

TOWN OF WINDSOR

P.O. Box 307

8 East Windsor Boulevard

Windsor, Virginia 23487

Phone 757-242-4288

E-Mail Windsor@windsor-va.gov

PLANNING COMMISSION MEETING AGENDA

August 23, 2023 - 7:00 p.m.

Town Hall

- 1) Call to Order
 - a) Welcome
 - b) Roll Call and Determination of Quorum
 - c) Welcome Commissioner Harris
- 2) Public Comments
- 3) Approval of the Minutes of the May 24, 2023 and July 26, 2023 Planning Commission meetings
- 4) Public Hearing: There are no hearings scheduled.
- 5) Town Attorney's Report
- 6) Economic Development Authority (EDA) Report
- 7) Old or Unfinished Business
- 8) New Business
 - A) 2050 Hampton Roads Long Range Transportation Plan Survey
 - B) Draft Comprehensive Plan-Chapter 2: Population
 - C) Review of application to Isle of Wight County: Tidewater Logistics Center
- 9) Next Regular Meeting Date: September 27, 2023
- 10) Motion to Adjourn

MINUTES OF THE PLANNING COMMISSION - WINDSOR, VIRGINIA

The Planning Commission met on Wednesday, May 24, 2023 at 7:00 p.m. at the Council Chamber of the Windsor Town Hall, Windsor, Virginia. Chairman Marshall called the meeting to order and welcomed all who were present. Terry Whitehead, Town Clerk, recorded the minutes. James Randolph, Planning and Zoning Administrator, and Fred Taylor, Town Attorney, were present. Mrs. Whitehead called the roll.

Planning Commission members present: Leonard L. Marshall, Chairman
David Adams
Dale Scott
Ricky Vaughan
Larissa Williams

Planning Commission members absent: Devon Hewitt, Vice Chairman
Jesse Taylor

PUBLIC COMMENTS

None

MINUTES

Chairman Marshall asked if there were any amendments or comments regarding the minutes of the April 26, 2023 regular Planning Commission meeting.

Commissioner Scott made a motion to approve the minutes as presented. Commissioner Vaughan seconded, and the Commission unanimously passed the motion as recorded on the attached chart as motion #1.

Public Hearing

Chairman Marshall said there is a public hearing this evening to consider public comment regarding an application for a change in zoning classification from C-B-1, Conditional General Business to B-1, General Business.

Chairman Marshall asked Mr. Randolph to provide a brief background on the application. Chairman Marshall noted that the newspaper advertisement was included in the packet; therefore, the public hearing was properly advertised.

Mr. Randolph reported that the application was submitted by the Economic Development Authority (EDA) of the Town of Windsor for a change in zoning classification from C-B-1, Conditional General Business to B-1, General Business. He said the application includes tax parcels 54B-04-(1 through 19) with a total of 5.144 acres, and 54B-04-(21,22,23), which totals 2.845 acres. He said the parcels are located adjacent to Windsor Boulevard US Route 460, approximately 900' west of the intersection of US Route 258.

Mr. Randolph explained that the purpose of the application is to remove the conditional zoning (proffers) associated with the aforementioned parcels.

Mr. Randolph said in May 2004, American Fidelity Insurance Agency submitted an application to rezone these parcels to Conditional B-1, Conditional General Business. He said a list of proffers (conditions) was voluntarily submitted by the applicant. The proffers include:

- 1) Development of the subject property shall be in substantial conformity with the general site plan and the architectural elevations submitted with this application.
- 2) Developer shall extend water and sewer lines to the subject property at the Developer's expense.
- 3) Lighting for the site shall be directed inward with minimal overlap onto adjacent properties. Standard sized light poles shall be used in the retail shopping center area and all out-parcels. Lighting shall be uniform in color for the project and shall utilize direct cutoff lights on 30 foot poles.

Mr. Randolph stated that the Planning Commission held a public hearing on the application on May 26, 2004. He said the Planning Commission recommended approval of the conditional zoning application. He said the Town Council held a public hearing on July 13, 2004 and voted to approve the zoning map amendment to Conditional B-1.

Mr. Randolph said during the subsequent nineteen years, this property has changed hands numerous times. Most recently it is now owned by the EDA of the Town of Windsor.

Mr. Randolph said he attended the EDA meeting of August 1, 2022 and provided information about the conditional zoning associated with the properties and the process by which the proffer could be removed.

Mr. Randolph said the EDA has now applied to remove the proffered conditions in order to be able to market the properties without the aforementioned conditions. He said they have a potential client interested and have submitted a conceptual plan as part of their application. Mr. Randolph added that information or questions about the proposed development of these sites should be directed to the applicant (EDA).

Mr. Randolph said Jake Redd, who serves on Town Council and on the EDA, was planning to attend tonight's meeting to speak on behalf of the applicant, but he is not present. He suggested that maybe Commissioner Scott, who also serves on the EDA, could answer any questions that the Planning Commission may have.

Commissioner Scott explained that the potential buyer plans to use the property for an agritourism type business similar to the produce stands you may see on the way to the Outer Banks. He said the potential buyer operates other successful, well-kept businesses in other parts of the state, including an orchard and winery at Smith Mountain Lake, which some members of the EDA have visited.

Commissioner Scott explained that due to the type business the potential buyer will be operating, he will not need the aforementioned proffers. He said those proffers were previously intended for a commercial shopping center.

Chairman Marshall opened the public hearing for the rezoning from Conditional B-1 to B-1 Commercial for parcels 54B-04-1-19 and 21-23. He asked for any persons wishing to speak either for or against the proposed rezoning application submitted by the Windsor Economic Development Authority (EDA) to come forward at this time. Hearing none, he closed the public hearing and opened the floor for discussion among Planning Commission.

Commissioner Scott asked Mr. Taylor if there would be an issue with him voting on the application requesting the change of zoning classification. Commissioner Scott said he has no ownership of the property, but he is a non-compensated member of the EDA.

Mr. Taylor explained that since the EDA is an independent body, it may raise a question regarding Commissioner Scott's ability to serve both the Planning Commission and the EDA.

Commissioner Vaughan made a motion to recommend approval to Town Council of a change in zoning classification from C-B-1, Conditional General Business to B-1, General Business on parcels 54B-04-1-19, 21-23 located on the south and north side of Windsor Boulevard. Commissioner Williams seconded, and the Commission passed the motion 4-0, with Commissioner Scott abstaining, as recorded on the attached chart as motion #2.

TOWN ATTORNEY REPORT

None

ECONOMIC DEVELOPMENT AUTHORITY REPORT – EDA

Commissioner Scott briefed the Planning Commission on the Frog Project. He said the "Farm" themed frog has been placed at the corner of Shirley Drive and Windsor Boulevard. He said other frogs ordered by various organizations are being prepared for the paint process. Commissioner Scott said there have been a lot of positive comments made towards the Frog Project.

OLD OR UNFINISHED BUSINESS

None

NEW BUSINESS

Mr. Randolph noted that he anticipated having a chapter of the Comprehensive Plan ready for review at this meeting, but the public hearing took precedence. He said we will continue with the Comprehensive Plan update process at the July 26, 2023 meeting.

ADJOURNMENT

Chairman Marshall said the next Planning Commission meeting is scheduled for July 26, 2023. He added that there will be no meeting held in June.

There being no further business, Commissioner Vaughan made the motion to adjourn. Commissioner Williams seconded, and the Commission unanimously passed the motion as recorded on the attached chart as motion #3.

The meeting adjourned at 7:15 p.m.

Leonard L. Marshall, Chairman

Terry Whitehead, Town Clerk

TOWN OF WINDSOR
RECORD OF
PLANNING COMMISSION VOTES

Commission Meeting Date May 24, 2023

Motion #	L. Marshall	L. Williams	J. Taylor	D. Hewitt	D. Scott	R. Vaughan	D. Adams
			Absent Absent				
1	Y	Y			Y	Y	Y
2	Y	Y			obtained	Y	Y
3	Y	Y			Y	Y	Y
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Jerry Whitehead, Clerk

MINUTES OF THE PLANNING COMMISSION - WINDSOR, VIRGINIA

The Planning Commission met on Wednesday, July 26, 2023 at 7:00 p.m. at the Council Chamber of the Windsor Town Hall, Windsor, Virginia. Chairman Marshall called the meeting to order and welcomed all who were present. Terry Whitehead, Town Clerk, recorded the minutes. James Randolph, Planning and Zoning Administrator, and Fred Taylor, Town Attorney, were present. Mrs. Whitehead called the roll.

Planning Commission members present: Leonard L. Marshall, Chairman
Larissa Williams

Planning Commission members absent: David Adams
Devon Hewitt, Vice Chairman
Dale Scott
Ricky Vaughan

After the roll call, Chairman Marshall stated that a quorum has not been met for tonight's meeting; therefore, no business will be conducted.

Chairman Marshall said the next Planning Commission meeting is scheduled for August 23, 2023.

The meeting adjourned at 7:04 p.m.

Leonard L. Marshall, Chairman

Terry Whitehead, Town Clerk

TOWN OF WINDSOR
 RECORD OF
 PLANNING COMMISSION VOTES

No quorum


Commission Meeting Date July 26, 2023

Motion #	L. Marshall	L. Williams	D. Hewitt	D. Scott	R. Vaughan	D. Adams	
			<i>absent</i>	<i>absent</i>	<i>absent</i>	<i>absent</i>	
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Jerry Whitehead, Clerk

Town of Windsor

Memorandum

TO: Windsor Planning Commission
FROM: James Randolph, Planning & Zoning Administrator 
SUBJECT: Hampton Roads 2050 Long Range Transportation Plan
DATE: August 23, 2023

The Hampton Roads Transportation Planning Organization (HRTPO) is updating the region's 2050 long range transportation plan. As part of the process, they have included a survey to better understand the variables that will affect transportation systems in the future.

Attached you will find information on this survey, along with an online address for taking the survey. I would encourage you to take a few minutes to complete the survey at your convenience.

Should you have any questions, please let me know.

Thank you.



TELL US YOUR THOUGHTS!

The Hampton Roads Transportation Planning Organization is updating the region's Long-Range Transportation Plan (LRTP) to address future transportation needs and we want to hear your thoughts on influences that can impact the way we travel in the future.

Please take the *2050 LRTP Scenario Planning Survey* and help us plan for tomorrow's transportation system!

Scan the QR Code to take the survey or visit the link below:
<https://metroquestsurvey.com/32ez?c=F>



Contact Kyle Gilmer at kgilmer@hrtpo.org or 757-420-8300 for a paper copy of the survey.

For more information on the development of the Hampton Roads 2050 Long-Range Transportation Plan, visit:
<https://tinyurl.com/hr2050lrtp>



CHAPTER 2 – POPULATION

The character and dynamics of a locality’s population are often good predictors of future development patterns and can act as valuable planning tools for a community making decisions related to growth. Future land use patterns are based in part on the trends seen in the existing community and involve an assessment of the need for housing, infrastructure, and other services.

This chapter examines the most recent population estimates, population growth trends, and household information for the Town of Windsor using data from the U.S. Census Bureau, the Hampton Roads Planning District Commission, and local records.

Windsor is a community located in a traditionally rural county at the intersection of two important transportation corridors connecting Hampton Roads to points west. The Town is part of the Western Tidewater portion of the Hampton Roads Planning District Commission region, which includes the cities of Franklin and Suffolk, and the counties of Isle of Wight, Southampton, and Surry. This region is generally experiencing significant growth, especially the areas closer to the metropolitan area. In order to better understand the dynamics affecting growth and development with the Town of Windsor, this chapter will also include regional population trends.

Below is a table indicating the total population for the Town, Isle of Wight County and the Commonwealth of Virginia based upon information from the U.S. Census Bureau for the year 2020.

<u>Population</u>	<u>2020</u>
Town of Windsor	2,746
Isle of Wight County	38,606
Virginia	8,631,393

Population Estimates-Western Tidewater Region

	<u>1980</u>	<u>1990</u>	<u>2000</u>	<u>2010</u>	<u>2020</u>
Windsor	985	1025	2347	2626	2746
Franklin	7308	7864	8346	8582	8179
Isle of Wight	21603	25053	28298	35270	38606
Southampton	18731	17550	17482	18570	18001
Suffolk	47321	52143	63677	84585	94326
Surry	6046	6145	6829	7058	6561

*Note: 2000 population numbers reflect Windsor annexation that was completed in 2001

Population Trends

Most of the localities in the Western Tidewater region experienced significant population growth during the period of 1980 to 2020. During this time, both Suffolk and Isle of Wight have experienced tremendous growth, while the localities to the west have demonstrated relatively stable population patterns with growth occurring at a slower rate.

According to the 2020 U.S. Census, the Town of Windsor is home to approximately 2746 people. This equates to a population density of 719 persons per square mile. The Town of Windsor is one of two incorporated towns in Isle of Wight County. While Windsor has experienced significant growth during the last 40 years, the Town of Smithfield has grown dramatically. Smithfield completed an annexation from Isle of Wight in 1998 and is located at the northern end of the county where a majority of the county's growth is occurring.

During the period from 2020 to 2022, Isle of Wight County has grown an additional 4% bringing the estimated County population to 40,150. During this same time period, the City of Suffolk has grown an additional 4.4%, increasing their population to almost 100,000 persons.

Windsor Population Projections

<u>Year</u>	<u>Estimated Population</u>
2030	2975
2040	3350
2045	3550

Population Characteristics

Age and Race

Residents of the Western Tidewater region are older than average when compared to the state and nation as a whole. (median age defined: ½ are above, ½ are below) The 2020 Census shows that all the localities in the region had a higher median age than both the state and the nation.

<u>Median Age</u>	<u>2020</u>
Town of Windsor	47.0 (+/- 8.2)
Virginia	38.4 (+/- .1)
Unites States	38.8

*Note: The margin of error is significantly higher for the Town compared to the State

<u>Town of Windsor</u>	<u>Total</u>	<u>%</u>
Male	1318	48
Female	1428	52

Census data indicated that the Town of Windsor had a less racially diverse population than other localities in Western Tidewater. The racial makeup of the Town of Windsor is:

<u>Town of Windsor</u>	<u>Total</u>	<u>%</u>
White alone	1911	69.5
Black or African American alone	586	21.3
American Indian and Alaska native	15	.05
Asian	33	1.2
Some other race	68	2.4
Native Hawaiian , Pacific Islander	0	0

Younger/Older Population

Population % under 18 years of age:

Windsor	23.2
Virginia	22.0
National	22.1

Population % over 65 years of age:

Windsor	20.9
Virginia	16.9
National	16.8

Households

	<u>Total</u>	<u>Average size</u>
Windsor	1,061	2.59

Conclusion


As shown with the statistics and demographics shown in this chapter, the Town of Windsor and the Western Tidewater region continue to show significant population growth. This trend is a continuation of the pattern that has been developing during the last 40 years.

The percentage of population growth for the Town of Windsor has moderated over the past 10 years, compared to the previous 30 year time period. A number of factors affect the growth and population patterns, including available housing opportunities, economic conditions at both the local and national level and other variables. The average household size continues to decrease, even though there are more multi-generational households.

As we plan ahead to the year 2045, the Town of Windsor can continue to expect to see an increase in the population consistent with the overall growth trends of the Western Tidewater region.

Town of Windsor

Memorandum

TO: Windsor Planning Commission
FROM: James Randolph, Planning & Zoning Administrator 
SUBJECT: Isle of Wight County application referral: Tidewater Logistics Center
DATE: August 23, 2023

Please find enclosed an application from Meridian Property Purchaser LLC to Isle of Wight County requesting an amendment to the Isle of Wight County Comprehensive Plan from its current designation of Mixed Use to Planned Industrial. Additionally, the application seeks to change the zoning classification from its current designation of Rural Agricultural Conservation (RAC) to Conditional Limited Industrial (C-LI). The purpose of this application is to develop industrial warehouse buildings totaling approximately 1.23 million square feet, and associated site development features including pump stations, roadways, docking stalls, and stormwater basins.

This application to Isle of Wight County is being referred to the Town of Windsor due to the application's proximity to the corporate limits of the Town. As such, any discussion, or comments that the Windsor Planning Commission desires to forward to Isle of Wight County will be considered advisory in nature. The Isle of Wight County Planning Commission will hold a public hearing on this proposal and forward their recommendations to the Isle of Wight County Board of Supervisors. The Board of Supervisors will hold a public hearing on this application and make any decisions regarding the proposal. The official dates for the County public hearings have yet to be determined.

With those details aside, this is an opportunity for the Windsor Planning Commission to consider the impacts this application will have on the Town of Windsor. Careful consideration should be provided in reviewing this application to determine how this will affect the adjoining residential properties, the transportation impacts, public safety considerations, infrastructure improvements, environmental factors, and general quality of life issues.

Isle of Wight County has asked that we forward any comments to their Planning Department by September 1, 2023.



Local Roots, Global Reach

ISLE OF WIGHT COUNTY, VIRGINIA

DEPARTMENT OF PLANNING AND ZONING

MEMORANDUM

TO: Director of Community Development
Environmental Planner
Economic Development
Emergency Services
General Services
Transportation Manager
Town of Windsor
VDOT
County Attorney

FROM: Trenton S. Blowe, Planner II

RE: Tidewater Logistics Center
Conditional Rezoning (ZA-04-23), Comprehensive Plan Amendment (LUP-01-23), 1st Submittal
Tax Map Nos. 54-01-086J and 55-01-013
MUNIS No. 28397

DATE: August 3, 2023

Please see the attached application documents for the conditional rezoning and comprehensive plan amendment applications referenced above. The applicant, Meridian Property Purchaser, LLC, is requesting the above-referenced parcels change their zoning from Rural Agricultural Conservation (RAC) to Conditional Limited Industrial (C-LI). There is also an application to amend the future land use designation from Mixed Use and Environmental Conservation to Planned Industrial.

Please review the attached and provide written comments to me by **September 1, 2023**, indicating no objections to the application materials provided or noting specific deficiencies. As always, please contact me at (757) 357-9113 or by email at tblowe@iwus.net if you have any questions.

Kimley»Horn

July 17th, 2023

Isle of Wight, Central Permitting
17140 Monument Circle, Suite 100
Isle of Wight VA 23397

RE: **Tidewater Logistics Center Rezoning Package (KHA Project # 117158002)**
1st Submittal

Kimley-Horn, on behalf of The Meridian Group, is pleased to submit the application for Rezoning and Comprehensive Plan Amendment for the Tidewater Logistics Center (TLC) industrial development.

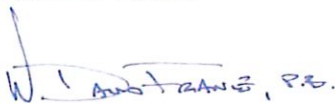
The parcels in question are located in Isle of Wight County on the north side of U.S. Route 460 (Windsor Boulevard) in between Lovers Lane and Old Mill Road, identified by its Tax Parcel Numbers (TPN's) 54-01-086J, 54-01-086B and 55-01-013. The project is proposing the rezoning of the indicated parcels from the Rural Agricultural Conversion District (RAC) to the Limited Industrial District (LI). In addition to the rezoning of the site, the project proposes a Comprehensive Plan Amendment to change the land use designation from mixed use to planned industrial.

Included in this application packet are the following materials for your review:

- Application Forms
- Statement of Reasons and Narrative Description
- Voluntary Proffers
- Existing & Proposed Zoning Exhibits
- Site Master Plan
- Water & Sewer Master Plan
- Stormwater Master Plan
- Major Water Quality Impact Assessment (MWQIA)
- Traffic Impact Assessment (TIA)

Please contact me at 757-355-6643 or Dave.France@kimley-horn.com should you have any questions or desire additional information.

Sincerely,
KIMLEY-HORN



W. David France, P.E.
Project Manager

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STATEMENT OF REASONS & NARRATIVE DESCRIPTION

**Tax Parcel ID# 54-01-086J: Windsor Blvd., Windsor
Tax Parcel ID# 55-01-013: 13009 Windsor Blvd., Windsor**

July 14, 2023

Applicant/Project Background

<https://tmgdc.com/about>

The Applicant, Meridian Property Purchaser, L.L.C., is an affiliate of The Meridian Group. The Meridian Group was founded in 1993, and is based in Bethesda, Maryland. Over the past 30 years, TMG has evolved into a full service real estate firm with a present focus on the development and management of light industrial centers. TMG is passionate about place making and envisions a dynamic and modern warehousing and distribution center for the subject property. TMG is excited about the opportunity to work with the County in developing this vision and in expanding an emerging economic center within the County.

Narrative Description

The property upon which the project is envisioned is located at 13009 Windsor Boulevard (Tax Parcels ID # 54-01-086J and # 55-01-013) in the Windsor Development Service District, just outside the limits of the Town of Windsor. The site contains approximately 154 acres located on US Route 460 and consists of agricultural fields and timberland. The property is currently zoned RAC – Rural Agricultural Conservation and designated Mixed Use on the County's Comprehensive Plan Future Land Use Map.

Parcels ID # 54-01-086J is owned by the Industrial Development Authority of Isle of Wight, and Parcels ID # 55-01-013 is owned by Hollowell Holdings, LLC. The legal descriptions and surveys for the property are attached hereto as Exhibit A. Meridian Property Purchaser, L.L.C. is the contract purchaser of the property.

Statement of Reasons

The Port of Virginia is a major driver of warehousing and distribution activity in the region. The capacity and logistics of the Port's operations and its investment in its future operations, make it a leading center of global commerce and a vital import and export location for many US and foreign businesses. Accordingly, there is significant and growing demand for warehousing and distribution centers in the Hampton Roads region. The County is well positioned, generally, to be a beneficiary of this economic activity given its proximity to the Port, US Route 460, and the Norfolk Southern Rail Line. The County's quality of life, work force, and stable local economy, as well as its supply of suitable property along the 460 corridor make it a desirable location for warehousing and distribution centers.

The subject property is of particular interest because of the availability of the relatively large area of contiguous, relatively flat land with direct access to US Route 460. The character of the area for the proposed land use has been established by the existing World Market, Safco, and Green Mountain facilities. Establishing the future land use designation for the subject property to be

consistent with the planned industrial designation south of 460 acknowledges this and allows for a larger, well-planned industrial node and protects against potentially incompatible land uses that could be associated with the Mixed Use designation.

Community Impact Statement

For

Tidewater Logistics Center

Isle of Wight, VA

Prepared For:

The Meridian Group

3 Bethesda Metro Center, Suite 1400

Bethesda, MD 20814

Prepared By:

Kimley-Horn

4525 Main Street, Suite 1000

Virginia Beach, VA 23462

1st Submittal: July 17th, 2023

Kimley-Horn Project Number: 117158002

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Section I – Regulatory Requirements

This analysis is submitted pursuant to the requirements of the *Isle of Wight County Code of Ordinances Section 1-1015.F*. It is submitted in support of the Rezoning Application for the subject property.

Section II – Project Description

The parcels in question are located in Isle of Wight County on the north side of U.S. Route 460 (Windsor Boulevard) in between Lovers Lane and Old Mill Road, identified by its Tax Parcel Numbers (TPN's) 54-01-086J, 54-01-086B and 55-01-013. For the purposes of this report, unless otherwise noted, this land is considered to be assembled and collectively is referred to as the "Site" and the project as the "Tidewater Logistics Center". The gross area of the site is approximately 154.34 acres and consists of an existing residential home and agricultural fields. The site lies to the east of the Town of Windsor but is located within the Windsor Development Service District (DSD), per the Isle of Wight Master Plan. The area is primarily agricultural, suburban estate, and suburban residential, although surrounding parcels are identified as mixed use, gateway commercial, and light industrial.

The project is proposing the rezoning of the indicated parcels from the Rural Agricultural Conversion District (RAC) to the Limited Industrial District (LI). In addition to the rezoning of the site, the project proposes a comprehensive plan amendment to change the land use designation from mixed use to planned industrial.

Five industrial warehouse buildings are proposed on the site. The total proposed warehouse space is approximately 1.23 million square feet. Just outside of the Tidewater Logistics Center site is the site of the 1 million square foot Cost Plus World Market warehouse along Route 460. An industrial park development is located south of the Cost Plus warehouse, referred to as the Shirley T. Holland Industrial Park.

An industrial access road is to be constructed throughout the site, servicing the parcels. Gravity sanitary sewers on each parcel will be installed, supported by two sewer pump stations – one private pump to serve the southeastern parcel and one public pump for the western parcel and the existing residential development on Lovers Lane. Water mains will be constructed within the access roads connecting to an existing water main located on U.S. Route 460.

The portions of the parcel containing the Saunders House, as well as the existing cemeteries onsite will remain undisturbed.

Section III – Adequacy of Existing Public Facilities and Services

A. PUBLIC WATER FACILITIES

The proposed development will be connected to public water facilities via the Route 460 right-of-way 16" water main. The water system around the Tidewater Logistics Center contains a 600,000-gallon elevated storage tank that provides storage to the system and mains that provide water service to the existing warehouses south of the site. An analysis and exhibits showing the proposed water system are contained within the Water and Sanitary Sewer Master Plan submitted in support of the Rezoning Application. The analysis demonstrates that the existing public water infrastructure can supply adequate pressures and flows for the worst-case fire demands at each of the proposed warehouse buildings, based on the capacity curves the County provided in June 2023.

B. PUBLIC SEWER FACILITIES

The existing sanitary sewer infrastructure around the Tidewater Logistics Center project consists of the 20" Hampton Roads Sanitation District (HRSD) force main along the Route 460 right-of-way that ultimately conveys the wastewater to the treatment plant. Two sewersheds have been proposed for the Tidewater Logistics Center, dividing the site into eastern and western portions whose systems will connect to the existing 20" force main.

Sewer Service Area 1 contains 3 industrial buildings on the western parcel of the proposed development as well as the existing residential development on Lovers Lane and part of Shiloh Drive, as requested by the County during the pre-application meeting. This sewershed will be serviced by a gravity system carrying flows from the existing and proposed buildings to the proposed Isle of Wight Regional Pump Station (PS-1). This pump station will connect the existing residential development to the HRSD force main. Sewer Service Area 2 contains 2 industrial buildings on the eastern parcel of the proposed development. This sewershed is serviced by a gravity system carrying flows from the proposed buildings to the proposed private pump station (PS-2).

Combined, both the residential and proposed industrial flows total to an average daily flow of 46,283 gpd or a peak flow of 140.1 gpm. An analysis and exhibits showing the proposed sanitary sewer system are contained within the Water and Sanitary Sewer Master Plan submitted in support of the Rezoning Application.

C. ENVIRONMENTAL CONSIDERATIONS

Multiple critical areas where impacts to CBPA buffers, wetland areas, and watercourses are proposed as part of the industrial development, which will require additional permitting with Virginia Department of Environmental Quality and the Army Corp of Engineers. These include encroachment of the CBPA buffer for parking and loading facilities, the access road and utility installation crossing Ennis Pond, and BMP outfalls for each of the proposed ponds to the existing wetlands. The project is being specifically

designed to limit the impacts to the environmental features to the greatest possible extent and mitigate impacts through standard engineering practices. Refer to the Major Water Quality Impact Assessment for a depiction of environmental constraints, critical areas, and wetland impacts.

D. DRAINAGE FACILITIES

The project site generally drains from south to north, to the wetlands associated with Lake Prince, or towards Ennis Pond at the center of the site. Preliminary engineering calculations propose multiple stormwater ponds which will be designed to provide water quality and quantity mitigation for the proposed buildings and parking/loading areas in accordance with Isle of Wight County stormwater requirements as well as the requirements of the Chesapeake Bay Preservation Area Act. Compliance with channel protection and flood protection requirements will be met through the proposed stormwater Best Management Practices (BMP's).

Localized redirection of storm water from impervious and other developed areas will cause minor disruptions to water supplies to adjacent wetlands and streams. To comply with City and State regulations, BMP's must intercept developed runoff and treat it prior to release. To the extent practical, storm water will be generally directed to release at historic points of discharge, with attention to provide adequate supply of water to wetland areas. Stormwater flow from the public right-of-way, which currently flows through the site via ditches and streams to the wetlands to the north, will maintain its original drainage patterns by the installation of culvert crossings under the proposed driveway entrances.

Refer to the Stormwater Master Plan and Major Water Quality Impact Assessment (MWQIA) for a more detailed analysis of surface water impacts.

E. PUBLIC SCHOOLS

There will be no impacts to public schools in the area, as the proposed use is industrial and does not include any residential units.

F. EMERGENCY SERVICE FACILITIES

Emergency Services in Isle of Wight County are provided through a combination volunteer-career system. The Windsor Volunteer Rescue Squad is responsible for providing EMS service to the area and is located on Windsor Boulevard (Route 460), approximately 1.5 miles from the nearest proposed Tidewater Logistics Center site entrance. The Windsor Volunteer Fire Department is responsible for providing fire protection services for the area and is located approximately 1 mile on Route 460 from the nearest proposed site entrance. The Isle of Wight County Sheriff's Department has the primary responsibility to provide law enforcement in the area surrounding the proposed development and is located approximately 7.5 miles north of the site. Law enforcement protection is also provided by the Virginia State Police.

G. TRANSPORTATION FACILITIES

Access to/from the proposed development will be via Windsor Boulevard and Dominion Way (a full access movement that forms the north leg of the existing signalized intersection) as well as an additional intersection further east on Windsor Boulevard (new proposed right-in/right-out unsignalized intersection).

A Traffic Impact Analysis (TIA) was performed for the proposed development and is included with the Rezoning application. The proposed Tidewater Logistics Center development has the potential to generate a total of 2,349 daily weekday trips. Out of the total weekday daily trips, 223 driveway trips occur during the AM peak hour and 246 driveway trips occur during the PM peak hour. Under all future year development scenarios, it is anticipated that overall intersection operations will be maintained at LOS D or better during the AM and PM peak hours for all study area intersections. Based on the results of the traffic analysis, including the off-site transportation infrastructure improvements listed within the TIA, the impacts associated with the development are anticipated to result in operations similar to No Build conditions.

Refer to the TIA for a full analysis of existing and future traffic conditions within the project study area as well as identification of traffic impacts and transportation recommendations based on the new traffic generated by the development.

Section IV – Fiscal Impacts

A fiscal impact study is underway and will be provided to Isle of Wight staff upon completion. Completion is estimated by the end of August 2023.

Section V – Conclusion

The existing County infrastructure has adequate capacity to support the proposed Tidewater Logistics Center development. As the demand for warehousing and distribution centers in the Hampton Roads region grows, Isle of Wight County is well positioned, generally, to be a beneficiary of this economic activity given its proximity to the Port, US Route 460, and the Norfolk Southern Rail Line. The character of the area for the proposed land use has been established by the existing World Market, Safco, and Green Mountain facilities. Establishing the future land use designation for the subject property to be consistent with the planned industrial designation south of Route 460 acknowledges this and allows for a larger, well-planned industrial node and protects against potentially incompatible land uses.

DRAFT

PROFFERED CONDITIONS

July ____, 2023

Conditional Zoning Request _____ (the "Application") has been filed by the "Owner" (hereinafter defined) for certain real property owned by Hollowell Holdings LLC ("Hollowell") and the Industrial Development Authority of Isle of Wight County ("IDA"), which property is situated within the territorial confines of the County of Isle of Wight, Virginia (the "County") located at 13009 Windsor Boulevard (Tax Parcels ID Numbers 54-01-086J and 55-01-013) in the Windsor Development Service District and more particularly described on **Exhibit A** attached hereto and made part hereof (the "Property"). Meridian Property Purchaser, L.L.C. ("Meridian") is the contract purchaser of the Property. Hollowell, IDA and Meridian (collectively, the "Owner") filed the Application requesting that the zoning of the Property be changed from RAC – Rural Agricultural Conservation to LI – Limited Industrial with proffers in order to permit the development of an industrial park (the "Project").

The Owner and the County have carefully evaluated, among other things, a traffic impact analysis and community impact analysis (copies of which are on file with the County's Community Development Department, hereinafter referred to as the "Department") and the on and off site impacts of the Project and have determined (i) the impacts specifically attributable to the Project (the "Impacts"), (ii) certain Impacts create a need (or identifiable portion of a need) for the expansion of existing capacity of public transportation facilities (the "Expansion of Existing Capacity"), (iii) the Project will receive a direct and material benefit from the Expansion of Existing Capacity, and (iv) the provisions of the County's zoning ordinance ("Zoning Ordinance") are inadequate for addressing various of the Impacts and necessitate supplementation by these Proffers.

In furtherance of the Application, the Owner, for itself and its successors and/or assigns, hereby voluntarily proffers the conditions specifically set forth below, in addition to the regulations provided for by the Zoning Ordinance, which proffered conditions are determined by the Owner and, upon acceptance by the Board of Supervisors in connection with the approval of the Application, the County: (i) to be reasonable, (ii) to address impacts specifically attributable to the Project, (iii) to address the need (or identifiable portion of a need) for the Expansion of Existing Capacity, (iv) to directly and materially benefit the Project, (v) to have a reasonable relation to the proposed change in zoning, (vi) to be in conformity with County's adopted comprehensive plan, and (vii) to be in accordance with the provisions of Section 15.2-2296, et seq. of the Code of Virginia (1950), as amended (the "Virginia Code"), Section 15.2-2303.2 through 15.2-2303.4 of the Virginia Code, and the County Zoning Ordinance. The following proffered conditions apply only to the Property.

1. Plan of Development. A conceptual development plan of the Project entitled "SITE MAP TIDEWATER LOGISTIC CENTER PREPARED FOR THE MERIDIAN GROUP ISLE OF WIGHT VIRGINIA", dated July 7, 2023, prepared by Kimely Horn (the "Master Plan"), has been submitted to the Department for review by the County in connection with the Application. The Master Plan

is on file with the Department. Development of the Property shall be in substantial conformance, as determined by the Community Development Director (the "Director") with the Master Plan. The Master Plan may be modified from time to time provided that such modifications do not alter the basic concept or character of the Master Plan and provided that such amendments are approved by the Director for consistency with the terms of this proffer.

2. Design. The buildings on the Property shall be constructed by the Owner in substantial conformance with the drawings entitled "PRELIMINARY BUILDING DESIGN TIDEWATER LOGISTIC CENTER ISLE OF WIGHT COUNTY, VA", dated 06/16/2023, prepared by ARCO Design/Build and ADB Design Services, "PRELIMINARY AERIAL RENDERING TIDEWATER LOGISTIC CENTER ISLE OF WIGHT COUNTY, VA", dated 06/16/2023, prepared by ARCO Design/Build and ADB Design Services, and "PRELIMINARY ELEVATIONS - BUILDING D TIDEWATER LOGISTIC CENTER ISLE OF WIGHT COUNTY, VA", dated 06/16/2023, prepared by ARCO Design/Build and ADB Design Services (the "Renderings") as determined by the Director. A copy of the Renderings are on file in the Department. The Renderings may be modified from time to time provided that such modifications do not alter the basic concept or character of the Renderings and provided that such amendments are approved by the Director for consistency with the terms of this proffer.

3. Traffic Improvements.

- a. When deemed warranted by the Virginia Department of Transportation ("VDOT"), but in no event prior to the commencement of construction one or more of the buildings shown on the Master Plan on the Property, the construction, installation, and/or implementation of the following improvements shall be completed or guaranteed by the Owner in accordance with Section 15.2-2299 of the Virginia Code or such successor provision:
 - i. At Windsor Boulevard and Dominion Way:
 - a. Reconstruct the existing traffic signal to add a north leg of the intersection to accommodate the Project;
 - b. Modify existing protected-permissive left-turn phasing to flashing yellow arrow;
 - c. Modify coordinated traffic signal timings at this intersection based on new signal phasing and volumes;
 - d. Construct an exclusive eastbound left-turn lane with 200-feet of storage and a 200-foot taper on Windsor Boulevard;
 - e. Construct an exclusive westbound right-turn lane with 200-feet of storage and a 200-foot taper on Windsor Boulevard;
 - f. Restripe the existing right-turn lane to a through/right-turn on northbound Dominion Way; and
 - g. Construct one exclusive left-turn lane and one shared through /right-tun lane on the southbound Project access road.
 - ii. At Windsor Boulevard and the eastern right-in/right-out Project entrance, construct an exclusive right-turn lane with 200-feet of storage and a 200-foot taper on westbound Windsor Boulevard; and
 - iii. At Windsor Boulevard and the western right-in/right-out Project entrance, construct an exclusive right-turn lane with 200-feet of storage and a 200-foot taper on westbound Windsor Boulevard.

4. Successors and Assigns. These Proffers shall run with the title to the Property and shall be binding on the parties hereto and their respective successors and assigns; provided, however once a party ceases to own any portion of the Property, such party shall have no continuing liability hereunder.

5. Severability. In the event that (i) the County's approval of the Application and/or acceptance of these Proffers is appealed within 30 days after the date of the Board of Supervisors' action on same, and (ii) any clause, sentence, paragraph, subparagraph, section or subsection of these Proffers shall be judged by any court of competent jurisdiction to be invalid or unenforceable for any reason, including a declaration that it is contrary to the Constitution of the Commonwealth of Virginia or the United States, or if the application thereof to any owner of any portion of the Property or to any government agency is held invalid, then the change in zoning intended to be accomplished by the County's approval of the Application and acceptance of these Proffers shall be deemed void and the zoning of the Property shall automatically revert to that which existed immediately prior to the date of such approval.

6. Headings. All paragraph and subparagraph headings of the Proffers herein are for convenience only and are not part of these Proffers.

7. Conflicts. In the event that there is any conflict between these Proffers and the Zoning Ordinance, the conflict shall be resolved by the County's Director subject to the appeal process to the Board of Zoning Appeals and the Courts as otherwise provided by law.

8. Void if Application not Approved. In the event that the Application is not approved by the County or is overturned by subsequent judicial determination, these Proffers and the Master Plan shall be null and void.

[SIGNATURES LOCATED ON FOLLOWING PAGES]

[SIGNATURE PAGE TO PROFFERS]

WITNESS the following signatures, thereunto duly authorized:

HOLLOWELL HOLDINGS LLC

By: _____

Print Name: _____

Title: _____

COMMONWEALTH OF VIRGINIA
CITY/COUNTY OF _____, to wit:

The foregoing instrument was acknowledged before me this ____ day of _____, 2023 by
_____ as _____ of Hollowell Holdings LLC.

NOTARY PUBLIC

My commission expires: _____
Registration No.: _____

[SIGNATURE PAGE TO PROFFERS]

INDUSTRIAL DEVELOPMENT AUTHORITY OF ISLE OF WIGHT COUNTY

By: _____

Print Name: _____

Title: _____

COMMONWEALTH OF VIRGINIA
CITY/COUNTY OF _____, to wit:

The foregoing instrument was acknowledged before me this ____ day of _____, 2023 by _____ as _____ of the Industrial Development Authority of Isle of Wight County.

NOTARY PUBLIC

My commission expires: _____

Registration No.: _____

[SIGNATURE PAGE TO PROFFERS]

MERIDIAN PROPERTY PURCHASER, L.L.C.

By: _____

Print Name: _____

Title: _____

COMMONWEALTH OF VIRGINIA
CITY/COUNTY OF _____, to wit:

The foregoing instrument was acknowledged before me this ____ day of _____, 2023 by
_____ as _____ of Meridian Property Purchaser, L.L.C.

NOTARY PUBLIC

My commission expires: _____

Registration No.: _____

EXHIBIT A

INSERT LEGAL

Revised 4/7/23



Local Roots. Global Reach
ISLE OF WIGHT
COUNTY, VIRGINIA
DEPARTMENT OF PLANNING AND ZONING

APPLICATION FOR REZONING/CONDITIONAL ZONING AMENDMENT

This application should be used to petition for a change to the Official Zoning Map or for an amendment of zoning conditions. The following application requirements are consistent with the procedures set forth in Section 1-1015, *Amendments*, of the Isle of Wight County Zoning Ordinance, as amended.

A. APPLICATION FOR:

Rezoning

Conditional Rezoning (Are voluntary proffered conditions attached?): Yes No

Request to change the subject property(s) from the RAC to the LI zoning district.

Proposed Use or Activity: Industry, Type 1, Custom Manufacturing, and Warehousing and Distribution

Amendment to Conditional Zoning

Request to change conditional zoning as follows (Attach current and proposed conditions): _____

B. PROJECT DESCRIPTION:

Project Name: Tidewater Logistics Center

Property Address (if any): _____

Election District: District 4

Comprehensive Plan Designation: Planned Industrial (Proposed)

The rezoning will apply to 154.34 acres out of 154.34 total acres

Tax Parcel Identification # 54-01-086J Number of Acres to be Rezoned: 90.885

Requesting Zoning District Change from: RAC to LI

Tax Parcel Identification # 55-01-013 Number of Acres to be Rezoned: 63.457

Requesting Zoning District Change from: RAC to LI

Tax Parcel Identification # _____ Number of Acres to be Rezoned: _____

Requesting Zoning District Change from: _____ to _____

Proposed Utilities (check all that apply): Public Water Private Well

Public Sewer Private Septic

C. APPLICATION INFORMATION:

Applicant(s) Name(s): Meridian Property Purchaser, L.L.C.

Address: 3 Bethesda Metro Center, Suite 1400

City, State, Zip Code: Bethesda, MD 20814


Phone No.: 240.507.1174 Email: tomboylan@tmgdc.com Fax No.: _____

Property Owner(s) Name(s): Industrial Development Authority of Isle of Wight and Hollowell Holdings, LLC

Address: IDA: 17146 Monument Circle, Suite A, Isle of Wight, VA 23397

Hollowell: 409 Patrick Street, Portsmouth, VA 23707
City, State, Zip Code: _____

Phone No.: _____ Email: _____ Fax No.: _____

DocuSigned by:


July 13, 2023

Applicant Signature

Date

Owner Signature if different

Date

NOTICE: THE ATTACHED CHECKLIST MUST BE COMPLETED, CERTIFIED, AND SUBMITTED OR THE APPLICATION WILL BE CONSIDERED INCOMPLETE.

Remit Application to: Isle of Wight County Central Permitting, 17140 Monument Circle, Suite 100
P. O. Box 80, Isle of Wight, Virginia 23397

FOR OFFICE USE ONLY:

Complete Application Received On: _____ Fees Paid: _____

Tax Query: Current Delinquent Distribution Date: _____

Posted/Date to Post: _____

AGENCIES REFERRALS:

- _____ Department of Conservation & Recreation
- _____ Economic Development
- _____ Emergency Services
- _____ General Services
- _____ Environmental Planner
- _____ Health Department
- _____ Transportation Manager
- _____ Commission of Revenue
- _____ Other _____

- _____ Inspections
- _____ Sheriff's Office
- _____ Town of Smithfield
- _____ Town of Windsor
- _____ VDOT
- _____ Schools
- _____ Budget & Finance
- _____ County Attorney

Verified By: _____ Date: _____



APPLICATION FOR COMPREHENSIVE PLAN AMENDMENT

This application should be used to petition for a change to the Comprehensive Plan Development Service District boundary or for an amendment to the Land Use District designation.

A. APPLICATION FOR (CHECK ALL THAT APPLY):

- Amendment to the Development Service District Boundary
 - Newport Windsor Camptown
- Amendment to the Land Use District Designation
 - Newport Windsor Camptown

Request to change the subject property from the Mixed Use and Environmental Conservation to the Planned Industrial land use district.

Proposed Use or Activity: _____
Industry, Type 1, Custom Manufacturing, and Warehousing and Distribution

B. PROJECT DESCRIPTION:

Project Name: Tidewater Logistics Center

Property Address (if any): Windsor Blvd., Windsor and 13009 Windsor Blvd., Windsor

Total Acreage of Parent Tract: 154.34 Total number of acres to be effected: 154.34

1. Tax Parcel Identification # 54-01-086J Number of acres to be effected: 90.885

Requesting Land Use District Change from: Mixed Use and Environmental Conservation to Planned Industrial

2. Tax Parcel Identification # 55-01-013 Number of acres to be effected: 63.457

Requesting Land Use District Change from: Mixed Use and Environmental Conservation to Planned Industrial

3. Tax Parcel Identification # _____ Number of acres to be effected: _____

Requesting Land Use District Change from: _____ to _____

Proposed Utilities (check all that apply): Public Water X Private Well _____

Public Sewer X Private Septic _____

C. APPLICATION INFORMATION:

Applicant(s) Name(s): Meridian Property Purchaser, L.L.C.

Address: 3 Bethesda Metro Center, Suite 1400

City, State, Zip Code: Bethesda, MD 20814


Phone No.: 240.507.1174 Email: tombolan@imgdc.com Fax No.: _____

Property Owner(s) Name(s): Industrial Development Authority of Isle of Wight and Hollowell Holdings, LLC

Address: IDA: 17146 Monument Circle, Suite A, Isle of Wight, VA 23397

Hollowell: 409 Patrick Street, Portsmouth, VA 23707
City, State, Zip Code: _____

Phone No.: _____ Email: _____ Fax No.: _____

DocuSigned by:

1322E43F08A0A114

July 13, 2023

Applicant Signature

Date

Owner Signature if different

Date

Remit Application to: Isle of Wight County Central Permitting, 17140 Monument Circle, Suite 100
P. O. Box 80, Isle of Wight, Virginia 23397

FOR OFFICE USE ONLY:

Complete Application Received On: _____ Fees Paid: _____

Tax Query: Current Delinquent Distribution Date: _____

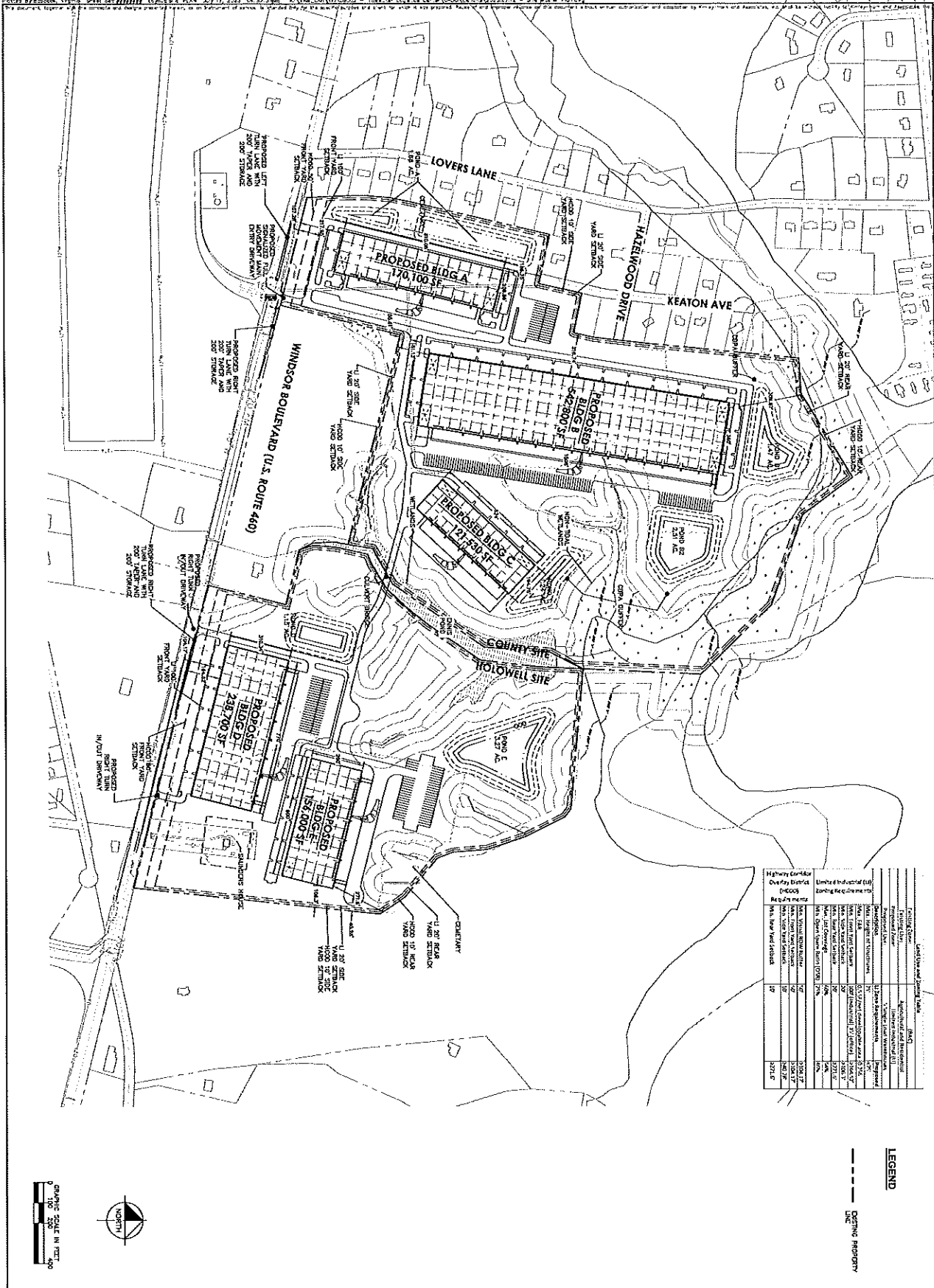
Posted/Date to Post: _____

AGENCIES REFERRALS:

- _____ Department of Conservation & Recreation
- _____ Economic Development
- _____ Emergency Services
- _____ General Services
- _____ Environmental Planner
- _____ Health Department
- _____ Transportation Manager
- _____ Commission of Revenue
- _____ Other _____

- _____ Inspections
- _____ Sheriff's Office
- _____ Town of Smithfield
- _____ Town of Windsor
- _____ VDOT
- _____ Schools
- _____ Budget & Finance
- _____ County Attorney

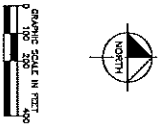
Verified By: _____ Date: _____



Highway Corridor Overlay District (HCO) Requirements	
Minimum Building Footprint	10,000 sq ft
Minimum Building Height	30 feet
Minimum Building Setback	10 feet
Minimum Building Spacing	10 feet
Minimum Building Coverage	20%
Minimum Building Density	10 units per acre
Minimum Building Value	\$100,000
Minimum Building Age	5 years
Minimum Building Condition	Good
Minimum Building Type	Commercial
Minimum Building Use	Office
Minimum Building Occupancy	100%
Minimum Building Energy Efficiency	LEED Silver
Minimum Building Green Building	Green Building
Minimum Building Sustainability	Sustainable
Minimum Building Resilience	Resilient
Minimum Building Security	Secure
Minimum Building Safety	Safe
Minimum Building Health	Healthy
Minimum Building Quality	Quality
Minimum Building Durability	Durable
Minimum Building Reliability	Reliable
Minimum Building Performance	Performant
Minimum Building Innovation	Innovative
Minimum Building Flexibility	Flexible
Minimum Building Adaptability	Adaptable
Minimum Building Resilience	Resilient
Minimum Building Sustainability	Sustainable
Minimum Building Quality	Quality
Minimum Building Durability	Durable
Minimum Building Reliability	Reliable
Minimum Building Performance	Performant
Minimum Building Innovation	Innovative
Minimum Building Flexibility	Flexible
Minimum Building Adaptability	Adaptable

LEGEND

--- DRAINAGE PROPERTY
D.M.C.



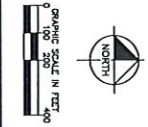
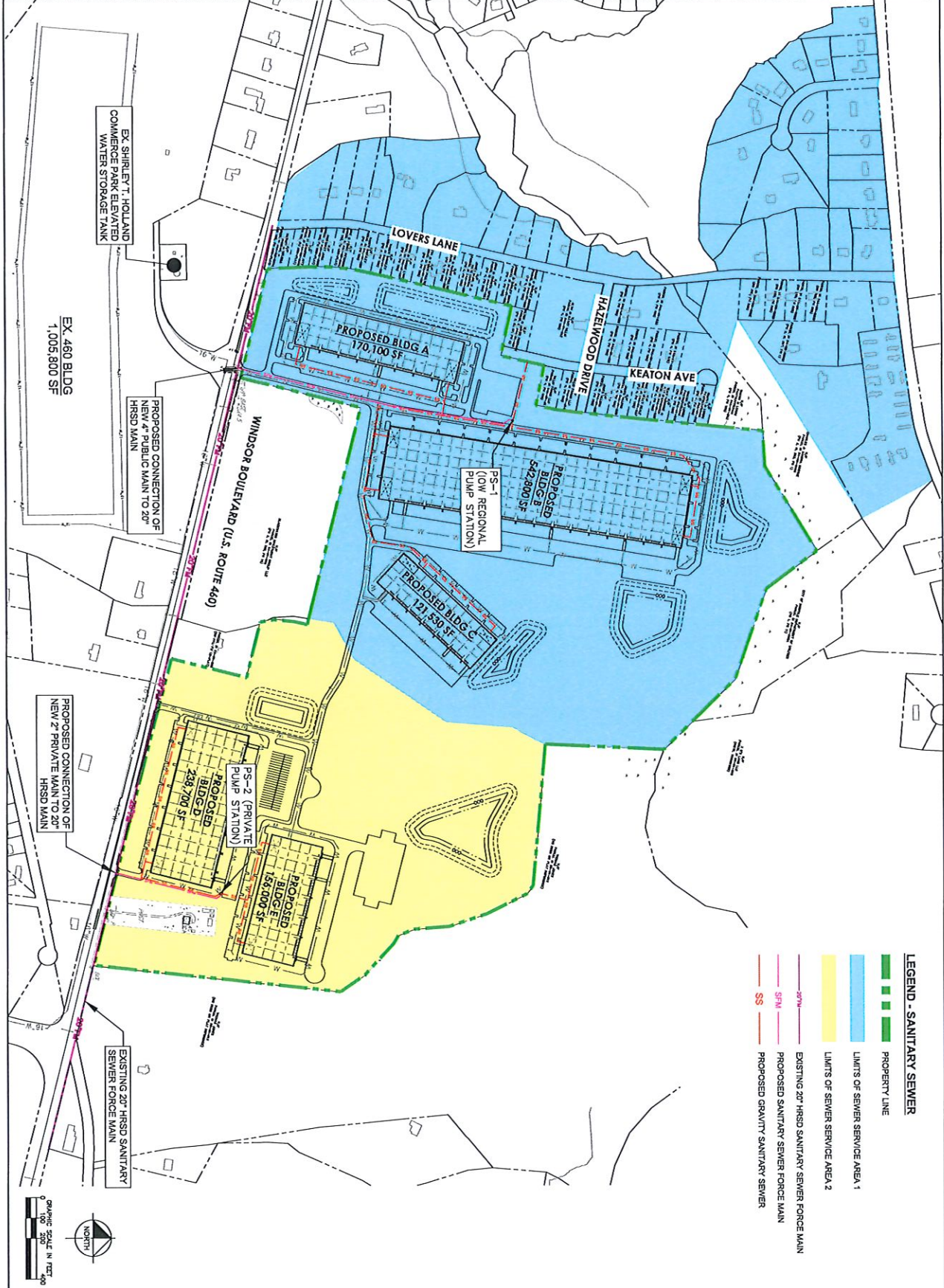
TIDEWATER LOGISTICS CENTER
PREPARED FOR THE MERIDIAN GROUP
ISLE OF WIGHT VIRGINIA

SITE MAP

KHA PROJECT 112156002
DATE 07/17/2023
SCALE AS SHOWN
DESIGNED BY VCB
DRAWN BY VCB
CHECKED BY KE9

Kimley»Horn
© 2023 KIMLEY-HORN AND ASSOCIATES, INC.
4555 MAIN STREET, SUITE 1000, VIRGINIA BEACH, VA 23462
PHONE: 757-315-8600 FAX: 757-315-8609
WWW.KIMLEY-HORN.COM

NO.	REVISIONS	DATE	BY



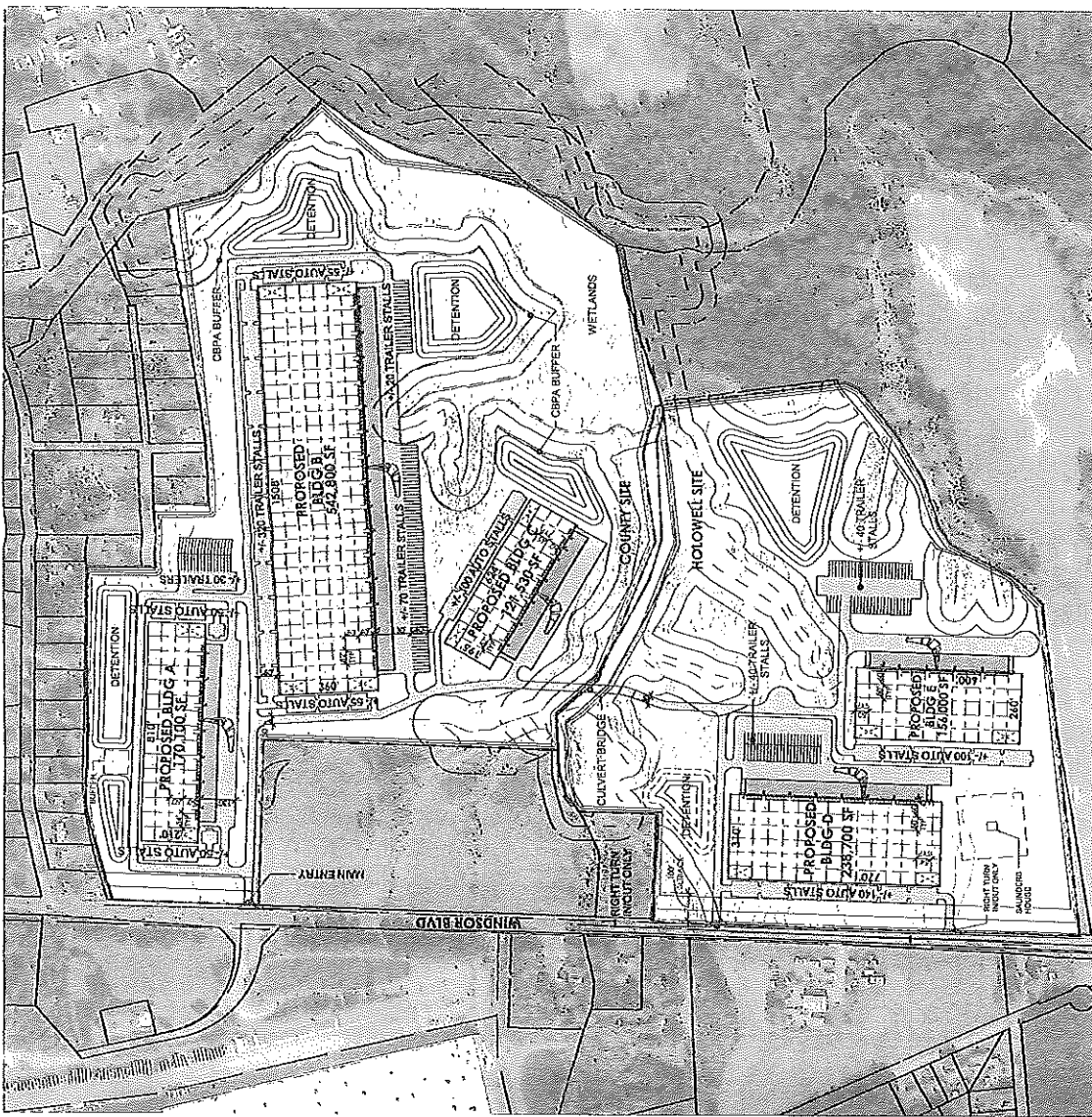
TIDEWATER LOGISTICS CENTER
 PREPARED FOR THE MERIDIAN GROUP
 ISLE OF WIGHT VIRGINA

SANITARY SEWER MASTER PLAN

VHA PROJECT 117158002
 DATE 07/14/2023
 SCALE AS SHOWN
 DESIGNED BY GSH
 DRAWN BY GSH
 CHECKED BY KBB

Kimley»Horn
 © 2023 KIMLEY-HORN AND ASSOCIATES, INC.
 4525 MAIN STREET, SUITE 1000, VIRGINIA BEACH, VA 23462
 PHONE: 757-213-8600 FAX: 757-213-8601
 WWW.KIMLEY-HORN.COM

NO.	REVISIONS	DATE	BY



ARCO
DESIGN/BUILD

TIDEWATER LOGISTICS CENTER
ISLE OF WIGHT COUNTY, VA
09/14/00

TMG

ADB DESIGN SERVICES

