

County of Caroline

Michael A. Finchum, Director
Dept. of Planning & Community
Development
233 West Broaddus Avenue
Bowling Green, Virginia 22427
(804) 633-4303
E-mail: mfinchum@co.caroline.va.us



MEMORANDUM

TO: Caroline County Board of Supervisors

FROM: Michael A. Finchum
Director of Planning & Community Development

SUBJECT: Agenda Items 7; Amended Proffers and General Development Plan
for Midway 95 Logistics project (RZ-03-2021)

DATE: June 4, 2021

Attached for your review are the updated proffers from the contract purchaser for the above referenced zoning applications. As the Board may recall, the owners previously sought approval to rezone the property from B-1 to M-1 with limited proffers and no end user. The Board held a public hearing and the application was deferred several times for the applicant to secure an end user. The prospective purchaser proposes to significantly reduce the number of uses

Staff has also included a copy of the M-1 zoning regulations with uses as proffered by the Applicant.

Staff will be present at the June 8, 2021 meeting to discuss this request. Please do not hesitate to contact me if you have any questions.

MAF:lz

Enclosures

VOLUNTARY PROFFER STATEMENT

Applicant: The Virginia Bazaar, L.L.C. and Flint Acquisitions, LLC (collectively the “Applicant”)

Owner: The Virginia Bazaar, L.L.C (and its successors and assigns, the “Owner”)

Representative: Charles W. Payne, Jr., Hirschler Fleischer
725 Jackson Street, Suite 200, Fredericksburg, VA, 22401
Phone: (540) 604-2108
Fax: (540) 604-2101
Email: cpayne@hirschlerlaw.com

Project Name: “Midway 95 Logistics”

Property: Caroline County Tax Parcel 53-A-64B, consisting of approximately 97.25 acres (the “Property”)

GDP: Generalized Development Plan, titled “Midway 95 Logistics General Development Plan”, dated April 30, 2021, as last revised June 3, 2021, and prepared by Bowman Consulting, which plan is attached as **Exhibit A** (“GDP”)

Rezoning Request: From Business (B-1) to M-1 Industrial (M-1)

Date: June 3, 2021

Rezoning File No.: RZ-03-2019

I. General Information.

The Applicant, and its successors and assigns, hereby agree that the development of the Property, subsequent to approval of the rezoning application to which these proffers are attached, will be in conformance with the below proffered conditions (“Proffers”) pursuant to sections 15.2-2303 and 15.2-2303.4, et al. of the Code of Virginia (1950, as amended), and article XVII Section 12-M of the Zoning Ordinance of Caroline County. The Proffers are the only conditions offered in this rezoning application. The Proffers will be effective upon Caroline County’s (“County”) full and final approval of rezoning application RZ-03-2019 to reclassify the Property from B-1 to M-1 to allow the development of an industrial park (the “Project”). Any prior proffers affecting the Property, whether of record or not, are hereby superseded by these Proffers, and thus are void and of no further force and effect upon said approval.

II. Land Use.

- A. **General Development.** The Property will be developed in general conformance with the GDP. Notwithstanding the foregoing, all parcel lines, parcel and lot sizes, building envelopes, building or unit sizes, entrances, public road locations, private driveway and travel-way locations, waste facilities, parking areas, utility locations, storm water management facilities, amenities, and dimensions of undeveloped areas shown on the GDP may be reasonably adjusted for purposes of the final site or subdivision plan approvals to address final engineering and design requirements and compliance with the requirements of state and federal agency regulations including, but not limited to, DHR, VDOT, DEQ, DCR, Army Corps., etc., and the County's Zoning Ordinance, Subdivision Ordinance.
- B. **Use.** The Property shall be developed only for office, manufacturing, warehousing, storage, distribution, industrial and/or flex space and related accessory uses. Notwithstanding the foregoing, the Property shall not be developed for any of the following uses as set forth in Article X Industrial District of the Caroline County Zoning Ordinance as amended through June 8, 2021:
1. Research, experimental and testing facilities involving hazardous materials;
 2. Coal, wood, lumberyards and sawmills;
 3. Automobile rebuilding, truck repairing or overhauling, tire treading or recapping or the manufacturing/recycling or previously manufactured batteries;
 4. Asphalt manufacturing or mixing;
 5. Crushed stone operations;
 6. Automobile graveyards or junkyards;
 7. Sand and gravel operation; and
 8. Sanitary landfills, waste disposal facilities.
 9. Animal hospitals and Commercial Kennel, Indoor;
 10. Cabinet, furniture and upholstery shops;
 11. Contractor's equipment, storage, and sales facilities;
 12. Ice manufacture, storage and distribution facilities;
 13. Feed and seed stores;
 14. Building materials sales and storage yards;
 15. Blacksmith shops and welding and machine shops, excluding punch presses exceeding forty (40) tons rated capacity and drop hammers;
 16. Public utilities – distribution, transmission and generation;
 17. New Auto Sales and Service;
 18. Manufacture of Horticultural Products;
 19. Tow Service Operation;
 - 20: Logging and Timbering;
 21. Brewery, limited;
 22. Distillery, limited;

23. Airports;
24. Used Auto Sales;
25. Paper and pulp manufacturing;
26. Manufacture of stone and shale products, brick, tile, and concrete products;
27. Dwelling for resident watchmen and caretakers employed on the premises;
28. Alcohol, Industrial;
29. Communications facilities;
30. Motor Vehicle body and painting;
31. Motor Vehicle parts sales;
32. Motor Vehicle minor repair service;
33. Motor Vehicle major repair service;
34. Tire treading/recapping;
35. Towing Storage Lots;
36. Carry-out Restaurant;
37. Exercise Studio;
38. Commercial Kennel, outdoor;
39. Trade, Technical and Vocational School (Indoor and Outdoor); and
40. Temporary Quarters for Industrial Facilities

C. **Special Exception Requirements.** Notwithstanding anything to the contrary under these Proffers, in the event the Applicant desires to develop the Property for the following uses, it shall first apply for a Special Exception permit with the County:

1. Manufacture (but not to prohibit assemblage) of medical and dental equipment; drafting, optical, and musical equipment; clocks; toys; games; electrical and electronic apparatus;
2. Manufacture (but not to prohibit compounding, processing, or packaging) of bakery products, candy, cosmetics, dairy products, drugs, pharmaceuticals, soap, toiletries, and food products;
3. Manufacture of pottery and similar ceramic products using only previously pulverized clay and kiln fired by electricity or gas;
4. Manufacture of rugs, mattresses, millinery, clothing and printing and finishing of textiles and fibers into fabric goods; and
5. Manufacture (but not to prohibit assembly) of boats, fire arms, electrical appliances, electronic instruments and devices, radios, televisions, phonographs, tools, dies, machinery, and hardware and sheet metal products.

D. **Development.** The Applicant agrees to the following:

- (1) **Buffers & Screening.** Locate a landscaping and buffering berm between Interstate 95 and the frontage of the Property, all as generally depicted on the GDP.

(2) General Architectural Features and Materials. The general architectural features for the Project is as depicted on the attached elevations marked as Exhibit B (“General Elevations”). In addition, the front exterior wall of all structures of the Project will be constructed of brick, vinyl, glass, decorative block, concrete and/or stone.

- E. **Cash Transportation Proffer**. Prior to the issuance of a certificate of occupancy for the first building (not to include any building used during construction) on the Property, the Applicant agrees to pay the County the aggregate sum of \$100,000 towards transportation improvements at the Ladysmith interchange area, including along Ladysmith Road.

[AUTHORIZED SIGNATURES TO FOLLOW]

The Applicant and Owner make these Proffers voluntarily, in support of their rezoning application.

WITNESS the following signature:

OWNER:

The Virginia Bazaar, L.L.C.

By: _____

Date: _____

COMMONWEALTH/STATE OF _____
CITY/COUNTY OF _____

The foregoing was subscribed, sworn to and acknowledged before me this ___ day of _____, 2021 by _____, in his or her capacity as _____ on behalf of The Virginia Bazaar, LLC.

Notary Public

Print Name: _____
My Commission Expires: _____
Registration No. _____
[SEAL]

APPLICANT:

Flint Acquisitions, LLC

By: _____

Date: _____

COMMONWEALTH/STATE OF _____

CITY/COUNTY OF _____

The foregoing was subscribed, sworn to and acknowledged before me this ___ day of _____, 2021 by _____, in his or her capacity as _____ on behalf of Flint Acquisitions, LLC.

Notary Public

Print Name: _____

My Commission Expires: _____

Registration No. _____

EXHIBIT A

“General Development Plan”

13670526.1 046254.00001

Uses Proffered by Applicant-Virginia Bazaar

21. ~~Manufacture or~~ Assembly of boats, fire arms, electrical appliances, electronic instruments and devices, radios, televisions, phonographs, tools, dies, machinery, and hardware and sheet metal products.
22. ~~Automobile assembling, painting, upholstering, repairing, rebuilding, reconditioning, body and fender work, truck repairing or overhauling, tire retreading, or recapping or battery manufacture.~~ (Repealed 03/28/2000)
23. ~~Public utilities — distribution, transmission and generation.~~
24. ~~New Auto Sales and Service.~~ (Amended 2/25/03)
- 25.** Trade, Technical and Vocational School (Indoor and Outdoor). (Adopted 7/26/94)
26. ~~Manufacture of Horticultural Products.~~ (Adopted 4/11/95)
27. ~~Tow Service Operation.~~ (Adopted 4/11/06)
28. ~~Logging and Timbering.~~ (Adopted 7/14/09)
29. Data Center (Adopted 08/13/19)
30. Uses permitted in Article IX (B-1), Section 2, subject to standards contained in Article XV, Section 22. (Adopted 08/13/19)
31. ~~Brewery, Limited~~ (Adopted 09/10/19)
32. ~~Distillery, Limited~~ (Adopted 09/10/19)

Section 3 - Uses Permitted by Special Exception

1. ~~Airports.~~
2. ~~Asphalt manufacturing or mixing.~~
3. ~~Crushed stone operations.~~
4. ~~Used Auto Sales (except when accessory to new car sales).~~
(Repealed and Replaced 2/25/03)
5. ~~Sand and gravel operations.~~
6. ~~Sanitary landfills, waste disposal facilities.~~
7. ~~Paper and pulp manufacturing.~~
8. ~~Manufacture of stone and shale products, brick, tile, and concrete products.~~
9. ~~Dwelling for resident watchmen and caretakers employed on the premises.~~
10. ~~Alcohol, Industrial.~~ (Adopted 6/30/88)
11. Retail Sales associated with manufacturing. (Amended 8/29/90)
12. ~~Communication Facilities.~~ (Repealed & Replaced 05/25/04)
13. ~~Motor Vehicle body and painting.~~ (Repealed & Replaced 05/11/04)

Uses Proffered by Applicant-Virginia Bazaar

Article X Industrial District (M-1), Manufacturing

(As Amended through 01/26/2021)

Section 1 - Statement of Intent

The general intent of this district is to encourage the development of industrial parks and individual manufacturing facilities. With proper landscaping, many types of industry will not detract from the residential desirability of adjacent properties. Some types of industry, however, are not compatible with residential uses due to potential nuisance or hazard. Special use permits are required for the latter types of industrial uses in order to protect the general public and surrounding properties.

Section 2 - Uses Permitted by Right

1. Offices.
2. Wholesale businesses.
3. Storage warehouses and distribution facilities.
4. Printing and publishing.
5. ~~Animal hospitals and Commercial Kennel, Indoor. Subject to Development Standards contained in Article XV, Section 8.W (Adopted 01/26/2021)~~
6. Truck/freight terminals.
7. ~~Cabinet, furniture and upholstery shops.~~
8. Research, experimental, and testing facilities. (excluding hazardous materials)
9. ~~Contractor's equipment, storage, and sales facilities.~~
10. ~~Coal, wood, lumber yards and sawmills.~~
11. ~~Ice manufacture, storage and distribution facilities.~~
12. Feed and seed stores.
13. ~~Building materials sales and storage yards.~~
14. Bottling and canning facilities, including distribution of such.
15. ~~Blacksmith shops and welding and machine shops, excluding punch presses exceeding forty (40) tons rated capacity and drop hammers.~~
16. Photographic processing or blueprinting facilities.
17. ~~Manufacture or~~ Assembly of previously prepared materials; medical and dental equipment; drafting, optical, and musical equipment; clocks; toys; games; electrical and electronic apparatus.
18. ~~Manufacture, compounding, processing, or packaging of bakery products, candy, cosmetics, dairy products, drugs, pharmaceuticals, soap, toiletries, and food products.~~
19. ~~Manufacture of pottery and similar ceramic products using only previously pulverized clay and kiln fired by electricity or gas.~~
20. ~~Manufacture of rugs, mattresses, millinery, clothing and printing and finishing of textiles and fibers into fabric goods.~~

Uses Proffered by Applicant-Virginia Bazaar

- ~~14. Motor Vehicle parts sales. (Adopted 05/11/04)~~
- ~~15. Motor Vehicle minor repair service. (Adopted 05/11/04)~~
- ~~16. Motor Vehicle major repair service. (Adopted 05/11/04)~~
- ~~17. Tire retreading/recapping. (Adopted 05/11/04)~~
18. Retail Sales and Services associated with offices. (Adopted 11/23/04)
- ~~19. Towing Storage Lot. (Adopted 4/11/06)~~
- ~~20. Temporary Quarters for Industrial Facilities (Adopted 02/10/15)~~
- ~~21. Carry-out Restaurant (Adopted 02-16-16)~~
- ~~22. Exercise Studio (Adopted 07-12-16)~~
23. Uses permitted in Article IX (B-1), Section 3, subject to standards contained in Article XV, Section 22. (Adopted 08/13/19)
- ~~24. Commercial Kennel, Outdoor (Adopted 01/26/2021)~~
33. ~~Manufacture or assembly of previously prepared materials;~~ medical and dental equipment; drafting, optical, and musical equipment; clocks; toys; games; electrical and electronic apparatus.
34. Manufacture, compounding, processing, or packaging of bakery products, candy, cosmetics, dairy products, drugs, pharmaceuticals, soap, toiletries, and food products.
35. Manufacture of pottery and similar ceramic products using only previously pulverized clay and kiln fired by electricity or gas.
36. Manufacture of rugs, mattresses, millinery, clothing and printing and finishing of textiles and fibers into fabric goods.

Manufacture ~~or assembly~~ of boats, fire arms, electrical appliances, electronic instruments and devices, radios, televisions, phonographs, tools, dies, machinery, and hardware and sheet metal products.