

**BOONE COUNTY PLANNING COMMISSION  
BOONE COUNTY ADMINISTRATION BUILDING  
BOONE COUNTY FISCAL COURTROOM  
PUBLIC HEARING  
JUNE 5, 2019  
7:30 P.M.**

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**COMMISSION MEMBERS PRESENT:**

Mr. Randy Bessler  
Mr. Kim Bungler, Secretary/Treasurer  
Ms. Corrin Gulick  
Mrs. Lori Heilman  
Mr. Mark Hicks  
Mr. Rick Lunnemann  
Mr. Don McMillian  
Mr. Ed Mentz  
Mr. Charlie Rolfsen, Chairman  
Mr. Bob Schwenke  
Mr. Brad Shipe

**COMMISSION MEMBERS NOT PRESENT:**

Mr. Steve Harper  
Mrs. Janet Kegley  
Mr. Kim Patton  
Mr. Steve Turner, Temporary Presiding Officer

**LEGAL COUNSEL PRESENT:**

Mr. Dale T. Wilson

**STAFF MEMBERS PRESENT:**

Kevin P. Costello, AICP, Executive Director  
Mr. Kevin T. Wall, AICP, Director, Zoning Services  
Mr. Todd K. Morgan, AICP, Senior Planner  
Mr. Michael D. Schwartz  
Mr. Robert Jonas, AICP, Director, Planning Services

Chairman Rolfsen introduced the first item on the Agenda at 7:59 p.m.

**ZONING MAP AMENDMENT - Kevin Wall, Staff**

Request of **AI Neyer, LLC (applicant)** for **Loretta F. Smith Estate, Harold Stidham, and Deborah Stidham (owners)** for a Zoning Map Amendment from Agricultural Estate (A-2) and Rural Suburban Estates (RSE) to Industrial One (I-1) for a 111.1042 acre site located at 4548 and 4664 Bullittsville Road, and at the western terminus of Wright Boulevard, Boone County, Kentucky. The request is for a zone change to allow industrial uses.

Staff Member, Kevin Wall, presented the Staff Report, which included a PowerPoint presentation. The request is for a rezoning from A-2 and RSE to I-1 for an industrial building. The site is located on Bullittsville Road and at the intersection of Wright Boulevard and Langley Drive. Approximately 90 acres is zoned RSE and approximately 20 acres at the south end of the site is zoned A-2. The Comprehensive Plan's 2035 Future Land Use Map largely designates the site as Business Park (BP) and approximately 1% at the southwest corner as Rural Density Residential (RD). The majority of the site is within the 65 DNL airport noise exposure contour and the southern end of the site is within the 70 DNL contour.

The proposal is for an approximate 1.4 million square foot building. Access is proposed from Wright Boulevard and a gated emergency access is proposed on Bullittsville Road. The building includes 300 total loading docks, with 150 on both the east and west sides, and 714 auto parking spaces are noted. Buffer areas are shown around the perimeter of the site with larger buffer yards being proposed along the west and south boundaries. A loop driveway is proposed around the site. Excerpts from a revised Traffic Impact Study are attached to the Staff Report. Sight line drawings which show the relationship between the two closest residences and the project were provided by the applicant. Representative examples of the proposed building design, which show tilt-up concrete structures, were also provided. A specific building design has not been determined at this point in time. Mr. Wall showed photos of the site and adjoining properties.

In terms of Staff Comments, Mr. Wall noted that applicable text from the Comprehensive Plan is outlined in the body of the Staff Report and there is a summary on pages 8 and 9. The Staff Report also includes excerpts from the recently adopted Boone County Transportation Plan which include substantial improvements to Bullittsville Road and other roads in the area. Regarding uses, the I-1 zone includes the Principally Permitted Uses from both the O-1 and O-2 zones. The Commissioners need to evaluate these uses for compatibility and appropriateness. The Staff Report also includes recommendations regarding "behavior" issues on the site. Section 3 of the Staff Comments pertains to Section 1137 of the Zoning Regulations that applies to sites designated as Business Park by the Comprehensive Plan's Future Land Use Map when the I-1 zone is requested. Section 1137 refers to sixteen standards in Section 1609 which are individually discussed in the Staff Report.

Relative to Standard 14 "Transportation Design," access around the site is proposed to be through a private, loop driveway that connects to Wright Boulevard. Per the 1998 Concept Development Plan for an expansion of Airpark West Subdivision, Wright Boulevard was designed as a public street connection and there is language in the Comprehensive Plan and the Subdivision Regulations which advocates a public street connection through the site. This connection could be either directly to Bullittsville Road or to the property to the south with the latter being Staff's

recommended option based on road geometrics and potential future development. The area to the south is also designated as Business Park on the Comprehensive Plan's Future Land Use Map. This connection could be accomplished in the same basic alignment that is proposed for the north-south running driveway in the east part of the site.

Section 4 of the Staff Report pertains to the revised Traffic Impact Study (TIS) which was received last week. Full comments on the revised TIS are not available at this point in time, but preliminary comments were received from Scott Pennington, P.E., Boone County Engineer. A representative from the Kentucky Transportation Cabinet, District 6, has stated that they anticipate having comments at the end of the month. The basis for the trip generation in the TIS is the "warehouse" category which is also called the ITE land use code 150. It's a comparatively low traffic generator when considering that all I-1 uses have been requested. Based on the warehouse category used by the TIS, Mr. Wall recommended either limited the tenants to users which meet the ITE 150 category or limiting the combined traffic generation of all tenants to the figures outlined in the TIS.

Comments from SD1, the Boone County Water District, and the Burlington Fire Department are attached to the Staff Report. Mr. Wall concluded that the Commission needs to evaluate the request in terms of the three statutory criteria for approving a zone change, the Comprehensive Plan, and the 2017 Comprehensive Plan Goals and Objectives. He also noted that written public comments received to date are attached to the Staff Report.

At this time, Chairman Rolfsen asked if the applicant was present and wanted to proceed with their presentation?

Mr. Ryan Reardon, Al Neyer, LLC, stated that they were on the public hearing agenda for May 1, 2019, but asked for a deferral to revise the Traffic Impact Study per the Kentucky Transportation Cabinet's expectations. The revised TIS reflects higher trip counts and is not just based on the ITE warehouse 150 land use category. Mr. Reardon reviewed the history of Al Neyer and showed a power point presentation. They focus on medical office, industrial, and mixed use projects and they also do residential contracting. They design, build, and own the projects they develop. Mr. Reardon stated that the site includes a large farm tract and a smaller tract which contains a residence. The majority of the site is clear and there is some perimeter vegetation. Mr. Reardon showed slides of the Bullittsville Road and Wright Boulevard frontages. He noted that the site is currently zoned A-2 and RSE and is largely designated as Business Park (BP) on the Comprehensive Plan's 2035 Future Land Use Map. A small portion of the site at the southwest corner is designated as Rural Density Residential (RD).

Mr. Reardon stated that all of the traffic is proposed to access the site from Wright Boulevard. There is a loop driveway that circles the building and a gated and locked emergency access on Bullittsville Road. There is approximately 7.5 acres of existing vegetation along the Bullittsville Road frontage, and along the site's perimeter, that will be retained to retain the character of Bullittsville Road. The vegetated area extends approximately 550 feet from Bullittsville Road and the building is approximately 700 feet from the road. Berming is planned to buffer the adjacent residential area. The planned buffers meet or exceed the County's requirements.

Mr. Reardon stated that the basis for the zone change is that the proposal is consistent with the Business Park designation on the Comprehensive Plan's Future Land Use Map and the site is within the 65 DNL and 70 DNL contours on the noise exposure map which deems it unsuitable for residential development.

Mr. Marc Gloyeske, Viox & Viox, presented the grading plan and noted the locations of two detention basins, one near the entrance and one to the west of the building. Grading is held as far as possible from the property lines to retain existing vegetation. The tree cover along Bullittsville Road is proposed to remain. Mr. Gloyeske presented a slide which outlined compliance with the standards in Section 1609 of the Zoning Regulations. They will provide a sidewalk out to Airpark West Subdivision which has bus service. Integrated Engineering prepared the Traffic Impact Study and they have been working with the Kentucky Transportation Cabinet and Boone County for the last few months to determine the trip generation. The latest TIS recommends several off-site improvements including three dedicated lanes on eastbound Wright Boulevard at KY 237, to widen Conner Road so that the intersections align, add lane striping on eastbound Langley Drive at KY 237 to create a designated turn lane, restripe the north bound turn lane on KY 237 at Wright Boulevard, and include two exiting lanes for this development's access point with larger radii for trucks. Mr. Gloyeske showed an exhibit of the recommended lane configuration for the Wright Boulevard/KY 237 intersection which includes removing the existing island in Wright Boulevard.

Mr. Brock McKay, Viox & Viox, explained the landscape plan. The plan proposes to use Buffer Yard A along the north and east boundaries which adjoin Airpark West Subdivision. Along the south boundary, the proposal is to follow the code requirements which correspond to the zoning of the adjoining property. The larger concern is along the west boundary adjoining the existing residences. The proposed landscape area exceeds the Buffer Yard D requirements. Special attention was given to the northwest corner by retaining the existing vegetation, using a double row of evergreen trees that are 10 feet on center, and increasing the buffer width to almost double that required by the code. Mr. McKay presented the cross sections which show the relationship between the adjoining houses and the proposed development. The houses sit higher, so the landscaping is placed on the crest of the slope. Special attention was given to Mr. Burkart's property by increasing the buffer width and adding berming.

Mr. Pat Moore, Al Neyer, LLC, presented the architectural examples, which are drawn from previous Neyer projects. Mr. Moore said that the building has an effective design for an industrial structure. It has a 600 foot depth and the bay size is effective for racking. Parking is concentrated at the ends of the building and offices are provided at the corners. The building is constructed of concrete panels with textured paint which mimics stucco. It is not a metal building and has no corrugated metal panels. The size and scale is managed by introducing color bands and varying the heights and depths of the panels to create shadow lines. Additional reveal lines, canopies, and glass are provided at the office corners. Mr. Moore committed to use at least three colors, two main colors and an accent color. They would be natural tones like those used in the existing industrial park. Mr. Moore stated that in response to the Staff Comments, they want to be good neighbors and the building height along most of the west elevation is approximately 41-42 feet and the corners are approximately 47 feet. They will apply for FAA approval separately. They believe that the west of the building will be compatible if they control the paint colors and patterns and the down spouts.

At this time, Chairman Rolfsen asked if there was anyone in audience who wanted to speak in favor or against the request?

Mr. Stephen Burkart, 4440 Bullittsville Road, stated that the Business Park designation on the Comprehensive Plan's 2035 Future Land Use Map includes his and his neighbor's property. He asked what the future plan was for that property? The applicant mentioned a berm by his property. His is the closest house to this project. Mr. Burkart stated that he has concerns regarding noise, trucks running all hours of the nights, beepers, light pollution, dust, and fumes. He planned on retiring at this property. The detention pond is a problem because they often just don't work and have smells and mosquito problems. Mr. Burkart asked about the timing and nature of the upcoming meetings, notably before the Fiscal Court? Kevin Costello, Executive Director, responded that all Fiscal Court meetings are public. Regarding the proposed berm, Mr. Burkart submitted a picture of the industrial building at the Donaldson Road/Mineola Pike intersection. He confirmed that this is the Wayfair building. In response to Mr. Costello, Mr. Burkart said that it only has a couple of shrubs. Mr. Costello advised that is based on the Airport's landscaping standards which are intended to avoid bird strikes on planes. Mr. Burkart said the picture of the Wayfair berm represents what he's going to see. He let trees and shrubs grow to create privacy. This project is going to change all that and he fears it will kill his property value. In the winter time, he can see across the Smith farm. He will be able to see the building and light.

Mr. Jeff McDine, corner of Fawn Drive and Bullittsville Road, said that there are a lot of buildings on KY237 and this is the only one that wants to be on Bullittsville Road. He said that the GPS sends many trucks down Fawn Drive now. No one can correct it and the yards get torn up and mailboxes get knocked over by trucks. He stated that the residents don't want any more trucks on Bullittsville Road.

Mr. Bill Gillcrist, 3597 McCall Place, stated that his back yard adjoins Bullittsville Road. He referenced the Boone County Transportation Plan recommendations that are listed in the Staff Report. He noted that it states that Bullittsville Road from Conrad Lane to Petersburg Road is recommended to be widened from two to four lanes. Why is this needed when the current project only proposes an emergency access on Bullittsville Road? This road widening would affect his property.

Ms. Shannon Kertai, 3630 Bullittsville Road, thanked Neyer for preserving the trees along Bullittsville Road. She requested that if the project is approved, that the access to Bullittsville Road remain a gated emergency access. Regarding the Boone County Transportation Plan, she asked about what type of compensation is offered to affected property owners? She is not in favor of expanding Bullittsville Road.

Mr. Costello stated that if the Commission believes that it is important, a written condition could be crafted which requires the Bullittsville Road access to be limited to emergency purposes. It would have to go through the entire Public Hearing process again to change it. Regarding the widening of Bullittsville Road, the Transportation Plan considers the existing road conditions and future development forecasts. This was done for all major roads in the County. The Bullittsville Road project is not currently funded and may or may not happen. There is a new interchange at Graves Road that is already funded and is in process. Bullittsville Road may be one of several routes that

would serve the new interchange. It may be better to rebuild the road in a new alignment to the west. If the project ever comes to fruition, there is a public process and the affected property owners have to be compensated.

Ms. Jane Sullivan, 3536 Bullittsville Road, asked why she had to dodge transfer trucks went she went out to get her mail. She stated that it is posted “no trucks.” Mr. Costello responded that it would need to be referred to the Public Works Department and Sheriff’s office. Ms. Kertai stated that her neighbor has about three semi trucks and uses the road everyday, and there is also a landscaping business nearby.

Mr. Earl Fischer, 2979 Fawn Drive, asked if there would be any restrictions on running or idling trucks at nighttime?

Mr. Dennis Sullivan, 3536 Bullittsville Road, said that he has lived there for over forty years. There have been a lot of trucks in the last few years. He has heard that it’s a shortcut on GPS as a route to I-275. He has counted trucks on the road and followed one over to KY 237. He asked about the width of the project’s access drive onto Bullittsville Road. Chairman Rolfsen and Mr. Costello advised that it was for emergency purposes and would most likely be gated and locked. Mr. Costello stated that the Fire Department would have the key. In response to a question from Mr. Sullivan, the applicant confirmed that the gated emergency access would be one lane wide.

Mr. Larry Andrezejewski, 3622 Brents Way, stated that he went to the open house that the developer conducted. He understood the project to have 140 docks and 300 spaces for trailer parking. Mr. Wall stated that the plan notes 300 docks total, 714 auto parking spaces, and 316 trailer/truck parking spaces. Mr. Andrezejewski said that we don’t know who will occupy the building and I-1 permits many different functions that may change when the building is constructed and change how it affects the neighbors. He said that the proposed building is the same size as the three adjoining buildings combined. He doesn’t believe that Wright Boulevard can handle the additional truck traffic. He stated that there is a lot of skepticism about the emergency access since the plan could be amended and it could be opened for routine traffic. He moved here because he liked the environment. The size of this “albatross is mind boggling.” Sometimes he can’t get into Speedway because of the trucks parked along Wright Boulevard. He stated that none of the neighbors want the project and like Bullittsville Road the way it is. Trucks will come down the road if it’s widened. A loop road could be provided back to KY237. He stated that the emergency access will not remain an emergency access. He noted that the 2035 and 2040 Comprehensive Plans have Business Park along Bullittsville Road. Amazon is going to have over one hundred planes that will be taking off to the west in the morning. The noise contour is going to expand.

Mr. Burkart asked if it was normal to have industrial zoning that close to residences. He doesn’t recall seeing any that close in Northern Kentucky. He asked the Commission to deny the project.

Ms. Barbara Jacobson, 2346 Grandin Court, stated that she has family members in the area. She doesn’t believe that change is always good. The residents and safety on the roads need to be considered. She asked what are we doing to Boone County? We are replacing farms and homes with sterile warehouses and multi-family residences. There is a large volume of new building with seemingly little concern for the residents. She asked the Commission to take the residents

concerns seriously. She asked, “what are we doing to Boone County and the homes of the people?”

Mr. Terry Deppenbrock, Milliken Place Subdivision, stated that he doesn't want Bullittsville Road to turn into KY237. There will be a new interchange at Graves Road and there are several subdivisions on Bullittsville Road. There is noise, smoke, and fumes associated with trucks. He stated that it is a nice looking building. The residents don't care about the building, but the trucks. The residents don't want an industrial area on Bullittsville Road.

Ms. Kertai submitted a petition for the record.

Ms. Constance Norman, 7296 East Bend Road, stated that she is concerned with the environmental impact including to wild lands, wildlife, and the quality of life for the residents. Ms. Norman outlined the benefits of using renewable energy for the project and Boone County in general. She stated for all intents and purpose, we all live on Bullittsville Road. There are win-win opportunities for the residents and the developer through the use of renewable energy and reforestation.

Mr. Scott Fleckenstein, 4438 Bullittsville Road, stated that the nearby Toyota building has been vacant for several years. Chairman Rolfsen and Mr. Costello clarified that it is the headquarter buildings which are being repurposed. The Toyota warehouse building is still in use. Mr. Fleckenstien said that 1.4 million square feet is huge. Could the building be smaller? It creates a sterile environment with millions of square feet and we don't even know who is moving in yet.

At this time, Chairman Rolfsen asked if any Board members had any comments or questions?

Chairman Rolfsen asked Mr. Reardon about the issues raised by the public, initially the point raised by Ms. Norman about renewable energy? Mr. Reardon stated that they recently held an open house to have dialogue with the public about the project before the public hearing. He discussed the potential for using renewable energy with Ms. Norman at that time. The development team is evaluating it and no decisions have been made at this point in time.

Chairman Rolfsen asked why 1.4 million square feet is proposed? Mr. Reardon stated that the building size is in response to what they are seeing in the marketplace. They are now in discussions with a potential tenant.

Chairman Rolfsen asked if there are any buildings of that size in Boone County? Mr. Reardon said that aside from Amazon, there are a few that are just over a million square feet including Neyer's new Aero Commerce Center project and one in Park South Subdivision in Richwood. He's not sure if the Richwood project is complete.

In response to Chairman Rolfsen, Mr. Reardon stated that the emergency access is for safety only and they have no desire to put truck traffic on Bullittsville Road. They are trying to preserve the character of Bullittsville Road as it relates to the proposed development. Mr. Reardon stated that they have no plans to develop the approximate 7 acres of the site along Bullittsville Road. His only

hesitation regarding a potential condition to preserve this area is if an invasive species effects the existing vegetation. It is an issue which needs to be talked through.

In response to questions from Mr. Bunger, Mr. Reardon said that Neyer will pay for the off-site improvements recommended in the Traffic Impact Study as part of the development. The recommendations were made to accommodate the traffic associated with this development. In response to another question from Mr. Bunger, Mr. Reardon stated that trucks parking on Wright Boulevard is an issue in this area. The loop drive around the building will be wide enough for two-way traffic and to allow trucks to pull over and park. Mr. Bunger asked about what can be done to improve the situation on Wright Boulevard itself. Mr. Reardon said he wasn't sure about Wright Boulevard as it pertains to that specific problem, but they could create a place for trucks to queue on their site. Mr. Bunger advised Mr. Reardon to pay particular attention to the comments made about the design of the building to give it as much "personality" as possible. He also said that it is important to provide berming along the residences. Mr. Bunger identified the large berm on Conrad Lane at Gateway Business Park as an example. Mr. Reardon said that they want to be sensitive to the neighbors and will attempt to be responsive to the issued discussed.

Chairman Rolfsen mentioned that lighting is a potential issue for this development. Mr. Reardon said that there are several approaches that could be implemented such as using downlit, shielded, and LED fixtures.

Mr. Costello said that we have had some significant issues at 24/7 facilities such as idling of trucks. On Litton Lane, Amazon built a \$2 million wall for soundproofing. He stated that we would like to know about the tenant, the positions of the trucks and trailers, and the resulting impacts on the homes. Mr. Reardon stated that they don't know the tenant at this point in time. Mr. Costello responded that we need to plan for the worst case scenario given the size of the building. The houses are existing, so the potential impacts need to be addressed, particularly for those which are in close proximity. Chairman Rolfsen noted that things like refrigeration trucks which run continuously are a big issue. The concern is to protect the residents as much as possible. Mr. Costello stated that one option is to reduce the building footprint and increase the buffer to minimize effects on the residents. He stated that the Planning Commission will conduct its own analysis to review the ratio of building and pavement area to open space.

Mr. Wilson stated that he anticipates that the Zone Change Committee will be interested in the basis for rezoning. From what he has heard, the rationale is based on the market, which doesn't necessarily mean that the site is ready for this massive-scale project. .

In response to a question from Mr. Shipe, Mr. Reardon and Mr. Costello stated that just the Fire Department has the key to the gate for the emergency access driveway. Chairman Rolfsen explained that even law enforcement doesn't have a key since it's intended for fire access, especially if the main entrance is blocked.

Mr. McMillian asked in light of the fact that there are over 700 parking spaces, are just two entrances to the building proposed? Mr. Reardon said that is correct. Mr. McMillian asked what type of boulevard will they construct to manage the traffic from over 700 automobiles and trucks? Mr. Reardon responded that it's a three lane road into the development which would accommodate

cars and trucks. Mr. McMillian questioned the viability of having just one main access point and an emergency access for the amount of vehicles involved. He stated that there needs to be more than one exit. Mr. Reardon responded that the traffic associated with shift timing is contingent upon the tenant.

Mr. Lunnemann stated that in order to effectively mitigate some of the impacts for the neighbors, he suggested reconfiguring the building per Mr. Costello's comments. He advised the applicant to review the O-1, O-2, and I-1 use lists and be prepared to make significant strike-outs at the Zone Change Committee meeting. The applicant also needs to be prepared to discuss the building design and how to make it responsive to the surrounding environment, including reducing the size of the building.

Mr. Mentz stated that since a big building is proposed, does the applicant know how much of it would be occupied by the potential tenant? Mr. Reardon that they are very early in discussions, but they believe they would be the sole tenant in the building. If it comes to fruition, this tenant would occupy all 1.4 million square feet.

Ms. Gulick stated she would like more information regarding how trucks would be staged in and out of the facility. It also looks like there would be significant impact from the auto traffic, so she would like to see information regarding how it affects the signal, how the traffic will be distributed, and more information overall. Mr. Reardon said that they just submitted the revised Traffic Impact Study and came to an agreement with KYTC and the County regarding the contents. Ms. Gulick stated that she would like to see the TIS. Mr. Wall clarified that the Staff Report packet includes excerpts from the revised TIS, but Staff will forward a copy of the entire revised TIS to her.

Mr. Wilson asked Mr. Wall if Staff has been able to sufficiently evaluate the revised TIS for the purposes of this hearing? Mr. Wall stated that it is still under review and additional comments may be made at the Zone Change Committee meeting. In response to Mr. Wilson, Mr. Wall stated that a full evaluation may not be completed by the Committee meeting. Mr. Wall agreed with Mr. Wilson that a second Committee meeting may be needed to review this information based on the timing.

Mr. Schwenke said that we've had a lot of warehouses in the past and this is one of the biggest. He asked why the building couldn't be reduced in size, such as 100 feet from the width, and a wall built to better protect the residents? He also asked why does it have to have one continuous facade if there are multiple tenants? Mr. Reardon said that it's about efficiency of space. Irregular shapes are much less efficient for tenants. Mr. Schwenke said that the building could be altered to accommodate individual tenants within jogs in the footprint and provide a better design for the neighbors.

Mr. Bunger asked if the applicant had looked at any alternate locations for access into this site. Mr. Reardon stated that they are limited with this site. They have about 65 feet of frontage on Wright Boulevard and the balance of the frontage is along Bullittsville Road. Obviously no one wants access on Bullittsville Road.

Chairman Rolfsen asked if there were any more questions or comments from the commissioners. Seeing none, he clarified that the Zone Change Committee usually holds one meeting for a request, but more than one Committee meeting may be necessary in order to fully analyze the Traffic Impact Study.

**Chairman Rolfsen announced that the Committee Meeting for this item will be on June 19, 2019, 2019 at 5:00 P.M. in the Fiscal Courtroom. This item will be on the Agenda for the Business Meeting on July 3, 2019 at 7:00 P.M. Chairman Rolfsen closed the Public Hearing at 9:38 P.M.**

**APPROVED:**

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**Charlie Rolfsen**  
**Chairman**

**Attest:**

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**Kevin P. Costello, AICP**  
**Executive Director**

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Ms. Corrin Gulick  
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Mr. Don McMillian  
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Mr. Kim Patton  
Mr. Charlie Rolfsen, Chairman  
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Mr. Steve Turner, Temporary Presiding Officer

**LEGAL COUNSEL PRESENT:**

Mr. Dale T. Wilson

**STAFF MEMBERS PRESENT:**

Kevin P. Costello, AICP, Executive Director  
Mr. Todd K. Morgan, AICP, Senior Planner  
Mr. Michael D. Schwartz, Planner

Chairman Rolfsen introduced the second item on the Agenda at 9:39 p.m.

**CHANGE IN CONCEPT DEVELOPMENT PLAN - Todd Morgan, Staff**

Request of **Brian Dunham, Frost Brown Todd, LLC (applicant)** for **Benenson Flo. KY. LLC and Wal-Mart Real Estate Business Trust (owners)** for a Change in Concept Development Plan for a 14.85 acre site located at 4949 Houston Road, Florence, Kentucky (Sam's Club). The request is for a Change in Concept Development Plan to allow a gasoline fueling station and for modifications to an existing retail building in a Commercial Two/Planned Development/Houston-Donaldson Study Corridor Overlay (C-2/PD/HDO) zone.

Staff Member, Todd Morgan, presented the Staff Report, which included a PowerPoint presentation. Mr. Morgan stated that a fuel center is proposed in the northern portion of the 14.85 acre site. Access to it would be provided through the Sam's Club parking lot. The fuel center is shown with 8 fuel pumps (16 fueling locations), a 41' x 120.67' (4,947 square foot) canopy, and a 192 square foot customer service building. The submitted elevations show the fuel center and customer service building would be constructed with matching split faced CMU, cultured stone, and grey standing seam metal roofing. LED fuel pricers are shown on three elevations of the canopy. Another plan shows that substantial landscaping would be added along Spiral Drive, Thoroughbred Boulevard, and the parking lot. This plan also shows where sidewalks are being proposed on Spiral Drive and Thoroughbred Boulevard to finish off the perimeter sidewalk network. The photometric plan shows a maximum footcandle reading of 55 under the canopy and the readings quickly fall off to zeros in all directions. Two simulations were also provided showing the fuel center, Spiral Drive, and Thoroughbred Boulevard. The second part of the proposal includes making exterior improvements to the Sam's Club building so all the facades correlate to the new fuel center. Mr. Morgan reviewed the elevations and indicated that three warm grey colors would be used on the building and some stone is shown on the front facade near the main entrance.

Sam's Club has submitted two previous applications to allow a fuel center in the northern portion of the lot and both were denied. The 2002 plan showed eight pumps (16 fueling locations), a 7,478 square foot canopy, and an 96 square foot service building. The 2008 plan showed 6 pumps (12 fueling locations), an approximate 3,450 square foot canopy, and 224 square foot customer service building.

The topographical map shows the topography falls from about 910 feet above sea level at the Thoroughbred Boulevard/Spiral Drive intersection to 890 above sea level at the back of the building. The zoning of the property is Commercial Two/Planned Development/Concept Development/Houston-Donaldson Study Overlay (C-2/PD/CD/HDO). Mr. Morgan reviewed pictures of the site and adjoining properties.

The 2035 Future Land Use Map shows the site is forecasted for Commercial (C) and Industrial (I) uses. The Sam's Club building is in the commercial area and the proposed fuel center is located in the industrial area. Mr. Morgan indicated that all the passages from the Comprehensive Plan and Houston-Donaldson Study found in the Staff Report are pertinent but that he was only going to hit a couple highlights. On page 5, the Future Land Use Element text contains a passage stating that "any commercial development in the Houston road area should be consistent with the recommendations of the Houston-Donaldson Study". Page 7 includes recommendations for Subarea 4 of the Houston-Donaldson Study. One recommendation is that "future development

and/or redevelopment in subarea four should be of commercial or office type land uses and not of light industrial or residential uses, except for the light industrial area on Spiral Drive”. Another recommendation is “that redevelopment in subarea four aesthetically fit in with the existing land uses.”

Mr. Morgan reviewed the Staff comments that start on page 9 of the Staff Report.

1. The Planning Commission and City of Florence need to determine if the proposed fuel center should be permitted at the subject location. The Boone County Comprehensive Plan's 2035 Future Land Use Map identifies the site for industrial uses. The Houston-Donaldson Study recommends that future development and/or redevelopment in Subarea Four should be commercial or office type land uses and not light industrial or residential uses, except for the light industrial area on Spiral Drive.

Staff would like to note that fuel sale facilities are prevalent throughout the community, including two that are located in the Houston-Donaldson Study limits. A Speedway gas station is located at the KY 18/Merchants Street intersection and a Marathon station is located at the Donaldson Highway/Cherry Tree Lane intersection. Both of these sites are located in close proximity to I-71/75 Interchanges and have a “highway commercial” character.

2. Staff recommends that the following Planned Development criteria should be looked at in more detail:

Mixed Use Development and Pedestrian Orientation - The submitted plans show that sidewalks are being proposed along Thoroughbred Boulevard and Spiral Drive to complete the perimeter sidewalk network around the site. Staff would like the applicant to address the following:

- A. Can a sidewalk connection be provided between Thoroughbred Boulevard and the main building entrance? Staff would like to note the sidewalk connection may not be feasible because of the grades and handicapped accessibility requirements.
- B. Can site furniture (decorative benches, trash can, etc.) be added by the main building entrance per the Houston-Donaldson Study design requirements?

Compatibility of Uses - The Planning Commission and City of Florence need to determine if the proposed fuel center is compatible with Turfway Business Park and adjoining properties. Staff would like to note that the fuel center will not be visible from Houston Road and that additional landscaping is being proposed to buffer the use from Thoroughbred Boulevard and Spiral Drive.

Preservation of Existing Site Features - The submitted grading plan shows that minimal grading is proposed and the existing berms in the Thoroughbred Boulevard right-of-way will be retained. The plan also shows the fuel center will have a ground elevation that is

roughly 896' above sea level and will sit substantially lower than adjoining portions of Thoroughbred Boulevard and Spiral Drive.

Landscaping - The submitted landscaping plan shows that substantial deciduous and evergreen plantings are being proposed to buffer the proposed fuel center from Thoroughbred Boulevard, Spiral Drive, and the Sam's parking lot. Staff would like the applicant to address the following:

- A. Has permission been granted from Kentucky Transportation Cabinet to allow landscaping in the Thoroughbred Boulevard right-of-way?
- B. Has the adjoining property granted permission allowing landscaping to be removed or installed on their property?
- C. Can the landscape planting scheme be extended to the Sam's Club entrance on Thoroughbred Boulevard?

Architecture - The submitted elevations show the fuel center and Sam's Club building will complement one another. The fuel center columns/canopy and customer service building will be constructed with split faced CMU (painted gray), stone, and gray standing seam metal roofing. The existing Sam's Club building will be improved with a warm gray color scheme (3 different shades) and stone on the front facade. Staff would like the applicant to address the following:

- A. Can stone be added to columns on the front facade of the Sam's Club building?
- B. Are any rooftop mechanicals proposed on the fuel canopy or customer service building?

Signage - The submitted fuel center elevations show that "Sam's Club" signage and LED fuel price displays are proposed on three faces of the fuel canopy. These signs can be analyzed now or through a Design Review application at a later date.

- 3. Staff would like the applicant to verify that an access easement exists which gives them the legal right to use the shared driveway on the adjoining property.
- 4. The applicant submitted a Traffic Impact Study with the request and the entire document is part of the record (**see Exhibit 1**). The executive summary section of the Traffic Impact Study has been attached to the Staff Report.
- 5. Staff sent out an agency memo for the proposed project and received comments back from Florence Fire Department and Florence Public Services. These comments are attached to Staff Report. Another email, from Joshua Hunt, was received today and it is part of the record (**see Exhibit 2**).

At this time, Chairman Rolfsen asked if the applicant was present and wanted to proceed with their presentation? Mr. Brian Dunham stated that he was an attorney with Frost Brown Todd in Florence, Kentucky. He is joined by Kevin Thompson, with Sam's Club Public Affairs, Keith Moore, with Carlson Consulting Engineers, Doug Beasley, the project architect, Dan Gross, with Sam's Club Fuel Operations, Robert Wright, Sam's Club Manager, and Richard Phillips, the traffic engineer.

Mr. Kevin Thompson said he was the Director of Public Affairs and Government Relations for Wal-Mart and works out of Indianapolis, Indiana. Sam's Club has been in Florence for 30 years and in the last 11 years (since the last request was denied) shopping patterns have changed a lot. They have new competition and they need fuel to stay competitive. Their customers pay to shop with them and they will shop somewhere else if they do not offer the same array of services. They believe they have put together a good plan after working with Staff and the City of Florence.

Mr. Dunham said he would start by addressing the 2035 Future Land Use Map. The text found in the Comprehensive Plan states the future land use boundaries are approximate and subject to refinement and interpretation by the Planning Commission and county legislative bodies. This would allow the Planning Commission and City to refine the boundaries and permit the commercial use. He also wanted to highlight the 2008 request came out the Planning Commission's Zone Change Committee with a recommendation for approval by a 5-0 vote. He reviewed the overall Sam's Club and adjoining area and noted the areas that were zoned commercial. The driveway, landscaping, and elevation change should create a natural divider between the commercial and industrial area. In addition, Beckfield College isn't your typical light industrial user. They are an educational use and they would be present tonight if they had any concerns about the proposed use.

The Houston-Donaldson Study contains some inconsistent passages in term of the Sam's Club site in terms of it being commercial or industrial. The existing conditions chapter states that the commercial in the Turfway Business Park is anchored by Sam's Club. "Although there is some redevelopment opportunity, there is very little new development opportunity in the Subarea. At this time, there is only vacant parcel in the Subarea, located at the northeast corner of Ted Bushelman Boulevard and Houston Road." This passage doesn't address Sam's Club's vacant lot. The other thing he would like to highlight is the Study goes so far as to say that the current zoning map helps to implement the Study's recommendations. "The zoning on the northern side of Houston Road turns to a C-2 underlying zone (C-2/PD/CD). Finally, the northern third of the Subarea is zoned industrial (I-1/PD/CD). The current zoning implements the Study's recommendations. Therefore, no changes are recommended for Subarea 4." They believe that commercial uses are a natural extension and that industrial uses are not feasible on the site. The site is zoned commercial, immediately adjacent to commercial, and isn't located on the other side of Spiral Drive. Most of the Subarea is commercially zoned. Industrial users are looking for large rectangular pieces of land. He can't imagine that an industrial user would want to try to squeeze in on this lot. They would have the choice of facing the Sam's Club or being hidden behind the grade change that exists on Thoroughbred Boulevard. An industrial user is not going to want to go through the Sam's Club parking lot to access the site. They have also improved the fuel canopy elevations since they first met with Planning Commission and City Staff. The original plans had a bold blue canopy and plain columns. They have redesigned it to better fit into the area. The proposed design isn't something

that Sam's typically does but is willing to do it because of the overlay zone. They have added stone veneer to the service building and canopy columns. They would like to submit their PowerPoint as an exhibit because it contains a few plan changes from the Staff presentation (**see Exhibit 3**). They have eliminated all signage on the right elevation of the fuel canopy and reduced the number of LED pricers and Sam's Club signs from 3 to 2. The other change they have made is adding more stone to the columns on the front facade of the Sam's Club building. For these reasons, they believe the fuel station and store will be compatible with the area.

There are several things that make this site unique. They include: (1) It sits to the side and behind Sam's Club and next to an automotive service entrance; (2) It's completely screened from Houston Road; (3) It has very limited visibility from Thoroughbred Blvd. and Spiral Drive because of the grade change; (4) It's physically split by driveways and the next door neighbor is an educational use versus a traditional light industrial use; and (5) There will be no convenience store. All customers will be Sam's Club members and hours of operation, signage, and traffic will be minimal. They are not asking for the fuel center to front on Houston Road because that would change the whole feel of the corridor. They believe they have the perfect site to minimize impacts.

The other thing he wants to highlight is that approving the application would satisfy a major goal of the Houston-Donaldson Study. Goal A is to maintain the successful business climate of the Subarea and one of the objectives is to continue to support the commercial and office uses and zoning classifications..." As Mr. Thompson indicated retail has changed and the lack of a fuel component is a significant negative financial detriment for Sam's. Their competitors have constructed fuel centers in Florence the last several years. They also believe the success of the Sam's Club is important for the Houston-Donaldson Study area. The store is an anchor tenant and is located at the corner of Houston road and Thoroughbred Boulevard. The application will update the building, tie in a matching fuel center that has minimal impacts, and increase the long term viability of the Sam's Club operation.

Mr. Dunham said he wanted to address the Staff questions found in the Staff Report. The sidewalk connection between the main building entrance and Thoroughbred Boulevard isn't viable because it would require several switchbacks. Site furniture can be added by the main building entrance. They have talked with Kentucky Transportation Cabinet about landscaping in the right-of-way and the initial response was favorable. The only concern is sight lines if they extend the landscaping all the way to the Sam's Club entrance on Thoroughbred Boulevard. They are agreeable to adding additional landscaping if the state is agreeable. The property was developed as part of Turfway Business Park and there were several declarations for common driveways, landscaping, and parking. As a result, they are permitted to make changes to the landscaping on the Beckfield College property. Additional stone has been added to the front facade of the Sam's Club building. Their initial hesitation on adding the stone is shopping carts can damage it and it can become a maintenance issue. There will be no rooftop mechanicals on the gas canopy or maintenance building. An access easement is in place on the Beckfield College driveway.

He received the email from Joshua Hunt this evening and would like to respond to it. With the original application in 2002 they asked for 8 fuel pumps and in 2008 they reduced that number to 6. They are asking for 8 pumps again with this request. The canopy in 2002 was about 7,500 square feet and the canopy with the current request is significantly smaller at 4,900 square feet.

The reason they are asking for 8 pumps again is that it will help vehicle stacking. The current application also has better material finishes than the previous applications because the building and fuel center will complement one another. They are also in a different retail environment as previously mentioned. The Houston-Donaldson Study has also been updated and they are complying with one of the major goals.

Mr. Lunnemann asked why the need LED pricers on the gas canopy when it is a members only club? Mr. Dunham responded that the members want to know the price of fuel and it's an easy way to do it. Mr. Lunnemann responded the other member warehouse competitor was not permitted LED pricers on their fuel canopy. He believes the LED pricers make the facility more conspicuous. Mr. Dunham responded they can look into other alternatives.

Mr. Dan Gross said he runs all the fuel facilities for Wal-Mart and Sam's Club. They have run into some problems with manually changeable signs. Adding automated signs is a way to make sure they comply with weights and measures standards and avoid fines. Mr. Lunnemann asked why it's necessary to display the prices on the canopy? Mr. Gross said that fuel is an emotional purchase because 80% of people buy it based on the price. They can look at manual signs or eliminating the signs if this is something that's causing concern. Mr. Lunnemann said eliminating the canopy pricers would make things more palatable to him. They could put small A frame signs by the fuel center and main entrance to Sam's.

Chairman Rolfsen asked if the fuel center would be open the same hours as the store? Mr. Gross responded the fuel center would be open from 6 AM - 9 PM and the Sam's Club building would open at 7 AM.

Mr. Hicks asked if the Planning Commission recommended approval on the Meijer's fueling facility and the City of Florence overturned the recommendation? Mr. Costello said Staff can look into that. Mr. Hicks asked if that information could be made part of the record? He feels for Sam's because Kroger and Costco both have fuel centers on Mall Road. He hopes Sam's doesn't have to build a new facility to have a fuel center.

Mr. Gross said that Sam's Club and Costco are unique because you have to pay to shop at these stores.

Mr. Costello asked if they would be agreeable to a condition that requires the sale of fuel be limited to members only and not be open to the general public? Mr. Gross responded that is how Sam's operates and they would be willing to accept that as a condition.

Mr. McMillian asked what fuel they sell? They haven't allowed any new fuel stations in the Houston-Donaldson Study but did allow Wal-Mart to have electric charging. He asked if Sam's would have electric charging stations? Mr. Gross responded they would not have electric charging stations at the fuel center because it takes 20 minutes to charge a vehicle. They can get with their energy team and see if they would be willing to add it elsewhere on site.

Mr. McMillian asked if they will be selling diesel fuel? Mr. Gross responded they would have unleaded, premium, and diesel fuel. They can look at adding electric charging elsewhere if that

is something they want to see. He would have to contact their energy team. Mr. McMillian said he still believes a new fuel station should not be permitted in the Houston-Donaldson Study limits. He believes other applications for fuel centers on Houston Road will come in if they approve this application. He could support electric charging.

Mr. Wilson asked for confirmation that Mr. Hicks wanted the Meijer's record to be part of this record? Mr. Hicks said he would like to see any Findings for Approval if they exist. If so, he would like to see them made part of the record **(see Exhibit 4)**.

Mr. Shipe said he knows the City of Florence has some concerns about electronic signs. He asked if the electronic signs could be turned off when the fuel center closes? Mr. Gross said they could look into that. He would image they could install timers and turn them off.

Mrs. Heilman said she would also like the record to include the City Council meeting minutes for the Meijer's application **(see Exhibit 5)**. She also asked what criteria were being used to evaluate this request? Mr. Morgan replied Articles 3 and 15 of the Zoning Regulations and the Houston-Donaldson Study.

Mr. Costello stated that the building was originally approved as a Price Savers. Price Savers went out of business.

Mr. Morgan said the Staff Report includes the pertinent 2008 Sam's Club Concept Plans, Findings for Denial, and City Council meeting minutes. The report does not include the 2002 Findings or City Council meeting minutes. He asked if the Planning Commission wanted those included in the record? Mr. Rolfsen asked that those items be included in the record **(see Exhibit 6 and 7)**.

Mr. Dunham asked that the Sam's Committee Report for approval from 2008 also be included **(see Exhibit 8)**. This report was read off at the Planning Commission Meeting and then the alternate findings were read off and approved.

At this time, Chairman Rolfsen asked if any Board members had any comments or questions?

**Seeing no further questions or comments, Chairman Rolfsen announced that the Committee Meeting for this item will be on June 19, 2019, 2019 at 5:00 P.M. in the Fiscal Courtroom. This item will be on the Agenda for the Business Meeting on July 3, 2019 at 7:00 P.M. Chairman Rolfsen closed the Public Hearing at 10:29 P.M.**

**APPROVED:**

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**Charlie Rolfsen**  
**Chairman**

**Attest:**

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**Kevin P. Costello, AICP**  
**Executive Director**

- Exhibit 1 - Traffic Impact Study
- Exhibit 2 - 6/5/18 Email from Joshua Hunt
- Exhibit 3 - Applicant's PowerPoint (Includes Revised Concept Plans)
- Exhibit 4 - 11/18/98 Findings of Approval For Meijer's Application & BCPC Meeting Minutes
- Exhibit 5 - 1998 and 2001 City Council Minutes For Meijer's Applications (see 6/12/19 Email from Nancy Zeilman, City Clerk)
- Exhibit 6 - 9/4/02 Committee Report Sam's Club Application
- Exhibit 7 - 10/1/02 and 10/8/02 Florence City Council Minutes for 2002 Sam's Club Application
- Exhibit 8 - Committee Report for Approval for 2008 Sam's Club Application

**COMMISSION MEMBERS PRESENT:**

Mr. Randy Bessler  
Ms. Corrin Gulick  
Mrs. Lori Heilman  
Mr. Mark Hicks  
Mr. Rick Lunnemann  
Mr. Don McMillian  
Mr. Ed Mentz  
Mr. Kim Patton  
Mr. Charlie Rolfsen, Chairman  
Mr. Bob Schwenke  
Mr. Brad Shipe

**COMMISSION MEMBERS NOT PRESENT:**

Mr. Kim Bunger, Secretary/Treasurer  
Mr. Steve Harper  
Mrs. Janet Kegley  
Mr. Steve Turner

**LEGAL COUNSEL PRESENT:**

Mr. Dale T. Wilson

**STAFF MEMBERS PRESENT:**

Kevin P. Costello, AICP, Executive Director  
Mr. Michael D. Schwartz, Planner

Chairman Rolfsen introduced the third item on the Agenda at 10:28 p.m.

**ZONING MAP AMENDMENT FOR SPECIAL SIGN DISTRICT - Michael Schwartz, Staff**

Request of **Immanuel Baptist Church, Pastor Doug Foster (applicant)** for **Immanuel Baptist Church of Florence, KY, Inc. (owner)** for a Zoning Map Amendment for a Special Sign District for a 4.72 acre site located at 7183 Pleasant Valley Road, Boone County, Kentucky. The request is for a Special Sign District in a Rural Suburban Estates (RSE) zone to allow an electronic message center on a freestanding sign.

Staff Member, Michael Schwartz, presented the Staff Report, which included a PowerPoint presentation. The site is located along the southwest side of Pleasant Valley Road. In 1988, a sign permit was issued for a seven (7) foot high, thirty-two (32) square foot monument sign, including a twenty-four (24) square foot manual changeable sign area. The request is for a Zoning Map Amendment for a Special Sign District to allow Immanuel Baptist Church to replace its existing sign with a 8'-1" high, thirty-two (32) square foot freestanding sign, including a twenty-two (22) square foot full color electronic message center. The Comprehensive Plan's 2035 Future Land Use Map designates the site as Public/Institutional (P/I). Other references to the Comprehensive Plan including the approved 2017 Goals and Objectives are outlined in the Staff Report. Mr. Schwartz showed slides of the proposed relocation of Pleasant Valley Road, the proposed right-of-way, and the treatment of existing Pleasant Valley Road, following the completion of the proposed roadway improvement.

At this time, Chairman Rolfsen asked if the applicant was present and wanted to proceed with their application?

Mr. Ray Roberts stated that he was present on behalf of the applicant. He stated that Pastor Foster could not be in attendance as he was conducting services tonight. Mr. Roberts stated that the existing sign will be removed due to the installation of a gas line by Duke Energy. He stated that the new sign will need to be placed further back from the road. Mr. Roberts stated that the church would like the new sign, with the electronic message center, so that it will be more visible from the new alignment of Pleasant Valley Road. He stated that it is the intent of the church to have the sign on a timer so that the illumination of the sign is turned off at night.

Chairman Rolfsen advised Mr. Roberts that the church can submit a letter to the planning commission requesting a maximum \$250 waiver of their application fee.

At this time, Chairman Rolfsen asked if there was anyone in the audience who wanted to speak in favor or against the request? There were none.

**Seeing no further questions or comments, Chairman Rolfsen announced that the Committee Meeting for this item will be on June 19, 2019 at 5:00 P.M. in the Fiscal Courtroom. This item will be on the Agenda for the Business Meeting on July 3, 2019 at 7:00 P.M. Chairman Rolfsen closed the Public Hearing at 10:39 P.M.**

**APPROVED:**

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**Charlie Rolfsen**  
**Chairman**

**Attest:**

\_\_\_\_\_  
**Kevin P. Costello, AICP**  
**Executive Director**