

LOUISA COUNTY, VIRGINIA

LAND USE AMENDMENT – RECLASSIFICATION
AND
CONDITIONAL USE PERMIT NARRATIVE

APPLICANT: Wares Crossroads Development, LLC (the “Applicant”)

OWNER: Dickinson Land & Properties, L.L.C.; Ware Family, LLC;
Dickinson Investment LLC; (collectively, the “Owner”)

REPRESENTATIVE: Charles W. Payne, Jr.
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PROPERTY: Louisa County, Virginia (“County”) Tax Map Parcels 28-97D, 29-3, 28-97E, 29-2, consisting of approximately 393.8417 acres (collectively, the “Property”)

MASTER PLAN: Master plan titled “Reef Wares Crossroads Development – Site Master Plan”, prepared by Reef, dated January 16, 2026 and attached hereto as **Exhibit A** (the “Master Plan”)

REQUESTS: (1) Conditional rezoning of the Property from Agricultural-1 (“A-1”) and Agricultural-2 (“A-2”) to Planned Unit Development (“PUD”) to allow for the development of fifty (50) Estate Units,¹ twenty-nine (29) Executive Units², thirty-five (35) Member Villas³ and twenty (20) Garden Cottages,⁴ and all other uses as enumerated in the Master Plan.

(2) Conditional use permit to allow for the development of certain uses not otherwise defined in the County’s Code (defined below).

¹ Pursuant to Sec. 86-13 of the Louisa County Zoning Ordinance, Estate Units can include: *Dwelling/residence, single-family detached*

² Pursuant to Sec. 86-13 of the Louisa County Zoning Ordinance, Executive Units can include: *Dwelling/residence, single-family detached*

³ Pursuant to Sec. 86-13 of the Louisa County Zoning Ordinance, Member Villas can include: *Dwelling/residence, single-family detached*

⁴ Pursuant to Sec. 86-13 of the Louisa County Zoning Ordinance, Garden Cottages can include: *Dwelling/residence, multi-family, Dwelling/residence, single-family attached, Dwelling/residence, two-family*

(3) Conditional use permit to allow for certain public events to be held on or within all non-residential use areas located on the Property.

DATE: January 20, 2026

FILE NO.: REZ2026-01
CUP2026-01

I. Request Overview.

The Applicant is affiliated with REEF Investments – having a common goal of raising standards within the development community with integrity, excellence, teamwork, and accountability. The Applicant is dedicated to creating long-term value for its stakeholders and communities through diverse real estate investments while also delivering social and environmental returns. Currently, the Applicant and REEF Investments manage over \$2 billion in development projects in locations such as Deer Valley, Park City, Desert Resort, Lake Anna, Hawaii and Telluride. The Applicant looks forward to this opportunity to work with the County to develop a unique, high-quality community designed to last for generations.

Pursuant to County Zoning Ordinance (“Code”) Sections 86-53, *et al.*, and 86-43, the Applicant respectfully requests a reclassification of the Property from the A-1 and A-2 zoning districts to the Planned Unit Development (“PUD”) zoning district and a conditional use permit (“CUP”) to allow for the development of a resort-style residential community consisting of no more than fifty (50) Estate Units, twenty-nine (29) Executive Units, thirty-five (35) Member Villas and twenty (20) Garden Cottages, and all other uses as enumerated in the Master Plan.

Executive lots will range in size from 0.25 to 1.5 acres, Estate lots will range in size from 0.5 to 2.0 acres, and Member Villas will range in size from 0.25 to 1.0 acres (“Member Villas”). The Applicant also proposes twenty (20) garden cottage units (“Garden Cottages”) the lots of which will range in size from 0.1 to 0.5 acres. The Applicant also proposes related uses, as enumerated on the Master Plan (collectively, the “Project”). The total acreage for this reclassification request is 393.8417 acres.

More specifically, the Applicant requests not only the reclassification, but also the CUP for the development of certain undefined uses within the County’s Code, all as enumerated on the Master Plan, to include without limitation: 20 Garden Cottages, a golf course, clubhouse, helicopter landing pad, amphitheater/music venues, brewery, distillery, family activity barn, restaurants, club facilities, public assembly facilities, brewery (major), distillery, campground (major), and event pavilion. For all non-residential uses, the Applicant also requests a CUP to allow for public events to be held on the Property from time to time.

The Applicant’s proposal conforms to the policies established by the County’s 2040 Comprehensive Plan, Adopted by the Board of Supervisors in August of 2019 (the “Comp Plan”).

Further, the Project will address its anticipated impacts on public facilities and services, including roads, schools, safety, and parks. In this regard, the Applicant has also submitted a voluntary proffer statement (“Proffer Statement”). The Proffer Statement, in relevant part, addresses any impacts generated by the Project, and limits the Property’s developable uses. Also note that the Applicant included a proffer analysis with this application prepared by MuniCap, Inc., titled “Wares Crossroads Development Louisa County, VA Proffer Justification Analysis”, dated January 23, 2026, attached hereto as **Exhibit B** (“Proffer Analysis”). Overall, the Proffer Analysis concludes that cash proffers are not required to be collected as a result of the Project. However, the Applicant has voluntarily proffered be \$4,762.85 per SFD Unit (or a total of \$376,265.15) to mitigate the Project’s impacts on public facilities, as provided in the Proffer Statement.

In support of this request, the Applicant also submitted a traffic memorandum relating to this application, which was prepared by VHB, dated November 20, 2025, titled “Wares Crossroads Development – Traffic Impacts”, and attached hereto as **Exhibit C** (the “Traffic Memorandum”). The Traffic Memorandum estimates that the Project will generate 143 total trips (58 in and 85 out) during the morning peak hour, 199 total trips (106 in and 93 out) during the evening peak hour, and 2,234 total trips (1,117 in and 1,117 out) during an average weekday.

Lastly, the Applicant retained MuniCap, Inc. to perform a fiscal impact analysis of the Project. The analysis, dated November 17, 2025, and titled “Wares Crossroads Development Louisa County, Virginia Fiscal Impact Analysis” (the “FIA”) is attached hereto as **Exhibit D**. In summary, the FIA estimated that during construction, the Project will create 720 direct as well as 215 indirect and induced jobs within the County, which will result in approximately \$55,230,239 in total annual incomes. Upon full build- out, the Project is expected to create 35 direct as well as 23 indirect and induced careers, and it is also anticipated to generate a positive \$988,713.00 in gross, new tax revenues to the County. Upon full build-out, Project will generate annually a net revenue surplus (onsite and offsite) after full build-out of approximately \$459,001.00 in current dollars and a surplus of \$18,840,932.00 through fiscal year ending June 30, 2057.

II. Background.

The Property consists of approximately 393.8417 acres, which is primarily wooded, pastured and undeveloped land, currently zoned A-1 and A-2, and located east of Zachary Taylor Highway, south of New Bridge Road, and immediately west of the existing Cutalong at Lake Anna private resort community. The Project will be accessed via two entrances off of Zachary Taylor Highway with a secondary access off New Bridge Road, one gated access to the existing Cutalong at Lake Anna community.

III. Land Use Amendment Application Narrative - Reclassification.

Pursuant to the County’s PUD Checklist, the following items must be addressed by the Applicant:

a. General statement of objectives to be achieved by the planned district

The Property will be developed for no more than fifty (50) Estate Units, twenty-nine (29) Executive Units, thirty-five (35) Member Villas, and twenty (20) Garden Cottages, and all

other uses as enumerated in the Master Plan. The Property is intended to develop as a private, gated, resort-style community. As depicted on the master plan, the Property will be developed for the following uses that are permitted via a CUP in the PUD district:⁵

- 1.) Executive Units (*Dwelling/residence, single-family detached*)
- 2.) Estate Units (*Dwelling/residence, single-family detached*)
- 3.) Member Villas (*Dwelling/residence, single-family, Short-Term Rental of a Dwelling*)
- 4.) Garden Cottages (*Multi-family, Dwelling/residence, Dwelling/residence, two-family, Short-Term Rental of a Dwelling*)
- 5.) Golf Course⁶ (*Golf Course*)
- 6.) Clubhouse (*Golf Course*)
- 7.) Helicopter Landing Pad (*Aviation Facility*)
- 8.) Pools (*Club*)
- 9.) Spa (*Personal improvement services & Personal service*)
- 10.) Restaurants (*Restaurant*)
- 11.) Amphitheater/Music Venues (*Club, Public Assembly, Commercial Outdoor Entertainment, Commercial Indoor Entertainment, Outdoor Gathering*)
- 12.) Guard Shacks (*Club*)
- 13.) Brewery (*Brewery, Limited and Brewery, Major*)
- 14.) Distillery (*Distillery, Major*)
- 15.) Family Event Space (*Club, Agricultural Operation, Special Occasion Facility*)
- 16.) Glamping (*Campground & Club*)
- 17.) Paintball (*Club, Public Assembly, Outdoor Shooting Range, Indoor Shooting Range*)
- 18.) Air Rifle Course (*Club, Public Assembly, Outdoor Shooting Range, Indoor Shooting Range*)
- 19.) Archery Course (*Club, Commercial Outdoor Sports and Recreation, Commercial Indoor Sports and Recreation and Public Assembly*)
- 20.) Axe Throwing (*Club, Public Assembly, Commercial Outdoor Sports and Recreation, Commercial Indoor Sports and Recreation*)
- 21.) Indoor Shooting Range (*Indoor Shooting Range*)
- 22.) Sports Activity Complex (racquet/pickleball courts, bocci ball, horseshoe pits, basketball, playground, baseball, softball, soccer field) (*Club, Commercial Outdoor Sports and Recreation, Commercial Indoor Sports and Recreation & Public Assembly*)
- 23.) 18-Hole Putting Green (*Golf Course*)
- 24.) Multi-use Trails (*Commercial Outdoor Sports and Recreation*)

⁵ Use as depicted on the Master Plan (*use as defined in the County's Zoning Ordinance*)

⁶ Comfort Stations, will be accessory to the golf course use and are intended to serve as refueling (to serve small snacks, beverages, etc.) areas for golfers. A golf course maintenance facility will also be accessory to the principal golf course use.

- 25.) Adventure rope course/climbing wall (*Commercial Outdoor Sports and Recreation, Commercial Indoor Sports and Recreation*)
- 26.) Event Lawn, Event Terrace (*Club, Public Assembly, Special Occasion Facility, Outdoor Gathering*)
- 27.) Vineyard and Chef's Garden (*Agricultural Operation*)

As mentioned previously, the Applicant is requesting a CUP to allow for all of the above uses on the Property to hold public events. These events can include, without limitation: weddings, live entertainment, fundraising events, and/or golf tournaments. Please note that any use above, that will be open for public events will be subject to standards set by the Applicant, which may include: reservations, membership buy-in and space rentals.

The Executive, Estate Units, Member Villas and Garden Cottages⁷ will all be located on fee-simple lots. However, the thirty-five (35) Member Villas and twenty (20) Garden Cottages will be available for short-term rentals only.⁸ In summary, the community is intended to be a golf-course resort-style neighborhood, marketed to residents looking for a second or third home, within close proximity to Lake Anna. All proposed roads will be privately owned and maintained. Sidewalks, approximately 8 feet in width, will be constructed along Roads A, B, C and D in order to provide pedestrian connectivity between residential land bays and non-residential land bays.

The Farm. As depicted on sheet C6, the Project will provide an area of neighborhood uses contained within a 6.5 acre area identified as the "Farm". The uses, as enumerated on the plan, are intended to create a community node, which is complementary to the PUD's intent which simply encourages a variety of housing types and uses.

b. *List of all adjacent property owners*

Please refer to **Exhibit E** for a comprehensive list of all adjacent property owners.

c. *Site development standards (Density, setbacks, max heights, lot coverage)*

Density.

Executive Units: 1.4 unit/per acre⁹

Estate Units: 0.8 unit/per acre¹⁰

Member Villas: 2 units/per acre¹¹

Garden Cottages: 7 units/acre¹²

⁷ The Applicant requests flexibility from Subdivision Agent at the time of plat review, to allow Garden Cottages to be condo platted.

⁸ Rentals will be short-term, to not exceed 30 days in accordance with State Code of Virginia §15.2-983

⁹ $29/51 = 1.38$

¹⁰ $50/65 = 0.76$

¹¹ $35/18 = 1.94$

¹² $20/3 = 6.66$

Square footage for a non-residential buildings: As depicted on the Master Plan, the Project proposes a Farm Event Space (3,500 square feet), a Clubhouse (+/-9,000s sf), an Indoor Shooting Range (+/- 20,000 sf) and an Indoor Pickleball Facility (+/- 35,000 sf).

The maximum gross, residential density will not exceed 0.34 units per acre¹³. The Applicant also proffers that the Project will not exceed fifty (50) Estate Units, twenty-nine (29) Executive Units, thirty-five (35) Member Villas and twenty (20) Garden Cottages,

Setbacks.¹⁴ The Master Plan proposes the following setbacks:

Estate Units: Front: 25 feet, Side: 25 feet, Rear: 25 feet

Executive Units, Member Villas, Garden Cottages: Front: 25 feet, Side: 10 feet ,
Rear: 10 feet

Non-residential.

Accessory Buildings: Front: 5', Side: 5', Rear: 5'

Non-Residential Structures: 10' front, 10' side and 10' rear

Building Heights. For all residential uses, the building height will not exceed 40 feet. For all non-residential uses, the building height will not exceed 60 feet.

Open Space. As depicted on sheet C-5 of the Master Plan, the Applicant will provide approximately 273 acres of open space, or approximately 70% of the Property. The Project will provide a mix of *Active* and *Passive* open space, to include the Spa Village, shared-use paths, the glamping area, dog parks, the golf course and accessory uses (including but not limited to driving range, cart path, and comfort stations).

d. Utility requirements and implementation plan

CLA Environmental, LLC, the utility company serving Tributer Resort, has designed its wastewater treatment facilities to accept and reliably treat the projected wastewater flows generated by this Project. Facility planning and engineering analyses evaluated anticipated average daily flows, peak conditions, and constituent loadings associated with the development to ensure adequate treatment capacity and operational flexibility. Based on these analyses, the facilities are appropriately sized and configured to serve the Project without exceeding permitted design limits or adversely affecting treatment performance.

The treatment systems incorporate proven processes and infrastructure capable of accommodating the additional flows while maintaining compliance with all applicable federal, state, and local regulatory requirements. Capacity has been reserved within the overall system to serve the Project, and operational considerations, including redundancy,

¹³ Density Calculation (134 units/393 acres)

¹⁴ For buildings located along Zachary Taylor Highway and New Bridge Road, a 50' minimum setback will be maintained in accordance with Sec. 86-116(b).

have been addressed as part of the design approach. As a result, the facilities can accept the proposed wastewater contributions while continuing to meet effluent quality standards.

Suitable wastewater collection and conveyance connections will be designed specifically to serve the Project. These connections will be engineered in accordance with applicable design standards and will be reviewed, approved, and permitted by the appropriate regulatory agencies prior to construction. Upon completion and permitting, the connections will provide a reliable and compliant means of conveying wastewater from the Project to the CLA Environmental, LLC treatment facilities for treatment and disposal.

Similarly, CLA Environmental, LLC has designed its water treatment facilities to supply potable water to meet the projected demands of the Project. Engineering analyses evaluated anticipated average and peak water demands to confirm that the treatment facilities have sufficient capacity, reliability, and operational flexibility to serve the development while maintaining compliance with all applicable federal, state, and local drinking water regulations. Appropriate water system connections will be engineered, permitted, and constructed in accordance with regulatory requirements to provide a safe, reliable, and compliant water supply to this Project.

e. Phased implementation plan

The Applicant intends to phase the development of the Project, as depicted on sheet C-4 of the Master Plan. The Applicant requests the Zoning Administrator allow the Applicant the flexibility to amend the phasing plan, at the time of site plan.

f. Comprehensive sign plan

As depicted on the GDP, the Project will include three potential monument signs, located at each of the Project's entrances. The Project will also include wayfinding signs throughout the development. The Applicant has also provided a signage package, attached hereto as **Exhibit F**. The signage renderings provided are illustrative only, and depict a general type and design of the proposed signage.





- g. Statement pertaining to any architectural and community design guidelines submitted in sufficient detail to provide information on building design, orientations, styles, lighting plans, etc.*

Pursuant to Proffer IV.a, the Applicant will record architectural covenants. Please note that any architectural standards established will be in addition to any Growth Area Overlay standards and any subsequent code requirements. The Applicant has submitted Architectural Guidelines dated May 1, 2025 and attached hereto as **Exhibit G**. Please note these guidelines are illustrative only and speak to the general type and design of the units.

PRIVATE ROAD REQUEST

Pursuant to Sec. 86-567(10)(b) of the County's Zoning Ordinance, the Applicant requests to construct a private, gated road network. All private roads will be maintained by the property owner or HOA and will be constructed to VDOT public road standards pursuant to Sec. 86-567.4 of the County's Code.

ZONING ORDINANCE COMPLIANCE

As noted previously, the Applicant intends to rezone the Property to PUD to allow for a resort-style community, containing a variety of uses and housing types. Section 86-308 of the County Code states that PUDs:

....provide for a variety and flexibility in design necessary to implement the varied goals of the county as set forth in the comprehensive plan.

As further defined below, the Project aligns with the County's comprehensive plan goals including, without limitation:

- Fostering positive economic impacts on the County. The Project is expected to generate \$988,713 in gross, annual tax revenue and approximately 935 jobs during the construction phase.
- Promoting high-quality development within the County. The Project will record architectural covenants that ensure a high-quality design throughout the Project.
- Ensuring compatibility between surrounding land uses, by continuing the development of a resort-style, mixed use neighborhood in conjunction with the nearby Cutalong, Tributer Resort project.
- Maintaining community characteristics, by supporting and fulfilling the comprehensive plan's vision for this area, which envisions a mixed-use node.
- Maximizes the return on investment in public resources by not only generating significant tax revenues, but contributing \$1,199.00 per unit for Schools, \$1,581.50 per unit for Public Safety and \$1,581.50 per unit for Parks & Recreation).

The PUD district also emphasized “A variety of housing types and non-residential uses are strongly encouraged.” In this regard, the Applicant requests flexibility from the Zoning Administrator at the time of site plan, in order to accommodate the Applicant's development program which proposes a resort-style neighborhood, consisting of a mix of multi-family, two family and detached units, complemented by a variety of neighborhood uses enumerated in Sec. III.a of this narrative. Additionally, the intent of the PUD also states:

... planned unit development districts be established along major corridors and in growth areas as designated in the comprehensive plan. Planned district master plans should demonstrate a unified development with an interconnected system of internal roads, sidewalks, and paths as well as manage access points along existing roads in order to maximize safety and the efficiency of existing roads. Pavement widths of internal and external roads shall minimize paving requirements as described in the comprehensive plan while accommodating projected traffic generated from the district.

In support of the PUD, and as depicted on the Master Plan, this Project proposes an interconnected system of private streets (with sidewalks), walking paths, and fifty-foot (50') roadway widths to allow for the safe movement of vehicles and pedestrians throughout the Project. Further, this Project proposes two (2) new entrances along Route 522 and one (1) new entrance along 207, both of which will be constructed and permitted through VDOT. The Applicant has also proffered to construct a westbound left turn lane on 207, and southbound left turn lanes into both entrances on Route 522. Further, while the Applicant's Traffic Memorandum found an eastbound right turn taper was not warranted along Route 207, the Applicant commits to provide this improvement. With all of the aforementioned improvements, the Applicant believes the Project will mitigate any impacts to the transportation network.

REZ06-2005; REZ02-2015; REZ2024-06 PROPOSED AMENDMENTS

The Applicant requests a revision to the Cutalong at Lake Anna Master Plan (Amendment) last dated August 26, 2024 and adopted January 6, 2025 to allow this Project to construct a large portion of the Project's golf course hole #5 and a majority of golf course hole #8 on the existing Cutalong Resort Development. Additionally, the Applicant requests this proposed Planned Unit Development connect to the Resort Development known as Cutalong Golf Course at Tributer Bay, to allow for the shared use of the existing Route 208 Courthouse Road entrance and all utilities, all as depicted on the Applicant's Master Plan enclosed herewith as **Exhibit A** and shown below in Figure 1.



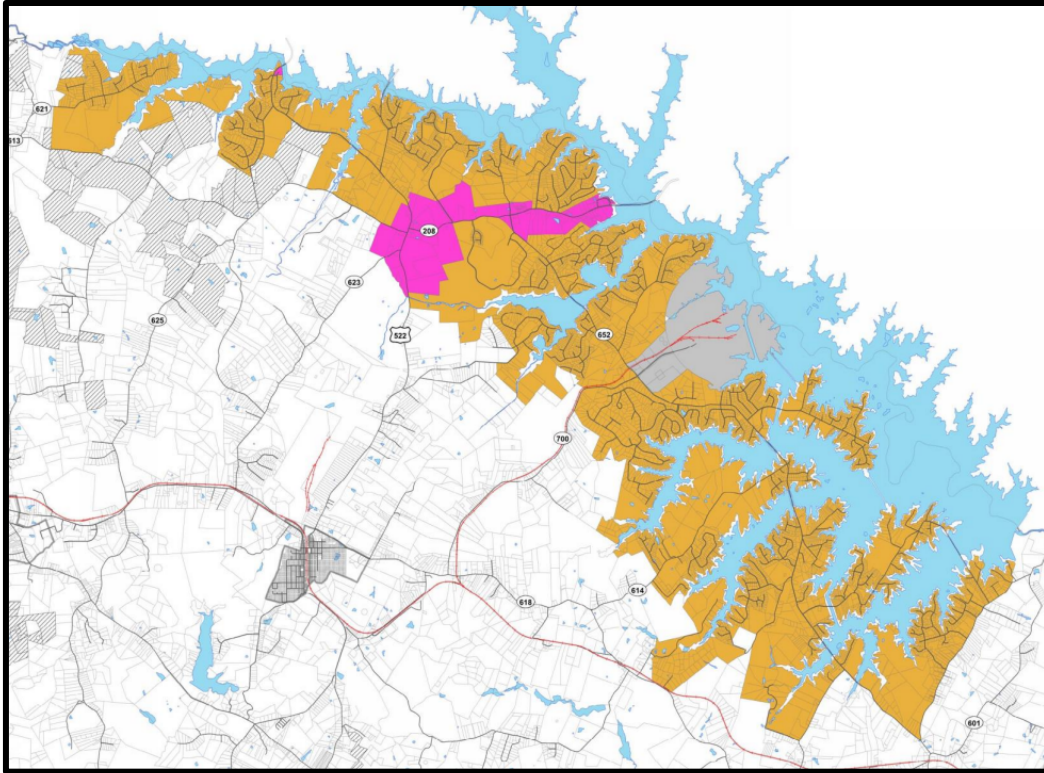
Figure 1

CODE SECTION 86-321 WAIVERS/MODIFICATIONS

In accordance with Code Section. 86-321, the Applicant respectfully requests a waiver from Sec. 86-587 of the Subdivision Ordinance, to allow the Garden Cottages to be accessed from the private road via a twenty foot (20') access easement, as depicted on C2 of the revised Master Plan. Access via this access easement will decrease dependency on parking lots throughout the project and encourage walkability and further the intent of a walkable, mixed-use neighborhood. Accordingly, all private roads within the Project will be constructed to state standards.

IV. Comp Plan Analysis.

The Project is located within the county's Lake Anna Growth Area as established in the County's 2040 Comprehensive Plan, Adopted by the Board of Supervisors in August of 2019 (the "Comp Plan"). This area is envisioned as a gateway to the County, to include a Mixed-Use area, Low-Density residential areas adjacent to the lake and industrial uses near the lake. More specifically, the Comp Plan states that Mixed-Use areas contain "[a] combination of land use types that include medium and high density residential, neighborhood scale commercial development, public services such as schools, and civic uses such as churches, etc. Excluded land uses include heavy and medium industrial activities." The Comp Plan also states that PUD districts are most appropriate in Mixed-Use areas and tracts of land containing more than 10 acres. Accordingly, this Project is located on approximately 393 acres and proposes a variety of uses intended to embody a truly mixed-use, resort-style community.



The Project also aligns with the County’s goals as defined in the strategic initiatives and the Comp Plan. More specifically, the Project:

a. Bolsters the economic well-being of the County & provides funding for the future (Strategic Initiatives);

This Project is expected to generate significant economic benefits for the County. The Applicant has provided a fiscal impact analysis (“FIA”) titled “Wares Crossroads Development Louisa County, VA” dated November 17, 2025 and prepared by Municap attached hereto as **Exhibit D**. The FIA includes an analysis for permanent employment impacts, one-time construction impacts and recurring revenues. The total revenue generated from the Project was then compared with expected County costs to provide services to the residents of the Project. The FIA also provides an analysis of additional tax revenues and expenses the county will potentially incur or receive as a result of the proposed Project and contrasts the projects revenues with costs.

For the 79 SFD units located on the Executive and Estate lots, approximately 8,000 square foot clubhouse, and 55 short-term rental units, the total real property tax resulting from the Project is conservatively estimated to be \$703,435 annually in current dollars. In addition, the personal property tax resulting from the Project is estimated to be approximately \$127,568 annually in current dollars. Combined with utility tax revenues, recordation fees, sales, and other tax revenues, the Project is expected to generate gross tax revenues totaling \$988,713 annually.

During the construction phase, the Project is anticipated to generate approximately 935 jobs (direct and induced), resulting in about \$55,230,239 in employment and income earnings. Once fully built-out, the Project is expected to generate approximately 58 jobs (direct and induced), resulting in \$4,377,759 in employment income.

The FIA projects an estimated 2.60 persons per unit¹⁵ for a total of 140 residents, which said total includes 17 school-aged children, above by-right. The total annual tax-supported cost to the County of the Project is estimated to be approximately \$529,712 each year in current dollars. And after considering the tax revenues generated by the Project and the costs to the County resulting from the Project, it is anticipated that this Project will generate annually a net revenue surplus (onsite and offsite) after full build-out of approximately \$459,001 in current dollars and a surplus of \$18,840,932.00 through fiscal year ending June 30, 2057.

b. Includes high quality development (Comp Plan Goal);

This Project is located in the Lake Anna Growth Area Overlay District. In summary, the Growth Area Overlay Standards include enhanced architectural features, building materials, landscaping, screening, and buffering. As discussed previously, the Applicant will record architectural covenants, in order to maintain a high sense of quality development, throughout the Project. The Project also provides a 50 foot wide buffer along Zachary Taylor Highway and at the time of site plan, will provide supplemental vegetation throughout the Project. The Project will also comply with all Growth Area Overlay standards, at the time of site plan.

c. Ensures compatibility between land uses (Comp Plan Goal);

The Project is located directly west of the Cutalong at Lake Anna development, zoned Resort Development (“RD”). The Cutalong at Lake Anna development and all immediately adjacent parcels, are located within the Lake Anna Growth Area and designated for Mixed-use and Low-Density residential in the County’s Comp Plan. This Project proposes a mix of residential and commercial uses (on a neighborhood scale), which will complement the surrounding Mixed-Use designation.

d. Maximizes return on the investment of public resources (Comp Plan Goal); and

As discussed previously, the Project is expected to generate significant tax revenue and high-paying wages. To mitigate the Project’s impacts on Public Facilities, the Applicant has proffered a total of \$4,362 per unit towards Public Facilities (\$1,199.00 for Schools and \$1,581.50 for Public Safety and \$1,581.50 for Parks & Recreation).

e. Maintains community characteristics (Comp Plan Goal).

¹⁵ Exclusive of Member Villas and Garden Cottages

The Project will comply with all Growth Area Overlay standards and complement the existing resort development/mixed-use development pattern that has already been established by Cutalong at Lake Anna.

- V. **Public Facilities Impacts.** In accordance with §15.2-2298 of the State Code of Virginia, the County Board of Supervisors voted on January 16, 2007 to establish a voluntary cash proffer policy. The policy establishes a maximum per unit cash proffer contribution of \$4,362 per SFD unit.

a. Public Schools

The Project is located within the Thomas Jefferson Elementary, Louisa County Middle School and Louisa County High School districts.

The Applicant has provided a proffer analysis titled “Wares Crossroads Development Proffer Analysis Louisa County, VA” dated November 23, 2026 prepared by MuniCap attached hereto as **Exhibit B**. Based on MuniCap’s estimates of 0.1447, 0.0667 and 0.0857¹⁶ students per SFD unit for elementary, middle school and high school respectively, the Project’s 79 dwelling units (exclusive of the 35 Member Villas and 20 Garden Cottages which are intended to be short-term rentals and for vacationing purposes only) will generate a net of 17 school-age children (8 elementary, 4 middle and 5 high school) above the by-right units at full build out. With this Project, Thomas Jefferson Elementary School will be over capacity. However, the County’s FY2025 Capital Improvement Plan (“CIP”) does not include improvements to increase capacity at this elementary school. Therefore, a proffer is not required. However, The Applicant has voluntarily proffered **\$2,625** per SFD Unit to mitigate the Project’s impacts on public schools, as more particularly provided in the Proffer Statement.

The Applicant also intends to work with the Louisa County High School (“LCHS”) Career and Technical Education (“CTE”) program. The Applicant will enroll students in the turf and landscaping program which includes classes in horticulture, turf grass establishment and management, and advanced turf grass applications classes. Students graduating from this program and employed by the Project have the opportunity to enter a 10 week STEM program with Virginia Tech, sponsored by the Applicant. Completing the STEM program allows students to sit for the Virginia Tech Certified Turfgrass Professional exams. LCHS CTE also offers classes in accounting and culinary arts. The Applicant looks forward to teaming with both of these programs to create opportunities for exposure to real-world experiences, industry insights, and career pathways within our community.

b. Parks & Recreation

The Project proposes private, recreational facilities onsite that will be utilized by residents and guests of the resort, and occasionally, by members of the public.

¹⁶ Generation rates are based on dividing the current enrollment figures for each school in the Louisa County School system, by the number of occupied dwelling units in the county.

Therefore, this Project is not expected to impact the County's parks and recreation facilities. While there are no identifiable projects in the County's CIP that address capacity for parks and recreation, the Applicant has voluntarily proffered **\$149.79** per SFD unit to support the County's parks and recreational facilities.

c. Transportation

The Project will be served by four gated access points. One will be located off of New Bridge Road, two will be located off of Zachary Taylor Highway, and the third will be provided via an inter-parcel connection to the existing Cutalong at Lake Anna community.

The Applicant prepared a Traffic Memorandum, attached hereto as **Exhibit C**. The Project is expected to generate 143 AM peak hour trips and 199 PM peak hour trips, with a total vehicle per day count of 2,234 trips.

This Project is adjacent to the Cutalong at Lake Anna development. Therefore, the future traffic volumes for this Project were generated by combining counts from the Cutalong at Lake Anna TIA and the traffic counts for this Project's driveways. The traffic volumes were subsequently analyzed to assess turn lane warrants. Based upon the combined traffic volumes, the following phased transportation improvements are recommended with this Project:

1. Driveway 1 – New Bridge Road
 - a. Construct westbound left-turn lane (200 feet of storage, 200 foot taper)
 - b. Construct eastbound right-turn lane
2. Driveway 2 – Zachary Taylor Highway
 - a. Construct southbound left-turn lane (200 feet of storage, 200 foot taper)
3. Driveway 3 – Zachary Taylor Highway
 - a. Construct a southbound left-turn lane (200 feet of storage, 200 foot taper)

Pursuant to the Applicant's Traffic Memorandum, an eastbound right-turn lane on New Bridge road is not warranted. However, in an effort to enhance the safety of the existing transportation corridor, the Applicant has elected to construct this improvement. Accordingly, the Applicant has proffered the aforementioned improvements in the Proffer Statement.

d. Public Safety

Fire and Rescue: The Project is located approximately 1.4 miles from Fire Station #8. This station recently opened in 2023. Per the Comp Plan, the goal for response time within the county is 15 minutes. Currently, the average response time is 13 minutes and 49 seconds. Based on the Comp Plan's level of service standards for the Sheriff's

Department (0.12 calls per person, 0.3 calls per residence), the 140 projected residents above by-right will increase call volume by 17 calls.

Law Enforcement: Per the County's Comp Plan, the current level of service for the sheriff's department is 1.9 calls per resident and 0.9 calls per person. The 140 projected residents (above by-right) for this Project are expected to increase the annual call volume by 127 calls.

While there are no identifiable projects in the County's CIP that address capacity for public safety facilities, the Applicant has voluntarily proffered **\$854.67** per SFD for Public Safety and **\$714.83** towards the Sheriff's Office unit to support the County's public safety facilities.

e. Other Impacts

i. Solid Waste

During construction, the Project is expected to impact County landfills. The Applicant will collaborate with County staff to most appropriately address potential impacts to the County's solid waste infrastructure. At full buildout, the Project will utilize private haulers for solid waste collection. The Applicant has voluntarily proffered **\$125.56** per unit to mitigate impacts to Solid Waste.

ii. County Administration

The Project is expected to impact County Administration. The Project will undergo development review with County Planning & Zoning staff and in the future, might require inspections by County staff. The Applicant does not anticipate any other impacts to County Administration, outside of the permitting process. Please note the Applicant has voluntarily proffered **\$293** per unit towards General Administration.

iii. Groundwater

With this application, the Applicant submitted a hydrology report prepared by Stantec, titled "The Proposed Wares Crossroads Development; Groundwater Availability" dated January 13, 2026 and attached hereto as **Exhibit H**. The Project is expected to yield a groundwater demand of 400 gallons per minute ("gpm") during the irrigation season and 56 gpm during the non-growing season, with an average groundwater demand of 258 gpm. Based upon the hydrology report, the Project rests upon a Chopawamsic Foundation, which contains rocks that typically produce greater than average yielding wells. An analysis of adjacent well data indicates the depth to bedrock is approximately 71 feet, indicating there is a shallow, but high-yielding aquifer atop the bedrock. Based upon all available data, the report concludes:

- There appears to be adequate groundwater supply to support the Project.
- The potential of obtaining desired groundwater supply is good.
- The report also indicates a very conservative estimate of groundwater recharge indicates the estimated annual groundwater withdrawals are insignificant compared to the estimated recharge of the watershed.

iv. Environmental

The Applicant provided a Phase 1 Environmental Study, titled “Phase 1 Environmental Site Assessment Report” prepared by Meridian Environmental Company dated March 31, 2025, and attached hereto as **Exhibit I**. The report identified one recognized environmental condition (“REC”) on site, which included an underground storage tank. The report notes this tank requires further investigation. The report also identified other conditions that are not RECs. These included: A 55-gallon drum of “Purple Power” cleaning solution (not identified as RECs but needs to be disposed of), two man made ponds, debris scatters (not identified as RECs but should be disposed of), four (4) wells (which are not RECs but should be abandoned if not to be utilized by the Project), an existing septic system (which is not an RECs but should be abandoned if not to be utilized by the Project).

The Applicant would like to emphasize that a portion of this Project (Member Villas and Garden Cottages) will be available for short-term rental only. As mentioned previously, this was factored into the Fiscal and Proffer Analysis. Therefore, certain residents of the Project are coming to visit for temporary stays only, thereby reducing the Project’s potential impact on public facilities.

VI. CUP Requirements.

Pursuant to Section 86-43 of the County’s Code, the County should consider implementing conditions, as may be reasonably necessary, to:

- Abate or restrict noise, smoke, dust, or other elements that may affect surrounding properties.*

The Project, upon full build-out, is not expected to generate noise beyond the level customary for residential and agricultural uses pursuant to Chapter 51 of the Code and will ultimately comply with all code requirements.

Further, the Project will provide a 50 foot landscape buffer along Zachary Taylor Highway and supplemental plantings at the time of site plan, to mitigate any noise impacts that may affect surrounding properties.

- b. *Establish setback, side, and front yard requirements necessary for orderly development and to prevent traffic congestion.*

As discussed previously, the Master Plan has established setbacks in order to ensure proper distance from adjacent property lines and ensure privacy for outdoor activities, including but not limited to decks and patios. Given the conditional use permit to allow for public events within the Project, the established setbacks will aide in reducing noise impacts to adjacent properties.

- c. *Provide for adequate parking and ingress and egress to public streets or roads.*

The Project will be accessed via four entrance points: two off of Zachary Taylor Highway (Rt. 522), and one off of New Bridge Road (Rt. 208). A third connection will be provided via a gated entrance to the Cutalong at Lake Anna Project. Throughout the Project, all internal roads will be privately owned and maintained.

Between 120-200 parking spaces will be provided for all non-residential uses. Since the Applicant is requesting a conditional use permit for all non-residential uses to allow for public events, the Applicant will coordinate with the County to ensure all parking impacts are properly mitigated.

- d. *Provide adjoining property with a buffer to shield from view the proposed use if such use is considered detrimental to adjoining property.*

As mentioned previously, the Applicant is providing a 50' landscape buffer along Zachary Taylor Highway and supplemental plantings throughout the Project at the time of site plan, to mitigate any visual impacts that may affect surrounding properties. Landscaping is not proposed along the Project's property lines adjacent to Cutalong. This Project's similar, resort-like use is not expected to adversely affect the adjacent Cutalong at Lake Anna development.

- e. *Tend to prevent such use from changing the character and established development of the community.*

The Project is not anticipated to materially impact the character or established pattern of development of the surrounding community. The Project will complement the existing development pattern of the nearby Cutalong at Lake Anna project. Per the submitted groundwater report attached hereto as **Exhibit H**, the Project is not expected to negatively impact the groundwater to the surrounding areas.

VII. Agricultural Land Conservation Analysis

This Project seeks to rezone the Property from A-1 and A-2 to develop a PUD. The Agricultural zoning districts are intended for cultivation of crops and livestock purposes, as well as low density residential uses/neighborhood uses. However, pursuant to the County's Comp Plan, this area is envisioned as a gateway to the County and includes Mixed-Use areas, Low-Density residential areas adjacent to the lake and industrial uses near the lake. This Project is located within the Mixed-Use designation, which are encouraged to contain "[a] combination of land use types that include medium and high density residential, neighborhood scale commercial development, public services such as schools, and civic uses such as churches, etc. Excluded land uses include heavy and medium industrial activities." However, the Project still seeks to preserve the intent of the Agricultural zoning district, by incorporating the following elements:

- The Project includes approximately 70% of the Property as open space area, which will be designed to encourage active and passive recreation. The open space areas will include, without limitation: walking paths, dog parks, a golf course and a pool
- The Project proposes a low residential density, of 0.34 units/acre
- The Project is expected to provide adequate buffering along roads and setbacks as appropriate and as shown on the Master Plan.
- The Project is intended to maintain the rural character of this area.

Exhibits:

- A. Master Plan
- B. Proffer Analysis
- C. Traffic Memorandum
- D. FIA
- E. Adjacent Property Owner List
- F. Signage Packet
- G. Architectural Guidelines
- H. Groundwater Availability Report
- I. Phase 1 Environmental Site Assessment Study

EXHIBIT A

Master Plan

EXHIBIT B

Proffer Analysis

EXHIBIT C

Traffic Memorandum

EXHIBIT D

FIA

EXHIBIT E

Adjacent Property Owner List

EXHIBIT F

Signage Package

EXHIBIT G

Architectural Guidelines

EXHIBIT H

Groundwater Availability Report

EXHIBIT I

Phase I Environmental Site Assessment Study

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