



**TOWN OF MIDDLEBURG
PLANNING COMMISSION
MINUTES**



MONDAY, OCTOBER 22, 2018

PENDING APPROVAL

PRESENT: Eric Combs, Chairman
Donald Woodruff, Vice Chair
Terence S. Cooke, Member
Edward R. Fleischman, Member
Rachel Minchew, Member
Mimi Dale Stein, Member

STAFF: William M. Moore, Town Planner
Rhonda S. North, MMC, Town Clerk

ABSENT: Kevin Hazard, Councilmember

The Middleburg Planning Commission held their work session and regular meeting on Monday, October 22, 2018 in the Town Hall Council Chambers, located at 10 W. Marshall Street in Middleburg, Virginia. Chairman Combs called the work session to order at 6:30 p.m.

DISCUSSION ITEMS

Committee Review & Assessment

Town Planner Moore explained that the Council asked that each of the Town's committees complete an assessment form and identify any changes they would recommend to the ordinance that created them, their bylaws and/or mission, as well as to identify their short- and long-term goals, including any resources needed to complete them. He noted that the Commission may not have a lot of changes to propose as much of their role was mandated by statute. Mr. Moore advised, however, that it would be good to set the Commission's goals. He opined that one short-term goal would be the completion of the Comprehensive Plan update.

After a brief discussion, the Commission agreed that each of the members would complete the form and return it to the Town Planner and Town Clerk by November 19th, so they could compile them into one document for their review and discussion during their November 26th meeting.

Town Comments – Draft Loudoun 2040 Plan

Town Planner Moore reminded the Commission that the draft plan was the result of the seven Loudoun towns' meeting with the County Planning Commission in September. He noted that each had a dialogue with the Commission, during which time they kept hearing the towns' concerns about the proposed changes in the transition policy area. Mr. Moore advised the Commission that the County was relying on a George Mason University study that said Loudoun County would need an additional 18,000 units above what was already approved in order to accommodate future growth. He noted that the towns could debate whether the County should accommodate it; however, their Planning Commission started with the premise that they would. Mr. Moore advised that the question then became where to put them if not in the transition policy area. He reported that Chairman Combs suggested the redevelopment of the urban and suburban policy areas; however, the County Planning Commission challenged that as being

detrimental to affordable housing. Mr. Moore explained that the towns agreed to look at those areas, which resulted in the draft document before the members. He noted that it was currently voiced as if coming from Middleburg; however, based on comments from the Mayor, it would be revised to be voiced as coming from the Coalition of Loudoun Towns. Mr. Moore advised that he wanted to get the document to the Commission (Town) in case they had any feedback.

Town Planner Moore reported that Loudoun County's goal was to a second draft of the Envision Loudoun Plan posted by October 17th and to hold a public hearing on it on November 7th; however, the second draft had not yet been posted. He opined that this would not have an impact on the draft plan before the Commission and noted that the County Planning Commission already agreed to revise the language in the Envision Loudoun Plan on the towns and the surrounding joint land management areas. Mr. Moore opined that based what he heard during the meeting, the County Planning Commission's recommendations to the Board of Supervisors would be worse than what was proposed.

Chairman Combs noted that the County's first draft called for five to ten thousand additional units in the transition policy area; however, he believed it could be more in the revised draft. He advised that he was not sure the County Planning Commission would do anything with the towns' comments; however, he wanted to make sure they were on the record for when the document went to the Board of Supervisors.

Commissioner Fleischman noted that there was no mention of mass transit and opined that the housing should be focused around the stations that were already planned for construction.

Town Planner Moore advised that he was not sure of how well the County's plan addressed that in the urban policy areas. He explained that the towns' draft plan focused on the suburban policy area in response to the County Planning Commission's concerns about the towns' suggestions for redevelopment there. Mr. Moore agreed that increasing the density in the urban zones should be looked at closer. He noted that the goal was to have the towns' draft plan to the County Planning Commission by next week.

The Commission held some discussion as to whether the County Planning Commission or the Board of Supervisors were more pro-development. It was noted that the Stakeholders Committee that developed the Envision Loudoun Plan was very pro-development, as were some members of the County Planning Commission.

Chairman Combs adjourned the work session at 6:55 p.m. He called the regular meeting to order at 7:00 p.m.

Disclosure of Meeting with Applicants

No meetings were reported by any of the members.

Approval of Meeting Minutes

Vice Chair Woodruff expressed concern about the confusing nature of the raw transcript.

Town Planner Moore reminded the members that they were not approving the transcript, but rather were approving the summary minutes provided by the Town Clerk. He explained that the transcript was only provided in the event a member wanted to review the details of the meeting.

Vice Chair Woodruff moved, seconded by Commissioner Fleischman, that the Planning Commission approve the September 24, 2018 meeting minutes as presented by the Town Clerk.

Vote: Yes – Commissioners Combs, Cooke, Fleischman, Minchew, Stein and Woodruff
No – N/A
Abstain – N/A
Absent – Councilmember Hazard

Unfinished Business

Town Planner Moore provided the Commission with a synopsis of the history of ZMA 18-01 and SUP 18-01 pertaining to an adult assisted living facility in the 400 block of East Washington Street. He noted that because the rezoning application did not contain proffers, if it was approved as presented, the applicant would be able to pursue any use allowed in the R-4 District, despite the accompanying special use permit. Mr. Moore reminded the members that the R-4 District was the densest residential district in Middleburg. He further reminded them that while the zoning ordinance only allowed for a maximum of six units for an adult assisted living facility, the applicant was asking for approval of one hundred twenty units. Mr. Moore reported that both applications had multiple issues, which he attempted to work out with the applicant, the most common of which was the lack of compliance with the Comprehensive Plan and Zoning Ordinance. He reminded the Commission that they tabled the applications in February at the applicant's request and advised that despite having repeated conversations with him and his representative since that time, they had made no progress in their filings, nor had they filed a comprehensive plan amendment application. Mr. Moore recommended the Planning Commission remove the applications from the table and schedule them for public hearing in November. He advised that at that time, he would have a detailed recommendation for the members on each so they could forward a recommendation to the Council. Mr. Moore noted that once the public hearing was scheduled, the applicant could revise his applications or withdraw them.

The Commission held some discussion regarding the submissions. Town Planner Moore noted that if they pursued his recommendation, he would notify the applicant of the public hearings.

Zoning Map Amendment 18-01: Rezone 15.32 acres from AC Agricultural Conservancy District to R-4 Residential District – 400 block of E. Washington Street

Vice Chair Woodruff moved, seconded by Commissioner Fleischman, that the Planning Commission remove Zoning Map Amendment 18-01 from the table and schedule a public hearing on the application for the November 26th meeting.

Vote: Yes – Commissioners Combs, Cooke, Fleischman, Minchew, Stein and Woodruff
No – N/A
Abstain – N/A
Absent – Councilmember Hazard

Special Use Permit 18-01: Adult Assisted Living Facility – 400 block of E. Washington Street – P. Daniel Orlich

Vice Chairman Woodruff moved, seconded by Commissioner Fleischman, that the Planning Commission remove Special Use Permit 18-01 from the table and schedule a public hearing on the application for the November 26th Planning Commission meeting.

Vote: Yes – Commissioners Combs, Cooke, Fleischman, Minchew, Stein and Woodruff
No – N/A
Abstain – N/A
Absent – Councilmember Hazard

Town Planner Moore reminded the Commission that they reviewed the following two site plans in April of 2017, both of which were referred to the required reviewing agencies. He reported that, with the exception of a few minor comments, both plans were through their technical reviews.

Site Plan 17-01: 209 E. Washington Street – Catawba Corporation

Town Planner Moore reminded the Commission that the site plan was for speculative, infill development. He reported that the HDRC reviewed the building footprint on the site. Mr. Moore reminded the members that the site plan also involved public improvements, including sidewalk, curb and gutter and potential pavement widening. He opined that the applicant wanted to construct the improvements on both sides of the street and noted that he was the applicant for the two site plans on the agenda. Mr. Moore recommended that a condition of approval be to stabilize the building footprint site until it was constructed.

The Commission reviewed and held some discussion regarding the parking and the proposed landscaping.

Commissioner Cooke moved, seconded by Vice Chair Woodruff, that the Planning Commission approve Site Plan 17-01, subject to (1) approval of the proposed light fixture by the HDRC; (2) future approval of the building plans by the HDRC; and (3) the site, including the proposed building footprint, shall be stabilized and ground cover shall be established and maintained in good condition until such time as the building is constructed.

Vote: Yes – Commissioners Combs, Cooke, Fleischman, Minchew, Stein and Woodruff
No – N/A
Abstain – N/A
Absent – Councilmember Hazard

Site Plan 17-03: 301 E. Washington Street – Masters of Foxhounds Association

Town Planner Moore reminded the Commission that the property would be used for multiple uses – a museum, library and office. He reported that the applicant planned to install reinforced turf south of the required parking lot so it could be used for parking when they had small events. Mr. Moore advised that they planned to construct a full sidewalk on Jay Street; however, it would only be a tar and chip walk in front of the historic barn as they did not want to disturb it. He noted that the site would be well landscaped and reported that there were no plans to remove the large tree. Mr. Moore recommended that a condition of approval be to make the existing Washington Street stone sidewalk a safe and serviceable walkway.

Commissioner Cooke moved, seconded by Commissioner Fleischman, that the Planning Commission conditionally approve Site Plan 17-03 subject to (1) approval of the proposed light fixture by the HDRC; and, (2) repairing the existing stone sidewalk on the Washington Street frontage to a serviceable condition as determined by the Zoning Administrator.

Vote: Yes – Commissioners Combs, Cooke, Fleischman, Minchew, Stein and Woodruff
No – N/A
Abstain – N/A
Absent – Councilmember Hazard

New Business

Zoning Text Amendment 18-01: Ordinance to repeal Article XVII, Part 1, Section 245(a) of the Zoning Ordinance pertaining to Maintenance of Historic Structures

Town Planner Moore provided the Commission with a history of the zoning ordinance related to the maintenance of historic structures, which only applied to contributing structures located in the Historic District. He reminded the members that it removed the ability of the Town to address violations as it was a violation of the State-wide Building Code; therefore, the County had to address it. In addition, it had to be handled as a zoning violation.

Town Planner Moore reminded the Commission that the Council recently adopted a dangerous structures ordinance, which allowed the Town to address them on a town-wide basis under Virginia Code Section 15.2-906. He advised that, as a result, the zoning provision was duplicative and could create confusion if left on the books. Mr. Moore proposed the Commission initiate a zoning text amendment to rescind it.

The Commission held some discussion as to how the new dangerous structures ordinance would be enforced. Town Planner Moore advised that the Town would be sensitive to enforcement and would begin with an informal approach. He noted that if that did not work, the Town would then begin the formal violation enforcement process.

Commissioner Fleischman moved, seconded by Commissioner Cooke, that the Planning Commission initiate Zoning Text Amendment 18-01 and advertise a public hearing on the amendment for its November 26, 2018 meeting.

Vote: Yes – Commissioners Combs, Cooke, Fleischman, Minchew, Stein and Woodruff

No – N/A

Abstain – N/A

Absent – Councilmember Hazard

Council Representative’s Report

Given the absence of Councilmember Hazard, the Commission agreed to defer this report to their next meeting.

Discussion Items

Annual Volunteer Appreciation Reception

Town Clerk North reminded the members of the Annual Volunteer Appreciation Reception scheduled for October 30th at the Emmanuel Episcopal Church Parish Hall and encouraged them to attend.

FOIA Training

Commissioner Minchew reported that she attended the recent FOIA training. She advised that it included a lot of information.

November Meeting Quorum

All of the members indicated they would be present for the November meeting.

There being no further business, Chairman Combs adjourned the meeting at 7:47p.m.

RESPECTFULLY SUBMITTED:

Rhonda S. North, MMC, Town Clerk

Middleburg Planning Commission Transcript
October 22, 2018

(Note: This is a transcript prepared by a Town contractor based on the video of the meeting. It may not be entirely accurate. For greater accuracy, we encourage you to review the video that is on the Town's website – www.middleburgva.gov)

Eric Combs: Get started with the work session [inaudible] discussion item. I imagine Will and Rhonda can fill us in [inaudible]

Will Moore: Sure. Actually if we could start with the roll call so that the transcriber can have all of our names.

Eric Combs: I'll get us started with the work session. Eric Combs and then Ed why don't we start with you?

Ed Fleischman: Good evening Ed Fleischman.

Mimi Stein: Mimi Stein

Eric Combs: Again Eric Combs.

Terry Cooke: Terry Cooke.

Rachel Minchew: Rachel Minchew.

Don Woodruff: Don Woodruff.

Will Moore: Will Moore town planner.

Rhonda North: Rhonda North town clerk.

Eric Combs: Thank you everybody. OK so first discussion item the committee review and assessment and it looks like we have some materials enabling materials for the Planning Commission some bylaws and some structural things to revisit.

Will Moore: So if you would open up the attachment labeled chart town committee assessment form basically council has asked that all of its appointed boards, committees, commissions goes through this process of kind of a self-evaluation. So this will walk you through what what we would like you to review. You should say that council would like to have this information for their December meeting. So if you want to kind of get a briefing on it this evening digest it and then you could actually maybe work as a whole next month for filling this out. So we don't need to necessarily complete this this evening.

Eric Combs: So is it to be completed by the Planning Commission as a whole or each commissioner?

Will Moore: Well that brings up a good point. What we want to forward to council is something from the commission as a whole. But one way of attacking this might be that each commissioner takes this form and makes some notes between this month and next month and we come back and kind of bring it all together next month. So again and you might have fewer tweaks and some of the other boards and commissions because so much of what you do is is mandated by statute. You know this is the job of the Planning Commission. So a lot of what you're going to find in those attachments which are basically

excerpts it's your bylaws which have been updated this calendar year already and then some of the enabling information from the ordinance and again that comes basically from the code of Virginia. So there may or may not be a lot of tweaks but kind of talking about your purpose and mission. Is there anything that you would recommend in that ordinance to be changed the number in terms of numbers. So by enabling legislation the Planning Commission can have as few as five numbers and as many as 15. Is seven the right number for this body? And again those kinds of things we can make recommendations to council on. If you think there should be any changes. Some goals short term the long term goals are hopefully finishing our current plan update will be shorter then longer term this time around. But just any other things you might think of. Budget needs and resource needs those two can kind of go together sometimes it might be consultants to help out. Again we're in the midst of our comp plan updates that might not be such a high item of importance but it might be for training commissioner training. A couple of years ago we had Dr. Chandler come in and do a session with you individually and then subsequent to that we had a few commissioners go to the actual certified planning commission or program so we can talk over those things would it be of value for some of the newer members to have to go to that training or maybe would it be valuable to have somebody come in and give the training as a whole to the commission. So again I think my suggestion Mr. Chairman would be to have the committee members kind of work on this on their own between this month and next month and come back for your November meeting and we could kind of pull it all together so that we have one coherent document forward.

Don Woodruff: Is this available for us to pull this document up at home?

Will Moore: Certainly so. At any time the the email that I sent you on Friday which has the agenda and the hyperlinks in there by just clicking on on this you can pull it up at home at any time print it if you like. Yeah absolutely.

Eric Combs: Thanks Will. Maybe it would be helpful if each one of us could complete the form as much as we all find applicable and then plan to to get it to you. Is it okay to have you sort of be the conduit for all of these piecemeal and maybe get them the week before and then we can.

Will Moore: Certainly. [multiple speakers]. Absolutely. You get them if you want to for both maybe to Rhonda and myself so that we both have them and yeah we can try to put them together.

Eric Combs: OK so why don't we maybe just set an internal working deadline of the Monday prior to our next meeting which would be Monday the 19th and just aim to get a completed form over to Will and Rhonda.

Will Moore: That would be great.

Eric Combs: And you. I look back through the bylaws and the enabling statute and I would agree a lot of that is already freshly under review. I'd be most interested in seeing what everybody has to say with regard to the development goals.

Terry Cooke: And I presume this is something that all town committees and commissions are or.

Will Moore: That it is correct.

Terry Cooke: Is this the first time that this has occurred or is this something that comes up regularly?

Will Moore: As far as I know.

Rhonda North: I've been here 12 years. It is the first time it's come up in my tenure.

Will Moore: Now that's not to say we haven't had individual committees or boards reach out to council and ask for changes to say "hey would it be OK if you amended the ordinance to add two more members

to our committee" or things like that. But as far as council asking all committees as a whole to complete this task.

Eric Combs: Great thank you Will. Our next discussion item unless there are any other comments with regard to this structural materials. Our next discussion item is the Loudoun the draft 2040 plan and where the town is with respect to that plan in terms of making comments and submitting them to the county for review and we've had the Berkeley Group fast at work on that front which is why we haven't seen updated chapters for the Middleburg comprehensive plan but which has been very involved in putting together some really incredible work product that the town is leading the charge on in terms of trying to communicate a message a cohesive message amongst all of the towns in western Loudoun. The town, Middleburg's been leading that charge and putting together some work product to deliver to Loudoun County with some now very specific commentary on certain provisions of that draft plan which we looked at a bit last month but also will to give us some more detail on that if you would Will please.

Will Moore: Certainly so this really springs out of a meeting that Chairman Combs and I attended of the Loudoun county planning commission. It was a joint meeting with representatives of all seven incorporated towns in Loudoun. And this was at the end of September. So we each town had a chance to have a dialogue with the county planning commission and in numerous places during that dialogue and specifically when Eric was addressing them. They kept hearing that is the county planning commission kept hearing that all of the towns were very concerned with development changes that are being proposed in the transition policy area. And a couple of commissioners in particular. There were three who were kind of very vocal in support of allowing more development in the transition area one to the point of saying we should really just stop calling it a transition area one saying that it was never meant to be a permanent policy area it was just a holding area for future development which I would question that assertion. But there's a couple of things that these particular commissioners are insistent upon relying on a study that was previously done by George Mason that says we have X amount of dwelling units in the upcoming years and it's somewhere in the neighborhood of 18000. That additional dwelling units beyond what are already available to be developed by right there will be a demand for that. So we could get into a debate about whether or not that demand needs to be accommodated just because people that many more folks would like to come live here. Does that mean we have to accommodate them. So the commission as a whole seems to be starting from the ground point that we need to accommodate those. And then if so where do we put them. And when comments were made about the development that they're proposing to add into the transition policy area and also expanding the boundaries of the transition policy area. When comments were made about that's not where to put these. The question then became well where do you suggest we put them because if we don't put them there. They're either going to be additional units built in the rural policy area which you don't want you being the towns or they could even be pushed further to the west or north outside of Loudoun but then create more transportation impacts people commute into town. So one of the responses that Eric gave in particular was that we thought more emphasis needed to be placed on redevelopment and the suburban policy area or the urban policy area. And that was one thing that we responded to. And then one particular commissioner in response to that challenge that any redevelopment that would happen in the suburban policy area or in the urban policy area would be at the expense of affordable housing. In other words the assumption was it would be redevelopment of existing affordable housing areas and it would result in less affordable new housing being built. So in response to those couple of particular challenges we decided to do some further analysis after discussing with Eric and discussing with Mayor Littleton. So we looked at and there's one in one particular area that we did some analysis on in here which is more of a underutilized industrial kind of flex space area. So looking at areas other than where there is existing affordable housing could we find areas in that policy area that would potentially be ripe for redevelopment. And if so could it be redeveloped and B not at the expense of affordable housing and actually we took it a step further and introduced how affordable housing could actually be bolstered by doing it this way. So this is an initial draft. I received some comments from the mayor today that we may even expand on this some more. It's currently voiced as if it's coming from the town of Middleburg. But the plan is to revise this so that it's voiced as coming from the coalition of Loudoun towns which is this organization that's essentially represents all seven incorporated towns in Loudoun. And they're going to contribute to the costs that we've incurred with our consultants as well.

But we wanted again we just we want to show you that we're putting our consultants to work even though they have been sidetracked from working on our individual plan for for a while now. But we wanted to get this in front of you just in case you had any feedback after reviewing this. I will be talking to the consultants tomorrow in particular to discuss some of the comments that I just got from the mayor. And I think that's based on some other comments filtered in from some of the other representatives of towns. But we're going to continue to work on this draft in terms of Loudoun's plan when we attended that commission meeting. The goal was to have a second draft of the Loudoun 2040 plan posted by last Wednesday which would have been the 17th and that they plan on holding a public hearing on that as soon as November 7th. That plan has still not been posted. I was assured today that it will be posted by this Wednesday. But I don't think that's going to have a major impact on the work product that we're working on now. The commission did agree to take some steps to revise language in the draft plan related directly to towns and the Joint Land Management Areas that surrounds some of the towns. I think that's going in a good direction. I hate to say it but I think what's going to come out of the planning commission in terms of additional development being called for in the transition policy area is probably going to be even worse than it was in the first draft.

Eric Combs: In that first draft just the footnote there that first off was calling for roughly a thousand new additional units within the TPA. Is that correct? And how many square feet of. I'm sorry. That's just the development node on 50. So writ large. They were proposing. I don't even know if we could put a number on it was somewhere between 5 and 10000 new development units within the transition policy area and our understanding is that the revised draft is going to be calling for more than that. Hence we felt that bit of urgency with regard to these comment.

Will Moore: Right. So we wanted to I just quite frankly we were challenged on a couple of points when we made comments and they said well if it's not here then where. And also. Well you can't do it there because it would be at the expense of affordable housing so we're trying to do at least a level of analysis that counters that argument. So that's where we are at this point. Please feel free if you've not already spent a little time reading this if you can skim through it and if anything jumps out at you that you would like to contribute. Send any comments you have to me please. Because the more eyes we have looking at this the better. But we wanted to just keep you up to date. I think is the main thing here.

Eric Combs: Yeah Will thank you. I think that gives us a really good synopsis of where we stand in this Loudoun County process and you all know how much this is going to influence our comprehensive plan. So we're not sure whether this specific commentary gets any traction at the county planning level but it needs to be part of the record moving forward because it's going to leave planning commission hands. And then it's going to go to the Board of Supervisors and county staff and the different administrative staff. So we want to be creating this record that is sort of repeating a lot of what we've been saying but also providing additional detail that perhaps the planning staff is capable of doing a dive on right now just because of limited resources. So that's where we are. Any comments that anybody has on this stuff would be really welcome. Ed please.

Ed Fleischman: Well I think that the write up is very good but I didn't find any mention of mass transportation in the write up. Loudoun County has put a lot of money into the metro rail system and we're building it in Loudoun County now and it seems like a focus. It's already been a focus but it should be even more in the future of more construction housing around the new transit stations that are going to be developed north of Dulles Airport and then along Route 7 I think there are three or four stations there that already are planned but for development but I think that in this particular write up rail transit should be specifically mentioned and encourage you the further density in that area.

Will Moore: So yeah very good point. I won't say how well the draft plan already addresses that in the urban policy area but it does address that. So we didn't necessarily find in the overall draft 2040 plan. This is really specifically responding to those couple of comments and really focusing on the suburban policy area where you're not quite as close to those rail stations but it's something worth revisiting.

Ed Fleischman: Well the point is there's no need to expand the transition zone when we really ought to be increasing density around rail transit if that's in the urban zone then you'll increase densities in the urban zone. The transition zone alone.

Will Moore: Well so the plan is calling for an increase in those areas already. But maybe not to the extent that it should. But yeah it's certainly something we'll look a little closer at but thank you.

Ed Fleischman: Okay. Thank you.

Eric Combs: Any other comments on the the work product that Berkeley Group and Will put together? So this'll be headed over to Will what's our anticipated turnaround for getting it over to the county do you think?

Will Moore: That's a good question. I need to have a discussion with the mayor. I think I think you were copied on the comments that he sent today so that could.

Eric Combs: That could slow it down.

Will Moore: It could slow it down a little bit. I think his focus at this point in time seems to be resigned to this is really a product to get to the board. I think it's important to get it to the Planning Commission at least so we can say that we've responded to challenges that were issued. But I and I won't say he's wrong in this at all but I think he seems to be resigned to just simply based on the accelerated timeline. I mean they are really pushing this through and it doesn't really give any time for response to meaningful response to comments that are issued by the public or.

Eric Combs: No in fact the timelines seem to be expressly precluding any further input from any stakeholder.

Will Moore: I think that's fair.

Eric Combs: It seemed to be a real fast track to get the draft out of the Planning Commission without any further disruption. I think it was an opportunity for all the towns to get together and voice some concerns and we had everyone had submitted as you saw written commentary prior to that. That was a welcome opportunity but I think that was a distraction from their agenda. So I don't know that there's really going to be a whole lot of consideration in the timeline for any of this but I agree it would be nice to get it on their desks.

Will Moore: Yeah I would absolutely like to have this to them as soon as possible and certainly before well in advance if we can before the public hearing. Well in advance might not be possible at this point but maybe sometime next week would be great. So that is least in their hands a week before the public hearing.

Eric Combs: OK. Great.

Ed Fleischman: Question.

Eric Combs: Ed please.

Ed Fleischman: Will or Eric you have two groups. One is the planning commission and then the other is the Loudoun County supervisors. So which do you think is more development oriented which group?

Eric Combs: Development which is more sort of. [multiple speakers] It's hard to say. So the genesis of this draft plan at the county level really started with a stakeholder group that the Board of Supervisors appointed which was very I think pro developer. The Planning Commission and the planning staff I think

had some misgivings about some of the direction of all of that but that stakeholder group was led in large part by two planning commissioners who helped steer that whole stakeholder group. So I would say that it seemed and Will correct me if I'm wrong on this but it seemed in our meeting at the end of September the most vocal members of the Planning Commission at the county level were also. And I don't think it's coincidentally were also the most sort of in favor of of building out the TPA. They were also aligned in protecting the rural policy area. But they all seemed to be very much fully resigned to building out the TPA and had their justifications all lined up. I don't know whether the board of supervisors is similarly inclined but I think the planning commissions. There were two commissioners who weren't there. We don't quite know where they stand. But there were three who were I think very fully decided in terms of this type of plan.

Ed Fleischman: Thank you.

Eric Combs: Sure. Any other questions on Loudoun County? If not we can close out the work session and have the candy break.

Will Moore: Please. [laughing]

Eric Combs: Okay great. This will end the work session. We'll pick back up at 7 for the regular meeting. Great. Thank you. Well why don't we get started with the regular meeting and shall we re synchronize the microphones for the record is that helpful? Okay. So then first order of business if we could just go through the commission and disclose any meetings with applicants if any. Ed we'll start with you.

Ed Fleischman: None for me thank you.

Mimi Stein: None from me.

Eric Combs: I haven't had any as well.

Terry Cooke: None for me.

Rachel Minchew: None for me.

Don Woodruff: None for me.

Eric Combs: Excellent. Thank you everybody. Marching onward. Public comments. Obligatory pause. Minutes we have a set of draft minutes from our September work session and regular meeting. Anybody have any comments questions or concerns with regard to the draft minutes?

Don Woodruff: The only thing that strikes me is sometimes the wording gets confused and it doesn't convey exactly particularly one comment by you. It didn't make any sense the way it appeared.

Eric Combs: Do you mean Don in the transcript of.

Don Woodruff: Yes.

Eric Combs: I agree I find it hard to follow at times because it's so raw and just a rough transcript. I think they're just.

Don Woodruff: I know part of it is that we're being used to turning this off and on unfortunately my colleague here has agreed to turn me off and on. [laughing].

Will Moore: If I might add. So when you're making a motion on the minutes you're making a motion on just the first few pages up to the point where it has Rhonda's signature line. The transcript that is provided

is simply it is a raw transcript. I think it's a very appropriate way to say it but it's more for information hopefully if you can't remember it and looking at the minutes which are now essentially summary minutes which are perfectly fine to keep. But if you want to look back and say what exactly did we talk about a couple of months ago it was helpful an applicant was not present during the work session to give them that transcript so they could read some discussion of it taking place. So but when you're voting on minutes you're voting on just the summary minutes that are up front.

Eric Combs: Great thank you. I think that's really helpful. So OK with respect to Rhonda's beautiful summary of the meeting. Any comments questions there? If none I'm happy to entertain a motion.

Don Woodruff: I move the minutes be accepted as presented by Rhonda.

Ed Fleischman: I second it.

Eric Combs: Excellent all in favor.

Everyone: Aye.

Eric Combs: The ayes have it. Thank you everybody. Back to the agenda. OK moving on to our unfinished business. The first set. We have two entries on our agenda. But they're both concerning the assist the proposed assisted or independent living facility which are in. Well which is in connection with zoning map Amendment 18-01 and special use permit 18-01. The two applications that the Planning Commission had tabled for the last several months. We have some background materials from Will but let's have you introduce it. I think that be helpful for any discussion purposes.

Will Moore: Thank you. I don't want to read to you from my report but I think it's important to do at least a quick synopsis of how we got to the point where we are now. So back in January we received two applications that were filed one and both involving the same 15 plus acre parcel of land on the east side of town. One was a zoning map amendment requesting to rezone the property from its existing agricultural conservancy designation to our four residential district that the application was not accompanied by proffers. So it's what we call an unconditional rezoning so if you were to rezone the property as requested even though it was filed in tandem with a special use permit application there would be no obligation of that applicant to pursue that special use permit if it were approved they could develop that land in accordance with the regulations for our are for residential district which is our most dense residential district the one that allows even town house and multi-family units by right. So in conjunction with that zoning map amendment application also filed was a special use permit application for assisted living. The residential district does allow by special exception adult assisted living but it allows it as defined in our zoning ordinance which is a very constrained use with a maximum of six residents. The application that they filed was for one that could accommodate as many as 120 rooms. So there were multiple issues with the applications as filed. I responded to that application toward the end of January with with a letter to the applicant. Basically an initial review of the submissions identifying many issues contained within and a common thread in that letter was lack of conformance with the comprehensive plan. Kind of setting aside the fact that the special use permit doesn't match up. It went a step further and said what you're asking for would require a number of ordinance revisions to accommodate and nothing in our current Comprehensive Plan would be supportive of those revisions that would be necessary. So I reminded the applicant in that letter that we are currently in our own process of updating our comprehensive plan. But I also mentioned that it is permissible to file a private request for a comprehensive plan amendment. So that's kind of background in the months since I've had a number of discussions with both the applicant and the applicants representative. The applicant is officially Mr. Orlich who you have met on a couple of occasions. Mr. Hanna who has been here in front of you more often has served as his representative as well essentially over the months. We have not made progress. So they have filed. Filing is actually not the right word. They have submitted a number of documents to me. They have not filed a comprehensive plan amendment application which would have to be accompanied by a certain fee as contained in our development fee schedule and should that be filed. Then I would have to respond formally as I did with

the applications that were filed in January. I did skip the part about in February. We did table those two applications that were properly filed. And that was at the applicant's request which is important because sometimes when certain types of development applications are filed the clock starts ticking on the locality is as in having to act on those applications within a certain timeframe. But when the applicant actually requests the tabling those timeframes can be suspended. So those discussions continued over the last many months. And I think from a staff perspective what I'm suggesting to you is we've made no progress in moving forward with a coherent request for a comprehensive plan amendment that could potentially support the applications that were filed. So at this point in time and this is after consultation with the town attorney's office what I'm recommending is that you take two steps this evening. And that is to make a motion to remove the applications from the table. And I should say I would ask you to act on each individually act on the zoning map amendment application then subsequently the special permit. And in each of those motions I would recommend removing the application from the table and then also scheduling directing me to schedule a public hearing for your November meeting. And when we come around next month we will hold the required public hearing that's necessary. I will have a more detailed analysis outlining a recommendation whether it's a recommendation to approve or recommend a recommendation to deny each application so the applicant would have in between the evening and that time to make any last minute revisions to those applications or possibly withdraw the applications and then we could cancel the public hearing. But that's the step I would recommend taking tonight remove each application schedule to a public hearing and then we would potentially dispense with your step your recommendation which would then be forwarded to council next month.

Eric Combs: Great. Thank you Will. And our last meeting when Mr. Hanna was here. He had indicated that he had submitted to the town some additional materials in support of their request or informal requests to amend the comprehensive plan. What is the status of those the review of those materials and whether they even merit coming before the Planning Commission?

Will Moore: They do not. Absent a properly filed request for amendment to the comprehensive plan at this point appoint staff review. There was no reason to present that to you. And I should state that until today in which I received an email from Mr. Hanna I've had no outreach from either he or Mr. Orlich since your meeting last month.

Eric Combs: OK. Thank you. Don please.

Don Woodruff: Will, once we act as you have suggested, assuming we would, what is the means by which you inform the applicant of the current status?

Will Moore: So I would reach out both by e-mail and by telephone.

Don Woodruff: I just wondered if you had to send him a certified letter to make sure that you got the information.

Will Moore: There's no statutory requirement to send anything. I might put one in in the U.S. mail as well just to cover that base.

Don Woodruff: I'd cover all bases [inaudible] Thank you.

Eric Combs: Thank you Don. Any other comments on the two applications whether to remove them from the table and advance them forward? Hearing none.

Don Woodruff: I move that the zoning map amendment 18-01 be once removed from the table. And propose for consideration at our next meeting.

Eric Combs: Do we need. Will do we need to make that motion a compound type of motion inclusive of them?

Will Moore: I would ask actually they would be acting on separately.

Eric Combs: Okay. Do we need to mention the public hearing at all in the motion?

Will Moore: It might be helpful there is a draft motion on the second page of the staff report. If you wanted to read from that.

Don Woodruff: I would amend that motion and move the commission remove zoning map amendment 18-01 from the table and schedule a public hearing on the application for the November 26th meeting.

Eric Combs: Excellent thank you Don. [inaudible] All in favor of Don's amended motion?

Everyone: Aye.

Eric Combs: Ayes have it. Thank you very much. And Don would you be so gracious as to give us a second motion?

Don Woodruff: Certainly. Thank you Mr. Chairman. I move that the commission remove special use permit 18-01 from the table and schedule a public hearing on the application for the November 26th planning commission meeting.

Eric Combs: Excellent.

Ed Fleischman: I second the motion.

Eric Combs: Great. All in favor.

Everyone: Aye.

Eric Combs: Great the motion carries. Thank you very much everybody. Next item of business we have 2 site plans that we first took up in 2017 I believe. And they both concern the property surrounding the southern part of the intersection of J. Street and Washington Street and we have some updated comments and looks like some revised site plans.

Will Moore: So included as a second page to each staff report you have one sheet from the plan if you would like to see additional sheets we can always gather around the table up here as well has for example the landscape plan is not included in your packet but for each of these plans they were subsequent to your first viewing I believe was April of 2017. We referred these to multiple referral agencies. Some of the county the Department of Transportation and within the town its streetscapes committee which reviews landscape plans on your behalf as well as the HDRC historic district review committee. So those with the exception of a couple of minor follow up items that will be necessary particularly light fixtures for each of these two site plans which will need to be followed up with by the historic district review committee. They have made their way through all those technical reviews and essentially the last one that we've been waiting on for many many months was VDOT which we received. For both of these plans their approval earlier this month. So at this point in time the staff is recommending that they are ready for conditional approval and I have some minor conditions that are associated with each one dealing with site plan 17-01 for Catawba Corp. First this one involves a speculative infill building. That building has not yet been designed so the historic district review committee has given it some consideration. Many months ago essentially to the buildings or to the footprint of the building to its location on the site that is oriented toward Washington Street as opposed to being set back with parking in front of it. But it essentially this plan is for speculative building that may be built at some point in time in the future. We're not sure how far out but it also involves public improvements frontage improvements along J. Street. You may recall a while back when the building the existing building. It's also part of the site plan at 209 East Washington

used to be the country inn so that was converted to office use and in conjunction with that there was a waiver or defer or maybe a better way to put it of the public improvements that otherwise would have been required along the J. Street frontage. The full improvements meaning curb gutter sidewalk potential pavement widening and what you had recommended to council in consideration of that waiver and what they adopted was that in the meantime they had to put at least a pedestrian accommodation along that frontage which they did before being granted occupancy for the building being converted to office. So there is a Tar and Chip path which gives accessibility. It's actually on their property as opposed to in the right-of-way. They dedicated an easement for that. So there's interest by the property owner now of going ahead and potentially constructing those public frontage improvements which would be the public sidewalk in the public right of way the curb and gutter and especially relative to the development that's proposed in the next site plan across the street. There's a common thread between the owners of Catawba Corporation and the masters of foxhounds association which is across the street. Actually Catawba corporation is technically the applicant on both of these site plans. So my guess is that when they mobilize to do the improvements to the J. Street frontage for the building at 301 which is progressing right now is that there would be an interest in going ahead and doing the public improvements on the other side of the street at the same time. What I am recommending along with that plan and no suggested condition number three is that where the footprint of the building the speculative building is shown that that needs to be dealt with and that area needs to be stabilized if they proceed with developing the site without developing the building. We don't want a big hole in the ground there big mud pit something like that. So if they do proceed with development of the site otherwise that they would need to do just normal stabilization or establish ground cover grow a lawn essentially until such time as a build that building in the future.

Eric Combs: Great. Thank you. I have a few questions which I think perhaps are more the purview of streetscape and the landscaping plan. But when we had addressed the pedestrian footpath the big concern there was the box was there that line that corner. I'm sensing those box [inaudible] are to be removed when they go ahead with the public improvements that is issue 1 and the second one somewhat related is I see the spec for the parking lot on the south side of the property that it will just about but the north side of the parking lot for the the Federal Street property in which case it's calling for removal of a number of trees that really kind of disrupt what would be a lot of continuous in my mind impervious. So you have buildings at the right the ends of the block but then just a mass of impervious material in between is streetscape. Have they addressed that in their landscape plan? Is there some way. The reason I'm asking about the trees in that that interim area is we talk using [inaudible] islands and what happens when you've got a large mass of impervious and is that being or has that already been addressed with its streetscape level?

Will Moore: [inaudible] No I did not have an electronic copy of this sheet when I sent this out on Friday. So you'll notice in this area of the existing limits of the gravel parking that that is there today are even closer and at some point all the way up to the property line in between this property and this is the other developed property that was built just a few years ago. [inaudible] So they're going to actually be pulling back the limits of the parking and essentially forming a straight line whereas now that kind of just meanders the edge of gravel. So establishing a better line for the defined parking area. So there'll be expanded area and here there's some existing landscaping that's not shown everything you see here or new trees or shrubs but there are some existing landscaping in here that's going to be maintained. So in terms of buffering between certain types of uses if this were a residential use [inaudible] of some sort there would be increased buffering requirements increased screening requirements that those requirements are not the same when you have [inaudible] so you're not necessarily having to screen yourself from one office building from another. But there is an existing vegetation in here and again the actual landscaped area while it might not all have trees and shrubs on it will be part of that. You are correct in terms of some of the impacts on the on the [inaudible]. So this is an area that will still be discussed and encouraged [inaudible].

Eric Combs: And then so their sidewalk. So the frontage here they'll have sidewalk continuation around the corner. Past the entrance right and then connect with it where it terminates here.

Will Moore: Correct. So here where they did. The Treptow project is referred to. It actually had to because of some existing utilities here the sidewalk actually had to be kind of routed around [inaudible] actually onto their their private property within an easement but there's room to get it back around and then out to the public right-of-way [inaudible] majority of the public sidewalk [inaudible]

Eric Combs: So then we'll get full connectivity around.

Will Moore: Correct. And actually we do have that today [inaudible] It did break through some of the box woods [inaudible].

Eric Combs: Do you have the landscape plan for the [inaudible].

Will Moore: A little more extensive on this site a little more consideration with the residential use directly to the east. This is the kind of an interesting concept here. They're providing a gravel parking area here to meet the requirements based on this the use. This use is a combination of library museum office. It's a unique blend of uses the Masters of the Foxhounds Association has. They may occasionally host some events with them and what they're doing is they're going to use kind of, it's not grass brand but essentially a reinforced turf just south of the required parking that can be parked on but not generally. But it will be so it will grow vegetation [inaudible] So it's kind of a honeycomb structure so that instead of just putting on laundry on occasions that they have some of the small events there that they'll have a reinforced surface to [inaudible].

Don Woodruff: We did some of that up at school it didn't last too long.

Will Moore: Yeah. There have been improvements in technology in the years. So yeah. So you know I did have our town engineer look closely at what was being proposed here and they thought it was a good solution. Certainly better than having [inaudible]. What we're getting here we're getting full sidewalk down to.

Eric Combs: A question with that material [inaudible].

Will Moore: Correct. So it's a little tight in here. There's a lot of sensitivity to not wanting to disturb this historic barn that's on the property. So our first iteration had no further improvements going down to this corner. And the thought process I think of the applicant at the time was if somebody is wanting to walk the whole block, they would walk on this side of the street. This is more to get people from here who want to go around to the front. But this was kind of you know this is this will be less disruptive. We didn't want to unnecessarily encourage curved concrete sidewalk right next to the historic barn either. So it was kind of a compromise just to do a tar and chip path from the driveway down closer to the corner where if somebody was walking on the side of the street as opposed to this it still have an approved area to walk on and then defined area.

Eric Combs: So would that be the same material as we presently have here?

Will Moore: Pretty much. Right. And the same material to be used for portions of their courtyard that they're developing here as well.

Mimi Stein: Betsy said they called [inaudible]. Yeah I guess when everybody was freaking out in the house [inaudible] [laughing]

Will Moore: Nice.

Don Woodruff: So they're clearing the property that was already there except for the barn.

Will Moore: They are in the process of clearing a good bit of it. But it still will be with the exception of this gravel area pretty well landscaped. I daresay maybe even a little better defined today where you have this kind of circular driveway here which will go away and this will have a couple of paths here but are more of a landscape courtyard behind the building now.

Terry Cooke: Are they going to be taking down [inaudible]. I mean that's largely responsible for the mess that sidewalk.

Will Moore: There's no plan to take down a tree. [inaudible]. One of the suggested conditions that I have in here is they were trying to avoid doing any improvements to the Washington street frontage. And we did not necessarily want to see just [inaudible] it seems to be functioning fine. We have an elevated sidewalk as it is. It really only serves this property and the one next to it. But it's in pretty rough condition.

Terry Cooke: [inaudible].

Will Moore: To get that in a serviceable condition so that it's safe to be walked on it's just it's very jagged. [inaudible]

Eric Combs: Great thank you Will. OK. Great why don't we take these one at a time. The first one 17-01 which is the the proposed structure and improvements there and that. Any other questions or comments regarding that application that site plan? Will gave us a proposed motion on that. Someone wants to take that up.

Terry Cooke: Mr. Chairman I move the commission approve site plan 17-01 subject to first approval of the proposal [inaudible] The site including the proposed building footprint shall be stabilized and ground cover shall be established and maintained good conditions until such time as the building is constructed.

Eric Combs: Thank you Terry. Second?

Don Woodruff: Second.

Eric Combs: All in favor.

Everyone: Aye.

Eric Combs: Wonderful. Motion passes. Thank you. Let's jump right to the next one 17-03 just across J. Street. Any other comments or questions with regard to that site plan 17-03? OK we have proposed motion on that one as well. Any takers? [inaudible].

Terry Cooke: Mr. Chairman I move the commission conditionally approved site plan 17-03 subject to approval of the proposed light fixtures by the HDRC and repairing the existing stone sidewalk on the Washington street frontage to a serviceable condition as determined by the zoning administrator.

Eric Combs: Thank you Terry.

Ed Fleischman: I second the motion.

Eric Combs: All in favor.

Everyone: Aye.

Eric Combs: Wonderful that's everybody. Thank you motion carries. Bear with me. Onto new business. We have a proposal to initiate a zoning text amendment repealing an existing article within the zoning

ordinance regarding the maintenance of historic structures. This seems to be some good housekeeping. Will, you want to give us some background on that please?

Will Moore: Certainly. So back in 2002 the section under consideration here was adopted into the zoning ordinance and the enabling legislation under which it was adopted is wide ranging. But when the town chose to adopt it in 2002 they limited its applicability so the limited one to only apply to buildings within our historic district and to even within that district only two buildings that are designated as contributing structures and that's something that's done in a historic district survey that we know we have done it identifies we have a district but not every building in the district is necessarily identified as a contributing structure. So this code section or zoning board and section only apply to our historic district. And then within it only buildings that were designated as contributing structures or if our historic district review committee otherwise said structure was important to the district. So what they did was it took certain maintenance issues of certain basic maintenance issues - it might be rotting windowsills, it might be a hole in the roof, missing shingles, things that can lead to a deterioration of a structure and even fairly rapidly sometimes - it took our ability as the locality, it took away any ability for us to address those maintenance issues from a locality's standpoint only if something rose to such a level that it fell into an immediate violation of the uniform statewide building code. At which time we could reach out to the county building official to ask to intervene. It basically took our ability except within the historic district and except for certain designated structures within that district. It took the ability for us to address those issues out of our hands. And again the enabling legislation which was used to adopt that didn't place any of those sorts of limitations. The town for whatever reason in 2002 when they adopted this decided to limit its applicability. Starting around this time last year, we started having discussions - staff with the council - about the desire to address certain types of maintenance issues that we saw popping up. Council members saw or reported to council members. There was interest in expanding those, the ability to address those issues on a town wide basis. And that's really when I started looking more closely at the provisions that we already had. Another problematic thing about these provisions are that they're located in the zoning ordinance. So if we tried to address any of these issues as are currently provided for we would have to issue it as the zoning violation and that that opens up a whole new set of worms in terms of all of its zoning violation and I have the right to appeal to the Board of Zoning Appeals. You're going down a route that's not necessary with us with building maintenance type issues so after much debate going around around with a few drafts with council, we essentially in July adopted the entirety of 15.2-906 the enabling legislation that was used to adopt this more constrained version. We adopted it on a town wide basis. It's in our town code so we have the ability to address these certain types of maintenance issues on a town wide basis now. So what we have remaining in the zoning ordinance in this particular section is it's duplicative. It's not necessary anymore. It could quite frankly create some confusion if we left it in place. If somebody, if I tried to cite or whoever is in charge of administering this town code section may or may not be me. But if somebody was trying to cite somebody for an issue under that they might say "well I'm in the historic district and a contributing structure you should have done it here" so the proposal is to repeal this section now that we have the town code Chapter 38 adopted.

Eric Combs: Thanks Will. Just a few comments first I'll note that you emphasized the sort of the broad discretion given to the locality right here which I didn't see present in in the previous zoning ordinance provisions. The right language which is awfully broad. And then the second I'll note also that the prior zoning ordinance language included some discretion for the town council to apply a waiver which I don't see repeated here.

Will Moore: Correct.

Eric Combs: I imagine all of that was addressed at town council. Was there any public input of any of that language?

Will Moore: There was not. I don't recall receiving any public input on this issue. We had a lot of input from council and it was more it was less related to the language that's in the ordinance as to the manner in which we would approach enforcement which we're always sensitive to here. You know so much of what

we read in our ordinance comes across very heavy handed or it could potentially be administered in a heavy handed manner as part of adopting the town code section. I also presented to Council essentially an administrative process a standard operating procedure about how we would go about enforcement. We always start with an informal approach a personal one-on-one approach if possible if it's property owner who's local but outlining an informal approach that we would go through certain steps before we ever got to the point of sending the nasty gram as I like to call it. So there was a lot of sensitivity toward the manner which we would have approached enforcement.

Eric Combs: Great thanks Will. Any comments or questions about that? Terry please.

Terry Cooke: I have a question on the text of the amendment. I'm in support of the change but I just want to make sure that I understand what we're saying here in Section [inaudible] 38-2 sub part D, That section concludes with the sentence [inaudible] shall remain a personal obligation of owner of the property at that time the liens were imposed. This relates to what happens if there's a transfer and ownership of the property. Does that mean that the transferred owner remains liable for the lien or is the transfer [inaudible].

Will Moore: That's a good question so I'll answer in a couple of ways. One I would have to consult with the town attorney. Two that's actually language directly from the Code of Virginia. So I'm not sure how it was [inaudible]. And I should also mention that what I include here the last couple of pages including the one that we're reading from the one that's chapter 38. This has already been adopted by council. So that part is what you would be acting on would be the previous few pages which are striking in the language for the zoning ordinance so. But it is a good question. It is a good question and not one that essentially that we adopted language almost word for word from state code except where the state code says a locality may we [inaudible]. So what was adopted is as far as Chapter 38 and is now in place is directly from the enabling legislation. But that's a good question.

Eric Combs: It's interesting language the way that it is written. I can see perhaps at least two reasonable interpretations of that [laughing] That could be right [inaudible]. Interesting question Terry. Any other comments about the proposed text or what's before us? No we have another proposed motion.

Ed Fleischman: Mr. Chairman I move the commission initiate zoning text amendment 18-01 advertised a public hearing on the amendment for its November 26th 2018 meeting.

Eric Combs: Thank you Ed.

Terry Cooke: Second.

Eric Combs: All in favor.

Everyone: Aye.

Eric Combs: Ayes have it. Thank you. Would somebody like to stand in for Kevin and give us a council representative report?

Will Moore: I think we could probably defer that until the following months.

Eric Combs: Excellent. Thank you. Any other discussion items that anybody would like to raise at this point?

Will Moore: Rhonda would you like to mention the reception next week?

Rhonda North: So just a reminder we have the annual volunteer appreciation reception next Tuesday the 30th from 5 to 7 at the Emmanuel Episcopal Church. And we sure would love to have you all join us that

evening. Tutti does the food so the foods always great. [laughing] So yes we'd love to see you there that evening.

Eric Combs: Thank you Rhonda. And there was a FOIA training the week before last? Was anybody able to attend that? I was not. [laughing] Great thank you. OK. Any other discussion items? Pull up my calendar. Our next meeting is set for Monday November 26th. Does anybody anticipate any problems with that date? [inaudible] OK. So we anticipate at least a quorum. We'll stick with that then. Unless there's anything else? Thank you everybody.