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BABCOCK RANCH COMMUNITY

**MASTER DEVELOPMENT
OF
REGIONAL IMPACT**

MASTER DRI DEVELOPMENT ORDER

**BOARD OF COUNTY COMMISSIONERS
CHARLOTTE COUNTY, FLORIDA**

AMENDED July 27, 2021

MIN

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RESOLUTION NO. 20201- 108

AN AMENDMENT AND RECODIFICATION OF THE MASTER DEVELOPMENT ORDER OF THE BOARD OF COUNTY COMMISSIONERS OF CHARLOTTE COUNTY, FLORIDA FOR THE BABCOCK RANCH COMMUNITY (CHARLOTTE COUNTY), A MASTER DEVELOPMENT OF REGIONAL IMPACT.

WHEREAS, on February 23, 2007, Babcock Property Holdings, LLC ("Developer"), by and through its authorized agent, WilsonMiller, Inc. (now known as Stantec Consulting Services Inc.), in accordance with Subsections 380.06(6) and (21), Florida Statutes (F.S.), filed an Application for Master Development Approval ("AMDA") of a Development of Regional Impact (DRI) known as the Babcock Ranch Community (hereinafter "BRC") with Charlotte County, Florida ("County") and the Southwest Florida Regional Planning Council ("SWFRPC"); and

WHEREAS, Developer, County, and the SWFRPC entered into a Master DRI Agreement on March 13, 2007 (fully executed March 16, 2007), as required by Section 380.06(21)(b), F.S. Florida Statutes ("AMDA Agreement"); and

WHEREAS, the Babcock Ranch Community Independent Special District ("District") was established by the 2007 Session of the Florida Legislature to design, finance, construct, operate, and maintain various infrastructure elements within BRC; and

WHEREAS, on December 13, 2007, the Board of County Commissioners of Charlotte County, Florida ("Board") approved and adopted the Babcock Ranch Community Master Development of Regional Impact Master DRI Development Order ("MDO") under Resolution 2007-196; and

WHEREAS, the MDO was amended on June 17, 2008 under Resolution 2008-063 thereby giving the MDO an effective date of September 1, 2008; and subsequently amended on December 15, 2009 by Resolution 2009-283; on December 13, 2011 by

July 25, 2017

Resolution 2011-485; on April 24, 2012 by Resolution 2012-024; on June 11, 2013 by Resolution 2013-033; on January 28, 2014 by Resolution 2014-047; and on March 22, 2016 by Resolution 2016-034; on July 25, 2017 by Resolution 2017-187; and on June 12, 2018 by Resolution 2018-077; and

WHEREAS, the Developer has timely notified the County of the extension of the phase, expiration and buildout dates for the MDO, as well as the associated mitigation requirements, under Section 73, Chapter 2011-139 Laws of Florida, and in accordance with Section 252.363, F.S., ~~Florida Statutes~~, so that all phase, expiration and buildout dates, as well as associated mitigation dates contained within the MDO were cumulatively extended as hereinafter provided; and

WHEREAS, the Developer has filed an Application Notice of Proposed Change (NOPC) to amend the MDO; and

WHEREAS, the parties expressly acknowledge that recent amendments to the Florida Impact Fee Act, Section 163.31801 F.S., passed by the Florida State Legislature under House Bill 337 and signed into law on June 4, 2021, conflict with provisions within the MDO relating to impact fee reimbursements for dedication of sites for parks, libraries, fire/rescue/law enforcement and other facilities, as well as other agreements of record such as the Impact Fee Credit and Reimbursement Agreement for Babcock Ranch Community dated November 12, 2008 (County AGR 2008-054); and

WHEREAS, the parties have intentionally left unchanged those sections within the MDO related to impact fee reimbursements for sites and agree, prior to any conveyance of a site to be dedicated for library, fire/rescue/law enforcement, extension services, or public facilities described in Exhibit "D," to negotiate and, unless otherwise agreed to by

July 25, 2017

the Parties, within six months but no later than one year of date of recording of the amended MDO, execute any necessary amendments to the MDO or other agreements of record relating to impact fee credits provided by Section 163.31801 F.S.; and

WHEREAS, the Charlotte County Planning and Zoning Board has reviewed and considered the report and recommendations of the SWFRPC and held a public hearing to consider the amendments to the MDO on ~~June 12, 2017~~ July 12, 2021; and

WHEREAS, on July ~~27~~⁵, 20~~14~~¹⁷, the Board, at a public hearing in accordance with Section 380.06, F.S. ~~Florida Statutes~~, considered the application for amendment to the MDO submitted by Developer, the report and recommendations of the SWFRPC, the documentary and oral evidence presented at the hearing before the Board, the report and recommendations of the Charlotte County Planning and Zoning Board, and the recommendations of County staff.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF CHARLOTTE COUNTY, FLORIDA THAT:

RECITALS

The recitals set forth above are true and correct and are incorporated herein and made a part hereof and the MDO is amended to provide as follows.

FINDINGS OF FACT AND CONCLUSIONS OF LAW

1. The real property constituting the BRC in Charlotte County consists of approximately 13,630 ~~acres, and~~ acres and is legally described as set forth in Exhibit "A" attached hereto and made a part hereof ("Property" or "Community").
2. The AMDA is consistent with Subsections 380.06(6) and (21), F.S. ~~Florida Statutes~~.

3. The Developer submitted to the County an AMDA in February, 2007 and responses to sufficiency questions in June, 2007 and in July, 2007. The representations and commitments of Developer which are made conditions of this development order are identified and set forth in the relevant provisions of this development order (“Representations and Commitments as Conditions”).

4. According to Map #64, Landfalling Storm Surge Zones, included in the Supporting Policy and Analysis Map Series (SPAM) of the Charlotte 2050 Comprehensive Plan, portions of BRC are located within the Category 4/5 Storm Surge Zone, and the balance of the BRC is located outside of any listed storm surge zone.

5. The Developer proposes to develop BRC in accordance with the Babcock Master Concept Plan (Map “H”) attached hereto as Exhibit “B” attached hereto and made a part hereof. Map “H” will be further revised as part of each Incremental development order. The development program authorized by this development order is as follows (“Development Program” or “Project”):

- (i) 17,870 residential dwelling units (recreational vehicle park uses shall count as dwelling units on a one vehicle rental or owner equals one dwelling unit),
- (ii) RV Parks, per the Land Use Equivalency Matrix;
- ~~(ii)~~(iii) 1,400,000 square feet of retail,
- ~~(iii)~~(iv) 3,500,000 square feet of office (general office; medical office; and civic),
- ~~(iv)~~(v) 600 hotel rooms (assumes 360,000 square feet of building),
- ~~(v)~~(vi) 650,000 square feet of industrial,
- ~~(vi)~~(vii) 177 hospital beds,
- ~~(vii)~~(viii) 418 units of assisted living facilities,

~~(viii)~~(ix) _____ 54 golf holes,

~~(ix)~~(x) Ancillary facilities such as the educational service center, schools, and university research facilities as identified in Exhibit "B", attached hereto, libraries, places of worship, regional and community park sites, clubhouses and similar neighborhood amenities, and the necessary utility infrastructure including, but not limited to, water, wastewater and reuse water systems, electric, telephone and cable systems will not be attributed to other development components set forth above, and will not count towards the maximum thresholds of development as established in the Development Order and the BROD policies of the Charlotte 2050 Comprehensive Plan.

~~(x)~~(xi) All other ancillary facilities, together with the development components set forth above (excluding ix) shall not exceed the maximum thresholds established in the Development Order and the BROD policies of the Charlotte 2050 Comprehensive Plan.

~~(xi)~~(xii) Temporary housing for construction workers and their families will not count against the residential dwelling units allowed by subsection (i) above.

~~(xii)~~(xiii) _____ The total development within the BROD shall not exceed 17,870 dwelling units and 6,000,000 square feet of non-residential uses, not including the educational service center, schools, and university research facilities, libraries, places of worship, regional and community park sites, clubhouses and similar neighborhood amenities, which square footage will be additional.

6. The development is not in an area designated as an Area of Critical State Concern pursuant to the Provisions of Section 380.05, F.S. Florida Statutes, as amended.
7. The development of BRC is consistent with the current land development regulations and the Comprehensive Plan of County, as amended, adopted pursuant to Chapter 163, Part II, F.S. Florida Statutes.
8. The BRC development is consistent with the State Comprehensive Plan.
9. BRC is expected to be developed in increments pursuant to applications for incremental development approval ("AIDA's"). The DRI questions which must be addressed by those applications and the scopes of review of those applications are set forth in the pertinent provisions of this development order and are repeated in Exhibit "C" attached hereto and made a part hereof.

CONDITIONS

1. **APPLICATIONS FOR INCREMENTAL DEVELOPMENT APPROVAL.**

AIDA's shall be required to address only those application questions identified for increments or to provide the documentation described in Exhibit "C" attached hereto and made a part hereof.

2. **GROSS RESIDENTIAL DENSITY CONDITION AND DEVELOPMENT PROGRAM.**

A. **Representations and Commitments as Conditions.**

The gross residential density for the 13,630.6 acres is anticipated to be approximately 1.31 dwelling units per acre. The net density of the development areas is anticipated to be approximately 4.05 dwelling units per acre. The calculation for net density is based on the area of the development pods. The net densities within the development pods will increase consistent with the planning approach to cluster

development. At ~~buildout, densities~~buildout, densities will be permitted up to 16 units per acre in Villages and Hamlets, and up to 24 units per acre in the Town Center.

B. Other Conditions.

The Development Program is approved and may be adjusted by Developer in accordance with an equivalency matrix to be adopted in an Incremental development order.

C. Incremental Review.

(1) The BROD Summary Phasing Plan is subject to adjustment through the DRI, State and Federal permitting processes. Incremental Development Orders shall establish the phasing of development within an increment by determining the amount of residential and non-residential development within the ~~Town Center, each Village, and each Hamlet~~Mixed Use/Residential/Commercial (MURC) development areas.

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3. **AFFORDABLE HOUSING**

A. **Representations and Commitments as Conditions.**

(1) Provide a diversity of housing types to enable citizens from a wide range of economic levels and age groups to live within the BRC. This would include the provision of affordable/workforce housing at a level of ten percent (10%) of the total number of residential housing units built within the BRC. Affordable housing is defined where monthly rents or mortgage payments for housing, including taxes, insurance and utilities do not exceed thirty (30%) percent of the gross annual income of the development's very low, low, and moderate income households as defined in Rule 73-C40.048(e), F.A.C. Workforce housing is defined as housing affordable to natural persons or families whose total annual household income does not exceed 140 percent of the area median income, adjusted for household size.

~~(1) in Chapter 420.5095(3)(a), F.S.~~

(2) The County recognizes that adequate housing should be provided only when a demonstrated need for housing among various income groups is clearly identified that can be directly attributed to the development and buildout of the BRC.

(3) A "Determination of Adequate Need" for housing in the BRC shall be assessed through the completion of a reliable affordable housing market analysis which evaluates the housing demand within the BRC and researches the available adequate housing supply reasonably

accessible to the BRC, which is defined as a ~~40-mile~~10-mile radius or ~~20-minute~~20-minute drive during peak hour, whichever is less, from the BRC, but may be adjusted with the agreement of ~~DEO~~ and the County.

- (4) The Developer commits to undertaking the "Determination of Adequate Housing Need" analysis to assess the demand, supply, and need for affordable rentals and homes based on a market housing analysis at a point in time when the BRC has reached a significant non-residential buildout stage. That threshold is defined as the time when building permits have been issued for the 1.5 millionth square foot of non-residential construction.
- (5) The Developer would be required to initiate the first housing needs analysis within 6 months from the time that the analysis is triggered.
- (6) The housing needs analysis would evaluate the housing demand of the BRC employee households at very low, low, and moderate household income levels, and at the option of the Developer, could evaluate the housing demand for workforce income levels, the available supply of housing that is reasonably accessible for the very low, low, and moderate household income levels and determine if there is a significant need for housing for these defined income levels. ~~At the option of the Developer, the analysis could evaluate the available housing supply for workforce income levels that is reasonably accessible to the BRC.~~

- (7) The Developer, SWFRPC, DEO, and the County must agree upon the methodology utilized to conduct the Determination of Adequate Housing Need analysis. The methodology may utilize a private affordable housing market study appraiser approved by the Florida Housing Finance Corporation. The market area assessed would conform to ECFRPC model, or another methodology as ~~approved~~ agreed upon by Developer, the review agencies SWFRPC and the County, which examines whether or not there is a significant housing demand for the very low, low, and moderate income groups and whether there is available adequate housing that is reasonably accessible to the BRC. At the option of the Developer, the analysis could evaluate the available housing demand and supply for workforce income levels that is reasonably accessible to the BRC.
- (8) If the Determination of Adequate Housing Need analysis documents that there is a significant impact, defined as evidence that the BRC's cumulative adequate housing need for the very low, low, and moderate ~~household income~~ household income levels, at the time of the analysis, is projected to exceed five (5%) percent of the County's residential threshold calculation, or 50 units, ~~whichever is larger,~~ then larger, then the Developer shall be required to submit an Notice of Proposed Change amendment ~~to~~ the MDO to incorporate the findings of the analysis and the agreed upon mitigation.

- (9) The Developer may choose to mitigate any significant impact identified by the analysis through a variety of options including, but not limited to: 1) incentivizing or building adequate housing onsite, or reasonably accessible to the site; -2) -payment to an affordable housing trust -fund sufficient to meet the cost of rehabilitation ~~and~~ existing units or construction of new units; or 3) dedicated rent or payment subsidies to the BRC's very low, low, and moderate income employees sufficient to satisfy the adequate housing need identified for each salary range. At the option of the Developer, workforce housing may be included at no more than twenty-five (25%) percent of the required mitigation unless the housing study determines there is not a significant need for the very-low, low and moderate income households.
- (10) The mitigation strategy recommended by the BRC must be approved by the County and must be initiated within 6 months of approval as a ~~Notice of Proposed Change~~ an amendment to the MDO.
- (11) Requirements to undertake further housing needs assessments through methods described above shall occur at each additional 1.5 million sq. feet of permitted non-residential through buildout.
- (12) Developer shall not be required to provide affordable and/or workforce housing mitigation in excess of ten (10%) percent of the total number of residential units constructed within the BRC.

(13) The County commits that affordable housing units shall be eligible for whatever incentives and/or programs that it may establish after the actual date of offering of said unit to the public by the Developer. The County shall use its best efforts to continue to develop and maintain incentives and programs specifically targeted at affordable units within the BRC. In accordance with Section 125.01055, F.S., incentives from the County must fully offset all costs to the developer of its affordable housing contribution.

(14) The County shall include the needs of the BRC in its annual Local Housing Action Plan and, to the extent available, shall provide impact fee waivers, credits, deferrals, or other regulatory and financial incentives for affordable rental and home ownership programs to all qualified buyers, builders or developers within the BRC that may qualify for such credits or deferrals.

B. Other Conditions. – None.

C. Incremental Review. – None.

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4. **STORMWATER MANAGEMENT AND FLOOD PLAINS**

A. **Representations and Commitments as Conditions.**

- (1) Silt fences or silt screens will be installed prior to land clearing to protect water quality and to identify areas to be protected from clearing activities and maintained for the duration of the project until all soil is stabilized.
- (2) Floating turbidity barriers or other devices will be in place on flowing systems or in open water lake edges prior to initiation of earthwork and maintained for the duration of the project until all soil is stabilized.
- (3) The installation of temporary erosion control barriers will be coordinated with the construction of the permanent erosion control features to the extent necessary to assure effective and continuous control of erosion and water pollution throughout the life of the construction phase.
- (4) Turbidity resulting from construction dewatering will be managed using structural best management practices (BMPs) prior to discharge to receiving waters. Structural BMPs may include, but are not limited to, vegetated systems, detention systems (e.g., sedimentation basins), geotextiles, and other methods. Turbidity and other pollutants from construction dewatering on the Property will be reduced to meet the levels required by applicable State Water Quality Standards and as required by the National Pollutant Discharge Elimination System ("NPDES") general permit for

construction. Copies of any reports required by the NPDES permit will be maintained at the appropriate construction site with a copy being sent to the County Administrator or his or her designee.

- (5) Clearing and grubbing will be so scheduled and performed such that grading operations can follow thereafter. Grading operations will be so scheduled and performed that permanent erosion control features can follow thereafter if conditions on the project permit, and not beyond the time limits established in the NPDES general construction permit.
- (6) Exposed soils will be stabilized as soon as possible, especially slopes leading to wetlands. Stabilization methods include solid sod, seeding and mulching or hydromulching to provide a temporary or permanent grass cover.
- (7) Energy dissipaters (such as rip rap, gravel beds, hay bales) shall be installed at the discharge point of pipes or swales if scouring is observed.
- (8) Implementation of storm drain inlet protection (such as hay bales or gravel) to limit sedimentation within the stormwater system.
- (9) The allowable discharge in a 25 year 3-day design event will be limited to the South Florida Water Management District ("SFWMD") permit for the site.
- (10) The development within the FEMA floodplain will have finished floor elevations in each development pod which exceeds the 100 year 3-

day design event for the adjacent water course as calculated by the backwater profile for the respective conveyance. Compensating storage will be provided to replace lost storage as part of the SFWMD permit requirements. The SFWMD standard of head loss in a 25-year 3-day design event will be met at each water crossing.

- (11) The proposed development will be designed such that the potential for offsite flooding of other private property will be mitigated. This will primarily be accomplished by maintaining the existing conveyances without additional control structures except for restoration efforts. Water management control will be accomplished primarily by structures off-line from these conveyances. Off-site discharges onto the property will be properly routed around and through the property to maintain or lessen off-site flooding.
- (12) Open stormwater ponds will be used for the primary volume attenuation and wet detention of water quality in accordance with Best Management Practices as outlined in the current Southwest Florida Basin Rule criteria of the SFWMD for water quality improvement.
- (13) On-site wetlands within the project may be incorporated into the stormwater management system. Those wetlands outside that system will continue to store and transmit water as they do today except where modifications are made to facilitate hydrologic restoration.

- (14) The stormwater treatment will include a backbone system consisting of wet detention areas and dry detention areas. Dry detention areas will not be used as the primary detention/retention component, but may be utilized in combination with wet detention/retention facilities. The stormwater treatment system will be designed in accordance with the then current Southwest Florida Basin Rule Criteria of the SFWMD and will provide 50% more retention/detention water quality treatment above that required by Section 5.2.1(a) of the SFWMD Basis of Review. Best Management Practices will include reduced turf coverage, native landscaping, created wetlands, filter marshes, phyto-zones, extended hydraulic residence times and increased flow paths.
- (15) The low edge of pavement for local roads is to be at or above the peak stage for the 5 year-1 day event. The arterials and collectors will have one lane above the 25 year-~~3 day~~3-day event peak stage. Parking lots will be at or above the 5 year-1 day event. Minimum swale grades in urban and suburban areas will have a minimum longitudinal slope of 0.2%. Ditches may have flatter longitudinal slopes. The minimum longitudinal slope on roads with curb and gutter will be 0.3%.
- (16) The perimeter berm elevation will be 0.3 feet above the peak stage for the 25 year-~~3 day~~3-day event and the 100 year-1 day event.

- (17) The treatment system will provide equal or greater post development storage volume for the 100 year-~~3 day~~3-day event than provided by predevelopment conditions.
- (18) There will be no increase in stream stage elevation offsite, except as permitted by the SFWMD.
- (19) Finished floor elevations will be at least the 100 year-~~3 day~~3-day event peak stage plus 0.5 feet.
- (20) An Urban Water Management Plan will be developed for the site as part of the construction Environmental Resource Permit ("ERP") process and will address the handling of waste from equestrian facilities on the site. Water quality monitoring will be conducted pursuant to the SFWMD Conceptual ERP Babcock Ranch Community Development of Regional Impact Environmental Methodology Supplement dated October 31, 2006.

B. Other Conditions.

- (1) All internal stormwater management lakes and ditches, and any on-site preserved/enhanced wetland areas, shall be set aside as recorded drainage and/or conservation easements granted to the SFWMD, or other appropriate governmental entity with a compliance monitoring staff. Stormwater lakes shall include adequate maintenance easements around the lakes, with access to a paved roadway, as required by the appropriate governmental entity.

- (2) Any silt barriers and any anchor soil, as well as accumulated silt, shall be removed upon completion of construction. Either the Developer or the entities responsible for the specific construction activities requiring these measures shall assume responsibility for having them removed upon completion of construction.
- (3) Any shoreline banks created along the on-site stormwater management system shall include littoral zones constructed on slopes consistent with SFWMD, Florida Department of Environmental Protection ("FDEP"), and County requirements and shall be planted in native emergent or submergent aquatic vegetation. The ~~Developer~~ District shall ensure, by supplemental replanting as necessary, that at least 80% cover by native aquatic vegetation is established within the littoral zone planting areas for the duration of the project.
- (4) The ~~Developer~~ District shall conduct annual inspections in accordance with the conditions of the approved SFWMD ERP, of the BRC Master Stormwater Management System and any preserved/enhanced wetland areas on the project site so as to ensure that these areas are maintained in keeping with the final approved designs, and that the water management system is capable of accomplishing the level of stormwater storage and treatment for which it was intended.

- (5) ~~The Developer~~ District or a master or neighborhood property owner's association (POA) shall undertake a regularly scheduled vacuum sweeping, as may be required by permit, of all common District or POA owned streets and District or POA owned parking areas within the ~~Town Center and the non-residential areas of the VillagesMURCProject~~. The Developer, District and POA shall encourage any private parcel owners within the ~~Town Center and the non-residential areas of the MURC development areasVillagesMURCProject~~ to institute regularly scheduled vacuum sweeping of their respective streets and parking areas.
- (6) Design considerations will be given to ditch and swale slopes, where practicable, so that these facilities provide some additional water quality treatment prior to discharge. Treatment swales shall be planted with vegetation as reviewed and approved during the ERP approval process, and where practicable, landscape islands shall accommodate the detention of runoff. Design consideration will be given to the use of pervious construction materials for the surfaces of trails, walkways, and non-vehicular travel ways.
- (7) Any debris that may accumulate in project lakes, ditches or swales, or which may interfere with the normal flow of water through discharge structures and under drain systems, shall be cleaned from the detention/retention areas on a regular basis. Any erosion to banks shall be repaired.

- (8) Grease baffles shall be inspected and cleaned and/or repaired on a regular basis. In no instance shall the period between such inspections exceed eighteen months.
- (9) Isolated wading bird "pools" shall be constructed to provide aquatic habitat for mosquito larvae predators, such as *Gambusia affinis*, and foraging areas for wading bird species, such as wood stork, consistent with SFWMD, FDEP, and County requirements.
- (10) The open drainage system will be ~~designated~~designed to provide additional water quality treatment prior to discharge. Design elements may include rainwater gardens, treatment swales planted with native vegetation, and entrainment systems. These will be reviewed and approved during the ERP approval process.
- (11) Stormwater runoff should be minimized through a variety of techniques that may include rainwater gardens, bottomless planter boxes, green roofs and pervious surfaces, as well as rainwater harvesting techniques that may include cisterns and rain barrels.
- (12) Landscape irrigation will be provided first through the use of reuse water, where reasonably available, and surface water from lakes.
- (13) The master stormwater management system will be maintained by District or ~~a master property owners association~~POA established by covenants and restrictions on the Property.
- (14) The SFWMD has issued Permit No. 08-00004-S-05 (Application No. 070330-5) to Developer for a conceptual ERP in accordance with its

jurisdiction over such matters and the Property. Developer will follow the authorizations and permit conditions, as it may be amended from time to time, which will be a separate and enforceable legal document in accordance with its terms. Compliance with this permit, as it may be amended from time to time, will address mitigation of certain impacts of the BRC development. The permit is issued under the authority of an agency other than County and, therefore, is subject to enforcement by the issuing agency. County will assist said agency, if requested, in monitoring Developer's compliance with the conditions of said permit. Developers' successors-in-interest and assigns are hereby placed on notice of this permit and its application to development which they may propose to undertake within BRC.

- (15) The United States Army Corps of Engineers ("USACOeE") has issued Permit No. SAJ-2006-6656 (IP-MJD) to Developer in accordance with its jurisdiction over such matters and the Property. Developer will follow the authorizations and permit conditions, as it may be amended from time to time, which is a separate and enforceable legal document in accordance with its terms. Compliance with this permit, as it may be amended from time to time, will address mitigation of certain impacts of the BRC development. The permit is issued under the authority of an agency other than County and, therefore, is subject to enforcement by the issuing agency. County will assist said agency, if requested, in monitoring

Developer's compliance with the conditions of said permit. Developers' successors-in-interest and assigns are hereby placed on notice of this permit and its application to development which they may propose to undertake within BRC.

- (16) As part of any AIDA phase that will discharge to Owl Creek, Trout Creek, and /or Telegraph Creek, ~~400-year~~100-year three-day storm event calculations will be provided for ~~two items~~. ~~The two items are:~~ the setting of finished floor elevation and the determination that the peak volume stored in the pre-development condition is equal or exceeded by that stored in the post development condition. ~~This information will be made available to the general public.~~
- (17) The Developer shall reduce the introduction of fill material outside approved development pods into the ~~400-year~~100-year flood plain where practical. Structures outside approved development pods, but built in the ~~400-year~~100-year flood plain, should be built as elevated structures and not as monolithic slabs on fill soil.

C. Incremental Review.

- (1) Subsection A and B above in this provision 4 (Stormwater Management) constitute the "Stormwater Plan" for BRC.
- (2) The Incremental review will address compliance of the Increment with the Stormwater Plan and any changes to the adopted floodplain maps.

- (3) The Incremental review will include an assessment of any pertinent information developed pursuant to a condition of the ~~Master DRI~~ MDO development order which has been developed since the ~~Master DRI~~ MDO development order was issued in order to determine if that new information shows that a change in the Stormwater Plan is needed in order to provide the same level of protection, remediation, or mitigation that is contemplated in the ~~Master DRI~~ MDO Development order.

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5. TRANSPORTATION

A. Representations and Commitments as Conditions. – None.

B. Conditions for Development Approval.

(1) Master Traffic Study

(a) The Master Traffic Study is the analysis of the buildout of the Development Program and the horizon year traffic conditions in year 2040~~30~~. It is a guide to the roadway network and improvements anticipated to be needed to support all area development including the BRC Development Program by the year 2040~~30~~ and it is intended for use only with the BRC Development Program. As a long range “snapshot” of horizon year conditions, it is anticipated that the mobility network and area growth will change and be revised as the BRC develops. By way of background, the initial Master Traffic Study was prepared by the Developer (“Developer’s Initial Master Traffic Study”), which was adequate for the “snapshot” purpose of the Master Development Order, recognizing that additional validation adjustments would be needed for use in Incremental Development Orders. At the time of initial approval of the Master Development Order, the Florida Department of Transportation (“FDOT”) was working on a district-wide travel demand model, but it was not yet completed. On August 27, 2008, FDOT informed the

Developer, County and Lee County that the FDOT district-wide travel demand model ("FDOT D1 District-wide Model") was available for use for Babcock Ranch. FDOT, County, Lee County and the SWFRPC accepted the use of the FDOT D1 District-wide Model for Babcock Ranch, without sub-area or corridor model refinements for Increment 1-Phase 1. Recognizing that the FDOT D1 District-wide Model may require sub-area and/or corridor model refinements to be made within the transportation impact area of the BRC for ~~Increment 1-Phase 2 and~~ future increments, refinements, if any, will be made consistent with the procedures outlined in Chapter 4 of the FDOT Project Traffic Forecasting Handbook.

- (b) The Charlotte County Babcock Ranch Overlay District (the BROD), FLU Policy 6.4.20, recognizes that the BROD is a ~~mixed-use~~mixed-use community with a compact urban form that contemplates commercial, office, industrial and institutional uses, and specifies that the "~~community~~internal capture rate (~~"ICR"~~) ("CCR") for the BRC shall be maximized, with a targeted ~~internalization~~internal capture rate of between 50% - 70%. The Developer's ~~Initial~~ Master Traffic Study Update reflected the mixed-use character of the Community and consequently maximizeds the "~~community~~internal capture" elements, resulting in a trip capture rate for the

buildout of the BRC of 6655% on a peak hour basis. The 204030 roadway network and candidate roadway improvements resulting from the Developer's ~~Initial~~ Master Traffic Study Update based on that trip capture rate for the ~~Babcock~~ development components are set forth in Exhibit F attached hereto and made a part hereof by reference. Exhibit F also identifies, under 204030 conditions and the 6655% CICR, those regionally and locally significant road segments that ~~were~~ are projected to be significantly impacted by the BRC and for which a service deficiency is also projected ("Impacted Segments"). The Developer's ~~Initial~~ Master Traffic Study Update also identifies the improvements which may be anticipated need to be made by 20430 under the 6655% CICR to the Impacted Segments and may be subject to mitigation effort to mitigate Babcock's traffic impacts in order to maintain the adopted level of service (LOS) standardstargets at the time of an incremental traffic assessment.

- (c) A supplemental traffic studyassessment was also prepared for the Master Development Order by the Developer at the request of review agencies to identify the potential 20430 roadway conditionsnetwork and candidate roadway improvements resulting from the ~~Master DRIMDO~~ Traffic

Study Update based on the initial internal capture rate (“ICR”) of 22%, as mandated in the initial Master Traffic Study(“Supplemental Master Study”). The roadway network and candidate roadway improvements ~~resulting from the Supplemental Master Study~~ based on that 22% ICR~~ICR~~trip capture rateInternal Capture Rate (ICR) also are set forth in Exhibit F attached hereto and made a part hereof by reference. Exhibit F also identifies, under those 20430 conditions, the same information for the 22% ICR scenario as for the 6655% ICR~~CC~~community capture rate scenario, including those regionally and locally significant road segments that are projected to be significantly impacted by the BRC and for which a service deficiency is also projected (“Impacted Segments”) and the improvements which may ~~need to be~~ anticipated made by 20430 to the Impacted Segments under a 22% ICR ~~to mitigate Babcock’s traffic impacts~~ in order to maintain the adopted level of service (LOS) ~~standards~~targets. The road network presented in Exhibit F is a 20430 horizon year projection that will be updated periodically as set forth below in Condition 5.B.(2) to reflect changing conditions in the area. This 22% ICR is to be applied only~~used~~ for the First Increment, including Phase 4

~~and Phase 2 and will not be used with future increments or Master Traffic Study Updates.~~

- (d) The significant impacts, roadway network, and roadway improvements identified in Exhibit F hereto are provided for comparison purposes between the ICR and CCR~~two internal capture rate~~ scenarios described above. As specified under Conditions 5.B.(2)(a), (2)(b), (2)(c), and (2)(d) below, as data from the traffic monitoring program becomes available, as specified under Conditions 5.B.(3)(a) and 5.B.(3)(b) below, this data will be incorporated into the Master Traffic Study Updates as described in Condition 5.B.(2) below. Exhibit F will then be re-evaluated and revised as specified in Condition 5.B.(2) below.
 - (e) For purposes of the First Increment, the 22% ICR portions of Exhibit "F" ~~will controlled~~ the measurement of significant impact for the Incremental DRI traffic studies. Future Increments ~~shall will~~ use ~~the~~ revised Exhibit "F" as re-evaluated either under Condition 5.B.(2)(a) or B.(2)(b), as applicable.
- (2) Master Traffic Study Updates
- (a) (1) The first update of the Master Traffic Study ~~was will be undertaken and submitted to County, FDOT, Department of Economic Opportunity, Division of Community Development~~

~~(“DEO”), Lee County and the SWFRPC and approved through the NOPC process and by Resolution 2011-485 on December 13, 2011 prior to the submittal of Increment 1-Phase 2, or any subsequent increment, whichever occurs sooner, but in no event later than December 31, 2014 (“Initial Master Traffic Study Update”). The Initial Master Traffic Study Update shall be approved through the NOPC process as a non-substantial deviation, in accordance with Section 5.B.(2)(d), with resulting amendments, if any, to the Master Development Order to be processed as a NOPC. The Initial Master Traffic Study Update shall utilize the FDOT D1 District-wide Model, which has been accepted by FDOT, DEO, County, Lee County and the SWFRPC for use in the Master Traffic Study Update and subsequent AIDA traffic assessments. The Master Traffic Study Update will result in a Revised Exhibit F, based upon the ICR determined pursuant to paragraph 5.B.(2)(a)(2)a., which will be applied ~~toused~~ for Increment 2 only and subsequent increments (the ICR for initial Increment 1-Phase 2 will be 22%). Coordination meetings as needed and a formal transportation methodology meeting will be held with County, Lee County, SWFRPC, FDOT, and DEO prior to the commencement of the Initial Master Traffic Study Update. The Initial Master Traffic Study Update shall consider the~~

~~possibility of a new east-west transportation corridor between SR 31 and I-75, and may consider related corridor studies and interchange justification reports, as determined appropriate in the transportation methodology meeting, outlined in Chapter 4 of the FDOT Project Traffic Forecasting Handbook.~~

~~The initial Master Traffic Study Update was approved through the NOPC process and by Resolution 2011-485 on December 13, 2011.~~

~~The 2020 Master Traffic Study Update was hereby approved through thethis Master Development Order Amendment process by Resolution 2021-xxx on Month, Date, 2021.~~

(2) a. Each update of the Master Traffic Study will include a reassessment of the internal capture and external trips consistent with paragraph 5.B.(2)(a)(1) above, Trip Generation, the ITE Trip Generation Handbook, and the FDOT Site Impact Handbook, the FDOT D1 District-wide Model, as it may be adjusted pursuant to professionally accepted techniques applicable to communities of the size, location, mix of uses, and design of Babcock or other travel demand modeling techniques and data that reflect the size, location, mix of uses, and “smart growth” design of the project,

and with consideration of the cumulative impacts of previously evaluated increments and monitoring data up to the point of commencement of that particular Master Traffic Study Update.

b. Due to its size and mix of uses, the BRC will be divided into a number of traffic analysis zones (TAZs) and tracts, which are combinations of TAZs. The size, location and number of TAZs will be determined by the Developer. There shall be no minimum or maximum number of TAZs or tracts.

c. Adjustments to the FDOT D1 District-wide Model in accordance with 5.B.(2)(a)(2)(a) for estimating trip capture within a large scale community like the BRC, the community capture and external trips for the BRC will be estimated using the following procedures.

- (i) The total new trips generated by the BRC development as identified in the Master Traffic Study Update and based on accepted standard methods of calculation will be reduced as identified in the sections below.
- (ii) There are standard mixed land uses (residential, office, retail) for the mixed use

development concepts of the ITE Trip Generation Handbook "Mixed Use Development". For those standard land uses, and using the tract as a single TAZ, calculate, using the methods of the ITE Trip Generation Handbook "Mixed Use Development", the internal capture within the tract.

- (iii) For each non-standard land use (those land uses not included in the ITE Trip Generation Handbook methodology) within each tract, ~~create a separate TAZ for each non-standard land use. Using the FDOT D1 District-wide Model, applicable at that time, determine the trip capture for those non-standard land uses~~ will be within the subject tract discussed at the time of methodology meeting.
- (iv) Using the FDOT D1 District-wide Model, applicable at that time, determine the trip capture between the individual tracts within the BRC.
- (v) Estimate the number of pass-by trips consistent with the then most recent editions of the ITE Trip Generation Handbook, and the FDOT Site

Impact Handbook. Only those retail uses which are adjacent to the primary public roadways will be eligible for external pass-by trips. Retail that is not adjacent, whether contained internally or substantially set back without direct access to the major public roadways will be discussed at the time of methodology meeting. ~~not be eligible for pass-by trips.~~

- (vi) The remaining net new trips are external to the BRC and will be assigned to the regional roadway network by the FDOT D1 District-wide Model, applicable at that time.
 - (vii) In the alternative, Developer may use an alternative methodology for estimating internal community capture rate if reviewed and approved by FDOT, County, Lee County, and SWFRPC ~~and Department of Economic Opportunity~~.
- (b) (1) Due to the long term buildout of the Project (over 20 years) and potentially changing conditions in the study area, ~~a periodic updates~~ of the Master Traffic Study ~~is~~ are required and will use the most current, validated FDOT D1 District-wide Model in effect at the time of the commencement of the Master

Traffic Study Update. After the Initial Master Traffic Study Update specified in Condition 5.B.(2)(a)(1), additional updates shall be conducted and submitted no later than five (5) years after the effective date of the most recent previous update. The Developer may update the Master Traffic Study at any time during that five (5) year period. Each updated Master Traffic Study will be a complete update similar to the original Master Traffic Study and will result in a Revised Exhibit F. The Master Traffic Study Update shall consider the possibility of a new east-west transportation corridor between SR 31 and I-75, and may consider related corridor studies and interchange justification reports, as determined appropriate in the transportation methodology meeting. A transportation methodology meeting will be held with County, Lee County, the SWFRPC and, FDOT ~~and DEO~~ prior to the conduct of each Master Traffic Study Update.

(2) Each update of the Master Traffic Study will include a reassessment of the internal community capture and external trips consistent with paragraph 5.B.(2)(a)(1) above.

~~(c) The First Increment has used the FDOT D1 District-wide Model for Increment 1-Phase 1, prior to an update of the Master Traffic Study. Such use has been accepted by FDOT, County, Lee County, DEO and SWFRPC for use in Increment~~

~~1-Phase 1 in accordance with the conditions of the Increment
1-Development Order approved by County on December 15,
2009. Subsequent Increments, including phases, if
applicable, will use the FDOT D1 District-wide Model or the
most current, validated FDOT D1 District-wide Model in effect
at the time. Two different model runs (without DRI and with
DRI) will be used for each Master Traffic Study Update.~~

~~(c)~~

(d) The methodology for Master Traffic Study Updates will be coordinated through the SWFRPC and include County, Lee County, and FDOT ~~and the DEO. The Master Traffic Study Update is not considered a substantial deviation pursuant to Chapter 380.06 (19) and will be submitted for approval through the NOPC process. Any amendments to the Master Development Order resulting from a Master Traffic Study Update shall be processed as an amendment NOPC. The Master Traffic Study Update process will consist of the following steps and timeframes:~~

(i) Initial informal coordination meeting to discuss and establish the appropriate methodology, between the Developer and SWFRPC, County, Lee County and, FDOT ~~and DEO.~~

- (ii) Submittal of proposed methodology by the Developer to the SWFRPC not less than 14 days in advance of the formal methodology meeting for distribution to the State and Regional review agencies.
- (iii) Formal methodology meeting between the Developer and the State and Regional review agencies coordinated by the SWFRPC.
- (iv) SWFRPC, within 35 days of the conclusion of the formal methodology meeting(s), will document the findings and agreements made by the participants including a summary of all assumptions agreed upon at the meeting.
- (v) SWFRPC shall allow State and Regional review agencies not less than 14 days to agree or disagree in writing with the meeting summary.
- (vi) If agreement cannot be reached with all the State and Regional Review agencies, the SWFRPC will designate a methodology in writing to be used by the Developer.
- (vii) The Developer shall submit for approval the Master Traffic Study Update and revised MDO Exhibit F to the SWFRPC through the NOPC development order amendment process, ~~which shall not be considered a~~

~~substantial deviation, for distribution to the County, FDOT, and Lee County Regional Review Agencies.~~

- (viii) Public hearings will be conducted in accordance with the County's procedures for processing NOPC's development order amendments in County in coordination with the SWFRPC.

(3) Biennial Monitoring Program

On a biennial basis, the Developer shall submit a DRI traffic monitoring report to the following entities: County, FDOT, ~~DEO~~, Lee County, and the SWFRPC. The first monitoring report shall be submitted two (2) years after the recorded date of the approval of the first AIDA Development Order, unless no buildings have been physically occupied by a permanent user. Once a building in Babcock is occupied by a permanent user the biennial traffic monitoring requirement will commence. For the purposes of growth management the Biennial Monitoring will monitor the external trips generated by occupied uses in Babcock. The traffic monitoring program must include the following.

- (a) 2-hour AM peak hour and 4-hour PM peak hour turning movement counts and 72-hour machine traffic counts at the BRC's access points onto the external public road network external to the Property; the ~~72-hour~~72-hour traffic counts will be derived from the permanent traffic counters installed at

Babcock's ingress/egress points as described in Condition 5.B.(7) below.

- (b) A comparison of the field-measured Project external trips to the Project's external trips estimated in the MDO AMDA and the Incremental traffic studies.
 - (c) The level of service of all access points between the Project and the external road network.
 - (d) A summary of construction and development activities to date, using the categories of the Master Development Program.
 - (e) An estimate of the level of development expected to be added by the Project for the forthcoming year.
 - (f) The status of the mobility improvements required by any prior Incremental development program.
 - (g) The status of mobility improvements identified as committed in the Master Traffic Study or Incremental traffic studies.
 - (h) An estimate of the construction traffic at the Project's access points onto the public roadway network external to the Property.
- (4) — The Developer shall promote efficient pedestrian and bicycle movement within and between the development's components and to adjacent properties. The Developer shall link the uses and subdivisions, hamlets, town centers and ~~free standing~~ free-standing facilities through a series of sidewalks, bike paths, walking trails and

internal roadways of various functional classifications. The Developer shall promote transit service through the inclusion of bus stops or other appropriate transit access points in site design, consistent with the County and Lee County Comprehensive Plans and transit plans, if any. The location of bus stops and transit access points shall be planned and integrated with the BRC bicycle and pedestrian plan.

~~(5)(4) Within twelve (12) months from the date of the original Master DRI Development Order, the Developer shall prepared and submitted to County a transit feasibility study for possible transit service within the BRC. The transit feasibility study shall evaluated the feasibility of an internal tram or trolley system to link the villages, hamlets, and town center and other uses and to provide a linkage to the external road network. The feasibility study will evaluated, among other things, the timing of the implementation of the system, system routing, vehicle type, headways, funding sources, and capital and operating costs. If the study determines that such a system is economically viable, Developer will implement the system. This condition has been completed.~~

~~(6)(5) The Developer shall prepare a transit feasibility study of providing public transportation to and from Babcock at the request of County. The transit feasibility study will evaluate, among other things, the feasibility of providing public transportation, timing of the~~

implementation of the system, system routing, vehicle type, headways, funding sources, and capital and operating costs. In an effort to ~~insure~~ensure sufficient population to support this type of transit service, the Developer shall coordinate the initiation of this study with transit representatives from County, Lee County, and the FDOT. The Babcock development will be credited with an appropriate reduction in net external trips for the implementation of such a public transit component. The cost of the study may be credited against Developer's proportionate share mitigation.

~~(7)(6)~~ The Developer shall installed permanent traffic count stations at all the BRC ingress/egress points on the external road network at Greenway Boulevard, Lake Babcock Drive, and Cypress Parkway. Developer will work with FDOT and County to determine the location for relocating the existing FDOT traffic count station located south of the Charlotte/Lee, and at the County lines on SR31 as part of the SR31 widening. The equipment located at Greenway Boulevard, Lake Babcock Drive and Cypress Parkway will be owned and maintained by the Developer or District turned over to County and County will own and maintain the permanent count station equipment. The equipment to be re-located south of the Charlotte/Lee County line on SR31 will be turned over to FDOT and FDOT will own and maintain the permanent count station equipment. The cost of the permanent count stations equipment will be credited

against the DRI's traffic mitigation obligation. Data from the count stations shall be made available in a digital format on a periodic schedule agreed to by County and Developer, and without any cost, to Developer.

~~(8) Developer shall provide sufficient queuing lanes and turn lanes along State Road 31 to manage construction traffic in a manner which does not cause substantial delays to other traffic on State Road 31. County and FDOT shall review and approve the timing of said improvements (which are to be in place concurrent with construction traffic), the locations, dimensions, and configurations in accordance with County and FDOT standards of said construction traffic queuing and turn lanes.~~

C. Incremental Review.

(1) Incremental Review Analyses.

Development within the BRC, as identified in the AMDA, will undergo a traffic review through an incremental process with traffic studies prepared for each Increment. A transportation methodology meeting will be held with County, Lee County, FDOT, DEQ, and the SWFRPC prior to initiating this study. This will allow the study to address specific issues that may be related to any particular Increment. Each Incremental Traffic Study, other than the traffic studies ~~for~~ for the initial Increment 1, will establish the trip capture rate for that Increment consistent with Condition 5.B.(2) which will determine the maximum number of PM peak hour trips external to the

Property for that Incremental development program. Professionally accepted techniques and data, including FDOT's then current Site Impact Handbook (or its equivalent) and the then current Subdivision Traffic Study Guidelines for County may be considered in establishing the methodologies for the Incremental studies. If agreement cannot be reached with all the State and Regional Review agencies, the SWFRPC will designate a methodology in writing to be used by the Developer.

As a part of this effort, a traffic study will be prepared in support of that Increment. The Project's trip capture rate, estimated number of external PM peak hour trips, traffic impacts, proportionate share of needed improvements, pipelining of the proportionate share, and mitigation will be established for each Increment. A traffic study will be prepared for each Incremental level of development. The traffic study in support of each Increment will estimate the trips external to the Property for that Incremental development program and will include the following.

- (a) Road segment evaluation of those external road segments significantly impacted by the Incremental development program for the MDOAMDA significant impact area per the ~~22% ICR portions of Exhibit "F" until such time as Exhibit "F" is amended.~~

- (b) Intersection evaluations of those external intersections significantly impacted by the Incremental development program.
- (c) Identification of potential roadway and intersection improvements needed to support that level of development and all area growth coincident with buildout of that Incremental development program at the BRC for the AMDA MDO significant impact area per ~~the 22% ICR portions of Exhibit "F" hereto until such time as Exhibit "F" hereto is amended.~~
- (d) Identification of the Project's proportionate share of those needed roadway and intersection improvements. Proportionate share mitigation shall be limited to ~~insure~~ensure that if Babcock meets the requirements of Section 163.3180, F.S., it shall not be responsible for the additional cost of reducing or eliminating backlogs. The project's proportionate share shall be directed (i.e. "pipelined") to one or more mobility improvements that benefit a regionally significant transportation facility. The funding of one or more required mobility improvements that will benefit a regionally significant transportation facility consistent with Section 163.3180~~(12)~~, F.S., satisfies concurrency requirements as mitigation of Babcock's impact upon the overall transportation system even

if there remains a failure of concurrency on other impacted facilities.

- (e) Identification of the Project's traffic mitigation conditions to address its proportionate share of needed mobility improvements and any pipelining of that proportionate share, but not including mitigation for backlogged conditions. Mitigation for impacts to facilities on the State Strategic Intermodal System shall be made after consultation with and with the concurrence of FDOT. Traffic mitigation conditions would include, but not be limited to, commitments to construct or pay for certain mobility improvements, provision of right-of-way, provision of design plans in support of improvements, cash payments to County or applicable maintenance agency and/or combinations of the above, and a mitigation payment schedule.
- (f) Each Incremental traffic study will include any previously evaluated Increment as Project traffic, consistent with ~~Sections 380.06(21)(b) and 380.0651, F.S., and 73C-40.045, F.A.C.~~ Mitigation provided by any previously evaluated Increment shall be credited to the overall impact of the Project.
- (g) An accounting system will be established so that if the field measured external trips at the end of the particular Increment are less than previously estimated for that Increment, the

Developer would be entitled to credits which can be used by the Developer, sold to other parties or carried over to the next Increment. Alternatively, if the actual traffic for that particular Increment is greater than previously estimated, then the Developer will be required to mitigate those additional traffic impacts as part of the then under review Increment.

- (h) The development approved in each Increment will be vested for traffic concurrency purposes through the scheduled payment of its mitigation requirements (proportionate share) for mobility improvements. The payment schedule and the details of that payment schedule must be established in an enforceable agreement with County or the applicable maintenance agency.
- (i) As provided in the AMDA-MDO Agreement, an Incremental traffic study may consider relevant information from previously approved studies or Increments, but no Incremental review will result in a requirement to revise any element or requirement of a previously approved Increment other than the provision in item 5.C.(g) above. Conditions identified in the most recently approved Incremental Development Order or Amended Development Order will control for the purposes of transportation mitigation, unless otherwise noted in the Development Order.

(2) Site Plan and Subdivision Plan Approval Within An Increment.

Site plan and subdivision plan approvals within an Increment will be evaluated for consistency with the Incremental traffic study as set forth below.

- (a) Review the requested approval to verify that the development parameters of the requested approval, when combined with the parameters of any other requested approval already reviewed and approved within the Increment and reflective of any land use conversions, are consistent with the level of development evaluated during the Incremental traffic study.
- (b) Review of the requested approval to verify that the projected external trips of the requested approval, when combined with the estimated external trips of any other requested approval already reviewed and approved within the ~~Increment~~ and Increment and reflective of any land use conversions, does not exceed the external trips evaluated during the Incremental traffic study.
- (c) Review of the requested approval's access points onto the public roadway network external to the ~~Property to~~ Property to determine if: 1) the proposed access points are consistent with the access established in the ~~Master MDOAMDA, AIDA, and/or public access management standards;~~ Master MDOAMDA, AIDA, and/or public access management standards; 2) the access point intersection will operate at acceptable levels of service

coincident with the buildout of the requested approval; 3) identify needed improvements, including signalization, at the access point intersections to maintain acceptable levels of service; and 4) identify the estimated turn lane storage lengths for the needed turn lanes at the access point intersections.

(3) The Developer may, at its sole discretion, determine the size, boundaries, land uses, timing, and termination of each Increment. The Developer may file one or more AIDA's for concurrent, overlapping, or sequential increments. Provided, however, the entire project as reflected in this ~~Master DRIMDO development order~~ may not be submitted in only one increment, and any one filing of one or more AIDA's will not include cumulatively among the filing more than fifty percent (50%) of the entire ~~Master DRIMDO~~ Development Program.

(4)

(a) The Developer's proportionate share obligation, as established per each Increment, shall be directed or pipelined, pursuant to section 163.3180(12), ~~Florida Statutes~~ F.S., to one or more required mobility improvements which may or may not be a part of the AMDA roadway network, which benefit a regionally significant transportation facility and which can be funded by the Developer's proportionate share. The funding of one or more required mobility improvements that will benefit

a regionally significant transportation facility consistent with Section 163.3180(12), F.S. satisfies concurrency requirements as a mitigation of Babcock's impact upon the overall transportation system even if there remains a failure of concurrency on other impacted facilities.

- (b) The Developer may also utilize proportionate fair-share mitigation, consistent with Section 163.3180(16), F.S., which may be directed toward one or more specific transportation improvements reasonably related to the mobility demands created by the development and such improvements may address one or more modes of travel. Proportionate fair-share mitigation shall be limited to ensure that a development meeting the requirements of Section 163.3180(16), F.S., Florida Statutes, mitigates its impact on the transportation system but is not responsible for the additional cost of reducing or eliminating backlogs. The funding of any improvements that significantly benefit the impacted transportation system satisfies concurrency requirements as a mitigation of the development's impact upon the overall transportation system even if there remains a failure of concurrency on other impacted facilities.

- (5) In addition to, or in the alternative to the pipelining described in provisions 5.C.(1)(d) and 5.C.(4)(a) above, the developer may also mitigate its traffic impacts pursuant to 73C-40.045, F.A.C.
- (6) Incremental Biennial Monitoring Controls.
 - (a) If the biennial traffic monitoring report for any two year period reveals that the Project's field measured external trips generated by occupied land uses is 80% or more of the maximum number of external PM peak hour trips for the completed Increment(s) and the approved, but uncompleted, Increments and the occupied land uses are less than 50% of the development program approved for approved, but uncompleted, Increment(s), the Developer shall, within 90 days of the date of the biennial traffic monitoring report, meet with County Public Works to determine if the most recently approved Incremental traffic study must be updated. If an updated traffic study is required, then an updated list of significantly and adversely impacted road segments and corresponding adjustments in the Increment's proportionate share which are needed to complete the most recently approved Increment will be identified in that updated study.
 - (b) If the biennial traffic monitoring report for any two year period reveals that the Project's field measured external trips generated by occupied land uses exceed the maximum

number of external PM peak hour trips for the completed Increment(s) and the approved, but uncompleted, Increment(s), the most recently approved Incremental traffic study will be updated within 120 days of the date of the biennial traffic monitoring report. For that most recently approved Increment, this may result in an updated list of significantly and adversely impacted road segments and a corresponding adjustment in the Increment's proportionate share with the additional proportionate share being directed to one or more mobility improvements as set forth in Condition 5.C.(4).

(c) Alternatively, if the Project's field measured external trips exceed the maximum number of external PM peak hour trips for the completed Increment(s) and the approved, but uncompleted, Increment(s), the Developer may declare the most recently approved Increment to be complete in terms of external trips and development program and may submit a new AIDA and Incremental traffic study which may include land area not used in the Increment deemed complete.

~~(d) If the biennial traffic monitoring report reveals that the Project's field measured external trips generated by occupied land uses exceeds the maximum number of trips from the completed Incremental and the approved, but uncompleted,~~

~~Incremental development program(s) by the thresholds identified in Section 380.06(19), Florida Statutes, then the provisions regarding substantial deviations will take effect.~~

~~(e)(d)~~ If, at the buildout or completion of an Increment, the measured external trips are less than the maximum number of external trips established for the Increment, then the difference in the proportionate share represented by the difference in those external trips will be credited against the proportionate share projected to be produced by the next subsequent Increment(s).

~~(f)(e)~~ Every two years, the results of the traffic monitoring report will be compiled with the results of the previous reports. The data from these monitoring reports will be used with respect to the applicable components of the development program prepared for the next Increment, as well as the updates of the Master Traffic Study.

~~(g)(f)~~ Under Conditions 5.C.(6)(a), (b), and (d) above, development (including but not limited to: planned development, site plan, and sub-division approvals; building permits; construction; and certificates of occupancy) pursuant to Incremental approvals will not be suspended while the traffic study updates and any adjustments required by those provisions are being finalized.

~~(7) Notice of Lee Road Agreement.~~

~~Developer and Lee County entered into the Babcock Ranch Community Road Planning Agreement Regarding The Charlotte County Babcock Ranch Overlay District Amendment on May 23, 2006 ("Lee Road Agreement"). The Lee Road Agreement relates to the mitigation of impacts from BRC on Lee County roads. The Lee Road Agreement sets forth various obligations of the parties to the Lee Road Agreement, and is enforceable by its own terms and not pursuant to this Development Order. Developer's successors in interest and assigns are hereby placed on notice of the Lee Road Agreement and its potential application to development which they may propose to undertake within BRC. A copy of said Agreement shall be made available by Developer upon request of such successors in interest and assigns, and a copy shall be on file with the Clerk of the County Commission.~~

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6. **VEGETATION, WILDLIFE, AND WETLANDS**

A. **Representations and Commitments as Conditions.**

- (1) The exotic pest plant impacted areas, and native plant communities (approximately 5000 acres) will be managed and incorporated into the final preservation areas and consolidated north-south flow-ways and east-west greenways.
- (2) The upland preserve/conservation areas and the wetland preserves will have management that optimizes the value and function of these areas of native habitat.
- (3) There will be an average 100-foot setback from the State Preserve and an average 50-foot setback adjacent to wetlands.
- (4) Internal roadways will be used to inter-connect separate development pods and will be constructed with wildlife crossings in areas where they cross wildlife corridors. The designs, sizes, and locations of these crossings will be coordinated with County and coordinated and approved by staff from the Florida Fish and Wildlife Conservation Commission (FWC) and the US Fish and Wildlife Service (USFWS). Internal roadways may be constructed across and through primary flow-ways, as long as the hydrological and wildlife corridor functions are maintained through the crossings. The number of such roadways, not including pedestrian boardwalks and bike, electronic cart, hiking, and equestrian trails (paved or

otherwise), shall be the minimum necessary for safe and efficient public accessibility between development pods.

- (5) Roadway layouts in the wildlife corridors will be designed to reduce traffic speeds and minimize the risk of vehicle/wildlife collisions. Traffic calming devices will be employed where appropriate, but will not serve as a substitute for wildlife under crossings or over crossings, unless approved by FWC and USFWS.
- (6) Littoral shelves will be constructed within lake systems and will provide additional foraging areas for wildlife. Littoral shelves will be provided along a minimum of ten percent (10%) of the length of the shoreline of each such lake. Littoral shelves will be designed to mimic the functions of natural systems by establishing shorelines that are sinuous in configuration in order to provide increased length and diversity of the littoral zone. Where appropriate, specific littoral shelf planting areas will be established to provide feeding areas for water dependent avian species. Developer will ensure that recorded restrictions on the Property prohibit the removal of littoral shelf plants, unless replaced with similar plants.
- (7) Site lighting standards will be modeled after the International Dark-Sky Association or similar guidelines. Street lighting will use mechanisms to reduce light pollution such as full shield cut-offs to prohibit light from shining upward, low intensity lighting and other acceptable techniques. Greenways, conservation areas and

undeveloped areas bordering these areas where there are unpaved trails will be unlit, or lit to the extent necessary for safety reasons only during periods of designated use.

- (8) Golf courses will be designed to comply with the goals of the Audubon International Signature Program – Silver Level certification program, with best management practices developed by the Florida Department of Environmental Protection under Section 403.067, F.S. (2005), or with other equivalent certification programs or equivalent best management practices.
- (9) During the construction process, appropriate measures will be taken to minimize impacts to preserved wetlands and to water quality. Wetland and upland buffer areas to be preserved will be clearly marked in the field to avoid damage of and intrusion into protected areas. Appropriate construction Best Management Practices will be employed. Prior to commencement of construction near preserved wetlands, including proposed water control structures, erosion control devices will be installed to control and reduce soil erosion, sediment transport and turbidity. Such devices (e.g., silt fencing, temporary sediment traps, impoundment areas to control excessive discharges, etc.) will remain in place throughout the duration of construction in an area until construction zones and surrounding areas are stabilized.

- (10) Erosion control methods/devices used during construction will generally conform to applicable standards set forth in FDER's "The Florida Development Manual: A Guide to Sound Land and Water Management," Sections 6-301 through 6-500 of Chapter 6: "Storm Water and Erosion Control Best Management Practices for Developing Areas; Guidelines for Using Erosion and Sediment Control Practices," (ES BMP 1.011.67. FDER, Tallahassee, FL 1988).
- (11) Freshwater marsh creation areas will be over excavated and backfilled to final grade with organic soils. Tree, shrub, and prairie planting areas will have topsoil furloughed from the grading area or organic mulch added to achieve final grade.
- (12) Two hydrologic improvement projects are proposed, one in Curry Canal and one on the west side of Telegraph Swamp and southeast of Hamlet II. At a minimum, each project will have new or modified water control structure(s).
- (13) The Developer has prepared an environmental sustainability plan for the Property which calls for protecting environmentally sensitive wetlands and uplands areas, providing for mitigation of certain disturbed areas, enhancing preservation areas, preserving agricultural areas, establishing Greenways and public recreation and environmental education programs. As part of the Developer's implementation plan, the Developer will utilize conservation

easements as set forth below. Areas in the Developer's plan identified for mitigation on the Property will be included in the ERP for placement under a conservation easement. Wetland Areas in the Developer's plan which are not impacted by the project will be protected by a conservation easement. Prior to the expiration date of this Development Order, Existing agricultural uses located within the project but which are outside of the development areas shown on Map H will be placed under a conservation easement which will allow for the continuance of agricultural operations. The upland enhancement and preservation areas identified in the Developer's plan on the Property will be placed under conservation easements. Acreages referenced in the Developer's plan are subject to change based on future permitting considerations. All required easements will be granted to the SFWMD or other appropriate governmental entity with a compliance monitoring staff. Easements not required by a condition of an environmental permit may be granted to an appropriate governmental entity or to a non-profit charitable entity that exists for the purpose of holding land for conservation purposes with a compliance monitoring staff. The recording of the conservation easements will be phased concurrent with various AIDA's, construction, and plat approvals.

- (14) (a) To the maximum extent reasonably practicable, above-ground and underground utility lines (e.g., water, sewer,

electric, gas, telephone, cable, electronic, etc.) will be located within or adjacent to roadway corridors on the Property. Where this is not practicable, Developer shall consult with County and the pertinent utility to establish a location which minimizes to the maximum degree reasonably practicable impacts on upland enhancement and preservation areas.

- (b) With respect to the location of major utility transmission lines on the Property, Developer will consult with County and the pertinent utility prior to such location in an effort to minimize impacts from such lines on environmental resources located on the Property.
 - (c) Nothing herein shall preclude the location of utility or transmission lines within the north/south "Limited Transportation, Pedestrian and Utility Corridor" shown on Exhibit "B" hereto.
- (15) BRC greenways will be maintained in their natural state and kept free of refuse and debris. Category I exotic pest plants as defined by the Florida Exotic Pest Plant Council (EPPC), in effect at time of permitting, will be controlled to ninety-five percent (95%) occurrence (except for torpedo grass, *Panicum repens*, and cogon grass, *Imperata cylindrica*, that will be controlled to a ninety percent (90%) occurrence) in non-agricultural greenway areas. Category II pest plants, as defined by the Florida Exotic Pest Plant Council (EPPC),

in effect at time of permitting, and other plants reaching a problematic, invasive level will also be controlled to reasonable and achievable levels in non-agricultural greenway areas. Maintenance of these preserve areas will be conducted in perpetuity consistent with state, local, and federal government environmental permit approvals.

- (16) The prescribed fire plan for BRC will be a program that mimics the natural fire cycle for the various habitat types identified within the mitigation and preserve areas. Prescribed burning will be planned and carried out by a Certified Prescribed Burn Manager (as licensed by the Florida Division of Forestry) and experienced fire crew.
- (17) The Developer shall dedicate a one (1) acre site and provide a 3,000 square feet, pre-fabricated, shell building to County for mosquito control operations use pursuant to the schedule shown on Exhibit "D" hereto.

B. Other Conditions.

- (1) Integrated Pest Management ("IPM") will be utilized in BRC. IPM will involve the monitoring of sites for pest related problems, determining when a problem needs attention and taking appropriate action with the least amount of environmental impact. IPM will maximize the use of biological controls (i.e., bat houses, etc.), organic pest control methods, insecticidal soaps, and fish oils beneficial to lowering the

environmental impact of pest control. Property and homeowner education will also be an IPM component within the Community.

(2) All USFWS and FWC threatened and endangered species management plans ("T&E Plans") for the documented listed species including Florida panther (*Puma concolor coryi*) (E), Florida bonneted bat (*Eumops floridanus*) (E), wood stork (*Mycteria americana*) (T), beautiful pawpaw (*Deeringothamnus pulchellus*) (E), Florida sandhill crane (*Gruscanadenis pratensis*) (T), Eastern indigo snake (*Drymarchon corais couperi*) (T), little blue heron (*Egretta caerulea*) (T), tricolored heron (*Egretta tricolor*) (T), gopher tortoise (*Gopherus polyphemus*) (T), American alligator (*Aligator mississippiensis*) (T S/A), crested caracara (*Caracara cheriway*) (T), roseate spoonbill (*Platalea ajaja*) (T), and Florida burrowing owl (*Athene cunicularia floridana*) (T) approved at the time of issuance of this Development Order are incorporated by reference herein and made a part hereof. Any additional species which are listed after the issuance of this Development Order and which are documented in an AIDA shall have a T&E Plan developed and approved by USFWS and FWC and said plan shall be incorporated by reference as a condition of the particular incremental development order.

~~(2) All USFWS and FWC threatened and endangered species management plans ("T&E Plans") for the documented listed species including Florida panther (*Puma concolor coryi*) (E), wood stork~~

~~(*Mycteria americana*) (E), beautiful pawpaw (*Deeringothamnus pulchellus*) (E), Florida sandhill crane (*Gruscanadenis pratensis*) (T), Eastern indigo snake (*Drymarchon corais couperi*) (T), little blue heron (*Egretta caerulea*) (SSC), snowy egret (*Egretta thula*) (SSC), tricolored heron (*Egretta tricolor*) (SSC), white ibis (*Eudocimus albus*) (SSC), gopher tortoise (*Gopherus polyphemus*) (T), American alligator (*Alligator mississippiensis*) (SSC), Audubon's crested caracara (*Polyborus plancus audubonii*) (T), roseate spoonbill (*Platalea ajaja*) (SSC), Sherman's fox squirrel (*Sciurus niger shermani*) (SSC) and Florida burrowing owl (*Athene cunicularia floridana*) (SSC) approved at the time of issuance of this Development Order are incorporated by reference herein and made a part hereof. Any additional species which are listed after the issuance of this Development Order and which are documented in an AIDA shall have a T&E Plan developed and approved by USFWS and FWC and said plan shall be incorporated by reference as a condition of the particular incremental development order.~~

- (3) The SFWMD issued Permit Number 08-00119-P on July 6, 2006, which includes certain authorizations and permit conditions, in accordance with its jurisdiction over such matters and the Property. Developer has committed to follow this permit and its conditions, which is a separate and enforceable legal document in accordance with its terms. Compliance with this permit, as it may be amended

from time to time, addresses mitigation of certain impacts of the BRC development. Such permit is issued under the authority of an agency other than County and, therefore, shall be subject to enforcement by the issuing agency. County will assist said agency, if requested, in monitoring Developer's compliance with the conditions of said permit. Developers' successors-in-interest and assigns are hereby placed on notice of this permit and its potential application to development which they may propose to undertake within BRC.

- (4) ~~The United States Army Corps of Engineers~~USACOeE issued Permit Number SAJ-1992-264_(NW-TWM) on May 22, 2006, which includes certain authorizations and permit conditions, in accordance with its jurisdiction over such matters and the Property. Developer has committed to follow this permit and its conditions, which is a separate and enforceable legal document in accordance with its terms. Compliance with this permit, as it may be amended from time to time, addresses mitigation of certain impacts of the BRC development. The permit is issued under the authority of an agency other than County and, therefore, is subject to enforcement by the issuing agency. County will assist said agency, if requested, in monitoring Developer's compliance with the conditions of said permit. Developers' successors-in-interest and assigns are hereby placed on notice of this permit and its application to development which they may propose to undertake within BRC.

- (5) The ~~United States Army Corps of Engineers~~USACOeE issued Permit No. SAJ-2006-6656 (IP-MJD) which includes certain authorizations and permit conditions, in accordance with its jurisdiction over such matters and the Property. Developer has committed to follow this permit and its conditions, which is a separate and enforceable legal document in accordance with its terms. Compliance with this permit, as it may be amended from time to time, addresses mitigation of certain impacts of the BRC development. The permit is issued under the authority of an agency other than County and, therefore, is subject to enforcement by the issuing agency. County will assist said agency, if requested, in monitoring Developer's compliance with the conditions of said permit. Developers' successors-in-interest and assigns are hereby placed on notice of this permit and its application to development which they may propose to undertake within BRC.
- (6) The SFWMD issued Permit No. 08-00004-S-05 (Application No. 070330-5) to Developer for a conceptual ERP in accordance with its jurisdiction over such matters and the Property. Developer will follow the authorizations and permit conditions, which is a separate and enforceable legal document in accordance with its terms. Compliance with this permit, as it may be amended from time to time, addresses mitigation of certain impacts of the BRC development. The permit is issued under the authority of an agency other than

County and, therefore, is subject to enforcement by the issuing agency. County will assist said agency, if requested, in monitoring Developer's compliance with the conditions of said permit. Developers' successors-in-interest and assigns are hereby placed on notice of this permit and its application to development which they may propose to undertake within BRC.

C. Incremental Review.

- (1) The threatened and endangered species management plan ("T&E Plan") is that plan for threatened and endangered species provided for in the ERP and ~~United States Army Corps of Engineers~~ USACOeE Permit ("ACOEP") for Babcock Charlotte, as may be amended from time to time.
- (2) The incremental review will address compliance of the increment with the T&E Plan. It will also address the detailed plan to protect any wetlands in the increment or to mitigate for proposed impacts on such wetlands. Upland habitats of threatened and endangered species (not including species addressed in the Biological Opinion of the U.S. Fish and Wildlife Service for Babcock Charlotte) which are not addressed by the T&E Plan shall also be addressed in the AIDA to maintain such habitats to the extent practicable with the development planned for those areas, or to relocate affected listed species to other appropriate habitat.

- (3) The incremental review will include an assessment of any pertinent information developed pursuant to a condition of the ~~Master DRI development order~~MDO which has been developed since the ~~Master DRI development order~~MDO was issued in order to determine if that new information shows that a change in the T&E Plan is needed in order to provide the same level of protection, remediation, or mitigation that is contemplated in the ~~Master DRI development order~~MDO.
- (4) Each AIDA shall identify the number of acres to be contained in the Increment with respect to each of the following Greenway categories and the percentage of the total of each and shall include a companion map:
 - (a) Greenway acreage not under conservation easements
 - (i) agricultural lands
 - (ii) non-agricultural lands
 - (b) Greenway acreage under conservation easements
 - (i) wetland conservation
 - (ii) wetland enhancement
 - (iii) upland conservation
 - (iv) agriculture
- (5) Each AIDA shall identify any conservation easements over wetlands and uplands which have been delivered.

- (6) Each AIDA shall include a copy of any wildlife survey which has been conducted pursuant to an ERP or ACOEP since the last AIDA was filed.
- (7) Each AIDA shall provide an updated Greenway Map.
- (8) Each AIDA including roadway within a wildlife corridor will detail the roadway design features to be employed with regard to surface material, lighting, signage, access, and speed limits. The existing unpaved North/South road corridor located along the east Property line may serve as a transportation, pedestrian, and utility (e.g. wells, lift stations, transformers, pump stations, associated lines and infrastructure for water, wastewater, gas, electric, cable, electronic, etc.) corridor consisting of not more than 120 feet in width with a maximum speed limit of 20mph. The existing North/South road shall not be modified beyond its current existing maximum width, nor paved, unless such modification has been considered in an AIDA review and approved in an Incremental development order, ~~or order~~ or has been reviewed and approved pursuant to a ~~Notification of Proposed Change ("NOPC")~~ an amendment to a development order.

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7. **WASTEWATER MANAGEMENT AND WATER SUPPLY**

A. **Representations and Commitments as Conditions**

- (1) **Low Flow Fixtures:** Low volume plumbing fixtures will be installed in all new homes and businesses. The plumbing fixtures will comply with the following maximum flow volumes at 80 psi:
 - Toilets: 1.286 gallons per flush
 - Shower heads: 2.5 gallons per minute
 - Faucets: 2.0 gallons per minute
- (2) Customer billing by Town and Country Utilities Company will be based on the use of water conservation-based rate structures.
- (3) Town and Country Utilities Company will distribute literature to households describing water conservation practices.
- (4) **Drought-Tolerant Landscaping:** The use of native landscaping and the Florida Yards and Neighborhoods Program principles will be incorporated throughout the project site.
- (5) **Reuse Water:** Irrigation water will utilize reclaimed water produced by the water reclamation facility. During times when irrigation demand exceeds reclaimed water supply, irrigation water will be derived from the on-site lake system. The lake system will be replenished with ground water.
- (6) **Leak Detection Program:** Reports of water leaks will be directed to personnel during business hours. Site tours and routine

maintenance personnel trips along water supply and distribution lines will also be conducted. On a monthly basis, customer metered usage will be compared to the master meter reading.

(7) Irrigation System Design: Rain sensors and/or soil moisture sensors are required for irrigation systems within the project site in order to preclude irrigation during rainfall events. The project will install low flow irrigation systems for common areas where reasonably practicable.

(8) Fertilization Program: Written fertilization guidelines will be developed that establish standards for all common area fertilization and guidelines for individual property owners. The guidelines will comply with SWFRPC Resolution 2007-1 to the extent adopted by County and as it may be modified by County from time to time, except that reuse irrigation water may be applied within 25 feet of a wetland or water body. The program will be based on the results of soil samples, water sources, drainage patterns, and the landscape planned. This program will be designed to provide sufficient nutrition to sustain density and vigor for the landscape plantings intended for the Community that will enhance their resistance to disease, weeds, and insects. Education of residents and landscape maintenance contractors will be included in the program.

The program standards will include an annual schedule for applications of controlled release and slow release fertilizers. The

program will also identify appropriate buffer requirements for all areas on the site with respect to wetlands and all natural or created bodies of water. The above fertilization program does not eliminate the requirement of compliance with any County fertilizer ordinance.

- (9) Various types of on-site wastewater treatment systems may be used permanently at ~~the plant nursery, solar generating facilities, the North Babcock Area, restroom facilities in the project's trail system, and the mining and any plant nursery, sod, or agricultural operations facilities~~ office. Pursuant to F.S. 381.0065(4), as may be amended, an operating permit must be obtained prior to the use of any aerobic treatment unit or if the establishment generates commercial waste. Buildings or establishments that use an aerobic treatment unit or generate commercial waste will be subject to annual inspections by the State Department of Health to assure compliance with the terms of the operating permit. Any currently permitted uses of such systems may continue pursuant to existing, modified, and renewed permits.
- (10) On-site wastewater treatment systems may be utilized at selected locations such as construction trailers, sales centers, and other non-residential facilities where centralized sewer is not currently available. Each of these non-permanent systems must be licensed as in paragraph (9) above and may continue to be used for five (5) years from the date of installation of each system and thereafter must

be abandoned in accordance with state and County regulations. Notwithstanding the foregoing, models, sales centers and associated construction trailers may be extended on an annual basis as needed and such consent by County shall not be unreasonably withheld.

- (11) Bio-solids may be converted into a Class AA residual that may be used as a slow release fertilizer on the site, provided this use meets applicable permitting conditions for the site.

B. Other Conditions.

- (1) The proposed water treatment and distribution and wastewater collection and treatment systems will be designed consistent with current industry standards in Southwest Florida.
- (2) All potable water facilities, including any possible on-site potable water treatment plants, will be properly sized to supply average and peak day domestic demand, in addition to fire flow demand, at a flow rate approved by the County Fire Department.
- (3) The lowest quality of water available and acceptable should be utilized for all non-potable water uses.
- (4) Irrigation systems for new construction will comply with County's irrigation and landscaping ordinance, as may be amended from time to time.
- (5) Town and Country Utilities Company or its successor or assigns will provide water, wastewater, and reclaimed water to BRC.

- (6) SFWMD issued Permit Number 08-00122 W, in October 2007, which includes certain authorizations and permit conditions, in accordance with its jurisdiction over such matters and the Property. Developer has committed to follow this permit and its conditions, which is a separate and enforceable legal document in accordance with its terms. Compliance with this permit, as it may be amended from time to time, addresses mitigation of certain impacts of the BRC development. Such permit is issued under the authority of an agency other than County and, therefore, shall be subject to enforcement by the issuing agency. County will assist said agency, if requested, in monitoring Developer's compliance with the conditions of said permit. Developers' successors-in-interest and assigns are hereby placed on notice of this permit and its potential application to development which they may propose to undertake within BRC.
- (7) Developer may apply for a permit(s) from the SFWMD for non-potable (landscape irrigation) withdrawals, in accordance with its jurisdiction over such matters and the Property. Upon issuance, Developer will follow the authorizations and permit conditions, which will be a separate and enforceable legal document in accordance with its terms. Compliance with this permit, as it may be amended from time to time, will address mitigation of certain impacts of BRC development. Such permit will be issued under the authority of an agency other than County and, therefore, shall be subject to

enforcement by the issuing agency. County will assist said agency, if requested, in monitoring Developer's compliance with the conditions of said permit. Developers' successors-in-interest and assigns are hereby placed on notice of this permit application and its potential application to development which they may propose to undertake within BRC.

C. Incremental Review.

- (1) The AIDA which includes the North Babcock Area shall identify the water and wastewater treatment option(s) which will be employed in the North Babcock Area.
- (2) Each AIDA shall include an updated Primary Utility Corridor map.
- (3) Each AIDA shall identify the source of water for the Increment and the service provider.
- (4) Each AIDA shall identify the service provider and the type(s) of wastewater treatment system(s) to be used in the Increment and their duration(s) of use.
- (5) Wastewater treatment options in the North Babcock Area may include decentralized facilities.

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8. **HISTORICAL AND ARCHEOLOGICAL SITES**

A. Representations and Commitments as Conditions - No relevant provisions.

B. Other Conditions.

(1) A Cultural Resources Survey was prepared and approved by the Florida Department of State, Division of Historical Resources ("DHR"). No cultural resources eligible for listing on the National Register of Historic Places were identified within the BRC, and the development is unlikely to affect historic properties. If any archaeological/historical resources are discovered during the development activities, all work that might cause damage to such resources shall cease immediately, and the Developer shall contact the DHR, SWFRPC, and County so that a state-certified archaeologist can determine the significance of the findings and recommend appropriate preservation and mitigation actions, as necessary.

(2) When County establishes a local register of historical sites, any sites in BRC which qualify for listing on the local register will be listed. Any protection of such resources will be subject to agreement between Developer and County.

(3) By the end of the second DRI Increment, Developer will establish a permanent display of the history of the Babcock Ranch, including but not limited to the railroad and telegraph facilities.

C. Incremental Review. – None.

July 25, 2017

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9. **EDUCATION**

A. Representations and Commitments as Conditions.

The Developer shall dedicate five school sites on the Property: three elementary schools (up to 20± acres each), one middle school (up to 30± acres), and one high school (up to 50± acres), and an educational service center (up to 25± acres). Site acreages are net developable acres exclusive of jurisdictional wetlands and listed species habitat areas. These sites will be delivered on the schedule set forth in Exhibit "D", attached hereto, as that schedule or site dedication requirements may be revised by agreement of Developer and the Charlotte County School Board.

B. Other Conditions. Public facilities such as parks, libraries, and community centers shall be co-located with schools to the extent reasonably practicable. Elementary schools shall be encouraged as focal points for neighborhoods.

C. Incremental Review. Developer shall provide anticipated student generation numbers as part of an AIDA using student generation rates contained in the Student Impact Analysis form.

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10. **POLICE AND FIRE**

A. Representations and Commitments as Conditions.

- (1) Developer or District shall construct the shells of the law enforcement and fire/rescue buildings. The term “shell” means site preparation, foundations, laying of all utilities, exterior building structural components (including all exterior windows and doors), interior unfinished load-bearing walls and floors, stairs, elevators, and general building ~~MEPF~~ (mechanical, electrical, plumbing, and fire (MEPF) systems, ~~but not including MEPF systems specific to a floor plan layout~~ landscaping and exterior finishes to satisfy the Developer’s architectural design standards. The building shells may be constructed in phases. The building shells shall be completed by Developer or District and turned over to County on the schedule set forth in Exhibit “D” attached hereto. Until the turnover to County, Developer or District shall be responsible for maintenance of the building shells and the associated building landscaping and any costs of operations elected by Developer or District to be incurred prior to said turnover(s). If the Developer or the District elects to operate any such buildings prior to turnover to County, County will consider an operational contract with District. The Developer or District shall be reimbursed from the impact fees, but only up to the amount of the impact fees collected from the Development (not including any interest earned by County), for the design and

construction costs of those buildings and the costs of all associated infrastructure; i.e., water, sewer, paving, drainage, landscaping, lighting, signage, etc. (collectively the "Costs"), but not for the sites. Developer or District shall be reimbursed by County from funds other than impact fees collected from the Development for the Costs of any portion of a building requested by County which is in excess of that required by County standards to satisfy the demand for the building created by the Development Program Exhibit "D".

- (2) Site acreages are net developable acres exclusive of jurisdictional wetlands and listed species habitat areas. The sites shall be conveyed with exotic pest plants removed, infrastructure provided, and on a schedule set forth in Exhibit "D" attached hereto.

B. Other Conditions.

- (1) The fire flows required for the BRC will be provided. Adequate system storage and pumping capacity will be installed to provide the required flows. Distribution system pipes will be sized to deliver the fire flows to the buildings to meet the requirements of the National Fire Protection Association.
- (2) As the development of the project progresses, the Developer will coordinate with the Sheriff's Office prior to or during site plan review regarding security measures and features that will likely deter criminal activity in the BRC.

- (3) ~~Four~~ Six sites totaling approximately ~~10.25~~ 7.8+ acres will be dedicated for police and/or fire rescue operations and for a communications tower. Site acreages are net developable acres exclusive of jurisdictional wetlands and listed species habitat areas. ~~The Sheriff's facility will be co-located within a central fire/rescue building on a 5.75 acre site.~~ Any additional acres requested by County for such operations will be subject to payment by County pursuant to a purchase contract negotiated between Developer and County.
- (4) The Developer or the District shall provide funding to the County in the amount of one million two hundred thousand dollars (\$1,200,000) for a ladder truck pursuant to the schedule in Exhibit "D". The housing of that vehicle will be the responsibility of County.
- ~~(4)~~ (5) The Developer District has ~~shall~~ provided an interim fully operational double-wide trailer ~~at least 24 feet in width and 60 feet in overall length~~ as the first Sheriff's Sub-Station pursuant to the schedule in Exhibit "D" hereto.
- ~~(5)~~ (6) The Developer or the District shall provide funding to the County for ~~a~~ An EMS vehicle ~~will be provided by Developer pursuant to the schedule in Exhibit "D" hereto.~~ The housing of that vehicle will be the responsibility of County.

~~(6)~~(7) The public purpose buildings and sites shall be subject to the land development regulations and architectural guidelines established for the Property.

~~(7)~~(8) All law enforcement, fire, and EMS impact fees collected from the Development (not including any interest earned by County) shall be provided to Developer or District in the form of reimbursements.

~~(8)~~(9) Babcock is intended to be a "Firewise" community and will employ "Firewise" principles where appropriate. The County's Office of Emergency Management will cooperate with and assist the District in this endeavor.

C. Incremental Review.

(1) Each AIDA shall include an updated Exhibit "D" schedule.

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11. **SOLID/HAZARDOUS/MEDICAL WASTE**

A. Representations and Commitments as Conditions. – None.

B. Other Conditions.

- (1) The project shall be bound by all applicable recycling requirements in effect in the County at the time of the development, and all solid waste shall be disposed of by a waste hauler licensed by the State of Florida.
- (2) Any buildings where hazardous materials, or waste, is to be used, displayed, handled, generated or stored shall be constructed with impervious floors with adequate floor drains leading to separate impervious holding facilities that are adequate to contain and safely facilitate cleanups of any spill, leakage, or contaminated water.
- (3) Discharge of hazardous waste effluent into the sewage system shall be prohibited unless approved by a permit issued by FDEP. There shall be no discharge of hazardous waste or of medical wastes from medical facilities into septic tanks.
- (4) Any business within the BRC that generates hazardous waste will be responsible for the temporary storage, siting and proper disposal of the hazardous waste generated by such business. However, there will be no siting of hazardous waste storage facilities contrary to the County zoning regulations. There shall be no disposal of hazardous waste within the BRC.

- (5) Any off-site disposal of hazardous waste will be the responsibility of the business that has generated the hazardous waste subject to all applicable local, state, and federal regulations.
- (6) Restaurant operators will be required to comply with the County's grease trap ordinance that requires routine maintenance of the grease removal system.
- (7) The responsibility for disposing of medical and hazardous waste lies with the waste generator in accordance with local, state and federal law.
- (8) Any commercial operations that routinely handle extremely hazardous chemicals (such as the water and wastewater treatment facilities, hospitals and golf courses) will be required to comply with OSHA and NFPA fire and life ~~safety~~—requirementssafety requirements as well as all other local, state, and federal requirements.
- (9) Natural gas is identified as a source of energy for the development. The Developer will meet with the Charlotte County Fire & Emergency Medical Services Department to advise it of the location of gas lines prior to installing such lines.
- (10) All grease traps will be required to comply with local and state codes. The wastewater from these grease traps will be sent to a centrally located wastewater treatment facility, designed to comply with the

applicable effluent quality requirements. The captured grease will be hauled off by a licensed hauler.

C. Incremental Review.

- (1) Each AIDA will indicate whether or not the proposed Increment will be part of the County's Sanitation District, and if not, what other option will be used. Each AIDA will include a letter from the service provider that collection will be provided and a letter of availability regarding landfill capacity for the proposed Increment.

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12. AIR

A. Representations and Commitments as Conditions.

Dust prevention on development sites will employ wet or other suppression options consistent with applicable NPDES requirements. Unpaved roads will be watered as needed. Paving of roads will be performed as early in the construction schedule as is reasonably possible.

B. Other Conditions.

BRC shall comply with any applicable FDEP regulations regarding air quality.

C. Incremental Review. – None.

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13. **HURRICANE PREPAREDNESS**

A. Representations and Commitments as Conditions.

The Developer or District will build the shells of community center civic buildings and certain portions of public school buildings on the Property that will be used as shelters, to hurricane building standards per local, state, and/or federal standards, as applicable, and American Red Cross publication #4496, and said buildings will be equipped with emergency generators.

B. Other Conditions.

(1) District or POA shall develop a hurricane preparation and shelter information program for the residents of the Property which will include annual awareness communications to residents. The appropriate County departments dealing with emergency preparedness will cooperate with and assist the District or POA in the development of this program. A copy of the information program ~~shall be~~was provided to County prior to the first residential closing.

~~(2) To encourage sheltering in place, hurricane window protection shall be offered as an option to the initial purchasers of single family residences in BRC.~~

C. Incremental Review. – None.

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14. OPEN SPACE, PARKS, AND LIBRARY

A. Representations and Commitments as Conditions.

- (1) Developer agrees to provide a minimum of thirty-five (35%) percent of the gross acreage of the BRC as open space. "Open Space" shall consist of the Primary Greenway Plan, non-residential vegetated green space (including, but not limited to, community supported agriculture and community gardening), lakes and ponds not engineered for stormwater, lakes and ponds engineered for stormwater with general public access, hiking trails, greenways, bike paths, upland and wetland areas. Active uses such as ball fields, golf courses and other related recreation uses can be counted toward Open Space, but only 50% of the area can be utilized for calculation purposes.
- (2) BRC will provide 200 acres of parks with a park points value of 715 points. Park points will be calculated in accordance with the County's Parks & Recreation Master Plan Update 2015-2050 or as otherwise agreed upon by the County and Developer as part of bi-annual meetings. ~~19.5 acres of mini parks, 58.4 acres of neighborhood parks, and 177.9 acres of community/regional parks, totaling 255.8 acres, as well as other open space areas within neighborhoods, which will exceed the expected demand created by BRC. As set forth on Exhibit "D" attached hereto, the community and regional park buildings and parks site improvements are required by the issuance~~

~~of the 5,900th dwelling unit certificate of occupancy. Each neighborhood park with pavilion and restrooms will be required by the issuance of the 500th dwelling unit certificate of occupancy within each of the neighborhoods.~~

~~(3)~~ One site totaling 7.4 acres will be dedicated for a library pursuant to the schedule in Exhibit "D". Site acreage is net developable acres exclusive of jurisdictional wetlands and listed species habitat. Developer or District shall be required to fund the construction of a 2412,000 square foot library shell building. The County may desire to construct a library facility totaling 4020,000 square feet. The County and the Developer or District agree to cooperate with respect to the design, construction and funding of this library facility. Developer or District shall fund the library shell building costs for 2412,000 square feet and, if the County decides to construct the additional 8,000 square feet, the County shall fund the construction of the library shell building costs for 168,000 square feet, in addition to the construction completion of the library facility herein. Phase I of the library to be provided by the issuance of the 10,000th dwelling unit certificate of occupancy, and Phase II of the library to be provided by the issuance of the 15,000th dwelling unit certificate of occupancy as shown on the schedule in Exhibit "D".

~~(4)~~(3) The parks and library sites shall be conveyed with exotic pest plants removed and infrastructure provided.

~~(5)~~(4) Developer or District shall construct the shells of the public purpose buildings (including park and library facilities). The term "shell" means site preparation, foundations, laying of all utilities, exterior building structural components (including all exterior windows and doors), interior unfinished load-bearing walls and floors, stairs, elevators, ~~and general building~~ MEPF (mechanical, electrical, plumbing, and fire (MEPF) systems, landscaping and exterior finishes to satisfy the Developer's architectural design standards, but not including ~~MEPF systems specific to a floor plan layout~~. The building shells shall be completed by Developer or District and turned over to County on the schedule shown on Exhibit "D" attached hereto. Until the turnover to County, Developer or District shall be responsible for maintenance of the building shells and the associated building landscaping and any costs of operations elected by Developer or District to be incurred prior to said turnover(s). If the Developer or the District elects to operate any such buildings prior to turnover to County, County will consider an operational contract with Developer or District. The Developer or District shall be reimbursed for the park and library facilities from the impact fees, but only up to the amount of the impact fees collected from the Development (not including any interest earned by County), for the design, construction, and permitting costs of those buildings and the costs of all associated infrastructure; i.e., water, sewer, paving, drainage,

landscaping, lighting, signage, etc. (collectively the "Costs"), but not for the sites. Developer or District shall be reimbursed by County from funds other than impact fees collected from the Development for the Costs of any portion of a building requested by County which is in excess of that required by ~~County standards to satisfy the demand for the building created by the Development Program~~ Exhibit "D".

~~(6)~~(5) District or Developer shall prepare the master plans for the park sites in consultation with County and at no cost to the County.

~~(7)~~(6) The ~~parks and~~ library buildings and sites shall be subject to the land development regulations and architectural guidelines established for the Property.

B. Other Conditions.

- (1) All landscaped open space areas shall be replanted with native vegetation after construction.
 - (i) Ninety percent (90%) of the trees and ninety percent (90%) of the shrubs installed in public areas will be native plants.
 - (ii) Seventy-five percent (75%) of the total number of required trees and seventy-five percent (75%) of the shrubs installed in privately owned areas will be native plants.
 - (iii) One hundred percent (100%) of the trees and shrubs installed in primary greenways will be native plants.

- (iv) All plants listed on the Florida Exotic Pest Plant Council's -List of Invasive Plant Species Category I and II, are prohibited for use as landscaping material.
 - (v) Plant material used for landscaping must conform to the standards for Florida Number 1, or better as given in Grades and Standards for Nursery Plants (1998 or latest), and Grades and Standards for Nursery Plants Florida Department of Agriculture and Consumer Services, Tallahassee, Florida.
- (2) General agricultural operations may be conducted in accordance with the Land Development Code.
- ~~(3) The mining lake located immediately west of the northernmost Major Park shown on Map H will be reclaimed in accordance with the approved Reclamation Plan and the County permit upon the cessation of mining in the lake and will be incorporated into the plan for said park (although remaining in District ownership) for park uses, subject to restrictions and requirements of SFWMD and/or other governing agencies, and will be connected to the Greenway.~~
- ~~(4)~~(3) The parks and library buildings shall be completed, staffed, and opened by County on the schedule shown on Exhibit "D" attached hereto.
- ~~(5)~~(4) Public facilities such as parks, libraries and community centers will be co-located with schools to the extent reasonably

practicable. Elementary schools will be encouraged as focal points for neighborhoods.

~~(6)~~(5) All parks and library impact fees collected from the Development (not including any interest earned by County) shall be provided to Developer or District in the form of reimbursements.

~~(7)~~(6) The parks, common recreational areas and common open spaces will be owned, operated, and maintained by either a master property owner's association, a neighborhood association, a condominium association, the District, or a Chapter 190 Community Development District.

~~(8)~~(7) Vegetated upland areas within conservation areas will be part of the extensive recreational open space system of BRC.

C. Incremental Review.

- (1) Each AIDA shall provide the number of acres of Open Space to be provided in the Increment and the cumulative number with other approved Increments.
- (2) Each AIDA shall include an updated Exhibit "D" schedule.

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15. **HOSPITALS AND HEALTHCARE**

A. Representations and Commitments as Conditions. – None.

B. Other Conditions.

Hospital beds and assisted living facilities may be provided within BRC subject to applicable licensing.

C. Incremental Review.

Each AIDA shall indicate whether or not a certificate of need has been, or will be, filed for hospital or other healthcare facilities in the proposed Increment.

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16. **ENERGY**

A. Representations and Commitments as Conditions.

- (1) All community recreational facilities and businesses will be encouraged to have bicycle parking facilities located closer to the building entrances than non-handicapped parking spaces.
- (2) Developer or District will evaluate internal transit options, and will implement options determined by the evaluation to be economically viable.
- (3) Window design, as well as other design features such as building orientation, solar roof access, overhangs, shading through landscape or interior shades, porches, free standing walls, fences, louvers, awnings, or shutters will be considered to optimize energy efficiency.
- (4) The material choices for streets, parking lots, sidewalks, and the trail system shall be selected to encourage the reduction of the heat island effect. Alternatives to impervious pavement, and the use of open areas, landscaping and shade trees will be an integral component of the design.
- (5) Lighting for streets, parking, recreation and other public areas should include energy efficient fluorescent/electronic ballasts, photovoltaics, low voltage lighting, motion sensors and/or timers on lighting and full cut-off luminaries in fixtures that comply with the International Dark-Sky Association standards.

- (6) Water closets will have a maximum water usage of 1.628 gallons/flush. Showerheads and faucets will have a maximum flow rate of 2.5 gallons/minute at 80 psi water pressure. Faucet aerators will limit flow rates to 0.5 gallons per minute.
- (7) A primarily native plant pallet to reduce water consumption throughout the community will be used as referenced in Section 14, Open Space, Parks and Library, above. Additionally, Developer will strive to use innovative irrigation technology, such as drip irrigation, moisture sensors, and micro spray heads to reduce irrigation water use.
- (8) All recreational areas as well as the integrated sidewalks, trails, and paths shall include shade trees where design allows.

B. Other Conditions.

- (1) Commercial and residential buildings shall comply with the Florida Energy Efficiency Code for Building Construction.
- (2) Site development shall comply with the Florida Green Building Coalition Certification Standards or equivalent green building standards.
- (3) One Zero Energy Home ("ZEH") model will be built to feature and promote net zero energy efficient housing.
- ~~(4) The Developer shall allow potential home buyers to select photovoltaic systems, solar hot water heaters, and other alternative energy or energy efficient features as an option.~~

~~(5) Recognizing that green building, efficient energy alternatives and the integration of existing and future technology is important and rapidly evolving, the Developer shall continue to evaluate alternatives and create a green building program of options available to the homes and businesses to be built in BRC. Specific programs may include, but are not limited to, higher efficiency appliances, higher efficiency HVAC systems, solar hot water heaters, solar pool heaters, programmable thermostats, net metering as allowed by State law (when and if available under the law) and other. Inasmuch as alternative methods of producing and providing energy is also evolving, the Developer shall work with the State and FP&L, and with suppliers of other commercially reasonable technologies, or combinations thereof, with the objective to create practical and affordable energy options to reduce the consumption of non-renewable energy sources and to encourage the use of renewable energy sources within BRC. Developer shall also explore the usefulness and feasibility in Southwest Florida of green roofs (or suitable alternatives) for residential and commercial buildings, to further reduce energy demands. Compliance with this condition shall be shown by including in the biennial reports a summary of the green building efforts and program to date and the green options made available to homes and businesses.~~

C. Incremental Review. – None.

July 25, 2017

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17. **MINING OPERATIONS**

A. Representations and Commitments as Conditions.

~~The existing mining operations may be continued during development of the Community consistent with permitting. Due to the fact that~~As mining operations have beenare phased out, mining lakes will be properly reclaimed pursuant to applicable permits..

B. Other Conditions. – None.

C. Incremental Review. – None.

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18. CONSISTENCY WITH THE LOCAL COMPREHENSIVE PLAN

County has determined that the BRC project is consistent with the County Comprehensive Plan.

19. BIENNIAL REPORTS

The Developer, or its successor(s)-in-title to the undeveloped portions of the Property, must submit a biennial report to the County. The Developer must inform successors-in-title to any undeveloped portion of the real property covered by this development order of this reporting requirement.

20. CHANGED CONDITIONS

If County, during the course of monitoring the development, can demonstrate that substantial changes in the conditions underlying the approval of the development order has occurred or that the development order was based on substantially inaccurate information provided by the Developer, resulting in additional substantial regional impacts, then a substantial deviation shall be deemed to have occurred.

21. COMPLIANCE MONITORING

The County Administrator, or his or her designee, shall be the local official responsible for assuring compliance with ~~the~~ this development order. Monitoring procedures will include County's site plan review and code enforcement procedures, and the Biennial Reports.

22. EXEMPTION FROM DOWNZONING AND DENSITY/INTENSITY REDUCTION

Pursuant to Subsection 380.06(15)(c)3, ~~F.S. Florida Statutes~~, this project is exempt from downzoning, intensity reduction, or unit density reduction until May 8, 2043, unless

County can demonstrate that substantial changes in the conditions underlying the approval of the development order have occurred or the development order was based on substantially inaccurate information provided by the Developer or that the change is clearly established by local government to be essential to the public health, safety, or welfare.

23. COMMENCEMENT OF DEVELOPMENT

Development shall commence in accordance with the deadline(s) established in the Incremental development orders.

24. PROJECTED BUILDOUT

The project is being built in Increments. Buildout of the final Increment is projected to occur on or about ~~May 8, 2043~~ May 24, 2050 ("Buildout Date").

25. EXPIRATION DATE

The expiration date for this Development Order is ~~November 2, 2044~~ November 21, 2051.

26. DEVELOPMENT PERMITS

Subsequent requests for development permits shall not require further review pursuant to Section 380.06, F.S. Florida Statutes, unless it is found by the Board of County Commissioners of Charlotte County ("Board"), after due notice and hearing, that one or more of the following items listed in Paragraphs A and B is present. Upon such a finding, the Board may take any action authorized by Subsection 380.06(19), F.S. Florida Statutes, pending issuance of an amended development order.

A. A substantial deviation from the terms or conditions of this development order, a failure to carry out conditions, commitments or mitigation measures to the extent

set forth herein or consistent with the timing schedules specified herein or substantial deviation from the approved development plans which create a reasonable likelihood of additional regional impacts or other types of regional impacts which were not previously reviewed by the SWFRPC; or

B. An expiration of this development order as provided herein.

27. GENERAL PROVISIONS

The approval granted by this development order is limited. Such approval shall not be construed to relieve the Developer of the duty to comply with all other applicable local, state or federal permitting regulations.

A. Developer and County shall work together in a cooperative manner to ensure that the necessary applications to County, the issuance of permits and the conduct of inspections occur expeditiously and that development is not impeded by unnecessary delays associated with such applications, permit issuances, and inspections.

B. It is understood that any reference herein to any governmental agency shall be construed to mean any future entity which may be created or be designated or succeed in interest to, or which otherwise possesses any of the powers and duties of, any referenced governmental agency in existence on the effective date of this development order.

C. Appropriate conditions and commitments contained herein may be assigned to or assumed by District.

D. If there is a conflict between a provision in this development order and a provision in an ERP, a Consumptive Use Permit ("CUP"), a FDEP 404 Permit, or ACOEP, the provision in the ERP, CUP, FDEP 404 Permit, or ACOEP shall prevail.

E. In the event that any portion or section of this development order is determined to be invalid, illegal, or unconstitutional by a court or agency of competent jurisdiction, such decision shall in no manner, affect the remaining portions of this development order which shall remain in full force and effect.

F. This development order shall be binding upon the County and the Developer, its assignees or successors-in-interest.

G. This development order shall become effective as provided by law.

~~H. Certified copies of this development order shall be provided by the County to DEO and the SWFRPC as provided in Subsection 380.06(25)(g), Florida Statutes.~~

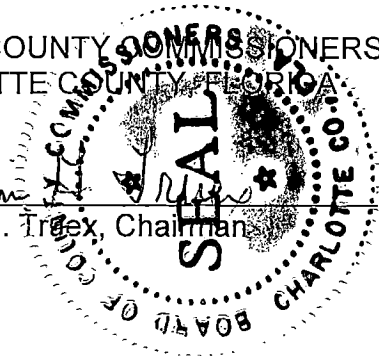
~~I.H.~~ This Resolution shall be recorded in the Minutes of the Board.

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PASSED AND DULY ADOPTED this 27th day of July, 2021.

BOARD OF COUNTY COMMISSIONERS
OF CHARLOTTE COUNTY, FLORIDA

By: William G. Trex
William G. Trex, Chairman



ATTEST:
Roger D. Eaton, Clerk of the Circuit Court
and Ex-Officio Clerk to the
Board of County Commissioners

By: Stacy Wear
Deputy Clerk

APPROVED AS TO FORM
AND LEGAL SUFFICIENCY:

By: Janette S. Knowlton
Janette S. Knowlton, County Attorney
LR 20-0822

EXHIBITS

- Exhibit A Legal Description
- Exhibit B Master Concept Plan (Map H)
- Exhibit C Questions to be addressed in AIDAs
- Exhibit D Updated Summary of Land Dedications and Facilities Construction
- Exhibit E RESERVED
- Exhibit F Master (Buildout 2040) Roadway Network with Initial Internal Capture Rate – 22% and with Developer’s Estimated Community Capture Rate – 71%

EXHIBIT A

Legal Description

CHARLOTTE COUNTY PARCEL:

A parcel of land lying within Sections 29, 31 through 33, Township 41 South, Range 26 East, AND, Sections 4 through 10, Sections 15 through 17 and Sections 19 through 36, Township 42 South, Range 26 East, Charlotte County, Florida, being more particularly described as follows:

Commence at the Southwest corner of Section 31, Township 42 South, Range 26 East and run S89°41'45"E, along the South line of said Section 31, a distance of 50.00 feet to a point on the East right-of-way line of State Road No. 31, said point also being the Point of Beginning of the parcel of land herein described; Thence continue S89°41'45"E a distance of 5,189.75 feet to the Southwest corner of Section 32, Township 42 South, Range 26 East; Thence S89°41'45"E a distance of 5,306.08 feet to the Southeast corner of Section 32, Township 42 South, Range 26 East; Thence S89°37'16"E a distance of 5,289.11 feet to the Southwest corner of Section 34, Township 42 South, Range 26 East; Thence S89°35'44"E a distance of 5,294.60 feet to the Southeast corner of Section 34, Township 42 South, Range 26 East; Thence S89°35'44"E a distance of 5,294.60 feet to the Southwest corner of Section 36, Township 42 South, Range 26 East; Thence S89°35'44"E, along the South line of Section 36, Township 42 South, Range 26 East, a distance of 3,430.66 feet; Thence N00°00'40"W a distance of 10,185.53 feet; Thence N05°46'23"E a distance of 1,058.56 feet; Thence N66°40'38"W a distance of 200.82 feet; Thence S53°12'47"W a distance of 1,373.33 feet; Thence N30°17'53"W a distance of 1,656.63 feet; Thence N70°02'41"W a distance of 1,332.41 feet; Thence S72°42'44"W a distance of 1,430.81 feet; Thence N48°18'31"W a distance of 2,362.25 feet; Thence S69°00'57"W a distance of 1,518.19 feet; Thence S21°06'17"W a distance of 865.44 feet; Thence S20°29'11"E a distance of 1,376.91 feet; Thence N74°38'25"E a distance of 1,636.69 feet; Thence S00°18'50"E a distance of 1,309.92 feet; Thence S89°45'02"W a distance of 4,154.48 feet; Thence N51°39'36"W a distance of 782.53 feet; Thence N04°14'12"E a distance of 1,329.59 feet; Thence N39°20'59"W a distance of 1,779.16 feet; Thence N42°01'35"W a distance of 1,162.94 feet; Thence S52°01'16"W a distance of 818.34 feet; Thence S62°56'46"W a distance of 516.42 feet; Thence S89°59'33"W a distance of 307.20 feet; Thence N80°06'18"W a distance of 334.84 feet; Thence N20°54'51"W a distance of 336.86 feet; Thence N05°03'05"E a distance of 533.35 feet; Thence N22°47'49"E a distance of 5,480.82 feet; Thence N55°42'26"E a distance of 195.73 feet; Thence N21°59'06"W a distance of 1,739.17 feet; Thence N52°37'55"E a distance of 867.75 feet; Thence N13°36'57"W a distance of 2,507.33 feet; Thence S78°50'16"W a distance of 687.95 feet; Thence N19°48'25"W a distance of 366.25 feet; Thence N06°01'21"W a distance of 493.32 feet; Thence N03°43'40"E a distance of 687.22 feet; Thence N00°28'20"E a distance of 674.51 feet; Thence N25°12'33"W a distance of 261.13 feet; Thence N42°54'55"W a distance of 643.19 feet; Thence N07°19'37"W a distance of 171.40 feet; Thence N13°05'30"E a distance of 201.96 feet; Thence N32°40'01"W a distance of 186.12 feet; Thence N05°04'15"W a distance of 1,632.77 feet; Thence N19°47'08"W a distance of 527.20 feet; Thence N26°13'22"W a distance of 802.13 feet; Thence S79°06'55"W a distance of 475.20 feet; Thence N74°19'19"W a distance of 1,689.05 feet; Thence N01°26'06"W a distance of 297.42 feet; Thence N89°51'42"W a distance of 67.91 feet; Thence N00°00'03"W a distance of 1,218.37 feet; Thence N39°50'11"W a distance of 190.86 feet; Thence N00°00'29"W a distance of 324.62 feet; Thence N89°59'52"W a distance of 688.20 feet; Thence N00°00'00"E a distance of 1,967.22 feet; Thence N41°13'25"W a distance of 2,825.17 feet; Thence S89°59'57"W a distance of 3,568.80 feet; Thence S00°00'03"E a distance of 2,799.34 feet; Thence S89°11'17"W a distance of 5,960.98 feet to a point on the East right-of-way line for State Road No. 31; Thence along the East right-of-way line for State Road No. 31, the following courses and distances: S00°48'43"E a distance of 2,976.13 feet and S00°34'01"W a distance of 785.25 feet; Thence S89°25'59"E a distance of 4,104.32 feet; Thence S00°01'22"E a distance of 2,064.04 feet; Thence S16°48'19"E a distance of 1,740.24 feet; Thence S09°11'59"W a distance of 1,325.85 feet; Thence S73°15'18"E a distance of 661.15 feet; Thence N59°20'29"E a distance of 577.75 feet; Thence S38°10'48"E a distance of 551.46 feet; Thence S86°25'38"E a distance of 385.80 feet; Thence S24°01'11"E a distance of 975.12 feet; Thence S57°46'34"E a distance of 530.20 feet; Thence S70°04'12"E a distance of 1,843.47 feet; Thence N63°01'21"E a distance of 1,214.89 feet; Thence S50°03'22"E a distance of 2,665.56 feet; Thence S13°56'09"W a distance of 1,953.90 feet; Thence S12°51'59"E a distance of 1,862.33 feet; Thence S71°59'01"W a distance of 448.53 feet; Thence N45°00'57"W a distance of 266.80 feet; Thence S69°50'23"W a distance of 1,104.27 feet; Thence S28°10'55"E a distance of 1,272.60 feet; Thence S62°45'03"W a distance of 4,638.30 feet; Thence S82°12'01"W a distance of 711.48 feet; Thence S81°38'00"W a distance of 5,167.82 feet; Thence N77°54'41"W a distance of 707.32 feet; Thence N89°28'15"W a distance of 299.98 feet to a point on the East right-of-way line for State Road No. 31; Thence along the East right-of-way line for State Road No. 31, the following courses and distances: S00°31'45"W a distance of 4,197.71 feet, S00°26'10"W a distance of 5,282.33 feet and S00°36'46"W a distance of 5,337.00 feet to the Point of Beginning.

Containing 13,630.60 acres, more or less.

Dimensions and acreage shown are grid values.

Bearings hereinabove mentioned are based on the South line of Section 31, Township 42 South, Range 26 East to bear S89°41'45"E.

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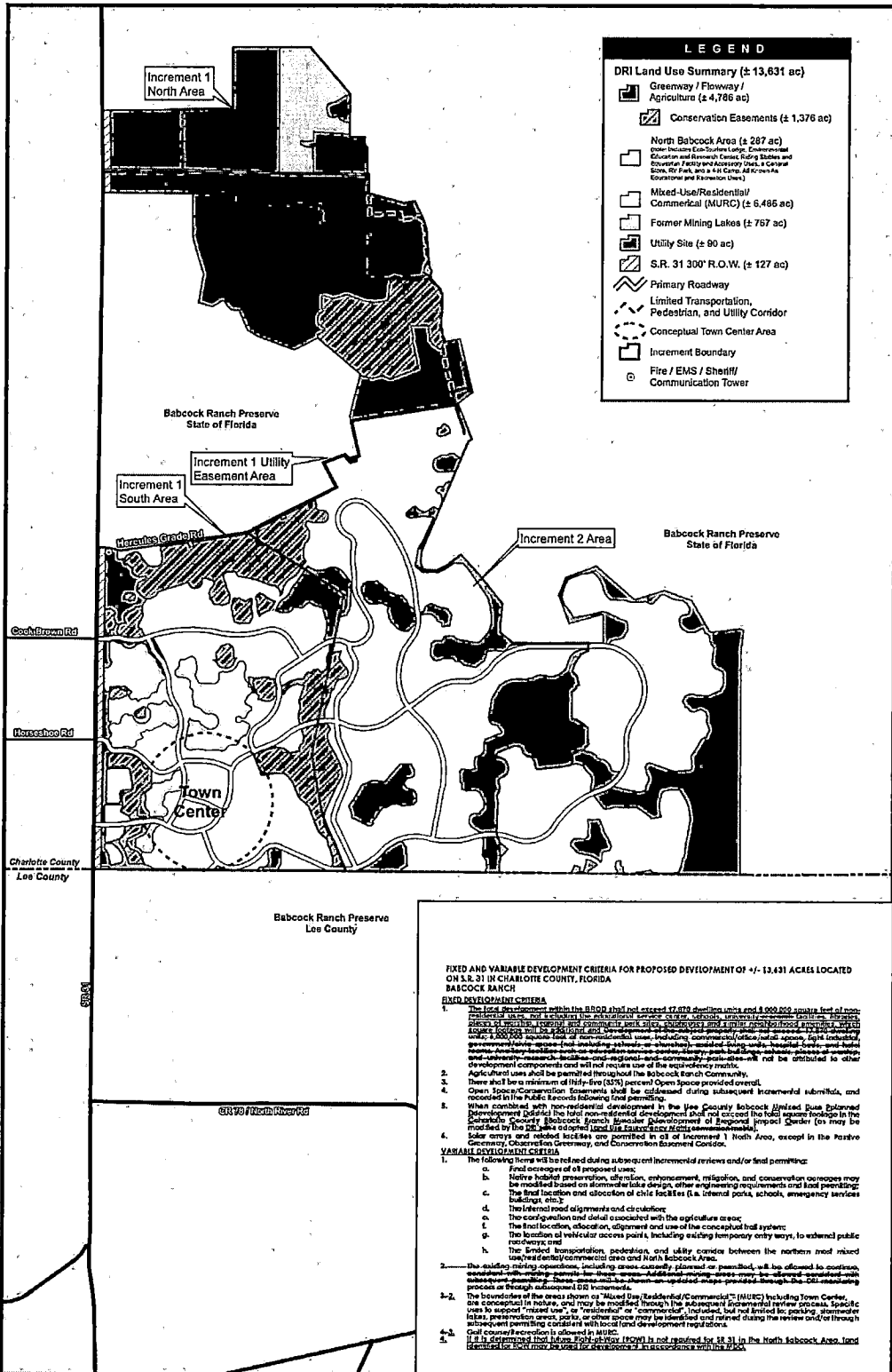
251 WEST HICKPOCREE AVENUE,
 LABELLE, FLORIDA 33935
 PHONE (888) 612-0394
 FAX (888) 612-0341
 E.B. #842 & L.B. #642

Babcock Ranch Community
 Sketch Of Description

DATE	PROJECT NO.	FILE NO.	SCALE	SHEET
January 2007	20055693-602	31-42-26	As Shown	3

EXHIBIT B

(Master Concept Plan – Map H)



LEGEND

DRI Land Use Summary (± 13,631 ac)

- Greenway / Fleeway / Agriculture (± 4,786 ac)
- Conservation Easements (± 1,376 ac)
- North Babcock Area (± 287 ac)
Other Includes East-Turkey Lodge, Environmental Education and Research Center, Riding Stables and Equestrian Facilities and Accessory Uses, 4 Camp Sites, RV Park, and a 4th Camp All-Access to Conservation and Recreation Uses
- Mixed-Use/Residential/Commercial (MURC) (± 6,486 ac)
- Former Mining Lakes (± 767 ac)
- Utility Site (± 90 ac)
- S.R. 31 300' R.O.W. (± 127 ac)
- Primary Roadway
- Limited Transportation, Pedestrian, and Utility Corridor
- Conceptual Town Center Area
- Increment Boundary
- Fire / EMS / Sheriff / Communication Tower

FIXED AND VARIABLE DEVELOPMENT CRITERIA FOR PROPOSED DEVELOPMENT OF +/- 13,631 ACRES LOCATED ON S.R. 31 IN CHARLOTTE COUNTY, FLORIDA

BABCOCK RANCH

- FIXED DEVELOPMENT CRITERIA**
1. The total development within the BRCC shall not exceed 17,678 dwelling units and 8,000,000 square feet of non-residential uses. For a complete list of the additional uses, see the Babcock Ranch Community Master Development Plan. The total development shall be consistent with the land use design, site plan, and other development components shown on the master development plan. The total development shall be consistent with the land use design, site plan, and other development components shown on the master development plan. The total development shall be consistent with the land use design, site plan, and other development components shown on the master development plan.
 2. Agricultural uses shall be permitted throughout the Babcock Ranch Community.
 3. There shall be a minimum of fifty-five (55) percent Open Space provided overall.
 4. Open Space/Conservation Easements shall be addressed during subsequent incremental submissions, and recorded in the Public Records following final permitting.
 5. When combined with non-residential development in the Lee County Babcock Mixed-Use Planned Development District the total non-residential development shall not exceed the total square footage in the Babcock Community Babcock Ranch Master Development of Proposed Impact Order (as may be modified by the DRI after adoption) and the maximum density shall be consistent with the DRI.
 6. Solar arrays and related facilities are permitted in all of Increment 1 North Area, except in the Passive Greenway, Conservation Greenway, and Conservation Easement Corridor.

- VARIABLE DEVELOPMENT CRITERIA**
1. The following items will be reviewed during subsequent incremental reviews and/or final permitting:
 - a. Final access of all proposed uses;
 - b. Native habitat preservation, mitigation, enhancement, riparian, and conservation measures may be modified based on stormwater design, other engineering requirements and land permitting;
 - c. The final location and allocation of civic facilities (i.e. internal parks, schools, emergency services buildings, etc.);
 - d. The internal road alignments and circulation;
 - e. The configuration and detail associated with the agriculture areas;
 - f. The final location, allocation, alignment and use of the conceptual trail system;
 - g. The location of vehicular access points, including existing temporary entry ways, to external public roadways; and
 - h. The limited transportation, pedestrian, and utility corridors between the northern most mixed use development and the southern most mixed use development.
 2. The existing mining operations, including areas currently planned or permitted, will be allowed to continue, provided that the mining operations are consistent with the land use design, site plan, and other development components shown on the master development plan.
 3. The boundaries of the areas shown as "Mixed Use/Residential/Commercial" (MURC) including Town Center, shall be consistent with the land use design, site plan, and other development components shown on the master development plan. Specific uses to support "mixed use" or "residential" or "commercial" uses shall be limited to parking, structured parking, pedestrian streets, and other features that are consistent with the land use design, site plan, and other development components shown on the master development plan.
 4. If it is determined that the SR 31 R.O.W. (R.O.W.) is not required for SR 31 in the North Babcock Area, land reserved for SR 31 R.O.W. for development shall be recorded in the Public Records.

EXHIBIT B

(Expanded Fixed and Variable Criteria depicted on B-1 Master Concept Plan – Map H)

FIXED AND VARIABLE DEVELOPMENT CRITERIA FOR PROPOSED DEVELOPMENT OF +/- 13,630.6 ACRES LOCATED ON S.R. 31 IN CHARLOTTE COUNTY, FLORIDA BABCOCK RANCH

FIXED DEVELOPMENT CRITERIA

1. ~~Development of the subject property shall not exceed: 17,870 dwelling units; 6,000,000 square feet of non-residential uses, including commercial/office/retail space, light industrial, government/civic space (not including schools or churches), assisted living units, hospital beds, and hotel rooms. Ancillary facilities such as education service center, library, park buildings, schools, places of worship, and university research facilities and regional and community park sites. The total development within the BROD shall not exceed 17,870 dwelling units and 6,000,000 square feet of non-residential uses, not including the educational service center, schools, university facilities, libraries, places of worship, regional and community park sites, clubhouses and similar neighborhood amenities, which square footage will be additional and will not be attributed to other development components and will not require use of the equivalency matrix.~~
2. Agricultural uses shall be permitted throughout the Babcock Ranch Community.
 1. There shall be a minimum of thirty-five (35%) percent Open Space provided overall.
 - 3.
 2. Open Space/Conservation Easements shall be addressed during subsequent incremental submittals, and recorded in the Public Records following final permitting.
 - 4.
 3. 5. When combined with non-residential development in the Lee County Babcock Mixed Use Planned Development District, the total non-residential development shall not exceed the total square footage in the Charlotte County Babcock Ranch Master Development of Regional Impact Development Order (as may be modified by the DRD's adopted Land Use Equivalency Matrix conversion matrix).
- 5.
6. 6. Solar arrays and related facilities are permitted in all of Increment 1 North Area, except in the Passive Greenway, Observation Greenway, and Conservation Easement Corridor.

VARIABLE DEVELOPMENT CRITERIA

1. The following items will be refined during subsequent incremental reviews and/or final permitting:
 - a. Final acreages of all proposed uses;
 - b. Native habitat preservation, alteration, enhancement, mitigation, and conservation acreages may be modified based on stormwater lake design, other engineering requirements and final permitting;
 - c. The final location and allocation of civic facilities (i.e. internal parks, schools, emergency services buildings, etc.);
 - d. The internal road alignments and circulation;
 - e. The configuration and detail associated with the agriculture areas;
 - f. The final location, allocation, alignment and use of the conceptual trail system;
 - g. The location of vehicular access points, including existing temporary entry ways, to external public roadways; and
 - h. The limited transportation, pedestrian, and utility corridor between the northern most mixed use/residential/commercial area and North Babcock Area.
2. ~~The existing mining operations, including areas currently planned or permitted, will be allowed to continue, consistent with mining permits for these areas. Additional mining areas may be allowed consistent with subsequent permitting. These areas will be shown on~~

EXHIBIT B

(Expanded Fixed and Variable Criteria depicted on B-1 Master Concept Plan – Map H)

- ~~updated maps provided through the DRI monitoring process or through subsequent DRI increments.~~
23. The boundaries of the areas shown as "Mixed Use/Residential/Commercial"⁴ (MURC) including Town Center, are conceptual in nature, and may be modified through the subsequent incremental review process. Specific uses to support "mixed use" ~~or~~ "residential" or "commercial", included, but not limited to: parking, stormwater lakes, preservation areas, parks, or other space may be identified and refined during the review and/or through subsequent permitting consistent with local land development regulations.
 34. Golf course/Recreation is allowed in MURC.
 4. If it is determined that future Right-of-Way (ROW) is not required for SR 31 in the North Babcock Area, land identified for ROW may be used for development, in accordance with the MDO.

EXHIBIT C

The following indicates which application questions are to be addressed only in the Master DRIMDO Application and which questions are to be addressed in both the AMDA ("Master") and the AIDA's ("Increment"). It also indicates those instances where only documentation required by the corresponding Incremental Review provision of this Master Development Order is to be provided ("Documentation").

AMDA and AIDA Questionnaire Responses

Question	1, Statement of Intent_.....	Master, Increment
Questions	2, 3 Applicant Information_.....	Master, Increment
Question	4, Notarized Authorization_.....	Master, Increment
Question	5, Legal Description_.....	Master, Increment
Question	6, Binding Letter Status_.....	Master
Question	7, Local Government Jurisdiction_.....	Master
Question	8, Permitting Status_.....	Master, Increment
Question	9, Maps (All).....	Master
Question	9, Maps B, F, G, H, I, J.....	Increment
Question	10, Part 1, Project Description_.....	Master, Increment <u>(Only Part 1A)</u>
Question	10, Part 2, Comprehensive Plan_.....	Master
Question	10, Part 3, Demographics_.....	Master
Question	10, Part 4, Impact Summary_.....	Master
Question	11, Revenue Generation_.....	Master
Question	12, Vegetation and Wildlife_.....	Master, Increment <i>(MDO Condition 6)</i>
Question	13, Wetlands_.....	Master, Increment <i>(MDO Condition 6)</i>
Question	14, Water_.....	Master, Increment <i>(MDO Condition 4)</i>
Question	15, Soils_.....	Master
Question	16, Floodplains_.....	Master, See Stormwater Management <i>(MDO Condition 4)</i>
Question	17, Water Supply_.....	Master, Increment <i>(MDO Condition 7)</i>
Question	18, Wastewater Management_.....	Master, Documentation <i>(MDO Condition 7)</i>
Question	19, Stormwater Management_.....	Master, Increment <i>(MDO Condition 4)</i>
Question	20, Solid Waste_.....	Master, Documentation <i>(MDO Condition 11)</i>
Question	20, Hazardous Waste_.....	Master, Documentation <i>(MDO Condition 11)</i>
Question	21, Transportation_.....	Master, Increment <i>(MDO Condition 5)</i>
Question	22, Air_.....	Master <i>(MDO Condition 12)</i>

EXHIBIT C

AMDA and AIDA Questionnaire Responses, (continued)

Question	23, Hurricane Preparedness_.....	Master, Documentation (MDO Condition 13)
Question	24, Housing_.....	Master (MDO Condition 3)
Question	25, Police and Fire Protection_.....	Master, Documentation (MDO Condition 10)
Question	26, Recreation/Open Space_.....	Master, Documentation (MDO Condition 14)
Question	27, Education_.....	Master (MDO Condition 9)
Question	28, Health Care_.....	Master, Documentation (MDO Condition 15)
Question	29, Energy_.....	Master, Documentation (MDO Condition 16)
Question	30, Historical/Archaeological_.....	Master, Documentation (MDO Condition 8)
Question	33, Hospitals.....	Master, Documentation (MDO Condition 15)
Question	35, Mining Operations.....	Master, Documentation (MDO Condition 17)

EXHIBIT D

SUMMARY OF LAND DEDICATION & FACILITIES CONSTRUCTION

SITE & BUILDING DEDICATION/CONSTRUCTION TIME LINE

The criteria for determining public facility shell completion and/or land dedication shall be by certificate of occupancy (C/O) referenced below.

Public Facilities Required	Aggregate Site Dedication (acre)	Number of Sites (#)	Shell Building Required (sq. ft.)	Commencement of Operations
Community Services				
Community Park/Regional Park	77.9	4	8600 [±]	5,000th C/O
Neighborhood Parks (Village Parks)	58.4	7	2500 [±]	500th C/O *5
Mini-Parks *8	49.5	44		
Library Component	7.0	4	24,000 [±] - 16,000 (County Participation)	10,000th C/O
Regional park and community park to be centrally located	400.0	4	6,500 [±]	5,000th C/O
Extension Services				
Site #1	24.0	4	n/a	Within 180 days of written request by County *12
Mosquito Control pre-fab building (shell only)	4.0	4	3000 [±]	Prior to the issuance of the 5,000th C/O
Site #2	4.0	4	n/a	Prior to the issuance of the 5,000th C/O
Fire/Rescue/Law Enforcement				
Site #1	5.5	4	47,300 (9,300 of for Sheriff; 8,000 of for Fire)	One (1) EMS Vehicle by the 500th C/O 8,000 of Fire Station and 9,300 of Sheriff facility by the 5,000th C/O
Site #2	4.5	4	6,500	2nd Fire Station — 10,000th C/O
Site #3	4.5	4	6,500	3rd Fire Station — 15,000th C/O
Site #4	4.5	4	6,500	4th Fire Station 17,000th C/O
Fire & Police Communications Tower Site *11	0.25 [±]	4		Site identifications and dedication by 4,500th C/O
Interim Sheriffs Sub-station Office Trailer *10			24'Wx60' overall	The later of the issuance of the 100th residential C/O or upon written request of Sheriff's Dept. *10
Public Facilities				
County Annex — County Hall			20,000	By the issuance of the 7,000th C/O *11
Solid Waste				
Site #1	6.0	4	n/a	Prior to the issuance of the 10,000th C/O

Community Park Building and park site improvements by the 5,000th du/C/O.
 2. Neighborhood Park #4 & 5 for City & residents (500th C/O within Neighborhood).
 2. Neighborhood Park #2 & 3 for City & residents (500th C/O within Neighborhood).
 Ae-Neighborhoods develop Phase I — 20,000 of building by the 10,000th du/C/O.
 Regional Park Building and park site improvements by the 5,000th du/C/O.
 Ae-Neighborhoods develop Phase II Library by the 15,000th C/O

1. Neighborhood Park #1 w/ Pav & restrooms (500th C/O within Neighborhood).
 Ae-Neighborhoods develop

Prior to the issuance of the 5,000th C/O

One (1) EMS Vehicle by the 500th C/O
 8,000 of Fire Station and 9,300 of Sheriff facility by the 5,000th C/O.

6,500 of Fire Station by the 10,000th C/O

The later of the issuance of the 100th residential C/O or upon written request of Sheriff's Dept. *10

By the issuance of the 7,000th C/O

Prior to the issuance of the 10,000th C/O

EXHIBIT D

SUMMARY OF LAND DEDICATION & FACILITIES CONSTRUCTION

SITE & BUILDING DEDICATION TIME-LINE

Public Facilities Required	Aggregate Site Dedication (acres)	Number of Sites (#)	Shell Building Required (s.f.)	Commencement of Operations
Schools ^{#6}				School Board criteria for land dedication per the School Site Dedication Agreement.
Elementary Schools	Up to 60 (20 per school)	3	n/a ^{#6}	
Middle Schools	Up to 30.0	4	n/a	
High Schools	Up to 50.0	4	n/a	
Educational Service Center	25.0	4	n/a	
sub-total page 2	165.0			
Grand total pages 1 & 2	470.05			

The criteria for determining public facility shell completion and/or land dedication shall be by certificate of occupancy (C/O)

School Board criteria for land dedication per the School Site Dedication Agreement.	School Board criteria for land dedication per the School Site Dedication Agreement.	School Board criteria for land dedication per the School Site Dedication Agreement.
	School Board criteria for land dedication per the School Site Dedication Agreement.	
		School Board criteria for land dedication per the School Site Dedication Agreement.
School Board criteria for land dedication per the School Site Dedication Agreement.		

Notes to Exhibit 'D'

- ^{#1} Community park building improvements to include community center, plus pavilion and restrooms.
- ^{#2} Neighborhood parks (village park) to include pavilion and restrooms.
- ^{#3} Phased Library option. The developer shall be required to fund the construction of a 24,000 sf library shell building. The County may desire to construct a library facility totaling 40,000 sf. The County and the developer agree to cooperate, with respect to the design, construction, and funding of this library facility. The developer shall fund the library shell building costs for 24,000 sf and the County shall fund the construction of the library shell building costs for 16,000 sf, in addition to the construction completion of the library facility described herein.
- ^{#4} RESERVED.
- ^{#5} Must be completed and turned over prior to the 500th C/O for the village within which it is located.
- ^{#6} First school may be developed as an interim school within a commercial building, located within the Town Center or in some other facility, agreed to between the School Board and the District. The school board and the District shall determine the timing of the dedication of the required school sites and the educational service center, required above, during the DR1 review process. During the DR1 process the School Board and the District will negotiate an agreement for the bonded construction, leaseback, and sale of the buildings pursuant to the issuance of bonds by the District for said construction. School sites may be dedicated to a charter school(s), in accordance with the First Amendment to the Babcock Ranch School Site Dedication Agreement dated July 22, 2016.
- ^{#7} Pre-fab building to include two offices, two bays for vehicle and equipment, and chemical storage. This facility shall be ADA compliant and shall include all required utilities, parking, and landscaping.
- ^{#8} Mini parks required herein shall be designed, developed, and maintained by the Developer, the District, or the master property owner's association. The mini parks shall not be dedicated to the County.
- ^{#9} RESERVED.
- ^{#10} An interim sheriff's sub-station office trailer (24'W x 60' overall length) will be fully operational the later of the issuance of the 100th residential C/O or upon written request of Sheriff's Department and will be terminated upon the opening of the Sheriff's facility.
- ^{#11} A County Annex building will be constructed. This facility will be designed as a gathering place for community residents, and as County Commission and key staff satellite offices. Appropriate operations shall be served from this facility. The District may choose to construct the shell building earlier than the 7,000th C/O, following which the District will be responsible to maintain the exterior of the building and all site improvements constructed to support the County Annex building until the building is completed and occupied by the County (7,000 C/O). The County, at its option, may increase the size of the County Annex and fund said expansion.
- ^{#12} Primitive camp site development may occur on Site #1 without Site #1 being included in an increment.

General Notes:

- 1) All dedications and construction, required under this schedule, shall be completed and turned over based on a dwelling unit certificate of occupancy use threshold required above.
- 2) The shell building construction required above shall be completed by the Developer one (1) year prior to the issuance of the C/O referenced in the column entitled "Commencement of Operations".

EXHIBIT D

Exhibit D

SUMMARY OF LAND DEDICATION & FACILITIES CONSTRUCTION

SITE & BUILDING DEDICATION/CONSTRUCTION TIME LINE

The criteria for determining public facility shell completion and/or land dedication shall be by population or residential certificate of occupancy ("C/O") referenced below.

<u>Public Facilities Required</u>	<u>Aggregate Site Dedication (acre)</u>	<u>Number of Sites (#)</u>	<u>Shell Building Required (s.f.)</u>	<u>Commencement of Operations</u>	<u>12,000 SF</u>	<u>8,000 SF optional County participation *10</u>
<u>Community Services</u>						
<u>Parks</u>	<u>200 acres containing total park points of 715</u>	<u>n/a</u>	<u>n/a</u>	<u>n/a</u>		
<u>Library Component</u>	<u>*1 4</u>	<u>1</u>	<u>12,000 *2 (8,000 optional County participation)</u>	<u>12,000 SF- prior to reaching 17,500 persons 8,000 SF optional County participation- prior to reaching 20,000 persons</u>	<u>12,000 SF</u>	<u>8,000 SF optional County participation *10</u>
<u>Extension Services</u>						
<u>Mosquito Control pre-fab building (shell only)</u>	<u>1</u>	<u>1</u>	<u>3000 *3</u>	<u>Prior to reaching 12,500 persons</u>	<u>*10</u>	
<u>Fire/Rescue/Law Enforcement</u>						
<u>Site #1 Sheriff</u>	<u>1.8</u>	<u>1</u>	<u>12,500</u>	<u>October 1, 2024</u>	<u>*10</u>	
<u>Site #1 Fire</u>	<u>1.5</u>	<u>1</u>	<u>12,160</u>	<u>October 1, 2024</u>	<u>*10</u>	
<u>One Ladder Truck *4</u>	<u>n/a</u>	<u>n/a</u>	<u>n/a</u>	<u>October 1, 2024</u>		
<u>One EMS Vehicle</u>	<u>n/a</u>	<u>n/a</u>	<u>n/a</u>	<u>500th C/O</u>		
<u>One permanent helicopter landing site*5</u>	<u>0.25</u>	<u>1</u>	<u>n/a</u>	<u>October 1, 2024</u>	<u>*10</u>	
<u>Site #2 Fire</u>	<u>2</u>	<u>1</u>	<u>8,500</u>	<u>2nd Fire Station by 12,500 persons or 400,000 square feet of non-residential within Increment 2, whichever will be achieved first.</u>	<u>*10</u>	
<u>Site #3 Fire</u>	<u>2</u>	<u>1</u>	<u>8,500</u>	<u>3rd Fire Station by 12,500 persons or 400,000 square feet of non-residential within Increment 3, whichever will be achieved first.</u>	<u>*10</u>	
<u>Fire & Police Communications Tower Site</u>	<u>0.25+</u>	<u>1</u>	<u>n/a</u>	<u>Site identification and dedication by 1,500th C/O</u>	<u>COMPLETE</u>	
<u>Interim Sheriff's Sub-station Office Trailer and Site *6</u>	<u>n/a</u>	<u>1</u>	<u>24'W x 60' overall</u>	<u>The later of the issuance of the 100th residential C/O or upon written request of Sheriff's Dept.</u>	<u>COMPLETE</u>	
<u>Interim EMS Sub-Station Site *7</u>	<u>n/a</u>	<u>1</u>	<u>n/a</u>		<u>COMPLETE</u>	
<u>Public Facilities</u>						
<u>County Annex - "County Hall"</u>	<u>n/a</u>	<u>n/a</u>	<u>20,000</u>	<u>By 17,500 persons*8</u>	<u>*10</u>	

EXHIBIT D

SUMMARY OF LAND DEDICATION & FACILITIES CONSTRUCTION

SITE & BUILDING DEDICATION TIME LINE

<u>Public Facilities Required</u>	<u>Aggregate Site Dedication (acre)</u>	<u>Number of Sites (#)</u>	<u>Shell Building Required (s.f.)</u>	<u>Commencement of Operations</u>	<u>The criteria for determining public facility shell completion and/or land dedication shall be by residential certificate of occupancy ("C/O")</u>
Schools *9					
Elementary Schools	Up to 60 (20 per school)	3	n/a *9		School Board criteria for land dedication per the School Site Dedication Agreement.
Middle Schools	Up to 30.0	1	n/a		School Board criteria for land dedication per the School Site Dedication Agreement.
High Schools	Up to 50.0	1	n/a		School Board criteria for land dedication per the School Site Dedication Agreement.
Educational Service Center	25	1	n/a		School Board criteria for land dedication per the School Site Dedication Agreement.

Notes to Exhibit 'D'

*1 Parks to be dedicated to ISD or a POA. Park acreage is not required to be allocated equally among the various increment boundaries or identified in a specific increment. Park points will be calculated in accordance with the Charlotte County Parks & Recreation Master Plan Update 2015-2050 or as otherwise agreed upon by the County and Developer as part of the bi-annual meetings referenced in Footnote 10 below.

*2 Phased Library option. The County and the Developer and/or District agree to cooperate with respect to the design, construction, and funding of this library facility. The Developer shall be required to fund the construction of a 12,000 SF library shell building. The County may desire to construct a library facility totaling 20,000 SF. If so, the Developer shall fund the library shell building costs for 12,000 SF and the County shall fund the construction of the library shell building costs for 8,000 SF in addition to the construction completion of the library facility described herein.

*3 Pre-fab building to include two offices, two bays for vehicle and equipment, and chemical storage. This facility shall be ADA compliant and shall include all required utilities, parking, and landscaping.

*4 Developer and/or District will provide funding up to one million two hundred thousand dollars (\$1,200,000) towards the purchase of a ladder truck and County will be responsible for funding any remaining cost of the ladder truck.

*5 Helicopter landing site may also be used by mosquito control.

*6 An interim sheriff's sub-station office trailer (24'W x 60' overall length) will be fully operational the later of the issuance of the 100th residential C/O or upon written request of Sheriff's Department and will be terminated upon the opening of the Sheriff's facility. COMPLETE

*7 Provide site work and utility connections for interim EMS station 9 expansion

*8 A County Annex building will be constructed on County owned land. This facility will be designed as a gathering place for community residents, and as County Commission and key staff satellite offices. Appropriate operations shall be served from this facility. The County, at its option, may increase the size of the County Annex and fund said expansion.

*9 School sites may be dedicated to a charter school(s), in accordance with the First Amendment to the Babcock Ranch School Site Dedication Agreement dated July 22, 2016. School sites will be located, based on appropriateness of site and anticipated demographic makeup of each increment. School site locations will be provided for the DRI, but are not allocated to a specific increment.

*10 County and Developer shall meet bi-annually to discuss the next five (5) years of development projections, such projections shall include the projected population and square footage for non-residential development, including but not limited to retail, office, industrial, ancillary facilities, etc. The population projection shall be based on 2.5 persons per unit. The development projections shall also be coordinated with the emergency response zones to meet the service requirements. The site and building dedication/construction timing for each public facility will be agreed upon in writing as part of the bi-annual meetings.

General Notes:

1) All dedications and construction, required under this schedule, shall be completed and turned over based on a population or residential dwelling unit certificate of occupancy use threshold required above.

2) The shell building construction required above shall be completed by the Developer one (1) year prior to the trigger referenced in the column entitled 'Commencement of Operations'.

EXHIBIT F

Master (Buildout 204035) Roadway Network with Initial Internal Capture Rate – 22% and with Developer’s Estimated Community Capture Rate – 7160%

EXHIBIT F BARCOCK RANCH COMMUNITY MASTER TRAFFIC STUDY UPDATE (2020) MASTER (BUILDOUT - 2040) ROADWAY NETWORK Page 1 of 2	
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Initial Internal Capture Rate = 22%
 (Transportation Condition B (1)(c))⁽¹⁾

SIGNIFICANTLY AND ADVERSELY IMPACTED ROADWAYS			E+ C # OF LANES	NEEDED IMPROVEMENTS FOR TRANSPORTATION DEFICIENCY WITHOUT BRC DRI ⁽²⁾	RECOMMENDED IMPROVEMENTS WITH BRC DRI ⁽³⁾	PROJECT-RELATED IMPROVEMENTS ⁽⁴⁾
Roadway	From	To				
Charlotte County						
SR 31 (Barcock Ranch Rd.)	Lee County Line	Cypress Pkwy.	2	None	Widen From 2L to 10L	Widen From 2L to 10L
	Lake Barcock Dr./Horseshoe Rd.	Greenway Blvd./Cook Brown Rd.	2	None	Widen From 2L to 4L	Widen From 2L to 4L
	Greenway Blvd./Cook Brown Rd.	CR 74	2	None	Widen From 2L to 6L	Widen From 2L to 6L
	CR 74	DeSoto County Line	2	None	Widen From 2L to 4L	Widen From 2L to 4L
DeSoto County						
SR 31 (Barcock Ranch Rd.)	Charlotte County Line	CR 763 (Farm Rd.)	2	None	Widen From 2L to 4L	Widen From 2L to 4L
	CR 763 (Farm Rd.)	CR 760 A	2	None	Widen From 2L to 4L	Widen From 2L to 4L
	CR 760 A	N. of CR 760	2	None	Widen From 2L to 4L	Widen From 2L to 4L
	N. of CR 760	SR 70	2	None	Widen From 2L to 4L	Widen From 2L to 4L
Lee County						
Broadway St. (Ava)	SR 80	North River Rd.	2	Widen From 2L to 4L	Widen From 2L to 4L	None
Buckingham Rd.	Gunnery Rd.	Cemetery Rd.	2	None	Widen From 2L to 4L	Widen From 2L to 4L
	Cemetery Rd.	Orange River Blvd.	2	None	Widen From 2L to 4L	None
	Orange River Blvd.	SR 80	2	None	Widen From 2L to 4L	None
Gunnery Rd.	Lee Blvd.	Buckingham Rd.	2	Widen From 2L to 4L	Widen From 2L to 4L	None
Joel Blvd.	18th St.	SR 80	2	Widen From 2L to 4L	Widen From 2L to 6L	Widen From 4L to 6L
Linton Rd.	Cozett Rd.	US 41	2	Widen From 2L to 4L	Widen From 2L to 4L	None
N. River Rd.	SR 31	Franklin Lock Rd.	2	None	Widen From 2L to 4L	Widen From 2L to 4L
	Franklin Lock Rd.	Broadway Rd.	2	None	Widen From 2L to 4L	Widen From 2L to 4L
Orange River Blvd.	SR 80	Staley Rd.	2	Widen From 2L to 4L	Widen From 2L to 4L	None
Oniz Ave.	Colonial Blvd.	SR 82	2	Widen From 2L to 4L	Widen From 2L to 4L	None
	SR 82	Lockett Rd.	2	Widen From 2L to 4L	Widen From 2L to 4L	None
SR 84 (Colonial Blvd.)	CR 65/Oritz Ave.	H25	6	Widen From 6L to 10L	Widen From 6L to 12L	Widen From 10L to 12L
SR 80 WB (First St.)	SR 739/US 41 Bus./Fowler St.	SR 80/Sagebrush St.	2	Widen From 2L to 4L	Widen From 2L to 4L	None
SR 80 (Palm Beach Blvd.)	SR 80/Sagebrush St.	Veronica Shoemaker Blvd.	2	None	Widen From 4L to 6L	Widen From 4L to 6L
	Veronica Shoemaker Blvd.	CR 80B/Oritz Ave.	4	None	Widen From 4L to 6L	Widen From 4L to 6L
	L75	SR 31 (Barcock Ranch Rd.)	6	None	Widen From 4L to 6L	Widen From 4L to 6L
	SR 31 (Barcock Ranch Rd.)	CR 80A/Buckingham Rd.	4	Widen From 4L to 6L	Widen From 4L to 6L	None
	Broadway St./CR 78	CR 854 (Joel Blvd.)	4	None	Widen From 4L to 6L	Widen From 4L to 6L
SR 80 EB (Second St.)	SR 739 (Fowler St.)	SR 739 (Park Ave.)	2	None	Widen From 2L to 4L	Widen From 2L to 4L
	SR 739 (Park Ave.)	SR 80 (Palm Beach Blvd.)	2	Widen From 2L to 4L	Widen From 2L to 4L	None
SR 78 (Pine Island Rd.)	Del Prado Blvd.	W. of CR 78A/Pondella Rd.	4	Widen From 4L to 6L	Widen From 4L to 6L	None
	W. of CR 78A/Pondella Rd.	SR 45/US 41 (Cleveland Ave.)	4	Widen From 4L to 6L	Widen From 4L to 6L	None
SR 78 (Bayshore Rd.)	SR 45/US 41 (Cleveland Ave.)	New Post Rd./Hart Rd.	4	Widen From 4L to 6L	Widen From 4L to 8L	Widen From 6L to 8L
	New Post Rd./Hart Rd.	W. of Willow Stream Ln.	4	Widen From 4L to 6L	Widen From 4L to 8L	Widen From 6L to 8L
	W. of Willow Stream Ln.	W. of Pritchett Pkwy.	4	Widen From 4L to 6L	Widen From 4L to 8L	Widen From 6L to 8L
	W. of Pritchett Pkwy.	Pritchett Pkwy.	4	None	Widen From 4L to 6L	Widen From 4L to 6L
	Pritchett Pkwy.	Old Bayshore Rd.	2	None	Widen From 2L to 4L	Widen From 2L to 4L
	Old Bayshore Rd.	SR 31	2	None	Widen From 2L to 4L	Widen From 2L to 4L
SR 93/75	SR 84/Colonial Blvd.	SR 82/Manokatee Rd.	6	None	Widen From 6L to 8L	Widen From 6L to 8L
	SR 82/Manokatee Rd.	Lockett Rd.	6	None	Widen From 6L to 8L	Widen From 6L to 8L
SR 31 (Barcock Ranch Rd.)	SR 80	SR 78	2	Widen From 2L to 4L	Widen From 2L to 8L	Widen From 4L to 8L
	SR 78	Old Rodeo Dr.	2	Widen From 2L to 4L	Widen From 2L to 10L	Widen From 4L to 10L
	Old Rodeo Dr.	CR 78/N. River Rd.	2	Widen From 2L to 4L	Widen From 2L to 10L	Widen From 4L to 10L
	CR 78/N. River Rd.	Shirley Ln.	2	Widen From 2L to 4L	Widen From 2L to 12L	Widen From 4L to 12L
	Shirley Ln.	Fox Hill Rd.	2	Widen From 2L to 4L	Widen From 2L to 12L	Widen From 4L to 12L
	Fox Hill Rd.	Busbee Ln.	2	Widen From 2L to 4L	Widen From 2L to 10L	Widen From 4L to 10L
	Busbee Ln.	Charlotte County Line	2	None	Widen From 2L to 10L	Widen From 2L to 10L

Footnotes:

- (1) Roadway Network based on initial internal capture rate of 22% as mandated by the review agencies. Subject to adjustment based on Master Traffic Study Updates per Master Development Order. Per AMDA Development Order, initial capture rate of 22% controls for first increments and subsequent increments until such time that Exhibit F is revised and updated.
- (2) Transportation Deficient facility as defined in Chapter 163.3180, FS.
- (3) Recommended and Project-Related improvements are presented for information purpose only. Transportation mitigation assessment is not applicable at the Master DRI level. All transportation mitigation are assessed at the Incremental DRI level.
- (4) Roadway Network based on Developer's estimated community capture rate (Daily = 70%, Peak Hour = 66%) of a new town. Subject to adjustment based on Master Traffic Study Updates per Master Development Order.
- (5) Per FDOT SR 31 SEIR/PD&E Study.



EXHIBIT F

Master (Buildout 204035) Roadway Network with Initial Internal Capture Rate – 22% and with Developer’s Estimated Community Capture Rate – 7160%

EXHIBIT F (Continued)
 BABCOCK RANCH COMMUNITY MASTER TRAFFIC STUDY UPDATE (2020)
 MASTER (BUILDOUT - 2040) ROADWAY NETWORK
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Developer's Estimated Community Capture Rate - 66%
 (Transportation Condition B.1(kh))⁽¹⁾

SIGNIFICANTLY AND ADVERSELY IMPACTED ROADWAYS			E+C # OF LANES	NEEDED IMPROVEMENTS FOR TRANSPORTATION DEFICIENCY WITHOUT BRC DRI ⁽²⁾	RECOMMENDED IMPROVEMENTS WITH BRC DRI ⁽³⁾	PROJECT-RELATED IMPROVEMENTS ⁽⁵⁾
Roadway	From	To				
Charlotte County						
SR 31 (Babcock Ranch Rd.)	Lee County Line	Cypress Pkwy.	2	None	Widen From 2L to 6L ⁽⁴⁾	Widen From 2L to 6L
	Cypress Pkwy.	Lake Babcock Dr./Horseshoe Rd	2	None	Widen From 2L to 4L ⁽⁴⁾	Widen From 2L to 4L
	Lake Babcock Dr./Horseshoe Rd	Greenway Blvd/Cook Brown Rd	2	None	Widen From 2L to 4L ⁽⁴⁾	Widen From 2L to 4L
	Greenway Blvd/Cook Brown Rd	CR 74	2	None	Widen From 2L to 4L	Widen From 2L to 4L
Lee County						
Broadway St.	SR 80	North River Rd.	2	Widen From 2L to 4L	Widen From 2L to 4L	None
Buckingham Rd.	Cemetery Rd.	Orange River Blvd.	2	Widen From 2L to 4L	Widen From 2L to 4L	None
	Orange River Blvd.	SR 80	2	Widen From 2L to 4L	Widen From 2L to 4L	None
Gunnery Rd.	Lee Blvd.	Buckingham Rd.	2	Widen From 2L to 4L	Widen From 2L to 4L	None
Joel Blvd.	18th St.	SR 80	2	Widen From 2L to 4L	Widen From 2L to 4L	None
Orange River Blvd.	SR 80	Staley Rd.	2	Widen From 2L to 4L	Widen From 2L to 4L	None
SR 80 WB (First St.)	SR 739/US 41 Bus (Fowler St.)	SR 80/Seaboard St.	2	Widen From 2L to 4L	Widen From 2L to 4L	None
SR 80 (Palm Beach Blvd.)	SR 31 (Babcock Ranch Rd.)	CR 80A/Buckingham Rd.	4	Widen From 4L to 6L	Widen From 4L to 6L	None
SR 80 EB (Second St.)	SR 739 (Park Ave.)	SR 80 (Palm Beach Blvd.)	2	Widen From 2L to 4L	Widen From 2L to 4L	None
SR 78 (Pine Island Rd.)	W. of CR 78A/Pondella Rd.	SR 45/US 41 (Cleveland Ave.)	4	Widen From 4L to 6L	Widen From 4L to 6L	None
SR 78 (Rayshore Rd.)	SR 45/US 41 (Cleveland Ave.)	New Post Rd./Hart Rd.	4	Widen From 4L to 6L	Widen From 4L to 6L	None
	New Post Rd./Hart Rd.	W. of Willow Stream Ln.	4	Widen From 4L to 6L	Widen From 4L to 6L	None
	W. of Willow Stream Ln.	W. of Pritchett Pkwy.	4	Widen From 4L to 6L	Widen From 4L to 6L	None
SR 31 (Babcock Ranch Rd.)	SR 80	SR 78	2	Widen From 2L to 4L	Widen From 2L to 4L	None
	SR 78	Old Rodeo Dr.	2	Widen From 2L to 4L	Widen From 2L to 6L ⁽⁴⁾	Widen From 4L to 6L
	Old Rodeo Dr.	CR 78N, River Rd.	2	Widen From 2L to 4L	Widen From 2L to 6L ⁽⁴⁾	Widen From 4L to 6L
	CR 78N, River Rd.	Shirley Ln.	2	Widen From 2L to 4L	Widen From 2L to 6L ⁽⁴⁾	Widen From 4L to 6L
	Shirley Ln.	Fox Hill Rd.	2	Widen From 2L to 4L	Widen From 2L to 6L ⁽⁴⁾	Widen From 4L to 6L
	Fox Hill Rd.	Busbee Ln.	2	Widen From 2L to 4L	Widen From 2L to 6L ⁽⁴⁾	Widen From 4L to 6L
	Busbee Ln.	Charlotte County Line	2	None	Widen From 2L to 6L ⁽⁴⁾	Widen From 2L to 6L

Footnotes:

- (1) Roadway Network based on initial internal capture rate of 22% as mandated by the review agencies. Subject to adjustment based on Master Traffic Study Updates per Master Development Order. Per AMDA Development Order, initial capture rate of 22% controls for first increment and subsequent increment until such time that Exhibit F is revised and updated.
- (2) Transportation Deficient facility as defined in Chapter 163.3180, F.S.
- (3) Recommended and Project-Related Improvements are presented for information purpose only. Transportation mitigation assessment is not applicable at the Master DRI level. All transportation mitigation are assessed at the Incremental DRI level.
- (4) Roadway Network based on Developer's estimated community capture rate (Daily = 70%, Peak Hour = 66%) of a new town. Subject to adjustment based on Master Traffic Study Updates per Master Development Order.
- (5) Per FDOT SR 31 SEIR/PD&E Study.

