

ORDINANCE NO. 111 -2017

AN ORDINANCE CHANGING THE ZONE FROM A TWO FAMILY RESIDENTIAL (R-2) ZONE TO A NEIGHBORHOOD BUSINESS (B-1) ZONE, FOR 0.37 NET (0.52 GROSS) ACRE, FOR PROPERTY LOCATED AT 834 & 838 W. MAXWELL STREET AND 412 CROSS STREET; AND FROM A HIGH DENSITY APARTMENT (R-4) ZONE TO A NEIGHBORHOOD BUSINESS (B-1) ZONE, FOR 1.53 NET (1.90 GROSS) ACRES, FOR PROPERTY LOCATED AT 701-731 PINE STREET (ODD ADDRESSES ONLY) AND A PORTION OF 420 CROSS STREET. (ABD HOLDINGS, LLC & EARTHMAN, LLC; COUNCIL DISTRICT 3).

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WHEREAS, at a Public Hearing held on May 25, 2017 a petition for a zoning ordinance map amendment for property located at 834 & 838 W. Maxwell Street and 412 Cross Street Drive from a Two Family Residential (R-2) zone to a Neighborhood Business (B-1) zone for 0.37 net (0.52 gross) acre; and for property located at 701 -731 Pine Street (odd addresses only) and a portion of 420 Cross Street from a High Density Apartment (R-4) zone to a Neighborhood Business (B-1) zone, for 1.53 net (1.90 gross) acres was presented to the Urban County Planning Commission; said Commission recommending conditional approval of the zone change by a vote of 7-0; and

WHEREAS, this Council agrees with the recommendation of the Planning Commission; and

WHEREAS, the recommendation form of the Planning Commission is attached hereto and incorporated herein by reference.

NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE LEXINGTON-FAYETTE URBAN COUNTY GOVERNMENT:

Section 1 - That the Zoning Ordinance of the Lexington-Fayette Urban County Government be amended to show a change in zone for property located at 834 & 838 W. Maxwell Street and 412 Cross Street Drive from a Two Family Residential (R-2) zone to a Neighborhood Business (B-1) zone for 0.37 net (0.52 gross) acre; and for property located at 701-731 Pine Street (odd addresses only) and a portion of 420 Cross Street from a High Density Apartment (R-4) zone to a Neighborhood Business (B-1) zone for 1.53 net (1.90 gross) acres, being more fully described in Exhibit "A" which is attached hereto and incorporated herein by reference.

Section 2 - That the granting of this zone change is made subject to the following use restrictions as conditions of granting the zone change:

Under the provisions of Article 6-7 of the Zoning Ordinance, the following uses shall be prohibited for the subject property

Under the provisions of Article 6-7 of the Zoning Ordinance, the following uses shall be prohibited for the subject property via conditional zoning:

- a. Drive-through windows.
- b. Automobile service stations; automobile and vehicle refueling stations; and gasoline pumps.
- c. Carnivals, festivals and concerts.
- d. Funeral homes.

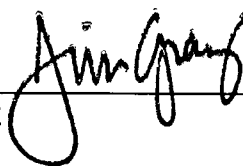
These restrictions are appropriate because they will limit inappropriate uses within or nearby a local historic district located near downtown Lexington.

Section 3 - That the Lexington-Fayette Urban County Planning Commission is directed to show the amendment on the official zone map atlas and to make reference to the number of this Ordinance.

Section 4 - That this Ordinance shall become effective on the date of its passage.

PASSED URBAN COUNTY COUNCIL: July 6, 2017

MAYOR



ATTEST



CLERK OF URBAN COUNTY COUNCIL

Published: July 13, 2017-1t

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## LEGAL DESCRIPTION

ABD HOLDINGS, LLC  
EARTHMAN, LLC  
3031 Catnip Hill Road  
Nicholasville, KY 40356  
Phone: 859-887-5181

Zone Change From R-2 to B-1

834 & 838 W. Maxwell & 412 Cross St.  
Lexington, Fayette County, Kentucky

A tract of land situated on the south of West Maxwell Street in Lexington, Fayette County, Kentucky, and more fully described and bounded as follows:

Beginning at a point at the intersection of W. Maxwell & Cross Street centerlines, said point being in the northernmost corner of the subject parcels, thence with the center of W. Maxwell, S 41° 16' 07" E 117.25' to a point, thence S 48° 43' 53" W 193.00' to a point in the centerline of Maloney Alley, thence N 41° 16' 07" W 117.25' to a point in the centerline of Cross St., thence N 48° 43' 53" E 193.00' to the Point of Beginning, containing 0.519 Gross Acres and 0.369 Net Acres.

## LEGAL DESCRIPTION

ABD HOLDINGS, LLC  
EARTHMAN, LLC  
3031 Catnip Hill Road  
Nicholasville, KY 40356  
Phone: 859-887-5181

Zone Change From R-4 to B-1

Portion of 420 Cross and 701, 707, 711, 715, 721, 725, & 731 Pine St.  
Lexington, Fayette County, Kentucky

A tract of land situated on the north side of Pine Street in Lexington, Fayette County, Kentucky, and more fully described and bounded as follows:

Beginning at a point in the centerline of Pine Street, said point being in the westernmost corner of the subject parcels, thence with the zone line, N 50° 27' 39" E 176.10' to a point in the centerline of Maloney Alley, thence S 41° 16' 07" E 462.45' to a point in the centerline of Merino St., thence S 48° 43' 53" W 179.86', thence , thence N 40° 47' 44" W 467.78' to the Point of Beginning, containing 1.900 Gross Acres and 1.527 Net Acres.

**RECOMMENDATION OF THE**  
**URBAN COUNTY PLANNING COMMISSION**  
**OF LEXINGTON AND FAYETTE COUNTY, KENTUCKY**

IN RE: **PLN-MAR-17-00017: ABD HOLDINGS, LLC & EARTHMAN, LLC** – a petition for a zone map amendment from a Two Family Residential (R-2) zone to a Neighborhood Business (B-1) zone, for 0.37 net (0.52 gross) acres, for property located at 834 & 838 W. Maxwell Street and 412 Cross Street; and from a High Density Apartment (R-4) zone to a Neighborhood Business (B-1) zone, for 1.53 net (1.90 gross) acres, for property located at 701-731 Pine Street (odd addresses only) and a portion of 420 Cross Street. (Council District 3)

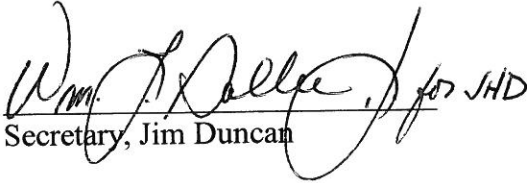
Having considered the above matter on **May 25, 2017**, at a Public Hearing, and having voted **7-0** that this Recommendation be submitted to the Lexington-Fayette Urban County Council, the Urban County Planning Commission does hereby recommend **CONDITIONAL APPROVAL** of this matter for the following reasons:

1. A proposed Neighborhood Business (B-1) zone is in agreement with the 2013 Comprehensive Plan, and portions of the *Newtown Pike Corridor Extension Small Area Plan* (adopted as part of the Comprehensive Plan in 2003), for the following reasons:
  - a. The Goals and Objectives of the 2013 Comprehensive Plan recommend identifying opportunities for infill and redevelopment that respects the area's context and historic features (Theme A, Goal #2), supporting and showcasing local assets to further the creation of a variety of jobs (Theme C, Goal #1), and encouraging the development of appropriate attractions and supportive uses that promote and enhance tourism (Theme C, Goal #1e.).
  - b. The petitioner owns and operates a joint brewing and distilling operation in downtown Lexington that currently attracts numerous visitors to the area. The operation offers guided on-site tours and product tastings, and now plans to enhance the visitor experience by offering a combination of support uses, such as a museum, visitor's center, gift shop/retail establishments, business offices, banquet facilities/meeting rooms, a coffee shop and associated-off street parking.
  - c. The proposed business expansion at this location will support and showcase a very unique industry, which has historic connections to the area, which will inevitably create additional jobs and improve access to jobs within the *Newtown Pike Corridor Extension Small Area Plan* boundary.
  - d. The *Newtown Pike Corridor Extension Small Area Plan* acknowledged in 2003 that the Davistown area was part of an "evolving neighborhood;" however, the neighborhood has not evolved as planned for in the SAP. Rather, the immediate area (outside of the local historic district) north of the new roadway corridor has continued to experience decline, especially along Pine Street. The petitioner intends to maintain and promote historic preservation along Cross and West Maxwell Streets by integrating the existing structures, but plans to revitalize the Pine Street area with new construction that complements and is compatible with the immediate area.
2. This recommendation is made subject to the approval and certification of **PLN-MJDP-17-00040: Woodward Heights**, prior to forwarding a recommendation to the Urban County Council. This certification must be accomplished within two weeks of the Planning Commission's approval.
3. **Under the provisions of Article 6-7 of the Zoning Ordinance, the following use restrictions shall apply to the properties via conditional zoning:**  
**PROHIBITED USES**
  - a. Drive-through windows
  - b. Automobile service stations; automobile and vehicle refueling stations; and gasoline pumps.

- c. Carnivals, festivals and concerts.
- d. Funeral homes.

These restrictions are appropriate because they will limit inappropriate uses within or nearby a local historic district located near downtown Lexington.

ATTEST: This 9<sup>th</sup> day of June, 2017.

  
 Secretary, Jim Duncan

WILLIAM WILSON  
 CHAIR

Note: The corollary development plan, PLN-MJDP-17-00040: WOODWARD HEIGHTS was approved by the Planning Commission on May 25, 2017 and certified on June 8, 2017.

K.R.S. 100.211(7) requires that the Council take action on this request by August 24, 2017.

At the Public Hearing before the Urban County Planning Commission, this petitioner was represented by **Mark Yonts, attorney.**

**OBJECTORS**

- Vicky Martin Carter, 732 Pine Street
- Mark Carter, 732 Pine Street
- Pete Thompson, 700 W. Maxell Street
- Fran Taylor, 722 W. High Street, was present on behalf of the Historic Woodward Height Neighborhood
- Helene Steene, 312 Madison Place, was present on behalf of the Historic Woodward Height Neighborhood
- Jackson Osborne, 415 Marquis, was present on behalf of the Blue Grass Trust for Historic Preservation

**OBJECTIONS**

- Effects on neighborhood
- Impact on private property
- Height limits and pedestrian safety
- Neighborhood maintaining historic character
- Historic neighborhood converting to businesses
- Properties on Maxwell Street

**VOTES WERE AS FOLLOWS:**

- AYES: (7) Berkley, Cravens, Drake, Mundy, Owens, Penn, and Richardson
- NAYS: (0)
- ABSENT: (3) Brewer, Plumlee, and Wilson
- ABSTAINED: (0)
- DISQUALIFIED: (0)

Motion for CONDITIONAL APPROVAL of PLN-MAR-17-00017 carried.

- Enclosures: Application  
 Plat  
 Staff Report  
 Applicable excerpts of minutes of above meeting

## MAP AMENDMENT REQUEST (MAR) APPLICATION

**1. CONTACT INFORMATION (Name, Address, City/State/Zip & Phone No.)**

<b>Applicant:</b> ABD HOLDINGS LLC, 3031 Catnip Hill Road, Nicholasville, KY 40356 EARTHMAN, LLC, 3031 Catnip Hill Road, Nicholasville, KY 40356
<b>Owner(s):</b> ABD HOLDINGS, LLC, 3292 EAGLE VIEW LN, STE 340, LEXINGTON KY 40509 EARTHMAN, LLC, 3292 EAGLE VIEW LN, STE 340, LEXINGTON KY 40509
<b>Attorney:</b> Mark E Yonts, URBON & YONTS, 3130 Custer Drive, #210, Lexington, KY 40517

**2. ADDRESS OF APPLICANT'S PROPERTY**

412 CROSS ST and 420 CROSS ST (a portion of), LEXINGTON, KY 834 and 838 MAXWELL ST, LEXINGTON, KY 701, 707, 711, 715, 721, 725, and 731 PINE ST LEXINGTON KY
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**3. ZONING, USE & ACREAGE OF APPLICANT'S PROPERTY**

Zoning	Existing		Zoning	Requested		Acreage	
		Use			Use	Net	Gross
R-2			B-1		0.369	0.519	
R-4			B-1		1.527	1.9	

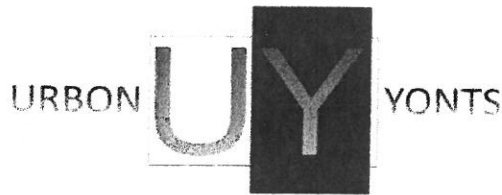
**4. EXISTING CONDITIONS**

a. Are there any existing dwelling units on this property that will be removed if this application is approved?	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
b. Have any such dwelling units been present on the subject property in the past 12 months?	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
c. Are these units currently occupied by households earning under 40% of the median income? If yes, how many units? If yes, please provide a written statement outlining any efforts to be undertaken to assist those residents in obtaining alternative housing.	<input type="checkbox"/> YES <input type="checkbox"/> NO

**5. URBAN SERVICES STATUS (Indicate whether existing, or how to be provide**

Roads:	LFUCG
Storm Sewers:	LFUCG
Sanity Sewers:	LFUCG
Refuse Collection:	LFUCG
Utilities:	<input checked="" type="checkbox"/> Electric <input checked="" type="checkbox"/> Gas <input checked="" type="checkbox"/> Water <input checked="" type="checkbox"/> Phone <input checked="" type="checkbox"/> Cable





**MARK E. YONTS**

[myonts@urbonyonts.com](mailto:myonts@urbonyonts.com)

April 3, 2017

**COMMONALITY OF APPLICANTS' OWNERSHIP**

LFUCG Planning Commission  
Phoenix Building  
101 E. Vine Street, 7th Floor  
Lexington, Kentucky 40507

Re: ABD Holdings, LLC & Earthman, LLC - Applicants  
Commonality of Ownership

Dear Sir/Madam:

Please accept this letter as explanation of the commonality of ownership for the Applicants in our zone change request. Currently, the record title owners of the eleven (11) relevant properties in our request are held by the two Applicants, namely ABD Holdings, LLC and Earthman, LLC. These companies are owned, operated, and controlled solely by Dr. Thomas Pearse Lyons in the following manner:

- 1) **ABD Holdings, LLC** is a Kentucky limited liability company owned by its single member, Alltech Beverage Division, LLC, a Kentucky limited liability company, which in turn is owned by its single member, Alltech, Inc., a Kentucky corporation. Alltech, Inc. is owned and operated by its current President and majority shareholder, Dr. Thomas Pearse Lyons.
- 2) **Earthman, LLC** is a Kentucky limited liability company owned and operated by its sole member, Dr. Thomas Pearse Lyons.

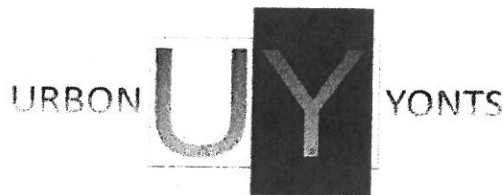
If you have any questions or concerns, please feel free to contact me regarding this matter. I look forward to hearing from you.

Sincerely,

*Mark E. Yonts*

Mark E. Yonts





## MARK E. YONTS

myonts@urbonyonts.com

April 3, 2017

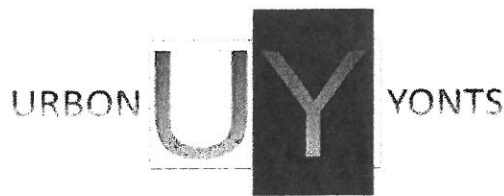
LFUCG Planning Commission  
Phoenix Building  
101 E. Vine Street, 7th Floor  
Lexington, Kentucky 40507

Re: ABD Holdings, LLC & Earthman, LLC  
Rezoning Application for: a) 834 W. Maxwell, 838 W. Maxwell, & 412 Cross Street from R-2 Zone with Historic District Overlay (H-1) to B-1 Zone; and b) 701 Pine Street, 707 Pine Street, 711 Pine Street, 715 Pine Street, 721 Pine Street, 725 Pine Street, 731 Pine Street, & 420 Cross Street (a portion of) from R-4 Zone to B-1 Zone

Dear Sir/Madam:

I represent ABD Holdings, LLC and Earthman, LLC (hereinafter "Applicants") which are owned, managed, and controlled by Dr. Thomas Pearse Lyons of Alltech, Inc. Dr. Lyons acquired the above-referenced properties through the Applicants to provide supporting uses and necessary infrastructure for Alltech's Town Branch Distillery and Brewery which are located adjacent to the relevant tracts of land. As the Commission is aware, Alltech's distillery and brewery are a unique stop on the world-famous Kentucky Bourbon Trail and one of only a handful of joint brewing and distilling operations in the world. It is the intent of Dr. Lyons to seek a zone change for the identified properties to create coordinated business uses for all of the Alltech related properties in this locale. Currently, the eleven (11) properties in question are located within two existing zones, namely the Two-Family Residential (R-2) Zone (with Historic District Overlay (H-1)) and the High Density Apartment (R-4) Zone.

The R-2 properties consist of three (3) contiguous lots containing 0.369 acres located on the corner of Maxwell and Cross Streets. The properties fronting Maxwell Street (834 Maxwell and 838 Maxwell) each contain residential structures, while the property located at 412 Cross Street contains an existing structure which serves as Alltech's Visitor Center. The R-2 properties are directly abutting the existing Light Industrial (I-1) Zone to the west and the Wholesale and

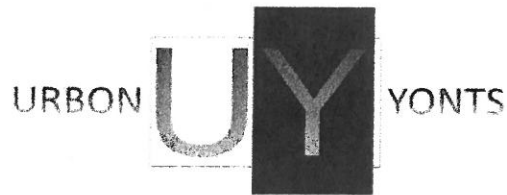


Page 2

Warehouse Business (B-4) Zone to the south. The proposed use of the properties will be in conformity with the principal uses allowed in the B-1 Zone, including business offices, retail sales, and commercial activities related to the operation Alltech's Visitor Center for visitors, tour groups, and business meetings. The external façade of the properties will be retained to compliment the residential nature of the surrounding properties, and will provide a transition buffer for the R-2 properties lying to the east on Maxwell Street, while remaining compliant with the Historic Overlay (H-1) District to the north containing Historic Woodward Heights subdivision.

Accordingly, the proposed zone change of the R-2 properties to the Neighborhood Business (B-1) Zone is justified and in compliance with the 2013 Comprehensive Plan in that it provides an opportunity for infill, redevelopment, and adaptive reuse that respects the areas context and historical features. By retaining the structures, the proposed change will not impair the residential character of the area, and in fact, it will enhance the stability of the neighborhood by allowing new uses which are appropriate in scale and intensity to existing uses. Further, the zone change will promote economically sound planning and commercial uses that are in close proximity to supporting and/or similar uses. Additionally, the properties will promote and encourage tourism, creates jobs, and thereby improve the economic base and tax structure of the Lexington Metropolitan Area.

Similarly, the R-4 properties consist of seven (7) contiguous lots located on empty, undeveloped land on Pine Street, and part of one (1) adjacent lot located at 420 Cross Street (the remainder of which lies within the B-4 zone containing Alltech's new distillery). These tracts contain approximately 1.527 acres. As above, the lots will be developed to provide new and supporting uses in conformity with the B-1 zone without disrupting the residential character of the area. Specifically, the R-4 properties will be used in support of the adjacent Alltech distillery and brewery business by providing appropriate accessory uses, including retail sales for visitors and business partners. It is contemplated by the submitted preliminary development plan that a single, open-air plaza structure, designed to fit in with the residential nature of the area, will be built upon the lots. As with the R-2 properties, the principal uses of the R-4 properties will not be open to the public, rather they will support and serve the existing visitor and business traffic for Alltech's existing facilities. Accordingly, the traffic impact to the surrounding area will be nominal.



Page 3

The proposed zone change of the R-4 properties to the Neighborhood Business (B-1) Zone is justified and in compliance with the 2013 Comprehensive Plan as it provides an opportunity for infill, redevelopment, and adaptive reuse that respects the areas context and historical features. The proposed uses under the B-1 Zone as contemplated by the Applicants are appropriate in scale, intensity, and type to the adjacent uses, and will in fact, provide a perfect transition from the contiguous Wholesale and Warehouse Business (B-4) Zone to the adjacent residential areas.

For the reasons set forth above, the Applicants respectfully request the following:

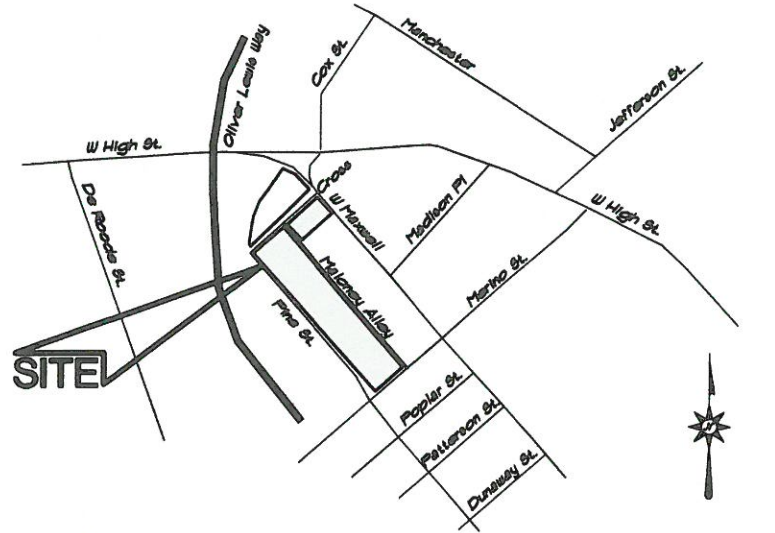
- a) Approval of their zone change request for the subject properties from their current Two-Family Residential (R-2) Zone with Historic District (H-1) Overlay and High Density Apartment (R-4) Zone to the Neighborhood Business (B-1) Zone; and
- b) Approval of the associated Preliminary Development Plan also submitted.

I am honored to represent the Applicants in this matter, which if approved, will further augment and enhance a great success story within our city. Thank you for consideration of this request. If you have any questions or concerns, I will be available, along with the Applicant's other representatives, at the Commission's committee meetings and the hearing on May 25<sup>th</sup> to answer questions and present more information in support of this request.

Sincerely,

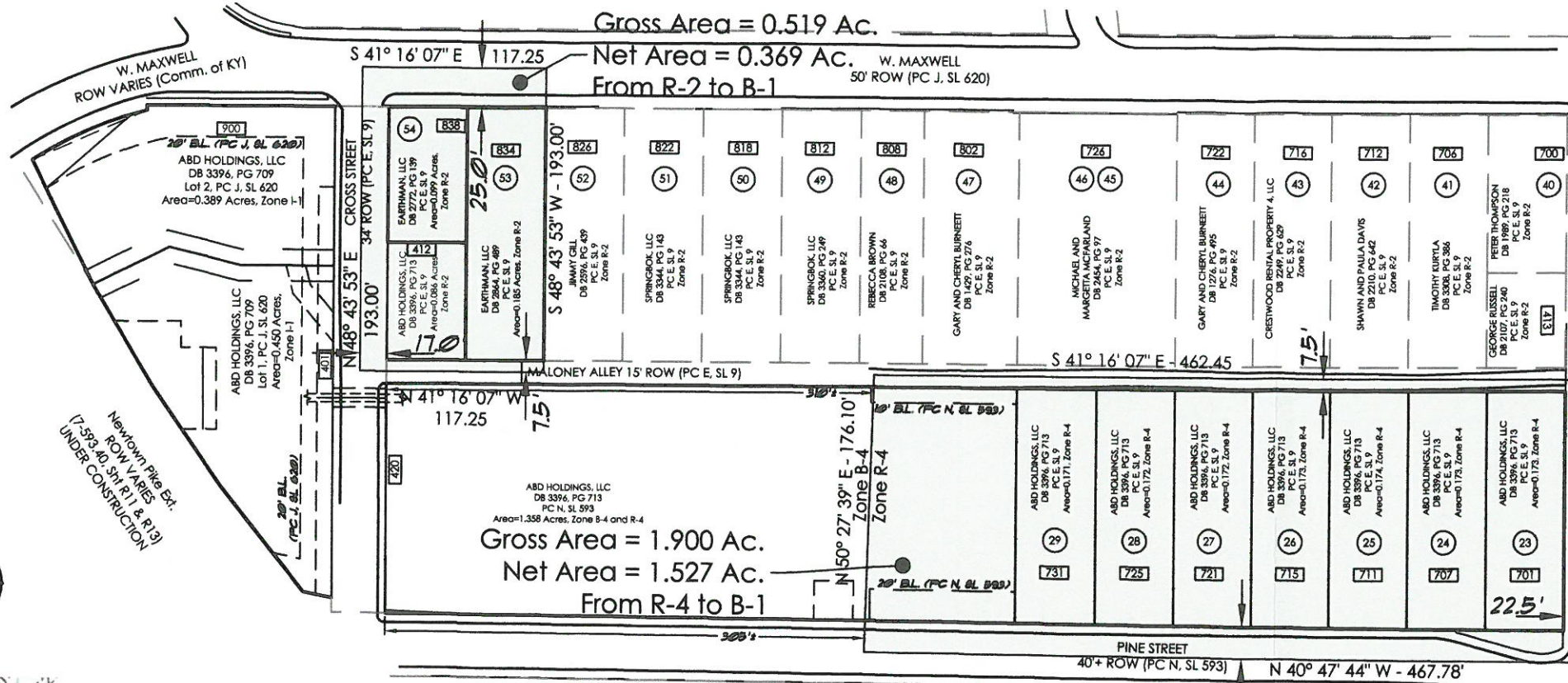
*Mark E. Yonts*

Mark E. Yonts



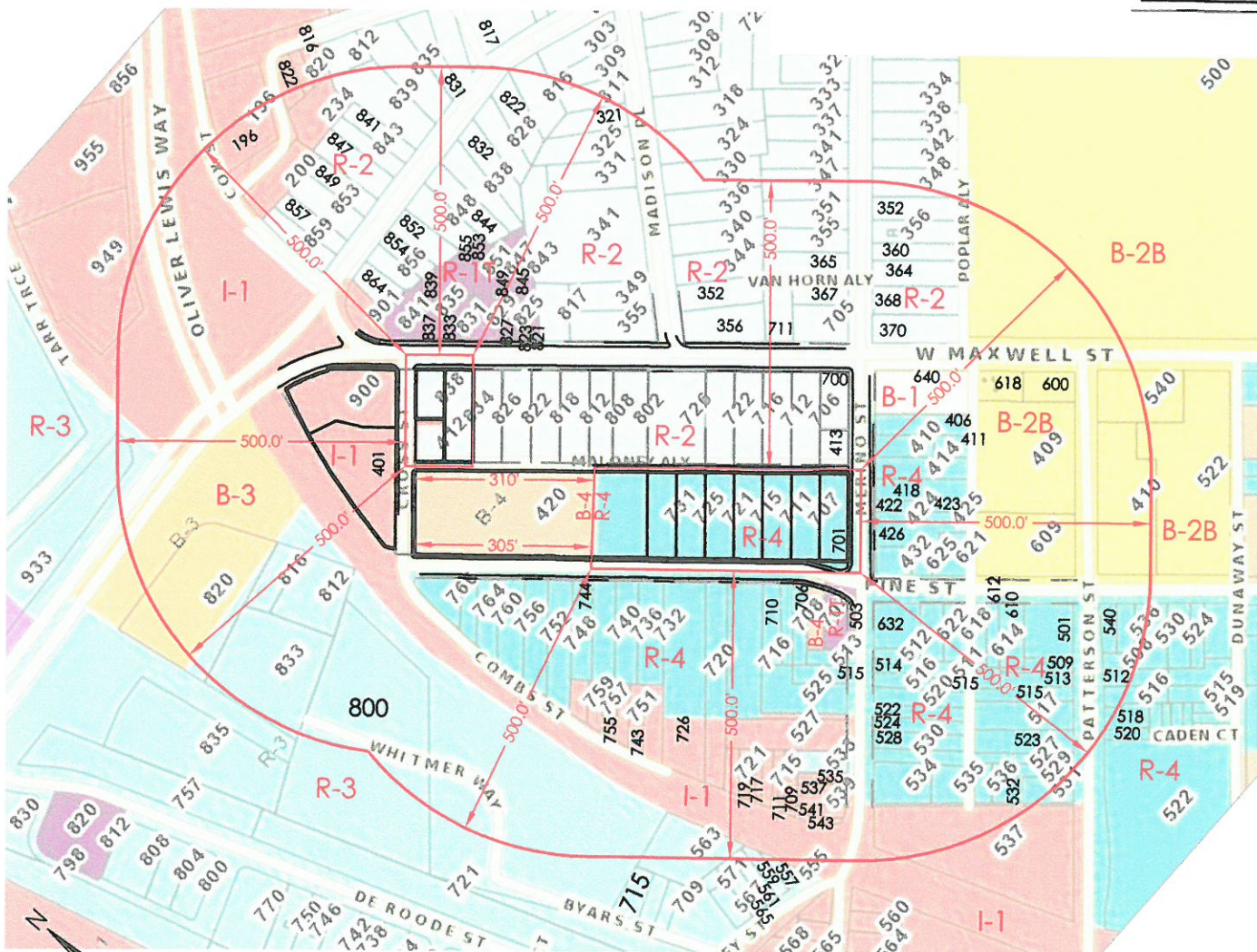
VICINITY MAP  
NOT TO SCALE

A  
SP-1.0



PROPERTY MAP  
SCALE 1" = 100'

C  
SP-1.0



NOTIFICATION MAP  
SCALE 1" = 300'

B  
SP-1.0

Properties	From	To	Gross	Net
834 W Maxwell, 838 W Maxwell, and 412 Cross St.	R-2	B-1	0.519 ac.	0.369 ac.
Portion of 420 Cross St., 701, 707, 711, 715, 721, 725, 731 Pine St.	R-4	B-1	1.900 ac.	1.527 ac.
Total	---	---	2.419 ac.	1.896 ac.

SITE STATISTICS

D  
SP-1.0

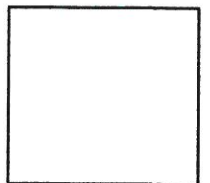
Property Owner: ABD Holdings, LLC & Earthman, LLC, 3031 Catnip Hill Rd, Nicholasville, KY  
Client: ABD Holdings, LLC & Earthman, LLC, 3031 Catnip Hill Rd, Nicholasville, KY  
DATE FILED: 03 April 2017



MLH CIVIL ENGINEERS, PLLC  
PO BOX 910379  
LEXINGTON KY 40591  
John@mlhcivil.com  
PH/FAX 859-219-1066  
CELL 859-552-4103



PROPERTY INFORMATION MAP  
PROPERTIES ON W. MAXWELL, CROSS, & PINE  
ABD HOLDINGS, LLC & EARTHMAN, LLC  
3031 CATNIP HILL RD  
NICHOLASVILLE, KY



DATE	31 MAR 17
FILE	ALL1601AA
DRAWN	JWH
DRAWING	SP-1.0
	1 OF 1

**STAFF REPORT ON PETITION FOR ZONE MAP AMENDMENT**

**PLN-MAR-17-00017: ABD HOLDINGS, LLC & EARTHMAN, LLC**

**DESCRIPTION**

<b>Zone Change:</b>	<b>Request</b>		<b>Acreages</b>	
	<u>From</u>	<u>To</u>	<u>Net</u>	<u>Gross</u>
	R-2	B-1	0.37	0.52
	R-4	B-1	<u>1.53</u>	<u>1.90</u>
	<b>TOTAL .....</b>		1.90	2.42

**Location:** 412 & 420 Cross Street; 834 & 838 W Maxwell Street; and 701–731 Pine Street (odd addresses only)

**EXISTING ZONING & LAND USE**

<u>Properties</u>	<u>Zoning</u>	<u>Existing Land Use</u>
Subject Properties	R-2/H-1 & R-4	Residential & Vacant
To North	R-1T/H-1 & R-2/H-1	Residential
To East	R-2/H-1	Residential
To South	R-4 & B-4	Residential, Vacant & Alltech Distillery
To West	B-4, I-1 & R-4	Alltech Brewery & Distillery, Residential & Vacant

**URBAN SERVICES REPORT**

**Roads** – The subject properties have frontage along four public streets, and an alley in the Davistown/Woodward Heights neighborhood area of downtown Lexington. West Maxwell Street (US 60) is major urban arterial that is part of a one-way pair with West High Street. It connects Versailles Road/West High Street to downtown Lexington. Pine, Merino and Cross Streets are local streets that provide access to the nearby residential neighborhood. Maloney Alley runs parallel to West Maxwell for one block, connecting and terminating at Cross and Merino Streets. As part of the Newtown Pike Extension Plan, Oliver Lewis Way is planned to continue from the West High Street/West Maxwell Street/Pine Street intersection to South Broadway along the former railroad bed, along the Combs Street and De Roode Street rights-of-way. Oliver Lewis Way will connect into South Broadway opposite the signalized Bolivar Street intersection. Roadway improvements along this corridor are currently underway, and Pine Street has been closed to vehicular traffic at its northern end. The proposed redevelopment will access existing local streets, but intends to close a small portion of Cross Street.

**Curb/Gutter/Sidewalks** – West Maxwell, Pine and Merino Streets all have curb, gutter, and sidewalks along the subject property frontage. Cross Street does not have the full complement of urban improvements – it has intermittent curb and sidewalks and no gutters.

**Storm Sewers** – The subject property is located within the Town Branch watershed. There is no designated FEMA Special Flood Hazard Area in the immediate area, nor any indication of flooding in the area. In older areas of town such as this, the existing storm sewers are sometimes spaced at larger intervals or are undersized. For instance, no storm sewers exist along Pine Street, except at its intersection with Merino and Cross Streets in this vicinity. Storm sewers are being installed as part of the Oliver Lewis Way roadway improvements, further to the south of this site. If further improvements are found to be needed within the immediate area, they should be completed in accordance with the adopted Engineering Manuals.

**Sanitary Sewers** – The subject property is located in the Town Branch sewershed and is served by the Town Branch Wastewater Treatment facility. There are no known problems related to the existing sanitary sewers in this area; however, lines may need to be improved for the change in land use proposed on the site. The Capacity Assurance Program tracking currently indicates that the sewer bank serving this immediate area does have a positive balance.

**Refuse** – The Urban County Government serves this urbanized area with refuse collection on Mondays. Additional collection service can be secured with a private refuse service, as desired.

**Police** – The nearest police station is located less than one mile northeast of the subject property at the East Main Street headquarters location.

**Fire/Ambulance** – The nearest fire station (#3) is located less than 1,000 feet southeast of the subject property, at the corner of Merino Street and West Maxwell Street; however, this station is dedicated to special operations and would be unlikely to service a typical call in the neighborhood. The closest full-service fire station (#4) is located on Jefferson Street, near W. Third Street, approximately ¾ mile to the southeast of the subject properties.

Utilities – Natural gas, telephone service, electric, water, streetlights, and cable television are all available to serve the subject properties.

### **COMPREHENSIVE PLAN AND PROPOSED USE**

The 2013 Comprehensive Plan's mission statement is to "provide flexible planning guidance to ensure that development of our community's resources and infrastructure preserves our quality of life, and fosters regional planning and economic development." The mission statement notes that this will be accomplished while protecting the environment, promoting successful, accessible neighborhoods, and preserving the unique Bluegrass landscape that has made Lexington-Fayette County the Horse Capital of the World.

The 2013 Plan's Goals and Objectives emphasize the importance of growing successful neighborhoods (Theme A), protecting the environment (Theme B), creating jobs and prosperity (Theme C), improving a desirable community (Theme D) and maintaining a balance between planning for urban uses and safeguarding rural land (Theme E).

The *Newtown Pike Extension Corridor Small Area Plan*, adopted by the Planning Commission in January 2003, recommends Medium Density (MD) residential future land use for the subject properties, which was defined as a range of 5–10 dwelling units per acre. The Plan identifies the upper Davistown area as part of an "evolving neighborhood" where substantial residential stock exists, but larger vacant parcels and underutilized sites also occur. The Plan also makes recommendations to promote historic preservation (pg 100); rehabilitate existing housing stock, where feasible (pg 86); for streetscape improvements (pg 120), encouraging commercial development along key corridors and at major intersections (pg 76 & 88), enhancing community services and improving access to jobs (pg 75 & 76).

The petitioner proposes rezoning three parcels near the intersection of West Maxwell and Cross Street, and another eight parcels along Pine Street to a Neighborhood Business (B-1) zone in order to adaptively re-use and construct facilities that will support the existing Alltech Brewery and Distillery located on the adjacent parcels. Such support facilities include a museum, visitor's center, gift shop/retail establishments, business offices, banquet facilities/meeting rooms, a coffee shop and associated-off street parking. The existing Historic District Overlay (H-1) zone on a portion of the subject property will not be modified with this request.

### **CASE REVIEW**

The petitioner has requested a zone change from a Two-Family Residential (R-2) zone with an Historic District Overlay (H-1) zone to a Neighborhood Business (B-1) zone with an Historic District Overlay (H-1) zone and from a High Density Apartment (R-4) zone to a Neighborhood Business (B-1) zone for approximately 2 acres of property at the intersection of West Maxwell and Cross Street, and along Pine Street at its intersection with Merino Street.

The subject properties are comprised of eight parcels that are being requested for rezoning to support the existing Alltech Brewery and Distillery, which is located along Cross Street, between West Maxwell and Pine Streets in the Davistown and Woodward Heights portion of downtown Lexington. The subject properties along West Maxwell and Cross Street (area 1) are located within the local Woodward Heights historic district, and their existing structures will remain physically intact. These parcels are occupied by two homes and the current visitor center for the Alltech Brewery & Distillery (an administrative appeal request approved by the Board of Adjustment in 2010). The subject properties located along Pine Street (area 2) are currently vacant.

The immediate vicinity is characterized by a variety of residential uses along West Maxwell Street, and the adaptive re-use of industrial property for the Alltech Brewery & Distillery. The Southend Park redevelopment has been ongoing for several years to the southwest of the subject site (lower Davistown), in support of the Newtown Pike Extension project. More changes are expected as this major roadway improvement (phase 2) in downtown Lexington is expected to be completed in the late summer or fall of this year.

The petitioner proposes a Neighborhood Business (B-1) zone in order to adaptively re-use and construct facilities that will support the existing Alltech Brewery and Distillery located on the adjacent parcels. Such support facilities include a museum, visitor's center, gift shop/retail establishments, business offices, banquet facilities/meeting rooms, a coffee shop and associated-off street parking. The existing Historic District Overlay (H-1) zone will not be modified with this request.

The subject area is located within the *Newtown Pike Extension Corridor Small Area Plan* boundary, which the Planning Commission adopted in January 2003. The staff is of the opinion that the Small Area Plan remains active, at least as long as the Newtown Pike Extension project is underway. The specific land use recommendation for the

subject properties is Medium Density (MD) residential future land use, which was defined as 5–10 dwelling units per net acre. This land use recommendation was for the upper Davistown neighborhood. The SAP identifies the upper Davistown area as part of an “evolving neighborhood” where substantial residential stock exists, but larger vacant parcels and underutilized sites also occur. The Plan also makes recommendations to promote historic preservation (pg 100); rehabilitate existing housing stock, where feasible (pg 86); for streetscape improvements (pg 120), to encourage commercial development along key corridors and at major intersections (pg 76 & 88), to enhance community services and improve access to jobs (pg 75 & 76).

The 2013 Comprehensive Plan no longer relies upon a future land use map, but does focus on general land use policies, such as land use compatibility; well-designed neighborhoods; improving a desirable community; and making the best use of land inside the Urban Service Boundary for the protection of the surrounding rural areas. In addition, the Goals and Objectives statements of the Plan should be reviewed for any rezoning request for compliance.

The petitioner contends that the proposal is in agreement with the 2013 Comprehensive Plan, specifically the Goals and Objectives of the Plan. The petitioner opines that the proposed zone change is an opportunity for infill and redevelopment that respects the area’s context and historic features (Theme A, Goal #2), support and showcase local assets to further the creation of a variety of jobs (Theme C, Goal #1), and will encourage the development of appropriate attractions and supportive uses that promote and enhance tourism (Theme C, Goal #1e.).

The petitioner’s desire to create a destination along the Kentucky Bourbon Trail in downtown Lexington has been accomplished to-date through adaptive re-use and utilization of the existing zoning near downtown that was not recommended to remain by previous Comprehensive Plans, or the *Newtown Pike Extension SAP*. However, the petitioner has been successful and hopes to augment their facilities to enhance the visitor experience beyond what is currently possible. This necessitates redevelopment and rezoning. While the proposal cannot be found to be in agreement with the future land use recommendation of the SAP, it does adhere to other goals and policy statements of that Plan as well as the 2013 Comprehensive Plan. For this reason, the staff does support the requested rezoning, with a recommendation to prohibit several B-1 zone uses that would be incompatible in this area so near to downtown.

If the plans for re-use and renovation of the three historic structures move forward, the Division of Historic Preservation and/or the Board of Architectural Review will need to be involved. The petitioner will have to meet the requirements for screening along the B-1 zone boundary, specifically along the side yard for 834 W. Maxwell Street. Rather than provide conditional zoning restrictions for this buffer, it is most appropriate for the petitioner to meet with the Division of Historic Preservation to agree on a context sensitive solution to the design issues related to this buffer.

**The Staff Recommends: Approval,** for the following reasons:

1. The proposed Neighborhood Business (B-1) zone is in agreement with the 2013 Comprehensive Plan, and portions of the *Newtown Pike Corridor Extension Small Area Plan* (adopted as part of the Comprehensive Plan in 2003), for the following reasons:
  - a. The Goals and Objectives of the 2013 Comprehensive Plan recommend identifying opportunities for infill and redevelopment that respects the area’s context and historic features (Theme A, Goal #2), supporting and showcasing local assets to further the creation of a variety of jobs (Theme C, Goal #1), and encouraging the development of appropriate attractions and supportive uses that promote and enhance tourism (Theme C, Goal #1e.).
  - b. The petitioner owns and operates a joint brewing and distilling operation in downtown Lexington that currently attracts numerous visitors to the area. The operation offers guided on-site tours and product tastings, and now plans to enhance the visitor experience by offering a combination of support uses, such as a museum, visitor’s center, gift shop/retail establishments, business offices, banquet facilities/meeting rooms, a coffee shop and associated-off street parking.
  - c. The proposed business expansion at this location will support and showcase a very unique industry, which has historic connections to the area, which will inevitably create additional jobs and improve access to jobs within the *Newtown Pike Corridor Extension Small Area Plan* boundary.
  - d. The *Newtown Pike Corridor Extension Small Area Plan* acknowledged in 2003 that the Davistown area was part of an “evolving neighborhood;” however, the neighborhood has not evolved as planned for in the SAP. Rather, the immediate area (outside of the local historic district) north of the new roadway corridor has continued to experience decline, especially along Pine Street. The petitioner intends to maintain and promote historic preservation along Cross and West Maxwell Streets by integrating the existing structures,

but plans to revitalize the Pine Street area with new construction that complements and is compatible with the immediate area.

2. This recommendation is made subject to the approval and certification of PLN-MJDP-17-00040: Woodward Heights (W. Maxwell, Pine and Cross Street), prior to forwarding a recommendation to the Urban County Council. This certification must be accomplished within two weeks of the Planning Commission's approval.
3. Under the provisions of Article 6-7 of the Zoning Ordinance, the following use restrictions shall apply to the properties via conditional zoning:

Prohibited Uses

- a. Drive-through windows.
- b. Automobile service stations; automobile and vehicle refueling stations; and gasoline pumps.
- c. Carnivals, festivals and concerts.
- d. Funeral homes.

These restrictions are appropriate because they will limit inappropriate uses within or nearby a local historic district located near downtown Lexington.



2. **ABD HOLDINGS, LLC & EARTHMAN, LLC ZONING MAP AMENDMENT & WOODWARD HEIGHTS ZONING DEVELOPMENT PLAN**

- a. PLN-MAR-17-00017: ABD HOLDINGS, LLC & EARTHMAN, LLC (7/2/17)\*- petition for a zone map amendment from a Two Family Residential (R-2) zone to a Neighborhood Business (B-1) zone, for 0.37 net (0.52 gross) acres, for property located at 834 & 838 W. Maxwell Street and 412 Cross Street; and from a High Density Apartment (R-4) zone to a Neighborhood Business (B-1) zone, for 1.53 net (1.90 gross) acres, for property located at 701-731 Pine Street (odd addresses only) and a portion of 420 Cross Street.

**COMPREHENSIVE PLAN AND PROPOSED USE**

The 2013 Comprehensive Plan's mission statement is to "provide flexible planning guidance to ensure that development of our community's resources and infrastructure preserves our quality of life, and fosters regional planning and economic development." The mission statement notes that this will be accomplished while protecting the environment, promoting successful, accessible neighborhoods, and preserving the unique Bluegrass landscape that has made Lexington-Fayette County the Horse Capital of the World.

The 2013 Plan's Goals and Objectives emphasize the importance of growing successful neighborhoods (Theme A), protecting the environment (Theme B), creating jobs and prosperity (Theme C), improving a desirable community (Theme D) and maintaining a balance between planning for urban uses and safeguarding rural land (Theme E).

The *Newtown Pike Extension Corridor Small Area Plan*, adopted by the Planning Commission in January 2003, recommends Medium Density (MD) residential future land use for the subject properties, which was defined as a range of 5–10 dwelling units per acre. The Plan identifies the upper Davistown area as part of an "evolving neighborhood" where substantial residential stock exists, but larger vacant parcels and underutilized sites also occur. The Plan also makes recommendations to promote historic preservation (pg. 100); rehabilitate existing housing stock, where feasible (pg. 86); for streetscape improvements (pg. 120), encouraging commercial development along key corridors and at major intersections (pg. 76 & 88), enhancing community services and improving access to jobs (pg. 75 & 76).

The petitioner proposes rezoning three parcels near the intersection of West Maxwell and Cross Street, and another eight parcels along Pine Street to a Neighborhood Business (B-1) zone in order to adaptively re-use and construct facilities that will support the existing Alltech Brewery and Distillery located on the adjacent parcels. Such support facilities include a museum, visitor's center, gift shop/retail establishments, business offices, banquet facilities/meeting rooms, a coffee shop and associated-off street parking. The existing Historic District Overlay (H-1) zone on a portion of the subject property will not be modified with this request.

**The Zoning Committee Recommended: Approval.**

**The Staff Recommends: Approval, for the following reason:**

1. A proposed Neighborhood Business (B-1) zone is in agreement with the 2013 Comprehensive Plan, and portions of the *Newtown Pike Corridor Extension Small Area Plan* (adopted as part of the Comprehensive Plan in 2003), for the following reasons:
  - a. The Goals and Objectives of the 2013 Comprehensive Plan recommend identifying opportunities for infill and redevelopment that respects the area's context and historic features (Theme A, Goal #2), supporting and showcasing local assets to further the creation of a variety of jobs (Theme C, Goal #1), and encouraging the development of appropriate attractions and supportive uses that promote and enhance tourism (Theme C, Goal #1e.).
  - b. The petitioner owns and operates a joint brewing and distilling operation in downtown Lexington that currently attracts numerous visitors to the area. The operation offers guided on-site tours and product tastings, and now plans to enhance the visitor experience by offering a combination of support uses, such as a museum, visitor's center, gift shop/retail establishments, business offices, banquet facilities/meeting rooms, a coffee shop and associated-off street parking.
  - c. The proposed business expansion at this location will support and showcase a very unique industry, which has historic connections to the area, which will inevitably create additional jobs and improve access to jobs within the *Newtown Pike Corridor Extension Small Area Plan* boundary.
  - d. The *Newtown Pike Corridor Extension Small Area Plan* acknowledged in 2003 that the Davistown area was part of an "evolving neighborhood;" however, the neighborhood has not evolved as planned for in the SAP. Rather, the immediate area (outside of the local historic district) north of the new roadway corridor has continued to experience decline, especially along Pine Street. The petitioner intends to maintain and promote historic preservation along Cross and West Maxwell Streets by integrating the existing structures, but plans to revitalize the Pine Street area with new construction that complements and is compatible with the immediate area.
2. This recommendation is made subject to the approval and certification of PLN-MJDP-17-00040: Woodward Heights, prior to forwarding a recommendation to the Urban County Council. This certification must be accomplished within two weeks of the Planning Commission's approval.
3. Under the provisions of Article 6-7 of the Zoning Ordinance, the following use restrictions shall apply to the properties via conditional zoning:

\* - Denotes date by which Commission must either approve or disapprove request, unless agreed to a longer time by the applicant.

Prohibited Uses

- a. Drive-through windows.
- b. Automobile service stations; automobile and vehicle refueling stations; and gasoline pumps.
- c. Carnivals, festivals and concerts.
- d. Funeral homes.

These restrictions are appropriate because they will limit inappropriate uses within or nearby a local historic district located near downtown Lexington.

- b. PLN- MJDP-17-00040: WOODWARD HEIGHTS (7/2/17)\* - located at 412 and 420 Cross Street, 834 and 838 W. Maxwell & 701, 707, 711, 715, 721, 725 and 731 Pine Street.

(MLH Civil Engineering)

The Subdivision Committee Recommended: Postponement, There were some questions regarding the lack of tree inventory information, per Article 26 requirements.

Should this plan be approved, the following requirements should be considered:

1. Provided the Urban County Council rezones the property B-1; otherwise, any Commission action of approval is null and void.
2. Urban County Engineer's acceptance of drainage, storm and sanitary sewers, and floodplain information.
3. Urban County Traffic Engineer's approval of parking, circulation, access, and street cross-sections.
4. Urban Forester's approval of tree inventory map.
5. Addition of open space (required & provided) to site statistics.
6. Remove extraneous building details from plan, but compete all building line information on all lots.
7. Denote building heights in feet, per Art. 21-6(a)(8).
8. Remove all ± symbols from building on plan.
9. Addition of tree canopy information on plan, per Article 26 requirements.
10. Denote how building and lot line conflicts will be resolved (at the time of Final Development Plan).
11. Document compliance with Article 21-7(b)(3) prior to plan certification.
12. Addition of topographic elevations and the intervals, on plan.
13. Discuss location proposed on Maloney Alley for "delivery" and vehicle parking.
14. Discuss street terminus & geometry at the intersection of Cross Street and Pine Street.

Staff Zoning Presentation – Ms. Wade presented and summarized the staff report and recommendations for this zone change, which consists of two areas. She displayed several photographs of the subject properties and aerial photographs of the general area. She said that Alltech wants to add support facilities for their brewery. She said that the adjacent residences are located in the Woodward Heights Historic District (H-1) Overlay zone.

Ms. Wade said that the applicant contends that their application is in agreement with the 2013 Comprehensive Plan. She also stated that the subject property is located within the Newtown Pike Corridor Extension Small Area Plan. She said that staff is recommending approval of this zone change with conditional zoning restrictions.

Commission Question – Mr. Owens asked about the support uses facilities; a coffee shop could be a stand-alone facility. Ms. Wade said that the coffee shop will be located on W. Maxwell Drive.

Ms. Wade added that the staff had received a letter of opposition from the Blue Grass Trust for Historic Preservation, which was added to the record.

Development Plan Presentation – Mr. Martin presented the staff report on the Preliminary Development Plan associated with this zone change. Mr. Martin identified the existing structures and parking. He said that at the Subdivision Committee meeting there was a discussion regarding the development of the subject property. He said that there are several modifications that can be made to the plan; several clean up conditions and #11 could be removed.

Mr. Martin said that Maloney Alley will be very necessary to the provision of services and the function of this area. He said that there was concern about the geometry of Cross Street and Pine Street (condition #14). He said the applicant is planning to request a partial closing of Cross Street so that the right-of-way can be consolidated to their property.

Mr. Martin said that condition #11 could be removed and conditions #13 and #14 can be changed to "Resolve".

Commission Question – Mr. Penn asked if the Cross Street changes will be finalized at the time of the Final Development Plan. Mr. Martin replied that it is in the process and it is vital to the subject property.

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\* - Denotes date by which Commission must either approve or disapprove request, unless agreed to a longer time by the applicant.

Petitioner Presentation – Mark Yonts, attorney representing the petitioner. He said the applicant is in agreement with the staff's recommendations. He submitted a revised Development Plan to the Planning Commission that addresses some of the remaining conditions. He said that he received plans for the termination of Cross Street and Pine Street from the Kentucky Transportation Cabinet, which will be addressed on the Final Development Plan.

Mr. Yonts said that the applicant's intention is to develop the subject property as "one environment." One of the issues that Alltech has run into is the rules and regulations of the state Alcohol Beverage Control Board. Alltech can have tours of their facilities, but at some addresses they are prohibited from tastings and purchases of alcohol. They would like to correct the zoning of all of their property to allow the business uses to support their needs. He said then the applicant will consolidate the property into one parcel and partially close Cross Street.

Mr. Yonts said that the applicant agrees with the neighborhood with the exception of the existing housing on West Maxwell Drive. He said that Alltech has renovated these properties in compliance with the area. He said that the exterior of the houses will not be changed and there will not be any variation from the H-1 Overlay zone. He also submitted a letter of support from the Historic Woodward Height Neighborhood Association identifying the uniqueness of the district and the special historic nature of the neighborhood. He said that the Historic Woodward Height Neighborhood Association did have one concern, which is the residential nature of the two houses located on West Maxwell Drive. They proposed those residences remain R-2 zone with a special exception or conditional use permit for the desired uses for Alltech only. Mr. Yonts said the conditional uses under the R-2 zone do not allow the business uses that Alltech needs for their operation.

Mr. Yonts said that the coffee shop was intended as a final destination for the tourists and visitors to purchase beverages.

The following citizens were present in opposition to this application:

Vicky Martin Carter, 732 Pine St., said that she has concerns about this development affecting her neighborhood and asked if she and others will need to "give up" their properties. Mr. Penn said that the zone change is on the other side of the street and will not affect her property at all. She thanked the Commission.

Mark Carter, 732 Pine St., expressed concern about this affecting his property.

Pete Thompson, 700 W. Maxell St., said that he has concerns with the zone's allowable building height restrictions. He said that he is also concerned with the aroma of the distillery. He is also concerned about pedestrian access and the delivery zones of the business, especially along Maloney Alley.

Ms. Wade said that the B-1 zone has a height restriction of 35', which is also the same as the current R-2 zone. She also said that the distillery will not be permitted to expand without another zone change.

Fran Taylor, 722 W. High St., said that she is representing the Historic Woodward Height Neighborhood Association. She said that they are concerned with the neighborhood maintaining its character. She said that they support the zone change with the exception of the two houses located on West Maxwell Street.

Helene Steene, 312 Madison Place, also said that she is representing the Historic Woodward Height Neighborhood Association. She said that she agrees that the historic houses need to remain historic and not be converted into business.

Commission Question – Mr. Berkley asked Ms. Steene if there was a particular use that the neighborhood association would like to restrict. Ms. Taylor said that many residents were approached to sell their homes to Alltech and they are just concerned for their historic neighborhood. Mr. Berkley said that the H-1 Overlay zone protects how the neighborhood can be redeveloped. Ms. Wade said that the H-1 Overlay zone does protect the structure itself, any exterior changes to any building must go before the Division of Historic Preservation or to the Board of Architectural Review for approval.

Jackson Osborne, 415 Marquis, said that he representing the Blue Grass Trust for Historic Preservation. He said that they were also concerned with the properties on West Maxwell Street. He said that they are now opposing this zone change.

Petitioner Rebuttal - Mr. Yonts said that regarding the residences on West Maxwell Street; Alltech had renovated them and wants to maintain the structures as they are, but with a change of use.

Staff Rebuttal – Mr. Martin said that at the time of the Final Development Plan, the entire pedestrian system will be evaluated. Mr. Penn asked if the citizens will be able to review the Final Development Plan. Mr. Martin replied that they would be.

Commission Question – Mr. Owens asked the staff to clarify the H-1 Overlay zone as it relates to these two houses. Ms. Wade said that the applicant is only requesting a change to the underlying zone and not to the H-1 Overlay zone. Mr. Drake asked for verification that the Overlay zone protects the exterior structure. Ms. Wade said that it does protect the exterior. She also said that if any individual properties were to be converted to businesses, they would require parking, which can be difficult to implement in a Historic District.

Mr. Sallee offered a change to one of the conditions of the Development Plan. He said that Mr. Martin offered to delete condition #11 and change conditions #13 and #14 to "Resolve." He suggested a new condition #11: "At the time of the Final Development Plan, provide notice to the Historic Woodward Height Neighborhood Association."

Ms. Mundy said that she understands the neighborhood concerns and said that the Planning Commission can't control what a business does with their purchased properties. She said that the H-1 Overlay zone does protect the neighborhood for the stated concerns.

Mr. Penn said that the zone change is only for those two properties, not the entire block along W. Maxwell Street.

Zoning Action – A motion was made by Mr. Berkley, seconded by Mr. Cravens, and carried 7-0 (Brewer, Plumlee, and Wilson absent) to approve PLN-MAR-17-00017: ABD HOLDINGS, LLC & EARTHMAN, LLC, for the reasons provided by the staff, including the following prohibited uses:

- a. Drive-through windows.
- b. Automobile service stations; automobile and vehicle refueling stations; and gasoline pumps.
- c. Carnivals, festivals and concerts.
- d. Funeral homes.

Development Plan Action – A motion was made by Mr. Berkley, seconded by Mr. Cravens, carried 7-0 (Brewer, Plumlee, and Wilson absent) to approve PLN- MJDP-17-00040: WOODWARD HEIGHTS, for the reasons provided by the staff, with the following changes.

1. Provided the Urban County Council rezones the property B-1; otherwise, any Commission action of approval is null and void.
2. Urban County Engineer's acceptance of drainage, storm and sanitary sewers, and floodplain information.
3. Urban County Traffic Engineer's approval of parking, circulation, access, and street cross-sections.
4. Urban Forester's approval of tree inventory map.
5. Addition of open space (required & provided) to site statistics.
6. Remove extraneous building details from plan, but compete all building line information on all lots.
7. Denote building heights in feet, per Art. 21-6(a)(8).
8. Remove all ± symbols from building on plan.
9. Addition of tree canopy information on plan, per Article 26 requirements.
10. Denote how building and lot line conflicts will be resolved (at the time of Final Development Plan).
11. ~~Document compliance with Article 21-7(b)(3) prior to plan certification~~ At the time of the Final Development Plan, provide notice to the Historic Woodward Height Neighborhood Association.
12. Addition of topographic elevations and the intervals, on plan.
13. ~~Discuss~~ Resolve location proposed on Maloney Alley for "delivery" and vehicle parking.
14. ~~Discuss~~ Resolve street terminus & geometry at the intersection of Cross Street and Pine Street.