

STAFFORD COUNTY PLANNING COMMISSION

October 25, 2023

The meeting of the Stafford County Planning Commission of Wednesday, October 25, 2023, was called to order at 6:00 PM by Chairman Kristen Barnes in the Board of Supervisors Chambers of the George L. Gordon, Jr., Government Center.

MEMBERS PRESENT: Kristen Barnes, Albert Bain, Dexter Cummings, Steven Apicella, Martin Martinez, Willie Shelton, Jr.

MEMBERS ABSENT: Laura Sellers

STAFF PRESENT: Kathy Baker, Lauren Lucian, Mike Zuraf, Stacie Stinnette

DECLARATIONS OF DISQUALIFICATION

Ms. Barnes: Are there any declarations of disqualifications this evening? Any changes to the agenda? Alright, hearing none, I'll move on to the public presentation portion of tonight's meeting. This is an opportunity for anyone to speak on any topic except for the items scheduled for public hearing later on tonight. Items for public hearing will have a separate opportunity for public comment after staff and the applicant's presentations. When you come forward, please state your name and address. And once you do so, the green light at the podium will come on indicating 3 minutes to speak. The yellow light will come on when 1 minute remains. And the red light will begin blinking when your time has expired and we ask that you work to conclude your comments. If you would like to address the Commission, please come forward.

PUBLIC PRESENTATIONS

Ms. Maxson: Kristen Maxson. Thank you for your consideration and opportunity that I can come forth. In, in your syllabus here, it says Other TRC Submissions. And I checked Courthouse Woods in Aquia. That was not found. I checked also with the number; not found. I also checked Cranes Corner Data Center. That wasn't found, also with the number. Tried that again, tried it on multiple machines. And then I checked Central Stafford Community Center, tried it with just Central Stafford Center or Community or short or whatever; that wasn't found. Tried it with the number; that wasn't found. Stafford Lakes Holy Cross Academy. I tried it with Stafford Lakes Holy Cross and couldn't find anything that was Hartwood Election District and with that number. So please take that in mind. Also, this past Tuesday meeting, there were, there was, uh, they spoke of grandfathering four data centers. There's six data centers that is talked about for this specific one address. And we're sort of confused because of the traffic analysis. So the two that came up, one was Cranes Corner, there's nothing on the... there's nothing there for the public to actually relate. And then the the other one I, I couldn't even hear the name of what it was said. And the representative who was speaking said that it just came on his desk that day. So the people need to actually have more advanced notice. Also your agenda was not... we couldn't access the agenda Monday or Tuesday; everything was down. I tried on multiple computers. And I called in to the desk to let them know about it and left messages. So the minutes were not available on the 23rd or the 24th of this month, so the people could not do any advanced research. And that was five, let's see, 593 pages. I hope I'm right on that. But it was just strictly under 600 pages that the public had to review. And that's a lot and we know you work very hard. My minutes are up. We hope that you had a chance to review those pages, because the public really couldn't access it. Thank you so much.

Ms. Barnes: Alright. Thank you, Ms. Maxson. Is there anyone else would like to come and address the Commission this evening? Okay, seeing none, I will go ahead and close the Public Presentations portion

of our agenda and move on to item number 1 on the agenda, public hearing for a Zoning Reclassification, Old Potomac Church Data Center. And for that we recognize Mr. Mike Zuraf.

PUBLIC HEARINGS

1. RC23154991; Zoning Reclassification – Old Potomac Church Data Center – A proposal to amend proffered conditions on Tax Map Parcel No. 39-71A (Property), consisting of approximately 49.9 acres zoned B-2, Urban Commercial Zoning District. The existing proffers applicable to the Property, pursuant to Ordinance O09-28, dated September 15, 2009, would be amended by deleting, modifying, and adding certain proffers to permit data and computer services centers, public facilities/utilities, and specified accessory uses; to modify development standards; and to establish proffered contributions and/or improvements to transportation, utilities, and parks and recreation. The Property is located on the east side of Old Potomac Church Road, across from the intersection with South Campus Boulevard, within the Falmouth Election District. The Property is subject to a concurrent request to review compliance with the Comprehensive Plan, in accordance with Virginia Code Sec. 15.2-2232. **(Time Limit: February 2, 2024)**
2. COM23154992; Comprehensive Plan Compliance Review – Old Potomac Church Electric Substation – A request to review compliance with the Comprehensive Plan, in accordance with Virginia Code Sec. 15.2-2232, for the placement of an electric substation on Tax Map Parcel No. 39-71A (Property), zoned B-2, Urban Commercial. The Property consists of 49.9 acres, and is located on the east side of Old Potomac Church Road, across from the intersection with South Campus Boulevard, within the Falmouth Election District. **(Time Limit: December 24, 2023)**

Mr. Zuraf: Good evening, Madam Chair, Members of the Commission, Mike Zuraf, the Planning and Zoning Department. I've got my presentation. It does cover items 1 and 2 so, if that's all right, I could just go ahead go through the entire presentation at once. But also, I can stop as well if you wish. So, these items are related to a project called Old Potomac Church Data Center. It's a Zoning Reclassification and Comprehensive Plan Compliance Review. So, two separate requests. The first request, the rezoning. It's specifically to amend proffered conditions in the B-2, Urban Commercial Zoning District and Comprehensive Plan Compliance Review, which will need a review compliance with the Comprehensive Plan for the placement of an electric substation on the site. And this is all to permit the data center public facility and related accessory uses. The tax map parcel is 39-71A. It's approximately 50 acres in size as property. It's in the Falmouth Election District. Amazon Data Services is the applicant, Old Potomac Church, LLC is the property owner, and Charlie Payne is here representing the applicant this evening. So first going over the zoning reclassification, go through the background on this item. So, the site itself is located on the east side of Old Potomac Church Road across from the intersection with South Campus Boulevard. The light red color represents the B-2 Zoning District of the subject property. Surrounding zoning districts include A-1, Agriculture. That's the light green shading that's located to the south, east and north. And on the west side of the property, the darker red shading is B-3, Office Zoning. Subject property was rezoned from A-1 to B-2, Urban Commercial back in 2009, with proffers. A portion of the site was acquired by the County. That little notch out of the area that's identified as site, the County acquired that portion of the property for water tower that was recently constructed and there is no other development that's occurred on the property. So, the 2009 proffers included this site plan that does require the development of a medical office campus with up to 531,000 square feet of building area approved on the property. The plan identifies several small office buildings across the site, surrounded by drive aisles and parking lots. The proffers required the construction of South Campus Boulevard with a phasing plan that initially required two lanes of the road to be constructed, and then future widening to

four lanes during later phases of this office development. The two-lane section ended up being constructed with the development of the Abberly Apartments. The other proffers required reservation of right-of-way through the site to extend South Campus Boulevard through and ultimately allow for an extension and connection to Spartan Drive to the east of the site. This development concept would be replaced with approval of this new data center development. So, the property is undeveloped and wooded, there's a high voltage transmission line and easement that crosses the eastern end of the site. That's the cleared-out area on the east side of the property. Site topography does slope from Old Potomac Church Road down to a kind of a stream corridor with wetlands, RPA buffers, and a perennial stream on the eastern side of the site. General surrounding uses include residential and developed uses to the north, east and south. There's a childcare center and undeveloped land to the west of the site across Old Potomac Church Road. The undeveloped properties to the west do include two separate rezoning applications that are currently in process that would request approval for multi-family residential development. This is a proposed development plan which shows two data center buildings totaling 510,000 square feet, each building would consist of two levels. The total building height would actually be 62 feet. In the data center, each floor under this concept requires 30 feet of height. This accounts for the required cooling systems that are involved in this type of use. Between the two buildings...so the buildings, they're the light beige colored area, so to explain what we're seeing here and then between those two beige areas, is an area where backup generators would be located. The buildings are surrounded by access roads in the lighter gray. There are two entrances proposed off of Old Potomac Church Road. The dark green areas reflect where, on the eastern side of the site, show where the critical resource protection area is located. And the data center development is outside of that critical resource protection area. On the north side of the site, there is an electric substation proposed that's in the light pink shaded area. The substation would connect to a high voltage power line that's on the eastern side of the site. Across the critical resource protection area. There would be some clearing of the CRPA required for this utility connection. That's the lighter green shaded area with that out in in this area. So, staff would note that the electric substation is identified in our zoning ordinance as a use that requires a conditional use permit in the B-2 Zoning District. The applicant has listed the use in the proffer statement as a permitted use under the under the proposed proffers. So, acceptance of these proffers by approval of the request would allow the applicant to proceed with constructing the substation without needing a conditional use permit. Also, on this plan, there are landscape buffers proposed around the perimeter, and it's in variable widths. On the south side, the buffers range from 25 to 100 feet in width, and with the preservation of some of the existing trees in these areas. On the north side, the majority of the buffer is 25 feet wide and some areas are 50 feet wide. There's limited existing trees preserved on the north side. Along Old Potomac Church Road, there's a street buffer ranging from 40 to 100 feet in width. Retaining walls also are proposed around much of the perimeter of the development to provide for a level of development pads since the site does slope down to the east. So, looking at kind of some of the evaluation of this proposal, looking at transportation, the proposal reduces projected vehicle trips and the associated impacts that would occur. Under the current approval with the medical office building and associated retail, it's estimated that that use could generate up to 11,500 or up to 19,000 vehicle trips per day. Under the proposed data center use there's much less, I guess, interaction with traffic with this type of use, and so it is estimated their vehicle trips per day would be 383. Since the proposed vehicle trips are less than 1,000, a Traffic Impact Assessment was not required. There are transportation proffers being proposed by the applicant. The proffers would improve the Old Potomac Church Road across the site frontage to bring the road up to state standards. There'd be a contribution of \$150,000 towards a future traffic signal at Richmond Highway, they would be also contributing \$500,000 towards other offsite improvements to Old Potomac Church Road. The portion of Old Potomac Church Road to the north of this site, some of that area is not in the state system and so there's some upgrades that are needed so, they're contributing to some of the improvements that could help bring the full length of Old Potomac Church Road into the state system. Also removing commitments to widen South Campus Boulevard. Those commitments would be removed with this and

also removing the requirement to designate the road extension through the right-of-way extension through the site. This slide highlights the plan road that is within the Comp Plan that is shown going through the site and adjacent area. And, as I noted, property to the east, that's where that road was planned to land, that actually has been subdivided for residential homes. So, this allows this current alignment as shown in the Comp Plan may be less than optimal. Looking at utility impacts, there's significant water demand with this type of use, with the data center use. On this specific project, it's estimated 530,000 gallons of water would be required per day. And so, because of that, there are proffers being proposed that would require the utilization of reuse water as the sole primary water source once the infrastructure improvements are completed. So, water reuse lines would require the construction of a whole separate utility line that would run all the way down from this site down to Aquia Wastewater Treatment Plant. There, treated wastewater that would otherwise be released back into the local creek would actually be recycled and pumped back up to this site to allow that reuse water to be used for cooling. Also, it would require the applicant to design, permit and construct all the on-site and off-site water, sewer and reclaimed water and reuse improvements to support this project. So, there are extensive infrastructures. This is an extensive infrastructure project that would take several years to complete. So, it's estimated that potable water would be needed to be used for a period of four to five years after approval. Afterwards, the intent here is that the applicant would connect them up to the reuse water once it's complete. And then at that point only a minimal amount of potable water would be used or required for the office areas in the facility. There would be a separate water agreement, there is a separate water agreement that is being worked on between the utilities staff and the applicant that would be approved by a separate approval by the Board of Supervisors that would outline all these required improvements and additional performance standards that would come into play in making this water reuse system happen. So, the next issue is related to sound. Data centers do have the potential of creating noise impacts. The facilities require consistent climate control, which is handled with cooling systems that operate more frequently than other commercial uses might. The uses also can generate consistent low-level sounds that can be audible from adjacent properties. The applicant did provide us a sound study with the application. The study estimated maximum decibel levels of up to 55 decibels at the property line and 50 decibels at the closest residential structure. Current standards in our County Code require that adjacent residential sound could be up to 60 decibels during the day and 55 decibels at night. So, the applicant is providing proffers to address this issue. They will be limiting the maximum decibel levels at all times of the day to 55 decibels. For prominent discreet tones, sound standard would be reduced by three decibels and also require a sound analysis to be done prior to the occupancy of each building and then also require annual sound testing for a period of five years after initial occupancy to confirm compliance with the proffered limitations. Also requiring backup generators to be enclosed and muffled and located in between the two buildings in screened with sound walls. So, looking at the Comprehensive Plan, the Comp Plan identifies the property within the Courthouse Targeted Development Area on the Future Land Use Plan and there is also a Resource Protection Area on this site where the Critical Resource Protection Area buffers are present. Within this targeted development area, there's a land use concept map that designates the site and surrounding area for mixed use commercial and residential future land use. The proposed data center use would not be consistent with this specific mixed use land use classification. The mixed-use designation allows for flexibility between commercial or residential uses. The intent is for commercial development to serve nearby residences. Data centers are viewed as more of a business and industry type of use, which would be more fitting in those areas that are designated and other locations in the Comp Plan. The general character of the area includes a mix of various residential uses as well as a mix of offices and supporting commercial development. Furthermore, active rezoning applications are proposed for additional residential uses on the opposite side of Old Potomac Church Road. Note that the Board also did adopt amendments to the Comp Plan that includes a series of guidelines for the development of data centers. The staff report, ran down all those different criteria and provided a commentary on how this project conforms with those guidelines.

These are the building elevations that were included with the application. There is a proffer that requires the buildings be constructed as shown in this elevation exhibit. The proffers also include architectural design standards to ensure variety and building design features and materials. The newly adopted data center guidelines also include design recommendations. These proposed buildings follow many of the recommended criteria, which also are included in the proffer statement as well. So, I outlined a few of the proposed proffers. There are also some other additional proposed proffers that are summarized on this in the next slide that would require development in general accordance with the development plan that I show showed on the previous slide. Would limit the use of the property only to data center public facilities, specifically a substation facility and related accessory uses. Also, provide at least 30% of the site as open space. Limit the maximum and building square-footage to 510,000 square feet. Preserve existing trees to the extent reasonably possible and if they do have to impact other areas and buffers, replant with 100% evergreens. Require the installation of a solid 8-foot-tall fence on any of the areas adjacent to residential properties. Require security fencing around the facility of at least 8 feet in height. Also contributing \$50,000 to the County for future construction of a trail along the sewer easement in addition to providing a trail easement along this area where trail may be able to go in the future. Also, they're committing to pay to repair any damaged wells or septic systems on adjoining residential properties that might occur during the construction or afterwards. Also pay any public connection fees to public utilities if that is so requested. Also requires measures to keep the lines of communication open between the applicant and the residents in the area and County and other criteria to minimize impacts during construction. Looking at the overall evaluation, there are several positives: it's consistent with many of the newly adopted Comp Plan guidelines for siting near existing electric transmission lines including measures to minimize noise impacts and ensuring high quality building design. It ensures the data center utilizes reuse water to be paid for and constructed by the applicant, negating any potential impacts to the county's potable water supply in the long run. Also, the data center use would reduce the projected vehicle trips and potential road impacts on the area roads. Also provides for future trail extension through the area and promotes economic development goals of bringing high paying jobs to the County. There are also some negative aspects that staff identified. The uses consistent with the mixed-use land use recommendations in the Comp Plan on the site and surrounding property as well as the recommendation and that data centers be in business and industry designated areas. The proposed buffers are not fully in conformance with siting guidelines as there's limited preservation of existing trees, increasing the potential for increased visibility from surrounding properties in the near term, until provided landscaping matures. Also, there's some uncertainty how the low-level noises may impact surrounding residential uses, and also removes a recommended road connection identified in the Comp Plan and widening of South Campus Boulevard. On balance, staff does believe the positives outweigh the negatives and recommends approval of the zoning reclassification pursuant to Ordinance O23-27. Now moving on to the Comp Plan Compliance Review. Again, this is a determining request for the Planning Commission to review compliance with the Comp Plan for the placement of the electric substation on the subject parcel. And this is an action that is reviewed and decided on by the Planning Commission. So, the facility will be enclosed with a 12-foot-high security fence along the north side of the of the site. There'll be a required 50-foot transitional buffer that they're proposing to have reduced to 25 feet with a 6-foot-high privacy fence. There are also retaining walls proposed between the facility and the buffer due to the sloping topography of the property. This is a sample substation image included with the application. The applicant notes that the tallest structures within the facility would include transformers at 29 feet in height, and then backbone and static poles that would reach 95 feet in height. So, Chapter 2 of the Comp Plan includes one objective and three policies that are specific to electric substations. Staff evaluated how the substation conforms to these policies. The proposal is generally consistent with Objective 5.5. The substation is located immediately next to an existing transmission corridor eliminating the need to extend transmission lines through the community. The facility is located away from dense residential uses and buffers are proposed from two residential uses to the north. Those

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parcels do have mature tree cover on site which should help to screen the facility. The substation siting at a lower elevation than the adjacent residential uses should help further minimize visual impacts. However, should the parcel to the north redevelop, higher density residential uses would not be encouraged in close proximity to this substation facility. On Policy 5.5.4, the applicant noted during the staff review that the facility is sited and designed to minimize any impact of electromagnetic field levels and there should be no EMF interference between the substation and the existing residences. Staff would note that there is uncertainty if there are any maximum permissible EMF levels or other measurable standards that address this issue. The facility is 230 feet from the closest residence and the structures themselves are 350 feet from the closest residence. There are no businesses in close proximity and the closest school is 1,600 feet from the site on the opposite side of the existing power line that exists today. Regarding Policy 5.5.5, the option of using underground transmission lines would have a greater potential for environmental impact than the proposed overhead lines due to location of the wetlands and stream corridor. The mature tree cover that's in the CRPA buffer should help to provide some screening of the new overhead lines. The tall structures within the facility as mentioned are up to 95 feet and the lower elevation of the substation position and proposed screening will help to minimize impacts. Regarding Policy 5.5.6, the Comp Plan recommends that mixed use future land use on the closest adjacent properties. Placement of the substation here would create potential conflicts with future recommended higher density residential development. That development could be in conflict with this policy and so the substation would have the effect of limiting future use of the closest adjacent properties to commercial development. So, an overall evaluation of the Comp Plan Compliance Review, there's several positives: the siting of the substation immediately adjacent to the existing overhead power lines eliminates the need to extend lines through the community. The lower elevation of the proposed substation in comparison to the adjacent residential uses minimizes potential visual impacts. The site's located away from densely populated areas, with lower density land uses in the proximity to the site. Existing mature tree cover also in combination with the proposed screening can help to limit visual impacts of the use. There are few negatives that may conflict with the plan; higher density, mixed use development recommended on adjacent properties, it requires clearing within the RPA to make required connections. And again, uncertainty about how EMF levels are regulated in the siting of substations. For this item, staff recommends that the Planning Commission find the request to be substantially in accord with the Comp Plan pursuant to PCR23-13. And I'll take any questions at this time.

Ms. Barnes: Okay, questions for staff. Who would like to go first? Okay, I'll have Billy down there.

Mr. Shelton: Mr. Zuraf, just one question, will the residents in the area that are on wells now be offered a reduced rate to hook up during the construction phase?

Mr. Zuraf: The proffers would allow for the ability for the adjacent property owners to request the connection to be covered by the applicant. I have to look at the details of the language to see if it's based on whether there's any kind of failing systems or if it's an automatic. I can check that offer.

Mr. Shelton: I the proffer alluded to the fact that if there was damage to the existing water or sewer the applicant would pay for the damage. My question is, if the local folks want to hook up during that enhancement of the utility system, would that be considered at a reduced rate?

Mr. Zuraf: It, basically, the applicant would cover the cost.

Mr. Shelton: For the second question, has the Stafford Hospital engineering staff been contacted regarding the data center?

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Mr. Zuraf: I'd have to check our list of notification to see if they're within 500 feet to see if the hospital was notified.

Mr. Shelton: The reason I ask, I had a medical person asked me about the potential for radio frequency RF impacting the hospital's Type 1 construction, Type 1 being fire resistant, but fully masonry two-hour rated walls.

Mr. Zuraf: Well, we've not received any comments from the hospital.

Mr. Shelton: Okay, thank you.

Ms. Barnes: Mr. Bain.

Mr. Bain: Yes, thank you. Um, this is more comment, than a question. On my iPhone, I don't know if you folks know this, but you can download an app that tells you what sound levels are and it will actually record sound levels. And I recorded Mike's presentation, about six minutes of it. His average decibel level was 58.9. You're talking too loud. You're above the 55 decibel that we're imposing on the applicant. I wanted to do this just to give people some idea. This is not highly scientific, it's not real precise. But it will give you an idea of what 55 decibels would sound like when you're outside your house. Inside your house, it would be like somebody standing on your lawn talking with your windows closed, you wouldn't be able to hear them, I believe. So, I'm sort of using this as a guide in my mind as to how much of an impact this would have and that is 55 decibels at the property line. If your house is another 100 or 200 feet away from the property line with trees, the level would drop significantly as you go through. I do think that there are some instances that I would like to get additional information on and that primarily relates to the testing of the backup generators. And I know Mike, I won't ask you those questions, I'll wait for the applicant to come up. But the backup generators can create a lot of noise. We would hope that their use as a complete backup supply for the system would occur only rarely. But I think it's important for us to hear from the applicant what those generators would sound like during testing, because they will be tested every month and we are requiring in the proffers that they be tested during daytime, Monday through Friday. So, it's not like they're going to run them at night for testing. So, I'm going to be asking the applicant that, just to give you a little heads up. Thank you.

Ms. Barnes: Actually, I just have one little point of clarification; I think the proffers just say nine to five, but there's no days listed yet or did that get changed?

Mr. Apicella: We are asking for it to be changed.

Ms. Baker: Madam Chair, if I might just, the applicant is prepared to discuss a few changes that they've made to proffers that includes that particular item.

Ms. Barnes: Sounds good. Thank you. Alright, Mr. Apicella.

Mr. Apicella: Yes, Madam Chairman. I've got several questions. Mike, now, how close are the nearest residences to the site and what is the applicant doing to mitigate the impacts on these homeowners?

Mr. Zuraf: The closest residents... there's residents to the south. The closest house is roughly 50 feet from the property line, there's maybe two or three actually that are roughly 50 feet on the south side. There, the applicant is retaining some of the existing trees that are there but then adding in additional landscaping to provide, well, it's variable. Some areas, the landscaping will allow for up to 100-foot

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buffer, some of the area closer towards Old Potomac Church Road, it's lesser, to a lesser extent. In addition to that they're providing a 6-foot-tall privacy fence in addition to that, and then on north side, the property, the closest house is a little bit farther away. They're providing generally 25-foot-wide buffer. It's all going to be newly planted and with a privacy fence as well.

Mr. Apicella: So, in terms of the landscaping, are they providing any enhanced landscaping, like larger trees than would normally be required? I think I read somewhere that they're offering 18 to 20-foot trees? I can't find where that is.

Mr. Zuraf: Maybe the applicant speak to that. It might be in a landscape plan.

Mr. Apicella: Okay, and I think you said a 6-foot fence?

Mr. Zuraf: Yes.

Mr. Apicella: Do we know what that fence is going to look like?

Mr. Zuraf: There's no specific image that was provided to us.

Mr. Apicella: So, from staff's perspective, is there anything that you think they should do? Anything else that they should do? Or are we confident the applicant has done everything they reasonably can do to minimize their impacts or nearby residents?

Mr. Zuraf: Well, probably the best thing to do would be to increase the buffer but this from going through the review, the applicant would have to kind of reduce the overall intent and scope of the project.

Mr. Apicella: They'd have to either create smaller buildings or move the buildings. The County just approved data center related Comp Plan guidelines and ordinance requirements, and as I understand it, the applicant was grandfathered so they're not held to those guidelines and requirements. But that said, from your vantage point, have they met few, some or most of the guidelines and requirements that would otherwise apply here?

Mr. Zuraf: They met most of the guidelines, I would say.

Mr. Apicella: Do we know or how can we be sure this data center is not going to adversely impact the County's residents' power and water supply?

Mr. Zuraf: For the water supply, that's being handled through the reuse system that I mentioned through my presentation, where that is basically utilizing water that otherwise would be released back to the nearby stream, at the Aquia Wastewater Treatment Plant and use that reused water to cool the facility limiting basically potable water used to only the office areas in the building. And also that would basically happen when that is constructed and the applicant would be proffering to cover the construction costs of that.

Mr. Apicella: Right. But, as mentioned, there's an interim period of four to five years for that infrastructure to be built. And I think I read in the material or you said it in the presentation that it's going to require 500 to 600 thousand gallons per day. That's not a small amount. So, is the utilities department confident that they can meet that need, again, without adversely impacting residents' current water supply?

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Mr. Zuraf: Yeah, the utilities department has looked through, has studied this and they feel confident that they can work off of the potable water for that limited amount of time. But you know, there's going to be a point where they're going to need to switch over.

Mr. Apicella: And what about during a drought? Does those the Utilities Department still feel confident that even if there's a drought situation that, again, 500 or 600,000 gallons per day, is not going to, during that period of time, not going to impact people?

Mr. Zuraf: So, I have utility staff here can help answer that question.

Mr. Edwards: Good afternoon, Madam Chairman, members of the Commission. My name is Chris Edwards, Director of Utilities. To answer your question, I actually would like to back up to the previous question. One of the things, you know, I think Mike alluded to, we're working through a water services agreement. In the water services agreement, one of the things, the number of like 560,000 gallons per day came up. I think, in the water service agreement, it looks like they're requesting about a third of that in potable water upfront so we're only seeing about 200,000 gallons per day until reuse is utilized. But we do feel confident that we do have, you know, available about 200,000 gallons per day. It looks like about a two-year period or three-year period after building opens until we can go to reuse water there.

Mr. Apicella: So again, just to, even during a drought, not going to be a problem?

Mr. Edwards: Not going to be a problem.

Mr. Apicella: Okay, Mike kind of spoke to it during his presentation. Again, can you tell us how that whole reuse water system works since.

Mr. Edwards: So, reuse water is exactly what, you know, Mike described it. It's water that comes out of the tail end of the wastewater process. Typically, we will just discharge that to a creek or stream but we are able to utilize that for cooling for industrial purposes. So, for you know, for us, we'll build a pump station at our wastewater treatment plant, pump that up to the data center, they'll use it for cooling. About 75% of that water will evaporate. The remaining core will be sent back to the wastewater treatment plant.

Mr. Apicella: So, are there environmental pros and cons to utilizing a reuse system?

Mr. Edwards: I mean, the environmental pros are, you know, it's something that we are not going to utilize anyway. We began working with the Department of Environmental Quality, where we discharged to is tidal. It's a relatively large body of water. So, the amount that we're discharging is, you know, relatively minimal. So, if there was a negative it would be the lack of you know, a little bit of water in Aquia Creek. But again, that's a relatively large stream or more river. That won't have a lot of negative impacts.

Mr. Apicella: And, again, I don't know what's ultimately going to happen with this proposal or this application, but if this data center project bills and pays for their reuse system, how will it impact other potential data centers in the area?

Mr. Edwards: Um, there is the potential where if other data centers can connect the advantage is that there's reuse water available for others, you know, downstream of that. Those data centers will have to also pay a fee to connect to that and that will be, you know, the downside for them. But for the most part,

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other data centers will be able to utilize the reuse water coming out of the Aquia Wastewater Treatment Plant.

Mr. Apicella: But it would provide that bridge so that other data centers can tap into the reuse water system. And there's currently not a reuse water, I don't know what the right terminology is, so again, when you use public water today, you pay a fee, is there gonna be some kind of equivalent for reuse water?

Mr. Edwards: Yeah, we'll have to establish a fee and all the same fees that we have for water and sewer, such as your connection, your availability and your water/sewer user fees.

Mr. Apicella: Okay, that's all my questions. I appreciate it.

Mr. Bain: Yes, sir. And what is the average discharge from the Aquia Plant?

Mr. Edwards: The average discharge? The one that's actually sticking out in my head, is we kind of use for analysis, what's the lowest discharge, because usually that's when it's extremely dry outside, we're not getting a lot of rain. And that's about 5 million gallons per day. One of the things we do anticipate is that for that number to go up a little bit with the connection of data centers to our system.

Mr. Bain: So, 200,000 gallons would be about 4%. of your lowest discharge rate so not a significant amount.

Mr. Edwards: No, sir.

Mr. Bain: Okay. That's what I was thinking.

Mr. Cummings: And it's point of clarification for me. So the reuse, once they create this system, you're saying that other data centers would be able to utilize that system and the water comes from where it's going to be reused and recycled across all of the various data centers?

Mr. Edwards: So, what you know, what happens is, you know, we provide water to our normal residential customers. All that water comes back to us to our wastewater treatment plant. We treat that water down to a level, it looks just like, you know, regular potable water. But we discharge that to, in the north part of the county at our Aquia plant, to Aquia Creek in the south part down to the Rappahannock River. So instead of discharging that water to the river, or to the creek, we will take that water, put it in a holding tank, and then pump that up to the data center.

Mr. Cummings: Right. I'm trying to get a sense, I guess the question is more about volume. Right? As data centers grow, or there's more folks feeding off of that supply, right, it's a closed loop, almost, right?

Mr. Edwards: Yeah, it is.

Mr. Cummings: And so, it becomes potentially, I'm not saying a problem, I just trying to get a sense of the volume. And with the ecosystem growing as we know, that we wanted to.

Mr. Edwards: So, you know, what we've kind of looked at is, we'll have about 6 million gallons available. Each data center roughly, depending upon their size, are averaging about 150 to 200,000 gallons a day. So that will probably support somewhere between 30 to 35 data centers.

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Mr. Cummings: And so at that point, forget about the data centers, but just in terms of how it's used within the system, it's about managing the flow and flow rates, right?

Mr. Edwards: Yep. So early on, especially this one, with only two data centers we should have more than adequate capacity.

Ms. Barnes: Can I just add a real quick addition to the water service agreement? When this goes to the Board of Supervisors, will those Supervisors have a chance to see that agreement so that we can make sure that all of these things that you're telling us, at least we can see it in writing?

Mr. Edwards: Mike, correct me if I'm wrong, I think the water services agreement will be taken to the Board at a later date and time.

Ms. Barnes: After they see this application?

Mr. Edwards: It will be you know, I think, you know, I'm not sure. I mean, that's, you know, probably a better question for the attorney. But I think it's my understanding that it will be taken to the Board after the public hearing.

Mr. Cummings: I have one other question. I'm sorry. So, how's this, can you articulate a little bit about how this is monitored now and in the future with this new system? And what system you're using and how what kind of rates you're looking at, potentially, and I'm not going to hold you to those numbers because I know it's on the spot.

Mr. Edwards: What do you mean by system?

Mr. Cummings: The entire reuse system. You have to manage and monitor the flow rates and amount of water that's actually in the system and measure it and how its being measured. And then how it's being monitored, what kind of sensors are you using or using a SCADA system?

Mr. Edwards: Okay, yeah, I mean, this will be established very similar to what our water system is now. You know, at the plant, you'll have a pump station, that monitor, you know, with Flow Meters that will monitor the amount of water going out. As you go up to the, you know, each individual building will have a, you know, a water meter associated with it, probably within that building will have a separate water meter to determine how much water is being evaporated off because we typically do not charge for sewer. There will be, you know, probably several pressure monitors, you know, we will monitor through SCADA, the pressures, the amount of water going out. Ultimately, as we were designing the system, you're probably will have one ground storage tank, to provide redundancy throughout the system. But what I would want to say is, you know, we're kind of working to set up a system that is very similar to what our water system is, just with reuse water. That way we can maximize the amount of storage that we have, and make sure that we provide as much or consistent reuse water as we can. Because one of things we don't want to do is have that go down and leave the data centers to either have to use potable water or shut down.

Mr. Cummings: And I'm just going to ask a question, generally in terms of where you are not necessarily with respect to as a consequence of the data centers, but in generally speaking, do you have enough money?

Mr. Edwards: Yeah, well, this has been, you know, planned and constructed by the data center here.

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Mr. Cummings: Irrespective of the data centers, I'm saying, just in general, for the system that you have for the County.

Mr. Edwards: I can always use more money.

Mr. Cummings: So, you don't have the state of the art?

Mr. Edwards: No, I think you know, everything we have is consistent with, you know, other water utilities throughout the state and throughout the country.

Mr. Cummings: But you'd like something a little bit more like the Cadillac or the Ferrari?

Mr. Edwards: I think we're fine. I think the Board is doing a relatively good job of helping us address our monetary needs.

Mr. Cummings: Okay. Alright. Thank you.

Mr. Apicella: So just kind of piggybacking off of Mrs. Barnes' question about the water service agreement, are you comfortable that the proffers are sufficient at this point in time, in the absence of having that water service agreement, so the Board is going to get this project in front of them next month and we don't know when the water service agreement is going to actually come in front of them, is there any potential hiccups because of the different timeframe?

Mr. Edwards: I think, you know, we have been working with the applicant to make sure that the crux of the proffers will work with the water service agreement. And so, I think, you know, everything there should be sufficient.

Mr. Apicella: I've got more questions. But if Billy has...

Ms. Barnes: Go ahead, Billy.

Mr. Shelton: One question. As we look at the reuse, are utilities department going to monitor the construction aspect of it? And will you hydraulically calculate the purple pipe for potential of additional data centers? In other words, would you start with a 24-inch main, reduce down to 18, 16, etc.?

Mr. Edwards: Yeah, we have actually already started working with the applicant to size everything to make sure that we have sufficient capacity to not necessarily, to move all of the water that the plant is able to produce. And, you know, we are actually working on a reuse design standards. So, for our system, we have water and sewer designs, design standards. So, it's minimum standards, that everything has to be built. We plan on doing the same thing for reuse. When they actually go through construction, we will have an inspector present.

Mr. Shelton: Excellent. Thank you.

Ms. Barnes: Alright, back to you, Mr. Apicella.

Mr. Apicella: I'm done with the whole water issue. I appreciate your knowledge and expertise. I wanted to move to the power issue. Thanks. So again, back to the potential concern that residents have about

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how data centers might impact their power, especially if there's an outage. How do we know that this data center can get the load that they need in order to sustain this data center?

Mr. Zuraf: The applicant did provide to us a letter from Dominion that did show that Dominion has enough power to be able to serve this proposed use now, you know, and I'm assuming, I guess the applicant could probably better address this and dealing with Dominion through the project is, you know, I'm assuming Dominion would not say, yeah, we're okay, we can provide power to you, but that's going to kind of take power away from everybody else. So, I don't think Dominion would do that and I would ask the applicants can probably confirm that.

Mr. Apicella: So, the letter you're referring to is dated the 24th called electrical services availability from Dominion.

Mr. Zuraf: Yes.

Mr. Apicella: And again, it says it's committing Dominion to providing what they need in terms of power.

Mr. Zuraf: Yes.

Mr. Apicella: Okay. A couple more questions. You mentioned in your presentation that the elevations were proffered. And I'm reading it a little bit differently. I know we've had some back and forth on this. The way I read the specific proffer, it says that those elevations are illustrative only and I know that and generally means that they could change. So how confident are we that we're going to get the building that's depicted in Exhibit C?

Mr. Zuraf: I believe that's one of the changes that the applicants go over tonight to the proffers that's gonna make it more solid, that this is what you're gonna get.

Mr. Apicella: Okay. That's not a bad thing. You also mentioned in the staff report says this as well, that the substation, there's a proffer regarding the substation that eliminates the requirement for a CUP so are there any provisions that you think should be in the proffers that would normally be conditions that we would want the applicant to provide if that weren't the case, if they had to go through the CUP process?

Mr. Zuraf: Yeah, we went through some of the older condition use permits for electric substation and some of the items that we typically would have had in prior conditions talk about, you know, the requirement to say, if the substation is abandoned, that the site be restored, you know within a certain amount of time. That's one. The condition that there not be commercial vehicle stored more than 48 hours. And then also that structures, you know, basically setting the height limitations, as kind of proposed. I did provide those kind of suggestions to the applicant, and it was late in the day, and I think they have some, they'll better be able to address, they had some commentary as to why they felt that those conditions would not be necessary. So, they asked for them to kind of help address and explain why they didn't think those conditions would be appropriate in this case.

Mr. Apicella: Okay, Madam Chairman, just a couple more questions and I'll be done. Are there any significant on-site environmental concerns associated with data centers to your knowledge?

Mr. Zuraf: No, because the they're going to have to, the site would be developed as just like any other development project. They're gonna have to follow all of our ordinance requirements to preserve like the

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resource protection area and stream corridor buffers that are existing. They're gonna have to meet stormwater management requirements, just like any other development project would and then also provide buffers that we have required in our code.

Mr. Apicella: Okay, are you aware of any scientific back studies on data centers involving health issues that they may cause?

Mr. Zuraf: Scientifically backed?

Mr. Apicella: Something that's got some rigor behind it, not just claims that people might make but something that research indicates data centers might cause X, Y, and Z medical conditions?

Mr. Zuraf: Not necessarily.

Mr. Apicella: Okay, just one last question. So, the applicants proffered a dBA cap of 55 decibels. If the applicant routinely exceeds that ceiling, then what happens?

Mr. Zuraf: Well, that would be considered a zoning violation, because that, if it's, you know, there's a limitation within our proffers, any violation of the proffer that would can be considered a zoning violation. And then there we basically, what we do, from planning side, when we deal with violations of this type is basically our first priority is to try to remedy the situation to bring the site into compliance. And so, we'd be working with the applicant to remedy the violation and to reduce the decibels that are that are present. And if for some reason, you know, the cases where the applicant does not comply and time passes and it just doesn't happen, then it's a situation that would proceed to court and then a judge would decide how the situation gets remedied.

Mr. Apicella: But it could potentially cause the applicant to cease operations if they don't abide by the proffers that they've established?

Mr. Zuraf: That could be a consequence.

Mr. Apicella: Okay, thank you.

Ms. Barnes: Okay, I do have a couple of questions. And forgive me, I know if I've asked these and sent email on them but I'll just go ahead and ask them up here. During our, I think it was March, joint work session, staff brought up the possibility of utilizing proffers, I would assume, two sound noise meters at \$10,000 each and five years of calibration funding at \$1,000 per year. Is there a particular reason why that fell off or what's the rationale behind that?

Mr. Zuraf: We did, we kind of, that was a point that probably wasn't carried through. Back at the time when we were dealing with all the issues, we did run the issue past the Sheriff's Office, and they did not necessarily maybe see the need for that, because they all have sound, they don't all, but they do have sound measuring devices that they utilize already. One thought that we had as staff is more so the funding of this nature might be more appropriate to be brought in to actually be utilized for bringing on a consultant a noise consultant, an independent noise consultant, to help evaluate future noise studies that are provided by the applicant. So that might be a better use of the funds.

Mr. Apicella: So, we already have a new proffer for third party contractors that would provide that opportunity. I think Mrs. Barnes' thought process stems from something that that was mentioned in the

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staff report. Back when we first started discussing data centers during that first town hall or community meeting, or I guess it was a joint work session, there was a statement in there that, and my sense was that data centers might be a little bit different than the Sheriff's Office going out to check somebody for a party or dogs barking, that this might be something different, especially because data centers might create tones that regular meters might not pick up. So, I guess my question would be, it was recommended by staff early on, nothing's really changed. This is a new and unique use. What would it be the downside of the applicant providing funding to buy the County's some better sound meters so that everybody's confident that, you know, we're getting legitimate test results?

Mr. Zuraf: So, there wouldn't necessarily be any downside to it.

Mr. Apicella: Okay, and is it something that we've mentioned to the applicant? Or maybe that's probably brand-new information for them?

Mr. Zuraf: It's new information for them, yeah.

Mr. Apicella: Okay. Again, so it was, I think, a total of \$25,000 to buy two meters and to help the County pay for calibration for five years.

Mr. Zuraf: Yes.

Mr. Apicella: Okay.

Ms. Baker: Mr. Apicella, it wasn't necessarily a staff recommendation back during the subcommittee meetings. It was something that was brought forward with a couple of other localities that have used that. But again, when talking with the Sheriff's Office, they have spoken with another locality and they don't see the need to go to that level of expense. They feel what they have been using, their existing detection, is sufficient.

Mr. Apicella: So again, I'm just going to reiterate that we're talking about something different. These tones might be something that our meters don't necessarily pick up.

Ms. Baker: I understand that but passing on information from our Sheriff's Department that deals with noise on a regular level.

Mr. Apicella: And there is an additional caveat, or additional reduction in the proffers associated with tones. Again, I'm not quite sure that the current meters that we have would pick that up. I can't see what the downside would be. I'm just going to put it out there, that probably wouldn't be a bad thing. It's not coming at current County expense. We're asking the applicant to help us out to get that kind of technology should we need it. Thank you.

Ms. Barnes: Okay, a couple more questions. If at some point in this, this is in the proffer so I'll ask you, but I know, once again, I might get referred to the applicant when he comes up. There was a kind of a caveat in there about emergency water use, about the applicant may use potable water as a temporary supplemental or emergency source for industrial cooling water demands. What exactly would those emergencies be and how long could they do that? My concern is, you know, an emergency is kind of a wide definition and somewhere down the line, all of a sudden we've got a data center that's been using potable water again for... and I see Chris Edwards coming down. Thank you. Page seven I think. Page seven, under number four, utilities, part B. Want me read it? Under reuse water, it says the applicant may

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utilize potable water as a temporary supplemental, or emergency source for industrial cooling water demands.

Mr. Edwards: Temporary I think is the bridging period. Emergency, one of the things that will be a little bit different from the reuse system from our potable water system. You know, we've had the last 60 to 70 years to build the potable water system. If we shut one line down, there's plenty of other ways for water to go to make sure that we feed everybody. This will have, you know, it will be one single line that kind of goes from point A to point B so if there is a catastrophic break in that line, we probably will have to take this system down for anywhere between three to six to maybe, you know, as long as 12 hours. So, for emergency purposes, that's how I always write that, is if we have to take down the reuse system, because we have a failure, they can go to potable water. We don't want them, you know, not to be able to operate.

Mr. Apicella: So, if we added, if the applicant added some words, that kind of clarify what an emergency is, maybe put a parenthetical that says, broken pipes, and in consultation with the Utilities Director, would that provide a little bit more specificity and clarity as to what an emergency would mean? I think the concern is that who's defining an emergency, and it is, pardon my using this term, a Get Out of Jail Free Card for somebody to use water and claim they're doing it for an emergency.

Mr. Edwards: And I think that would be a question for the applicant. We would always welcome as much clarification as possible but you know, in my opinion, I think it would be anytime that we would be unable to provide reuse would be the emergency. And that's probably the top time I can think of that.

Mr. Bain: That's the thing. It's not just a broken pipe. It could be the pump station could go down. The treatment plant could become inoperable due to flooding or something. I mean, there's so many things that could constitute an emergency, I don't think we want to try and specify what would constitute emergencies in the proffers. But I think if we did say, emergency as declared by the Utilities Department that would be sufficient.

Mr. Edwards: Yeah, I mean, that would be fine but again, I think that would be a clarification that would need to be made with the applicant when it's discussed with them.

Ms. Barnes: And I also think having some kind of a timeline, because I don't want to, you know, have some kind of, one of the emergencies and while all of a sudden, we're using potable water for weeks or months of time, which is not the intended use.

Mr. Edwards: One of the things there is, after they construct the reuse system, they will be turned over to the Utilities Department for maintenance. So ultimately, the timeline will be up to the Utilities Department to correct anything with the reuse system to make sure they have a continuous stream of reuse water.

Ms. Barnes: Okay, is that something that could go into the agreement, the Utilities agreement, for the water that you're creating, that the Board this Supervisor could possibly see in the future?

Mr. Edwards: The fact that we're taking it over or...?

Ms. Barnes: Just these concerns that we have at the time, about how long you can use potable water and in what circumstances you can use potable water in the future after the purple pipe has already built in.

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Mr. Edwards: Yeah, we can attempt to address that later in the water services agreement if needed.

Ms. Barnes: I think that'd be a good idea.

Ms. Lucian: Planning Commissioners, just to let you know, the emergency definition will be further flushed out in the water services agreement as well.

Ms. Barnes: Thank you. Okay, um, thank you. So, my next question is going to be about the noise ordinance or about the noise proffers. And I did ask this question. I just want to clarify. There is some exemptions about the 55 dBAs. I believe it says notwithstanding the foregoing provisions, meaning that except when we're performing necessary repair, restoration, maintenance, testing, replacement, and the list goes on for a little bit. So, my clarification is, I wanted to make sure that there wasn't something always going on that would be very, very loud and they would not be able, to stay within that 55 dBA but there is, it sounds like, regardless, that even if it is a necessary repair or restoration or maintenance, they still have to abide by the county's noise ordinance in the first place. So, it's not like we would have constant very loud repair or restoration that's not under some kind of noise ordinance.

Mr. Zuraf: Right and the County's noise ordinance is not far off of what they're offering.

Ms. Barnes: Okay. All right. And so, one of my last questions, let me make sure that's my last question. Okay, I do have one more. So, and this was once again, a question for the proffers. But so, one of the proffers is for \$50,000 to go for the trail that is going through, can you tell me just a little bit about that trail?

Mr. Zuraf: Yeah, there's kind of recommended or planned trail corridor that basically run, there's a sewer line that runs along the stream that cuts through the site, and it heads down to the south. And the ultimate plan would be that could maybe connect down to the Civil War Park over towards where the landfill is. And the County's working on getting some trail easements from developments that are happening to the south, which would support development of the trail there. And so this would just help continue that trail extension through this this site. And we have the \$50,000...

Ms. Barnes: So that, you know, what my next question is. We looked into that, I guess, you talked to Parks and Rec and they said that would be enough for design and permitting, but nothing towards construction of that.

Mr. Zuraf: Right.

Ms. Barnes: Okay. So that's going to be my next question for the applicant is taking a look at, you know, we can do design and permitting, but we're not actually building a trail and I know that when we talk to Parks and Rec and our Parks and Rec representative, the number one thing that's requested are trails. And that's always, you know, that's always kind of pushed back, because it's not a real high priority, compared to everything else that we have. But if we can have proffers towards building those trails, it might give us something that can't, you know, if you put it in that bucket, it's got to be used for that it's not going to be pushed off towards something else. But I will be bringing that up when the when the applicant comes up. Okay. I think that's all I have. Is there anyone else having any addendums or additional?

Mr. Apicella: I do have one alibi. So, when the applicant does their annual check for the sound levels, is there some kind of stipulation about how that's conducted and how and where it's conducted around

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the property? Can they do it just in just one location along the property line, or do they have to do it at multiple spots along the property line?

Mr. Zuraf: That is going to be another change to the proffers that the applicant is going over.

Mr. Apicella: Okay. Great. Thanks.

Ms. Barnes: Okay, I'm looking up and down and I'm not seeing any more questions. Okay. Thank you very much, Mr. Zuraf. And would the applicant like to come forward with the small folder that you're bringing with you? It looks like it weighs about 15 pounds.

Mr. Payne: That's been expanding over the past couple of days.

Ms. Barnes: Yeah, sorry about that. Not really.

Mr. Payne: Thank you, Madam Chair, other members of the Planning Commission. My name's Charlie Payne. I represent the applicant. Thank you for your time this evening. I really appreciate the opportunity to do this presentation. And thank you to Michael and staff for their information. I do have here hot off the press revised proffer statements I think may address a lot of the questions that have come up here this evening. I'll give those to Kathy. They're all red lined so you can see the changes from March 19 to current. Give me a second get myself situated here. We also have here tonight, not only myself but representatives from Amazon including our sound expert and also our civil engineer so if it's something I can't answer especially when it comes to something scientific, drilling into sound, Ian is here who will cover me, for sure, on that question, because I know it's obviously a very artful process. And I think it's important to hear from him as well for something again that I can't address. So, I'm going to go through, if it's okay with you, Madam Chair, I'm gonna go through our presentation. I'll hit on some of the highlights in regards to, you know, issues that are obviously important to the application, and then after that I'll go through the changes in the proffer statement. Is that okay? I don't want to take up too much of the time but I think it's important to address the questions that you have raised over the past week or so. All of which were very good questions, by the way. I think will, one thing, improve the application. And two, I think also provide a lot more transparency to the community in regards to what a project like this means and how it could be impactful and how it can be mitigated. So, all those things are very important. So, what I'm gonna do, here, an outline of our presentation. A lot of people don't really know a lot about Amazon data services. They know Amazon is an online retailer, and they know it as a distribution company, but they don't really know a lot about their data services. They are one of the largest, if not the largest data services company in the world. They're obviously very interested in being here. You'll see the details about that. You know they have a wonderful educational, job training programs. And then we'll get into the economics of the project and then get into the specifics of the application. And just real quickly, you know, Amazon Web Services, is obviously one of the largest demand cloud computing services providers in the world. Amazon has its second headquarters here in the Commonwealth of Virginia in Arlington, moved here in 2018. They currently employ 80-100 full time employees in the Commonwealth of Virginia. They paid over \$334 million in business personal property taxes just in 2022 alone, they've invested \$51.9 billion in Virginia, from 2011 to 2021 and they represent \$8.2 billion in total gross domestic product for the Commonwealth of Virginia as of 2021, including creating 7,340 full time jobs. So obviously a significant investor, significant private investment partner in our Commonwealth. You all heard this, I'm sure remember this back in February, the governor and Amazon made the announcement of a \$35 billion new investment in the Commonwealth and the creation of 1000 jobs. The incentive for this investment was twofold. One, Northern Virginia has the advantage of infrastructure and data centers, right. It has 70% of the world's internet traffic travels

through Northern Virginia and it has 280 almost 300 data center facilities. Jurisdictions like Loudoun County generates close to \$600 million a year in tax revenue from the data center industry. Prince William County, our neighbor, generates over \$100 million. So, it is a very positive tax revenue generating company and a job creator in those jurisdictions. So, the incentive is to get them out of Northern Virginia, have them come into other parts of the Commonwealth and to make infrastructure investments and capital investment. And that's, and we're lucky, because that's what they're doing here in the Fredericksburg region and Stafford County is obviously one of those locations we're very excited to be in. Workforce development and education programs all very, very important to our community and to Amazon. They're here for the long haul. They're long term, corporate citizen and neighbor. They are in a very highly technical skilled arena with data centers in the IT arena, which is constantly changing. Ongoing job training and education are important including from grade school, through high school and then beyond. So yes, with all of these programs are meant and intended to capture childhood to career programs, programs to better connect our veterans. We have, you know, this county has some of the largest population of veterans in the whole Commonwealth. So, this would be a great opportunity for veterans or their spouses to get additional job training to participate in the investment. Re/Start Program, AWS re/Start Program, regard full time classroom-based skills; AWS Educate, self-paced online training resources and lab; AWS Academy, ready to teach cloud computing higher education curriculum. Again, this is such a fast-growing industry and AWS Spark, tools and resources for high school educators. You'll also see in our economic development data numbers about our construction with pipe fitters, electricians, site workers, construction folks. This is a long-term investment for Amazon and those construction projects also will be longer term. So, you keep a lot of those jobs here. Those folks who aren't traveling north and traveling south. They're staying here, working at home. To that point, what industries would benefit from an... So for the cloud infrastructure and support, what components are we looking at? Of course, you got construction and build. You've got connect again in the IT arena running cable within and between data centers, you've got the operation and maintenance once your data center is up and running, and then of course, you have the power supply. So, all four of these sectors will be creating new jobs because of this investment. What are data centers? It's interesting, because we get questions all the time about what data centers are. They really are 21st century critical infrastructure. Just as important, I think as power and public water. We all depend, if you've got a cell phone, if you've got an iPad, if you if you do virtual meetings, if you stream TV, at work, you name it, you are impacted and benefit from the support from data centers. And they are in every industry. First responders, very important. Energy, pharmaceutical, government, national defense, extraordinarily important, entertainment, health care, and the list goes on. Again, data centers are extraordinarily important to our infrastructure and we need more. That's a reality. How do they build data centers? What goes into building them and designing them? Again, they look at components. If you think about renewable energy, and Virginia has a commitment by 2045 to be 100%, renewable. Well, the driving force behind renewable energy are data center companies. Not just Amazon, but other data. They are buying most of the credits for, the carbon credits, for renewable energy and Amazon is one of the largest purchasers and they'll be 100% renewable energy goal by 2025, which is five years ahead of their 2030 goal. Water stewardship, Amazon is committed to becoming water positive by 2030 by returning more water to the communities then used in data center operations. The whole reuse water system is a key component of that and as staff had noted, Amazon is financing and constructing 100% of the new infrastructure here in Stafford County for the reuse water system. And its staff also noted that system is likely going to be utilized by other data centers companies. So, this is not only a benefit for Amazon, but it's also gonna be a benefit for other data center users. And undertaking low carbon initiatives to reach net zero carbon emissions by 2040. Also, the elements of perimeter security, infrastructure security, data security, environmental security, and you'll see in our presentation, that the facilities themselves in the substation do include fencing and gating in regards to security gating in regards to getting access to the site. So, to the application. Staff noted this is planned to be a 510,000 square foot in total data centers. It will be two buildings, roughly the same size 250,000

plus square feet on the site. The property does consist of about close to 50 acres. It is currently zoned B-2, y'all know where it's located off of Old Potomac Church Road near the intersection of South Campus Boulevard. The current zoning allows for 532,000 square feet of office and retail uses and it's within the County's Courthouse TDA as staff had noted earlier. We are proposing only a data center use with obviously supporting accessory uses and utilities for the same. The 530,000 square-foot office and retail use which can be built today at full build-out would likely generate about 15,000 - 18,000 trips per day. You'll see in our presentation that our projects can generate about 380 trips per day at full build out. So, data center uses are commercial use, business and industrial use. But unlike industrial commercial uses, they generate a lot less traffic. Again, the project will be developed in accordance with the County's Comprehensive Plan and compatible surrounding uses. I heard staff note today that the County has passed a new Comprehensive Plan regarding data centers which we are grandfathered from, if you will, but we have met most of those standards as staff have noted. The project will be a significant economic development job creator. And again, it'd be a low traffic generator. The maximum data center space again is approximately 510,000 square feet. We are mitigating our impacts. You'll see our traffic impacts, you'll see in our proffers that one, we're not even triggering a TIA at full build-out. Two, because of the prior use required there'll be a construction of four lanes on Old Potomac Church. That is not required; however, we are going to build improvements along our frontage including pedestrian pathways. We're also going to be profiting \$500,000 in cash towards transportation. We're preferring \$150,000 in cash towards a future light at South Campus and Route One. And we're doing so because we want to be a good neighbor and we think it's reasonable and it's good for the project, even though our projects not generating enough traffic for those improvements. We also have proffered a 55 dBA. Again, if you think about the County's current noise ordinance, that is the lowest standard, and that is a standard in the evening for residential uses. And this is an industrial use, as staff has noted. Your industrial zoning noise ordinates allow 79 during the day and 72 dBA at night for industrial uses. Well below that, obviously. If it was commercial development, or retail, etc, they would have the benefit of 65 during the day and 60 in the evening. So, this use, even though deemed industrial, does have less impacts in regards to the noise standard. And we've also obviously proffered and Ian is here if you have any questions about the prominent discrete tone component, and reducing that dBA even further by three in regards to some of those noise variances. We also have proffered enclosures for generators, shrouds around exhaust stacks and a sound wall along a portion of the substation. In fact, there will be a sound wall about 20 feet in height to the northern end of our site. In addition to additional plantings. If you're familiar with the site, it drops north to south pretty steep. If you think about where the water tower is and you think about how to get down to the water tower I mean it literally is a drop there to get to the base of the tower. Of course, we'll have the plantings, you'll see in the GDP, we're also gonna have a 20-foot wall that's going to extend across the full northern end boundary across the full northern boundary and then portion of the eastern boundary, all of which will be around the substation. Project will include adequate electric infrastructure facilities, as staff had noted and Mr. Apicella had asked about the will serve letter. That will serve letter states that Dominion will provide adequate power for the use and that additional power will not impact other users. Again, from a sighting perspective, just for the public to understand, the key here in regards to why this is the highest and best use for the site is we're literally right next to a 200-foot-wide transmission facility. So, this is where you want your data centers to go. So, you don't have to extend off site, transmission facilities, or distribution facilities and possibly take other acreages for that. Again, we're providing also at least 30% open space. Very consistent with your new Comprehensive Plan for data centers. Project's design and construction will include positive environmental features geared at reducing carbon emissions and energy uses, again, consistent with the new Comprehensive Plan. Extensive restricted buffer areas and setbacks, again, consistent with your Comprehensive Plan. If you think about the current use, they have the same setback requirements, but they don't have the same incentive to be screened and buffer like we do. If you are a commercial retail project, you want to be open, you want everyone to see you, you don't have a whole lot of screening, you don't have a whole lot

of buffering and you're not preserving trees. So that's the other advantage, in my opinion, to this project. We have a cash proffer of \$50,000 to support a dedicated 30-foot-wide pedestrian and dedicating a 30-foot-wide pedestrian access. That \$50,000 is to be used to help construct that pedestrian trail. Because of inflation, Mr. Cummings, that \$50,000 has increased to \$100,000 in one day. So, I wanted you to know that this inflationary impact is phenomenal. But we think that's a great idea to invest that \$100,000 into building a portion of that trail and dedicating it. If you think about where that trail is on our site, we're inviting the community to be on our site. That's all safe we think it is. I think there was a question about, you know, safety near the hospital, etc. We're over 1000 feet away from the hospital. There's been no scientific data in my knowledge or my staff or my client's knowledge, or any information that will support that data centers are unhealthy for the community and especially for a hospital. You know, the hospital itself has its own data center. It has a very extensive computer system. It has, I mean, we're right next to a 200-foot, 95-foot-tall, 100-foot-tall, transmission facility. It has, you know, RF components as well. So, if you think about it, we're tucked away in a good location in regards to the community. The applicant agrees to install new planting materials, consisting of 100%, evergreen plantings and trees again to, if you think about the site Ms. Barnes, I don't know if you had chance to go there, I mean, there's some trees that are a little rough around the edges, if you will, that are on the boundary. So, we're going to replant, we're going to enhance the landscaping buffers. As Mr. Apicella had noted we've also proffered to plant to the further south 15 to 25-foot, I guess, 20 to 25-foot-tall trees. They're not cheap. We have to bring them from out of state and we're talking about closely 90 of them. We're gonna plant them soon before we start doing a whole lot of construction activity because we want them to get mature as quickly as they possibly can. Obviously, without impacting the rest of the construction. We don't want to bring those trees down because they're very expensive. We're also going to be building, the building exterior will be, to answer Mr. Apicella's question, we agreed to go ahead and change the proffer to match what we proffered in Spotsy, their general depiction of those elevations, but we added a bunch of material elements and a bunch of design elements. I think that would give you a comfort level that this is going to be a quality building. We want it to look like an office building, a nice office building. We don't want a whole lot of people to come, you know, obviously, it's not there for a whole lot of visitors, but it is it will be very attractive, and I think something that community will appreciate. For adjacent residential property owners, the applicant will install and maintain a solid eight-foot fence. You know, anywhere where we adjoin a residential use, you're going to have in addition to the plantings an 8-foot-tall fence, and typically that is a board-on-board solid fence. I think there was a question what that would be. And that's consistent with your design, your landscaping design standards. As I already noted project includes public water, sewer and reclaimed water for infrastructure improvements all being financed and constructed by the applicant. We are also proffering and paying a cash proffer of \$125,000 to the County sooner rather than later, to conduct an independent utility impact study. I think the County may have already expended some dollars for that and we're simply going to make sure we reimburse them very quickly. We're also submitting an emergency action plan to the County Fire Rescue and emergency services access. You know, the planning, if there is an emergency, what sort of additional training department personnel may require, what additional needs department personnel may require. So that's going to be done up front, Mr. Shelton. That's gonna be done before the first site plan is approved. We're also going to have a construction mitigation plan, Mr. Apicella. You had asked about that. That mitigation plan, again, we'll be coordinating with County staff and VDOT staff. It'd be done before the first site plan is approved. So, we're gonna coordinate on access to the site, we're gonna coordinate on delivery times, going to coordinate on hours when we would have our construction traffic on the road and the routes for that construction traffic, going to avoid school bus hours, when you know the hours when the school buses are on the road, those kinds of things will be part of the plan. And also, in addition to that, we're going to have we have a remediation plan. So, Mr. Shelton had asked a question whether or not we had, there had to be damages to the wells or the septic fields before we'd be willing to pay for public water and sewer connection for our neighbors, no. Our neighbors can come to us and go, we want

to connect to public water and sewer. And then we work directly with the County to pay for that. So, here's our generalized development plan, which you're very aware of. So just the County Water Tower is to the north, just off to the north of the site, just off of Old Potomac Church Road. Coming into the site going east, you'll see the substation to the northeast of our location. And again, that ties directly into the existing transmission line, which is just to the further south. And then as you come further, a little bit further south and tucking closer to Old Potomac Church Road, you'll see both buildings that we're proposing. You'll see a small internal road network, if you will, connecting ourselves to the substation into the site. We're tree saving, you see the tree saving area there to the eastern portion of the project and to, and this is not on our GDP yet Mr. Apicella, but to the north where it says landscaping buffer, that's where the wall is going to be located in that area, and extending East all along to where the substation is. To the south, we're going to be planting those large trees and supplementing our planting. I know Miss Barnes loves preservation, we're gonna preserve as much as we can, but some of them are just not very good for screening so, we may clear some of them and replant some additional trees. It will also, as staff has noted, you know, we do vary in regards to our setbacks, all in accordance with B-2 requirements and the landscaping design standards. So, if we go less than 50 and we go 25 we have to have fencing in addition to that to ensure screening. So, there was a question about distance, what is distances from various different uses around us. So just orienting ourselves to the site to the right here, from our site to the hospital, that's the edge of our site to the hospital, and that's just to the property line. That's over 1000 feet. From our site to Stafford Middle School is over 1670 feet, to Brook Point High School over 2250 feet, and then to the Potomac Church Apartments over 850 feet. And then, I think it's the Abberly Apartments, it's 700 plus feet. We've also got distances down to the left there of where our closest neighbors are located. So, it ranges from 500 plus feet, 540 feet to 250 feet to 330 feet, to 400 feet, and that's to their homes from the closest data center. So also, very important, our street view elevations, what it would look like when you approach a data center. So, here's a street view, along Old Potomac Church Road, looking north, you see the water tower up ahead of us and you see the data center facility to the just immediate west there. Here's with our landscaping growth that we will be planting. So here is the viewshed from the Morning Star II, LLC property, which is just to our south. And you see here to the right, you'll see where that viewshed is coming from, deriving from, and then the actual views are to the left. And this is from our adjoining neighbor, the Sharps. You see here to the right, where the viewshed is from. This is the viewshed from Old Potomac Church Road, just literally on sort of the top of the hill, if you will, next to the water tower. Looking southbound. Here's a viewshed from the Bumbry property looking south. And you'll see the wall there behind the trees, that's going to be the sound wall. So here are some illustrative concept and images of the buildings. And you'll see many of the elements that we have proffered here A through G. Here are the elevations that this is basically the building from various different angles that we had included in our proffer statement. Economic Impacts. So, there's been a lot of discussion about the economic benefits of these projects. And so, there's kind of twofold in regards to direct and indirect and then also what happens on an annual basis at full build out. So, the estimated one time economic and fiscal impact from construction, I think this is really important because we just think that it's only annual tax revenue, but there's a, each one of these buildings is basically a billion-dollar investment. So, there's \$2 billion being invested on the site. You know, and these are not small buildings, they are 250,000 square feet plus, so there'll be a lot of contractors, a lot of construction personnel on the site, a lot of material men, a lot of vendors. So, the direct employment on just the first-round direct economic activity is 3,254 individuals will be employed. That generates about \$112 million in labor income. \$673,000,200 in total economic output. We hope that a lot of those dollars will be spent in Stafford County. I can't guarantee they are but there's a good chance many of those dollars will be spent in Stafford County, or at least some. The second round of indirect induce economic activity generates 500 jobs, \$26 million plus in labor income and \$84 million in output. And what are those? So, it's the workers, the vendors, the folks who are doing the construction on the site, the professionals, the architects, etc. They're going to eat somewhere, buying gas somewhere, they're shopping the immediate

area. So, they also have an economic impact from the project. So ongoing operations is built, what happens on the first round of direct economic activity? The creation of 61 jobs on site. Remember about 250,000 square feet generates about 30 jobs. And that's not at one time. They're in there as on a 24/7 basis, three shifts. So, it's not a whole lot of people in these buildings, operating the facility, but the two buildings together, it's about 61 jobs. The labor income is \$9.8 million plus and that's again an output of \$96,905,000. So, the second round of an indirect again, those jobs, full time jobs create a ripple effect and they also benefit the community and new jobs. So, what about annual fiscal impacts? What is what is the benefit for the County directly? So, we just looked at two things. We didn't look at any other taxes that were generated from it other than what you saw on the prior slide from economic output. But we looked at real estate tax and we looked at personal property tax. And we use the current rates that the County has today. And these analysis were done, by the way, by Magnum Economic Systems, independently done, looking at the data center industry. They were procured by Fredericksburg Regional Alliance. So, we did not procure this, this was done by Mangum. And typically, they're very, very conservative. So, if you look at the tax rate, obviously, so the total investment, like I noted earlier is over \$2 billion. That's \$673 million in real estate investment. That means improvements, the buildings, the shells themselves, and then the data center equipment, that's where the big component in investment is over \$1.4 billion invested with computer equipment and that equipment now does appreciate it, but it doesn't depreciate at a very fast rate. And it's re-supplemented, it's resupplied on like a five-year basis. So, you kind of got this roller, sort of coaster, but you don't have a dive in regards to the depreciation value of personal property tax. That's the beauty of this type of industry. So just straight up gross numbers, what would it be today, you know building both buildings fully equipped and constructed, you would generate about \$6.2 million annually in real estate tax and about \$4.2 million in personal property tax. So annually, you can generate about \$10.5 million in gross and that doesn't get into any sort of other components. But that's just a gross number before depreciation kicks in or any sort of incentive kicks in. And as you see the County's total tax revenue generation for 21/22, that number, \$10 million is a pretty solid number. And it's also and I think, sometimes we forget about this. This also, the County has a 70/30 mix of residential taxes to commercial taxes. This will help expand your commercial tax base as well. So that 30% goal actually gets a little more, it's a little more real. And again, what can you do with these new tax revenues? You know, the County has lots of pressure on it in regards to new CIP improvements, including new schools, got a new high school \$183 million high school that is under construction or soon to be under construction, that has to be paid for. This could help support those type of infrastructure requirements. As I stated earlier, and I'll get quickly through this, the transportation impacts these two data center facilities full build out are anticipated to generate about 46 total trips in the AM, 15 in the PM, again a very low traffic generator. 383 trips total per day. So, you know, if you think about what can happen at full build out at the bottom, the bottom bullet there is estimated anywhere from 19,000 to 11,000, daily trips, a full build out. So, a very, very low impactful project in regard, certainly in regard to traffic congestion. You know, that much traffic has impacts environmentally, it has impacts on economic development, it has impacts on public safety, again, all those components could be reduced and mitigated with this investment. All principal internal access roads will be provided, as we have shown on the GDP, will have emergency access. We're also going to improve as I noted earlier, a portion of Old Potomac Church Road that we control. It will also include sidewalk or pedestrian pathways. And again, the proffer of \$150,000 towards the installation of a traffic signal, which has been thought about for a while. It just hasn't warranted yet. And as Mrs. Barnes had asked about it being warranted, we removed the warranted term and we're going to contribute the \$150,000 I think it's at the first CO if my memory serves me. The aggregate sum of \$500,000 also to help support future construction of Old Potomac Church Road. And again, we've also proffered that the project will not exceed 1,000 trips ever. How's that compare to other uses? Medical dental office that I just described, that's got 48 times more trips, industrial parks have four times more trips, single-family detached units projects have four times more trips, warehousing has two times more trips, and again, this is a really low trip generator. And how

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the data centers compare overall? If you think about from a land use perspective, low traffic, revenue positive, high paying jobs, low community resource use, it checks all the boxes. And it's compared to other potential uses, which some of which are viable, but not as viable. Poor residential gets beat up all the time. And that's it and I'll go through the proffer changes real quick and then I'll answer questions. Is that okay, Madam Chair, or do you want to ask me questions?

Ms. Barnes: That works for me unless anyone's chomping at the bit to ask questions, okay.

Mr. Payne: If I haven't put you to sleep yet. So real quick, these proffers have been redlined, you should be able to see the red lines and the red lines from the October 19 proffers if my memory serves me. And these are in response to many of the Planning Commission comments that we've received over the past week. And to the first one, this is on page four. And this would be, I should know that Roman numeral in this Section 2 Roman numeral 2D as in David, Architectural and Site Design Criteria. We have the architectural features of the Data Center building will be as generally depicted on Exhibit C. So, we removed all of the other language in regards to, you know, the generality of the elevations. As you'll see in section D2, and D3, we actually beefed up on the 10/19 version, all of those elements in the proffer statement versus saying it'd be one or two of these elements, we've beefed it up, instead it will be all of these elements, okay. And that was the different version from 9/6 to 10/19, where we added all these additional elements. Page five, my page five, and I think it is D10. Again, not a major change here, but again, just clarifying that the screening will be adequate, obviously, and that this will be done prior to the County's issuance of a CO for the First Data Center building on the property. Moving on to page six, the changes there, again, reinforcing the eight-foot fence, again to be to be completed because, they kind of left it open when we've done it. But this will be completed prior the first CO. C is new. C adds the 20 to 25-foot trees to be planted to the south and along the western boundary lines. And again, all of this should be done before the first CO, certificate of occupancy permit for anyone who's wondering what CO is. And if the County determines at development project, if the County says hey, we don't think you have enough screening, then we will add more screening to ensure that we're meeting all the buffer requirements. And that's new D. Turning the pages to page seven on number 16. The sound wall, this is the sound wall proffer and we have proffered to be 16 to 23 feet in height from the base of the wall. And again, that's following the topo by the way, so that's why it varies. And again, it'll be along the entire northern property line and then a portion of the Eastern property line. We don't have our GDP updated, but it'll be shown on the revised GDP. The inflationary impact on Parks and Recreation, Mr. Cummings, is the next one under section three. We have increased our proffer to \$100,000 to help support the construction of the pedestrian pathway on the site. Mr. Apicella had asked a really good question and this is under Section five on page 10 in regards to sound. And so, before the proffer said that we would perform on the anniversary date of the CO for each building, we would perform annually a sound study or sound analysis to confirm we're meeting the 55-dBA requirement, what we've proffered. And the question was, well, where are you going to be doing this study, where are you going to do this analysis? So, we agreed and we think that was a good idea that we would actually do it in four different points along each directional boundary line in the property. So, there's going to be measured at each directional north, south, east, west, to make it simple. And then we would do it during the time of the year where is anticipated where it would be getting close to 55 dBA, or at 55 dBA. Again, this is at the property line. I want people to understand, this is not at your house. This is not to the street. This is at the property line. Okay. And we're going to do that during the month of June and August of each year, between the months of June and August each year. So that's during that peak time when it's hotter, when it's hottest when our fans are typically running at their highest peak level. And we'll submit that to the zoning administrator for review. So those were the two major changes on that section. Generator testing, which is on page 12 of what I gave you and that's under D, I'm sorry, that's under subsection E. We've specified the time of being Monday through Friday and then the hours of 9am to 5pm are always there unless otherwise

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prohibited by applicable laws. My understanding, I didn't know this but I was told that there's actually certain times during the day you cannot test. You have to test only during certain times, and that's regulated. I don't know who regulates it. The state of Virginia regulates that. So, but we're going to limit it to just those during the weekdays. And then of course, we're going to follow regulation as to what the timing is for our testing. And then we'll only do it once a month. It's just done once a month. Yes, and that's it with the changes from 10/19 to tonight.

Mr. Bain: On that testing, you're not testing all the generators running at one time. You're testing one generator at a time or two or three? How is that testing done?

Mr. Brewe: Yeah, Ian Brewe with AWS. Generally speaking, the testing is done one, maybe two or three at a time, depending on the duration. You know, sometimes like Charlie said, the testing sometimes in has to be a little later based on state requirements and we might want to get it done quicker but we wouldn't run all of them at one time during that testing.

Mr. Bain: That's good. Give me a sense for how much noise, these generators are going to be enclosed with sound deadening, in a sound deadening room, but you'll still be able to hear them. Roughly based on our 55 decibel at the boundary line, what would a typical test generate if you were standing at that property line?

Mr. Brewe: So, during testing, you know, that would be that would still fall under the daytime ordinance so it might go up to 60 during daytime hours. And that would be, you know, we were looking at that when the worst, you know, the generator that is closest to that property line would run. So that would even be...

Mr. Bain: So it wouldn't suddenly be the sound of a jet engine, a jet airplane flying 10 feet over your house.

Mr. Brewe: After I heard some of the questions earlier, I kind of referenced the Federal Highway Administration charts, and it's roughly, you know, the sound sources is roughly equivalent to that of a lawn mower.

Mr. Bain: Um, I had another question about how the average is calculated, but somebody said to me that it's an average of the frequencies, not an average over a span of time. So that answered the question.

Mr. Brewe: Was this question in regards to the weighted sound level?

Mr. Bain: Yes.

Mr. Brewe: So, what I think that might have been referring to is dBA, which is what most of the regulations within the US are based on and globally. A weighting is a weighting of the frequency based on the sensitivity of the human ear. So, it's kind of helps to relate to what do we actually hear.

Mr. Bain: Okay, thank you.

Mr. Payne: Real quickly, just real quickly, address the utility questions. Mr. Edwards, obviously answer some of those questions to the staff. I just want to just make a couple of clarities. So, the goal is to bring reuse water to our site as quickly as we possibly can. There's no, of course we have some control over that, but not ultimate control over that. Because if there's any sort of offsite right-of-way, that's gotta be

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acquired, we're gonna have to acquire that or have the county support us in acquiring it. So, the goal is to have that done by 2027. And the way the proffer is written is we can't move to the second data center until the reuse water system is there. Okay. So, from a water capacity and usage issue, you don't have data center number two until that reuse system is there onsite and we're connected to it. And we are required to submit the water services agreement to the County within 60 days after rezoning approval if it's approved. So, there's a quick timeline to get moving and to get this process going. And again, as counsel had noted that water service agreement is going to fill in a lot of the gaps. But from a baseline restriction, we're stuck if we don't have the reuse system sooner rather than later. We can't keep using potable water unless the County approves it. But that's not the goal. I don't think, I'm pretty sure it's not the County's goal. The goal is to get this reuse system in as quickly as possible. So, we have every incentive in the world to move as quickly as we possibly can. So, I just want to make sure that was that was understood.

Mr. Shelton: Okay. I have a question, Mr. Payne. Thanks for the clarification with the new technology on encasement and mufflers on the generators, but I got a question. Do you run your monthly test as just a run test or a load test? Because there's a difference.

Mr. Payne: Our construction, folks tell us it's a run test.

Mr. Shelton: Okay, Thank you. Second question. Has AWS considered some type of permanent noise monitors onsite, that would be a permanent fixation.

Mr. Payne: It's not contemplated in our development planning, and it's not utilized at any of our other sites. I mean, we obviously feel very confident that we can meet that 55 dBA. And we're going to test it annually. That's not every day, of course, but we're subject to the scrutiny of the community if we don't meet the standard, right, and we're subject to having zoning violations and/or noise violations. The zoning violation is the greater concern. Being fined is one thing, but having a zoning violation is a big issue. That's not where we want to be. So, you know, if the noise issue does come up Ian and his team, I'm sure, react very quickly to address those issues. But the monitoring, we feel very confident. I'm not going to get into, you know, that 55 dBA is what we think it'd be at that peak at the boundary line. You know, our goal is to be less than that but that would be the peak, you know, typically during the warmer, the hotter months of the year.

Mr. Apicella: Madam Chairman, a few questions. Can you tell us what measures and features you're incorporating on the building and elsewhere to minimize HVAC related sounds? And to mitigate overall potential noise impacts?

Mr. Payne: I'll let Ian answer the question.

Mr. Brewe: Yes, so there are several without getting into too many of the details we've got mitigation measures on all of our major sound sources. The rooftop fans, they are very quiet different type of fans enclosed within, for lack of better terms, an acoustical box with sound reduction properties on the exhaust side. So those fans are totally enclosed and, you know, obviously have some discharge, but they're very quiet compared to a lot of what you might think of as an industrial type fan. On the fan intakes, there are silencers and lined ductwork to reduce the sound as it travels through those paths. So that we do have sound reduction throughout that. And then of course, the building itself is a heavy concrete wall. So, there's very little to no transmission through the walls themselves.

Mr. Apicella: Are you utilizing on the roof like parapets?

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Mr. Brewster: There are also parapet walls up there, yes.

Mr. Apicella: Okay, and the building orientation as well?

Mr. Brewster: Yes, the site design took acoustics into a large consideration. You know, going north and south, we have quieter areas of the buildings oriented towards the residents.

Mr. Apicella: And then of course, you've got the trees and the fence as well.

Mr. Brewster: Correct. And the sound wall along the northern property line right, on the substation.

Mr. Apicella: Okay. Just to bring it up because the Planning Commission recommended it. So, we had asked for a nighttime decibel cap of 50 dBAs, which you've not adopted. Can you help us understand why you can't get there?

Mr. Brewster: I don't, I guess I didn't know. I don't have a good answer for that. Charlie, do you?

Mr. Payne: Well. Our analysis shows we can get to 55. We can pretty much proffer a guarantee of 55. 50, we can't proffer a guarantee that. It'd be our goal to get, you know, obviously to address that in a way whereby we are reducing the noise you know, and Ian can go through what kind of elements they would be looking at for that purpose. But for what we can proffer, what we can sustain and support 55 was the number. Of course, with the tone frequency reduction of three.

Mr. Apicella: So, it's potentially down to 52, Okay. For those of us who don't understand the mechanics or dynamics of sound, can you help us understand? So, if you're at 55, dBA at the property line, does the noise dissipate? Does it increase or decrease as the sound goes outwards from the property line?

Mr. Brewster: Yeah, it'll decrease over distance.

Mr. Apicella: And is there a typical reference point every 100 feet? Every 500 feet?

Mr. Brewster: So yeah, the typical rule of thumb is six dB per doubling of distance. When you're at a certain distance away, when you're a little closer, it's three decibels, when you're very close to a sound source, so it drops three decibels for every doubling of distance, and then eventually, six decibels.

Mr. Apicella: So can you help us understand that in terms of feet, because it's, you know, there's some concern, obviously, for the people who are immediate neighbors of the parcel, and then you've got some schools nearby, and nearby is maybe an overstatement but you know, 1,000 plus feet away, you've got the hospital. That's about 1,000 feet away. Again, just kind of a sense of what if it's sure if it hits the 55 at the property line, as it goes out every 250 feet.

Mr. Brewster: Yeah, so if we're, if we're 250 feet away from, you know, from a sound source of property, and I'm kind of pulling numbers here, not knowing exact distances off the top of my head. If we're 55, right there, I would expect we're going to be, you know, somewhere between three and six decibels less when we get to 500 feet. When we get to 1000 feet, we're going to be another six decibels less than that.

Mr. Apicella: Okay. I hate to put you on the spot here. So, there were noise issues at the data center near Great Oaks, a lot of press coverage and concern from residents in that area. I read an article just this week that the applicant, you all found some kind of a fix. And the neighbors have noticed a significant

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difference. I'm not sure if you're familiar with it but can you tell us what was happening there, what the fix was, and how your approach at Old Potomac Church Data Center is similar to or different from the facility at near Great Oaks?

Mr. Brewes: Yeah, I'm probably not going to comment in too much detail about that particular site. What I can say is that the exhaust fans on the rooftop, which I think were even noted in that article, we have a different system that we're utilizing here, that because it's a new build, we're able to utilize that is designed to reduce the sound even further. Additionally, you know, as I said, implementing those silencers on the intake gets rid of some of the other sound sources. So those measures are designed to mitigate the sound efficiently.

Mr. Apicella: So again, sorry to bring up the same Great Oaks issue. I don't know what the cause was but if there's some issue that happens at this facility, this Old Potomac Church facility, do you have an approach? Do you have a plan? Do you have a process, you know, quick reaction for us to go out there and figure out what's going on and to work towards an engineering solution to get it taken care of?

Mr. Brewes: We've developed plans and processes to address noise complaints and understand and go out and measure and identify any sources or any reasons there might be, we might be having issues, unanticipated issues.

Mr. Apicella: Okay, just a couple more questions. Are there any significant on-site environmental concerns associated with data centers, that might not necessarily be you but maybe...

Mr. Payne: No different than any other commercial or industrial facility. In fact, we may very well have less because we have less traffic. You know, we don't have a lot of truck activity. Everything is pretty much self-contained. We don't have outside fuel storage. We're using the reuse water system, obviously, from a water capacity. We've got lots of open space, lots of replantings and buffering. And if that answer your question, but no, to answer your question, there's no known environmental concerns on the site.

Mr. Apicella: Okay, are you aware of any scientifically backed studies on data centers involving health issues that may?

Mr. Payne: No. Absolutely not. None.

Mr. Apicella: Okay, just one last question. And it goes back to visual impacts for the folks on the south end and the north end, especially as it relates to on the north end the substation. If I'm close by, what am I likely going to see?

Mr. Payne: Sound wall. We got a 20-foot plus wall. I don't think you're gonna,... We showed a visual it's in...

Mr. Apicella: I got it. You just kind of read it, so you're gonna see fencing and trees.

Mr. Payne: Fencing trees and a sound wall, yes.

Ms. Barnes: What's that sound wall gonna look like?

Mr. Payne: I don't know the answer to that but it's gonna be your... does our team have an answer to that? Concrete panel wall. It'll be trees in front of it.

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Mr. Bain: Just like the ones along I-95.

Ms. Barnes: Some of those are pretty decorative along, when you see those.

Mr. Payne: Well, there'll be trees in front of it as well. So, I mean, you're not gonna see a whole lot of the wall. You'll see the white complexion in the back, but you're gonna see mostly trees along the side. Back to sound real quick. We are willing to proffer the \$25,000 for the noise meters.

Ms. Barnes: That took care of that. Okay. Alright. Any other questions? I have just a couple. One was a thank you for the additional for the Parks and Recreation. That was something that really was important to me. And I had a question about what the sound wall looks like you already answered that. The construction plan? Do you have any idea, maybe you've covered this, I just didn't see it... I'm looking on Google Maps right here, and I'm looking at Old Potomac Church Road. Do you have any idea where you're going to bring in, I mean, you're gonna have some big trucks, you're gonna have a lot of stuff coming in. Where's that going to come through, are you gonna come through South Campus Boulevard. I'm looking at Potomac Church Road on Google Maps and it's not much better than a walking trail.

Mr. Payne: All of that of the address, obviously, all that will be addressed obviously, at the construction mitigation stage before we get our site plan approved so the County and VDOT will be playing a role in our routes. I'm just assuming it's gonna come from Route 1 to South Campus into the site. Right there at the intersection. We can't come, someone had asked, I think, about a northeast connection into the site. The sloping there, any access is just way too difficult for us to do that.

Mr. Apicella: Okay, I'm sorry I do have an alibi. So, asked about this, Mike said that you guys had some comments related to the substation issue. So again, normally substation would require a CUP, which would allow the County to impose conditions to mitigate the impacts associated with the substation. That's not going to happen here if the project is approved with the proffers that are currently in place. So, what is your, so there were three specific, for now I'll call them conditions, that staff recommended. Can you help me understand what your concern is with those three?

Mr. Payne: Well, a couple things. One, to the question about a CUP. Typically those are standalone CUPS where utility company comes in and says I want to create a substation because I'm serving the entire general, wherever region, and it's a standalone. There's no project connected to it. In this case, they're connected to our project, right. But under Virginia law, Dominion cannot construct a substation just for one project, it has to serve, potentially serve, other uses. So, Dominion requires that we obviously, you know, make it part of the project, but we also will convey it to them, they'll own that substation, they'll own the land. And that's regulated a lot by the State Corporation Commission, as to, that some of the details that go into that. We haven't had a chance to talk to Dominion, because we just got the questions literally, I think, this afternoon. And so we don't know what kind of issues there may be, you know, limiting the height. And then decommissioning because it is supposed to serve not only our site, but also other locations. I don't foresee it ever being decommissioned, especially if you think about how close it is to the transmission facilities. I just don't see it ever going away. But that's just my opinion. But we just, quite honestly, we haven't had chance to talk to them to see if any of this would have an impact on them. That's the reality of that. And then the other piece real quick on car storage. We're going to have cars on our site. So, they'll be parked there because it's a 24/7 operation, so would not be unusual for us. But on the substation pad site, there's no storage room. There's nowhere to park a vehicle on the site. You can park it outside the site, but there's very little storage location on, within the compound of the substation.

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Mr. Apicella: Okay, well, what I would ask is if this moves forward, that you continue to work with staff and make sure that there aren't any concerns going forward.

Mr. Payne: I think it's a fair question. We just haven't had a chance to really get with them and I do represent utility companies on I know part of this, that component is regulated by the State Corporation Commission, but we'll talk to them and see if we can't get a better answer for you. Thank you.

Ms. Barnes: Okay, last call for any last questions for the applicant. Okay, thank you.

Mr. Payne: Thank you for your patience on the presentation.

Ms. Barnes: Thank you. Okay, I will go ahead and open up the public presentation on this agenda item is on a reclassification of Old Potomac Church Data Center. Public may have up to three minutes to comment on this particular item, there'll be a separate or excuse me. Before comments, please state your name and address. The clock starts when the green light appears. Yellow means there's one-minute left and red means that your time is up. If you would like to speak please come forward.

Ms. Lucian: Madam Chair, just to clarify, are you opening the public hearing for both items? Or just number one?

Ms. Barnes: Yes, I think we can do both item at the same time. Yes, thank you.

Mr. Sharp: Hello, my name is Tim Sharp. My wife Marlene and I have lived there for over 35 years. Old Potomac Church Data Center will consist of a half million square feet of data center, that Amazon is really trying to shoehorn onto only a 50-acre parcel. The cooling units and the fans for the data centers will sit over 60 feet high on the roofs of the two buildings. We have a lot of objections to this project. But the noise from those fans is what concerns us most. Amazon seems to think we should be very pleased with their proffer of 55 decibels. And at a August 24th community meeting their sound engineer likened that noise to a dishwasher running in an adjacent room and that sounds pretty benign. But if the noise from that dishwasher was pervasive, so that inside or outside of your home, you couldn't escape it. And if it was constant, 24/7, I don't think any of us would choose to live in that kind of an environment. Experts say that distance maintaining the greatest possible distance between the source of the noise and surrounding homes is really the best means of mitigating unwanted noise. But since Amazon is trying to fit 10 pounds of sugar in a five-pound bag, adequate distance is really not possible in this case. For my wife and me, our home will sit only 250 feet, less than the length of a football field, from Amazon's closest building. Now they have proffered a 50-foot or so wide tree buffer around the perimeter of their property as a solution. But the Amazon sound engineer in that same August 24th meeting when explaining how their sound modeling works, said, trees don't do much to block sound. So, my wife and I have spent decades improving our home and our property to be a good place for us to live. If this project is approved, Amazon is going to strip us of our right to enjoy our property as we see fit, our lifestyle, as well as the value of our greatest asset, our home, will be greatly diminished. So, we respectfully urge you to disapprove this project. Thank you.

Ms. Barnes: Okay, thank you. Anyone else like to come up and address the Commission?

Ms. Maxson: My name is Kristen Maxson. I appreciate polite people within the audience. We are talking about rezoning classification. Number one and number two, Comprehensive Plan. I'll put in three minutes. That's going to be hard. It says dated September 15, 2009. For the zoning reclassification proffer statement, however, I heard when they said the changes of the red line is applied to October 19, 2003

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proffer statements so it's wharfing as we speak, and so I'm sort of confused about that. The hot off the press memorandum to Stafford County Planning Commissioner is October 25, 2023. That's today. So that's one of the reasons why we didn't, the public, didn't have a chance to really review things. And not only that, but there was a red lined document that was called the proffer statement that was handed out just now as we witnessed it. And so, we don't have a copy of that, and we have not had a chance to review it. Number eight, on page 10 of 21 on this memorandum, it proposes amendment, it says the amendment shall not having a negative effect on the property values. How about just saying properties period. The values have been affected by inflation and so it's very hard to rate that. And number one speaker was very concerned here just before me. Number 12 on this page, the proposed data center is not consistent with recommended future land use. Just a reminder. Number 11 Utilities Department has determined that the data center will use potable POTABLE water. That's very confusing. Then if you look at notary stamps, the notary stamps are dated prior to the date of the importance of signatures. One notary stamp is illegible. That's on page 89. Page 91 of 593 the County Administrator did not sign and the public is asking why. It's gonna be impossible get through this. So, I have page 108 of 593. The Data Commissioner expired as of May 31, 2015 and the signatures were July 8, 2015.

Ms. Barnes: Thank you, Ms. Maxson.

Ms. Maxson: Thank you so much. And I have more things here that's inconsistent, but I know you will review it quite well.

Ms. Barnes: Thank you. Would anyone else like to come up and address the Commission?

Mr. Shaw: Good evening, my name is Michael Shaw. I had three things but now I, I've only got two because Mr. Sharp already went over one. We live basically within less than 50 feet from the property line of the new development downhill. We're on the south end so anything comes down and it's ours. My concern, because I'm pretty sure this is gonna go through. Amazon have a lot of money. They're going to help the County is for the people on the property lines. The water. I know Amazon will say Oh yeah, they can come to us for the well or the septics. I don't know have you ever tried to get in touch with anybody to have something done quickly? It never happens. Previously we just discussed with Amazon that they would come to us and ask us if we wanted to get septic and city water. That would make more sense especially when we're on the property line within 50 feet. If our well goes out, our septics goes out as well because city water is not good for septics. There's usually chlorine in it. And I'll leave the water alone. My next piece is the road. Amazon saying they're not going to have a lot of traffic on that road. The construction heavy duty traffic coming down that little road and it is a little road. In two places on that road you can't pass two vehicles. The roads already crumbled on both sides, right south of the water tower. So, right where they're going to be. As dangerous as it is now, we've got cars swerve like crazy into the grass to avoid each other. It's going to be bad with construction traffic. That road needs to be fixed before they can use it. That's all I have. Thank you.

Ms. Barnes: Thank you very much. Would anybody else like to come up and address the Commission?

Ms. Bumbry: Hello, my name is LaVette Bumbry. Our family represented here today as part of tax map 39-57, Johnson Subdivision, and we have five lots or five properties that are being impacted by this project. There has been a lot of points that we agreed with, that were made today that we agreed with. The noise, we definitely are not in agreement with the 55 decibels, running 24 hours a day. But I do want to point out that during the presentation, a comment was made a couple of times that there's no measure for the low-level noise. And so we truly don't know what the noise level is going to be like, when you talk about, okay, it's 55 decibels, plus whatever this low level noise is. There was also a mention of

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magnetic fields, electromagnetic fields. I kept hearing comments around well there's no standard for that, or there was no standard to measure this, or there's no standard for that. So, in many ways, it feels like some of the things are being left to kind of figure it out as we go along once the project is approved, and that's going to be to the detriment of those of us that are neighboring AWS. We have a lot of concerns around the substation and so our property on Johnsons Pride Lane, and 53 Old Potomac Church Road, those two properties are back to back, front and back. They are adjacent to the water tower and adjacent to the substation. During the prior, I think it was the August meeting we had with Amazon, there were conversations around what is, who's going to hold the substation accountable, who's going to hold the electric company accountable. And they commented that they cannot hold them accountable, they are part of their arrangement and their agreement. But if they're outside of the noise ordinance, Amazon's not going to hold them accountable for their facility making too much noise. And that concerned us because the impression is being given that all of this is kind of bundled together. But it's not for the substation. The other major concern mentioned was around well, disturbing the soil, the trees. And so two of our properties are surrounded or running through where the stream corridor is it. My property, three sides of that property are around the stream corridor, runs right through it. And so, you're talking about disturbing soil that is already compromised. We're already on a bordering area where it's too low. The traffic, the road does need to be improved. It's not a two-lane road, it needs to be widened. Water and septic. Those are a concern as well.

Ms. Barnes: Thank you very much. Okay. Anybody else like to come up and address the Commission? Okay, seeing nobody coming up, I will go ahead and close the public hearing. And would the applicant like to address any of the concerns?

Mr. Payne: Thank you, Madam Chair and other members of the Planning Commission. Again, my name is Charlie Payne and I represent the applicant. One, I want to thank the community for its comments. And we have been working with the community, I think since May. So, we had an initial community meeting, and obviously heard their concerns. And then we had a follow up meeting. We've also been providing links to our resubmissions every time we resubmitted plans or proffers, we've been providing the immediate neighborhood, the folks who gave us their contact information, you know, links to those additional submissions. So, we have been very, perhaps not 100% of everything that they have asked us to do, we have been very responsive to their concerns, including the additional plantings, in the sound wall are proffers regarding wells and the ability to connect the water and sewer. If any of the neighbors want to connect to water and sewer, I would suggest when we're done with our first building or when we start construction, let us know. We'll start that process right away. And they can let the County know and the County can obviously get with us if they can't find a contact person on our end. We'll certainly always I'll make myself available. If anyone needs to reach out in regards to any concerns on the site. These individuals should have my business card, if not I'll give it to them this evening. But we're not going to desert our neighbors and will be a good neighbor. I think it's also important to note that this area is planned for lots of growth and are already growing. It is in the courthouse TDA, it is a planned mix use development. I think our project eliminates a lot of the impacts that could occur including what's approved today. What's approved today is 539,000 square feet of retail and office, today. There's not anything you could do to stop it. There's not anything the County Board of Supervisors can do to stop it. Today that can be built out. And that will have, at full build-out, that could have significant impacts on our neighbors. Whether it's screening or buffering, traffic alone, 15,000 additional trips would congest that entire area. The environmental impacts from all of that traffic, the noise from all of that. So, what we're what we're proposing, I think, is less of an impact. And we're mitigating our impacts to boot. Someone had noted that there was an exemption for the substation in regard to the proffered 55 dBA. There's not. They're subject to the dBA requirements as well. We have not exempt them from those requirements. The northern boundary concerns about the soils, we obviously have to stabilize that

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location, we're subject to County and state ENS control requirements. All those additional plantings and the sound wall I think will stabilize any sort of or address any concerns regarding that particular area. In regards to the roads and construction, we talked about this earlier, this is all going to be addressed in the construction mitigation plan, the beginning of the project before we put a shovel in the ground, access routes, timing for delivery of equipment, timing for heavy construction activity, etc. So, all that'd be addressed upfront with the County and VDOT so we if the community gets a chance to go through all of those proffers, I think they'll see, proffer, after proffer that we really are conscientious about ensuring mitigation to our neighbors. So, with that, I'm happy to answer any additional questions you may have. And thank you again for your time

Ms. Barnes: Further questions for the applicant?

Mr. Apicella: So, the proffers for the construction plan indicates that the applicant agrees to designate at least one Public Liaison and publicize the toll-free number and email address during construction of the project. So that would be another person folks can call if they have any issues, especially as it relates to,,,

Mr. Payne: And typically, what happens in large scale projects of this nature we'll have a website so that, you know, they can go to the website, and they'll be able to contact us that way. There will be various different social media platforms to contact us.

Mr. Apicella: So again, just to kind of close the loop. So, a couple of the folks who came up talked about some road issues. Again, can you just reiterate what's the plan there? What's the issue? How's that being addressed? If at all.

Mr. Payne: So, I guess to two pieces here, one is during construction and one is during operation, right? So, during construction, there'll be a construction mitigation plan in regards to access routes. I'm anticipating that we're not coming down Old Potomac Church Road. I'm just assuming that the easiest route is going to be Route 1 to South Campus to the site because it's a straight shot off of Route 1. That's just my assumption but that's going to be up to the County and up to VDOT to make that call. During operations you know, before our first CO is issued, we're building improvements along our frontage, including sidewalks, gutter sidewalks and pedestrian pathway. And then we're profiting \$650,000 up front, towards the light at South Campus and Route 1, and then towards any future improvements that the County may undertake for Old Potomac Church Road. And we're cutting traffic from 15,000 trips a day to 383.

Ms. Barnes: Okay, any other, Mr. Cummings.

Mr. Cummings: Point of clarification. So, if someone wanted to be connected to water and sewer, they just need to call?

Mr. Payne: They don't have to have a failed well system, they don't have to have a failed septic system. They just tell us that they would rather connect to water and sewer. That came out of the last community meeting and we said absolutely, we'll do it. And how it works is we pay the County the fee for the County to connect.

Mr. Cummings: And that's it, they would contact that Public Liaison.

Mr. Payne: Right and that's water and sewer by the way, it's just not water.

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Mr. Cummings: I was just trying to make sure that the process is all connected, right. Okay.

Ms. Barnes: Okay, any other questions for the applicant?

Mr. Payne: Michael wants me to sign something here. Your handwriting is worse than mine, Michael. I'm happy. This was agreeable, because this is obviously what we agreed to. The applicant will pay the County that someone \$25,000 to be utilized for the purchase of one or more sound level meters and annual calibration of said meters prior to the issuance of a certificate of occupancy permit for the first data center building constructed on the property. And is that acceptable to the Planning Commission?

Ms. Barnes: Okay, I think that about covers it. We have one any? Oh, okay. Go ahead. Mr. Cummings. Go ahead.

Mr. Cummings: *Inaudible*... you can do about it. But the substation accountability was brought up and, you know, by one of the applicants and everyone put their hands up, I think, well, not really. But so, I just want to see what your thoughts are about that. And if there's, you know, some process that we can put in place, similar to what you talked about, maybe the liaison is that same process, that you tried to have some coordination with Dominion, to make sure that that community is heard and if there is an impact that it's going to be ameliorated in some way.

Mr. Payne: Well, remember, the substation is part of the project so all the properties that run with the property run with that substation area, so there's no carve out for the substation area. Okay. It's unmanned, or unwomaned or unpersonned, however you want to pronounce it. And how are we want to describe it. The likely immediate impact, if you will be construction just, it'd be happening at the same time our construction was going on. You know, typically, they come out, monitor your securities work, you know, make sure there's securities in place. The great news is we'll be on site 24/7. So, if there is an issue with the substation, we're gonna be the first ones to know. Right? So yeah, I think the beauty of this is, is that it is part of our project. It's on site with our project. And it's subject to the proffers of our project.

Mr. Cummings: And the road, just to sort of address the issue. Again, roadway, they talked about eroding, talked about the stream. If you're going to just sort of address those kinds of issues, especially the road in terms of the construction, it seems to be failing or not, there were concerns about it being able to hold up under construction. So, I'm sure there's some remediation.

Mr. Payne: Well, we, again, our proffers are pretty extensive on transportation. To the water erosion question, we, you know, when we start clearing our site, stabilizing the site, putting up the sound wall, replanting, all that's going to be governed by County and state requirements for you know, control, erosion control, Chesapeake Bay Act requirement, anything that would be applicable to run off, right. So, all that'd be in place and it'd be regulated. In regards to again, the construction mitigation, this is something that happens up front so the County and VDOT play a role in our route access and use. If the County thinks or VDOT thinks that that road cannot undertake the construction traffic, which I'd find unusual since the County just constructed a, you know, major water tower facility over there. I gotta think that that road probably can handle construction traffic, and there's been a lot of construction in that area. Then the County and VDOT may say there may need to be some sort of compaction improvements. I don't, I'm just speculating, but our preference again for access is not going to be Old Potomac Church Road from Hospital Boulevard.

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Ms. Barnes: Okay, last call. I think everybody's gotten your question. Thank you, Mr. Payne. Okay. I'm gonna bring this back to the Commission at this point. Mr. Apicella, this is in your district. How would you like to proceed?

Mr. Apicella: Madam Chairman, I'll make a motion to accept the revised proffers dated October 25 as further stated and amended this evening by the applicant.

Mr. Shelton: Second.

Ms. Barnes: Okay. I have a motion by Mr. Apicella and a second by Mr. Shelton. Any discussion on this? Okay, seeing none, go ahead and cast your vote. Okay, and that passes, six with one absence (*Ms. Sellers*). And Mr. Apicella on to you for the next one.

Mr. Apicella: Madam. Chairman, I'd like to make a motion to recommend approval of RC23154991.

Mr. Martinez: Second.

Ms. Barnes: Okay, have a motion for approval by Mr. Apicella and a second by Mr. Martinez. And I'm sure we're gonna have some comments on this. We'll start with you, Mr. Apicella.

Mr. Apicella: Madam Chairman, as you know, we didn't just jump feet first into the issue of data centers. We spent six months developing guidelines and requirements that incorporated lessons learned from other localities. These provisions may be among the most researched and most robust in the Commonwealth of Virginia. As part of this process, we held dozens of meetings, participated in town halls, and even held community meetings on this specific project. Aside from reviewing and addressing typical rezoning considerations such as transportation, public safety, buffers and setbacks, among other typical items that we consider, we also took a deep dive on the key issues of data centers, and their impacts on power, water and noise. We've done our homework, we scrutinize this project, we requested numerous measures and features, including some just this very evening to mitigate the potential impacts of this data center, and the vast majority of our requests were adopted by the applicant. While I don't think this is a perfect site for a data center, the current proffers would allow a large scale 500,000 square foot medical and business campus that comes with its own issues and concerns for nearby residents. So, what is currently allowed would have a significant impact on its neighbors, including up to 19,000 vehicle trips per day. I know the idea of siting data centers in Stafford is new and there's still lingering issues about noise concerns and other potential impacts. The bottom line is that the applicant has agreed to a 55 dBA cap, an additional noise reduction levels to address sound tones. As far as I can tell, this is among the most stringent noise limits in the entire state. If the applicant goes even one decibel over these proffer limits, they risk continuing operations of their facility and the over \$2 billion that they've invested in this project. There's even a provision that we've requested that was included in the proffers that would allow the County to hire independent consultants to ensure that these noise caps are not exceeded, and to charge the applicant the costs for these evaluations. If the Board approves this rezoning, it will provide significant economic benefits to the County, significantly more than what occur under current proffers. And over two and maybe three times more than the County currently receives from Stafford Marketplace. So, the projected eight to \$10 million in revenue per year is equivalent to three to four cents on the current tax rate. That's no small amount. These are funds that could be used for schools, roads and other infrastructure requirements of the County. Just for context, over 25 years, the \$150 to \$200 million received from this data center could pay for a new high school, and there may even be funds left over for other projects in the CIP. Again, I know there's still some concerns by nearby residents. I do think

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that the key issues have been mitigated by the applicant. All things considered. I think this is a worthwhile project and I support its approval.

Ms. Barnes: Okay, Mr. Martinez, you seconded so I'll give it to you next.

Mr. Martinez: I would just echo Commissioner Apicella's comments with mine, and say that the method in which we reviewed this project is something to be said I think about the Commission. This was done transparently, with a lot of dialogue with the applicant, with the community, with the Commission. And I think we've done a lot of good work on this. I look forward to its approval.

Ms. Barnes: Any other comments? Mr. Cummings, go ahead.

Mr. Cummings: So I'm going to try to keep it short, but which is difficult for me, particularly on this topic. I think that and I agree with the comments of my colleagues here, I think, and I want to applaud the applicant for working with the Planning Commission, staff, I want to thank staff for the work that they did and diligently working through it to solve some of these problems and with the tools that they had, sort of try to engage with the community. Is it enough for my view? No. Do we have a perfect solution? No. And I think everyone acknowledges that. And I think one of the reasons that we don't have a perfect solution or something that pretends to move in that direction, is because we're not using this very tools that this this group leverages every day. Excuse me, allergies and a cold. And so, and I think that we being the first smart city in the Commonwealth of Virginia, and having all of the assets I think that are available to us from the Federal level and a regional level, that we're not really able to marshal, hamstrings us. And it's something that we have within our power to access. But we need to be able to have the vision for it and have the temerity to really go after it as a body, not just as Planning Commission, because we're limited, but as a community. And I think and I implore anyone who's watching this look up, Commonwealth of Virginia, first smart city, you will see Stafford. You will also see a host of infrastructure monies that are out there that are here to sort of to build this infrastructure and support this, not just from a data standpoint, but also from core roads and alike. And it's money that we should be going after. I applaud staff for the work that they do with what they have. But I think we need to give them the resources and we also need to get these resources in the hands of the community. So, they can tell us where the roadways aren't working, and where the water and the creeks are eroding. So, we can get that information so we have a more comprehensive look at a picture of these when we design and develop these communities and make the decisions. I think we have a good plan. I think the staff has done a great job again. And I think we've got the best that we could possibly do with what we have. But I just needed to say that we need to do more from the technology standpoint.

Ms. Barnes: Okay, Mr. Shelton? Mr. Bain? Okay. And that leaves me. I do have just a couple of comments. I agree with Mr. Apicella. This is not a great spot for a data center. It's too near residential. But I do think that the applicant has gone above and beyond to try to mitigate some of that. And to say that this has been a long process, I think it'd be unstinting, it's been to me, it's been an agonizing process. Because I look at this and as you all were talking and telling me about where you live, I've got Google Maps pulled up here, I've got the county's GIS system, I'm looking at the roads, I'm looking at your houses, I'm looking at everything and I understand. it's, this is a very, for me, this is a very difficult decision, because everybody knows that everybody comes to me. And the first thing they're talking about is the trees that are going to be going to stay up or the trees that we're going to plant. And when I look at the trees that are going to have to come down for this, it's an agonizing choice for me. But as Mr. Apicella said, if this doesn't go there, there's something else that could go there, most likely would that I think is going to be even more impactful. And I believe that it's the way that it's zoned right now, they can do a whole heck of a lot there and not even have to contact anyone, or not have to do a lot of things

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that Amazon is doing to hopefully help you and I hope that when Amazon says we want to help you, we want to be good neighbor, hold him to it. Get that card. If you've got a problem you call the County, you call Mr. Payne, you call Amazon, you become a royal pain, and you get what you need, because if they're offering it, get it, if you can. But having said that, like this, for me was agonizing. And for me to see 49 acres and you know, only 70% of that is going to be cleared. The juice has to be worth the squeeze on this. And because this is such a an economic boost for our County because we've got so many houses built now, that we've got so many kids, and we have very few seats in the schools. This is something that we need. So, having said that, I'm going to support this reclassification. Okay. Alright. So, we have a motion by Mr. Apicella for zoning reclassification 23154991, and a second by Mr. Martinez; please cast your vote. And that passes, with six and one absent (*Ms. Sellers*). Okay, Mr. Apicella.

Mr. Apicella: Madam Chairman, I'd like to make a motion to recommend approval of COM23154992.

Mr. Shelton: Second.

Ms. Barnes: Okay. We have a motion by Mr. Apicella and a second by Mr. Shelton. Any further comments?

Mr. Apicella: Just real quick, I just want to add to my previous comments. I want to thank the public for participating in this process. I want to thank staff who, with the Planning Commission probably spent hundreds and hundreds of hours on this specific project and the broader issue of data centers and my colleagues as well. I want to thank everybody who worked hard on this and to try to make this as much as we could a win-win solution. That's it Madam Chairman.

Ms. Barnes: Any, Mr. Shelton? Any other comments? Okay. And I also want to thank the applicant. I know that over the last couple days, we've hit you with a lot of questions, and you came back and you really did, I think, a good job in addressing our concerns, especially when it comes to the proffers. So, with that we've got a motion and a second for a Comprehensive Compliance Review 23154992. Please cast your vote. And that passes again, six with one absent (*Ms. Sellers*). Alright, thank you, everybody. And we will move on to the next section of our agenda. Alright. So Unfinished Business looks like none. New Business, again, none. And next, we'll go to the Planning Director's Report. And we'll go to Kathy on that.

UNFINISHED BUSINESS

NONE

NEW BUSINESS

NONE

PLANNING DIRECTOR'S REPORT

3. Project Pipeline Report (For Information Only)
4. Capital Construction Quarterly Report (For Information Only)
5. Subdivision Ordinance Amendment - Water and Sewer Pro Rata Program – *BOS Referral*

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Ms. Baker: Thank you. As normal, we have included our latest Project Pipeline Report for information that's in your package. We still have a lot of land use cases that are looking to be scheduled, and we'll keep you posted as we continue to update that. We've also included the Capital Construction Quarterly Report that was listed on the latest Board agenda, just for your information. Any questions on that, you can get back to me and I'll relay to our Capital Division. And then lastly, we have... you all received the Board's referral on the Subdivision Ordinance, the amendment for our Pro-Rata Program. And I've included the draft Ordinance that has been prepared by Utilities Office. And they have... the Board's referral has requested a truncated schedule on this. They are asking that the Board... or excuse me, that the Planning Commission conduct their public hearing and take action on November 8 so that the Board can have their public hearing on November 14th. So, I just would request that you all consider authorizing a public hearing for November 8th.

Mr. Apicella: So moved, Madam Chairman.

Mr. Bain: Second, if we need it.

Mr. Apicella: Yeah, so she's made a request; I've just made the motion to go ahead and schedule it for that meeting.

Ms. Barnes: Okay, so a motion made by Mr. Apicella and I believe a second by Mr. Bain so we can schedule the public hearing for November 8th. Any discussion? Okay, cast your votes. And that passes 6 with 1 absent (*Ms. Sellers*).

Ms. Baker: And our Utilities Office will be here that evening for the public hearing to...

Ms. Barnes: Thank you.

Ms. Baker: ... present and answers questions.

COUNTY ATTORNEY'S REPORT

Ms. Barnes: Okay, onto County Attorney's Report.

Ms. Lucian: Good evening Commissioners, I have no report. Thank you.

Ms. Barnes: Alright. Thank you. Committee Reports. We do not have any committees at this point standing. Chairman's Report. I have nothing this evening. Other Business we have new... excuse me, TRC Submissions – Courthouse Woods in Aquia Election District; Cranes Corner in Falmouth Election District; Central Stafford Community Center and Falmouth Election District; and Stafford Lakes Holy Cross Academy in the Hartwood Election District. Next we have Approval of Minutes. Do I have a motion to approve September 27th minutes?

COMMITTEE REPORTS

CHAIRMAN'S REPORT

OTHER BUSINESS

6. New TRC Submissions

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- 23155282; Courthouse Woods – Aquia Election District
- 23155295; Cranes Corner Data Center – Falmouth Election District
- 23155280; Central Stafford Comm Ctr – Falmouth Election District
- 23155289; Stafford Lakes Holy Cross Academy – Hartwood Election District

APPROVAL OF MINUTES

7. September 27, 2023

Mr. Shelton: Motion to approve.

Mr. Bain: Second.

Ms. Barnes: Alright, we have a motion and a second by Mr. Shelton and Mr. Bain. All in favor say aye.

All members: Aye.

Ms. Barnes: Any opposed? Any abstentions? That passes six with one absent (*Ms. Sellers*). October 11th approval of minutes – can I have a motion for that?

8. October 11, 2023

Mr. Bain: So moved.

Mr. Shelton: Motion to approve.

Mr. Bain: Okay, let him have it.

Ms. Barnes: Okay. Yeah, that... Billy's was a better motion. We'll take Billy's and we'll have Mr. Bain second that one.

Mr. Bain: All right.

Ms. Barnes: Okay, any discussion? All in favor say aye.

All members: Aye.

Ms. Barnes: Any opposed? Any abstentions? Alright, and that passes. And with no more business before the Commission, we are adjourned. Good night, everyone.

ADJOURNMENT

At 8:50 PM, Chairman Barnes adjourned the October 25, 2023, Stafford County Planning Commission meeting.