



**MIDDLEBURG TOWN COUNCIL  
Special Meeting Minutes**



**Thursday, December 14, 2017**

**PRESENT:** Mayor Betsy A. Davis  
(Town Council) Vice Mayor Darlene Kirk  
Councilmember J. Kevin Daly  
Councilmember Kevin Hazard (arrived late)  
Councilmember Philip Miller (arrived late)  
Councilmember Peter Leonard-Morgan  
Councilmember Trowbridge "Bridge" Littleton  
Councilmember Mark T. Snyder

(Planning Commission) Terence S. Cooke, Member (arrived late)

**STAFF:** Martha Mason Semmes, Town Administrator  
Rhonda S. North, MMC, Town Clerk  
William M. Moore, Town Planner  
Jamie Gaucher, Business & Economic Development Director

The Town Council of the Town of Middleburg, Virginia held a special meeting on Thursday, December 14, 2017 in the Town Hall Council Chambers, located at 10 W. Marshall Street, to hear a briefing by County staff on Envision Loudoun. Mayor Davis called the meeting to order at 5:00 p.m.

Status Report – Envision Loudoun

Ricky Barker, Loudoun County Director of Planning, briefed the Mayor and Council on Envision Loudoun, the County's Comprehensive Plan update process. He introduced Elaina Ray, the Deputy Director of Planning for Loudoun County, and Mark Dryfuss, of the County's Department of Transportation and Capital Infrastructure. Mr. Barker explained that this would not only be a land use plan update, but would also be a transportation plan update. He advised Council that the County had been working on the update since 2016 and opined that it would be critical to the success of Loudoun County. Mr. Barker noted that one of the things the County was known for was trying to ensure good plans were in place for the future. He advised that the current comprehensive plan had been in place for approximately fifteen years, without a comprehensive overhaul.

Director of Planning Barker advised that this was a good time to look at the comprehensive plan given that the Metro was coming and the growth that had occurred over the last fifteen years. He reiterated that it was important to plan for the future and noted that the Board of Supervisors wanted to do the project. Mr. Barker reported that Envision Loudoun would look at where new growth should occur, how much and what type should occur, and the types of services that needed to be provided to the residents. He explained that the Board of Supervisors wanted to look at the plan strategically and advised that some topics were being explored so the County could dedicate its resources to the things that were the most pressing for Loudoun County. Mr. Barker noted that they also wanted to make the plan more user friendly.

Director of Planning Barker reiterated that this project would envision where the County wanted to go in the future. He advised that it would not get into regulations and explained that this would occur after its adoption. Mr. Barker opined that it was important for Loudoun County to have a plan with flexibility and staying power. He noted that fifteen years ago, the County did not know what data centers were and reiterated the need for the plan to be flexible for different uses and to respond to residents in the future.

Director of Planning Barker reviewed the nine topic areas that were being considered as a part of Envision Loudoun. He advised that they included, in no order: economic development; transition policy areas; residential housing choices and diversity; redevelopment/revitalization; suburban policy area; community facilities and supporting infrastructure; quality development; fiscal management; and, growth management. Mr. Barker noted that as to economic development, the County had been fairly successful, largely due to the data center industry. He advised that it tried to market itself for that and other economic development uses. Mr. Barker noted that the County was running out of available sites and needed to figure out what type of economic development it wanted to occur in the future and where. He advised that the transition policy area was an important topic for the Board of Supervisors. Mr. Barker noted that the County was receiving a lot of development pressure and advised that they wanted to engage the stakeholders to see if any changes should be made to the transition policy area. He acknowledged with regard to the residential housing choices that Loudoun County was not that affordable for new residents. Mr. Barker opined that it was important to explore housing diversity and how the County could be more inclusive and have affordable housing. He advised that as to redevelopment/revitalization, there were older areas of the county that could be transformed into new uses or where new growth/development could be interjected. Mr. Barker reiterated that the county was running out of land to grow; therefore, it was becoming a maturing community. He noted the need to plan for redevelopment/revitalization. Mr. Barker advised that as to the suburban policy area, the County wanted to make the best use of that land as it was limited. He noted the need to balance growth with the ability to provide services. (Councilmember Hazard arrived at the meeting at 5:09 p.m.) Mr. Barker further noted the need to ensure that development was of a high quality and designed well. He advised that as to fiscal management, the County wanted to make sure the growth was balanced. Mr. Barker noted that growth management would be directed toward making the most of the County's investment in infrastructure and reiterated that a lot of the growth would be directed to the Metro station areas, with not as much being directed to the transition area.

Director of Planning Barker advised that Councilmember Littleton had spoken with him about the importance of the rural policy area since Middleburg was surrounded by it. He reported that the Board of Supervisors had directed the staff that no major changes could occur for the rural policy area. Mr. Barker confirmed that no new proposed residential growth that would increase the density would be proposed in that area. He stressed that the County wanted to keep what it had in that area and noted that it wanted to look at anything to strengthen or enhance what currently existed.

Director of Planning Barker reported that the Board of Supervisors appointed a Stakeholders Committee in order to ensure the plan was embraced by the entire community. He noted that the Board wanted to make sure certain key groups were at the table. Mr. Barker reported that the membership ranged from individuals from the economic development side, such as the Chamber of Commerce, to the environmental side, such as the Piedmont Environmental Council. He advised that the Committee also consisted of a citizen appointed by each Board member. Mr. Barker noted that two members of the County Planning Commission served as the Chair and Vice Chair of the Stakeholders Committee. He reported that they had a consultant (Kimberly Horn) working with the staff on the transportation side and other consultants helping with the land use side of the plan.

Deputy Director of Planning Ray reported that the Envision Loudoun process had been on-going for eighteen months. She further reported that there was still a year left in the process before the plan would go to the Board of Supervisors for final adoption. Ms. Ray explained that so far, the process involved a lot of research to determine the current conditions from a land use perspective and a lot of public input, both through public workshops and online. She noted that the Stakeholders Committee had held approximately twenty-five meetings and had done a lot of work to pare down the policies. Ms. Ray explained that they have not eliminated the intent of any of the policies, but rather were looking at where there were redundancies, outdated language or policies that simply no longer applied. She noted that they also found that a lot of the “policies” were not policies but were implementation language, which were typically handled differently in comprehensive plans. Ms. Ray reiterated that they were in the phase in which they were working with the Stakeholders Committee to pare down the policies. She advised that they have also looked at the public comments to match them with the policies. (Councilmember Miller arrived at the meeting at 5:16 p.m.) Ms. Ray reported that public engagement exercises had occurred in order to provide in-depth input. She advised that they would repeat that process in another two months to engage the public and have them review what had been done thus far with the policies. Ms. Ray explained that they were taking the major themes that were identified and noted that they received nine thousand comments from the public. She advised that they would lead the public through workshops to show them how they matched the policies to their concerns.

Deputy Director of Planning Ray advised that the Envision Loudoun process was operating under the vision that “Loudoun County continues to flourish as a prosperous and inclusive community with a well-deserved reputation for great places, natural and built as well as historic and new, in a variety of settings. The County will foster economic development innovation, fiscal strength and sustainability.” She opined that the County was very prosperous, but extremely inclusive. Ms. Ray further opined that its natural and built environments included some of the prettiest country side that she had seen. She expressed hope that the vision statement encompassed the process and vision of the community.

Deputy Director of Planning Ray reviewed the Envision Loudoun goals, which included: make great places; be an economic force; bring people and places together; strengthen natural and historic assets; and, enhance quality of life. She explained that with regard to making great places, the County wanted to make sure it had well-designed places that provided a full spectrum of housing and employment options that were linked to supporting commercial, entertainment, educational, agricultural and recreational activities. Ms. Ray further explained that with regard to being an economic force, the County wanted to be an attractive economic community that built on its existing strengths and fostered new, innovative and diverse business opportunities. She advised that as to bringing people and places together, it wanted to provide efficient infrastructure networks that safely connected people to places within the county, region and the world. Ms. Ray further advised that as to strengthening its natural and historic assets, the County wanted to have a well-functioning system of green infrastructure that preserved the natural beauty, open spaces and cultural assets, including its agricultural land, natural, scenic and historic resources. She reported that as to enhancing the quality of life, the County wanted to be a community of diverse individuals united together to ensure that all residents enjoyed a high quality of life through vibrant, fulfilling and healthy active lifestyles that celebrated all that was unique about the county.

Deputy Director of Planning Ray displayed a slide that identified the County’s built environment, including the acreage that was currently available for growth in the transition and suburban areas. She reported that in the transition area, there was approximately 6,800 acres of vacant land that could potentially be available for development, or 30% of the total transition area. Ms. Ray further reported that in the suburban area, there were 1,208 acres, or 2% of the total area, available for development. She noted that this would put the County at being at built-out conditions in the suburban area. Ms. Ray reminded the Council that the County’s growth rate had been phenomenal over the last fifteen years and noted that the population increased from 169,000 in 2000 to 363,000 residents in 2016. She

opined that this was an exponential increase for any community to absorb and noted that the current comprehensive plan was written well before that. She explained that one of the reasons for doing the plan update exercise was that the County needed a plan that not only adapted to what was on the ground, but also to what may be coming over the next twenty years. Ms. Ray opined that the growth would continue but would then level off. She predicted that by 2040, there would be approximately 490,000 residents in Loudoun County.

Deputy Director of Planning Ray advised that when talking about new growth, the County was looking at where it could and should occur. She explained that they have prioritized areas based on elements such as transportation, access to services, public facilities, shopping and hospitals. Ms. Ray reported that when they prioritized the potential areas for new growth, the first one they identified was the areas around the Silver line Metro stations and advised that they were looking to put as many units there as could possibly be absorbed. She advised that the second priority area was suburban infill areas and noted that there were some undeveloped pockets of land. Ms. Ray reported that they looked at how many units could go there, while still being compatible with the surrounding area. She advised that the third priority was the mixed employment areas and explained that they wanted to concentrate housing around the employment centers. Ms. Ray advised that the fourth priority was the redevelopment/revitalization areas. She noted that there were locations in the suburban areas that were older and aging. Ms. Ray reminded Council that development that was not managed tended to gentrify and push out the residents that the County needed. She suggested the need to look at how those areas could be redeveloped to meet housing needs. Ms. Ray reported that the last priority was the transition policy area and advised that they were working to minimize any new potential growth in it. She recognized that it contained a lot of land; however, she noted that the County was very protective of it and would continue to be throughout this process.

Deputy Director of Planning Ray displayed a map that identified the proposed transit-oriented development recommendation, which was the number one recommendation. She reiterated that they were looking at areas around the Metro stations where by-right density could be increased so they would be vibrant centers for people to live and commute to work, with entertainment and a walkable environment.

Deputy Director of Planning Ray displayed an example of a “smart city” and advised that while it was not proposed immediately, it was an example of the look that could be modeled for the transit centers. (Commissioner Cooke arrived at the meeting at 5:26 p.m.)

Deputy Director of Planning Ray displayed a map of the suburban policy area recommendation. She noted that the Stakeholders Committee looked at recommending additional growth in the area north of the Dulles Airport.

Deputy Director of Planning Ray displayed a map of the transition policy area. She noted that the Stakeholders Committee’s recommendation was for some additional growth; however, this was minimized considerably from their previous recommendation. Ms. Ray reiterated that they looked at focusing any potential new growth in areas where the transportation infrastructure was already in place, where services already existed and where the new growth would not be incompatible with the existing development. She advised that the proposal included a range of 1,325 to 1,500 new units that could occur over what could currently be built by-right. Ms. Ray stressed that this was their initial recommendation and was not set in stone. She reminded Council that both the County Planning Commission and Board of Supervisors would look at this for final approval. Ms. Ray advised that the results would be tested. She noted that the Stakeholders Committee did make a recommendation to make some minor adjustments to the rural policy area. Ms. Ray reiterated that the Stakeholders Committee was chartered by the Board of Supervisors to not make any changes to the rural policy area. She explained that the Stakeholders Committee was recommending a change to two areas if the Board of Supervisors wanted to entertain it; however, the staff was not supporting it.

Director of Planning Barker explained that the Stakeholders Committee was entertaining making them transition areas instead of rural policy areas, with five hundred units being proposed for construction.

Deputy Director of Planning Ray explained that the reason this number was not higher was that they took some of the area south of Sycolin Road, which was adjacent to light industrial, and recommended converting some of it to light industrial.

Deputy Director of Planning Ray advised Council that with regard to the planning process, the County was now doing modeling to determine the impacts of the recommendations on public facilities and the transportation network. She further advised that this was now entering the testing phase. Ms. Ray reported that previously they had been doing forecasts; however, they were now turning this over to the experts so they could run the models. Ms. Ray noted that it would take five to six weeks to get the results. She advised that once they were available, they would show the results to the Stakeholders Committee. Ms. Ray opined that there would be changes at that point. She noted that they would go through that process a couple of times in order to get to a comfort level with the product before making their recommendations.

Deputy Director of Planning Ray reiterated that the County was currently testing the preliminary land use recommendations. She reported that in early 2018, they would hold another series of public outreach sessions to engage the public and talk about the plan recommendations that had been developed to date. Ms. Ray noted that those meetings would be advertised and expressed hope that they would have as good a turnout as they have had in the past. She advised that the public input would then be taken to the Stakeholders Committee so the public concerns could be addressed.

Mayor Davis noted that the first thing she noticed was the make-up of the Stakeholders Committee and opined that it would have been nice to see a representative from every town in Loudoun County sitting on it. She agreed that revitalization was a good idea. Ms. Davis expressed hope that the County realized there was a point of saturation. She suggested they did not need to agree that they needed to have a place to put people and noted that the County should not bring people in just because they wanted to come. Ms. Davis opined that this could be damaging in the long run. She acknowledged that change and progress were good; however, the County would reach a point of saturation, which needed to be considered.

Councilmember Snyder noted that his taxes have paid for growth and the resulting increase in schools. He opined that he had paid dearly for the growth. Mr. Snyder agreed that it looked like the County was starting to approach saturation. He expressed concern that the rural area would be choked off if the transition area was not left open. Mr. Snyder noted that Middleburg depended on people coming from other parts of the county and the state. He advised that if they could not get here, they would find other destinations. Mr. Snyder opined that it would “kill the goose” if the County over-saturated the transition area. He agreed with Mayor Davis that the towns should have a representative on the Stakeholders Committee. Mr. Snyder noted that when he came to Middleburg in the 1980s, Loudoun County’s population was in the 50,000 range. He advised that the County’s focus, flavor and environment were very different today.

Director of Planning Barker expressed appreciation for that and noted that Deputy Director Ray was new and he had only been in his position for 2.5 years. He advised that one of the things the Board of Supervisors integrated into the plan was the fiscal analysis of growth and development. Mr. Barker noted the need to determine how much residential and non-residential growth were projected and available. He advised that this would be entered into the fiscal impact model so a determination could be made of how the cost would be impacted by new residents and how much revenue would be gained by non-residential development. Mr. Baker explained that in the end, the model would say whether it was a balanced plan that would not put an undue burden on the taxpayers.

Councilmember Snyder advised that he had yet to experience growth that did not impact his County taxes. He further advised that they had gone up astronomically in the thirty years since he moved to Middleburg. Mr. Snyder opined that he was paying for the growth, which was not cheap. He advised that he had yet to see a model where residential areas paid for themselves and opined that it was not possible once services were provided. Mr. Snyder advised that he felt strongly that the residents were subsidizing people to move here. He noted that he did not know that he wanted to accommodate that growth as he could not afford it.

Director of Planning Baker expressed an understanding and reiterated that they were looking at the fiscal cost and benefits of residential development. He reported that private studies have been done; however, the County was doing a new study though the use of a consultant. Mr. Barker noted that from a planner's perspective, in building a complete community, all uses must thrive. He advised that in order to have economic development, people were needed to fill the jobs; therefore, there needed to be integration with the residents. Mr. Barker agreed that residential growth had many needs; however, he noted the need to balance residential and economic growth if the County was to thrive.

Mayor Davis expressed the need to protect western Loudoun County's beauty and noted that it was what drove people here. She further noted that doing so would also protect the County. Ms. Davis expressed an understanding of the need for economic strength; however, she advised that it was also important to protect the beauty of the country-side for the entire county. She noted that farmland lost was farmland lost forever. Ms. Davis advised that she felt strongly about keeping the area protected and noted that she was not just talking about Middleburg.

Councilmember Leonard-Morgan noted that one only had to drive east from Gilberts Corner to see the backs of houses on Route 50. He expressed concern about the discussion of data centers. Mr. Leonard-Morgan opined that there was a desire for a lot of them in Loudoun County and that it was possible they would be put in the transition policy area. He advised that this was a grave concern as it would threaten the County's natural resources. Mr. Leonard-Morgan noted that people traveled to Loudoun County for its beauty and advised that this was why he moved here. He suggested the need to not threaten that.

Vice Mayor Kirk expressed concern that, with the exception of two members, the Stakeholders Committee consisted of people who wanted to build. She opined that it would be helpful to have people on it from each town.

Councilmember Daly opined that some of the members did not even live in the county. He questioned the number of police officers, teachers, city workers, etc. who could afford to live in Loudoun County. Mr. Daly questioned how good teachers could be attracted and noted that they could not afford to live here; therefore, they were currently commuting. He questioned where the County should place its values. Mr. Daly opined that this was part of the infrastructure and reiterated that people could not afford to live here. He noted that homes in the \$700,000 range were not starter homes.

Director of Planning Barker agreed this was an important issue and noted that the word "inclusive" was discussed by the Stakeholders Committee. He opined that the county had diversity; however, it did not have housing at the right price to have people. Mr. Barker reported that over sixty percent of his staff lived outside of Loudoun County and opined that this was generally the case for the County's employees. He suggested that this was something that was important to address in order to be more inclusive. Mr. Barker acknowledged that it was challenging when his staff traveled for an hour to get to work and must attend night meetings.

Mayor Davis noted that the developers made money by building more expensive homes.

Councilmember Littleton suggested the need to look at what economic development was doing around Loudoun County. He noted the ads the County was placing in the Beijing Airport about Middleburg and wine country and advised that tourists were not coming for the data centers. Mr. Littleton acknowledged that it was great to champion the parts of the area that were unique. He explained that many of his concerns were the assumptions that were going into this project. Mr. Littleton cited the George Mason study that said “the County would experience a net growth of 18,000 people by 2040 and that there was a need for housing units for these people”. He reminded Mr. Barker that the feedback from the residents who lived here was that they did not want more growth. Mr. Littleton expressed concern that the assumptive factor was automatically that the County must figure out where to put growth. He cited Manhattan as an example and noted that their population had changed by 100,000 over the last forty years because they made the planning decision that they wanted to stay at a certain level. Mr. Littleton advised that 9,000 responses were from an overwhelming number of residents who liked the County’s size. He reiterated his concern that the default was where to put the growth. Mr. Littleton questioned why the policy was not that “the people have spoken and said they wanted zero growth”.

Councilmember Littleton advised that his second issue was the transition policy area and opined that it was seen by the residents as a buffer zone. He noted that 83% of the respondents said “do not touch it” and advised that even 1,500 units was a lot. Mr. Littleton noted that 30% of the acreage targeted as areas to put things in was not in line with what the residents said they wanted. He expressed concern that this was the drive as opposed to figuring out how not to do things.

Councilmember Littleton noted that the Board of Supervisors said “don’t touch the rural policy area” and opined that their intent was to preserve this national treasure. He acknowledged, however, the by-right uses that were in the current plan and opined that given how growth and development happened today, this zone would not protect it. Mr. Littleton noted that the area in the transition policy area was less dense than the by-right uses in the rural policy area. He questioned whether it was the Board of Supervisors’ intent to protect this zone. Mr. Littleton opined that nothing was actually being done to protect it and suggested it could be damaged in thirty years.

Director of Planning Barker noted that the Stakeholder’s Committee was talking about what the public was saying and how to resolve their recommendations with the public comments. He advised that they had a long debate about it during their November 20th meeting and came down on the side that they should not be trying to design things to meet a certain number but rather should see what the right thing to do was. Mr. Barker acknowledged that there were some overreaching numbers, which had gone down to a small amount.

Director of Planning Barker acknowledged that 83% of the public comments said “don’t touch the transition area”. He reported that the Board of Supervisors had not told the Stakeholders Committee to come up with a recommendation. Mr. Barker advised that the Committee chose to look at the criteria in areas where they could put more density and agreed to put it close to the existing suburban policy area, while leaving the areas further out the same. He reiterated that the County staff was testing the recommendations to determine the fiscal impact and the impact to the roads. Mr. Barker acknowledged that Route 50 and Braddock Road were not great roads. He cited the issues associated with Prince William County having taken the bi-county parkway to get to I-66 off their list and that Fairfax had a stretch of road that was signed at 10 mph. Mr. Barker advised that the Stakeholders Committee realized this was something that needed to be explored later. He noted that one of the topics for discussion during their next meeting was the rural policy areas. Mr. Barker advised that they would look at them to see if they needed to be enhanced. He suggested this would be the opportunity for the stakeholders to say “I don’t think they are protected enough.”

Councilmember Hazard noted that this was the plan for the entire county; however, all he heard about was residential growth. He advised that he lived in Fairfax when it made the decision to go more after businesses and noted that it helped in a number of different ways. Mr. Hazard questioned how that was factored into the plan. He opined that it was more important for livability for everyone to focus as much on businesses as on bringing in more residents. Mr. Hazard suggested this would have less of an impact on everything.

Deputy Director of Planning Ray confirmed they were also looking at non-residential growth. She acknowledged that from a staff and Stakeholders Committee perspective, there had been a lot of conversation centered on residential growth. Ms. Ray advised that they have expanded some of the commercial areas and were looking at their economic development policies and how they could be enhanced at their next meeting. She advised that the rural policy area policies also dealt with things like agri-business and agri-tourism, including ways to enhance them. Ms. Ray noted that they have concentrated quite a bit on non-residential growth, recognizing that it was crucial to providing for quality of life. She reiterated that they were looking heavily at policies that addressed businesses.

Councilmember Miller agreed with a lot of what had been said. He advised that to him, the fundamental basis of this exercise was to explore the vision of the county. Mr. Miller opined that it seemed like a lot of the discussion had centered on where and how much grow should occur, with not much occurring related to values and what was important. He noted that the reason Loudoun County had grown so exponentially was because of why people wanted to come here. Mr. Miller advised that it was driven by quality of life and suggested the need to preserve that. He questioned the impact, including the environmental impact, if more homes were added to the transition policy area. Mr. Miller opined that there were active farms only a couple of feet from homes, which was a concern.

Mayor Davis expressed appreciation that the County staff took the time to attend the meeting. She also thanked Councilmember Littleton for organizing it and for attending the Stakeholder's Committee meetings.

Director of Planning Barker noted that Middleburg was a unique jewel and advised that the County valued what it did for Loudoun County.

There being no further business, Mayor Davis declared the special meeting adjourned at 6:00 p.m.

APPROVED:

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Betsy A. Davis, MAYOR