TITLE: Harding Farm-Holiday Inn at FSK Mall Redevelopment

FILE NUMBER: SP-74-01, (AP#15646, APFO#15647, FRO#15648)

REQUEST: Site Development Plan Approval
The Applicant is requesting Site Development Plan and Adequate Public Facilities approval for redevelopment of a hotel containing 205 guest rooms, a restaurant/bar, and a banquet/conference center on a 14.44-acre site.

PROJECT INFORMATION:
ADDRESS/LOCATION: 5400 Holiday Drive, located along Holiday Drive on the west side of the FSK Mall to the east of I-270.
TAX MAP/PARCEL: Tax Map 86 Parcel 217
COMP. PLAN: Mixed Use Development
ZONING: LI-Limited Industrial
PLANNING REGION: Frederick
WATER/SEWER: S1/W1

APPLICANT/REPRESENTATIVES:
APPLICANT: 5400 Holiday Drive, LLC.
OWNER: 5400 Holiday Drive, LLC.
ENGINEER: Fox and Associates, Inc.

STAFF: John Dimitriou, RA, Principal Planner

RECOMMENDATION:
Conditional Approval

ATTACHMENTS:
Exhibit 1 - Site Plan Rendering
Exhibit 2 - Lighting Modification Request
Exhibit 3 - Parking Modification Request
Exhibit 4 - Loading Modification Request
Exhibit 5 - APFO Letter of Understanding (LOU)
STAFF REPORT

ISSUE
Development Request
The Applicant is requesting Site Development Plan and Adequate Public Facilities approval for a hotel containing 205 guest rooms, a restaurant/bar, and a banquet/conference center on a 14.44-acre site (see Exhibit #1). This project will replace an existing 155 room hotel, bar/restaurant and conference center. The proposed use is being reviewed as an "Motel, hotel" land use under the heading of Temporary Housing per §1-19-5.310 Use Table in the Zoning Ordinance and is a principal permitted use in the LI-Limited Industrial Zoning District subject to site development plan approval (PS) (see Figure 2).

BACKGROUND
Existing Site Characteristics
The site is currently zoned LI-Limited Industrial, and is developed with a 155 room hotel and conference center with bar/restaurant and 527 parking spaces. The property to the north of the site is developed with the Francis Scott Key (FSK) Mall, to the east and south are several office buildings within the Frederick Office and Research Park, to the west is I-270.

Figure 1
ANALYSIS
Summary of Development Standards Findings and Conclusions
The primary issues associated with this development proposal are related to the right-of-way requirements for improvements along I-270, and the decision by the Applicant to phase the development of the site.

The State Highway Administration (SHA) is implementing improvements to MD85 at I-270 that will require acquisition of additional right of way along the site’s shared border with I-270. This plan is proceeding through the review process prior to the finalized acquisition of the Applicant’s land by the SHA. The Applicant has decided to submit a layout where several parking bays and an existing sign post are in compliance with requirements relative to the existing property boundary of the site, but would be non-compliant if the SHA land acquisition occurs. As such, Staff has asked the Applicant to provide a note on the site plan stating that any affected parking and signage must be relocated or removed upon any SHA land acquisition that affects the property boundary and subsequently the required setbacks.
This application as originally submitted contained two principal uses on a single parcel (a hotel/conference center (south hotel) and an extended stay hotel (north hotel)) which would have required review through the Planned Commercial/Industrial process. However, upon review of the required road improvements resulting from APFO testing, the Applicant decided to postpone the approval of the second principal use (the north hotel) and remove it from the application. This decision resulted in: 1) the removal of the Planned Industrial/Commercial status of the application; and 2) a site plan with improvements proposed based upon anticipated future uses, as requested by the Applicant.

The current site development plan is proposing a total amount of parking that exceeds the requirement for just the south hotel. However, upon future approval of the north hotel, it is anticipated the current site development plan will generally meet future requirements. The Applicant has requested review and consideration of approval for the on-site improvements as proposed based on grading, demolition and parking availability concerns during construction.

**Detailed Analysis of Findings and Conclusions**

Site Development Plan Approval shall be granted based upon the criteria found in §1-19-3.300.4 Site Plan Review Approval Criteria of the Frederick County Zoning Ordinance.

**Site Development §1-19-3.300.4 (A):** Existing and anticipated surrounding land uses have been adequately considered in the design of the development and negative impacts have been minimized through such means as building placement or scale, landscaping, or screening, and an evaluation of lighting. Anticipated surrounding uses shall be determined based upon existing zoning and land use designations.

**Findings/Conclusions**

1. **Dimensional Requirements/Bulk Standards §1-19-6.100:** There are no dimensional requirements specified in the Design Requirements Table for a hotel use in the LI zone. The Zoning Administrator has determined that the dimensional requirements described for a hotel use in the MX-Mixed Use zone are appropriate for the site because the resulting development will create a collection of uses in the vicinity that fits a mixed use profile related to functional affinity between different types of use. For example, there is a mutually supportive functional relationship between the hotel, the entertainment uses of the surrounding bars and restaurants, and the specialty retail uses of the FSK Mall. In addition, the underlying comprehensive plan land use designation of the site is Mixed Use, which indicates that the Mixed Use zoning district has been contemplated for placement in this area in the future. Development of this site based on the MX dimensional standards would result in a conforming structure placement under the new zoning district if that concept were to move forward.

The dimensional requirements specified for a hotel use in the MX-Mixed Use zone, and that apply to this application, are shown in the following table:

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The proposed plan complies with the required setback and height dimensions. The building placement on the Site is as follows:

| Front Yard | 70’ at I-270 frontage, +/-347’ at Holliday Drive frontage |
| Side Yard | +/-168’ at eastern boundary, +/-68’ at southern boundary, +/-330’ at western boundary |

The proposed building height is 60’ to the extent of occupied space, with the parapet/penthouse extending to 72’. The parapet/penthouse is excluded from consideration of the overall permitted height, as allowed by the Zoning Ordinance (section 1-19-6.160 (A)).

The site has two road frontages, one along Holiday Drive and the other along I-270. The State Highway Administration is implementing improvements to MD85 at I-270 to upgrade MD85 to a multi-lane divided highway from south of English Muffin Way to north of Grove Road. In conjunction with these improvements, SHA is in the process of acquiring additional right of way along the I-270 site frontage.

Two right of way lines have been identified on the plan relative to land acquisition tied to the MD85 improvements and are indicated below in Figure 3. The first (in blue) is an “ultimate right of way” identified in the I-270/US15 Multi-Modal Corridor Study, speculatively planned to accommodate an Express Toll Lane leading to I-70. This is based on preliminary planning and subject to change, and there is no related funding or detailed design for this project.

A second line is shown on the plan related to the acquisition of land by SHA that is funded in the Maryland Consolidated Transportation Program (CTP). This right of way is related to the improvements currently underway at MD85 and serves the purpose of providing space for an extended exit lane from I-270 to MD 85. This is shown below in Figure 3 with the red line.

Principal buildings in the proposed plan are located outside of the required 20’ front setback, whether measured from the existing property line, the “pending” property line (in red) that would occur upon acquisition of right of way by the SHA, or the more futuristic ultimate right of way line (in blue).

The Zoning Ordinance requires that parking areas and loading spaces may not be closer to the right-of-way line than one-half the normally required setback for principal structures (section 1-19-6.200). As measured from the existing property line, the proposed parking complies with this requirement.

However, two bays of parking located along the I-270 frontage would be affected by this requirement should the right of way line change as a result of SHA acquisition. If the parking setback is evaluated relative to the pending right of way line, several spaces (10 to 18 spaces depending on final location of property line) would not comply with the parking setback requirement.

Similarly, an existing pole mounted sign is located along the I-270 boundary that must also comply with a setback equal to half the principal structure setback. This sign is currently located according to requirements. However, upon acquisition of property by SHA, the sign will no longer comply and will need to be relocated.

Staff has made the Applicant aware of these two issues relative to future SHA right-of-way acquisition. However, at this time the acquisition has not been completed. In order to ensure compliance with the setback requirement for the parking and signage, a note has been added to the plan that enables the removal or relocation of the affected signage and spaces upon the future relocation of the right of way along I-270 through a staff level plan review process.
2. Signage §1-19-6.300:
The original intent of this application was to attain approval for two principal uses on a single parcel composed of the Holiday Inn hotel (south hotel) and a second extended stay hotel (north hotel). Therefore, this application was initially submitted under the LI-Limited Industrial zone as a Planned Commercial/Industrial Development project, which permits two principal uses on a single parcel if certain criteria outlined in the Zoning Ordinance are met. Under the Planned Commercial/Industrial process, the total permitted signage for the site would be 443.6 square feet.

However, during the review process, the application was modified according to the Applicant’s decision to postpone the approval of the second principal use; the north hotel. Therefore the north hotel was removed from consideration relative to the current approval. This decision resulted in the removal of the Planned Commercial/Industrial status of the application, which has impacted the total allowed signage for the project.

The current total permitted signage for the project is 227.6 square feet on-site and 112 square feet off-site (within billboards located at the main entrances to the FSK Mall). The Applicant is proposing 329.4 square feet of on-site signage for the south hotel, which was in compliance with the
requirements under the Planned Commercial/Industrial process. However, after removal of the plan from this process, the Applicant will need to modify the signage proposal to comply with the existing permitted signage allocations.

If an application is submitted in the future for the second principal use under the Planned Commercial/Industrial process, then the allocation of signage may be recalculated relative to the appropriate standard.

3. **Landscaping §1-19-6.400:**
The Applicant has provided a landscaping plan on sheet 5 of the application drawing set. The landscaping plan proposes a mix of evergreen and deciduous tree species in a quantity and configuration that complies with the requirements of the Zoning Ordinance. Street trees are provided along I-270 and Holiday Drive that, along with existing trees, meet quantity and configuration requirements. However, proposed street trees are located outside of the property boundary and must be relocated to be within the Site. Parking areas are screened from roadways, and internal parking area landscaping meets requirements. Tree canopy coverage of parking areas is provided at a rate of 22%.

4. **Lighting §1-19-6.500:**
The Applicant has proposed a lighting plan, which is shown on sheet SL-1 of the application drawing set. The Applicant is requesting a modification (see Exhibit #2) from the requirement to limit light levels to 0.5 foot candles at the property line at two points along the northern boundary of the site as it intersects an existing entrance drive. The increased light levels are due to the use of existing light poles and the need for increased lighting an area of higher traffic volume. The remaining light levels on site adhere to the requirement listed within §1-19-6.500 of the Zoning Ordinance. Staff has no objection to granting this modification request for lighting.

**Conditions**

1. Lighting Modification §1-19-6.500(D): Planning Commission approval of a modification from the requirement to limit light spillage to 0.5 foot candles along the northern boundary of the site as it intersects an existing entrance drive as depicted on the Holiday Inn site development plan.

2. Prior to final signature approval, the Applicant shall modify the signage proposal to comply with the proposed development of the South Hotel as depicted on the Holiday Inn Site Development Plan. Signage allocations shall comply with the current South Hotel development plan and shall not exceed existing permitted signage allocations.

3. Prior to final signature approval, the Applicant shall work with Staff to relocate required street trees to locations within the property boundary of the Site.
Transportation and Parking §1-19-3.300.4 (B): The transportation system and parking areas are adequate to serve the proposed use in addition to existing uses by providing safe and efficient circulation, and design consideration that maximizes connections with surrounding land uses and accommodates public transit facilities. Evaluation factors include: on-street parking impacts, off-street parking and loading design, access location and design, vehicular, bicycle, and pedestrian circulation and safety, and existing or planned transit facilities.

Findings/Conclusions

1. Access/Circulation:
The site is proposed to have three access points: two existing entrances; and one additional proposed entrance. One existing access point currently serves as the principal entrance to the site and is proposed to remain. This is located at the northern corner of the site and provides access to the site via an entrance drive. The second existing access point is at the southern corner of the site and connects a drive aisle on the adjacent site to the internal drive aisles within the project site. This second existing access will also remain. A third access point is proposed at the eastern corner of the site and will connect to Holiday Drive.

2. Connectivity §1-19-6.220 (F):
The proposed plan supports the connectivity of the site to the surroundings. Aside from an existing entrance along Holiday Drive, there are two additional access points to the site, one existing and one proposed. The second existing access point at the southern corner of the site is not a primary entrance but rather serves to provide interconnectivity between adjoining properties.

A transitway corridor that was identified in the I-270/US15 Multi-Modal Corridor Study (MMCS) is located near the site. This transitway project is conceptual and based on preliminary planning. There is no related funding or specific design proposed for this project foreseeable in the near or far term. Accordingly, a specific alignment for the transitway has not been identified. A nebulous alignment was shown in the MMCS that hypothesizes a route along the existing access drive of the site. An alternative alignment proposed by Frederick County has also been identified to provide a more direct route to the existing MARC station and would align with existing rights-of-way. This County alignment is proposed through the eastern portion of the Applicant’s property.

As mentioned, this transitway project is far from realization. However, in order to prevent the limitation of alignment options should this project ever come to fruition, the Applicant has agreed to label a 70’ wide swath of the property as a transitway “reservation”, and has designed the site such that no permanent buildings are located within this reservation area.

3. Public Transit:
There is an existing Frederick County Transit bus stop within the Holiday Inn site for connector routes #10 and #20. Transit has expressed the preference to discharge passengers along Holiday Drive instead of entering the site. They identified a location for a future shelter pad on Holiday Drive that the Applicant has agreed to provide according to Transit’s specifications. The Applicant has worked with Frederick County Staff to accommodate Transit’s request to relocate the bus stop to Holiday Drive.

a. Parking:
The original intent of this application was to attain approval for two principal uses on a single parcel as a Planned Commercial/Industrial Development composed of a hotel/conference center (south hotel) and a second extended stay hotel (north hotel). The total required parking for the application under this Planned Commercial/Industrial scenario would be 721 spaces.
The site was planned to provide the exact number of required spaces. However, during the review process, the application was modified according to the Applicant’s decision to postpone the approval of the second principal use; the north hotel. Therefore, the north hotel was removed from consideration in the application.

This has resulted in a total parking requirement for the application of 483 spaces for only the currently proposed south hotel and conference center. However, the Applicant is proposing to complete the development of the majority of the site improvements according to the anticipated future build out, but with the exclusion of an area immediately surrounding the footprint of the phase 2 north hotel. As a result, the majority of the parking that would be required if both uses were under review will be provided during the initial site development. Specifically, 686 spaces are proposed during the initial development of the site. Should the second hotel in phase 2 move forward with development in the future, and additional 35 parking spaces will be provided abutting the drive aisle surrounding the building, totaling 721 spaces.

The current scenario requires the approval of a modification request for parking provided (686 spaces) in excess of the requirement (483 spaces). This request is provided as Exhibit #3.

b. Loading:
The loading space calculations in the Zoning Ordinance are based on building square footage and therefore result in a requirement of either 12 large loading spaces or 2 small spaces plus 11 large loading spaces. This far exceeds the number of spaces the Applicant has determined meets the operational requirements of the hotel/conference center. Therefore, the Applicant is requesting a modification to the requirement for loading spaces, attached as Exhibit #4, to allow for 2 large loading spaces and 4 small loading spaces based on the characteristics of the proposed land use operation.

5. Bicycle Parking §1-19-6.220 (H):
Under a full build-out scenario, the Applicant would be required to provide 10 bike racks. This requirement also applies to the current proposed plan as submitted, where 686 parking spaces are provided. Seven racks are proposed in conjunction with the south hotel and conference center, with 3 racks near the main western entrance and 4 racks in the central green area on the eastern side of the hotel. An additional 3 bike racks are proposed to be provided in conjunction with the north hotel in phase 2.

However, as noted above, 686 parking spaces are currently proposed. This number of parking spaces results in 10 required bike racks that must be provided during phase 1 of the project.

6. Pedestrian Circulation and Safety §1-19-6.220 (G):
The Applicant has provided an ADA accessible paved walkway from the proposed eastern entrance into the site. Under a full build-out scenario, sidewalks would be provided linking the internal uses of the site. However, without the construction of the phase 2 south hotel, no ADA accessible dedicated walkway would be provided that leads to the hotel/conference center from Holiday Drive. The walkway is necessary to provide a safe pedestrian route from the Holiday Drive entrance to the South hotel/conference center.
Conditions

1. Parking Modification §1-19-6.220 (A)(1): Planning Commission approval of a modification in order to provide a total of 686 parking spaces where 483 are required for the proposed south hotel/conference center.

2. Loading Modification §1-19-6.210 (D): Planning Commission approval of a modification to the requirement for loading spaces to allow for 2 large loading spaces and 4 small loading spaces where either 12 large loading spaces or 2 small spaces plus 11 large loading spaces are required.

3. Provide a continuous ADA accessible walkway connection from the proposed walkway located at the proposed eastern entrance to the Site from Holiday Drive to the proposed hotel/conference center (south hotel).

4. Prior to final signature approval the Applicant shall update the site development plan to provide 3 additional bike racks for the South hotel conference center. The proposed bike racks shall conform to the Frederick County Bicycle Design Guide.

Public Utilities §1-19-3.300.4 (C): Where the proposed development will be served by publicly owned community water and sewer, the facilities shall be adequate to serve the proposed development. Where proposed development will be served by facilities other than publicly owned community water and sewer, the facilities shall meet the requirements of and receive approval from the Maryland Department of the Environment/the Frederick County Health Department.

Findings/Conclusions

1. Public Water and Sewer §[1-19-enter]: The site is served by public water and sewer and is classified S-1/W-1. Public water will be supplied to the site from the New Design Road Water Treatment Plant and sewage will be treated at the Ballenger McKinney Wastewater Treatment Plant. The Division of Utilities and Solid Waste has reviewed and approved the proposed plan.

Natural features §1-19-3.300.4 (D): Natural features of the site have been evaluated and to the greatest extent practical maintained in a natural state and incorporated into the design of the development. Evaluation factors include topography, vegetation, sensitive resources, and natural hazards.

Findings/Conclusions

1. Topography §[1-19-enter]: The majority of the site is level throughout the central portion, with downward slopes around the northern and eastern perimeter of approximately 10’ of elevation difference.

2. Vegetation §[1-19-enter]: The site is previously developed and contains little natural vegetation.

3. Sensitive Resources §[1-19-enter]: The site does not contain wetlands, FEMA floodplain, flooding or wet soils.
4. Natural Hazards §[1-19-enter] : 
There are no natural hazards located on this site.

Common Areas §1-19-3.300.4 (E): If the plan of development includes common areas and/or facilities, the Planning Commission as a condition of approval may review the ownership, use, and maintenance of such lands or property to ensure the preservation of such areas, property, and facilities for their intended purposes.

Findings/Conclusions

1. Proposed Common Area: There are no common areas proposed to be collectively owned by multiple property owners. One central open space area is planned to serve the operations of the conference center and to provide exterior passive recreational space for users of the site.

Other Applicable Regulations

Moderately Priced Dwelling Units – Chapter 1-6A: 
The proposed use is non-residential; therefore, MPDUs are not required.

Stormwater Management – Chapter 1-15.2:
A stormwater concept/development plan for the redevelopment project has been submitted, reviewed and conditionally approved, see AP#15482.

APFO – Chapter 1-20:

1. Schools.
No residential development is proposed; therefore schools will not be directly impacted by this project.

2. Water/Sewer.
While the public sewer and water facilities are currently adequate to serve the project, the Applicant recognizes that capacity is not guaranteed until purchased. APFO approval for sewer and water does not guarantee building permits will be issued. Building permit issuance is subject to compliance with the Annotated Code of Maryland, Environment Article Section 9-512, et. seq and all applicable County regulations.

3. Roads.
This plan would generate less than 50 peak hour trips, therefore no APFO testing is necessary and only contributions to existing escrow accounts are required. A Letter of Understanding is attached (Exhibit #5) that sets forth the Applicant’s obligations associated with the construction as depicted on the site plan. Any future modification to the site plan which would have the effect of increasing the projected trip generation will be subject to new analysis under APFO.

In full satisfaction of APFO requirements per §1-20-31 and §1-20-12(H), the Applicant is required to pay pro rata contributions into County-held escrow accounts. Prior to this issuance of a building permit, the Applicant agrees to pay $53,219 to the escrow accounts listed below (see LOU for additional information):
No. 4292: Pedestrian improvements at the intersection of MD 85 at Grove Road.

No. 4025 for MD 85/Spectrum Dr. Intersection: Addition of a third southbound through lane, outside lane being a through/right turn lane.

No. 3976: Additional northbound left turn lane on MD 85 at Guilford Drive.

**Forest Resource – Chapter 1-21:**
The Applicant has submitted a Combined Preliminary/Final FRO plan. The site does not contain forest. The Applicant proposes to mitigate the 0.90 acre planting requirement by planting native trees and shrubs in the bioretention areas. This form of mitigation is permitted per 1-21-44 of the FRO. The legal documents required to execute this mitigation must be provided prior to applying for grading permits or building permits, whichever is applied for first.

**Conditions**
1. The legal documents required to execute the required FRO mitigation must be provided prior to applying for grading permits or building permits, whichever is applied for first.

**Historic Preservation – Chapter 1-23:**
There are no historic resources on this property.

**Summary of Agency Comments**

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RECOMMENDATION

Staff has no objection to conditional approval of the site development plan for the construction of a 205 room hotel, bar/restaurant, and conference center on a 14.4 acre site. If the Planning Commission conditionally approves the site plan, the site plan is valid for a period of three (3) years from the date of Planning Commission approval and will therefore expire on November 18, 2018. The APFO approval is valid for 3 years from the date of Planning Commission approval and will therefore expire on November 18, 2018.

Based upon the findings and conclusions as presented in the staff report the application meets or will meet all applicable zoning, APFO, and FRO requirements once all conditions are met and modifications are granted:

1. Lighting Modification §1-19-6.500(D): Planning Commission approval of a modification from the requirement to limit light spillage to 0.5 foot candles along the northern boundary of the site as it intersects an existing entrance drive as depicted on the Holiday Inn site development plan.

2. Prior to final signature approval, the Applicant shall work with Staff to relocate required street trees to locations within the property boundary of the Site.

3. Parking Modification §1-19-6.220 (A)(1): Planning Commission approval of a modification in order to provide a total of 686 parking spaces where 483 are required for the proposed south hotel/conference center.

4. Loading Modification §1-19-6.210 (D): Planning Commission approval of a modification to the requirement for loading spaces to allow for 2 large loading spaces and 4 small loading spaces where either 12 large loading spaces or 2 small spaces plus 11 large loading spaces are required.

5. The legal documents required to execute the required FRO mitigation must be provided prior to applying for grading permits or building permits, whichever is applied for first.

6. Provide a continuous ADA accessible walkway connection from the proposed walkway located at the proposed eastern entrance to the Site from Holiday Drive to the proposed hotel/conference center (south hotel).

7. Prior to final signature approval the Applicant shall update the site development plan to provide 3 additional bike racks for the South hotel conference center. The proposed bike racks shall conform to the Frederick County Bicycle Design Guide.

8. Prior to final signature approval, the Applicant shall modify the signage proposal to comply with the proposed development of the South Hotel as depicted on the Holiday Inn Site Development Plan. Signage allocations shall comply with the current South Hotel development plan and shall not exceed existing permitted signage allocations.

9. Applicant shall work with Staff to relocate required street trees within the property boundary of the Site.

10. Complete the requirements of the Holiday Inn APFO LOU.
11. The Phase 2 future north hotel as depicted on the Holiday Inn site development plan is shown for conceptual purposes only and shall require a separate Type I Planned Commercial/Industrial approval and APFO review.

12. Address agency comments as the plan proceeds through completion prior to final signature approval.
I move that the Planning Commission APPROVE Site Development Plan SP-74-01 with conditions as listed in the staff report including APFO approval and approval of requested modifications for the proposed Holiday Inn south hotel and conference center, based on the findings and conclusions of the staff report and the testimony, exhibits, and documentary evidence produced at the public meeting.
STAFF REPORT

ISSUE
Development Request
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ANALYSIS
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The primary issues associated with this development proposal are related to the right-of-way requirements for improvements along I-270, and the decision by the Applicant to phase the development of the site.

The State Highway Administration (SHA) is implementing improvements to MD85 at I-270 that will require acquisition of additional right of way along the site’s shared border with I-270. This plan is proceeding through the review process prior to the finalized acquisition of the Applicant’s land by the SHA. The Applicant has decided to submit a layout where several parking bays and an existing sign post are in compliance with requirements relative to the existing property boundary of the site, but would be non-compliant if the SHA land acquisition occurs. As such, Staff has asked the Applicant to provide a note on the site plan stating that any affected parking and signage must be relocated or removed upon any SHA land acquisition that affects the property boundary and subsequently the required setbacks.
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**Detailed Analysis of Findings and Conclusions**

Site Development Plan Approval shall be granted based upon the criteria found in §1-19-3.300.4 Site Plan Review Approval Criteria of the Frederick County Zoning Ordinance.

**Site Development §1-19-3.300.4 (A):** Existing and anticipated surrounding land uses have been adequately considered in the design of the development and negative impacts have been minimized through such means as building placement or scale, landscaping, or screening, and an evaluation of lighting. Anticipated surrounding uses shall be determined based upon existing zoning and land use designations.

**Findings/Conclusions**

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The proposed plan complies with the required setback and height dimensions. The building placement on the Site is as follows:

- **Front Yard**: 70’ at I-270 frontage, +/-347’ at Holliday Drive frontage
- **Side Yard**: +/-168’ at eastern boundary, +/-68’ at southern boundary, +/-330’ at western boundary

The proposed building height is 60’ to the extent of occupied space, with the parapet/penthouse extending to 72’. The parapet/penthouse is excluded from consideration of the overall permitted height, as allowed by the Zoning Ordinance (section 1-19-6.160 (A)).

The site has two road frontages, one along Holiday Drive and the other along I-270. The State Highway Administration is implementing improvements to MD85 at I-270 to upgrade MD85 to a multi-lane divided highway from south of English Muffin Way to north of Grove Road. In conjunction with these improvements, SHA is in the process of acquiring additional right of way along the I-270 site frontage.

Two right of way lines have been identified on the plan relative to land acquisition tied to the MD85 improvements and are indicated below in Figure 3. The first (in blue) is an “ultimate right of way” identified in the I-270/US15 Multi-Modal Corridor Study, speculatively planned to accommodate an Express Toll Lane leading to I-70. This is based on preliminary planning and subject to change, and there is no related funding or detailed design for this project.

A second line is shown on the plan related to the acquisition of land by SHA that is funded in the Maryland Consolidated Transportation Program (CTP). This right of way is related to the improvements currently underway at MD85 and serves the purpose of providing space for an extended exit lane from I-270 to MD 85. This is shown below in Figure 3 with the red line.

Principal buildings in the proposed plan are located outside of the required 20’ front setback, whether measured from the existing property line, the “pending” property line (in red) that would occur upon acquisition of right of way by the SHA, or the more futuristic ultimate right of way line (in blue).

The Zoning Ordinance requires that parking areas and loading spaces may not be closer to the right-of-way line than one-half the normally required setback for principal structures (section 1-19-6.200). As measured from the existing property line, the proposed parking complies with this requirement.

However, two bays of parking located along the I-270 frontage would be affected by this requirement should the right of way line change as a result of SHA acquisition. If the parking setback is evaluated relative to the pending right of way line, several spaces (10 to 18 spaces depending on final location of property line) would not comply with the parking setback requirement.

Similarly, an existing pole mounted sign is located along the I-270 boundary that must also comply with a setback equal to half the principal structure setback. This sign is currently located according to requirements. However, upon acquisition of property by SHA, the sign will no longer comply and will need to be relocated.

Staff has made the Applicant aware of these two issues relative to future SHA right-of-way acquisition. However, at this time the acquisition has not been completed. In order to ensure compliance with the setback requirement for the parking and signage, a note has been added to the plan that enables the removal or relocation of the affected signage and spaces upon the future relocation of the right of way along I-270 through a staff level plan review process.
2. Signage §1-19-6.300:

The original intent of this application was to attain approval for two principal uses on a single parcel composed of the Holiday Inn hotel (south hotel) and a second extended stay hotel (north hotel). Therefore, this application was initially submitted under the LI-Limited Industrial zone as a Planned Commercial/Industrial Development project, which permits two principal uses on a single parcel if certain criteria outlined in the Zoning Ordinance are met. Under the Planned Commercial/Industrial process, the total permitted signage for the site would be 443.6 square feet.

However, during the review process, the application was modified according to the Applicant's decision to postpone the approval of the second principal use; the north hotel. Therefore the north hotel was removed from consideration relative to the current approval. This decision resulted in the removal of the Planned Commercial/Industrial status of the application, which has impacted the total allowed signage for the project.

The current total permitted signage for the project is 227.6 square feet on-site and 112 square feet off-site (within billboards located at the main entrances to the FSK Mall). The Applicant is proposing 329.4 square feet of on-site signage for the south hotel, which was in compliance with the
requirements under the Planned Commercial/Industrial process. However, after removal of the plan from this process, the Applicant will need to modify the signage proposal to comply with the existing permitted signage allocations.

If an application is submitted in the future for the second principal use under the Planned Commercial/Industrial process, then the allocation of signage may be recalculated relative to the appropriate standard.

3. Landscaping §1-19-6.400:
The Applicant has provided a landscaping plan on sheet 5 of the application drawing set. The landscaping plan proposes a mix of evergreen and deciduous tree species in a quantity and configuration that complies with the requirements of the Zoning Ordinance. Street trees are provided along I-270 and Holiday Drive that, along with existing trees, meet quantity and configuration requirements. However, proposed street trees are located outside of the property boundary and must be relocated to be within the Site. Parking areas are screened from roadways, and internal parking area landscaping meets requirements. Tree canopy coverage of parking areas is provided at a rate of 22%.

4. Lighting §1-19-6.500:
The Applicant has proposed a lighting plan, which is shown on sheet SL-1 of the application drawing set. The Applicant is requesting a modification (see Exhibit #2) from the requirement to limit light levels to 0.5 foot candles at the property line at two points along the northern boundary of the site as it intersects an existing entrance drive. The increased light levels are due to the use of existing light poles and the need for increased lighting an area of higher traffic volume. The remaining light levels on site adhere to the requirement listed within §1-19-6.500 of the Zoning Ordinance. Staff has no objection to granting this modification request for lighting.

Conditions

1. Lighting Modification §1-19-6.500(D): Planning Commission approval of a modification from the requirement to limit light spillage to 0.5 foot candles along the northern boundary of the site as it intersects an existing entrance drive as depicted on the Holiday Inn site development plan.

2. Prior to final signature approval, the Applicant shall modify the signage proposal to comply with the proposed development of the South Hotel as depicted on the Holiday Inn Site Development Plan. Signage allocations shall comply with the current South Hotel development plan and shall not exceed existing permitted signage allocations.

3. Prior to final signature approval, the Applicant shall work with Staff to relocate required street trees to locations within the property boundary of the Site.
Transportation and Parking §1-19-3.300.4 (B): The transportation system and parking areas are adequate to serve the proposed use in addition to existing uses by providing safe and efficient circulation, and design consideration that maximizes connections with surrounding land uses and accommodates public transit facilities. Evaluation factors include: on-street parking impacts, off-street parking and loading design, access location and design, vehicular, bicycle, and pedestrian circulation and safety, and existing or planned transit facilities.

Findings/Conclusions

1. Access/Circulation:
The site is proposed to have three access points: two existing entrances; and one additional proposed entrance. One existing access point currently serves as the principal entrance to the site and is proposed to remain. This is located at the northern corner of the site and provides access to the site via an entrance drive. The second existing access point is at the southern corner of the site and connects a drive aisle on the adjacent site to the internal drive aisles within the project site. This second existing access will also remain. A third access point is proposed at the eastern corner of the site and will connect to Holiday Drive.

2. Connectivity §1-19-6.220 (F):
The proposed plan supports the connectivity of the site to the surroundings. Aside from an existing entrance along Holiday Drive, there are two additional access points to the site, one existing and one proposed. The second existing access point at the southern corner of the site is not a primary entrance but rather serves to provide interconnectivity between adjoining properties.

A transitway corridor that was identified in the I-270/US15 Multi-Modal Corridor Study (MMCS) is located near the site. This transitway project is conceptual and based on preliminary planning. There is no related funding or specific design proposed for this project foreseeable in the near or far term. Accordingly, a specific alignment for the transitway has not been identified. A nebulous alignment was shown in the MMCS that hypothesizes a route along the existing access drive of the site. An alternative alignment proposed by Frederick County has also been identified to provide a more direct route to the existing MARC station and would align with existing rights-of-way. This County alignment is proposed through the eastern portion of the Applicant’s property.

As mentioned, this transitway project is far from realization. However, in order to prevent the limitation of alignment options should this project ever come to fruition, the Applicant has agreed to label a 70’ wide swath of the property as a transitway “reservation”, and has designed the site such that no permanent buildings are located within this reservation area.

3. Public Transit:
There is an existing Frederick County Transit bus stop within the Holiday Inn site for connector routes #10 and #20. Transit has expressed the preference to discharge passengers along Holiday Drive instead of entering the site. They identified a location for a future shelter pad on Holiday Drive that the Applicant has agreed to provide according to Transit’s specifications. The Applicant has worked with Frederick County Staff to accommodate Transit’s request to relocate the bus stop to Holiday Drive.

a. Parking:
The original intent of this application was to attain approval for two principal uses on a single parcel as a Planned Commercial/Industrial Development composed of a hotel/conference center (south hotel) and a second extended stay hotel (north hotel). The total required parking for the application under this Planned Commercial/Industrial scenario would be 721 spaces.
The site was planned to provide the exact number of required spaces. However, during the review process, the application was modified according to the Applicant’s decision to postpone the approval of the second principal use; the north hotel. Therefore, the north hotel was removed from consideration in the application.

This has resulted in a total parking requirement for the application of 483 spaces for only the currently proposed south hotel and conference center. However, the Applicant is proposing to complete the development of the majority of the site improvements according to the anticipated future build out, but with the exclusion of an area immediately surrounding the footprint of the phase 2 north hotel. As a result, the majority of the parking that would be required if both uses were under review will be provided during the initial site development. Specifically, 686 spaces are proposed during the initial development of the site. Should the second hotel in phase 2 move forward with development in the future, and additional 35 parking spaces will be provided abutting the drive aisle surrounding the building, totaling 721 spaces.

The current scenario requires the approval of a modification request for parking provided (686 spaces) in excess of the requirement (483 spaces). This request is provided as Exhibit #3.

b. Loading:
The loading space calculations in the Zoning Ordinance are based on building square footage and therefore result in a requirement of either 12 large loading spaces or 2 small spaces plus 11 large loading spaces. This far exceeds the number of spaces the Applicant has determined meets the operational requirements of the hotel/conference center. Therefore, the Applicant is requesting a modification to the requirement for loading spaces, attached as Exhibit #4, to allow for 2 large loading spaces and 4 small loading spaces based on the characteristics of the proposed land use operation.

5. Bicycle Parking §1-19-6.220 (H):
Under a full build-out scenario, the Applicant would be required to provide 10 bike racks. This requirement also applies to the current proposed plan as submitted, where 686 parking spaces are provided. Seven racks are proposed in conjunction with the south hotel and conference center, with 3 racks near the main western entrance and 4 racks in the central green area on the eastern side of the hotel. An additional 3 bike racks are proposed to be provided in conjunction with the north hotel in phase 2.

However, as noted above, 686 parking spaces are currently proposed. This number of parking spaces results in 10 required bike racks that must be provided during phase 1 of the project.

6. Pedestrian Circulation and Safety §1-19-6.220 (G):
The Applicant has provided an ADA accessible paved walkway from the proposed eastern entrance into the site. Under a full build-out scenario, sidewalks would be provided linking the internal uses of the site. However, without the construction of the phase 2 south hotel, no ADA accessible dedicated walkway would be provided that leads to the hotel/conference center from Holiday Drive. The walkway is necessary to provide a safe pedestrian route from the Holiday Drive entrance to the South hotel/conference center.
Conditions

1. Parking Modification §1-19-6.220 (A)(1): Planning Commission approval of a modification in order to provide a total of 686 parking spaces where 483 are required for the proposed south hotel/conference center.

2. Loading Modification §1-19-6.210 (D): Planning Commission approval of a modification to the requirement for loading spaces to allow for 2 large loading spaces and 4 small loading spaces where either 12 large loading spaces or 2 small spaces plus 11 large loading spaces are required.

3. Provide a continuous ADA accessible walkway connection from the proposed walkway located at the proposed eastern entrance to the Site from Holiday Drive to the proposed hotel/conference center (south hotel).

4. Prior to final signature approval the Applicant shall update the site development plan to provide 3 additional bike racks for the South hotel conference center. The proposed bike racks shall conform to the Frederick County Bicycle Design Guide.

Public Utilities §1-19-3.300.4 (C): Where the proposed development will be served by publicly owned community water and sewer, the facilities shall be adequate to serve the proposed development. Where proposed development will be served by facilities other than publicly owned community water and sewer, the facilities shall meet the requirements of and receive approval from the Maryland Department of the Environment/the Frederick County Health Department.

Findings/Conclusions

1. Public Water and Sewer §[1-19-enter]: The site is served by public water and sewer and is classified S-1/W-1. Public water will be supplied to the site from the New Design Road Water Treatment Plant and sewage will be treated at the Ballenger McKinney Wastewater Treatment Plant. The Division of Utilities and Solid Waste has reviewed and approved the proposed plan.

Natural features §1-19-3.300.4 (D): Natural features of the site have been evaluated and to the greatest extent practical maintained in a natural state and incorporated into the design of the development. Evaluation factors include topography, vegetation, sensitive resources, and natural hazards.

Findings/Conclusions

1. Topography §[1-19-enter]:
   The majority of the site is level throughout the central portion, with downward slopes around the northern and eastern perimeter of approximately 10’ of elevation difference.

2. Vegetation §[1-19-enter]:
   The site is previously developed and contains little natural vegetation.

3. Sensitive Resources §[1-19-enter]:
   The site does not contain wetlands, FEMA floodplain, flooding or wet soils.
4. Natural Hazards §[1-19-enter]:
There are no natural hazards located on this site.

Common Areas §1-19-3.300.4 (E): If the plan of development includes common areas and/or facilities, the Planning Commission as a condition of approval may review the ownership, use, and maintenance of such lands or property to ensure the preservation of such areas, property, and facilities for their intended purposes.

Findings/Conclusions

1. Proposed Common Area: There are no common areas proposed to be collectively owned by multiple property owners. One central open space area is planned to serve the operations of the conference center and to provide exterior passive recreational space for users of the site.

Other Applicable Regulations

Moderately Priced Dwelling Units – Chapter 1-6A:
The proposed use is non-residential; therefore, MPDUs are not required.

Stormwater Management – Chapter 1-15.2:
A stormwater concept/development plan for the redevelopment project has been submitted, reviewed and conditionally approved, see AP#15482.

APFO – Chapter 1-20:

1. Schools.
No residential development is proposed; therefore schools will not be directly impacted by this project.

2. Water/Sewer.
While the public sewer and water facilities are currently adequate to serve the project, the Applicant recognizes that capacity is not guaranteed until purchased. APFO approval for sewer and water does not guarantee building permits will be issued. Building permit issuance is subject to compliance with the Annotated Code of Maryland, Environment Article Section 9-512, et. seq and all applicable County regulations.

3. Roads.
This plan would generate less than 50 peak hour trips, therefore no APFO testing is necessary and only contributions to existing escrow accounts are required. A Letter of Understanding is attached (Exhibit #5) that sets forth the Applicant's obligations associated with the construction as depicted on the site plan. Any future modification to the site plan which would have the effect of increasing the projected trip generation will be subject to new analysis under APFO.

In full satisfaction of APFO requirements per §1-20-31 and §1-20-12(H), the Applicant is required to pay pro rata contributions into County-held escrow accounts. Prior to this issuance of a building permit, the Applicant agrees to pay $53,219 to the escrow accounts listed below (see LOU for additional information):
No. 4292: Pedestrian improvements at the intersection of MD 85 at Grove Road.

No. 4025 for MD 85/Spectrum Dr. Intersection: Addition of a third southbound through lane, outside lane being a through/right turn lane.

No. 3976: Additional northbound left turn lane on MD 85 at Guilford Drive.

Forest Resource – Chapter 1-21:
The Applicant has submitted a Combined Preliminary/Final FRO plan. The site does not contain forest. The Applicant proposes to mitigate the 0.90 acre planting requirement by planting native trees and shrubs in the bioretention areas. This form of mitigation is permitted per 1-21-44 of the FRO. The legal documents required to execute this mitigation must be provided prior to applying for grading permits or building permits, whichever is applied for first.

Conditions
1. The legal documents required to execute the required FRO mitigation must be provided prior to applying for grading permits or building permits, whichever is applied for first.

Historic Preservation – Chapter 1-23:
There are no historic resources on this property.

Summary of Agency Comments

<table>
<thead>
<tr>
<th>Development Review Engineering (DRE):</th>
<th>Conditionally Approved</th>
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<tr>
<td>Development Review Planning:</td>
<td>Hold: Address agency comments as the plan proceeds through completion.</td>
</tr>
<tr>
<td>State Highway Administration (SHA):</td>
<td>Approved</td>
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<td>Division of Utilities and Solid Waste Management (DUSWM):</td>
<td>Approved</td>
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<tr>
<td>Health Department</td>
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<td>Office of Life Safety</td>
<td>Conditionally Approved</td>
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<tr>
<td>Development Review Traffic Engineering</td>
<td>Conditionally Approved</td>
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RECOMMENDATION

Staff has no objection to conditional approval of the site development plan for the construction of a 205 room hotel, bar/restaurant, and conference center on a 14.4 acre site. If the Planning Commission conditionally approves the site plan, the site plan is valid for a period of three (3) years from the date of Planning Commission approval and will therefore expire on November 18, 2018. The APFO approval is valid for 3 years from the date of Planning Commission approval and will therefore expire on November 18, 2018.

Based upon the findings and conclusions as presented in the staff report the application meets or will meet all applicable zoning, APFO, and FRO requirements once all conditions are met and modifications are granted:

1. Lighting Modification §1-19-6.500(D): Planning Commission approval of a modification from the requirement to limit light spillage to 0.5 foot candles along the northern boundary of the site as it intersects an existing entrance drive as depicted on the Holiday Inn site development plan.

2. Prior to final signature approval, the Applicant shall work with Staff to relocate required street trees to locations within the property boundary of the Site.

3. Parking Modification §1-19-6.220 (A)(1): Planning Commission approval of a modification in order to provide a total of 686 parking spaces where 483 are required for the proposed south hotel/conference center.

4. Loading Modification §1-19-6.210 (D): Planning Commission approval of a modification to the requirement for loading spaces to allow for 2 large loading spaces and 4 small loading spaces where either 12 large loading spaces or 2 small spaces plus 11 large loading spaces are required.

5. The legal documents required to execute the required FRO mitigation must be provided prior to applying for grading permits or building permits, whichever is applied for first.

6. Provide a continuous ADA accessible walkway connection from the proposed walkway located at the proposed eastern entrance to the Site from Holiday Drive to the proposed hotel/conference center (south hotel).

7. Prior to final signature approval the Applicant shall update the site development plan to provide 3 additional bike racks for the South hotel conference center. The proposed bike racks shall conform to the Frederick County Bicycle Design Guide.

8. Prior to final signature approval, the Applicant shall modify the signage proposal to comply with the proposed development of the South Hotel as depicted on the Holiday Inn Site Development Plan. Signage allocations shall comply with the current South Hotel development plan and shall not exceed existing permitted signage allocations.

9. Applicant shall work with Staff to relocate required street trees within the property boundary of the Site.

10. Complete the requirements of the Holiday Inn APFO LOU.
11. The Phase 2 future north hotel as depicted on the Holiday Inn site development plan is shown for conceptual purposes only and shall require a separate Type I Planned Commercial/Industrial approval and APFO review.

12. Address agency comments as the plan proceeds through completion prior to final signature approval.
I move that the Planning Commission **APPROVE** Site Development Plan SP-74-01 **with conditions** as listed in the staff report **including APFO approval and approval of requested modifications** for the proposed Holiday Inn south hotel and conference center, based on the findings and conclusions of the staff report and the testimony, exhibits, and documentary evidence produced at the public meeting.
August 26, 2015

Frederick County Planning and Permitting Division
30 N. Market Street
Frederick, Maryland 21701

Attn: Mr. John Dimitriou, R.A.
Principal Planner

Re: Holiday Inn & Conference Center
Harding Farm Section 5 – Lot 3
County Project AP #15646
Site Lighting Modification Request

Dear John:

On behalf of the owner, 5400 Holiday Drive LLC, we are hereby requesting a modification of Frederick County Zoning Ordinance Section 1-19-6.500(D).

Section 1-19-6.500(D) states “Lighting shall not exceed .50 foot-candles as measured from the property line”. The proposed site lighting exceeds .50 foot-candles at two locations. The first location is along the existing entrance drive at the western property line where a portion of the existing entrance drive is located on an adjacent property but within an existing ingress/egress easement. Lighting for this portion of the driveway is provided by two exiting light poles which will remain in order to provide lighting for the driveway. Due to the relationship of the driveway and existing light poles to the property line and the need to light the driveway, lighting levels exceed the maximum allowable at this location.

The second location is at the north east entrance to the site near the proposed Transit bus stop and pedestrian walkway. Lighting in this location will be provided for safety purposes for the bus stop and pedestrians using the walkway. Due to the relationship of the bus stop being within the public right-of-way and pedestrian walkway being immediately adjacent to the property line, lighting levels exceed the maximum allowable at this location.

For these reasons, we request approval of the site lighting modification for this site plan application.

Sincerely,
Fox & Associates, Inc.

John E. Mazelon, VP
Principal Project Manager
Cc: Randy Cohen – 5400 Holiday Drive, LLC
October 26, 2015
Frederick County Planning and Permitting Division
30 N. Market Street
Frederick, Maryland 21701

Attn: Mr. John Dimitriou, R.A.
Principal Planner

Re: Holiday Inn & Conference Center
Harding Farm Section 5 – Lot 3 Phase 1
County Project AP #15646
Parking Modification Request

Dear John:

On behalf of the owner, 5400 Holiday Drive LLC, we are hereby requesting a modification of Frederick County Zoning Ordinance Section 1-19-6.220(A)(4) for the above referenced site plan.

Section 1-19-6.220(A)(4) states “Hotel, motel – 1 per each sleeping room, plus 1 for each 2 employees”. The proposed site (Phase 1) exceeds the parking requirements. This site is proposed to be developed in two phases, Phase 1 currently being considered and future Phase 2 is proposed as a 110 room hotel and 9,000 SF Bar/Restaurant of which 6,000 SF will be used for public & seating area. In order to properly manage stormwater & sediment erosion control, the site must be graded to accommodate the ultimate elevations as well as the adjusted parking areas.

The total parking requirement for Phase 1 is 483 spaces, Phase 2 total parking requirement is 238 for a total parking requirement of 721 spaces. Under the Phase 1 site plan the developer proposes to install 686 parking spaces, resulting in an excess of 203 spaces (686 – 483) required. Since the owner plans to operate the existing hotel during the Phase 1 construction, the Phase 1 excess parking is required in order to provide guest and employee parking areas during construction of the Phase 1 improvements. As the demolition of the existing parking lots occurs to make way for the new parking areas, guest and employee parking must be provided outside of the construction zones.

For these reasons, we respectfully request approval of the parking modification for this site plan application.

Sincerely,
Fox & Associates, Inc.

John E. Mazelon, VP
Principal Project Manager
Cc: Randy Cohen – 5400 Holiday Drive, LLC
October 30, 2015

Frederick County Planning and Permitting Division
30 N. Market Street
Frederick, Maryland 21701

Attn: Mr. John Dimitriou, R.A.
Principal Planner

Re: Holiday Inn & Conference Center
Harding Farm Section 5 – Lot 3
County Project AP #15646
Loading Space Modification Request

Dear John:

On behalf of the owner, 5400 Holiday Drive LLC, we are hereby requesting a modification of Frederick County Zoning Ordinance Section 1-19-6.210(B).

Section 1-19-6.210(B) states the loading space requirement for a commercial use with total net floor area greater than 5,000 sq. ft. shall be 1 large or 2 small loading spaces plus 1 additional large space for each additional 15,000 sq. ft. or part thereof over 20,000 sq. ft. The net floor area for the South Hotel (Phase 1) calculated from architectural plans is 90,466 sq. ft. Therefore, 7 large spaces or 6 large and 2 small loading spaces are required.

We are proposing 2 large and 4 small loading spaces for the South Hotel which will be adequate for the hotel and conference center use. The number of spaces proposed is based on the owners understanding of the operational needs for the proposed use and experience in the hotel industry.

For these reasons, we request approval of the loading space modification for this site plan application.

Sincerely,
Fox & Associates, Inc.

John E. Mazelion, VP
Principal Project Manager
Cc: Randy Cohen – 5400 Holiday Drive, LLC
ADEQUATE PUBLIC FACILITIES LETTER OF UNDERSTANDING

Holiday Inn

Site Plan #SP74-01 AP #15647

In General: The following Letter of Understanding ("Letter") between the Frederick County Planning Commission ("Commission") and 5400 Holiday Drive, LLC (the "Developer"), together with its/their successors and assigns, sets forth the conditions and terms which the Commission deems to be the minimum necessary improvements dealing with water, sewer, and road improvements that must be in place for the property identified below to be developed, as proposed under the Holiday Inn Site Plan (the "Project"), in compliance with the Frederick County Adequate Public Facilities Ordinance ("APFO").

The Developer, its successors and assigns, hereby agrees and understands that unless the required contributions to road escrow accounts, as specified below are provided in accordance with this Letter, APFO requirements will not be satisfied and development will not be permitted to proceed.

This Letter concerns itself with the Developer's approximate 14.44 acre parcel which is zoned LI (Light Industrial), and located between Holiday Drive and I-270. This APFO approval will be for the development of a 205 room hotel and conference center, replacing an existing 155 room hotel (net increase of 50 rooms), which is shown on the site plan for the above-referenced Project, which was conditionally approved by the Commission on November 18, 2015.

Schools: Schools are not impacted because the development of the property is a non-residential use.

Water and Sewer: The Property has a water and sewer classification of W-1, S-1, and is currently developed with a 155 room hotel. While the public sewer and water facilities are currently adequate to serve the Project, the Developer acknowledges that capacity is not guaranteed until purchased. APFO approval for sewer and water does not guarantee that building permits will be issued. Building permit issuance is subject to compliance with the Annotated Code of Maryland, Environment Article Section 9-512, et. seq and all applicable County regulations.

Road Improvements: A traffic impact analysis (TIA) was performed for this Project by Street Traffic Studies, Ltd. dated April 7, 2015 and revised on July 1, 2015. Based on the ITE trip generation rates for hotel rooms, the reconstruction of the hotel would result in 35 additional mid-day and 35 additional pm weekday, and 46 additional Saturday, peak hour driveway trips. The reconstructed site as depicted on the approved site plan for the Project is projected to generate 144 total mid-day and 144 total pm weekday, and 178 total Saturday, peak hour driveway trips. This Letter sets forth the Developer's obligations associated with the...
construction as depicted on the above referenced site plan; any future modification to the site plan which would have the effect of increasing the projected trip generation would be subject to new analysis under APFO to the extent of the increase in projected trips.

In full satisfaction of APFO requirements per §1-20-31 and §1-20-12(H), the Developer is required to provide fair share contributions to existing escrow accounts that are impacted by the proposed development of the site. The Developer shall pay into County-held escrow accounts the following pro rata contributions:

1. No. 4292: Pedestrian improvements at the intersection of MD 85 at Grove Road: The estimated cost of this Improvement is $100,000. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 3.73%. Therefore, the Developer hereby agrees to pay $3,730 to the escrow account for this Road Improvement.

2. No. 4025 for MD 85/Spectrum Dr. Intersection: Addition of a third southbound through lane, outside lane being a through/right turn lane. The estimated cost of right-of-way and construction for this improvement is $1,474,010. The Developer's proportionate share of this Road Improvement is 2.94%. Therefore the Developer hereby agrees to pay $43,336 to the escrow account for this Road Improvement.

3. No. 3976: Additional northbound left turn lane on MD 85 at Guilford Drive: The estimated cost of this improvement is $439,527. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 1.40%. Therefore, the Developer hereby agrees to pay $6,153 to the escrow account for this Road Improvement.

Therefore, prior to this issuance of a building permit, the Developer hereby agrees to pay $53,219 to the escrow accounts for these Road Improvements. Should these payments not be made within one year of the execution of this Letter, the County reserves the right to adjust this amount, based on an engineering cost index.

Period of Validity: The APFO approval is valid for three (3) years from the date of Commission approval; therefore, the APFO approval expires on November 18, 2018.

Disclaimer: This Letter pertains to APFO approval only, and shall not be construed to provide any express or implied rights to continue the development process. The Project remains subject to all applicable rules and regulations, including but not limited to those related to zoning, water and sewer, and subdivision. The Planning Commission's jurisdiction and authority is limited by State and County law, and approvals may be required from other local or state governmental agencies before the proposed development can proceed.

[Signatures next page]
5400 Holiday Drive, LLC:

By: ____________________________ Date: October 15, 2015

Randy L. Cohen

FREDERICK COUNTY PLANNING COMMISSION:

By: ____________________________ Date: __________

William Hopwood, Chair or Robert White, Secretary

ATTEST:

By: ____________________________ Date: __________

Gary Hessong, Director, Permits & Inspections

Planner's Initials / Date ____________________________
(Approved for technical content)

County Attorney's Office Initials / Date ____________________________
(Approved as to legal form)