

RESOLUTION NO. 2023- 101

A RESOLUTION BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA, AMENDING AND RESTATING RESOLUTION NOS. 2004-45, 2010-286, 2014-326, 2017-132 AND 2021-334, A DEVELOPMENT ORDER FOR RIVERTOWN, A DEVELOPMENT OF REGIONAL IMPACT, UNDER CHAPTER 380, FLORIDA STATUTES, AUTHORIZING DEVELOPMENT OF APPROXIMATELY 4,170 ACRES NORTHWEST ST. JOHNS COUNTY; ESTABLISHING MITIGATION REQUIREMENTS FOR REGIONAL IMPACTS, INCLUDING MITIGATION FOR TRANSPORTATION AND RECREATION IMPACTS; FINDING THE MODIFICATION DOES NOT CONSTITUTE A SUBSTANTIAL DEVIATION; AND ESTABLISHING AN EFFECTIVE DATE.

LET IT BE KNOWN that, pursuant to Section 380.06, Florida Statutes, the St. Johns County Board of County Commissioners heard at a duly noticed public hearing convened on March 21, 2023, an application to modify the Development of Regional Impact (“DRI”) Development Order for RiverTown (“DRI Modification Application”), to be developed in the manner described in this DRI Modification Application, which application is supplemented by the original Application for Development Approval (“ADA”) and Sufficiency Responses filed for RiverTown in 2004.

RECITALS

WHEREAS, the St. Johns County Board of County Commissioners considered the report of the St. Johns County staff and the DRI Modification Application documents upon the record made before the St. Johns County Board of County Commissioners; and

WHEREAS, a Development Order for the RiverTown DRI was originally approved by the St. Johns County Board of County Commissioners on February 24, 2004 by Resolution No. 2004-45 (the “Original Development Order”); and

WHEREAS, the Development Order for the RiverTown DRI was amended by the St. Johns County Board of County Commissioners on December 7, 2010 by Resolution No. 2010-286; and

WHEREAS, the Development Order for the RiverTown DRI was again amended by the St. Johns County Board of County Commissioners on November 4, 2014 by Resolution No. 2014-326; and

WHEREAS, the RiverTown DRI Development Order was again amended by the St. Johns County Board of County Commissioners on April 18, 2017 by Resolution No. 2017-132; and

WHEREAS, the RiverTown DRI Development Order was again amended by the St. Johns County Board of County Commissioners on August 3, 2021 by Resolution No. 2021-334; and

WHEREAS, the RiverTown DRI is a proposed mixed use development on approximately 4,170 acres located in St. Johns County, Florida (the “**DRI Property**”); and

WHEREAS, Mattamy Rivertown LLC, a Delaware limited liability company, is the owner of the DRI Property and is the Developer of Record for the RiverTown DRI and this DRI Modification Application (hereinafter referred to as the “**Applicant**” or “**Developer**”); and

WHEREAS, the Developer’s authorized agents are Prosser, Inc., whose address is 13901 Sutton Park Drive South, Suite 200, Jacksonville, Florida 32224, and Rogers Towers, P.A., whose address is 100 Whetstone Place, Suite 200, St. Augustine, Florida 32086; and

WHEREAS, the Developer’s predecessor in title, The St. Joe Company, filed the ADA dated March 27, 2003, First Sufficiency Response dated August 2003, and Second Sufficiency Response dated November 2003; and

WHEREAS, the ADA and Sufficiency Responses were reviewed by the Northeast Florida Regional Council as required by Section 380.06, Florida Statutes (2004), and the Council recommended that the application be approved, subject to certain conditions; and

WHEREAS, the St. Johns County Board of County Commissioners duly noticed and on February 24, 2004 held a public hearing on the application as required by Section 380.06, Florida Statutes (2004), and afforded the public and all affected parties an opportunity to be heard and to present evidence; and

WHEREAS, the St. Johns County Board of County Commissioners approved the ADA on

February 24, 2004 as Resolution No. 2004-45; and

WHEREAS, the St. Johns County Board of County Commissioners approved subsequent modifications to the DRI Development Order as Resolution Nos. 2010-286, 2014-326, 2017-132; and 2021-334

WHEREAS, the Developer filed this DRI Modification Application on September 1, 2022 seeking to amend the Development Order to (1) revise the school mitigation requirements for the DRI Property; (2) remove references to a bald eagle nest area since the nest has been abandoned, pursuant to state and federal law; (3) change the date by which the County must elect to accept a library site within the DRI Property; (4) revise the date by which the County must elect to accept a fire station site within the DRI Property; (5) update the approved residential development rights to reflect the construction of certain age-restricted units; and (6) revise locations of round-abouts along State Road 13 adjacent to the DRI Property; and

WHEREAS, the St. Johns County Board of County Commissioners duly noticed and on march 21, 2023 held a public hearing on the DRI Modification Application as required by Section 380.06, Florida Statutes, and afforded the public and all affected parties an opportunity to be heard and to present evidence.

NOW, THEREFORE, BE IT RESOLVED, by the Board of County Commissioners of St. Johns County, Florida, in public hearing duly constitutes and assembled on march 21, 2023, that the DRI Modification Application for the RiverTown DRI is hereby approved, subject to the following terms and conditions:

FINDINGS OF FACT AND CONCLUSIONS OF LAW

1. The DRI Property is not in an area designated as an Area of Critical State Concern pursuant to the provisions of Section 380.05, Florida Statutes.
2. The DRI, as amended, is consistent with the State Comprehensive Plan.
3. The DRI, as amended, is consistent with the Strategic Regional Policy Plan adopted by the Northeast Florida Regional Council.

4. The DRI, as amended, is consistent with the St. Johns County Comprehensive Plan and St. Johns County Land Development Code.
5. The DRI, as amended, is consistent with the Northwest Sector Plan adopted by St. Johns County.
6. The DRI, as amended, is consistent with applicable provisions of Section 380.06, Florida Statutes.
7. This Amended and Restated Development Order shall supersede and replace all previously approved development orders for the RiverTown DRI.
8. This Resolution shall take effect upon its adoption.

GENERAL CONDITIONS

1. **Application for Development Approval.** The DRI will be developed in accordance with the information, plans and commitments contained in the RiverTown DRI ADA dated March 2, 2003, as modified by the ADA First Sufficiency Response dated August 2003, the ADA Second Sufficiency Response dated November 2003; the DRI Modification Application; and the RiverTown Master Plan, Map H, attached as Exhibit 2, all of which are incorporated by reference except to the extent of any conflict with the express terms of the conditions of the RiverTown DRI Amended and Restated Development Order in which event, the terms and conditions of this Amended and Restated Development Order will govern.

2. **Land Use Totals.** The DRI may be developed with the following uses within St. Johns County: 100,000 square feet of office uses; 300,000 square feet of retail/commercial /service uses; 4,500 dwelling units¹, comprised of 3,700 single-family units (of which 770 units are age-restricted but have not been factored into any reductions in school or transportation mitigation calculations) and 800 multi-family units; 18 golf course holes; 1,369 acres of recreation/open space (including but not limited to neighborhood parks, 100 acre community park, and 58-acre Riverfront Park); churches; two (2) elementary schools; a middle school; civic uses; and 100,000 square feet of light industrial uses. The Master Plan for RiverTown includes a Town Center, which may include retail, office, recreational and riverfront amenity uses. The specific location of all land uses will be determined through the PUD approval process.

¹ The Developer has converted land uses pursuant to General Condition 4 hereof, so the project is currently approved for 4,950 residential units, of which 4,070 are single-family and 880 are multi-family.

3. **Phasing, Build-Out and Expiration of DRI.** The DRI will be developed in two (2) Phases, as described in the Development information Table attached as **Exhibit 10**. Phase I will last 20 years and Phase II will last five (5) years unless extended pursuant to Sections 252.363 and 380.06, Florida Statutes, or unless the Developer elects to accelerate the beginning date of Phase II, provided that all mitigation requirements for Phase II have been met. The end date of Phase II will not be affected by an acceleration of the beginning date. Unused development rights from Phase I will carry over into Phase II until build-out. Physical development of the DRI commenced within three (3) years of the Effective Date of the Original Development Order. The projected build-out date for all development is July 28, 2036. The DRI termination and DRI Development Order expiration dates are established as November 20, 2042. Any extensions of the DRI build-out, termination or expiration dates will be governed by the provisions of Section 380.06, Florida Statutes. The time period for commencement of physical development and the time period for build-out and termination will be tolled during the period of any appeal pursuant to Section 380.07, Florida Statutes, or during the pendency of administrative or judicial proceedings relating to development permits.

4. **Land Use Conversion.** The Developer may increase certain land uses and simultaneously decrease other land uses without filing an application to modify this Amended and Restated Development Order, provided that such changes are consistent with the Equivalency Matrix attached as **Exhibit 11**. Any future modification of this Amended and Restated Development Order will incorporate any changes due to the use of the Equivalency Matrix. Use of the Equivalency Matrix may increase or decrease the total amount of each land use by no more than the amount allowed for in this Amended and Restated Development Order, unless modified pursuant to Section 380.06, Florida Statutes.
 - (a) At the time of election of a land use conversion under the Equivalency Matrix, the Developer will notify the Florida Department of Economic Opportunity (“**DEO**”), Northeast Florida Regional Council (“**NEFRC**”) and the County of the election at least 30 days before implementation and will provide the DEO, the County and the NEFRC with cumulative land use totals and remaining allowable quantities in the biennial report.

- (b) Any land use conversion that will result in more than 4,950 [the Developer completed a land use conversion in July 2022] residential dwelling units must demonstrate at the time of election that the conversion was approved by the St. Johns County School District, in a modification to that certain RiverTown School Impact Fee Payment and School Siting Agreement and Termination of Memorandum of Understanding between the Developer and the School Board dated July 12, 2022 and recorded in Official Records Book 5599, Page 851, Public Records of St. Johns County, Florida (the “**School Mitigation Agreement**”).) Otherwise, so long as the conversion is consistent with the criteria contained in **Exhibit 11** and no change is made to the Master Plan, Map H (**Exhibit 2**), no additional DRI approvals will be required for the conversion.

Conversion of either residential category is permissible so long as the cumulative total of residential units (Single-Family and Multi-Family) does not exceed 4,950 dwelling units. An increase in the number of dwelling units by more than 450 (10 percent of the total number of dwelling units) shall cause RiverTown to be subject to further review pursuant to Sections 163.3180 and 380.06, Florida Statutes (2004).

In the event the Developer elects to increase the total number of residential dwelling units above 4,950, any school mitigation corresponding to any residential units obtained through land use conversion shall be approved by the School District in a modification to the School Mitigation Agreement.

5. **Effective Date.** This Resolution and Amended and Restated Development Order will take effect upon the adoption thereof by the Board of County Commissioners of St. Johns County, Florida.
6. **Monitoring Official.** The County Administrator or his designee will be the local official responsible for monitoring the development for compliance by the Developer with this Amended and Restated Development Order.
7. **Downzoning Protection.** In accordance with Section 380.06(4)(a), Florida Statutes (2004), the RiverTown DRI, as approved in this Amended and Restated Development Order, will not be subject to downzoning, unit density, reduction, or intensity reduction before November 20, 2042, unless the Developer consents to such change, or the County demonstrates that substantial changes in the conditions underlying the approval of the Amended and Restated Development

Order have occurred or the Amended and Restated Development Order was based on substantially inaccurate information provided by the Developer or that the changes clearly established by the County are essential to the public health, safety, or welfare.

8. Election Regarding Environmental Rules. Pursuant to Section 380.06(5)(c), Florida Statutes (2004), the Developer has elected to be bound by the rules adopted pursuant to Chapters 373 and 403 in effect as of the date of the Original Development Order adopted pursuant to Resolution No. 2004-45, including but not limited to the provision of Section 373.414(13), Florida Statutes (2004). Such rules shall be applicable to all applications for permits pursuant to those chapters which are necessary for and consistent with the development authorized in this Development Order, except that a later adopted rule shall be applicable to an application of:

- (a) the later adopted rule is determined by the adopting agency to be essential to the public health, safety and welfare; or
- (b) the later adopted rule is adopted pursuant to Section 403.061(27), Florida Statutes (2004); or
- (c) the later adopted rule is being adopted pursuant to a subsequently enacted statutorily mandated program; or
- (d) the later adopted rule is mandated in order for the state to maintain delegation of a federal program; or
- (e) the later adopted rule is required by state or federal law.

Further, to qualify for the benefits of this provision, the application must be filed within five (5) years from the issuance of this Amended and Restated Development Order and the permit shall not be effective for more than eight (8) years from the issuance of this Amended and Restated Development Order. Nothing in this paragraph will be construed to alter or change any permitting agency's authority to approve permits or to determine applicable criteria for longer periods of time.

9. Level of Service Standards. The Developer will be required to meet the adopted level of service standards in the 2015 St. Johns County Comprehensive Plan and the requirements of the County's concurrency management system as are in effect on the date hereof except as to those that may be amended in accordance with Section 380.06(15)(c)(3), Florida Statutes (2004); and except that transportation impacts of the DRI will be addressed by the Developer paying the

proportionate share permitted by Section 163.3180(12), Florida Statutes (2004) as authorized by this Development Order and if authorized by applicable Comprehensive Plan Amendment (COMPAMD 2003-02), Ordinance 2004-14 adopted by St. Johns County simultaneously with this Development Order. The provisions of Section 163.3180(12), Florida Statutes (2004) will be deemed to meet the provisions of the County's concurrency management system (Land Development Code Article 11) if such application of Section 163.3180(12) is specifically approved in the County Comprehensive Plan. This DRI is deemed to be a Multi-Use DRI meeting the statutory provisions of Section 163.3180(12), Florida Statutes (2004).

10. Biennial Reporting. Biennial monitoring reports for the RiverTown DRI will be prepared by the Developer in accordance with Section 380.06, Florida Statutes (2004), and will be submitted to the NEFRC, DCA, and St. Johns County no later than January 31 of every second year until build-out, commencing January 31, 2006 (the "**Monitoring Report**"). The Monitoring Reports will be consistent with the reporting requirements adopted in Section 380.06(18), Florida Statutes (2004), as amended. The monitoring report will include:

(a) Traffic reports, which will be submitted to the Florida Department of Transportation ("**FDOT**") District Urban Office in Jacksonville, as well as to St. Johns County, the Council, and DEO. The first traffic report will be due concurrently with the first biennial Monitoring Report and then biennially thereafter until project build-out, unless otherwise specified by the NEFRC. The following information will be included:

(i) Traffic counts, turning movements and levels of service actual for the past 24 months and projected for the ensuing 24 months, including traffic estimates for the following roads, including intersections. Developer will distinguish between project-related traffic and total traffic volumes:

- S.R. 13 from Racetrack Road to S.R. 16
- C.R. 210 from C.R. 16A to I-95
- C.R. 16A from S.R. 13 to C.R. 210
- Greenbriar Road from C.R. 210 to S.R. 13
- Roberts Road from S.R. 13 to Greenbriar Road
- RiverTown Parkway

- C.R. 223 from C.R. 210 to Racetrack Road
- Intersection of Longleaf Pine Parkway and C.R. 210
- Intersection of Longleaf Pine Parkway and Greenbriar Road
- Intersection of S.R. 13 and Greenbriar Road

Note: Actual FDOT or County traffic counts will be used where possible. If actual FDOT or County counts are not available for a particular road or intersection, Developer will retain, at its expense, a traffic engineering firm to collect the necessary counts. FDOT seasonal adjustment factors will be used when adjusting traffic counts.

11. **Notice of Adoption.** Notice of adoption of this Amended and Restated Development Order or any subsequent amendment to it will be recorded by the Developer in accordance with Section 380.06(4)(c), Florida Statutes (2004), with the Clerk of Court of St. Johns County. The recording of this notice will not constitute or provide actual or constructive notice of a lien, cloud or encumbrance of the DRI Property. The conditions of this Amended and Restated Development Order will run with the land and bind the successors and assigns of the Developer of the DRI Property. Any contract or agreement for sale of those interests by the Developer for all or any part of the property subject to this Amended and Restated Development Order will contain a legend substantially in the following form clearly printed or stamped thereon:

THE PROPERTY DESCRIBED IN THIS AGREEMENT IS PART OF THE RIVERTOWN DEVELOPMENT OF REGIONAL IMPACT AND IS SUBJECT TO AN AMENDED AND RESTATED DEVELOPMENT ORDER, NOTICE OF WHICH IS RECORDED IN THE PUBLIC RECORDS OF ST. JOHNS 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 MATTAMY RIVERTOWN LLC. THE DEVELOPMENT ORDER DOES NOT CONSTITUTE A LIEN, CLOUD OR ENCUMBRANCE OF REAL PROPERTY OR CONSTITUTE ACTUAL OR CONSTRUCTIVE NOTICE OF SAME. A COPY OF THE DEVELOPMENT ORDER MAY BE REVIEWED AT THE OFFICE OF

**GROWTH MANAGEMENT SERVICES, ST. JOHNS COUNTY, FLORIDA,
OR AT THE OFFICE OF THE DEPARTMENT OF ECONOMIC
OPPORTUNITY, STATE OF FLORIDA, TALLAHASSEE, FLORIDA.**

12. **Application for Proposed Changes.** The Developer will comply with applicable provisions of the Florida Statutes in effect at the time of proposed changes to the DRI with regard to such changes.

13. **Status of Development Rights.** The rights of the Developer to construct the development as set forth in General Conditions 2, 3 and 4 are not subject to downzoning or unit density reduction or intensity reduction, except as provided for in General Condition 7 of this Amended and Restated Development Order. Future modifications to the St. Johns County Land Development Code and other laws or regulations of the County affecting development shall be applied to the development approved pursuant to the Original Development Order adopted pursuant to Resolution No. 2004-45 except to the extent that (a) such application would be inconsistent with Section 163.3167(8), Florida Statutes (2004), (b) such future modifications, laws or regulations conflict with specific provisions, conditions or commitments set forth in the Original Development Order unless, consistent with Section 380.06, Florida Statutes, the local government demonstrates that (i) substantial changes in the conditions underlying the approval of the Original Development Order have occurred, (ii) the Original Development Order was based on substantially inaccurate information provided by the Developer, or (iii) such modifications, laws or regulations are essential to the public health, safety or welfare, or (c) such modifications require mitigation for development impacts which have been reviewed under Section 380.06, Florida Statutes, and addressed in the Original Development Order. It is recognized that the Developer does not waive any statutory or common law vested right or equitable estoppel right it now had, has or may hereafter acquire in the future to complete any portion of RiverTown in accordance with the applicable state and local laws and ordinances in effect at the time the Original Development Order became effective.

14. **Subsequent Requests for Development Permits.** Subsequent requests for development permits will not require further review pursuant to Section 380.06, Florida Statutes, unless it is found by the St. Johns County Board of County Commissioners, after due notice and hearing, that one or more of the following is present:

- (a) deviation from the terms or conditions of this Amended and Restated Development Order, or other changes to the approved development, which create a reasonable likelihood of adverse regional impacts which were not evaluated in the review of the Original Development Order by the Northeast Florida Regional Planning Council; or
- (b) expiration of this Amended and Restated Development Order pursuant to General Condition 3.

Upon a finding that (a) is present, the St. Johns County Board of County Commissioners will order compliance with Section 380.06, Florida Statutes, and development within RiverTown may continue, as approved, during the DRI review in those portions of the development which are not affected by the proposed change.

SPECIAL CONDITIONS

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ENVIRONMENTAL RESOURCES IMPACTS

15. Vegetation and Wildlife.

- (a) **Eagle Nest.** A comprehensive wildlife survey was conducted by Environmental Services, Inc. in April 2002. One pair of eagles was confirmed to be using a nest (nest number SJ008) at the northern end of the DRI Property. No other eagle nests were recorded anywhere else on the site. A second active bald eagle nest, nest number SJ010, was observed approximately 1,500 feet south easterly of the eastern boundary line of the DRI Property near the St. Johns River, of which a portion of the secondary zone lies within the DRI Property as depicted on Exhibit 3, Proposed Greenway System. In February 2022, the nest on the northern end of the DRI Property (nest number SJ008) was determined to be abandoned, pursuant to applicable state and federal laws. Thus, the abandoned nest is no longer subject to the previously required protection zones.
- (b) **Gopher Tortoise.** Based on a gopher tortoise survey conducted by Environmental Services, Inc. on May 14 and 30, 2002, RiverTown contains approximately 341 acres of occupied gopher tortoise habitat. The habitat areas are depicted on Map G, August 2003 (Revised) Significant Wildlife and Plant Resources incorporated in the ADA First Sufficiency Response (“**Map G**”). Prior to development within the gopher tortoise Incidental Take Permit or other applicable approval from the Florida Fish and Wildlife Conservation Commission (“**FWC**”). Required mitigation as prescribed by FWC will be provided prior to project impacts to gopher tortoise habitat. The required acreage for habitat protection if an incidental take permit is granted is 62.89 acres. Within one calendar year from the Effective Date of the Original Development Order, the Developer will either (i) contribute to the purchase of preservation land by payment of a sum equal to \$4,637 per acre to the FWC Land Acquisition Trust Fund, (ii) preserve some or all of the potential gopher tortoise preserve as generally identified on Exhibit 3 (Figure 26-1) into the Greenway (“**Potential Gopher Tortoise Preserve**”), (iii) purchase suitable off-site preservation land within a mitigation bank, or (iv) choose a combination of any or all of items (i), (ii) or (iii) that equals a total of 62.89 acres of mitigation. The Developer will develop a management plan for the Potential Gopher Tortoise Preserve (“**Gopher Tortoise Habitat Management Plan**”), if and only if the Developer chooses on-site preservation as part of its mitigation plan. The purpose of the

Gopher Tortoise Habitat Management Plan will be to increase the value of the habitat preserve area for gopher tortoise and to maintain the area as viable habitat for the species. The Gopher Tortoise Habitat Management Plan will be approved by the FWC and the Developer will comply with the terms of the approved Gopher Tortoise Habitat Management Plan.

- (c) **Protected Plants.** A portion of the proposed preserve wetland enhancement area depicted on Exhibit 3, (Figure 26-1) will be managed to promote the growth of Bartram's Ixia. Incorporation of fire or mechanical disturbance such as bush-hogging or Gyro-tracking which mimics the effect of fire shall be incorporated into the mitigation plan for the area as part of the environmental permitting process.

- (d) **Significant Natural Communities Habitat.** The Developer will preserve a minimum of 10 percent of the Significant Natural Communities Habitat on-site in accordance with Section 4.01.07, St. Johns County Land Development Code. If the Developer does not choose on-site gopher tortoise preservation of at least 7.1 acres as part of its mitigation plan under Special Condition 15(b) hereof, then Developer will preserve 7.1 contiguous acres along the eastern side of Kendall Creek within the sandhill community in accordance with Section 4.01.07, St. Johns County Land Development Code as generally depicted on Exhibit 4.

- (e) **Wildlife Crossings.** Wildlife Crossings within RiverTown will consist of either (i) a prefabricated and arched concrete structure, a corrugated pipe or a structure of similar design, with a vertical clearance of a minimum of four (4) feet and a horizontal opening width which is no less than one tenth of the width of the road and right-of-way which is being traversed or ten (10) feet whichever is larger ("**Type A**"); or (ii) a prefabricated and arched concrete structure, a corrugated pipe or a structure of similar design, with an opening of a minimum of twenty (20) square feet and a minimum vertical clearance of four (4) feet ("**Type B**"); or (iii) at grade crossing designed by posting speed limit signs of not to exceed 35 miles per hour and placing signs identifying the area as a wildlife crossing ("**Type C**"). The Developer will provide the type of wildlife crossings designated on Exhibit 3 (Figure 26-1) in the on-site locations identified on Exhibit 3 (Figure 26-1) at the time of construction of the project roads. In addition, the Developer

will provide a Type C wildlife crossing on the off-site portion of RiverTown Parkway at Petty Branch. Each Type A or Type B crossing will be located landward of the jurisdictional wetland line or will include a contiguous dry portion of at least 25 percent of the total width of the crossing, which is above the 10-year mean base flow of the drainage system or where the base flow has not been established, the jurisdictional line, and will provide reasonable opportunity for movement of wildlife through the structure.

The calculation for the 10-year mean base flow determination will be provided with the roadway and wildlife crossing construction plan approval process. Wildlife crossing signs and reduced speed limit designations will be posted along the project roads as they approach wildlife crossing. Additional details of the proposed wildlife crossings will be subject to approval of the District, United States Army Corps of Engineers (“**ACOE**”), and the County and will be specified in the permits to be issued by these agencies authorizing the road crossings and wetland impacts.

- (f) **Greenway.** A portion of the RiverTown Greenway along the major roadways is shown on **Exhibit 3** (Figure 26-1) (“**Greenway**”). The Greenway will be either: (i) placed under conservation easements as part of the Environmental Resource Permit (“**ERP Permit**”) for portions of the RiverTown DRI; (ii) conveyed to the homeowners’ association; (iii) retained by the Developer, its successors or assigns; or (iv) conveyed to a community development district.

The Greenway will be subject to a Greenway Management Plan. The proposed Greenway Management Plan will be provided to the District, the Council and FWC when it is submitted to the County for their review and approval. Allowable uses of the Greenway will include conservation, recreation, drainage features, limited silvicultural activities designed to achieve conservation objectives (including prescribed burns), road crossings, utilities, and limited parking for users of the Greenway and will be subject to approval by the County as part of the Planned Unit Development application for RiverTown with specific design and location approved as part of construction plan review. The precise boundaries of the Greenway will be adjusted as necessary based upon the final jurisdictional wetland determination and at such time will be submitted to the County for its review and approval. The Greenway will connect all major amenities,

schools, recreational areas, St. Johns River and the Riverfront Park, as well as connect the various districts within the RiverTown DRI using various types of paths and connections within the Districts and the Town Center will be required and provided in the Planned Unit Development.

- (g) **Silviculture.** Much of the DRI Property has been and will continue to be used for silvicultural purposes. Silvicultural activities within the Greenway are limited to activities that maintain and/or enhance the ecosystem function of the Greenway and will be defined in the Greenway Management Plan. Silvicultural activity may occur in the development area as defined in Section 4.01.05(b)6 of the St. Johns Land Development Code provided that no clearing will occur in any jurisdictional wetlands, upland buffers, or areas designated as conservation area.

Harvesting within the Greenway may be allowed to achieve conservation objectives (including prescribed burns), but must follow guidelines established in the Greenway Management Plan. All silvicultural activities will comply with the requirements of Section 4.01.5(b)6 of the St. Johns County Land Development Code and Policies E.2.2.2 and E.2.2.3 of the 2015 St. Johns County Comprehensive Plan, where applicable. All silvicultural activities will comply with State of Florida Division of Forestry Best Management Practices. Should Silviculture operations continue prior to the commencement of individual site development, silviculture will be prohibited in wetlands to be preserved or wetlands within the Greenway and the associated upland buffers except as otherwise allowed in this subsection (g) above. All wetlands and upland buffers shall be marked for protection prior to tree removal to avoid errant clearing.

- (h) **Water Access.** A maximum of 35 docks will be permitted within the RiverTown DRI along the St. Johns River. The maximum 35 docks will include the following:
 - (i) One (1) will be a community dock for use by RiverTown residents and their guests, located in the Riverfront Park. The community dock will be designed for a maximum of five (5) boats and will be available for use by the residents of RiverTown;

- (ii) One (1) will be a community dock located at the Riverfront Amenity Center and Park. The community dock will be designed for a maximum of twelve (12) boats and will be available for use by the residents of RiverTown;
- (iii) Ten (10) will be private shared docks, located within residential neighborhoods along the St. Johns River within the Property, as depicted in Map H, **Exhibit 2**. A maximum of six (6) motorized boats will be permitted on each private shared dock; and
- (iv) Twenty-three (23) will be private residential docks, located within the riverfront residential neighborhoods in and near Popo Point, as depicted in Map H, **Exhibit 2**. None of these docks will be located within Hallows Cove.

Owners of the riverfront lots, which have riparian rights, will own the private shared docks and private residential docks. No private shared dock and no private residential dock shall be rented, sold, or otherwise conveyed to anyone residing outside of RiverTown.

Boat repair facilities or services, fuel sales and pump out facilities will be prohibited west of S.R. 13 within the RiverTown DRI. Overnight docking will be prohibited at the Riverfront Park community dock, unless otherwise authorized by the County through separate individual event approval. Powerboat launching facilities and powerboat ramps will be prohibited west of S.R. 13 within the RiverTown DRI. No docks will be located within Hallows Cove in the Coves District except within the area of Popo Point that is shaded on Exhibit 3, (Figure 26-1).

16. Wetlands.

- (a) **On-Site Wetland Conservation and Wetland Impacts.** Approximately 1,125 acres of 1,250 acres of jurisdictional wetlands on-site will be preserved as shown on **Exhibit 2**, Map H. The wetlands to be preserved will be protected by recordation of conservation easements prior to platting of adjacent upland areas in accordance with the terms of the applicable ERP Permit. Development of the RiverTown DRI will not impact more than 125 acres of on-site jurisdictional wetlands (any impacts to off-site jurisdictional wetlands caused by off-site pipeline road improvements will be in addition to this 125 acres) during the course of development unless otherwise authorized by the County

where the County determines that a revised site plan with more wetland impacts results in improved neighborhood connectivity, improved traffic patterns (either on-site or off-site) more efficient infrastructure development or otherwise promotes the goals and objectives of the 2015 St. Johns County Comprehensive Plan and the Northwest Sector Overlay contained therein. An increase in wetland impacts authorized by the County and approved by wetland regulatory agencies having wetland impact/permitting regulatory authority will not exceed an additional total of 12.5 acres of impacts, or 10 percent of the 125-acre wetland impacts identified. Mitigation for proposed wetland impacts will be approved by the District and the ACOE. Upland buffers will be provided consistent with Section 4.01.06, St. Johns County Land Development Code, except as follows:

- A 50-foot upland buffer will be established along Hallowes Cove.
- A 50-foot upland buffer will be established along the St. Johns River and the portions of tributaries, streams, or other water bodies connected to the St. Johns River. Such portions of these tributaries, streams, other water bodies will be established by the mean high water line of the applicable tributary, stream or other water body.
- For non-impacted, isolated wetlands that are not located in areas used for restoration and enhancement, an average 25-foot buffer (10-foot minimum) will be established.

The Developer will comply with the terms of any District permit applicable to the DRI Property and, in the event of degradation to wetland quality beyond that permitted, the permittee will correct or mitigate such degradation in accordance with the terms of the District ERP or order.

- (b) **Ravines.** In accordance with the requirement of Policy A.2.1.3(h), 2015 St. Johns County Comprehensive Plan to use innovative design approaches that ensure protection of the ravines along the St. Johns River, the Ravines included in the DRI Property will be protected as set forth herein. For the purposes of the RiverTown DRI, a Ravine is defined as any terrain of 3:1 slope or steeper (horizontal to vertical) slope within a vertical grade change of at least ten (10) feet measured from the centerline of the

Ravine. Ravine width will be measured wither from the centerline of the ravine or from the toe of slope whichever is more restrictive and continue to the top of the slope. The Ravines within the RiverTown DRI are generally depicted on **Exhibit 5**. The Ravines will encompass the entire area bounded within the Ravine Lines depicted on **Exhibit 5**. Portions of the Ravines and the Ravine Protection Zone lie within wetland areas or upland buffer areas relating to the wetlands. In those areas, wetland and upland buffer regulations will dictate the protections provided. In those areas where the Ravines do not lie within wetland areas or upland buffer areas (i.e. the Ravine Line falls on the upland side of the wetland line and upland buffer line), elevated boardwalks and viewing platforms with minimal clearing necessary to install the boardwalk or platform may be proposed. All proposed activities within a Ravine will be submitted to the County for review and approval. The Ravines (not in a wetland or upland buffer) will be included in the Greenway. A 15-foot-wide Ravine Protection Zone (“**RP Zone**”) will be established immediately adjacent to and outside of the Ravines and the following criteria will apply to the RP Zone:

- (i) Allowable uses within the Ravine Protection Zone will include unpaved nature trails, boardwalks, viewing platforms, and the removal, trimming, pruning, or alteration of any unprotected tree or other vegetation to install an allowable use or as otherwise permitted under Section 4.01.05, St. Johns County Land Development Code.
- (ii) The natural (existing) grade (slope) of the RP Zone will not be permanently altered except as is necessary to install the allowable uses. Grade adjustments to install the allowable uses are authorized, provided the surrounding grade is stabilized within the RP Zone at the conclusion of construction.

Impacts to wetlands, upland buffers, Ravines and RP Zones are allowed for the construction of roadways, drainage structures and utility infrastructure provided such impacts are approved by the County and the necessary permits are obtained from the appropriate wetland regulatory agencies having wetland impact/permitting regulatory authority. The top of slope of the Ravine and the RP Zone will be depicted on all applicable construction plans.

- (c) **Erosion and Sedimentation Control.** To reduce erosion, all swales, detention slopes and drainage ways constructed by the Developer will be vegetated, sodded, or seeded. Only those areas needed for development will be cleared. Vegetative cover will be restored immediately and maintained after construction on all disturbed area not covered with an impervious surface. Sedimentation of wetlands will be prevented through adherence to the erosion and sediment control plan submitted as part of the stormwater permit. Prior to any land clearing or development activity place on a development parcel, all erosion control devices for such development parcel will be in place.
17. **Water Quality.**
- (a) **Water Control – Golf Course.** The golf course within the RiverTown DRI will comply with the Integrated Pesticide/Nutrient Management Plan attached as **Exhibit 6**. The Developer will appoint a responsible entity to oversee the implementation of the Pesticide/Nutrient Management Plan. The name of the entity will be provided to the County and FDEP.
 - (b) **Water Control – Monitoring.** The Developer has developed the Water Quality Monitoring Plan attached as **Exhibit 7** which was approved by DEP on February 2, 2004. A summary of the water quality monitoring results will be included in the biennial Monitoring Report.
18. **Water Supply.** The Developer will apply for concurrent stormwater management and consumptive use permits for the golf course to ensure the coordination of interrelated aspects such as the construction of a stormwater system that supports water reuse and minimizes pollutant and volume loading into surface water.
- (a) **Potable Water.** A central water supply system will provide water needs for all development within RiverTown. There will be no on-site potable water wells and no surficial aquifer wells except those listed in Special Condition 19(c) below. Development will occur concurrent with the provision of adequate central potable water service meeting the adopted level of service in the 2015 St. Johns County Comprehensive Plan. No building permits will be issued for development of Phase II until the Developer has provided the County written confirmation from the JEA or

subsequent utility provider that adequate water supplies are available to service the remainder of the proposed development.

- (b) **Reuse.** Irrigation demands within RiverTown will be met using reuse water. Reuse water will be the primary source of irrigation for the RiverTown DRI with shallow irrigation wells serving only as a backup source for irrigation. Distribution lines for reuse (non-potable water) will be installed concurrent with development of the RiverTown DRI for all uses in the DRI (residential and non-residential). The non-potable distribution system will be developed in parallel to the potable system for all land uses in the RiverTown DRI for utilization when reuse water is available in October 2006. Reuse water will consist of the following sources:
 - (i) Wastewater effluent treated to public access standards and delivered to the end user by the utility provider; and
 - (ii) Stormwater.

- (c) **Wells.** No onsite potable water wells will be located within RiverTown, except the following wells permitted for water use pursuant to that certain CUP Permit #51220: GCI-1, GCI-2, GCI-3, and GCI-4, and self-supplied domestic use wells (“**Existing Wells**”) and those certain wells that may be needed to service remote, isolated golf course or recreational facilities (“**Isolated Facility Wells**”). The Existing Wells will be used consistent with the CUP Permit and will not be utilized to provide or supplant irrigation needs of any portion of the DRI Property. Irrigation wells will be allowed only as a backup source to the reuse supply system. No ground water will be utilized for surface water level maintenance or decorative uses. Any new wells discovered on the site during the development process will be properly plugged and abandoned in accordance with District rules and regulations when the area around each well is developed, except the Existing Wells. Any wells discovered during the development process will be reported immediately to the District and the County. Any wells not disclosed and reviewed for water use consistent with Chapter 40C-2, F.A.C. (2004) must be plugged and abandoned.

- (d) **Water Conservation.** Water conservation strategies, including Xeriscape landscaping techniques and low-flow plumbing fixtures will be incorporated in the construction,

operation, and maintenance phases of the development and will be included in the covenants and deed restrictions for the project. The conservation strategies will include the following conditions:

- (i) The Developer will use low-flow plumbing fixtures consistent with the Water Conservation Act, 553.14, Florida Statutes (2004).
- (ii) The Developer, property owner's association, community development district or water quality provider will implement a water conservation education program as specified in Section 12.2.5.1(e) of the St. Johns River Water Management District, Consumptive Use Permitting Applicant's Handbook. The curriculum of the education program will be supplied with the first biennial Monitoring Report and each subsequent Monitoring Report until build-out; and
- (iii) The Developer will include information on Xeriscape, native vegetation, and drought tolerant vegetation (District Xeriscape Plant Guide, water conservation guides and IFAS's Xeriscape Plant Guides and IFAS's Cooperation Extension Services "*Florida Yards and Neighborhoods*" material) in design guidelines for the project.
- (iv) Within project common areas, commercial areas, and multi-family residential complexes, 50 percent of planted vegetation, by aerial extent, will consist of native, drought tolerant or xeric vegetation in all landscaped areas. Landscaped areas include planted vegetation and mulch; however, they do not include hardscaped areas. Native or drought-resistant plants include those in the District's *Waterwise Florida Landscapes*, the Florida Native Plant Society's list of native landscape plants for St. Johns County, *A Gardener's Guide to Florida's Native Plants* (Osorio 2001), or comparable guidelines prepare by the Florida Dept. of Agriculture and Consumer Services, Fish and Wildlife Conservation Commission or FDEP.
- (v) Within common areas, commercial areas, and multi-family residential complexes, the Developer, its successors and assigns, will use at least 70

percent of fertilizer use in the slow-release or organic form.

- (vi) Project covenants and restrictions will prohibit the use of decorative and ornamental fountains, except for those that use reclaimed water or stormwater, consistent with Florida laws and regulations. Interactive recreational fountains may use potable water provided a re-circulation treatment system is installed.
- (vii) The Developer will undertake two demonstration projects, one (1) residential and one (1) non-residential which implement and exhibit waterwise landscaping principals which incorporates drought-tolerant or native vegetation.

19. **Wastewater Management.** Development will occur concurrent with the provision of adequate central sewer service meeting the adopted level of service standard required for wastewater under the 2015 St. Johns County Comprehensive Plan. Central sewer service will be provided for the RiverTown DRI, except for isolated golf course and recreational facilities.

Septic tanks will be prohibited within the RiverTown DRI, except for use in providing sewer service to isolated golf course and recreational facilities. Temporary surface tanks may be used to provide sewer service to construction and marketing trailers only until central sewer lines are installed and in use. No building permits will be issued for development of Phase 2 until the Developer has provided written confirmation to the County from the JEA or subsequent utility provider that adequate treatment and collection capacity is available for the remainder of the proposed development.

20. **Stormwater Management and Floodplains.**

- (a) **Stormwater Management.** The stormwater system for RiverTown will be designed using multiple discharge points throughout the project in order to minimize the intensity and volume of discharge from any single point, thereby reducing the potential for flooding and erosion. All drainage improvements will be designed so that the rate of stormwater which flows into the creeks and tributary wetland systems is equal to or reduced from the pre-development conditions. The normal water elevation of each stormwater management facility will be designed and established so that the groundwater elevation of the adjacent wetland systems are not adversely affected.

It is anticipated that wet detention systems will be primary method of stormwater treatment and attenuation. The wet detention system, outfall control structures and culverts will all be designed to meet the applicable criteria established by the District as set forth in the most recent Applicant's Handbook Management and Storage of Surface waters and the applicable criteria as set forth in the St. Johns County Land Development Code. Those portions of the RiverTown DRI east of S.R. 13 will provide peak flow attenuation for the 24-hour, 25-year storm event in accordance with District regulations.

In addition, the Developer will control stormwater discharges from the project that result from activities approved in this Development Order through compliance with stormwater management criteria established by the District and the County Land Development Code. The Developer agrees to use practicable methods will for example include no direct discharges from the development land. These methods will for example include no direct discharges to the river, a water quality monitoring plan agreed to by FDEP, increased residence time of treated storm water on-site, fertilizer and pesticide management plans for the community, xeriscaping in selected areas, community education program, and other practicable measures to be defined during site engineering.

- (b) **Floodplains.** All road crossings will be constructed at or above the base FEMA 100-year floodplain elevation and adequate cross drains will be provided to handle pre-development flows from on and offsite tributaries. The finished floor elevations of all structures will be a minimum of one-foot above the base flood elevation of the FEMA 100-year floodplain of 8.1 feet NGVD, 1929 datum. In addition, no residential units will be developed within the category 1 or 2 storm surge inundation zone, based on the final survey and referenced with the storm surge levels indicated in the 1998 Northeast Florida Hurricane Storm Surge Atlas Series.

- (c) **Evacuation Zone Development.** No multi-family dwelling units will be constructed within any storm surge inundation zones as it is aligned at the issuance of the development order.

21. **Solid Waste.** New development will meet the level of service standard required for solid waste under the 2015 St. Johns County Comprehensive Plan. The RiverTown DRI will also participate in the County recycling program.

TRANSPORTATION RESOURCE IMPACTS

22. **Transportation.** Pursuant to Section 163.3180(12), Florida Statutes (2004), the Developer will contribute \$35,460,050 (the “**Pipelining Amount**”) in funded transportation improvements to offset the impacts of the RiverTown development to the regional transportation system, as described below. These contributions are sufficient to fully mitigate for all the transportation impacts for the development rights approved in the Original Development Order through full build-out.

These contributions are sufficient to pay for or construct one or more required improvements which will benefit regionally significant transportation facilities and meets the pipelining requirements set forth in Section 163.3180(12), Florida Statutes (2004), as authorized by this Development Order and if authorized by applicable Comprehensive Plan Amendment (COMPAMD 2003-02), Ordinance 2004-14 adopted by St. Johns County simultaneously with the Original Development Order. The improvements to be constructed by the Developer or identified for funding by the Developer are set forth on attached **Exhibits 8 and 9** and are described below.

- (a) **Pipelined Improvements.** The Developer will cause the construction of the following transportation improvements, including right-of-way acquisition costs, if necessary for all improvements within the timeframe specified below.
- (i) County Road 244/Longleaf Pine Parkway. Construct a two-lane undivided urban section roadway of County Road 244 from C.R. 210 to Greenbriar Road as shown in **Exhibit 8** (the exact location of the connection at C.R. 210 to be determined during the right-of-way acquisition and permitting processes) and cause to be conveyed or dedicated by plat to St. Johns County, a 130-foot-wide right-of-way sufficient for a four-lane divided urban section from C.R. 210 to Greenbriar Road. This improvement has an allocated cost of \$11,989,266 in 2004 Dollars less the value of right-of-way through the RiverTown DRI (i.e.

\$10,102,884 in 2004 Dollars).

This improvement will be commenced prior to issuance of building permits for vertical construction (except construction trailers and model homes) within RiverTown. Also, prior to issuance of building permits for vertical construction within RiverTown (except construction trailers and model homes), the Developer will provide financial assurance to St. Johns County in the form of a bond, letter of credit, three party agreement or funded commitment from a Community Development District that the improvement will be completed within two years after the improvement is commenced [Completed].

- (ii) County Road 223/Veterans Parkway. The Developer shall cause to be conveyed or dedicated by plat or deed to St. Johns County a 130-foot-wide right-of-way sufficient for a four-lane divided urban section of County Road 223 from C.R. 210 to Longleaf Pine Parkway (the “**C.R. 223 Segment**”). The Developer, its successors or assigns, will pay for and/or cause the construction of C.R. 223 as a four-lane divided urban section roadway within the 130-foot right-of-way described above, as shown on Exhibit 8. The Developer has commenced design of the C.R. 223 Segment and will submit construction plans for the C.R. 223 Segment to St. Johns County by July 1, 2021. . Once the County approves construction plans for the C.R. 223 Segment, the Developer will pay all construction inspection fees for the roadway and commence construction of the road within sixty (60) days of the County’s approval of the construction plans. [Completed] The Developer will complete construction of the C.R. 223 Segment no later than two (2) years following commencement. Notwithstanding the foregoing, the Developer and the County agree that the prior partial construction of County Road 223 by The St. Joe Company shall not be deemed commencement of C.R. 223 under this Special Condition 22(a)(ii).

“Commencement” shall be defined as actual physical construction under an approved modification of construction plans for any portion of the C.R. 223 Segment. “Completion” shall be defined as approval of As-Builts for the modification to construction plans for the C.R. 223 Segment. This improvement

has an allocated cost of \$21,404,655 in 2004 Dollars. Prior to the County's approval of a plat containing the 251st lot within Phase 2 of RiverTown, the Developer will provide financial assurance to St. Johns County in the form of a bond, letter of credit, three-party agreement or funded commitment from a community development district that the C.R. 223 Segment will be completed as required in the paragraph above and will have commenced construction of the C.R. 223 Segment. [Completed]

For the purposes of this Subsection 22(a)(ii), the Developer shall not be permitted to request extensions of the construction plan submittal, construction inspection fee payment or construction commencement and completion dates for the C.R. 223 Segment pursuant to Section 252.363, Florida Statutes. Notwithstanding the foregoing, the Developer shall be permitted to request extensions of the construction commencement and completion dates for the C.R. 223 Segment due to the occurrence of force majeure events or circumstances unexpected, unforeseen or beyond its control, such as war, strike, riot, crime, plague, pandemic, natural disaster or other act of God that cause delays in roadway construction and which by exercise of reasonable, diligent effort, the Developer is unable, in whole or in part, to prevent or overcome such delays.

If the C.R. 223 Segment is constructed by an entity other than the Developer, its successors and assigns, the Developer shall pay to the County an amount equal to the allocated cost on the date the applicable improvement is required to be bonded, as indexes per the provision of this subsection, using the Southeast Construction Cost Index.

- (iii) Application of Remaining Proportionate Share Payment. Prior to issuance of building permits for vertical construction within Phase 2 of RiverTown, the Developer shall contribute \$3,952,511 to be paid to the County or as directed by the County. The County shall determine the improvement to be made with such contribution, provided the improvement is to a regionally significant road

within the County. [Completed]

- (b) **Longleaf Pine Parkway (County Road 244).** In addition to the pipelined roadway improvements set forth in this Development Order, the pipelined roadway improvement for Longleaf Pine Parkway set forth in the Aberdeen DRI must be commenced prior to the issuance of building permits for any vertical construction (except construction trailers and model homes) within RiverTown DRI [Completed].
- (c) **Transit.** In the event that it is determined in writing by the Jacksonville Transportation Authority (“JTA”), or other provider of fixed-route service for the RiverTown development, that public transit service will be provided to RiverTown, mass transportation passenger shelters and mass transportation loading bays will be constructed where necessary for any remaining undeveloped portion of RiverTown to facilitate such transit service. These facilities will be constructed within the rights-of-way of the applicable roadways. The exact location of these facilities will be approved by JTA or any other provider of fixed-route service.
- (d) **Master Circulation Plan.** The RiverTown Master Circulation Plan will be substantially as shown on Exhibit 2, Map H. However, the alignment of internal roads may be adjusted by the Developer without modifying this Development Order.
- (e) **Air.** The following dust control measures will be undertaken during all construction activities throughout build-out of the RiverTown DRI:
 - (i) Contractors will moisten soil or use resinous adhesives on barren areas, which will include, at a minimum, all roads, parking lots, and material stockpiles.
 - (ii) Contractors will use mulch, liquid resinous adhesives with hydro-seeding or sod on all landscape areas;
 - (iii) Contractors will remove soil and other dust-generating material deposited on paved streets by vehicular traffic, earth moving equipment, or soil erosion; and
 - (iv) Contractors will utilize the best operating practices in conjunction with any burning resulting from land clearing, which may include the use of air curtain incinerators.

- (f) **Financial Assurances.** In all instances under this Special Condition 22 in which the Developer must provide financial assurance to the County, such financial assurance will be in the form of a bond, letter of credit, three party agreement or funded commitment from a community development district in a form reasonably acceptable to the County.

23. Roadway Access

- (a) **State Road 13. Exhibit 2,** Map H currently shows six (6) project access points on the east side of S.R. 13 and an additional 13 project access points on the west side of S.R. 13. The number of access points on S.R. 13 will be reduced during the PUD approval process through the use of private drives or other methods.
- (b) **Popo Point.** The Developer is the owner of that certain access road providing access to the existing residents of Popo Point from S.R. 13. The residents of Popo Point have been granted an access easement over the access road. Access provided to the existing residents will be with a road of equal or better condition than that of the existing access road. Access to the existing residents will be maintained at all times during the construction process. The Developer will either relocate the existing access road to a newly constructed project road or maintain the existing access road in its current location. If the Developer proposes to relocate the existing access road to a newly constructed project road or proposes to temporarily relocate the existing access road during development of the Popo Point area, the Developer will give the residents of Popo Point 30 days' notice of such relocation by certified mail, return receipt requested.

HUMAN RESOURCE IMPACTS

- 24. **Affordable Housing.** The housing study summary in Table 24-21 of the ADA First Sufficiency Response indicates that RiverTown will not create significant State or Regional need for affordable housing, pursuant to Rule 9J-2.048, F.A.C. (2004). There is an adequate supply of affordable housing for Phase I, but a minor shortfall for Phase II which does not constitute a State or Regionally significant need. According to Table 24-21, there will be a shortfall of 17 units for very low-income families by the end of Phase II unless additional supply is made available. In order to address the local need for affordable housing, the Developer will:

- (a) Provide a total of 150 affordable housing units on site as either (i) rental units qualifying for Federal Housing Tax Credits or to be developed under an equivalent Federal or State program designed to insure affordability; or (ii) owner-occupied, for-sale units having a purchase price at or below the purchase limits established from time to time under the County SHIP Local Housing Assistance Plan. Any for-sale units provided to satisfy the affordable housing requirements set forth in this Special Condition 24 will be subject to a ten (10)-year re-sale restriction limiting the sales price on re-sale to a price equal to or less than the purchase limits under the Local Housing Assistance Plan. Construction of at least 75 units of affordable housing will be commenced no later than June 1, 2024. For the purposes of this Subsection 24(a), the Developer shall not be permitted to request extension of the construction date for the first 75 units of affordable housing pursuant to Section 252.363, Florida Statutes. Notwithstanding the foregoing, the Developer shall be permitted to request extension of the construction date for the first 75 units of affordable housing due to the occurrence of force majeure events or circumstances unexpected, unforeseen or beyond its control, such as war, strike, riot, crime, plague, pandemic, natural disaster or other act of God that cause delays in roadway construction and which by exercise of reasonable, diligent effort, the Developer is unable, in whole or in part, to prevent or overcome such delays.
- (b) The balance of the affordable housing units will be constructed prior to build-out. With regard to the owner-occupied, for-sale units provided pursuant to this Special Condition 24(b), the Developer will notify the County Housing and Community Services Division as to which properties will have the re-sale price restriction as each such unit is closed. The St. Johns Housing and Community Services Division will be provided the names of the purchasers, their mailing addresses, the property descriptions, and the date of sale; and
- (c) Contribute to the County the sum of \$400,000 pursuant to the following schedule of payments:
- \$75,000 no later than September 1, 2021 (“**Initial Payment**”);
 - \$75,000 two (2) years after the Initial Payment;

- \$125,000 four (4) years after the Initial Payment; and
- \$125,000 six (6) years after the Initial Payment.

These contributions will be used by the County to provide funds for the purpose of down payment assistance to be used for the purchase of homes so long as the home is within the ten mile or twenty minute commute boundary of the RiverTown DRI (“**Down Payment Assistance**”). The Down Payment Assistance will be provided to qualified applicants in accordance with the County’s Local Housing Assistance Plan. Preference will be given to qualified applicants who are employees within RiverTown.

- (d) The Equivalency Matrix, **Exhibit 11**, depicts approved land use changes. Any revisions to the non-residential uses within the RiverTown DRI in excess of the maximum square feet of office, retail and light industrial will require Developer perform an assessment of new affordable housing impact associated with the employees of the new non-residential development.

25. **Recreation and Open Space.** As shown in **Exhibit 2**, the Developer will provide a 58-acre Riverfront Park, 86 acres of neighborhood parks, a 100-acre community park. Prior to issuance of any building permits for vertical construction within RiverTown (other than vertical construction associated with parks and recreation, construction trailers and model homes), the Developer will commence development of the Riverfront Park within RiverTown. The Developer will commence development of the 100-acre community park at the time the first certificate of occupancy is issued for a residential dwelling (with the exception of model homes which are not permanently occupied).

The community park improvements will include, at a minimum, four (4) baseball fields, four (4) multi-use fields, adequate parking for the fields, entry roads, adequate conduit for future lighting of the fields, bathroom/concession facility and picnic areas. These improvements will be completed by October 31, 2017. The Developer will coordinate with the County Parks and Recreation Department and the County School Board to locate community parks adjacent to proposed school sites, when feasible, in order to meet collocation criteria set forth in Section 163.3177(6)(a), Florida Statutes (2004). [Completed]

26. **Impact Fees.** Impact fee credits towards any present or future impact fees that may be adopted by the County will be allowed for any contribution of land, money (including, but not limited to, “proportionate share” or “fair share contributions”) or improvements made by or on behalf of an owner, the Developer or the Community Development District, as the case may be, for public facilities pursuant to the guidelines stipulated in Section 380.06(16), Florida Statutes (2004), and the County Impact Fee ordinances 87-57, 87-58, 87-59 and 87-60, as they may be amended, except for those certain contributions described in Section 29 below.

The Developer proposes and the County agrees that, in the event that any contributions of land purchased by a Community Development District or, money (including “proportionate share” or “fair share payments”), or improvements funded or constructed with funds from a Community Development District, then such impact fee credit will be established in the name of the Community Development District as may be allowed pursuant to applicable impact fee ordinances. The amount of such credit will be determined in accordance with applicable law and County ordinances.

27. **Community Development District.** The Developer has indicated that it will form one or more community development districts within the DRI pursuant to Chapter 190, Florida Statutes (2004), as it may be amended from time to time. The County expressly maintains all rights available to it pursuant to Chapter 190, Florida Statutes, related to the proposed establishment of a community development district(s) by the Developer. Any community development district for RiverTown approved pursuant to Chapter 190, Florida Statutes. may finance, fund, plan, establish, acquire, construct or reconstruct, enlarge or extend, equip, operate and maintain projects, systems and facilities for the purposes described in Section 190.012, Florida Statutes, including, but not limited to, any of the indicated transportation improvements, school and park improvements set forth in this Development Order and any other project required or authorized by this Development Order.

Construction or funding by any such community development district of all such projects within or without the boundaries of the community development district(s) required by this Development Order or necessary to serve the development approved by this Development Order is expressly approved. If the Developer is required by this Development Order to provide, pay for or otherwise cause to be provided, infrastructure, projects, systems or facilities set forth in

Chapter 190, Florida Statutes, including, without limitation, those in Sections 190.012(1) and (2), Florida Statutes, then the community development district(s) independently may satisfy such obligations.

To the extent any such obligation under this Development Order is met or performed by the community development district(s), then the Developer will no longer be subject to the obligation. The Developer proposes and the County agrees that, in the event that any contributions of land, money (including “proportionate fair share payments” or “pipelining amounts”), or improvements funded or constructed with funds from a community development district give rise to impact fee credits to the community development district(s), then such impact fee credits will be established in the name of the community development district(s) as may be allowed by the Impact Fee ordinances.

28. **Historical and Archeological Sites.** One (1) archeological site on the DRI Property has been determined eligible for listing in the National Register of Historic Places. No development will be commenced within that portion of the DRI Property that is within one-quarter mile of Archeological Site 8SJ3219 until the Phase II Archeological Investigation Final Report has been reviewed and accepted by the State Historic Preservation Officer (“SHPO”). No development will commence within the RiverTown DRI until a map depicting the location of Archeological Site 8SJ219 has been provided to the County.

Any and all conditions set forth or otherwise agreed to in the SHPO letter of acceptance will become a condition of this Development Order. Should any other regionally significant historical and archaeological resource be discovered in the course of development of the RiverTown DRI, the Developer will immediately notify the Division of Historical Resources and the County Planning Department. No disruption of the findings will be permitted until the investigation is complete and the Division of Historical Resources has rendered a recommendation, which will be binding on the Developer.

29. **Education.** The Developer will dedicate to the St. Johns County School Board two (2) elementary school sites and one (1) middle/K-8 school site in the RiverTown DRI, in the locations depicted on Map H, **Exhibit 2**. The Developer and the School Board have entered into the School Mitigation Agreement to provide school mitigation for the DRI Property. The timing

for the Developer to dedicate the school sites is set forth in the School Mitigation Agreement. The Developer and the School Board may amend the School Mitigation Agreement in the future without the need to update this DRI Development Order.

30. **Design Criteria.** Development within the Community Commercial site adjacent to Greenbriar Road will not be developed using a development pattern of predominantly commercial uses fronting on one or both sides of an arterial roadway and extending back from the roadway for a limited depth. A minimum 50-foot development edge will be provided along all of the boundaries of the property that are adjacent to existing residential development. All commercial structures will be oriented away from Greenbriar Road (i.e., the front of buildings will not face Greenbriar Road). The commercial structures will be developed in more of a clustered design and will not be located in one linear pattern.

31. **Library.** The Developer will convey a three (3)-acre library site within the RiverTown DRI, to be located in or near the Main Street District as designated on **Exhibit 2**, Map H, to the County at a time mutually acceptable to the County and the Developer, but no later than July 1, 2024. This site will be conveyed to the County without charge within 180 days of the request for such conveyance by the County. If the County does not request or accept conveyance of the library site by July 1, 2024, then the site will be released from this reservation and will be available for development for the uses as indicated on **Exhibit 2**, Map H. Developer and the County will use best efforts to locate the library in such a way as to promote joint use between St. Johns County School Board and St. Johns County Library Services.

32. **Fire Protection.** The St. Johns County Fire Department (“**Fire Department**”) has indicated that its current planning efforts do not include the need for a fire station site within the RiverTown DRI. In order to maintain flexibility for future planning:
 - (a) Developer will reserve a two (2)-acre fire station site within RiverTown in the proximity of the Mixed-Use areas adjacent to RiverTown Parkway (now known as Longleaf Pine Parkway or County Road 244) as shown on **Exhibit 2**, Map H or another mutually acceptable location within RiverTown. This site will be conveyed to the County without charge within 180 days of the request for such conveyance by the County. If the County does not request or accept conveyance of the fire station site by July 1, 2025, then the

site will be released from this reservation and will be available for development for the uses as indicated on Exhibit 2, Map H. The Developer will annually notify the County Fire Chief, the County's Chief Elected Official, the County's Chief Administrative Officer, the Public Safety Office, the County Clerk, and the Council of the status of this reservation.

- (b) **Fire Impact Fees.** Within three (3) years of the Effective Date of this Development Order, the Developer will, if requested by County, prepay the fire impact fees for all residential units within the Project for which impact fees have not previously been paid. County shall use impact fees for construction of a fire station on the fire station noted in (a) above or any site within the County.

- (c) **Height Limitation.** Prior to issuance of any building permits for construction of residential, commercial, or office buildings in excess of three (3) stories in height, one of the following must occur:
 - (i) The operation of an aerial apparatus available on a 24-hour, seven (7) days per week basis; or

 - (ii) The Developer has contributed a proportionate share of the cost of such apparatus based upon approved non-residential development square footage and residential units in excess of three (3) stories within the service delivery area (fire station within five miles). Any agreement for provision of service reached between the Developer and County with regard to the proportionate share contributions may supersede this condition.

MISCELLANEOUS

33. **Notices.** Any and all notices required or allowed to be given to the Developer will be mailed or delivered to the following:

Cliff Nelson
Mattamy Jacksonville LLC
39 Riverwalk Boulevard
St. Johns, Florida 32259

Ellen Avery-Smith, Esquire
Rogers Towers, P.A.
100 Whetstone Place, Suite 200
St. Augustine, Florida 32086

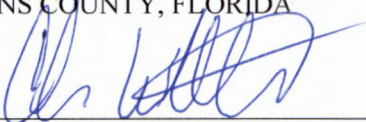
34. **Severability.** If any stipulation or any portion of any stipulation contained in this Amended and Restated Development Order is declared, determined to be, or adjudged invalid, illegal or unconstitutional by a court of competent jurisdiction, such adjudication will not affect the approval granted in this Amended and Restated Development Order, the other stipulations, or the other portions or sections of the affected stipulations, which will remain of full force and effect as if the stipulation or portion or section of a stipulation so declared, determined to be or adjudged invalid, illegal or unconstitutional were not originally a part of this Amended and Restated Development Order; unless such invalid, illegal or unconstitutional term, etc. is inextricably connected to some other provision of this Amended and Restated Development Order which for the public benefit must also reasonably be stricken if the connected provision so fails.
35. **Successor Agencies.** Whenever, within the terms of the stipulations, reference is made to any department, agency, board, commission, or other instruments of the federal, state, or municipal governments, it is understood that such reference will be construed to mean any future instrumentality which, by operation of law, may be created and designated as successor in interest or other which may be possessed of any of the powers and duties of any referenced instrumentality in existence on the effective date of these stipulations.
36. **Incorporation of Recitals.** The Recitals are hereby incorporated by reference.

RENDITION

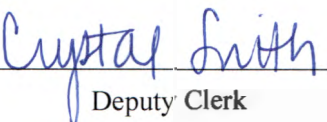
Within ten (10) days of the adoption of this Amended and Restated Development Order, St. Johns County shall render a copy of this Amended and Restated Development Order with all attachments, certified as complete and accurate, by certified mail, return receipt requested, to the Florida Department of Economic Opportunity, Bureau of Local Planning, Northeast Florida Regional Council, and the Developer.

PASSED AND ENACTED BY THE BOARD OF COUNTY COMMISSIONERS OF ST. JOHNS COUNTY, FLORIDA, THIS 21st DAY OF March, 2023.

BOARD OF COUNTY COMMISSIONERS OF
ST. JOHNS COUNTY, FLORIDA

By: 
Christian Whitehurst, Chair

ATTEST: Brandon J. Patty
Clerk of the Circuit Court & Comptroller

By: 
Deputy Clerk

Rendition Date MAR 21 2023

Adopted Regular Meeting march 21, 2023

Effective: march 21, 2023



EXHIBIT LIST

- 1 DRI Property (Legal Description)
- 2 RiverTown Master Plan (Map H)
- 3 Proposed Greenway System (Figure 26-1)
- 4 Significant Wildlife and Plant Resources Map
- 5 Map of Ravines
- 6 Integrated Pesticide/Nutrient Management Plan
- 7 Water Quality Monitoring Plan
- 8 Transportation Improvements Map (Pipelining)
- 9 Transportation Improvements Table (Pipelining)
- 10 Table 10-1 Development Information
- 11 Equivalency Matrix

Exhibit 1
DRI Property (Legal Description)

RIVERTOWN OVERALL BOUNDARY

PARCEL "A"

A parcel of land, being a portion of the Francis P. Fatio Grant, Section 39, Township 5 South, Range 27 East; together with a portion of the Francis P. Fatio Grant, Section 44, Township 5 South, Range 26 East; all in St. Johns County, Florida, said parcel of land being more particularly described as follows:

For a **POINT OF BEGINNING, BEGIN** at the most Northeasterly corner of the plat **BARTRAM PLANTATION PHASE TWO**, as shown on the plat thereof, as recorded in Map Book 46, pages 78 through 89 of the Public Records of said St. Johns County, Florida, said point also being on the Southerly Right of Way line of **GREENBRIAR ROAD**, (a Variable Width Public Road Right of Way, as per Right of Way Map prepared by St. Johns County Surveying and Mapping Program, dated April 19, 1999, formerly known as *STATE ROAD No. 11* and/or *BOMBING RANGE ROAD*), and run thence, along the aforesaid Southerly Right of Way line of **GREENBRIAR ROAD**, the following three (3) Courses and Distances:

Course No. 1: South 77°13'29" East, a distance of 732.72 feet, to a point;

Course No. 2: South 12°21'44" West, a distance of 17.00 feet, to a point;

Course No. 3: South 77°13'29" East, a distance of 218.82 feet, to a point, on the Westerly boundary line of GREENBRIAR SECTION ONE, as shown on the plat thereof, recorded in Map Book 14, pages 58 and 58 of the Public Records of St. Johns County, Florida; run thence, along the Westerly boundary line of said GREENBRAIR SECTION ONE, the following two (2) Courses and Distances:

Course No. 1: South 35°18'11" West, a distance of 1,258.39 feet, to a point;

Course No. 2: South 00°00'46" West, along aforesaid Westerly boundary, and then along a Southerly prolongation thereof, a distance of 5,903.67 feet, to the monumented Southwest corner of those lands described and recorded in that instrument recorded in Official Records Book 702, page 995 of the Public Records of said St. Johns County, Florida; run thence, South 77°09'41" East, along the Southerly line of said lands described and recorded in Official Records Book 702, page 995, and then along the Southerly line of lands described and recorded in Official Records Book 702, page 992, all in the Public Records of said St. Johns County, Florida, a distance of 4,900.18 feet, to a point; run thence North 75°52'24" East, continuing along the aforesaid Southerly line of lands described and recorded in Official

Records Book 702, page 992, and then along the Southerly line of lands described and recorded in Official Records Book 702, page 989 of the Public Records of said St. Johns County, Florida, a distance of 3,755.46 feet, to the Southeast corner of said lands described and recorded in Official Records Book 702, page 989 of the Public Records of said St. Johns County, Florida; run thence North 12°53'03" East, along the Easterly line of said lands described and recorded in Official Records Book 702, page 989 of the Public Records of said St. Johns County, Florida, a distance of 2,028.02 feet, to the Southerly line of lands described and recorded in Official Records Book 807, page 564 of the Public Records of said St. Johns County, Florida; run thence South 87°27'26" East, along the Southerly line of aforesaid lands, a distance of 3,744.64 feet, to a point on the Westerly line of those lands described and recorded in Official Records Book 1400, page 1204 of the Public Records of said St. Johns County, Florida, and being the boundary line of BARTRAM TRAIL HIGH SCHOOL; run thence, along and around the boundaries of BARTRAM TRAL HIGH SCHOOL, the following fifteen (15) Courses and Distances:

Course No. 1: South 46°48'23" West, a distance of 414.48 feet, to a point;

Course No. 2: South 22°50'52" West, a distance of 170.75 feet, to a point;

Course No. 3: South 29°41'23" East, a distance of 105.05 feet, to a point;

Course No. 4: South 43°43'33" East, a distance of 242.38 feet, to a point;

Course No. 5: South 06°15'54" East, a distance of 461.02 feet, to a point;

Course No. 6: South 24°04'44" West, a distance of 767.51 feet, to a point;

Course No. 7: South 50°01'20" East, a distance of 672.15 feet, to a point;

Course No. 8: North 83°31'47" East, a distance of 438.97 feet, to a point;

Course No. 9: South 37°49'12" East, a distance of 138.56 feet, to a point;

Course No. 10: South 66°18'34" East, a distance of 290.82 feet, to a point;

Course No. 11: South 82°37'22" East, a distance of 375.87 feet, to a point;

Course No. 12: North 48°52'37" East, a distance of 831.78 feet, to a point;

Course No. 13: North 49°06'30" East, a distance of 480.59 feet, to a point;

Course No. 14: North 27°50'21" East, a distance of 414.04 feet, to a point;

Course No. 15: North 29°55'50" West, a distance of 1,405.58 feet, to a point, lying on the Southerly line of the aforesaid lands, described and recorded in Official Records Book 807, page 564 of the Public Records of said St. Johns County; run thence, on the aforesaid Southerly line of said lands, the following two (2) Courses and Distances:

Course No. 1: South 87°27'26" East, a distance of 560.74 feet, to a point;

Course No. 2: South 87°17'21" East, a distance of 5,264.95 feet, to a point, on the Easterly monumented line of Section 39, the Francis P. Fatio Grant; run thence, along last said line, the following

four (4) Courses and Distances:

Course No. 1: South 41°26'00" West, (also being the Westerly line of Section 28), a distance of 6,293.66, to a point, (a portion of this call is along the Westerly boundary line of **WHITELOCK FARMS**, as shown on the plat thereof, recorded in Map Book 37, pages 80 through 112 of the Public Records of said St. Johns County, Florida), said point being the intersection of Section 28, 29 and 39;

Course No. 2: South 41°25'04" West, (also being the Westerly boundary line of Tract "J", of aforesaid **WHITELOCK FARMS**, and the Westerly line of said Section 29), a distance of 2,321.16 feet, to a point;

Course No. 3: South 41°34'03" West, (a portion of this call is along the Westerly boundary line of aforesaid **WHITELOCK FARMS**), a distance of 5,424.32 feet, to a point, at the intersection of Sections 39, 32 and 40;

Course No. 4: South 42°44'52" West, (also being the Westerly line of Section 40), a distance of 2,198.79 feet, to a point, on the Northeasterly Right of Way line of **STATE ROAD No. 13**, (a 100 foot Public Road Right of Way, as per State of Florida, State Road Department Right of Way Map, Project 785); run thence, along the aforesaid Northeasterly Right of Way line of **STATE ROAD No. 13**, the following nine (9) Courses and Distances:

Course No. 1: run thence Northwesterly, along and around the arc of a curve, being concave Southwesterly, and having a radius of 22,968.28 feet, through a central angle of 00°20'02" to the left, an arc distance of 133.89 feet, to the point of tangency of last said curve, said arc being subtended by a chord bearing and distance of North 63°17'25" West, 133.89 feet;

Course No. 2: North 63°27'26" West, along last said tangency, a distance of 6,281.57 feet, to the point of curvature, of a curve leading northerly;

Course No. 3: thence Northerly, along and around the arc of a curve, being concave Northeasterly, and having a radius of 1,403.66 feet, through a central angle of 79°01'54" to the right, an arc distance of 1,936.16 feet, to the point of tangency of said curve, said arc being subtended by a chord bearing and distance of North 23°56'30" West, 1,786.28 feet;

Course No. 4: North 15°34'27" East, along last said tangency, a distance of 457.25 feet, to the point of curvature, of a curve leading northwesterly;

Course No. 5: thence Northwesterly, along and around the arc of a curve, being concave Southwesterly, and having a radius of 1,491.25 feet, through a central angle of 62°09'52" to the left, an arc distance of 1,617.97 feet, to the point of tangency of curve, said arc being subtended by a chord bearing and distance of North 15°30'29" West, 1,539.77 feet;

Course No. 6: North 46°35'25" West, along last said tangency, a distance of 1,725.01 feet, to the

point of curvature, of a curve leading Westerly;

Course No. 7: thence Westerly, along and around the arc of a curve, being concave Southerly, and having a radius of 2,914.90 feet, through a central angle of 42°24'00" to the left, an arc distance of 2,157.08 feet, to the point of tangency of last said curve, last said arc being subtended by a chord bearing and distance of North 67°47'25" West 2,108.20 feet;

Course No. 8: North 88°59'25" West, along last said tangency, a distance of 2,754.72 feet, to the Point of Curvature, of a curve leading northwesterly;

Course No. 9: thence Northwesterly, along and around the arc of a curve, being concave Northeasterly, and having a radius of 1,382.69 feet, through a central angle of 08°42'40" to the right, an arc distance of 210.22 feet, to the Easterly line of lands described and recorded in Official Records Book 763, page 395 of the Public Records of said St. Johns County, Florida, last said arc being subtended by a chord bearing and distance of North 84°38'05" West, 210.02 feet; run thence North 39°27'48" East, along the aforesaid Easterly line of lands described and recorded in Official Records Book 763, page 395, and then along the Easterly line of lands described and recorded in Official Records Book 1106, page 977 of the Public Records of said St. Johns County, Florida, a distance of 648.38 feet, to the Northeast corner of said lands, described and recorded in Official Records Book 1106, page 977 of said Public Records; run thence North 51°41'45" West, along the Northerly line of last said lands, and then along the Northerly line of those lands described and recorded in Official Records Book 1156, page 464, and then Official Records Book 1370, page 122 of the Public Records of said St. Johns County, Florida, a distance of 1,332.26 feet, to the Northeast corner of those lands described and recorded in Official Records Book 1370, page 122 of the Public Records of St. Johns County, Florida; run thence South 89°24'38" West, along the Northerly line of last said lands, a distance of 515.25 feet, to the Easterly Right of Way line of aforesaid **STATE ROAD No. 13**; run thence, along the aforesaid Easterly Right of Way line of **STATE ROAD No. 13**, the following four (4) Courses and Distances:

Course No. 1: run thence Northerly, along and around the arc of a curve, being concave Easterly, and having a radius of 1,382.69 feet, through a central angle of 13°55'33" to the right, an arc distance of 336.07 feet, to the point of tangency of last said curve, said arc being subtended by a chord bearing and distance of North 05°13'52" East, 335.24 feet;

Course No. 2: North 12°11'31" East, along last said tangency, a distance of 1,169.27 feet, to the point of curvature, of a curve leading northerly;

Course No. 3: thence Northerly, along and around the arc of a curve, being concave Westerly, and having a radius of 2,914.89 feet, through a central angle of 20°40'00" to the left, an arc distance of 1,051.40 feet, to the point of tangency of said curve, said arc being subtended by a chord bearing and

distance of North 01°51'31" East, 1,045.71 feet;

Course No. 4: North 08°28'29" West, along last said tangency, a distance of 2,119.40 feet, to the Southerly line of those lands described and recorded in Official Records Book 878, page 1283 of the Public Records of said St. Johns County, Florida; run thence, along last said line, the following two (2) Courses and Distances:

Course No. 1: South 88°11'16" East, a distance of 288.50 feet, to a point;

Course No. 2: North 54°15'52" East, a distance of 4,016.06, to a point on the Northerly line of the **HALLOWES TRACT**, (also being the Southerly line of the **ST. ELMO TRACT**, and the Southerly line of aforesaid **BARTRAM PLANTATION PHASE TWO**); run thence, South 89°20'59" East, along last said line, a distance of 883.58 feet, to a point; thence, departing from said Northerly line of the **HALLOWES TRACT**, (also being the Southerly line of **ST. ELMO TRACT**), run the following thirteen Courses and Distances, along the Easterly boundary of the aforesaid plat of **BARTRAM PLANTATION PHASE TWO**:

Course No. 1: North 05°30'37" East, a distance of 227.90 feet, to a point;

Course No. 2: North 29°44'02" East, a distance of 230.63 feet, to a point;

Course No. 3: North 21°25'38" East, a distance of 43.96 feet, to a point;

Course No. 4: North 84°42'38" West, a distance of 65.01 feet, to a point;

Course No. 5: North 32°32'11" West, a distance of 98.40 feet, to a point;

Course No. 6: North 20°05'21" East, a distance of 79.61 feet, to a point;

Course No. 7: North 64°40'30" East, a distance of 36.01 feet, to a point;

Course No. 8: North 11°04'19" West, a distance of 167.86 feet, to a point;

Course No. 9: North 66°29'43" West, a distance of 51.93 feet, to a point;

Course No. 10: North 47°26'30" East, a distance of 103.39 feet, to a point;

Course No. 11: North 39°33'12" West, a distance of 99.33 feet, to a point;

Course No. 12: North 23°21'33" West, a distance of 92.86 feet, to a point;

Course No. 13: North 17°55'40" East, a distance of 203.96 feet, to a point, on the aforesaid Southerly Right of Way line of **GREENBRIAR ROAD**, and the **POINT OF BEGINNING**.

RIVERTOWN OVERALL BOUNDARY

PARCEL "B"

A parcel of land, being a portion of the Francis P. Fatio Grant, Section 39, Township 5 South, Range 27 East; together with a portion of the Francis P. Fatio Grant, Section 44, Township 5 South, Range 26 East;

together with a portion of the Francis P. Fatio Grant, Section 43, Township 6 South, Range 27 East, all in St. Johns County, Florida, said parcel of land being more particularly described as follows:

For a Point of Reference, commence at the intersection of Section 32, Section 40, the F.J. Fatio Grant, and Section 39, the Francis P. Fatio Grant, all in Township 5 South, Range 27 East, St. Johns County, Florida, and run thence South 42°44'52" West, along the monumented Easterly line of said Section 39, the Francis P. Fatio Grant, and then along a southwesterly prolongation thereof, a distance of 2,198.79 feet, to the Northeasterly Right of Way line of **STATE ROAD No. 13**, (a 100 foot Public Road Right of Way, as per State of Florida, State Road Department Right of Way Map, Project 785); continue thence South 42°44'52" West, along aforesaid prolongation, a distance of 103.98 feet, to the Southwesterly Right of Way line of said **STATE ROAD NO. 13**, and the **POINT OF BEGINNING**.

From the **POINT OF BEGINNING**, thus described, run thence, along the Southwesterly Right of Way line of said **STATE ROAD No. 13**, the following eight (8) Courses and Distances:

Course No. 1: run thence Northwesterly, along and around the arc of a curve, being concave Southwesterly, and having a radius of 22,868.28 feet, through a central angle of 00°15'41" to the left, an arc distance of 104.28 feet, to the point of tangency of last said curve, said arc being subtended by a chord bearing and distance of North 63°19'36" West, 104.28 feet;

Course No. 2: North 63°27'26" West, along last said tangency, a distance of 6,281.57 feet, to the point of curvature, of a curve leading northerly;

Course No. 3: thence Northerly, along and around the arc of a curve, being concave Northeasterly, and having a radius of 1,503.66 feet, through a central angle of 79°01'54" to the right, an arc distance of 2,074.09 feet, to the point of tangency of said curve, said arc being subtended by a chord bearing and distance of North 23°56'30" West, 1,913.53 feet;

Course No. 4: North 14°53'59" East, along last said tangency, a distance of 457.25 feet, to the point of curvature, of a curve leading northwesterly;

Course No. 5: thence Northwesterly, along and around the arc of a curve, being concave Southwesterly, and having a radius of 1,391.25 feet, through a central angle of 62°09'52" to the left, an arc distance of 1,509.47 feet, to the point of tangency of curve, said arc being subtended by a chord bearing and distance of North 15°30'29" West, 1,436.52 feet;

Course No. 6: North 46°35'25" West, along last said tangency, a distance of 1,725.01 feet, to the point of curvature, of a curve leading Westerly;

Course No. 7: thence Westerly, along and around the arc of a curve, being concave Southerly,

and having a radius of 2,814.90 feet, through a central angle of 42°24'00" to the left, an arc distance of 2,083.08 feet, to the point of tangency of last said curve, last said arc being subtended by a chord bearing and distance of North 67°47'25" West 2,035.87 feet;

Course No. 8: North 88°59'25" West, along last said tangency, a distance of 2,754.72 feet, to the Easterly line of that 30 foot Strip of land, for ingress and egress purposes, as described and recorded in Official Records Book 4, page 66 of the Public Records of said St. Johns County; run thence, along the Westerly line of aforesaid easement for ingress and egress, as per Official Records Book 4, page 66, the following two (2) Courses and Distances:

Course No. 1: South 13°00'09" West, a distance of 556.49 feet, to a point;

Course No. 2: South 06°59'51" East, a distance of 1,528.20 feet, to a point, on the Northerly line of those lands currently owned by John P. Hallows, Jr., et al (St. Johns County Property Appraiser PIN 000900 0000), as described and recorded in Official Records Book 107, page 495 of the Public Records of said St. Johns County; run thence, South 88°06'31" East, along said Northerly line of last said lands, a distance of a distance of 425.69 feet, to the Northeast corner of last said lands; run thence, along the Easterly line of said lands, the following two (2) Courses and Distances:

Course No. 1: South 02°42'44" East, a distance of 744.19 feet, to a point;

Course No. 2: South 46°11'46" West, a distance of 873 feet, more or less, to a point on the Northerly "Mean High Water Line", of the St. Johns River, (Elevation 1.07 feet, NGVD 1929, as per Bureau of Surveying and Mapping, Division of State Lands, Department of Environmental Protection Tide Interpolation Point, MHW Data ID 4486 and 4485, and then Elevation 1.06, NGVD 1929, as per MHW Data ID 4484); run thence Easterly, Northerly, Easterly, and then Southeasterly, along the aforesaid "Mean High Water Line" of the St. Johns River, a distance of 9,999 feet, more or less, to a point which lies South 42°44'52" West, 300 feet, more or less, from the POINT OF BEGINNING; run thence North 42°44'52" East, a distance of 300 feet, more or less, to a point on the aforesaid Southwesterly Right of Way line of STATE ROAD No. 13, and the POINT OF BEGINNING.

RIVERTOWN OVERALL BOUNDARY

PARCEL "C"

A parcel of land, being a portion of the Francis P. Fatio Grant, Section 44, Township 5 South, Range 26 East; St. Johns County, Florida, said parcel of land being more particularly described as follows:

For a **POINT OF BEGINNING, BEGIN** at the Northeasterly corner of Lot 22, **REMINGTON PARK**, as shown on the plat thereof, recorded in Map Book 7, page 1 of the Public Records of St. Johns County,

Florida, said Northeast corner, also lying on the Southwesterly Right of Way line of **STATE ROAD No. 13**, (a 100 foot Public Road Right of Way, as per State of Florida, State Road Department Right of Way Map, Project No. 785), aforesaid Right of Way being on the arc of a curve, being concave Northerly, and having a radius of 1,482.69 feet, through a central angle of 08°28'50" to the left, an arc distance of 219.46 feet, to the Westerly line of that 30 foot Strip of land, for ingress and egress purposes, as described and recorded in Official Records Book 4, page 66 of the Public Records of said St. Johns County; run thence, along the Westerly line of aforesaid easement for ingress and egress, as per Official Records Book 4, page 66, the following two (2) Courses and Distances:

Course No. 1: South 13°00'09" West, a distance of 556.53 feet, to a point;

Course No. 2: South 06°59'51" East, a distance of 1,528.80 feet, to a point, on the Northerly line of those lands described and recorded in Official Records Book 107, page 495 of the Public Records of said St. Johns County; run thence, North 88°06'31" West, along said Northerly line of last said lands, a distance of a distance of 130.30 feet, to a point, said point being on the Westerly line of lands currently owned by Hiram L. and Doris W. Godwin, (St. Johns County Property Appraiser PIN 000930 0000 and then 000705 0000), as recorded in Official Records Book 412, page 547 of the Public Records of said St. Johns County, Florida, the following two (2) Courses and Distances:

Course No. 1: South 10°47'08" West, a distance of 630.88 feet, to a point;

Course No. 2: South 80°06'52" West, a distance of 383 feet, more or less, to a point on the Northerly "Mean High Water Line", of the St. Johns River, (Elevation 1.08 feet, NGVD 1929, as per Bureau of Surveying and Mapping, Division of State Lands, Department of Environmental Protection Tide Interpolation Point, MHW Data ID 4487) ; run thence Northerly, along the aforesaid "Mean High Water Line" of the St. Johns River, a distance of 2,316 feet, more or less, to a point on the Easterly line of aforesaid Lot 22, **REMINGTON PARK**, which lies South 40°31'00" West, 748.54 feet, more or less, from the **POINT OF BEGINNING**; run thence North 40°31'00" East, along the aforesaid Easterly line of said Lot 22, **REMINGTON PARK**, a distance of 748.54 feet, more or less, to the aforesaid Northeast corner of said Lot 22, **REMINGTON PARK**, and to a point on the aforesaid Southwesterly Right of Way line of **STATE ROAD No. 13**, and the **POINT OF BEGINNING**.

LESS AND EXCEPT THE FOLLOWING TWO (2) PARCELS:

RIVERTOWN - STATE ROAD No. 13 ROUNDABOUT
NORTH PARCEL

A PARCEL OF LAND, BEING A PORTION OF THE FRANCIS P. FATIO GRANT, SECTION 39, TOWNSHIP 5 SOUTH, RANGE 27 EAST, ST. JOHNS COUNTY, FLORIDA, SAID PARCEL OF LAND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

FOR A POINT OF REFERENCE, COMMENCE AT THE MOST SOUTHEASTERLY CORNER OF "RIVERTOWN-MAIN STREET DISTRICT-SECTION 1", AS SHOWN ON THE PLAT THEREOF, RECORDED IN MAP BOOK 63, PAGES 36 THROUGH 46 OF THE PUBLIC RECORDS OF SAID ST. JOHNS COUNTY, FLORIDA, SAID POINT LYING ON THE NORTHEASTERLY RIGHT OF WAY LINE OF STATE ROAD No. 13, (A 100 FOOT PUBLIC ROAD RIGHT OF WAY, AS PER STATE OF FLORIDA, STATE ROAD DEPARTMENT RIGHT OF WAY MAP, PROJECT 785, LAST REVISED ON FEBRUARY 13, 1998) AND RUN THENCE, SOUTH 64°45'00" EAST, ALONG THE AFORESAID NORTHEASTERLY RIGHT OF WAY LINE OF STATE ROAD No. 13, A DISTANCE OF 546.18 FEET, TO THE POINT OF BEGINNING.

FROM THE POINT OF BEGINNING THUS DESCRIBED, CONTINUE SOUTH 64°45'00" EAST, ALONG AFORESAID NORTHEASTERLY RIGHT OF WAY LINE, A DISTANCE OF 212.48 FEET, TO A POINT; RUN THENCE, NORTH 21°56'37" WEST, A DISTANCE OF 109.23 FEET, TO A POINT; RUN THENCE, NORTH 64°45'00" WEST, PARALLEL WITH THE AFORESAID NORTHEASTERLY RIGHT OF WAY LINE OF STATE ROAD No. 13, A DISTANCE OF 60.32 FEET, TO A POINT; RUN THENCE, SOUTH 25°15'00" WEST, A DISTANCE OF 5.75 FEET, TO A POINT; RUN THENCE, SOUTH 71°41'53" WEST, A DISTANCE OF 99.38 FEET, TO A POINT ON THE AFORESAID NORTHEASTERLY RIGHT OF WAY LINE OF STATE ROAD No. 13, AND THE POINT OF BEGINNING.

THE LANDS THUS DESCRIBED CONTAINS 9,917 SQUARE FEET, OR 0.22 ACRES, MORE OR LESS, IN AREA

RIVERTOWN - STATE ROAD No. 13 ROUNDABOUT
SOUTH PARCEL

A PARCEL OF LAND, BEING A PORTION OF THE FRANCIS P. FATIO GRANT, SECTION 39, TOWNSHIP 5 SOUTH, RANGE 27 EAST, ST. JOHNS COUNTY, FLORIDA, SAID PARCEL OF LAND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

FOR A POINT OF REFERENCE, COMMENCE AT THE MOST SOUTHEASTERLY CORNER OF "RIVERTOWN-MAIN STREET DISTRICT-SECTION 1", AS SHOWN ON THE PLAT THEREOF, RECORDED IN MAP BOOK 63, PAGES 36 THROUGH 46 OF THE PUBLIC RECORDS OF SAID ST. JOHNS COUNTY, FLORIDA, SAID POINT LYING ON THE NORTHEASTERLY RIGHT OF WAY LINE OF STATE ROAD No. 13, (A 100 FOOT PUBLIC ROAD RIGHT OF WAY, AS PER STATE OF FLORIDA, STATE ROAD DEPARTMENT RIGHT OF WAY MAP, PROJECT 785, LAST REVISED ON FEBRUARY 13, 1998) AND RUN THENCE, SOUTH 64°45'00" EAST, ALONG THE AFORESAID NORTHEASTERLY RIGHT OF WAY LINE OF STATE ROAD No. 13, A DISTANCE OF 547.46 FEET, TO A POINT; RUN THENCE, SOUTH 25°15'00" WEST, DEPARTING THE AFORESAID NORTHEASTERLY RIGHT OF WAY LINE OF STATE ROAD No. 13, A DISTANCE OF 100.00 FEET, TO A POINT ON THE SOUTHWESTERLY RIGHT OF WAY LINE OF SAID STATE ROAD No. 13, AND THE POINT OF BEGINNING.

FROM THE POINT OF BEGINNING THUS DESCRIBED, CONTINUE SOUTH 64°45'00" EAST, CONTINUING ALONG THE AFORESAID SOUTHWESTERLY RIGHT OF WAY LINE OF STATE ROAD No. 13, A DISTANCE OF 214.52 FEET, TO A POINT; RUN THENCE, SOUTH 74°39'09" WEST, A DISTANCE OF 110.67 FEET, TO A POINT; RUN THENCE, NORTH 61°40'24" WEST, A DISTANCE OF 73.81 FEET, TO A POINT; RUN THENCE, NORTH 14°35'21" WEST, A DISTANCE OF 88.63 FEET, TO A POINT ON THE AFORESAID SOUTHWESTERLY RIGHT OF WAY LINE OF STATE ROAD No. 13, AND THE POINT OF BEGINNING.

THE LANDS THUS DESCRIBED CONTAINS 10,120 SQUARE FEET OR 0.23 ACRES, MORE OR LESS, IN AREA.

Development Order Exhibit 2

RIVERTOWN

nattamy

MAP H MASTER DEVELOPMENT PLAN

LEGEND

- DRI Boundary
- Major Wetlands Systems
- Private Shared Dock
- Wildlife Crossing - Type A
- Wildlife Crossing - Type B
- Wildlife Crossing - Type C
- SR 13 Roundabout
- Access Points
- Conservation Easement

NOTES:

- (1) The location, configuration, acreages and use of development assets, golf courses, roads, access points, lakes, etc., are conceptual in nature, location and subject to further refinement upon submission of site plans.
- (2) Each school site depicted herein will have two access drives. The St. Johns County School Board and the Developer shall determine final locations of the access drives into and out of each school site. Such drives shall be depicted on construction plans for each school.

March 27, 2017
March 28, 2021
Revised August 20, 2022

PROSSER
ARCHITECTS

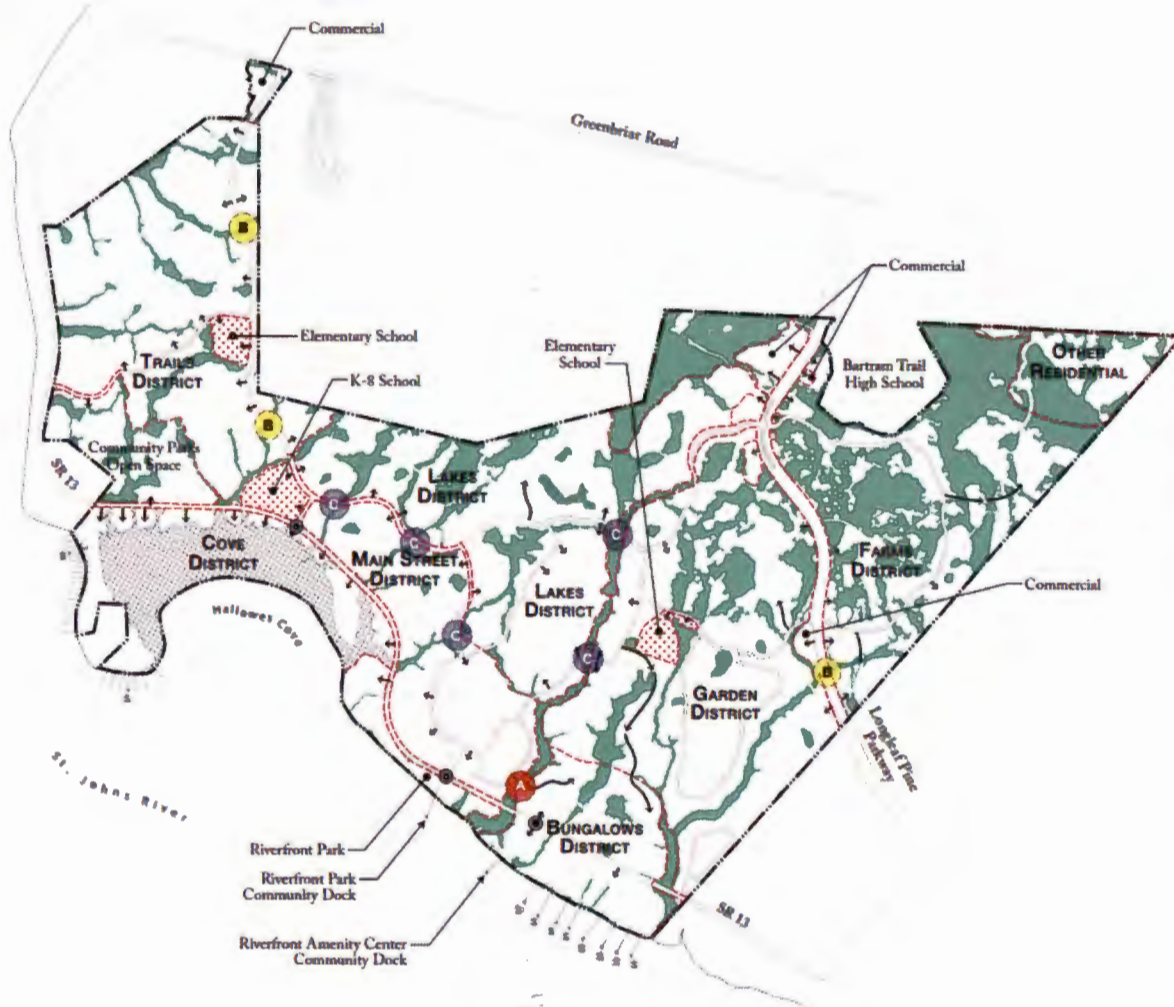


EXHIBIT 2

RIVERTOWN

**FIGURE 26-1
PROPOSED GREENWAY SYSTEM**

LEGEND

- DRI Boundary
- Development Edge
- Scenic Edge
- Gopher Tortoise Preserve
- Recreation/Parks
- Major Wetland Systems/Ravines
- Schools
- Bald Eagle Primary Protection Zone
- Bald Eagle Secondary Protection Zone
- Upland Buffers
- Trails/Atoll Use Paths
- Wildlife Crossing – Type A
- Wildlife Crossing – Type B
- Wildlife Crossing – Type C
- Hallows Cove Dock Area
- Private Shared Dock
- Access Points

NOTE:
This location, configuration, arrangement and use of development parcels, golf courses, trails, amenity parks, bike, etc., are conceptual in nature, location and subject to further refinement upon submission of site plans.

March 27, 2017
March 28, 2017
Revised August 28, 2018

PROSSER
LANDSCAPE ARCHITECTS



EXHIBIT 3

EXHIBIT 5

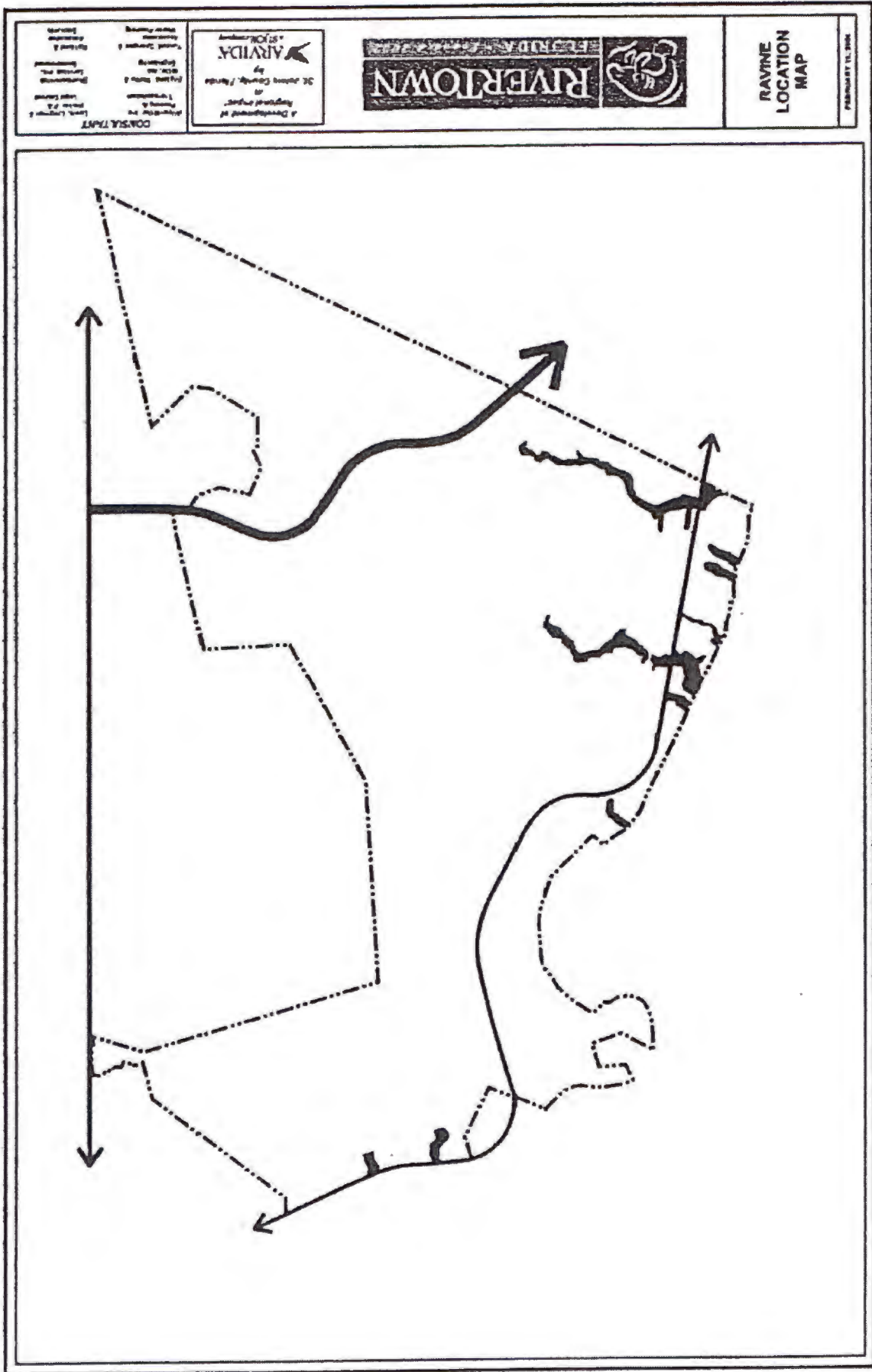


EXHIBIT 6

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EXHIBIT 6

INTEGRATED PESTICIDE/NUTRIENT MANAGEMENT PLAN

This Integrated Pesticide/Nutrient Management (IPM) Plan has been designed to fulfill the following three principal objectives:

- (1) Maintain a balanced and healthy turf to maximize its natural resistance to disease;
- (2) Control turfgrass infestations below levels which necessitate widespread chemical treatments;
- (3) Progressively reduce dependence on chemicals through an ongoing turf monitoring and management program.

Beginning with golf construction and continuing through project build-out, this IPM Plan focuses primarily on the six basic and essential elements described below.

GOLF COURSE DEVELOPMENT: Follow construction strategies that take into account and provide for soil selectivity and conditioning, site shaping and contouring, erosion control, turfgrass suitability, opportunities for a variety of environmental enhancements.

CULTURAL PRACTICES: Maintain a healthy and luxuriant turf over golf areas, and in other lawn acreage throughout the golf course to minimize need for fertilizers, insecticides and other chemicals.

BIOLOGICAL PRACTICES: Minimize fairway play acreage; while establishing the most disease resistant turfgrasses; and utilize to the greatest possible extent native vegetation and roughs.

CHEMICALS: Apply chemical treatments only on an as-needed basis, and selectively use effective, non-persistent products that are formulated for local soils. Application instructions will be strictly followed, and care will be taken to avoid highly toxic pesticides and those that produce allergenic or otherwise objectionable aerosols.

RECORDS: Keep a daily log(s) to record all maintenance and improvement activity associated with the golf course. This would include repairs, modifications, and new construction; mowing and irrigation schedules; and particulars (labels) on fertilizers, conditioners, and pesticide applications (personnel, compound, purpose, date, time, ambient weather, rate, precautions and procedures). Also, comply with the sampling submittal, and record-keeping requirements of permitting and regulatory agencies.

UPGRADING: Provide a framework for effective and efficient operations, and review and evaluate features needed to make measurable improvements in the plan as experience and technology may dictate.

GOLF COURSE DEVELOPMENT

At the completion of final grading, soil analysis will be conducted to determine soil fertility and other properties essential for successful seeding and germination. It is anticipated that there will be some requirements for lime, fertilizers, and perhaps other soil conditioners. Until a grass

EXHIBIT 6

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cover is established, erosion will be controlled through the use of filter fabric, mulches, and hay bales, and in some cases, sodding with Bermuda or Bahia grasses.

The irrigation system will be completely automated.

CULTURAL PRACTICES

Cultural practices involve all of the various procedures directed toward the maintenance of healthy turf grasses and associated landscaping. The key to healthy turf is intensive, daily care. This includes cutting with sharp blades and accurately adjusted mowers, together with a comprehensive inspection for incipient problems. Grass that is infrequently cut, cut too short, or cut by dull blades becomes weakened and susceptible to disease and weeds.

Such techniques as verti-cutting, thatching, aeration, topdressing, frequent soil testing, timely fertilization, and other positive practices help keep a high quality turf without the excessive use of toxic chemicals.

The importance of a sound irrigation system cannot be overemphasized for good turf and landscape management practices. Golf course configuration will be designed around automated controls that can be operated on the basis of on-site weather data, as well as specific requirements associated with a variety of tasks such as fertilization, overseeding, and the like. This system includes a frequent and rigid inspection and maintenance program to avoid mechanical failures, and to insure adequate coverages at calculated flow rates. The precautions should essentially eliminate flooding from "blowouts," nutrient losses by leaching or puddling or "burn-outs" from lack of water.

BIOLOGICAL PRACTICES

Biologically, the first and most important Best Management Practice (BMP) is the selection of appropriate, site specific grasses and landscaping vegetation. Turf grasses will vary by golf course areas depending on their characteristics relative to play requirements on tees, fairways, roughs, collars, fringes, and greens. Three varieties of Bermuda grass will be provided on fairways (T-419), tees (T-328), and greens (Tf-dwarf). For the most part, on-site trees and shrubs will be transplanted where there are plans to create landscaping and vegetative focal points. Elsewhere, the landscape will be selected from lists of hardy and attractive species that are beneficial to both resident and migratory wildlife.

Also, biological agents will be used, as they become available, to counteract turf and landscaping problems that would otherwise require control by chemical means. To the extent possible, this type of control can be achieved to some degree by nurturing the beneficial insects and microbes that normally occur under the conditions conducive to plant nematodes to keep the crickets in check. Findings from golf courses in Florida suggest that the use of these worms alone can significantly reduce the incidences of serious mole cricket infestations.

CHEMICALS

In spite of every effort to adhere to BMP's, each category of pests may have to be controlled by chemicals at one time or another. The rational in the use of chemical controls is to apply minimal amounts, as necessary, to prevent the type of large-scale infestations that can only be

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eradicated through massive chemical treatment. In this regard, the general guidelines for pesticide usage have been summarized below.

The only pesticides used will be those having a half-life of 70 days, or less. Also, considerations will be given to their N-octanol/water partition coefficients, lethal dose coefficients, and their solubility properties. As noted above, current soil analyses will be used to determine soil-pesticide interaction ratings as issued by both the USDA and the Institute for Food and Agricultural Sciences (IFAS) at the University of Florida. In each fiscal year, listings of chemicals and application rates and schedules will be prepared and submitted to regulatory agencies upon request.

In the case of each pest, threshold tolerance levels will be recorded and updated. Naturally, this number will vary on the type of infestation, turf condition, and course location. For example, healthy turf is more likely than poor turf to withstand a moderate infestation by the white grub. Similarly, more pest damage can be accepted in fairways than on tees and greens.

The timing of pesticide applications is a critical factor in reducing the overall need for chemical use. Even though our objective will be to maintain effective control by the use of spot-treatments and good course conditioning, there will be times when the broad application of a particular pesticide is required. One such occasion, for example, might be in early summer, when dosing the entire course for mole cricket larvae could alleviate the need for frequent and stronger applications throughout the warm-weather season. Through this type of understanding, the principal goal of the chemical program is to maximize pest control while minimizing the use of toxic substances.

Chemical will not be stored within 200 feet of a wetland or water body, unless secondary containment is provided. Further, BMPs will be used for chemical handling, chemical transferring and chemical applications.

Qualified supervision and conscientious oversight are keys to the success of our chemical usage program. Therefore, a very careful selection will be made to fill the position of superintendent for the golf course and grounds. This person must be well schooled in horticulture and turf sciences, and must be state licensed to handle and distribute the pesticides. Experience will be another very important consideration in this choice. The particulars concerning pesticide storage and anticipated use are described in the attached exhibit.

RECORDS

Record keeping is ultimately the most important and a valuable component of our IPM Program. In this way, daily log entries will provide a long-term data base regarding chemical development, and justification of effective pest control methodologies. Furthermore, this database will provide essential information for accounting and inventory control, water quality monitoring tasks, and for reviews by local, state and federal regulatory agencies.

UPGRADING

In the recent past, turf management, horticulture, and integrated pest management have become academic disciplines based upon a growing foundation of scientific inquiry. In the construction of the golf course, we intend at the outset, to benefit from all applicable information that is now available in these areas. Thereafter, over the long term, every effort will be made to

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continuously upgrade our own experience and implementations, and through our respective professional affiliations.

RECORD KEEPING

Record keeping is the ingredient tying the IPM Plan together and maximizing its efficiency. There are two aspects to record keeping:

- X History of pest problems, including when and where, probable cause, treatment tried, results, and any other factor (such as weather) which may be relevant.
- X Daily record of pesticides/fertilizers applied, including concentrations, methods of application, operator, reason (cyclical, preventative, problem area, etc.) weather conditions, and total quantities applied.

The forms used to record the information can be tailored to the golf course superintendent's preference; however, it should be remembered that they will be important for a number of different applications, including:

- X The superintendent will use them for problem solving, scheduling and purchasing and inventory control.
- X The internal and external accountants will use them for financial statement preparation and inventory control.
- X The external auditor responsible for monitoring water quality will use them for determining testing parameters and analyzing test results.
- X Local, state and federal officials will use them to monitor adherence to overall governmental standards as well as compliance with specific development orders, or other permitting requirements.

STORAGE

- X All chemicals will be stored separate from any fertilizer or fuels.
- X The storage building will be self-contained to prevent contamination of the ground and ground water in the case of container failure.
- X With the increasing number of golf courses, this area is experiencing many more suppliers. Therefore, it is not necessary to stock large quantities of chemicals. It is anticipated this building will be in the range of 100-150 square feet and the products will be used or returned to the supplier by the end of each season.

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Exhibit 7
Water Quality Monitoring Plan



John Bush
Governor

Department of Environmental Protection

Northeast District
7825 Baymeadows Way, Suite 8200
Jacksonville, Florida 32256-7590

David B. Brunt
Secretary

February 2, 2004

Mr. Gary K. Howalt
Vice President
Environmental Services, INC.
7220 Financial Way
Suite 100
Jacksonville, Florida 32256

Dear Mr. Howalt:

Staff at the Northeast District office of the Department of Environmental Protection has reviewed the proposed Surface Water Quality Monitoring Plan for RiverTown DRI. The department found the plan to be acceptable.

Upon receipt of this letter the developer, or his authorized agent, is authorized to proceed with baseline water quality sampling within the guidelines provided in the approved RiverTown DRI Surface Water Quality Monitoring Plan.

If you have any questions please contact me at (904) 907-3209 or
Jennifer.Auger@dep.state.fl.us

Sincerely,

A handwritten signature in cursive script that reads "Jennifer M. Auger".

Jennifer M. Auger
Environmental Planning &
Intergovernmental Affairs

"More Protection, Less Process"

Printed on recycled paper

EXHIBIT 7

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**RIVERTOWN DRI
SURFACE WATER QUALITY MONITORING PLAN**

ESI Project No. EJ98270.02

February 2004

FOR

**ARVIDA/ST. JOE COMPANY
Attn. Ms. Margaret Jenesse
224 St. Johns Golf Drive
St. Augustine, Florida 32092**

AND

**FLORIDA DEPARTMENT OF ENVIRONMENTAL PROTECTION
NORTHEAST DISTRICT
Attn: Ms. Jennifer Auger
7825 Baymeadows Way
Jacksonville, Florida 32256-7590**



**ENVIRONMENTAL SERVICES, INC.
7120 Financial Way, Suite 100
Jacksonville, Florida 32256
(904) 470-2200**

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I. INTRODUCTION

As a condition of the Development of Regional Impact (DRI) Development Order for RiverTown, Florida Department of Environmental Protection (FDEP) has required the Developer, Arvida/St. Joe Company, to conduct a surface water quality monitoring program. The Developer has contracted Environmental Services, Inc. (ESI) to create and administer a Water Quality Monitoring Plan (WQMP) for RiverTown. This investigation is designed to establish baseline conditions and to monitor water quality throughout the development of the property.

II. SCOPE

A. Location of Sampling Stations

Six sampling stations for RiverTown are depicted on the Water Quality Monitoring Station Location Map (Figure 1). Reference markers will be placed in the field to ensure consistency throughout the sampling events. The sampling stations are designated as follows:

- Station KC-1. Within Kendall Creek, near the southeastern boundary of RiverTown property, north of State Road 13. This freshwater station receives discharge from the RiverTown development, and is representative of water quality conditions exiting the RiverTown property.
- Station OG-1. Within Orange Grove Branch, upstream of State Road 13. This freshwater station receives discharge from the RiverTown development, and is representative of water quality conditions exiting the site.
- Station OG-2. Within Orange Grove Branch, near the northern boundary of the RiverTown property. This freshwater station receives discharge from the watershed north of the RiverTown development, and is representative of water quality conditions entering the site.
- Station UN-1. Within an unnamed tributary, upstream of State Road 13. This freshwater station receives discharge from the RiverTown development, and is representative of water quality conditions exiting the site.
- Station UN-2. Within an unnamed tributary, near the northern boundary of the RiverTown property. This freshwater station receives discharge from the watershed north of the RiverTown development, and is representative of water quality conditions entering the site.
- Station UN-3. Within an unnamed tributary, upstream of State Road 13. This freshwater station receives discharge from the RiverTown development, and is representative of water quality conditions exiting the site.

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B. Baseline Monitoring Program

ESI will conduct two baseline (pre-development) water quality sampling events, commencing no greater than six months and concluding at least seven days prior to the start of development. The baseline monitoring program is intended to establish pre-development conditions in the watersheds associated with the RiverTown property. Baseline water quality data will be used for comparison to construction-phase sampling results.

Both baseline sampling events will include *in situ* measurements, water chemistry and bacterial sampling, and bioassessment of benthic macroinvertebrate communities (Table 1). All parameters, except bioassessment of benthic macroinvertebrate communities, will be monitored at each of the six stations. Bioassessment of benthic macroinvertebrate communities will only be conducted at stations KC-1 and UN-1.

The baseline monitoring program will assess the influence of rainfall on turbidity, nutrient levels, and other water quality parameters. One "wet" and one "dry" sampling event will be conducted. Dry and wet weather sampling criteria will follow EPA's Environmental Monitoring & Assessment Program (EMAP) protocol. Wet weather samples will be collected within 24 hours after a rain event of greater than 0.1 inches of rainfall, but following an interevent period of at least 72 hours (*i.e.*, three days of dry weather). Dry weather samples will be taken following at least 72 hours of dry weather.

C. Construction-Phase Monitoring Program

ESI will monitor water quality within the watersheds of the RiverTown property throughout development of RiverTown. The construction-phase monitoring program has been designed to identify any impacts, trends or changes in water quality occurring since the baseline monitoring events.

For the first two years, the construction-phase monitoring program will comprise quarterly sampling events of the same parameters and at the same stations as the baseline sampling events (Table 1). After two years, if no significant change in water quality has been detected during the quarterly sampling events, sample frequency will be reduced to a semi-annual schedule. All parameters, except bioassessment of benthic macroinvertebrate communities, will be monitored at each of the six stations. Bioassessment of benthic macroinvertebrate communities will only be conducted at stations KC-1 and UN-1. Bioassessment of benthic macroinvertebrate communities will occur at stations KC-1 and UN-1 on a semi-annual basis and will be seasonally staggered each year so that the communities are assessed during all seasons at each station over the course of the study period.

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Table 1. Water quality parameters and analytical methods for baseline and construction-phase water quality monitoring programs at RiverTown.

Parameter	Units	Method
Field (in situ) Measurements		
Temperature	°C	EPA 170.1
pH	std. units	EPA 150.1
Dissolved Oxygen (DO)	mg/l	EPA 360.1
Specific Conductance	µmhos/cm	EPA 120.1
Turbidity	NTU	EPA 180.1
Flow	cm/sec	FDEP SOP
Secchi Disk Transparency	feet	FDEP SOP
Physical Properties		
Color	CU	EPA-110.2
Total Hardness as CaCO ₃	mg/l	EPA 130.2
Total Dissolved Solids (TDS)	mg/l	EPA 160.1
Total Suspended Solids (TSS)	mg/l	EPA 160.2
Inorganic Anions		
Alkalinity	mg/l	EPA 310.1
Total Phosphorus	mg/l	EPA 365.4
Nitrate/Nitrite	mg/l	EPA 353.2
Total Kjeldahl Nitrogen (TKN)	mg/l	EPA 351.2
Organics		
Biochemical Oxygen Demand	mg/l	EPA 405.1
Bacteria		
Total Coliform (TC) Bacteria	# per 100 ml	SM 9221-E
Fecal Coliform (FC) Bacteria	# per 100 ml	SM 9221-B
Benthic Macroinvertebrates		
Habitat Assessment	[numeric score]	#BA-17, BA-18 ^a
Dip Net Sampling	[biometrics]	#BA-7, BA-8 ^a

^a FDEP SOPs, Bureau of Laboratories, Biology Section, Tallahassee, Florida.

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III. METHODS

A. Quality Assurance/Quality Control

All field activities (*in situ* measurements, and collection of water samples and benthic macroinvertebrates) and benthic laboratory activities will be conducted in adherence to ESI's Comprehensive Quality Assurance Plan (CompQAP #910112G), and in accordance with EPA and FDEP approved protocol. Instrument calibrations, replicate sampling, and other specific QA/QC procedures are described in the following sections.

B. Surface Water Sampling

1. Field Measurements and Observations. Weather and water quality conditions and field measurements will be recorded at each station onto ESI field data capture sheets (Attachment A). Weather data will include 24-hour antecedent rainfall (based on data recorded at St. Augustine WFOY, the nearest First Order Climatological Station). Water quality conditions will include flow regime, water color, surface clarity and any nuisance conditions. Field measurements will include total depth, Secchi disk depth and *in situ* measurements.

The following physico-chemical water quality parameters will be measured *in situ* at each station using a HydroLab Quanta-G: water temperature, dissolved oxygen, pH, and specific conductance. On the morning of each sampling event, the HydroLab will be calibrated for dissolved oxygen, pH and conductivity. Calibration results will be recorded on the Calibration Capture Sheets (Attachment A). Following each sampling event, calibration checks will be conducted to verify that measurement error was less than 1.0 percent for all parameters. Turbidity will be measured in the field using a Hach Model 16800 nephelometric turbidimeter. The turbidimeter will be calibrated in the field using Gelex secondary turbidity standards (0-10 and 0-100 NTU).

2. Collection of Water Samples. Sample collection information, including sampling time, sampling depth, analytical parameters, sample containers, handling procedures and quality assurance protocol, will be recorded at each station onto ESI field data capture sheets (Attachment A). Pre-cleaned containers will be provided (with preservatives added) by the subcontract laboratory. All sample containers will be labeled on site with station name, sample identification number, and date and time of collection. Water samples for laboratory analyses will be collected subsurface (0.5 feet) by hand grab at each station.

A field duplicate sample will be collected sequentially with the primary water sample at one station, and will be submitted as a blind duplicate to the subcontract laboratories. Immediately following collection, all sample containers will be sealed and placed on ice. Chain-of-custody records for the water samples will be initiated at the time of collection and kept with the sealed sample coolers, which will be hand delivered to the subcontract laboratory by ESI personnel.

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3. Laboratory Analyses. Water chemistry and bacteriological parameters will be analyzed using EPA-approved methods by Environmental Conservation Laboratories ("ENCO"), a subcontract laboratory. ENCO is fully certified for analysis of environmental samples by the FDEP and NELAC (FDEP: 910190 and NELAC: E82277). The analytical method detection limit (MDL) for each parameter will be lower than its maximum contaminant level (MCL), based on state surface water quality criteria. Copies of the original laboratory reports will be provided as appendices to ESI's monitoring reports.

C. Benthic Macroinvertebrates

1. Habitat Assessment. Benthic habitats will be evaluated in accordance with FDEP Standard Operating Procedures (SOPs). FDEP Physical/Chemical Characterization Field Data Sheets (Attachment A) will be completed at each station using Physical/Chemical Characterization Techniques (SOP #BA-17). Next, a Freshwater Benthic Habitat Assessment Field Data Sheet (Attachment A) will be completed using Habitat Assessment Techniques (SOP #BA-18). Finally, the resulting Habitat Assessment scores will be used to interpret the benthic macroinvertebrate community biometrics for each station.

2. Sample Collection. Benthic macroinvertebrates will be collected by dip net sampling (SOP #BA-7). Twenty (20) discrete 0.5 meter sweeps of a U.S. Standard 30-mesh D-frame dip net will be distributed across the "major" or "most productive" habitats identified during Habitat Assessment. Compositated netted material will be spread out on 30-mesh kick net in direct sunlight, and live organisms will be picked and placed in small jars of 70 percent ethanol. Retained debris will be collected in wide mouth jugs and preserved with ten percent buffered formalin and rose bengal stain.

3. Sample Processing. At the ESI lab, the dip net and grab samples will be processed by FDEP protocol (SOP #BA-8 and #BA-10, respectively). Bulk samples will be placed in a white ceramic pan for separation of the organisms from inert materials under low (2X) magnification. Each sample will be picked two times by ESI personnel. Organisms will be preserved in 70 percent ethanol and placed in labeled glass vials for taxonomic sorting and identification.

4. Taxonomic Identification and Enumeration. Organisms will be sorted, counted and identified to the lowest practicable taxonomic level by Thomas Nickel (ESI) in accordance with FDEP protocol (SOP #BA-15, BA-15.1 and BA-16). If more than 100 oligochaete worms or chironomid midges are present in a sample, subsampling techniques (SOP #BA-15) will be implemented. Oligochaetes, chironomid midges and aquatic mites will be mounted on slides (SOP #BA-15.1) for identification under a compound microscope (magnification 100X and 430X). Specimens of other taxa will be examined under a stereoscope (magnification 10X through 70X).

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Enumeration procedures will also follow FDEP guidelines (SOP #BA-16). Following identification, the number of specimens within each taxon will be recorded onto a Macroinvertebrate Bench Sheet. Empty bivalve or gastropod mollusk shells will not be counted. Specimens that are missing their heads (most often oligochaetes) will not be counted. Specimens not classified as benthic macroinvertebrates (e.g., nematodes, cladocerans, rotifers or fish) will not be counted. Specimens of taxa not previously encountered by ESI will be removed for inclusion in ESI's Reference Collection. All specimens will be properly labeled and retained by ESI for a period of five (5) years beyond completion of this investigation.

5. Analysis of Taxonomic Data. Taxonomic data from this investigation will be entered onto BIO9 Species Diversity Entry Program (Ley, 1995), a computer program developed and used by FDEP for calculation of benthic macroinvertebrate community biometrics. The following biometrics will be calculated for each station:

- Shannon's Diversity Index,
- Species Equitability,
- Number of Total Taxa ("Species Richness"),
- Number of EPT Taxa,
- Number of Chironomid Taxa,
- Percent Contribution of Dominant Taxon,
- Percent Contribution of Diptera,
- Florida Index,
- Percent Contribution of Suspension Feeders ("Filterers"), and
- Stream Condition Index (SCI) Score and Interpretation.

IV. REPORTING

A. Report of Baseline Conditions

The Report of Baseline Conditions will provide all analytical results from the baseline sampling events, including field measurements, laboratory analyses and biological assessments. Results will be presented in tabular format, along with associated water quality criteria (Rule 62-302.530 F.A.C.). Copies of original laboratory reports and chain-of-custody documentation will be appended. This report will describe any changes in scope or methods from those presented in this WQMP. This initial report will be submitted to FDEP and Northeast Florida Regional Planning Council (NEFRPC).

B. Quarterly or Semi-Annual Reports

Reports for each quarterly or semi-annual construction-phase monitoring event will be similar in content and format to the Report of Baseline Conditions, and will include data

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tables presenting cumulative results of all monitoring events to date. Reports of quarterly or semiannual monitoring events will be submitted semiannually to FDEP for review.

C. Annual Reports

Annual reports summarizing the results of the year's quarterly or semi-annual sampling events will be presented to NEFRPC.

V. RE-EVALUATION

Every five (5) years, unless otherwise agreed upon by Northeast District FDEP and the Developer, the WQMP shall be reviewed and evaluated pursuant to Chapter 62-302 F.A.C. Sampling methods, locations, parameters, and frequency shall be evaluated and, if necessary, modified. Dates of construction phases and sampling activities may be scheduled during this meeting. Reevaluation may occur sooner than every five (5) years at the request of either the Developer or FDEP with consent of the other party.

JS-PCR-EJ98298.02.rivertown WQMP final.doc
5/10/21/004f

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ATTACHMENTS


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Field Water Quality Data Capture Sheet (ESI)

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 Environmental Services, Inc. Water Quality Monitoring Field Data Capture Sheet																																					
Project	WQ Station: _____ Personnel: _____	Date: _____ Time: _____																																			
Field Conditions	Air Temp: _____ °C Cloud Cover: _____ % Windspeed: _____ MPH Wind Direction: _____ Rainfall (past 24 hr): _____ in. Sampling Event: <input type="checkbox"/> "Wet" <input type="checkbox"/> "Dry"	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 15%;">Flow Speed:</th> <th style="width: 15%;">Water Color:</th> <th style="width: 15%;">Water Surface:</th> <th style="width: 15%;">Noticeable Conditions:</th> </tr> <tr> <td>Fast</td> <td>Clear</td> <td>Clear</td> <td></td> </tr> <tr> <td>Moderate</td> <td>Turbid</td> <td>Oily Sheen</td> <td></td> </tr> <tr> <td>Slow</td> <td>Algal</td> <td>Slack</td> <td></td> </tr> <tr> <td>Not Visible</td> <td>Other</td> <td>Algal Scum</td> <td></td> </tr> </table> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 15%;">Water Odors:</th> <th style="width: 15%;">Water Clarity:</th> <th style="width: 70%;">Hach 16-300 Turbidimeter</th> </tr> <tr> <td>Normal</td> <td>Clear</td> <td>Calibration: <input type="checkbox"/> 0-10 NTU <input type="checkbox"/> 0-100 NTU</td> </tr> <tr> <td>Sewage</td> <td>Slightly Turbid</td> <td>Turbidity: _____ NTU</td> </tr> <tr> <td>Petroleum</td> <td>Turbid</td> <td></td> </tr> <tr> <td>Chemical</td> <td>Opaque</td> <td></td> </tr> </table>	Flow Speed:	Water Color:	Water Surface:	Noticeable Conditions:	Fast	Clear	Clear		Moderate	Turbid	Oily Sheen		Slow	Algal	Slack		Not Visible	Other	Algal Scum		Water Odors:	Water Clarity:	Hach 16-300 Turbidimeter	Normal	Clear	Calibration: <input type="checkbox"/> 0-10 NTU <input type="checkbox"/> 0-100 NTU	Sewage	Slightly Turbid	Turbidity: _____ NTU	Petroleum	Turbid		Chemical	Opaque	
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Field Measurements	Measurement Time: _____ Total Depth: _____ ft Secchi Depth: _____ ft In situ Depth: _____ ft Flow: _____ cm/sec	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th colspan="2" style="text-align: center;">HydroLab Quanta-G</th> </tr> <tr> <td>Water Temp: _____ °C</td> <td>Calibrated meter @ _____</td> </tr> <tr> <td>pH: _____ ml Units</td> <td>pH calibration: <input type="checkbox"/> 7.00 ± 4.00 Standards <input type="checkbox"/> 7.00 ± 10.0 Standards</td> </tr> <tr> <td>Cond: _____ µmhos/cm</td> <td>Cond calibration: <input type="checkbox"/> 0.005 M KCl (718 µmhos/cm) <input type="checkbox"/> 0.01 M KCl (1,413 µmhos/cm)</td> </tr> <tr> <td>Salinity: _____ ppt</td> <td><input type="checkbox"/> DO calibrated in Air (100% sat'n)</td> </tr> <tr> <td>DO: _____ mg/L</td> <td></td> </tr> <tr> <td>DO: _____ % Sat'n</td> <td></td> </tr> </table>	HydroLab Quanta-G		Water Temp: _____ °C	Calibrated meter @ _____	pH: _____ ml Units	pH calibration: <input type="checkbox"/> 7.00 ± 4.00 Standards <input type="checkbox"/> 7.00 ± 10.0 Standards	Cond: _____ µmhos/cm	Cond calibration: <input type="checkbox"/> 0.005 M KCl (718 µmhos/cm) <input type="checkbox"/> 0.01 M KCl (1,413 µmhos/cm)	Salinity: _____ ppt	<input type="checkbox"/> DO calibrated in Air (100% sat'n)	DO: _____ mg/L		DO: _____ % Sat'n																						
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DO: _____ mg/L																																					
DO: _____ % Sat'n																																					
Water Sampling	Sampling Time: _____ Sampling Depth: _____ ft Sampling Equipment: <input type="checkbox"/> Hand Grab <input type="checkbox"/> Kemmerer Sampler <input type="checkbox"/> Other: _____ Composite Sample? _____	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 50%;">Sample Parameters</th> <th style="width: 50%;">Containers</th> </tr> <tr> <td>Calc, Alkalinity, TDS, TSS, BOD</td> <td>1,000 ml HDPE (unpreserved)</td> </tr> <tr> <td>TEN, NO₃, TP</td> <td>500 ml HDPE (H₂SO₄)</td> </tr> <tr> <td>Hardness</td> <td>250 ml HDPE (HNO₃)</td> </tr> <tr> <td>TC, FC (bacteria)</td> <td>Bacterial Vial (No-Growth)</td> </tr> <tr> <td>Other: _____</td> <td></td> </tr> </table> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 50%;">QA/QC Samples</th> <th style="width: 50%;">Samples on Ice?</th> </tr> <tr> <td><input type="checkbox"/> Field Duplicates (blind) <input type="checkbox"/> Equipment Rinse <input type="checkbox"/> Travel Blank</td> <td>Chain-of-Custody _____ Laboratories: _____</td> </tr> </table>	Sample Parameters	Containers	Calc, Alkalinity, TDS, TSS, BOD	1,000 ml HDPE (unpreserved)	TEN, NO ₃ , TP	500 ml HDPE (H ₂ SO ₄)	Hardness	250 ml HDPE (HNO ₃)	TC, FC (bacteria)	Bacterial Vial (No-Growth)	Other: _____		QA/QC Samples	Samples on Ice?	<input type="checkbox"/> Field Duplicates (blind) <input type="checkbox"/> Equipment Rinse <input type="checkbox"/> Travel Blank	Chain-of-Custody _____ Laboratories: _____																			
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Other: _____																																					
QA/QC Samples	Samples on Ice?																																				
<input type="checkbox"/> Field Duplicates (blind) <input type="checkbox"/> Equipment Rinse <input type="checkbox"/> Travel Blank	Chain-of-Custody _____ Laboratories: _____																																				
Additional Notes/Field Observations/Equipment Maintenance:		Signature: _____ Time: _____																																			

12/ 1/19/01

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Calibration Capture Sheet

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 Environmental Services, Inc. HydroLab Quanta-G Calibration Capture Sheet			
Project	Personnel: _____ Location: _____	Date: _____ ESI Project: _____	Start Time: _____ Finish Time: _____
Conductivity	Rinse 3 Times with DI Water _____ Filled with Conductivity Solution Equal to _____ mS/cm Date Received: _____ Lot No: _____ Expiration Date: _____ Reading: _____ mS/cm Adjusted Reading _____ to _____ mS/cm Rinse 3 Times with DI Water _____ Filled with Conductivity Solution Equal to _____ Reading _____		
Dissolved Oxygen %	Rinsed 3 Times with DI Water _____ Filled with DI Water, Water Level Equal to O-ring _____ Blotted Membrane _____ Covered Calibration Cup with Cup Cover _____ Barometric Pressure: _____ mmHg % DO: _____ Sat.		
pH	Rinsed 3 Times with DI Water _____ Filled with pH Solution Equal to <u>7.00</u> Date Received: _____ Lot No: _____ Expiration Date: _____ Reading: _____ Adjusted Reading _____ to pH: _____ Rinsed 3 Times with DI Water _____ Filled with pH Solution Equal to 4.00 (fresh) or 10.00 (marine) Date Received: _____ Lot No: _____ Expiration Date: _____ Reading: _____ Adjusted Reading _____ to pH: _____ Filled with pH Solution Equal to <u>7.00</u> Reading: _____		
Post Sampling Calibration Check Date: _____ Start Time: _____ Finish Time: _____ Filled With Conductivity Solution Equal: _____ mS/cm Reading: _____ mS/cm Filled With pH Solution Equal: _____ Reading: _____ Filled With DI Water: Temperature Reading: _____ C DO Reading: _____ mg/l			

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Physical/Chemical Characterization Field Data Sheet (FDEP)

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STATE OF FLORIDA
DEPARTMENT OF ENVIRONMENTAL PROTECTION
PHYSICAL/CHEMICAL CHARACTERIZATION FIELD DATA SHEET 15-16-98

SUBMITTING AGENCY CODE: SUBMITTING AGENCY NAME:		STORET STATION NUMBER:	DATE (MO/YR):	TIME:	RECEIVING BODY OF WATER:
REMARKS:	COUNTY:	LOCATION:	FIELD OFFICER:		

RIPARIAN ZONE/INSTREAM FEATURES

Predominant Land-Use in Watershed (specify relative percent in each category):

Forest/Natural	Silviculture	Field/Pasture	Agricultural	Residential	Commercial	Industrial	Other (Specify)
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Local Watershed Erosion (check box): None Slight Moderate Heavy

Local Watershed NPS Pollution (check box): No evidence Slight Moderate potential Obvious sources

Width of riparian vegetation (m) on least buffered side: *List & map dominant vegetation on back*

Artificially Channelized no yes no/yes, severe, some recovery, mostly recovered, more stream

Artificially Impounded yes no

High Water Mark: + = (in above stream water level) (stream depth in m) (in above 2nd)

Canopy Cover %: Open: Lightly Shaded (11-45%): Moderately Shaded (46-80%): Heavily Shaded:

SEDIMENT/SUBSTRATE

Sediment Odors: Normal: Sewage: Petroleum: Chemical: Anaerobic: Other:

Sediment Oils: Absent: Slight: Moderate: Profuse:

Sediment Deposition: Sludge: Sand smothering: none slight moderate severe Silt smothering: none slight moderate severe Other:

Substrate Types	% coverage	# times sampled	method	Substrate Types	% coverage	# times sampled	method
Woody Debris (Snags)	<input type="text"/>	<input type="text"/>	<input type="text"/>	Sand	<input type="text"/>	<input type="text"/>	<input type="text"/>
Leaf Packs or Mats	<input type="text"/>	<input type="text"/>	<input type="text"/>	Mud/Muck/Silt	<input type="text"/>	<input type="text"/>	<input type="text"/>
Aquatic Vegetation	<input type="text"/>	<input type="text"/>	<input type="text"/>	Other:	<input type="text"/>	<input type="text"/>	<input type="text"/>
Rock or Shell Rubble	<input type="text"/>	<input type="text"/>	<input type="text"/>	Other:	<input type="text"/>	<input type="text"/>	<input type="text"/>
Undercut banks/Roots	<input type="text"/>	<input type="text"/>	<input type="text"/>	Draw aerial view sketch of habitats found in 100 m section			

WATER QUALITY

Depth (m):	Temp. (°C):	pH (SU):	D.O. (mg/l):	Cond. (µmho/cm) or Salinity (ppt):	Secchi (m):
Top	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Mid-depth	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Bottom	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

System Type: Stream: (1st - 2nd order 3rd - 4th order 5th - 6th order 7th order or greater) Lake: Wetland: Estuary: Other:

Water Odors (check box): Normal: Sewage: Petroleum: Chemical: Other:

Water Surface Oils (check box): None: Sheen: Globes: Slick:

Clarity (check box): Clear: Slightly turbid: Turbid: Opaque:

Color (check box): Tannic: Green (algae): Clear: Other:

Weather Conditions/Notes:

Abundance:	Absent	Rare	Common	Abundant
Periphyton	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Fish	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Aquatic Macrophytes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Iron/sulfur Bacteria	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SAMPLING TEAM: _____ SIGNATURE: _____ DATE: _____

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Freshwater Benthic Habitat Assessment Field Data Sheets (FDEP)

EXHIBIT 7

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STATE OF FLORIDA
DEPARTMENT OF ENVIRONMENTAL PROTECTION
FRESHWATER BENTHIC HABITAT ASSESSMENT FIELD DATA SHEET (5-27-98)

SUBMITTING AGENCY CODE: _____ SUBMITTING AGENCY NAME: _____	STATION NUMBER: _____	DATE (MM/YY): _____	RECEIVING BODY OF WATER: _____
REMARKS: _____	COUNTY: _____	LOCATION: _____	FIELD ID NAME: _____

Habitat Parameter	Optimal	Suboptimal	Marginal	Poor
Primary Habitat Components Substrate Diversity <input type="checkbox"/>	Four or more productive habitats present (snags, tree roots, aquatic vegetation, leaf packs (partially decayed), undercut banks, rock). 20 19 18 17 16	Three productive habitats present. Adequate habitat. Some substrates may be new fall (fresh leaves or snags). 15 14 13 12 11	Two productive habitats present. Less than desirable habitat, frequently disturbed or removed. 10 9 8 7 6	One or less productive habitat. Lack of habitat is obvious, substrates unstable or smothered. 5 4 3 2 1
Substrate Availability <input type="checkbox"/>	Greater than 30% productive habitat present at site. 20 19 18 17 16	16% to 30% productive habitat, by aerial extent. 15 14 13 12 11	6% to 15% productive habitat. 10 9 8 7 6	Less than 5% productive habitat. 5 4 3 2 1
Water Velocity <input type="checkbox"/>	Max. observed at typical transect: >0.25 m/sec, but < 1 m/sec 20 19 18 17 16	Max. observed at typical transect: 0.1 to 0.25 m/sec 15 14 13 12 11	Max. observed at typical transect: 0.05 to 0.1 m/sec 10 9 8 7 6	Max. observed at typical transect <0.05 m/sec, or spate occurring: > 1 m/sec 5 4 3 2 1
Habitat Smothering <input type="checkbox"/> Primary Score <input type="checkbox"/>	Less than 20% of habitats affected by sand or silt accumulation 20 19 18 17 16	20%-50% of habitats affected by sand or silt accumulation 15 14 13 12 11	Smothering of 50%-80% of habitats with sand or silt, pools shallow, frequent sediment movement 10 9 8 7 6	Smothering of >80% of habitats with sand or silt, a severe problem, pools absent 5 4 3 2 1
Secondary Habitat Components Artificial Channelization <input type="checkbox"/>	No artificial channelization or dredging. Stream with normal, sinuous pattern 20 19 18 17 16	May have been channelized in the past (>20 yrs), but mostly recovered, fairly good sinuous pattern 15 14 13 12 11	Channelized, somewhat recovered, but > 80% of area affected 10 9 8 7 6	Artificially channelized, box-cut banks, straight, instream habitat highly altered 5 4 3 2 1
Bank Stability <input type="checkbox"/> Right Bank <input type="checkbox"/> Left Bank <input type="checkbox"/>	Stable. No evidence of erosion or bank failure. Little potential for future problems. 10 9	Moderately stable. Infrequent or small areas of erosion, mostly healed over. 8 7 6	Moderately unstable. Moderate areas of erosion, high erosion potential during floods. 5 4	Unstable. Many (60%-80%) raw, eroded areas. Obvious bank sloughing. 3 2 1
Riparian Buffer Zone Width <input type="checkbox"/> Right Bank <input type="checkbox"/> Left Bank <input type="checkbox"/>	Width of native vegetation (least buffered side) greater than 18 m 10 9	Width of native vegetation (least buffered side) 12 m to 18 m 8 7 6	Width of native vegetation 6 to 12 m, human activities still close to system 5 4	Less than 6 m of native buffer zone due to intensive human activities 3 2 1
Riparian Zone Vegetation Quality <input type="checkbox"/> Right Bank <input type="checkbox"/> Left Bank <input type="checkbox"/> Secondary Score <input type="checkbox"/>	Over 80% of riparian surfaces consist of native plants, including trees, understory shrubs, or non-woody macrophytes. Normal, expected plant community for given sunlight & habitat conditions. 10 9	50% to 80% of riparian zone is vegetated, and/or one class of plants normally expected for the sunlight & habitat conditions is not represented. Some disruption in community evident. 8 7 6	25% to 50% of riparian zone is vegetated, and/or one or two expected classes of plants are not represented. Patches of bare soil or closely cropped vegetation, disruption obvious. 5 4	Less than 25% of streambank surfaces are vegetated and/or poor plant community (e.g. grass monoculture or exotics) present. Vegetation removed to stubble height of 2 inches or less. 3 2 1

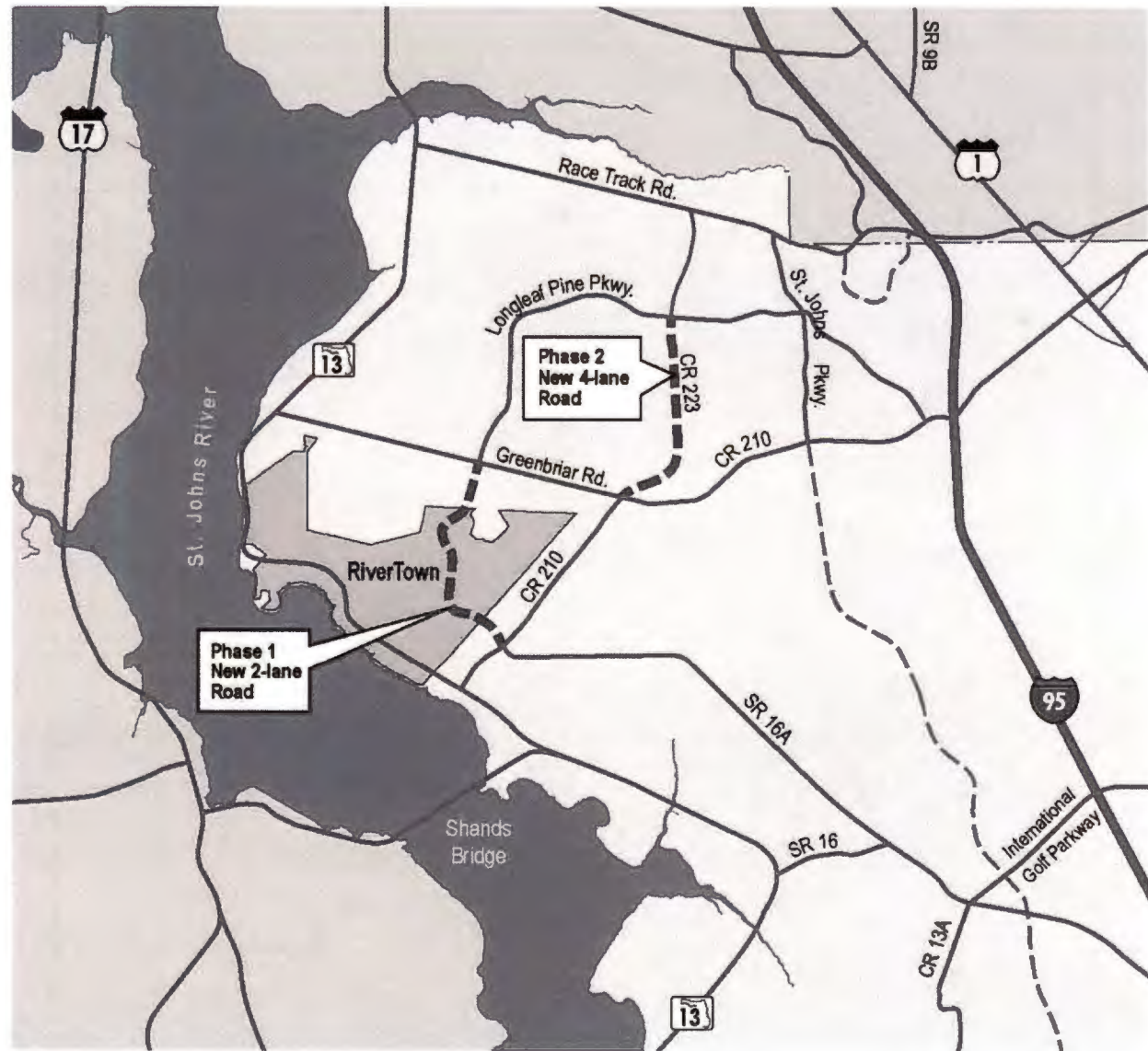
TOTAL SCORE

ANALYSIS DATE: _____	ANALYST: _____	SIGNATURE: _____
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EXHIBIT 8

Transportation Improvements Map (Pipelining)

NOPC 2014-05



PROSSER

October 23, 2014



EXHIBIT 9

RiverTown DRI Transportation Mitigation Plan Estimated Costs

Roadway	From	To	Improvement	Length in Miles	Cost Per Mile	Improvement Cost
Phase One						
RiverTown Pkwy	CR-210	South RiverTown Property Line	New 2-Lane Undivided with R/W for a 4-Lane	0.68	4,343,937	2,953,877
RiverTown Pkwy	South RiverTown Property Line	North RiverTown Property Line	New 2-Lane Undivided, without R/W	1.47	3,060,684	4,499,205
RiverTown Pkwy	CR-210	Greenbriar Road	New 2-Lane Undivided with R/W for a 4-Lane	0.61	4,343,937	2,649,802
Phase One Cash Contribution						3,952,511
Phase Two						
CR-223	CR-210	Longleaf Pine Pkwy	New 4-Lane Divided	2.78	7,699,516	21,404,655
Total						\$35,460,050

Note: 'Centerline Cost Per Mile' is taken from FDOT's 2002 Transportation Cost document published March 2003 & RiverTown DRI Proportionate Share Tables.

Cost to widen a 2-lane to 4-lane rural road with R/W = \$4,026,695

Cost to widen a 2-lane to 4-lane rural road without R/W = \$3,355,579

R/W cost associated with widening a 2-lane rural road to 4-lanes is \$4,026,695 - \$3,355,579 = \$671,116

Cost to construct a new 2-lane rural road with R/W for 4-lanes = \$3,672,821 + \$671,116 = \$4,343,937

EXHIBIT 10

TABLE 10-1 DEVELOPMENT INFORMATION RiverTown DRI			
Development Category *	Phase 1 2005 – July 28, 2032	Phase 2 M July 29, 2032 - July 28, 2036	TOTAL
Single-Family Residential	2,200 D.U.s**	1,500 D.U.s	3,700 D.U.s
Multi-Family Residential	400 D.U.s	400 D.U.s	800 D.U.s
TOTAL RESIDENTIAL LAND USES	2,600 D.U.s	1,900 D.U.s	4,500 D.U.s
Retail	50,000 S.F.	250,000 S.F.	300,000 S.F.
Office	50,000 S.F.	50,000 S.F.	100,000 S.F.
Light Industrial	50,000 S.F.	50,000 S.F.	100,000 S.F.
Golf Course	18 Holes	----	18 Holes
Community & Neighborhood Parks	186 Acres	----	186 Acres
Riverfront Park	58 Acres	----	58 Acres
Elementary Schools (2)	15 Acres	15 Acres	30 Acres
Middle School	25 Acres	----	25 Acres

* Land uses may be modified in accordance with the proposed Land Use Equivalency Matrix.

** Includes 770 age-restricted single-family units.

EXHIBIT 11

**Table 1
EQUIVALENCY MATRIX ¹
RiverTown DRI**

Change To: Change From:	Net Trip Rate ²	Single- Family (DU)	Multi- Family (DU)	Office (KSF)	Light Industrial (KSF)	Commercial (KSF)
Single-Family (DU)	0.653 / DU	N/A	1.5186	0.4081	0.7867	0.2915
Multi-Family (DU)	0.430 / DU	0.6585	N/A	0.2688	0.5181	0.1920
Office (KSF)	1.600 / KSF	2.4502	3.7209	N/A	1.9277	0.7143
Light Industrial (KSF)	0.830 / KSF	1.2711	1.9302	0.5188	N/A	0.3705
Commercial (KSF)	2.240 / KSF	3.4303	5.2093	1.4000	2.6988	N/A

DU = Dwelling Unit KSF = 1,000 Square Feet

- 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.

<u>Land Use</u>	<u>Minimum</u>	<u>Maximum</u>
Single-Family	2,500 DU	4,070 DU ⁴
Multi-Family	220 DU	880 DU ⁴
Office	40,000 SF	158,000 SF
Light Industrial	40,000 SF	195,000 SF
Commercial	100,000 SF	365,000 SF

- 2 Net Trip Rate is calculated from Table 4 of the RiverTown DRI Second Sufficiency Response.
- 3 Example exchanges:
Add 1,000 sf Office by reducing Single-Family DU, 1 ksf ÷ 0.4081, office factor = 2.4502;
reduce Single Family by 2.45 DUs
- 4 Conversion of either residential category is permissible so long as the cumulative total of residential units (Single-Family and Multi-Family) does not exceed 4,950 DU, which constitutes the approved 4,500 units plus 10 percent of the residential dwelling units approved in the

Original Development Order. Any conversion resulting in more than a total of 4,500 DU shall adhere to all the provisions of General Condition 4, Land Use Conversion. [Conversion to 4,950 DU occurred in July 2022. Such conversion met the requirements of General Condition 4, Land Use Conversion].