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BABCOCK RANCH COMMUNITY

**MASTER DEVELOPMENT
OF
REGIONAL IMPACT**

MASTER DRI DEVELOPMENT ORDER

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

DECEMBER 13, 2007


Minutes
108

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RESOLUTION NO. 2007- 196**A 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. in accordance with Subsections 380.06(6) and (21), Florida Statutes, filed an Application for Master Development Approval (“AMDA”) of a Development of Regional Impact (DRI) known as the Babcock Ranch Community (hereinafter “Babcock Charlotte”) 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), Florida Statutes (“AMDA Agreement”); and

WHEREAS, the County Board of County Commissioners (“Board”), as the governing body of the unincorporated area of Charlotte County having jurisdiction pursuant to Section 380.06, Florida Statutes, is authorized and empowered to consider the Application for Master Development Approval (“AMDA”) for the Babcock Charlotte Master DRI; and

WHEREAS, the public notice requirements of Section 380.06, Florida Statutes, and the Charlotte County Land Development Code (LDC), which includes the County’s Zoning Ordinance have been satisfied; and

WHEREAS, the Charlotte County Planning and Zoning Commission has reviewed and considered the report and recommendations of the SWFRPC and held a public hearing to consider the AMDA on December 10, 2007; and

FINDINGS OF FACT AND CONCLUSIONS OF LAW

1
2 **1.** The real property constituting the Babcock Ranch Community in Charlotte County which
3 is the subject of the AMDA, consists of approximately 13,630 acres, and is legally described as
4 set forth in Exhibit "A" attached hereto and made a part hereof ("Property" or "Community").

5 **2.** The AMDA is consistent with Subsections 380.06(6) and (21), Florida Statutes.

6 **3.** The Developer submitted to the County an AMDA in February, 2007 and responses to
7 sufficiency questions in June, 2007 and in July, 2007. The representations and commitments of
8 Developer made in those documents which are made conditions of this development order are
9 identified and set forth in the relevant provisions of this development order ("Representations
10 and Commitments as Conditions").

11 **4.** Most of Babcock Charlotte is located above the Category 3 Storm Surge for a land-falling
12 event as currently mapped in Chapter 3 Map 3.13 of the 2014 Charlotte County Comprehensive
13 Plan. However some portions are within the Category 4/5 Storm Surge Zone.

14 **5.** The Developer proposes to develop Babcock Charlotte in accordance with the Babcock
15 Master Concept Plan (Map "H" in the AMDA) attached hereto as Exhibit "B" attached hereto
16 and made a part hereof. Map "H" will be further revised as part of each Incremental
17 development order. Map "H", and as further revised in each Increment, constitutes the revised
18 Master Plan for the Babcock Ranch Overlay District ("BROD") in the County's Comprehensive
19 Plan and the revised Exhibit C-1 in the Charlotte Development Agreement. The development
20 program authorized by this development order is as follows ("Development Program"):

21 (i) 17,870 residential dwelling units (recreational vehicle park uses shall count as
22 dwelling units on a one vehicle rental or owner equals one dwelling unit),

23 (ii) 2,925,943 square feet of retail,

- 1 (iii) 2,064,057 square feet of office (general office, medical office, and civic,
2 community, and miscellaneous public facilities),
- 3 (iv) 600 hotel rooms (assumes 360,000 square feet of building),
- 4 (v) 650,000 square feet of industrial,
- 5 (vi) 177 hospital beds,
- 6 (vii) 418 units of assisted living facilities,
- 7 (viii) 54 golf holes,
- 8 (ix) Ancillary facilities of the educational service center, schools, and university
9 research facilities as identified in Exhibit "B", attached hereto, will not be
10 attributed to other development components set forth above, will not count
11 towards the maximum thresholds of development as established in the
12 Development Order and the BROD policies of the 2014 Charlotte County
13 Comprehensive Plan.
- 14 (x) All other ancillary facilities, such as libraries, places of worship and regional and
15 community park sites together with the development components set forth above
16 (excluding ix) shall not exceed the maximum thresholds established in the
17 Development Order and the BROD policies of the 2014 Charlotte County
18 Comprehensive Plan.
- 19 (xi) Temporary housing for construction workers and their families will not count
20 against the residential dwelling units allowed by subsection (i) above.
- 21 (xii) The total development within the BROD shall not exceed 17,870 dwelling units
22 and 6,000,000 square feet of non-residential uses, not including the educational

1 service center, schools, and university research facilities which square footage
2 will be additional.

3 6. The development is not in an area designated as an Area of Critical State Concern
4 pursuant to the Provisions of Section 380.05, Florida Statutes, as amended.

5 7. The development of Babcock Charlotte is consistent with the current land development
6 regulations and the Comprehensive Plan of County, as amended, adopted pursuant to Chapter
7 163, Part II, Florida Statutes.

8 8. The Babcock Charlotte development is consistent with the State Comprehensive Plan.

9 9. Babcock Charlotte is expected to be developed in increments pursuant to applications for
10 incremental development approval (“AIDA’s”). The DRI questions which must be addressed by
11 those applications and the scopes of review of those applications have been agreed to in the
12 AMDA Agreement and are set forth in the pertinent provisions of this development order and are
13 repeated in Exhibit “C” attached hereto and made a part hereof.

14 **CONDITIONS**

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

16 AIDA’s shall be required to address only those application questions identified for
17 increments or to provide the documentation described in Exhibit “C” attached hereto and made a
18 part hereof.

19 **2. GROSS RESIDENTIAL DENSITY CONDITION AND DEVELOPMENT** 20 **PROGRAM**

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

22 The gross residential density for the 13,630.6 acres is anticipated to be approximately
23 1.31 dwelling units per acre. The net density of the development areas is anticipated to be
24 approximately 4.05 dwelling units per acre. The calculation for net density is based on the area

1 of the development pods (i.e. Town Center, Villages and Hamlets). The net densities within the
2 development pods will increase consistent with the planning approach to cluster development in
3 predominantly ecologically benign areas. As provided in the BROD, net densities in those
4 development pods will range from 3 to 16 units per acre in villages and hamlets, and from 3 to
5 24 units per acre in the town center.

6 B. Other Conditions.

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

9 C. Incremental Review.

10 (1) As part of the review of the first AIDA, a visioning workshop will be held
11 to solicit public input on the implementation of the Master Plan for
12 Babcock Charlotte. Said workshop will be advertised pursuant to
13 County's advertising requirements for workshops.

14 (2) Each Incremental development order will establish the amount of non-
15 residential development which must be constructed by the end of the
16 Increment relative to the cumulative number of residential units which
17 have been, or are projected to be, developed by the end of that Increment,
18 and shall be consistent with the development limits established in the
19 BROD.

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1 **3. AFFORDABLE HOUSING**

2 A. Representations and Commitments as Conditions.

- 3 (1) Ten percent (10%) of the total number of housing units constructed shall
4 be for affordable housing. At least ten percent (10%) of the residential
5 units in each DRI Increment of the project shall include affordable
6 housing. If a particular DRI Increment includes more than ten percent
7 (10%) of affordable housing, then the ten percent (10%) minimum in the
8 following or applicable DRI Increment shall be reduced proportionately.
9 In no event shall more than a cumulative total of ten percent (10%) of the
10 total number of housing units built in the project be required to be
11 affordable housing. Developer shall establish mechanisms, such as a land
12 trust, to ensure the affordability of such units into the future.
- 13 (2) “Affordable Rental Unit” and “Affordable Ownership Unit” shall be
14 defined in the implementation agreement defined below.
- 15 (3) All Affordable Units developed must be targeted to households earning
16 less than 120% of the County area median income (“Area Median
17 Income” or “AMI”) for the applicable metropolitan statistical area
18 (“MSA”), with adjustments for household size, as reported by the US
19 Department of Housing and Urban Development (“HUD”).
- 20 (4) For the purposes of this provision, a “household” consists of one or more
21 persons living as a single housekeeping unit, whether or not they are
22 related by blood, marriage, or otherwise.

1 (5) Household gross income shall be as determined by the applicable HUD
2 standards/guidelines. The applicable HUD standards/guidelines shall be
3 established in the affordable housing implementation agreement
4 referenced herein.

5 B. Other Conditions.

6 (1) Forty (40%) percent of all Affordable Units provided must be targeted to
7 households earning less than 80% of the Area Median Income (Low
8 Income units), with at least 10% of all Affordable Units targeted for
9 households under 50% of Area Median Income (Very Low Income units).
10 Very Low Income units shall be rental units, with no more than half of
11 those units age restricted.

12 (2) Sixty percent (60%) of all the Affordable Units provided must be targeted
13 to households earning greater than 80% (Moderate Income units), but not
14 in excess of 120% of the Area Median Income.

15 (3) Qualified owners or renters must reside in the Affordable Unit as their
16 primary residence.

17 (4) Developer will provide for the location of Affordable Units in any DRI
18 Increment of development involving the three Villages and the Town
19 Center as depicted on the Master Plan in close proximity to schools and/or
20 business uses. The Developer is not required to provide a specific
21 minimum number of Affordable Units in the Hamlet developments.

22 (5) The Affordable Units shall be situated so as not to be in less desirable
23 locations than the market rate units, and shall be no less accessible to the

1 common open spaces, public facilities, public transportation and
2 commercial goods and services than the market rate units. All Affordable
3 Units shall be visually compatible with any nearby market rate units and
4 shall be integrated throughout the development so that there is not a
5 substantial, contiguous concentration of such units in any one or few
6 places.

7 (6) The County commits that these Affordable Units shall be eligible for
8 whatever incentives and/or programs that it may establish after the actual
9 date of offering of said unit to the public by the Developer. The County
10 shall use its best efforts to continue to develop and maintain incentives and
11 programs specifically targeted at Affordable Units.

12 (7) The County may offer "Impact Fee Credits or Deferrals" to its Affordable
13 Housing buyers from time to time, and the County shall make these
14 programs available to all qualified buyers, builders, or developers that may
15 qualify for such credits or deferrals.

16 (8) The Developer, in its normal course of business, shall from time to time
17 transfer ownership of land and/or lots within the Community to builders or
18 other developers. It is understood that the subsequent owners of said land
19 and/or lots shall assume the same liability that the Developer has within
20 this agreement for Affordable Housing and shall similarly benefit from the
21 same commitments from the County as contained or addressed herein.

22 (9) All Affordable Units offered for sale in the Moderate and Low Income
23 categories shall be subject to a deed restriction that states that, if a sale

1 shall occur within twenty-five (25) years from the date of original
2 purchase, the resale price shall be limited to the initial sales price plus a
3 3% per year increase, any buyer's closing costs reflected in the contract,
4 and fifty percent (50%) of the verifiable value of any improvements made
5 to the unit prior to the sale. The implementation agreement described
6 below shall identify legitimate improvements and define the terms
7 "verifiable value" and "liens", as well as describe the mechanism(s) to
8 ensure sustainable affordability. There will be a lien recorded in the
9 Official Records of Charlotte County in favor of the County, which lien
10 shall be subordinated to the new primary lender upon verification of the
11 appropriate selling price for any applicable resale of the unit to a qualified
12 buyer. The master property owners association documents or other
13 recorded documents for the Community will require that the notice
14 language will be placed as an addendum to any and all contracts for the
15 resale of any qualified Affordable Units within the Community.

16 C. Incremental Review.

17 (1) Prior to the approval of the first Incremental development order,
18 Developer and County shall enter into an affordable housing
19 implementation agreement, approved by the County, which sets out all
20 procedures, standards, requirements, and identifies grant programs which
21 may be used to:

22 (a) monitor the effectiveness of this program;

1 (b) implement the program (e.g., administration, ownership, resale,
2 incentives, down payment grant programs, covenants in deeds,
3 liens, further defining household, etc.); and

4 (c) sustain affordability.

5 (2) Each AIDA shall report the number of Affordable Units allocated in any
6 previously approved Increment(s) and the number of such units proposed
7 in the AIDA.

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1 **4. STORMWATER MANAGEMENT AND FLOOD PLAINS**

2 A. Representations and Commitments as Conditions.

- 3 (1) Silt fences or silt screens will be installed prior to land clearing to protect
4 water quality and to identify areas to be protected from clearing activities
5 and maintained for the duration of the project until all soil is stabilized.
- 6 (2) Floating turbidity barriers or other devices will be in place on flowing
7 systems or in open water lake edges prior to initiation of earthwork and
8 maintained for the duration of the project until all soil is stabilized.
- 9 (3) The installation of temporary erosion control barriers will be coordinated
10 with the construction of the permanent erosion control features to the
11 extent necessary to assure effective and continuous control of erosion and
12 water pollution throughout the life of the construction phase.
- 13 (4) Turbidity resulting from construction dewatering will be managed using
14 structural best management practices (BMPs) prior to discharge to
15 receiving waters. Structural BMPs may include, but are not limited to,
16 vegetated systems, detention systems (e.g., sedimentation basins),
17 geotextiles, and other methods. Turbidity and other pollutants from
18 construction dewatering on the Property will be reduced to meet the levels
19 required by applicable State Water Quality Standards and as required by
20 the National Pollutant Discharge Elimination System (“NPDES”) general
21 permit for construction. Copies of any reports required by the NPDES
22 permit will be maintained at the appropriate construction site with a copy
23 being sent to the County Administrator or his or her designee.

- 1 (5) Clearing and grubbing will be so scheduled and performed such that
2 grading operations can follow thereafter. Grading operations will be so
3 scheduled and performed that permanent erosion control features can
4 follow thereafter if conditions on the project permit, and not beyond the
5 time limits established in the NPDES general construction permit.
- 6 (6) Exposed soils will be stabilized as soon as possible, especially slopes
7 leading to wetlands. Stabilization methods include solid sod, seeding and
8 mulching or hydromulching to provide a temporary or permanent grass
9 cover.
- 10 (7) Energy dissipaters (such as rip rap, gravel beds, hay bales) shall be
11 installed at the discharge point of pipes or swales if scouring is observed.
- 12 (8) Implementation of storm drain inlet protection (such as hay bales or
13 gravel) to limit sedimentation within the stormwater system.
- 14 (9) The allowable discharge in a 25 year 3-day design event will be limited to
15 the South Florida Water Management District ("SFWMD") permit for the
16 site.
- 17 (10) The development within the FEMA floodplain will have finished floor
18 elevations in each development pod which exceeds the 100 year 3-day
19 design event for the adjacent water course as calculated by the backwater
20 profile for the respective conveyance. Compensating storage will be
21 provided to replace lost storage as part of the SFWMD permit
22 requirements. The SFWMD standard of head loss in a 25-year 3-day
23 design event will be met at each water crossing.

- 1 (11) The proposed development will be designed such that the potential for
2 offsite flooding of other private property will be mitigated. This will
3 primarily be accomplished by maintaining the existing conveyances
4 without additional control structures except for restoration efforts. Water
5 management control will be accomplished primarily by structures off-line
6 from these conveyances. Off-site discharges onto the property will be
7 properly routed around and through the property to maintain or lessen off-
8 site flooding.
- 9 (12) Open stormwater ponds will be used for the primary volume attenuation
10 and wet detention of water quality in accordance with Best Management
11 Practices as outlined in the current Southwest Florida Basin Rule criteria
12 of the SFWMD for water quality improvement.
- 13 (13) On-site wetlands within the project may be incorporated into the
14 stormwater management system. Those wetlands outside that system will
15 continue to store and transmit water as they do today except where
16 modifications are made to facilitate hydrologic restoration.
- 17 (14) The stormwater treatment will include a backbone system consisting of
18 wet detention areas and dry detention areas. Dry detention areas will not
19 be used as the primary detention/retention component, but may be utilized
20 in combination with wet detention/retention facilities. The stormwater
21 treatment system will be designed in accordance with the current
22 Southwest Florida Basin Rule Criteria of the SFWMD and will provide
23 50% more retention/detention water quality treatment above that required

1 by Section 5.2.1(a) of the SFWMD Basis of Review. Best Management
2 Practices will include reduced turf coverage, native landscaping, created
3 wetlands, filter marshes, phyto-zones, extended hydraulic residence times
4 and increased flow paths.

5 (15) The low edge of pavement for local roads to be at or above the peak stage
6 for the 5 year-1 day event. The arterials and collectors will have one lane
7 above the 25 year-3 day event peak stage. Parking lots will be at or above
8 the 5 year-1 day event. Minimum swale grades in urban and suburban
9 areas will have a minimum longitudinal slope of 0.2%. Ditches may have
10 flatter longitudinal slopes. The minimum longitudinal slope on roads with
11 curb and gutter will be 0.3%.

12 (16) The perimeter berm elevation will be 0.3 feet above the peak stage for the
13 25 year-3 day event and the 100 year-1 day event.

14 (17) The treatment system will provide equal or greater post development
15 storage volume for the 100 year-3 day event than provided by
16 predevelopment conditions.

17 (18) There will be no increase in stream stage elevation offsite, except as
18 permitted by the SFWMD.

19 (19) Finish floor elevations will be at least the 100 year-3 day event peak stage
20 plus 0.5 feet.

21 (20) An Urban Water Management Plan will be developed for the site as part
22 of the construction Environmental Resource Permit ("ERP") process and
23 will address the handling of waste from equestrian facilities on the site.

1 Water quality monitoring will be conducted pursuant to the Babcock
2 Ranch Community Development of Regional Impact Environmental
3 Methodology Supplement dated October 31, 2006.

4 B. Other Conditions.

- 5 (1) All internal stormwater management lakes and ditches, and any on-site
6 preserved/enhanced wetland areas, shall be set aside as recorded drainage
7 and/or conservation easements granted to the SFWMD, or other
8 appropriate governmental entity with a compliance monitoring staff.
9 Stormwater lakes shall include adequate maintenance easements around
10 the lakes, with access to a paved roadway, as required by the appropriate
11 governmental entity.
- 12 (2) Any silt barriers and any anchor soil, as well as accumulated silt, shall be
13 removed upon completion of construction. Either the Developer or the
14 entities responsible for the specific construction activities requiring these
15 measures shall assume responsibility for having them removed upon
16 completion of construction.
- 17 (3) Any shoreline banks created along the on-site stormwater management
18 system shall include littoral zones constructed on slopes consistent with
19 SFWMD, Florida Department of Environmental Protection ("FDEP"), and
20 Charlotte County requirements and shall be planted in native emergent or
21 submergent aquatic vegetation. The Developer shall ensure, by
22 supplemental replanting as necessary, that at least 80% cover by native

1 aquatic vegetation is established within the littoral zone planting areas for
2 the duration of the project.

3 (4) The Developer shall conduct annual inspections in accordance with the
4 conditions of the approved SFWMD ERP, of the Babcock Charlotte
5 Master Stormwater Management System and any preserved/enhanced
6 wetland areas on the project site so as to ensure that these areas are
7 maintained in keeping with the final approved designs, and that the water
8 management system is capable of accomplishing the level of stormwater
9 storage and treatment for which it was intended.

10 (5) The Developer shall undertake a regularly scheduled vacuum sweeping of
11 all common streets and parking areas within the Town Center and the non-
12 residential areas of the Villages. The Developer shall encourage any
13 private parcel owners within the Town Center and the non-residential
14 areas of the Villages to institute regularly scheduled vacuum sweeping of
15 their respective parking areas.

16 (6) Design considerations will be given to ditch and swale slopes, where
17 practicable, so that these facilities provide some additional water quality
18 treatment prior to discharge. Treatment swales shall be planted with
19 vegetation as reviewed and approved during the ERP approval process,
20 and where practicable, landscape islands shall accommodate the detention
21 of runoff. Design consideration will be given to the use of pervious
22 construction materials for the surfaces of trails, walkways, and non-
23 vehicular travel ways.

- 1 (7) Any debris that may accumulate in project lakes, ditches or swales, or
2 which may interfere with the normal flow of water through discharge
3 structures and under drain systems, shall be cleaned from the
4 detention/retention areas on a regular basis. Any erosion to banks shall be
5 repaired.
- 6 (8) Grease baffles shall be inspected and cleaned and/or repaired on a regular
7 basis. In no instance shall the period between such inspections exceed
8 eighteen months.
- 9 (9) Isolated wading bird “pools” shall be constructed to provide aquatic
10 habitat for mosquito larvae predators, such as *Gambusia affinis*, and
11 foraging areas for wading bird species, such as wood stork, consistent with
12 SFWMD, FDEP, and County requirements.
- 13 (10) The open drainage system will be designated to provide additional water
14 quality treatment prior to discharge. Design elements may include
15 rainwater gardens, treatment swales planted with native vegetation, and
16 entrainment systems. These will be reviewed and approved during the
17 ERP approval process.
- 18 (11) Stormwater runoff should be minimized through a variety of techniques
19 that may include rainwater gardens, bottomless planter boxes, green roofs
20 and pervious surfaces, as well as rainwater harvesting techniques that may
21 include cisterns and rain barrels.

- 1 (12) Landscape irrigation will be provided first through the use of reuse water,
2 where reasonably available, and surface water from lakes. Ground water
3 will be used to replace the surface water withdrawn for irrigation water.
- 4 (13) The master stormwater management system will be maintained by District
5 or master property owners association established by covenants and
6 restrictions on the Property.
- 7 (14) The applicant has agreed to do a new hydrologic model of the project area
8 to determine predevelopment flow rates for use in current and future
9 permitting. When this work is complete it will be submitted to SFWMD
10 for review, amendment if needed, and approval. The SFWMD approved
11 predevelopment flow rates will be used in future AIDA submissions.
- 12 (15) Developer has applied to the SFWMD for a conceptual ERP, Application
13 Number 070330-5, in accordance with its jurisdiction over such matters
14 and the Property. Upon issuance, Developer will follow the authorizations
15 and permit conditions, which will be a separate and enforceable legal
16 document in accordance with its terms. Compliance with this permit, as it
17 may be amended from time to time, will address mitigation of certain
18 impacts of the Babcock Charlotte development. Such permit will be
19 issued under the authority of an agency other than County and, therefore,
20 shall be subject to enforcement by the issuing agency. County will assist
21 said agency, if requested, in monitoring Developer's compliance with the
22 conditions of said permit. Developers' successors-in-interest and assigns
23 are hereby placed on notice of this permit application and its potential

1 application to development which they may propose to undertake within
2 Babcock Charlotte.

3 (16) Developer has applied to the United States Army Corps of Engineers,
4 Application Number SAJ-2006-6656, in accordance with its jurisdiction
5 over such matters and the Property. Upon issuance, Developer will follow
6 the authorizations and permit conditions, which will be a separate and
7 enforceable legal document in accordance with its terms. Compliance with
8 this permit, as it may be amended from time to time, will address
9 mitigation of certain impacts of the Babcock Charlotte development. Such
10 permit will be issued under the authority of an agency other than County
11 and, therefore, shall be subject to enforcement by the issuing agency.
12 County will assist said agency, if requested, in monitoring Developer's
13 compliance with the conditions of said permit. Developers' successors-in-
14 interest and assigns are hereby placed on notice of this permit application
15 and its potential application to development which they may propose to
16 undertake within Babcock Charlotte

17 (17) As part of any AIDA phase that will discharge to Owl Creek, Trout Creek,
18 and /or Telegraph Creek, 100 year three-day storm event calculations will
19 be provided for two items. The two items are: the setting of finished floor
20 elevation and the determination that the peak volume stored in the pre-
21 development condition is equal or exceeded by that stored in the post
22 development condition. This information will be made available to the
23 general public.

1 (18) The Developer shall reduce the introduction of fill material outside
2 approved development pods into the 100 year flood plain where practical.
3 Structures outside approved development pods, but built in the 100 year
4 flood plain, will be built as elevated structures and not as monolithic slabs
5 on fill soil.

6 C. Incremental Review.

7 (1) Subsection A and B above in this provision 4 (Stormwater Management)
8 constitute the “Stormwater Plan” for Babcock Charlotte.

9 (2) The Incremental review will address compliance of the Increment with the
10 Stormwater Plan and any changes to the adopted floodplain maps.

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

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1 **5. TRANSPORTATION**

2 A. Representations and Commitments as Conditions – No relevant provisions

3 B. Conditions for Development Approval.

4 (1) Master Traffic Study

5 (a) The Developer’s AMDA Master Traffic Study is the analysis of
6 the buildout of the Development Program and the horizon year
7 traffic conditions in year 2030. It is a guide to the roadway
8 network and improvements anticipated to be needed to support all
9 area development including the Babcock Ranch Community
10 Development Program by the year 2030 and is intended for use
11 only with the Babcock Charlotte Development Program. As a long
12 range “snapshot” of horizon year conditions, it is anticipated that
13 the mobility network and area growth will change and be revised
14 as the Babcock Ranch Community develops. The Developer’s
15 travel model used for the Master Traffic Study is adequate for this
16 “snapshot” purpose. Further validation adjustments of the
17 Developer’s Master Traffic Study travel model are required prior
18 to submittal of the Traffic study for the first Increment as set forth
19 in Condition B.(2)(d) below.

20 (b) The Charlotte County Babcock Ranch Overlay District (the
21 BROD), Policy 2.5.16.5, recognizes that the BROD is a “smart
22 growth” community and specifies that the “internal capture rate
23 (“ICR”)” for the Babcock Ranch Community shall be maximized,

1 with a targeted internal capture rate of between 50% - 70%. The
2 Developer's AMDA Master Traffic Study reflects the mixed-use
3 character of the Community and consequently maximizes the
4 "internal capture" elements, resulting in a trip capture rate for the
5 buildout of the Babcock Ranch Community of 55% on a peak hour
6 basis. The 2030 roadway network and candidate roadway
7 improvements resulting from the AMDA Master Traffic Study
8 based on that trip capture rate for the Babcock component are set
9 forth in Exhibit F attached hereto and made a part hereof by
10 reference. Exhibit F also identifies, under 2030 conditions and the
11 55% ICR, those regionally and locally significant road segments
12 that are projected to be significantly impacted by the Babcock
13 Ranch Community and for which a service deficiency is also
14 projected ("Impacted Segments"). It also identifies the
15 improvements which may need to be made by 2030 under the 55%
16 ICR to the Impacted Segments to mitigate Babcock's traffic
17 impacts in order to maintain the adopted level of service (LOS)
18 standards.

- 19 (c) A supplemental traffic study was also prepared by the Developer at
20 the request of review agencies to identify the potential 2030
21 roadway network and candidate roadway improvements resulting
22 from the Master DRI Traffic Study based on the initial internal
23 capture rate of 22%, ("Supplemental Master Study"). The

1 roadway network and candidate roadway improvements resulting
2 from the Supplemental Master Study based on that trip capture
3 rate also are set forth in Exhibit F attached hereto and made a part
4 hereof by reference. Exhibit F also identifies, under those 2030
5 conditions, the same information for the 22% ICR scenario as for
6 the 55% ICR scenario, including those regionally and locally
7 significant road segments that are projected to be significantly
8 impacted by the Babcock Ranch Community and for which a
9 service deficiency is also projected (“Impacted Segments”) and the
10 improvements which may need to be made by 2030 to the
11 Impacted Segments under a 22% ICR to mitigate Babcock’s traffic
12 impacts in order to maintain the adopted level of service (LOS)
13 standards. The road network presented in Exhibit F is a 2030
14 horizon year projection that will be updated periodically as set
15 forth below in Condition B.(2) to reflect changing conditions in the
16 area.

- 17 (d) The significant impacts, roadway network, and roadway
18 improvements identified in Exhibit F hereto are provided for
19 comparison purposes between the two internal capture rate
20 scenarios described above. As specified under Conditions
21 B.(2)(a), (2)(b), (2)(c), and (2)(d) below, as data from the annual
22 traffic monitoring program becomes available, as specified under
23 Conditions B.(3)(a) and (3)(b) below, this data will be incorporated

1 into the Master Traffic Study Updates as described in Condition
2 B.(2) below. Exhibit F will then be re-evaluated and revised as
3 specified in Condition B.(2) below.

- 4 (e) For purposes of the First Increment, the 22% ICR portions of
5 Exhibit "F" will control the measurement of significant impact for
6 the Incremental DRI traffic studies. Future Increments will use a
7 revised Exhibit "F" as re-evaluated either under Condition B.(2)(a)
8 or B.(2)(b), as applicable.

9 (2) Master Traffic Study Updates

- 10 (a) (1) An update of the AMDA Master Traffic Study will be
11 undertaken and submitted to Charlotte County, FDOT, DCA, and
12 the SWFRPC within twelve (12) months from the date that the
13 FDOT Regional Travel Demand Model based on the existing plus
14 committed ("E+C") network that covers Lee, Charlotte, Hendry,
15 DeSoto and Glades Counties, has been validated by the FDOT,
16 which shall also obtain acceptance of the model by the Lee County
17 and Charlotte County, and has been approved in writing by FDOT
18 for use in the AMDA Master Traffic Study Update and subsequent
19 AIDA traffic assessments. The Master Traffic Study Update will
20 result in a Revised Exhibit F, based upon the ICR determined
21 pursuant to paragraph B(2)(a). A transportation methodology
22 meeting will be held with Charlotte County, Lee County, the
23 SWFRPC, the Florida Department of Transportation ("FDOT"),

1 and the Florida Department of Community Affairs (“DCA”) prior
2 to the conduct of this update of the Master Traffic Study.

3 (2) a. This update of the Master Traffic Study will include
4 a reassessment of the internal capture and external trips consistent
5 with paragraph B(2)(a) above. Trip Generation, the ITE Trip
6 Generation Handbook, and the FDOT Site Impact Handbook, and
7 the FDOT regional travel demand model, as it may be adjusted
8 pursuant to professionally accepted techniques applicable to
9 communities of the size, location, mix of uses, and design of
10 Babcock or other travel demand modeling techniques and data that
11 reflect the size, location, mix of uses, and “smart growth” design of
12 the project.

13 b. Due to its size and mix of uses, the Babcock Ranch
14 Community will be divided into a number of traffic analysis zones
15 (TAZs) and tracts, which are combinations of TAZs. The size,
16 location and number of TAZs will be determined by the
17 Developer. There shall be no minimum or maximum number of
18 TAZs or tracts.

19 c. Until such time that the use of a regional travel
20 demand model is accepted by the FDOT for estimating trip capture
21 within a large scale community like the Babcock Ranch
22 Community, the community capture and external trips for the

1 Babcock Ranch Community will be estimated using the following
2 procedures.

3 (i) The total new trips generated by the Babcock Ranch
4 Community development as identified in the Master
5 Traffic Study and based on accepted standard
6 methods of calculation will be reduced as identified
7 in the sections below.

8 (ii) There are standard mixed land uses (residential,
9 office, retail) for the mixed use development
10 concepts of the ITE Trip Generation Handbook
11 “Mixed Use Development”. For those standard
12 land uses, and using the tract as a single TAZ,
13 calculate, using the methods of the ITE Trip
14 Generation Handbook “Mixed Use Development”,
15 the internal capture within the tract.

16 (iii) For each non-standard land use (those land uses not
17 included in the ITE Trip Generation Handbook
18 methodology) within each tract, create a separate
19 TAZ for each non-standard land use. Using the
20 regional travel demand model, applicable at that
21 time, determine the trip capture for those non-
22 standard land uses within the subject tract.

1 (iv) Using the regional travel demand model, applicable
2 at that time, determine the trip capture between the
3 individual tracts within the Babcock Ranch
4 Community.

5 (v) Estimate the number of pass-by trips consistent with
6 the then most recent editions of the ITE Trip
7 Generation Handbook, and the FDOT Site Impact
8 Handbook. Only those retail uses which are
9 adjacent to the primary public roadways will be
10 eligible for external pass-by trips. Retail that is not
11 adjacent, whether contained internally or
12 substantially set back without direct access to the
13 major public roadways will not be eligible for pass-
14 by trips.

15 (vi) The remaining net new trips are external to the
16 Babcock Ranch Community and will be assigned to
17 the regional roadway network by the regional travel
18 demand model, applicable at that time.

19 (b) (1) Due to the long term buildout of the Project (over 20 years)
20 and potentially changing conditions in the study area, a periodic
21 update of the AMDA Master Traffic Study is required. The initial
22 update shall be conducted and submitted no later than five (5)
23 years starting with the issuance of this Development Order. The

1 Developer may update the Master Traffic Study at any time during
2 that five (5) year period. Additional updates shall be conducted
3 and submitted no later than five (5) years after the most recent
4 previous update. If the FDOT Regional Travel Demand Model is
5 not available at the time an update is undertaken, then the Master
6 Traffic Study may be updated using the travel demand model used
7 in the original Master Traffic Study as further validated pursuant to
8 Condition B(2)(d). Each updated Master Traffic Study will be a
9 complete update similar to the original Master Traffic Study and
10 will result in a Revised Exhibit F. A transportation methodology
11 meeting will be held with Charlotte County, Lee County, the
12 SWFRPC, FDOT and DCA prior to the conduct of each Master
13 Traffic Study Update.

14 (2) This update of the Master Traffic Study will include
15 a reassessment of the internal capture and external
16 trips consistent with paragraph B(2)(a) above.

17 (c) It is anticipated that the first Increment (AIDA), and perhaps other
18 Incremental AIDAs, will be filed for review and approval prior to
19 any required update of the Master Traffic Study. The Master
20 Traffic Study will not be required to be updated coincident with
21 the first AIDA. If the FDOT Regional Travel Demand Model, as
22 described above in Condition B.(2)(a), is not available for use by
23 Babcock prior to the transportation methodology meeting for the

1 second Increment, or any subsequent Increments, then the travel
2 demand model used in the original Master Traffic Study as may be
3 adjusted per Condition B.(2)(d) below, will be used for the second
4 and any such subsequent Incremental traffic studies and will be
5 used to update the Master Traffic Study under the conditions set
6 forth in Condition B.(2)(a) above and will result in a revised
7 Exhibit "F".

8 (d) The first Increment or Increments (AIDAs) will use the regional
9 travel demand model used for the original AMDA Master Traffic
10 Study with adjustments made to the model to achieve daily
11 volumes within approximately 20% of those volumes projected by
12 the applicable county's MPO 2010 travel demand model for the
13 screenlines and corridor cutlines identified in the transportation
14 methodology meeting within a forty (40) mile radius around the
15 center of the Babcock project. Subsequent Increments will use the
16 FDOT Regional Travel Demand Model provided that the
17 conditions set forth in Condition B.(2)(a) above have been met.

18 (3) Biennial Monitoring Program

19 On a biennial basis, the Developer shall submit a DRI traffic monitoring
20 report to the following entities: County, FDOT, DCA, Lee County, and the
21 SWFRPC. The first monitoring report shall be submitted two (2) years
22 after the recorded date of the approval of the first AIDA Development
23 Order, unless no buildings have been physically occupied by a permanent

1 user. Once a building in Babcock is occupied by a permanent user the
2 biennial traffic monitoring requirement will commence. For the purposes
3 of growth management the Biennial Monitoring will monitor the external
4 trips generated by occupied uses in Babcock. The traffic monitoring
5 program must include the following.

- 6 (a) 2-hour AM peak hour and 4-hour PM peak hour turning movement
7 counts and 72-hour machine traffic counts at the Babcock Ranch
8 Community's access points onto the external public road network
9 external to the Property; the 72 hour traffic counts will be derived
10 from the permanent traffic counters installed at Babcock's
11 ingress/egress points as described in Condition B.(7) below.
- 12 (b) A comparison of the field-measured Project external trips to the
13 Project's external trips estimated in the AMDA and the
14 Incremental traffic study.
- 15 (c) The level of service of all access points between the Project and
16 the external road network.
- 17 (d) A summary of construction and development activities to date,
18 using the categories of the Master Development Program.
- 19 (e) An estimate of the level of development expected to be added by
20 the Project for the forthcoming year.
- 21 (f) The status of the mobility improvements required by any prior
22 Incremental development program.

- 1 (g) The status of mobility improvements identified as committed in the
2 Master Traffic Study or Incremental traffic studies.
- 3 (h) An estimate of the construction traffic at the Project's access points
4 onto the public roadway network external to the Property.
- 5 (4) The Developer shall promote efficient pedestrian and bicycle movement
6 within and between the development's components and to adjacent
7 properties. The Developer shall link the uses and subdivisions, hamlets,
8 town centers and free standing facilities through a series of sidewalks, bike
9 paths, walking trails and internal roadways of various functional
10 classifications. The Developer shall promote transit service through the
11 inclusion of bus stops or other appropriate transit access points in site
12 design, consistent with the Charlotte County and Lee County
13 Comprehensive Plans and transit plans, if any. The location of bus stops
14 and transit access points shall be planned and integrated with the Babcock
15 Ranch Community bicycle and pedestrian plan.
- 16 (5) Within twelve (12) months from the date of the Master DRI Development
17 Order, the Developer shall prepare and submit to Charlotte County a
18 transit feasibility study for possible transit service within the Babcock
19 Ranch Community. The transit feasibility study shall evaluate the
20 feasibility of an internal tram or trolley system to link the villages,
21 hamlets, and town center and other uses and to provide a linkage to the
22 external road network. The feasibility study will evaluate, among other
23 things, the timing of the implementation of the system, system routing,

1 vehicle type, headways, funding sources, and capital and operating costs.
2 If the study determines that such a system is economically viable,
3 Developer will implement the system.

4 (6) The Developer shall prepare a transit feasibility study of providing public
5 transportation to and from Babcock. The transit feasibility study will
6 evaluate, among other things, the feasibility of providing public
7 transportation, timing of the implementation of the system, system routing,
8 vehicle type, headways, funding sources, and capital and operating costs.
9 In an effort to insure sufficient population to support this type of transit
10 service, the Developer shall coordinate the initiation of this study with
11 transit representatives from Charlotte County, Lee County, and the FDOT.
12 The Babcock development will be credited with an appropriate reduction
13 in net external trips for the implementation of such a public transit
14 component. The cost of the study may be credited against Developer's
15 proportionate share mitigation.

16 (7) The Developer shall install permanent traffic count stations at all Babcock
17 Ranch Community ingress/egress points on the external road network and
18 at the Charlotte County lines on SR31. The equipment will be turned over
19 to Charlotte County and the County will own and maintain the permanent
20 count station equipment. The cost of the permanent count station
21 equipment will be credited against the DRI's traffic mitigation obligation.
22 Data from the count stations shall be made available in a digital format on

1 a periodic schedule agreed to by County and Developer and without any
2 cost, to Developer.

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

10 C. Incremental Review.

11 (1) Incremental Review Analyses.

12 Development within the Babcock Ranch Community, as identified in the AMDA,
13 will undergo a traffic review through an incremental process with traffic studies
14 prepared for each Increment. A transportation methodology meeting will be held
15 with County, FDOT, DCA, and the SWFRPC prior to initiating this study. This
16 will allow the study to address specific issues that may be related to any particular
17 Increment. Each Incremental Traffic Study will establish the trip capture rate for
18 that Increment consistent with Condition B.(2) which will determine the
19 maximum number of PM peak hour trips external to the Property for that
20 Incremental development program. Professionally accepted techniques and data,
21 including FDOT's Site Impact Handbook and the current Subdivision Traffic
22 Study Guidelines for Charlotte County may be considered in establishing the
23 methodologies for the Incremental studies.

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

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

13 (b) Intersection evaluations of those external intersections significantly
14 impacted by the Incremental development program.

15 (c) Identification of roadway and intersection improvements needed to
16 support that level of development and all area growth coincident
17 with buildout of that Incremental development program at the
18 Babcock Ranch Community for the AMDA significant impact area
19 per the 22% ICR portions of Exhibit "F" hereto until such time as
20 Exhibit "F" hereto is amended.

21 (d) Identification of the Project's proportionate share of those needed
22 roadway and intersection improvements. Proportionate share
23 mitigation shall be limited to insure that if Babcock meets the

1 requirements of Section 163.3180(12), F.S., it shall not be
2 responsible for the additional cost of reducing or eliminating
3 backlogs. The project's proportionate share shall be directed (i.e.
4 "pipelined") to one or more mobility improvements that benefit a
5 regionally significant transportation facility. The funding of one or
6 more required mobility improvements that will benefit a regionally
7 significant transportation facility consistent with Section
8 163.3180(12), F.S., satisfies concurrency requirements as
9 mitigation of Babcock's impact upon the overall transportation
10 system even if there remains a failure of concurrency on other
11 impacted facilities

- 12 (e) Identification of the Project's traffic mitigation conditions to
13 address its proportionate share of needed mobility improvements
14 and any pipelining of that proportionate share, but not including
15 mitigation for backlogged conditions. Mitigation for impacts to
16 facilities on the State Strategic Intermodal System shall be made
17 after consultation with FDOT. Traffic mitigation conditions would
18 include, but not be limited to, commitments to construct or pay for
19 certain mobility improvements, provision of right-of-way,
20 provision of design plans in support of improvements, cash
21 payments to the County or applicable maintenance agency and/or
22 combinations of the above, and a mitigation payment schedule.

1 (f) Each Increment will constitute a separate DRI, and each
2 subsequent Incremental traffic study will include the previously
3 evaluated and mitigated Increment as background traffic consistent
4 with Section 380.0651, F.S., and 9J-2.045, F.A.C. Phases of an
5 Increment that alone do not constitute a DRI will be aggregated
6 with previous or subsequent phases and analyzed cumulatively as a
7 DRI.

8 (g) An accounting system will be established so that if the field
9 measured external trips at the end of the particular Increment are
10 less than previously estimated for that Increment, the Developer
11 would be entitled to credits which can be used by the Developer,
12 sold to other parties or carried over to the next Increment.
13 Alternatively, if the actual traffic for that particular Increment is
14 greater than previously estimated, then the Developer will be
15 required to mitigate those additional traffic impacts as part of the
16 then under review Increment.

17 (h) The development approved in each Increment will be vested for
18 traffic concurrency purposes through the scheduled payment of its
19 mitigation requirements (proportionate share) for mobility
20 improvements. The payment schedule and the details of that
21 payment schedule must be established in an enforceable agreement
22 with the County or the applicable maintenance agency.

1 (i) As provided in the AMDA Agreement, an Incremental traffic study
2 may consider relevant information from previously approved
3 studies or Increments, but no Incremental review will result in a
4 requirement to revise any element or requirement of a previously
5 approved Increment other than the provision in item C.(g) above.

6 (2) Planned Development, Site Plan and Subdivision Plan Approval Within
7 An Increment

8 Planned development, site plan, and subdivision plan approvals within an
9 Increment will be evaluated for consistency with the Incremental traffic study as
10 set forth below.

11 (a) Review the requested approval to verify that the development
12 parameters of the requested approval, when combined with the
13 parameters of any other requested approval already reviewed and
14 approved within the Increment and reflective of any land use
15 conversions, are consistent with the level of development
16 evaluated during the Incremental traffic study.

17 (b) Review of the requested approval to verify that the projected
18 external trips of the requested approval, when combined with the
19 estimated external trips of any other requested approval already
20 reviewed and approved within the Increment and reflective of any
21 land use conversions, does not exceed the external trips evaluated
22 during the Incremental traffic study.

1 (c) Review of the requested approval's access points onto the public
2 roadway network external to the Property to determine if: 1) the
3 proposed access points are consistent with the access established in
4 the Master AMDA, AIDA, and/or public access management
5 standards; 2) the access point intersection will operate at
6 acceptable levels of service coincident with the buildout of the
7 requested approval; 3) identify needed improvements, including
8 signalization, at the access point intersections to maintain
9 acceptable levels of service; and 4) identify the estimated turn lane
10 storage lengths for the needed turn lanes at the access point
11 intersections.

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

20 (4)

21 (a) The Developer's proportionate share obligation, as established per
22 each Increment, shall be directed or pipelined, pursuant to section
23 163.3180(12), Florida Statutes, to one or more required mobility

1 improvements which may or may not be a part of the AMDA
2 roadway network, which benefit a regionally significant
3 transportation facility and which can be funded by the Developer's
4 proportionate share. The funding of one or more required mobility
5 improvements that will benefit a regionally significant
6 transportation facility consistent with Section 163.3180(12), F.S.,
7 satisfies concurrency requirements as a mitigation of Babcock's
8 impact upon the overall transportation system even if there remains
9 a failure of concurrency on other impacted facilities.

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

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

3 (5) In addition to, or in the alternative to the pipelining described in
4 provisions C(1)(d) and C(4)(a) above, the developer may also mitigate its
5 traffic impacts pursuant to Rule 9J-2.045, F.A.C.

6 (6) Incremental Biennial Monitoring Controls

7 (a) If the biennial traffic monitoring report for any two year period
8 reveals that the Project's field measured external trips generated by
9 occupied land uses is 80% or more of the maximum number of
10 external PM peak hour trips for the completed Increment(s) and the
11 approved, but uncompleted, Increments and the occupied land uses
12 are less than 50% of the development program approved for
13 approved, but uncompleted, Increment(s), the Developer shall,
14 within 90 days of the date of the biennial traffic monitoring report,
15 meet with Charlotte County Public Works to determine if the most
16 recently approved Incremental traffic study must be updated. If an
17 updated traffic study is required, then an updated list of
18 significantly and adversely impacted road segments and
19 corresponding adjustments in the Increment's proportionate share
20 which are needed to complete the most recently approved
21 Increment will be identified in that updated study.

22 (b) If the biennial traffic monitoring report for any two year period
23 reveals that the Project's field measured external trips generated by

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

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

19 (d) If the biennial traffic monitoring report reveals that the Project's
20 field measured external trips generated by occupied land uses
21 exceeds the maximum number of trips from the completed
22 Incremental and the approved, but uncompleted, Incremental
23 development program(s) by the thresholds identified in Section

1 380.06(19), Florida Statutes, then the provisions regarding
2 substantial deviations will take effect.

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

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

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

20 (7) Notice of Lee Road Agreement.

21 Developer and Lee County entered into the Babcock Ranch Community Road
22 Planning Agreement Regarding The Charlotte County Babcock Ranch Overlay
23 District Amendment on May 23, 2006 ("Lee Road Agreement"). The Lee Road

1 Agreement relates to the mitigation of impacts from Babcock Charlotte on Lee
2 County roads. The Lee Road Agreement sets forth various obligations of the
3 parties to the Lee Road Agreement, and is enforceable by its own terms and not
4 pursuant to this Development Order. Developer's successors-in-interest and
5 assigns are hereby placed on notice of the Lee Road Agreement and its potential
6 application to development which they may propose to undertake within Babcock
7 Charlotte. A copy of said Agreement shall be made available by Developer upon
8 request of such successors-in-interest and assigns, and a copy shall be on file with
9 the Clerk of the Charlotte County Commission.

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

2 A. Representations and Commitments as Conditions.

3 (1) The exotic pest plant impacted areas, and native plant communities
4 (approximately 5000 acres) will be managed and incorporated into the
5 final preservation areas and consolidated north-south flow-ways and east-
6 west greenways.

7 (2) The upland preserve/conservation areas and the wetland preserves will
8 have management that optimizes the value and function of these areas of
9 native habitat.

10 (3) There will be an average 100-foot setback from the State Preserve and an
11 average 50-foot setback adjacent to wetlands.

12 (4) Internal roadways will be used to inter-connect separate development pods
13 and will be constructed with wildlife crossings in areas where they cross
14 wildlife corridors. The designs, sizes, and locations of these crossings will
15 be coordinated with County and coordinated and approved by staff from
16 the Florida Fish and Wildlife Conservation Commission (FWC) and the
17 US Fish and Wildlife Service. Internal roadways may be constructed
18 across and through primary flow-ways, as long as the hydrological and
19 wildlife corridor functions are maintained through the crossings. The
20 number of such roadways, not including pedestrian boardwalks and bike,
21 electronic cart, hiking, and equestrian trails (paved or otherwise), shall be
22 the minimum necessary for safe and efficient public accessibility between
23 development pods.

- 1 (5) Roadway layouts in the wildlife corridors will be designed to reduce
2 traffic speeds and minimize the risk of vehicle/wildlife collisions. Traffic
3 calming devices will be employed where appropriate, but will not serve as
4 a substitute for wildlife under crossings or over crossings.
- 5 (6) Littoral shelves will be constructed within lake systems and will provide
6 additional foraging areas for wildlife. Littoral shelves will be provided
7 along a minimum of ten percent (10%) of the length of the shoreline of
8 each such lake. Littoral shelves will be designed to mimic the functions of
9 natural systems by establishing shorelines that are sinuous in configuration
10 in order to provide increased length and diversity of the littoral zone.
11 Where appropriate, specific littoral shelf planting areas will be established
12 to provide feeding areas for water dependent avian species. Developer
13 will ensure that recorded restrictions on the Property prohibit the removal
14 of littoral shelf plants, unless replaced with similar plants.
- 15 (7) Site lighting standards will be modeled after the International Dark-Sky
16 Association standards. Street lighting will use mechanisms to reduce light
17 pollution such as full shield cut-offs to prohibit light from shining upward,
18 low intensity lighting and other acceptable techniques. Greenways,
19 conservation areas and undeveloped areas bordering these areas where
20 there are unpaved trails will be unlit, or lit to the extent necessary for
21 safety reasons only during periods of designated use.
- 22 (8) Golf courses will be designed to comply with the goals of the Audubon
23 International Signature Program – Silver Level certification program, with

1 best management practices developed by the Florida Department of
2 Environmental Protection under Section 403.067, F.S. (2005), or with
3 other equivalent certification programs or equivalent best management
4 practices.

5 (9) During the construction process, appropriate measures will be taken to
6 minimize impacts to preserved wetlands and to water quality. Wetland
7 and upland buffer areas to be preserved will be clearly marked in the field
8 to avoid damage of and intrusion into protected areas. Appropriate
9 construction Best Management Practices will be employed. Prior to
10 commencement of construction near preserved wetlands, including
11 proposed water control structures, erosion control devices will be installed
12 to control and reduce soil erosion, sediment transport and turbidity. Such
13 devices (e.g., silt fencing, temporary sediment traps, impoundment areas
14 to control excessive discharges, etc.) will remain in place throughout the
15 duration of construction in an area until construction zones and
16 surrounding areas are stabilized.

17 (10) Erosion control methods/devices used during construction will generally
18 conform with applicable standards set forth in FDER's "The Florida
19 Development Manual: A Guide to Sound Land and Water Management,"
20 Sections 6-301 through 6-500 of Chapter 6: "Storm Water and Erosion
21 Control Best Management Practices for Developing Areas; Guidelines for
22 Using Erosion and Sediment Control Practices," (ES BMP 1.011.67.
23 FDER, Tallahassee, FL 1988).