

ORDINANCE NO. 2014 - 23

Public Records of
St. Johns County, FL
Clerk # 2014029242,
O.R. 3552 PG 1113-1152
05/22/2014 at 03:41 PM,
REC. \$161.00 SUR. \$180.50

AN ORDINANCE OF THE COUNTY OF ST. JOHNS, STATE OF FLORIDA APPROVING A MAJOR MODIFICATION TO THE PLAYERS CLUB PLANNED UNIT DEVELOPMENT, ORDINANCE NUMBER 1975-15, AS AMENDED, MAKING FINDINGS OF FACT; REQUIRING RECORDATION; AND PROVIDING FOR AN EFFECTIVE DATE.

BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA:

WHEREAS, the development of lands within this Major Modification shall proceed in accordance with the application dated November 19, 2013 in addition to the supporting documents and statements from the applicant **which are a part of file MAJMOD 2013-13**, for a Major Modification to the Players Club Planned Unit Development PUD, Ordinance Number 1975-15, as amended and as approved by the Board of County Commissioners, and incorporated into and made part hereof this Ordinance. In the case of conflict between the application, the supporting documents, and the below special provisions of this Ordinance, the below described provisions shall prevail.

SECTION 1. That development of lands within the Players Club PUD, shall proceed in accordance with Ordinance Number 1975-15, as amended, including the Application for Major Modification dated November 19, 2013 and attached hereto and made a part hereof.

SECTION 2. That the need and justification for modification of the Players Club PUD has been considered in accordance with Section 5.03.05.C of the St. Johns County Land Development Code and the St. Johns County Comprehensive Plan, whereby:

1. The request for a Major Modification has been fully considered after public hearing with legal notice duly published as required by law.
2. As modified, the Players Club PUD is consistent with the goals, objectives and policies of the 2025 St. Johns County Comprehensive Plan.
3. As modified, the Players Club PUD is consistent with Part 5.03.05.C of the St. Johns County Land Development Code, which provides conditions for Major Modifications to approved PUDs.
4. As modified, the Players Club PUD is consistent with Part 5.03.00 of the St. Johns County Land Development Code, which provides standards for Planned Unit Developments and with the General Standards of Section 5.03.02 with respect to (B) location; (C) minimum size, (D) compatibility, and (E) adequacy of facilities.
5. The Master Development Plan Map and Text for the Players Club PUD, meet all requirements of Section 5.03.02.G of the St. Johns County Land Development Code.
6. As modified, the Players Club PUD does not adversely affect the orderly development of St. Johns County and is compatible and consistent with the development trends of the surrounding area.

SECTION 3. That all other provisions of Ordinance 1975-15, as amended, not in conflict with the provision of this Ordinance shall remain in full force and effect.

SECTION 4. Except to the extent that they conflict with specific provisions of the approved development plan or PUD Ordinance, all building code, zoning ordinance, and other land use and development regulations of St. Johns County, including, without limitation, the Concurrency Management Ordinance and the St. Johns County Comprehensive Plan, as may be amended from time to time shall be applicable to this development, except modification to approved development plans by variance or special use shall be prohibited except where allowed by the Land Development Code. Notwithstanding any provision of this ordinance, no portion of any impact fee ordinance, concurrency provision, building code, comprehensive plan or any non Land Development Code ordinance or regulation shall be deemed waived or varied by any provision herein.

SECTION 5. That the terms of this modification to the Players Club PUD shall take effect immediately upon receipt of this Ordinance by the Secretary of State.

SECTION 6. This ordinance shall be recorded in a book kept and maintained by the Clerk of the Board of County Commissioners of St. Johns County, Florida, in accordance with Section 125.68, Florida Statutes.

PASSED AND ENACTED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA, THIS 6th DAY OF May 2014.

**BOARD OF COUNTY COMMISSIONERS OF
ST. JOHNS COUNTY, FLORIDA**

BY: _____

John H. Morris, Chair

REVISION DATE 05-08-14

ATTEST: Cheryl Strickland, Clerk

BY: _____

Deputy Clerk

Effective Date: 05-13-14

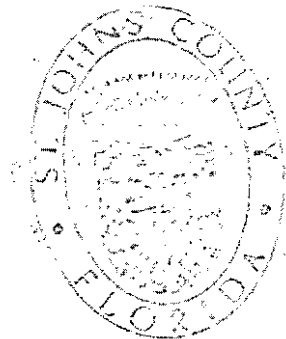


EXHIBIT "A"

Legal Descriptions of Property

A portion of Section 46 of the Sanchez Grant, a portion Section 47 of the Sanchez or Hill Grant, a portion of Section 48 of the Hill or Fitch or Sanchez Grant, and a portion of Sections 50 and 51 of the Hill or Fitch Grant, Township 3 South, Range 29 East, St. Johns County, Florida, being more particularly described as follows:

For a Point of Beginning, commence at the intersection of the Westerly right of way line of State Road No. A1A, a 200 foot right of way as depicted on Florida Department of Transportation Right of Way Map Section No. 78001-2503, with the Northerly right of way line of PGA Tour Boulevard (T.P.C. Boulevard), a variable width right of way as depicted on the plat of Water Oaks as recorded in Map Book 14, pages 51 through 55, of the Public Records of said St. Johns County; thence along said Northerly right of way line the following 3 courses: Course 1, thence North 89°19'50" West, 444.51 feet to the point of curvature of a curve concave Northeasterly having a radius of 355.00 feet; Course 2, thence Northwesterly, along the arc of said curve, through a central angle of 53°39'52", an arc length of 332.50 feet to the point of tangency of said curve, said arc being subtended by a chord bearing and distance of North 62°29'55" West, 320.48 feet; Course 3, thence North 35°40'00" West, 661.83 feet to a point lying on the Southeasterly line of Parcel "I" Hotel Parcel Exception, as described and recorded in Official Records Book 3337, page 1654 of said Public Records; thence along the Southeasterly and Northeasterly lines of said Parcel "II" Hotel Parcel Exception the following 6 courses: Course 1, thence North 54°20'00" East, departing said Northerly right of way line, 174.16 feet; Course 2, thence North 22°55'12" East, 51.47 feet; Course 3, thence North 08°57'26" East, 90.02 feet; Course 4, thence North 34°55'43" East, 25.09 feet; Course 5, thence North 54°09'58" East, 65.45 feet; Course 6, thence North 35°40'00" West, 154.75 feet to a point lying on the Southerly right of way line of Sawgrass Village Drive (Village Center Loop Road), a variable width right of way as described and recorded in Official Recorded Book 879, page 283 of said Public Records; thence North 54°20'09" East, departing said Northeasterly line and along said Southerly right of way line, 24.00 feet to a point lying on the Southerly line of those lands described and recorded in Official Records Book 662, page 1696, of said Public Records; thence along the Southerly and Easterly lines of said lands the following 4 courses: Course 1, thence South 35°40'00" East, departing said Southerly right of way line, 119.16 feet to the point of curvature of a curve concave Northerly having a radius of 15.00 feet; Course 2, thence Easterly along the arc of said curve, through a central angle of 89°58'58", an arc length of 23.56 feet to the point of tangency of said curve, said arc being subtended by a chord bearing and distance of South 80°40'00" East, 21.21 feet; Course 3; thence North 54°20'00" East, 59.39 feet to the point of curvature of a curve concave Northwesterly having a radius of 25.00 feet; Course 4, thence Northeasterly along the arc of said curve, through a central angle of 44°59'19", an arc length of 19.63 feet to the point of tangency of said curve, said arc being subtended by a chord bearing and distance of North 31°50'20" East, 19.13 feet; thence North 09'20'00" East, continuing along said Easterly line and its Northerly prolongation thereof, 200.29 feet to its intersection with the Northerly right of way line of said Sawgrass Village Drive, said intersection being a point on a curve; thence along said Northerly right of way line the following 5 courses: Course 1, thence Easterly along the arc of a curve concave Southerly having a radius of 222.00 feet, through a central angle 15°16'27", an arc length of 59.18 feet to the point of tangency of said curve, said arc being subtended by a chord bearing and distance of South 88°18'12" East, 59.01 feet; Course 2, thence South 80°40'00" East, 220.88 feet to the point of curvature of a curve concave Southwesterly having a radius of 372.00 feet; Course 3, thence

Southeasterly along the arc of said curve, through a central angle of $44^{\circ}34'09''$, an arc length of 289.37 feet to a point of reverse curvature, said arc being subtended by a chord bearing and distance of South $58^{\circ}22'56''$ East, 282.13 feet; Course 4, thence Southeasterly, along the arc of a curve concave Northeasterly having a radius of 200.00 feet, through a central angle of $57^{\circ}08'18''$, an arc length 199.45 feet to the point of tangency of said curve, said arc being subtended by a chord bearing and distance of South $64^{\circ}40'00''$ East, 191.29 feet; Course 5, thence North $86^{\circ}46'00''$ East, 25.98 feet to a point lying on said Westerly right of way line of State Road No. A1A; thence South $03^{\circ}12'45''$ East, departing said Northerly right of way line and along said Westerly right of way line, 594.25 feet to the point of curvature of a curve concave Westerly having a radius of 7539.44 feet; thence Southerly, continuing along said Westerly right of way line and along the arc of said curve, through a central angle of $03^{\circ}09'59''$, an arc length of 416.66 feet to a point on said curve and the Point of Beginning, said arc being subtended by a chord bearing and distance of South $01^{\circ}37'45''$ East, 416.61 feet.

Less and except all of those lands described and recorded in Official Records Book 3226, page 971, of the Public Records of St. Johns County, Florida.

Containing 22.59 acres, more or less.

**MAJOR MODIFICATION TO SAWGRASS VILLAGE/
PLAYERS CLUB PLANNED UNIT DEVELOPMENT**

April 7, 2014

Team Roster

Owner:

Sawgrass Village Shopping Center LLC
Dave Romano, Larry Boudreau
180 Glastonbury Boulevard, Suite 200
Glastonbury, Connecticut 06033
(860) 509-2200

Project Manager/Applicant:

Arris Realty Partners
Steven Cadranel, Jim Woodcox
800 Mount Vernon Parkway, Suite 410
Sandy Springs, Georgia 30328
(404) 869-7160

Civil Engineers, Land and Transportation Planning:

England, Thims & Miller
Hugh Matthews, Peter Ma, Don Smith, Lionel Perez, Jeff Crammond
14775 Old St. Augustine Road
Jacksonville, Florida 32258
(904) 642-8996

Site Planning, Landscape Architects, Architects:

Ervin, Lovett & Miller
Russ Ervin, Jeff Gibson
1035 Kings Avenue
Jacksonville, Florida 32207
(904) 296-8066

Legal/Applicant:

Rogers Towers, P.A.
Ellen Avery-Smith
100 Whetstone Place, Suite 100
St. Augustine, Florida 32086
(904) 824-0879

**MAJOR MODIFICATION TO
SAWGRASS VILLAGE/PLAYERS CLUB
PLANNED UNIT DEVELOPMENT**

MASTER DEVELOPMENT PLAN TEXT

The following Major Modification to the portion of the Players Club Planned Unit Development (“PUD”) commonly known as Sawgrass Village includes the information required by the St. Johns County Land Development Code regarding compliance with Section 5.03.02.G and details the proposed redevelopment of Sawgrass Village as a mixed-use center serving the Ponte Vedra Beach community. The Sawgrass Village property is located within the Caballos del Mar Development of Regional Impact (“DRI”), which was approved by St. Johns County on July 8, 1975, and the Players Club PUD, which was approved as Ordinance 75-15 and has been amended from time to time (Ordinance 2011-32 is the most recent modification) with respect to the property subject to this Major Modification. This modification does not constitute a change in the use of the property, but rather a transformation of the project from a 1980s era shopping center to a fully mixed-use village center that incorporates multiple compatible uses at the entry to the Sawgrass community, including the following:

- ❖ Redevelopment of a portion of the existing shopping center and office buildings in the central and southern portions of the Sawgrass Village as a mixed-use village center that may include retail and restaurant uses, Class A office space and a hotel, and which may be supported by structured parking improvements if necessary.
- ❖ Interconnection with the community commercial center in the northern portion of the Sawgrass Village that was approved by the County in May 2011 as a Small Adjustment to the Players Club PUD (SMADJ 2011-13).
- ❖ Creation of public spaces within the project, including a central green space and landscaped streetscape. These public areas will be interconnected via roads and sidewalks with the Sawgrass Village shopping center and the adjacent Sawgrass Players Club community, AIA North, the Sawgrass Marriott and other surrounding properties to provide easy access to the site via car, by bicycle or on foot.

ENTITLEMENTS TABLE:

<u>EXISTING ENTITLEMENTS</u>	<u>PROPOSED ENTITLEMENTS*</u>	<u>ENTITLEMENT CONVERSION MINIMUMS/MAXIMUMS**</u>
Commercial 115,934 SF	Commercial 164,906 SF	<i>Minimum</i> Commercial Space to be Provided 113,618 SF
Office 24,898 SF	Office 67,200 SF	<i>Maximum</i> Office Space to be Provided 200,000 SF
Hotel 0 Rooms	Hotel 175 Rooms	<i>Maximum</i> Hotel Rooms to be Provided 450 Rooms

*The Proposed Entitlements may include some of the retail and office buildings that currently exist on the Property. The Owner may not reconstruct every building within the Sawgrass Village.

**The Owner shall not be permitted to use the Land Use Conversion Table below to reduce the amount of Commercial space within the Project below 113,618 square feet, to increase the amount of Office space to more than 200,000 square feet, or to increase the number of Hotel rooms to more than 450 rooms.

The Owner shall be permitted to convert between land uses within the project based on the Land Use Conversion Table below. The Land Use Conversion Table allows for the exchange of land uses set forth in the Entitlements table above, based on trip generation for each Land Use and subject to the minimums and maximums set forth in the entitlements table above.

LAND USE CONVERSION TABLE:

	<u>Convert To:</u>		
<u>Convert From:</u>	Hotel Rooms	Office SF	Commercial SF
Hotel Rooms	1	475	67
Office SF	2.11	1	0.142
Commercial SF	14.865	7.056	1

*The increase in one Land Use and corresponding decrease in another can be determined by the factors in the Land Use Conversion Table.

Trip rates: Hotel: 0.4026/Room; Office: 0.8482/1,000 Square Feet (SF);
Commercial: 5.9852/1,000 SF

Examples:

1. One hotel room is equivalent to 475 square feet of office space.
2. 1,000 square feet of commercial space is equivalent to 7,056 square feet of office space.
3. 1,000 square feet of office space is equivalent to 2.11 hotel rooms.

At the time the Owner elects to convert land uses pursuant to the Land Use Conversion Table, the Owner will notify the County in writing of such election at least thirty (30) days before implementation. As long as the conversion is consistent with the Land Use Conversion Table, no additional approvals will be required for the conversion.

- a. *A description related to the design, character and architectural style or theme of the Project, which demonstrates an innovative, unified, cohesive and compatible plan of development for all uses included in the Project. Mixed Use PUDs that contain different uses or several development parcels must also demonstrate consistency in design and character and plan of development.*

This application seeks to modify the previously approved PUD ordinances and Final Development Plans for the portion of the property commonly known as Sawgrass Village, which is bounded on the north and west by Sawgrass Village Drive, on the east by AIA North and on the south by PGA Tour Boulevard. The owners of property subject to this Major Modification are Sawgrass Village Shopping Center LLC, Sawgrass Players Club Association, Inc. and Sawgrass Village Association, Inc. Parcel identification numbers for the parcels subject to this application are 062250-0040, 062250-0051, 062250-0010 and 062250-0060 (collectively, the "Property"). A legal description of the Property is attached as **Exhibit "A"**.

The rights and obligations associated with this PUD text shall be applicable solely to the Property; provided, however, that the Shared Parking Analysis attached hereto as **Exhibit "C"** shall supersede and replace the Shared Parking Analyses approved for Sawgrass Village in Resolution Nos. 94-111 and 98-009. The prior shared parking analyses were applicable to all parcels located within the boundaries of Sawgrass Village Drive, PGA Tour Boulevard and AIA North, and this application seeks to replace the previously approved parking analyses applicable to such parcels.

Sawgrass Village Shopping Center LLC (the "Owner") envisions Sawgrass Village to be redeveloped as a viable mixed-use center at an important location near the center of Ponte Vedra Beach. The new Sawgrass Village will have two components: (i) a community commercial area that will include a grocery store, pharmacy and other similar retail uses providing basic goods and services for daily living (approved by the County as Small Adjustment 2011-13); and (ii) a mixed-use "Main Street" village center that will be a focal point of the Sawgrass community and may include restaurants, shops and specialty retail stores, Class A office space and a hotel. The components will be unified by a landscaped boulevard bounded by wide sidewalks, street trees and outdoor cafés that will connect AIA North and PGA Tour Boulevard through the center of the Property. A public green will be situated in the central portion of the Property near the lake and its public walkway. Sidewalks will be incorporated through the project, connecting with existing sidewalks

linked to the adjacent Sawgrass Players Club neighborhood, AIA North and other surrounding areas to ensure safe, efficient pedestrian and bicycle interconnectivity. Bike racks will be provided on the Property to encourage the use of bicycles. Surface parking will be provided for public use. In the event additional parking is needed to accommodate future phases, the Owner may construct a parking deck. The Owner desires to create a vibrant, walkable village center that people of all ages can enjoy and that can act as host for community events of all kinds. Each of the components and their unifying elements are depicted on the Master Development Plan (the "MDP") attached to this text as Exhibit "B". The project will be permitted to include all uses listed in section f below.

The proposed improvements at Sawgrass Village will allow the site and buildings to evolve from a dated, 1980s-vintage project, to a more desirable mixed-use development that reflects the high level of quality and coastal architectural character appropriate to the central location in Ponte Vedra Beach.

Documents referred to as "Exhibits" herein may be found in the application's file to be maintained by St. Johns County Growth Management Services.

b. The total number of acres included within the Project as requested in the application.

The Property includes approximately 22.59 acres.

c. The total number of wetland acres included within the Project as requested in the application.

There are no wetlands located within the Property.

d. The total amount of development area, including the total number of developable acres (including filled wetlands) for each proposed use and the total number of wetland acres to be preserved for each land use. Each developable parcel shall be limited to one use classification, as provided in Article II of the Code.

There are 22.59 developable acres within the Property. All of the Property will be re-developed as a mixed-use village comprised of commercial, office and hotel uses.

e. The total number of residential dwelling units and density of the Project, proposed density bonuses, the projected population, and projected population of school age children that may reside within the Project.

The project will not include residential dwelling units.

f. The total square footage and intensity of non-residential development.

The redevelopment of Sawgrass Village may include 164,906 square feet of commercial area, 67,200 square feet of office space and 175 hotel rooms within the Property, which may be comprised of new and existing buildings. These areas are subject to permitted increases and/or decreases, as specified in the Land Use Conversion Table contained herein. The project will be permitted to include the following land uses:

Retail establishments
 Restaurants without drive-thrus
 Take-out restaurants
 Outdoor sit-down cafés
 Wine, beer and liquor stores
 Bars and taverns that serve alcoholic beverages
 Entertainment venues – permitted uses shall include themed restaurants (e.g., Chuck E. Cheese), sports bars, art galleries, community playhouse and other similar establishments; prohibited uses shall include arcades, adult entertainment, auditoriums or other similar places of large assembly, indoor amusement facilities (e.g., Pump It Up, skating rinks)
 Grocery stores
 Specialty food stores
 Pharmacies with walk-in/health clinics with drive-thrus
 Spas, gyms and health clubs
 One (1) single-screen movie theater
 Personal care services
 Commercial recreation
 Hospitality services
 Service businesses
 General offices
 Professional offices
 Real estate offices
 Medical offices
 Animal clinics/hospitals with indoor kennels (no outdoor kennels)
 Hotels
 Government branch offices
 Post Office or package handling retail services
 Conference centers
 Schools for the performing or fine arts and for martial arts
 Professional schools
 Financial institutions with and without drive-thrus
 Parking garages
 Free-standing ATMs
 Garden centers (except that large Garden Centers such as the type operated by Home Depot, Lowes or similar retailers shall not be permitted)
 Kiosks/movable carts for sales of food, beverages and merchandise
 Seasonal sales of merchandise (See section p for limitations on these temporary uses)
 Outdoor festivals and events (See section p for limitations on these temporary uses)

Restaurants, sidewalk cafés, bars, liquor stores, grocery stores, pharmacies, specialty food stores and other commercial establishments within the project shall be permitted to sell alcoholic beverages for on-premises and off-premises consumption, as applicable.

Sidewalk cafés will be permitted within the Property. For the purposes of this project, a sidewalk café is a group of tables and chairs and permitted decorative and accessory devices situated and maintained upon the sidewalk and used for the consumption of food and beverages sold to the public. A clear path, parallel to the street, with a minimum width of

five (5) feet shall be provided for the comfortable movement of pedestrians. Tables, chairs, umbrellas, awnings and any other objects provided within a sidewalk café shall be maintained in a clean and attractive manner and shall be in good repair at all times, ensuring a tidy appearance.

The Property will be developed with a maximum impervious surface ratio of 75 percent.

- g. The residential and non-residential structure setbacks, as measured from the property line, the minimum size of residential lots, the number of parking spaces for residential and non-residential uses, the use of signs and signage to serve the Project, including sign height, size and type, such as wall, ground or monument, pylon, etc., street lights or other required outdoor lighting within the Project, and the maximum height of all structures.*

- 1. Setbacks:* The minimum building setback from the right-of-way of A1A North shall be 50 feet. Buildings taller than 35 feet will be set back a minimum of 100 feet from A1A North. The minimum building setback along PGA Tour Boulevard shall be 25 feet from the right-of-way line (not the edge of pavement). Underground utilities and a potential sidewalk will be allowed within the PGA Tour Boulevard setback. Canopy trees will be planted within the PGA Tour Boulevard right-of-way adjacent to the 25-foot setback to buffer the building or buildings from passersby. Such canopy trees shall be planted at an average of 30 feet apart and shall be a minimum height of 15 feet and a minimum size of four (4) inches diameter breast height when planted. No setbacks shall apply to the internal access corridors. Setbacks shall be measured from the boundary of the Property and not from individual parcel boundaries. Setbacks shall be measured from the exterior wall of the closest structure 30 inches above grade.
- 2. Parking:* Parking will be provided via surface parking. In the event additional parking is needed to accommodate future phases, the Owner may construct a parking deck. As future phases are completed, the total number of parking spaces to be provided will not be less than the anticipated peak demand as calculated utilizing best practices methodologies contained in the Urban Land Institute's publication *Shared Parking, Second Edition*. A shared parking analysis report summarizing the methodologies contained within the *Shared Parking, Second Edition*, as well as the calculations performed to determine anticipated peak parking demand for the project, has been included as Exhibit "C". This Exhibit "C" shall supersede the Shared Parking Analysis for the Property and adjacent lands owned by Wells Fargo, Sawgrass Hotel Partners, Ltd., and ABC Properties Ltd. approved by the County in Resolution 94-111, as modified by Resolution 98-009. The referenced properties are subject to certain recorded cross-access and parking agreements that permit joint-use parking, including that certain Crosseasement and Noncurrent Parking Agreement and Modification Agreement recorded at Official Records Book 1366, Page 1690, and that certain First Restated Declaration of Reciprocal Covenants, Conditions and Easements recorded at Official Records Book 840, Page 360, as amended, all of the Public Records of St. Johns County, Florida.

Parking lots and any parking deck will be designed to provide convenient access to the desired entrance to project buildings. Portions of the parking deck that are visible from AIA North or PGA Tour Boulevard at any phase of the Project will either be concealed from view by buildings that wrap around the structure or be constructed with finished architectural panels or other architectural enhancement over 50 percent of the exposed façade; provided, however, that if a portion of the parking structure will be visible from AIA North or PGA Tour Boulevard only during the simultaneous construction of the parking deck and construction of the adjacent building or buildings, screening will not be required. Loading and service areas will not be permitted along AIA North or PGA Tour Boulevard unless obscured from view by other project buildings or appropriate walls and vegetative screening. Any modifications to parking areas not shown on the Master Development Plan attached as Exhibit "B" will be reflected on applicable construction plans.

3. **Signage:** On-site and off-site signs shall be permitted within and adjacent to the Property. No signs shall project beyond the property line over PGA Tour Boulevard, AIA North or Sawgrass Village Drive. Signage for the Property is subject to the provisions of the Unified Sign Plan approved by the County in Ordinance No. 2011-32 (MAJMOD 2011-05). Signs may be constructed within building setbacks.
 4. **Lighting:** Exterior lighting will be designed to encourage outdoor activity in appropriate portions of the site during evening hours. Lighting within parking areas that include 70 or more parking spaces shall be a maximum of 30 feet in height and shall be directed downward or internal to the Property. Maximum height of lighting in parking areas with fewer than 70 spaces will be 20 feet. Architectural lighting will be recessed under roof overhangs or generated from a concealed light source or low level light features. Lighting will comply with the provisions of LDC Section 3.06.13.
 5. **Structure Height:** The maximum structure height within Sawgrass Village will be 75 feet, which will be inclusive of all architectural elements and equipment. There will be no more than two (2) 75-foot buildings located within the Property (in addition to the existing Hilton Garden Inn hotel, which parcel is not subject to this Major Modification application). Any structure, or portion of a structure, located within 100 feet of the edge of the lake is limited to 35 feet in height. The maximum heights of buildings located within the Property will be staggered, as depicted on the Master Development Plan attached as Exhibit "B". Rooftop equipment will not be visible from surrounding roadways.
- h. The type and location of infrastructure needed to serve the Project, including at a minimum, drainage facilities, vehicle and pedestrian access to the Project, internal vehicle and pedestrian access within the Project, interconnectivity access points to adjacent properties, potential new or expanded thoroughfare or right-of-way location, park, open space and recreation facilities, types of active recreation that will be provided, the provision of water and sewer, fire protection, and solid waste collection. Additional infrastructure requirements may be addressed based upon the character or location of the Project.*

1. ***Drainage Facilities:*** Stormwater management shall be provided within the existing approved Caballos del Mar DRI pond system (St. Johns River Water Management District Permit No. 40-109-21181).
2. ***Vehicular Access:*** Vehicular access to the site will be provided via access corridors depicted on the Master Development Plan with connections to PGA Tour Boulevard and Sawgrass Village Drive. The existing access drives into Sawgrass Village from PGA Tour Boulevard shall remain until such time as new access roads have been constructed. The major access routes depicted on the MDP may include on-street parking. Residents can utilize golf carts as allowed by law.
3. ***Pedestrian/Bicycle/Other Access:*** Pedestrian and bicycle access to the site will be provided via connections to existing sidewalks along the west side of A1A North and the northeast side of PGA Tour Boulevard. The existing sidewalk on the north side of PGA Tour Boulevard will be extended to the easterly edge of the existing intersection on PGA Tour Boulevard within 120 days of the approval of this PUD major modification application and the expiration of all applicable appeal periods. Locations of new and existing sidewalks are depicted on the Master Development Plan attached as **Exhibit "B"**. Bicycle racks will be provided on the Property. All pedestrian accessible routes to all facilities and elements, parks, open spaces or the like shall meet the applicable requirements of the Florida Accessibility Code for Building Construction ("FACBC") and the Americans with Disabilities Act Accessibility Guidelines ("ADAAG") established by Florida law and 28 CFR Part 36.
4. ***Interconnectivity with Adjacent Properties:*** Vehicular interconnectivity to the north is provided via Sawgrass Village Drive. Vehicular interconnectivity to the west and south is provided via PGA Tour Boulevard. Vehicular interconnectivity to the east is provided via A1A North. Internal vehicular interconnectivity shall be provided via access drives as depicted on the Master Development Plan. Pedestrian interconnectivity to the west will be provided via an existing sidewalk along PGA Tour Boulevard. Pedestrian interconnectivity to the east will be provided via an existing sidewalk along A1A North and from the sidewalk along the north side of PGA Tour Boulevard to the open space/park beside the Publix parking lot via a pedestrian walkway or promenade that will be located along the front or waterward side of the buildings constructed along the lake. In the event that the Owner constructs a curb cut onto PGA Tour Boulevard east of the existing ABC Liquors store, the Owner and/or Sawgrass Marriott will also construct an aligned median cut in PGA Tour Boulevard, with an associated crosswalk. The Sawgrass Players Club Association, Inc., as owner of PGA Tour Boulevard, has agreed that the Owner may construct the new curb and median cuts regardless of whether or not the Sawgrass Marriott chooses to realign its entry drive with the new median cut. If the Owner does not construct the new curb and median cuts onto PGA Tour Boulevard referenced in the preceding two sentences, then the Owner will incorporate a pedestrian crosswalk into the existing median cut aligned with the Sawgrass Marriott entrance. Construction vehicles will be required to use only the entrance to Sawgrass Village at the intersection of Sawgrass Village Drive and A1A North and the first two entrances to Sawgrass Village from PGA Tour Boulevard closest to A1A North. Any

incidental damage to PGA Tour Boulevard west of the construction entrances will be repaired by the Owner at the Owner's expense. In the event that patching of asphalt on PGA Tour Boulevard between State Road A1A North and the above-referenced construction entrances exceeds 1,500 square feet, then the Owner shall mill and repave the entire area from State Road A1A North to the westerly construction entrance.

5. ***Parks, Open Space and Recreational Facilities:*** The Caballos del Mar DRI provides a common system of parks, open space and recreational facilities for all properties contained within its boundaries. The Open Space/Parks area adjacent to the lake along A1A North will be constructed concurrently with Future Phase A. Sidewalks will be provided for pedestrian use within the Property. The Owner may conduct community events such as sidewalk art festivals, wine tastings, holiday celebrations, antique car shows and the like within the open spaces on the Property. All facilities and elements for each park, open space, recreational area and/or amenity center shall meet the requirements of the Florida Accessibility Code for Building Construction (FACBC), adopted pursuant to the current Florida Statutes and based on the current ADA Standards for Accessible Design.

The project may contain streetscape elements that provide for bicycle and pedestrian activity, and support amenities such as outdoor seating and dining, bicycle racks and fountains. These elements will facilitate an increased level of activity during daytime and evening hours. If appropriate, the hotel operator may provide a fitness center and club room, swimming pool and other recreational facilities.

6. ***Water and Sewer Service:*** The Property is located within the service boundary of the St. Johns County Utilities Ponte Vedra-system. Utilities within the Property will be located underground whenever feasible. All utilities impacted by the new development shall comply with the County's standards from the Manual of Water, Wastewater, and Reuse Design Standards & Specifications.
7. ***Fire Protection:*** Fire protection shall be consistent with applicable provisions of the Land Development Code and current Florida Fire Prevention Code. A fire protection system shall be designed as part of the potable water system established for the property in compliance with NFPA 20. Fire equipment accessibility will be provided in compliance with NFPA 1, Chapter 18 and the Land Development Code. Buildings that exceed 35 feet in height will be protected by automatic fire sprinklers.
8. ***Solid Waste Collection:*** Solid waste collection shall be provided by the County-contracted waste collection company or other private provider.

- i. ***The amount of water and sewer use, based upon the projected population, and the public utility providers, if applicable.***

Water

Commercial 10 gpd/100 sf x 164,906 sf = 16,490.6 gallons per day

Office 15 gpd/100 sf x 67,200 sf = 10,080 gallons per day
 Hotel 100 gpd/room x 175 rooms = 17,500 gallons per day

Sewer

Commercial 10 gpd/100 sf x 164,906 sf = 16,490.6 gallons per day
 Office 15 gpd/100 sf x 67,200 sf = 10,080 gallons per day
 Hotel 100 gpd/room x 175 rooms = 17,500 gallons per day

j. The type of underlying soils and their suitability of development of the proposed Project.

The predominant soils on this site, as determined by the SCS Soil Survey of St. Johns County, are Smyrna, St. Johns, Cassia, Manatee, Samsula, Toccoi and Riviera. These soils are described as being very nearly level, somewhat poorly drained soils of hydrologic Groups D and B/D. A Soils Map is included in **Exhibit “D”**.

k. The type and extent of upland forest and wetlands on the site using the Level III classification of the Florida Land Use Cover and Classification System (FLUCCS). A map depicting the location of upland forest and wetland vegetation shall be provided with the application.

The site is fully developed and does not provide for any upland forest areas. There are no wetlands on the site. A FLUCCS Map is included in **Exhibit “E”**.

l. The type and extent of any Significant Natural Communities Habitat as defined by the Code. Listed Species information including locations, densities and extent of habitat.

The site is fully developed, and thus there is no Significant Natural Communities Habitat, as defined in the Land Development Code, located on the Property. There are no Listed Species, as defined in the Land Development Code, located on the Property.

m. Identification of known or observed Historic Resources as defined by the Code, including any sites listed within the State Division of Historical Resources Master Site File or the St. Johns County Historic Resources Inventory. In such cases, the requirements of Part 3.01.00 of the Code shall apply.

There are no known or observed Historic Resources, as defined in the Land Development Code, located within the Property.

n. The type and extent of buffering, landscaping, tree removal, tree protection and buffering between adjacent uses as needed to aesthetically screen uses and provide privacy.

Sawgrass Village is currently comprised of multiple uses within its site boundary and is proposed to be re-developed as a mixed-use village center. As such, uses within the village center are compatible and no setbacks or buffering is required to separate individual uses or discreet land areas within the PUD. The Property does not abut an existing residential neighborhood. Because there are no existing on-site wetlands, no wetland buffering or setbacks will be required. Perimeter buffers will be landscaped with grasses and lower-level vegetation that will not block views into the Property from A1A North, PGA Tour Boulevard or Sawgrass Village Drive. The Owner will enhance the landscaping that exists on the site today but cannot meet all landscaping provisions of the Palm Valley Overlay District because some of the requirements are contrary to the development of a mixed-use town center. Perimeter buffers will be vegetated and may be landscaped with a variety of trees, including palms, bushes and grasses. Vegetation will be strategically placed so as not to block the views into the Property from A1A North, PGA Tour Boulevard or Sawgrass Village Drive but will provide visual enhancement of the Property. In the event the Owner demolish a building or buildings and do not intend to commence construction of a building or buildings in the same general location for a maximum of one (1) year, and the result is that a material portion of a parking lot area is not screened from view from A1A North or PGA Tour Boulevard, the Owner shall install landscaping, masonry walls or other screening to a maximum of four (4) feet in height to block the views of passersby into those parking areas. The Owner will provide the details of proposed parking area landscaping, masonry walls or other screening in construction plans for each phase of the project (project phasing is set forth in section r below). There are no Specimen or Historic Trees on the Property.

- o. PUDs located in Special Districts as defined by Article III of this Code shall include a statement identifying the particular Special District and referencing the requirements to comply with the provisions of such Special District.*

The Property is located within the boundaries of the Palm Valley Overlay District. The Project will comply with the provisions of the Palm Valley Overlay District, LDC Part 3.10.06, where practicable. The Owner has requested several waivers from certain provision of the Palm Valley Overlay District requirements in section t hereof.

- p. The use, location and duration of temporary uses, including construction trailers, sales units, model homes and temporary signage related to construction of the Project.*

Temporary construction and temporary leasing trailers may be located on the site during construction of the project. Temporary construction and leasing trailers shall be removed no later than 30 days following the issuance of a certificate of occupancy for all buildings within each phase. Because construction of the project will be phased, the Owner shall be permitted to place temporary signage within portions of the Property in which construction is underway to direct residents to other areas of the Property that are in operation. All temporary leasing offices shall meet all of the applicable requirements of the Florida Accessibility Code for Building Construction ("FACBC"), including, but not limited to, an accessible route and accessible parking with signage. Construction staging areas may be located within any phase of the project.

The Owner will be permitted to conduct Outdoor Seasonal Sales of merchandise and hold outdoor festivals and events in the public green/park and within internal drives and their adjacent sidewalks and café areas. Temporary uses will comply with LDC Section 2.02.05.

- q. The use and location of Accessory Uses for residential and non-residential structures, including guest houses, A/C units and related heating/cooling units, setbacks, swimming pools, fencing and similar uses.*

Because of the mixed-use nature of Sawgrass Village, locations of Accessory Uses for structures are not limited from, or assigned to, any specific location on the site. Air conditioning units and/or heating/cooling units may be placed on roofs, provided they are screened from view from adjacent public rights-of-way, or located on the ground and screened from view from any adjacent public right-of-way. Trash receptacles, dumpsters, utility meters, above-ground tanks, satellite dishes (except as provided by Florida law), antenna and other similar structures shall be similarly screened. Off-street parking and loading shall also be permitted. Portions of the exterior walls of any parking deck that is visible from a public right-of-way will be architecturally enhanced or constructed with finished architectural panels.

Swimming pools may be provided for recreation at any hotel that may be constructed on the Property. Any swimming pool shall be permitted as an Accessory Use associated with the hotel or with a commercial use such as a health club or SCUBA shop. Swimming pools shall not be located closer than 40 feet from any public right-of-way unless a continuous living landscape buffer of at least 24 inches in height is installed; in which case a minimum setback of 15 feet to the pool will be required. In no event shall any pool be located within 25 feet of PGA Tour Boulevard.

- r. A phasing schedule, which shall include the amount of residential and non-residential development to be completed within a specified phase; a specific commencement term with a definition of commencement, and a specific completion term with a definition of completion. Phasing of the PUD may be obtained by:....(2) the provision of number of residential units or non-residential square footage that comprise a phase and the provision of specific development conditions related to the specific phase (e.g. prior to the platting of one hundred (100) dwelling units, a park shall be provided). The phasing schedule shall also provide for a PUD Progress Report as required by Section 5.03.07.*

ENTITLEMENT PHASING

<u>PHASES</u>	<u>LAND USE</u>		
	Retail/Commercial (square feet)	Office (square feet)	Hotel (Rooms)
Current (12/31/2013)	115,934 sf	24,898 sf	0 rooms
Cumulative (At Project build out - December 31, 2033)	164,906 sf*	67,200 sf*	175 rooms*

**This figure represents the net square footage at Project build out, which may include either all new buildings or a combination of existing and new structures.*

The Owner will commence construction of a minimum of 10,000 square feet of Retail/Commercial space on the southern half of the Property (whether such construction is of new buildings or replacement of existing structures) within five (5) years of the date on which the County approves this Major Modification application. Commencement of construction shall be deemed to have occurred upon approval of applicable construction plans. The Owner will commence construction of the remaining Retail/Commercial, Office and Hotel space as the real estate market dictates. The Project will be completed by December 31, 2033. Completion shall be defined as receipt of approval from the County of applicable As-Built-Surveys or certification of completion by the Developer's engineer. This completion date may be extended through a modification of this PUD-Ordinance.

- s. *The projected impact of the Project upon St. Johns County and an explanation of the Project's benefit to the County, as compared to existing zoning or other zoning district, and justification for the Project.*

As originally designated in the Caballos del Mar DRI, the Sawgrass Village was intended to serve as the "village center" for Ponte Vedra Beach. A majority of the center was built in the early 1980s, at a time when Ponte Vedra was primarily a second-home community and vacation destination. At the time, the area's population was approximately 5,000. With the only grocery store and drug store in the area, Sawgrass Village served the purpose of providing convenient shopping for daily necessities. During the intervening 25 years, however, Ponte Vedra has grown dramatically. Today, it has a population of approximately 40,000, most of whom are full-time residents. It has emerged as one of the premier residential communities in Florida and on the East Coast. It has also developed as a popular five-star tourist destination, the headquarters of the PGA Tour and the annual home of one of the most prestigious golf tournaments in the world. The community has experienced significant reinvestment as part of this evolution, as evidenced by the refurbishment and enhancement of the Ponte Vedra Inn & Club, the remodel of the golf course and construction of a new clubhouse at the TPC, the expansion and remodeling of the clubhouses at the Marsh

Landing and Plantation communities, the updating of the Cabana Club and the Sawgrass Beach Club, and other projects.

The recent change in ownership of a majority of the Property subject to this application presents an opportunity for the community. The Owner is performing maintenance and upgrades to the existing facilities. The Owner has seen the long-term potential of the site and is willing to make the investment necessary to restore Sawgrass Village to its intended role as the village center of Ponte Vedra Beach.

The proposed redevelopment of the Sawgrass Village will provide a first-class, mixed-use village that will become a viable, desirable and attractive amenity for the Ponte Vedra Beach community. It is anticipated that the improvements proposed for Sawgrass Village will present a new identity and elevated value to the whole of Ponte Vedra, but particularly the Sawgrass Players Club community, the Marriott resort and the TPC.

The redeveloped project expands employment, entertainment and shopping opportunities for residents and greater tax and other revenues for the County and other governmental agencies. With only 11 percent of the County's tax base coming from non-residential properties, the expansion of retail, office and hotel uses at Sawgrass Village will be of assistance to the County Commission, which has a stated goal of increasing the non-residential tax base to 30 percent.

- 1. Description of any requested waivers from the strict provisions of the Land Development Code to allow for innovative design techniques and alternative development patterns through the PUD zoning process. An explanation of the benefits arising from the application of flexible standards and criteria of the Code shall be provided to justify the need for such waivers.*

The Land Use Element of the St. Johns County Comprehensive Plan supports and promotes creative design concepts and innovative land use patterns such as mixed-use developments and village centers. However, because most of the provisions of the Land Development Code have not yet been amended to incorporate these highly desirable design concepts, there are many criteria within the Code that would prohibit this type of mixed-use development pattern. Until the Code is updated to incorporate these concepts, it is necessary for the Owner and others who wish to develop mixed-use projects to request waivers from many of the provisions of the Code. Fortunately, St. Johns County has adopted Part 3.10.00, the North Coastal Corridor Overlay District: Vilano Beach Town Center Overlay, which can serve as guide for the type of urban, compact, pedestrian-oriented, mixed-use development contemplated by this project.

The waivers enumerated below are necessary in order for the Owner to successfully develop a mixed-use village that will be the focal point of Ponte Vedra Beach. Sawgrass Village is being redesigned as a low-key, casually elegant village center that will be the gathering place for the community. As such, the plan includes a mixture of restaurants, retail shops, hotel and offices tied together by great public spaces such as a village green, pedestrian paths around the central pond system that tie into sidewalks that lead to the nearby Sawgrass Players Club neighborhood, a central drive lined with paved walks and outdoor cafés and

other public venues. The creation of mixed-use village centers is a return to a more community-oriented development pattern that benefits the community by minimizing environmental impacts, increasing infrastructure efficiency and creating a more desirable pedestrian and bicycle environment.

In order to implement Sawgrass Village as a mixed-use village center, it is necessary for the Owner to obtain certain waivers from the provisions of the Code, as enumerated below, in addition to the waivers previously approved by the County in MAJMOD 2011-5):

1. **Section 3.06.04.A.3** This waiver is requested from the requirement that certain accessory uses be screened from view from A1A North.

This waiver is requested for the sole purpose of allowing any parking deck that is constructed within the project to be visible from A1A North in limited areas. Much of the parking deck will be located behind buildings and thus will not be visible from A1A North. In limited areas where portions of the parking deck are visible from A1A North, the Owner will be required to architecturally enhance or install architectural panels in those locations.

2. **Section 3.06.04.A.6** This waiver is requested from the requirement that the maximum amount of impervious surface coverage of any site proposed for development, excluding any jurisdictional wetlands and pervious parking areas, shall not exceed sixty-five percent (65%).

This waiver is requested to allow the shopping center, which was developed in the 1980s, prior to the implementation of this Code provision, to be redeveloped. The Owner will provide more pervious surface than existed on the site prior to its redevelopment. However, the Owner cannot provide 35 percent pervious surface due to existing site constraints.

3. **Section 3.06.04.A.7.** This waiver addresses the provision in the Code that limits the maximum square footage of any commercial building within the Ponte Vedra/Palm Valley Overlay District to 10,000 square feet per acre.

As set forth in detail throughout this PUD text, the proposed redevelopment of the Sawgrass Village includes a fully integrated, mixed-use village center comprised of a variety of building sizes and densities. The style of development is compact, pedestrian-oriented with a mixture of uses within individual buildings. In order to achieve this compact, village center concept, it is necessary for the Property to be developed with more than 10,000 square feet per acre. This density is also necessary in order for SVSC, the owner of a majority of the land subject to this PUD, to achieve a return on its economic investment in redeveloping the Property into a true village center.

4. **Section 3.06.05.A.2** Waiver is requested from the requirement that there be a minimum front setback from a collector or local roadway of 30 feet for a one-story building and 50-feet for a two-story building.

The Owner desires to construct retail, office and hotel uses no closer than 25 feet of the right-of-way line of PGA Tour Boulevard (not the edge of pavement). In areas where buildings are within that proximity to the road, the Owner will plant canopy trees to buffer the buildings from the roadway. This waiver is necessary because most of the buildings within the redeveloped Sawgrass Village will be facing roadways, so their front yards will be facing toward those streets.

5. Section 3.06.05.A.3 This waiver is requested from the requirement that there be a minimum 20-foot side yard setback.

The redeveloped Sawgrass Village will be a mixed-use project potentially consisting of retail, restaurant, office and hotel uses within the site. Buildings will be located close to one another so that the center can be easily interconnected for pedestrian use. While some buildings will be separated by more than 20 feet, others will have no separation between buildings. The Owner desires to have the architectural flexibility to vary side yard setbacks.

6. Section 3.06.05.A.6. Waiver is requested from the requirement that there be a minimum of 20 feet of separation between buildings.

The proposed redevelopment of the Sawgrass Village includes a fully integrated, mixed-use village center comprised of a variety of building sizes and densities designed in a compact way with pedestrian-oriented features. As such, the separation between buildings may vary, and in some cases there will be no separation between buildings. All buildings will comply with applicable life-safety, fire and building codes and standards.

7. Sections 3.06.06.B and F and 3.06.10.B.7.a. This waiver addresses the provisions requiring a 20-foot landscaped buffer from A1A North and the associated landscape materials.

The project will be set back at least 20 feet from A1A North. However, the setback area may contain lakes, ponds and/or stormwater facilities, and landscaping. Such landscaping will include trees, palms, shrubbery, grasses and other ground cover to be installed at the Owner's discretion. The landscaping will be installed in a way that maintains views onto and from the Property while providing visual enhancement, but it will not follow the requirements of LDC Sections 3.06.06.B and F because tall vegetation will block views of the center from A1A North, PGA Tour Boulevard and Sawgrass Village Drive. Project signage will be permitted to be placed within the setback, as described in the Unified Sign Plan. This waiver is requested to allow flexibility in the location, number and types of trees and shrubs to be planted.

8. Section 3.06.08.A.1 This waiver is requested from the requirement that there be a three (3)-foot landscaped strip located within the eight (8)-foot minimum distance between any Building and parking area.

The project will provide wide sidewalks within the required eight (8)-foot minimum space between any Building and its parking area. However, the Owner desires to place potted plants, benches and other pedestrian-friendly amenities within this area in lieu of a minimum three (3)-foot vegetated strip. Phase 2 of the project will complete a development pattern that promotes pedestrian friendly environments, with shopping and dining venues on both sides of the street. Portions of a three (3) foot vegetative strip will be provided along this streetscape. However, a continuous landscape strip would create a pedestrian barrier and hinder the ability to promote cross-shopping to adjacent village stores. This waiver is requested to allow flexibility in the location, number and types of trees and shrubs to be planted.

9. 3.06.10.B.5 This waiver addresses the required shade tree plantings within parking lot islands.

The Owner will provide the required trees, which shall not be less than 14 feet in height and four (4) inches in caliper for each island. However, the Owner desires to add tree variety along the streetscape and plant trees that can flourish in smaller areas. These trees may be non-shade trees by definition, such as East Palatka Holly, and yet will provide a vegetative canopy to the street. It is in the best interest of the Owner, County and community to install landscape material that can thrive in limited soil space while minimizing the potential of root damage caused to adjacent walkways and driveways. This waiver is requested to allow flexibility in the location, number and types of trees and shrubs to be planted.

10. Section 3.06.12.E. Waiver is requested from the provision that a building may have only three (3) exterior colors, with two (2) additional trim colors.

In order to provide architectural interest and visually break up the façades of buildings within the project, the Owner wants the ability to have a maximum of five (5) colors on a building, with two (2) additional trim colors. The colors will meet the approval of the Ponte Vedra Architectural Review Board and will be compatible with the sign colors approved in Ordinance 2011-32.

11. Section 3.06.13. This waiver addresses the provision requiring that lights with cutoff-type luminaire be no higher than twenty (20) feet.

In order to reduce the number of light poles in parking areas with 70 or more parking spaces, the Owner desires to install lights with cutoff-type luminaire of a maximum height of thirty (30) feet. With fewer poles, the parking area will be more visually appealing. Maximum height of lights within parking areas with fewer than 70 spaces will be twenty (20) feet.

12. Section 5.03.02.G.1.r. This waiver addresses the Code requirement regarding PUD phasing.

The proposed redevelopment of Sawgrass Village will occur over time and pursuant to real estate market conditions. Therefore, the Owner has requested a waiver to this Code provision to allow the project be developed in one 20-year phase. The Sawgrass Players Club Association, Inc. Board of Directors has approved the 20-year project timeline as beneficial for the orderly redevelopment of the Property as a quality village center.

13. Sections 5.03.02.G.1.g and G.2.f., 6.05.02 and Table 6.17. This waiver addresses the Code's parking requirements as they relate to the Urban Land Institute's publication "Shared Parking, Second Edition".

The proposed redevelopment of Sawgrass Village is a mixed-use village center development which incorporates multiple (e.g. commercial and office) uses within individual buildings. This mixed-use style development promotes an efficient use of parking spaces since the spaces are likely to be occupied by different users at different times of the day. This concept is specifically addressed in the Urban Land Institute's publication "Shared Parking, Second Edition" and is fully integrated in the design and creation of the Sawgrass Village project.

14. Section 5.03.03.A.4. This waiver addresses the requirement that a minimum 10-foot natural/landscaped buffer be provided along project property lines.

A 10-foot natural/landscaped buffer will be provided along the property lines adjacent to A1A North and PGA Tour Boulevard. Presently, parking aisles terminate at Sawgrass Village Drive and as such there is no buffer along this property boundary. The proposed plan reflects a similar condition and as such, no buffer will be required along Sawgrass Village Drive.

15. Section 5.03.03.B.2. Waiver to the requirement that a 20-foot building/parking/storage setback be provided for commercial uses adjacent to road right-of-way and residential uses.

The Owner desires to construct retail, office and hotel uses no closer than 25 feet of the PGA Tour Boulevard right-of-way. In areas where buildings are within that proximity to the road, the Owner will plant trees to buffer the buildings from the roadway.

16. Section 5.03.03.C.1. Waiver to the 35-foot Structure Height limitation in the Coastal Area.

The Project may include a variety of uses, including retail space, restaurants, offices and a hotel. The office building and hotel are proposed to be a maximum of 75 feet, which will include all non-habitable area such as pitched roofs, mechanical equipment and architectural features. These proposed building heights are consistent with the heights of the approximately 72-foot-tall Hilton Garden Inn, which is located

within Sawgrass Village, and the adjacent Sawgrass Marriott, which is approximately 75 feet tall.

17. Section 6.06.02.F.2. This waiver is requested from the requirement that a 30-foot landscaped buffer, with certain mandatory canopy and other trees, be provided along Scenic Highways.

The existing buffer along A1A North adjacent to the Property does not contain vegetation other than grass and some palm trees. In fact, no properties along A1A North between J. Turner Butler Boulevard and Mickler Road contain the landscaping required in Section 6.06.02.F.2. The Owner seeks relief from the requirements of this Code section in order to have the flexibility to install trees, palms and shrubbery at its discretion in order to allow passersby to see into the shopping center and for patrons to view A1A North.

18. Section 6.09.00.B.2. Waiver to the requirement that when 50 percent or more of existing lighting fixtures are replaced, all exterior lighting must be brought into compliance with Part 6.09.00 (Lighting Standards).

The Owner will be redeveloping Sawgrass Village over time and may not reconstruct the entire center. Because the center includes approximately 22.59 acres, it would be extremely expensive for the Owner to replace all lighting if they opt to reconstruct only certain buildings and parking areas.

u. A statement, and agreement to comply, binding all successors and assigns in title to the commitments and conditions of the Master Development Plan.

The Owner, on behalf of itself and its successors and assigns, hereby agree and stipulate to proceed with the proposed development in accordance with the PUD ordinance for this application as adopted by the St. Johns County Board of County Commissioners. The Owner also agrees to comply with all conditions and safeguards established by the St. Johns County Planning and Zoning Agency and the St. Johns County Board of County Commissioners with respect to this Major Modification application.

All roads, drainage facilities and common areas located within the PUD for the common use and benefit of all property owners shall initially be constructed by the Owner and will be operated and maintained by the Sawgrass Village Association, Inc., an existing Florida not-for-profit corporation, its successors and/or assigns. The project will be operated according to the requirements of the Caballos del Mar DRI Development Order, as amended; Players Club PUD, as amended; Declaration of Covenants and Restrictions for Sawgrass Village, as amended; First Restated Declaration of Reciprocal Covenants, Conditions and Easements between Sawgrass Properties, Inc. and Arvida Corp., as amended; Amended and Restated Declaration of Covenants for The Players Club at Sawgrass, as amended; various recorded easements among property owners within the Sawgrass Village; and other documents recorded against title to the Sawgrass Village property in the Public Records of St. Johns County, Florida.

- v. *When the subject property is designated as more than one Future Land Use designation on the Comprehensive Plan Future Land Use Map, a map shall be provided depicting the boundaries between the designations and provide the total upland and wetland acres for each Land Use designation.*

The Future Land Use Map designation of the Property is Development of Regional Impact.

EXHIBIT "C"

Shared Parking Analysis

Shared Parking Analysis

Sawgrass Village Redevelopment

Major Modification

January 7, 2014

Prepared for:

Sawgrass Village Shopping Center LLC

Prepared by:

ELM

1035 Kings Avenue

Jacksonville, FL 32207

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Introduction

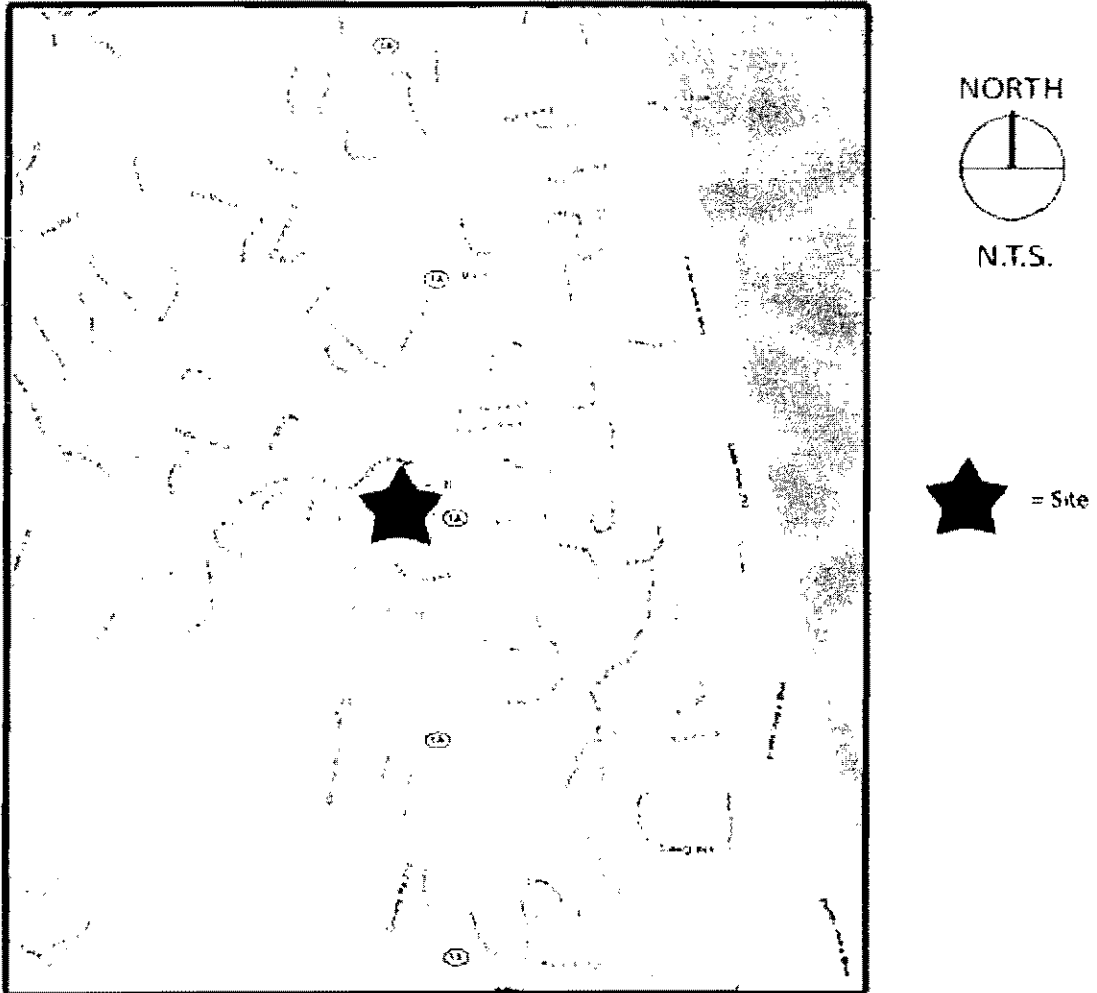
Sawgrass Village Shopping Center LLC is proposing the redevelopment of the Sawgrass Village Planned Unit Development (PUD) (Sawgrass Village), located along the west side of State Road A1A (SR A1A) between Sawgrass Village Drive and PGA Tour Boulevard in St. Johns County, Florida (see Figure 1, Project Location Map). The Sawgrass Village development parcel currently contains 138,088 square feet of shopping center, 25,008 square feet of general office building, and a 128-room hotel on approximately 28 acres. The redevelopment of the project is planned to occur in separate phases with the first phase proposing to redevelop the north parcel (subject to PUD small adjustment SMADJ 2011-13 and major modification ordinance 2011-32). The Sawgrass Village development parcel is proposed to contain up to 142,200 square feet of shopping center, 25,008 square feet of general office building, and a 128 room hotel upon completion of Phase I of the redevelopment.

ELM has been retained to provide an update to a previously approved shared parking analysis for the development. The previously approved shared parking analysis was approved with the PUD Resolution for the Final Development Plan (FDP) for Phase 3 of Sawgrass Village (Resolution Number 94-111) and subsequently updated with the PUD Resolution for the modification to the FDP for Phase 3 (Resolution Number 98-9). The originally approved Shared Parking Analysis and update were based on the Urban Land Institute's (ULI's) publication entitled *Shared Parking*. Therefore, this update utilizes the same publication as a basis for analysis. This updated Shared Parking Analysis has been prepared for submittal to St. Johns County to determine the number of parking spaces to be provided within the entire redevelopment of the Village (including parcels owned by Wells Fargo, Hotel Partners, Ltd., and ABC Properties, Ltd.) to meet the parking demand created for the project at build out. This ULI *Shared Parking* publication can be used in determination of minimum parking requirements for any development scenario permissible under the approved PUD zoning.

Shared Parking Background

Most parking code requirements are based on the peak parking demand for an individual land use and do not take into account a reduction in spaces for multiple uses within a single mixed-use development. This reduction in demand results from the different peak parking time periods for different land uses, as well as a single parked vehicle patronizing multiple land uses within the same development. ULI's publication *Shared Parking* examined the concept that combining land uses results in reduction in the demand for parking spaces in comparison to the demand for the individual uses in separate free-standing developments. The St. Johns County Land Development Code (LDC) does address "shared parking" in section 6.05.02.B; however, the LDC only allows for the joint use of parking for two or more structures or uses and not a reduction in required parking.

Figure 1
Project Location Map



Shared Parking Methodology

ULI's publication *Shared Parking* recommends the following four-step process to estimate the parking demand for a mixed-use development:

1. Initial project review
2. Adjustment for peak parking factor
3. Analysis of hourly accumulation
4. Estimate of shared parking

Step 1 consists of analyzing the land uses contained within a site and determining the functional relationship between them. Step 2 consists of determining a peak parking demand value for both weekday and weekend scenarios and then applying adjustments to the demand values based on factors such as seasonal, mode of transportation, and captive market. The season factor takes into account the fluctuation in demand of a land use based on the option of alternate modes of transportation other than auto, and the captive market factor is an optional factor that was not taken into account for this analysis in order to provide a conservative estimate of demand. Step 3 consists of analyzing the demand for parking on an hourly basis and multiplying the overall peak demand by an hourly percentage to determine the parking demand by hour of the day. Step 4 is the calculation of the hour-by-hour parking demand aggregate for all uses for both the weekday and weekend scenarios and then determining the peak condition.

Peak Parking Demand Generation and Factors

The project peak parking demand generation is based upon the rates contained in *Shared Parking*. The peak parking demand potential for the project is based on the parking rates for the following ULI land uses: Community Shopping Center, Office and Hotel. **Table 1** summarizes the anticipated peak parking demand generation potential for each individual land use for both the weekday and weekend scenarios.

The season adjustment factors for each individual land use were obtained from ULI's publication *Shared Parking*. Due to the suburban nature of this development, an adjustment factor of 1.0 was utilized for the mode of transportation factor as it was assumed that all patrons would utilize an automobile to access the development. **Table 2** summarized the anticipated peak parking demand generation potential for each individual land use after adjustment for seasonal and mode of transportation factors for both the weekday and weekend scenarios.

Sawgrass Village Redevelopment - Phase II

Major Modification

Shared Parking Analysis

Table 1
Sawgrass Village Redevelopment - Overall Village Shared Parking
Peak Parking Demand

Land Use	Size	Unit	Weekdays		Weekends	
			Peak Parking Rate	Peak Parking Demand	Peak Parking Rate	Peak Parking Demand
Community Shopping Center (<400 ksf)	169	ksf GLA	2.9	490	3.2	541
Employee			0.7	118	0.8	135
Restaurant Adjustment ¹			.06/K	10	0.06	10
Hotel (Business)	303	Rooms	1	303	0.9	273
Employee			0.25	76	0.18	55
Office (25-100 ksf)	67	ksf GLA	0.25	17	0.03	2
Employee			3.15	211	0.32	21
Bank with Drive In	3.5	ksf GLA	3	11	3	11
Employee			1.6	6	1.6	6
Total				1241		1053

Note: ¹ - ULI's parking demand rate for Shopping Centers assumes that the percentage of restaurant, entertainment, and/or cinema space within the overall shopping center is 10 percent or less. For each percent above 10 percent, a linear increase of 0.03 spaces per 1,000 SF of restaurant, entertainment, and/or cinema space should be calculated, therefore:

~ (19,000 SF/169,000)=12%

~(12% - 10%)=2%

~2% * 0.003 spaces/1,000 SF=0.06 space increase per 1,000 SF

Table 2
Sawgrass Village Redevelopment - Overall Village Shared Parking
Adjusted Peak Parking Demand

Land Use	Weekday Peak Park Demand	Weekday Adjustments			Weekend Peak Parking Demand	Weekend Adjustments		
		Seasonal/Monthly	Mode of Transportation	Parking Demand		Seasonal/Monthly	Mode of Transportation	Demand
Community Shopping Center (<400 ksf)	490	1	1	490	541	1.00	1	541
Employee	118	1	1	118	135	1.00	1	135
Restaurant Adjustment	10	1	1	10	10	1.00	1	10
Hotel (Business)	303	0.67	1	203	273	0.67	1	183
Employee	76	1	1	76	55	1.00	1	55
Office (25-100 ksf)	17	1	1	17	2	1.00	1	2
Employee	211	1	1	211	21	1.00	1	21
Bank with Drive In	11	1	1	11	11	1.00	1	11
Employee	6	1	1	6	6	1.00	1	6
Total				1141				963

Hourly Accumulation

The weekday and weekend adjusted project peak parking demands for each individual land use were separated into an hour-by-hour demand by applying the Time-of-Day factors contained in *Shared Parking*. The application of these Time-of-Day factors allows for the comparison of parking demand for each land use to determine if the peak demand for each land use coincides within the same hour as the other uses. For many mixed-use developments the peak demand for the separate uses does not coincide, which allows for a sharing of parking spaces that then reduces the number of overall required parking spaces. As summarized in **Table 3** and **Table 4**, respectively, the peak demand hour is 2 p.m. for both scenarios with a total demand of 1,032 parking spaces for the weekday scenario and 864 parking spaces for the weekend scenario. A bar graph displaying the hourly demand breakdown for both the weekday and weekend scenarios has been included as an attachment (see Attachment A). Please note that the total demand of 1,032 parking spaces is the total number needed at build out. The Owner will provide the number of spaces applicable to each phase.

Shared Parking Demand

The total shared parking demand was determined as the highest hour-by-hour parking demand as summarized in **Table 3**. The weekday demand is projected to be greater than the weekend demand, which yields a total shared parking demand for the development site of 1,032 spaces. This is an approximate 10% reduction in parking demand compared to the peak demand for each individual land use.

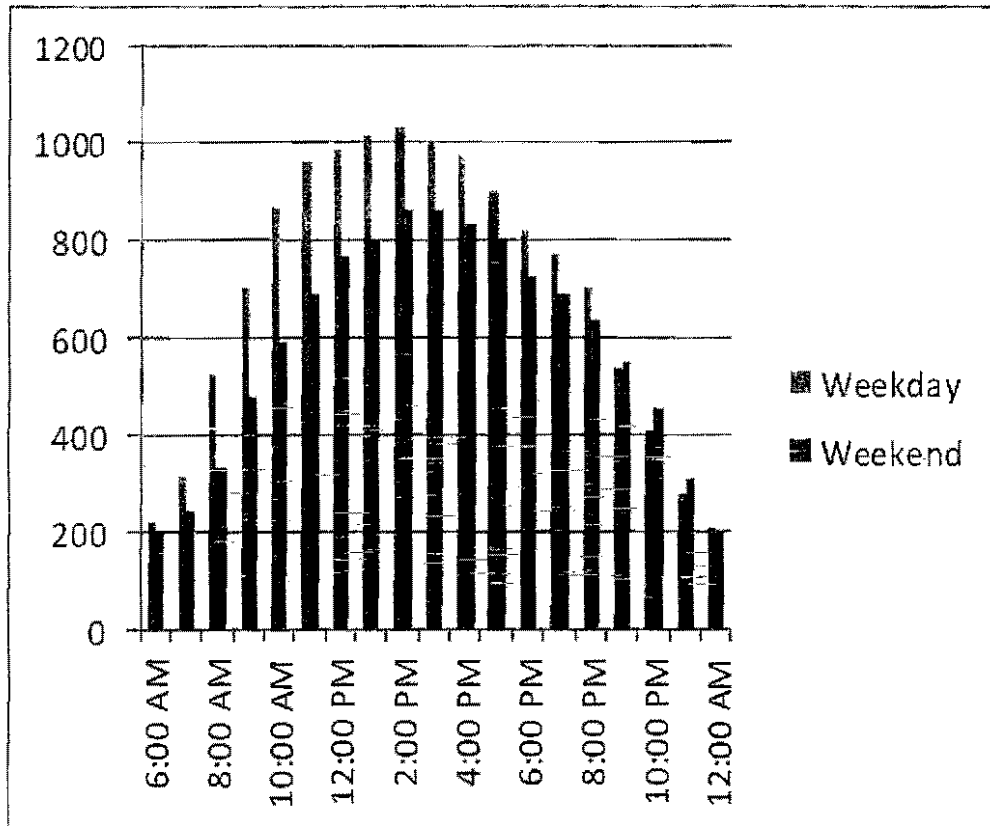
Conclusion

The Applicant is proposing the redevelopment of Sawgrass Village, located along the west side of SR A1A between Sawgrass Village Drive and TPC Boulevard in St. Johns County. The Sawgrass Village development parcel currently contains 138,088 square feet of shopping center, 25,008 square feet of general office building, 3,500 square feet of drive in bank, and a 128 room hotel on approximately 25.9 acres. The Sawgrass Village development parcel is proposed to contain up 169,000 square feet of shopping center, 67,000 square feet of general office building, 3,500 square feet of drive in bank, and a 303 room hotel upon completion of all phases of the redevelopment.

Based on the peak parking demand rates contained within ULI's publication *Shared Parking* (Second edition), it was determined that the total peak parking demand for each individual land use summed to 1,241 parking spaces. The peak parking demand, after utilizing the seasonal transportation mode and

time-of-day factors is anticipated to be 1,032 spaces at project build out. Each project phase will provide the number of parking spaces required for the land used applicable for each phase.

Table 5: Peak Month Daily Parking Demand by Hour



22nd May 2014
To Board of County Commissioners
Glenne Gray



ROGERS TOWERS
ATTN TINA BENTLEY
1301 RIVERPLACE BLVD STE 1500
JACKSONVILLE FL 32207

Ref.#: L624-14
P.O.#: AVERY-SMITH

PUBLISHED EVERY MORNING SUNDAY THRU SATURDAY
ST. AUGUSTINE AND ST. JOHNS COUNTY, FLORIDA

STATE OF FLORIDA,
COUNTY OF ST. JOHNS

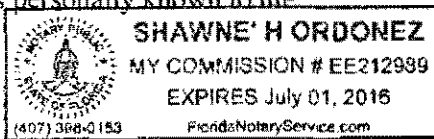
Before the undersigned authority personally appeared **MEGAN BECK** who on oath says that he/she is an Employee of the St. Augustine Record a daily newspaper published at St. Augustine in St. Johns County, Florida that the attached copy of advertisement being a **NOTICE OF HEARING** In the matter of **MAJMOD 2013-13 - SAWGRASS VILL PLAYERS CLUB** was published in said newspaper on **03/05/2014**

Affiant further says that the St. Augustine Record is a newspaper published at St. Augustine, in said St. Johns County, Florida, and that the said newspaper heretofore has been continuously published in said St. Johns County, Florida each day and has been entered as second class mail matter at the post office of the City of St. Augustine, in said St. Johns County, for a period of one year from the first publication of the copy of advertisement; and affiant further says that he/she has neither paid nor promised any person, firm or corporation any discount, rebate, commission or refund for the purpose of securing the advertisement for publication in the said newspaper.

Sworn to and subscribed before me this 13 day of March 2014
by [Signature] who is personally known to me
or who has produced as identification

[Signature]

(Signature of Notary Public)



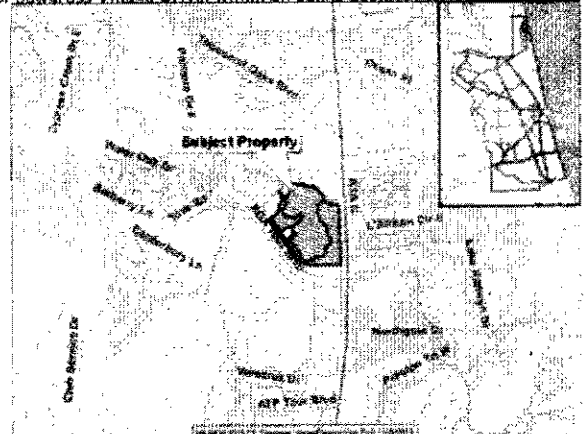
(Seal)

NOTICE OF A PROPOSED MAJOR MODIFICATION

NOTICE IS HEREBY GIVEN that a public hearing will be held on **Thursday, March 20, 2014 at 1:30 p.m.** by the St. Johns County Planning and Zoning Agency and **Tuesday, May 6, 2014 at 9:00 a.m.** by the Board of County Commissioners in the County Auditorium, County Administration Building, 500 San Sebastian View, St. Augustine, Florida, to consider a request for a redevelopment of the existing Sawgrass Village.

AN ORDINANCE OF THE COUNTY OF ST. JOHNS, STATE OF FLORIDA, APPROVING A MAJOR MODIFICATION TO THE PLAYERS CLUB PLANNED UNIT DEVELOPMENT, ORDINANCE NUMBER 1973-13, AS AMENDED, MAKING FINDINGS OF FACT; REQUIRING RECORDATION; AND PROVIDING FOR AN EFFECTIVE DATE.

The subject property is located West of A1A, north of PGA Tour Blvd, south of Sawgrass Village Drive, within St. Johns County, Florida.



This file is maintained in the Planning & Zoning Section of the Growth Management Department, at the Permit Center, 4040 Lewis Speedway, St. Augustine, Florida, and may be examined by interested parties prior to said public hearing.

Interested parties may appear at the meeting and be heard with respect to the proposed request.

NOTICE TO PERSONS NEEDING SPECIAL ACCOMMODATIONS AND TO ALL HEARING IMPAIRED PERSONS: In accordance with the Americans with Disabilities Act, persons needing special accommodations or an interpreter to participate in this proceeding should contact the County's ADA Coordinator at (904) 209-0650 or at the County Administration Building, 500 San Sebastian View, St. Augustine, Florida, 32084. For hearing impaired individuals, call Florida Relay Service at 1 800 955 8770, no later than 5 days prior to the date of this meeting.

If a person decides to appeal any decision made with respect to any matter considered at the meeting or hearing, he or she will need a record of the proceedings and for such purpose he may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which appeal is to be based.

This matter is subject to court imposed quasi-judicial rules of procedures. It is anticipated that one or more County Commissioners may attend this meeting. Interested parties should limit contact with the Board of County Commissioners or the Planning and Zoning Agency members on this topic, except in compliance with Resolution 95-126, to properly noticed public hearings or to written communication care of St. Johns County Planning & Zoning Section, 4040 Lewis Speedway, St. Augustine, Florida, 32084.

PLANNING AND ZONING AGENCY BOARD OF COUNTY COMMISSIONERS
ST. JOHNS COUNTY, FLORIDA JOHN H. MORRIS, CHAIR
DICK WILLIAMS, CHAIR

FILE NUMBER: MAJMOD 2013-13 Sawgrass Village/Players Club
L624-14 Mar 5, 2014



FLORIDA DEPARTMENT of STATE

RICK SCOTT
Governor

KEN DETZNER
Secretary of State

May 13, 2014

Ms. Cheryl Strickland
Secretary
St. Johns County
500 San Sebastian View
St. Augustine, Florida 32084

Attention: Ms. Yvonne King, Deputy Clerk

Dear Ms. Strickland:

Pursuant to the provisions of Section 125.66, Florida Statutes, this will acknowledge receipt of your electronic copy of Ordinance No. 2014-23, which was filed in this office on May 13, 2014.

Sincerely,

Liz Cloud
Program Administrator

LC/mrh

2014 MAY 13 2:11 PM '14