







COMMONWEALTH OF VIRGINIA  
**COUNTY OF HENRICO**

John A. Vithoulkas  
County Manager

October 21, 2014

GGC Associates, LLC  
c/o Mr. Wayne Chasen  
Gumenick Properties  
6600 West Broad Street, Suite 100  
Richmond, VA 23230

Re: Provisional Use Permit PUP2014-00014

Dear Mr. Chasen:

The Board of Supervisors at its meeting on October 14, 2014, granted your request for a Provisional Use Permit under Sections 24-32.1(aa), 24-34(p), and 24-122.1 of Chapter 24 of the County Code, related to a parking plan and a comprehensive sign program for Libbie Mill Urban Mixed-Use Development on Parcels 771-740-9118, 772-740-0431, -1137, -1743, -2229, -2836, -4023, 773-739-8155, -6286, 773-740-5043, -8899, -9498, 773-741-2637, -3132, -3726, -4222, -5414, -6011, -6808, -7505, -8102, 774-739-4371, -5043, -5750, 774-740-0096, -0894, -1592, -2190, -2403, -2888, -3584, -4182, and 4708 and located on the east line of Libbie Avenue approximately 310 feet north of W. Broad Street (U. S. Route 250) to its intersection with N. Crestwood Avenue, then along the east line of Spencer Road to the south line of Bethlehem Road and the west line of Staples Mill Road (U. S. Route 33), subject to the following conditions:

1. **Height and Floor Area Limitations.** Retail, service, residential and office uses, including a grocery store, located on the Property may be permitted as generally shown on the attached application materials, including the "Conceptual Master Plan" included in the "Staples Mill Centre Pattern Book" dated November 16, 2006 (as amended) (the "Master Plan"), subject to the following height limitations (unless otherwise permitted during the Plan of Development for such building):
  - The maximum height of Multi-Family Buildings 1-5 shall be 75 feet.
  - The maximum height of Multi-Family Buildings 6 and 7 shall be 175 feet.
  - The maximum height for Townhouse Buildings, including Stacked Townhouse-Style Condominiums, shall be 50 feet.

The maximum square footage of any use other than an office building or parking garage shall not exceed 10,000 square feet in floor area, except that:

- A fitness center/health club may be permitted up to 15,000 square feet of floor area.
- A grocery store may be permitted up to 65,000 square feet of floor area.
- A public library may be permitted up to 65,000 square feet of floor area.



2. **Vendor Areas.** Areas of the Property not used solely for residential purposes may be designated on the Master Plan, as may be revised from time to time, or a Plan of Development, for the preparation of food or beverages or the sale or display of merchandise conducted in an open area or structure by one or more individual vendors operating from stalls, stands, carts, vehicles or other spaces which are rented or otherwise made available to such vendors. Such activities may include a market, sale of merchandise as part of a permitted festival or other similar special event, or the outdoor display or sale by a single food or beverage vendor, operated as an incidental part of retail activity regularly conducted from within a permanent building on the premises. Sidewalk widths adjacent to outdoor vending areas shall not be reduced to less than five (5) feet, except to accommodate a permitted festival or other similar special event. Convenience trash receptacles shall be provided for each block that contains an outdoor vending area.
3. **Drive-Through Service.** Drive-through service windows for specialty coffee, specialty beverage or pastry, banks, drug stores, and dry cleaner uses shall be the only drive-through services permitted on-site.
4. **Outdoor Dining.** Outdoor dining areas shall be designated on an approved Plan of Development and shall not reduce the adjacent sidewalk width to less than five (5) feet.
5. **Emergency Communication Systems.** This condition shall apply to every new building and any subterranean parking or storage area except the following:
  - Above grade single-story buildings of less than 20,000 square feet;
  - Elevators; and
  - Stairwells.

All new buildings shall have approved radio coverage for emergency responders within the building based upon the County's existing public safety communication systems coverage levels at the exterior of the building. This shall not require improvement of the existing public safety communication systems.

Buildings and structures that cannot be constructed to provide the minimum coverage specifications shall be equipped with an amplification system or an active device that complies with the following criteria or any other system approved in writing by the Henrico County Communications Systems Manager.

The owner of any building or structure to which this condition applies shall be responsible for all costs including design, purchase, installation, periodic testing and maintenance associated with the in-building solution.

Buildings and structures which cannot support the required level of radio coverage shall be equipped with a radiating cable system, a distributed antenna system with Federal Communications Commission (FCC)-certified signal boosters, or other system approved by the County of Henrico Communications Systems Manager, in order to achieve the required adequate radio coverage.



Amplification systems capable of operating on frequencies licensed to any public safety agency by the FCC shall not be installed without prior coordination and approval of the Henrico County Communications Systems Manager. The in-building solution shall be capable of modification or expansion in the event frequency changes are required by the FCC or additional frequencies are made available by the FCC.

The emergency responder radio coverage system installation and components shall also comply with all applicable federal regulations including, but not limited to, FCC 47 CFR Part 90.219. All new in-building solutions installed must be registered with the FCC per the public notice DA 14-15 January 7, 2014.

6. **Fire Protection-Structured Parking.** A 3" standpipe for fire protection shall be provided within all structured parking at approximately 200' intervals. The exact location of these improvements will be determined by the Division of Fire during Plan of Development review.
7. **Fire Protection.** All structures including parking structures, but excluding single family detached dwellings, shall be fully sprinkled for fire protection.
8. **Crime Prevention.** Prior to occupancy of any structure containing commercial or office uses, the applicant and the Crime Prevention Unit of the Division of Police shall conduct a security survey of the property. The applicant shall implement mutually agreed upon security recommendations.
9. **Proffered Conditions.** All proffered conditions accepted with case C-5C-07 shall be made a part of this Provisional Use Permit.
10. **Separation Between Townhouse Buildings.** Any two rows of townhouse buildings shall be separated by a distance of not less than 5 feet.
11. **Parking Plan.** The applicant shall provide a minimum of 3,958 parking spaces on the property in a manner consistent with that described in the Libbie Mill Shared Parking Study dated August 11, 2014 prepared by Walter P. Moore (Exhibit A) (see case file) to the extent that the densities reflected therein are reached. Along with the "Land Bay Master Plans" required by C-5C-07 Proffer #6, each Plan of Development and Subdivision submitted for the property shall also include a tabulation of all parking required per the parking study. Shared parking information, including updates to the parking study demonstrating the parking rates are meeting the needs of approved development on the property, shall be provided with each Plan of Development and Subdivision or as requested by the Director of Planning. Each Plan of Development and Subdivision submitted shall identify the location and means of creating additional parking that could accommodate the difference between the reduced parking standard approved by this permit and the standards contained in Section 24-34(m) of the Henrico County Code.



12. **Signage Plan.** Signage provided throughout the development shall be consistent with the Libbie Mill Signage Guidelines dated June 2014 (Exhibit B) (see case file) unless otherwise approved by the Director of Planning.

The Planning Department has been advised of the action of the Board of Supervisors and requested to revise its records.

Sincerely,

A handwritten signature in dark ink, appearing to read "John A. Vithoukas", followed by a horizontal line and the word "for:".

John A. Vithoukas  
County Manager

pc: Arch Creek Venture, LLLP  
Midtown Land Partners, LLC  
LM Retail, LLC  
James W. Theobald, Esquire  
Director, Real Estate Assessment  
Police, Special Services



LEGEND

PLANNED   
CONCEPTUAL 

PLANNED		Parking summary
A)	Building A- office/ retail 2 stories 20,000 sf commercial 5,000 sf retail 8,000 sf restaurant- full service 7,000 sf restaurant- quick service 23,000 sf office 13,500 sf corporate 9,500 sf tenant	P1. 300 surface parking P2. 111 surface parking P3. 200 surface parking P4. 236 surface parking-OMIT P5. 216 deck parking P6. 216 deck parking P7. 666 deck parking P8. 574 deck parking P9. 112 surface parking P10. 623 total spaces 570 deck parking 53 podium parking P11. 696 total parking 682 garage and private parking 14 surface parking P12. 240 street parking spaces P13. 4 surface parking
B)	Building B- office/ retail 2 stories 20,000 sf commercial 5,000 sf retail 8,000 sf restaurant- full service 7,000 sf restaurant- quick service 23,000 sf tenant office	
3)	Building 3- mixed use 40,000 sf commercial 7,500 sf retail 7,610 sf restaurant- full service #1 6,668 sf restaurant- full service #2 8,053 sf restaurant- full service #3 2,273 sf restaurant- quick service #1 7,896 sf restaurant- quick service #2 2,300 sf office 327 residential units - Rental (239) 1 BR (76) 2 BR (12) 3 BR	
4)	Building 4- Southern Season 1 stories 56,560 sf commercial 8,522 sf restaurant 43,547 sf retail 4,491 sf office	
5)	Building 5- Library 3 stories 60,000 sf	
CONCEPTUAL		
1)	Building 1- mixed-use 6 stories 30,000 sf commercial 10,000 sf restaurant- full service 10,000 sf restaurant- quick service 10,000 sf retail 442 residential units - Rental (323) 1 BR (106) 2 BR (13) 3 BR	
2)	Building 2-mixed-use 40,000 sf commercial 7,500 sf retail 7,610 sf restaurant- full service #1 6,668 sf restaurant- full service #2 8,053 sf restaurant- full service #3 2,273 sf restaurant- quick service #1 7,896 sf restaurant- quick service #2 2,300 sf office 327 residential units - Rental (239) 1 BR (76) 2 BR (12) 3 BR	
6)	Building 6- office/ retail 5 stories 20,000 sf commercial 10,000 sf retail 5,500 sf restaurant- full service 4,500 sf restaurant- quick service 132,000 sf tenant office	
7)	Building 7- mixed use 6 stories 31,000 sf commercial 7,000 sf retail 7,500 sf restaurant- full service #1 5,500 sf restaurant- full service #2 5,500 sf restaurant- full service #3 5,500 sf restaurant- quick service #1 158,500 sf tenant office	
8)	Building 8- office/ retail 2 Stories 20,000 sf commercial 10,000 sf retail 10,000 sf tenant office	
9)	Building 9 - retail 1 story 2,000 sf	
10)	Building 10 - residential 382 units - For sale 300 w/ 2 private spaces 82 w/ 1 private space	

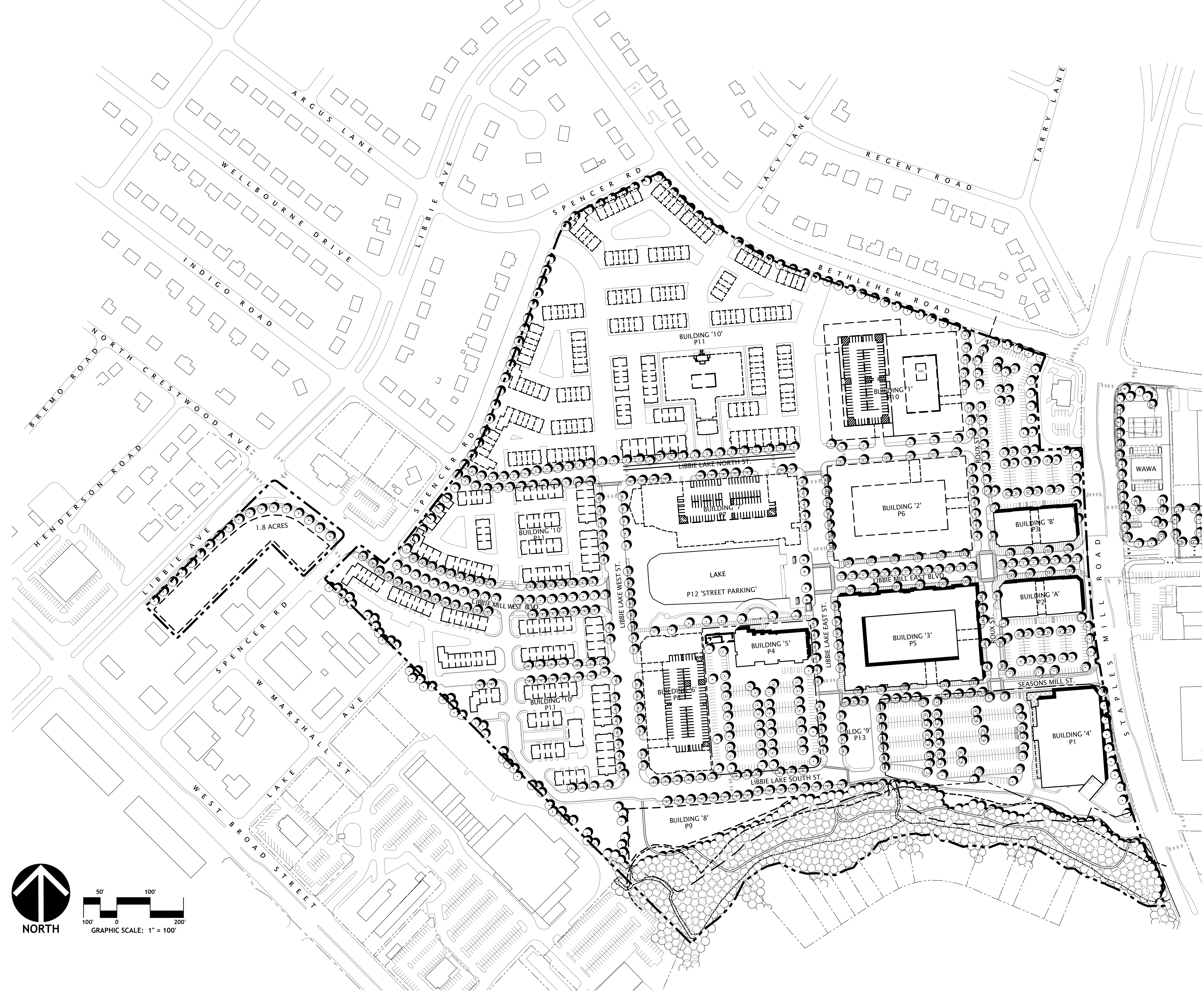


EXHIBIT A  
1 OF 4

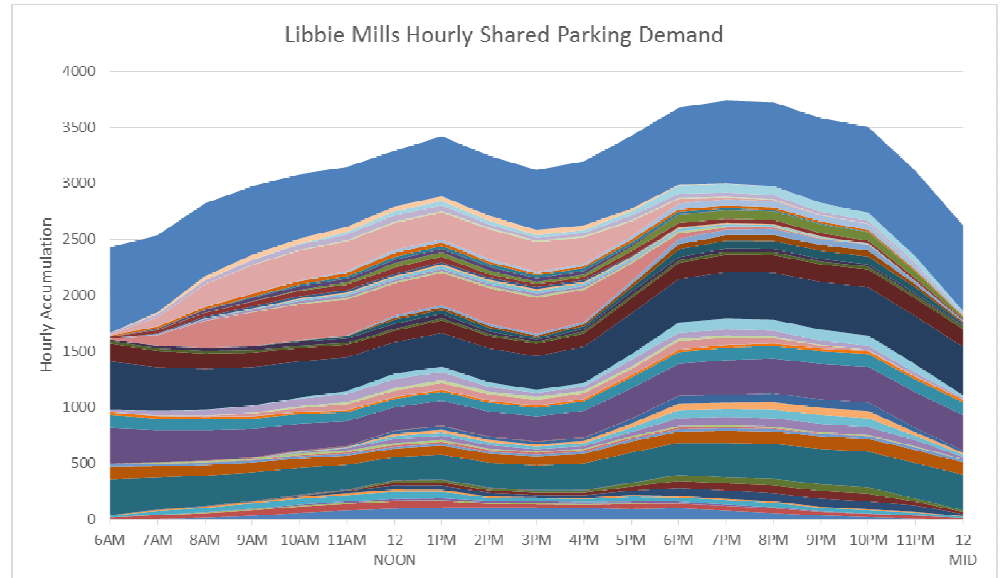
PUP2014-00014

MASTER PLAN  
August 8, 2014

LIBBIE MILL



<b>Townhomes</b>	741	764
<b>Totals</b>	<b>3738</b>	<b>5818</b>



According to proposed master plan document Libbie Mill will provide 4,194 Base parking spaces, see Table below:

<b>Libbie Mills Parking Supply</b>	
Planned P1	300
Planned P2	111
Planned P3	200
Planned P4	236
Planned P5	216
Planned P12	154
Conceptual P6	216
Conceptual P7	666
Conceptual P8	574
Conceptual P9	112
Conceptual P10	623
Conceptual P11	696
Conceptual P12	86
Conceptual P13	4
<b>Base Parking Supply</b>	<b>4,194</b>



With a peak parking demand of 3,738 spaces and a base supply of 4,194 spaces, a surplus of 456 parking spaces can be expected during the 7 PM peak hour demand hour.

<b>Shared Use Peak Parking Space Demand</b>	
Shared Use Peak Parking Space Demand	3,738
Base Parking Supply	4,194
<b>Delta</b>	<b>456</b>

This surplus equates to approximately 12%. Typically we recommend a surplus of 10% to not only meet parking demand but also manage the perception of not having enough parking.

This parking peak demand is based on current programming and utilizes a “shared” parking concept. Any deviation from the current programming or the utilization of reserved spaces causes strains on the analysis. During special events or nontraditional peak times the demand for Phase 1 may exceed the peak parking demand calculated herein.

For example if it decided to nest or reserve parking spaces for the residential component the shared parking model will need to be recalculated and their parking supply removed from the base parking supply counts.

#### **Building #5 – Library**

Should Building #5 – Library not be included in the development then Libbie Mills will lose 236 parking spaces (Parking Supply Planned P4). Also lost would be the shared use parking peak hour demand generated by Building #5 – Library, 69 parking space. Tables below summarize our calculations:

<b>Libbie Mills Parking Supply - w/o Building #5 Library</b>	
Planned P1	300
Planned P2	111
Planned P3	200
Planned P5	216
Planned P12	154

Conceptual P6	216
Conceptual P7	666
Conceptual P8	574
Conceptual P9	112
Conceptual P10	623
Conceptual P11	696
Conceptual P12	86
Conceptual P13	4
<b>Base Parking Supply w/o Library</b>	<b>3,958</b>

<b>Peak Hour Demand - w/o Building #5 Library</b>	
Shared Use Peak Parking Space Demand	3,738
Building #5 Library Demand	69
<b>SU Demand w/o Library</b>	<b>3,670</b>

<b>Shared Use Peak Parking Space Demand</b>	
Parking Supply w/o Library	3,958
SU Demand w/o Library	3,670
<b>Surplus</b>	<b>288</b>

This surplus equates to approximately 8%. Typically we recommend a surplus of 10% to not only meet parking demand but also manage the perception of not having enough parking.

#### **Libbie Mill Planned and Conceptual Phase**

The development of Libbie Mills is broken up into two phases: Planned and Conceptual.

The Planned Phase has the following characteristics during the Shared Use Peak Parking Space Demand:

<b>Shared Use Peak Parking Space Demand @ 7PM</b>		
<b>Planned</b>		
Land Use	Shared Use Parking Demand	Henrico County Code
<b><i>Building #4 - Southern Season</i></b>		
Southern Season Retail	78	218
Southern Season Office	1	18
Southern Season Restaurant	42	85

**EXHIBIT A**  
4 of 4



: district map

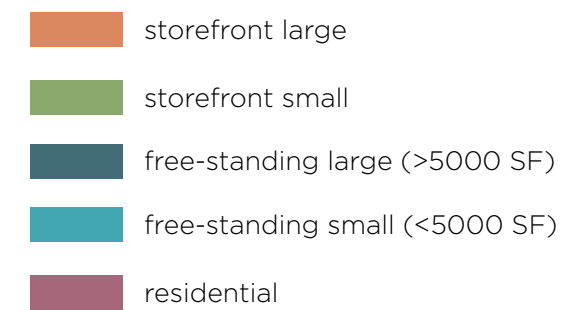


EXHIBIT B  
1 OF 2

PUP2014-00014

SIGNAGE MATRIX

	monument	location markers	identification	information	construction
<div>storefront small*</div> <div>(*see p. x for signage conditions)</div>		<div>A</div> monument marker	<div>2</div> blade sign <div>3</div> fascia sign <div>4</div> awning sign <div>5</div> transom sign <div>6</div> window signs <div>7</div> glazed door sign <div>8</div> directory sign <small>(2nd floor tenants)</small> <div>9</div> mounted signboard <div>10</div> pin-mounted letters <div>11</div> building number signs	<div>13</div> sandwich board <div>14</div> cafe umbrella sign <div>15</div> hours of operation <div>16</div> easel sign <div>17</div> stanchion sign <div>19</div> menu	<div>coming soon signs</div> <div>design team signs</div>
<div>storefront large*</div> <div>(*see p. x for signage conditions)</div>	<div>22</div> tenant signage on Staples Mill Road		<div>2</div> blade sign <div>3</div> fascia sign <div>4</div> awning sign <div>5</div> transom sign <div>6</div> window signs <div>7</div> glazed door sign <div>8</div> directory sign <small>(2nd floor tenants)</small> <div>9</div> mounted signboard <div>10</div> pin-mounted letters <div>11</div> building number signs	<div>13</div> sandwich board <div>14</div> cafe umbrella sign <div>15</div> hours of operation <div>16</div> easel sign <div>17</div> stanchion sign <div>19</div> menu	
<div>free-standing small*</div> <div>(*see p. x for signage conditions)</div>	<div>22</div> tenant signage on Staples Mill Road		<div>2</div> blade sign <div>3</div> fascia sign <div>4</div> awning sign <div>5</div> transom sign <div>6</div> window signs <div>7</div> glazed door sign <div>9</div> mounted signboard <div>10</div> pin-mounted letters <div>11</div> building number signs	<div>13</div> sandwich board <div>14</div> cafe umbrella sign <div>15</div> hours of operation <div>16</div> easel sign	
<div>free-standing large*</div> <div>(*see p. x for signage conditions)</div>	<div>22</div> tenant signage on Staples Mill Road <div>23</div> anchor tenant signage on Staples Mill Road		<div>4</div> awning sign <div>6</div> window signs <div>7</div> glazed door sign <div>11</div> building number signs <div>12</div> internally-illuminated pin-mounted sign	<div>13</div> sandwich board <div>14</div> cafe umbrella sign <div>15</div> hours of operation <div>16</div> easel sign <div>18</div> light pole banner <div>19</div> menu	
<div>residential</div>		<div>B</div> place marker <div>A</div> monument marker			

EXHIBIT B  
2 OF 2

PUP2014-00014





PUP2014-00014



Residential

Apartments (1,096 Units)

Multifamily flats:

Building #1	250 Units
5-story: 4-story residential with 1-story parking	
925 SF (Average Net/Unit)	
Surface Parking	145 Spaces (0.6 / Unit)
Garage Parking	272 Spaces (1.1 / Unit--Podium Style Parking)
Total Parking	417 Spaces (1.7/ Unit)

Building #4	266 Units
4-story: 915 SF (Average Net/Unit)	
Surface Parking	185 Spaces (0.7 / Unit)
Garage Parking	292 Spaces (1.1 / Unit--Donut Style Parking)
Total Parking	477 Spaces (1.8 / Unit)

Lofts:

Building #3	254 Units
4-story: 771 SF (Average Net/Unit)	
Surface Parking	178 Spaces (0.7 / Unit)
Garage Parking	256 Spaces (1.0 / Unit--Donut Style Parking )
Total Parking	434 Spaces (1.7 / Unit)

Building #5	326 Units
4-story: 744 SF (Average Net/Unit)	
Surface Parking	228 Spaces (0.7 / Unit)
Garage Parking	362 Spaces (1.1 / Unit--Donut Style Parking)
Total Parking	590 Spaces (1.8 / Unit)

Multi-family Condo for Sale (571 Units)

Building #2	230 Units
Multi-family Condo. 5-story: 4-story residential with 1-story retail & parking	
1,108 SF (Average Net/Unit)	
Surface Parking	161 Spaces (0.7 / Unit)
Garage Parking	235 Spaces (1.0 / Unit--Podium Style Parking)
Total Parking	396 Spaces (1.7 / Unit)

Building #s 6 & 7	245 Units
Hi-rise 15-story: 11-story residential with 4-story retail & parking	
1,120 SF (Average Net/Unit)	
Garage Parking	418 Spaces (1.7 / Unit)

Building #s 8, 9 & 10	32X3=96 Units
Individual Flats: 4-story: 1,195 SF (Average Net/Unit)	
Surface Parking	192 Spaces (2.0 / Unit)

Townhouse & SF for Sale (423 Units)

A. Townhouse: 16'x40' Rear load	62 Units (124 Parking Spaces)
B. Townhouse: 20'x40' Rear load	98 Units (196 Parking Spaces)
C. Townhouse: 24'x40' Rear load	91 Units (182 Parking Spaces)
D. Townhouse: 20'x53' Side load	16 Units (32 Parking Spaces)
E. Stacked Townhome-Style Condominiums: 24'x50' Rear load	124 Units (248 Parking Spaces)
F. Single-Family: 46'x72'	32 Units (64 Parking Spaces)

Total Parking For Units	846 Spaces
Total Surface Parking	339 Spaces

Office / Retail

Retail(in Res Bldg)	53K SF
Retail(free standing)	40K SF
Retail Pad	8.2K SF
Office Above Retail	40K SF
Office at Libbie Ave	20K SF (0.83 Acres)
Surface Parking	347 Spaces

Community Bldg

Clubhouse	6K SF (1.0 Acres)
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S.W. M	4 Acres
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RPA	5.75 Acres
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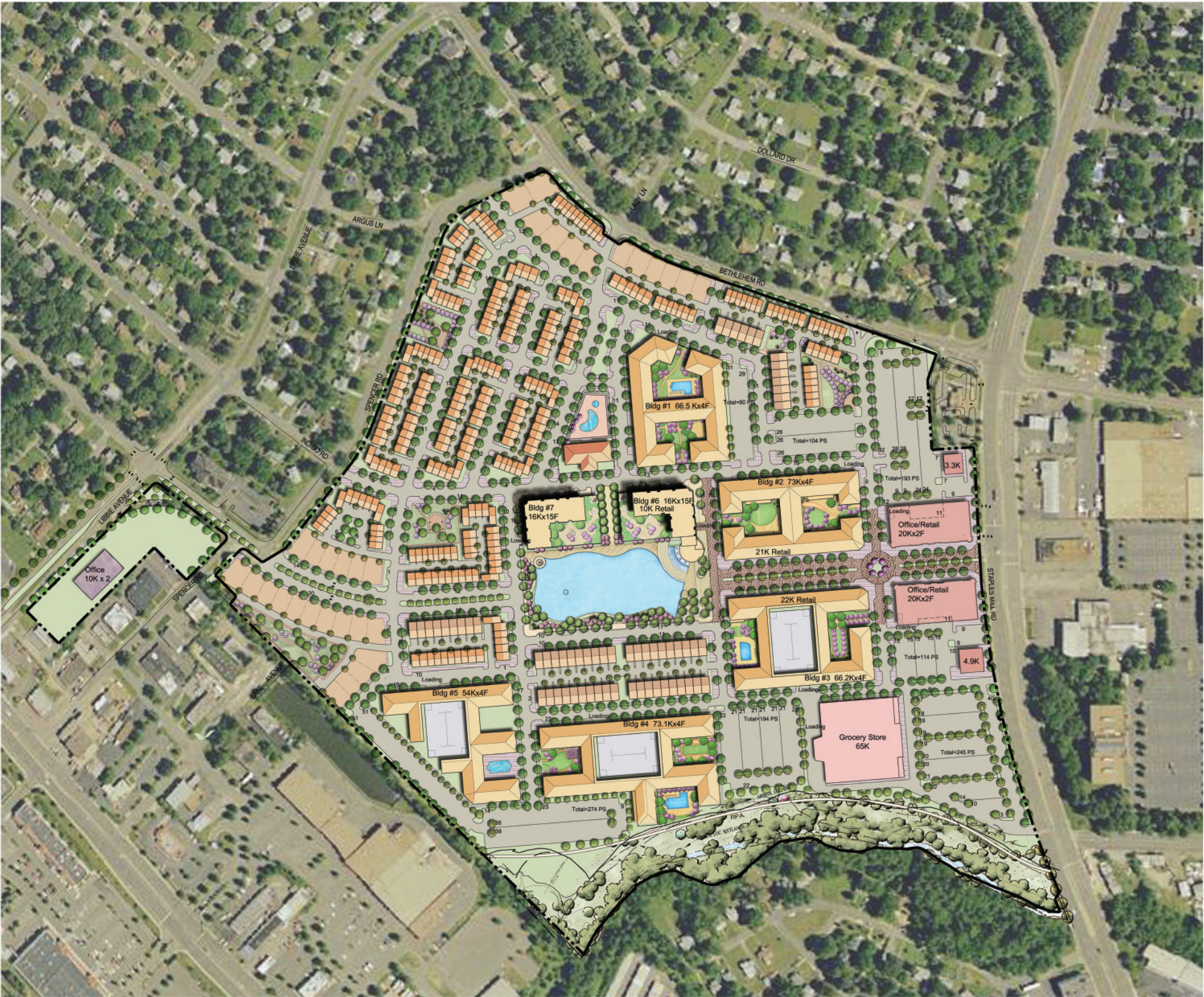
Site: 79.5 Acres	
Total Units	2,090 Units
Surface Parking	1,775 Spaces





Alternative Plans  
Alternate Conceptual Site Plan

Residential	
Apartments (1,020 Units)	
Multifamily flats:	
Building #1	250 Units (Phase II) 5-story: 4-story residential with 1-story parking 925 SF (Average Net/Unit) Surface Parking 145 Spaces (0.6 / Unit) Garage Parking 272 Spaces (1.1 / Unit-Podium Style Parking) Total Parking 417 Spaces (1.7 / Unit)
Building #4	266 Units (Phase IV) 4-story: 915 SF (Average Net/Unit) Surface Parking 186 Spaces (0.7 / Unit) Garage Parking 292 Spaces (1.1 / Unit-Donut Style Parking) Total Parking 478 Spaces (1.8 / Unit)
Lofts:	
Building #3	254 Units (Phase I) 4-story: 771 SF (Average Net/Unit) Surface Parking 178 Spaces (0.7 / Unit) Garage Parking 256 Spaces (1.0 / Unit-Donut Style Parking ) Total Parking 434 Spaces (1.7 / Unit)
Building #5	250 Units (Phase V) 4-story: 744 SF (Average Net/Unit) Surface Parking 181 Spaces (0.7 / Unit) Garage Parking 260 Spaces (1.0 / Unit-Donut Style Parking ) Total Parking 441 Spaces (1.7 / Unit)
Multi-family Condo for Sale (475 Units)	
Building #2	230 Units (Phase I) Multi-family Condo. 5-story: 4-story residential with 1-story retail & parking 1,108 SF (Average Net/Unit) Surface Parking 161 Spaces (0.7 / Unit) Garage Parking 235 Spaces (1.0 / Unit-Podium Style Parking) Total Parking 396 Spaces (1.7 / Unit)
Building #s 6 & 7	245 Units (Phase VI) Hi-rise 15-story: 11-story residential with 4-story retail & parking 1,120 SF (Average Net/Unit) Garage Parking 415 Spaces (1.7 / Unit)
Townhouse & SF for Sale (423 Units)	
A.	Townhouse: 16'x40' Rear load 62 Units (124 Parking Spaces)
B.	Townhouse: 20'x40' Rear load 98 Units (196 Parking Spaces)
C.	Townhouse: 24'x40' Rear load 91 Units (182 Parking Spaces)
D.	Townhouse: 20'x53' Side load 16 Units (32 Parking Spaces)
E.	Stacked Townhome-Style Condominiums: 24'x50' Rear load 124 Units (248 Parking Spaces)
F.	Single-Family: 46'x72' 32 Units (64 Parking Spaces)
Retail/Office 11 Acres	
Retail(in Res Bldg)	53K SF
Retail(free standing)	40K SF
Retail Pad	8.2K SF
Office Above Retail	40K SF
Grocery Store	65K SF
Grocery Store Parking	260 Spaces
Office at Libbie Ave	20K SF (0.83 Acres)
Surface Parking	607 Spaces
Community Bldg	
Clubhouse	6K SF (1.0 Acres)
S.W. M	4 Acres
RPA	5.75 Acres
Site: 79.5 Acres	
Total Units	1,918 Units
Surface Parking	1,840 Spaces



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