's Colony Proffers shall be void and the Existing Proffers shall remain unchanged, in full force and effect.

RESTATEMENT

1. **Restatement.** The Existing Proffers are hereby restated and incorporated herein by reference and shall continue to apply only to the Existing Property.

PROFFERS APPLICABLE TO THE ADDITIONAL PROPERTY

The following proffers apply only to the Additional Property:

2. **Master Plan.** The Additional Property shall be developed generally as shown and set out on sheets 4 through 8 of the Amended Master Plan. Final plans (as defined in Section 24-279 of the Zoning Ordinance) may vary from the Amended Master Plan to the extent permitted by Section 24-279 of the Zoning Ordinance.

3. **Density.** (a) There shall be no more than 596 independent living dwelling units ("dwelling units"), 83 assisted living/memory care rooms and 60 skilled nursing beds (together, the "rooms/beds") and two AG Beds (as defined in Proffer 22) on the Additional Property. The

terms “assisted living room” or “room” shall mean a non-medical residential room in the assisted living facility area of the continuing care retirement community licensed in accordance with Sections 63.2-1800 et seq. of the Virginia Code and Sections 22 VAC 40-72 et seq. of the Virginia Administrative Code where adults who are aged, infirm or disabled are provided personal and health care services and 24-hour supervision and assistance. Rooms must meet the standards set forth in 22 VAC 40-72-730 and 880. Typically rooms are occupied by one person. No more than two persons may occupy a room and only persons directly related by blood or marriage may occupy the same room.

(b) All dwelling units developed on the Additional Property shall be occupied by persons eighteen (18) years of age or older in accordance with applicable federal and state laws and regulations, including but not limited to: the Fair Housing Act, 42 U.S.C. 3601 et seq. and the exemption therefrom provided by 42 U.S.C. 3607(b)(2)(C) regarding discrimination based on familial status; the Housing for Older Persons Act of 1995, 46 U.S.C. 3601 et seq.; the Virginia Fair Housing Law Va. Code 36-96.1 et seq.; any regulations adopted pursuant to the foregoing; any judicial decisions arising thereunder; any exemptions and/or qualifications thereunder; and any amendments to the foregoing as now or may hereafter exist. Specific provisions of the age restriction described above and provisions for enforcement of same shall be set forth in a recorded document which shall be subject to the review and approval of the County Attorney prior to issuance of the first building permit for dwelling units on the Additional Property.

(c) Any accessory commercial uses located on the Additional Property, such as bank offices, beauty salons and barbershops, shall be located and designed to serve residents of the Additional Property as verified by the Director of Planning.

4. **Water Conservation.** (a) The Owner shall be responsible for developing water

conservation standards to be submitted to and approved by the James City Service Authority ("JCSA") and subsequently for enforcing these standards. The standards shall address such water conservation measures as limitations on the installation and use of irrigation systems and irrigation wells, the use of drought resistant native and other adopted low water use landscaping materials and warm season turf on common areas in areas with appropriate growing conditions for such turf and the use of water conserving fixtures and appliances to promote water conservation and minimize the use of public water resources. The standards shall be approved by the JCSA prior to final subdivision or site plan approval.

(b) If the Owner desires to have outdoor watering of the Additional Property it shall provide water for irrigation utilizing surface water collection from the surface water ponds ("Impoundments") or other collection devices such as cisterns or rain barrels ("Collection Devices"). In the design phase, the Owner and design engineer shall take into consideration the design of stormwater systems that can be used to collect stormwater for outdoor water use for the development. In no circumstance shall the JCSA public water supply be used for irrigation purposes, except as otherwise provided by this condition. If the Owner demonstrates to the satisfaction and approval of the General Manager of JCSA through drainage area studies and irrigation water budgets that the Impoundments and Collection Devices cannot provide sufficient water for all irrigation, the General Manager of the JCSA may, in writing, approve a shallow (less than 100 feet) irrigation well to supplement the water provided by the Impoundments and the Collection Devices.

5. Contributions for Community Impacts. (a) A contribution of \$1,000 for each dwelling unit on the Additional Property shall be made to the County for fire, police or emergency services, library uses, and other public facilities, uses or infrastructure.

(b) A contribution of \$250.00 for each room/bed (excluding the AG Beds) on the Additional Property shall be made to the County for fire, police or emergency services uses.

(c) A contribution of \$870.00 for each dwelling unit and \$435.00 for each room/bed on the Additional Property shall be made to the JCSEA for water system improvements.

(d) A one-time cash contribution in the amount of \$36,000.00 shall be made to the County prior to the County being obligated to issue any certificates of occupancy for dwelling units/rooms/beds on the Additional Property for off-site improvements at the News Road/Monticello Avenue intersection and in the Monticello Avenue corridor.

(e) A contribution of \$750.00 for each dwelling unit on the Additional Property, subject to a credit for the costs of engineering and construction related to the improvements proffered by Owner in Section 6(b) calculated as set forth below, shall be made to the County for improvements to the News Road/Powhatan Secondary intersection, flood control measures where News Road crosses Cold Spring swamp, improvements at the News Road/Centerville Road intersection and other off-site road improvements in the News Road corridor. Owner shall receive a credit in an amount equal to its actual costs of the engineering and construction of the improvements proffered by Owner in Section 6(b) against the initial per unit contributions proffered under paragraph (d) of this Section (the "Credit Amount"). If construction of such improvements is not complete at the time the initial per unit contributions are due under paragraph (e) of this Section, the Credit Amount shall equal an engineer's estimate of such costs submitted by the Owner and approved by the Director of Planning. The Credit Amount divided by \$750.00 is the number of dwelling units for which the Credit Amount offsets the cash contribution otherwise due and payable. After application of the Credit Amount, the \$750.00 per dwelling unit cash contribution shall be payable on all subsequent dwelling units on the

Additional Property. Owner shall provide the County with copies of invoices and other supporting documentation of the costs of the improvements. If the Credit Amount is based on an agreed upon costs estimate, it shall be adjusted to equal the final actual costs of engineering and construction ("Actual Costs"). If the Credit Amount is more than the Actual Costs, Owner shall pay to the County an amount equal to the difference. If the Credit Amount is less than the Actual Costs, Owner shall receive an additional credit equal to the difference between the Actual Costs and the Credit Amount at the time the next cash contributions are due this paragraph.

(f) The contributions described above in paragraphs (a), (b), (c) and (e) shall be payable for each dwelling unit or room/bed, as applicable, on the Additional Property at the time of final subdivision or site plan approval for the residential unit or non-residential building unless the County adopts a policy calling for the payment of cash proffers at a later time in the development process, in which case the contributions described in paragraphs (a), (b), (c) and (e) above shall be payable at the time specified in the policy. In the event dwelling units, such as townhouse units, require both a site plan and subdivision plat, the contributions described above shall be paid at the time of final subdivision plat approval.

(g) A one-time cash contribution shall be made to JCSA in the amount of \$60,000.00 prior to the County being obligated to issue any certificates of occupancy for dwelling units/rooms/beds on the Additional Property for use by JCSA for off-site sewer improvements.

(h) The per unit/room/bed contribution amounts shall consist of the amounts set forth in the above paragraphs plus any adjustments included in the Marshall and Swift Building Costs Index (the "Index") from 2008 to the year a payment is made if payments are made after on or after January 1, 2009. In no event shall the per unit/room/bed contribution be adjusted to a sum less than the amounts set forth in the preceding paragraphs of this Section. In the event that the

Index is not available, a reliable government or other independent publication evaluating information heretofore used in determining the Index (approved in advance by the County Manager of Financial Management Services) shall be relied upon in establishing an inflationary factor for purposes of increasing the per unit/room/bed contribution to approximate the rate of annual inflation in the County.

6. Entrances; Traffic Improvements. (a) At the main entrance into the Additional Property at the intersection of News Road and Firestone Drive, an exclusive left-turn lane from westbound News Road into the Additional Property and an exclusive right-turn lane, including a shoulder bike lane, from eastbound News Road into the Additional Property shall be constructed. A shoulder bike lane along the Additional Property's News Road frontage shall be constructed. The existing southbound left turn lane on Firestone Drive at News Road will be restriped to a shared left and through lane.

(b) Prior to the County issuing final approval on any site or subdivision plan for any dwelling units/rooms/beds on the Additional Property, Owner shall submit plans to the County and Virginia Department of Transportation ("VDOT") for the installation of an exclusive left-turn lane on westbound News Road at the intersection with Powhatan Secondary. Owner will complete construction of the left-turn lane within twelve months of County and VDOT approvals to construct this exclusive left-turn lane. Owner is not responsible for road right of way acquisition or landscape/screening other than stabilization of disturbed soils. The County may elect to accept the cash equivalent contribution outlined in Proffer 5(d), (with any adjustments as may be appropriate as provided for in Proffer 5(g)), in lieu of construction of the turn lane by the Owner, in the event that acquisition of any needed right-of-way proves to be prohibitive. In the event that VDOT constructs this turn lane as part of its Six Year Secondary Road Plan, the

County may elect to divert some or all of the cash equivalent contribution to other road projects in the News Road Corridor, at the News Road/Monticello Avenue intersection, or in the western Monticello Avenue Corridor. Owner shall install or pay for the installation of a traffic signal at the intersection of News Road with Powhatan Secondary at such time as VDOT traffic signal warrants are met and VDOT has approved the installation of such a traffic signal.

(c) The improvements proffered hereby shall be constructed in accordance with VDOT standards. The improvements listed in paragraph (a) shall be completed or all required permits and plans for such approvals shall have been approved by all necessary governmental agencies and their completion bonded in form satisfactory to the County Attorney prior to the issuance of any certificates of occupancy for any building on the Additional Property.

(d) The second entrance to the Additional Property shall be located in the general location shown on the Master Plan and shall be limited by gate to emergency access only unless and until turn lanes approved by VDOT at this entrance have been installed.

(e) Owner shall convey free of charge to VDOT any right of way from the Additional Property necessary for the widening or realignment of News Road within 60 days of a written request for such conveyance together with final plans for the widening or realignment.

(f) Owner shall conduct traffic counts at its entrances prior to the County being obligated to issue certificates of occupancy for more than 247 dwelling units/rooms/beds on the Additional Property and again prior to the County being obligated to issue certificates of occupancy for more than 494 dwelling units/rooms/beds on the Additional Property. If these counts show a trip generation from the Additional Property more than 10% higher than the trip generation projected by the News Road Corridor Traffic Forecast and Analysis dated April 4, 2008 prepared by DRW Consultants, LLC filed with the rezoning application and on file with the Planning Division,

Owner shall submit an updated traffic impact study, including a listing of any entrance or turn lane improvements necessary to accommodate the increased traffic and the appropriate trigger for their construction, for review and approval by the County and VDOT. Owner shall install the necessary improvements, including any warranted traffic signal, as approved by the County and VDOT at the time recommended in the updated approved traffic study.

7. **Archaeology.** A Phase I Archaeological Study for the entire Additional Property shall be submitted to the Director of Planning for review and approval prior to land disturbance. A treatment plan shall be submitted and approved by the Director of Planning for all sites in the Phase I study that are recommended for a Phase II evaluation and/or identified as eligible for inclusion on the National Register of Historic Places. If a Phase II study is undertaken, such a study shall be approved by the Director of Planning and a treatment plan for said sites shall be submitted to, and approved by, the Director of Planning for sites that are determined to be eligible for inclusion on the National Register of Historic Places and/or those sites that require a Phase III study. If in the Phase III study, a site is determined eligible for nomination to the National Register of Historic Places and said site is to be preserved in place, the treatment plan shall include nomination of the site to the National Register of Historic Places. If a Phase III study is undertaken for said sites, such studies shall be approved by the Director of Planning prior to land disturbance within the study areas. All Phase I, Phase II, and Phase III studies shall meet the Virginia Department of Historic Resources' *Guidelines for Preparing Archaeological Resource Management Reports* and the Secretary of the Interior's *Standards and Guidelines for Archaeological Documentation*, as applicable, and shall be conducted under the supervision of a qualified archaeologist who meets the qualifications set forth in the Secretary of the Interior's *Professional Qualification Standards*. All approved treatment plans shall be incorporated into

the plan of development for the Additional Property and the clearing, grading or construction activities thereon.

8. Off-Site Sewer Easements. Upon the request of JCSA, Owner shall grant JCSA utility easements over, across and under the portion of the Additional Property along Powhatan Creek to permit future connections from the gravity sewer on the Additional Property to Tax Parcel 3640100007. The location of the easement shall be determined during the site plan approval process. The easements shall be recorded prior to JCSA issuing a Certificate to Construct.

9. Sustainable Building. The project shall be designed and constructed to obtain at least 200 points under the EarthCraft House Virginia, EarthCraft Multi-Family program certification process and a copy of the project worksheet shall be provided to the Director of Planning prior to the issuance of a certificate of occupancy for buildings in the phase in question.

10. Master Stormwater Management Plan. (a) Owner shall submit to the County a master stormwater management plan for the Additional Property consistent with the Master Stormwater Conceptual Plan prepared by AES Consulting Engineers dated July 20, 2007, last revised April 14, 2008 ("Stormwater Plan") and included in the Master Plan set submitted herewith and on file with the County, including facilities and measures necessary to meet the County's general stormwater management system requirements and the special stormwater criteria applicable in the Powhatan Creek watershed ("SSC") and, in addition, including features and measures over and above those necessary to meet the general requirements and SSC requirements and which will provide at least an additional five SSC credits, which shall include, without limitation, the features and measures listed on the Stormwater Plan subject to the criteria and conditions set forth on the Stormwater Plan. The master stormwater plan shall be approved

by the Environmental Director or his designee prior to the submission of any development plans for the Additional Property. The master stormwater management plan may be revised and/or updated during the development of the Additional Property based on on-site conditions discovered in the field with the prior approval of the Environmental Division. The approved master stormwater management plan, as revised and/or updated, shall be implemented in all development plans for the Additional Property.

(b) Prior to final site plan approval of the first site plan on the Additional Property, Owner shall submit a stream monitoring plan to the Environmental Division for their review and approval including a baseline assessment of the existing condition of the stream segments delineated on sheet 7 of the Master Plan and providing for annual monitoring beginning upon the date of the issuance of the first certificate of occupancy for a building on the Additional Property and continuing for a period of ten years from that date of the geomorphology of such stream segments. If such monitoring indicates the presence of new erosion not shown in the baseline assessment, Owner shall install additional upstream run-off control measures to prevent further erosion as approved by the Environmental Division.

(c) The warehouse building constructed in the area shown on the Master Plan as "Maintenance Area" shall be constructed using "green roof" technology. "Green roof" is defined as a roof which includes vegetation planted in soil or another growing medium spread over a waterproof membrane and may include drainage and/or irrigation systems.

11. **Nutrient Management Plan.** The Owner shall be responsible for contacting an agent of the Virginia Cooperative Extension Office ("VCEO") or, if a VCEO agent is unavailable, a soil scientist licensed in the Commonwealth of Virginia, an agent of the Soil and Water Conservation District or other qualified professional to conduct soil tests and to develop,

based upon the results of the soil tests, customized nutrient management plans (the "Plans") for all common areas within the Additional Property shown on site plans for the Additional Property. The Plans shall be submitted to the County's Environmental Director for his review and approval prior to the issuance of the any certificates of occupancy for units/rooms/beds shown on the site plan. Upon approval, the Owner shall be responsible for ensuring that any nutrients applied to common areas be applied in strict accordance with the Plan.

12. **Private Streets.** All streets and alleys on the Additional Property shall be private and shall be maintained by the Owner.

13. **Lighting.** All light poles on the Additional Property shall not exceed 30 feet in height. All external lights on the Additional Property shall be recessed fixtures with no globe, bulb or lens extending below the casing or otherwise unshielded by the case so that the light source is visible from the side of the fixture. No light spillage defined as 0.1 footcandle or higher shall extend outside the property lines of the Additional Property unless otherwise approved by the Director of Planning. Owner shall submit a lighting plan to the Director of Planning for review and approval for consistency with this Proffer prior to final site plan approval.

14. **Greenway Trail.** Subject to the issuance of all required permits by the County and other agencies as may be needed, Owner shall construct a trail with a minimum eight foot wide travel path with a mulch or other natural surface (which will be open to the general public during daylight hours only), including necessary bridges, if any, generally in the location shown on the Master Plan. In addition, Owner shall grant the County an easement eight feet in width from the centerline of the trail as constructed for public access as described above and the maintenance and improvement of the trail by the County. The exact location of the trail and

greenway easement may be varied with the prior written approval of the Environmental Division. The trail shall be constructed within twelve months of the issuance of necessary permits by the County and other agencies as may be needed.

15. Natural Resources. A natural resource inventory of suitable habitats for S1, S2, S3, G1, G2, or G3 resources as defined in the County's Natural Resources Policy on the Additional Property shall be submitted to the Director of Planning for his/her review and approval prior to the submittal of any development plans for the Additional Property. If the inventory confirms that a natural heritage resource exists, a conservation management plan shall be submitted to and approved by the Director of Planning for the affected area. All inventories and conservation management plans shall meet the Virginia Department of Conservation and Recreation's Division of Natural Resources ("DCR/DNH") standards for preparing such plans, and shall be conducted under the supervision of a qualified biologist as determined by the DCR/DNH or the United States Fish and Wildlife Service. All approved conservation management plans shall be incorporated into the plan of development for the site, and the clearing, grading or construction activities thereon, to the maximum extent possible. Upon approval by the Director of Planning, a mitigation plan may substitute for the incorporation of the conservation management plan into the plan of development for the site. This proffer shall be interpreted in accordance with the County's Natural Resources Policy adopted by the County on July 27, 1999.

16. Public Transit. Owner shall install a bus stop and shelter on News Road adjacent to the main entrance into the Additional Property, with the exact location being subject to the approval of Williamsburg Area Transit ("WAT"), or any successor entity to WAT as may become appropriate. The bus stop shall be installed upon the request of WAT at such time as

WAT provides bus service along News Road to the Additional Property.

17. **Ford's Colony at Williamsburg Homeowners Association.** Owner shall not subject the Additional Property to the Declaration of Protective Covenants, Section II, Ford's Colony at Williamsburg, dated April 2, 1985 ("DPC") or the Bylaws of the Ford's Colony Homeowners Association ("FCHOA"), as amended from time to time ("Bylaws") nor shall owners or residents of units, lots or parcels on the Additional Property be "Owner(s)" as such term is defined in the DPC or the Bylaws or be Members (as defined in the DPC) of the FCHOA.

18. **Recreation.** Owner will provide recreational and social facilities and programs appropriate for residents of a continuing care retirement community, which includes senior adult housing, assisted living beds, and nursing beds, as determined by Owner and generally as described below and in the general locations shown on the Master Plan. Facilities will be both indoor and outdoor and will be managed and maintained on a year round basis by Owner. Hard surface and soft surface trails and sidewalks will be installed for walking and bicycling and shown on the site plan for each phase of the development. The phase one construction shall include an outdoor pool and areas designated for lawn games, and accessible gardens. The phase one main CCRC building will contain terraces and covered porch areas that will be programmed for community social events such as cookouts and concerts and will have benches and chairs to be used during non-programmed time. The phase one main CCRC building will contain a comprehensive wellness center and pool for aerobic and strength conditioning, physical therapy, swimming and water aerobics, rooms for dining, formal lounges and bar, activities such as arts and crafts and woodworking, convenience shopping, health, beauty and other spa features, and a chapel. A multi-purpose facility will be built in conjunction with phase one for social and educational programming with a capacity of approximately 400 people. A private transportation

system will be employed to transport groups to Williamsburg area entertainment venues and shopping. All residents shall have full access to all indoor and outdoor facilities and programming. The dedicated assisted living buildings and skilled nursing care building will feature health care-related exercise areas and indoor and outdoor respite areas.

Associated Functions:

Building A: Lobby, Main Hall, Front Desk, Work Room, Mail Room, Administration, Sales, Security, Living Room, Community Center/Chapel, Library, Card Room, Terrace Room, Deli, Dining Room, Kitchen, Game Room, Crafts, Shop, Movie Auditorium, Bank, Toilets, Beauty/Barber, Business, Wellness/Spa, Pool, Staff Support, Maintenance, Housekeeping, Mechanical, Loading Dock, Receiving and Training

Building B: Lobby, Main Hall, Front Desk, Work Room, Mail Room, Administration, Sales, Security, Living Room, Community Center/Chapel, Library, Card Room, Terrace Room, Deli, Dining Room, Kitchen, Game Room, Crafts, Shop, Movie Auditorium, Bank, Toilets, Beauty/Barber, Business, Wellness/Spa, Pool, Staff Support, Maintenance, Housekeeping, Mechanical, Loading Dock, Receiving and Training, Service

Building C: main community meeting & multi-purpose, terrace, parking

Building D: spa, beauty/barber, arts/crafts, & chapel

19. Cold Spring Swamp Drainage Analysis. Prior to the County being obligated to grant final approval of the first site plan for development on the Additional Property, Owner shall cause a duly licensed professional engineer to prepare and submit to the County an analysis of the Cold Spring swamp drainage basin assuming full development in the drainage basin, subject to the review and approval of the County's Environmental Division Director, evaluating the adequacy of the existing culverts under News Road for use by the County in determining whether or not improvements to the culverts are necessary for flood control purposes.

20. Height Restrictions. No building on the Additional Property shall exceed 60 feet in height (with building height as defined in Section 24-2 of the County Zoning Ordinance) nor have more than four stories above grade. Building P as designated on the Master Plan shall not

exceed 106 feet above sea level (or 38 feet above finished grade) in height (with building height as defined in Section 24-2 of the County Zoning Ordinance). The buildings shown on the Master Plan as Duplexes shall not contain more than one and one-half stories. Building A shall not contain more than three stories or exceed 50 feet above finished grade in height (with building height as defined in Section 24-2 of the County Zoning Ordinance). Building Q shall not contain more than two stories. The buildings shown on the Master Plan as Maintenance, Transportation and Warehouse shall not contain more than two stories.

21. Building P. All mechanical equipment and vehicular entrances to underground parking for Building P shall be located on the sides of the building. All mechanical equipment serving Building P shall be screened for sound attenuation purposes by solid walls approved by the Director of Planning. Owner shall install evergreen trees behind Building P pursuant to a landscape plan approved by the Development Review Committee in the site plan review process in order to provide additional screening of the basement level of Building P from the Monticello Woods subdivision.

22. Social Services. Owner shall reserve two assisted living beds ("AG Beds") in Phase 2 of the project for individuals receiving auxiliary grants under the Auxiliary Grant Program (the "Program") administered by the Virginia Department of Social Services and shall participate in the Program with respect to the AG Beds. Such individuals must meet applicable Program eligibility criteria as determined by the County Department of Social Services and are subject to all admission and discharge criteria of the facility other than ability to pay for services and all other generally applicable rules and regulations of the facility.

WITNESS the following signatures and seals:

REALTEC INCORPORATED

By: [Signature]

Title: VICE PRESIDENT

STATE OF VIRGINIA

CITY/COUNTY OF James City to-wit:

The foregoing instrument was acknowledged before me this 30th day of

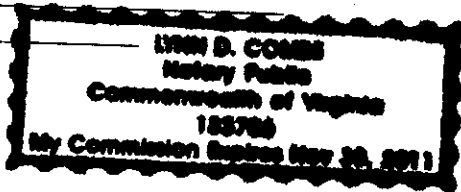
June, 2008 by Drew Mulhare, Vice President of REALTEC

INCORPORATED, a North Carolina corporation, on behalf of the corporation.

[Signature]
NOTARY PUBLIC

My commission expires: _____

Registration No.: _____



Additional Property Description

PARCELS A

PARCEL A

All of that certain piece or parcel of land, lying and being in Jamestown District, James City County, Virginia, known as Hockaday, containing one hundred forty-seven and one-half (147-1/2) acres, more or less, bounded on the East, South and West by the land of the Shaw Land & Timber Co., known as the Pyle tract, the land of J. A. Barnes and Powhatan Swamp, and on the North by the land of Now Brothers.

PARCEL B

All of that certain piece or parcel of land situate in Jamestown District, James City County, Virginia, containing fifty five and two fifths (55-2/5) acres, more or less, and known as Cypress Swamp, and adjoining the lands of William Marlin's estate on the East, Greenspring on the South and Thomas N. Ratcliffe on the West and D. S. Jones on the North.

LESS AND EXCEPT that property conveyed to the Commonwealth of Virginia by Order Confirming Commissioner's Report, entered February 20, 1974, in the Circuit Court for the City of Williamsburg and County of James City, Virginia, and recorded in the Office of the Clerk of Court of such Court in James City County Deed Book 150, at Page 420, containing 3.74 acres, more or less, confirming that certain Certificate Number C-21570, filed by State Highway Commissioner of Virginia against the Heirs at Law of John G. Warburton, dated May 24, 1972, and recorded June 12, 1972, in the aforesaid Clerk's Office in James City County Deed Book 137, at Page 213, and SUBJECT TO the easements conveyed to the Commonwealth of Virginia in such Order and such Certificate.

The property herein conveyed, commonly known as the "Hockaday-Cypress Tract," is further described in its entirety on that certain plat of survey, entitled "BOUNDARY SURVEY OF A PORTION OF THE JOHN G. WARBURTON ESTATE, KNOWN AS THE HOCKADAY-CYPRESS TRACT," made by V. Monroe Mallory, of Dillard & Mallory, P.C., Certified Land Surveyors, Tappahannock, Virginia, dated October 25, 2001, recorded November 7, 2001, in the aforesaid Clerk's Office in James City County Plat Book 83, at Page 82, to which plat reference is made for a more complete description of such property.

Being a portion of the same property conveyed to John G. Warburton by Deed from C. H. Matthews and Mary Matthews, his wife, dated April 22, 1925, and recorded April 27, 1925, in the aforesaid Clerk's Office in James City County Deed Book 22, at Page 76, and by Deed from C. C. Hall and Beulah B. Hall, his wife, and T. C. Hall and Elsie G. Hall, his wife, dated March 18, 1952, and recorded April 3, 1952, in the aforesaid Clerk's Office in James City County Deed Book 47, at Page 183, the aforesaid John G. Warburton, having departed this life on October 15, 1986, and by his Last Will and Testament, dated February 3, 1984, and duly probated and recorded in the aforesaid Clerk's Office in City of Williamsburg Will Book 11, at Page 393, and duly recorded in the James City County probate records in Will File Number 374, devised such property to his daughters, Martha W. McMurren, and Sue Gregory Warburton Redd, subject to a life estate devised to Sarah Warburton, widow of John G. Warburton, who thereafter departed this life on September 25, 1991 (and whose Last Will and Testament, dated July 30, 1984, was duly probated and duly recorded in the aforesaid Clerk's Office in City of Williamsburg Will Book 45, at Page 18, and duly recorded in the James City County probate records in Will File Number 3234), leaving Martha W. McMurren and Sue Gregory Warburton Redd as the sole fee simple owners of such property, the said Sue Gregory Warburton Redd having conveyed her undivided one-half interest in and to such property to SWR-Hockaday, LLC, by Deed of Gift, dated February 24, 2003, and recorded March 3, 2003, in the aforesaid Clerk's Office as James City County Instrument Number 030006334, and by Deed of Correction, dated February 15, 2005, and recorded March 2, 2005, in the aforesaid Clerk's Office as James City County Instrument Number 050004430 and being the same property conveyed to Realtec, Incorporated, a North Carolina corporation, by Deed dated August 6, 2007, from Martha Warburton McMurren, widow and SWR-Hockaday, LLC, a Georgia limited liability company, and recorded in the said Clerk's Office as Instrument Number 070024542.

VIRGINIA: CITY OF WILLIAMSBURG & COUNTY OF JAMES CITY
This document was admitted to record on 16 July 08
at 2:47 AM/PM. The taxes imposed by Virginia Code
Section 58.1-801, 58.1-802 & 58.1-814 have been paid.
STATE TAX LOCAL TAX ADDITIONAL TAX

\$ \$ \$
TESTE: BETSY B. WOOLRIDGE, CLERK

BY: Betsy B. Woolridge Clerk

ITEM SUMMARY

DATE: 2/20/2019

TO: The Development Review Committee

FROM: Paul D. Holt, III, Secretary

SUBJECT: January 23, 2019 Meeting Minutes

ATTACHMENTS:

	Description	Type
	Minutes of the January 23, 2019 Meeting	Minutes

REVIEWERS:

Department	Reviewer	Action	Date
Development Review Committee	Cook, Ellen	Approved	2/14/2019 - 1:08 PM
Development Review Committee	Holt, Paul	Approved	2/14/2019 - 2:03 PM
Publication Management	Daniel, Martha	Approved	2/14/2019 - 2:16 PM
Development Review Committee	Holt, Paul	Approved	2/14/2019 - 2:16 PM

MINUTES
JAMES CITY COUNTY DEVELOPMENT REVIEW COMMITTEE
REGULAR MEETING
Building A Large Conference Room
101 Mounts Bay Road, Williamsburg, VA 23185
January 23, 2019
4:00 PM

A. CALL TO ORDER

Mr. Rich Krapf called the meeting to order at 4:00 p.m.

B. ROLL CALL

Present:

Rich Krapf, Chair
Jack Haldeman
Danny Schmidt
Frank Polster

Other Commissioners present:

Heath Richardson
Odessa Dowdy

Staff in attendance:

Ellen Cook, Principal Planner
Alex Baruch, Senior Planner
Katie Pelletier, Community Development Assistant

C. MINUTES

1. December 19, 2018 Meeting Minutes

Mr. Krapf asked if there were any further comments.

Mr. Jack Haldeman made a motion to approve the minutes.

Mr. Frank Polster seconded the motion, and the minutes were approved by a vote of 3-0-1.
Mr. Krapf abstained from the vote since he was absent from the December 19, 2018 meeting.

D. OLD BUSINESS

There was no old business.

E. NEW BUSINESS

1. C-18-0118. 4704 Lady Slipper Fence

Mr. Alex Baruch addressed the Committee and stated Mr. Ryan Joyce and Ms. Melissa Butler have applied to construct a fence within a scenic easement located at the rear of their property which abuts John Tyler Highway. The scenic easement exists for the length of the property along John Tyler Highway and was a requirement of the Subdivision Review Committee at the time of review due to John Tyler Highway's status as a greenbelt. John Tyler Highway has been designated as a greenbelt since the 1975 Comprehensive Plan. The terminology greenbelt was used until 1997 when the Comprehensive Plan and Zoning Ordinance changed

this terminology to Community Character Corridors.

Mr. Baruch stated that at the time the subdivision was platted there was not a requirement to make the easement area separate from the homeowner's property that would be owned by the Homeowner Association (HOA). The scenic easement was not dedicated to any entity on the plat or by deed and therefore defaults to ownership and enforcement by the County.

Mr. Baruch stated that if the Development Review Committee (DRC) recommends approval of allowing a fence within the scenic easement, staff would recommend the following conditions: (i) no trees shall be removed to install the fence; (ii) the fence shall remain the natural wood color and allowed to achieve a weathered look (shall not be stained or painted) so it does not stand out among the trees in the scenic easement; (iii) staff shall be contacted prior to construction commencing, and the fence location shall be marked or flagged and inspected by Planning staff prior to construction; (iv) the fence shall be a 6-foot tall, wood, dog-eared, panel fence with deviations considered through review by the Planning Director and appeals of the Planning Director's decision to the DRC which shall forward a recommendation to the Planning Commission; and (v) a copy of these conditions shall be recorded as a deed of restrictive covenants against the Property in the James City County Williamsburg Circuit Court within 30 days of approval by the Planning Commission. Proof of recordation shall be provided to the Zoning Administrator.

Mr. Baruch said he was available to answer any questions, and the applicant was also present.

Mr. Haldeman asked for clarification on the home's building envelope and setbacks.

Mr. Baruch confirmed buffer requirements were met. There is at least 75 feet between the road and the back of the home and 25 feet between the road and rear property line.

Mr. Schmidt asked the applicant how the fence would compare to existing, neighboring fences.

Mr. Joyce stated their fence would be 8 feet from the rear property line, about 33 feet from the edge of the road. It would be slightly more recessed than neighboring fences in order to avoid impacting any trees inside the easement on their property.

Mr. Schmidt asked about the height of neighboring fences.

Mr. Joyce answered the neighboring fences are 6 feet in height.

Mr. Polster inquired about the type of dog owned by the property owners.

Mr. Joyce answered they have a mixed breed who was rescued from North Carolina and weighs approximately 40 pounds.

Mr. Polster then showed the Committee street views of the property and photos of a 6-foot, dog-eared fence in order to envision the proposed project.

Mr. Joyce said they could make modifications to the plan if necessary.

Mr. Polster asked the applicant if the Graylin Woods HOA had provided any guidance or approval.

Mr. Joyce said he contacted the Graylin Woods HOA. Their architecture committee is waiting for County approval before considering the fence in the scenic easement.

Mr. Krapf stated three properties near the applicant have fences in the scenic easement which were not approved by the County.

Mr. Baruch said there was no documentation of any approval.

Mr. Krapf said previous owners may have erected the fences.

Mr. Joyce said one owner built a fence after their dog escaped and was hit and killed by a car, despite having an invisible fence and electric collar.

Mr. Krapf asked if the applicant planned to add any enhanced landscaping on the road-facing side of the fence.

Mr. Joyce answered they do not currently have such plans but could add landscaping if necessary.

Mr. Krapf asked if they had considered other materials to make the fence less visible.

Mr. Joyce responded that the HOA has its own restrictions on materials, and they wished to match the neighboring style.

Mr. Schmidt added that proximity to the road without fencing could be a danger to children. He said he has not noticed the existing fences when driving along that route. He said he appreciates the applicant going through the proper channels and approval process.

Mr. Haldeman said he finds no issues with the fence, and it would not detract from the character of the area.

Mr. Krapf said approval may result in a proliferation of fences along both sides of the road, but the existing fences were not obtrusive. He said alternatives for pet containment could be considered, but ultimately safety along the busy road must be taken into consideration.

Mr. Polster motioned to approve Case No. C-18-0118, 4704 Lady Slipper Fence, with the conditions proposed by staff.

The motion was approved by a vote of 4-0.

Mr. Baruch told the Committee the case would be a consent agenda item at the next Planning Commission meeting. He said after the Planning Commission votes on the item, County Administration will make a determination based on the Committee's deliberations and the Planning Commission vote as well.

Mr. Krapf thanked the applicant Mr. Joyce for attending the meeting and said it was very helpful to have him there.

2. C-18-0124. 3889 News Road, The Village at Ford's Colony

Mr. Krapf opened the discussion.

Mr. Baruch stated that Mr. Tim Trant from the law firm Kaufman & Canoles has submitted a conceptual plan to receive comments for a proposed master plan amendment for The Villages at Ford's Colony.

Mr. Baruch said The Villages at Ford's Colony's rezoning and master plan were approved in

2007 for 741 senior housing units with a mix of unit types (206 independent living cottages and townhouses, 390 independent living apartments, 85 assisted living beds and 60 skilled nursing beds).

Mr. Baruch noted the master plan amendment as shown on the conceptual plan shows a decrease in units to 550 senior housing units (230 independent living cottages and townhomes for sale and rent, 180 independent living apartments, 60 assisted living beds, 40 memory care beds and 40 skilled nursing beds).

Mr. Baruch told the Committee that no decision or vote about the application would be necessary. Mr. Baruch said he was available to answer any questions, and the applicant had prepared a presentation for discussion, input and questions from the DRC members.

Mr. Haldeman asked how many acres are developable.

Mr. Bruce Hedrick from Retirement Unlimited, Incorporated (RUI) stated about 41 acres of the 180 acres are buildable.

Mr. Hedrick thanked the Committee for the opportunity to have an informal discussion about the project. He provided an overview of RUI, a second-generation family-run business based out of Roanoke, Virginia. He said RUI has provided senior housing and assisted living services to Virginians for about 35 years. They currently serve approximately 800 residents and their families in seven communities located throughout Virginia. In the Tidewater area, they have locations in Newport News and Virginia Beach. They pride themselves on giving back to the community with scholarships and donations. Their purposeful living programs include compassionate care, RUI University for life-long learning and community involvement.

Mr. Hedrick then offered to address the merits of and changes to the project since initial zoning and approval. He said rather than the original model of traditional entrance and monthly fees for life-care services, The Villages at Ford's Colony would move to a rental format allowing residents flexibility to come in at any level of care with no up-front fee. Mr. Hedrick also confirmed the density would change from 741 units to 550 units, and higher massed, taller buildings would be concentrated toward the center of the campus. He stated ample amenities would be provided on site. The Villages would not be part of the Ford's Colony HOA, but he said they hope for a relationship especially for former Ford's Colony residents.

Mr. Trant reiterated the property is not part of the Ford's Colony HOA or under the purview of their administration. However, he said, Ford's Colony is an important stakeholder in the community, and they were informed about the concept. Mr. Trant stated the idea was met with excitement and interest as their team offered a similar presentation during the Ford's Colony HOA board meeting in December 2018. He said they expressed the need for these additional types of housing options.

Mr. Trant stated their team also met with Mr. James Icenhour, Jr., Chairman of the County Board of Supervisors and representative for the Jamestown District. They informed him about their proposal to help address any questions from constituents.

Mr. Krapf asked the applicant to confirm the community would be open to anyone over 55 years of age.

Mr. Hedrick answered yes, and there would be no prerequisite for residents to come from Ford's Colony.

Mr. Krapf asked about the density per acre, after the change from 741 units to 550 units.

Mr. Polster said the density per acre would be approximately 3.94, under the 4.0 dwelling units per acre residential density limit.

Mr. Baruch noted his comment letter to the applicant addresses changes in density calculations.

Mr. Polster asked the applicant about the height of the apartment buildings.

Mr. Hedrick referenced the packet of information provided and explained they aspire to provide architecturally and aesthetically pleasing designs. In addition to multiple cottage designs, the apartments will be in three-story buildings.

Mr. Haldeman asked if a height waiver would be required.

Mr. Hedrick answered no height waiver should be required since the design is below the 60 foot requirement mentioned in the original proffers.

Mr. Jason Grimes with AES Consulting Engineers stated the original application featured more apartment-style dwellings located near the boundary of the property and News Road. To address concerns about the scale of the buildings, they have updated the plan with more residential dwellings near the perimeter and the taller buildings in the middle to be less visible from the perimeter.

Mr. Hedrick further discussed the proposed plan. The entrance would remain in the same location with a gated, highly landscaped boulevard. One difference in the new plan is the creation of several different neighborhoods off of the main spine road for cottage or duplex dwellings with pocket parks throughout.

Mr. Hedrick explained Building One will have 180 units of Independent Living apartment-style accommodations with enriched hospitality services. This building will also serve as the hub of the residential club with a pool, fitness center and banquet room for the benefit of all residents on the property. The residential club will have a separate, additional entrance for easier access.

Mr. Hedrick said Building Two will house 100 units for Assisted Living and Memory Care and 40 Skilled Nursing units.

Mr. Polster asked about the difference in proffers for the new plan.

Mr. Trant said their team knew the changes proposed would need more than an administrative review and would require a master plan amendment. Mr. Trant stated he spoke with the County Attorney's Office and confirmed that an approved, proffered development plan may be amended under the old proffer legislation and would not be subject to the new proffer legislation or County ordinance amendment prohibiting proffers on residential cases. Mr. Trant said they would propose to amend and restate the master plan as well as the proffers. He said they do not have details of all the changes to the proffers yet, but the concept would be a proportional adjustment from any changes such as density and unit type to mitigate the impact of the development. Mr. Trant stated they would not be proposing fundamental changes to the deal, only adjustments consistent with changes in the plan.

Mr. Polster stated he hopes the current proffer of two beds for County Social Services would stay in the plan. He said he has concerns with three proffer areas. The first is the second entrance and traffic analysis of News Road.

Mr. Baruch stated from conversations last week with the applicant, the intent remains to keep

the second entrance for emergency-use only.

Mr. Polster said his second comment regarding proffers is to encourage keeping the green roof of the maintenance building and use of EarthCraft House standards.

Mr. Polster said his third area of concern involves drainage topography and the downstream impacts of the project. He said Stormwater and the County considered the Powhatan Watershed when reviewing the master plan years ago, and now the impacts of additional development such as the Prime Outlets and new timeshares in the area should be considered with any master plan amendments. Mr. Polster mentioned flooding in Ford's Colony and over News Road and said he hopes any amendment to proffers will continue to include water and stream monitoring of the watershed and address environmental impacts of the project.

Mr. Schmidt asked the applicant which direction the buildings will face, in order to consider possible use of solar energy. He said they should consider having some south-facing roofs for the cottages and duplexes.

Mr. Krapf asked if the applicant's presentation was complete.

Mr. Hedrick replied the feedback was very helpful.

Mr. Trant asked for clarification of the secondary access point.

Mr. Hedrick answered they intend for the second entrance to be for emergency use only, but during construction it would also serve as a temporary gate. For the safety and security of their residents, they want to limit the number of access points into the campus.

Mr. Grimes said the secondary access was added by request. VDOT stated in a meeting that turn lanes and more analysis would be needed if the intent of the entrance changed from an emergency or temporary construction use.

Mr. Schmidt asked the applicant if the parking lots near the larger buildings are usually full or empty, in their experience with similar facilities.

Mr. Hedrick answered that parking for assisted living, memory care and skilled nursing units is primary for staff working on shifts with some time overlap. There are also many visitors on the weekends. Regarding independent living units, Mr. Hedrick stated that residents in the larger building apartments often bring a car then decide to utilize the chauffeur services and park their car. Independent living residents in the cottages and duplexes usually drive more frequently. He said they benefit from the experience of having seven campuses over 35 years but are working with Mr. Grimes to fulfill County parking requirements while maximizing green space.

Mr. Grimes said he does not think the County has a parking generation for this specific type of facility but may treat it initially as an apartment complex. He said they are willing to be flexible working with County staff and can bring traffic studies into the analysis.

Mr. Hedrick stated they prefer to have just enough parking rather than too much.

Mr. Polster said on the original plan the parking surfaces were pervious surfaces as opposed to impervious. While there could be maintenance issues, it does help mitigate the amount of impervious surface of the overall project.

Mr. Grimes noted issues with pervious surface since the original master plan, such as failure at the Prime Outlets parking. The porous pavement may not be the best alternative.

Mr. Polster said they will need to mitigate the run-off and downstream impact to the Watershed given the topography.

Mr. Grimes said infiltration systems, ponds and landscaping may be utilized and are easier to maintain.

Mr. Haldeman asked the applicant about the number of employees.

Mr. Hedrick answered for the assisted living, memory care and skilled care building they expect approximately 110 full and part-time employees, with about 40-45 employees present at peak time (Monday through Friday, 9 a.m.-5 p.m.). For the independent living building, he said they would have approximately 120 full- and part-time positions, with about 45-50 employees working at peak time.

Mr. Haldeman asked about any hiring concerns or plans given the low unemployment rate currently in the area.

Mr. Hedrick acknowledged the tight labor market. He said they see themselves as part of the solution and have a dedicated process which includes not only competitive wages but also a structure in place to support staff with social services like an extended family to address challenges. Mr. Hedrick said they have recruiting and in-house training programs and offer staff career opportunities. He also said their staff would utilize health care training programs in the local community.

Mr. Krapf said he was supportive of the original application and thinks there is a great need in the community for the project. He said he was encouraged by the proposal and reputation of RUI and feels the comments made during the meeting were very constructive and valuable.

Mr. Haldeman stated he feels the updated proposal improves the original project.

Mr. Schmidt asked the applicant if any of their campuses have charging stations for resident or employee electric vehicles.

Mr. Hedrick said they currently do not but would take the idea into consideration.

Mr. Polster said he understands the challenges for operating this type of facility and is encouraged by their approach, particularly their training program to develop necessary skill sets. He said he supports the plan and hopes to see the environmental impacts addressed in any amendments.

Mr. Schmidt complimented the utilization of academia in their programming.

Mr. Hedrick noted universities are often challenged to find classroom space that is ADA accessible, so their partnerships benefit everyone and amplifies their access to professors.

Mr. Krapf thanked everyone for attending the meeting.

Mr. Trant stated the early feedback is extremely helpful.

Mr. Baruch inquired about the difference between renting and ownership of the cottages.

Mr. Hedrick explained there is a portion of the market that prefers to own their home. He said this would not be a criteria for residency but would be based on market demand.

Mr. Baruch asked about the parcel and whether the units would be subdivided.

Mr. Hedrick said it would remain one parcel under a condominium association.

Mr. Baruch asked about pedestrian and bike facilities of the development and said there is potential for high walkability given the centrality and clustering of buildings on campus.

Mr. Hedrick said they do not usually see many bikes on their campuses but there is a lot of area for thoughtful trails and paths.

Mr. Baruch asked about the number of vehicles they usually find with independent living residents.

Mr. Hedrick answered usually zero to one vehicle for the apartment residents and two for those living in the cottages or duplexes, so those dwellings would have garages.

Mr. Krapf asked if there were any further comments.

Mr. Hedrick said they appreciate the committee's comments.

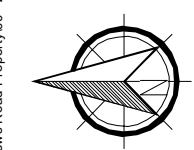
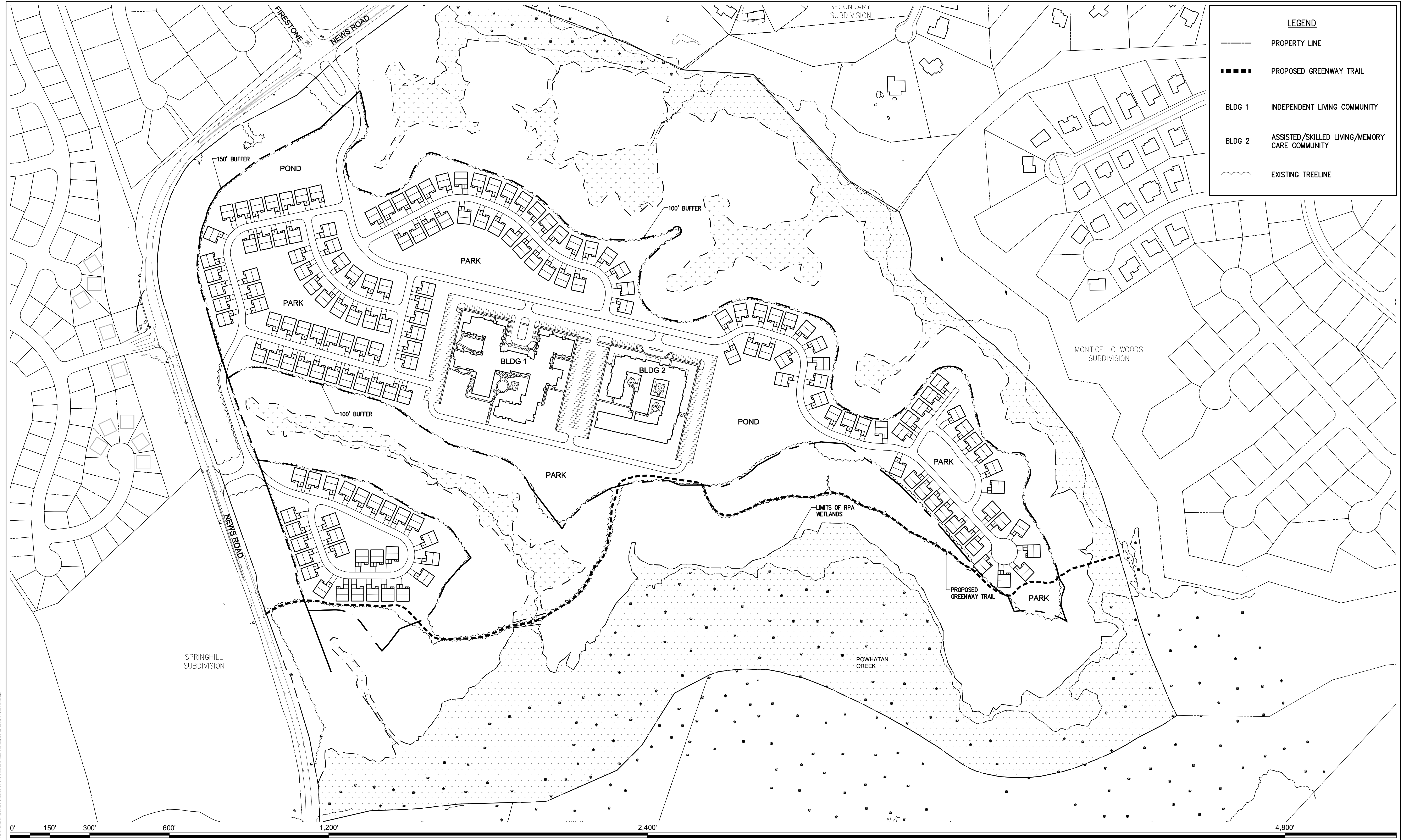
F. ADJOURNMENT

Mr. Polster made a motion to adjourn the meeting.

Mr. Krapf adjourned the meeting at 5:10 p.m. after a unanimous voice vote.

Mr. Rich Krapf, Chair

Mr. Paul Holt, Secretary



RENDERED CONCEPTUAL MASTER PLAN
THE VILLAGE AT FORD'S COLONY
JAMES CITY COUNTY, VIRGINIA
(AES PROJECT #: W10548 - AES PROJECT CONTACT: JASON GRIMES, P.E.)