Clement St Adaptive Reuse Project - Apartment Building
138 Clement St.
Watauga County PIN:
2910-15-2928-000, 2910-15-2953-000

Project Narrative

The property at 138 Clement St. is currently zoned B3 General Business. We are requesting a Conditional District (CD) Zoning Map Amendment to R3 Multifamily Residential (Use 1.11 Multi-Family Dwelling (up to 30 bedrooms)) to facilitate the adaptive reuse and vertical expansion of the existing building to provide twelve residential apartments. The proposal will convert the existing interior into four apartments and add two additional floors, each containing four apartments.

A key benefit of the project is the adaptive reuse of an existing structure rather than the demolition and complete redevelopment of the site, thus creating additional housing while minimizing site disturbance and construction impacts.

By making productive use of an existing developed property and its supporting infrastructure, the proposal represents a practical and efficient form of infill development. Overall, the project will increase housing opportunities while preserving and improving an existing structure and minimizing the physical impact of redevelopment on the site. Site plans and additional supporting materials are included with the application.

Pre-Application Meeting

Pursuant to UDO Subsection 9.09.02(A), the required pre-application meeting was held on June 1, 2026 with Brooke Butler, Rhett Butler, and Brandon Wise, Deputy Director of Planning and Inspections.

Neighborhood Meeting

Please see below for information on the neighborhood meeting required pursuant to UDO Subsection 9.09.02(B).

Meeting Information:	
Date & Time:	Monday, June 29, 2026 at 5:30pm
Location:	Council Chambers, 1500 Blowing Rock Road
Mailed Notice:	
Date Mailed:	June 2, 2026
Notice Info:	Notice and Address List attached
Meeting Details:	
Applicant:	Clement Street Apartments, LLC

Representatives: Brooke Butler & Rhett Butler

Minutes: Attached below.

Proposed Uses

Use 1.11 Multi-Family Dwelling (up to 30 bedrooms)

Requested Deviations

1. **UDO Subsection 15.03.03(B) Carport/Garages**

We are requesting a deviation from this standard. While no carports or garages are proposed, the development will provide at least one off-street parking space per bedroom, along with additional spaces for visitors.

This approach provides suitable parking to meet resident and guest demand without relying on on-street parking or impacting adjacent properties. The deviation is limited to type of parking and does not reduce overall parking supply. It also allows the site to be utilized more efficiently while maintaining safe and adequate vehicular access and circulation.

Given the proposed parking capacity and site-specific conditions, we believe the deviation is reasonable and will not result in adverse parking or neighborhood impacts.

2. **UDO Subsection 15.03.05(A) Common Area Access Bathrooms**

We are requesting a deviation from this standard in four of the six planned two-bedroom apartments. The two ground floor two-bedroom/one-bathroom apartments will fully comply with the standard. The requested deviation applies only to the four upper floor two-bedroom/two-bathroom apartments, which do not provide common access to a bathroom. The deviation would allow for a more efficient and functional layout of the upper-floor units. By eliminating the requirement for a bathroom to have common access from the living area, the available floor area can be allocated more effectively to the primary living spaces. This allows the units to provide larger and more functional bedrooms, increased closet/storage space, and generously sized bathrooms resulting in a higher-quality and more livable residential layout.

The proposed configuration also allows for two bathrooms in each of the upper floor two-bedroom units, with the bathrooms serving the bedrooms directly. This arrangement enhances privacy and convenience for residents while providing adequate bathroom capacity for occupants and guests.

We recognize that the intent of the standard is to provide convenient bathroom access from common areas and to avoid requiring guests to enter a private bedroom to use a bathroom. However, in this case, strict application of the standard would require additional circulation and/or reallocation of floor area that would reduce the size and functionality of the

bedrooms, closets, and bathrooms. The requested deviation allows the available area to be used more efficiently within the confines of an adaptive reuse project while still providing two bathrooms per unit and maintaining a high level of functionality and privacy.
Through countless revisions of the floor plan, while working within the confines of the existing building, we have not been able to determine how to provide common area access to one of the bathrooms while maintaining the upper-floor units as two-bedroom/two-bathroom apartments. The structural walls, existing building footprint, and stair and circulation locations fixed by the existing structure leave no practical location for a hallway-accessed bathroom without eliminating the second bathroom and substantially reducing a bedroom. The deviation therefore reflects a genuine constraint of the adaptive reuse rather than a design preference, and it allows the project to reuse the existing building, consistent with the Comprehensive Plan's priority for infill and redevelopment within the town's current corporate limits.

The deviation is also limited in scope; four of the six planned two-bedroom apartments are affected, while the two ground-floor units will remain fully compliant with the standard. We believe this represents a reasonable balance between the intent of the standard and the need to provide well-proportioned and desirable residential units.

3. UDO Subsection 15.03.05(B) Primary Suite Square Footage

We are requesting a deviation from this standard to allow for a more balanced and functional two-bedroom apartment layout. Rather than creating a significantly larger primary bedroom, we propose two similarly sized bedrooms—approximately 108 square feet on the ground floor and 125–130 square feet on the upper floors.

This configuration is intended to provide greater flexibility and functionality for residents while making more equitable and efficient use of the available floor area. We recognize that the standard may be intended to establish a clear distinction between the primary and secondary bedrooms; however, in this case, the relatively similar bedroom sizes allow for a more balanced apartment layout without compromising the overall livability or functionality of the unit. The proposed configuration also allows us to maximize the functionality of the remaining living spaces within the constraints of the adaptive reuse project. Where possible, we intend to honor the spirit of the standard by differentiating the primary bedroom in the four upper-floor two-bedroom units through the inclusion of a dedicated walk-in closet. This provides additional storage and functionality for the primary bedroom while preserving the size and usability of the secondary bedroom.
Both bedrooms in each unit will meet the square footage required for a primary bedroom. The alternative of making one bedroom at least 25% smaller by square footage than the primary bedroom would not add any livable space to the unit; it would only diminish the functionality second bedroom. Keeping both bedrooms at full size supports the Comprehensive Plan's goals of providing a diversity of housing types for a diversity of households and achieving well-designed residential housing density.

We intend this approach to meet the intent of the standard while providing a well-balanced and livable two-bedroom apartment.

4. **UDO Subsection 15.03.03(C) Livability Ratio**

We are requesting a deviation from this standard and flexibility around a proposed adaptive reuse project. To increase livability space where possible, we will be adding balconies to the front of each 2nd and 3rd story apartment as well as a covered entryway to first floor apartments.

While the project will provide less greenspace than the standard requires, we are seeking to use the available site area in a manner that provides meaningful benefits to residents. Where feasible, we will increase livability space through the addition of balconies to the front of each second- and third-story apartment, as well as covered entryways for the first-floor apartments. These features will provide residents with additional usable outdoor and semi-outdoor space, opportunities for fresh air and natural light, and improved functionality and comfort within the existing building footprint.

5. **UDO Subsection 31.05.01(D) Buffer Vegetation**

We are requesting a deviation from the required buffer vegetation standard along approximately 75% of the northeastern property boundary due to limited space created by the existing driveway configuration. This request is based on existing site constraints that make full compliance impractical without adversely affecting safe and functional access to the property.

The standard for buffer vegetation is met along the southeastern and southwestern boundaries, as well as approximately 25% of the northeastern boundary. There is insufficient space to install the required buffer vegetation along the remaining northeastern boundary without obstructing or restricting the driveway exit, which could impact safe and functional access to the property. The requested deviation is limited to the area where full compliance is not feasible due to these existing site constraints, while the required buffering is maintained wherever adequate space is available. We have planned for the retention of all trees and buffer vegetation currently in place and for the clean-up and landscaping of the far East corner of the property.

6. **UDO Subsection 31.05.02 Street Yards**

We are requesting a deviation from the standard, pursuant to UDO Subsection 31.05.02(G), due to the unique site constraints created by the location of the entry and exit driveways and the associated sight triangle requirements. Given the configuration of the site, there is not sufficient space to provide the required tree plantings outside of the sight triangle while also maintaining safe and functional access to the property. Additionally, the existing frontage consists of impervious surfaces to the property line.

Even though a large portion of the property line facing Clement Street serves as points of ingress and egress, a sidewalk with a roll curb can be poured where required. A roll curb will allow vehicles to continue to enter and exit the site while establishing a visually defined pedestrian travel way along the Clement Street frontage, consistent with the UDO's sidewalk requirement for new multi-family development and the Comprehensive Plan's direction to add sidewalks and pedestrian safety facilities where feasible.

Mitigation

The proposed rezoning from B3 (General Business) to R3 (Residential) is intended to facilitate the adaptive reuse of an existing structure for residential purposes. The proposed use is expected to be substantially more compatible with the surrounding residential character of the area than many of the commercial uses currently permitted under the B3 zoning designation.

Traffic and Noise: The proposed residential use is anticipated to generate less traffic, noise, and overall activity than a number of uses permitted under the existing B3 zoning. It is also expected to have a lower impact than the last known commercial use on the property, which was a pool hall. Residential occupancy typically generates more consistent and less intensive activity than a commercial entertainment use, particularly with regard to evening traffic, customer turnover, deliveries, and amplified or congregational noise. As a result, the rezoning is not expected to create a greater traffic or noise burden on surrounding properties and may provide an overall reduction in these impacts.

Lighting: The property will have shielded exterior lights to provide adequate lighting for the parking area and tenants. Lighting for the parking area, walkways, bicycle parking, and building entrances will use full cut-off, shielded fixtures directed downward and positioned to illuminate only necessary areas, avoiding unnecessary glare or light trespass onto neighboring residences, consistent with UDO Article 27. This also responds directly to the light pollution question raised at the neighborhood meeting.

Stormwater: The project will not increase the property's impervious surfaces beyond those existing prior to construction, because the vertical expansion occurs within the existing building footprint. To mitigate effects of roofline runoff, rain barrels can be placed at gutter downspouts to capture runoff and reduce the flow of stormwater from the gutters. This water-harvesting approach is consistent with the Comprehensive Plan's support for low impact development and green stormwater management.

Building Design and Materials: The building will consist of at least 25% brick and stone, consistent with the minimum exterior material standard in UDO Subsection 25.06.04. Where non-stone and non-brick materials are used, the siding will be Hardie board (fiber cement), and siding colors will not be white or black. Preferred colors have been noted in submitted renderings. Please not that these renderings are not meant to be perfectly representational of the building or parking as it fits in the space. The elevation drawings will show a gable roof; a pitched roof is permitted for multi-family buildings under UDO Subsection 15.03.04(B), and the roof materials will be selected from the acceptable roof materials in UDO

Subsection 25.06.04(D). These choices support the Comprehensive Plan's direction that infill development use high quality design and materials and enhance, rather than detract from, the town's building character.

Solid Waste Screening: Trash receptacles will be placed in an area with proper shielding from road view. We have worked with waste services to determine the placement that best balances serviceability with removal from road view, and the enclosure will be screened in accordance with UDO Subsections 22.13.01 and 31.05.05 and finished to be architecturally compatible with the building.

Bicycle Parking: The property will have a bike rack as shown on the existing site map, meeting the bicycle parking standards of UDO Section 24.09. Providing bicycle parking supports the Comprehensive Plan's goal of encouraging mobility choice through walking and biking and reducing auto-dependency.

Adaptive Reuse and Environmental Impact: A primary objective of the proposal is to achieve the project through adaptive reuse of the existing structure rather than new construction. Reusing the existing building allows the property to be returned to productive residential use while minimizing the environmental impacts associated with demolition, construction waste, new building materials, and the development of previously undeveloped land. This approach preserves existing resources and infrastructure and supports a more sustainable form of development.

Neighborhood Compatibility: The proposed R3 zoning is intended to support a residential use that is more consistent with the surrounding neighborhood than the property's current commercial zoning designation. Rather than introducing a more intensive commercial activity, the proposal would transition the property to a residential use while retaining and improving an existing structure. The project can therefore provide a reasonable and compatible use of the property while reducing potential impacts associated with commercial activity.

Consistency with the Comprehensive Plan: The project advances several goals of Boone Next. It provides infill housing on land within the current corporate limits, which the plan identifies as a priority for infill and redevelopment while creating a transition property between mixed-use and residential areas; it reuses an existing structure, consistent with the plan's support for green building practices and recycled resources; it adds sidewalk and bicycle facilities that support walking and biking; and it uses quality materials and design so that infill enhances the town's character.

Overall, the requested rezoning represents a reduction in potential intensity of use, promotes the adaptive reuse of an existing structure, and provides an opportunity to return the property to a productive residential use with comparatively limited impacts on surrounding properties. The proposal is intended to be a responsible, sustainable, and neighborhood-compatible redevelopment of an already developed site.

Conditions

The applicant proposes the following conditions:

1. A sidewalk with a roll curb will be installed along the Clement Street frontage where required.

2. Rain barrels will be placed at gutter downspouts, and impervious surface area will not be increased beyond pre-construction conditions.

3. The building will have a gable roof, as shown on the elevation drawings.

4. Trash receptacles will be located in an enclosure screened from road view, with placement coordinated with waste services.

5. The building exterior will consist of at least 25% brick and stone.

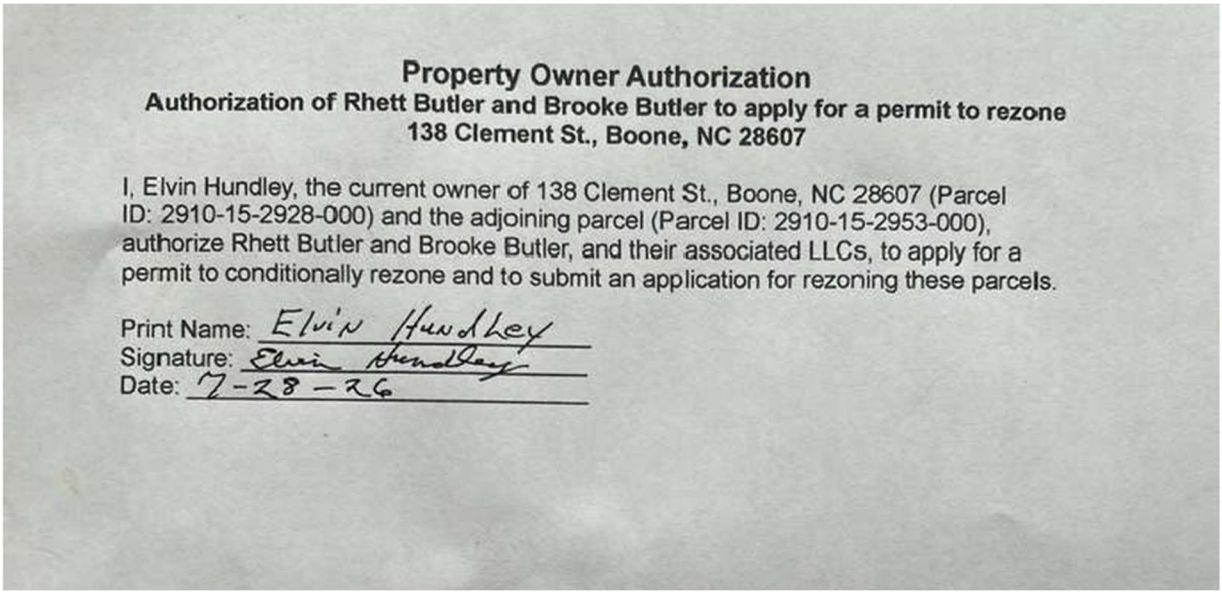
6. A bike rack will be provided as shown on the site map.

7. Where non-brick and non-stone materials are used, siding will be Hardie board (fiber cement) in colors other than white or black.

8. All exterior lighting will use shielded, full cut-off fixtures providing adequate lighting for tenants.

Current Property Owner Authorization

Authorization from current owner, Elvin Hundley, for Rhett Butler & Brooke Butler to apply for rezoning of 138 Clement St.



Property Owner Authorization

Authorization of Rhett Butler and Brooke Butler to apply for a permit to rezone 138 Clement St., Boone, NC 28607

I, Elvin Hundley, the current owner of 138 Clement St., Boone, NC 28607 (Parcel ID: 2910-15-2928-000) and the adjoining parcel (Parcel ID: 2910-15-2953-000), authorize Rhett Butler and Brooke Butler, and their associated LLCs, to apply for a permit to conditionally rezone and to submit an application for rezoning these parcels.

Print Name: Elvin Hundley
Signature: Elvin Hundley
Date: 7-28-26

Affidavit

See next page.

STATE OF NORTH CAROLINA
COUNTY OF WATAUGA
AFFIDAVIT OF ACCEPTANCE OF CONDITIONS
CONDITIONAL DISTRICT ZONING MAP AMENDMENT #A26-0521

The Affiants, having been first duly sworn now depose and say:

1. My name is Rhett Butler. I am over eighteen years of age. I am competent to make this Affidavit and I have personal knowledge of the facts stated herein, and such facts are true and correct.

2. I am duly authorized to execute and deliver this affidavit and otherwise act on behalf of the Clement St. LLC in connection with its above-referenced rezoning application (the Application") to the Town of Boone (the "Town") for the property located on 138 Clement St., Boone, Watauga County PIN: 2910-15-2928-000 and 2910-15-2953-000 (the Property").

3. This affidavit is submitted pursuant to Town of Boone Unified Development Ordinance Subsection 9.09.02(C), for the purpose of the Applicant acknowledging the following:

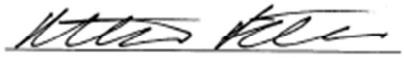
    a. All zoning conditions are voluntarily proposed based solely on the applicant's independent judgment; and

    b. The applicant is not relying on any statements from Town staff, Council, or Planning Commission members regarding zoning conditions; and

    c. Other interested parties in the rezoning process may rely on the validity of the proposed development proposal including any agreed upon conditions; and

    d. All future property owners will be bound by the proposed development approval, including any agreed upon conditions and any commitments or representations made by the applicant.

Further Affiant sayeth not, this the 11th day of August, 2026.



Rhett Butler

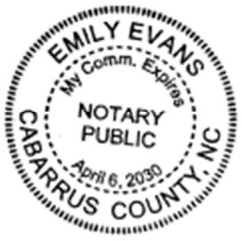
STATE OF NORTH CAROLINA
MECKLENBURG COUNTY

I certify that Rhett Butler personally came before me this day and acknowledged that s/he is representative of Clement St. LLC, and that by authority duly given and as the act of such entity, s/he signed the foregoing instrument in its name on its behalf as its act and deed.

Witness my hand and Notarial stamp or seal this 11th day of August, 2026.

Emily Evans
Notary Public

(Official Stamp or Seal)



Emily Evans
Printed Name of Notary Public

My Commission Expires: April 6, 2030

STATE OF NORTH CAROLINA
COUNTY OF WATAUGA
AFFIDAVIT OF ACCEPTANCE OF CONDITIONS
CONDITIONAL DISTRICT ZONING MAP AMENDMENT #A26-0521

The Affiants, having been first duly sworn now depose and say:

1. My name is Brooke Butler. I am over eighteen years of age. I am competent to make this Affidavit and I have personal knowledge of the facts stated herein, and such facts are true and correct.

2. I am duly authorized to execute and deliver this affidavit and otherwise act on behalf of the Clement St. LLC in connection with its above-referenced rezoning application (the Application") to the Town of Boone (the "Town") for the property located on 138 Clement St., Boone, Watauga County PIN: 2910-15-2928-000 and 2910-15-2953-000 (the Property").

3. This affidavit is submitted pursuant to Town of Boone Unified Development Ordinance Subsection 9.09.02(C), for the purpose of the Applicant acknowledging the following:

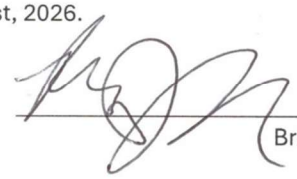
    a. All zoning conditions are voluntarily proposed based solely on the applicant's independent judgment; and

    b. The applicant is not relying on any statements from Town staff, Council, or Planning Commission members regarding zoning conditions; and

    c. Other interested parties in the rezoning process may rely on the validity of the proposed development proposal including any agreed upon conditions; and

    d. All future property owners will be bound by the proposed development approval, including any agreed upon conditions and any commitments or representations made by the applicant.

Further Affiant sayeth not, this the 11th day of August, 2026.



Brooke Butler

STATE OF NORTH CAROLINA
COUNTY OF ~~WATAUGA~~ Mecklenburg

I certify that Brooke Butler personally came before me this day and acknowledged that s/he is representative of Clement St. LLC, and that by authority duly given and as the act of such entity, s/he signed the foregoing instrument in its name on its behalf as its act and deed.

Witness my hand and Notarial stamp or seal this 11th day of August, 2026.

Notary Public

(Official Stamp or Seal)

Ashley L McCloud
Notary Public
Mecklenburg County, North Carolina
My Commission Expires September 23, 2029

Ashley L. McCloud
Printed Name of Notary Public

My Commission Expires: 09/23/2029

138 Clement St. Rezoning - Neighborhood Meeting

Date: 6/29/2026
Location: Council Chambers, 1500 Blowing Rock Rd.
Hosted by: Brooke Butler & Rhett Butler

Attendees:
Joni Horine
Anne Wilson
Rachel Muller
Richard Muller
Lam Khan Kual
Tih Tih Kual
Bonnie Berkowicz
Michael Berkowicz
Brad Bodin
Allison Bodin
Kathie Senft
Karen Yates

Questions Asked:
- How many planned units and bedrooms?
- How tall will it be?
- Could we build what we want now without rezoning?
- Will there be a lot of light pollution?
- Will it cause traffic?
- Will we manage it?
- Do we already own the land?
- What is the planning schedule/ is it a done deal?

Promises:
- Building will not be 4 stories (max. 3).

Major Concerns:
- The majority of the meeting was spent discussing several houses in the neighborhood on Oak St. that seem to exceed the occupancy limits, have large parties, and cause neighborhood disturbances.