

**Statement of Justification
Blackthorne Inn & Restaurant
10082 Gazebo Lane
Upperville, Virginia**

Project Name: Blackthorne Inn & Restaurant

Property Owner: Easton Porter Group, LLC

Applicant: Dean Porter Andrews -- Principal

Location: John S. Mosby Highway (Route 50) approximately 1.25 miles east of Winchester Road (Route 17) and approximately 1.8 miles west of Trappe Road (Route 619)

District: Marshall

PINS: 6044-67-8620 6044-67-0476-000 6044-67-0871-000
6044-57-6929-000

Acreage: 57.8 acres

Zoning: Rural Agricultural/Rural Conservation

Comp Plan: Rural Agricultural

Request: Adaptive Use of Historic Structure pursuant to Section 3-307.1 and 5-700
Operation of a Resort pursuant to Section 3-309.5 and 5-900 and
Class C Events pursuant to Section 3-309.16 and 5-900 of the Fauquier
County Zoning Ordinance. Water Standards 3-320.3, 5-2001, 5-2002,
Sewage 3-320.7

Project & Topic Description

The resort business which will be rebranded, but for now will be referred to its current name Blackthorne Inn & Restaurant, formerly 1763 Inn, is seeking approval of a Category 7 Special Exception for an adaptive use to continue operation of the restaurant, and two Category 9 Special Exceptions to continue operation of the resort and to be able to hold events such as weddings and private parties on a 57.8 acre tract zoned RA, Rural Agricultural. A restaurant and resort have been in use on this property since the mid to late 1980's, previously operated as the 1763 Inn.

The property is located on the south side of John S. Mosby Highway (Route 50) approximately midway between Upperville and Paris. The property is bordered on the north by John S. Mosby Highway, and on the south, east and west by other rural properties. The property is rolling, well drained and well suited for the use. We are completing the detailed water and soil engineering studies, and have confirmed the specifications for our wells and proposed water treatment equalization options.

Adaptive Re-Use Restaurant

The restaurant is located in the historic Greystone House, a two-story Georgian-style stone dwelling with multiple 20th century additions. The structure, including all additions, is eligible for listing on the National Register of Historic Places and is a contributing structure to the Unison Battlefield Historic District. The stone house requires major renovation and restoration, which will be done in accordance with historic materials and the Secretary of the Interior's standards. The new additions will be designed appropriately to complement the scale and architectural elements of the historic structure and those portions of the existing structure to remain.

Resort/Inn

Blackthorne Inn currently is comprised of seventeen (17) guest accommodations, located within seven (7) different structures on the property. There are four (4) individual cabins located on the southern portion of the property, situated behind the restaurant within a wooded area. In addition, there is a two-story building by the pool which contains seven (7) rooms as well as an adjacent separate cabin containing one (1) guest room. A cabin behind the restaurant contains two (2) guest rooms and three (3) bedrooms in the Stone House.

EPG Ownership Investment Plans & Economics

Easton Porter believes in community engagement and an open and transparent agenda for our investment plans. We want all stakeholders to understand who we are and what we stand for; accordingly, Appendix I presents summary information on our company. We have extensive experience in protected historic and rural areas, so we are sensitive to our Upperville location and its environment. We have hosted six community and neighbors' detailed presentation receptions and breakfasts and Appendix II is the follow up minutes and feedback from our neighbors on how we are dealing with the legitimate concerns -- traffic, noise, density, design and rural environmental impact points -- water, seasonality impacts, traffic, quality of the design specifications, sewage treatment, rural lighting issues, vineyard and agricultural chemicals and overall development density.

As a luxury hospitality company, Easton Porter Group brings decades of global expertise to elevating the art and joy of travel. Its select portfolio of award winning boutique hotels, vineyards, restaurants and event venues redefines graciousness and style. Properties include: Pippin Hill Farm & Vineyards, Zero George Street Hotel and Restaurant, Cannon Green Charleston, Red Pump Kitchen and Easton Events.

The Blackthorne Inn investment is part of our goal to expand our collection of luxury properties in high-end destinations over the next 10 years.

Commitment

Easton Porter plans represent a commitment to invest \$15 million for the acquisition and development of a 24 cabin resort with 38 keys, renovation of the historic restaurant and development of the resort and event amenities. We have extensive experience in designing, constructing and successfully operating boutique hotels, restaurants, high-end event venues, spas and resorts.

Jobs & Employee Training and Development

Based on our Albemarle County Farm Winery, the proposed resort will initially create 70 jobs, with over \$1.70 million in annual payroll, increasing by the third year to 120 jobs - \$2.6 million in annual payroll potential for Fauquier residences. We will actively recruit from the Warrenton and surrounding communities in conjunction with the workforce development initiatives and Shenandoah University. This is similar to the community college culinary training programs we pioneered in Charleston, SC., and currently have with the Culinary Institute and College of Charleston Hospitality Schools. In Albemarle county, we collaborate with Piedmont Virginia Community College for culinary and service staff entry jobs.

Economic Benefit ~ County and State Taxes

The Easton Porter investment of \$15 million represents a significant tax basis for the County. This will be enhanced by our commitment to buying local farm products. Our accountants have calculated the potential tax benefit of \$400,000 in our first full year alone. Between 2018 and 2021, the projected taxes to Fauquier County are \$1.4 million in incremental gain. A further \$1.7 million in Commonwealth taxes over the four years, for a total of \$3.1 million. See Appendix III.

Investment Economic Justification

This represents an opportunity for Fauquier County to approve the exceptions required to support a significant investment by a boutique-scale hospitality company with proven capabilities to turn around and re-develop a closed local business. Our goal is to create an appropriately scaled rural high-end resort business that will, within four years create 120+ local jobs with growth potential, attract sophisticated travelers to our area while respecting the protected rural environment, partner with local farmers and producers. As a public/private sector collaboration, this will create an additional benefit -- dramatically increasing the tax basis for the county and the Commonwealth by \$3.1MM in the next four years.

The economics of a boutique resort are challenging, and the former operation did not have the scale to be profitable, hire employees with benefits or even cover limited debt service. We have quantified and analyzed the scale of the investment in our operation to be economic as a market leader in dining and resort experiences. Our top of the market positioning and pricing enables us to develop a successful resort with a commitment to the small-scale development in a protected rural environment. The historic building is in critical structural and infrastructure condition and requires a total reconstruction if it is to be a safe and productive building. A minimum of 24 cabin accommodations are required for the year-round resort to cover the fixed expenses incurred to host private business and social retreats and adjust for changing seasonal demands. The proposed new Hillside Event Barn is designed for our cooking school, business meetings, weddings, wine dinners and private social events.

We have always engaged with the county and community with a transparent agenda that actively seeks out input on how best to integrate successfully and protect the local rural environment. Rather than seeking greater scale or numbers, we present the project scope with sincere thought for our neighbors, detailed water and soil engineering studies, control plans for noise, traffic and landscaping buffers and designs.

Our goal is to clearly present our financial commitment, business economics and plans to avoid arbitrary and subjective reductions in room counts, number of events and other restrictions, as the impact would undermine our goals of investment, employment and job growth opportunity.

Blackthorne History

The original section of the Blackthorne Inn dates to the year 1763 and has remarkable historical roots. In 1775, Lord Fairfax deeded the land over to George Washington for survey work and a copy of the deed hangs prominently in that portion of the building. Originally known as Greystone House, this property was the site of considerable fighting in the Civil War, as was the surrounding area in general. Nearby Ashby Gap was a strategic focal point for both sides in the Civil War because of its proximity to Winchester and the fact that whatever side controlled the Gap also controlled access to the northern end of the Shenandoah Valley from the east. The Grey Ghost, Colonel John S. Mosby staged many of his famous raids in and around this area and his Raiders figure prominently in local history and folklore. At one point, Union forces stored horses behind the Blackthorne Inn until Confederate troops drove them off the property. Somehow, throughout its current growth, the Blackthorne Inn remains a quiet and peaceful place. Folklore holds that on a clear moonlight night, one can sometimes hear horses' hooves and see the ghosts of Mosby's Raiders galloping across the Blue Ridge.

The Blackthorne Inn is the former 1763 Inn. A Special Exception was originally approved for the 1763 Inn as a restaurant on February 21, 1984. Over the next 23 years, the use expanded under the guidance of its former owner to include a bed & breakfast/resort as well as the restaurant. In December 2007, ownership changed hands and the 1763 Inn became the Blackthorne Inn and Restaurant. Easton Porter Group LLC acquired it July 2016 with plans to renovate the original stone house and expand the resort with a hillside events barn and new cabin suites.



Current Uses and New Resort Program

	Current Uses	Proposed Uses	Notes
Stone House Total Renovation	Restaurant 100 Seats Pub - 32 Seats Three Private Dining Rooms Two bedroom apartment One hotel suite Kitchen and Support Areas Inn Office	Restaurant - 50 Seats Pub - 30 Seats Kitchen and Support areas Three Private Dining Rooms Resort Check In Library Concierge & Guest Services	Restored Public Rooms Historic Standards Compliance Removing bedrooms and Event Building
Existing Events Building	Adjoining the Stone House Currently Events up to 120 with up to 200 on property in total with restaurant & rooms		Removing structure entirely
Hillside Events Barn		New Resort Buildings:: Meeting Space /Receptions Cooking School 50-Seats Events Barn - up to 250 Max Two Meeting / Private Events Rooms for 25-75 guests	Resort educational facilities - demonstration kitchen, Classes Events contracted by Resort guests In-house meeting and receptions
Accommodations	Stone House- 3 bedrooms 6 ~ Cabins Stables - 8 Guest Rooms	Eliminate Stone House & Stables bedrooms New Program (24) Cabins -- 38 Bedrooms	Currently 17 Bedrooms New Resort 38 Bedrooms
Former Stables	Currently Guest Rooms	Stables renovated to create Resort Spa, Gym & Classroom	
Support Bldgs	Laundry & Employee Housing Storage Barn Equipment Building	Laundry & Employee Housing Receiving & Trash Re-cycling Employee Locker Room Equipment Building	

The Historic 1763 Restaurant

Today the restaurant consists of a total of 150 seats and is located in the historic Greystone House. The investment plans are to restore the original stone house as the resort and restaurant guest reception, with the main rooms as guest library and seating and the existing Pub. The new section will house the restaurant and kitchen and will consist of three sections: a smaller, 50-seat a la carte Restaurant/Bar and two private dining rooms for up to 50 guests and a Wine Cellar for up to 15 guests. The Pub will continue in that concept with 32 seats and is open for lunch Friday thru Sunday and as a bar with light fare seven nights a week. The Stone House a la carte restaurant will be 50 seats and open for dinner Tuesday thru Sunday. The restaurant is projected to average 35 guests for dinner Monday through Thursday and 90 guests for lunch and dinner Friday through Sunday.

Lunch will be served from 11:30 AM to 3:00 PM on Friday, Saturday and Sunday. Dinner is served from 5:30 PM to 9:30 PM six nights a week. On Friday and Saturday evenings, the Pub will remain open after dinner hours to serve light fare and wine pairings until midnight.

Stone House Restaurant + Private Dining

	Type	Capacity	Days	Hours
Lunch	A La Carte Dining Room	50 seats	Friday-Sunday	11:30 am - 3 pm
Dinner	A La Carte Dining Room		Tuesday-Sunday (closed Monday)	5:30 - 9:30 pm
Light Fare	Pub	32 seats	7-days a week	11:30 - 9:30 pm, midnight on weekends
Private Dining Rooms	2 Private Dining Rooms	50 seats	As booked	
Wine Cellar	Wine Cellar	15 seats	As booked	

The Country Inn Resort - 24 cabins accommodations

Our plans are to construct resort accommodations as restored and reconstructed original American log cabins that we have found in the mid-Atlantic and Southern states. The origin of the cabins goes back to 1638 in Maryland and Delaware. There are countless log houses that date to the earliest settlement period all the way to the late 20th century, as well as many rustic cabins that date to the 1920s and 30s throughout the mountain region. Many have been abandoned with limited opportunities for adaptive re-use. We believe that the evocation of the log home incites images of a beautiful blend of our historic past and present -- with hand hewn Chestnut and Oak logs and floorboards. One can envision the modest, single room structures as well as the glamorous, awe-inspiring cabins as a key part of the allure of the American settlement periods.



The Inn currently consists of 17 guest accommodations, and we are increasing to 24 cabins (38 keys) as part of this investment plan. The scope is to keep and renovate the 4 individual cabins located in the woods, and reconstructing 20 historic one-and-two bedroom cabin suites in landscaped groups in the restored woodlands. There is a two-story former stable located east of the pool that today contains eight guest rooms. This will be totally renovated and converted into the resort's spa with four treatment rooms, an exercise classroom and small gym. There is one guest accommodation cabin located behind the restaurant that contains 2 guest rooms, which will be removed.

The new resort guest cabins can accommodate up to 70 people for overnight stays. Hosted private events at the resort will include the cabin accommodations. The current local hotel market has a 58% annual occupancy rate, with significant seasonal variations.

Resort New Buildings

The current event building to the west of the restaurant with an event capacity of 120 people will be removed. The plan is to build a new contemporary barn and private rooms for events on the hillside across the pond from the Stone House. It will be designed as dual use -- a meeting facility and a display kitchen for cooking classes. In our Hillside Events Barn, we will host special events including weddings, business conferences, anniversaries, fundraisers, birthday and dinner parties and other similar events. It should be noted that the Hillside Events Barn is only 800 square feet larger than the existing, permitted event space alongside the Stone House that we are demolishing.

Importantly we will be selling the social events through the resort with often most of the guests staying with us in the resort. For larger events, we have required destination transportation plans using 50 pax buses and 25 pax vans to dramatically reduce the number of vehicles. This is already in place in our Pippin Hill Farm & Vineyards business in Albemarle County. A 140 guest wedding averages 12 vehicles including passengers and vendors. Transport protocol is Appendix IV how we will handle transport requirements.

Regarding the impact of the resort development, it should be noted that with all of the buildings footprint calculated, the total square feet proposed is 1.8% of the total acreage.

Resort Facilities & Amenities	Uses	Sq. Feet	Notes
Resort Guest Cabins	24 Cabins	20,400	Existing 4 cabins, 20 new cabins
Stone House - Historic Restaurant	32-seat Pub 50-seat Restaurant Resort Public Rooms Private Dining	6,500	Note that with the demolition of the current event building, the net square footage proposed is 2,100 sft less for the new Stone House in total. In addition the adjoining cabin of 1,100 square feet is being demolished as well, further reducing the density.
Hillside Barn Events Spaces	50-seat Conference Room and Cooking School	1,900	Meeting Space, Resort School, evening private events Primarily for Resort Guests
	Equestrian Room	4,600	Guests -- 150 Average, 250 Max
	Cooking School	925	Guests -- 25-50
Commercial Support Areas	Kitchen/Staging Offices & Storage	6,275	6 to 20 Staff
			<i>Hillside Barn Total: 13,700 sq. ft.</i>
New Spa	Renovated Stables	2,400	4 Treatment Rooms, Gym
Support Buildings Pole Barns	Employee Facilities Laundry, Storage, Loading Dock, Receiving, Trash	3,000	Current plans are to have this located on the adjoining farm house lot off Mosby Hwy, so will not intrude into the main part of the site
	Total Building Sft	46,000	
Land Lot	Total Land Area	2,518,000	57.8 Acres
Buildings Impact	Total Coverage	1.8%	

Special Exception Standards

Adaptive uses, resorts and Class C events are permitted in the RA zoning district subject to the general standards for special exceptions set forth in section 5-006, as well as the additional standards for adaptive uses set forth in Section 5-702, additional standards for resorts set forth in Section 5-906 and the additional standards for Class C Events set forth in Section 5-916.

Below please find a discussion of those standards.

General Standard 5-006.1

The proposed use shall not adversely affect surrounding properties, shall be consistent with the County's comprehensive plan and shall not discourage appropriate development of adjoining properties. It shall be in accordance with the applicable zoning district regulations and the applicable provisions of the adopted Comprehensive Plan. The location, size and height of buildings, structures, walls and fences, and the nature and extent of screening, buffering and landscaping shall be such that the use will not hinder or discourage the appropriate development and/or use of adjacent or nearby land and/or buildings or impair the value thereof.

A restaurant and resort, holding various events, have been in use on the property since the mid to late 1980's. These uses have co-existed well with neighbors and the surrounding area since that time. Related to the adaptive re-use application for a restaurant, preservation of historic structures is important to Fauquier County. It is recognized and appreciated that the proposed use in an agricultural area, planned to be rural in the comprehensive plan.

The new buildings and cabins will be located in clusters on the site with large wooded spaces between the new buildings and the adjoining properties. These uses current exist on the property and will not impact the ability of the adjoining property owners to use their land.

Landscaping Buffer - Evergreen Screening to minimize impact on our neighbors.

All invasive alien plants such as bittersweet, autumn olive and Japanese honeysuckle will be cleared from the property. Thoughtful landscaping will be installed throughout the property using native trees, shrubs and perennials. An evergreen screening will be planted along the south and east borders of the property in a natural, staggered pattern. These trees will provide a natural screen for our next door neighbors' views and lights and will help absorb noise. Native trees and shrubs will be used for the screening to attract wildlife, native birds and bees. Examples would be White Pine, American Holly, Sweet Bay Magnolia, and Eastern Red Cedar.

General Standard 5-006.2

The proposed use shall not generate pedestrian or traffic hazards.

The proposed use will not be a hazard to pedestrian or vehicular traffic. The proposed use is located on a public street. Peak traffic will be after work during the week and on the weekends and will not conflict with school buses or people going to and from work. Route 50 is a major thoroughfare and can accommodate the traffic from this use. We are improving the flow of the internal roadways with a one-way design to reduce the impact on egress on Route 50. We are eliminating two of the existing Rt 50 turn offs and relocating one to across from an existing roadway.

General Standard 5-006.3

The Board may require additional landscaping/screening.

We are completing greatly needed woodlands thinning and removing of the non-native, invasive species and maintaining the hardwood Maple, Oak and Cherry trees. We are enhancing the landscaping buffer on all borders of our land to improve the screening with a mix of evergreen and deciduous native trees. There is an existing stand of large evergreens located along the front of the inn/restaurant and the parking lot that effectively blends the buildings into the landscape. Our landscape designer is world renowned with experience in designing Virginia private estates. We have a comprehensive plan to utilize only native species of all plantings and trees.

General Standard 5-006.4

Open space shall be provided in an amount at least equal to that specified for the zoning district in which the use is proposed.

There is no zoning requirement for open space in RA for this use. As noted this plan is committed to preserve the open space, which equates to a total of 98% of the 57.8 acres.

General Standard 5-006.5

Adequate utility, drainage, parking, loading and other necessary facilities shall be provided.

The use will utilize the existing entry driveway for guest traffic and are designing a separate delivery location off of the side access road. We are using and enhancing the current infrastructure. Parking is located adjacent to the restaurant behind a stone wall and large evergreen trees. Parking for the lodging will be located in a separate, landscaped new parking area. Due to the historic nature of the property and grounds, the applicant will be requesting a dustless surface waiver to allow limited grass parking for the temporary uses.

The applicant has engineering plans to upgrade the existing drainfield to meet current regulations, along with plans for distributed drainfields scaled for each set of guest cabins and the new event building. The drainfields exceed the 100% requirement for distribution, plus the 200% reserve fields.

The applicant has a permit from the office of drinking water to operate their water systems and submits to them quarterly for water testing. The wells were tested and are more than adequate for the proposed uses.

General Standard 5-006.6

Signs shall be consistent with the Zoning Ordinance; the Board may apply more stringent requirements.

Signage is already in place at the existing entrance and will be re-done and upgraded with the new resort. The applicant does not propose additional permanent signage. Temporary signage may be used during some events for directional purposes and will be removed after each event.

General Standard 5-006.7

The future impact of a proposed use will be considered and addressed establishing a time limit for use.

The applicant requests no time limit be established. If a time limit is imposed, the applicant requests the renewals be processed administratively.

General Standard 5-006.8

The proposed use shall not degrade or deplete air quality, surface and groundwater.

The proposed use will utilize existing facilities for a portion of the requirements and the planned site work or grading required will be managed with full soil erosion control specifications to protect and not degrade surface or groundwater. See Appendix V - Our water treatment plans are significantly less impactful than the current system. We recognize the groundwater concerns and have reduced our vineyard size and are selecting an organically grown grape varietal that will eliminate that risk. Further we will employ rainwater harvesting to supplement our water needs, further reducing the impact on groundwater.

Blackthorne Vineyard

The proposed vineyard will be less than 4 acres and organically grown. We will be choosing a very fungus resistant varietal of grape such as Cayuga to minimize spraying as much as possible. All pesticides and fungicides (if needed) will be organic. Products that could be used for insect control would be Agree and Crymax. The active ingredient in both products is Bt, Bacillus Thuringiensis, a beneficial bacterium that is one of the most widely used and most successful of known biological pesticides. An organic fungicide that could be used if needed is Safegro. The active ingredient for this product is sodium bicarbonate, baking soda, a natural fungicide. Because of the small scale of the vineyard, the spraying could be accomplished with a small sprayer thus reducing the chance of any drift. Spraying would only be done in the early morning hours when winds are typically calm and pedestrian traffic is minimal.

Water and Septic

We recognize that this is a key environmental issue and concern, and one that we have successfully dealt with in other projects - see Appendix VI. We are completing our engineering evaluation of the sites capacity to support the proposed development for both water supply and onsite wastewater dispersal specifically looking at reducing the environmental impact from these activities. The results are very promising. Our evaluation of the site combined with low impact design strategies indicate to us that this revamped usage of the property can be accomplished in an environmentally responsible manner while maintaining the rural character that we all so love about the area.

A well and septic infrastructure assessment has indicated that the existing wells have excess capacity and will easily support the properties water usage without impacting neighboring wells. However, the existing septic systems (although currently permitted through Virginia Department of Health - VDH) are outdated and to us pose an unacceptable risk of groundwater contamination. We will be replacing the existing conventional septic systems with new septic treatment and dispersal systems utilizing passive technologies that will treat our wastewater to the highest VDH standard including nitrogen removal. An extensive series of backhoe pits/soil borings and saturated hydraulic conductivity tests indicate that the property can support the development through onsite dispersal of treated effluent. The area available for dispersal far exceeds our needs, which will allow us to conserve valuable hardwood trees and maintain the character of the property.

We will be submitting a Special Exception for water and sewer because the development will use more water than 1200 gallons per day. We feel that, though more expensive to us, the development and the community will be better served by constructed multiple smaller septic systems spread out on the property rather than one large septic system which will provide system redundancy and eliminate the consolidation of our wastewater treatment and dispersal.

General Standard 5-006.9

All uses shall comply with lot size, bulk regulations, and performance standards of the zoning district in which it is located.

The proposed use is located on a 57.8 acre site. The use meets the lot size, bulk regulations and performance standards of the RA zoning district. There is an encroachment of the historic portion of the structure into the front building restriction line; however, the building pre-dates the zoning ordinance. We have acquired the original 6 acres of lots that were owned by the former owner, as well as the adjoining 7-acre farm house on Mosby Highway, so we have the adjoining access road to greatly improve the guest and business traffic flow, and minimize the disruption to our neighbors.

Additional Standards for Adaptive Uses per 5-702

5-702.1 Category 7 uses shall be permitted only in those instances in which the continuation of the existing use is physically or financially impossible or impractical, where the proposed use is not inconsistent with existing uses in the vicinity, and where the proposed use will not unduly interfere with the appropriate expectations of neighboring property owners based on the underlying zoning of their properties and the property for which the adaptive use is proposed.

The building was approved as a restaurant under a different Special Exception Category in 1984. A restaurant is the existing use and to change the use to anything else is impractical. We have defined the size of the resort of 24 cabins as the minimum which can be financially successful as a full-service operation and support the payroll and other expenses. The Hillside Events Barn facility provides the off-season and mid-week business that balances the substantial investment in developing the overall resort. The current operation needs a new and expanded offering if it is to be profitable and create jobs.

5-702.2 Such uses shall be permitted only in structures existing prior to 1940, or are independently listed, or are eligible for listing, on the National Register of Historic Places. No proposed alteration to a structure or dependency containing an adaptive use shall materially alter the exterior appearance of the structure from its historical appearance.

Greystone Farm (DRH 030-0029; 053-6087-0074), a two-story Georgian-style stone dwelling with multiple 20th century improvements are eligible for listing and is a contributing structure to the Unison Battlefield Historic District. The 20th century improvements are in character with exterior appearance of Greystone House. As depicted in the submitted drawings, a portion of the 20th century expansion will be demolished and replaced by a public bar and dining room, two private dining rooms, new restrooms and a new kitchen. Electrical, plumbing and HVAC systems will be upgraded. Existing historic windows will be repaired, caulked, painted, and made to be operable. The existing stone walls and chimneys will be repointed where required. The proportions of the new expansion are scaled to complement the size of the existing stone structure. The new roof pitches and gable widths will be of similar size and pitch of the existing structure. New materials will be selected to complement the historic structure. The applied exterior panels and batting will be replaced with traditional wood siding and the existing metal roof will be replaced with a new standing seam metal roof of similar profile. An accessible entrance and an elevator will be part of the new expansion. A new terrace will provide outdoor dining space with views to the east and of the pond. The expansion will be residential in character and traditional in style to complement the existing stone house and to reflect southern hospitality and vernacular architecture of Virginia.

5-702.3 No off-street parking or loading space shall be located in any required side or rear yard that abuts a residentially zoned property. No more than three (3) parking spaces shall be located in any required front yard unless specifically provided for in granting the special exception based on a finding that such parking will not adversely affect the character of the historic structure.

The property does not abut a Residential District therefore this portion of the standard does not apply. The existing parking is located to the east of the existing historic structure and is located behind a stone wall which screens the parking from the road. The stone wall extends in front of the existing structure as well. The parking does not affect the character of the structure as the wall and large evergreen trees screen the parking from view. We have included new parking of 80 spaces for the event barn to meet the requirements. The expanded parking will be integrated into the natural landscaping and woodlands, using pervious surfaces, and a fence to shield our neighbors from lights, calculation on number of spaces based on 38 keys, and review of data on county calculations.

Parking Plans

Resort Facilities	Uses	Parking Spaces	Notes
Resort Guest Cabins	24 Cabins	24 spaces	There are 54 Parking Spaces with the current use. plus overflow on grass areas. On weekends and peak demand the resort will provide golf carts for guest use on-site. The resort will own 2 SUV's for arrivals, departures and guest transportation. Parking will be provided in landscaped areas next to each cluster of cabins.
Stone House - Historic Restaurant	32-seat Pub 50-seat Restaurant Resort Public Rooms Private Dining	34 spaces	1 Space per 4 Seats Plus Employees 21~ for Guests 13~ for Private Dining Employees Park in lot next to Support Buildings
Hillside Events Barn	50-seat Cooking School & Receptions	12 spaces	Resort educational facilities, evening private events for Resort Guests
	Equestrian Barn	60 spaces	Guests -- 150 Average, 250 Max All events over 125 will be required to use bus and coach transportation
	Reserve Room	15 spaces	Guests -- 50-75
	Board Room	8 spaces	Guests -- 25-50
Pole Barn Support Buildings	Employee facilities, Laundry, Storage, Loading Dock, Receiving, Trash	25 employee spaces	Located on the adjoining farm house lot off Mosby Hwy, with employee locker rooms

5-702.4 All off-street parking and loading areas shall be substantially screened with landscaping or architecturally compatible fencing, as described in the special exception.

The Stone House parking is screened by an existing stone wall and existing large evergreen trees. New parking will be landscape screened with a wall to protect our neighbors.

5-702.5 The approval by special exception of a Category 7 adaptive use shall only occur (a) within an area designated as a service district, or village in the Comprehensive Plan, or (b) be on a lot having direct access to a road designated as a major collector (or higher) in the Comprehensive Plan, unless the Board of Supervisors finds that the type and amount of traffic generated by the facility is such that it will not cause an undue impact on the neighbors or adversely affect traffic safety.

The use is located on John S. Mosby Highway, Route 50 which is a rural principal arterial and Virginia Byway in the Comprehensive Plan. Currently three entrances serve the property - delivery, restaurant, and resort - all of which are located on Route 50. The applicant's Statement of Justification contains a Traffic Assessment section. VDOT's 2015 traffic counts for Route 50, from Route 17 in Paris to the Loudoun County line are 5,600 average annual daily trips (AADT). Using trip generations from the International Transportation Engineer's (ITE) Trip Generation Manual, the applicant estimates the uses will generate 416 AADT, an increase of 131 AADT from the Blackthorne Inn approved 2013 traffic generation report of 285 AADT, an increase of 2.3% in total AADT from the current use. The combined resort and historic restaurant uses contribute to approximately 7% of the yearly traffic on Route 50.

Event traffic is included in the annual figures above. Since event traffic is date specific, the impact measured for purely events equates to an increase of 0.4%

The majority of the traffic generated by the uses will be after 5:00 p.m. and on the weekends; therefore, it should not conflict with typical peak traffic associated with school buses and people going to and from work.

5-702.6 No goods or items associated with the adaptive use may be stored outdoors, but such goods or items may be displayed or offered for sale on the porch of any such historic structure.

There is no storage of goods outside associated with the use.

5-702.7 A thirty percent (30%) increase in the square footage of any historic structure shall be permitted in connection with the approval of the adaptive use thereof, and such additional square footage may take the form of an addition to such historic structure or to any accessory structure, or an additional accessory structure, so long as such addition or additional accessory structure otherwise meets all other applicable zoning and building code requirements and is of an architectural design that is compatible in size and appearance with the existing historic structure.

We are in compliance with the proposed additions of new construction adjoining the historic structure. We have pro-actively met with the county staff on this matter

5-702.8 All alterations and additions to existing historic structures, all additional accessory structures, including signs, shall be designed and constructed in a manner that conforms to the United States Secretary of Interior's Standards for Rehabilitation and Guidelines for Rehabilitating Historic Buildings.

Any alterations will conform to the standards required by this Special Exception process.

5-702.9 Notwithstanding the residential density provisions found in Sections 2-308 and 3-401 of this Zoning Ordinance, not more than one (1) additional single-family dwelling unit may be established on a parcel hereunder in excess of the density otherwise permitted; and any remaining residential density available on any such property shall be reduced by one for each residential unit added under this adaptive use provision.

There is one single family proposed with this use. We will build a new dwelling for on-site staff as part of the one additional single family dwelling unit.

5-702.10 In the event of a fire or other property-related casualty affecting the historic structure for which an adaptive use is granted hereunder, the structure must be substantially restored to its condition prior to the casualty in order for the adaptive use to remain legally permissible. If such restoration is not completed within two years of the occurrence of such casualty, then the adaptive use permitted hereunder shall no longer be allowed and the special exception therefore shall be null and void.

It is understood that if a fire or casualty shall occur, the structure must be restored within two years or the special exception shall be null and void.

5-702.11 All commercial activities permitted hereunder, and the structure or structures in which they are conducted, shall be subject to all applicable building code regulations, as well as applicable regulations promulgated by the Virginia Departments of Health and Transportation.

The proposed activities and the structure shall comply with all applicable codes and regulations, as required.

Additional Standards for Resorts per 5-906

5-906.1 The minimum lot size requirement shall be twenty (20) acres.

The lot is 57.8 acres and meets the minimum lot size for resorts.

5-906.2 No structure or campsite or athletic facility shall be located closer than 100 feet to any lot line.

The closest structure associated with the resort is 150 feet from lot lines.

5-906.3 No permit shall be issued for such a use until the applicant has furnished evidence that the proposed development meets all applicable State and local health requirements.

All applicable health permits will be provided upon request.

5-906.4 All parking and loading areas, swimming pools and tennis courts shall be effectively screened.

Parking is located adjacent to the Hillside Events Barn and cabins and is screened from adjoining properties by existing major trees and planned landscaping. A fence is planned to eliminate headlight intrusion to our neighbors.

Class 'C' Events

Standards for Class C Events per 5-916

5-916.1 No Class C field event or activity shall have more than 1,000 cumulative attendees per event and no Class C event shall exceed three (3) days in length. Class C events that have more than 1,000 attendees or last more than three days shall require special permit approval for each event.

The new resort Hillside Event Barn building is purpose built to accommodate resort meetings and events. Our business plan is for fewer, higher quality Class C Events. We underwrite our investment with our events as destination weddings, corporate board retreats, private dinners and lunches, with majority in-house guests. Outdoor tented activities will be limited to no more than ten per year. We will permit acoustic music associated with weddings and receptions. The Equestrian Barn will be designed to LEED certification engineering levels for heat and lighting and the walls will include Sound Transmission Class [STC] construction [50+ rating] to minimize Db transmission to the outside.

Accordingly, and in keeping with our agenda, unlike other country resorts, wineries and breweries, we are committing to not doing large attendance, multi day events, in exchange for the smaller scale high-end private events program.

Class 'C' Private Events	Resort Hillside Equestrian Barn & Reserve Room	Q1	Q2	Q3	Q4	Total
Weddings	200+guests - 250 Max Resort Buy-out	4	8	10	12	34
Small Weddings and Social Events	140 Average - Contracted by In-House Guests	4	8	8	10	30
	Total Class C Events Per Quarter	8	16	18	22	64
	Average Class C Events Per Week	0.6	1.2	1.4	1.7	1.23
Non Class 'C' Private Event						
Corporate and Social Events	In-House Resort Guests 25-70 guests	6	10	12	12	44

5-916.2 Sites eligible for Class C events and activities shall contain a minimum of 50 acres and have a minimum of 300 feet of frontage on a road designated by the County as a major collector (or higher) in the Comprehensive Plan unless the Board of Supervisors finds that the type and amount of traffic generated by the facility is such that it will not cause an undue impact on the neighbors or adversely affect safety of road usage. Notwithstanding anything to the contrary contained in this paragraph, the Board of Supervisors may approve a special exception on a site of less than 50 acres or less than 300 feet of frontage upon findings that less restrictive standards do not negatively impact any other general or specific standard contained in Article 5 for this use and will serve the purposes of promoting public health, safety, and welfare to an equivalent degree.

The property contains 57.8 acres. The property fronts on a rural principal arterial that carries 5,600 VPD per VDOT's 2015 traffic counts. Even the largest event will generate under 40 additional vehicles during off-peak hours that will not serve as a safety hazard.

Note: We will complete the entrance improvements on Rt 50 - paved deceleration lane, gravel shoulder and pull off turn lanes across from entry.

5-916.3. No structure shall be located closer than 100 feet to any lot line.

No structures are planned to be closer to the lot lines.

5-916.4. Field sports and those outdoor sports activities which may be conducted on or within open field areas without the use of an enclosed stadium or arena for spectators such as cross country running, track and field, soccer, football, frisbee, kite flying, fly casting, field hockey, rugby, hot air ballooning, softball, golf ball driving, dog trials and the disciplines of Triathlon, Pentathlon and Decathlon.

The applicant plans to hold limited, seasonal field sports for resort guests

5-916.5. Deleted.
Section deleted.

5-916.6. The special exception holder shall provide adequate security, emergency, traffic control, sanitation and refreshment services at every Class C event or activity. At least thirty (30) days prior to holding a Class C event the holder of the special exception for the property upon which a Class C event will be held shall provide to the Zoning Administrator written proof, including copies of any permits or licenses if required, from the following agencies that control traffic, security, emergency services and on-site sanitary and refreshment facilities are adequate for the size and the type of the event or activity to be held:

*Fauquier County Sheriff's Office Virginia
Department of Transportation
Fauquier County Emergency Services Coordinator
Fauquier County Health Department*

The applicant will apply the permits as applicable.

5-916.7. All requirements of the Fauquier County Code, including this Ordinance, which pertain to limitations and prohibitions on noise in the applicable zoning districts shall be complied with by the holder of the special exception.

The applicant will comply with noise standards associated with events. All of our buildings will be designed to Noise Isolation Class (NIC) standards - engineering to maximize the walls ability to block airborne noise transfer. Outdoor Stone House music will be over by 10:00pm, and predominantly not amplified. Wedding music will be early evening and over by 10:00pm. No outdoor concerts, and only seasonal use of tents for events.

5-916.8. Any retail sales conducted on the property shall either be (a) accessory and incidental to the permitted activity or (b) conducted by and for the benefit of a nonprofit, tax exempt organization. At least thirty (30) days prior to holding a Class C event the holder of the special exception for the property upon which the event will be held shall provide to the Zoning Administrator the name, address and a contact person for each individual, group, association, partnership or corporation which is expected to conduct retail sales at the event.

The events proposed do not result in retail sales.

We are requesting three special exceptions to allow the continued operation of the Blackthorne Inn & Restaurant as well as a Special Exception to hold Class C events. This type of business has been in existence on site for the past 20+ years and these special exceptions are needed for the continued operation of the businesses. The new resort will actively promote tourism in the County and encourage its patrons to partake in activities that promote other businesses as well as provide a place for locals to get a bite to eat, host a private dinner and enjoy a night out close to home.

TRAFFIC IMPACT ASSESSMENT

Introduction

The Fauquier County Zoning Ordinance requires submission of a Traffic Assessment for all Special Exceptions that do not meet the threshold for a Traffic Impact Analysis pursuant to Section 301 of the Fauquier County Design Standards Manual. With this request Blackthorne Inn and Restaurant is requesting approval of a Category 7 Special Exception for a restaurant as an adaptive use; a Category 9 Special Exception for a resort with 24 guest cabin accommodations; and a Category 9 Special Exception to hold Class C events with a maximum of 250 people on a 50+ acre parcel zoned Rural Agriculture (RA).

The majority of the business by the restaurant and inn as well as the events occurs on weekends and during the evening hours and not during peak traffic times. The proposed use fronts on John S. Mosby Highway (Route 50). Chapter 10 of the Fauquier County Comprehensive Plan identifies Route 50 as a rural principal arterial and Virginia Byway.

Traffic Assessment

The Virginia Department of Transportation's (VDOT's) 2015 Jurisdiction Report of Daily Traffic Volume Estimates has an average annual daily (AADT) traffic count for Route 50 from US 17 in Paris to the Loudoun County line of 5,600 AADT.

The following trip generations were used from Section A301.B.1 of the Fauquier County Design Standards Manual or in the International Transportation Engineer's (ITE) Trip Generation Manual, 7th Edition to perform this traffic assessment: Code 931 - Quality Restaurant which has trip generation rate of 2.81 trips per seat and Code 311 - All Suites Hotel which has a trip generation rate of 6.24 trips per room. It should be noted that this calculation is for a commercial hotel with short term stays, and leisure hotels use less than half that generation rate.

The a la carte restaurant and bar seats equate to 230 AADT, the hotel on average is 142 AADT. For the events, we used cars for the families and 40 people per bus, that would equate to 24 trips for the maximum 250 person social/wedding event including events support and vendors. A significant portion of the trips for the restaurant and events are concurrent hotel guests and are not additive, but for this we used the maximum number. Employees transport would range from 12-20, and for this calculation we used the higher number. The total is 416 AADT for the use.

The December 4, 2013 Blackthorne Inn Special Exception Community Development Staff report study equated to 285 AADT. The proposed use equates to an increase of 131 AADT, for an increase of 2.3% of the yearly traffic on Route 50.

All the uses operate during non-peak hours with the largest increase occurring on non-peak days and have minimal impact on Route 50. Event traffic is included in the annual figures above. Since Class C event traffic is date specific, rather than distributed over a year's time, it is helpful to consider times per year additional trips are created by events should there be the maximum number of attendees requested. The maximum events are projected at 34 per year, and smaller events of 30. Combined this would account for only 0.4% of the traffic on John S. Mosby Highway (Route 50).

In reviewing the timing and patterns of the traffic generated by the uses, 80% will be after 5:00 p.m. and on the weekends; therefore, it should not conflict with typical peak traffic associated with school buses and people going to and from work.