



**Berryville Area Development Authority (BADA)**  
**DRAFT MINUTES** – Regular Meeting  
 Wednesday, February 25, 2026 at 1:00PM  
 Berryville-Clarke County Government Center  
 A/B Meeting Room

<b>ATTENDANCE:</b>			
Allen Kitselman (Chair)	✓	John Hudson	✓
George L. Ohrstrom, II (Vice-Chair)	✓ <sup>L</sup>	David Weiss	✓
Harry Lee Arnold, Jr.	✓		

<sup>L</sup> – Arrived late

**Note:** The County seat previously held by Kathy Smart was vacant for this meeting.

A meeting of the Berryville Area Development Authority (BADA) was held on Wednesday, February 25, 2026.

**STAFF PRESENT:** Terry Russell (Community Development Director – Berryville), Brandon Stidham (Director of Planning – County)

**OTHERS PRESENT:**

1. **Call to Order** – By Mr. Stidham at 1:06PM
2. **Approval of Agenda**

The Authority voted 4-0-1 to approve the agenda as presented by Staff.

<b>Motion to approve the agenda as presented by Staff:</b>			
Allen Kitselman	<b>AYE (seconded)</b>	John Hudson	<b>AYE (moved)</b>
George L. Ohrstrom, II	<b>AYE</b>	David Weiss	<b>AYE</b>
Harry Lee Arnold, Jr.	<b>ABSENT</b>		

3. **Election of Officers for 2026**

A. **Chair**

Mr. Stidham opened the floor for nominations for Chair for 2026. Mr. Hudson nominated Mr. Kitselman. There were no further nominations so Mr. Stidham closed the floor to nominations. The Authority voted 3-0-2 to elect Mr. Kitselman as Chair for 2026.

<b>Motion to elect Allen Kitselman as Chair for 2026:</b>			
Allen Kitselman	<b>ABSTAINED</b>	John Hudson	<b>AYE (moved)</b>
George L. Ohrstrom, II	<b>AYE</b>	David Weiss	<b>AYE</b>
Harry Lee Arnold, Jr.	<b>ABSENT</b>		

B. Vice-Chair

Chair Kitselman opened the floor to nominations for Vice-Chair for 2026 and nominated Mr. Ohrstrom. There were no further nominations so Chair Kitselman closed the floor to nominations. The Authority voted 4-0-1 to elect Mr. Ohrstrom as Vice-Chair for 2026

<b>Motion to elect George L. Ohrstrom, II as Vice-Chair for 2026:</b>			
Allen Kitselman	<b>AYE (moved)</b>	John Hudson	<b>AYE</b>
George L. Ohrstrom, II	<b>AYE</b>	David Weiss	<b>AYE</b>
Harry Lee Arnold, Jr.	<b>ABSENT</b>		

Mr. Stidham turned the floor over to Chair Kitselman.

**4. Adoption of 2026 Meeting Dates**

Mr. Stidham reviewed the recommended 2026 meeting dates. The Authority voted 4-0-1 to adopt the 2026 meeting dates as presented by Staff.

<b>Motion to adopt the 2026 meeting dates:</b>			
Allen Kitselman	<b>AYE</b>	John Hudson	<b>AYE</b>
George L. Ohrstrom, II	<b>AYE (seconded)</b>	David Weiss	<b>AYE (moved)</b>
Harry Lee Arnold, Jr.	<b>ABSENT</b>		

**5. Approval of Minutes – December 17, 2025 Meeting**

The Authority voted 4-0-1 to approve the December 17, 2025 minutes as presented by Staff.

<b>Motion to approve the December 17, 2025 minutes as presented by Staff:</b>			
Allen Kitselman	<b>AYE</b>	John Hudson	<b>AYE (seconded)</b>
George L. Ohrstrom, II	<b>AYE</b>	David Weiss	<b>AYE (moved)</b>
Harry Lee Arnold, Jr.	<b>ABSENT</b>		

**6. Resolution of Appreciation – Kathy Smart**

The Authority voted 4-0-1 to adopt the following Resolution of Appreciation for Kathy Smart:

***RESOLUTION OF APPRECIATION – KATHY SMART***

***WHEREAS***, Kathy Smart was first appointed to the Berryville Area Development Authority on March 20, 2012; and

***WHEREAS***, she retired from service on the Authority effective December 17, 2025; and

***WHEREAS***, she previously served on the Clarke County Planning Commission representing the White Post District from 2002 to 2010; and

***WHEREAS**, she will be remembered for her thoughtfulness, preparation, and contributions to this unique body's cooperative planning efforts; and*

***WHEREAS**, in 2015 she provided valuable experience and knowledge of Clarke County planning towards the Authority's successful effort to conduct a cover-to-cover update of the Berryville Area Plan;*

***AND WHEREAS**, Ms. Smart will forever be considered an inspiration to her colleagues and staff for her commitment to her responsibilities as an Authority member.*

***NOW THEREFORE BE IT RESOLVED**, that the Berryville Area Development Authority does publicly acknowledge a job well done, and express appreciation to Kathy Smart for her dedication and untiring efforts to the citizens of Clarke County; and*

***BE IT FURTHER RESOLVED**, that this resolution of gratitude and appreciation shall be entered into the official record of the action of the Berryville Area Development Authority, and that a suitable copy of this action shall be provided to Ms. Smart as a token of the high regard and esteem in which she is held by the Authority.*

*Approved and ordered to be entered upon the public record of the Berryville Area Development Authority this 25th day of February, 2026.*

<b>Motion to approve the Resolution of Appreciation for Kathy Smart:</b>			
Allen Kitselman	<b>AYE</b>	John Hudson	<b>AYE (moved)</b>
George L. Ohrstrom, II	<b>AYE (seconded)</b>	David Weiss	<b>AYE</b>
Harry Lee Arnold, Jr.	<b>ABSENT</b>		

**4. Old Business**

**A. Berryville Area Plan Update**

Mr. Stidham reviewed the updated work plan starting on page 12 of 23. He noted that the timeline for project completion has been moved forward by six months due to meeting cancellations and work on the water and sewer discussions. Regarding the projected public hearing date, Mr. Weiss said that the Authority should not take action the same night because the issues are complex. Chair Kitselman replied that depends on whether there is any public comment at the hearing and Mr. Weiss agreed. Mr. Hudson noted that issues could be raised at the public hearing that could cause us to take a step back. Vice-Chair Ohrstrom asked if we are going to recommend the growth areas in the new Plan or leave it for the next Plan update. Mr. Stidham replied that we will be discussing this today.

Mr. Stidham moved to a discussion of what to do with the potential future growth areas and referenced the updated evaluation document. He said that when we left the discussion a few months earlier, there was agreement to recommend developing the Southern Potential Future Growth Area as a new annexation area if certain conditions are met. He also said that the Hermitage South and Western Potential Future Growth Areas would be moved up in priority and evaluated over the next five years. He added that prior to the water and sewer discussion, the thought was that any residential units planned for these areas would have to come from the unused dwelling units in Annexation Area B. He said as we learned through Mr. Dalton's comments, there should be significant utility capacity to support residential, commercial, and business park

development in all three growth areas. He also said that the Authority will need to discuss how the utilities information impacts possible recommendations on the growth areas and added that the updated evaluation document may help with this discussion.

Vice-Chair Ohrstrom asked about the impact of a bill that is pending before the General Assembly that would require residential uses to be allowed in areas zoned for commercial and industrial uses. Mr. Stidham noted that this and the other pending housing bills do not mention conformance to comprehensive plans and if we were to adopt ordinance changes to comply with the legislation, we could get sued for taking an action that is inconsistent with our comprehensive plans. Chair Kitselman asked if the Dillon Rule applies to this situation. Mr. Stidham replied that the legislation creates a conflict that he does not think the legislators have contemplated. Vice-Chair Ohrstrom said that a comprehensive plan is just a guide and Mr. Stidham replied that your ordinances are required to be consistent with the comprehensive plan. Chair Kitselman said that he can see mixing residential uses with commercial uses but not with industrial uses. Mr. Russell noted that smart growth communities have mixed uses in commercial areas to have people there to use the businesses. He added that he thinks the legislation is to encourage mixed use development. Vice-Chair Ohrstrom says he thinks it is coming from concerns about the lack of housing all over the country. Mr. Stidham said that it is a one size fits all thing that does not fit the rural areas.

Mr. Stidham noted that the most concerning proposed legislation would require localities to increase their housing stock by 7.5% over a five year time frame. He added that this bill creates the same legal conflict by not referencing localities' comprehensive plans. Chair Kitselman asked how you would do this because developers would have to pay for it. Mr. Stidham said that the first thing is to determine what 7.5% of housing stock means. Chair Kitselman asked if this means affordable housing and Mr. Stidham replied that it just references housing stock. Mr. Stidham added that a locality could comply by saying they will increase their stock of mansions by 7.5%. Mr. Russell said he was told by a developer that the state is short by about 300,000 units. He added that he would like to see the causes for the slowdown in housing construction. Mr. Stidham said that he did a preliminary calculation using 7.5% of the total number of existing dwellings in the County and came up with 400-500 dwelling units. He also said that if we have to accommodate this number of new dwellings, we should do it where they can be served with public water and sewer. Chair Kitselman said this is where the County and Town's agreement and relationship saves us all. Mr. Stidham noted that the bill states that after the five year period if a locality has not met the 7.5% threshold, any aggrieved developer can appeal to the locality's board of zoning appeals for relief. He added that there is zero regards for comprehensive plans in these bills. Mr. Russell said he wanted to know if any current proposed housing projects in the town could be considered in the 7.5%. Chair Kitselman said that he wondered whether this would put the open spaces we have tried to protect at risk.

Mr. Stidham began a review of the updated Evaluation of Potential Future Growth Areas document. He noted that the third bullet in Item #1 addresses the utility capacity amounts as they pertain to State agency thresholds for expansion planning. He said for water capacity we should use 80% of the total permitted capacity, and for sewer capacity we should use 95% of the total permitted capacity. He noted that the threshold for sewer is a much thinner margin than water and he would expect expansion studies to begin prior to reaching the 95% threshold. He said the next step is to allocate the excess capacity in predetermined percentages to residential, commercial, and business park uses. He then said that he believes there is consensus to evaluate the Hermitage South Potential Future Growth Area as mixed commercial and residential, adding that percentages will need to be assigned to each use type.

Mr. Stidham said the next step is to calculate the number of new dwelling units that can be served using the excess utility capacity amount and to allocate those dwelling units to the residential growth areas. He added that based on the excess capacity numbers provided by Mr. Dalton, there is a significant amount of dwelling units that we could plan for. He noted that we would not want to assign all of the excess capacity to residential and would need to determine how much to set aside for commercial and business park uses. Chair Kitselman asked for confirmation that a 7.5% increase in housing stock would equate to about 400 dwelling units and Mr. Stidham replied yes. Mr. Russell said this would be way less than if you zoned all of the growth areas to DR-4 zoning. Mr. Stidham noted that you could also consider different residential densities than what we currently have, adding that DR-4 zoning for single-family detached dwellings is the highest density contemplated in the Area Plan. He added that this could include single-family attached and multifamily residential and would have to be planned for in the Area Plan. He also noted that you could maximize the use of the land within a small area such as in the Western Potential Future Growth Area near the schools. Chair Kitselman said this could allow for affordable housing. Mr. Russell said you could also add these housing types to the DR-4 District and allow them to be developed at 4 units to the acre.

Mr. Stidham said that if we wanted to open the discussion of different housing types, we could include this as a recommendation for the potential future growth areas. He also said we could recommend creating a new Town zoning district that would allow for these housing types to be developed subject to different architectural and design standards. He noted that we do not have to figure out all of the details for the purposes of the Area Plan. Mr. Russell said in his experience, the plan document would contain the recommended components for a new zoning district that would later be adopted into the Zoning Ordinance and be designed in a form that developers would want to build. He said you can also amend existing zoning districts to add new requirements.

Mr. Hudson asked if we have access to trend resources from developers. Mr. Stidham replied that this is a good question for both residential and commercial as we need to know what kind of form and scale do we want and that developers will build. Vice-Chair Ohrstrom asked if we need to study issues like this over the next five year period to address with the next update. Mr. Stidham replied yes and said these recommendations will determine what we work on in the next few years. Mr. Russell said that he could get the developer of the Friant property to speak with the Authority on these issues. Mr. Hudson said he would like to hear what the development community thinks. Mr. Weiss noted that there might be a conflict with that developer having a pending application before Town Council and members agreed. Mr. Stidham said he might be able to find someone from Virginia Housing but we need someone on the commercial side to discuss what we can expect with brick-and-mortar development in the future. Mr. Russell said he recently talked with a commercial developer who asked what the Town wants. He said he replied that the Town currently has one of every business type such as one grocery store and one fast food restaurant.

Mr. Weiss asked if you assume a 1.5% growth rate, what does that produce in terms of number of houses. Mr. Stidham replied that it gets you in the same ballpark of around 400-500 dwelling units. He added that he needs to put this calculation on paper so others can review his estimates and verify accuracy. Mr. Hudson asked if this would equate out to 100 dwellings a year. Mr. Stidham replied that this goes to the next question in the Evaluation document about whether to phase development over time based on the utility planning thresholds. Mr. Stidham added that the bigger question is how to deal with phasing to avoid development occurring at one time. He gave the example of recently-developed subdivisions in town that were approved many years ago being constructed at the same time and generated negative public responses. He added that if the economy is booming, you could have everything developed at once. Mr. Russell said that the three potential future growth areas are mostly farms under single ownership who may

only want to sell to a developer that intends to develop the entire property. Regarding the proposed legislation, he added that the intent is probably for localities to allow for the development to occur by amending their ordinances and not to ensure that the dwellings are actually constructed in that timeframe. Mr. Stidham said we are looking at these growth areas under a different lens with the owner of the farm in the Hermitage South area interested in exploring options and the owner of the farm in the Western area interested in phasing development over time. He added that for the Hermitage South area, we could mandate a certain percentage of commercial to be developed before residential can be constructed. He also said we could prioritize residential in the Western area first. He added that we have a lot to think about before putting it on paper for the public's review. Mr. Russell noted that the Western area currently only includes about a third of the Byrd farm and Mr. Stidham added that the Byrd farm connects to the Dorick farm in the Hermitage South area. Mr. Weiss said you need a way to slow the growth from a psychological standpoint for the citizens and from a financial standpoint for the County's infrastructure planning. Mr. Stidham replied that this is how localities get in trouble by not planning for a development boom. Mr. Russell said that as a relative newcomer to the Town, he looks at why the recent residential development has not resulted in expansion of the commercial uses. He said there does not appear to be a demand for commercial uses. Chair Kitselman replied that we have not reached the demographic thresholds to attract new commercial uses. Mr. Weiss added that we have the reputation of not wanting new development. He also added that we have changed this in recent years and businesses are looking to locate here.

Mr. Hudson asked if the Town has ever surveyed its residents about what they want and Chair Kitselman said yes in the past. Mr. Arnold said the surveys produce similar responses such as a bowling alley, movie theater, and clothing store. There was a brief conversation about whether the Martin's grocery store could be expanded to include a pharmacy. Vice-Chair Ohrstrom noted that we need to have a way to put the brakes on development to ensure that it does not go out of control. Chair Kitselman replied that we have the authority over water and sewer capacity for that. Mr. Weiss said that based on the capacity numbers, it sounds like the growth areas can handle development. Mr. Stidham said that the capacity numbers could support way more than 400-500 units if we wanted to go all residential. Chair Kitselman replied that we want to have a mix of uses. Mr. Russell said that he did a rough calculation for what DR-4 zoning would yield in the growth areas and noted that it would produce big numbers but there is no reason why you cannot limit it.

Mr. Weiss said that we need to figure out how to determine what percentage of commercial to set aside. Vice-Chair Ohrstrom said that there are many examples of developers gaining approval of mixed use developments and then coming back ten years to change the commercial areas to residential on the grounds that they could not find any commercial users. Mr. Stidham said we need to get a better grasp on the kind of commercial development that we can attract. He added that maybe we study commercial uses for the Hermitage South growth area in particular. Mr. Arnold says that he hears a lot about space for small businesses like a flooring shop with a storefront of about 5,000-10,000 square feet or a small shopping complex for small businesses. He added that he thinks our niche is small businesses because this is what we have downtown. He noted that there are some people that do not want growth at all or want the grocery store to be expanded before allowing any new residential development. Chair Kitselman added that we need to be careful to ensure that a new commercial area does not take the energy away from downtown. Mr. Russell stated that there also is unused commercial land and noted the area north of the grocery store and the property containing the hardware store as examples.

Mr. Stidham asked what the Authority wants to see at the next meeting to help complete the work on the potential future growth areas. Chair Kitselman said maybe following up on Mr. Hudson's suggestion to

find resources from the development community. Mr. Hudson said it would be good to know what is trending. Vice-Chair Ohrstrom said we need a resource to help with determining the proper mix of residential and commercial uses. Chair Kitselman said we need to get information that is pertinent to our area and scale and not to other areas. Mr. Weiss said that it would also be a good idea for Mr. Arnold and him to speak with their colleagues on the Board and Council to get their thoughts on mixed uses and higher density residential. Mr. Arnold added that we need the tax base and small businesses could do that. Chair Kitselman also noted that it should improve the quality of life. Mr. Weiss said that the downtown area could become more restaurant-focused so the businesses could be spread out more in the future. Chair Kitselman said that he thinks you could have office and medical uses in the area around the grocery store.

Mr. Stidham passed out copies of the Future Land Use table from the current Berryville Area Plan. He said that for the 2015 update, he worked with Ms. Dunkle to clean this table up and added that he would like to streamline the table even more in the current update. He asked the members if they wanted to consider adding more residential units to any of the current sub-areas in Annexation Area B. He added that there is not a lot of land left in Annexation Area B with the Friant property being the last large area for residential uses. He noted the stormwater management area could be redeveloped in the future if the stormwater were ever to be redirected to a new location on the Dorick property. He suggested that this could be something that we stick a pin in and think about at a later date. Mr. Russell said that he has some questions about the table as he learns more about how it works. Vice-Chair Ohrstrom asked if the remaining dwelling unit numbers in the table are accurate. Mr. Stidham replied that they were accurate in 2015 as best as he and Ms. Dunkle were able to reconcile. He added that the numbers were based on calculations that were originally done in the 1990s. Vice-Chair Ohrstrom asked about the unused dwelling units for Berryville Glen. Mr. Stidham replied that the developer could have constructed those units with a DR-4 rezoning but chose to develop by-right under DR-1 zoning and not pay cash proffers. Vice-Chair Ohrstrom asked for confirmation that Berryville Glen is built out and cannot accommodate any additional units and Mr. Stidham replied yes. Mr. Stidham also noted that these unused dwelling units are available for use in other areas per the Plan's guidance.

Mr. Stidham said for the next meeting they will try to find someone to speak on residential and/or commercial development and asked the members to pass on any suggestions if they have them. Chair Kitselman said that Mr. Arnold and Mr. Weiss will talk to their colleagues about what the Authority has discussed.

#### **5. New Business ~ None Scheduled**

#### **6. Other Business**

Mr. Hudson asked if there have been any official plans to prohibit data centers. Mr. Stidham replied that the County already prohibits data centers by not having the use in the County Zoning Ordinance. Mr. Hudson added that he is trying to understand why they are such large consumers of electricity. Mr. Stidham noted that the solar power plant in Double Tollgate produces enough electricity to power one data center. Chair Kitselman and Vice-Chair Ohrstrom added that it might not be able to power one data center.

#### **7. Adjourn**

The Authority voted unanimously to adjourn the meeting at 2:06PM.

<b>Motion to adjourn the meeting:</b>			
Allen Kitselman	<b>AYE</b>	John Hudson	<b>AYE</b>
George L. Ohrstrom, II	<b>AYE (moved)</b>	David Weiss	<b>AYE (seconded)</b>
Harry Lee Arnold, Jr.	<b>ABSENT</b>		

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 Allen Kitselman, Chair

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 Brandon Stidham, Clerk