

ORDINANCE NO. 416

**WINDMARK BEACH INTEGRATED AND RESTATED
DEVELOPMENT ORDER
CITY OF PORT ST. JOE**

AN ORDINANCE OF THE CITY OF PORT ST. JOE, FLORIDA, APPROVING ISSUANCE OF AN INTEGRATED AND RESTATED DEVELOPMENT ORDER BY THE CITY PURSUANT TO FLORIDA STATUTES SECTION 380.06, FOR THE WINDMARK BEACH DEVELOPMENT OF REGIONAL IMPACT; ESTABLISHING THE RIGHTS, CONDITIONS AND OBLIGATIONS OF THE DEVELOPER; PROVIDING FOR REPEAL OF ANY CONFLICTING ORDINANCES; PROVIDING FOR SEVERABILITY; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, WindMark Beach Development of Regional Impact ("Project") was originally approved by DRI Development Order as a mixed-use development of regional impact encompassing 2,122 total acres by Gulf County, Florida, on April 6, 2004 ("DRI Ordinance"); and

WHEREAS, The St. Joe Company ("Developer"), at the time of adoption of the Gulf County DRI Ordinance was the owner of the Project; and

WHEREAS, during 2006, the Developer annexed approximately 1,900.64 acres of the land subject to the Gulf County DRI Ordinance into the City of Port St. Joe (the "City") which acres are legally described on Exhibit "A" (City DRI Property"); and

WHEREAS, pursuant to Florida Statute Section 380.06(15)(h), on May 15, 2007, the City adopted a DRI Development Order for the City DRI Property ("City DRI Ordinance"); and.

WHEREAS, the Developer obtained approval from the City of Ordinance No. 379 establishing the Windmark Beach Planned Unit Development (the Windmark PUD") for the City DRI Property, which PUD approval addressed and made binding commitments on a variety of local issues, including but not limited to mandatory public beach access; permitted and prohibited uses for the site; development standards applicable to the site, such as parking, building heights, building setbacks, lot sizes and limitation of signage; road construction specifications; and procedures for subdivision platting; and

WHEREAS, the Developer filed an application for amendment of the City DRI Ordinance on August 27, 2008, and the applicable agencies have

determined that the application is sufficient and does not constitute a substantial deviation; and

WHEREAS, notice of the adoption of this Integrated and Restated Development Order was advertised by publication in *The Star* on February 12 and February 19, 2009; and

WHEREAS, on March 3, 2009, the City Commission held a public hearing to consider this Integrated and Restated DRI Ordinance for the City DRI Property and afforded all interested persons an opportunity to be heard and present evidence.

NOW, THEREFORE, BE IT ENACTED BY THE PEOPLE OF THE CITY OF PORT ST. JOE, FLORIDA:

FINDINGS OF FACT AND CONCLUSIONS OF LAW

1. The above recitals are true and correct, and are incorporated into this development order by this reference.
2. The City Commission is the governing body with legal jurisdiction over the City DRI Property and is authorized by Florida Statute Section 380.06 to issue this Integrated and Restated Development Order.
3. The Project to be developed on the City DRI Property ("City DRI Project") is consistent with the State Comprehensive Plan.
4. The City DRI Project is consistent with the ARPC Strategic Regional Policy Plan.
5. The City DRI Project is consistent with the City's Comprehensive Plan and the City's Land Development Regulations.
6. The City DRI Project is consistent with the ARPC regional report.
7. The City DRI Project is not located in an area of critical state concern designated pursuant to section 380.05, F.S. The City DRI Project is located in a city that has been designated as a rural area of critical economic concern pursuant to section 288.0656, F.S.
8. The impacts of the City DRI Project, as conditioned by this development order, are adequately addressed pursuant to the requirements of section 380.06, F.S.

GENERAL CONDITIONS

1. The name of the City DRI Project is: WindMark Beach.
 2. The legal description of the City DRI Property is attached as Exhibit "A", and is incorporated into this development order by this reference.
 3. The Developer is The St. Joe Company ("Developer").
 4. The Developer's authorized agents are: Wm. Britton Greene, Chief Executive Officer, The St. Joe Company, 245 Riverside Avenue, Suite 500, Jacksonville, FL 32202; and Joseph N. Rentfro, Vice President and General Manager, The St. Joe Company, P.O. Box 908, Port St. Joe, FL, 32457.
 5. The Project shall occur in two phases and shall, as set forth on Exhibit "B", consist of:
 - A. 1,516 residential dwelling units on 826 acres;
 - B. 66,157 GSF of retail on 16 acres*;
 - C. 10,000 GSF of office on 2 acres*;
 - D. 278 hotel rooms on 19 acres*;
 - E. 18 holes of golf on 149 acres;
 - F. 2 County-owned public beach access sites with public parking and facilities on 2 acres with additional public parking spaces accessible to the beach;
 - G. 9 day docks (allowing only daytime use except for water taxis or safety/rescue watercraft); and
 - H. Common open space and natural areas on 1,012 acres.
- * - These areas are all part of the 37 acres of Retail/Office/Resort Hotel category as set forth in Map H included as Exhibit "C".
6. The portions of the Project within the City DRI Project include all entitlements set forth above in paragraph 5 except for (i) 110 residential units, which have already been developed on property within the jurisdiction of Gulf County, (ii) the 2 County-owned public

beach access sites, (ii) the 9 day docks, and (iv) 140 acres of common open space and natural areas.

The City DRI Project may include ancillary facilities (including but not limited to tennis courts, golf course clubhouse and maintenance facilities, swimming pools, community centers, sales center, and a fire/EMS station). The development program for the City DRI Project incorporates and includes all development addressed by the Windmark PUD as previously approved by the City.

7. Development shall be located as depicted on the Master Development Plan attached as Exhibit "C", which is incorporated into this development order by this reference.
8. In order to accommodate changing market demands, at the Developer's request in an application for a specific development permit, and without the Developer filing a notification of proposed change pursuant to section 380.06(19), F.S., the City may increase or decrease the amount of an approved land use by applying the Equivalency Matrix attached as Exhibit "D", which is incorporated into this development order by this reference. The use of the Equivalency Matrix does not allow impacts to water, wastewater, solid waste, transportation or affordable housing to exceed those impacts projected on a phase-by-phase basis in the ADA. In addition, to ensure the basic character of the Project is not altered, no land use may exceed the specified maximum in the Equivalency Matrix, and no land use may fall below the specified minimum. Any time the Equivalency Matrix is utilized, FDCA, the ARPC and the City shall be provided 30 days advance notice. The mix of land uses shall be consistent with those uses allowed in this Development Order.
9. Development of those portions of the project within the Gulf County DRI project shall be consistent with the Gulf County's Comprehensive Plan and Gulf County's Land Development Regulations in effect as of April 6, 2004. Development within the City DRI project shall be consistent with the Windmark PUD and this development order. Changes to the plan of development must be consistent with the City's Comprehensive plan and Land Development Regulations in effect at that time.
10. The Project shall be developed in accordance with the information, plans and commitments contained in the ADA and the First Response to Agency Comments (transmitted on August 21, 2003) and the Second Response to Agency Comments (transmitted on December 15, 2003), which are incorporated into this development

order by this reference, unless superseded by the express terms and conditions of this development order.

11. Physical development as defined by section 380.04 F.S., shall commence within three years after the effective date of this development order. However, this time period shall be tolled during the pendency of any appeal pursuant to section 380.07, F.S.
12. The projected buildout date for all development is December 31, 2018. The termination and development order expiration dates are established as December 31, 2023. The provisions of section 380.06(19), F.S., shall govern extensions of the DRI buildout, termination or expiration dates.
13. Within 10 days of adoption of this development order by the City, the City Clerk shall render copies of this development order with all attachments, certified as complete and accurate, by certified mail (return receipt requested) to the Developer, FDCA and ARPC.
14. The City shall be responsible for monitoring the Developer's compliance with this development order. Monitoring shall be accomplished through review of the biennial report, building permits, certificates of occupancy, rezoning, public hearings and on-site observations by the City Manager.
15. Notice of the adoption of this development order or any subsequent amendment shall be recorded by the Developer, within 30 days after its effective date, in accordance with sections 28.222 and 380.06(15)(f), F.S., with the Clerk of the Circuit Court of Gulf County, Florida. The notice shall specify that this development order runs with the land and is binding on the Developer, its agents, lessees, successors or assigns. A copy of such notice shall be forwarded to the City Manager within seven days of recordation. Any contract or agreement for sale by the Developer for all or any part of the DRI Property shall contain a legend substantially in the following form, clearly printed or stamped thereon:

THE PROPERTY DESCRIBED HEREIN IS PART OF THE WINDMARK BEACH DEVELOPMENT OF REGIONAL IMPACT AND IS SUBJECT TO A DEVELOPMENT ORDER, NOTICE OF WHICH IS RECORDED IN THE PUBLIC RECORDS OF GULF COUNTY, FLORIDA, WHICH IMPOSES CONDITIONS, RESTRICTIONS AND LIMITATIONS UPON THE USE AND DEVELOPMENT OF THE SUBJECT PROPERTY WHICH ARE BINDING UPON EACH SUCCESSOR AND ASSIGN OF THE ST. JOE COMPANY. THE DEVELOPMENT ORDER DOES NOT

CONSTITUTE A LIEN, CLOUD OR ENCUMBRANCE OF THE REAL PROPERTY OR CONSTITUTE ACTUAL OR CONSTRUCTIVE NOTICE OF SAME. A COPY OF THE DEVELOPMENT ORDER MAY BE REVIEWED AT THE CITY OF PORT ST. JOE AT CITY HALL AND AT THE FLORIDA DEPARTMENT OF COMMUNITY AFFAIRS IN TALLAHASSEE, FLORIDA.

16. The Developer or its successors or assigns shall prepare and submit a biennial report on April 1 of each alternate year, beginning in 2006, until the expiration date of this development order. The report shall be submitted to the City Manager, ARPC and FDCA, or successors to such agencies as determined by law. Failure to timely file a biennial report may result in temporary suspension of this development order. The biennial report shall include, at a minimum, a complete response to the following:
 - A. Any changes in the plan of development or in the representations contained in the ADA or in the phasing for the biennial reporting period and for the next biennial reporting period.
 - B. A summary comparison of development activity proposed and actually conducted for the biennial reporting period.
 - C. Identification of undeveloped tracts of land, other than individual single family lots, that have been sold to a separate entity or developer.
 - D. Identification and intended use of lands purchased, leased or optioned by the Developer adjacent to or within one-half mile of the original site since issuance of this development order.
 - E. An assessment of the Developer's and the City's compliance with each individual condition of approval contained in this development order and the commitments which are contained in the ADA.
 - F. Any known incremental DRI applications for development approval or requests for a substantial deviation determination that were filed during the biennial reporting period and to be filed during the next biennial reporting period.

- G. Any indication of a change, if any, in local government jurisdiction for any portion of the development since issuance of this development order.
- H. A list of significant local, state and federal permits which have been obtained or which are pending by agency, type of permit, permit number and purpose of each.
- I. A statement that all persons have been sent copies of the biennial report in conformance with sections 380.06(15) and (18), F.S.
- J. A copy of any recorded notice of adoption of a development order or the subsequent modification of an adopted development order that was recorded by the Developer pursuant to section 380.06(15)(f), F.S.
- K. Disclosure of use of the Equivalency Matrix in Exhibit "D" to increase the amount of one approved land use with a concurrent reduction in one or more other approved land uses pursuant to General Condition 7. In addition, the Developer shall report the then-current amounts of development for each land use as compared to the maximum and minimum amounts of each land use as set forth in the Equivalency Matrix.
- L. Results of the periodic monitoring of external vehicle trips required by Specific Condition 8.B, and an analysis comparing the monitoring results to the projected traffic volumes for the Project utilized during regional review.
- M. A summary of the monitoring reports from the comprehensive ground and surface water monitoring program required by Specific Condition 5.K.
- N. Any permits granted, by agencies with regulatory jurisdiction, for dredging or construction of drainage improvements to achieve flushing of either of the two terminal stream basins at the north end of the site.
- O. Identification of the homeowners association, the date on which responsibility for any specific obligation under this development order is transferred from the Developer to the homeowners association, and the date of transition of control of the association to the members of the community other than the Developer pursuant to Chapter 720, F.S.

17. The Project shall not be subject to down-zoning, unit density reduction or intensity reduction or other reduction of approval land uses before the expiration date of this development order, unless either (a) the Developer consents to such a change or (b) the City demonstrates that a substantial change 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, or that the change is clearly established by the City as essential to the public health, safety or welfare.
18. This development order shall not preclude the City from requiring the payment of impact fees and/or other fees for development or construction within the Project, provided that such fees are assessed in accordance with a duly adopted ordinance and are charged to all other similarly situated developers for the same activities within all other areas of the City. Pursuant to section 380.06(16), F.S., the City shall grant to the Developer, on a dollar-for-dollar basis, impact fee credits for contributions by the Developer for land for a public facility, or construction, expansion, or contribution of funds for land acquisition or construction or expansion of a public facility required by this development order to meet the same need that the impact fee would address, provided that such credits shall not be required for internal on-site facilities required by local regulations or off-site facilities to the extent such facilities are required to provide safe and adequate services to the development.
19. The Developer shall submit simultaneously to the City Manager, ARPC and FDCA any notification for proposed changes to this development order and shall comply with the requirements of section 380.06(19), F.S. Further review pursuant to section 380.06, F.S., is required if a proposed change constitutes a substantial deviation as defined in section 380.06(19), F.S.
20. Any reasonable and necessary future activities of the ARPC with regard to the Project required by law or this development order, including but not limited to monitoring actions, shall be reimbursed to the ARPC by the Developer as provided by Rule 9J-2.0252, F.A.C.
21. In the event that the Developer, its successors, assigns or both violates any condition of this development order or otherwise fails to act in substantial compliance with this development order, the effectiveness of this development order shall be stayed as to the

tract, or portion of the tract, in which the violative activity or conduct has occurred.

22. It is declared to be the intent of the City that if any section, subsection, sentence, clause or provision of this development order is held to be invalid, the remainder of this development order shall be construed as not having contained said section, subsection, sentence, clause or provision, and shall not be affected by such holding.
23. At the time when a specific site development plan for the resort hotel is prepared and submitted to the City for development approval, the Florida Department of Transportation will be contacted to determine if a signal warrant study, traffic lane improvements, or internal traffic movement operations studies are necessary. The Apalachee Regional Planning Council will also be notified for coordination purposes between FDOT and local governments.
24. Consistent with the Windmark Beach DRI sub-area policies within Gulf County Comprehensive Plan Future Land Use Element Policy 1.7.4 (4), and City of Port St. Joe Comprehensive Plan Future Land Use Element Policy 1.3.5 (4), all high intensity commercial buildings such as resort hotels will be located a distance greater than 75 feet of residential development, such as that residential development within the St. Joseph Shores subdivision.

SPECIFIC CONDITIONS

The Project shall be subject to the following specific conditions:

1. *Vegetation and Wildlife*
 - A. The Developer shall limit clearing to retain existing native vegetation to the maximum extent possible. Natural ground cover on the golf course shall be retained where possible. Landscaping shall conform to requirements of the ADA. Landscaping on individual lots shall be reviewed and approved in advance by a design review board, established by the declaration of covenants and restrictions, as assisted by the on-site naturalist engaged by the homeowners association pursuant to Specific Condition 4.B.
 - B. The Developer shall prohibit the use of all plant species set forth on the Florida Exotic Pest Plant Council's 2003 List of

Florida's Most Invasive Species from landscaping in common areas, from use on individual lots and parcels or for any other purpose within the Project. The design review board established by the declaration of covenants and restrictions shall enforce this requirement concerning the import of all plant species used in landscaping other than those transplanted within the Project.

- C. Beachside development shall be consistent with all regulations that protect the adjacent marine environment. Dunes may be re-vegetated and restored to their natural state if permitted by regulatory agencies, but may not otherwise be altered except for authorized reconstruction related to an emergency. Beach access walkovers and similar features shall be consistent with the U.S. Fish and Wildlife Service's "Coastal Construction Conservation Measures to Protect Beach and Dune Habitats."
- D. The Developer shall prepare and implement a sea turtle-compatible lighting plan for the Project consistent with Florida's Marine Turtle Protection Act, § 370.12(1), F.S., and the Model Lighting Ordinance for Marine Turtle Protection, Rule 62B-55.006, F.A.C. Before any development, including lights (interior or exterior), visible within the line-of-sight of the beach, except for the Subdivision, the lighting plan shall be approved by FDCA, the Florida Fish and Wildlife Conservation Commission (FFWCC) and the U.S. Fish and Wildlife Service (FWS). FDCA, FWCC and FWS shall complete the review of the plan within 45 days of submittal by the Developer; failure by an agency to respond with written material objections identifying specific issues will constitute approval by that agency.
- E. The Developer may not undertake the following development or activities within that portion of the Project located within 1,500 feet of the existing off-site bald eagle nest east of the Project as delineated on Exhibit "C": new commercial or industrial uses; multi-story buildings or high-density housing between the nest and feeding zones; new roads, trails or canals which would facilitate access to the nest; or use of chemicals toxic to wildlife, such as herbicides or pesticides. Allowable development or uses within 1,500 feet of the eagle nest that have the potential to disturb nesting eagles may take place only during the non-nesting season.

F. The Developer will prepare a wildlife management plan to address impacts to black bears, both on-site and in Panther Swamp. The plan will establish management practices for the areas identified for upland and wetland preservation as appropriate, and for use of on-site streams as wildlife corridors. The plan will include a wildlife education program, including how to safely co-exist with bears and other wildlife, established by the Developer and provided on an on-going basis by the homeowners association, with resident updates no less frequently than annually and at least once during the season of highest occupancy within the development. Signs shall be provided where bears and other wildlife are most likely to cross from one wetland area to another to alert drivers to the potential presence and crossing of bears and other wildlife. The wildlife management plan shall be reviewed and approved by the Florida Fish and Wildlife Conservation Commission (FFWCC) prior to commencement of development east of the relocated U.S. 98. FFWCC and FDCA shall complete review of the plan within 45 days of submittal by the Developer; failure by an agency to respond with written material objections identifying specific issues will constitute approval by that agency. The Developer shall be responsible for the implementation of the management plan but may transfer responsibility to the homeowners association prior to transition of control of the homeowners association. In addition, the declaration of covenants and restrictions shall include the following requirements:

1. The homeowners association shall implement the wildlife management plan.
2. All household garbage in commercial areas and the golf course shall be stored in wildlife-proof receptacles located in public areas.
3. All household garbage in residential areas shall be placed in wildlife-proof receptacles or kept inside the garage or walled storage areas (not an open or screened porch) of individual residences.
4. The speed limit on internal roads east of relocated U.S. 98 shall be no more than 35 MPH with appropriate signage at wildlife crossings.

- G. Prior to commencement of development, except for the Subdivision, and prior to commencement of construction for the relocation of U.S. 98, the Developer shall obtain all necessary permits from the Florida Fish and Wildlife Conservation Commission (FFWCC) to address impacts to on-site gopher tortoise habitat and populations and shall mitigate for such impacts through on-site mitigation in the areas identified in Figure 12-1, "Gopher Tortoise Mitigation and Other Preserved Upland Areas" (November 2003); and by relocation to off-site lands owned by the Developer adjacent to the St. Joseph Bay State Buffer Preserve as identified on Figure 12-3 (February 2004), attached hereto as Exhibit "E". On-site mitigation areas shall be placed under a conservation easement as directed by FFWCC. Off-site mitigation shall be consistent with Specific Condition 1.H as required by FFWCC. The character and quality of each mitigation area shall be comparable to the character and quality of the impacted area for which it is intended as mitigation. In conjunction with issuance of permits from FFWCC, the Developer shall establish on-site and off-site gopher tortoise mitigation areas in accordance with FFWCC requirements and shall preserve and protect such mitigation areas as required by FWCC. The developer shall prepare a management plan for these areas which identifies practices necessary to preserve the habitat-related attributes of the preserved land and ensures the fiscal and physical protection of the preservation area. The management plan shall also specifically address how preservation areas will be protected from impacts during the construction of the relocated U.S. 98. The management plan shall be submitted to the FFWCC and FDCA for review and approval, with a review copy to ARPC. FFWCC and FDCA shall complete review of the plan within 45 days of submittal by the Developer; failure by an agency to respond with written material objections identifying specific issues will constitute approval by that agency. The Developer shall be responsible for the implementation of the management plan but may transfer responsibility to the homeowners association prior to transition of control of the homeowners association.
- H. Prior to commencement of development, except for the Subdivision, and to compensate for unavoidable impacts to wetlands and listed plant and wildlife resources, the Developer shall establish an off-site mitigation area in perpetuity of a total 591 acres, which shall include no less

than 475 acres for mitigation of impacts to the black bear, gopher tortoise, narrow-leaved phoebanthus and Chapman's rhododendron. The off-site mitigation area shall be established by conveyance to a government land management agency or non-profit conservation organization or by the Developer retaining title with a conservation easement to a government agency or non-profit conservation organization. If the Developer elects to retain title to the off-site mitigation area, the Developer shall prepare a management plan for listed plant and wildlife resources in this area for review and approval by FFWCC and FDCA, with a review copy to ARPC. The selected area shall be biologically manageable and appropriate for the listed plant and wildlife species requiring mitigation. The Developer shall provide habitat assessment demonstrating the suitability and appropriateness of the proposed mitigation area for review and approval by FFWCC and FDCA, with a review copy to ARPC. FFWCC and FDCA shall complete review of the plan within 45 days of submittal by the Developer; failure by an agency to respond with written material objections identifying specific issues will constitute approval by that agency. The area identified in Exhibit "E", Figure 12-3 (February 2004), shall be given first consideration for the off-site mitigation. Within the lands shown on Exhibit "E", to the greatest extent possible, and based on the considerations listed in Rule 9J-2.041(7)(b)3., F.A.C., the off-site mitigation area shall be located in Gulf County Township 9 South, Range 11 West, Section 1.

- I. Planned open space shall incorporate listed plant species where they occur. Prior to commencement of development, except for the Subdivision, the Developer shall prepare and obtain approval from FDCA, with a review copy to ARPC, for a management plan for on-site and off-site preservation and mitigation areas for listed plant species. The plan shall be coordinated with establishment of the off-site mitigation area required by Specific Condition 1.H. All mitigation for impacts to listed plant species shall be consistent with the standards in Rule 9J-2.041, F.A.C., or any other method approved by FDCA. Mitigation for impacts to listed plant species may include any of the following, but only to the extent they would be approved by FDCA:
 1. Impacts to Chapman's crownbeard, parrot pitcher plants, butterworts, pine lilly, giant water dropwort and spreading pogonia will be minimized by preservation

of on-site wetlands identified on Figure 12-2 (November 2003) where these species occur and by providing upland buffers.

2. Impacts to Godfrey's goldenaster will be minimized by preservation of the on-site beach preservation area identified in Figure 12-1 (November 2003).
3. Impacts to narrow-leaved phoebanthus will be mitigated by preservation and restoration of suitable habitat (through removal of planted pines and/or re-introduction of fire management) on lands adjacent to or within the St. Joseph Bay State Buffer Preserve as identified on Figure 12-3 (February 2004), attached hereto as Exhibit "E" as provided by Specific Condition 1.H.
4. Impacts to Chapman's rhododendron will be minimized through preservation of on-site areas where they occur as identified on Figure 12-2 (February 2004). These areas shall be the on-site preservation areas for this species. In addition, this species shall be mitigated for impacts by preservation and restoration of suitable habitat (through removal of planted pines and/or re-introduction of fire management) on lands adjacent to or within the St. Joseph Bay State Buffer Preserve as identified on Figure 12-3 (February 2004), attached hereto as Exhibit "E", as provided by Specific Condition 1.H.

Upon written approval of the mitigation area and management plan, the Developer may commence development consistent with the approved mitigation area and management plan, and shall submit a notification of proposed change pursuant to section 380.06(19), F.S., to amend the development order to identify the specific location of both on-site and off-site mitigation areas and incorporate the management plan. The Developer shall be responsible for the implementation of the management plan but, except for off-site mitigation areas, may transfer responsibility for the management plan to the homeowners association prior to transition of control of the homeowners association.

- J. As a demonstration project, under the supervision of the on-site naturalist required by Specific Condition 4.B, the Developer shall retrieve native plants located on two acres in

the Retail/Office area of the Project prior to site development and transplant them to other portions of the Project. The on-site naturalist shall report on the status of this demonstration project in the annual report required by Specific Condition 4.C and make any recommendations to guide similar activities by other developers.

- K. The management plans required by this development order for listed plants, wetlands, gopher tortoises and bears shall be prepared by the Developer and reviewed by review agencies in a coordinated manner to the extent practical.
- L. Plans for all roadway crossings shall demonstrate that adequate measures have been taken to allow movement of wildlife along on-site wetland and stream corridors. Such measures shall include oversized culverts, boardwalks, span bridges and/or landscaping. Plans for wildlife crossings shall be included in the wildlife management plan required by Specific Condition 1.F.
- M. The Developer shall provide an open space corridor adjacent to both sides of the right-of-way for the relocated U.S. 98 that shall include a minimum of 25 feet from the edge of the right-of-way. This corridor shall be designed in coordination with the on-site gopher tortoise preservation areas and shall be managed to provide a corridor along the identified ridge for species movement and the parkway character of the road.

2. *Public Beach Access and Beach Management*

- A. As a local condition for development approval, the Developer shall convey to Gulf County two sites west of current U.S. 98 at the southern and northern ends of the Project, with each site not to exceed one acre, solely for permanent public access to the public beach on St. Joseph Bay. Each public access area shall be collocated with a day dock or fishing pier as provided by Specific Condition 11.B. The deed of conveyance shall limit and restrict future use of such sites, in perpetuity, for the purpose of beach access for the general public. Throughout the central portion of the Project, the Developer shall provide multiple public beach access points and a variety of locations for on-street parking to park and walk to the beach.

- B. The north and south public access site shall include covered public restrooms, changing areas and showers and a minimum of 60 parking spaces at each site. Additional public parking shall be located near the beach for a total of approximately 300 public parking spaces, which shall include the public parking at the north and south public beach access sites. Each public access site shall be connected to the public beach below the vegetation line by permanent public access easements granted by the Developer across its lands. All facilities shall be designed and constructed by the Developer in a manner that is consistent with the architectural style of the Project and shall be maintained by the homeowners association.
- C. The public beach access sites shall be connected to the Project's internal trail system, including the boardwalk or trail system to be constructed pursuant to Specific Condition 11.C in the right-of-way of existing U.S. 98 after it is conveyed to the Developer, and to the multi-use trails which will connect the residential areas, commercial areas, the public beach and recreation facilities pursuant to Specific Condition 11.D.
- D. The Developer shall prepare a management plan for the lands between the existing U.S. 98 right-of-way and the mean high water line consistent with Specific Condition 1.D and this condition. The management plan shall identify locations for and include conceptual descriptions of the Project's pathways, dune walkovers, parking and other amenities in this area. It shall set forth management practices that will be utilized to protect this area's vegetation and coastal ecology, including sea-turtle habitat. Approved management practices shall include beach-raking by the County. The management plan also shall specify the deadline for conveyance of the two public beach access sites to the County and include site plans and facility designs for the public access sites and facilities required by Specific Conditions 2.A and 2.B and any boardwalk or trail constructed pursuant to Specific Condition 11.C. The management plan shall be implemented and enforced by the Developer and subsequently the homeowners association but shall be reviewed and approved by Gulf County and FFWCC, with review copies to FDEP and FDCA, prior to construction in the area west of existing U.S. 98, except for the Subdivision. FFWCC and Gulf County shall complete review of the plan within 45 days of submittal by the

Developer; failure by an agency to respond with written material objections identifying specific issues will constitute approval by that agency.

- E. All commercial and residential structures shall be located landward of the Coastal Construction Control Line established by the Florida Department of Environmental Protection.
- F. Seawalls shall be prohibited. Groins and other forms of coastal armoring may be constructed only if allowed by the City's Land Development Regulation Code and permitted by regulatory agencies with jurisdiction.

3. *Wetlands*

- A. Prior to undertaking development within wetlands, the Developer shall obtain all necessary, federal, state and local permits. Hydroperiods of on-site wetlands shall be maintained to the greatest extent possible.
- B. Figure 13-3, "Impacted Jurisdictional Wetlands" (November 2003), of the ADA identifies 48.7 acres of impacts out of 827.9 acres of jurisdictional wetlands within the Project. A minor deviation from the wetland impacts identified in the ADA may occur based on more specific permitting information but only with the approval of agencies with regulatory jurisdiction. The 779.2 acres of preserved jurisdictional wetlands identified on Figure 13-2, "Preserved Jurisdictional Wetlands" (November 2003), shall be protected pursuant to Specific Condition 4. It is the intent of the Developer to preserve wetlands on-site as identified on Exhibit "C".
- C. In order to avoid and minimize wetland impacts, residential development shall be clustered in upland areas to the extent practical as allowed by Gulf County's Comprehensive Plan and Gulf County's Land Development Regulations in effect as of April 6, 2004.
- D. Except for impacts identified in this development order, all wetlands shall be protected by a naturally vegetated upland buffer located an average of 50 feet from the jurisdictional line and no development may be located within 25 feet of wetlands, except for minimal encroachment associated with the spine road west of realigned U.S. 98. The buffer may

extend into platted lots and shall be delineated on a map which, after approval by regulatory agencies with jurisdiction, shall be incorporated into the declaration of covenants and restrictions as a protected zone. The extension of buffers onto platted lots shall be avoided where practicable. The buffer shall prevent environmental degradation of the wetlands by filtering direct runoff into the wetlands. Buffers may be used in limited circumstances for trails, utility crossings, boardwalks, golf course flyways, and other types of passive recreation, as permitted by applicable regulatory agencies and where the activity does not interfere with the function of the buffer to protect water quality. Roads and utilities shall be collocated where feasible. Under no circumstances shall development of any kind be allowed in that portion of a wetland buffer specifically identified in a listed plant species management plan for on-site preservation of listed plant species.

- E. Wetland impacts pursuant to Specific Condition 3.B shall be restricted to fill for residential development, roads, walkway and cart paths, golf course construction, utility crossings, trails, or trimming or removal of tall trees. Only hand-clearing of wetlands is allowed in golf course flyways. Any heavy equipment used for the trimming or removal of trees shall remain outside of the wetlands.
- F. Where wetland removal or alteration is necessary to accommodate development, the Developer will provide on-site or off-site mitigation in the form of wetland preservation, enhancement or restoration adjacent to or within the St. Joseph Bay State Buffer Preserve, or other activities as determined by regulatory agencies with jurisdiction. The specific location, type and amount of any lands identified for on-site or off-site mitigation shall be determined by the regulatory agencies with jurisdiction. Preserved wetlands identified on Exhibit "C" shall be preserved but may be enhanced as authorized by regulatory agencies with jurisdiction. All on-site and off-site wetland mitigation areas shall be established prior to commencement of development, except for the Subdivision.
- G. Sedimentation of wetland areas shall be prevented through strict adherence to the erosion and sediment control plan submitted as part of the stormwater permit. The erosion and sediment control plan shall include all applicable best management practices as described in the "Florida

Development Manual: A Guide to Sound Land and Water Management,” but shall emphasize minimizing the amount of land cleared at any one time and immediately re-stabilizing cleared areas by means of mulching, temporary seeding or the establishment of permanent vegetation. The erosion and sediment control plan for each phase or stage of development shall be completed no later than the commencement of that phase or stage. The Developer shall be responsible for the maintenance and monitoring of the plan.

- H. The Developer shall include in the report required by General Condition 15 any permits granted, by agencies with regulatory jurisdiction, for dredging or construction of drainage improvements to achieve flushing of either of the two terminal stream basins at the north end of the site.

4. *Common Open Space and Natural Areas*

- A. The Developer shall protect the common open space and natural areas (which means the beach, preserved wetlands and preserved uplands) by recording a declaration of covenants and restrictions in the Official Records of Gulf County which shall limit and restrict the future development and use of such lands, in perpetuity, to be consistent with this development order. Prior to transition of control of the homeowners association to members of the community other than the Developer, such lands shall be conveyed to the homeowners association, except for recreation facilities retained by the Developer or conveyed to a third party as provided by Specific Condition 11.A. The deed of conveyance shall limit and restrict the future development and use of such lands, in perpetuity, to be consistent with this development order.
- B. The Developer and subsequently the homeowners association shall be required by the declaration of covenants and restrictions to engage an on-site naturalist who will have responsibility for active management of common open space and natural areas within the Project.
 - 1. The on-site naturalist shall be a degreed professional with expertise in biology, ecology, forestry, environmental sciences, physical geography, geology or related natural sciences.

2. The on-site naturalist shall be required to prepare an annual report to the Developer and subsequently the homeowners association regarding the condition of the Project's open space and natural areas and to identify any steps necessary to maintain those areas for the next year. The report may also include suggestions for conservation measures such as transplanting listed plant species in areas planned for development.
 3. The on-site naturalist's report shall be appended by the Developer to the biennial report required by General Condition 15.
 4. The on-site naturalist shall be available to meet with review agencies and the qualified organization engaged pursuant to Specific Condition 4.C, and shall assist the Developer and the homeowners association in review and approval of site plans for consistency with this development order and the declaration of covenants and restrictions.
- C. The Developer and subsequently the homeowners association shall be required by the declaration of covenants and restrictions to engage a qualified organization to provide an annual independent assessment of the Project's common open space and natural areas.
1. The organization shall be a domestic not-for-profit corporation or association formed in whole or in part to promote conservation of natural beauty; to protect the environment; human health, or other biological values; or to promote comprehensive planning or sustainable development.
 2. The organization shall possess an adequate means of conducting the independent assessment with sufficient professional expertise in biology, ecology, forestry, environmental sciences, physical geography, geology or related natural sciences.
 3. The independent assessment shall result in a written report to the Developer and subsequently the homeowners association with an objective, qualitative analysis of the common open space and natural areas within the Project, based upon professional

accepted scientific methodologies and periodic, at least annual, on-site inspections. This assessment shall be included by the Developer as an attachment to the biennial report required by General Condition 15.

4. The independent assessment may include advice regarding management of on-site resources for the purpose of ensuring their long-term protection.
 5. The independent assessment shall be submitted to the on-site naturalist prior to preparation of the on-site naturalist's annual report to the homeowners association. Advisory comments from the independent assessment report shall be addressed in this report as to whether and how recommendations will be acted upon.
- D. The management of natural areas on the Project site shall include maintenance of habitat and reduction of fuel loads on a periodic basis through controlled burns, selective clearing by hand or mechanical means as appropriate or other professionally accepted land management techniques. Subject to recommendations of the Division of Forestry and receipt of all necessary permits, the Developer shall engage in controlled burns for each portion of the Project, except for the Subdivision, prior to commencement of development for such portion.
5. *Stormwater Management and Water Quality*
- A. The stormwater treatment system shall include source controls to reduce the generation of pollutants, especially nutrients and pesticides from the golf course. Stormwater discharges shall not cause a violation of applicable water quality standards or loss of beneficial uses of the receiving waters including the three on-site streams.
 - B. The stormwater management system shall treat all stormwater runoff prior to discharge to waters of the state and shall be designed to maintain the natural pre-development hydroperiod
 - C. Design criteria for the primary stormwater management system will be in accordance with requirements of the City and Chapter 62-346, F.A.C., and shall be designed and

coordinated with development and implementation of the Audubon International Signature Cooperative Sanctuary Program pursuant to Specific Condition 5.1. Stormwater runoff in the Retail/Office/Resort Hotel portion of the Project shall be treated to Outstanding Florida Waters (OFW) standards prior to discharge.

- D. Stormwater management facilities will be located landward of natural wetlands and water bodies designated by FDEP and will avoid upland preservation areas. Ponds will include littoral zones consistent with FDEP stormwater rules.
- E. No stormwater runoff from landward of the dune line will flow directly into St. Joseph Bay by sheetflow or point discharge. All stormwater runoff from landward of the dune line will be treated prior to release into inland receiving waters. No stormwater may be discharged into on-site streams by point source discharge without treatment for stormwater quality in facilities permitted by FDEP. Point source discharge points into the streams shall be minimal and limited to those identified in a conceptual stormwater plan submitted to and approved by FDEP prior to or in conjunction with issuance of the initial stormwater construction permit. Stormwater discharge to Chickenhouse Branch shall be limited to discharges that restrict flows to pre-development rates. A downstream analysis of Chickenhouse Branch shall be prepared as a part of the permitting process to verify that post-development flows within the stream are consistent with pre-development flows.
- F. The stormwater management system will be owned and maintained by the homeowners association or a community development district. Any stormwater conveyances in dedicated City rights-of-way will be maintained by the City.
- G. In FEMA flood zones, the first habitable finished floor of all residential and commercial structures will be elevated at least one foot above the base flood elevation.
- H. At the Developer's expense and prior to any development permits being issued, the Developer shall perform a pre-construction groundwater and surface water study to establish baseline data on groundwater and surface water quality conditions. Due to the unique characteristics of the Project site and adjacent resources, the baseline study shall also sample sediments. The study shall be designed to

include those biological and chemical parameters that are anticipated to be associated with the golf course and shall be coordinated with the development and implementation of the Audubon Signature program criteria. Prior to initiation of the baseline study, the plan of study shall be submitted for review and comment to Gulf County, ARPC, the Northwest Florida Water Management District (NFWFMD) and shall be approved by the Florida Department of Environmental Protection (FDEP). The Developer shall submit information and permit applications simultaneously to the City Manager, the NFWFMD and FDEP. Gulf County, the City and NFWFMD, upon receipt of the information and/or application, shall have 30 days to submit their comments to FDEP. The study results shall also be submitted to Gulf County, the NFWFMD and be approved by FDEP. A copy of the baseline study results shall be provided in the biennial report required by General Condition 15.

- I. After completion of the baseline study, the Developer shall implement water quality monitoring for the three on-site streams and groundwater. The purpose of the monitoring program is to assure regulators that the Project is not discharging surface water or groundwater that does not meet water quality standards. The monitoring program shall include pertinent sites and parameters assessed in the pre-construction groundwater and surface water study required by Specific Condition 5.H. Prior to initiation of monitoring, the Developer shall submit the plan for the water quality monitoring program for review and comment to Gulf County, ARPC, the Northwest Florida Water Management District (NFWFMD), and the program shall be approved by the Florida Department of Environmental Protection (FDEP).
- J. To reduce sources of pollutants, especially nutrients and pesticides associated with the golf course, if one is constructed, the Developer shall apply for, achieve and maintain designation of the golf course in the Audubon International Signature Cooperative Sanctuary Program at the "Silver" Level. The golf course superintendent shall be responsible for directing this program. There shall be a minimum of two trained spray operators. Only EPA-approved chemicals will be used. Fertilizers, pesticides and herbicides that cannot be analyzed in the laboratory will not be applied. Initial samples will be taken prior to the application of any chemical on-site.

- K. The required Audubon International designation is intended to provide a chemicals management plan which includes an integrated pest management program, a nutrient management program and a comprehensive groundwater and surface water monitoring program. The monitoring program for the golf course shall be based on the sites and parameters assessed in the pre-construction groundwater and surface water study required by Specific Condition 5.H. Audubon International shall determine whether periodic sediment sampling is appropriate and necessary and, if so, the frequency of such sampling. The purpose of the monitoring program for the golf course is to assure regulators that the Project is not discharging surface water or groundwater that does not meet water quality standards. If, at any time, the required Audubon International designation is not maintained once achieved, a substantial deviation determination shall be required and operating procedures and performance standards must be instituted equivalent to the required Audubon International designation as it existed at the time of enrollment.
- L. All monitoring reports shall be submitted to the FFWCC, FDCA, ARPC, FDEP, NFWMD, Gulf County and the City Manager, and a summary shall be provided in the biennial report required by General Condition 15. If monitoring discloses the presence of fertilizers, pesticides, herbicides or other contaminants in concentrations which exceed or are likely to exceed applicable FDEP water quality standards, including but not limited to the nutrient standards in Rule 62-302.530(48)(a) and (b), F.A.C., the Developer will immediately confer with FDEP to determine whether any on-site operations or activities (such as golf course turf management or on-site construction activities) are responsible for the exceedence or potential exceedence and, if so, what changes in on-site operations or activities are necessary to remedy or prevent the exceedence. The Developer will take corrective actions as required by FDEP.
- M. A buffer of a minimum 50 feet in width from the jurisdictional line shall be maintained along all three on-site streams, except for authorized crossings. The buffer may extend into platted lots and shall be delineated on a map which, after approval by regulatory agencies with jurisdiction, shall be placed in the declaration of covenants and restrictions as a protected zone. The extension of buffers onto platted lots shall be avoided where practicable. The buffer shall prevent

environmental degradation by filtering direct runoff and maintaining shoreline stability, wildlife corridors and riparian habitat. Buffers may be used in limited circumstances for trails, utility crossings, boardwalks, golf course flyways and other types of passive recreation as permitted by applicable regulatory agencies and where the activity does not interfere with the function of the buffer to protect water quality. Roads and utilities shall be collocated where feasible. Under no circumstances shall development of any kind be allowed in that portion of a streamside buffer specifically identified in a listed plant species management plan for on-site preservation of listed plant species.

- N. The declaration of covenants and restrictions shall require the design review board, when considering proposed residential lot layouts, to base its decision in part on whether the owner has utilized one or more of the following low-impact development techniques for stormwater management: design with pervious or porous materials, slope reduction, planter boxes and retention of native ground cover. Where feasible, the Developer will design and construct the Project with such low-impact development techniques as narrower streets, infiltration through trenches and basins, and exfiltration devices, and replacement of existing pavement with pervious structures.

6. *Water and Sewer*

- A. All development shall be served by central water and sewer service from the City of Port St. Joe or other provider. On-site water and sewer lines may be dedicated to the provider and/or the City for operation and maintenance, but shall be installed by the Developer. In the event that the City of Port St. Joe cannot provide central water and sewer service, the Developer may install, subject to receipt of permits from all regulatory agencies with jurisdiction, off-site potable water treatment and wastewater treatment facilities to serve the Project until central water and sewer service are available. The Developer may utilize the existing Beaches Water System infrastructure providing that the existing service and planned expansion level of service are not reduced.
- B. The Developer shall meet any need for non-potable water for golf course and other irrigation, indoor flushing or other purposes with reclaimed water from the City of Port St. Joe, if available. If reclaimed water is unavailable, the City's

freshwater canal should be the preferred source until such time as reclaimed water becomes available. If non-potable water is not available from either source, the Developer may install on-site wells for non-potable water, subject to permitting by the Northwest Florida Water Management District, but shall connect the on-site irrigation system to the City of Port St. Joe reclaimed water system or the City's freshwater canal, when available.

- C. The Developer shall be responsible for permitting, construction and maintaining the irrigation system subject to regulatory requirements of the Northwest Florida Water Management District. When the homeowners association has been established, the permits and maintenance responsibility may be transferred to the association.
- D. The Developer shall use appropriate water conservation techniques including the use of high-efficiency, low-volume plumbing fixtures, appliances and other water conserving devices. This shall include the use of toilets requiring no more than 1.6 gallons per flush. The declaration of covenants and restrictions shall require utilization of xeriscape principles for all residential areas, which shall be landscaped with native plant material. Irrigated lawns shall be limited to squares, greens and similar public open spaces. Managed turf on the golf course shall be subject to the requirements of Specific Condition 11.E. Ecologically viable portions of existing native vegetation shall be incorporated into the landscape design to the greatest extent practicable and shall not be irrigated with potable water. The Developer shall establish and the homeowners association shall implement the Florida Yards and Neighborhoods Program developed by the University of Florida. Educational guidance shall be provided to residents concerning water quality protection, water conservation, habitat protection and other associated topics. Installation of automatic irrigation systems within xeriscape areas shall be prohibited, and irrigation of xeriscape shall be prohibited except during limited grow-in or drought periods, if necessary.
- E. No septic tanks shall be allowed, however, temporary above-ground holding tanks may be utilized for wastewater or non-potable water during construction.
- F. Golf course irrigation shall be accomplished through water re-use – the spraying of treated wastewater and treated

stormwater – to the extent feasible. The irrigation system shall include rain sensors with automatic shut-off devices which shall be installed on each controller. Low-volume irrigation system components shall be used to the extent possible. Maintenance of the irrigation system shall include re-setting the automatic controllers, according to the seasons, and checking, adjusting and repairing the irrigation devices to ensure optimum operating efficiency.

7. *Solid Waste*

Prior to development of the Project, except for the Subdivision, the Developer shall dedicate to Gulf County adequate land to address the need for additional landfill capacity. The dedication may be, at the option of Gulf County, a single site not to exceed 100 acres in the northern part of the county or two smaller sites with one in the northern part of the county and the other in the southern part of the county, not to exceed 100 acres in combination.

8. *Transportation*

- A. During regional review, the transportation analyses provided by the Developer demonstrated that Phase 1, based on the development program attached to this development order as Exhibit "B", did not result in any significant impacts on state and regionally significant roadways. Based on these analyses, Phase 1 of the Project may proceed.
- B. Prior to the commencement of Phase 2, the Developer shall initiate a meeting with FDOT, ARPC, FDCA and the City for the purpose of agreeing on a methodology for re-analyzing Project impacts for Phase 2, as described in Exhibit "B." In the event the parties cannot come to agreement on the methodology, FDOT shall be the final arbiter as it relates to state and regionally significant roadways. Nothing herein shall waive FDCA's statutory authority to appeal or enforce its regulatory requirements. After agreement among the parties as described above, a Phase 2 transportation analysis, using the approved methodology consistent with Section 380.06, Florida Statutes, shall be prepared by the Developer and submitted in 90 days, unless an extension is requested by the Developer. No building permits for Phase 2 shall be issued by the City until the Phase 2 transportation analysis has been approved. The Project may not proceed, based on the Phase 2 re-analysis results, if peak hour level of service is projected to be below the minimum service level

adopted in the applicable local government's comprehensive plan where Project traffic contributes five percent or greater of the adopted level of service standard. The Project may proceed if mitigation measures and/or improvements which would achieve the minimum adopted level of service are secured and committed to be provided consistent with Rule 9J-2.0245, F.A.C. Mitigation measures shall include road improvements scheduled for construction within three years of the appropriate local government's comprehensive plan capital improvements element, a road improvement scheduled for construction within the first three years of the FDOT's five-year work program or other mechanism pursuant to Rule 9J-2.0245, F.A.C. Any measures identified as needed in the Phase 2 re-analysis shall be reflected as an updated condition to this development order identifying the facility, needed improvement and timing. However, if the Developer can demonstrate the subsequent phase does not cause a significant impact on state and regionally significant roadways, based upon the Phase 2 re-analysis results, then the Developer may proceed with the subsequent phase.

- C. Internal roads may intersect with relocated U.S. 98 at seven locations as generally shown on Figure 21-8, "Driveway Identification" (August 2003). All such locations are conceptual and may be changed as required by the Florida Department of Transportation (FDOT) and the City to comply with highway safety or other legal requirements and shall not encroach into identified on-site preservation and mitigation areas. Additional intersections may be approved by FDOT and the City. All access will be configured and designed in accordance with FDOT connection permit requirements. No additional access intersections shall be proposed that impact on-site preservation and mitigation areas for listed species unless approved through an amendment to this development order.
- D. Internal roads shall be designed and constructed to the standards set forth in the PUD and will be owned and maintained by the homeowners association, a community development district or other entity, unless dedicated to the City.
- E. Adequate parking shall be provided for each land use pursuant to County regulations as venues are constructed. Parking for public beach access sites shall be consistent with Specific Condition 2.B.

- F. On-site traffic flow shall be enhanced through interconnected parking areas and comprehensive bicycle and pedestrian facilities. Sidewalks or walkways, separated from roadways, shall be installed on principal internal roadways. Walkways shall include appropriate landscaping and lighting, benches and kiosks to facilitate pedestrian activity.
- G. All intersections between the on-site bicycle/pedestrian trail system and internal and external roadways shall be clearly and conspicuously marked to enhance pedestrian safety. Pedestrian crosswalks shall be illuminated for night-time use.
- H. The Developer will design, obtain permit(s), inspect and construct to Gulf County standards a two-lane paved public access road to connect the relocated U.S. 98 to the St. Joseph Shores subdivision currently served by the existing U.S. 98, as provided in the "Right-of-Way Exchange Agreement" (March 4, 2002). The Developer will convey this access road to Gulf County to be part of the county road system, as provided in that certain agreement between the Developer and Gulf County, dated January 8, 2002.

9. *Hurricane Preparedness*

- A. No residential development shall be allowed within the 140 acres of beach and dune system in the Tropical Storm/Category 1 evacuation zone delineated on the Update to the "Apalachee Bay Region Hurricane Evacuation Study Technical Report" (2004). No more than 190 residential units may be constructed in the remaining 186 acres of this zone, excluding the Subdivision.
- B. Upon issuance of a hurricane warning, all non-essential businesses including the golf course shall be closed and immediately evacuated. The golf course superintendent, or some other individual available on the site, shall be assigned to coordinate with Gulf County Emergency Management Official to notify all residents of the need to evacuate and to direct them as needed.
- C. Prior to issuance of the first certificate of occupancy for the Project, except for the Subdivision, the Developer shall provide the following mitigation for regional impacts to hurricane preparedness:

1. For completion of Gulf County's new Emergency Operations Center, the Developer shall provide the County with advanced audio/visual equipment (\$90,000), an on-site potable water well (\$10,000) and an annual subscription to the Advanced Weather System storm-warning service or an equivalent.
 2. For establishment of public hurricane shelter space to be constructed by the County, conveyance of 20 acres outside the Category 5 evacuation zone as mutually agreed by the County and the Developer, and a contribution to the County by the Developer of \$250,000 in shelter construction funds.
 3. For upgrading the Gulf County 911 Emergency Management System, the Developer shall provide the County with \$300,000.
- D. Each year until the expiration of this development order, the Developer shall renew the subscription for Gulf County to the Advanced Weather System storm-warning service or an equivalent.
- E. Hurricane shutters shall be allowed on all structures subject to compliance with design guidelines administered by the design review board of the homeowners association. The design review guidelines shall be consistent with and shall not compromise requirements of the Florida Building Code.
- F. The Developer will require contractors to have an emergency management plan to address at a minimum the following hurricane preparedness issues:
1. Contractors will maintain an up-to-date list of emergency telephone numbers.
 2. Contractors will monitor the National Weather Service and be aware of impending hurricane warnings, watches and evacuation orders. All employees will be evacuated as directed by the Gulf County Emergency Management Office.
 3. In advance of a storm, contractors will secure all loose construction materials and equipment on the site and lower all motor/crawler crane booms to the

ground. Heavy equipment for excavations and used in low areas will be removed and stored in a secure location on higher ground.

4. In advance of a storm, contractors will place plywood or shutters over windows and other openings in all structures and secure construction offices and storage trailers, including installation of additional tie downs as necessary.
 5. In advance of a storm, contractors will fuel all trucks and equipment for post-storm use.
 6. In advance of a storm, contractors will remove all rubbish from the site and secure all ladders, scaffolding boards and other temporary structures.
- G. All buildings and structures shall be designed and built in a manner to reduce the potential for extensive damage or flying debris in high winds as required by applicable building codes.
- H. Construction of all wood structures will meet standards established by the Florida Building Code to provide the highest practical protection against hurricane force winds. Boardwalks and docks constructed in areas that are exposed to hurricane force winds shall be constructed using stainless steel fasteners and cable attachments.

10. *Public Safety*

- A. Prior to June 1, 2007, the Developer shall reserve a site, not to exceed two acres, for a fire/EMS station at a location to be mutually agreed upon by the Developer and the City. All facilities constructed on the site shall be constructed by the City in a manner that is consistent with the architectural style of the Project as approved by the Developer. The fire/EMS station may be located on suitable property near the edge or outside of the Project so architectural style will be less of a factor.
- B. The Developer shall provide Gulf County with the following assistance for emergency services:
 1. Law Enforcement

- a. On or about July 1, 2004, the Developer will provide \$75,000 (\$50,000 for an officer and \$25,000 for a patrol vehicle) to the Sheriff's Office specifically to patrol the Project and its vicinity.
- b. When construction of the Project commences, other than the Subdivision, the Developer will provide an additional \$50,000 (\$50,000 for an officer) to the Sheriff's Office specifically to patrol the Project and its vicinity.
- c. On or about July 1, 2004, the Developer will provide the Sheriff's Office with up to \$45,000 to upgrade the Sheriff's Office computer system.

2. Fire Department

- a. On or about June 1, 2007, the Developer will provide \$200,000 to the City for fire apparatus to be stationed in the fire district which serves the Project.
- b. Prior to commencement of Phase 2, the Developer will provide an additional \$200,000 to the City for fire apparatus, other fire equipment or construction of new facilities in the fire district which serves the Project.
- c. The Developer will assist the Fire Department in developing an emergency response unit for the BeachWalk and trail system.

11. *Recreation*

- A. All recreation facilities within the Project shall be owned and maintained by the Developer, the homeowners association or other third party, except for the public beach access sites to be owned by Gulf County and maintained by the homeowners association. The Developer shall record a declaration of covenants and restrictions which shall limit and restrict the future development and use of such recreation facilities, in perpetuity, to be consistent with this

development order. The deed of conveyance by which the Developer conveys any recreation facility shall limit and restrict the future development and use of such facility, in perpetuity, to be consistent with this development order.

- B. Nine day docks may be developed along the beachfront, subject to receipt of permits from all regulatory agencies, including three day docks previously permitted and constructed in the Subdivision. No overnight mooring of boats will be permitted at any day dock, except for safety/rescue watercraft or water taxis. All day docks shall be open to the general public in perpetuity. Two day docks may be designed and constructed as public fishing piers instead of day docks, subject to receipt of permits from regulatory agencies.
- C. After the current U.S. 98 right-of-way is conveyed to the Developer under the "Right-of-Way Exchange Agreement" (March 4, 2002), the Developer may remove the paved roadway and utilize portions of the former right-of-way for a boardwalk and/or trail. The boardwalk and/or trail shall be maintained as required by the management plan required by Specific Condition 2.D, and shall be open to the general public in perpetuity. The northern and southern ends of the boardwalk and/or trail shall terminate at relocated U.S. 98 in order to accommodate future connections to a multi-use trail that would connect Highland View and St. Joe Beach.
- D. The Developer shall construct a multi-use trail system to connect residential areas, commercial areas, the public beach and recreation facilities within the Project. The trail system shall be open to the public and be separated from vehicular roadways where feasible.
- E. The Developer may construct an 18-hole golf course east of relocated U.S. 98. If a golf course is constructed, the Developer shall apply for, achieve and maintain designation of the golf course in the Audubon International Signature Cooperative Sanctuary Program at the "Silver" Level as required by Specific Condition 5.J with a comprehensive ground and surface water monitoring program as required by Specific Condition 5.K.
- F. Tennis courts, swimming pools, neighborhood parks, community centers and other amenities within the Project shall be operated by the Developer, the homeowners

association or a third party and may be limited to residents and guests, except for those expressly established by this development order for the public.

- G. Residents of the St. Joseph Shores subdivision shall have access to all recreation facilities and amenities that are open to the public.
- H. Lands designated Golf/Residential may include units from the total number of residential dwelling units authorized by this development order. In the event that all or a portion of the 18-hole golf course is not constructed, such lands may be used for residential development.

12. *Energy*

- A. The Project shall meet or exceed the Florida Energy Code requirements for mechanical, electrical and insulation. Measures to reduce energy usage, including building orientation, planned shading from roof overhangs and other design features, will be taken into consideration in the layout of individual sites.
- B. Electrical power will be utilized throughout the Project with gas and solar power employed where practicable and feasible. The Developer will utilize the most energy-efficient appliances applicable to this location on any dwellings it constructs.
- C. Solar collectors and panels shall be allowed on structures subject to compliance with design guidelines administered by the design review board of the homeowners association.
- D. Emergency electrical generators may be incorporated into the hotel/inn and/or commercial uses to provide lighting and power during power outages.

13. *Hazardous Waste and Materials*

- A. The Developer shall require the hotel/inn operator and all commercial interests and tenants to comply with the "Florida Handbook for Small Quantity Generators of Hazardous Waste" as it applies to wastes that may be generated by those activities.

- B. In order to manage hazardous wastes that may be generated during construction, the Developer shall require that all wastes, both construction and potentially hazardous, be controlled and managed by the general contractor and the applicable subcontractor. The Developer shall include in the general contract the following provision concerning "Hazardous Waste Management":

The contractor is required to provide due care and diligence in the handling, storage and use of hazardous materials, petroleum products (including oils and greases) and other hazardous chemicals during all on-site activities. All chemicals must be stored and maintained safely and in accordance with state and federal regulations and manufacturer/supplier guidance. Material Safety and Data Sheets (MSDS) for each chemical product used on site must be available to site staff and inspectors. Any petroleum or chemical spills must be cleaned up immediately by trained personnel and disposed of in accordance with appropriate environmental regulations and best management practices. Chemical spills must be reported to the appropriate authorities as necessary. Financial responsibility for all spill assessment, analysis, and cleanup shall be the responsibility of the contractor. The property owner/developer will designate a construction management representative to perform compliance inspections of chemical and petroleum use, storage and disposal areas without notice. Inspections could include but not be limited to pre- and post-site development and periodic inspections during site activities.

14. *Homeowners Association*

The Developer shall establish a homeowners association pursuant to Chapter 720, F.S., to perform obligations assigned to such association in the ADA, this development order or otherwise. The Developer shall fulfill the obligations expressly assigned to the homeowners association under this development order until the transition of control of the association to the members of the community other than the Developer, unless the homeowners association and the Developer agree on an earlier transfer of responsibility to the homeowners association for a specific obligation. In order to facilitate the transition of duties and responsibilities of the homeowners association, the Developer shall provide a complete summary of anticipated obligations in relation to the conditions of this development order. After the transition of control, the homeowners association shall be responsible for

complying with all applicable requirements of this development order and the declaration of covenants and restrictions.

15. *Cultural Resources*

- A. During regional review, two existing and four new historical or archaeological sites were identified within the Project. The State Historic Preservation Officer (SHPO) determined these sites to be not state or regionally significant pursuant to Rule 9J-2.043, F.A.C.
- B. If any additional potential archaeological or historic sites are found during construction, the Developer shall cease construction on that portion of the Project within a 30-foot radius/buffer until the SHPO has been contacted and an assessment of the regional significance of the find has been made by the SHPO. Construction may resume within the affected area only after SHPO has determined the appropriate protective measures, if any are warranted.

16. *Affordable Housing*

- A. During regional review, an affordable housing analysis was conducted in accordance with the East Central Florida Regional Planning Council (ECFRPC) "Housing Demand Supply and Need Methodology for Assessing the Affordable Housing Impact of Developments of Regional Impact" (June 1999). The analysis showed no unmet need for very low-, low- or moderate-income housing within the required 10-mile Housing Supply Area during Phase 1, based on the development program attached to this development order on Exhibit "B". Based on this analysis, Phase 1 of the Project may proceed.
- B. Prior to the commencement of Phase 2, the Developer shall initiate a meeting of FDCA, ARPC, and the City for the purpose of agreeing on a methodology for the preparation of an affordable housing analysis for Phase 2. Such methodology shall take into account those rule requirements then in existence and the meeting shall include discussions of documentation of employees of retail/service land use currently residing or working at the Project. This analysis shall also include an analysis of employment likely to be generated by the commercial renting—of the residential component of the Project. If the agencies and Developer do not agree to a mutually acceptable methodology, the

ECFRPC "Housing Demand Supply and Need Methodology for Assessing the Affordable Housing Impact of Developments of Regional Impact" (June 1999) or Rule 9J-2.048, F.A.C., shall be used at the option of the Developer. After agreement among the parties or deferral to one of the above-mentioned methodologies, the affordable housing analysis shall be prepared and submitted to the agencies within 90 days. No building permits for Phase 2 shall be issued by the City until the Phase 2 affordable housing analysis has been approved and, if the analysis demonstrates a regionally significant impact on the ability of the Project's very low-, low- or moderate-income employee households to find adequate housing reasonably accessible to their place of employment, this development order has been amended to incorporate the findings of the analysis and any required mitigation.

LAND USE AND ENVIRONMENTAL DISPUTE RESOLUTION

Under the Florida Land Use and Environmental Dispute Resolution Act, § 70.51, Fla. Stat. (2003), if the Developer believes this development order is unreasonable or unfairly burdens the use of its land, it may file a request for relief with the City, 305 Cecil G. Costin, Sr. Blvd., Port St. Joe, Florida. Before relief is requested under this statute, any appellate proceedings available under the City's Land Development Code must be exhausted. A request for relief under this statute must be filed within 30 days after conclusion of the appellate proceedings or the expiration of 4 months.

SEVERABILITY

The provisions of this Ordinance are hereby declared to be severable. If any provision of this Ordinance, or the application thereof, to any person or circumstance is held to be invalid, such invalidity shall not affect other provisions or applications of this Ordinance that can be given effect without the invalid provision or application.

EFFECTIVE DATE

This Ordinance shall become effective as provided by law.

This Ordinance was adopted in open regular meeting after its second reading this 3rd day of March 2009.



THE CITY OF PORT ST. JOE
BOARD OF CITY
COMMISSIONERS



Mel C. Magidson, Jr., Mayor-Commissioner

Attest:


Pauline Pendarvis, City Clerk

EXHIBIT "A"

LEGAL DESCRIPTION OF CITY DRI PROPERTY

WINDMARK PROPERTY LYING IN THE CITY LIMITS OF THE CITY OF PORT ST. JOE, FLORIDA.

Begin at a St. Joe Paper Company concrete monument marking the Northeast corner of Section 8, Township 7 South, Range 11 West, Gulf County, Florida (concrete monument also marking the Northwest corner of Sunset Village Subdivision as per plat thereof recorded in Plat Book 4, Page 19 of the Public Records of Gulf County, Florida) and run thence South 00 degrees 48 minutes 05 seconds West, along the West boundary line of said subdivision, for a distance of 1,320.84 feet to the Southwest corner of said subdivision; thence leaving said West line run South 89 degrees 26 minutes 24 seconds East, along the South boundary line of said subdivision, for a distance of 1,330.00 feet to the Southeast corner of said subdivision; thence leaving said South line run North 01 degrees 29 minutes 31 seconds East, along the East boundary of said subdivision and a projection thereof, for a distance of 1,813.28 feet; thence North 72 degrees 23 minutes 33 seconds East, for a distance of 1,128.37 feet; thence South 43 degrees 03 minutes 59 seconds East, for a distance of 11,839.85 feet; thence South 48 degrees 33 minutes 42 seconds West, for a distance of 790.01 feet; thence South 33 degrees 39 minutes 40 seconds East, for a distance of 2,830.62 feet; thence North 89 degrees 10 minutes 46 seconds West, for a distance of 3,316.30 feet; thence North 31 degrees 36 minutes 26 seconds West, for a distance of 2,591.36 feet; thence South 58 degrees 23 minutes 34 seconds West, for a distance of 1,614.10 feet; thence South 33 degrees 51 minutes 44 seconds East, for a distance of 1,026.06 feet; thence South 56 degrees 09 minutes 08 seconds West, for a distance of 148.96 feet; thence South 34 degrees 08 minutes 50 seconds East, for a distance of 8,509.12 feet to a point on the North boundary line of Bay Breeze Subdivision as per plat thereof recorded in Plat Book 3, Page 45 of the Public Records of Gulf County, Florida; thence North 89 degrees 30 minutes 46 seconds West, along the North boundary line of said subdivision, for a distance of 217.90 feet to the Northeast corner of Government Lot 4, Section 27, Township 7 South, Range 11 West, Gulf County, Florida; thence North 89 degrees 32 minutes 36 seconds West, along the North boundary of said Lot 4, for a distance of 1,250.35 feet to the Northeasterly right of way line of U.S. Highway 98 - State Road No. 30 (right of way varies); thence leaving said North boundary run North 46 degrees 15 minutes 58 seconds West, along said Northeasterly right of way line, for a distance of 105.85 feet to the intersection of said Northeasterly right of way line with the West boundary line of Government Lot 1, Section 27; thence leaving said Northeasterly right of way line run North 00 degrees 51 minutes 16 seconds East, along said West boundary line of Lot 1, for a distance of 1,250.88 feet to the Northeast corner of Government Lot 2, Section 27; thence North 89 degrees 34 minutes 15 seconds West, along the North boundary line of said Lot 2, for a distance of 1,336.43 feet; thence leaving said North boundary run North 46 degrees 15 minutes 54 seconds West, for a distance of 29.48 feet to a point on a non tangent curve,

concave to the southwest , thence northwesterly along said curve, with a radius of 3,879.59 feet, through a central angle of 14 degrees 45 minutes 32 seconds, for an arc distance of 999.35 feet (chord of said arc being North 53 degrees 38 minutes 44 seconds West, 996.59 feet); thence South 46 degrees 15 minutes 58 seconds East, for a distance of 743.18 feet to a point on a non tangent curve, concave to the southwest , thence northwesterly along said curve, with a radius of 3,759.59 feet, through a central angle of 16 degrees 15 minutes 47 seconds, for an arc distance of 1,067.13 feet (chord of said arc being North 58 degrees 08 minutes 10 seconds West, 1,063.55 feet); thence North 66 degrees 16 minutes 04 seconds West, for a distance of 925.22 feet to a point of curve to the right having a radius of 2,352.01 feet, through a central angle of 41 degrees 52 minutes 31 seconds, for an arc distance of 1,718.99 feet (chord of said arc being North 45 degrees 19 minutes 48 seconds West, 1,680.99 feet); thence North 24 degrees 23 minutes 33 seconds West, for a distance of 171.17 feet; thence North 65 degrees 36 minutes 27 seconds East, for a distance of 10.00 feet; thence North 24 degrees 23 minutes 33 seconds West, for a distance of 813.30 feet to a point of curve to the right having a radius of 6,416.26 feet, through a central angle of 07 degrees 28 minutes 33 seconds, for an arc distance of 837.18 feet (chord of said arc being North 20 degrees 39 minutes 16 seconds West, 836.59 feet); thence North 16 degrees 55 minutes 00 seconds West, for a distance of 1,504.14 feet to the North boundary line of Government Lot 1, Section 21; thence South 89 degrees 31 minutes 19 seconds East, along said North boundary line, for a distance of 440.61 feet to the Southeast corner of Government Lot 8, Section 16; thence leaving said North line run North 00 degrees 28 minutes 44 seconds East, along the East boundary of said lot 8, for a distance of 1,320.03 feet to the Northeast corner of said Lot 8; thence leaving said East line run North 89 degrees 14 minutes 02 seconds West, along said North boundary line, for a distance of 864.10 feet to a point on a non tangent curve, concave to the west , thence leaving said North boundary run northerly along said curve, with a radius of 27,916.09 feet, through a central angle of 04 degrees 48 minutes 51 seconds, for an arc distance of 2,345.66 feet (chord of said arc being North 20 degrees 42 minutes 34 seconds West, 2,344.97 feet) to a point of compound curve to the left having a radius of 94,487.93 feet and a central angle of 01 degrees 48 minutes 00 seconds; for an arc distance of 2,968.40 feet (chord of said arc being North 24 degrees 01 minutes 00 seconds West, 2,968.27 feet); thence North 24 degrees 55 minutes 00 seconds West, for a distance of 1,305.63 feet to a point of curve to the left having a radius of 11,409.21 feet, through a central angle of 04 degrees 15 minutes 49 seconds, for an arc distance of 849.01 feet (chord of said arc being North 27 degrees 02 minutes 54 seconds West, 848.81 feet); thence North 29 degrees 10 minutes 49 seconds West, for a distance of 1,792.10 feet to a point of curve to the left having a radius of 11,409.19 feet, through a central angle of 01 degrees 57 minutes 00 seconds, for an arc distance of 388.30 feet (chord of said arc being North 30 degrees 09 minutes 19 seconds West, 388.28 feet); thence North 31 degrees 07 minutes 49 seconds West, for a distance of 626.15 feet to a point on the North boundary line of Section 8, Township 7 South, Range 11 West, Gulf County, Florida; thence South 89 degrees 25 minutes 25

seconds East, along said North boundary line, for a distance of 749.83 feet to the Northwest corner of property described in Official Records Book 192, Page 566 of the Public Records of Gulf County, Florida; thence leaving said North line run South 31 degrees 08 minutes 42 seconds East, along the Southwest boundary line of said property, for a distance of 303.41 feet to the Southwesterly corner of said property; thence leaving said Southwest line run North 58 degrees 51 minutes 18 seconds East, along the Southerly boundary line of said property, for a distance of 175.00 feet to the Southeasterly corner of said property; thence leaving said Southerly line run North 31 degrees 08 minutes 42 seconds West, along the Easterly boundary line of said property, for a distance of 195.23 feet to a point on the aforesaid North boundary line of Section 8; thence leaving said Easterly line run South 89 degrees 25 minutes 25 seconds East, along said North boundary line, for a distance of 376.86 feet to the POINT OF BEGINNING. Containing 1,900.64 acres, more or less.

Subject to the right of way of U.S. Highway 98 - State Road 30; right of way of Westview Blvd. and a 66 foot roadway easement to the Water Plant recorded in Official Records Book 192, Page 569 of the Public Records of Gulf County, Florida. Also the right of ways within the subdivision plat of Village Center South (Plat Book 6, Pages 14-15), Fisherman Village North (Plat Book 6, Pages 16-19), both recorded in the Public Records of Gulf County, Florida.

**EXHIBIT "B"
DEVELOPMENT PROGRAM**

LAND USE	ACRES ¹	PHASE 1 2004 - 2012	PHASE 2 2013 - 2018	TOTALS
RESIDENTIAL ²	826	754 DU ³	762 DU	1,516 DU
RETAIL	16 ^{4,7}	26,157 GSF	40,000 GSF	66,157 GSF
OFFICE	2 ^{4,7}	10,000 GSF	--	10,000 GSF
RESORT HOTEL	19 ⁷	264 ROOMS	14 ROOMS	278 ROOMS
GOLF/RESIDENTIAL	149	18 HOLES	--	18 HOLES
BEACH ACCESS ⁵	2	2 SITES	--	2 SITES
DAY DOCKS	--	6 ⁶	3	9
COMMON OPEN SPACE AND NATURAL AREAS				
Beach	162			
Preserved Wetlands	779			
Preserved Uplands	<u>71</u>			
Total	1,012			
TOTALS	2,020			1,516 DU 76,157 GSF 278 Rooms 18 Golf Holes 9 Day Docks 2 Beach Access Sites

NOTES:

1. Acreage for each developed land use category is approximate and includes area for structures, streets, parking, stormwater management facilities and open space on each building site.
2. Some dwelling units from this category may be located on lands identified as Golf/Residential.
3. Includes 110 units previously approved in Windmark Beach Subdivision.
4. Multi-family residential units may be located in mixed-use buildings above retail or office space.
5. Includes two beach access sites for the general public with covered changing rooms, showers and parking as approved by Gulf County.
6. Includes three day docks previously approved in Windmark Beach Subdivision.
7. These areas are all part of the 37 acres of Retail/Office/Resort Hotel category as set forth in Map H included as Exhibit "C".

EXHIBIT "C"
MASTER DEVELOPMENT PLAN

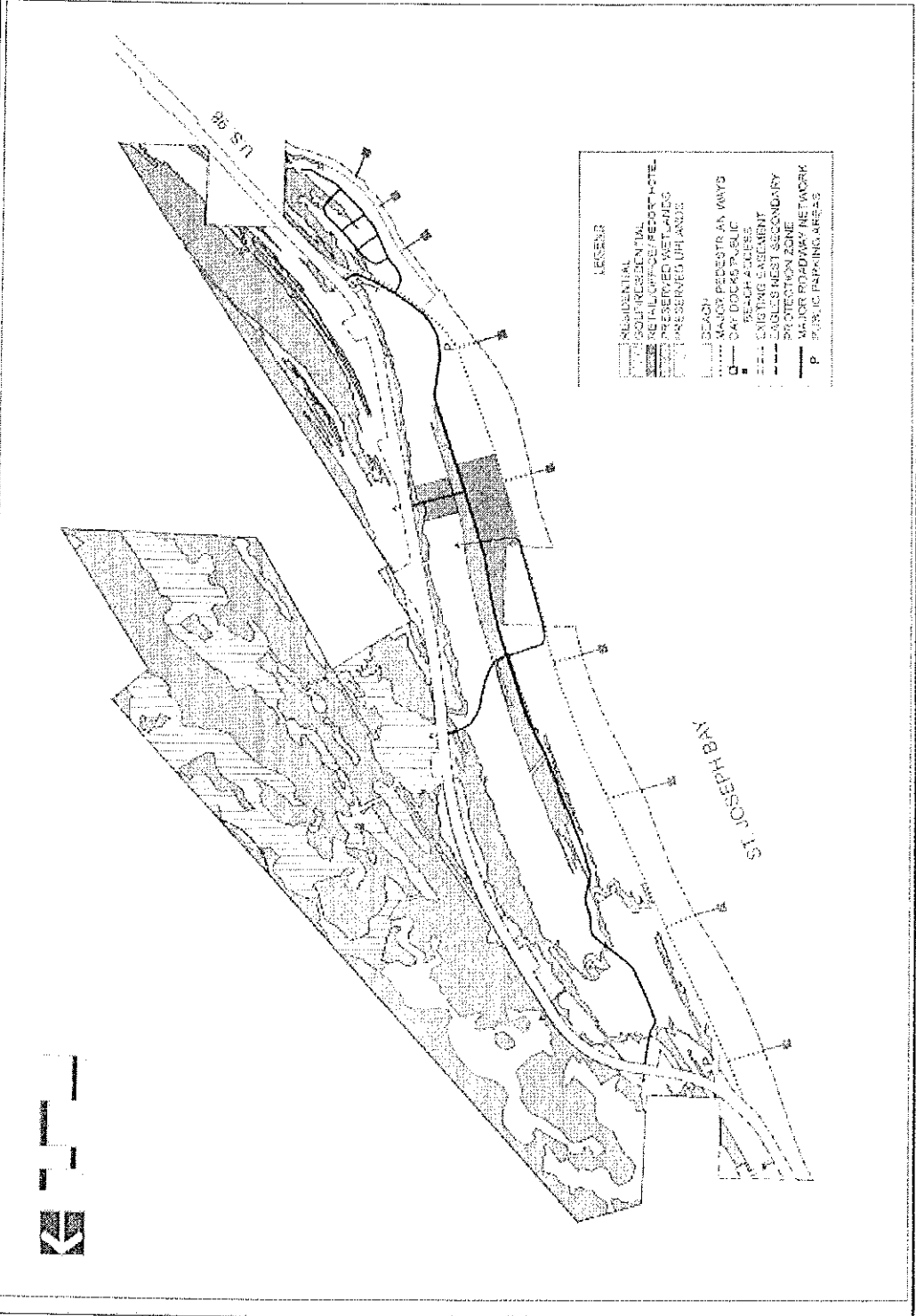


EXHIBIT "D"
EQUIVALENCY MATRIX

TABLE 1

EQUIVALENCY MATRIX (Revised 12-10-08)
WindMark Beach DRI

Change To: Change From:	Single Family	Single Family Recreational	Resort Hotel	Retail 25K	Retail 40K	Office
Single Family	N/A	3.25 du/du (3.2540) ³	2.82 rms/du (2.8217) ³	187 sf/du (0.1868) ³	191 sf/du (0.19121) ³	91 sf/du (0.0907) ³
Single Family Recreational	0.31 du/du (0.3073) ³	N/A	0.87 rms/du (0.8671) ³	57 sf/du (0.0574) ³	59 sf/du (0.0590) ³	28 sf/du (0.0279) ³
Resort Hotel	0.35 du/rms (0.3544) ³	1.15 du/rms (1.1532) ³	N/A	66 sf/rms (0.0662) ³	68 sf/rms (0.0681) ³	32 sf/rms (0.0321) ^{2,3}
Retail 25K	5.35 du/ksf (5.3532) ³	17.42 du/ksf (17.4194) ³	15.11 rms/ksf (15.1049) ³	N/A	1,029 sf/ksf (1.0286) ³	485 sf/ksf (0.4854) ³
Retail 40K	5.21 du/ksf (5.2045) ³	16.94 du/ksf (16.9350) ³	14.69 rms/ksf (14.6853) ³	972 sf/ksf (0.9722) ³	N/A	472 sf/ksf (0.4719) ³
Office	11.03 du/ksf (11.0285) ³	35.89 du/ksf (35.8871) ³	31.12 rms/ksf (31.1189) ³	2,060 sf/ksf (2.060) ³	2,119 sf/ksf (2.1190) ³	N/A

Note: The land use equivalency matrix was prepared in order to allow for the exchange of one approved land use to another land use, while keeping unchanged the impacts of the development. the exchanges require a simultaneous reduction in one or more of the approved land uses to ensure that no additional regionally significant adverse infrastructure impacts occur as a result of the utilization of the equivalency matrix.

¹ Land Use exchanges are based on net external p.m. peak hour two-way project traffic. Use of this matrix shall be limited to the following minimums and maximums to ensure that impacts for transportation, water, wastewater, solid waste, and affordable housing are not exceeded.

Land Use	Minimum	Maximum
Single Family	1,003 du	1,591 du
Resort Hotel	139 rms	433 rms
Retail 25K	10,178 sfgla	29,892 sfgla
Retail 40K	10,178 sfgla	60,692 sfgla
Office	5,000 sf	22,000 sf

² Example exchanges:

Add 10 Resort Hotel rooms by reducing Office, 10 rooms + 31.1189, office factor = 0.0321; reduce office by 312 sf

³ Actual Equivalency factor for use in conversion calculations

**TABLE 2
PM PEAK HOUR DIRECTIONAL TRIP GENERATION
WindMark Beach DRI Phase I**

Land Use	ITE Land Use Code	Size	Gross P.M. Peak Hour		Internal Capture		Passer-By Capture		Net P.M. Peak Hour		Total	Two-Way External Trip Rate
			In	Out	In	Out	In	Out	In	Out		
Single-Family	210	131 du	86	51	5	2	0	0	81	49	130	0.992/du
Single-Family Hybrid	210/260	630 du	208	192	12	9	0	0	196	183	379	0.602/du
Resort Hotel	330	264 rooms	35	47	2	2	0	0	33	45	78	0.295/room
Retail	820	25,000 sf	120	131	18	21	59	64	102	110	212	8.480/ksf
Office	710	10,000 sf	3	12	2	2	0	0	1	10	11	1.10/ksf

Notes:

1. All analysis was conducted by use of formulas from the ITE Trip Generation Manual, 7th Edition
2. Internal Capture based on ITE Trip Generation Handbook, 2nd Edition
3. Passer-by capture based on Fitted Curve Equation for Land Use Code 820
4. The standard room rate for Land Use Code 330 was used

EXHIBIT "E"
OFF-SITE MITIGATION AREA

WindMark Beach DRI

TABLE 3 - UTILITY/EMPLOYMENT EQUIVALENCY COMPARISON

Land Use	Base 644 ¹	Single Family Equivalent ²		Single Family Rec Equivalent ³	Retail 25K ⁴ Equivalent ⁵		Retail 40K ⁶ Equivalent ⁷		Office Equivalent ⁸		Additional Development ⁹	
		Size	Comment		Size	Comment	Size	Comment	Size	Comment		Size
Single Family	1.00	N/A	N/A	3.25 sq. ft.	> S-Fam	187 ft ²	< S-Fam	192 ft ²	< S-Fam	91 ft ²	< S-Fam	* Single Family Rec exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	322 sqd	111.9 sqd	< S-Ret	1048.9 sqd	> S-Fam	489.9 sqd	> S-Fam	143.7 sqd	< S-Fam	8.1 sqd	< S-Fam	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	351 sqd	111.9 sqd	< S-Ret	1173.3 sqd	> S-Fam	446.6 sqd	> S-Fam	143.7 sqd	< S-Fam	8.1 sqd	< S-Fam	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	6.01 ac/day	2.71 ac/day	< S-Ret	28.03 ac/day	> S-Fam	24.3 ac/day	> S-Fam	18.8 ac/day	> S-Fam	17.3 ac/day	> S-Fam	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	N/A	N/A	N/A	N/A	> S-Fam	0.8 ac/day	> S-Fam	0.1 ac/day	> S-Fam	0.4 ac/day	> S-Fam	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Single Family Rec	1.00	0.31 sq. ft.	< S-Ret	N/A	> S-Fam	0.07 rooms	> S-Fam	57 ft ²	< S-Fam	29 ft ²	< S-Fam	* Single Family Rec does not exceed Retail 25K on any factors.
Wholesale	322 sqd	98.8 sqd	< S-Ret	131.1 sqd	< S-Ret	131.1 sqd	< S-Ret	5.0 sqd	< S-Ret	2.8 sqd	< S-Ret	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	351 sqd	111.9 sqd	< S-Ret	1173.3 sqd	> S-Fam	446.6 sqd	> S-Fam	143.7 sqd	< S-Fam	8.1 sqd	< S-Fam	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	6.01 ac/day	2.71 ac/day	< S-Ret	28.03 ac/day	> S-Fam	24.3 ac/day	> S-Fam	18.8 ac/day	> S-Fam	17.3 ac/day	> S-Fam	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	N/A	N/A	N/A	N/A	> S-Fam	0.8 ac/day	> S-Fam	0.1 ac/day	> S-Fam	0.4 ac/day	> S-Fam	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Retail Hotel	1.00m	0.31 sq. ft.	< R-Hotel	15.00 sq. ft.	> R-Hotel	N/A	> R-Hotel	88 ft ²	< R-Hotel	331 ft ²	> R-Hotel	* Retail (25K) does not exceed Retail Hotel on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	176 sqd	112.7 sqd	< R-Hotel	303.3 sqd	> R-Hotel	265.8 sqd	> R-Hotel	9.8 sqd	< R-Hotel	22.1 sqd	< R-Hotel	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	176 sqd	126.4 sqd	< R-Hotel	410.2 sqd	> R-Hotel	265.8 sqd	> R-Hotel	6.8 sqd	< R-Hotel	32.1 sqd	> R-Hotel	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	6.01 ac/day	3.01 ac/day	< R-Hotel	9.9 ac/day	> R-Hotel	13.0 ac/day	> R-Hotel	5.9 ac/day	< R-Hotel	28.9 ac/day	> R-Hotel	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	6.01 ac/day	N/A	< R-Hotel	N/A	> R-Hotel	4.3 ac/day	> R-Hotel	0.05 ac/day	< R-Hotel	1.57 ac/day	> R-Hotel	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Retail 25K	1,000 ft ²	5.35 sq. ft.	< Retail	17.42 sq. ft.	> Retail	15.11 rooms	> Retail	1,629 ft ²	< Retail	485 ft ²	< Retail	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	100 sqd	172.7 sqd	< Retail	620.2 sqd	> Retail	265.8 sqd	> Retail	102.9 sqd	< Retail	48.5 sqd	< Retail	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	100 sqd	193.1 sqd	< Retail	620.2 sqd	> Retail	265.8 sqd	> Retail	6.8 sqd	< Retail	48.5 sqd	< Retail	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	80 ac/day	46.1 ac/day	< Retail	150.2 ac/day	> Retail	13.0 ac/day	> Retail	52.8 ac/day	< Retail	42.7 ac/day	< Retail	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	0.78 emp	N/A	< Retail	N/A	> Retail	4.38 emp	> Retail	0.88 emp	< Retail	2.38 emp	> Retail	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Retail 25K	1,000 ft ²	5.35 sq. ft.	< Retail	17.42 sq. ft.	> Retail	15.11 rooms	> Retail	1,629 ft ²	< Retail	485 ft ²	< Retail	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	300 sqd	147.6 sqd	< Retail	544.7 sqd	> Retail	258.4 sqd	> Retail	97.7 sqd	< Retail	47.2 sqd	< Retail	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	300 sqd	167.6 sqd	< Retail	611.5 sqd	> Retail	258.4 sqd	> Retail	97.7 sqd	< Retail	47.2 sqd	< Retail	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	90 ac/day	44.8 ac/day	< Retail	146 ac/day	> Retail	128 ac/day	> Retail	67.2 ac/day	< Retail	42.3 ac/day	< Retail	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	0.78 emp	N/A	< Retail	N/A	> Retail	4.28 emp	> Retail	0.78 emp	< Retail	2.31 emp	> Retail	* Retail (25K) exceeds Single Family Rec on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Office	1,000 ft ²	11.03	< Office	35.88 sq. ft.	> Office	31.72 rooms	> Office	2,080 ft ²	< Office	2,118 ft ²	> Office	* Office exceeds Retail (25K) on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	100 sqd	251.7 sqd	< Office	1155.6 sqd	> Office	547.1 sqd	> Office	206.0 sqd	< Office	211.9 sqd	> Office	* Office exceeds Retail (25K) on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	100 sqd	281.1 sqd	< Office	1256.3 sqd	> Office	547.1 sqd	> Office	206.0 sqd	< Office	211.9 sqd	> Office	* Office exceeds Retail (25K) on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	90 ac/day	95.1 ac/day	< Office	308.3 ac/day	> Office	268.3 ac/day	> Office	143.1 ac/day	< Office	160.2 ac/day	> Office	* Office exceeds Retail (25K) on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.
Wholesale	4.9 emp	N/A	< Office	N/A	> Office	9.1 emp	> Office	1.61 emp	< Office	1.65 emp	> Office	* Office exceeds Retail (25K) on all items. All Housing is the controlling factor. Retail 25K should be limited to an exceedance of overall All Housing demand.

1. Base data for Land Use obtained from Table 1, Water, wastewater, and solid waste, and Air Quality Modeling Data obtained from DQA.
 2. Commercial Land Use per base area on basis of Employment Rate.
 3. Determination should be based on whether the use is based on water, sewer, solid waste, or employment data.

