

STAFFORD COUNTY PLANNING COMMISSION

September 24, 2025

The meeting of the Stafford County Planning Commission of Wednesday, September 24, 2025, was called to order at 6:00 PM by Chairman Steven Apicella in the Board of Supervisors Chambers of the George L. Gordon, Jr., Government Center.

MEMBERS PRESENT: Steven Apicella, Willie Shelton Jr., Kristen Barnes, Carlos Bratton, Kelsey Caudill, Laura Sellers, Kecia Evans

MEMBERS ABSENT: None

STAFF PRESENT: Mike Zuraf, Lauren Lucian, Stacie Stinnette, Ramid Sadiq, Said Habibi

DECLARATIONS OF DISQUALIFICATION:

Mr. Apicella: Thank you. Ms. Caudill, please call the roll.

Ms. Caudill: Chairman Apicella?

Mr. Apicella: Here.

Ms. Caudill: Vice Chairman Shelton?

Mr. Shelton: Present.

Ms. Caudill: Commissioner Caudill?

Ms. Caudill: Present. Commissioner Barnes?

Ms. Barnes: Here.

Ms. Caudill: Commissioner Bratton?

Mr. Bratton: Present.

Ms. Caudill: Commissioner Sellers?

Ms. Barnes: Here, here she is. They just called your name.

Ms. Caudill: Commissioner Evans?

Ms. Evans: Here.

Ms. Caudill: Everyone is present. Chairman, you have a quorum.

Mr. Apicella: Great. Are there any declarations of disqualification? I see none. Are there any changes to the agenda?

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Mr. Zuraf: Mr. Chairman, no there are not.

Mr. Apicella: All right, thank you. I'll now open the public presentation portion of today's meeting. The public may have up to three minutes to comment on any matter except the three public hearing items on today's agenda. There'll be a separate comment period for those items as they come up. This is not an interactive conversation. Before starting your comments, please state your name and address. The clock starts when the green light appears. Yellow means there's one minute left. Red means your time is up. So if anyone would like to come forward, now's the time to do so. Again, if you're going to speak on a specific public hearing item, this is not the time to do it.

Mr. Zuraf: Yes.

PUBLIC PRESENTATIONS

Ms. Lewis: Hi, I'm Julia Lewis. I live at Fortier Park Boulevard in Falmouth District, and I just want to thank all of you for the work you did on the subcommittee. I just want to let you know how much I appreciate the work you did. I'm so happy that we are having a joint public hearing coming up with the Board of Supervisors, and I really hope that we can come together and have a really strong presence, you know, position for data centers. I just want to say thank you. Thank you.

Mr. Apicella: Thank you very much. Anyone else?

Ms. Maxson: Kristin Maxson, 1816 Richmond Highway. September 23rd, 2025, which was yesterday, Board of Supervisors, the data center work session, two hours and 40 minutes in the video, ending at 7 40 p.m. yesterday. The agenda portal packet window for this meeting was unavailable due to format size of the display. Portal was sized to minimum width and did not allow for agenda access. This display glitch was on the Stafford County server side. This prevented hearings to be properly be heard and read for the agenda that day, and attended, especially for a special work meeting, requesting to waive bylaws with expedited proceedings was in not the public interest. We had no chance to prepare ourselves. Refer to page 32 of 206 of this missing agenda and consider the rights of the staff and those they represent. Due to the agenda portal glitch, the public was unable to load Stafford County Agricultural and Land Conservation Committee. September 22nd, 2025, at 7 p.m., staff updated Quantico readiness and environmental protections integration with AI program and the next steps and more. This meeting was not placed on the Stafford County calendar for public reference and alerts. It is stated that some follow conflict disclosures informally with conflict of land use and economic development interest. March 4th, 2025, page 18 of 122, written by staff. Row, to start soon affecting two properties does not quantify as single; it is a multiple and is in section 4.2C, 4.2H as a loop reference. It is important that the staff County understands as a recipient that the conditions of Section H, page 15 of 206, can determine that towers can have a domino effect and must stay within the County's current budget. FHWA federal bond funds will not increase the amount to award to address any funding shortfalls as stated in our agenda. Please understand the Board voting is not a work session item, and the public might not might have been skipped on the importance of a public hearing by making a vote on this day with no public comments allowed and no access to the agenda. Date of milestone deadlines prefix with railroad conditions is dated August 21st, 2025, and this date has passed. And might not provide an ending to a loop.

Mr. Apicella: Thank you, Ms. Maxson.

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Ms. Barrow: Hello, Connie Barrow of Rock Hill District. I thank the Planning Commission for what you've done over the past five months and as we prepare looking forward to October 21st, I wanted to share something I sent to you all in your email, I think it was yesterday, related to some research I've been doing following up on what we do know about backup generators as they currently are being used here in Stafford County. I know a lot of our discussion was related to the Comp Plan and encouragement of tier 4 generators, and in particular, looking at the concern of the emissions from the backup diesel generators for data centers and looking at particularly the 2.5 particulate matter. In the research that I have found, I was able to track down the air permit, DEQ air permit for the Potomac Church, which is really the only current evidence we have of what constitutes the backup generator supply for data centers. These are two buildings, 510,000 square feet. I thought we would have about a dozen generators per building. Well, we have more than that. We have 50 total, 50 total generators for the entire 510,000 square feet. Extrapolating that, if the proposed GWV application were to become an actual data center project, if you extrapolate on the number of buildings, you're talking about 575 backup diesel generators of the same Cummins engine size as noted in the air permit, DEQ air permit 74309. If you're basing it on square feet, we're talking 770 generators over at GWV if it becomes an actual data center project. Even if they have very conservative caps on that many generators, we're talking about a huge amount of particulate matter that will be in the air and will be affecting humans, watersheds, and wildlife. And I think it's extremely important as you go forward in any of these projects to understand what it means in terms of particulate matter from the emissions. This is no — it's DEQ that actually approves it, but you all start the planning and take it to the point where they would be approving that amount. And so thank you for your time. I appreciate all that you're doing on this subject.

Mr. Apicella: Thank you, ma'am. Anybody else?

Mr. Snyder: Good evening, Commissioners. My name is Dr. Bradley Snyder and I live in the Heartwood District on Hulls Chapel Road. And that's actually what I want to talk to you about tonight. I know there's a lot of talk about data centers, but that's not what I'm going to talk about. I'm going to talk about my road. Hulls Chapel is an interesting road. It's paved, but it's pretty narrow. It's actually single lane, no center line, no shoulders. It's actually less than 16 feet wide. And it's the type of road whenever school buses are going by, you pull off into the ditch to make sure that the kids get home safely. So it's this road that I was very shocked at a 400 average, 400 average daily trips, that I found out that the reason why that it's so safe is that it doesn't have a lot of traffic on it. It's at that 400, but I find out that there's a 300 home development that's going at the end of it, in which VDOT states that this is the primary entry and exit out of it for 300 homes. Extrapolating that out on standard calculations, that brings up to up to a six- to seven-hundred percent increase in traffic on a road that's already substandard, already not at the top level of VDOT standards of 400 ADT for a substandard road. So I'm talking about Staffordshire, and actually it's not one, but two entrances on the Hulls Chapel Road. One's directly connected to it, and the other one is through Rogers Glen, which by the way is another development that they're putting on at the end of the road. So it's this that I want to talk about, because if it goes up to 600 percent, I don't know what's going to happen with my kids and their safety. I don't know what's going to happen with all the school buses. I'd want another call if my wife's saying they got run off the road with some more tractor trailers or, oh sorry, construction trucks or logging trucks that are going on the road. These blind curves — and by the way, there's three before I even get to my house — are already very dangerous. The speed limit used to be 35 on the road, it's already been lower than 25. Why are the 300 homes going here and connecting there? So I'm here to talk about three things, or asking you to take action on three things. One, I was at the last meeting when there was a 1,200 foot limit for the waiver of Staffordshire,

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which I'm very glad was denied. It's because I could clearly see that it was not represented, and I wish it was up for public hearing. It was not represented well what this neighborhood would do to that road. I also just want to bring awareness that whenever you hear Staffordshire, you also hear Hulls Chapel Road, which I've already tried to get widened but I was told by VDOT, you can't widen it. You're taking out complete front yards. People are going to step into traffic when they go into their front yard. The only way to keep this safe is to not have that subdivision connect up, so that the only thing that's gotten taken down the last couple of years has been my mailbox a couple of times, my neighbor's mailbox a couple of times. I would like to keep it that way. Thank you.

Mr. Apicella: Thank you, sir. All right, last call for public presentations. All right, seeing nobody else, I'm going to close that portion of the meeting, move on to the first agenda item, which is Garrison at Stafford, amending the proffered conditions.

PUBLIC HEARINGS

1. Planning and zoning; consider a proposal to amend proffered conditions on Tax Map Parcel Nos. 20AC-1-1, 20AC-1-2, 20AC-1-3, 20AC-1-4, 20AC-1-5, 20AC-1-8, 20AC-1-9, 20AC-1-10, 20AC-1-11, 20AC-1-12, AND 20AC-1-13 (Project known as RC25156180; Garrison at Stafford Proffer Amendment) Proposed Ordinance O25-33 (**Time Limit: January 2, 2026**) **Background Summary: Recommends deferral of proffer amendment.**

Mr. Zurf: Mr. Chairman, please recognize Ramin Sadiq for the staff presentation..

Mr. Apicella: Thank you. Welcome, Mr. Sadiq.

Mr. Sadiq: Good evening, Mr. Chairman, members of the Commission. This is Ramin Sadiq from Planning and Zoning Department. I'm here to present agenda number one, a project named Garrison at Stafford. So the request is to amend proffers and the PT&D, which stands for Planned Traditional Neighborhood Development Zoning District, to mainly include an option for the townhouse units and add new monetary contributions. The tax map parcel numbers are 20 AC-1-1 through 5, and 20 AC-1-8 through 13. The site area is 44.5 acres, is located in the district of Garrisonville. Applicant is Mr. Pence, and agent is Mr. Clark. As shown here in the gray color about the location and zoning of this project, the subject property is located along the south side of Garrisonville Road, approximately 100 feet south to the intersection with the Travis Lane. The property is currently zoned PT&D, and the surrounding districts includes R1 suburban residential and R3 urban residential with high density to the west, R3 and R1 to the south, B1 and B2 to the north, mostly on the other side of Garrisonville Road, and R1 and B2 to the east. The northern portion of the property is within the highway corridor overlay development [inaudible] of Garrisonville Road as shown here in the purple line. Existing conditions as shown here, the project site is vacant and undeveloped. The northern portion of the site along the Garrisonville Road is open and grassy, and all other portion of the site is wooded. Continuing to the existing conditions, these slides shows a few street views of the site. This one is showing the northeast view of the property from Garrisonville Road, looking to the main entrance to the property. This is southeast view of the property from the Ontell Court to the south. The future land use according to the Comp Plan, the northern portion of the site is designated as the commercial corridor as shown here in the orange color, while remaining portions are mostly suburban as shown here in yellow. There are multiple resource protection areas in light blue color crossing the site from south going to the north. It's not located within any targeted development areas, and the project site is within the boundary of urban

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service area. Here's a history about this project starting from 2015 while the property was rezoned from R1 to PT&D with proffers. Later on, there were two rounds of proffer amendment, one in 2016 when option 1 GDP was introduced beside the original GDP; in 2021, there was another revision to the proffers where they increased the number of multi-family units over the commercial from 100 to 136 units. Two CUPs were approved for a drive-thru facility. There were a few site plans approved for the commercial portion and mixed-use office building of this property. Currently another major site plan is under review. Since the initial zoning approval, frontage improvements are now completed with the widening of Garrisonville Road, and the former onsite single-family dwelling has been demolished. Coming to the option 2 GDP which is part of this proposal, there are some key points that I'm going to highlight. The buildings are centrally located commercial and mixed-use parking areas all along the outer edge of the property and the townhouses have been dedicated with their linear parking. A central main street runs through the site ending at the theater area and there are three access points along the Garrisonville Road from the property. The eastern and western access are right turn restricted only and the main entrance in the middle has full access without any restriction. Here's a transit stop shown here on the western edge of the property in blue color, and the townhouses now proposed to the eastern edge — number seven and number eight. Replacing some planned mixed-use residential buildings comparing to previous proposal. A private internal road for 114 townhouses on the eastern side is proposed. Sidewalks connect all buildings and site uses, and residential amenities will be provided part of this proposal. In terms of number of buildings, there's going to be one commercial theater building, two large mixed-use building with commercial and multi-family component, three standalone retail buildings, two mixed-use building with commercial use only and total 134 townhouse buildings, consisting of 114 on the eastern side and 20 other ones on the western lower corner. In terms of total number of residential units, still the cap is 453 residential unit mixed of multi-family and townhouses, 136 multi-family unit to be over the commercial space of mixed-use buildings, and 134 townhouses. Coming to the proffers, the proffer amendment include multiple parts that I'm going to highlight one by one, starting with proffer number one which is which is about type, style, and density of development. So it mainly incorporate the option to GDP, the amended regulating plan for the townhouse to be capped to 317 units. Here's a phasing chart proposed for multi-family units and limited number of bedrooms for those units, while townhouses are not subject to bedroom limits, and their construction is independent to the phasing chart. Proffer two is about transportation. The major revision is about the removal of completed transportation improvement and right-of-way dedication for Garrisonville Road. Applicant also request accelerated completion of transportation items such as high point connection, transit stop, off-site sidewalk improvement and allow one additional non-signalized entrance to Highpointe Boulevard. The design standard proffer, which is mainly focused about addition of townhouse units to be similar to existing Embry Mill townhouses. The user standards they added flexibility to location of dumpster and garbage compactor to this to be at the site plan stage. Staff know that there are several open comments from the capital improvement projects regarding inter-parcel connectivity, the location of transit stop, sidewalk connectivity along Spirit Street and resident access to Highpointe Boulevard. These are the renderings provided by applicant in reference to design standards to Embry Mill townhouses, and the potential use materials are listed on the left. The last proffer revision is about cash contribution. Applicant to provide 11,000 per townhouse unit for the board of supervisor to use it at its discretion and also added an annual escalation to start five years after first occupancy permit of townhouses. I have to highlight that just at just today at 5 p.m. I received the recent revision of the proffer amendment. I couldn't go through in detail and incorporate it with the with the current PowerPoint and I'm hoping the applicant will detail out the recent revision part of the proffer amendment. Evaluation of public facility impact starting with the transportation. Although staff report evaluated public facility impacts in detail and the other factor associated with this project, about the transportation 6/2015, while there was a TIA associated in from 2014, the Garrisonville Road

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widening is completed. No changes in the remaining improvements, and part of this application there is a memo provided by VETRA that includes the townhouse options, with no more traffic than what was approved in 2016. Moving on about the water and sewer, no impact identified about the utilities because though utilities are existing around the site; applicant will be responsible for any necessary utility connections and upgrades. About the stormwater management, option 2 GDP lacks stormwater management facility for the townhouses portion of the GDP for this project. About the parks and recreation facilities, no change to impact adequate park capacity in the area and capacity in the area will be provided for the residents on the site. However, staff note that there are open comments from the reviewers of capital improvement project and stormwater management review. Moving on about the schools, this development will directly impact County school system specifically the three schools shown here. The Barrett Elementary School, with addition of 36 new students; the Poole Middle School, with addition of 28 new students; North Stafford High School, with addition of 26 new students. Applicant has provided cash proffer analysis to mitigate the impact as shown here, and proposed a cash contribution of \$10,125.4 per townhouse. However, staff notes that the applicant has not used the current construction cost for all school types in the calculation; year four, the proposed proffer show much lower cash contribution for schools, and staff has already provided comments on the cash proffer analysis during the review process. Furthermore, the applicant did not update the provision of \$6,000 cash proffer for each multi-family unit for school purposes, which was initially included in the proffer of 2015. About the public safety townhouses increase —

Mr. Apicella: Mr. Sadiq, before you go on, help us understand these numbers. First of all, is it based on — what types of units is it based on? Is it based on the X number of multi-family and Y number of townhomes?

Mr. Sadiq: It's based off of the 317 townhouses. And the data have been taken from the Comp Plan.

Mr. Apicella: And do townhomes generally have more students than multi-family? Do we know what that delta is?

Mr. Sadiq: More than double, comparing to multi-family.

Mr. Apicella: And so what number did you all arrive at versus the number that they offered as a proffer — the calculation?

Mr. Sadiq: The calculation we did internally, that number shows a number of twenty-two thousand some hundreds per townhouse unit.

Mr. Apicella: So that's twice what they're proffering.

Mr. Sadiq: Yeah, the reason is, it's not driven by the student generation number; it's based on the construction cost of the school. Because the items shown in the current Comp Plan are way lower in terms of the costing, even more than double in terms of millions of dollars for each type of school we are constructing now, today. That's why the cost per student in each school is much different.

Mr. Apicella: Okay, and let's go back to the multi-family. What was proffered and what is the recommendation from — well, let me — the number that you all came up with, the twenty-two thousand,

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did you bounce that off of the school system? Did they have any input into it, or was it based on some — what analysis was used?

Mr. Sadiq: The analysis we used — we used the same information from the Comp Plan in terms of student generation. We used the exact same number, but the only difference was the school construction cost.

Mr. Apicella: What's driving increased school construction costs?

Mr. Sadiq: It's part of the inflation and the prices that have been changed, all the way from 2015 to now.

Mr. Apicella: So even going back a couple of years, right, it's significantly increased, say, from 2020 to 2021 to now.

Mr. Sadiq: Yeah, because the last five years were much faster.

Mr. Apicella: Do you know how much the most recent elementary school and/or middle school cost? Is it middle school or high school? I can't remember which — high school. So there's a new high school and there's two elementary; do we know what those costs are?

Mr. Sadiq: Yeah, I have—for two types, the middle school and high school—for the middle school, which is based on the Drew Middle School, based on the fiscal year of 2026, which is the current, it's \$96,542,000.

Mr. Apicella: So almost \$100 million.

Mr. Sadiq: Yeah, almost \$100 million. So while in the Comp Plan, it is around \$58 million something.

Mr. Apicella: So it's more than doubled.

Yes, and high school is even higher. The high school cost, which is based on the high school number six, it is \$183,059,000.

Ms. Sellers: Was that first number for elementary school or middle school?

Mr. Sadiq: For the middle school.

Ms. Sellers: So it's doubled the price. Well, the size of these elementary schools have doubled, so these are no longer neighborhood elementary schools; these are now twice the size. That could be why. The one going off of Route 17 and the one going over by Brooke Point High School are double in size than the elementary schools we were planning for in 2015. So it's not just inflation; these are actually different-size schools.

Mr. Sadiq: But the number I see comparing to Comp Plan, it shows the same number — 1,150.

Mr. Apicella: When was the — what Comp Plan are we talking about?

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Mr. Sadiq: The current one.

Mr. Apicella: Right, so it's not 2015; it's 2020 or 2021.

Ms. Sellers: I have a question.

Mr. Apicella: Yeah, sure, go ahead.

Ms. Sellers: So in the capital improvement program, which is what proffers are supposed to be tied to, what schools are slated to come and be built in North Stafford to support these children?

Mr. Zuraf: Mr. Chairman, I'll tell you, there aren't any, currently.

Mr. Apicella: Okay, right, but how does that work? I mean, you've got 400 — not 400 —well, how many more students are we talking about?

Mr. Zuraf: Ninety total.

Mr. Apicella: So that's ninety more seats that we need than we currently have to support the development, right?

Mr. Zuraf: Correct.

Ms. Sellers: But that's not how the law — the law is supposed to be driven, and proffers are to go to offset the capital improvements needed in the district. We don't have any capital —we don't have a school in these districts for these students because there's capacity there; there's capacity in these schools because they're building other schools, so they'll move kids around. That's what the school division is going to do, and so that's not the need that's been identified in the capital improvement program, and you have to tie it to a capital improvement program.

Mr. Apicella: Did we not look at capacity, I mean, again how we're going back to the analysis that you all used to develop these numbers? It's got to be based on something, and is it a repeatable formula that you all have used in the past?

Mr. Zuraf: Mr. Chairman, while Hermie is looking up some of the details, I can just say, talking generally about the process and the formula, we basically look at the schools, the different types of schools that would be in the receiving zone, you know, the attendant zone for the proposed project. We look to see what the available capacity might be currently in those schools, how many new students would be generated by the project, and determine if the number of new students if that would basically create a deficit. And if there is a deficit, then that goes into determining the potential monetary contribution.

Mr. Apicella: And that's not a new process. That's the same process you've used in the past. You didn't do anything different with this project than you've done previously?

Mr. Zuraf: Correct.

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Mr. Sadiq: That difference, in terms of new students, is part of the comparison with the current schools. So there's going to be 36 new students for Barrack Elementary School, 28 new students for Poole Middle School, and 20 new students for North Stafford High School, which all of them are going to be beyond their current capacity.

Mr. Apicella: Okay, putting the townhomes aside, tell me about the six thousand dollars —the approach. Was there any escalation built into the original proffers?

Mr. Sadiq: No.

Mr. Apicella: Do we know why? Isn't that a standard practice?

Mr. Sadiq: What I heard back from 2015, even at that time, that was a very hot topic. I mean, everybody came up with that six thousand. There was a very long discussion, and that was the argument at that time. Maybe Mike [Zuraf] knows more about it.

Ms. Sellers: Mr. Chairman, I do. In 2015, I was a Supervisor, and they're going to get up and show you the full packet and the full proffer statement, which isn't just cash; it's also a road, the Highpointe Boulevard; it was the stuff along Garrisonville Road; and there are two other areas that they're going to talk about. The Highpointe Boulevard road improvements, which do have a cash value, they have to do; we're not accepting cash for that — they have to complete that, and you'll see that they'll talk about it. And so, we took less cash because I asked them to do that before they could get the full project up and running. Why? Because in 2015, to build a bridge there at Highpointe Boulevard would have cost one thing. Today, it would probably be three times that. So they're assuming that cost; the County's not assuming that cost, and they're going to get it done faster than we could because right now it's not even on the state's list — it's not on the County's list to do, so we're 10 years out. If we do it in the County, it's at least 10 years out at least. If they do it, it's when the project goes to completion. So, they're going to talk about the total package, not just the cash proffers, but those do count towards monetary things, and we should see these are all the things that they've put in there, including the cash — what the cash value is — and then that's the total proffer package. So, they'll get up there and do that. But I was a Supervisor at the time, and that was the priority — to get that High Point Boulevard connection — because I didn't want people of the Garrisonville District to have to drive to Garrisonville Road, turn onto Garrisonville Road to enter the project. I wanted them to have an access point off of my road. That was the goal, that was the priority.

Mr. Apicella: Ms. Caudill?

Ms. Caudill: I guess I'm confused. I have a question on that. On the bottom of this slide that you have up, it says, "Source: Stafford County School Board FY25 to FY34 CIP," which equals a little over that eleven — says \$10,125 — and then we've got \$11,000 roughly per townhome. So, is that where that number is coming from, from the School Board?

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Mr. Sadiq: No, the point is, I believe this is, I mean, the applicant will give the details, how they reference that, but in terms of those numbers — \$11,000 and \$10,000 — that \$10,125 is taken from their cash proffer analysis. After the first review, they revived the proffer, and they came up with \$11,000.

Ms. Caudill: Okay, so we just rounded up?

Mr. Sadiq: Yes.

Ms. Caudill: Okay. All right.

Mr. Sadiq: But also, it's also connected with the public safety. Previously, it was included separately — \$10,125 for the school, \$9.32 for the public safety—but now the public safety is gone, and this \$11,000 is for everything, for the school.

Mr. Apicella: Why was it taken out, or is it inclusive? So, what you're saying is schools and public safety are part of that \$11,000, so it's really less than \$11,000 for schools, right?

Mr. Sadiq: No, right now they didn't mention that \$11,000 is specifically for the school; they give it to the Board of Supervisors, and the Board of Supervisors will decide where to spend that.

Mr. Apicella: Okay, and from a legal standpoint, how does that work? Are we okay with that?

Mr. Zuraf: If that is the way it's proffered as it comes to the time. So if we collect all the money that is proffered, when it comes time to spending that money, we would just make sure we are applying those funds in accordance with state code. For example, whatever type of facility might be chosen, say, if it's for roads or for schools, we're going to have to make sure that the facility that money is going towards is in the general area of the project.

Mr. Apicella: Okay, um, I'm sorry, go ahead, Mr. Sadiq.

Mr. Sadiq: Okay, so about the public safety, specifically fire and rescue, the townhouse increased service deficit, and the applicant has provided cash proffer analysis to mitigate the impacts as shown here and proposed a cash contribution of \$9.32 per townhouse unit. However, staff note that the provided cash contribution is not sufficient as the calculation is based on a joint training center and did not use the current construction cost. The staff has already provided comment during the review process for the public safety impact and proposed that this contribution should be used toward a new fire and rescue station number 15 for the Embry Mill area. But right now, the project is located under the coverage of station number 14, which is already below the standard level.

Mr. Apicella: So, again, going back to the feedback that you gave the applicant, what did you recommend for fire safety?

Mr. Sadiq: Yeah, for the fire safety, I gave them the costing for the Embry Mill Fire and Rescue Station number 15 and provided them the calculation to use, and that number goes up to something around \$207.90 per unit.

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Mr. Apicella: Two hundred dollars?

Mr. Sadiq: Yeah, \$207.9; instead of \$9.32, it should go up to \$207.9.

Mr. Shelton: Mr. Chairman, that's per townhouse.

Mr. Apicella: Right.

Mr. Sadiq: This is per townhouse.

Mr. Apicella: Right. So, if they had a hundred — help me out with the math here — what is that? \$200,000? No, \$200 —

Mr. Sadiq: The total cost for the fire and rescue?

Mr. Apicella: Right. If they had 100 townhomes, what is that?

Mr. Sadiq: It's going to be \$63,908.7.

Mr. Apicella: Right, and if they're doing 317, it's three times that amount.

Mr. Sadiq: This is for the 317 items.

Mr. Apicella: If they did, right. Yeah, just trying to — math is not my subject.

Mr. Sadiq: So, 317 units.

Mr. Apicella: Gotcha. Right.

Mr. Sadiq: So, coming to evaluation of staff findings, there are several positive aspects of this application, such as the proposal aligns with the Comprehensive Plan land use recommendations, maintains established development character, allows flexible residential offerings, townhouses meet neighborhood design standard plan, and provides pedestrian connectivity throughout the project. However, staff finds that there are some negative impacts associated with this application, which are: option to GDP and amended proffer lacks details on maximum townhouse development; the amenity location and types are unclear; there is uncertainty if public facility impacts are fully mitigated, specifically about the schools and fire and rescue; concern over annual cash proffer escalation; and there are unresolved comments on fire protection, stormwater management, and capital improvement project. About the recommendations, staff recommends deferral of this application, pursuant to Ordinance 25–33, until the following issues are addressed: first, address concerns about 317 townhouses; option to GDP and amenities; update cash proffer analysis, the proffers itself, and revise escalation to start two years after approval of current application; resolve open comments of capital improvement project on sidewalks, connectivity, and transit stops; address stormwater management facility comment for townhouses portion; meet fire protection requirement for fire approaches turnaround on dead industries over 150 feet left. That's all about my presentation.

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Ms. Sellers: But did Station 14 incorporate this? Because this project has been on the books and hasn't changed much, so you said the commercial capacity hasn't increased and the number of residential units hasn't increased. Are we hearing that fire and rescue has been doing their level of service, not incorporating approved plans that have been approved? And now we're going to put it on the applicant. Because they should have been incorporating these units in this commercial space in the plan, the overall plan, especially since this project had proffers all along to go towards Station 14. That was very intentional, because once again, I was there, I was a Supervisor, and Station 14 is also in the Garrisonville District. So, two things that I very explicitly asked for: money for Station 14, school money, and transportation dollars. Those were very specific. So, I'm trying to understand why now we're saying they haven't really changed any of their capacity needs or the footprint overall, but we want them to go from the station that they've been on the books of supporting since 2015 to now go to this new model. See what I'm saying there?

Mr. Apicella: Mr. Zuraf, can you chime in?

Mr. Apicella: Can you go back to that previous slide? So help me, help us understand, this is pre getting the revised proffers, just so we're all on the same page. When you have the first bullet and it says address concerns about 317 townhomes option 2 GDP and amenities, what are you saying?

Mr. Sadiq: The GDP that has been provided — the option 2 GDP — they are showing only 134 units in that, while the proffer language is kind of like it's fully flexible. There's full flexibility to the applicant, and they can convert the entire 317 units to townhouses. That is the unclear part that we already asked and discussed with the applicant — to make a cap ceiling for those townhouses and bring those adjustments and those revisions to the GDP and the proffers so we can know and understand the impacts in terms of the accessibility, the public facilities, and the overall concept of this project.

Mr. Apicella: So, if I understand what you're saying, again, pre-evaluating the new proffers that we just got, there's a disconnect between the proffers and the option to GDP. Okay, other questions for staff? Please go ahead, Ms. Sellers.

Ms. Sellers: Does this proffer amendment add any additional units?

Mr. Sadiq: No, the cap ceiling is still 453.

Ms. Sellers: Still 453. So the same that it was in 2015. Does this application create any new commercial space above and beyond the 2015 application?

Mr. Sadiq: No, the cap ceiling — 500,000 commercial space — is the same.

Ms. Sellers: So, that's the same. Okay.

Mr. Sadiq: Only thing is the type of residential unit is different; that's kind of driving the entire discussion, right?

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Ms. Sellers: Yes, I understand that. And when did fire station 15 come into the capital improvement program?

Mr. Sadiq: That's something I don't know in detail, but right now I think they're still collecting budgets for that.

Ms. Sellers: Because when this was approved, we were doing the design of Station 14, which is there off of — whatever road that is — down by the McDonald's and North Stafford High School, and that's what they were contributing to is Station 14. So, am I understanding that simply because our capital improvement program has added an additional fire station that now, we're assuming that they have to contribute to the new fire station, when these proffers could be used to pay down the debt service of Station 14, which still exists. So, I'm not understanding that piece, when we still have debt service on Station 14 and they were approved under the Station 14 capital improvement program.

Mr. Sadiq: The point is, part of the discussion and the information we collected from the fire protection team, they say right now the level of service in the Station 14 is below the standard capacity.

Ms. Sellers: But did Station 14 incorporate this? Because this project has been on the books and hasn't changed much, so you said the commercial capacity hasn't increased and the number of residential units hasn't increased. Are we hearing that fire and rescue has been doing their level of service, not incorporating approved plans that have been approved? And now we're going to put it on the applicant. Because they should have been incorporating these units in this commercial space in the plan, the overall plan, especially since this project had proffers all along to go towards station 14. That was very intentional, because once again, I was there, I was a Supervisor, and Station 14 is also in the Garrisonville District. So, two things that I very explicitly asked for: money for Station 14, school money, and transportation dollars. Those were very specific. So, I'm trying to understand why now we're saying they haven't really changed any of their capacity needs or the footprint overall, but we want them to go from the station that they've been on the books of supporting since 2015 to now go to this new model. See what I'm saying there?

Mr. Apicella: Mr. Zuraf, can you chime in?

Mr. Zuraf: Yeah, for the purposes of just evaluating the proffer and doing the proper analysis, fire and rescue does identify what the existing needs are with what's on the ground and what's developed, definitely. And so that doesn't necessarily take into account what's going to be coming, or what may happen in the future. They're looking at existing deficits that might be in place. Definitely, the Commission can take into fact, take into consideration, that this project already has dedicated proffers, which will help to contribute to mitigating, potentially, fire and rescue.

Ms. Sellers: One more thing, again, just being familiar with this: if we go back to this time period, the School Board around this time pulled all of their schools out of the CIP. They didn't want to be held to locations in the CIP, and it was around this time that they pulled all of their schools out of the CIP. And that could be why there's not money dedicated to specific schools, and we can go check the date, but that would be a School Board issue, that they didn't want to be held to what was in the capital improvement program, and they pulled it out. And so, it made it very difficult for the Board of

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Supervisors to then go and collect proffers and ask for proffers for specific school sites when they pulled them out. And so now we're seeing that, that's why we have to do this review here after this, because the school's not in the Comp Plan, it's not in the CIP, so now we have to do a Comprehensive Plan review. So again, is that a problem of the applicant, who's been on the books since 2015, or is that a County and a School Board issue? I mean, you don't have to answer it. I'm just putting it out there. It sounds like the applicant didn't think all these things through, or we didn't think these things through, but there were things at that time that were discussed and being considered. When it comes to the schools, I will put it out there that the School Board themselves pulled their entire improvement program from the County's capital improvement program because they didn't want to be held to the County's timeline. They wanted to be able to decide on their own. And so here we are today, where we're trying to get proffers and the state law says you're supposed to tie it to projects. The School Board did not want to be held to our CIP. So, if there are not enough school proffers, it's not a Board of Supervisors or applicant issue — it is a School Board issue. There you go; I'll leave that alone.

Mr. Apicella: But what you said earlier is that townhomes increase the population. So it's a much higher density overall. So, when you replace one multi-family unit apartment with one townhome, that's going to increase the population. And then you multiply that by the number of townhomes that are going to be on this parcel.

Mr. Sadiq: Yes, the student generation rate is different for each type of residential that you're building.

Mr. Apicella: Right, but a student still might need fire and rescue services, right? So, again, when you increase the population, you're changing the dynamics associated with this project.

Mr. Sadiq: Exactly.

Mr. Apicella: So, let me — if the applicant were to — I heard one of your concerns is not knowing the final amount of townhomes. If the applicant comes forward and provides us some number, some target number, that would help alleviate at least some of the concern that you have with the uncertainty about this project.

Mr. Sadiq: Yeah, I mean, that is the first step because later on we need to see the revised GDP and the potential impact. Part of that revision, and the entire review team should go through that associated with the proffers and see what the situation is, and make sure that everything is properly addressed and mitigated.

Mr. Apicella: So, if I had to categorize the two biggest issues — again, there are some other issues that you mentioned — it's the number of townhome units, and the second issue is the proffers, and to the extent to which they do or do not mitigate the impacts.

Mr. Sadiq: Yeah, those are the two biggest.

Mr. Apicella: Well, stormwater, how would that be dealt with if it's not nailed down right now, Mr. Zuraf?

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Mr. Zuraf: Yeah, you know, stormwater — the environmental staff, they'd like to see how that gets handled up front through the rezoning. But, in the end, it's not a specific requirement that has to be specifically shown on a GDP. But in the end, when it gets to the point of having to submit a, you know, then when they go through the site plan process, there are definite stormwater management requirements that they have to meet. So, it eventually will get addressed. They'd like to see some of the information up front, and that's why those comments were made.

Mr. Apicella: All right, thank you. Other questions. Ms. Barnes?

Ms. Barnes: I just want to go over the phasing and just to make sure, because the phasing is something that's kind of on the back side, in the past. Is the phasing the same here as far as building commercial before any occupancy permit? Was it reduced from 200 to 150?

Mr. Sadiq: Yeah, the phasing chart they have provided — the phasing chart that has been provided as part of the proffer — they mention that up to 260 residential multifamily units could be built after the commercial square footage reaches between 150,000 and 250,000 square feet. At that range, they can build up to 260 units, and the remaining portions — the 57 to reach to 317 — that will go up after the 250,000 square feet plus.

Ms. Barnes: Okay, so no matter what, we're going to have at least 150,000 square feet of commercial space first. By commercial space, what does that mean? Does it mean an empty shell? Does it mean a business up and running? Or does it mean someone signed a contract and said, "We're going to open up all these things that we want here?" What does that mean?

Mr. Sadiq: That's something I will defer to the applicants to detail out, what do you mean by the commercial space.

Ms. Barnes: Okay, that was it. That's all I have for now. Thank you.

Mr. Apicella: Ms. Caudill?

Ms. Caudill: I'm going to piggyback a little bit off Commissioner Barnes. What assurances do we have that it's actually going to be built — the retail and commercial square footage? What assurances do we have, besides the proffers, that it's going to be built? Or are we going to see this two years from now again, and this is going to be changed and less retail commercial square footage?

Mr. Sadiq: That's something I think the applicant will detail out, exactly what is their intention? But part of the proffer and GDP, they are just mentioning the 500,000 square feet of commercial space. And the location of these commercial buildings along these three GDPs are slightly different, along the Garrisonville Road and also inside the property, they are slightly different — the layout, the location, and even the size are different.

Ms. Caudill: Okay. All right. And then my next question is why were the road improvement triggers relaxed, like the signal timing, lane construction, and Highpointe connection? Do you know? Why they

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are more relaxed in these proffers? But didn't it talk about the signaling being delayed in the new proffers?

Mr. Sadiq: I think there have been — right now, there are some comments from our transportation from the CIP project, and they already asked the applicant to detail out how these proffers are going to be implemented and address the existing issues you're having here. The major part is about the transit stop, because the location is being shown inside the property, and the routing of the Fredericksburg transit is not coming to the property. It's along the Garrisonville, going to the south, going to the west. So, they have to come inside the property and go down, get a U-turn, and come back to Garrisonville Road and continue. That is one of the major points.

Mr. Apicella: Is there a bus stop anywhere near that area at this point, or this would be a new bus stop?

Mr. Sadiq: There is a bus stop close to Dougherty Lane, but it's along Garrisonville Road, not inside the property.

Mr. Apicella: No, and where is that in relationship to the parcel?

Mr. Sadiq: To the parcel? Let me bring the GDP. The GDP shows the bus stop — the transit stop — that blue color that is showing there to the west, and there is no exit. If the bus comes here, there is no exit; it should go all the way to Boulevard Point and get a U-turn and come back to get aligned with Garrisonville Road.

Mr. Apicella: I'm just — obviously, Ms. Sellers is going to be more familiar with this area than I am, but if they put a bus stop anywhere, where is it? If they moved it along Garrisonville Road, where is the next bus stop in relation to somewhere along the Garrisonville Road portion of where this project is?

Mr. Sadiq: It is to the west.

Mr. Apicella: I know, but how far today? Can somebody walk to it, or is it too far to walk? I'm just trying to understand, even if there's a utility, having a bus stop there.

Mr. Sadiq: I don't know exact number in terms of distance, but it's not that much far.

Mr. Apicella: Okay. All right, please go ahead, Ms. Caudill.

Ms. Caudill: And then my last question. Thank you. What about the County pond? So, we talk about that and the relocation of it. What is the plan for that and then the ongoing maintenance for it?

Mr. Sadiq: I believe the applicant will detail out in terms of their intention how they are going to do that. But I believe that pond is going to be there, and in terms of maintenance, I think the applicant will take care of that.

Ms. Caudill: Thank you.

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Mr. Sadiq: But still I would defer to the applicant to make sure that is the intention.

Mr. Apicella: Mr. Shelton?

Mr. Shelton: I have a question on the fire apparatus, turning around on the dead ends. Have we reached any decision on how to correct that? You know, apparatus is a minimum of roughly 30 feet long; the aerial apparatus is 45 feet long; and a dead end, you can't turn it around.

Mr. Sadiq: Yeah, the point is, if you look at the GDP right now, there is no area shown for that turnaround. So, the overall recommendation from the reviewer is to change the layout — either make the length less to not reach to that limit, or even change the layout in terms of the location of these townhouses to give us that turnaround.

Mr. Apicella: So, while that's up — again, you said there's 134 townhouses displayed on this GDP. So, the more townhouses that they add to the project, the more the layout has to change, right? Because they've obviously got to put them somewhere. So that's going to change potentially the road alignment, the number of vehicles per day. A lot. It'll definitely have to significantly change.

Mr. Sadiq: That's why I mentioned, like, if they are going to change the number of townhouses, especially if they are increasing it, then we have to see it here in the GDP, where they are going to be located and how the overall impact has been mitigated.

Mr. Apicella: Please go ahead, Ms. Evans.

Ms. Evans: Hi, how are you? I just have two questions. It says the proposed proffers include two studies, the water distribution study and the sewer distribution study. This may be too early, but has that been completed?

Mr. Sadiq: It is still there. In terms of completion, I would refer to the applicant because I don't know the current status of those studies.

Ms. Evans: Okay, and then my next question is, it also talks about there are open comments from the stormwater management? Do we have those open comments?

Mr. Sadiq: Yeah, there are still open comments, mainly about the stormwater management facility for the townhouses portion, because right now there is nothing shown.

Ms. Evans: Right, I guess I want to see like what they are saying, like where are the comments?

Mr. Sadiq: Yeah, the applicant will get —

Ms. Evans: Well it says, “However, there are open comments from stormwater...”

Mr. Apicella: Yeah, I think though the point is, so there's an original version of the GDP, which has a stormwater pond on it.

Mr. Sadiq: Right, but there's no townhouses there.

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Mr. Apicella: Yeah, I'm just kind of going through the layout. Then there's option one, which also has a stormwater pond, but in GDP option number two, there's no stormwater pond. So, that's what they're saying. They need to know where they're going to put the stormwater pond because it's not displayed on the GDP, even though it's a requirement.

Ms. Caudill: So, they do have to put it someplace. I mean, it's a requirement — they're not just going to be able to say, “Sorry, no stormwater management.” They have to provide it, and so the problem is just where.

Mr. Sadiq: Oh the access, the location is going to be connected with the townhouse.

Ms. Caudill: Yeah, that seems like a pretty big unanswered question right there.

Ms. Evans: I guess that's what I was getting at. Yeah, this is not answered.

Mr. Apicella: That being said, I'm going to go back to what Mr. Zuraf said. At some point, at the latest juncture, they'd have to show it on the site plan, which again could further change how — even if they had a GDP that showed more townhomes, this amount of townhomes or some additional amount of townhomes, it could drive additional changes once they actually figure out where that location is.

Mr. Zuraf: Yes, they do have to address that.

Mr. Apicella: Other questions?

Ms. Evans: Thank you.

Mr. Apicella: All right. Thank you, Mr. Sadiq. Would the applicant like to come forward?

Mr. Leming: Good evening, Mr. Chairman and Mr. Vice Chairman, and members of the Planning Commission, Mr. Zuraf, Ms. Lucian. What I'd like to do, you all have been talking about probably two or three percent of the overall historical issues with this project from beginning to where we are now. So I'd like to give you a little more detail. Some of you know this. Mr. Apicella was here when you came through, of course, Ms. Sellers was here. I don't think you were on the Planning Commission in 2015; I mean, I don't think any of the rest of you were. So in 2015, the Pence Group, who are the developers — I think probably most of you know — Stafford Marketplace, which was completed over 20 years ago, it was a by-right development. It included a large residential component, what is now Woodstream. There were no cash proffers. It was built out, Woodstream was spun off. Stafford Marketplace, still an extremely viable shopping center, has made millions and millions and millions of dollars for this County — 10, 15, 20 times more than what would be necessary to compensate for any cost of those Woodstream townhouses, which had no cash proffers, because all of that was already zoned. So move forward 15 years from the completion of that. The slip lane that you use when you get off I-95 to come onto Garrisonville Road was constructed by the Pence Group — their idea, their construction, they did it, no proffer. So this is a top-flight developer who normally operates in Northern Virginia. Dulles Expo Center, any number of shopping developments up here — I believe this is as far south as you come, right? So, okay, other states. But as far south as they've come in Virginia. So, 2015 and the

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years leading up to that, they looked at this piece of property on 610, which was then owned by Ebenezer Methodist Church. And that was, it was given to them, it was bequeathed to the church by the Clough sisters, who wanted the church built there. The new church, as most of you know, Ebenezer Church, went back off of Embury Mill Road; it's a very beautiful facility back there. So the Pences purchased this; this is the endowment of Ebenezer Church, and purchased this for this development. Now, we went forward. The Stafford Marketplace had conventional zoning, but the new sexy zoning district at that time was the PT & D district. Now, the problems with Aquia Town Center had not quite yet materialized, so that was the way to go. Why was it the way to go? Because it gave you all of this incredible flexibility, where you wouldn't have to go back through the entire process to make changes as market demands arose and other issues came up that necessitated changes onsite. Well, that didn't happen, and the reason that it didn't happen is because by the time they got to the application, things had gone sour at Aquia Town Center. So the Board of Supervisors added a new provision to the Zoning Ordinance saying that for PT & D zoning, you had to proffer your GDP effectively, and that's why we've been back a few times. Now, so zoning in 2015 — in 2015, we did what was expected at that time: a fiscal impact study showing all of the funds that would be the fiscal impact of this, the extremely positive physical impact on the County, and numerous, numerous road improvements. The County was widening 610 at that point in time, and rather than have them go ahead — they weren't quite ready to go yet — but rather than have that go ahead, the Pences worked with VDOT and the County to make all these curb cuts and construct 610 so that things wouldn't have to be redone when they got going with the development. So what you see out there was to accommodate Stafford Marketplace, and they did that, they did all that, and all the tie-ins. They're on the hook for signals; you see a number of road improvements that are deleted here now because they're done, they were done way back then. They're offsite road improvements; not everything that was done on 610 was directly related to the project itself. The turn lane that you see down on 610, coming on the Eustace Road, was a Pence construction. And then, of course, Highpointe, the extension from Mine Road all the way over to 610, is solely on them. I asked Mr. Pence what he thought it would cost. Well back then, about two million dollars, no more, significantly more now. So that is the context in which this was negotiated. That's why cash proffers were not a big deal back then, because of all of the income that was going to be produced through this type of development, and it was the in thing — the mix, the town center kind of concept. Now, why isn't it there? So, a bit more history. It was zoned in 2015, there was an adjustment to the GDP in 2016 that became what's called now “option 1.” So there's the original GDP and option 1. Basically — and Mr. Apicella was very involved in those negotiations — and the Pences wanted the flexibility to do basically everything in between those two, and Planning Commission, the Board said, “No, you do this one or that one.” So that's where it ended. Now, since that time, what's happened? We have had a site plan application in for eight years, eight years now. It's not approved. Why is it not approved? Well, in 2018, we were advised by County staff that the stormwater plan that had been approved and DEQ permits had been obtained was not correct, and we had to completely redo it. We had to go back through the whole process again, get new DEQ permits. It took over two years to get through that process. Along came COVID after that point in time. So that brings us into the more modern era. The site plan is still pending. There have been numerous meetings with staff. There have been representations that we'll do this, this, this, and we're done, only to find that there are more comments. So the bottom line, the site plan exercise — this would have been much further along, but the site plan exercise has been very frustrating for the Pences. Now let's cut to the present. Why are we here talking about townhouses? They weren't something that was discussed; they weren't something that anybody ever really brought up. In fact, townhouses were not so much favored by the County back in 2015, pre Embury Mill. So when there was a matter before you in 2024, a conditional use permit for Raising Caines, and in the Board discussion, Mr. Pence has a detailed description of what happened, but let me suffice it to say, the Board of

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Supervisors and Mr. Pence got to talking about the possibility of townhouses and swapping out apartments for townhouses, and off we went. So that was to be the sole objective of this, and that was very well received. So that was the objective of this exercise. Now, how many townhouses? You know, these are market decisions. The Pences have been working and have builders extremely interested in doing townhouses, but they also have a shopping center to build, and they also have a balancing to do in an uncertain market. So, understand the tension that's going on here. As a developer, and a very good developer, the Pences want as much flexibility as they possibly can have to move forward with a project that's going to work. At Stafford Marketplace, they had that because there were no zoning, the by-right development, but that's what they did, they had that flexibility. So they were looking for something like that here. Of course, this was a rezoning, so it was a somewhat different kettle of fish. So we had hoped initially that the townhouses could be effected with what the County calls a "minor proffer amendment," which doesn't have nearly as many bells and whistles as a proffer amendment. But think about the concept, proffer amendment. And the zoning's here, it's in place, they can go off and do that now. At some point you may say, "Go do that, just do that." But, you know, what they had was the narrow carve out — the addition of townhouses — and that was the only thing that they were seeking to do here. Now, it has gotten complicated, and we've gotten into a last-minute situation here, because after October, the Board of Supervisors doesn't meet for two months, and we don't know exactly what the Board is going to look like after the first of the year. So we got to hustling around. This was filed in December; it took three months for this application to get going because there was substantial confusion about who the communication should be with. I filed it. I only finally learned that there was some feedback from one of the engineers who had managed to get back to the Pences and say, "I got this from the County." So it took three months to get all that squared away before we could even get a review started. Now, there have been meetings with staff. There was a big one in the summer. We think we will work through issues that are going to get some answers, but that doesn't materialize. So here we are at the last minute, trying to deal with this that we think the Board of Supervisors wants to see for this project. And as you know, there are a number of issues. Part of this is solely attributable to the fact, to the way in which this has unfolded, and how long it took to get started, how long it's taken to get through the process to get to you. I mean, we really had to push significantly just to get before you all this evening, but that's where we are. Now, having said all that, the main thing I'm trying to do is to help you understand that this is simply not a developer coming to you saying, "You know, we want to go in a completely different direction, you know, just let us go and do our thing." So we're here to try to work with you on the issues that have been identified, and I'm very grateful to some of you who have talked with us and met with us and tried to work through some of the issues that staff has identified. And quite frankly, we were surprised. We knew about the proffer issue, but we were quite surprised at other issues that were identified here. So what I would like to do is to move into a discussion of the issues that have been identified, and that were — that Mr. Apicella, I think, is the one that articulated what the primary ones were. Now, the first one, I think, probably is best expressed: what is it that this is going to look like? You know, how many — the residential portion, that is — how many townhouses are there going to be, where are they going to be, are the things there that they need to accommodate the townhouses? So we showed a townhouse area; we haven't gone much further than that. And from the developers' standpoint, the objective, again, has been to try to retain as much flexibility as possible to make adjustments as market demands come up. So what we did was to look at — we heard, this issue really just materialized this week, and so what we've done is to go back and look at how we can give you some more definiteness, because what we heard is that there were more than one Commissioner concerned about, "Okay, what is this going to look like, and how many townhouses, how far is it going to go?" Because when we started the week, we basically could have done anything between the original apartments and the townhouses — any mixture, match up, okay. Now, there was some phasing related to the apartments, but we've made

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some changes and some more changes today. I think I understand from Ramin that they've handed out a few additional proper changes that we made today. So, how do we resolve it? Something else you should know is that the Pencs and their holding company also own the parcel immediately to the west. It's called — we call it the Knight property. Joe Knight, the realtor in the area, owned it, but it is 13, 15 acres, and at some point the Pencs plan to come before you for a rezoning of that property, and that would be added to this land bay. So one thing we looked at is, okay, is there some way to incorporate that going down the road? But the place we got stuck was this: That requires another rezoning, another discretionary approval by the County, and we don't know what the Board of Supervisors is going to look like, at least exactly, after the first of the year. I mean, there is a contested race for the district in which this property is located, and one other, at least one other contested. I don't know whether Mr. English has an opponent or not yet, but, you know, so two other contested, two opponents. Okay, that's usually good. So at least, you know, some other contested races in the County. So what we did was this, and if I could get you to look at the — and we'll talk about any of the proffers that you want to — but if you would look at the ones that were, I think, handed out to—and if any of you don't have them, we have more copies. But, I mean, this is so hot off the press, I can hardly touch it. But what we did here was to come up with a different approach. And what we heard is, "Okay, you need some more definition on what the townhome/townhouse community is going to be." So what we did was to proffer that there will be a minimum of 150 townhomes, and that is, if you look at sub B, where it says at number two, "Not less than 150 of the residential units shall be townhouse units." Now, let me do a little bit of math for you now. So, I mean, that is coming, and that's pretty close to what is shown on the GDP, so hopefully that helps to hold down some of the related issues on the GDP, like turnaround and stuff like that.

Recall also that there are 136 units, apartments, over commercial. Now, this was a very important thing early on — the T & D look, mixing the commercial and the residential — so that is all still there, that's in place, that hasn't been touched. Now, that leaves, with a cap of 453 units, that leaves 317 units. So what we now know, and what we back into here, is that there—of those 317 remaining units, there will be at least 150 townhouses, okay? That's the "at least," you have that townhouse community coming. Now, what that leaves — let's see, if I do my math, there's 160-some apartments that could be built. That doesn't mean that they will, but, you know, that's the way the math works out, that could happen. Now, there is still the possibility — we just don't want to put it in the proffer here — there is the possibility that when the Knight property goes forward, that there will be some rearranging, because that will open up a significant new land bay, you know, for commercial and/or residential. So that's what we did to try to give us at least some more definiteness as to what's coming now, a minimum. We didn't say a maximum, so there could be more towns, but this has been pointed out to us by some of you. If you're looking at the whole 317 units extra over and above the 136, we don't, there's probably not room on the 40 acres to do 317 townhouses, so something else is likely to happen, either combining with another land bay in the future, and the Pencs also committed, if they go that way, to staying within the parameters that they're now working. So that is where we ended up on that issue, and our hope is that that provides enough definition to help you be more comfortable that there really are townhouses coming. Now, in addition to that, we did build in some phasing for both the multi-family units and the townhouses. If you look down at phasing — this is C — you'll see that there's still a proffer here that indicates that in order to move beyond, go any further with the apartment units, commercial space should be, construction has to be completed on the 150,000 square feet of non-residential uses on the property. So that is part of the original proffer that stays, and I heard some of you discussing that at some point just a few moments ago. Now, in this one —

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Ms. Barnes: So I mean, I just want to ask this question now, and if you want to discuss it later that's fine, but what does that mean? And that's what I want to know — will be built or will be, when you say 150 000 square feet of commercial space what does that mean? Is it a shell, is it a business?

Mr. Leming: Well, I heard you ask that question the first time. And so, you know, now that you posed it to me, “Shall be issued no more until construction has been completed.” That's pretty definite. Construction has been completed. So I mean, that means you've got to have a building, which means they've got an outlay. Does it mean necessarily, from a narrow standpoint, is there going to be a tenant in it? Perhaps not, but it's got to be there.

Ms. Barnes: It'll be tenant ready.

Mr. Leming: Yes, it will be tenant ready. Yes, it'll be completed, so I think that's pretty definitive. But I made a note of that when you asked your question earlier. Okay, now if you look down below in the next paragraph, “No building permits for any townhouse units on the property will be pulled,” technical term there, pulled, “by the applicant until construction is underway for at least two of the commercial pad sites right on Garrisonville Road.” So we're trying to tie the townhouses to something too, and we do have — we have one, still one viable when you did the Raising Canes CUP; Starbucks is still open and viable, too, in the other CUP, so we do have a couple. But what this requires is that those be under construction before we can even pull a building permit for the townhouses. So, you know, trying to keep the mix here. I will tell you that when we came through this the first time, because of the work the Pencses did at Stafford Marketplace, there wasn't a whole lot of concern about this phasing, but there is some built in here. And the Pencses, you should know, are primarily — I mean, very close to completely — commercial developers; that's what they do, they do commercial development. So, I mean, that's their thing. But somehow, they thought this would be a nice idea to do this mixed use one. So, that is, those are the changes that we've made with regard to trying to better define the new residential area here that will feature the townhouses, and put some sort of parameters on that, and also to give you some additional phasing related to the town center.

Mr. Apicella: So, I'm still a little confused because when I do the math, 150 plus 136 equals 286. We still don't know what's going to happen with the — that leaves 167.

Mr. Leming: Yeah, that's the number I was looking for a moment ago.

Mr. Apicella: Yes, even I could do that math. With a calculator.

Mr. Leming: I had it earlier this afternoon, but those two can go one way; they can still go one way or another. But the progress that we've made — let me phrase it that way — is that, you know, two days ago we could go all the way one way or all the way the other way. So we're trying to bring that closer together, and that was the number they came up with, for a couple of reasons. And as I say, we did look to see if there was something we could come up with about future expansion and future plans when, you know, by necessity all of this gets re-evaluated. But that was too chancy, just politically. And developers are extremely cautious people, and the more cautious they are, generally the more successful they are. So that's where we ended up there, because the Pencses believed that was as far as they could go with that right now given what they know. So that's where it ended up.

Mr. Apicella: What's that now? 167.

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Mr. Leming: Yeah, but you're right that it does leave the 167 in the middle that can go one way or another. But it was 317 in the middle, so.

Mr. Apicella: Again, that's still a wide range of what could potentially happen on this parcel.

Mr. Leming: Well they're — well yes, but they're just, as far as residential development, there's two things that can happen: I'm either going to be apartments or townhouses.

Mr. Apicella: Right, but what they are again significantly impacts the layout of the parcel, which is what staff's primary concern is because they don't know what this end product is going to look like.

Mr. Leming: Well, you know one reason we did the 150 is because it really is pretty close to being able to accommodate that on the area we've shown for it. And at some level, we stop making such changes. Remember, this is a proffered GDP, so at some level, I think the County has an additional layer of control if, all of a sudden, another 15 acres goes another way.

Mr. Apicella: Yeah, but that — there's a proffered GDP, and there are proffers, and there's still that disconnect between the two products. So, I'm not quite sure; I guess I'd have to ask the attorney at the end of the day, which takes precedence?

Mr. Leming: Well, if — please opine.

Ms. Lucian: Can you repeat the question, please?

Mr. Apicella: There's a proffer GDP that says one thing, and in fact, it's — that proffer GDP, it still doesn't reflect this number; it's a slightly smaller number, 134. So, absent that disconnect, there's a difference between what's in the proffers, what was provided prior to this meeting and now, versus that GDP. So, if that disconnect still exists down the road, which takes precedence?

Ms. Lucian: Are you asking if there's a disconnect between the GDP language?

Mr. Apicella: No — yeah, there's definitely a disconnect between the proffer language and the GDP.

Ms. Lucian: I don't think there's a clear answer to that. I would have to look into it.

Ms. Sellers: Mr. Chairman, there's also this potential that they don't build to the full capacity. Embury Mill has not built to their full capacity, and they have done this and gone in and changed it numerous times.

Mr. Apicella: There's just as much a possibility that they could build to the full capacity. We don't know.

Ms. Sellers: They'd have to come back to do that.

Mr. Apicella: No, that's not true. Again, the proffers say one thing, which gives them a maximum of 453: 200 and 150, well 150 up to 100 — no less than 150 townhomes, no less than 136 apartments above;

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that's a total of 286, with a delta of 167. Again, we don't know what that is, but they still have the ability to build up to 453, and that delta of 167 could either be apartments, townhomes, or a combination of the two.

Ms. Sellers: Or none at all.

Mr. Apicella: Yeah, well, that's — you don't plan with not knowing. That's not good planning practices.

Let me give you a resolution. Ms. Lucian can advise you, after she's done her research, but I'll tell you the way I would do something like that. If the County came to my client, to me, or otherwise, and said, "Wait a minute here, you know, this is not on your GDP here, or this area is not on your GDP here, and this is the GDP that you're implementing, and you have to comply with that or change it." I would tell — notwithstanding it says, you have a potential to do it, but still, you've got this GDP — in that event, I would not want to be the one going back to the County and saying, "Oh no, we're going to do it our numbers, right? We're going to stick with it," because I think the County would be in a strong position there to say, "Wait a minute, you don't have that much flexibility here; here's what you told us, here's what you proffered, there's the picture." And because you do require that the GDP be proffered now for the PT & D development, so we relied on it, and that's what we thought. So, you know, now, is it that simple? No, but also, all I can tell you is I would not want to be in the position of having a client direct me, "No, go straighten that out, we get to do this rather than that," because I think there'd be an uphill battle, and it would go on forever.

Mr. Apicella: So, I'm going to ask our attorney a question. Maybe this is standard language, and it might not have any bearing on the outcome here or the two disconnects, but there's a statement at the end of the first paragraph of the proposed proffers. It says, "The proffer condition set forth below shall be deemed accepted by the Board upon approval of this amendment."

Mr. Jeff Pence: That's in all of my proffers.

Ms. Lucian: I think that's pretty common.

Mr. Apicella: Right, but that doesn't — that doesn't clarify the issue.

Ms. Lucian: No. No.

Mr. Leming: In any case, is the issue that was put to us: How can we come up with more definition for what you wanted to do? That was the way we tried to address that, rather than simply, as it was a few days ago, it being completely open. So, you know, I wish there were a way that we could get closer on that so that you felt comfortable with it, but, you know, unless Mr. Pence wants to talk about another approach, then I think that's where we are right now. We can talk about that some more. I mean, we're here to answer your questions and then negotiate whatever we need to do. Okay, but let's talk about the cash proffers for a moment. There's history there also. As I indicated a moment ago, when this original application came in in 2015, it was not a concern. The reason for it, and certainly not the first time I've had a mixed-use development where this was the selling point, is that the commercial way more than offsets the impact of the residential. What are you worried about now? Why are you pressing this on

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the proffers as if this were a run-of-the-mill residential subdivision? Yes, then you would apply the proper guideline that would be appropriate, but that's not exactly what you have here now. So, that's point number one. Number two: And take into consideration all of the other things that are being done — the millions of dollars that have gone into transportation improvements. I mean, they have so overpaid their impact fees. They're also in the tax district for the 16th tax district too. So, anyway, there's a lot of money coming to the County, and the Pences have been paying real estate taxes going from A1 to PT & D for the last decade without seeing any return on any of that because of the delays with the site plan approvals. So, a lot of money that has already gone into this.

Now the other problem with the proffers is their changing nature, and I think we still have made a number of points. You know that the statute does say your proffers are to be based on your capital improvements. That is what Virginia law is now. We've gotten away from that; localities got away from that a few years ago, and the General Assembly yanked proffer authority. I'm not saying they're going to do that again, but, you know, then we got back, and it was pretty reasonable for a while. And now the numbers are really going up again; of course, the numbers for everything go up. But here's the problem that we encountered: We came in in December, we did the analysis, and it is one figure for — you know, we didn't give you proper categories because that's what had been done back in 2015, because the board had expressed a preference to have it open-ended and let them spend that money the way they wanted to spend it. So we did the same thing. But we did do the proper analysis in December, and if you're just focusing on schools and not the fire and rescue, we were on point or very close to it. So that's where we started, and now here we are eight months later and being told that, oh, well, it ought to be twice that high now because of something that's happened in the interim. But we did it; we went through the analysis the first time. I'm sorry, you don't know — you look like you want to say something, yes.

Ms. Barnes: Yeah, I have to work on my resting Commissioner face; you can tell what I want to do. Because something has changed, you said. Well, what has changed is we took it to townhouses, which — great, if they can build those townhouses and get those sold and get that development, I'll bring the hammer and lay the — but townhouses always have a lot more kids, and that's where I keep getting just stuck on that. It's intuitive to me: If you go from one type of housing to another, it's intuitive that there's going to be much more impact. And so, I know you said something has changed.

Mr. Leming: I think you're missing — I think you're missing one point, though. When we did the calculation in December, we didn't do it for apartments; we did it for the town, so that's what were coming in with. That was the analysis, but not the other one. So that's the number that's changed.

Mr. Apicella: Well, but still, that's your analysis; that's not the County's analysis. There is a big delta — a huge delta — between your analysis and the County's analysis. And that's true for any project, or project lags.

Mr. Leming: We used the County analysis in December, the same formula.

Mr. Jeff Pence: And so, Ariel, who did our analysis for us, he used the public data that was available at that time. You know, because I think we did — he probably did the report in September or October last year, and we submitted in December. Then, since that time, I guess the new CIP data was published. So, he used what was available at the time, and we put this together and submitted it. So that's what he's saying.

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Mr. Apicella: Right. But you just said the CIP changed, so, yeah, that's going to change the outcome. Things change over time.

Mr. Jeff Pence: I'm just saying we used what was available.

Mr. Apicella: I got that. But I'm saying nothing is stagnant in development, right? Things are constantly changing, so to hold us to what happened a year ago, without that new CIP, even though a new CIP has been published, it just — to me, that just doesn't make sense. We're going to want to, the bottom line is, from my vantage point, we should not be sticking taxpayers with the bill for development. And to the extent that we can find a reasonable amount to lessen that impact, I think that's part of our job. So, if the data has changed, it's incumbent upon us to use the most recent data, not data that happened a year ago. What's currently in front of us.

Ms. Sellers: Mr. Chairman, the statement that we're going to have the taxpayers pay for development is unfair, and we can go back, and I have no problem arguing this with you, just as I argued with my members of the Board of Supervisors at the time, that a rezoning application pays for itself. It is by-right development that does not pay for itself, and we can pull — we can pull the numbers — so it's not this district that's creating these problems for the taxpayers; it's other districts. And again, I have no problem pulling the numbers; we can go back. But, you know, there are things in this project that are novel. You know, this is mixed use — a true mixed use here in Stafford County — and at the time, and probably today, I'd still hear it: “It can't be done.” Well, I wanted to try it, and they're putting it together, and they put it on paper, and it seems pretty cool. We also had a quiet town center, and Regal closing; this was an opportunity to bring the movie theater and keep it here, and it didn't happen because of some administrative challenges and other challenges. But those were things that, at the time and still today, were novel. The other thing is, you know what's also changed is at that time, I was in my 20s. I'm not in my 20s anymore, but here I was in my 20s, looking for a place to live for somebody in their 20s. There were no places to live in North Stafford, and I talked about it all the time on the Board of Supervisors. And so this also provided that, and this continues to with these townhomes. And I would challenge the idea that the townhomes in Embury Mill create more children than other places, because I lived in a townhome, and I had one child, and my neighbors had no children. So, when you look at it, you have to take — you have to look at the whole product, the whole project, and not just look at it as, you know, in this big nebulous thing. It's not in the clouds; it's right here. We have — they're proffering it to look like a certain neighborhood, which is Emory Mill, or you can go up to, what, Stone Bridge in Prince William County. These are not creating hundreds of thousands of children; they're creating less than 100 or putting out less than 100. So, you know, to sit here and just beat this application up and make it seem like none of these things were discussed, that's inaccurate.

Mr. Apicella: We can get into a debate all night about the fiscal impact of —

Mr. Leming: May I suggest something?

Mr. Apicella: No, I'm not going to get into a debate. I'm just saying we can. It's not worth it.

Mr. Leming: Yeah, okay.

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Ms. Caudill: Can I just say one number? I just pulled up the Comp Plan, and you know our Comp Plan is our bible. I understand you want to take a more global look at what this, in totality, what this development is going to bring; but if I just go to our Comp Plan and look at just education, and look at the number that is in the Comp Plan 2021 — I was on that committee — it's \$33,471. So, residential development never pays for itself; it can't, it just doesn't. I know, and I think that this being a combination of residential and commercial is why we're so completely dead set on making sure that commercial builds, because we know that that's going to offset some of that. Nevertheless, I'm just going to pull that number; this is our Comp Plan. It says \$33,471, cost for townhouse by education level. Those are the facts, those are the numbers, right? You know, that's our Comp Plan.

Mr. Leming: Let me suggest this. I know — I think we let you know what our position is. We want this to be productive. So I mean, Mr. Apicella, you identified a couple issues that we'd like very much to try to work through. So, let me — would you like to say anything on these issues?

Mr. Pence: You're sure you're going to give me a microphone?

Mr. Leming: He's warning you, but let me bring up the chief negotiator here. And Mr. Shelton, I know you have an issue also, and we'll address that too, so don't think we have forgotten about it, okay? But, Mr. Pence, come on up, come on up. And maybe start with the first issue, the issue of the definiteness of the development, how they know what they're going to get.

Mr. Pence: How about if I start with — Mr. Chairman, Mr. Vice Chairman, members of the Commission, and others from Stafford County. I've been before various boards and commissions here before, I think starting back in maybe 2001 down the street. I've enjoyed almost all of those meetings and interactions, and they've all been productive and successful.

If I may, I'm going to jump around just a little bit. Excuse me, my name is Robert Pence. I live at 3030 K Street in Washington, D.C. I've lived in the Washington metropolitan area all my life. I raised my family, including the young master Jeff who just addressed you a moment ago, always here. Lived always here except for three years when, whatever anyone may think, when President Trump sent me to Finland to represent you as the United States ambassador. I take it seriously when I look at that flag and say and oath. My father taught me a number of things: You're the only person you got to look at yourself in the mirror in the morning; a man's only as good as his handshake; a piece of writing is not needed by someone whose word is good; and there is no document that's going to save you from someone whose word is not good. If I may jump around. Ma'am, if I may start with you, please. In no particular order, but you had expressed some concerns about some things. I'd like to try and resolve your opinion about a couple of things. I believe you had alluded to the dates being pushed back for Highpointe Road, the construction on Highpointe Road, and the light. I'll start with those two. The traffic light, that proffer is still the same. We've got to do it first thing. As a matter of fact, we received, I believe, yesterday — excuse me, wrong again, Monday — the approved plans for this, for the intersection lights. With respect to Highpointe Road, the existing proffer that has been from time almost in memorial here, we are not obligated to do that extension of Highpointe Road until we cross the threshold of 400,000 square feet of retail development in this plan. We've, in this proffer amendment, taken the high road. We said when we get to the first 50,000 feet, that road's going in. The County knows the site plan is in; in fact, it has that road on it. We spend a lot of time talking about where the street lights are going on it. And while

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we're talking about street lights, I'd like to add a moment of levity. During the eight years or so that this has been going on, we listened carefully to what the County wants to do and what the citizens want to do. Bus stops, the County first said, I don't have a plan up here. The County first said, "We want you to put a bus stop right there." We said, "Fine, we'll put it right there." A year or two or three later, the County said, "No, we don't want it there; we want to put it over there." Change the drawings again. Now we have the staff report that said we have to resolve where the bus stop's going to be. And so, I say with a very good nature to the staff, I mean, with a smile, "Will somebody in the County please just take a felt tip pen and put an X on the..." I can't say damn so I'm not going to say, "On the daggone plan." Put an X on the plan, and somebody initial and say, "Will you guys and ladies please put an initial, and that's where we'll put it." Just somebody please tell me, and so we can take it off and take it off of the list because it shouldn't be on the list. So, we're going to put it where you want it.

I've built over 35 commercial projects — seven in California, a couple in Carolina, one in Nevada, lots in Virginia. I believe there was a time when I was the only person slash company who had built shopping centers in Reston, in Burke, and in Columbia, Maryland. Maybe somebody else has done that. My point is, I'm used to dealing with governments and working out plans, because they're all planned communities. The first project I built was the Home Depot — what is now the Home Depot in Reston. It opened November 1st, 1977. It seems like just yesterday. So, the pond. Yes, we did a pond up front. We worked out a deal with the state and the County. It was put in. We made a very attractive deal to the government; I think they paid us \$32,000. The pond was put in as part of the road work, which we contributed because we didn't want to have to go back and rip up the curb and rip up the land. We put in new curb, new storm drainage; we take storm drains from across the street. The pond, we maintain. I believe you had a concern about the pond, what's going to happen to the pond. We have a signed and recorded agreement with Stafford County about just that issue. And if you would like, I'll make sure one of these ingenious lawyers back here will send that to you. You don't even have to go to the courthouse to get it. It's taken care of. I'm checking that one off. It's signed and recorded. Commissioner Barnes, I believe you alluded to the Comp Plan. I do believe the staff report — pardon my pointing — I do believe the staff report says this proposal is in conformity with the Comprehensive Plan. I hope that's an accurate quote; says something to that effect. Maybe I'm reading more into that than — he's smiling; I'm glad about that. We believe it is. I'm going to get back to the Knight property in just a moment. Mr. Chairman, I'm a serious student of the arts and literature and science and philosophy, and I agree with you in one instance, it could be this, it could be that. And later, you said, "Things change." They are the same thing. That is the hallmark of human existence, is change, is movement. And when movement and change stop, stasis sets in, and it's a death. And prudent fathers, mothers, whoever, commissioners, presidents, everybody. Well, Muhammad Ali said it very, very properly on when he was interviewed on "Lifestyles of the Rich and Famous" when somebody asked him about the house he bought from a certain person who didn't look like him. And he observed, "I'm just the trustee for the next guy." We are all trustees for the next guy, and the people who look to us for trust are the citizens who live in this County, and they want the best thing. They want to shop. We were stunned, I was stunned, they were stunned, when we were down at Stafford Marketplace tonight to see how many people were there at five o'clock, coming in and going out. Oh, and I thought back, I thought back because I remember when I drove by and looked at that property, I think in the fall 2001, when the guy in the white shirt called me and said, "I'm not going to play golf anymore — professional golf, thank you — anymore, can I come back and shopping centers?" I said, "Yes, but I'm going to school," and I went to a certain school in New Haven. I started when I was about whatever age I was. I just turned 80, and yeah, this opportunity down the street presented itself as Stafford Marketplace. Because I commuted every week, came down, looked at it. I said, "This is a

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marvelous place for a shopping center," and it's zoned. There was no stormwater management plan provision; we had to figure that out with our engineers. And I looked at the property, and I'll just say it, I've gotten pretty good since I started this marvelous life of mine, thanks to my parents, both of whom have [inaudible] died before I went in business. I've been all around the country and all around the world, but every place I go, I look and see about architecture and what goes. I don't mind saying that before we started this process, I was put in charge of building the new wing of the Kennedy Center. I spent four and a half years working on those plans and all the permutations and the border people and everything. I'm used to working with the government. And when we started down the street — bear with me while my extended digression on digression — when we started down the street, I looked at the property, and remember they had those hills and people riding their dirt bikes and disturbing the neighbors and whatnot, and I looked at the property and I think, this is a one gift, this gift that I've been given. I can look at a property, I can say, "Oh, I see a Target over there, and I see a Lowe's over there, and I see a Kohl's over there. No, they're in the wrong spot. These are the restaurants in my mind that we can build out front. This is how we're going to lay them out, this is where the trash things are going to be. I think we can do this." And you know, I think a little bit more than two years later, we did it. The one reason we did it is the first meeting we had down here, you may remember, we had a meeting in the County, and we had everybody: the water people, stormwater people, the roads, everybody. I think maybe there were at least 20 people in the meeting; might have been 30 people in the meeting. They all said what their concerns were, and we addressed them. They said, "Fine, thank you." Again, it was an unproffered site, and they said to me — someone said to me, "What do you want?" I said, "I don't want anything from any of you all. I want, when I file for a building permit, will you please review the drawings and give me the permit so I can get going?" And they all said to a person, "Yes," and that resulted in improvements to 610; it resulted in my going and finding a piece of property across the street, on the west side, and trading it for a piece of not-so-attractive property that VDOT owned. We went and we built a new commuter lot; we actually put lights on ours. We built the off ramp. We moved a million yards of dirt out of the right-of-way edge line of 95 so that the feds could ultimately widen the road. And by the way, we got a million yards of dirt from the government, so it was a very synergistic relationship. And so, I'm the same person now, older, that I was then, because this will be the last time in my life that I start to build a project by choice. It's their turn. So, I talked about Highpointe Road, I talked about the signal. It has not been delayed; it's going, and it's needed. We paid over two million bucks for all those turn lanes and whatnot and a lot of engineering, and we're proud of it. Bus stops, Garrisonville Road. We have a slight — well, I'm not going to talk about disagreements — I want to talk about agreements and moving forward. What are we going to build? I believe you, Ma'am, had a concern about what are we going to build, what retail we're going to build. Which is a big part of the issue, a big part of the reason that flexibility is needed, because there are unknown unknowns. If somebody comes in here and said, "We're going to build exactly this and nothing but this," you should spin around, tell them to go to McDonald's down the street or something. When we started here, we had two big restaurants out front, signed leases: Olive Garden and Longhorn. We had a signed lease with Regal for a 52,000-foot, 12-plex theater. The project was delayed and delayed and delayed, for a variety of reasons, let's just say that. Olive Garden said, "We can't wait any longer." Longhorn said, "We don't want to wait any longer." And because of the delays in getting things approved, it was very difficult, and finally, Regal said, "We're leaving." They ultimately, of course, went bankrupt, although they're back operating as having merged with someone. But that gets us to the day, because yesterday doesn't matter today, and tomorrow's not here yet, but we're going to plan — we're planning for tomorrow. So, I'm going to say something now that I said the other day: We have three principal big tenants we're dealing with now. They want to know

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when we get going, when we're going to get going. I'll tell you straightforward, there are a lot of tenants in this Mid-Atlantic area, in this country, who will want to come to Stafford County, and I'll be honest with you, they don't come because they've heard how tedious the process is. You can believe it or not believe it, but it's true, whether anyone believes it or not. My wife says sometimes, "You should give up sooner on things," and I say, "No, I'm not giving up. I'm not a fool." We have three principal large tenants we're dealing with: a 60,000-foot tenant, a 150,000-foot tenant, and an eight-plex, seven or eight-plex theater, depending upon whether they build an IMAX thing or what. And I'm not going to name them because they're not signed, and I would be out of order if I did. When I know the 60 can't go with the 150, when I know where we're going to put them, then I'll know what the site plan is going to look like. Anything before I know who the tenants are is speculation. So, what are we going to build out housing, townhouses? So, Reed Schuler sits right back there, who represents Lenar. We have a signed deal with them for all the townhouses that are on their current plan. If you like Lenar, if you like what they built in Embury Mill and lots of other places around this country, you got them — not me, but my son — the best, second biggest, I believe, home builder in the United States of America. That counts for something. You have experience with them; you know how they operate; you know the product that they build. The public, now, when we started this, there was a huge demand for apartments; by the way, there still is a huge demand for apartments here. The vacancy rate is probably one percent. The rates keep going up, as all your citizens, I'm sure, tell you weekly. But you can't finance them; it's too difficult, and they're not big enough chunks of ground to justify doing it. But townhouses — that's what I believe the main product that the citizens of this County want. Lots of single family; they want new townhouses, and that's what we're going to — the market's telling us what to do. We can't go tell the market what to do any more than you can tell Putin to get out of Ukraine. That's okay, too political, Bob? No, it's not. We're going to build something that's nice, no matter how high the water rises. But I must say, and I understand, Mr. Chairman, your concerns about what the costs are, but when we started, we got together with the Planning Commission and the Board, and we came to agreement with them. If that agreement and the previous proffers are unacceptable, you can all chalk it up to that Board and us, but it's not just us. And we've lived with it, and we've spent a lot of money. And by the way, Stafford Marketplace, by last count at the end of last week, has paid over \$29 million in real estate taxes to this County. And we, I believe, at a cost to the County of about four or five million dollars. You receive a million four, million five every year from down there, and I don't think you get much trouble from that. And yes, we went and built a stormwater pond. The pond — excuse me, the big one that's on the plan that was up there, the one that we have a signed deal for — is designed to take, the pond, the VDOT pond, and what flows into that. It's also designed, I should mention this, to take the Knight property, which is 13 acres on the other side of Highpointe Road, which we own in a separate entity. And we'll be back in sometime next year, and we've addressed this with a number of people about what we're going to do with it. We're going to know what we're going to do with it when we finish deciding what we're going to do with the big piece. And if we have room, or the possibility of having townhomes or another big retail tenant or whatever we're going to put over there, whatever the market justifies and people come along, because when we start going and building this project, they will come. Just like I remember in Loudoun County, I found the site for the mall for when I worked for Runner when I was a child in, ooh, 73. We build things nice down here; we're going to get more people, and success breeds success, and it's going to take time. But I have to say, this doesn't say "cornucopia" up here — a play on Judge Judy's. There's a limit to how much we're going to spend; we have a lot of money in this project. And I understand that there's some differences about what's in, what's out. We pay our fair share, and I would say we usually pay more than our fair share. We're not going to pay \$22,000 a unit here. Before that happens, we'll build

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the retail, and we'll wait, or we'll go make a deal with somebody for the apartments. You don't want that, I don't want it, but there will come a time that it will be here, and you'll get \$6,000 a unit. You don't want that, because time — there's a time value to money. Having money now is better than having it in ten more years or something. Just look at the amounts of how taxes have increased from the Stafford Marketplace. We've got them all at the table; we'll give you the table, if we haven't given it to you yet. Anyway, may I answer anybody's questions, please? Mr. Chairman, Mr. Vice Chairman, anybody?

Mr. Apicella: Questions for Mr. Pence?

Mr. Shelton: I have one question. I think we have a list of summary of conclusions of things that are outstanding. I, as an emergency manager and a retired fire chief, look at stuff along the lines of the fact that our apparatus today is one and a half times longer than they were 15 years ago. So, the issue that we have there with the dead-end streets, how are we going to accomplish that? What are you going to do to compromise that so that I can get a 27-foot pumper or a 45-foot aerial in that cul-de-sac?

Mr. Pence: Well, when I went before the United States Senate to be grilled, nobody voted against me, by the way. Thank you for that question, because I'm really interested in fire. I'm a founding member of the Gary Sinise Foundation. We were usually the first on the spot, whether it's a fire that kills a fireman in Loudoun County or when the hurricane hit in Santa Bella Island and Fort Myers, we were there. And we went in and we bought, for want of a better term, a rubberized, rubber-wheeled half-track, and we built it and we gave it to them. The answer to your question is, we're not going to end up with a dead-end street by the time we get done with the site plan — it's going to conform with everything it has to. There are lots of projects that have dead-end streets. I dare say, within two miles of this, you've probably got 20 dead-end streets. They're to be avoided if you can; we will have all the proper turning radius, we'll have all the trucks get in. I know the one thing as a builder that a developer is never going to fool around with, and that's a fire marshal. That isn't going to happen.

Mr. Shelton: You can't put the wet stuff on the red stuff; it don't go out.

Mr. Pence: I'm stopping because one of my grandchildren just watched a 16-year-old girl burn to death in a car. I interrupted your questioning, I think. I'm sorry. Did you have another question, sir?

Mr. Shelton: I'm just going to make a comment about the townhouses, and Mr. Leming is fully aware of that. I advocate residential sprinklers in every commodity that exists. I own a house, and I've owned it for 36 years. It's on a well, but my house is fully sprinkled. I save every year on reduced insurance premiums, so I encourage you to consider residential sprinkler protection.

Mr. Pence: And we will. As I say, we have a contract with Lenar. I live in Georgetown in a nice apartment, and it is sprinklered. And we save on — look, it's a life-saving thing — there's nothing more important than, well, saving lives where we can, and I agree with you, sir.

Mr. Shelton: Thanks for your consideration.

Mr. Apicella: So, I'm going to say this: I think everybody on this panel wants you to be successful, and we know how well-developed the Stafford Marketplace is for Stafford County and what it provides. The

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problem for us is, as mentioned by staff, when you do planning, you do it based on — I appreciate where you're coming from and needing flexibility — but from a planner's perspective, it's about certainty and predictability. And if — and I don't know of any other project in Stafford County, or quite frankly anywhere — where somebody's come into the County and said, "I can't tell you exactly what I'm going to do. I can't tell you exactly what the product's going to look like, but I need you to trust me that when we get past the rezoning, it's going to be great." Because you know what's going to happen if we allow that in Stafford County? Every single developer is going to want the same exact thing. They're not going to want to proffer a GDP they're going to tell us, "I'm going to do X number of this and maybe X number of that, and at the end of the day, it's going to be a great product." And I know it will be for you, but I have no idea it's going to be great for developer A, B, and C who comes in and wants the same treatment because we've allowed it here. And maybe that was what was planned for PT & D. The Board made a conscious decision at some point in time to change that philosophy — again, to provide certainty as to what the outcome will be. I don't care whether it's one townhome or 317 townhomes; the more the merrier. But I think it requires prudence on our part as planners to know what that number is going to be, and I don't know how to bridge the gap here, because I think you come part of the way. But 167, that's still a huge delta; we still have no idea what this product is going to look like. When I look at the proffer language, it's basically telling me there's four options: the original GDP, option one, option two — all of which are pretty concrete because we have a GDP — and then there's a hypothetical option four, which is a combination of all the others and maybe something else or something in between. And that's just not, in my opinion, a good business practice, at least from our vantage point. It might be what you need and want, but it's not how, in my opinion, planners do business. Mike, correct me if I'm wrong. Do we normally do this in Stafford County? Is it normally done in other localities to just kind of leave things open-ended and not know what the final GDP is going to look like with regard to residential development?

Mr. Zuraf: Mr. Chairman, I can't speak for how other localities operate on a regular basis, but, yeah, we do like to try to see, have something kind of narrowed down as to what is expected.

Mr. Apicella: And are we there, even with the revised proffers?

Mr. Zuraf: Probably not, not quite there yet.

Ms. Apicella: Go ahead, Ms. Barnes.

Ms. Barnes: Normally when we have a — and I know this is frustrating you because every time you come back, there are new faces — and Steven and Laura have been here, and they know much more about this, and I'm still getting to learn about it. But normally, when we have a project in front of us, from what I can tell in the last six years, the GDP is almost always proffered. I don't know that I remember a project where the GDP is not proffered. And I don't know — is that a problem? Is that not a problem? Since I'm not a planner, I don't know that.

Mr. Leming: Let me clarify what happened here. When the PT & D was set up, a GDP was not proffered because of all the other aspects of that particular ordinance. But after Aquia Town Center, the ordinance was changed. That's what happened. So, originally, it was not; we didn't have one in Aquia Town Center.

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Mr. Pence: But there are proffered GDPs in this project right now; there's no approval that we have that is not a proffered GDP.

Mr. Apicella: Sir, I beg to differ. I'm going to read you this language. There's one that's not proffered, okay?

Mr. Pence: Okay, then I'll be apologizing.

Mr. Apicella: "The original GDP — Option 1 GDP and Option 2 GDP — are distinct development plans, except the applicant may utilize all or any layouts shown within the Option 2 GDP in combination with, or in lieu of, the layout shown within the original GDP and/or Option 1 GDP, subject to the foregoing provisions of Proffer 1A through 5."

Mr. Pence: And how is that —?

Mr. Apicella: That leaves it quite open. It's the wild west. You can do whatever you want as long as you meet the ultimate number of 453. That's how I read that statement, and I'll just — I'm sorry, sir, to interrupt you — even Option 2 does not reflect the numbers consistent with the proffers that we had coming into this meeting, and certainly not the proffers that are changed tonight. And that's what I said earlier; there's a disconnect between the proffers, both the ones prior to this meeting and today, and the GDP.

Ms. Sellers: Were you not on the Planning Commission in 2015 and every year since?

Mr. Apicella: What's your point, Ms. Sellers?

Ms. Sellers: Have you brought this up at previous meetings?

Mr. Apicella: The GDP was proffered. In 2015, it was proffered; and in 2016, it was proffered. We have a new GDP, okay, that's being proffered as part of this package that is not consistent with the proffers. You need to read it, Ms. Sellers, if you haven't read it, because that's what it says.

Ms. Sellers: So then we say, we don't want townhomes here?

Mr. Apicella: I didn't say we didn't want townhomes; I just want to know what the end result is going to be. I'm not the only one saying it — our professional staff are saying it, because that's how we normally do business. Again, business people do things differently, but in government, certainty is important because, at the end of the day, we're trying to mitigate impacts. And we can't know exactly what those impacts are; we can't know where the roads are, and we can't know where the stormwater pond is going to be, although that can be at the end of the site plan. Sir, you can do whatever, but you can't know what this product is going to look like if we don't have a GDP that accurately reflects what this project is going to look like.

Mr. Pence: Sir, you just allow me — you just mentioned roads and the pond.

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Mr. Apicella: I just mentioned; I just mentioned some examples.

Mr. Pence: I didn't interrupt you.

Mr. Apicella: Sir, I've given you plenty of time to speak.

Mr. Pence: But I didn't interrupt you.

Mr. Apicella: I'll give you another minute, please.

Mr. Pence: I don't need another minute. We build quality things. If you don't want what we're going to build, what we propose to build, it's very simple: Send it to the Board, deny it, do what you want to do, okay?

Mr. Apicella: Sir, we also have the option to defer it until we get our answers.

Mr. Pence: And you — and I want to tell you —

Mr. Apicella: Go ahead, Ms. Caudill.

Mr. Pence: Excuse me. I'm going to be very candid.

Mr. Apicella: Sir, Ms. Caudill has asked to speak, and I'm going to let her speak.

Ms. Caudill: I just, I just have one quick question. When did you — I think you had already mentioned it, but when did you submit this application? Did you say December?

Mr. Pence: Yes, ma'am.

Ms. Caudill: Of 2024?

Mr. Pence: Yes, ma'am.

Mr. Caudill: Okay. Okay. Thank you. You're good.

Mr. Pence: And it sat around for months. And staff played whack-a-mole with it, or whatever they did, and ended up, months later, calling a man who worked for an engineering company. We were only lucky enough that that person said, "Hey, that's theirs."

Mr. Apicella: Go ahead, Ms. Caudill.

Ms. Caudill: So, that kind of leads me into my next question now. So, during — since, and I guess maybe it's for staff — but from December to now, have you guys been communicating with one another? Or with his attorney?

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Mr. Zuraf: As was mentioned, there was a delay. It was in the spring when we started getting into our review and providing comments to the applicant.

Ms. Caudill: So, what was happening from December to spring?

Mr. Zuraf: That was an issue of getting the application completeness resolved.

Ms. Caudill: From the applicant or from the County?

Mr. Zuraf: It was an issue with kind of communication, but probably a good part of it, the County's fault there.

Ms. Caudill: Okay, all right, just trying to get a little bit of backstory, because with him giving the backstory, I want to have all the facts.

Mr. Apicella: And Mr. Pence, I apologize. I'm not trying to be disrespectful, but my only point is, it's 8:17, we've been here over an hour and a half on this project, and we still have two more items in front of us. I know there's other people in the audience who are here for those other two items. I'm not trying to restrict your ability to speak; I just want you to be conscious of the fact that this is not the only item in front of us, and we do have other people here who are interested in some of the other projects that we're going to be talking about tonight.

Mr. Pence: I understand. I think there's a question pending, and I think it was also addressed to me. You asked an opinion about why the delay was. He offered his explanation; I'll offer mine.

Ms. Caudill: Sorry, I apologize.

Mr. Pence: Okay, and I'll be brief, sir. We could give you a list of all the meetings and questions that the staff has asked, and how quickly we answer them, and we're promised answers in a week. I can show you an email from the County to us that says, "If you pay \$233,000 we'll approve your site plan." And we paid it, and you know what the County did? Nothing.

Ms. Caudill: I'd like to see that email.

Mr. Pence: And I'm going to show you, and I'll show you the check. Somebody — my last comment would be — somebody ought to read Title 18 of the United States Code, and you know what that deals with. Thank you for your time. I'd be happy to follow up and answer any questions you may have.

Mr. Leming: Do you want to — we talked about the plan — do you want to ask anything about the proffer, the cash proffer, because we left that at a certain point? I think Mr. Pence, but I didn't hear a specific question and a specific answer about that.

Mr. Apicella: Well, I mean, I'm personally concerned that, and I think Miss Barns is, that we're still not where I think we need to be. I don't think it's \$22,000, but based on, again, the information that Miss Barns read — and I appreciate that commercial helps offset the operating costs and maybe some of the capital costs associated with development — I know that townhomes and apartments don't pay for

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themselves. Again, commercial will help with that, but it's not going to pay the full capital costs associated with additional multi-family and townhomes in Stafford County.

Mr. Pence: I'm going to make your life very easy. If you think that after all this time and, at the last minute, somebody comes and says, "Twenty-two thousand dollars, and we're going to be deferred till next year, and the next year, and the next year," then we're not playing. If that's what you want to do, just tell me. Think about —

Mr. Apicella: Again, I just said, I don't think twenty-two is the right number. I think that's too high. I'm not convinced that eleven is sufficient, again based on what staff indicated and the data that Ms. Barnes provided.

Ms. Barnes: I mean, honestly, as far as the flexibility goes, I know Steven's that I'm not as concerned about that because I want you to build this damn thing — and I said "damn" — so I want you to build it well. But, you know, we also have to remember that our constituents consistently tell us it's our schools and the amount, and residential has always been my kind of — and Mr. Leming knows this — residential has always been my hang up with things. I want to make sure that anytime we get into residential, we make sure that we give the County, in terms of a good application and a good proffer, as much as we can. Because the most difficult thing for our community right now is the schools and the amount of kids that we have in it. I understand Steven wants the GDP, I would love a GDP — heck, I would, to get this — heck, I would give you a pint of blood if it helped to get this thing going. But when it comes to — we've got townhouses now. Great. If you can sell those and it gets it going, you know, praise be. But they do make more kids, and so that's, you know, for me, that's just — it's just that. The rest of it, I think, I agree with you. Government moves slow. I'd like to see this thing out of here tonight to the Board of Supervisors, personally. It's, you know, and maybe at that point, and, you know, some of those other issues can be worked on between now and then, and maybe the Board of Supervisors will come to you with that. But that, to me, that's my one — my one hang up.

Ms. Evans: Can I just ask, when we talk about the number of kids, we're just speculating, yes? This is just speculation. This is not accurate. We're correct. So why are we holding this up? You heard it. This is why no one wants to build here. This is why we don't have anything here. So sad, so sad, and I'm sorry, so sorry that you have to go through this.

Mr. Pence: May I add one more thing?

Mr. Apicella: Sure.

Mr. Pence: Thirty seconds or less.

Mr. Apicella: Yes, sir.

Mr. Pence: Please act on this tonight. Defer it, deny it, do something, because if you don't act, it's not going to the board this year. It's impossible to get it. I understand. It's impossible.

Mr. Leming: We don't want them to defer it.

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Mr. Pence: No, I don't want them to defer it, but I want to be very candid. If it's not deferred or if it's not denied early next week, I'm going to pull this, and I'm going to find somebody to build 430, 453 apartments. I'm going to get on with my life. I'm tired. I've seen this movie 30 times in eight years. I could tell you the things I've done in eight years now. I think I'm going to write an article to the newspaper and save everybody. Okay, you've all been very patient. Thank you for your extra time, sir. I really, really do mean that. Ma'am.

Mr. Apicella: Thank you. All right, any other questions?

Mr. Shelton: I have a question. Are you willing to sit down and compromise on that figure?

Mr. Leming: On the proffer number?

Mr. Shelton: Yes. As Mr. Apicella said, twenty-two is too high, he thinks eleven is too low. Are you willing to compromise?

Mr. Pence: I'm always willing to compromise. I have to have someone to compromise with. I'll wait until the end of this meeting tonight and go have a cup of coffee with somebody.

Mr. Shelton: We're listening.

Mr. Apicella: Yeah. Five-minute recess.

Meeting recessed at 8:24 PM.

Meeting reconvened at 8:29 PM.

Mr. Apicella: All right, I call this Commission meeting back to order. Mr. Leming, what do you have for us?

Mr. Leming: The proffer for the townhouses would increase from the current \$11,000 to \$13,500 for the townhouses. So I put that before you for your consideration and hope that that'll get us close enough to move forward.

Mr. Apicella: Okay, I really appreciate that, and I appreciate the consideration by the Pence Group. Any further questions for the applicants? All right, thank you very much. All right, I'm now going to open the public hearing on this matter. This is an opportunity for the public to provide their comments. Before stating your views, please state your name and address. The clock starts when the green light appears. Yellow means there's one minute left. Red means your time is up.

Ms. Dorfler: Good evening, everyone. My name is Sherry Dorfler. I live at 32 Curving Branch in Griffis-Widewater, in the Woodstream development next to Stafford Marketplace. And I'd just like to talk about a few things as it pertains to Stafford Marketplace, but also, I think, how that's a harbinger of what we'll see with the Garrison. And let me tell you a little bit about my townhouse. It is shoehorned between the back of TJ Maxx and 95, so I get a lot of traffic noise from 95 on a regular basis. It's kind

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of hard to sleep sometimes, but you know, we do what we can. I love Stafford Marketplace. It's one of the things that keeps me from having to drive 13 miles north or south in order to buy a pair of jeans, get some groceries, that sort of thing. It's useful. It's very useful. There are some things—and I don't know, I'm just a humble retired Latin teacher, okay. I don't usually do this, so I sort of throw myself upon all of y'all's mercy, is that I don't know if you know, some of that flexibility that was designed, you know, part of that design of the Stafford Marketplace and the townhomes and whatnot, led to this. But I know that there was a stalling in the townhomes as they were being built. Maybe it was the downturn, like 2007/8, you know, the economic downturn. But when it was restarted, the Woodstream townhomes became Woodstream Village, and they were smaller. We could get more in that space. Maybe that's an issue of flexibility, or maybe that's just part of how it was originally designed. I don't know. So I would just leave that as a question if that's something that goes into flexibility. My big thing is that, as the applicant, Mr. Pence, had mentioned, their bread and butter is making retail and commercial spaces, and that's what he's really made a name for himself. I will say that in all the citizens that I've talked to — my neighbors — I've never had a single person come to me and say, "You know, we really need some extra townhomes on 610" and say, "We need a movie theater. We need places where we can take our family out to eat, that we don't have to give our tax money to Fredericksburg or to Woodbridge to do that." So I think it sounds to me, and again, like I said, humble Latin teacher, that we're kind of getting caught up on all these townhomes. What I would say is let's really dig in on that retail, that commercial, that entertainment space that's going to make this a desirable place for us to live. Let's not get caught up on the townhomes. Really dig in, sir, and also to the Commission, and bring us those retail, those commercial spaces that we need. We very desperately need them. Thank you.

Mr. Apicella: Thank you. Anyone else?

Ms. Rader: Nancy Rader, Garrisonville District: Thank you so much. Pam Yeung called me last night to tell me that this was on the books today, and I was very excited. I was thrilled because I've seen that piece of property sit there, you know, demolished for a while, so I really appreciate that opportunity. So, I'm happy about the business development. I'm also excited about the townhouses. A couple things: I do want to thank her for whatever part that she had in kind of moving this forward as well. I was concerned about the proffers. I appreciate you taking care of that. Having been a former school counselor, I am concerned about the finances, and so I recognize that that's one of the things that is going on. I do think, in looking at the positives, there are a lot of really good things about it, and I like what was going on in terms of making the theater, you know, having a theater as a place for entertainment. The other thing is, I do really appreciate the townhouses because, for me, talking to people about affordability, you know, there's a lot of single-family homes, but there are people who come here, they are some of the professionals and some of the people who are our firefighters or teachers who need a place to live that's not extremely expensive. But a townhouse is a great investment; I lived in one for seven years with my kids — my husband and my kids — so, I just want to thank you for that. I know it's not an easy job tonight, and so I really appreciate your patience. And thank you again for continuing to work to make sure that we get this, something accomplished that continues to improve Stafford. It's a great place to live. I've been here 19 years. I'm sticking around.

Mr. Apicella: Thank you, ma'am.

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Ms. Curry: Good evening. My name is Irish Curry, and I live at 23 Halifax Cordon, Hampton Oaks Subdivision. I'm here because I was excited about knowing that we will maybe bring in a movie theater and some entertainment, especially some upgrades in the restaurants that we have here in the area. I understand also, in the discussions, that we do want to make sure that we are getting the monies to pay for some of the schools and the fire [services] that would be required in bringing more people. I do believe that we have grown Stafford. I love this place. I came here when we were a two-lane, and there were just fields on either side. But even then, we had a movie theater and some places; then we got a bowling alley — some places that our children can go and feel safe and really enjoy the evening. So, I really support that. I appreciate what you are doing, and I really support that we would bring some entertainment and some restaurants here in the area, but making sure that we take care of our schools and our firefighting requirements also.

Mr. Apicella: Thank you very much. Anybody else?

Ms. Lewis: Hi, my name is Julia Lewis. I live at 40 Air Park Boulevard in the Falmouth District. After 90 minutes of hearing the applicant explain what they want to do, and after being in so many Board of Supervisor meetings where they talk about how important it is to bring business to Stafford County, and talking with all of my neighbors and friends during the break, it's like, "Please, please vote for this. Please bring it forward. We desperately need commercial development in Stafford County." My goodness, it's taken them 10 years. I couldn't understand why it took so long, so I think they've waited long enough. I do believe that from what they've described, they're going to do a great job, and I think that they will really help the County to grow and bring new business here. So, I really hope that you will consider moving this to the Board of Supervisors. Thank you.

Mr. Apicella: Thank you very much. Anyone else? All right, seeing no one else, I'm going to close the public hearing. Mr. Leming, is there anything else you'd like to offer?

Mr. Leming: I think we've taken up all the time that we're entitled to tonight, so thank you all for your patience.

Mr. Apicella: All right, thank you. So, there was a proffer change. That would be the first thing that the Commission would need to consider.

Ms. Sellers: I move approval with the proffer change.

Mr. Shelton: Second.

Mr. Apicella: Okay.

Ms. Lucian: Can you clarify the motion?

Ms. Sellers: You need to accept the proffers first.

Ms. Barnes: May I ask a quick question before we get back to that? In the spirit of — what is that saying, not making good the enemy of perfect? Between now and when it gets to the Board of

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Supervisors, there are some things that still need to be worked out and can be worked out. Is that something that, if we say we're going to pass this, we're going to take it up, is that something that you continue to work on until it gets to the Board of Supervisors, including things like the proffers, the stormwater plans, and the fire? I mean, just because we say yes or no tonight doesn't mean that the work on this project stops; it continues, correct?

Mr. Zuraf: After tonight, we'll look to see when this public hearing will happen. I'm guessing that the applicant will want to probably do that, and it is up to the applicant, but it's in their best interest to do so to try to minimize the number of issues that might continue forward to the Board.

Ms. Barnes: And then, when we get it up to the big guns, the Board of Supervisors, they're the ones that could really get in there, and if there's anything else that's lacking, negotiate that with the applicant, correct?

Mr. Zuraf: There could be further adjustments as well.

Ms. Barnes: All right, thank you.

Mr. Apicella: All right, so just to be clear, the motion, Ms. Sellers, is to accept the revised proffers.

Ms. Sellers: That's correct.

Mr. Apicella: And who was the second on that? All right. Any further comments just on the proffer change? Ms. Sellers?

Ms. Sellers: No comment.

Mr. Apicella: Okay. Mr. Shelton?

Mr. Shelton: No, sir.

Mr. Apicella: Anyone else? All right. I've got to figure out how to make this machine work here.

Mr. Shelton: I think you've got to correct it up here. You still have your chart up, Mr. Leming.

Mr. Apicella: Yeah, so in the back, if you guys can work out how to get this chart off so we can take a vote. Okay, I've lost my screen here. Okay, please cast your vote. Everybody's voted. That motion carries seven to zero. Again, Ms. Sellers, this is in your district. How would you like to proceed on the underlying issue, which is the proffer amendment?

Ms. Sellers: I move approval of RC-25156180.

Ms. Evans: Second.

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Ms. Apicella: Okay, wait a minute now. Yeah, all right. So definitely, Ms. Sellers was first. Somebody on this end?

Ms. Evans: I second.

Mr. Apicella: All right, we'll do Ms. Evans, if that's okay. Any further comments, Ms. Sellers?

Ms. Sellers: I do, I do. I have a comment, and since folks got up and spoke, you know, if we go back 10 years when this came, this didn't just happen again in a vacuum. The Pence Group had to bid on it through the church. We forgot that part. The church met, held huge meetings, and they voted and chose the Pence Group based on the project they were putting forward. Then we did community meetings for probably a year all through the district. We heard what people wanted, and we heard about the Clough sisters who liked to go out and who liked entertainment. That's why there is the movie theater and these restaurants—because it was trying to honor them, their memory, and their property and what they gave to the church. That was important to the church and to this project. So, that is part of why it looks the way that it looks. When it comes to the residential, you need rooftops; there's no way to get around it. In Stafford, we have Quantico to our north, and it just really does — we need rooftops. So, there's that. Then again, as somebody who — when I got here, there was nothing on 610. When I went to college, people said, "Where are you from?" and I would have to say, "Oh, Stafford." "Well, where's that?" I didn't want that. I wanted people to know where I was from. I didn't want to have to say I was from Fredericksburg or I'm outside of Washington, D.C., because I'm proud of where I'm from. So, when I ran for the Board of Supervisors, I said I wanted to give us a sense of community, and this is part of it. This was part of it. I wanted it to be walkable, and they've provided that. I wanted there to be connectivity at Mine Road so we didn't have to always get on Garrisonville Road and sit in traffic light after traffic light. Those were important. That's why you see some of these aspects to it. It's not that the schools or fire and rescue were forgotten. Fire and rescue could come here. I'm still in contact with many of them. Station 14 is built because I spent a lot of time going and getting money for Station 14, same with Moncure Elementary. So, those weren't forgotten. It's just, in this particular case, transportation was more important. We needed — and I'll put this out there — that three people have died on Mine Road in the last year. Three people. And why do I know that? Because I serve on the Commonwealth Transportation Board, and I know they have. We need walkable things in North Stafford. We need places for people to go because they're just hanging out. You know, I say this now as a mom of a middle schooler who wants to walk all over the place and as somebody who was a teenager here with nothing to do and who came back. So, that's why it looks the way it does. It didn't just happen in a vacuum. And so, I am happy to see it go forward. I want to see the movie theater. I want to see the restaurants. I want to see this project go forward, and that's why I made the motion this way. Thank you.

Mr. Apicella: Thank you, Ms. Sellers. Ms. Evans?

Ms. Evans: I have no comment. Well, matter of fact, I take that back — I do have a movement. Just like Ms. Sellers said, we need to move forward. We want economic development here. We need the movie theater; we need things for people to do. You heard it from our constituents; they want to move Stafford forward.

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Mr. Apicella: Anyone else? Ms. Barnes?

Ms. Barnes: So, okay, so thank you so much, especially to the applicant. We can all tell that your heart is in this, and, believe it or not, ours is too. This is really important to us. I remember back when the church inherited that property; I had friends on that church committee, that was a long time ago. So I remember when this was first, you know, the church inherited it and then it was sold to you. So, I know that it's been going on for a long time. I appreciate the proffers. It looks like there are at least, you know, 150 townhouses. That's, you know, there's a little bit of a bump there. I'm going to say I don't think it's enough for schools, but you already know that. I do appreciate that you've increased that a little bit. Like I discussed with, or like I said to Mike, or Mr. Zuraf, I should say, please continue to work as hard as all of you can together to get those. It sounds like there are just a few details that really need to be worked out with the GDP and the other issues. I think that by the time you get to the Board of Supervisors, hopefully you'll have a much better project. That's kind of what we do here—when it goes through us, we work on it; we make it a better project to get to the Board of Supervisors, hopefully. So, thank you very much.

Mr. Apicella: Anyone else? Ms. Caudill?

Ms. Caudill: I will just reiterate everything that everyone else has already said. Thank you very much for providing that level of detail and the backstory; that really helped me. I will be supporting this project, and I hope one of the restaurants is a Cheesecake Factory.

Ms. Evans: No, I want Olive Garden.

Mr. Apicella: Mr. Shelton?

Mr. Shelton: Thank you for your compromise. We appreciate that.

Mr. Apicella: Anyone else? All right, I'll just be real quick. I really appreciate the applicant working with us to provide some more clarity on the number of townhomes, and I hope that you decide to build even more than 150 on that site. I think minimizing uncertainty is an important planning practice, which is why I was advocating for that, and I appreciate you coming a little bit closer to where I think we need to be on that. I really do appreciate the reconsideration of the monetary proffers; I think that will definitely help further offset the project impacts on our school system and on other County infrastructure. Based on what we've seen at Stafford Marketplace, which I frequent often, and I appreciate what you did to get us there, you all deliver a very high-quality project, and we expect — and I'm sure we're going to get — the same or even better at the Garrison. I really appreciate your efforts, and I think it's important, as everyone else said, to move forward with this mixed-use development for the benefits of everybody, but particularly those folks who live in North Stafford. And if we do get a much-anticipated movie theater, I look forward to being a patron at what I'll call, for now, the Pence Multiplex. So, thank you very much. With all that said, please cast your vote on the motion. All right, that motion carries 7-0. Thank you very much for your work and patience.

Mr. Leming: Thank you all very much.

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2. Planning and Zoning; consider a request to review compliance with the Comprehensive Plan, in accordance with Virginia Code Sec. 15.2-2232, for a placement of a proposed public building or public structure, consisting of a new middle school, on Tax Map Parcel No. 46-80 (project known as Com25156398; Drew Middle School replacement) proposed Planning Commission Resolution PCR25-19 **(Time Limit: November 23, 2025) Background Summary: approves Comprehensive Plan compliance review.**

Mr. Apicella: All right, we're going to move on to the next agenda item. Are we taking them together, Mr. Zuraf?

Mr. Zuraf: Yes, Mr. Chairman. If we could include number two and three together. Please recognize Said Habibi with the staff presentation.

Mr. Habibi: Thank you. Yeah, Mike. Good evening, Mr. Chairman and members of the Planning Commission and everyone. My name is Sai Habibi, Planner with Stafford County's Department of Planning and Zoning. This evening, I will be presenting the staff reports for the second and third items on tonight's agenda. It's a conditional use permit and a Comp Plan compliance review for [inaudible] replacement. This map shows the location of all existing public schools in Stafford County. The existing school is located on the west side of Cambridge Street on Route 1, approximately 100 feet north of its intersection with Manning Drive. And due to limited capacity and inadequate facilities, it will be replaced by a new middle school located about one and a half miles away. The existing school covers about 15.3 acres, zoned A1 agricultural, and is located on Tax Map Parcel number 45-215 in the Falmouth District. The applicant submitted two applications: a request for a CUP to exceed the maximum height limitation with a height of up to 54 feet, and a Comp Plan compliance review for the proposed public building in accordance with Virginia Code Section 15.2-2232. The site is currently zoned A1 agricultural, and it is covering only one parcel, and the tax map parcel is 46-80. The property covers 39.25 acres and located in the Falmouth election district. This is the location of the site in the slide. I have highlighted the major roads which are near the site. The property is located on the north side of Leeland Road, west of the intersection with Clift Farm Road, and it is located within the Urban Service Area boundary of Stafford County. Current zoning: The subject parcel is currently zoned A1 agricultural district, and surrounding zoning districts are primarily A1 to the north, R1 to the northwest, which is a residential subdivision, and all other surrounding areas are zoned A1 agricultural district. The proposal: the property has been zoned A1 since before 1978, and it is not subject to any proffers. This is the existing condition. The property is largely undeveloped, consisting primarily of grass with a few trees in the northwest corner. The only existing structures are a few temporary storage structures, which were built recently and have no historical value. A resource protection area of approximately two acres is located on the west portion of the property. Apart from this, there are no major environmental features.

Ms. Sellers: Is that a stream, or is that just like an active stream?

Mr. Habibi: Just RPA.

Ms. Sellers: Just RPA? So, that blue part is not water?

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Mr. Habibi: No, just RPA. These are some of the photos from Leeland Road. The view is from west to east. This one is Clift Farm Road, which is a local road, and the view is also from west to east. Sorry, this is Clift Farm Road. Future land use: The project site is located on the south side of Stafford County, within the Urban Service Area boundary. It is not located within any TDA boundaries. The future land use for this site is identified as residential, and surrounding districts are primarily A1 to the north, R1 to the east and west, and the other side of Leeland Road are all zoned A1, which is agricultural. This is the GDP they submitted with their application. It shows the proposed locations of the school, staff parking, school bus parking, and a playground. The new middle school building is approximately 176,314 square feet in size, designed to accommodate up to 1,100 students. The building is proposed at a maximum height of 54 feet, exceeding the 35-foot limit in the A1 district, which is why they submitted the CUP. Onsite parking areas are included to meet school demand, with circulation for staff, student drop-off, and buses. The plan indicates 244 car parking spaces, 16 bus parking spaces, and 13 ADA parking spaces. They have provided more than what is stated in the code. The GDP also depicts a rooftop feature, which the applicant has confirmed represents mechanical equipment. Such equipment is permitted above the maximum building height of 51 feet, which is up to the parapet of the roof. The GDP also identifies connections to public water and sewer facilities. Estimated demand is 2,500 gallons per day. Engineering review is underway to determine if offsite improvement is necessary. The GDP includes open space and landscaping with transitional buffers. These are the existing trees, which currently exist on the site. A CUP condition ensures compliance with guidelines to mitigate residential impacts. Required open space is 50%, which is 19.62 acres, while they have provided 72%, which is 28.42 acres. And these existing trees are included in their open space; which definitely require to apply for credit, and that will be in the site plan stage. They have also provided buffers along Leeland Road and street landscaping along Clift Farm Road. This is the sectional elevation drawing they submitted, which shows the trees at 60 to 80 feet tall. The closest building distance will be 265 feet from the school building. Regarding the viewshed, considering the topography and natural slope of the site, there is not any significant impact on the surrounding buildings based on the planning and [inaudible] perspective. Distance from surrounding properties: This map shows the distance of surrounding properties to the proposed school building, distance from building to building, and distance from residential building to school property boundary line. The closest residence is 265 feet from the school building, which is building to building, and 190 feet from the school boundary line. The farthest residence is 1,120 feet from the school building and 129 feet from the school boundary line.

Mr. Apicella: Said, before you move on, for the person who's that close, what, if anything, is the applicant doing to minimize the visual impact on that one property?

Mr. Habibi: Yes, I have provided the answer to the next slide.

Mr. Apicella: Oh, sorry, jumping ahead.

Mr. Habibi: No, no. These are some of the elevations of the proposed school: south elevation and east elevation. Just to confirm once again, in the A1 zoning district, the maximum allowable height is 35 feet, so their proposal exceeds this limit, which is why they submitted a CUP for the height increase. The architecture design includes varying heights of different sections of the building. The building will be faced with bricks and include metal wall panels and numerous windows, and many of the features comply with the neighborhood design standard plan. Yes, and this is going to answer Chairman Apicella,

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your question. This is the 3D isometric view of the proposed school, which was submitted with the application. There was a concern from the public about the proximity of the proposed school to residential buildings and the possibility that its height and the building could block the viewshed of residents located on the east side of Clift Farm Road. If you look at the isometric view, the distance is 265 feet, and the applicant also provided a 20-foot street landscape, which according to the code, the requirement is 10 feet, but they have provided double, which is good for the County. Also, this is the viewshed; you can see that the school building is not blocking the viewshed for that residence. They have a very wide open parking area, and definitely, the school is not blocking the viewshed. This is another isometric 3D view from another view of for the school.

Mr. Apicella: Yeah, so I'm going to take you back, go back to the previous slide. From your vantage point, for the, again, that one homeowner, is there anything else that the applicant could or should do? I mean, you have a person looking in one direction. I don't know that a person always looks in just one direction. So, I see, at least from the slide, they're looking at the parking lot. That doesn't mean they're not going to see a pretty tall building across the way. From your professional experience, again, is there anything else that you all would recommend the applicant consider doing?

Mr. Habibi: Thank you, Mr. Chairman. Usually, there's a specific angle when looking at the viewshed, so we will just focus on that one. This is what we got based on the GDP and the materials submitted by the applicant. And we did receive a letter from the residents — a concern letter — and we shared it with the applicant. The applicant has a presentation, and they confirmed before the meeting that they have addressed most of their comments, and they will talk about it after the presentation.

Mr. Apicella: Okay.

Mr. Habibi: Impact statement: The applicant submitted an impact statement with the application. The overall finding is that the proposed increase in school building height will not affect traffic volumes, public water and sewer demands, and it will not cause additional noise or smoke emissions. Staff analysis, public facilities and services: The site, located in the urban service area, will be served by public water and sewer with offsite extensions of a 2,600-foot waterline and a 2,400-foot gravity sewer to pump station number 111. The proposed height increase will not impact the County school system, and no impacts are anticipated on the County parks and recreational system. The site is within the first response area of Falmouth Station Number 1 Fire Station, and it's 3.5 miles away. Public safety impacts will be addressed through the building design of the site plan and permitting stage. No significant impacts are expected from the increased height. The noise and the lighting will comply with Section 28-87 of the zoning code, and a super condition also limits building-mounted light height to 35 feet, consistent with A1 district standards. The property abuts Leeland Road to the south and Clift Farm Road to the east. Leeland is a two-lane divided facility with a 35-mile-per-hour speed and 1,800 VTD traffic volume. Clift Farm Road is a two-lane undivided facility with a 35 miles per hour speed and 100 VTD traffic volume. The applicant provided a TIA report, and the Virginia Department of Transportation reviewed the document as a non-Chapter 527 review, meaning their comments are advisory. They had a very minor concern regarding the traffic operations at key intersections, including Walnut Farm Parkway at Leeland Road and Martin Good by 2028. So, the recommendation was a VDOT land use permit will be required prior to the start of any construction activities, including early clearing and installation of private entrances or utility connections within the state-maintained right-of-way. This permit can only be issued

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once detailed site plans have been reviewed and approved by both Stafford County and VDOT. The developer will be responsible for coordinating with the Fredericksburg Residency permit section to obtain information regarding applicable fees and the permitting process.

Mr. Apicella: Please go ahead.

Ms. Sellers: Is Clift Farm Road a private road?

Mr. Habibi: No, it's a local road. It's a public road, and it's a local road.

Ms. Sellers: So it's maintained by VDOT?

Mr. Habibi: Yes.

Ms. Sellers: Okay.

Mr. Habibi: Comp plan compliance review: The public facilities, the public facility plan, and the Comprehensive Plan project additional facility needs based on projected future growth through the year 2036. The plan projects the need for two additional middle schools by the year 2036. The proposed school is considered a replacement rather than a new middle school; therefore, in accordance with the Comprehensive Plan, two additional middle schools are still identified as needed. Overall, the proposal is consistent with the goals and policies of the Stafford County Comprehensive Plan. The parcel is also located within the APT, which stands for Approach Transitional Zone, and in accordance with Section 3-17 of the Comprehensive Plan, schools are considered a compatible use within the APT Airport Overlay District.

Mr. Apicella: Said, Mr. Shelton has a question.

Mr. Shelton: I have a question: Has the School Board coordinated with Dogwood Airport as well as Stafford Airport? It is in the glide path of the flight path of both of those airports.

Mr. Habibi: Thank you, Mr. Shelton. Yes, they have contacted them, and they have shared the documents, the GDP, and all the related information. They received a letter stating that the school will not impact the airport and the airport will not impact the school. Yes, and they sent us the letter. Proposed conditions: Staff is proposing several conditions to mitigate potential impacts associated with the requested height exception. A summary of these conditions is provided below and is included in proposed resolution 25-239. I just made it a summary in order to not take a lot of time. The CUP permits the school building to exceed the A1 district height limit, allowing a maximum of 51 feet, where the roof access stair will not exceed 54 feet. The building must be constructed in the general location shown on the GDP prepared by Timmons Group, dated June 20, 2025, sealed August 29, 2025, and located at least 280 feet from the property line of parcel 46-80A and 46-80B. Street buffers are required along Clift Farm Road and Leeland Road, with a Type B transitional buffer along the northern boundary abutting parcel 46-80B, and a Type C transitional buffer where the site adjoins residential uses. All buffers must meet DCSL standards, with 20 percent more planned units than required, and newly planted canopy trees must be at least 15 feet tall at the time of planting, with existing trees allowed to count toward the

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requirement if preserved. Building-mounted lights are limited to a maximum height of 35 feet above ground level.

Mr. Apicella: Can I ask you — it's kind of outside the scope, but I'm sure the residents would be interested to know, for their information — with regard to the fields, what's the lighting going to be like there? So, if it's nighttime, what are the residents going to see there?

Mr. Habibi: We do have language in the Zoning Ordinance; I think, I believe that's 28-87, and they list a number of recommendations for any use, for any school or whatever, while they are providing the lighting they need to —

Mr. Apicella: Recommendation or requirements?

Mr. Habibi: I think those are requirements because it is in the zoning code, yeah.

Mr. Apicella: Okay.

Mr. Shelton: It is directional lighting, am I correct? It slopes down.

Mr. Habibi: Yes, it's down, yeah. And it will not affect the impact there, residential. And furthermore, there's enough distance from residents to the school building, because these are, these will be mounted to the building.

Mr. Apicella: Yeah, I was talking about the fields.

Mr. Habibi: Oh, like parking?

Mr. Apicella: No, there's a field, right? When you showed the GDP, I saw a field out there. I don't know what — so again, I don't know if they're going to be activities at night or not, or how late that might be. But I just would want to know, if I'm a resident, it's nine o'clock at night, ten o'clock at night, what am I going to see?

Mr. Habibi: Okay. I think I —

Mr. Apicella: The applicant can answer the question.

Mr. Habibi: But again, and Section 28-87 in the lighting, so they did restrict the candles, and also, "Lighting levels shall be reduced to security lighting within 30 minutes after the close of business."

Mr. Apicella: Okay.

Mr. Habibi: So yeah, they have it. They have that language.

Mr. Apicella: Great.

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Mr. Habibi: Summary of positive and negative features: The proposal aligns with school location policies by placing the facility within the Urban Service Area, near residential concentrations and adjacent to other public facilities. It is consistent with the suburban future land use designation, addresses the identified need for a middle school, and the public facilities plan. VDOT negative points: VDOT noted that traffic at key intersections is projected to worsen by 2028. Since this was a non-Chapter 527 review, their comments are advisory; however, the applicant acknowledged them and will coordinate with VDOT and the County at the site plan stage. In addition, a 10-foot shared use path along Leeland Road was recommended in the plan. The applicant responded that the 10-foot shared use path along Leeland Road is included in transportation plan application number 25-15-66-54, which is what they have submitted, and it's under review. With that, this comment is considered resolved. Recommendation: Staff is generally supportive of the project and recommends approval of the application CUP application, with conditions pursuant to Resolution 25-239, and subject to approval of the concurrent Comprehensive Plan compliance. Thank you so much. There's a question?

Mr. Apicella: Yes, I just want to kind of manage expectations on both of these matters in front of us. So, with regard to a Comp Plan compliance review, really the only question in front of us is: Can a public school go on that particular site? That's generally the question based on what's in the Comp Plan. With regard to the conditional use permit, the issue in front of us is the height. So, for example, you mentioned in your negative comments about the roads that would be — if we had an issue with that, we could certainly make a recommendation. But in terms of establishing conditions, they can only be related to the height issue. Is that correct?

Mr. Habibi: Yes.

Mr. Apicella: Okay. Questions for staff? All right, I'm just going to ask a couple just to get them out there. Stafford schools are a public facility in the Zoning Ordinance, and public facilities are allowed by right in the A1 zoning district. The comp plan recommends schools be in the Urban Services Area, so the bottom line is the proposed Drew Middle School replacement is in the USA?

Mr. Habibi: Yes, in the USA.

Mr. Apicella: Yeah, and generally speaking, that would make it compliant with the Comp Plan?

Mr. Habibi: That's correct.

Mr. Apicella: Okay, with regard to the CUP, does anybody have any questions or additional conditions that they've thought of?

Mr. Shelton: Related to the height, my only concern is to ask the school board to engage as soon as possible with the two airports. I think that's paramount, and I think those airports would work with you from an educational standpoint, dealing with STEM.

Mr. Apicella: All right, any other questions for staff? All right, thank you very much. Would the applicant like to come forward?

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Mr. Towery: Thank you. Good evening, Mr. Chair and members of the commission. I'm Jason Towery, the Chief Facilities Officer with Stafford County Schools. We had a presentation, but I think staff has actually gone through quite a bit of this, so I will attempt to be brief here.

Mr. Apicella: Thank you.

Mr. Towery: Just a couple things real quick. This process has been going on for about a year. We have had community outreach, starting with community surveys and meetings. And then, you can see there, we've had a number of very open discussions with the School Board about the overall site and some of the concerns that the residents have voiced and trying to come to some resolution on that. I believe our proposal tonight in front of you does that, and we're hopeful for a positive approval from you all, of course. Just a little bit of background real quick here. The site itself, obviously, it's within — or, as he pointed out, it's very close to — the existing school. That's important to us because we want to try and maintain the existing boundaries of the existing school to the maximum extent possible. That's in compliance with the Comprehensive Plan, which seeks to not disturb the impacts to the community as much as possible. He's already talked about many of the characteristics here, so I don't need to recap those. Talking just briefly about the orientation of the building and the location of it towards the rear of the site, this was a point of extensive community discussion with the local residents as well as with the Board. The School Board ultimately chose the rear location for three main purposes: One, operational efficiencies. The school itself. Obviously, if you've been around our schools during opening and closing, there's traffic. We have parents and buses that are coming in and out. I wanted to ensure that, given Leeland Road's importance, we weren't creating any additional potential traffic conditions down on Leeland Road. That was part of the decision to put it in the back. The other part, which has really come up more recently, but we knew of it back then, is that there are some cultural resources on this site that we're aware of. We've done some extensive work with archaeologists and cultural resource specialists out there. If we were to put the building at the front of the site, it would have very direct impact on some of those resources. By putting it towards the back and allowing these facilities such as the track, in this case, and the ballfield to be up front, we're actually able to bury the site, which is the preferred method for protection of that resource. That was one of the other benefits of having it in the back.

The third thing is that, by pushing it up to the front, the entirety of Clift Farm Road — where a much larger section of Clift Farm has to be reoriented further to the east — increases the overall cost of the project. As you can see, we're proposing here a pretty significant realignment to that intersection, which will produce a lot of safety benefits for the community. I'll talk about that briefly here in a moment. Again, by pushing this building down to the front, we would have incurred, we believe, another three to five million, based on our estimates, of additional public costs. I'll skip a few slides here to help you all. I think we've talked a little bit about Chapter Three and Chapter Five. You all are aware that this is identified in the CIP, which speaks to the public facilities plan connection, as well as trying to make sure that we're promoting levels of service within the facilities. Chapter Five's goals here, a minimum of 40 acres and minimizing disruption, I talked about that with the redistricting and trying to avoid that, and expanding seat capacity to ensure that we're thinking ahead about student growth. And then, also clustering schools. As folks are aware, this is near the existing Conway Elementary School, and the schools does own the parcel in the back, which is planned at some point for school use. We're still working through that. I know that's also a point of question, as these things often are, but in trying to make sure that, when we build the infrastructure for this, it will provide benefit not only for this school

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but for existing or future potential school sites. These are all the reasons we believe that the Commission should find our proposal to be in accordance with the Comprehensive Plan.

Obviously, we've identified the need for the middle school in Chapter Three. There's a funding commitment from the Board on this. The Board of Supervisors has already approved the funds for this site, and we have engaged with the property owner in that purchase. Minimizing disruptions to the attendance zone. We went through a joint land acquisition process with the County to get to this point where this site was chosen. We are meeting the minimum acreage and size requirements. We're nearing now our third review submittal with the site plan. I talked a little bit about the clustering with Conway Elementary School and the future Clift Farm site, and just overall trying to make sure that we're doing this in a responsible manner—both fiscally and as we're planning for future growth. Talking through the conditional use permit portion of this, I think you all are familiar with most of these things. I don't think I need to go back over these, but these, of course, are some of the items we're considering when we're looking at the conditional use permit: impacts to the residents, health, safety, things of that nature. You've already seen some of the sections here. Again, just wanted to point out that three-story construction is more efficient, both in cost and constructability, than single-story. It's what we're now doing in Stafford County Schools. Our elementaries are now prototypes that are three stories. Our high school is three stories. The middle school is proposed to be three stories. As your staff pointed out, that helps us retain open space and helps us make sure that we're minimizing the overall impact to the land. And as we know, land is becoming less and less available in Stafford County every day, so we're trying to also think about the future — even Middle School Nine, as it's proposed at some point, and looking at using this as a prototype potential for that site in the CIP. We've seen the elevations. I don't need to re-show those. Just let me talk real briefly here about the landscape buffers, because that was a question, and we did receive some questions from the neighbors about this. Let me just talk through this real quick. The northern property line has a 35-foot buffer requirement. We're meeting that, and we're proposing to more or less double the amount of plantings in there. So that instead of going with just the 877 that's required, we're proposing 1,300 plant units. And then instead of a 35-foot buffer over on the L shape there in the top left, if you will, we're proposing a 50-foot buffer in that area to provide additional width to that. And the reason for the difference between the 35 and the 50 is the location of the parking lot there, up at the top, which is precluding that buffer from getting too much wider there. But we've also sought to pull the building down quite a bit further in the distance from the adjacent homes, nearly 300 feet from that northern property line of the setbacks; it's well beyond what the setbacks are required. On the eastern property line, as was mentioned, there's a 10-foot street buffer requirement. You can kind of see in the very bottom part of that picture, that's what a street buffer would look a little bit more like; you get a plant every 15–20 feet. We're treating that instead of a 10-foot street buffer. We're treating that more like a property line transitional buffer, because we do recognize the proximity to the nearby homes. That buffer is actually variable width, anywhere from 20 feet to 35 feet at the northern part. Again, we're proposing to double the plantings in there. In the case of all of our canopy trees, we're proposing to go with basically the largest you can find at the nurseries, which is a 15-foot tall tree for canopy trees at the time of planting. So these are all the different efforts that we are going through to try and ensure that we're providing adequate buffering out there. In addition, I'll mention that the building setback is required at 50; we've gone to 70, 70, or 75 foot from that eastern property line.

Mr. Apicella: Jason, before you move on, maybe it's going to be here on the next slide. Where's that house that's 200 and some feet away?

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Mr. Towery: It's off screen, Mr. Apicella.

Mr. Apicella: Yeah, that's why I asked.

Mr. Towery: I'm trying to see if I can — I don't know how to point with this thing anymore. The technology has changed up here. It's just off screen to the right, about, well, 265 feet or so from where that building is. So, if you — what is the width of the building? So, you can imagine most of that building width away, if that makes sense.

Mr. Apicella: Can you go back a couple of slides that show the actual building? All right, so is that the house?

Mr. Towery: Yes.

Mr. Apicella: So there's going to — I mean, maybe it's there — the tree buffer, it's kind of hard to see.

Mr. Towery: Yes.

Mr. Apicella: And is there anything else that the applicants asked for, or that you have considered to further mitigate the impacts, again, on that one house, which is right there?

Mr. Towery: Sure, no, great question. And I think, you know, we did work with the neighbors about this. I think ultimately what we heard was they really wanted the building at the front of the site. We looked at that. We spent about a month, month and a half, working to see if that was an option. Unfortunately, for the reasons I mentioned earlier, that creates a lot of other issues. This area of the site is also, as you can see, the trees over on the other side have some pretty significant topographic relief over there, and pushing it farther west was going to create the need for some substantial walls. So again, we've doubled to tripled the requirement of the buffer from a 10-foot street buffer to a 35-foot, a 20- to 35-foot buffer. We've doubled the plantings in there, and we've gone with the largest, most mature canopy trees that we can get going.

Mr. Apicella: Ms. Barnes?

Ms. Barnes: Are they evergreen?

Mr. Towery: It will be a mixture of evergreens and deciduous.

Ms. Barnes: And before we get off this slide, just to the left of the building, I see a little path going off there. Is that a path to Hickory Ridge next door? Is that not there?

Mr. Towery: No, Ms. Barnes, I think that's just —

Ms. Barnes: Well, it should be. I think that the access road down to where the pond is proposed. I raised my family in a neighborhood that was literally right next to Rodney Thompson. My kids walked to school, and there was a path because the houses literally backed up to the fields. There was a path that

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was maintained by the schools between Amy Clay and Rodney Thompson. Is there any plans on that there? Because I have a feeling that Hickory Ridge is going to be really, they're going to be really happy to just be able to walk to school.

Mr. Towery: Yeah, it's a great question. So, we do try to work with surrounding neighborhoods on that. When we get into paths through woods, we have a lot of concerns from school's point of view about safety of the students. So, what we are proposing is the shared use path along Leeland Road, at least along our frontage as far as we can take it, and then a path all the way along Clift Farm Road, which I think I'm going to talk about in a moment. I don't want to move forward too quickly. I was thinking it was on this slide.

Ms. Barnes: Let me just tell you, whether you build a path or not, there are going to be kids walking through there. We all know middle school kids.

Mr. Towery: Yes, I have some myself, yes. I do understand, and again, we'll work with those situations. But in terms of constructing a path, then we're going to want to light it, and we're going to want to make sure it's ADA accessible. It's a significant — as I said, significant topography down through there.

Mr. Apicella: Ms. Evans?

Ms. Evans: Can I say — so currently where Drew is now, there's actually a path to Southgate Hills. I know because I live in Southgate Hills, and all of the kids, just like you said, literally walk that path. So, I would have to agree that would be a good thing if you can get that path. Yeah, and there's no lighting.

Mr. Towery: Again, we're trying and working with our safety and security folks. We tried to make sure that we're putting the paths along well-lit, ADA accessible areas, and so the route in this case that we would design and provide from a school standpoint would follow along, in this case, the road. I understand that the kids are going to do what the kids are going to do though.

Ms. Barnes: I've only been doing this for six years. I don't remember it being any more problem, but it was open. It was clear. They weren't weaving in and out of a dense forest, which could provide some very interesting hiding spots for young children.

Mr. Towery: Yeah, and I would venture to say in many cases, in the case of Rodney Thompson and Drew and others, some of those were designed and built 20, 30, 75 years ago in the case of Drew, and the standard now is much different in terms of what we would propose from a school-owned, maintained path just for liability purposes and safety, unfortunately. Moving forward, just continuing forward with the buffer here, again looking to exceed the requirements in both density and height of trees throughout the property. You've already seen the sections. Talking through traffic for a moment here, again looking to realign the intersection of Leeland and Clift Farm Road, constructing turn lanes through there, making sight distance improvements by laying back the slopes and clearing the trees through there, and then reconstructing a significant portion of Clift Farm Road, which has not been repaved for many years.

Ms. Sellers: Is VDOT going to look at that? Oh, I see flashing school signs. Will they consider, like a flashing stop sign or something?

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Mr. Towery: Along Leeland? Is that the question, along Leeland Road?

Ms. Sellers: Well, right there at the intersection. I don't know. I know it's hard to get a stoplight, but —

Mr. Towery: This has actually gone through VDOT review, and the comments were there wasn't any large geometric changes to this. I'm not sure whether or not there was any question about a flashing stop sign, but we would likely try to work with VDOT on putting flashing school zone signs even down on Leeland Road.

Ms. Sellers: And what about putting in, like, the speed enforcement cameras here since you guys are putting it in now? Just, this is just a really rural road, and people — if there's any way to try to make some safety improvements there.

Mr. Towery: So, this would, if the speed enforcement cameras — and that's a Sheriff's Department initiative, that we're certainly supportive of — my understanding is that would end up ultimately applying to all of the schools. So, assuming that initiative continues forward with the Sheriff's Department, then yes. That would be something again that would be worked and coordinated with VDOT, school by school, and this would be one of those. And then, just along Clift Farm Road, of course, providing the necessary turn lanes, flashing school zone signals, and then pedestrian accommodations. This was again another request from the homeowners, which we've recently been working to provide pedestrian accommodations along the length of Clift Farm Road, all the way up basically to the top. Proposed traffic flow through the site: So, again, one of the reasons why we've worked to have the parking in the back — we've looked at different layouts with this — our objective is to get the buses out of any potential traffic flow as quickly as possible and keep that moving. Then, we've provided significant car/rider, what's also called the "kiss-and-ride" loop, with 91 stacked cars available. I can tell you, for our middle schools, that should be more than adequate in terms of what we would see on a typical car/rider day. So, we would not expect any queuing out on Clift Farm Road. Of course, there will be additional heavier traffic in the mornings and afternoons, but again, with the orientation of the building, we're working to minimize, keep traffic flowing, and minimize any disruptions out on Leeland Road as well.

Mr. Apicella: Ms. Barnes?

Ms. Barnes: Okay, so how are you going to, or can you in any way, regulate or stop people from simply parking along the road? You know where I'm going with this — going on Clift Farm, in front of people's houses, and waiting for their lovely children to come running across the street and bypass that kiss-and-ride place happens at every school. Yeah, so in—yes, and this is a partnership with the Sheriff's Department, ultimately for enforcement because that is a public road, and our jurisdiction, if you will, kind of ends obviously at the edge of our site there. What we do from our standpoint — and certainly Ms. Ivory, principal, can talk to this — we really work very closely with the school community to try and make sure that they understand the importance of, you know, being a good neighbor, right, and not doing things like that and staying off the road. I do think most of that occurs at sites where we have some of our older sites, where we have a lot of older infrastructure, where the traffic issues are much more pronounced. I think in this case, you know, we're providing a very significant car/rider loop itself,

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where it is a dedicated loop for people to come off the road and come and park and get in very quickly and out very quickly, ultimately.

Ms. Barnes: Last question about traffic: Once they get into Clift Farm, if they just keep going on down that road — I remember going down that road — is there, you know, if they don't use that loop, what's the turnaround like at the end of Clift Farm, at the, was that the northern section of that?

Mr. Towery: Yes, great question. So down at the very end, it kind of dead ends, and there is a series, it's three separate private drives that go on down, ultimately. This is something actually just last week, we took stone out there. We have been, more lately, working with the community, trying to understand the area down there, going down and making sure we're putting additional stone down because our own buses sometimes, just making sure that they have room down there to navigate and turn around. We just did that last week again, went back out, and provided some additional area for turnaround down there beyond the end of state maintenance, which kind of gets into what we own, ultimately. You know, with the potential build-out of a future site in the back, I think that yes, doing full turnaround down there at some point in the future would absolutely be in the cards. Just some examples of other three-story schools with height exceptions. I won't belabor this, but we have them. I don't want to necessarily go through all of this, but we did put together some frequently asked questions that we heard from the community, and then I think we've tried to do a good job at answering all these. We certainly understand that there are some impacts. I think, as you can see, hopefully we've demonstrated that we've tried to work very closely with the community out there to minimize any impacts, and I think we've done a good job of that. So, happy to go through these, but for the sake of time, maybe if you hear any of these specifically, we can come back and address those as they come up. Just some final aerial views here of the school and facilities so you can get a feel for what we're proposing. This is that point of view, if you will, across the street, Mr. Apicella, if you will, day one. Obviously, over time, the tree buffer would increase. I'd be happy to answer any questions.

Mr. Apicella: Mr. Shelton?

Mr. Shelton: I have a question. As a graduate of Stafford High School, when it was only one Stafford High School, and it's now Drew, what is — what are you going to do to Drew? Is it going to go back to the Chichesters and become farmland, or what do you propose?

Mr. Towery: Mr. Shelton, this is a great question. The CIP proposes that the old building actually be taken down, and that in its place we would be constructing a new Rising Star facility for our pre-K's little ones. They are currently in the Melchers complex, which you're familiar with; it was the old Falmouth High School many, many years ago. And that building is somehow older than the Drew building, so we're working to be able to use that site for that purpose.

Mr. Shelton: And I also went to Gary Melcher.

Mr. Apicella: Are there any other questions? All right, thank you, Mr. Towery. Okay, I'm now going to open the public hearing on these items. This is an opportunity for the public to provide their views on these two public hearing items. Before starting your comments, please state your name and address.

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The clock starts when the green light appears. Yellow means there's one minute left. Red means your time is up.

Good evening, Mr. Chairman, members of the Planning Commission, staff, and guests. I am Randall Burdett. I live at 60 Air Park Boulevard, Fredericksburg, Virginia 22405. I'm in the Falmouth District. I'm a resident of Dogwood Air Park and a volunteer airport manager. Thank you for the opportunity to address everyone here on the new Drew Middle School. I really appreciate the opportunity. In my former career, I was the Director of Aviation for the Commonwealth of Virginia from 2004 to 2018. For almost 14 years, my job was to assist communities and airports in the Commonwealth. I was the Governor's staff representative for all matters related to airports and aviation. Currently, I'm appointed by Governor Youngkin as the Chairman of the Virginia Aviation Board, setting policy and allocating funds to Virginia's public-use airports. Tonight, as a resident and Dogwood Airport manager, I have provided the Commission members a copy of the proposed agreement and Airport Impact Disclosure Notice. The proposed agreement lays out general information to enhance communications and our desire to be good neighbors, assisting in career days, STEM activities, and Young Eagle flights for the students. The Airport Impact Disclosure Notice is fashioned after the disclosure notice prepared by Dulles International Airport approximately three years ago to notify developers and potential new residents of the proximity to the airport, possible operations, and where to get additional information on the airports. These are the same documents we had coordinated with the previous developer, Carroll Properties Incorporated. Our efforts and resulting documents were well received by the Board of Supervisors. I've met with Mr. Cramer and Mr. Towery today on these documents. They were very receptive, and I look forward to working with them to share the documents with the School Board and their attorney. I also met with Ms. Ivory, the principal of Drew Middle School, today to share the documents, and she was also very receptive to working together, especially in the career day activities and potential flights. As a professional, she reminded me she could not give a position on the documents until the School Board had reviewed them and voiced their position. Tonight, as you contemplate the recommendation you will make, it is my hope that you look upon these two documents as a positive step toward being good neighbors. Further, I hope you will support these two documents and encourage the Stafford School Board to support and adopt them as well, going forward. Thank you.

Mr. Apicella: Thank you, sir.

Ms. Lewis: Hi, I'm Julia Lewis, 40 Airport Boulevard, Falmouth District. I'm in favor of the new Drew, but not the site layout they propose. I've been advocating for the new Drew neighbors since March 4th, when I spoke at the Board of Supervisors meeting. I asked for us to have a seat at the table before the design was written in stone. According to the School Board design timeline that I handed out to you earlier, the School Board devoted two months to gather design elements to guide building design. However, there was no significant engagement with neighbors until April, after the design and the site plan was developed. It took a month of me speaking and sending emails to the entire School Board and the superintendent to get invited to the small meeting on April 2nd. Jason Towery met with perhaps 20 of the neighbors from Clift Farm and Dogwood Air Park to discuss our concerns. Unfortunately, we feel our concerns pretty much fell on deaf ears. The proposed broader community-wide meeting in May to allow others to give input never happened. I repeat, there has not been a community-wide meeting. I spoke at the joint town hall on April 29th and subsequent Supervisors meetings, pleading for the dangerous intersection at Clift Farm Road and Leeland Road to be straightened. This would have

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allowed the school to be placed closer to Leeland Road, giving more buffer to the Clift Farm neighbors on the ground and in the air for the Dogwood Air Park, where I live. The generalized development plan that's in your packet for this school outlines in great detail how the placement of the parking lot and the school is negatively impacting the neighbors. At the June 10th School Board meeting, members discussed site layout options, knowing full well our concerns, but were convinced to vote for the site plan that negatively impacts our neighbors instead. They say it would cost too much to do the right thing, yet somehow they found four million dollars to add 11,000 square feet to accommodate wall lockers. The School Board has already voted for this site design. Once you give them a green light, the horse is out of the barn. You care — you guys care — what neighbors say about local impacts. The current Drew was built in 1951, and we use our schools for a long time. I ask you to defer tonight's vote and ask the School Board to hold that community-wide meeting that they said they would. Please encourage them to move the school further away from the neighbors. It's not too late. If it seems that their delay for this public hearing, originally scheduled for July, is maybe their way of rushing this through without oversight, tonight is the only chance that we have to be heard. We absolutely can build schools that are in harmony with existing communities without destroying them. Please defer. Thank you.

Mr. Apicella: Thank you very much. Anyone else?

Ms. Carter: Abby Carter, 489 Leeland Road. Good evening. I would like to speak tonight about a couple of concerns that I have with the new middle school, Drew Middle School proposal on Clift Farm Road. I did reach out to the School Board with my concerns, and they were helpful and timely in their responses, but my concerns were not alleviated. I find it alarming that the VDOT traffic impact study shows the number of roads and intersections that will be impacted to the point of being downgraded. Some that are currently graded B will turn to C, and C to D, including Clift Farm Road, Leeland Road, and Leeland Road and Morton Road — receiving D ratings by 2028. I understand that the School Board is still discussing roadways with VDOT, and that's a good thing. Adding to the traffic problems are the questions of what will become of the School Board property at the end of Clift Farm Road. Will it be sold to the highest bidder for housing or data center, or what? Any development of that property will require major road improvements. Isn't it better to have a plan of action taking this into account when planning the school-related infrastructure? If the County is looking to the future, this is the kind of strategic thinking that needs to take place. With only one ingress and egress onto Leeland Road as shown on the GDP, the traffic plan essentially kettles the students and the residents in cases of emergencies. Common sense would suggest that two exits onto Leeland Road are better than one for this site. Clift Farm Road is a dead end to the north. I would like to remind the Commission that while the nearest emergency facility is only three and a half miles away, two years ago this property was brought before you for rezoning, and the response time at that point was 17 minutes. This has not improved, and it may take much longer when the railroad bridge is under reconstruction. Finally, the Stafford County Comp Plan directs that buildings and development should be in scale with and minimize undesirable effects to neighborhoods and communities. According to the elevation provided by the applicant, this building would be nearly 20 feet taller than anything within a two-mile radius except the cell phone tower at the VDOT — I mean, at the VRE lot — and looks to be sited at the highest point of the property. It will overshadow everything nearby. It seems to me that it will have a huge effect on the local environs, which are mostly rural residential. Thank you.

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Mr. Apicella: Thank you very much.

Mr. Walls: Good evening, ladies and gentlemen. My name is Kevin Walls, and I live at 82 Clift Farm in the Falmouth District. My home — you know, you keep continuing stating that there's really only one house that's impacted by the view. My house is directly impacted by this view as well. But I want everybody to understand something. Eighteen years ago, I built this house that I live in today on that property when I retired from the Marine Corps. I think it's the only place in Stafford County you probably go today, and it's probably the darkest spot in the County. At night, we're probably one of the only places where we actually can walk out at night. We see people parking on the road to see meteor showers, to watch lunar eclipses, and see the things that go on. And the problem that we have is the positioning of this school and the lighting problem that this thing's going to create could be the worst place that you could put it on the property. They're talking about lighting 35 feet on the building, but let's talk about the lighting on the poles out in the parking lot. They talk about lighting, down lighting, 62,000 lumens, 30,000 lumens, whatever that looks like. The down lighting just doesn't go down; it transverse across. That's going to be a problem. If anybody's ever walked past Drew Middle School or any of the other schools, it's lit up like a prison — ten o'clock at night, two o'clock in the morning. That illumination goes across hundreds of feet. We're rural; this is agricultural. Imagine the impact to the area, to the wildlife. Actually, we were told by the School Board on many occasions where they were going to mitigate the lighting, but they were going to facilitate and assume the responsibilities for installation and maintenance of the lighting and not have Dominion Energy do that. However, as you can see by the site plan, they're going to do all the poles; Dominion Electric's going to do that. And this is just not feasible. I mean, this lighting is going to be on 24/7. Unfortunately, the staff report's just not going to address issues that we're concerned with, with the only conditions being the maximum building heights being 35 feet with lighting. We've got to put some conditions on the School Board and address these conditions. Again, School Boards continue demonstrating they really aren't listening to what we've asked them to look at. This is a concern. Again, it's 2025. There's technology out there today, and this school is going to be probably one of the most technological schools in the County on the inside, but they're implementing technology on the outside that's not. It just doesn't make any sense. And we need to be more conscious about environmental responsibilities, and I think we need to defer until they can answer.

Mr. Apicella: Sir, thank you very much.

Mr. Walls: Thank you.

Mr. Rhyne: Good evening. You guys are amazing and super, super tough. We appreciate your perseverance and for keeping control of the situation that happened before. So, my name is Peter [Rhyne]. I live at 85 Clift Farm Road with our six kids; we're trying to keep the population going. And they are homeschooled, so they will not be a part of this particular thing. But we live right next door to the school. My job for the last 15 years has been as a professional landscape designer, and I've worked in residential and commercial installations, designs, and then also managing those properties after the fact. So, my main thing I want to comment on today is the species of trees, shrubs, the landscaping that's going to be the only thing separating us visually from this exceptionally large building. My property is at a slightly lower elevation, so I'll have some height advantage. But the main thing I wanted to point out is that the species are a mix of deciduous plants that are native. The DCSL says that native plants

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are preferred over non-native plants. And for the layperson, that doesn't mean anything. The look of the plant is not the issue here, but survivability is a concern of mine. So, having had many years of experience, I would like to see the planting — the plants that are selected, the species — not prioritize the native aspect as much as survivability, because that costs all of us less in taxes. And I would also like to have an increase in the percentage of evergreens. So, the percentage that is allowed is not really limited; it just is a minimum preferred proportion of evergreens. And I've talked to Jason about that, and he's been very helpful, and John as well. So, I have a couple of things I'd like to just point out, and one was addressed. The GDP that I saw earlier for our property had no screening, actually, and now it does, which is great. I would suggest that the planting along the north section of the property be shortened slightly, closer to the street, and that planting be dedicated to other areas that are more critical. A berm could be used as part of the grading plan to raise the height of the plantings around certain areas of the building. We should primarily use evergreens as part of this screening structure to really help us during the winter months, where the deciduous foliage would not be there. I believe that these suggestions would not violate the DCSL, the proportions that are defined therein. The plantings that are around this building are going to provide a benefit to both of us. I just wanted to say in closing: Fences make good neighbors. So, thank you.

Mr. Apicella: Thank you, sir.

Mr. Stephen: Hello, Lee Stephen, 180 Clift Farm Road. It was my understanding that the A1 zoning, according to Section 2835, requires a conditional use permit for schools. Now, accordingly, according to the presentation, that is not necessary with regard to public schools, but I would ask that you confirm that, because if you look at the actual text of 2835, it puts schools under a conditional use permit. Nevertheless, any conditional use permit, in this case for height or otherwise, does require the County to consider or to find that the use will not be detrimental to the character and development of the adjacent land, and it shall not adversely affect the use of adjacent land or impair their value. In this case, I don't believe there's been any economic study or impact study to assess how the project actually will affect the surrounding properties. The Zoning Ordinance also requires any conditional use permit to be in accord with the Comprehensive Plan, and that's part of the issue. But I would like to speak more generally about what the Comprehensive Plan states regarding the surrounding property and the character and use of that property. The introduction says that the whole point, one of the key points of the Comprehensive Plan, is to promote open space conservation designed to preserve the rural heritage of the community, and that any development should not adversely affect the character of the area in which it is located. So, this mirrors the Zoning Ordinance requirements that the use of adjacent properties, that the conditional use not adversely affect the adjacent properties. The size of the building, the lighting, and the placement, will, in fact, directly affect the rural nature of that property. Those of you who are on this board, when the same group of people were opposing the prior development plan, will understand that that is a very rural area. It's a pocket within Stafford that is one of the last remaining pockets, certainly in that area, of agricultural land. So, anything that can be done to mitigate that should be done, and I believe that the current GDP does not actually meet that. If we could move the building forward, that would go a long way, but I think there's more that can be done to avoid and to mitigate the negative effects on the rural nature of that property.

Given the guidelines and requirements established by the County for development in rural areas and for the issuance of conditional use permits, I think this development plan should be reassessed before it is approved or recommended for approval. Thank you.

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Mr. Apicella: Thank you, sir. Anyone else?

Mr. Diehr: Thank you. Good evening. My name is Tim Diehr, and I live at 54 Clift Farm Road, directly across from the proposed Drew Middle School site. The current plan places a 51-foot building just 120 feet from my property line, which has changed, unlike the CUP, 280 minimum for my neighbors. I support the building of the new Drew Middle School; what I oppose is the placement of the building on this property. On May 8th, I sat on my porch with my neighbor Bob Roulette, Jason Towery, and Susan Randall from the School Board. Susan was shocked at how close the building would be to my house, so we spread out the site plan and used cutouts of the building, parking lots, and ball fields. Together, we created site plan option number three, shown in my handout. This option gives two safe points of access: one on Leeland Road and one on Clift Farm Road, and is much more suitable for the surrounding homes. In option number three, what is the plan if the intersection at Clift Farm and Leeland gets blocked, if there's an emergency at the school, or at one of the 17 residences on Clift Farm Road? Mr. Towery stated that realigning Clift Farm Road would cost three to five million dollars, but said that there was an eleven-million dollar contingency already built into the budget, as well as margin for timeline flexibility for issues just like this. Ms. Randall instructed Mr. Towery to make the site plan changes. The next day, Mr. Towery and Maya Guy from the School Board met in my driveway and confirmed it again with Bob Roulette. Ms. Guy said that they would present this revised plan and would need our support with the Board of Supervisors. A month later, on June 10th, without any further engagement with us, the School Board voted to proceed with option number one, ignoring the community conversation and the commitments made in good faith. This was a betrayal of trust and left us feeling blindsided and in fervent opposition. The realignment of two-tenths of a mile of Clift Farm Road, costing three to five million dollars, does not make sense. I am a home builder, and I am about to build houses in a subdivision in Spotsylvania County called Goodwin Cove, where two miles of new roads over farmland with hills and similar topography are costing 3.1 million dollars. If two miles of brand new road can be built for that price, it doesn't make sense that a short stretch of road realignment here would cost more than that. That kind of inflated figure should not be the basis for rejecting a safer, more community-friendly site plan. I asked for the cost info and methodology via FOIA to find out that none of this was done — just one phrase: "Layout number three will likely require the use of contingency funds." I respectfully urge the Commission to defer the decision until all the points in question by myself and my friends and neighbors can be answered. Please honor the discussions we had with project leaders and hold the School Board accountable to building a school that is more safe, compatible, and fiscally responsible. Thank you for your time.

Mr. Apicella: Thank you, sir. Anyone else?

Ms. Roulette: Good evening, everyone. My name is Hannah Roulette. I live at 76 Clift Farm Road in the Falmouth District. I'm here tonight on behalf of my father, Robert Roulette, who couldn't be here as he had surgery earlier today. Our home is located adjacent to the school property and will be directly impacted by the proposed site plan. Consider for a moment if this new middle school had been built without any input from Drew teachers, staff, or the broader Drew community. Imagine their frustration and anger if they were told that changes couldn't be made to fix errors or omissions they discovered because it would cost too much or impact the schedule. Fortunately, that's not what happened. The

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School Board and staff spent more than four months rigorously gathering the needs and requirements to drive design and budgeting for this project — in other words, to get it right. Even then, the School Board voted in June to increase the building size by another 11,000 square feet to increase space for student wall walkers, at a cost of about four million dollars, to better address student needs. Contrast that with the discussions that have been held with the local community. My father reached out to Mr. Towery in mid-March, requesting to meet and discuss the school plan. He agreed and hosted a meeting in early April, attended by the Clift Farm community. At that meeting, they voiced concerns, particularly with the site plan to locate the school so near to our homes. Following more discussions with staff and Board members, Mr. Deer and my father were led to believe they had the Board's support to move the school closer to Leeland Road and shift the playing fields closer to our community to act as a further buffer. However, it wasn't until a month later, at the June 10th work session, that they learned those changes were not going to be made. Tonight, you've heard the community speak again of our concerns. Many of these concerns shouldn't come as a surprise, as they're similar or the same as those that were articulated in presentations to the Commission, the Board of Supervisors, and the School Board itself during the age-restricted community hearings for this same property. Ultimately, the Board of Supervisors agreed with those concerns when they voted down that project. I want to reiterate that we support this project as a more fitting, suitable use of this property. However, the current site plan will substantially impact nearby homes, especially Mr. Diehr's, as well as the community at large. The conditional use permit lacks adequate conditions to mitigate community impacts such as lighting, traffic, and noise. This school signifies a \$113 million investment that will benefit generations to come. My neighbors, my family, and I support the school being built on this property, but not with the current site plan. Tonight, we ask the Commissioners to please defer the vote to allow time to address the issues we have raised this evening. We only get one opportunity to do this right for students, staff, taxpayers, and the community in which the school will be built. Thank you.

Mr. Apicella: Thank you very much.

Mr. Shelton: Do we need to vote to go beyond 10?

Mr. Apicella: Oh, I'm sorry, sir. Can you wait just one minute? We have a bylaw provision that says — no, you can come up to the podium. We just have a bylaw provision that says we have to vote to continue past ten o'clock.

Ms. Sellers: Motion to go past 10 o'clock.

Ms. Caudill: Second.

Mr. Apicella: Okay, all those in favor, say aye. Opposed? That motion carries. Sorry about that.

Mr. Gotzi: Good evening. My name is Joe Gotzi. I live in the Falmouth District. I've been in Stafford County since 1995. I've lived in Mount Pleasant, lived in Hickory Ridge, and lived in Leeland Station, so I'm just up the road from this new site. This is my 20th year at Drew, my 31st year in Stafford County teaching. There are eight middle schools in Stafford County. Stafford, AG Wright, and Drew have unique designs. Heim, in 2008; Dixon Smith, in 2006; Thompson, in 2000; and Gale, in 2002, all follow an HH Pool design, which was built in 1995. They're all two-story buildings. This new design is going

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to be a three-story building. It's going to be the prototype for the next two middle schools. They need to be built so that we can be ready for the next round. We know we need Middle School Number Nine; we know we need Middle School Number Ten. We need 16 feet, 19 feet — we need a 19-foot variance to make this building happen on this site. And with the tree cover and the lighting and all the down, whatnot, to make it work. So if we can, 2028 is right around the corner, and we're on a timeline. So, please, thank you.

Mr. Apicella: Thank you, sir. Anyone else?

Mr. Patterson: Good evening. My name is Stephen Patterson. I am the Director of Bands at Drew Middle School, and I've spent my entire career there. I started in 2007, and we need to get this project built right now. My instrument storage is in three separate locations just to fit in that room. When we have concerts at night, we have to split it up. I have to limit the amount of parents and family that get to come to our performances because the parking lot is unsafe, the amount of people in the auditorium is unsafe, and we have to make it available for those families to go. If you've ever been at Drew Middle School at dismissal time, you know unsafe roads. We end school sometimes earlier, especially on rainy days, because Route 1 is backed up with parent traffic. We need to get this school built. I joke around with the other band directors that Drew may not make it to 2028, and any delay in the timeline will make that maybe not last until then. We may start the Donald Dixon/Lyle B. Smith/Edward E. Drew Middle School combined bands if this does not pass and we do not get a school built by 2028. I just really want to make this school happen. We have issues in that school right now. If you've ever been in there, sometimes there is a sewage smell in the morning, and we have to dump hot water down the drain to get that backed up. We've had bathrooms break, and sometimes different parts of the building are cold and different parts of the building are steaming hot. That building is not suitable for those students. We had to redistrict about four years ago because we were getting too big at 700 students, and so, for those 1,100 students who will get to be in a new building in 2028, those students and those kids deserve that. We get to open that building in 2028, and we are able to have this new Drew Middle School at the design that they have. Thank you.

Mr. Apicella: Thank you, sir.

Mr. Gordon: Good afternoon, Chairman and Commissioners. My name is Seamus Gordon. I'm one of the assistant principals at Drew Middle School, and I just wanted to continue to talk a little bit about the needs of the school and the safety. Most of us in a master bedroom in America now have a 20 by 25 foot room. Our classrooms are 22 by 27 for 30 kids. Cockroaches — I'm not joking — come into our cafeteria. I'll find you 25 on a day in the lights, every day. I've got sinks falling off the sides of the building because a kid touches it too hard, and I can't replace them because they don't make them anymore. We are storing parts and supplies for that building in every nook and cranny, in every maintenance shed we have, to just keep it going. You have hallways that are thinner than anywhere you can find, these kids are crammed into, which causes an issue — not that the kids are bad — they're so packed together. If I put you like sardines in a room, you're going to get upset. You're going to have outbursts. The kids are great. The teachers are great. The building isn't. We cannot wait to build this school. Thank you.

Mr. Apicella: Thank you, sir.

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Mr. Dwyer: Hi, good evening. I'm Ashley Dwyer. I also live in the County, in the George Washington District on McCarty Road. I am a mom of four boys that go to all the schools within the County. They also went to Drew. I am an owner in the County. I've also worked for the County for 20 years, so I am an assistant principal also at Drew Middle School. And I am lucky enough to be one of the people that live near the data centers that are getting ready to go in. So, I understand the height being able to be a problem. So, I guess my question would be: if we're willing to extend it for data centers, I would hope we'd be willing to extend that for our schools. But I am going to talk about our students. So, this rebuild is not just about replacing windows and walls; it's about building a school that prepares students for the world that they're growing into. The new Drew will provide a modern learning environment, support collaboration, innovation, and hands-on exploration. Classrooms will be equipped with technology infrastructure for our students to thrive in the digital world. Flexible spaces will allow teachers to engage, and students to be creative and have project-based learning that prepares them for high school, college, and careers. Safety and accessibility will also be in the forefront. The rebuilding will include state-of-the-art security measures, which we don't currently have, ensure that full ADA accessibility, and create safer and more efficient traffic patterns for buses, parent drop-off, and student parking. Again, we're on top of Route 1, so we understand safety for our teachers. The new Drew will provide spaces that truly support instruction, whether it's working with full classes, a small group, or individual students. Common areas such as the cafeteria, gym, and library will finally match the level of excellence happening inside our classrooms. Most importantly, the design will provide a healthier environment with modern climate control, lighting, and acoustics that will make the learning more comfortable and efficient. This project is more than just an investment in a building; it's an investment in the future of Stafford County. Drew Middle School is, and always has been, a cornerstone of the community. By rebuilding, we're ensuring that we can serve not only the students of today, but generations to come. Long term, this rebuild will save money by addressing and deferring maintenance and reducing energy costs with more efficient, sustainable design, and it is a fiscally responsible solution that positions Stafford for the future. Our students deserve a school that reflects their potential. Our teachers deserve a building that supports their craft. Our community deserves a facility that we're proud of. Hopefully, you will support the new Drew. Thank you guys.

Mr. Apicella: Thank you very much.

Ms. Ivory: Hello, I'm Amy Ivory, the principal of Drew Middle School, and I'm just going to keep this brief because it's been a very long day for everyone here. Again, I do respect the neighbors and your input. It is very valuable, and I do appreciate it. I know our staff appreciates it, and the students appreciate it. Before I go on, I do want to acknowledge that even though we do need the school desperately, we do understand the sacrifices that you may make and the struggles that you may have to go through with this build. But the one thing I do want to talk about is the urgency of this rebuild. And simply because, again, you said that this was the school that you went to — you know, you went to school there. And I have been in education for 28 years; 23 years have been in Stafford County, and I've dedicated my life to this County, teaching at the north and now at the south, both as a teacher and as an administrator. There is nothing I am more proud of than teaching and being an administrator in this County, producing good students for you and good community members for you all. But I will say that the building is — we are done with the building. It is to the point where we are barely making it there; to get through 2028, we are really going to be pushing it in order to get there. I do agree with everyone:

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It does need to be a safe place, it does need to be a model of excellence, but our students also deserve to have equity. Right now, we are providing excellence in a building that is very below par, and our students deserve better than that. Our staff does too, and the community members do as well. So again, I do appreciate you all here, and I appreciate the community and the teachers and staff. I thank you, but I do ask that this does move forward. Thank you.

Mr. Apicella: Thank you very much. Anybody else? All right, seeing no one else, I'm going to close the public hearing and ask Mr. Towery if he has anything else to add.

Mr. Towery: Thank you, Mr. Apicella. Just a couple points of clarification that I think those questions earlier would have answered if I'd gone through them. With regards to — lost my pen — with regards to the lighting, I just wanted to clarify, there is no field lighting proposed with this. The parking lot lighting, we have made a decision, and it's already on our proposed plans. that will be private, so it will not be the Dominion Power lighting. We're doing that very specifically in response to the concerns about being able to bring the lighting down at night and being able to go with more modern types of fixtures that provide better cutoff at the property lines to reduce any type of carryover. We did hear back — I think you heard this before — from the FAA that there is no impact. We have been, and we've discussed a couple times with the local Dogwood Airport Park as well as the Stafford Airport, met with them, certainly willing and happy to continue that. I had a great conversation earlier today with them and am looking forward to continuing to work with them. A couple other things: Happy to continue working with the homeowners as we go through the site plan. I invited Peter to come over next week; we can sit down and go through the site plan with the trees. If there are some adjustments that are wanted for some additional evergreens, yeah, we're happy to do that. I think what we're trying to say is we want to make sure that we're coordinating with the homeowners to try to come to something that's amicable, understanding that there are still impacts. If there's a different type of tree that we can put in and that's going to grow better, by all means, I'd love that. It makes my maintenance job a lot easier, so happy to hear that input. With regards to the TIA, just wanted to point out, we went above and beyond on this TIA, and that was very intentional. We know that there's concerns around our schools with traffic impact, so we sat down very specifically with Matt and the team over in transportation as well as VDOT, and we mapped out not only the intersections right around the school but we went very far away — all the way over to the intersection of White Oak and Deacon Road and White Oak to look for potential impacts anywhere. So, yes, we do understand that it looks like there are more intersections that are impacted, but that's because we went very far beyond what a normal TIA analysis would do, and that's because we believe it's important, in coordination with the County and VDOT, to make sure that we're looking ahead at those things. We've had those conversations with them; we're continuing to have the conversations with them. So it is not that we're trying to not be considerate of those things. We've actually brought more things to light through our TIA to try and make sure we're getting ahead of those types of things. That said, my budget, my team, what we're doing — we're responsible for schools, and we have to make sure that we're building the schools on time and within budget. We work very closely with the transportation staff, like I said, to make sure that we're looking ahead at those things and coordinating with them. So, if there's more that we can continue doing there, happy to continue looking at that. Just again, want to reinforce that we've increased the setbacks in response to the concerns from the citizens. We've increased the buffer sizes, we've increased the plantings in the buffers — both the number and the size. So I believe we have listened very closely to the residents. I do understand the desire to put the building up at the front of the site; however, that is in contrast with the desire not to

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have more negative traffic impacts on Leeland Road. It's also in conflict with the desire to not negatively impact the cultural resources that are on the site. So, while I understand it, we're trying to come to a balanced approach here. We're putting the building in a location that respects all of those concerns and then doing our best to make sure that we're buffering it appropriately.

Mr. Apicella: Please go ahead, Ms. Sellers.

Ms. Sellers: I do want to thank you guys for doing the TIA, because the last two, we didn't have a TIA. And that's really important for planning purposes—not just for the County and for VDOT, but for the region. Because we do need to find those needs and make sure they're in our long-range plan through FAMPO. My question is, we're closing that bridge. Somebody said we will be closing that bridge to put in a third track for the VRE. So, what is the construction plan going to look like, and are you guys going to try and get the material, get the trees off the property, and maybe the materials in there before we shut the bridge down? Because I don't know if Morton Road can handle, you know, construction traffic. So have you thought of that?

Mr. Towery: Yes, we have. Great question, though. Thank you for asking it. We've been in very close contact with the Virginia Public Rail Authority on the timing of their project for over a year. We've had a lot of great conversations with them. I think, at the end of the day, everything — once the bridge is installed and the new road improvements that we're making and the school — it's going to be great, but there are going to be some bumps getting there. It's just part of the growth of that area. We have talked about, from our construction viewpoint, trying to bring traffic through Potomac Run Road in lieu of Morton Road. That is something we're also working with the County and VDOT on. Ultimately, there is some overlap in the projects, and we're doing our best to mitigate that, but we are in constant contact with them on that matter.

Ms. Sellers: And is the school going to open once the bridge is back up and operating? Or are we sending all these [inaudible]?

Mr. Towery: So, right now, we are scheduled to open it in August of 2028, and they are anticipating the bridge to be completed and reopened fully in December of 2028.

Ms. Sellers: Okay, so a little bit of overlap.

Mr. Towery: A little bit of an overlap.

Ms. Sellers: All right, thanks.

Mr. Apicella: Any other questions for the applicant? Ms. Evans?

Ms. Evans: I do. I just have a question about the lighting that you talked about. The lighting that is currently at the Drew now, is that going to be, is that the same lighting that you're talking about, or is it going to be more, like I should say, vibrant?

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Mr. Towery: No. So, what the newer types of lights allow us to do two things. Most of the lighting at most of our sites is Dominion Power lighting, and we do that because it saves on maintenance concerns long term. But Dominion Power — basically, it's on or it's off at dusk to dawn, and it's on for Dominion Power. We don't have the ability with those to dim it down. So, what we're proposing in this situation is to go to school-owned lighting so that we can control the light levels and reduce night glare, as well as it gives us the ability to use different types of fixture heads than what we're limited to with Dominion, so we can provide better cutoff and reduce glare.

Mr. Apicella: I have a related question. So, going back to the discussion on data centers, they are, at least in one of the instances, have proposed lights that turn off. Is that something that you all have considered?

Mr. Towery: So, the County requires that it go down to, I believe, it's 50% in the evenings. What we've been working with our safety and security folks on is what can we do to balance making sure that we diminish as much as possible while still maintaining basic security around the building. So, you're probably still talking about having some, you know, wall canister lights up on the building at a minimum, but yes, to be able to reduce that lighting down to at least the County's requirement of 50%, which we are unable to typically do at our sites because we have the Dominion lights. And so we process a waiver, which is historically granted. So, I do understand the, you know, drive-by school site in the middle of the night — it's lit up real well, and that's done very intentionally at many of our sites from a security point of view. In this case, we're trying to balance that a lot more, and I think we've achieved that.

Mr. Apicella: The gentleman who spoke to the landscaping issues, and you said you're open to looking at further looking at trees and perhaps more evergreen trees, or at least a percentage more of evergreen trees, but he also mentioned berms and fencing. As I look at the design, I'm trying to figure out how that would even work on the school side and what that would even possibly achieve, if that was even something that you all would consider.

Mr. Towery: Sure, I think, so in terms of the — let me talk about them separately. The berm is really only going to provide if there's a height difference, right? So, being able to raise the trees up higher, you know, by planting them essentially higher. The only place where that could potentially help would be along Clift Farm Road. The trick and the issue is, as was mentioned earlier, we're building on one of the higher portions of the site, and so where the building will sit with regards to the home, a berm is only going to be able to do so much along that section of the road. So, without sitting down and going through some more extensive grading tonight, what our approach has been is, let's increase the tree height, let's increase the buffer width, let's increase the density. That's really the only place where I think a berm could potentially assist in any manner.

Mr. Apicella: And fencing.

Mr. Towery: I'm sorry, so we wouldn't fence, obviously, along the road. Happy to look at it up along the northern property line if that's something that's desired. I think Peter is one of the property owners up there. If that's a condition that is required, we're happy to — those properties do sit naturally lower, but understanding that your middle schooler might have, you know, provide — I'm happy to look at that tonight if that's something that helps.

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Mr. Apicella: I do have a question. So, I appreciate folks' concerns about the location of the site, but today you could build a 35-foot building where it's proposed without even coming to us. Is that correct?

Mr. Towery: Yes.

Mr. Apicella: Okay. Any other questions? Ms. Caudill?

Ms. Caudill: One of the residents that came up said that there was never a meeting that happened, but then earlier when you did your presentation, you said it did happen. The community-wide meeting, did it or did it not happen?

Mr. Towery: Sure, no, so when we proposed a potential meeting schedule with the School Board, it was last fall, we were hoping to have a second community-wide meeting. At the time, we were thinking it would happen around May. We ended up having the community meeting with the Clift Farm residents and the Dogwood Airport residents, and I believe it was April, and from that came a lot of intermittent smaller meetings that we had with the residents. And we were trying to collaborate back and forth on some of the different site options that I think were presented and discussed here tonight. Ultimately, the School Board decided in June that they were going to stick with option one, which is the one that's in front of you all tonight, and then they went on their summer break. So, the May meeting, we are still planning to have another community meeting. We're trying to get it on the books here in the month of October or November as another follow-up meeting with the community. But it's not that we weren't having those meetings, and we were having regular public meetings as well with the board where folks were able to come out. But yes, to answer your question.

Ms. Caudill: Thank you. And then, one more question. Did anyone ever get with the resident that it's directly affecting about why design option three was not —?

Mr. Towery: In terms of the costs?

Ms. Caudill: Yeah, I mean, because if you guys, or someone, agreed with him on May 8th, then in June they find out, like, why, was that communicated to him?

Mr. Towery: Yeah, so, fair question. So, when we met with Mr. Diehr and Mr. Roulette on his porch, as he referenced, we had a couple of great meetings with them. We did look at two different options, and we presented that very openly and candidly to the School Board a month or so later in June. And we did a lot of work during that four to six weeks, trying to investigate what could and couldn't work. Candidly, that's why this item is in front of you tonight here in September and not back in July, because we spent quite a bit of time going back and forth. Part of that was, there was a delta of three to five million because of the road realignment. He did FOIA requests on how that number was developed; unfortunately, if I were to disclose that, we actually are disclosing the estimating documents that we have, which on our end, in public procurement, if we were to put our estimates out there to the public, the contractors would have the ability to use that incorrectly.

Mr. Apicella: It's proprietary, basically.

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Mr. Towery: Yes, proprietary, thank you. It's getting late. So, while I can't disclose all the methodology to how we got there to the three to five million, I can say very confidently that I hope at some point to be able to show that openly with folks after our bids are opened. We've been mostly in contact with Mr. Roulette, who's been gathering a lot of this information, and so I've had a number of conversations with Mr. Roulette about it.

Ms. Caudill: Okay, thank you.

Ms. Sellers: Does this three to five include, like, right-of-way, acquisition, or is it just the realignment?

Mr. Towery: It would include realignment, right-of-way acquisition, grading — yes, all of those costs.

Mr. Apicella: Okay, Mr. Shelton?

Mr. Shelton: So what you're saying, there's still some margin for compromise and negotiation?

Mr. Towery: Again, I think we've done more than — we've certainly well exceeded the requirements. I think, again, if a fence is desired along the northern property line, I'm happy to propose that. I don't know that there's — is it, can I ask if there's anything else?

Mr. Shelton: Well, I'm specifically on what Mr. Caudill said is maybe get back and meet with them an additional time and talk with those folks that are in that particular area? We're not asking you to do any specific thing other than to talk to our neighbors.

Mr. Towery: No, absolutely. And our door, yes, absolutely willing to sit.

Mr. Shelton: Because you did say that you have a contingency fund, so, being a retired bureaucrat, that's margin to play with.

Mr. Apicella: Any other questions for the applicant? All right, thank you.

Mr. Towery: Thank you.

Mr. Apicella: Mike and Said, do you see any utility in a fence along the northern property line?

Mr. Zuraf: Yeah, I was just looking at the general development plan as this discussion was happening, and, yeah, a fence never hurts. It does sometimes depend on the topography though. So, this looks like that part of the site is sitting low, and then it goes up higher as you head towards Clift Farm Road. So, maybe there's some flexibility in where that fence goes and that they can maybe work that out with the adjacent resident.

Mr. Apicella: Okay, so I'm just trying to come up with some language here. To the extent feasible, the applicant will construct a — what size fence?

Mr. Zuraf: We'll say a six-foot, board-on-board fence.

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Mr. Apicella: Sorry, I'm just writing here. So, this is what I have, if the Commission chooses to push this forward, "To the extent feasible, the applicant will construct a six-foot, board-on-board fence along the northern property line." Does that make sense?

Mr. Zuraf: Yes.

Mr. Apicella: So that's an additional condition. All right, so I'm going to pass the chairmanship over to Mr. Shelton, since this is in my district.

Mr. Shelton: All right, since this is in your district, we have two items to take a look at. The first one is that planning and zoning consider request to review compliance with the Comprehensive Plan, Commission resolution PCR 25-19. Mr. Apicella, what's your favor?

Mr. Apicella: Mr. Chairman, I would like to approve the request for compliance with the Comprehensive Plan.

Mr. Shelton: Do I have a second?

Ms. Evans: Second.

Ms. Shelton: Ms. Evans?

Ms. Evans: Second.

Mr. Shelton: Okay. Mr. Apicella, any additional comments?

Mr. Apicella: Yes, again, a compliance review with respect to schools on an A1 property, where schools are by right. I think the answer is pretty clear, and it's a yes or no question. And in this case, it's a yes question. For the very reason I said, a school could go on this site, and it's consistent with the Comprehensive Plan goals for where a school should go. Ms. Evans?

Ms. Evans: No comment.

Mr. Shelton: Any additional comments? Ms. Caudill, Ms. Barnes? Which one? Or both of you.

Ms. Barnes: Yeah, so I just want to make sure that everybody understands that I looked at the school layout, and I agree with the neighbors that, boy, that would have been a lot nicer to have that school in the front part, but that's not the question that we're answering tonight as much as is — I would look at that and say, boy, that would have been a lot better to have those fields in between it. That's not what we're here for. We have a very simple question. I would love to be able to get in there and negotiate with the schools to do that, but that's not our job here tonight. So, it's a pretty easy question for me. On the bright side, I raised my children for 20 years directly next to Rodney Thompson Middle School. It was more suburban, with a huge water tower, like, right there, and it was wonderful. I know there are challenges, and I know that you're concerned because I drove back there when we were doing the Clift Farm, that retirement center, and when I drove down Clift Farm, it was like Shangri-La. It was like, you

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know, the heavens opening up. My goodness, you can see forever. Boy, I wish I could preserve that for you, but we really do need a school there. I'm really glad it's not a high school for you guys, because living next to a high school is really loud. Living next to an elementary school is really loud and screechy. Living next to a middle school is the best option, I think, for you guys, and it was wonderful to have my kids walk to school. People wanted to live in that neighborhood and live close because the kids could walk to school. It makes it very desirable in certain ways, and I don't know whether we were supposed to do this or not, but we took our dogs walking, and my kids and my husband ran on the track all the time. So, there's a lot of upside. I know there's downside, but there is a lot of upside, and I can't say how much I enjoyed raising my children right next to a middle school. Thank you.

Mr. Shelton: Ms. Caudill?

Ms. Caudill: I do agree with Commissioner Barnes; however, I'm going to be a little different on this. I am not going to be approving this, just because I do feel like the neighbors should have a say, and I understand it may be in approval with the Comprehensive Plan, but I feel like it is being rushed, so I will not be approving.

Mr. Shelton: Any additional comments? Let's cast your votes.

Mr. Apicella: Ah, there we go. I'm going to do it for you. Has everybody voted? Looks like not everybody voted. Can we redo that? I'm going to press the button if you don't mind, Mr. Shelton.

Mr. Shelton: Go ahead. Please cast your vote.

Mr. Apicella: Has everybody voted?

Mr. Shelton: Has everyone voted? Tally the vote. Looks like it's six to one, so that aspect passes. The second item for consideration is the planning zoning, consider a request for conditional use permit (CUP) to exceed the maximum height limitation with a height above the 51 feet for the middle school, and that's proposed resolution R25-239. Mr. Apicella, your district again?

Mr. Apicella: Yes, Mr. Shelton, I'm going to recommend approval of the CUP with an additional condition that states or reads as follows: "To the extent feasible, the applicant will construct a six-foot, board-on-board fence along the northern property line."

Mr. Shelton: Do I have a second?

Ms. Sellers: Second.

Mr. Shelton: Ms. Sellers. Additional comments, sir?

Mr. Apicella: Yes, Mr. Shelton, I am sympathetic to the concerns raised by the neighbors. Ms. Barnes was much more artful in how she stated it when these two items came in front of us and are in front of us. What we have the ability to review is very limited in these two cases. With regard to the CUP, it's just about the additional height and conditions associated with that additional height. As staff noted, and as the applicant reiterated, they could put a 35-foot building exactly where it's proposed. So, in my view,

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the only issue in front of us is what can we do in terms of conditions to mitigate those impacts of the additional 19 feet. I've looked at the conditions. I think they're not perfect, they're not going to resolve all the issues that were raised by the residents. I did add an additional provision to mitigate the potential viewshed for the neighbor that I think is even closer than the 260 feet. I don't see anything else we can do to mitigate the impacts. I do think it's important to move forward with this CUP, and if we had chosen the route to defer, I'm not sure what else we could achieve in terms of coming up with additional conditions or measures to further mitigate the impacts to the neighbors. So, for those reasons, I think we should move forward with the CUP.

Mr. Shelton: Ms. Sellers?

Ms. Sellers: I do have comments. I don't agree that the code is that prescriptive, but I am supporting this one, and I didn't support the other ones. And it's because you guys did the transportation impact analysis, and the timing as to where we can actually potentially get some applications in to the state process and potentially close that three to five million dollar gap. So, I'm going to be contacting you, and we're going to talk about what these transportation needs are, because I am concerned about that — and a lot of concerns. But we do need a school on that side of the County, so I will be supporting this.

Mr. Shelton: Thank you, Ms. Sellers. Ms. Caudill? Ms. Barnes? Mr. Braxton? I have one comment: I ask that you continue your dialogue with those neighbors that are in the area, also with Dogwood Airport as well as Stafford Airport. I think that's imperative because you are on a flight path. Okay, let's cast the vote. Tally the vote: six to one. Congratulations, School Board. And the gavel is back to you, sir.

Mr. Apicella: Thank you, Mr. Shelton. We're going to move on in the agenda. There's no unfinished business, and there's no new business. Planning Director's Report.

NEW BUSINESS

NONE

PLANNING DIRECTOR'S REPORT

5. Project Pipeline Report (For Information Only)

Mr. Zuraf: Yes, Mr. Chairman, just wanted to remind the Planning Commission that on October 21st at 6:30 p.m., we have a joint public hearing with the Board of Supervisors regarding data center regulations, 6:30. Yeah, the meeting, regular meeting, starts at 5, but the public hearings start at 6:30.

Ms. Barnes: Is it going to be like last time? Or we're not going to go up on here until 10 o'clock at night. Are there a lot of public hearings that day?

Mr. Zuraf: If there are other public hearings, this would likely be the — I would assume.

Ms. Barnes: Can we make a recommendation to be first? If there are other public hearings.

Mr. Zuraf: I will forward that comment.

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Ms. Barnes: Please.

Mr. Zuraf: Up the ladder.

Ms. Barnes: And order dinner.

Mr. Apicella: Well, normally what happens — and correct me if I'm wrong — the Board does have dinner between its 5 and 6:30 meeting. So they don't do that anymore?

Mr. Zuraf: Yeah, it's all — they just run right through.

Mr. Apicella: Well, I feel for them then.

Mr. Zuraf: I will let you all know how it's going to run. I know it's been done different ways in the past, but we'll be working with County administration and getting it all set up and organized, and let you all know in advance.

Mr. Apicella: And we'll get a framework of how that meeting's going to go between our role and the Board's role.

Mr. Zuraf: And, other than that, you have the project pipeline report, which you see that there are no public hearings scheduled for your next regular October 9th meeting.

Ms. Sellers: There's a motion to cancel the October 9 meeting, made by Ms. Sellers. Is there a second?

Ms. Evans: Second.

Mr. Apicella: All those in favor, say aye. Opposed?

Ms. Caudill: Opposed. I'm not agreeing to any more closing of public hearings, just because of how long —

Mr. Apicella: There's nothing going on that day.

Ms. Caudill: But I'm not voting for yes because there's just too much on this report.

Ms. Evans: But there's nothing going on, Kelsey.

Ms. Caudill: I understand, but the future public hearings. So, I've already — y'all have the vote.

Mr. Apicella: Okay, so that motion carries, six to one. You're welcome to show up on the ninth.

Ms. Caudill: Oh, no, I won't. I just want it on record that I'm not.

COUNTY ATTORNEY'S REPORT

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Mr. Apicella: Ms. Lucian, County Attorney's Report?

Ms. Lucian: I have no report.

COMMITTEE REPORTS

NONE

CHAIRMAN'S REPORT

Mr. Apicella: I have no report. TRC meetings in Hartwood and the George Washington districts. Details posted online.

OTHER BUSINESS

NONE

APPROVAL OF MINUTES

Mr. Apicella: Approval of minutes, none.

ADJOURNMENT

Mr. Apicella: With no further business for the Commission, we are hereby adjourned.

At 10:43 PM, Chairman Apicella adjourned the September 24, 2025, Stafford County Planning Commission Special meeting.