



City of Fredericksburg, Virginia

City Council

AGENDA

Council Chambers

715 Princess Anne Street

Fredericksburg, Virginia 22401

Tuesday, August 23, 2016

5:30 p.m.

Suite, Room 218

Hon. Mary Katherine
Greenlaw, Mayor
Hon. William C.
Withers, Jr., Vice-
Mayor, Ward Two
Hon. Kerry P. Devine,
At-Large
Hon. Matthew J. Kelly,
At-Large
Hon. Bradford C. Ellis,
Ward One
Hon. Timothy P. Duffy,
Ph.D., Ward Three
Hon. Charlie L. Frye,
Jr., Ward Four

1. **Call To Order**

2. **Topics**

A. Discussion On Riverwalk Square (Timbernest, LLC)

Documents:

[WS-TIMBERNEST.PDF](#)

3. **Adjournment**



Calhoun

MEMORANDUM

TO: Tim Baroody, City Manager
FROM: Mike Craig, Zoning Administrator
DATE: August 16, 2016 for the August 23 meeting
SUBJECT: SE2016-01 Timbernest, LTD (Riverwalk Square) requests Special Exceptions from general density and floodplain density to redevelop 506 – 512 Sophia Street (GPIN 7789-23-5802) and a portion of 525 Caroline Street (GPIN 7789-23-3825) in the Commercial-Downtown (CD) Zoning District.

ISSUE

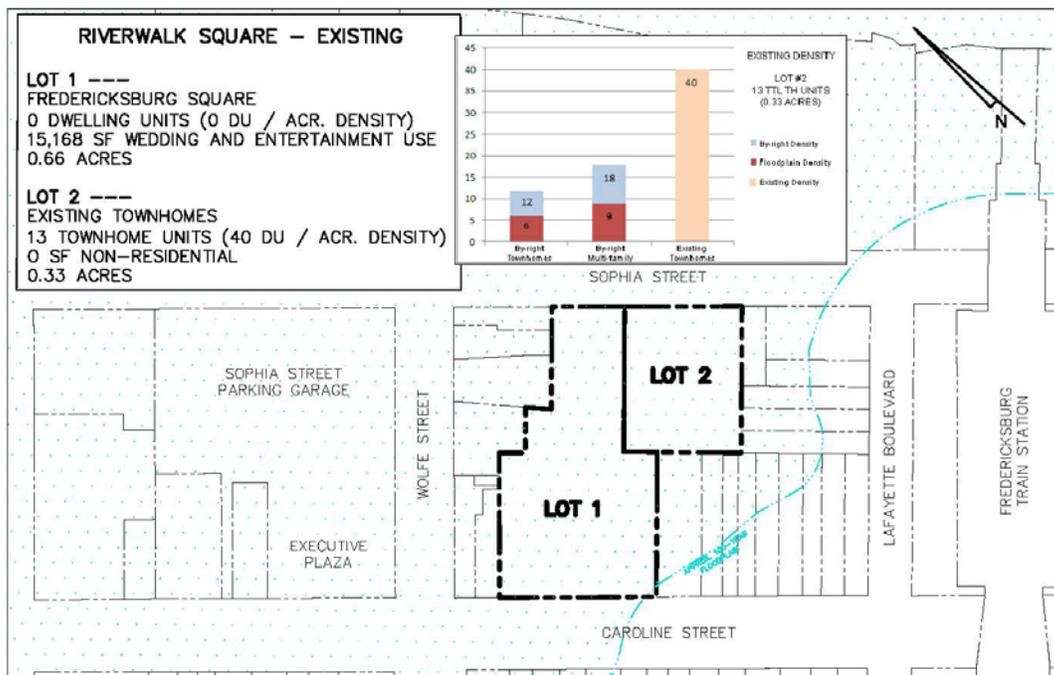
Should the City Council approve the Special Exceptions to increase the general permitted density and increase the density permitted in the 100 year floodplain for the proposed River Walk Square multi-family and townhome redevelopment?

COUNCIL PUBLIC HEARING

The City Council held a public hearing on this item on July 12, 2016 at which three people spoke. Two people spoke in favor of the project, though one of those speakers expressed concerns over residential parking in the area. After discussion, the Council tabled this item until the August 23 meeting.

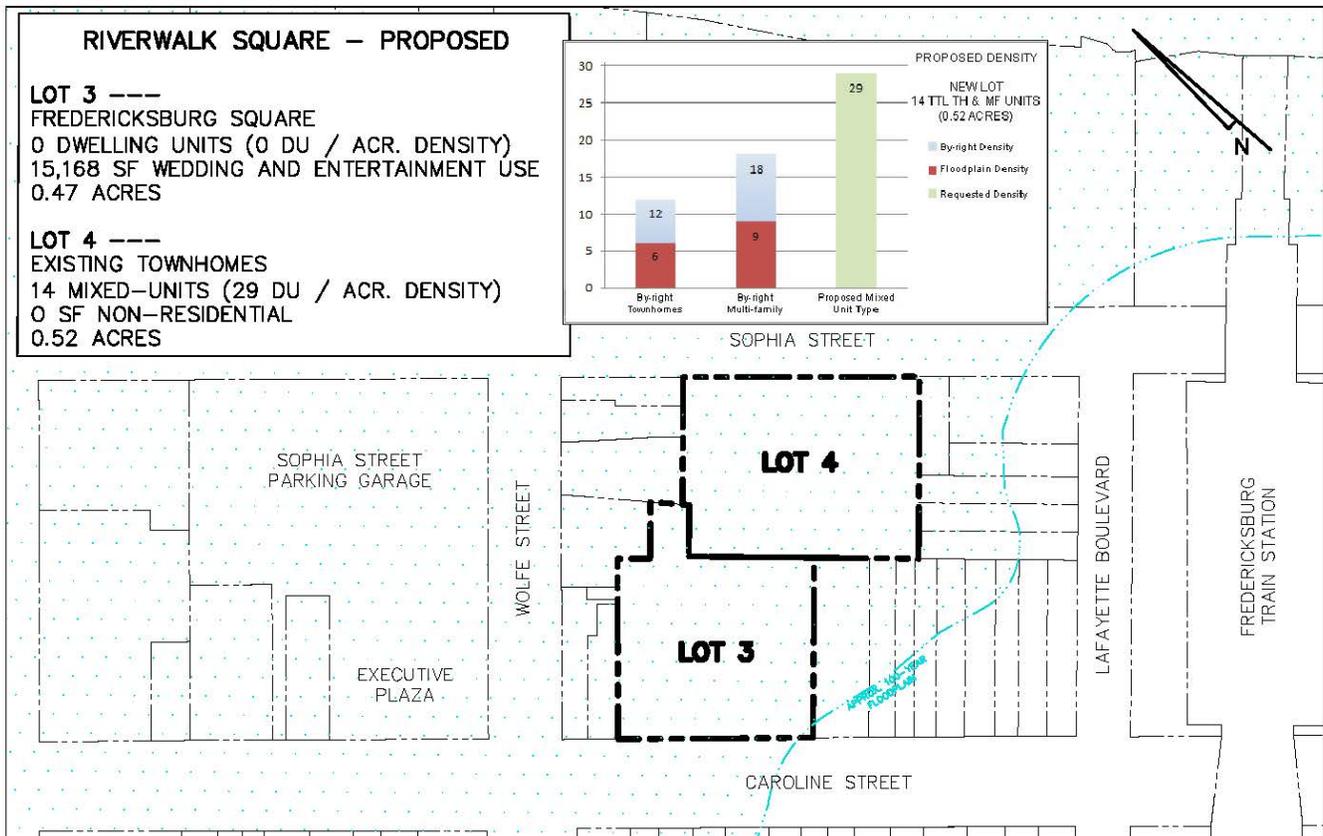
EXECUTIVE SUMMARY

Timbernest, Ltd. owns two adjacent parcels at the heart of the historic block bounded by Caroline Street to the west, Wolfe Street to the north, Sophia Street to the east and Lafayette Boulevard to the south.



Lot 1 is a 0.66 acre parcel that contains the Fredericksburg Square building and its parking and service facilities. Lot 2 is a 0.33 acre parcel containing 13 townhome units. The existing residential density on Lot 2 is 40 units per acre.

Timbernest, Ltd. proposes to realign the boundaries of Lot 1 and Lot 2 to create a 0.52 acre parcel fronting on Sophia Street (Lot 4), demolish the existing 13 townhome units, and build seven new townhome units and seven new multi-family units on the revised lot. The proposal would create a project with a mixed-unit density of 29 units per acre called Riverwalk Square¹.



Building at a 29 unit per acre density on Lot 4 (which is entirely within the 100-year floodplain) requires special exceptions from § 78-32.2 and § 72-51.1 as shown in the chart below:

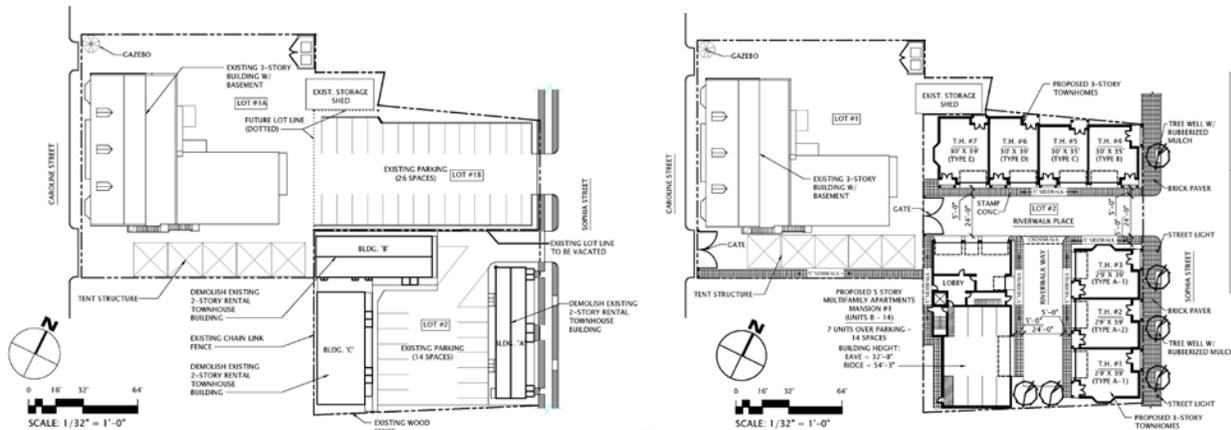
Special exception request - Commercial Downtown Zoning		
§ 72-32.2	By-right density	18 du / acr (MF); 12 du / acr (TH)
§ 72-51.1	Floodplain density (1/2 by-right)	9 du / acr (MF); 6 du / acr (TH)
Proposed Density		29 units per acre

¹ For more general background information see Appendix A – General Background.

Unified Development Ordinance § 72-22.7 contains nine review criteria that the staff, Planning Commission, and City Council shall use when evaluating an application for a special exception². In general, this is a fairly debatable proposal. Portions of the proposal are in conformance with City vision and policy in that the City is planning a hard urban edge on the western side of Sophia Street, the project provides a mixture of housing types and the opportunity for homeownership within the Downtown core and within walking range of the City's train station. However, the project is designed in a way that is not in conformance with City vision and policy in that the increase in density has unmitigated external impacts on surrounding land uses.

Lot 1 currently contains a significant service and parking area containing 26 parking spaces and also, room on either side of the existing Fredericksburg Square building to accommodate infill development. The Historic District Handbook, the purpose of the Commercial Downtown (CD) zoning district, and the policies in the Comprehensive Plan all state that new development should be built into the existing streetscape³. The Applicant has opted to build density into the interior of the block prior to infilling existing gaps in the Caroline Street block face.

The Comprehensive Plan states that in considering development in the Downtown land use planning area the City Council should evaluate parking needs and develop appropriate strategies (shared parking, off-site parking, or payment into the Downtown Parking Fund) that provide for the continued viability of downtown Fredericksburg as well as its further growth and development (Comprehensive Plan pg 156). Riverwalk Square's proposed site design eliminates valuable parking and service areas without mitigating the impact on, specifically, the Downtown public parking supply.



During the review process, members of both the Planning Commission and the Architectural Review Board reacted positively to Riverwalk Square plan and stated that building internal to the block is a good way to incorporate density into an existing Downtown core. However, the Planning Commission also recognized that the impact on public parking needed to be mitigated by the Applicant⁴. Their motion was to recommend approval of the application under the condition that

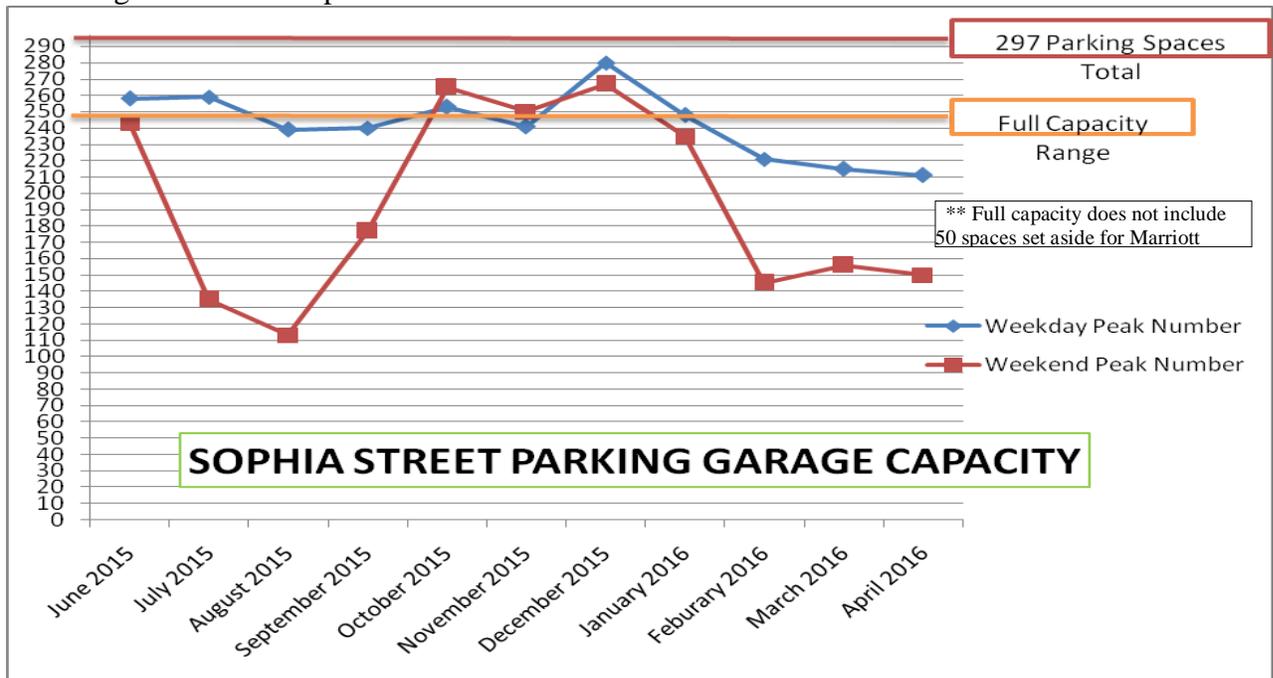
² For the complete staff analysis see Appendix B – Special Exception Analysis.

³ For a conceptualization of City visioning documents see the Consistency with the Comprehensive Plan section of Appendix B.

⁴ See Appendix A – General Background for the full Planning Commission recommendation.

the Applicant proposes a viable alternative to off-set the impact of eliminating 26 on-site spaces currently used by the Fredericksburg Square building.

In response, the Applicant proposed that prior to any wedding held at the square building, he will purchase 26 temporary passes in the City's parking garage. However, the Sophia Street parking garage already hits capacity on both weekdays and weekends throughout the year (see chart below). The City is preparing to redevelop 38 public parking spaces into the Riverfront Park. Public parking will be necessary to accommodate parking demand from any events held in the Riverfront Park, after its development. The condition, as proposed by the applicant, would be unenforceable from a zoning standpoint because it would require City staff to track when a wedding was being held at Fredericksburg Square and make sure that temporary passes were purchased prior to letting the wedding or other event proceed.



Finally, as discussed below, the City has already committed 100% of the private use of the parking garage. There are several other viable options to offset the impact of pushing private site parking demand into the public realm. The Applicant could redesign the project to build density into the existing streetscape along Caroline Street and preserve the existing parking and service area, he could remove the defunct entrances along Caroline Street and restripe the on-street parking in the area to add four spaces immediately adjacent to his building, he could enter into a shared parking agreement with a neighboring landowner, and/or he could pay into the City's Downtown Parking Fund for half of the spaces being eliminated. Unless and until the Applicant proposes a viable solution to the parking problem, City Council should deny the application.

RECOMMENDATION

Deny the requested Special Exceptions.

ATTACHMENTS

1. Appendix A – General Background
2. Appendix B – Special Exception Analysis
3. Proposed Resolution Denying Special Exceptions Request

4. Application and Supporting Materials
5. Planning Commission Meeting minutes – May 11 as approved and June 8 (DRAFT)

APPENDIX A – GENERAL BACKGROUND

GENERAL BACKGROUND

GPIN 7789-23-5802 is 0.33 acres zoned CD and contains 13 multi-family units addressed as 506-512 Sophia Street and 1-9 Ashby Court. The existing density on-site is 40 units per acre. The buildings on this parcel were built circa 1940 as warehouse space and were subsequently redeveloped into residential units. The building fronting on Sophia Street is considered a contributing structure in the historic district. The other two behind the front building are not considered contributing. The three buildings are served by their own access off of Sophia Street and have surface parking. These buildings and their parking generally fill the entire lot.

GPIN 7789-23-3825 is 0.66 acres zoned CD and contains the 15,168⁵ square foot Fredericksburg Square building fronting on Caroline Street. The Square building is part of a key historical streetscape along Caroline Street. Between Wolfe and Lafayette the only two gaps in the block face are on either side of the Square building. The two gaps are paved areas that are now fenced off from the street and used as open space for a wedding tent and a luncheon gazebo. Behind the Square building and stretching all the way to Sophia Street is a parking lot containing 26 parking spaces.

Both properties are completely within the 100 year floodplain.

SPECIAL EXCEPTION REQUEST BACKGROUND

Timbernest LTD proposes to reconfigure its two properties as shown on the “Proposed Site Plan sheet A2” to create a 0.52 acre parcel on which seven townhomes and seven multi-family dwelling units would be built. The density for the enlarged parcel would be 29 units per acre. The CD zoning district generally permits multi-family units at 18 units per acre and townhomes at 12 units per acre. § 72-51.1 requires that the generally permitted density be cut in half for properties where more than 25% of the land is in one hundred-year frequency floodplains, which would limit density on the property to 9 and 6 units per acre respectively.

Special exception request - Commercial Downtown Zoning		
§ 72-32.2	By-right density	18 du / acr (MF); 12 du / acr (TH)
§ 72-51.1	Floodplain density (1/2 by-right)	9 du / acr (MF); 6 du / acr (TH)
Proposed Density		29 units per acre

The proposal does not qualify for an administrative change in non-conforming use, though the project is a similar density and use to what is proposed. The request does not meet the criteria for the continuation of a nonconforming use in § 72-61.1 because the buildings or structures containing the non-conforming use (density) are being demolished.

It would require 1.16 acres to build seven town home units and an additional 0.78 acres to build seven multi-family units on property completely within the 100 year flood plain under by-right CD zoning.

⁵ Square footage taken from the Fredericksburg GIS system.

PLANNING COMMISSION ACTION

The Planning Commission held a public hearing on this item on May 11, 2016 at which two people spoke in favor of the project. After discussion, the Planning Commission deferred the application until June 8 so that the Applicant could respond to comments from the Commission and the Technical Review Committee. On June 8, the Planning Commission voted 5-2 to recommend that the City Council approve the application on the condition that the Applicant proposes a viable alternative to off-set the impact of eliminating 26 on-site spaces currently used by the Fredericksburg Square building. The recommendation also included the following proposed conditions:

1. The project shall be developed in substantial accordance with the General Development Plan entitled "Townhomes at Riverwalk Square" by Commonwealth Architects dated May 31, 2016 (the "GDP"). The GDP may be modified by the City's Architectural Review Board during the Certificate of Appropriateness Process.
2. A direct pedestrian access from Riverwalk Square to Caroline Street as generally shown on the GDP shall be constructed by the developer prior to the first issuance of the first Occupancy Permit in Riverwalk Square. A wall or other separation approved by the City's Architectural Review Board shall separate the walkway from any private event space.
3. Pedestrian and vehicular access between Riverwalk Square and Fredericksburg Square along Riverwalk Square shall be maintained in perpetuity as generally shown on the GDP.
4. The developer shall construct the Sophia Street streetscape as generally shown on the GDP and in accordance with Public Works comments prior to the issuance of the first Occupancy Permit in Riverwalk Square.

The Applicant proposes that whenever there is an event at the Fredericksburg Square building then they will obtain 26 temporary parking passes from the City Parking Deck. As discussed in the Executive Summary and in Appendix B below, staff does not consider this a viable alternative.

APPENDIX B – SPECIAL EXCEPTION ANALYSIS

Unified Development Ordinance (UDO) § 72-22.7 contains review criteria that the Planning Commission and City Council shall use when evaluating an application for a Special Exception. These criteria are:

1. Consistency with the UDO:

a. The CD Zoning District

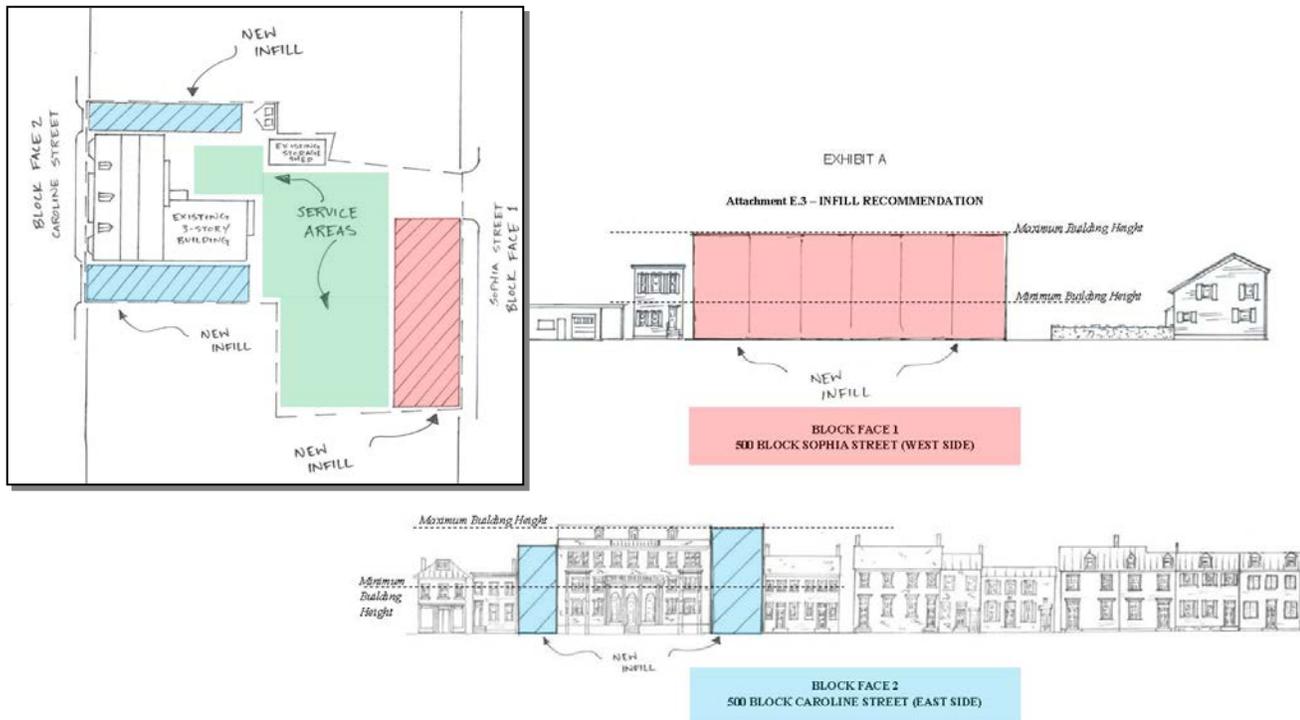
§ 72-32.2.A states that the purpose of the CD Zoning District is “*to promote harmonious development, redevelopment, and rehabilitation of uses in the commercial areas of the Old and Historic Fredericksburg (HFD) Overlay District. The regulations of this district are intended to implement the goals of the Comprehensive Plan for historic district development while encouraging mixed uses in the downtown area. The emphasis in site planning is to be placed upon enhancing pedestrian circulation, minimizing vehicular and pedestrian access conflicts among uses, respecting the geometry of the downtown streetscape, and maintaining continuity with the architectural precedents of the historic area.*”

There are elements of the request that are in accordance with the purpose of the CD zoning district:

- The request is to redevelop an existing permitted use (single family attached and multi-family dwelling units) at a density that is lower and closer to the by-right permitted density on-site (existing 13 units on 0.33 acres @ 40 units per acre vs. proposed 14 units on 0.52 acres @ 29 units per acre).
- Proposed townhomes 1-4 conform to the general setback pattern of adjacent structures on the block.
- Townhomes 1-4 are oriented toward Sophia Street in a way that:
 - o Respects the geometry of the downtown streetscape;
 - o Enhances pedestrian circulation; and
 - o Minimizes vehicular and pedestrian access conflicts among uses;
- Riverwalk Square will have a pedestrian access from the site through the Fredericksburg Square property to Caroline Street.
- The Fredericksburg Square property will retain alley / service access through the Riverwalk Square.

There are elements of the request that are not in accordance with the purpose of the CD zoning district:

- Ten out of 14 units are not oriented towards the geometry of the downtown streetscape.
- Redeveloping GPIN 7789-23-3825 (the Square property) in a way that respects the geometry of the downtown streetscape and maintains continuity with the architectural precedents of the historic area would be phased in a way that redevelopment filled in the gaps in the historic streetscape first and then potentially developed on the service areas of the site if possible second (see figure below excerpted from Historic Resource Planner Kate Schwartz’s ARB attached to this memo as Exhibit A).



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b. Old and Historic Fredericksburg Overlay District

In accordance with § 72-21.7, the Applicant's request was presented to the City's Architectural Review Board (ARB) on April 25 and again on May 9 for a review.

After discussion, the ARB members stated that:

- The membership was generally in favor of the density special exception as long as the architecture could be made to fit into the surrounding context.
- The main architectural concern was about the mass and scale of the townhomes along Sophia. The Applicant has changed his architectural design in response, but the ARB has not evaluated the new proposal.
- The site layout is generally acceptable. Adding units mid-block is an accepted way to add density in the downtown.
- Two members were not in favor of permitting the demolition of the existing apartment buildings. However, it was noted that the ARB previously approved demolition of the buildings in 2009.

The Historic District Handbook (HDH) contains Site Planning criteria including continuity of street edge, spacing between buildings, fences and walls, and parking (HDH pg 68-73). Along Sophia Street, Townhomes 1-3 reinforce the existing street edge, have a comparable spacing between buildings to the existing development, and are served by parking that is to the rear of the building. Seven multi-family units are proposed in the area of GPIN 7789-23-5802 that currently contains multi-family units.

The remaining four units, however, are built on the existing service and parking area of the Square building. As a result, the service functions associated with the Square building are proposed to be eliminated.

c. The Floodplain Overlay District

§72-34.3A states that “*the Floodplain Overlay (FPO) District shall be established to protect those portions of the City that are subject to periodic inundation from floodwaters. The district provides development regulations with the objectives of maintaining community safety from floods and related dangers, protecting against loss of life, health, and property from floods and related dangers, preserving and protecting floodplains, and requiring appropriate construction practices to minimize flood damage.*”

The site is within the flood fringe (the 100 year flood plain) and not within the floodway (the conveyance channel for a flood). The Overlay district requires that the construction of the units meet appropriate standards to protect neighboring properties from increased flood heights and to ensure the proper drainage of the floodplain. The development will have to comply with these standards prior to permitting.

The development is proposed completely within the 100 year flood-plain. The base flood elevation is 38 feet and the general elevation of the site is 36 feet. The development would double the footprint of development in the floodplain. The footprint of the existing development on-site is 4,343 square feet. The footprint of the proposed Riverwalk Square development is roughly 11,520 square feet. Development in the floodplain will be subject to the City’s Floodplain Overlay District requirements and the flood-proofing requirements in the Building Code.

The City Council has approved similar floodplain density requests over the last three years at Hanover One and on lower Charles Street. However, the Council may determine that the increase in building footprint in this area and the extra unit in the floodplain does not protect the community against loss of life, health, and property and is therefore not consistent with the purpose of the Floodplain Overlay District. The general policy in the Floodplain Overlay District is to reduce residential density below the density permitted by right. This special exception application is to increase residential density above the density permitted in the underlying zoning district, though it would be closer to what is permitted than what exists on the Sophia Street site today.

d. Development Standard Exceptions and Exemptions

As submitted the development proposal would require administrative exceptions from the Development Standards in § 72-5 of the City Code. § 72-25.3 authorizes the Development Administrator to approve these exceptions in “unusual situations or when strict adherence to the general regulations would result in substantial injustice or hardship”:

- §72-51.3 Lots. This section requires that lots in the CD Zoning District either front on public streets, private streets, or a driveway meeting the standards in § 72-52.4. The seven multi-family building and Townhomes 5-7 (potentially equating to a total of four lots housing a total of 10 units) will be located mid-block and will be primarily accessed by an alley. Alleys are meant to provide vehicular access behind buildings in tandem with a complete street with unbroken pedestrian access. The Applicant has added a pedestrian connection to Caroline Street in order to provide for a better, more diverse access plan than previously submitted.
- § 72-53.1.D(1)(d)[1][a] Off-street parking; configuration; arrangement. This section requires that all off-street parking and circulation areas be arranged to facilitate access by and safety of both pedestrians and vehicles. Pedestrian access to Townhome 5-7 is

deficient. The majority of the “sidewalk” will be comprised of driveway entrances and will put pedestrians and vehicles in conflict with one another. To address this deficiency, the Applicant added stamped concrete sidewalks to the Riverwalk Square plan. While this change of materials does make the pedestrian area more visible, the conflict between the pedestrian and vehicles using Townhome 5-7 remains.

Conclusion --- Overall Consistency with the UDO

During the ARB and Planning Commission review of this application, the Applicant has responded to public comment to bring his proposal more in-line with the UDO. The Applicant has added pedestrian access to the Caroline Street block face, added a complete Sophia Street streetscape in accordance with Public Works’ planning, added alley access through the Riverwalk site to the Fredericksburg Square building, and is continuing to work through architectural issues with the ARB.

Opting to build internal to the block rather than infilling development along Caroline Street is still a fundamental design issue that will require two administrative exceptions to the UDO’s development standards. However, the Applicant has provided connective infrastructure in the plan that will minimize pedestrian and vehicular conflicts. While the project is generally consistent with the UDO, the need to obtain two administrative exceptions makes the project’s consistency a fairly debatable question to be evaluated by the City Council.

2. Consistency with the Comprehensive Plan (CP)

a. *The Applicant’s proposal is within Land Use Planning Area 7, Downtown.* The Land Use Planning Area 7 Opportunities relevant to this proposal are:

Consistencies

- Promote residential and mixed-use development.
- Support redevelopment that respects historic structure, but without dictating architectural style or limiting creativity.
- The Future Land Use Map calls for this area to be Commercial-Downtown and sub planning area 7B states that the west side of Sophia Street constitutes an urban edge (as does the Urban Riverfront Corridor on page 117).
- The Commercial-Downtown Land Use Category calls for a relatively dense urban setting.

The proposal promotes residential redevelopment in a way that members of both the ARB and Planning Commission have stated creatively adds density into the Downtown. The Sophia Street block face and streetscape (comprised of a full brick sidewalk public streetscape with colonial street lights and street trees) matches Public Works’ visioning and planning for Sophia Street. The Applicant still must work with the ARB on the mass and scale of their project.

Inconsistencies

- Evaluate parking needs and develop appropriate strategies (shared parking, structures, etc.) that provide for the continued viability of downtown Fredericksburg as well as its further growth and development. There are 26 off-street spaces serving the Fredericksburg Square building as well as 3 spaces adjacent to the property on-street. The 26 off-street spaces are proposed to be eliminated for the new residential use.
- Protect the historic aspects of the downtown business district, through careful adaptive reuse of existing buildings and appropriate new construction on infill sites.
- The Commercial-Downtown Land Use Category calls for development that “promotes continued harmonious development and redevelopment, with an emphasis on maintaining

pedestrian circulation, the integrity of the street grid, and continuity with the historic character of the community.”

The layout of the site is inverted. Development is proposed on the interior of the block at the expense of parking and service areas despite there being room for redevelopment along Caroline Street. The major implication of this design is that it removes 26 parking spaces currently on the site. The resulting impact on the public parking supply has not been mitigated.

The Applicant has proposed that on the day of events he will secure 26 temporary parking spaces in the City Parking Deck. This proposal is problematic. A chart showing the peak parking demand in the City Parking Deck on weekdays and weekends between June 2015 and April 2016 is included in the Executive Summary. Most weeks the Sophia Street Parking Deck is at or near capacity. A little less than half the weekends the Parking Deck is at or near capacity. Additionally, according to the Riverfront Park Study, the City is getting ready to lose 38 parking spaces within the immediate vicinity of the Parking Deck. Finally, it would be impossible to effectively enforce this provision if made a condition of approval.

The Sophia Street parking deck was financed with tax exempt bonds, which are issued for public projects. Tax exempt bonds bring restrictions on “private use” of the public facility. Limited private use is permitted. In the case of the Sophia Street parking deck, the private use was committed to the Marriott Hotel by the 2006 lease of spaces to the hotel. Eighty spaces is the most Council may lease from the parking deck, due to restrictions associated with the public financing for the facility. All 80 spaces were leased to the Marriott Hotel. An additional 20 surface lot spaces were leased to the Marriott in order to meet its parking requirements. The 2006 lease term was for 20 years. The City Council built the parking deck in part as an economic incentive to attract a downtown hotel. That purpose was realized with the construction of the Courtyard Marriott. Staff informed the applicant that the City could not commit spaces in the City Parking Deck, in April 2016.

The Applicant has not many other viable solutions available to him to address the parking. The Applicant should revise his plan to move the proposed density to the portion of the lot fronting Caroline Street thus preserving the service area interior to the block. Without doing so, at a minimum the applicant should eliminate the defunct curb cuts along Caroline Street and restripe the parking lane so that the public parking supply would gain four additional on-street spaces (see figure below). The Applicant could also offset the loss of usable spaces by paying into the Downtown Parking Fund or creating an off-site shared parking agreement.



b. Chapter 7 Residential Housing and Neighborhood contains several goals relevant to this application including:

(Consistent)

- Goal 1: Neighborhood Character;
- Goal 3: Distinct and Attractive Neighborhoods;
- Goal 8: Variety of Housing;
- Goal 9: Homeownership;

The proposal provides for new homeownership opportunities in the historic downtown and provides a variety of housing on-site. The ARB members stated they were comfortable with the proposed quality of the architectural elements, but did have issues with the mass and scale which the Applicant is continuing to work on.

(Inconsistencies)

- Goal 2: Neighborhood Quality;
- Goal 4: Adequate Public Services and Facilities;

The proposal will eliminate 26 off-street spaces. As discussed above, this would shift parking off-site into the City's public parking network.

- c. *Chapter 5 Environmental Protection states that, “development within the floodway fringe is allowed as long as it will not adversely impact the environment or cause a hazard to human safety, as controlled through Building Codes and other applicable regulations.” The proposal is entirely within the 100 year-floodplain.*

See the above analysis for the Floodplain Overlay District.

Conclusion, Overall consistency with the Comprehensive Plan:

Since the Public Hearing on May 11, the Applicant has added both automobile and pedestrian connectivity into the plan, has provided a full public streetscape along Sophia Street, and has revised the architectural elevations in order to address the ARB’s concerns. The density request meets a significant portion of the goals and policies in the Comprehensive Plan.

The density request, however, still contradicts the Comprehensive Plan in two ways. First, the Applicant has opted to build density into the interior of the block prior to infilling existing gaps in the Caroline Street block face. Second, and as a result of number one, the site design eliminates valuable parking and service areas without mitigating the impact on, specifically, the Downtown public parking supply. While the project is generally consistent with portions of the Comprehensive Plan, the lack of adequate public facilities and the negative impact on public parking makes the project’s consistency with the Comprehensive Plan a fairly debatable question to be evaluated by the City Council.

3. *Whether there has been a sufficient period of time for investigation and community planning with respect to the application.*

The ARB has completed a preliminary review of this request. The Technical Review Committee has completed their review and the Applicant has responded to comments made. The Planning Commission held a public hearing on this item on May 11 and deferred the project until June 8 to continue working on the application.

4. *Whether the special exception is consistent with the principles of good zoning practice, including the purposes of the district in which the special exception would be located, existing and planned uses of surrounding land, and the characteristics of the property involved.*

As described in Section 1 and Section 2 above, the current proposal is not completely in line with the UDO and Comprehensive Plan. The major issue is that a significant portion of the project is proposed to be built on an internal service area which will have external effects on the public parking supply. The Council may also determine that the increase in building footprint in this area is not consistent with the purpose of the Floodplain Overlay District.

5. *Whether the proposed use or aspect of the development requiring the special exception is special, extraordinary or unusual.*

The request for density Special Exceptions is an unusual request. GPIN 7789-23-5802 currently contains 13 dwelling units that are approaching the end of their usable life. The Applicant’s proposal is to redevelop the site with one additional unit at a lower density for the total site. The request is also within a block of the City’s train station and within the Commercial Downtown Future Land Use Map designation where the City vision is for denser transit oriented development.

6. *Whether the proposed exception potentially results in any adverse impacts on the surrounding neighborhood, or the community in general; and if so, whether there are any reasonable conditions of approval that would satisfactorily mitigate such impacts.*

The major potential adverse impact of the proposed residential density on the community and surrounding neighborhood is the removal of 26 off-street parking spaces from the Square site. The elimination of the spaces will have an impact on parking supply in the Downtown as discussed in the Comprehensive Plan compliance section.

The proposal will have a net addition of one residential unit to the site. Outside of the impact to the Downtown parking supply, the additional unit will not have a substantial impact on public school system, public utilities, public parks, or the overall transportation network.

Conclusion, Special Exception Analysis

The Applicant has made changes to their application that bring their proposal more in-line with the UDO and the Comprehensive Plan. The Applicant has added pedestrian connectivity to Caroline Street, alley access for the Fredericksburg Square building through Riverwalk, a full streetscape along Sophia Street, and has altered their architectural elevations in response to ARB comments.

On-balance, the request conforms to a significant amount of the policies and visions in the City's UDO and Comprehensive Plan. However, the project has an important drawback created by the decision to develop internal to the site before infilling the existing Caroline Street block face. This design does not conform to the purpose of the zoning district or the Comprehensive Plan and has a material impact in that private parking will be pushed into the public parking network.

There are two ways to mitigate this impact – either the Applicant should redesign their site as described in the body of this report or should propose a viable alternative to off-set the impact of eliminating 26 on-site spaces currently used by the Fredericksburg Square building. If the Applicant proposes an alternative parking plan that does not rely on shifting parking from the inside of the site into the historic Caroline Street block face then staff would recommend approval.

As proposed, the City Council could reasonably approve the project. If that is the will of the commission then staff recommends that the Commission consider at a minimum the conditions included in the Planning Commission's recommendation in Appendix A – General Background page 6.

RECEIVED MARCH 29, 2016



Application #SE: _____

Date: _____

Fee/Check#: _____

APPLICATION SPECIAL EXCEPTION

APPLICANT NAME: VAN AND DEBORAH PERROY OR ASSIGNS

MAILING ADDRESS: 525 CAROLINE STREET, FREDERICKSBURG, VA 22401

TELEPHONE: (540) 621-3116 E-MAIL: FBYRG-SQUARE@MSN.COM
MICHIGANDERU@HOTMAIL.COM

THE UNDERSIGNED HEREBY APPLIES FOR AN EXCEPTION FOR: (1) DENSITY;

(2) 10' HEIGHT VARIANCE FOR ONE (1) BUILDING OF

THREE; (3) REALLOCATION OF USE FOR 26 EXISTING PARKING SPACES IF REQUIRED.

THE SUBJECT PROPERTY IS DESCRIBED AS FOLLOWS:

Property Location (1) 506-516 SOPHIA STREET (EXISTING TOWNHOUSES)
(2) REAR PARKING LOT OF 525 CAROLINE STREET

Property Owned By TIMBERNEST LTD (VAN PERROY - GEN PART, 51%; DEBORAH PERROY - LIMITED PART, 49%)

Owner's Mailing Address 525 CAROLINE STREET, FREDERICKSBURG VA 22401

Proposed Use of Property (be specific) REPLACEMENT OF 13 EXISTING RENTAL TOWNHOUSES ON 506-516 SOPHIA STREET PARCEL WITH 14 NEW

TOWNHOME/CONDO UNITS ON THE COMBINED PARCELS LISTED ABOVE. (SITE PLAN AND ELEVATION PROVIDED)

HOURS OF OPERATION RESIDENTIAL NUMBER OF EMPLOYEES N/A
(OWNER OCCUPIED)

Anticipated Number of Patrons or Clients 14 HOME OWNERS

Description of the development's impact on neighboring and adjacent properties, please be specific (attach additional sheet if necessary): NO OR MINIMAL IMPACT.

Criteria for a Special Exception: Use Separate Sheets for Explanations and be Specific and Thorough. (ATTACHED)



Application #SE: _____

Date: 1/15/2014

Fee/Check#: 3039

APPLICATION SPECIAL EXCEPTION

APPLICANT NAME: VAN AND DEBORAH PERRY OR ASSIANS

MAILING ADDRESS: 525 CAROLINE ST., FREDERICKSBURG, VA
22401

TELEPHONE: (540) 621-3116 E-MAIL: FBYRESQUARE@MSN.COM

THE UNDERSIGNED HEREBY APPLIES FOR AN EXCEPTION FOR: (1) TOWNHOME
DENSITY OF 12 UNITS PER ACRE (2) FLOOD PLAIN DENSITY REDUC-
TION OF 50% (3) REDUCTION OF EXISTING ON-SITE PARKING
FOR FREDERICKSBURG SQUARE FROM 46 TO 22 SPACES.

THE SUBJECT PROPERTY IS DESCRIBED AS FOLLOWS:

Property Location 506-516 SOPHIA STREET AND REAR 525 CAROLINE ST.

Property ^(S) Owned By TIMBERNEST LTD. (VAN PERRY, GEN PART, DEBORAH PERRY
LTD PART.)

Owner's Mailing Address 525 CAROLINE STREET, FREDERICKSBURG, VA 22401

Proposed Use of Property (be specific) REPLACEMENT OF 13 EXISTING TOWNHOUSE
UNITS AT 506-520 SOPHIA STREET ON .33 ACRE (WITH 13 OUTSIDE
PARKING SPACES) AND 24 OUTSIDE PARKING SPACES BEHIND FREDERICKSBURG
SQUARE ON .20 ACRE WITH 12 TOWNHOUSES AND
3 SINGLE LEVEL UNITS WITH 30 UNDER UNIT PARKING SPACES.

HOURS OF OPERATION RESIDENTIAL NUMBER OF EMPLOYEES N/A

Anticipated Number of Patrons or Clients 15 FAMILYS OR INDIVIDUALS

Description of the development's impact on neighboring and adjacent properties, please be specific (attach additional sheet if necessary): NO OR MINIMAL IMPACT.

Criteria for a Special Exception: Use Separate Sheets for Explanations and be Specific and Thorough.

Special Exception Request
(Application Continued)

1. Whether the grant of the special exception is consistent with the City's Comprehensive Plan;
2. Whether the special exception is consistent with the goals, purposes and objectives of the City's zoning ordinance;
3. Whether there has been a sufficient period of time for investigation and community planning with respect to the application;
4. Whether the special exception is consistent with the principles of zoning and good zoning practice, including the purposes of the district in which the special exception would be located, existing and planned uses of surrounding land, the characteristics of the property involved, and the adverse impacts of the proposed use;
5. Whether the proposed use or aspect of the development requiring the special exception is special, extraordinary or unusual;
6. Whether the applicant has demonstrated that its application meets all these criteria;

I do hereby make oath or affirmation that to the best of my knowledge, the foregoing information contained in this application is true.

[Signature] _____ Date 1/15/16
Signature of Applicant

PRINT NAME OF APPLICANT VANGEL L. PERRY

The above oath or affirmation was signed before me and witnessed by me this 15 day of January, 2016 in the County/City of Fredericksburg in the state of Virginia.

Notary Signature [Signature]
Notary Registration # 7615786 Commission Expires 10/31/2018



[Signature] _____ Date 1/15/16
Signature of Owner

PRINT NAME OF OWNER VANGEL L. PERRY, GENERAL PARTNER,
TIMBERNEST, LTD

The above oath or affirmation was signed before me and witnessed by me this 15 day of January, 2016 in the County/City of Fredericksburg in the state of Virginia.

Notary Signature [Signature]
Notary Registration # 7615786 Commission expires 10/31/2018



This Application for Special Exception is being made for the following reasons:

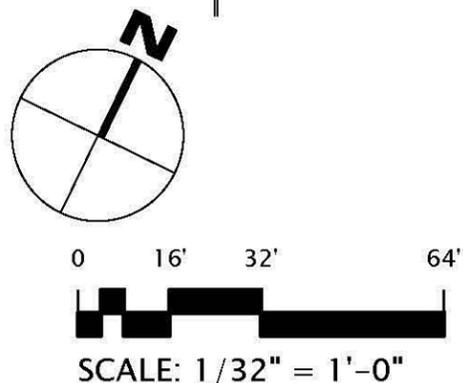
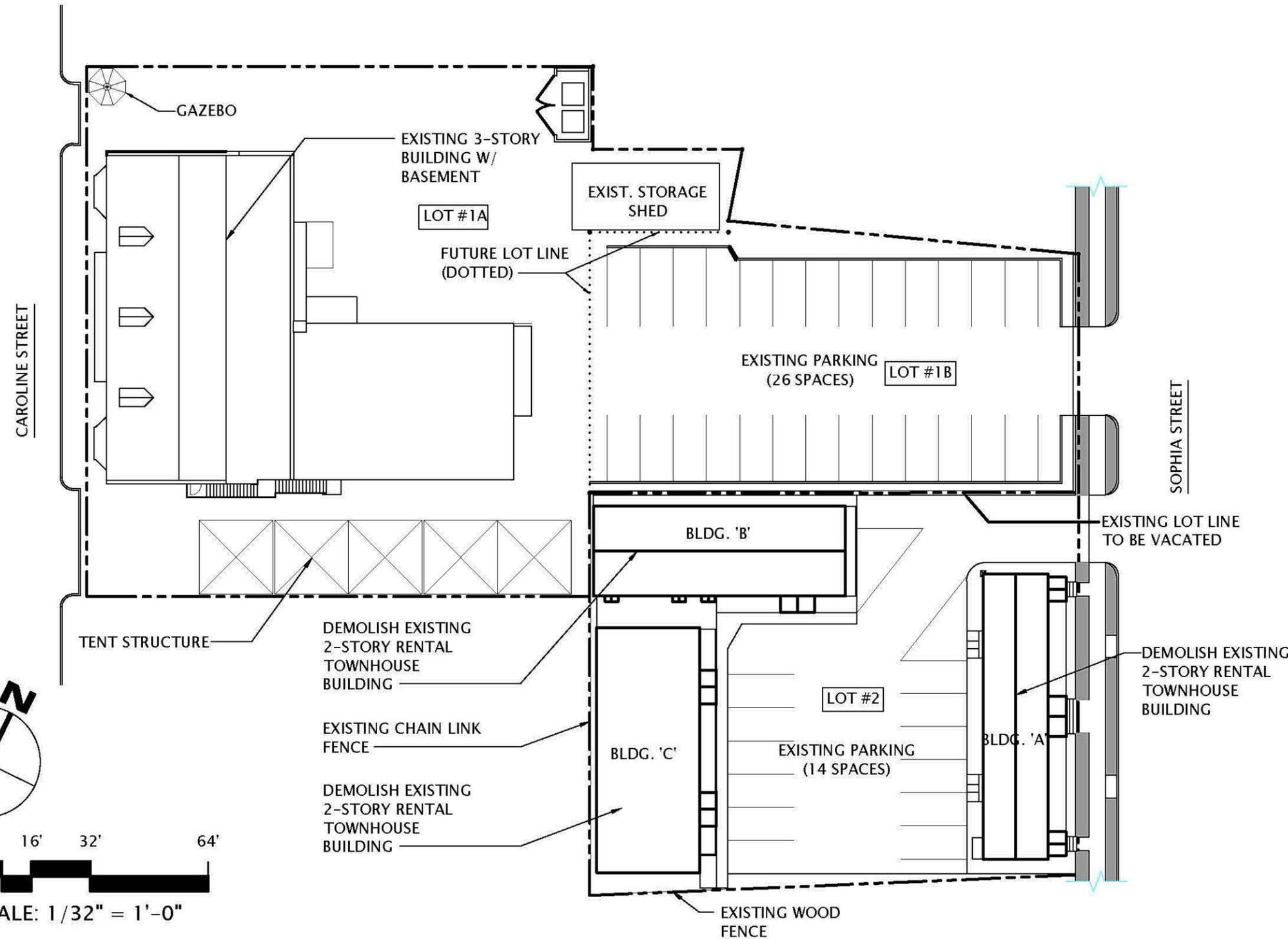
1. The Application is necessary to the realization of the Project consistent with the goals of the City's 2015 Comprehensive Plan which encourages the development of clustered and compact housing opportunities that will maximize the use of existing transportation infrastructure for residents who wish to own their homes in Downtown Fredericksburg. In this regard the following provisions from the Comprehensive Plan are cited:
 - A. Intent. "The intent is to insure the best use of finite space to support the creation and maintenance of attractive, livable urban communities".
 - B. Environmental Protection, Goal 6. Enhance livability by "...Promoting clustered and compact development..."
 - C. Residential Neighborhoods. Goal 9. "Encourage homeownership opportunities."
 - D. Historic Preservation. Goal 2. "Promote redevelopment of Downtown properties in a manner that reflects the character of the City as a vibrant and growing community".
 - E. Urban Riverfront Corridor. (The City dock to Faquier Street) "The concept for the road corridor is to encourage development on the west side of the street (Sophia Street) while leaving the east side open."
 - F. APPENDIX A. Best Practices for a Livable Community.
 1. Practice 2 calls for "Transit oriented development characterized by higher density development around transit stations to encourage transit use and pedestrian activity thereby reducing automobile use and the need for parking".
 2. Practice 6 states that, "undeveloped or underused parcels of land in otherwise built up areas are already served by existing infrastructure and their development/redevelopment should be encouraged and supported to add to the urban dynamic."
 3. Practices 7 and 8 are addressed by the replacement of non-historic substandard structures with state of the art, energy efficient residences that will reduce the carbon foot print and reflect design elements that will complement the community's character.

2. The Application is consistent with the goals, purposes and objectives of the City's zoning ordinance since it serves to further the objectives in the Code consistent with the goals of the Comprehensive Plan. The Project is consistent with "by right" use in the Downtown Historic District.
3. The requirement for investigation and community planning with respect to the Application is minimal as the use of the 506-520 parcel remains the same (residential) and the use and value of the rear vacant lot of 525 Caroline is substantially improved from vacant occasional on site parking to around the clock utilization of the spaces for on site residential use and parking. The Application and Project neither require nor envision a need for on street parking and the change in residential density from 13 to 14 units is inconsequential and actually reduces the relative current unit density from 13 on .33 acre to 15 on .52 acre.
4. The application is consistent with all applicable zoning restrictions with the exception of (1) townhouse density of 12 units per acre (non floodplain) and (2) a 50% density reduction in floodplain locations to 6 Units. As can be seen from the Site Plan the number of Units to be located on the .33 acre 506-520 parcel is actually reduced from the current and existing 13 Units down to 7 with the current 13 surface off street parking spaces replaced with 14 spaces located under the Units. The issue of floodplain is addressed with the placement of parking under the Units in accordance with the Code. The need for a Special Exception as to the replacement of 26 parking spaces at the rear of Fredericksburg Square with 16 off street under Unit residential parking spaces is being included to preclude any issues as to parking for Fredericksburg Square activities. Historically, when the 525 Caroline Street property was purchased from the Fraternal Order of Elks in October of 1996 the building's use was categorized as Assembly. The Elks Lodge membership in the City records at that time as confirmed to the current owners by Mr. Jervais Hairston, then City Administrator, was 626. Given the original 46 on site parking spaces for the property for Assembly use the existing occupant to parking ratio was one parking space for every 13.6 members, attendees or potential maximum occupants. Since the use of the Square was Assembly by the Elks and has remained the same since acquisition from the Elk's a reduction in the number of spaces from 46 to 22 would support (at the established ratio) a building occupancy or load of 299 guests at any one time. Fredericksburg

Square does not host wedding/banquet reception activities for more than 250 individuals at any one time. In addition, it would be unreasonable to expect that each individual guest would drive their own vehicle. Of primary importance is the fact that since the construction of the City Parking Deck most of our guests have elected to utilize the City facility leaving our rear lot underutilized on most occasions. A number of contract Patrons have even elected to reserve space in the City Deck for the convenience of their guests which has also proven to be very beneficial to the City since almost all events at the Square are on the weekends. Finally, at the time of construction the City of Fredericksburg did advise that the Square would have the same right to lease spaces in the Deck as did the Marriott should we need or desire to lease. While we did not exercise that right and still do not foresee a need we remain open to that option.

5. The Special Exceptions as to density and height are necessary for a number of reasons. First, the existing cinder block townhouse units were originally converted from warehouse storage buildings into townhouse Units in the 50's. As a result it is not economically viable to maintain and upgrade them in the face of new Code requirements and market realities with regard to square footage norms. The alternative is to try to maintain them as rental units which would involve ever increasing costs for relatively fixed rental income as well as precluding ownership opportunities Downtown. Second, the Units were not built with the floodplain issues in mind. In the event of a flood they would incur substantial damage on their occupied ground floor living space. To address this issue the first floor of all buildings will be allocated to parking with living areas on the higher floor levels. The seven (7) town home structures do not require a height variance but the Mansion Building located on the interior area of the site plan does require a ten (10) foot height variance. The Mansion Building will be substantially hidden from the Sophia elevation by the front row of townhomes and is essential to realize the density necessary to make the Project economically viable. Finally, the value of both existing parcels will be substantially increased not only from the standpoint of better and higher occupant use but from the standpoint of the City tax base.
6. The proposed redevelopment represents a unique and exceptional opportunity to address many of the key goals of the City's Comprehensive Plan to include redeveloping underutilized and outdated

property, addressing the need for more clustered and affordable home ownership opportunities adjacent to Downtown transportation hubs, and energizing and encouraging additional development on the west side of the Sophia Street corridor.



LOT #1A AND LOT#1B = 28,750 SF (0.66 ACRE)	
EXISTING 3 STORY BUILDING W/ BASEMENT	
BASEMENT	5,090 S.F.
FIRST FLOOR	6,888 S.F.
SECOND FLOOR	3,943 S.F.
THIRD FLOOR	3,698 S.F.
TOTAL	19,619 S.F.
LOT #2 = 14,375 SF (0.33 ACRE)	
EXISTING 2 STORY RENTAL TOWNHOUSE BLDGS.	
BUILDING 'A' - 4 TOWNHOUSES	
FIRST FLOOR	1,194 S.F.
SECOND FLOOR	1,194 S.F.
BUILDING 'B' - 5 TOWNHOUSES	
FIRST FLOOR	1,496 S.F.
SECOND FLOOR	1,496 S.F.
BUILDING 'C' - 4 TOWNHOUSES	
FIRST FLOOR	1,653 S.F.
SECOND FLOOR	1,653 S.F.
TOTAL:	8,686 S.F.
TOTAL TOWNHOUSES:	13 UNITS



EXISTING SITE PLAN TOWNHOMES AT RIVERWALK SQUARE

506 - 520 SOPHIA STREET FREDERICKSBURG, VA

06/21/16

A1



SOPHIA STREET ELEVATION



COMMONWEALTH
ARCHITECTS

ELEVATIONS
TOWNHOMES AT RIVERWALK SQUARE

FREDERICKSBURG, VA

05/31/16

A3



MANSSION FRONT ELEVATION
TOWNHOMES AT RIVERWALK SQUARE

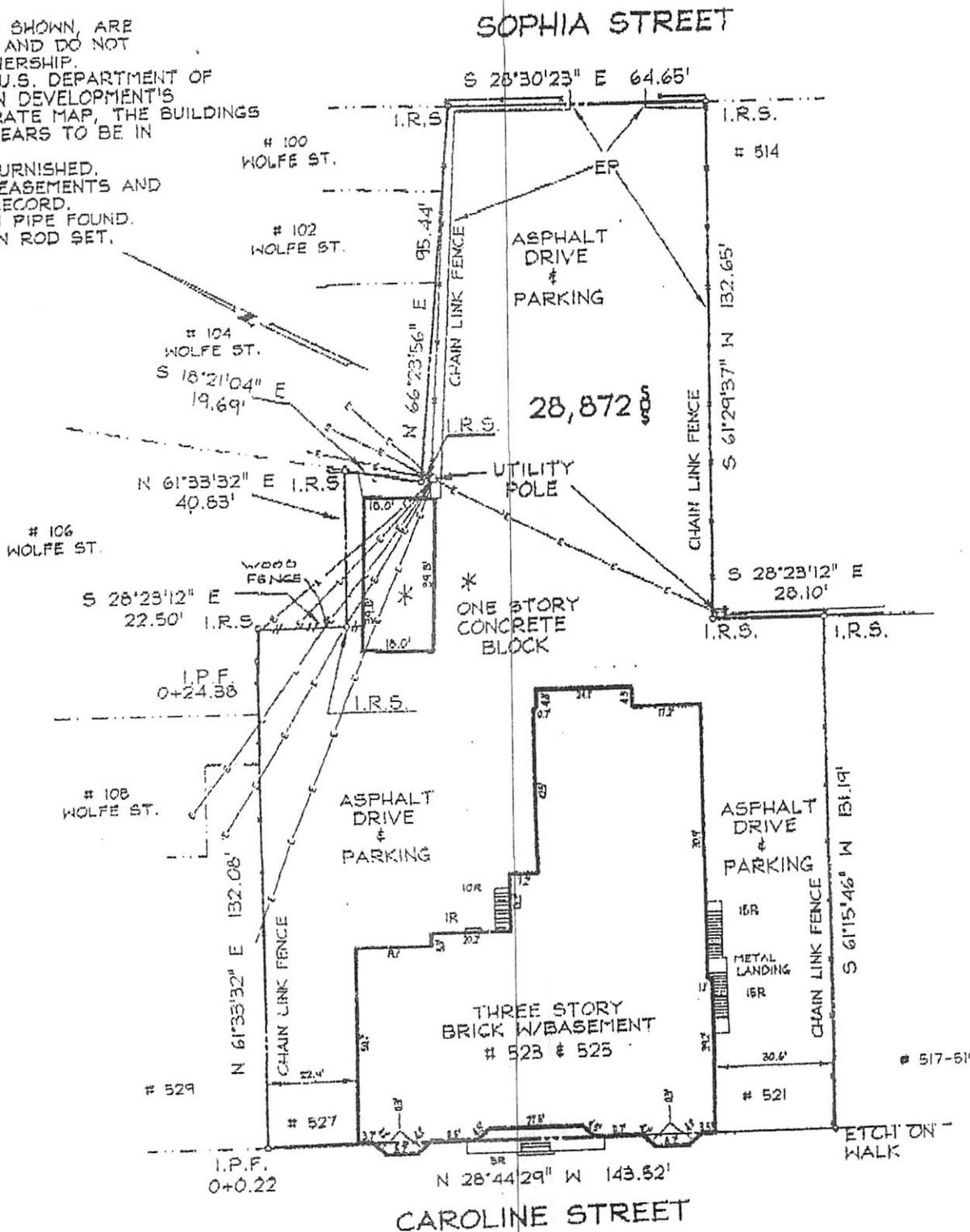
506 - 520 SOPHIA STREET FREDERICKSBURG, VA

05/31/16

A4

NOTES:

- 1. FENCE LOCATIONS, IF SHOWN, ARE APPROXIMATE ONLY AND DO NOT CERTIFY AS TO OWNERSHIP.
- 2. ACCORDING TO THE U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT'S FLOOD INSURANCE RATE MAP, THE BUILDINGS SHOWN HEREON APPEARS TO BE IN ZONE B & A24.
- 3. NO TITLE REPORT FURNISHED. PLAT SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD.
- 4. I.P.F. DENOTES IRON PIPE FOUND.
- 5. I.R.S. DENOTES IRON ROD SET.



BOUNDARY SURVEY
 PROPERTY OF
 TRUSTEE OF FREDERICKSBURG, VA.
 ELKS LODGE # 875 BBOE
 CITY OF FREDERICKSBURG, VIRGINIA
 SCALE: 1" = 30' DATE: OCTOBER 16, 1998
 REVISED 12 NOV 98

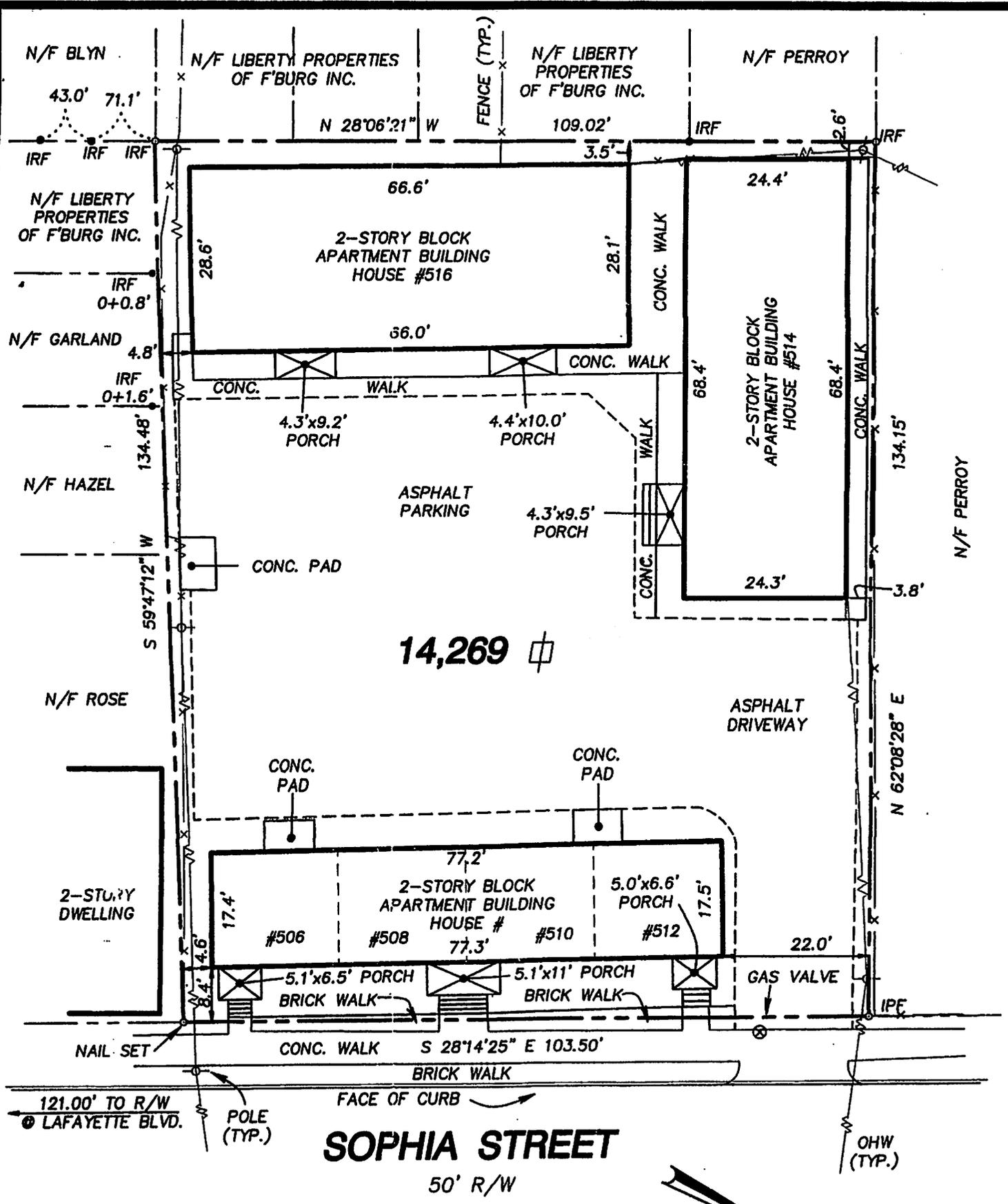
SURVEYOR'S CERTIFICATE
 I HEREBY CERTIFY THAT THE POSITIONS OF ALL THE EXISTING IMPROVEMENTS HAVE BEEN CAREFULLY ESTABLISHED BY A TRANSIT TAPE SURVEY AND UNLESS OTHERWISE SHOWN THERE ARE NO ENCROACHMENTS EITHER WAY ACROSS THE PROPERTY LINE.



H. Aubrey Hawkins Associates, Ltd.
 LAND SURVEYING LAND PLANNING DEVELOPMENT
 500 MUSSELMAN ROAD PALMOUTH, VIRGINIA 22405
 540-371-0268 FAX 540-371-3479
 TOLL FREE 1-800-862-4055

CERTIFIED LAND SURVEYOR		CASE NAME: ELKS LODGE	DWPT BY: EG	FILE NO.
TAX MAP NUMBER: 47-525		WO 917-6-2068	FB 451	PG 106
DEED BOOK & PAGE: KK/419, NN/527, 60/563 & 91/282		CHKD BY: LG	SASC12BNDXEL	

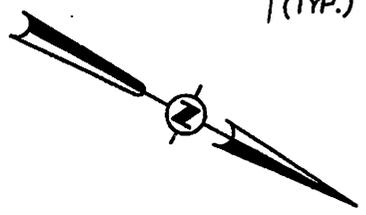
RPC



14,269

SOPHIA STREET
50' R/W

- NOTES :
1. NO TITLE REPORT FURNISHED.
 2. THIS PLAT IS SUBJECT TO ANY EASEMENTS AND RESTRICTIONS OF RECORD.
 3. IT APPEARS THAT ALL OF THE PROPERTY SHOWN HEREON IS LOCATED IN THE THE F.I.R.M. 100 YEAR FLOOD ZONE "A24", AS SCALED FROM MAP #510065 0005 B, DATED 7-2-79.
 4. MERIDIAN PER PLAT BY L.R.R. CURTIS, DATED JULY 1936 AND RECORDED IN D.B. 70 AT PAGE 362. BOUNDARY BASED ON MONUMENTATION FOUND IN THE FIELD.

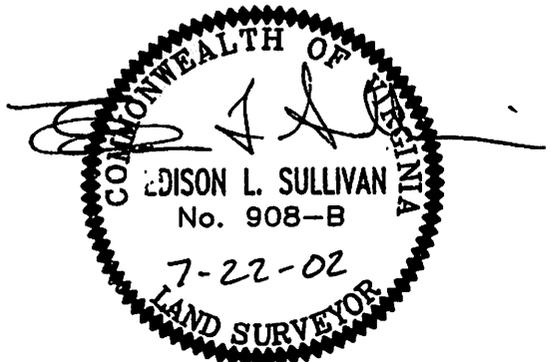


PLAT
BUILDING LOCATION SURVEY
506, 508, 510, 512
& 514 SOPHIA STREET

LOCATED IN THE CITY OF
FREDERICKSBURG, VIRGINIA

DATE : JULY 22, 2002 SCALE : 1" = 20'

SULLIVAN, DONAHOE AND INGALLS
ENGINEERS, LAND PLANNERS & SURVEYORS
FREDERICKSBURG, VIRGINIA



TIMBERNEST, LTD

525 Caroline Street, Fredericksburg, Virginia 22401

GENERAL DEVELOPMENT PLAN

The Proposed Project will be named Riverwalk Square (The Project) and will replace 13 existing townhouse apartments situated on .32 acre with 14 new residences on approximately .55 acre and consisting of seven (7) new residential townhome units with 14 under unit parking spaces plus seven (7) single level residential units in a single mansion style structure with 14 under structure parking spaces. The Project will be built on two adjacent parcels owned by the applicants and which both front on Sophia Street as shown on the attached Existing and Proposed Site Plan drawings together with the Plat of Survey for both the 525 Caroline and the 506-516 Sophia Street parcels. (Attached)

Realization of the Project will require an Application for and approval of certain Special Exceptions which are contained in a separate Special Exception Application

Existing Conditions and Use

The existing parcels are currently configured as follows:

525 Caroline Street Parcel (Lot #2) (.21 Acre Rear Parking Area)

1. The rear parking lot of the 525 Caroline Street property currently contains 26 parking spaces with direct access from Sophia Street. An additional 18 parking spaces are available on the front of the parcel with direct Caroline Street access.
2. The rear and south property line of the 525 Caroline Street parcel adjoins the 506-516 Sophia Street parcel for a distance of 132.65 feet.
3. Electric and cable service to the 525 parcel are situated above ground and come from the Sophia Street side.

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525 Caroline Street, Fredericksburg, Virginia 22401

506-516 Sophia Street Parcel (Lot#3) (.32 Acre)

4. There are 13 rental townhouses located in 3 separate buildings on the parcel with 14 off street surface parking spaces which adjoin the buildings as shown on the Existing Site Plan.
5. Electric and cable service to the 506-516 Sophia Street parcel are situated above ground and come from the Sophia Street side.

Proposed Changes to Realize the Project:

1. The current 132.65' north-south property line between Lot #2 and Lot #3 as shown on the Existing Site Plan will be extinguished and the two adjoining parcels will form a single parcel with direct access to Sophia Street. A new property line around the combined parcels will be as shown on the Proposed Site Plan.
2. The existing 13 townhouses situated on the 506-516 Sophia street parcel will be demolished. (Prior Demolishment Permit was previously granted but has expired)
3. Parking for the 7 new townhomes and 7 units in the Mansion Building will be under the structures and will provide a minimum of 2 spaces per unit (28 spaces).
4. The Proposed Site Plan indicates where the 14 units are to be located on the new co-joined parcels.
5. All current above ground utilities will be buried and provided from the Sophia Street side to enhance safety and improve the street scape.

TIMBERNEST, LTD.

525 Caroline Street, Fredericksburg, Virginia 22401

Clarifications to Application (City Letters of January 26, 2016 and March 03, 2016)

Procedures Manual Paragraph 2.a.

The two parcels that are the subject of the Application are both wholly owned by Timbernest Ltd. which is a Limited Partnership registered in the State of Virginia. The General Partner is Vangel L. Perroy holding a 51% ownership share and Deborah Perroy, a limited partner holding a 49% share. No other principal, contracted party or ownership entity is involved in the preparation and submission of this Application other than Commonwealth Architects of Richmond, Va who prepared the Site Plans and Elevation drawings.

Procedures Manual Paragraph 2.b.

It is stated that no member of City Council or the Planning Commission or any member of their immediate household or family owns or has any financial interest in such property or has any financial interest in the outcome of the decision.

Full Copy of Plats

Provided with list of all adjoining property owners and GPIN of same.

Procedures Manual Paragraph 5. a.-f.

The Project will consist of replacing 13 outdated existing rental townhouses currently situated on .32 acres with 7 individually owned townhomes and 7

TIMBERNEST, LTD.

525 Caroline Street, Fredericksburg, Virginia 22401

individually owned single level residential units in a vertical structure to be situated on a new lot of approximately .5 acre. The overall relative density of the townhouse units will be reduced from one unit per 1,072 square feet of ground surface area (existing) to 1,711 square feet of ground surface area per unit (joined lots) with minimal change in use and impact on the surrounding infrastructure.

All units will be individually metered as appropriate and will be supplied with underground electricity, cable, gas, water and sewer.

The only common area will consist of the paved access to the units from Sophia Street by means of on site drive access from Sophia Street.

Since the units will be constructed in the floodplain the ground floors will be for parking, mud room or other use allowed by Code.

There are no environmental issues affecting the subject parcels and soil tests support the proposed use.

Total Project build time should not exceed 10-12 months.

The impact on the infrastructure from the Project will be minimal since the overwhelming majority of the Project consists of replacing existing older, inefficient units with state of the art energy efficient ones. No meaningful changes are envisioned for roadways, schools, water and sewer, drainage or any other category of services or issues.

It is certified that the use and development of the property, and all improvements thereon, are subject to the General Development Plan as well as to the generally applicable regulations set forth in UDO Section 72-33 and 72-53.

Procedures Manual Paragraph 8.

TIMBERNEST, LTD.

525 Caroline Street, Fredericksburg, Virginia 22401

A list of all abutting property owners on the provided forms is attached.

PROJECT SUMMARY

Geo-Environmental Solutions, Inc. (GESI) completed a Phase I Environmental Site Assessment (ESA) of an approximately ¼ acre developed property, currently occupied by a multi-dwelling, residential apartment complex. This property is within the Historic District, located at 506-516 Sophia Street, Fredericksburg, Virginia ("Site").

GESI completed the following activities for this ESA:

- Obtained and reviewed a report from Federal and State regulatory databases (EDR Report; Appendix B);
- Conducted a physical inspection of the Site and immediately surrounding areas; and
- Contacted local government agencies for information regarding Site environmental history.

GESI provides the following information and conclusions based on the ESA activities:

- The Site consists of one approximately ¼ acre parcel (14,269 sq. ft. according to the plot plat from 2002). The Site is developed, including three multi-dwelling residential structures that were originally constructed in or around 1949. According to tax assessment records, the Site has been used as a multi-dwelling residential property since its original development. The exterior areas are a combination of asphalt covered parking area and concrete walkways.
- Underground and above ground chemical or fuel storage tanks (USTs, ASTs) were not observed nor are they reportedly present currently on the Site. Additionally, apparently no issues associated with former USTs have occurred at or on the Site (*confirmation requested from City Fire Department; response not received as of report date*).
- Nearby adjacent properties consist of more residential dwellings and commercial/retail business operations. None of these nearby facilities appear to include activities that would constitute potential environmental issues for the Site.
- GESI observed the presence of one pole-mounted electrical transformer at the northeastern corner of the Site. There was no label visible on the unit indicating if it contains PCB dielectric fluids. Under this circumstance, it must be assumed that the unit includes PCB-containing fluids. However, there were no indications of past or recent spills or releases from the unit. If a leak or spill is identified, then the transformer's owner (Virginia Power) should be contacted for response and clean-up. At this time there does not appear to be issues of environmental concern associated with the transformer.

- Site Building construction materials, for the most part, do not represent current, potential issues of environmental concern. According to the current Site owner, the buildings were substantially renovated in the late 1980's and have been maintained regularly since then. During our on-Site inspection we observed the three buildings (interior and exterior) to be generally in very good condition, with no obvious materials of environmental concern included in the structures. Small oil-stain patches exist in some of the parking spaces, but do not appear to be of a nature that represents a substantial environmental contamination threat at this time.
- A search of Federal and State database sources (EDR Report, August 31, 2006) includes information indicating the presence of facilities within a one-mile radius from the Site that include activities that may have created past environmental impacts. The Site is not noted in either the Federal or State databases as having recent or former environmental activities or issues.

According to the EDR Report there are several operations and facilities within one-mile from the Site that are included in the leaking tanks/LUST databases, manufactured gas plant records, CERCLIS-NFRAP files, RCRA generator registry, UST database and VRP list of facilities. However, all of the environmental concerns that occurred at these nearby facilities have been managed and/or mitigated to the point where the Federal and State regulatory agencies do not consider them an ongoing threat and have closed the cases. Therefore, there does not appear to be current environmental concerns associated with these nearby facilities based on the information presented.

- Information obtained from City of Fredericksburg agencies included:
 - ◆ Planning & Code Compliance Department, Zoning Office - the Site is included in an area designated as a Zone C-D, Commercial-Downtown. The present and former operation of the Site as a multi-dwelling residential complex complies with the designated, permitted uses included in the City's Zoning ordinances (Fredericksburg Code Division 16, Commercial-Downtown [C-D] District)

The Site lies within Flood Zone A24, which is in the 100-year zone (FIRM Panel #510065005B, 7/2/79).

This portion of Fredericksburg is considered a Resource Management Area (RMA) according to the Chesapeake Bay Protection Program map (1/99; Fredericksburg Code, Chapter 78, Article III, Division 26 Chesapeake Bay Preservation Overlay (CBPO) District). The Code defines RMAs as "...land types that, if improperly used or developed, would have the potential for causing significant water quality degradation or for diminishing the functional value of a resource protection area." If there are future plans for substantial renovation

and/or redevelopment of this Site, GESI recommends contacting the City for specific CBPO planning and compliance requirements.

- ◆ Fire Department – *As of 29 September 2006, there had been no reply to our request for information from the FD regarding potential past incidents involving hazardous/toxic materials and/or records of USTs or ASTs at the Site (letter of request submitted 31 August 2006).* Based on information received from other parties, the presence of USTs or ASTs, or past incidents involving hazardous/toxic materials do not appear to have existed or occurred at the Site.

No other items or issues of potential environmental concern were noted during the ESA activities. Other than those activities noted above and in the full report, and based on observations and research conducted for this ESA, there does not appear to be need for additional environmental assessment activities for the Site.

Based on the PLM results above, GES notes the following:

- The pipe wrap found on the piping in the boiler room and in the closet in the basement area is confirmed to be asbestos containing materials.
- Results for the green vinyl floor tile on the first floor is consistent with the previous analyses (December 1995 asbestos inspection).
- The linoleum floor covering in the immediate area beneath the bar counter (Figure 3), contains asbestos and requires management and handling similar to other ACM. The material was found to be in a non-damaged, non-friable condition, and, therefore, does not require removal. However, should the materials ever be scheduled for removal, a licensed asbestos removal contractor will be required to perform these actions.
- None of the ceiling tiles or plaster was found to be ACM.

Based on these activities, there does not appear to be significant incremental cost associated with the materials found and confirmed to be ACM, as compared with the information provided in the January 1996 asbestos inspection report by Mr. McCoy. As stated above, the linoleum floor covering in the basement is currently undamaged, and is not friable, and does not appear to present an inhalation hazard to patrons of the Elks Lodge in its current state. Therefore, as long as it remains in this condition, the materials do not require removal, but do require management and maintenance.

UST Closure

The heating oil UST, located in the west-northwestern area of the Elks Lodge site (Figure 4), was removed from the ground over the two-day period of October 2 and 3, 1996. GES observed the final stages of the closure activities on October 3rd, and spoke with the removal contractor's field staff about activities not witnessed.

Upon arrival on October 3rd, GES observed that the UST had already been removed from the ground and the excavation pit was almost completely backfilled. GES spoke with Mr. Robert Williamson, the lead equipment operator for Red Jewel Construction, the tank removal contractor. He reported that prior to removal of the tank, approximately 1,900 gallons of heating oil was pumped out of the tank. GES observed that the tank was substantially larger than the 1,000 gallons capacity reported during the Phase I ESA investigation. Mr. Williamson indicated that the tank was approximately 3,000 gallons in size.

GES inspected the tank, and observed that except for some minor rusting, there were no signs of pits, holes, or other indications of structural deterioration that would lead to suspicion that a potential release may have occurred during the tank's active life.

Mr. Williamson also reported that the Fredericksburg Fire Marshall had been on-site during the tank closure activities both the 2nd and 3rd, and was apparently satisfied that no problems were associated with the tank. One soil sample was reportedly collected on October 2nd by a Red Jewel employee, and sent to EnviroCompliance Laboratories, Inc. in Glen Allen, Virginia. He said that the verbal results from the lab indicated that petroleum hydrocarbons were not detected above a level of 25 mg/kg in the sample. Mr. Williamson also said that there were

no visible or olfactory signs of a possible past release that he noticed during the removal activities.

Based on the limited observations GES made, and the reported conditions of the soils and verbal laboratory analytical results for the one soil sample, it appears that there are no environmentally related concerns associated with the former heating oil UST at the Elks Lodge property.

Closing

GES appreciates the opportunities to provide our services for you. If there are any questions regarding this report or other issues with respect to these or the previous Phase I ESA activities, please do not hesitate to contact me at (540) 891-8110. Thank you.

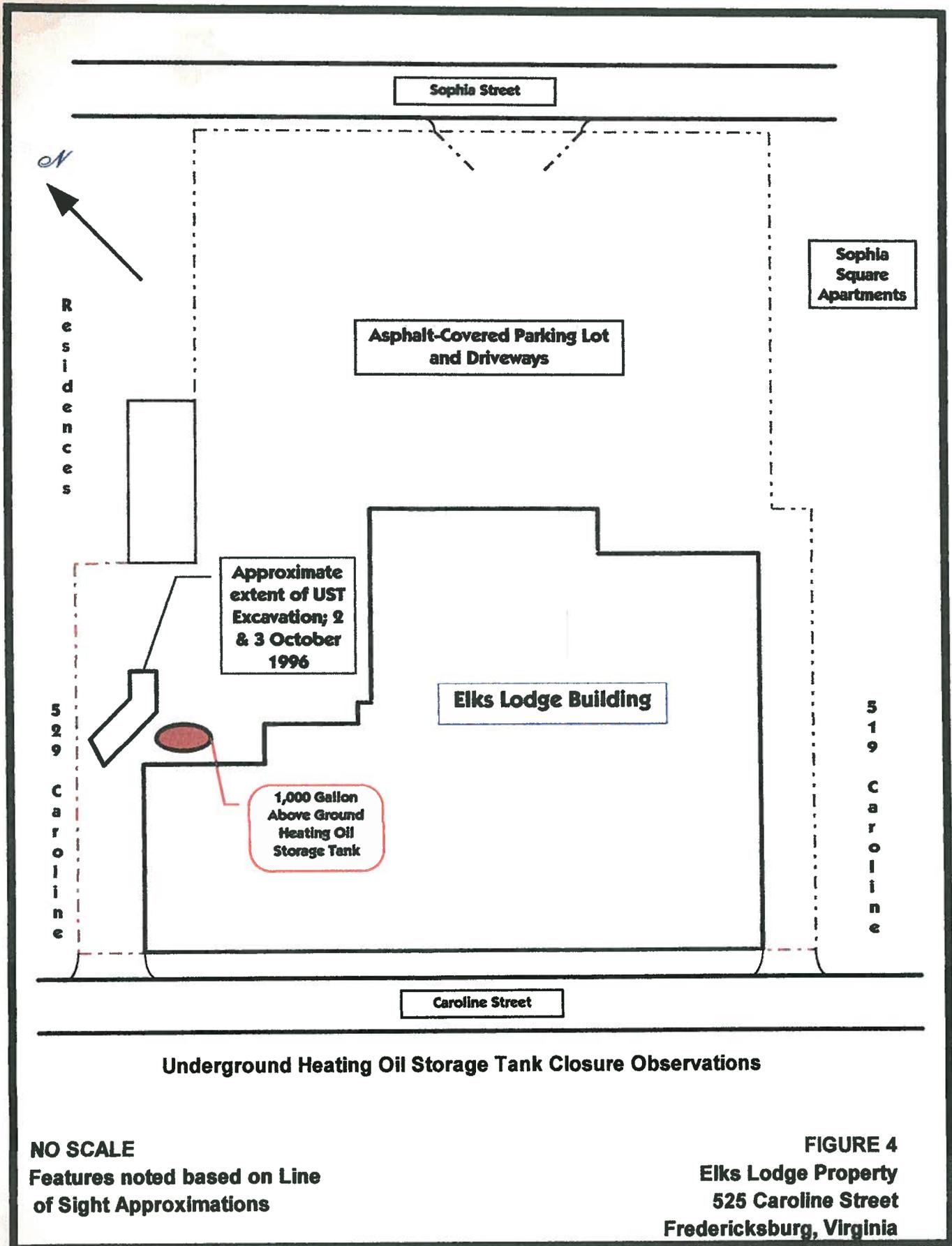
Sincerely,

GEO-ENVIRONMENTAL SOLUTIONS

A handwritten signature in blue ink that reads "Kenneth A. Clayman". The signature is fluid and cursive, with a long horizontal stroke at the end.

Kenneth A. Clayman, CHMM, CPG
Principal Consultant

REAR 525 CAROLINE ST.



NO SCALE

Features noted based on Line of Sight Approximations

FIGURE 4

**Elks Lodge Property
525 Caroline Street
Fredericksburg, Virginia**