



Staff Report for: LAD-25-05

Hearing Date: October 13, 2025/November 25, 2025

To: Planning and Zoning Board/Board of County Commissioners

From: Jie Shao, AICP, MCP, Planner, Principal (see attached Exhibit 1 for professional qualifications)

Regarding: A request to amend the Increment 2 Development Order (IDO) for the Babcock Ranch Community Development of Regional Impact (DRI)

Part 1 – General Information

Applicant: Babcock Property Holdings, L.L.C., 42850 Crescent Loop, Suite 200, Babcock Ranch, FL 33982

Agent: Stantec Consulting Services, Inc., c/o James Paulmann, FAICP & Katie LaBarr, AICP, 6920 Professional Parkway, Sarasota, FL 34240

Agent/Attorney: Robert H. Berntsson, Esq., 3195 S. Access Road, Englewood, FL 34224

Owner(s): Multiple owners

Request: A privately initiated request for amending and recodifying the Increment 2 Development Order (IDO), Resolution Number 2023-080, for the Babcock Ranch Community Development of Regional Impact (DRI) by:

- 1) Removing two Whereas clauses and adding two new Whereas clauses.
- 2) Revising development rights to:
 - Decrease residential dwelling units from 9,252 to 8,907 units (increasing the single-family from 5,817 to 6,042 units and decreasing the multi-family from 3,435 to 2,865 units).
 - Increase commercial/retail from 730,000 to 1,336,771 square feet and office from 650,000 to 698,500 square feet, which is a total of 2,035,271 square feet of commercial/retail/office (including medical) uses; adding 48,500 square feet of government/civic uses.
 - Add 100,000 square feet of industrial.
 - Decrease assisted living facility (ALF) beds from 200 to 139.
- 3) Reflecting the extension of the expiration date and buildout date of this Increment 2 Development Order (IDO).
- 4) Update Exhibit "B" to reflect updated entitlements and update "Fixed Development Criteria".
- 5) Updating Exhibit D: Updated Summary of Land Dedications and Facilities Construction, to reflect the current status.

- 6) Amend Exhibit “E”: Babcock Ranch Community Increment 2 Parameters to be consistent with revised development parameters.
- 7) Update this IDO for other changes for internal and statutory consistency.

Location: **Commission District I:** Subject property is generally located east of State Road 31, south of County Road 74 (Bermont Road), west of the Glades County line, and north of the Lee County line, east of the Babcock Ranch Community Increment 1, in the East County area.

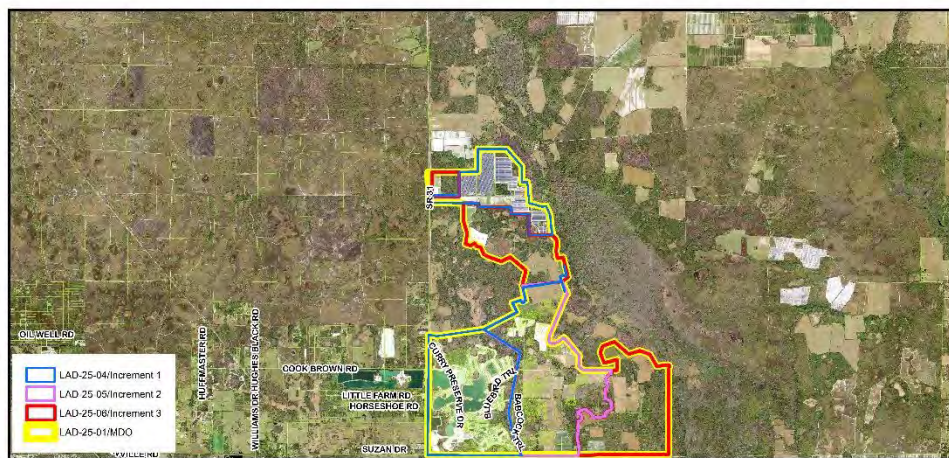
Land Area: The subject property contains a total of 4,021± acres.

Public Notice: Public Notice has been given as required by Charlotte County Code, Section 3-9-10; sub-sections (d) Published Notice; (e) Mailed Notice (see 1,000-foot Notification Map); and (f) Posted Notice.

Part 2 - Analysis and Conclusion

The applicant, Babcock Property Holdings, L.L.C., is requesting an amendment to the Babcock Ranch Community Increment 2 Development Order (IDO), Resolution Number 2023-080. This increment is the second increment of the Babcock Ranch Community DRI, containing approximately 4,021 acres, which was originally approved in 2021. An amendment to this IDO was approved on May 23, 2023.

The Babcock Ranch Community DRI is generally located east of State Road 31, south of County Road 74 (Bermont Road), west of the Glades County line, and north of the Lee County line, in the East County area. As of today, three increment development orders have been approved by the Board of County Commissioners (Board).



Babcock Ranch Community DRI Area Image

Detail Changes

1) Revising “Whereas clauses”

Staff’s Analysis: The applicant is proposing to remove two “Whereas clauses” related to the MDO and to add two new “Whereas clauses” in order to include the history of resolutions of this

Increment Development Order (IDO) and the public hearing dates for this application. It is staff's professional opinion that the proposed changes are necessary to achieve internal consistency.

2) Revisions to Development Rights

If approved, the proposed changes would:

- Decrease residential dwelling units from 9,252 to 8,907 units (increasing the single-family from 5,817 to 6,042 units and decreasing the multi-family from 3,435 to 2,865 units).
- Increase commercial/retail from 730,000 to 1,336,771 square feet and office from 650,000 to 698,500 square feet, which is a total of 2,035,271 square feet of commercial/retail/office (including medical) uses; adding 48,500 square feet of government/civic uses.
- Add 100,000 square feet of industrial.
- Decrease assisted living facility (ALF) beds from 200 to 139.

Staff's Analysis: The proposed changes will decrease residential development rights by 345 units; increase commercial and retail uses by 606,771 square feet as well as office uses by 48,500 square feet;; add 100,000 square feet of industrial uses; and decrease ALF uses by 61 beds. The proposed changes will decrease residential development rights and concurrently increase the non-residential development rights, which will still allow for a mixture of residential and commercial development, and a well-planned new community. Therefore, it is staff's professional opinion that the proposed changes are consistent with the planning vision for that area as established in the County's Comprehensive Plan, and the proposed development rights are also consistent with the approved development rights for the Babcock MDO as set forth in the County's Comprehensive Plan. Therefore, staff has no objection to these changes.

In addition, *Exhibit "B": Babcock Ranch Community Map H Increment 2 Master Development Plan* and *Exhibit "E": Babcock Ranch Community Increment 2 Parameters* are proposed to be revised to reflect these changes. Furthermore, the applicant is proposing to update "Fixed Development Criteria" as established in Exhibit "B" to include the following language to be consistent with the Comprehensive Plan regarding the development rights and the approved Equivalency Matrix:

"Notwithstanding the forgoing, the development within the DRI may exceed the development category thresholds in accordance with the Land Use Equivalency Matrix attached as Exhibit "H"."

It is staff's professional opinion that these changes are necessary to achieve internal consistency.

3) Updating Exhibit D

Staff's Analysis: The applicant is requesting to update Exhibit "D": Updated Summary of Land Dedications and Facilities Construction by:

- Updating Notes #1 & #2 to provide an option to allow for co-location of the library and annex facilities on the 4-acre library parcel. Staff believes that this change will provide better and efficient services to existing and future residents in the development.
- Adding new Note #5 to provide an option to allow either the County or Developer to complete construction of facilities. Staff believes that this option will provide more flexibility and efficiency to complete the required facilities.

Staff believes that the proposed changes are needed in order to be consistent with the current status.

4) Reflecting the extension of the expiration date and buildout date

Staff's Analysis: The buildout date of this IDO has been extended to February 28, 2053, and the expiration date of this IDO has also been extended to September 9, 2055, in order to be consistent with the buildout date and expiration date of the MDO.

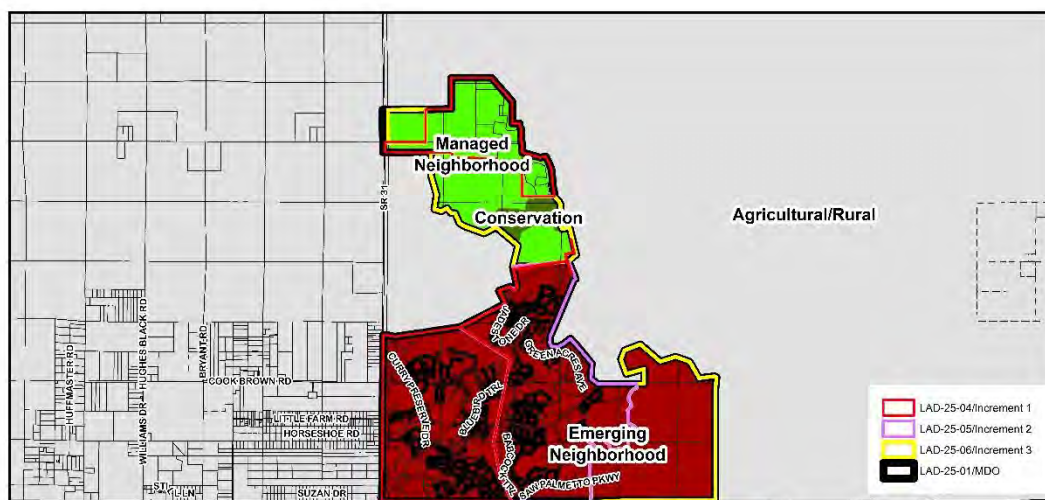
Staff concur.

The applicant is also proposing to amend this IDO for internal and statutory consistency and to reflect updates to Florida Statutes, as applicable.

It is staff's professional opinion that these proposed changes are necessary.

Consistency with the County's Comprehensive Plan

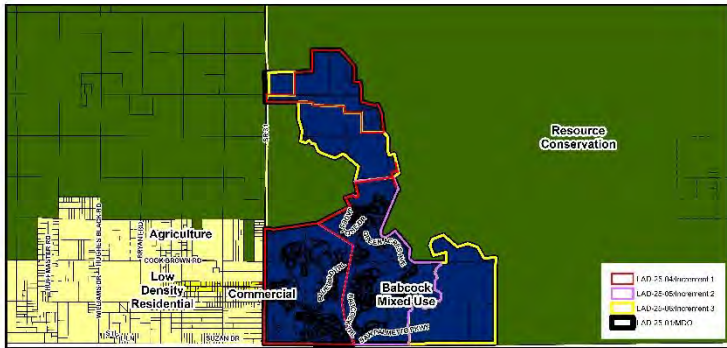
The property within this proposed Increment 2 is designated as Emerging Neighborhood on the 2050 Framework.



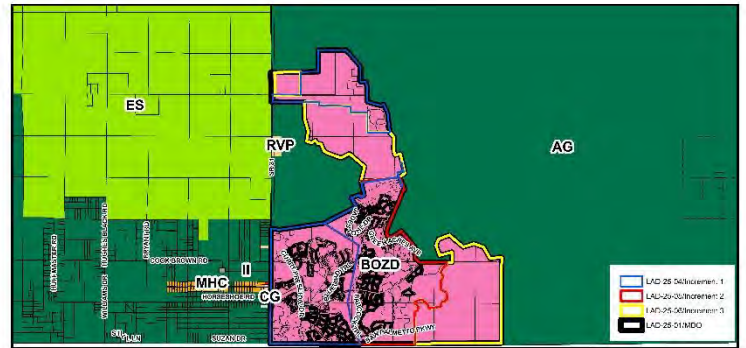
Babcock Ranch Community DRI Framework

The subject property located within the boundary of this increment is designated as Babcock Mixed Use (BMU) on the 2030 Future Land Use Map. The proposed changes to this IDO allows for a mixture of residential and non-residential development, which is consistent with the vision established for this area and the intent of the Emerging Neighborhood identified in the County's

Comprehensive Plan. Therefore, the proposed mixture of residential, commercial, office, and industrial uses is consistent with, and supported by, various goals, objectives, and policies in the County's Comprehensive Plan.



Babcock Ranch Community DRI FLUM Designations



Babcock Ranch Community DRI Zoning Designations

Concurrency Issues

Exhibit D: Updated Summary of Land Dedications and Facilities Construction adopted in the Babcock Ranch Community MDO, and Exhibit D for this Increment 2 will ensure that there is adequate infrastructure to provide sufficient services, such as parks, library, Fire/EMS, and schools, as well as mosquito control to the future residents within the proposed Increment 2 development.

Therefore, the proposed changes should not create any concurrency issues.

Conclusion

The proposed revisions to the Babcock Ranch Community Increment 2 Development Order (IDO) are consistent with the various goals, objectives, and policies set forth in the County's Comprehensive Plan and the vision as established for the Babcock Ranch Community Master Development of Regional Impact (DRI).

SWFRPC Review

Per the Babcock Ranch Master DRI Agreement, which was entered into on March 13, 2007, by and between Babcock Property Holdings, L.L.C., Southwest Florida Regional Council, and Charlotte County, this application was submitted to the Southwest Florida Regional Planning Council (SWFRPC) for review. The SWFRPC staff report (Attachment 1) dated September 19, 2025, and revised October 6, 2025, was provided with the following recommendations:

1. Notify Charlotte County and the applicant that the MTSU (2024) has been accepted and proposed changes to the MDO, Increments 1 - 3 and are acceptable to address impacts on regional transportation facilities.
2. Request that Charlotte County provide SWFRPC staff with copies of the final MDO, Increments 1 - 3 IDOs.

Project Background:

The Babcock Ranch Community Development of Regional Impact (DRI) is a mixed-use development located in the East County area and originally approved by the Board of County

Commissioners (Board) on December 13, 2007 (Resolution 2007-196). The Board approved this IDO, which is for a portion of the property, on July 27, 2021, via Resolution Number 2021-109.

- On July 27, 2021, the Board approved Resolution Number 2021-109 to:
 - o Include the following development rights:
 - 6,457 residential dwelling units, which contains 4,434 single-family units and 2,023 multi-family units.
 - 297,250 square feet of retail.
 - 727,750 square feet of office.
 - 200,000 square feet of industrial.
 - 100 assisted living facility (ALF) beds.
 - 75,000 square feet of ancillary community uses.
 - 18-hole golf course and related facilities, including but not limited to maintenance facilities and cart barn.
 - Supporting community facilities and all other facilities.
 - Temporary housing for construction workers and their families.
 - o Establish the anticipated buildout is December 31, 2033.
- On May 23, 2023, the Board approved Resolution Number 2023-080 to:
 - o Remove two Whereas clauses.
 - o Revise development rights by:
 - Increasing residential dwelling units from 6,457 to 9,252 units (single-family from 4,434 to 5,817 units and multi-family from 2,023 to 3,435 units).
 - Adding 600 hotel rooms.
 - Increasing retail from 297,250 to 730,000 square feet.
 - Decreasing office from 727,750 to 650,000 square feet.
 - Removing 200,000 square feet of industrial and 75,000 square feet of ancillary community uses.
 - Increasing units of assisted living facilities from 100 to 200 units.
 - o Amend the Stormwater Management, Water Quality, and Flood Plains section by revising Condition 3.A.(4) to reflect the current permit information.
 - o Amend the Transportation section, Condition 4, to remove specific site-related improvements, Exhibit “J”, Exhibit “K” and instead refer to Exhibit “G” of the Master Development Order (MDO) for the Cumulative Incremental Transportation Conditions.
 - o Update the Vegetation, Wildlife and Wetlands section by revising Conditions 5.A.(1), A.(2), and A.(3) to reflect new permits and update permit numbers.
 - o Revise the Education section, Condition 7.A.(2), to reflect compliance with Babcock Ranch School Site Dedication Agreement.
 - o Reflect the extension of the expiration date and buildout date of this Increment Development Order (IDO).
 - o Remove Exhibit “C”: Babcock Ranch Community Increment 2 Equivalency Matrix.
 - o Update Exhibit “B” to reflect updated entitlements, decrease observation greenway areas and concurrently increase active greenway areas, and reduce areas for Mixed Use/Residential/Commercial, Exhibit “F” to update the base map to reflect new roadway configurations, Exhibits “G” and “H” to update the base map to reflect new roadway configurations, and to revise observation and active greenway areas to be consistent with Florida Department of Environmental Protection (FDEP) and South Florida Water

Management District (SFWMD) permitted plans, and Exhibit “I” to be consistent with permitted Conservation Easements and Greenway configurations and designations, and updates to roadway alignments.

- o Update Exhibit “D”: Updated Summary of Land Dedications and Facilities Construction to be consistent with the MDO.
- o Amend Exhibit “E”: Babcock Ranch Community Increment 2 Parameters to be consistent with the revised development parameters.
- o Update this IDO for other changes for internal and statutory consistency.

Part 3 – Summary and Recommendation

Staff Summary:

Based upon the analysis and conclusions set forth herein, in staff's professional opinion, the application (Application No. LAD-25-05) is generally consistent, with Charlotte County’s Comprehensive Plan, Section 380.06, Florida Statutes, the vision of the Babcock Ranch Community Master Development of Regional Impact, Charlotte County's Code of Laws and Ordinances and other applicable guidelines.

The Planning and Zoning Board recommendation on October 13, 2025:

*A motion to forward application No. LAD-25-05 to the Board of County Commissioners with a recommendation of **Approval with a 4-0 vote**, based on the findings and analysis in the staff report dated October 7, 2025, Charlotte County’s Comprehensive Plan, and the evidence and testimony presented at the public hearing before the Planning and Zoning Board.*

Part 4: Research and Findings

1. **2050 Framework Map Designation:** The property within this increment is located within Emerging Neighborhood. (FLUM Map #2 - 2050 Framework)
2. **2030 Service Area Delineation:** Inside Urban Service Area
3. **Existing Land Use on the Site:** The subject site contains some newly constructed homes and the remaining portion is still vacant. (See attached Site Image)
4. **Existing Future Land Use and Zoning Designations:**
(see attached Future Land Use Map and Zoning Map.)

FLUM:	Development Standards:
Babcock Mixed Use (BMU)	These lands shall develop to the standards and guidelines provided in this Comprehensive Plan within the policies of the Babcock Ranch Overlay District (BROD), within the Master Development Order for the Babcock DRI, and subsequent incremental Development Orders, and in the Babcock Ranch Zoning District. The BMU covers approximately 13,630 acres and is situated in the southwest portion of the Babcock Ranch, east of S.R. 31 and adjacent to the Charlotte-Lee County line. <u>Maximum Density/Intensity</u> Development within the BROD is limited to 17,870 dwelling units and 6,000,000 square feet of non-residential uses. This total square footage for non-residential uses is further defined as including: • 4,840,000 square feet commercial/office/retail (including medical).

	• 650,000 square feet of light industrial. • 150,000 square feet of government/civic uses. • 72 golf course holes. • 600 hotel rooms (360,000 square feet). • Primary Greenways: Minimum 4,700 acres. • Parks: Minimum 255 acres. • Schools square footage shall not count as part of the 6,000,000 square feet of non-residential or public/civic square footage.
Zoning:	Development Standards:
Babcock Overlay Zoning District (BOZD)	The intent of the Babcock Overlay Zoning District (“District”) is to establish the regulations for design and development that address the qualities of nature and community that are envisioned for the Babcock Community. The District is intended to accommodate compact development patterns, interconnected open space, native habitat, and recreation. The intended activities within the District include a mix of residential, retail and office commercial, light industrial, civic and educational facilities, open space, parks and recreational and institutional uses.

Table 1

5. Proposed Future Land Use and Zoning Designations:

(see attached Future Land Use Map and Zoning Map.)

FLUM:	Development Standards:
No Change Babcock Mixed Use (BMU)	These lands shall develop to the standards and guidelines provided in this Comprehensive Plan within the policies of the Babcock Ranch Overlay District (BROD), within the Master Development Order for the Babcock DRI, and subsequent incremental Development Orders, and in the Babcock Ranch Zoning District. The BMU covers approximately 13,630 acres and is situated in the southwest portion of the Babcock Ranch, east of S.R. 31 and adjacent to the Charlotte-Lee County line. <u>Maximum Density/Intensity</u> Development within the BROD is limited to 17,870 dwelling units and 6,000,000 square feet of non-residential uses. This total square footage for non-residential uses is further defined as including: • 4,840,000 square feet commercial/office/retail (including medical). • 650,000 square feet of light industrial. • 150,000 square feet of government/civic uses. • 72 golf course holes. • 600 hotel rooms (360,000 square feet). • Primary Greenways: Minimum 4,700 acres. • Parks: Minimum 255 acres. • Schools square footage shall not count as part of the 6,000,000 square feet of non-residential or public/civic square footage.

Zoning:	Development Standards:
No Change Babcock Overlay Zoning District (BOZD)	The intent of the Babcock Overlay Zoning District (“District”) is to establish the regulations for design and development that address the qualities of nature and community that are envisioned for the Babcock Community. The District is intended to accommodate compact development patterns, interconnected open space, native habitat, and recreation. The intended activities within the District include a mix of residential, retail and office commercial, light industrial, civic and educational facilities, open space, parks and recreational and institutional uses.

Attachment 1

SWFRPC Staff Report

**DEVELOPMENT OF REGIONAL IMPACT ASSESSMENT FOR BABCOCK RANCH
MASTER TRAFFIC UPDATE, CHANGES TO MASTER DEVELOPMENT ORDER
AND INCREMENTS I - III**

BACKGROUND

The Babcock Ranch Community (BRC) Development of Regional Impact (DRI) has submitted an Updated Traffic Impact Study with amendments to the Master Development Order (MDO) and all 3 Incremental Development Orders (IDO). Babcock Ranch consisted of 91,362 acres (Charlotte Co. 81,499 Acres, Lee Co. 9,863 Acres). The owner Kitson and Partners entered into Sale Agreement for 73,471 acres with State of Florida (67,813 Acres) and Lee County (5,658 Acres). Retained 17,843 acres for Babcock Ranch Community (Charlotte Co. 13,686 Acres, Lee Co. 4,157 Acres). Largest conservation land purchased by the State at the time.

The BRC DRI is an approved mixed-use development located in southeastern Charlotte County, north of the Lee County Line, south of CR 74, east of SR 31, and contains approximately 13,630 acres (see Attachment I Location Map). The Babcock Ranch Community is envisioned for a sustainable, environmentally friendly, self-sustained new town community that provides diverse natural and recreational experiences for its residents. The community will encourage a high-tech, energy efficient and environmentally friendly mix of residential, retail and office commercial, light industrial, civic and educational facilities, open space, parks and recreational, and institutional uses. Regulations and development standards for the Babcock Ranch Community have been established with the goal of creating an integrated community that fosters civic life, walkability, human interaction, economic health, sustainability, and preservation of the natural environment.

A three-party agreement between Charlotte County, Babcock Ranch Community Developer and SWFRPC requires the SWFRPC to coordinate the review of the Master Babcock Ranch Community DRI. The Babcock Ranch Community Master Development Order (MDO) was approved on December 13, 2007 (last amended May 23, 2023). The MDO approval is for 17,870 residential units, 1,400,000 SF retail, 3,500,000 SF office (general office, medical office and civic), 650,000 SF industrial, 600 hotel rooms, 177 hospital beds, 418 units of assisted living facilities, RV Parks, and 54 golf holes. Additional development includes ancillary facilities such as the educational service center, schools and university research facilities, libraries, places of worship, regional and community park sites, fire, EMS and Sheriff facilities and the necessary utility infrastructure (see Attachment II). Projected buildout is 2053 with an expiration date of 2055.

The MDO requires Applications for Incremental Developmental Approval (AIDA) and questions are limited to issues identified in MDO Exhibit C and the “C” conditions with Incremental Development Orders (IDOs) that guide development. The MDO specified that updates to the Master DRI Traffic Study (MTSU) must be undertaken no later than every five years and as such a Master Traffic Study Update has been submitted. Purpose of the MTSU is to assist the long-term planning of the DRI based on the current master development plan in Charlotte County and includes development proposed in Lee County. The portion of Babcock Ranch in Lee County (Babcock MPD) is not part of the BRC DRI in Charlotte County. The approved Babcock MPD is being developed independently and is reflected in the master planning of Babcock Ranch in both

counties that will total 19,500 residential units and 6 million square feet of nonresidential uses (see Attachment III). Current Transportation Conditions include a Proportionate Share Mitigation of \$50,937,226 that includes expanding existing 2-Lane SR31 to a 4-Lane divided highway from SR78 to Horseshoe Road/Lake Babcock Drive (currently underway) with infrastructure and grading provided for 6-Lane expansion in the future.

Increment 1 was originally approved December 15, 2009, and most recently amended May 23, 2023, to include 5,056 residential dwelling units (3,056 single family units and 2,000 multi-family units), non-residential 840,000 S.F. (470,000 SF retail and 370,000 SF office), 200,000 S.F. of industrial, 18 golf holes, and 218 assisted living units (see Attachment IV). All approved uses are subject to use of equivalency matrix and Increment 1 is almost built out. Buildout is 2037 with an expiration date of 2044.

Increment 2 was originally approved July 27, 2021, and most recently amended May 23, 2023, to include 9,252 residential dwelling units (5,817 single family units and 3,435 multi-family units), 600 hotel rooms, 1,380,000 S.F non-residential (730,000 SF retail and 650,000 SF office), 200 assisted living units, parks, 18-hole golf course, and ancillary (see Attachment V). All approved uses are subject to use of equivalency matrix. Increment 2 buildout is 2035 with an expiration date of 2042.

Increment 3 was originally approved May 23, 2023, to include 3,562 single family residential units, 280,000 S.F non-residential (200,000 SF retail and 80,000 SF office), 100,000 S.F. of industrial, 18-hole golf course, 139 assisted living units, and ancillary (see Attachment VI). All approved uses are subject to use of equivalency matrix. Increment 3 buildout is 2038 with an expiration date of 2045.

The current development status is completion of FPL Solar Array- Two 74.5 MW facilities, trails/parks, Commercial, Babcock Neighborhood School, Babcock Ranch Community Independent Special District and SR 31 expansion (See Attachment VII). Environmental mitigation for Babcock Ranch is to connect on-site preservation to off-site conservation lands and completion of Comprehensive Mitigation Plan and Mitigation Phasing Plan as defined by South Florida Water Management District (SFWMD) Environmental Resource Permits (ERP). Mitigation comprised of Phases A through K with mitigation to be implemented prior to or concurrent with development. Total mitigation implemented to date is 9,406.79 acres (5,274.55 acres onsite 4,132.24 acres offsite) with recorded conservation easements over 4,145.71 acres (See Attachment VIII).

MASTER TRAFFIC STUDY UPDATE (2024)

This MTSU (2024) not only meets the MDO condition to update the MTSU every five years but also includes all the amendments proposed in each of the 3 Increments. The study objectives are in accordance with Section 5.B.(2)(a) of the MDO. The MTSU addresses the following:

- A. Utilize the current FDOT District 1 - D1RPM travel model (2045 Horizon Year).
- B. Reassess the internal and community capture and external trips.
- C. Estimate pass-by trips.

D. Revise Exhibit F of the MDO (significantly and adversely impacted roadways).

More significantly, this MTSU will include the buildout assessment inclusive of the Babcock MPD in Lee County. The Babcock MPD is a sub-DRI development that was approved by Lee County in 2018 with an entitlement of up to 1,630 residential units, 600 hotel rooms, and over 1.17 million square feet of retail and office uses. It should be noted that an amendment to the Babcock MPD was approved by Lee County and this MTSU reflects the proposed development program of the MPD amendment. The amended MPD entitlements will reflect 2,078 residential units, 250 hotel rooms, and 1.17 million square feet of commercial/retail uses. Table 21-3 on the next page 4 shows Master/Incremental DRI Approved Development Parameters Summary and the following page 5 Table 21-1 shows the proposed Master DRI Development Parameters Summary Comparison.

After 3 revisions and based on comments from Florida Department of Transportation (FDOT), Charlotte and Lee Counties the findings and conclusions of BRC DRI MTSU (2024) transportation assessment are as follows.

1. The Master DRI anticipates future improvement needs on the following road segments that are attributed to the Project coincident with buildout at year 2045.

- SR 31 from SR 78 to Cook Brown Road
- SR 78 from Prichett Parkway to SR 31

2. The Incremental DRI will continue to provide the detailed transportation assessment and the necessary proportionate share mitigation to fund the roadway needs are outlined in the Incremental Development Orders (IDO-1, 2 and 3).

3. Current and on-going roadway improvement efforts of the MPO LRTP include the following.

- SR 31 PD&E Study (SR 78 to Cook Brown Road)
- SR 31 PD&E Study (SR 80 to SR 78)
- SR 78 PD&E Study (I-75 to SR 31)

4. BRC will continue its collaborative efforts with FDOT, Charlotte County and Lee County to pipeline mitigation monies towards the improvement of SR 31.

5. BRC will continue to provide for site-related improvements at the Project's planned access points on SR 31.

The calculated cumulative proportionate share for Increments 1, 2, and 3 is \$43,401,163 based upon the proportionate share percentages as calculated per lane mile for each improvement as shown on Exhibit K of the proposed MDO. The proportionate share percentages have been accepted by Charlotte County and FDOT for Increments 1, 2, and 3, recognizing that the actual costs may increase or decrease based upon the final actual costs of the agreed upon improvements.

Table 21-3 BRC Incremental DRI Amendments (2024) Master/Incremental DRI Approved Development Parameters Summary							
Land Use Type	Unit	BRC DRI					Babcock MPD ⁽²⁾
		Master DRI ⁽⁶⁾	Incremental DRI			Cumulative Increments	
			Increment 1 ⁽⁷⁾	Increment 2 ⁽⁸⁾	Increment 3 ⁽⁹⁾		
Total Residential ⁽¹⁾	d.u.	17,870	5,056	9,252	3,562	17,870	1,630
Single-Family	d.u.	11,615	3,056	5,817	3,562	12,435	980
Multifamily	d.u.	6,255	2,000	3,435	0	5,435	650
Total Non-Residential ⁽¹⁾	sq. ft.	5,910,000	1,199,000	1,864,000	280,000	3,343,000	1,530,000
Total Commercial (Retail + Office) ⁽²⁾	sq. ft.	4,425,500	890,000	1,404,000	280,000	2,574,000	1,170,000
Retail ^(1,2)	sq. ft.	1,400,000	470,000	730,000	200,000	1,400,000	870,000
Office ^(1,2)	sq. ft.	3,025,500	420,000	674,000	80,000	1,174,000	300,000
General	sq. ft.	2,338,710	330,000	500,000	40,000	870,000	257,000
Medical	sq. ft.	580,900	40,000	150,000	40,000	230,000	43,000
Civic	sq. ft.	105,890	50,000	24,000	0	74,000	0
Hotel ^(1,3)	rooms	600	0	600	0	600	600
	sq. ft.	360,000	0	360,000	0	360,000	360,000
Industrial ⁽¹⁾	sq. ft.	650,000	200,000	0	0	200,000	0
Hospital ^(1,4)	beds	177	0	0	0	0	0
	sq. ft.	265,500	0	0	0	0	0
ALF ^(1,5)	beds	418	218	200	0	418	0
	sq. ft.	209,000	109,000	100,000	0	209,000	0
Golf Course	holes	54	18	18	0	36	0
Elementary School	students	1,162	536	500	500	1,536	0
Middle School	students	643	330	0	0	330	0
High School	students	911	600	0	0	600	0
Church	sq. ft.	120,000	15,000	15,000	10,000	40,000	0
Library	sq. ft.	24,000	0	12,000	0	12,000	0
Park	acres	256	58	110	57	225	48
Recreation Center	sq. ft.	100,000	40,600	0	0	40,600	0

Footnotes:

- (1) Subject to BRC Master DRI Development Order (MDO) – Exhibit B. Development of the subject property shall not exceed: 17,870 dwelling units and 6,000,000 square feet of non-residential uses, including commercial/ office/ retail space, light industrial, government/civic space (not including schools, places of worship, libraries, or parks), assisted living units, hospital beds, and hotel rooms.
- (2) Per Lee County Zoning Resolution Z-17-026, commercial uses permitted in the Babcock MPD in Lee County may not exceed 1,170,000 square feet. When combined with the DRI, commercial uses (retail + office) shall not exceed 4.9 million sq. ft.
- (3) Assumes 600 sq. ft. per hotel room.
- (4) Assumes 1,500 sq. ft. per hospital bed.
- (5) Assumes 500 sq. ft. per ALF bed.
- (6) Charlotte County Resolution 2023-078 – Babcock Ranch Community Master DRI Development Order (Amended May 23, 2023).
- (7) Charlotte County Resolution 2023-079 – Babcock Ranch Community Increment 1 DRI Development Order (Amended May 23, 2023).
- (8) Charlotte County Resolution 2023-080 – Babcock Ranch Community Increment 2 DRI Development Order (Amended May 23, 2023).
- (9) Charlotte County Resolution 2023-081 – Babcock Ranch Community Increment 3 DRI Development Order (Amended May 23, 2023).

PROPOSED CHANGES TO THE MDO

Table 21-1 below shows Master DRI Development Parameters Summary Comparison. The proposed amendments to the IDO are presented in this narrative.

- 1) revise “Whereas Clauses” to reflect the current status;
- 2) amend “Findings of Fact and Conclusions of Law” to increase retail uses from 1,400,000 square feet to 4,900,000 square feet of commercial/office/retail (including medical) uses modify 3,500,000 square feet of office (general office, medical office, and civic) to 150,000 square feet of government/civic uses to be consistent with development rights as established in the County’s Comprehensive Plan;
- 3) revise the Transportation section and Exhibits “F”, “G”, “J” and “K”, and add new Exhibit G-1: 73C-40.045 Transportation Uniform Standard Rule, to reflect the updated

traffic study;

4) update “Fixed Development Criteria” as established in Exhibit B: Master Concept Plan (Map H);

5) update Exhibit D: Updated Summary of Land Dedications and Facilities Construction, to reflect the current status; and

6) update Exhibit H: MDO Land Use Equivalency Matrix (LUEM).

Table 21-1 BRC MTSU (2024) Master DRI Development Parameters Summary Comparison				
Land Use Type	Unit	Approved ⁽¹⁾ (2020) Master DRI	Proposed (2024) Master DRI	Difference
Total Residential	d.u.	17,870	17,870	0
Single-Family	d.u.	11,615	12,435	+ 820
Multifamily	d.u.	6,255	5,435	- 820
Total Non-Residential	sq. ft.	5,910,000	6,000,000	+ 90,000
Total Commercial (Retail + Office) ⁽²⁾	sq. ft.	4,425,500	4,515,500	+90,000
Retail ^(1,2)	sq. ft.	1,400,000	2,330,000	+930,000
Office ^(1,2)	sq. ft.	3,025,500	2,185,500	-840,000
General	sq. ft.	2,338,710	1,083,840	-1,254,870
Medical	sq. ft.	580,900	1,015,500	+434,600
Civic	sq. ft.	105,890	86,160	-19,730
Hotel ^(1,2,3)	rooms	600	600	0
	sq. ft.	360,000	360,000	0
Industrial ^(1,2)	sq. ft.	650,000	650,000	0
Hospital ^(1,2,4)	beds	177	177	0
	sq. ft.	265,500	265,500	0
ALF ^(1,2,5)	beds	418	418	0
	sq. ft.	209,000	209,000	0
Golf Course	holes	54	54	0
Elementary School	students	1,162	1,536	+ 374
Middle School	students	643	330	- 313
High School	students	911	600	- 311
Church	sq. ft.	120,000	168,000	+ 48,000
Library	sq. ft.	24,000	12,000	- 12,000
Park	acres	256	225	- 31
Recreation Center	sq. ft.	100,000	80,600	- 19,400

Footnotes:

(10) Babcock Ranch Community, Master Development of Regional Impact, Master DRI Development Order (Amended May 23, 2023 – Charlotte County Resolution No. 2023-078.

(11) Per Lee County DCI2023-00053. Commercial uses permitted in the Babcock MPD in Lee County may not exceed 1,170,000 square feet. When combined with the DRI, commercial uses (retail + office) shall not exceed 4.9 million sq. ft.

(12) Assumes 600 sq. ft. per hotel room.

(13) Assumes 1,500 sq. ft. per hospital bed.

(14) Assumes 500 sq. ft. per ALF bed.

PROPOSED CHANGES TO INCREMENT 1 IDO

Table 21-4 shows the BRC Incremental DRI Amendments (2024) DRI and Babcock MPD Proposed Development Parameters Summary. The proposed amendments to the Increment 1 IDO are presented in this narrative as follows.

1) revise “Whereas Clauses” to reflect the current status;

2) revise development rights by decreasing residential dwelling units from 5,056 to 4,793 units (single-family units from 3,056 to 3,225 units and multi-family units from

Table 21-4 BRC Incremental DRI Amendments (2024) DRI and Babcock MPD Proposed Development Parameters Summary							
Land Use Type	Unit	BRC DRI					Babcock MPD ^(2,8)
		Master DRI ⁽⁶⁾	Incremental DRI Amendments (2024) ⁽⁷⁾				
			Increment 1	Increment 2	Increment 3	Cumulative Increments	
Total Residential ⁽¹⁾	d.u.	17,870	4,793	8,907	4,170	17,870	1,990
Single-Family	d.u.	12,435	3,225	6,042	3,168	12,435	1,630
Multifamily	d.u.	5,435	1,568	2,865	1,002	5,435	360
Total Non-Residential ⁽¹⁾	sq. ft.	6,000,000	2,052,229	2,564,771	902,500	5,519,500	1,495,000
Total Commercial (Retail + Office) ⁽²⁾	sq. ft.	4,515,500	1,266,729	2,035,271	733,000	4,035,000	1,170,000
Retail ^(1,2)	sq. ft.	2,330,000	350,229	1,336,771	643,000	2,330,000	1,170,000
Office ^(1,2)	sq. ft.	2,185,500	916,500	698,500	90,000	1,705,000	0
General	sq. ft.	1,083,840	543,840	500,000	40,000	1,083,840	0
Medical	sq. ft.	1,015,500	345,000	150,000	40,000	535,000	0
Civic	sq. ft.	86,160	27,660	48,500	10,000	86,160	0
Hotel ^(1,3)	rooms	600	0	600	0	600	250
	sq. ft.	360,000	0	360,000	0	360,000	150,000
Industrial ⁽¹⁾	sq. ft.	650,000	450,000	100,000	100,000	650,000	0
Hospital ^(1,4)	beds	177	177	0	0	177	0
	sq. ft.	265,500	265,500	0	0	265,500	0
ALF ^(1,5)	beds	418	140	139	139	418	350
	sq. ft.	209,000	70,000	69,500	69,500	209,000	175,000
Golf Course	holes	54	18	18	18	54	0
Elementary School	students	1,536	536	500	500	1,536	0
Middle School	students	330	330	0	0	330	0
High School	students	600	600	0	0	600	0
Church	sq. ft.	168,000	24,000	72,000	72,000	168,000	0
Library	sq. ft.	12,000	0	12,000	0	12,000	24,000
Park	acres	225	58	110	57	225	48
Recreation Center	sq. ft.	80,600	40,600	30,000	100,000	80,600	0

Footnotes:

- (1) Subject to BRC Master DRI Development Order (MDO) – Exhibit B. Development of the subject property shall not exceed: 17,870 dwelling units and 6,000,000 square feet of non-residential uses, including commercial/ office/ retail space, light industrial, government/civic space (not including schools, places of worship, libraries, or parks), assisted living units, hospital beds, and hotel rooms.
- (2) Per Lee County Zoning Resolution Z-17-026, commercial uses permitted in the Babcock MPD in Lee County may not exceed 1,170,000 square feet. When combined with the DRI, commercial uses (retail + office) shall not exceed 4.9 million sq. ft.
- (3) Assumes 600 sq. ft. per hotel room.
- (4) Assumes 1,500 sq. ft. per hospital bed.
- (5) Assumes 500 sq. ft. per ALF bed.
- (6) Pending – BRC MTSU (2024).
- (7) Proposed Incremental DRI Amendments (2024).
- (8) Pending - Babcock MPA Zoning Amendment.

2,000 to 1,568 units); decreasing retail from 470,000 to 350,229 square feet and increasing office from 370,000 to 916,500 square feet, which is a total of 1,266,729 square feet of commercial/office/retail (including medical) uses; adding 27,660 square feet of government/civic uses; increasing industrial from 200,000 to 450,000 square feet; adding 177 hospital beds; decreasing units of assisted living facility (ALF) beds from 218 to 140 units;

3) amend the Vegetation, Wildlife, and Wetlands section by updating Conditions 5.A.(1) A &B;

4) update the Police and Fire section Condition 8.A.(2) to reflect completed task.

5) update the Energy section Condition 11.A.(2) that one zero energy home has been constructed;

6) reflect the extension of the expiration date and buildout date of this IDO;

7) update Exhibit B-2 to reflect updated entitlements, and update “Fixed Development Criteria” as established in Exhibit B-5;

- 8) update Exhibit D: Summary of Land Dedications and Facilities Construction to reflect current status;
- 9) amend Exhibit E: Babcock Ranch Community Increment 1 Parameters to be consistent with the revised development parameters; and
- 10) update this IDO for other changes for internal and statutory consistency.

PROPOSED CHANGES TO INCREMENT 2 IDO

The proposed amendments to the Increment 2 IDO are presented in this narrative as follows.

- 1) remove two Whereas clauses and add two new Whereas clauses;
- 2) revise development rights by decreasing residential dwelling units from 9,252 to 8,907 units (single-family from 5,817 to 6,042 units and multi-family from 3,435 to 2,865 units); increasing commercial/retail from 730,000 to 1,336,771 square feet and office from 650,000 to 698,500 square feet, which is a total of 2,035,271 square feet of commercial/office/retail (including medical) uses; adding 48,500 square feet of government/civic uses; adding 100,000 square feet of industrial; decreasing assisted living facility (ALF) beds from 200 to 139;
- 3) reflect the extension of the expiration date and buildout date of this Increment Development Order (IDO);
- 4) update Exhibit “B” to reflect updated entitlements and update “Fixed Development Criteria”;
- 5) amend Exhibit “E”: Babcock Ranch Community Increment 2 Parameters to be consistent with revised development parameters; and
- 6) update this IDO for other changes for internal and statutory consistency.

PROPOSED CHANGES TO INCREMENT 3 IDO

The proposed amendments to the Increment 3 IDO are presented in this narrative as follows.

- 1) remove two Whereas clauses and add two new Whereas clauses;
- 2) revise development rights by increasing residential dwelling units from 3,562 to 4,170 units (single-family from 3,562 to 3,168 units and multi-family from 0 to 1,002 units); increasing commercial/retail from 200,000 to 643,000 square feet and office from 80,000 to 90,000 square feet, which is a total of 733,000 square feet of commercial/office/retail (including medical) uses;
- 3) reflect the extension of the expiration date and buildout date of this Increment Development Order (IDO);
- 4) update Exhibit “B” to reflect updated entitlements and update “Fixed Development Criteria”;
- 5) amend Exhibit “E”: Babcock Ranch Community Increment 3 Parameters to be consistent with revised development parameters; and
- 6) update this IDO for other changes for internal and statutory consistency.

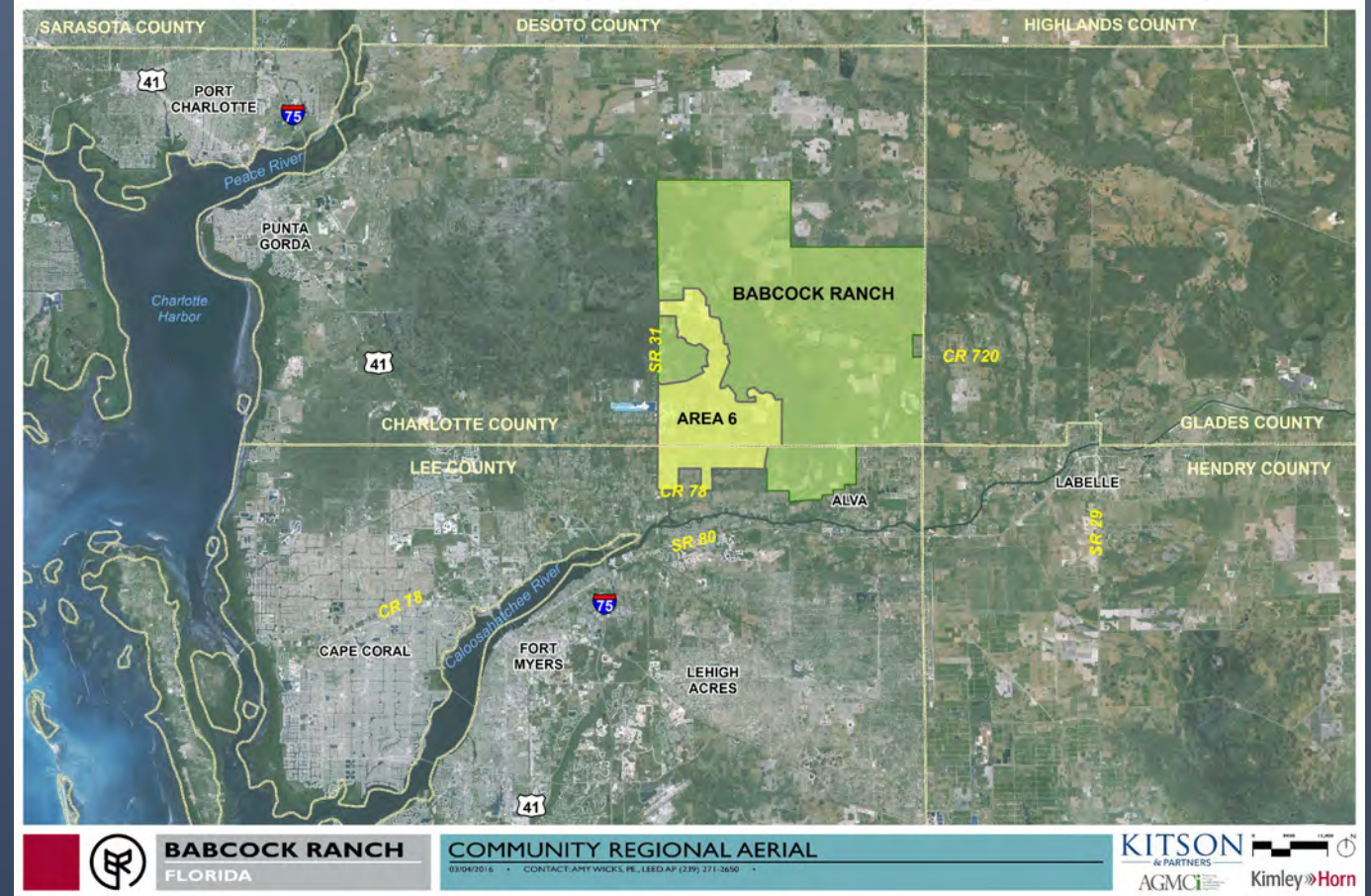
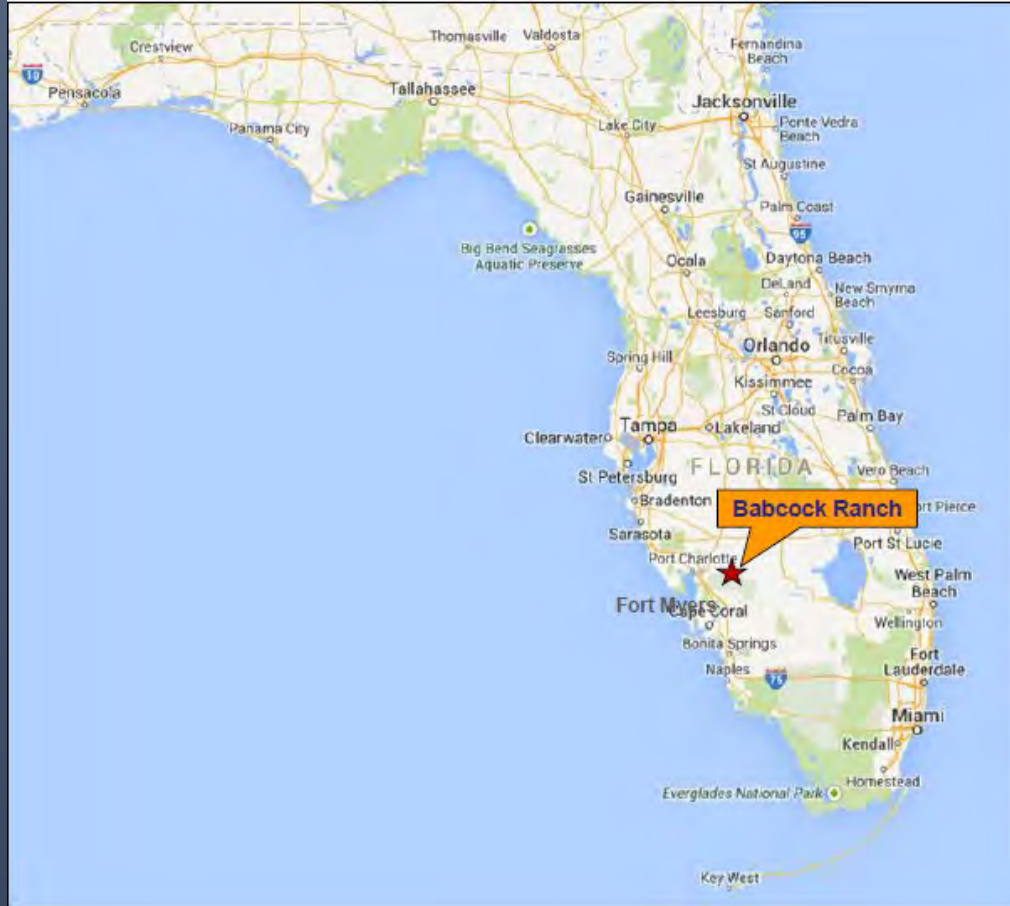
ACCEPTANCE OF MASTER TRAFFIC STUDY UPDATE (2024) AND PROPOSED MDO, INCREMENTS 1, 2 & 3 DEVELOPMENT ORDERS

The MTSU has been accepted by FDOT, Charlotte and Lee County in addressing the revised development levels transportation impact on regional transportation facilities consistent with the requirements of the MDO. The applicant has provided acceptable drafts for the MDO and IDOs for Increments 1 - 3 to address the proposed changes.

- RECOMMENDED ACTIONS:**
1. Notify Charlotte County and the applicant that the MTSU (2024) has been accepted and proposed changes to the MDO, Increments 1 - 3 and are acceptable to address impacts on regional transportation facilities.
 2. Request that Charlotte County provide SWFRPC staff with copies of the final MDO, Increments 1 - 3 IDOs.

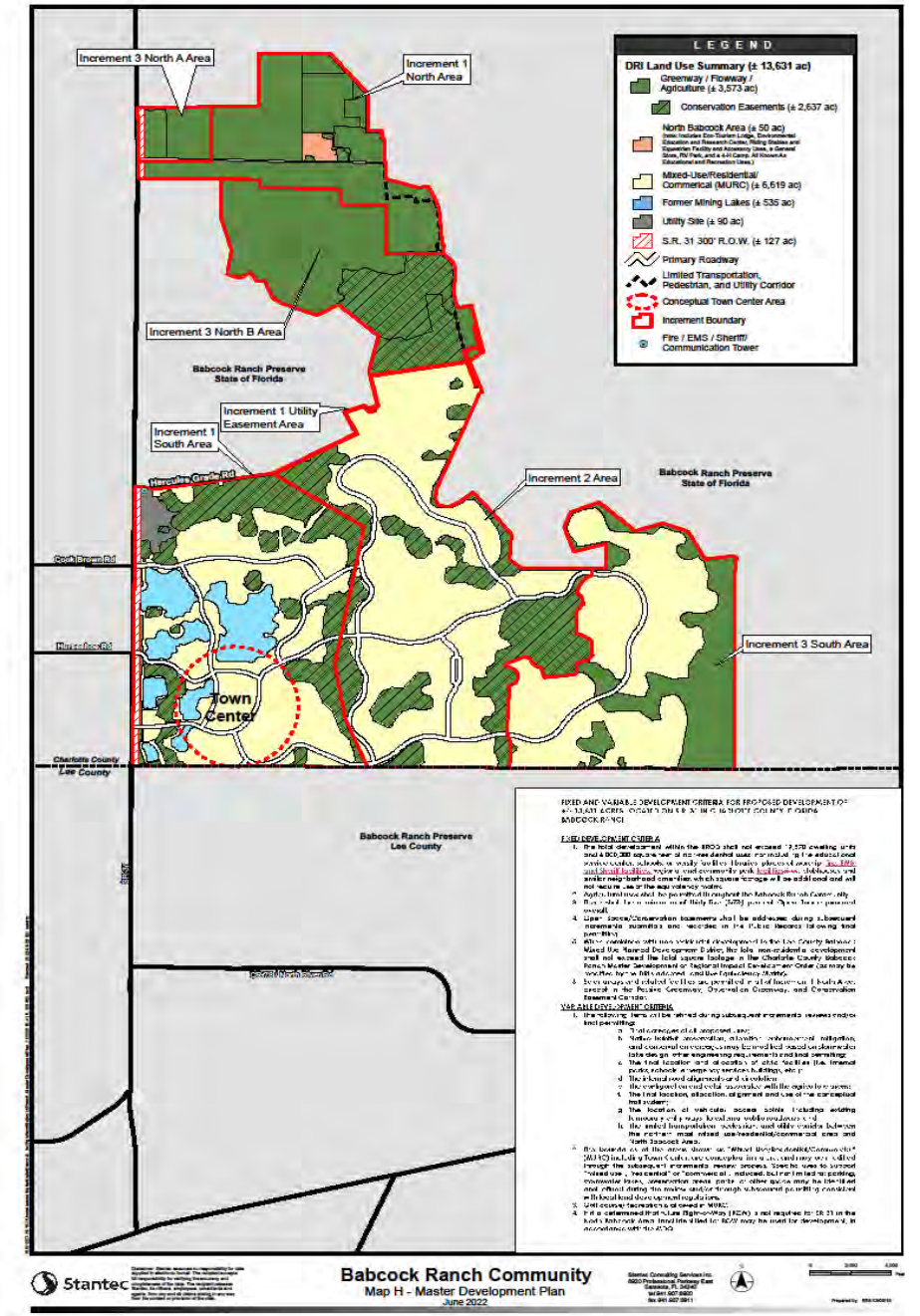
October 6, 2025

Overview



Master DRI Development Order

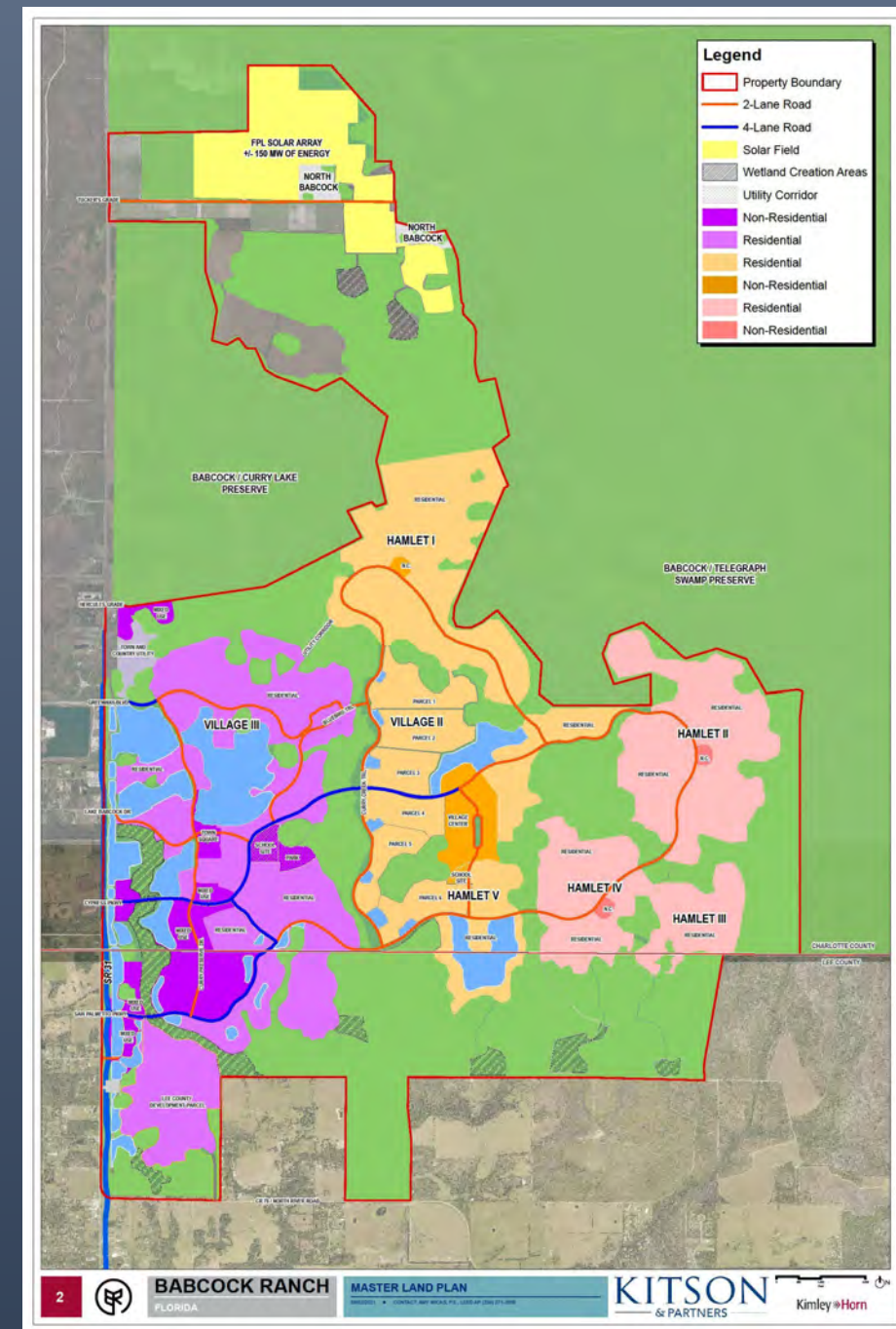
Ancillary facilities



Total Entitlements

*Charlotte and Lee Counties

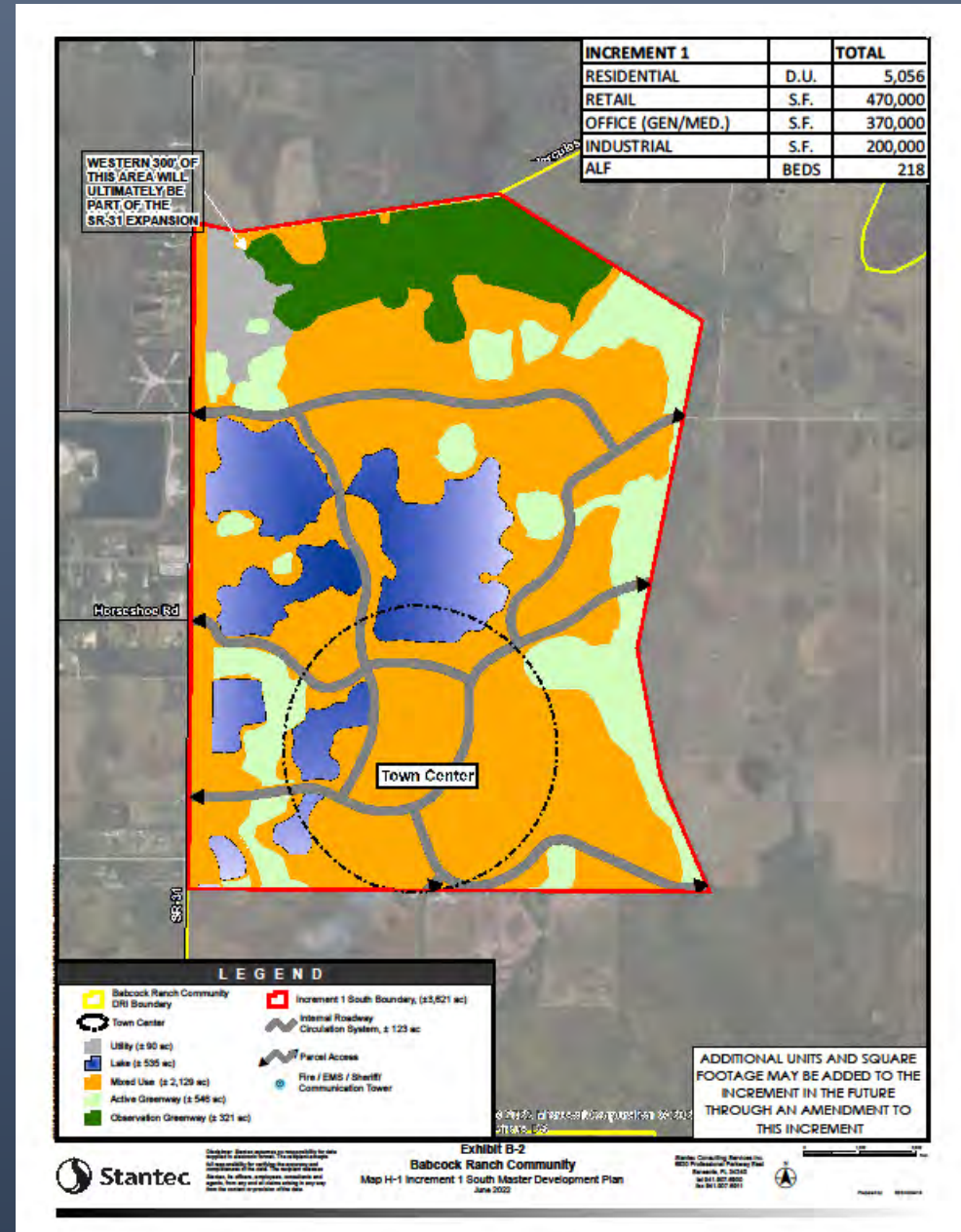
- Residential Dwelling Units – 19,500
- Non-Residential Uses – 6M S.F.



Increment 1 (IDO-1)

- Originally approved December 15, 2009
- Amended May 23, 2023
- Residential Dwelling Units - 5,056 *
 - 3,056 single family units
 - 2,000 multi family units
- Non-Residential – 840,000 S.F. *
 - 470,000 S.F. Retail
 - 370,000 S.F. Office
- Industrial - 200,000 S.F. *
- Golf Course - 18 Holes *
- Assisted Living - 218 Units *
- Buildout- 2037
- Expiration Date- 2044

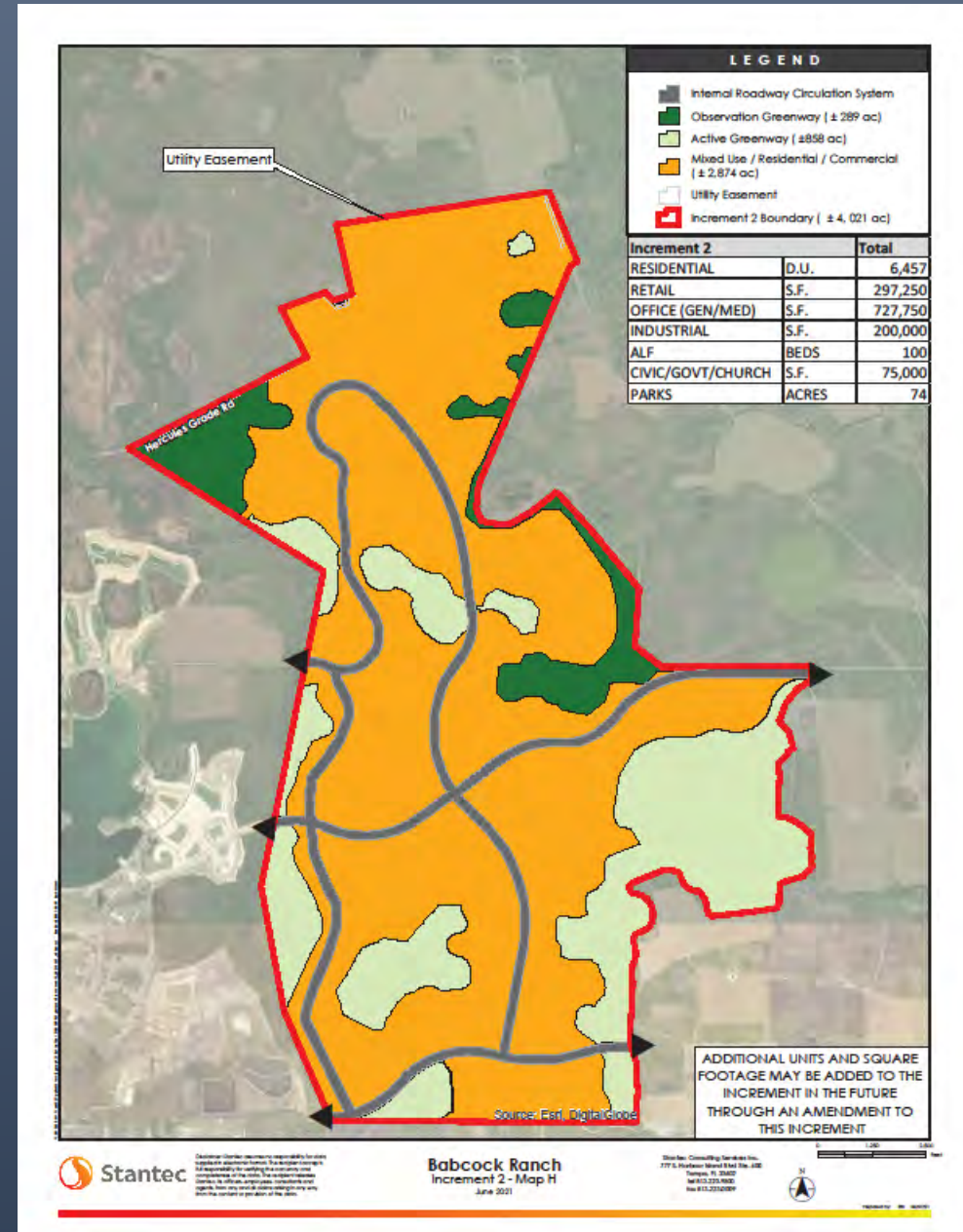
* Subject to use of equivalency matrix



Increment 2 (IDO-2)

- Originally approved July 27, 2021
- Amended May 23, 2023
- Residential Dwelling Units - 9,252 *
 - 5,817 single family units
 - 3,435 multi family units
- Hotel Rooms – 600 *
- Non-Residential – 1,380,000 S.F. *
 - 730,000 S.F. Retail
 - 650,000 S.F. Office
- Assisted Living - 200 Units *
- Golf Course – 18 holes *
- Buildout- 2035
- Expiration Date- 2042

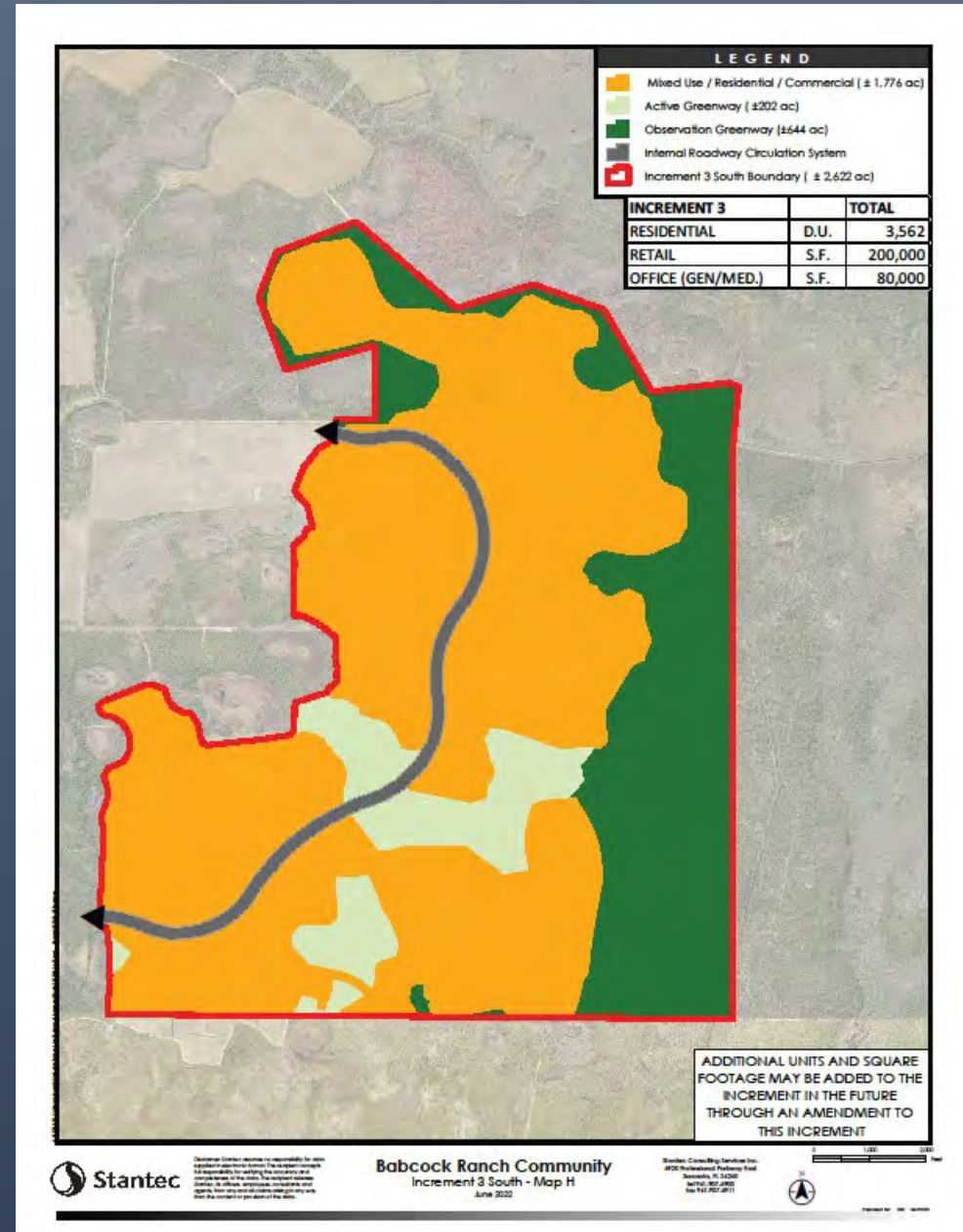
* Subject to use of equivalency matrix



Increment 3 (IDO-3)

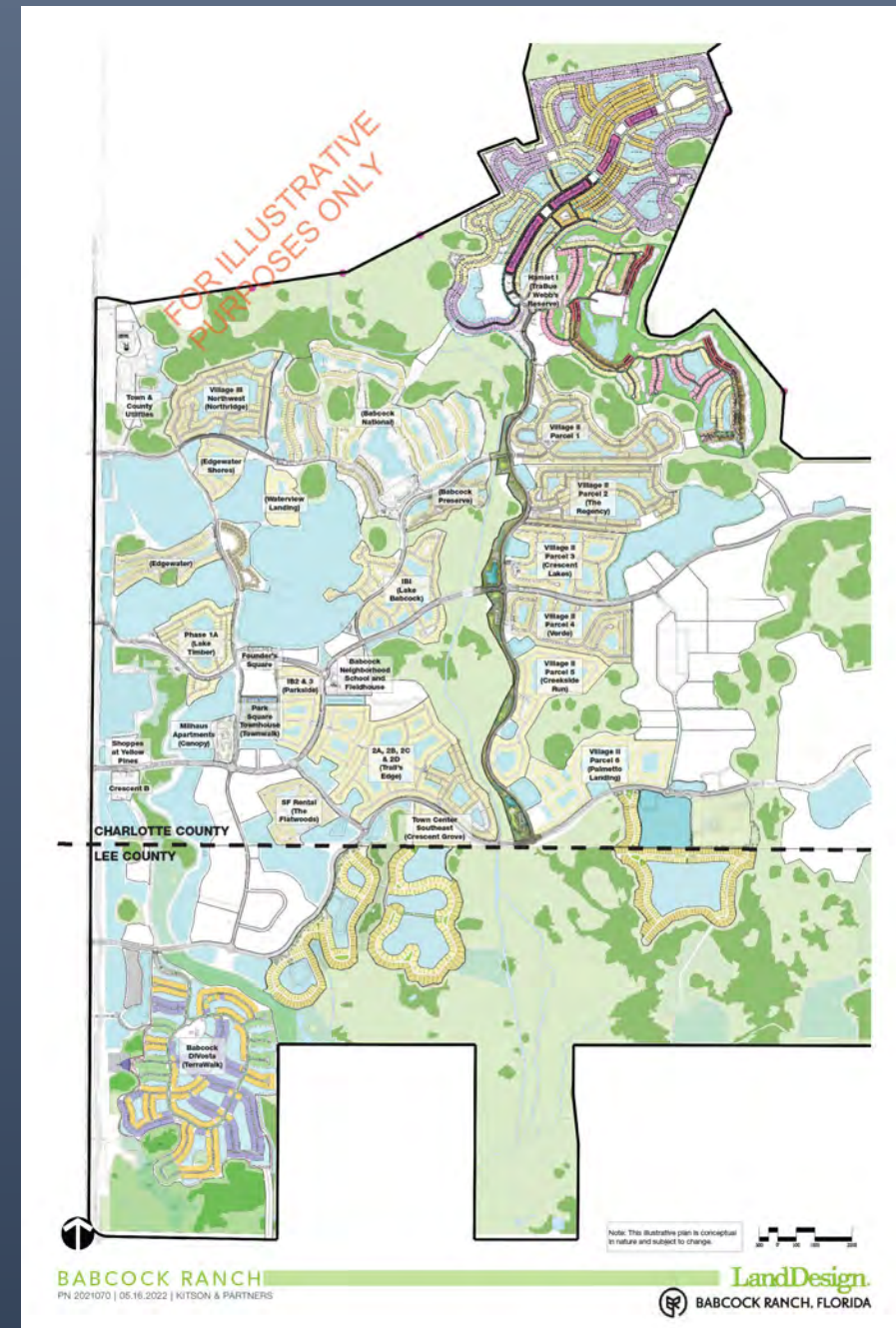
- Originally approved May 23, 2023
- Residential Dwelling Units - 3,562 *
- Non-Residential – 280,000 S.F. *
 - 200,000 S.F. Retail
 - 80,000 S.F. Office
- Industrial – 100,000 S.F. *
- Assisted Living - 139 Units *
- Golf Course – 18 holes *
- Buildout- 2038
- Expiration Date- 2045

* Subject to use of equivalency matrix



Current Status of Development

- FPL Solar Array- Two 74.5 MW facilities
- Trails/parks
- Commercial
- Babcock Neighborhood School
- Babcock Ranch Community Independent Special District
- SR 31 Expansion





Qualifications of Jie Shao

Position: Principal Planner

Years with Charlotte County: 21

Position Summary & Experience: I have worked as a Planner for Charlotte County Community Development Department since January 2004. My main duties include reviewing and making recommendations on plan amendments, zoning map changes and text amendments to the County's Comprehensive Plan, and amendments to the County's Land Development Regulations. I prepare and present staff reports and recommend actions to the Planning and Zoning Board and the Board of County Commissioners.

I evaluate Site Plan Review applications specifically related to development within Development of Regional Impacts for consistency with the County's Comprehensive Plan and Development Orders. I review all development within the Planned Development zoning district. I review applications for establishment of Community Development Districts, applications under the Transfer Density Units (TDU) program and track all TDUs.

In addition, I created the US 41 Zoning District Overlay Code in 2004. I worked with the planning Advisory Committee to successfully create the Little Gasparilla Island Community Plan in 2007 and also created the Little Gasparilla Island Zoning District Overlay Code and the Bridgeless Barrier Island Zoning District in 2013. As a project manager, I successfully completed the US 17 Corridor Planning Study in 2009-2010. I served as a liaison for the South Gulf Cove Advisory Committee and the Little Gasparilla Island Advisory Committee in 2006-2009. I hosted roundtable meetings to solicit public's input. As a team member, I revised and rewrote the County's Land Development Regulations in 2013-2014. Further, I worked on the County's Comprehensive Plan rewrite in 2009-2010, and EAR-based amendments for the County's Comprehensive Plan in 2007, 2014, and 2022.

Education:

- September 1997 to December 2001
University of Cincinnati; Cincinnati, Ohio; Obtained a M.S. degree in Community Planning
- September 1986 to July 1990
Chongqing University China; Obtained a B.S. degree in Architecture

Professional Associations and Certifications:

- AICP, American Association of Certified Planners since 2017
- American Planning Association (APA), Member since 2004

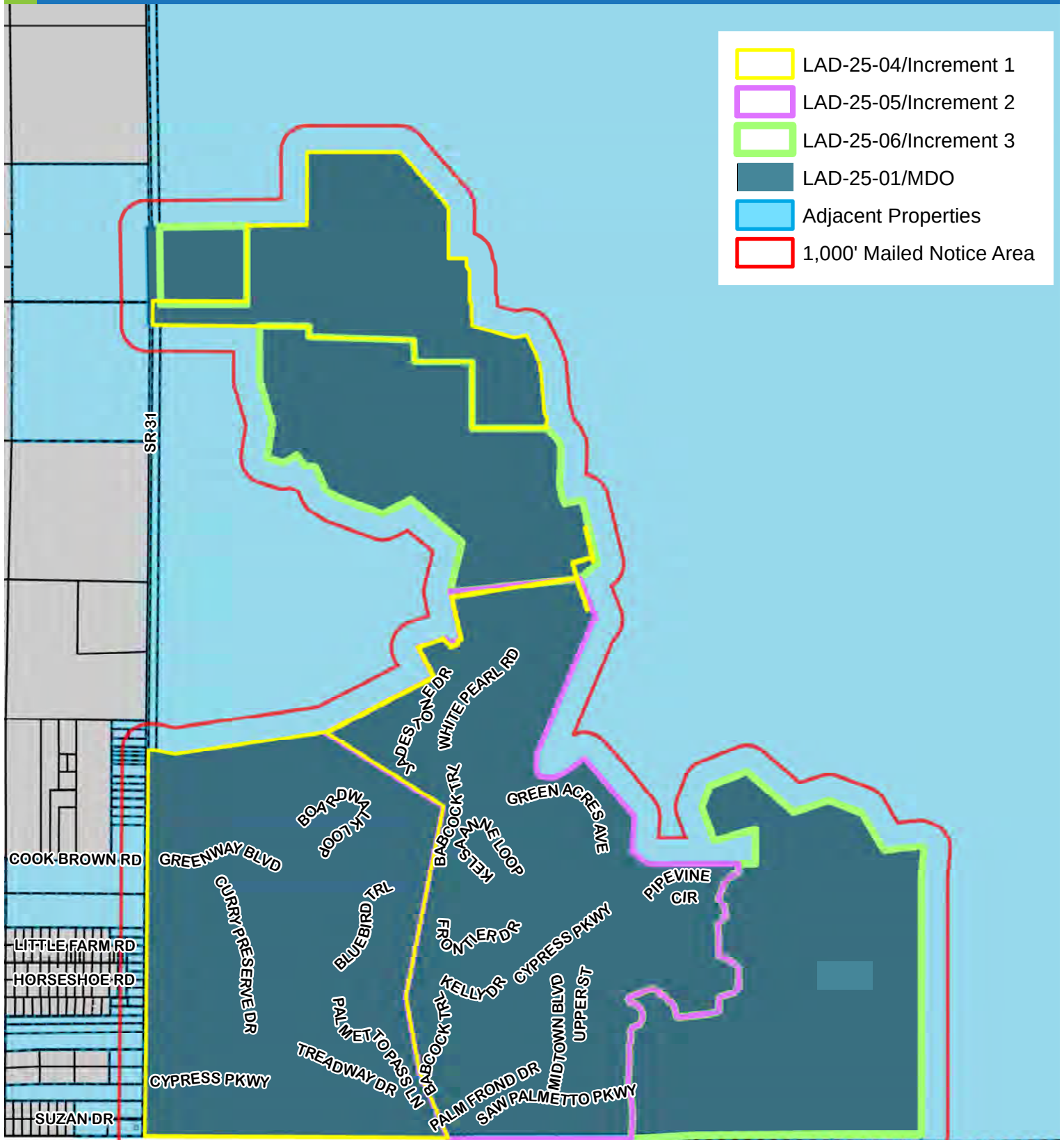
Related Past Experience:

- Planner, Architectural Graphics Designer, University Instructor in Architecture, Suzhou Planning Bureau/Institute of Urban Construction & Environmental Protection (1990-1994)

Exhibit 1

CHARLOTTE COUNTY

Babcock Ranch Community DRI 1,000' Mailed Notice Map



29, 31, 32, 33/41/26 & 5-10, 15-17, 19-36/42/26 East County

(NOT TO SCALE)

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CHARLOTTE COUNTY

Location Map for Babccocckk Rancch Communiittyy DRI



CHARLOTTE COUNTY
Community Development



29, 31, 32, 33/41/26 & 5-10, 15-17, 19-36/42/26 East County



(NOT TO SCALE)

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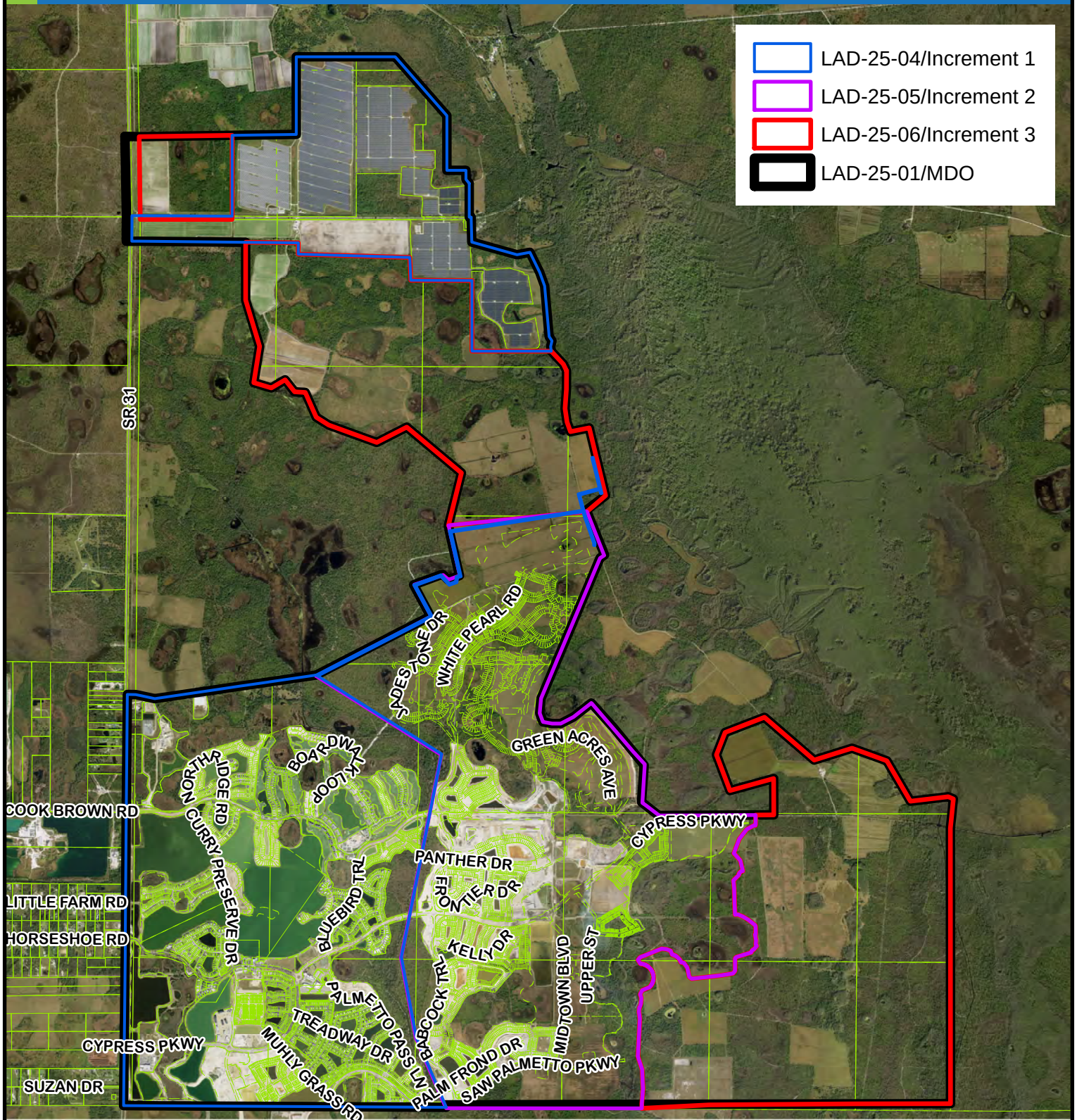
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CHARLOTTE COUNTY

Area Image for Babcock Ranch Community DRI



29, 31, 32, 33/41/26 & 5-10, 15-17, 19-36/42/26 East County



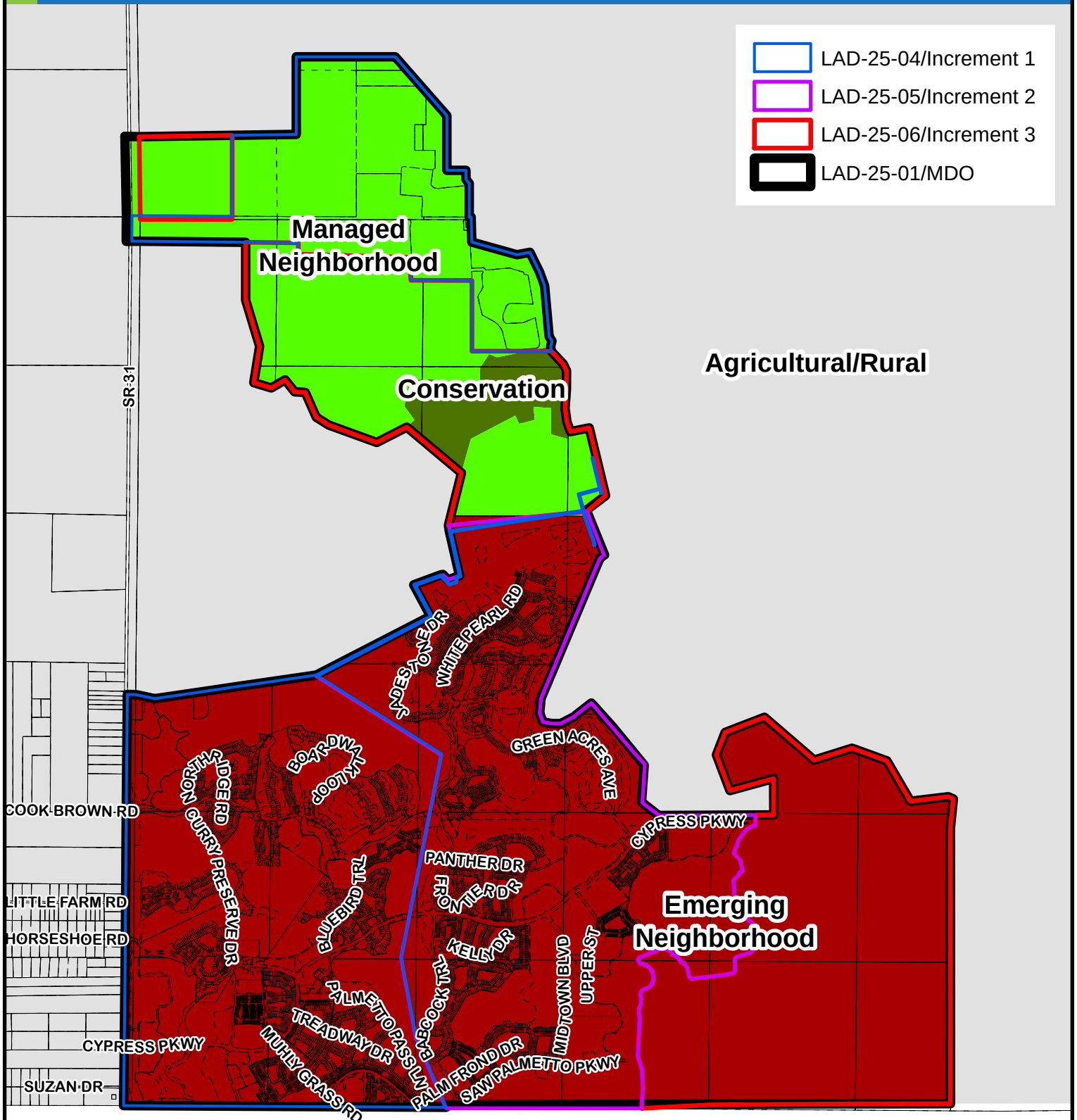
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CHARLOTTE COUNTY

Framework for Babcock Ranch Community DRI



29, 31, 32, 33/41/26 & 5-10, 15-17, 19-36/42/26 East County



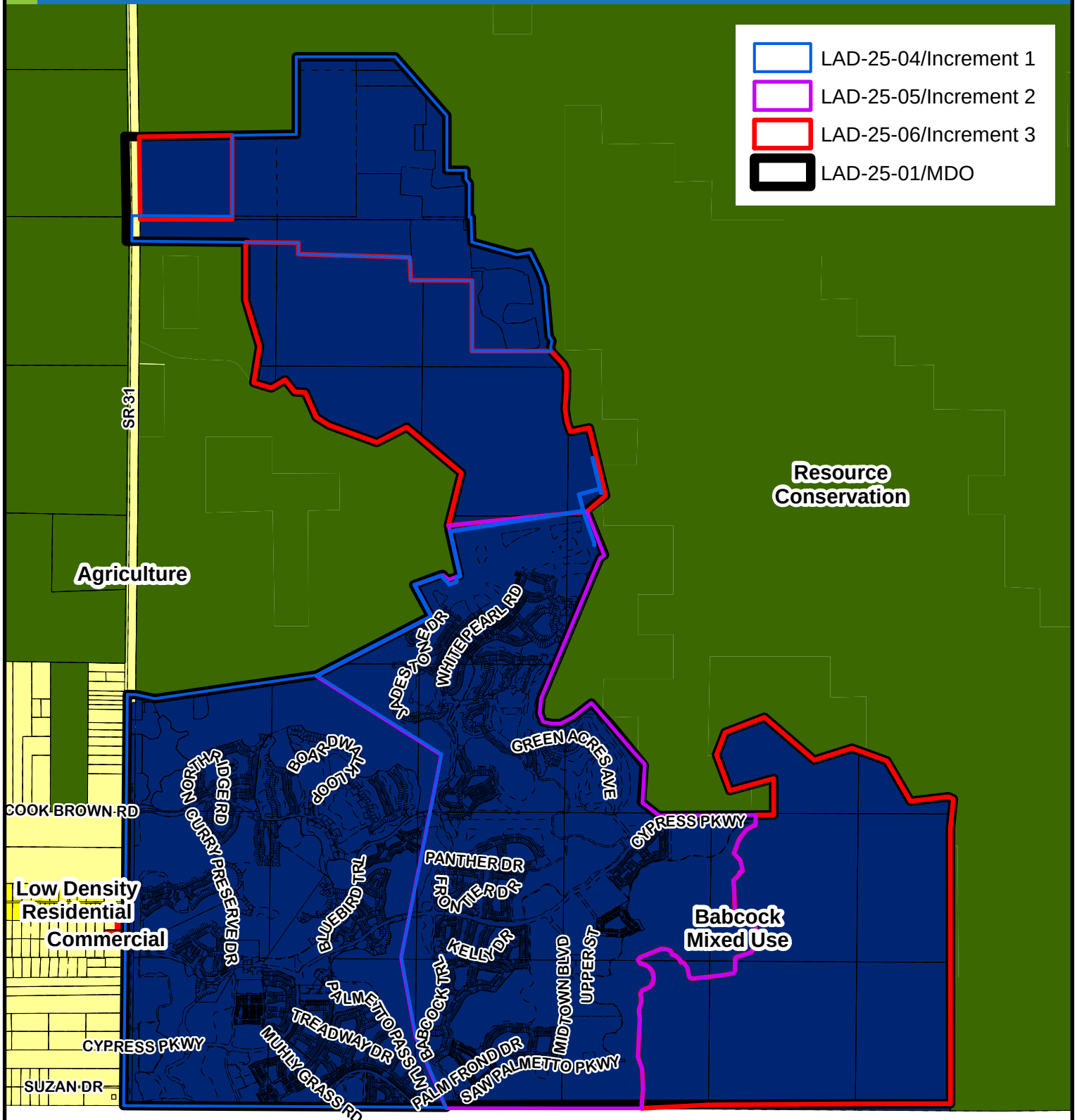
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CHARLOTTE COUNTY

FLUM Designations for Babcock Ranch Community DRI



29, 31, 32, 33/41/26 & 5-10, 15-17, 19-36/42/26 East County



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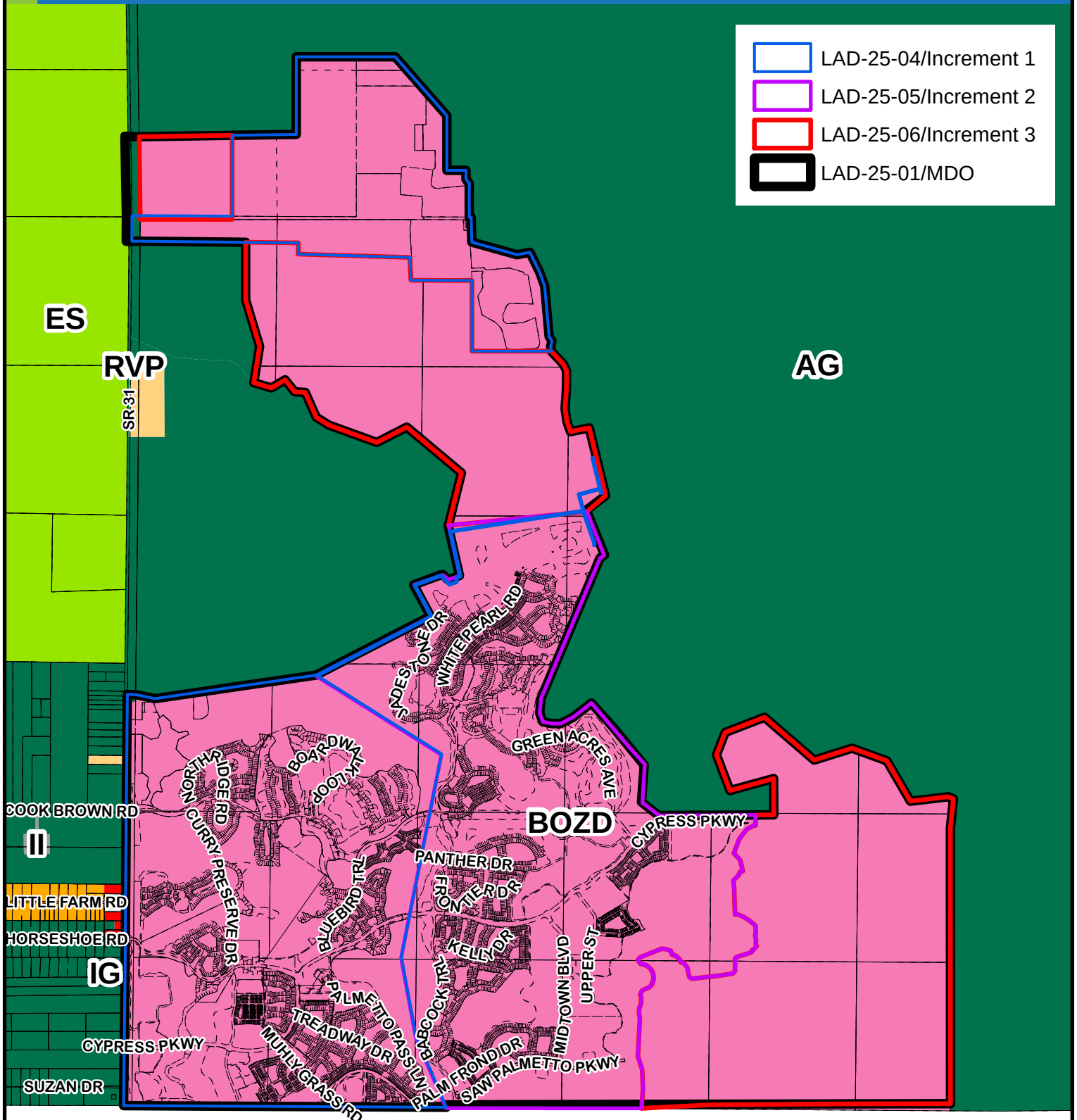
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CHARLOTTE COUNTY

Zoning Designations for Babcock Ranch Community DRI

-  LAD-25-04/Increment 1
-  LAD-25-05/Increment 2
-  LAD-25-06/Increment 3
-  LAD-25-01/MDO



29, 31, 32, 33/41/26 & 5-10, 15-17, 19-36/42/26 East County

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8 **BABCOCK RANCH COMMUNITY**
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10 **INCREMENT 2**
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18 **DRI INCREMENTAL DEVELOPMENT ORDER**
19

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22
23 **BOARD OF COUNTY COMMISSIONERS**
24 **CHARLOTTE COUNTY, FLORIDA**
25

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27
28 **ADOPTED ~~MAY 23~~Month Day, 20235**

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RESOLUTION NO. ~~2023~~2025-xx

AN INCREMENTAL DEVELOPMENT ORDER OF THE BOARD OF COUNTY COMMISSIONERS OF CHARLOTTE COUNTY FLORIDA FOR INCREMENT 2 OF THE BABCOCK RANCH COMMUNITY (CHARLOTTE COUNTY), A MASTER DEVELOPMENT OF REGIONAL IMPACT

WHEREAS, on December 7, 2020 Babcock Property Holdings, LLC (“Developer”), in accordance with Subsections 380.06(6) and (21), Florida Statutes, filed an Application for Incremental Development Approval (“AIDA”) known as the Babcock Ranch Community, Increment 2 (hereinafter “BRC Increment 2” “Increment 2” or “Project”) with Charlotte County, Florida (“County”) and the Southwest Florida Regional Planning Council (“SWFRPC”); and

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

~~WHEREAS, in February, 2007, Developer, in accordance with Subsection 380.06(6) and (21), Florida Statutes, filed an Application for Master Development Approval (“AMDA”) of a Development of Regional Impact known as the Babcock Ranch Community (“BRC”) with Charlotte County and SWFRPC; and~~

WHEREAS, on December 13, 2007, the Board approved and adopted the BRC Master Development of Regional Impact Master DRI Development Order under Resolution 2007-196, as subsequently amended on June 17, 2008 by Resolution 2008-063; on December 15, 2009 by Resolution 2009-283; on December 13, 2011 by Resolution 2011-485; on April 24, 2012 by Resolution 2012-024; on July 25, 2017 by Resolution 2017-187; on June 12, 2018 by Resolution 2018-077; ~~and~~ on July 27, 2021

by Resolution 2021-108 ~~(“MDO”); and~~ on May 23, 2023 by Resolution 2023-078; and on xx-xx, 2025 by Resolution 2025-xxx (“MDO”); and

WHEREAS, on July 21, 2021, the Board approved and adopted the BRC Increment 2 DRI Incremental Development Order under Resolution 2021-109, as subsequently amended on May 23, 2023 under Resolution 2023-080; and on xx-xx, 2025 by Resolution 2025-xxx (“IDO”); and

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

WHEREAS, all of the agreements, studies, reports and other documents referenced in this ~~BRC Increment 2 Incremental Development Order (“IDO”)~~ shall be kept on file with Charlotte County; and

WHEREAS, the Board, as the governing body of the unincorporated area of Charlotte County having jurisdiction pursuant to Section 380.06, Florida Statutes, is authorized and empowered to consider amendments to the IDO for the ~~BRC Increment 2~~ filed on ~~June 30, 2022~~ February 26, 2025 (“Amendment”); and

WHEREAS, the public notice requirements of Section 380.06, Florida Statutes, and the Charlotte County Land Development Regulations (“LDR”), which includes the County’s Zoning Ordinance, have been satisfied for the Amendment; and

WHEREAS, the Charlotte County Planning and Zoning Board has reviewed and considered the County's staff report and held a public hearing to consider the Amendment on Month day April 10, 2023 2025, and

WHEREAS, the issuance of a development order pursuant to Section 380.06, Florida Statutes, does not constitute a waiver of any powers or rights of County regarding the issuance of other development permits consistent herewith; and

WHEREAS, on May 23 Month day, 20235, the Board, at a public hearing in accordance with Section 380.06, Florida Statutes, having considered the Amendment submitted by Developer, the Amendment sufficiency questions from reviewing agencies and Developer's responses thereto, the documentary and oral evidence presented at the hearing before the Board, the report and recommendations of the Charlotte County Planning and Zoning Board, and the recommendations of County staff, makes the Findings of Fact and Conclusions of Law set forth below.

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

RECITALS

The recitals set forth above are true and correct and are incorporated herein and made a part hereof.

FINDINGS OF FACT AND CONCLUSIONS OF LAW

1. The real property constituting Increment 2₁, which is the subject of the Amendment, consists of approximately 4,021.45 acres, and is legally described as set forth in Exhibit A attached hereto and made a part hereof ("Property" or "Community").
2. The Amendment is consistent with Section 380.06, Florida Statutes.

3. The Amendment is consistent with the MDO, which is incorporated herein by reference.

4. The Developer submitted an Amendment to the County ~~an Amendment on June 30, 2022~~ February 26, 2025. The representations and commitments of Developer made in the Amendment which are made conditions of this IDO are identified and set forth herein.

5. The Developer proposes to develop Increment 2 in accordance with the Babcock Master Concept Plan (Map H) attached hereto as Exhibit B and made a part hereof. Map H constitutes a portion of the revised Master Plan for the Babcock Ranch Overlay District in the Charlotte 2050 Comprehensive Plan ("Comprehensive Plan"). The development program for Increment 2 authorized by this IDO, consisting of one phase, is as follows ("Development Program"), subject to the limitations contained herein:

(i) 9,252,907 residential dwelling units (~~5,817~~ 6,042 single family units and 3,435 2,865 multi-family units);

(ii) 600 Hotel Rooms;

~~(ii)~~ (iii) 2,035,271 square feet of commercial/retail/office (including medical):

a. ~~730,000~~ 1,336,771 square feet of commercial/retail;

b. ~~650,000~~ 698,500 square feet of office;

(iv) 48,500 square feet of government/civic uses;

~~(iii)~~ (v) 100,000 square feet of industrial;

~~(iv)~~ (vi) 200-139 assisted living facility (ALF) beds;

~~(v)~~ (vii) 18-hole golf course and related facilities, including but not limited to maintenance facilities and cart barn;

~~(vi)~~(viii) Supporting community facilities such as the educational service center, schools, university facilities, libraries, places of worship, fire, EMS and sheriff facilities, regional and community park facilities, clubhouses and similar neighborhood amenities, and the necessary utility infrastructure including, but not limited to, water, wastewater and reuse water systems, electric, telephone and cable systems, will not be attributed to the development components set forth above, and will not count towards the maximum thresholds of development as established in this IDO;

~~(vii)~~(ix) All other ancillary facilities, together with the development components set forth above [excluding ~~(viii)~~ viii] shall not exceed the maximum thresholds established in this IDO, subject to the use of the Land Use Equivalency Matrix contained in the MDO; and

~~(viii)~~(x) Temporary housing for construction workers and their families will not count against the residential dwelling units allowed herein.

6. The Increment 2 development is not in an area designated as an Area of Critical State Concern pursuant to the Provisions of Section 380.05, Florida Statutes, as amended.

7. The Increment 2 development is consistent with the current land development regulations and the Comprehensive Plan, adopted pursuant to Chapter 163, Part II, Florida Statutes. Further, it is orderly, maximizes efficiency of infrastructure, and provides for specific infrastructure improvements needed to meet prescribed levels of service.

8. Increment 2 development as approved herein is consistent with the State Comprehensive Plan.

9. The mitigation provided for Increment 2 development is consistent with the requirements of Section 163.3180(5), F.S.

10. The Amendment for Increment 2 of the BRC DRI is hereby approved, subject to compliance with the conditions contained in this IDO and the MDO.

CONDITIONS

1. GROSS RESIDENTIAL DENSITY CONDITION AND DEVELOPMENT PROGRAM

A. Representations and Commitments as Conditions.

(1) The Development Program is approved and may be adjusted by Developer in accordance with the Land Use Equivalency Matrix attached as Exhibit H to the MDO.

(2) The Updated Summary of Land Dedication & Facilities Construction for Increment 2 is attached hereto as Exhibit D.

(3) The minimum amount of non-residential development which may be constructed by the end of Increment 2 relative to the cumulative number of residential units which have been, or are projected to be, developed in Increment 2 shall be 50,000 square feet. The intent is that non-residential uses be allowed to serve the occupancy of dwelling units.

(4) Development within Increment 2 shall be in accordance with Exhibit E.

(5) Current uses within Increment 2 may continue to operate until such time said use is permanently replaced with a use approved herein. Current uses within Increment 2 include, but are not limited to, cattle grazing, agricultural uses, and ecotourism uses. Permits for existing uses can be renewed or modified as an allowed use until said use is permanently replaced by a use approved herein.

2. **AFFORDABLE HOUSING**

A. Representations and Commitments as Conditions. – None.

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3. **STORMWATER MANAGEMENT, WATER QUALITY, AND FLOOD PLAINS**

A. Representations and Commitments as Conditions.

(1) The Master Drainage Plan for Increment 2 is attached hereto as Exhibit F.

(2) The design of the Increment 2 surface water management system will comply with the MDO Stormwater Plan.

(3) Development of Increment 2 includes conveyance features located outside the Increment 2 boundaries that convey stormwater runoff. Examples of conveyance features include, but are not limited to, swales, ditches, canals and overland flow. Some improvements to these conveyance features will be made as part of Increment 2.

(4) The stormwater management system shall be that system as permitted by the South Florida Water Management District ("SFWMD") Individual Environmental Resource Permit No. 08-00004-S-05, as supplemented by Permit No. 08-105624-P (Application No. 200526-3536) ("Conceptual ERP").

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4. TRANSPORTATION

A. Representations and Commitments as Conditions.

(1) Refer to Exhibit G of the Master Development Order for the Cumulative Incremental Transportation Conditions.

(2) The Master Internal Circulation Plan for Increment 2 is attached hereto as Exhibit G.

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5. VEGETATION, WILDLIFE, AND WETLANDS

A. Representations and Commitments as Conditions.

(1) FDEP State 404 Permit No. 396574-001 issued November 19, 2021 ("State 404 Permit"), provides specific conditions to address both State and federally listed species. These permit conditions incorporate by reference the Biological Opinions for the BRC.

A. Development within Increment 2 shall comply with the threatened and endangered management plan ("T&E Plan") provided for in the Conceptual ERP and State 404 Permit as may be modified.

(2) Development within Increment 2 shall comply with the mitigation requirements provided for in the ERP and State 404 Permit, as may be modified.

(3) Mitigation for wetlands and listed species within the Increment 2 boundary may occur outside the Increment 2 boundary in accordance with the MDO, and the approved T&E Plan and Mitigation Plan referenced in the MDO, and included in the state and federal permits.

(4) Any amendments to the T&E Plan and Mitigation Plan will be provided to the County as part of the applicable Biennial Report for Increment 2.

(5) Copies of any conservation easements that have been recorded relative to Increment 2 that were not provided in a previously submitted Biennial Report will be provided to the County as part of the applicable Biennial Report for Increment 2.

(6) A Greenway Map for Increment 2 is attached hereto as Exhibit H.

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6. WASTEWATER MANAGEMENT AND WATER SUPPLY

A. Representations and Commitments as Conditions.

(1) The Primary Utility Corridor map for Increment 2 is attached hereto as Exhibit I.

(2) The source of raw water for potable service within Increment 2 will be groundwater. MSKP Town and Country Utility, LLC or its successors and assigns will provide water service for Increment 2.

(3) MSKP Town and Country Utility, LLC or its successors and assigns will provide wastewater service for Increment 2.

(4) All effluent suitable for Public Access Reuse will be stored and distributed as needed into an irrigation system which will include residential, commercial, median and other green areas. After storage has been maximized, excess effluent will be disposed of consistent with Florida Department of Environmental Protection permitting. Irrigation systems will use best management practices to minimize overspray onto impervious systems that could lead to the stormwater management system.

(5) Babcock Ranch Irrigation, LLC, or its successors and assigns, will provide reclaimed water service for Increment 2.

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7. EDUCATION

A. Representations and Commitments as Conditions.

(1) The Developer shall comply with the School Site Dedication Agreement.

(2) The Developer, District, County and the School Board of Charlotte County entered into an Addendum to the School Site Dedication Agreement on January 8, 2018 (“Agreement”) addressing school concurrency for development. If the Agreement is not implemented to address school concurrency, the Developer and Charlotte County School Board shall amend the Agreement accordingly.

(3) Age-restricted communities will not be subject to school concurrency requirements.

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8. POLICE AND FIRE

A. Representations and Commitments as Conditions.

(1) All law enforcement, fire, and EMS impact fees collected from the Development (not including any interest earned by County) shall be provided to Developer or District in the form of reimbursements as set forth in the Impact Fee Agreement.

(2) Fire protection may be served by appropriately pressurized irrigation water.

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9. SOLID/HAZARDOUS/MEDICAL WASTE

A. Representations and Commitments as Conditions.

(1) Solid waste in Increment 2 will be collected by the District. Increment 2 is not intended to be part of the County's Sanitation District; however, solid waste will be sent to the Charlotte County Landfill.

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10. OPEN SPACE AND PARKS

A. Representations and Commitments as Conditions.

(1) Renewable energy and energy storage resource facilities and systems shall be allowed throughout Increment 2. If constructed within Active Greenways, such facilities shall not count as open space.

(2) Park sites shall be conveyed to the District or a property owner's association (POA) with exotic plants removed and infrastructure provided.

(3) District or Developer shall prepare the master plan(s) for the permanent park site(s) required within Increment 2. The Developer, District or POA shall develop and operate the parks within Increment 2.

(4) General agricultural operations may be conducted throughout Increment 2 in accordance with the Comprehensive Plan and the LDR.

(5) All parks and library impact fees collected from the Development within Increment 2 shall be provided to the Developer or District in accordance with the Impact Fee Agreement.

(6) Common recreational areas and common open spaces within Increment 2, if any, will be maintained by a POA or the District.

(7) Some recreation and parks may be provided as temporary uses in Increment 2 that might be replaced by future development as other facilities are provided.

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11. **ENERGY**

A. Representations and Commitments as Conditions - None.

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12. MINING OPERATIONS

A. Representations and Commitments as Conditions – None.

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~~18.~~13. CONSISTENCY WITH THE LOCAL COMPREHENSIVE PLAN

County has determined that Increment 2 is consistent with the Comprehensive Plan.

~~13.~~14. BIENNIAL REPORTS

The Developer of Increment 2, or its successor(s)-in-title to the undeveloped portions of Increment 2, must submit a biennial report to the County. The Developer of Increment 2 must inform successors-in-title to any undeveloped portion of the real property covered by this IDO of this reporting requirement.

~~14.~~15. COMPLIANCE MONITORING

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

~~15.~~16. EXEMPTION FROM DOWNZONING AND DENSITY/INTENSITY REDUCTION

Pursuant to Subsection 380.06(4)(a), Florida Statutes, this Increment 2 project is exempt from down zoning, intensity reduction, or unit density reduction until May 8, 2043, unless County can demonstrate that substantial changes in the conditions underlying the approval of this IDO have occurred or this IDO was based on substantially inaccurate information provided by the Developer or that the change is clearly established by local government to be essential to the public health, safety, or welfare.

~~16.~~17. COMMENCEMENT OF DEVELOPMENT

Development ~~shall~~has commenced in accordance with the deadline(s) established in this IDO.

17.18. PROJECTED BUILDOUT

Buildout of Increment 2 is projected to occur on or about ~~February 28, 2053~~ April 30, 2035 (“Buildout Date”).

18.19. EXPIRATION DATE

The expiration date for this IDO is ~~September 9, 2055~~ April 30, 2042.

19.20. DEVELOPMENT PERMITS

Subsequent requests for development permits within Increment 2 shall not require further review pursuant to Section 380.06, Florida Statutes. Amendments to this IDO shall be processed in accordance with Charlotte County Code 3-9-10.1, as may be amended.

20.21. GENERAL PROVISIONS

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

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

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

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

D. If there is a conflict between a provision in this IDO and a provision in the MDO, the provision in this IDO shall prevail for Increment 2, except that this IDO must comply with the Land Use Equivalency Matrix in Exhibit H of the MDO. Exhibit D, attached hereto and made a part hereof by reference, is an updated version of Exhibit D to the MDO entitled "Summary of Land Dedication and Facilities Construction" as to the Increment 2 property.

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

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

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

~~HG.~~ This IDO shall be binding upon the County and the Developer, its assignees or successors-in-interest.

~~IH.~~ This IDO shall become effective as provided by law.

~~JI.~~ The County may provide certified copies of this IDO to ~~DEO~~ Department of Commerce and the SWFRPC.

~~KJ~~. This Resolution shall be recorded in the Public Records of Charlotte County, Florida. Notice of the adoption of this IDO shall be recorded by the Developer, in accordance with F.S. 28.222 with the Clerk of the Circuit Court for Charlotte County.

PASSED AND DULY ADOPTED this ~~23rd~~-~~xx~~ day of ~~May~~~~xx~~, 202~~3~~~~5~~.

BOARD OF COUNTY COMMISSIONERS
OF CHARLOTTE COUNTY, FLORIDA

By: _____
~~William G. Truex~~ Joseph M. Tiseo,

Chairman

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

By: _____
Deputy Clerk

APPROVED AS TO FORM
AND LEGAL SUFFICIENCY:

By: _____
Janette S. Knowlton, County Attorney

~~LR#2023-0107~~

EXHIBITS

Exhibit A	Increment 2 Babcock Ranch Community Legal Description
Exhibit B	Babcock Ranch Community Map H Increment 2 Master Development Plan and Fixed and Variable Development Criteria
Exhibit C	Reserved
Exhibit D	Updated Summary of Land Dedications and Facilities Construction
Exhibit E	Babcock Ranch Community Increment 2 Parameters
Exhibit F	Increment 2 Master Drainage Plan
Exhibit G	Increment 2 Master Internal Circulation Plan
Exhibit H	Increment 2 Primary Greenway Map and Trails Plan
Exhibit I	Increment 2 Primary Utility Corridor Map

EXHIBIT A

Increment 2 Babcock Ranch Community Legal Description



DESCRIPTION

BABCOCK RANCH COMMUNITY
INCREMENT 2
LYING IN

SECTIONS 15, 16, 17, 20, 21, 22, 26, 27, 28, 29, 32, 33,
TOWNSHIP 42 SOUTH, RANGE 26 EAST
CHARLOTTE COUNTY, FLORIDA

COMMENCING AT A POINT OF INTERSECTION WITH THE NORTHWESTERLY CORNER OF PARCEL 1 (AREA 6) AND THE EAST LINE OF PARCEL 2 (300' STRIP), AS RECORDED IN OFFICIAL RECORDS BOOK 3010, PAGE 105, PUBLIC RECORDS, CHARLOTTE COUNTY, FLORIDA; THENCE ON THE NORTHERLY LINE OF SAID PARCEL 1, FOR THE FOLLOWING THREE (3) COURSES; (1) S.77°54'41"E., FOR 707.32 FEET; (2) N.81°38'00"E., FOR 5,167.82 FEET; (3) N.82°12'01"E., FOR 711.48 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE ON SAID NORTHERLY LINE FOR THE FOLLOWING SIX (6) COURSES; (1) N.62°45'03"E., FOR 4,638.30 FEET; (2) N.28°10'55"W., FOR 1,272.60 FEET; (3) N.69°50'23"E., FOR 1,104.27 FEET; (4) S.45°00'57"E., FOR 266.60 FEET; (5) N.71°59'01"E., FOR 448.53 FEET; (6) N.12°51'59"W., FOR 1,654.85 FEET; THENCE N.81°12'25"E., DEPARTING SAID LINE, FOR 4,859.91 FEET; THENCE N.85°04'00"E., FOR 129.81 FEET TO A POINT OF INTERSECTION WITH THE EASTERLY LINE OF SAID PARCEL 1; THENCE ON SAID EASTERLY LINE FOR THE FOLLOWING FOURTEEN (14) COURSES: (1) S.21°59'06"E., FOR 1,739.17 FEET; (2) S.55°42'26"W., FOR 195.73 FEET; (3) S.22°47'49"W., FOR 5,490.82 FEET; (4) S.05°03'05"W., FOR 533.35 FEET; (5) S.20°54'51"E., FOR 336.86 FEET; (6) S.80°06'18"E., FOR 334.84 FEET; (7) N.89°59'33"E., FOR 307.20 FEET; (8) N.62°56'46"E., FOR 516.42 FEET; (9) N.52°01'16"E., FOR 818.34 FEET; (10) S.42°01'35"E., FOR 1,162.94 FEET; (11) S.39°20'59"E., FOR 1,779.16 FEET; (12) S.04°14'12"W., FOR 1,329.59 FEET; (13) S.51°39'36"E., FOR 782.53 FEET; (14) N.89°45'02"E., FOR 3,471.81 FEET; THENCE S.00°00'00"E., DEPARTING SAID EASTERLY LINE, FOR 346.72 FEET; THENCE S.29°19'24"W., FOR 26.86 FEET; THENCE S.04°37'49"W., FOR 7.78 FEET; THENCE ON THE ARC OF A NON TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 661.19 FEET, (DELTA 03°10'41") (CHORD BEARING N.71°49'45"W.), (CHORD 36.67 FEET) FOR 36.68 FEET; THENCE S.61°23'22"W., FOR 308.04 FEET; THENCE S.38°34'17"W., FOR 438.56 FEET; THENCE S.20°30'08"W., FOR 454.57 FEET; THENCE N.85°45'27"E., FOR 6.50 FEET; THENCE S.41°20'52"E., FOR 344.79 FEET; THENCE S.13°34'11"E., FOR 393.26 FEET; THENCE ON THE ARC OF A NON TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 134.61 FEET, (DELTA 95°45'46") (CHORD BEARING S.45°42'26"W.), (CHORD 199.70 FEET) FOR 224.98 FEET; THENCE ON THE ARC OF A NON TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 9,808.43 FEET, (DELTA 01°37'53") (CHORD BEARING S.46°35'13"W.), (CHORD 279.26 FEET) FOR 279.26 FEET; THENCE S.05°18'09"E., FOR 283.91 FEET; THENCE S.01°55'28"W., FOR 574.50 FEET; THENCE S.02°15'23"E., FOR 376.41 FEET; THENCE N.87°56'27"E., FOR 102.23 FEET; THENCE S.68°32'26"E., FOR 184.58 FEET; THENCE S.59°33'15"E., FOR 245.11 FEET; THENCE S.50°54'05"E., FOR 309.70 FEET; THENCE S.18°36'38"E., FOR 49.44 FEET; THENCE S.01°22'46"E., FOR 266.68 FEET; THENCE S.56°14'45"W., FOR 32.59 FEET; THENCE S.10°10'32"E., FOR 217.99 FEET; THENCE S.04°12'55"W., FOR 154.81 FEET; THENCE S.39°06'34"E., FOR 58.79 FEET; THENCE S.39°30'30"W., FOR 164.97 FEET; THENCE ON THE ARC OF A NON TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 124.06 FEET, (DELTA 69°32'40") (CHORD BEARING S.40°13'32"W.), (CHORD 141.51 FEET) FOR 150.59 FEET; THENCE S.72°40'47"W., FOR 567.54 FEET; THENCE S.42°10'27"W., FOR 62.63 FEET; THENCE S.00°28'50"W., FOR 448.95 FEET; THENCE S.38°02'18"W., FOR 118.40 FEET; THENCE S.80°58'57"W., FOR 481.97 FEET; THENCE S.83°40'09"W., FOR 1,019.45 FEET; THENCE N.54°07'16"W., FOR 108.20

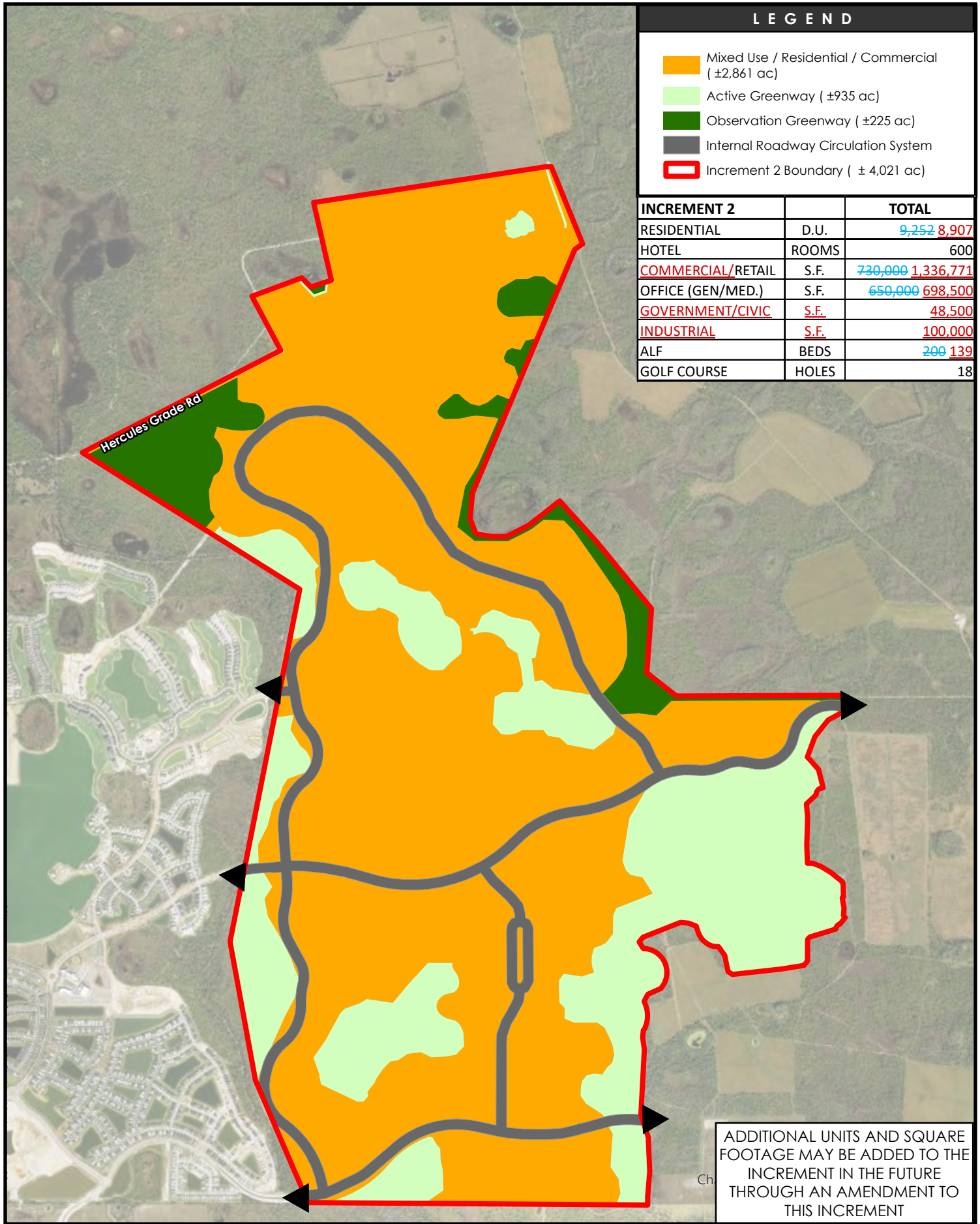
FEET; THENCE N.11°38'08"W., FOR 344.38 FEET; THENCE N.36°31'29"W., FOR 221.80 FEET; THENCE N.87°23'51"W., FOR 91.28 FEET; THENCE ON THE ARC OF A NON TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 443.18 FEET, (DELTA 58°51'33") (CHORD BEARING N.48°10'08"W.), (CHORD 435.51 FEET) FOR 455.27 FEET; THENCE N.18°03'07"W., FOR 140.72 FEET; THENCE N.69°29'26"W., FOR 172.06 FEET; THENCE N.85°07'59"W., FOR 168.82 FEET; THENCE S.68°18'22"W., FOR 836.36 FEET; THENCE S.39°51'17"W., FOR 125.06 FEET; THENCE S.32°37'17"E., FOR 161.39 FEET; THENCE ON THE ARC OF A NON TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 497.26 FEET, (DELTA 131°11'40") (CHORD BEARING S.23°32'53"E.), (CHORD 905.67 FEET) FOR 1,138.61 FEET; THENCE S.65°57'47"W., FOR 294.69 FEET; THENCE S.26°55'45"W., FOR 161.56 FEET; THENCE S.19°22'16"E., FOR 128.56 FEET; THENCE ON THE ARC OF A NON TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 623.05 FEET, (DELTA 45°12'57") (CHORD BEARING S.06°00'15"W.), (CHORD 479.03 FEET) FOR 491.69 FEET; THENCE S.61°08'43"W., FOR 12.30 FEET; THENCE S.05°47'00"W., FOR 153.29 FEET; THENCE S.08°22'36"E., FOR 246.42 FEET; THENCE S.03°02'02"W., FOR 1,355.26 FEET; THENCE S.17°58'48"E., FOR 5.20 FEET; THENCE S.17°58'42"E., FOR 485.85 FEET; THENCE S.02°35'12"E., FOR 717.60 FEET; THENCE S.04°41'29"W., FOR 513.66 FEET; THENCE S.00°11'48"W., FOR 182.44 FEET; TO A POINT OF INTERSECTION WITH THE SOUTH LINE OF SECTION 34, THENCE N.89°35'44"W., ON SAID SOUTH LINE, FOR 2,902.61 FEET TO THE SOUTHWEST CORNER OF SAID SECTION 34; THENCE N.89°37'16"W., ALONG THE SOUTH LINE OF SECTION 33, FOR 4,151.59 FEET; THENCE N.23°14'51"W., DEPARTING SAID SOUTH LINE, FOR 2,768.33 FEET; THENCE N.10°23'41"W., FOR 2,923.88 FEET; THENCE N.11°12'07"E., FOR 7,458.70 FEET; THENCE N.57°49'39"W., FOR 5,335.90 FEET TO THE POINT OF BEGINNING.

CONTAINING 4021.45 ACRES, MORE OR LESS.

BEARINGS MENTIONED HEREIN ABOVE ARE BASED ON THE NORTHERLY LINE OF PARCEL 1 (AREA 6) AS RECORDED IN OFFICIAL RECORDS BOOK 3010, PAGE 105, PUBLIC RECORDS OF CHARLOTTE COUNTY, FLORIDA, WHEREIN SAID NORTHERLY LINE BEARS N81°38'00"E.

EXHIBIT B

Babcock Ranch Community Map H Increment 2 Master Development Plan and Fixed and Variable Development Criteria



LEGEND

- Mixed Use / Residential / Commercial (±2,861 ac)
- Active Greenway (±935 ac)
- Observation Greenway (±225 ac)
- Internal Roadway Circulation System
- Increment 2 Boundary (± 4,021 ac)

INCREMENT 2		TOTAL
RESIDENTIAL	D.U.	9,252 8,907
HOTEL	ROOMS	600
COMMERCIAL/RETAIL	S.F.	730,000 1,336,771
OFFICE (GEN/MED.)	S.F.	650,000 698,500
GOVERNMENT/CIVIC	S.F.	48,500
INDUSTRIAL	S.F.	100,000
ALF	BEDS	200 139
GOLF COURSE	HOLES	18

ADDITIONAL UNITS AND SQUARE FOOTAGE MAY BE ADDED TO THE INCREMENT IN THE FUTURE THROUGH AN AMENDMENT TO THIS INCREMENT

FIXED AND VARIABLE DEVELOPMENT CRITERIA FOR BABCOCK RANCH COMMUNITY INCREMENT 2

FIXED DEVELOPMENT CRITERIA

1. THE ALLOCATION OF DWELLING UNITS AND SQUARE FOOTAGE IDENTIFIED ON THE LAND USE TABLE ON MAP H MAY BE MODIFIED CONSISTENT WITH THE EQUIVALENCY MATRIX. ANCILLARY FACILITIES INCLUDED IN INCREMENT 2 SUCH AS EDUCATIONAL SERVICE CENTERS, SCHOOLS, UNIVERSITY RESEARCH FACILITIES, LIBRARIES, PLACES OF WORSHIP, FIRE, EMS, SHERIFF FACILITIES, REGIONAL AND COMMUNITY PARK FACILITIES, AND CLUBHOUSES WILL NOT BE ATTRIBUTED TO OTHER DEVELOPMENT COMPONENTS AND WILL NOT REQUIRE USE OF THE EQUIVALENCY MATRIX. **NOTWITHSTANDING THE FOREGOING, THE DEVELOPMENT WITHIN THE DRI MAY EXCEED THE DEVELOPMENT CATEGORY THRESHOLDS LISTED ABOVE IN ACCORDANCE WITH THE LAND USE EQUIVALENCY MATRIX ATTACHED AS EXHIBIT "H".**
2. AGRICULTURAL USES, UTILITY INFRASTRUCTURE, RENEWABLE ENERGY SYSTEMS AND FACILITIES SHALL BE PERMITTED THROUGHOUT INCREMENT 2 AND WILL NOT BE ATTRIBUTED TO OTHER DEVELOPMENT PROGRAMS AND WILL NOT BE SUBJECT TO THE EQUIVALENCY MATRIX.
3. ALL DEVELOPMENT OF THE SUBJECT PROPERTY, AS IT RELATES TO THE DEFINED DEVELOPMENT FORMS, DESIGN STANDARDS AND PROVISIONS AND USES COMMON TO THE DISTRICT, SHALL BE IN CONFORMANCE WITH THE BABCOCK RANCH OVERLAY ZONING DISTRICT (ORDINANCE NO. 2014-077), AS MAY BE AMENDED.
4. OPEN SPACE SHALL BE TABULATED AND UPDATED AS A RESULT OF FINAL PERMITTING FOR THE PURPOSE OF MONITORING THE MINIMUM OF 35% OPEN SPACE REQUIRED OVERALL FOR THE BABCOCK RANCH COMMUNITY. OPEN SPACE/GREENWAY AREAS SUBJECT TO CONSERVATION EASEMENTS IDENTIFIED IN THIS INCREMENT SHALL BE RECORDED IN THE PUBLIC RECORDS FOLLOWING FINAL PERMITTING.

VARIABLE DEVELOPMENT CRITERIA

1. THE FOLLOWING ITEMS WILL BE DEFINED DURING DETAILED SITE PLANNING AND PERMITTING:
 - a. FINAL CONFIGURATIONS OF OPEN SPACE, GREENWAYS, DEVELOPMENT PODS, AND UTILITY CORRIDORS, INCLUDING POTENTIAL RELOCATION AND RECONFIGURATION OF OPEN SPACE, GREENWAYS, UTILITY CORRIDORS AND NEIGHBORHOOD MIXED USE/RESIDENTIAL/COMMERCIAL (MURC).
 - b. FINAL ACREAGES OF ALL PROPOSED USES.
 - c. NATIVE HABITAT PRESERVATION, ALTERATION, ENHANCEMENT, MITIGATION AND CONSERVATION ACREAGES MAY BE MODIFIED BASED ON FINAL LAND PLANNING, STORMWATER LAKE DESIGN, OTHER ENGINEERING REQUIREMENTS AND FINAL PERMITTING. MITIGATION MAY OCCUR OUTSIDE THE BOUNDARIES OF THE INCREMENT SUBJECT TO FINAL PERMITTING APPROVALS.
 - d. STORMWATER MANAGEMENT FACILITIES MAY OCCUR OUTSIDE THE BOUNDARIES OF THE INCREMENT SUBJECT TO FINAL ENGINEERING AND PERMITTING.
 - e. THE FINAL LOCATION, SIZE AND ALLOCATION OF CIVIC FACILITIES (I.E. INTERNAL PARKS, SCHOOLS, CHURCHES, EMERGENCY SERVICES BUILDINGS, ETC.).
 - f. THE INTERNAL ROAD ALIGNMENTS AND CIRCULATION (LOCAL ROADS WITHIN DEVELOPMENT PODS WILL BE PROVIDED AS PART OF FINAL SITE PLANNING AND PERMITTING).
 - g. THE CONFIGURATION AND DETAIL ASSOCIATED WITH THE AGRICULTURE AREAS.
 - h. THE FINAL LOCATION, ALLOCATION, ALIGNMENT AND USE OF THE MULTI-MODAL TRAIL SYSTEM AND THE EXACT LOCATIONS AND FUTURE INTERCONNECTIONS OF THE MULTI-MODAL TRAIL SYSTEM WITH THE NEIGHBORHOOD TRAIL/PATH/SIDEWALK SYSTEM.
 - i. THE LOCATION OF VEHICULAR ACCESS POINTS, INCLUDING EXISTING TEMPORARY ENTRYWAYS, TO EXTERNAL PUBLIC ROADWAYS.
2. FURTHER ADJUSTMENTS TO THE BOUNDARIES OF DEVELOPMENT PODS FOR SPECIFIC LAND USE CLASSIFICATIONS MAY OCCUR AS A RESULT OF FINAL LAND PLANNING AND PERMITTING. SPECIFIC USES TO SUPPORT DEVELOPMENT SUCH AS PARKING, STORMWATER LAKES, PARKS OR OTHER SPACES MAY BE IDENTIFIED AND REFINED THROUGH SUBSEQUENT PERMITTING CONSISTENT WITH LOCAL LAND DEVELOPMENT REGULATIONS.
3. ADDITIONAL UNITS AND SQUARE FOOTAGE MAY BE ADDED TO THE INCREMENT IN THE FUTURE THROUGH AN AMENDMENT TO THIS INCREMENT.
4. GOLF COURSE/RECREATION IS ALLOWED IN MIXED USE RESIDENTIAL COMMERCIAL (MURC).

EXHIBIT C
RESERVED

EXHIBIT D

Updated Summary of Land Dedications and Facilities Construction

Exhibit D

SUMMARY OF LAND DEDICATION & FACILITIES CONSTRUCTION

SITE & BUILDING DEDICATION/CONSTRUCTION TIME LINE ^{*5}

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

Public Facilities Required	Aggregate Site Dedication (acre)	Number of Sites (#)	Shell Building Required (s.f.)	Commencement of Operations
Community Services				
Library Component	4	1	12,000 *1 (8,000 optional County participation)	12,000 SF- prior to reaching 17,500 persons 8,000 SF optional County participation- prior to reaching 20,000 persons
Fire/Rescue/Law Enforcement				
Site #2 Fire	2	1	8,500	2nd Fire Station by 12,500 persons or 400,000 square feet of non-residential within Increment 2, whichever will be achieved first.
Public Facilities				
County Annex - "County Hall"	n/a	n/a	20,000	By 17,500 persons*2

12,000 SF *3

8,000 SF optional
County participation
*3

*3

*3

SUMMARY OF LAND DEDICATION & FACILITIES CONSTRUCTION

SITE & BUILDING DEDICATION TIME LINE

Public Facilities Required	Aggregate Site Dedication (acre)	Number of Sites (#)	Shell Building Required (s.f.)	Commencement of Operations	The criteria for determining public facility shell completion and/or land dedication shall be by <u>residential</u> certificate of occupancy ("C/O")
Schools *4 Notes to Exhibit 'D'					General Notes:
*1 Phased Library option. The County and the Developer and/or District agree to cooperate with respect to the design, construction, and funding of this library facility. The developer shall be required to fund the construction of a 12,000 SF library shell building. The County may desire to construct a library facility totaling 20,000 SF. If so, the developer shall fund the library shell building costs for 12,000 SF and the County shall fund the construction of the library shell building costs for 8,000 SF in addition to the construction completion of the library facility described herein. <u>The parties may agree to co-locate the library and annex facilities on the 4-acre library parcel.</u>					1) All dedications and construction, required under this schedule, shall be completed and turned over based on a population or residential dwelling unit certificate of occupancy use threshold required above or as otherwise agreed to by the parties.
*2 A County Annex building will be constructed on County owned land. This facility will be designed as a gathering place for community residents, and as County Commission and key staff satellite offices. Appropriate operations shall be served from this facility. The County, at its option, may increase the size of the County Annex and fund said expansion. <u>The parties may agree to co-locate the library and annex facilities on the 4-acre library parcel.</u>					2) The shell building construction required above shall be completed by the Developer one (1) year prior to the trigger referenced in the column entitled 'Commencement of Operations'.
*3 County and Developer shall meet bi-annually to discuss the next five (5) years of development projections, such projections shall include the projected population and square footage for non-residential development, including but not limited to retail, office, industrial, ancillary facilities, etc. The population projection shall be based on 2.5 persons per unit. The development projections shall also be coordinated with the emergency response zones to meet the service requirements. The site and building dedication/construction timing for each public facility will be agreed upon in writing as part of the bi-annual meetings.					3) Subject to agreement with the County and Developer, public facilities may be located in other increments without the requirement to amend Exhibit D. Biennial Report monitoring and subsequent amendments to the DRI will incorporate such changes, as appropriate.
*4 School Board criteria for land dedication per the School Site Dedication Agreement.					
*5 <u>The parties may agree that either party may complete the shell building and/or interior buildout for the other party upon terms and conditions acceptable to both parties.</u>					

EXHIBIT E

Babcock Ranch Community Increment 2 Parameters

EXHIBIT E

Table 1. INCREMENT 2 PARAMETERS

Increment 2		Total
RESIDENTIAL	D.U.	<u>9,2528,907</u>
HOTEL	ROOMS	600
<u>COMMERCIAL/RETAIL</u>	S.F.	<u>730,0001,336,771</u>
OFFICE (GEN/MED)	S.F.	<u>650,000698,500</u>
<u>GOVERNMENT/CIVIC</u>	<u>S.F.</u>	<u>48,500</u>
ALF	BEDS	<u>200139</u>
<u>INDUSTRIAL</u>	<u>S.F.</u>	<u>100,000</u>
GOLF COURSE	HOLES	18

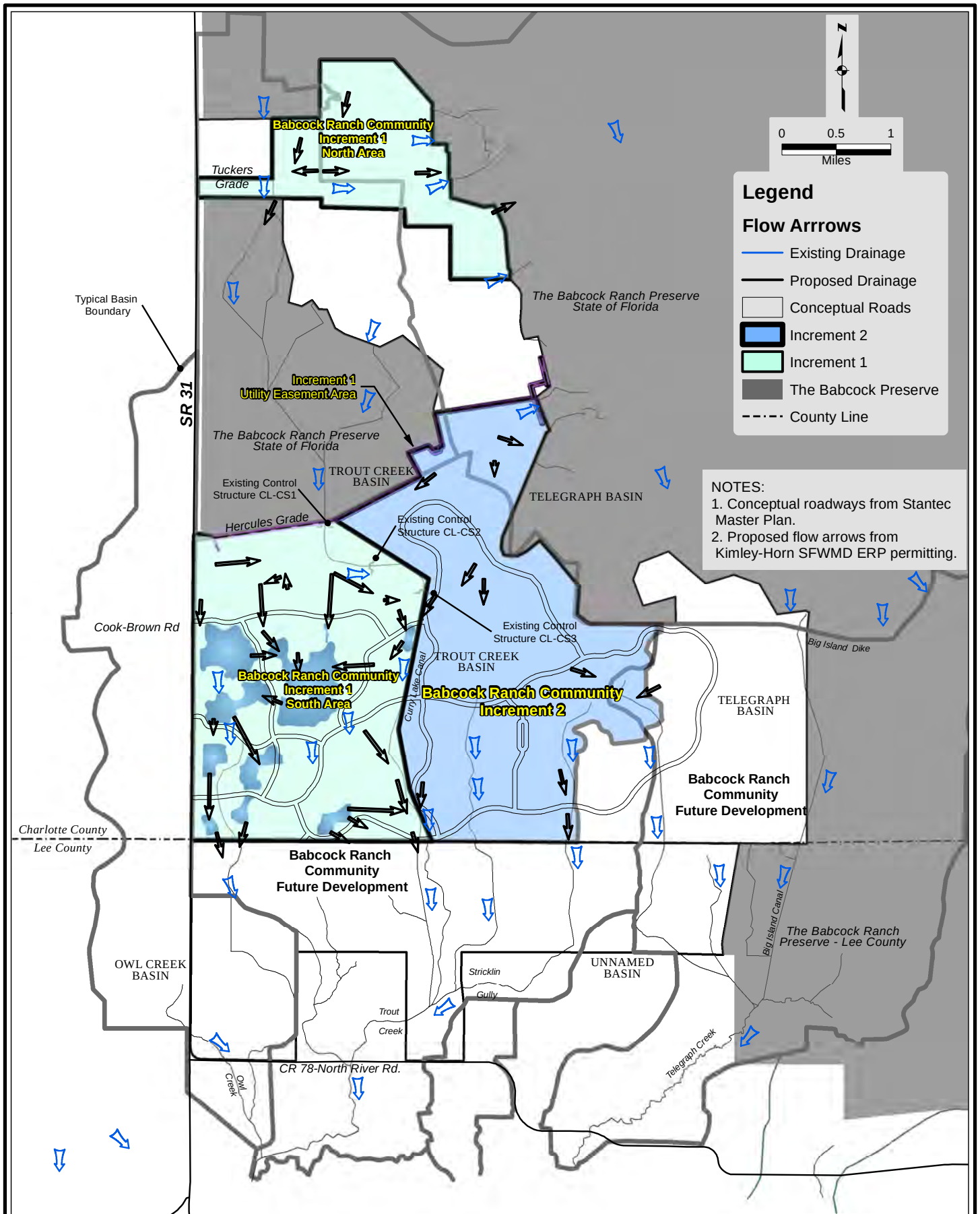
Note:

- 1) Utilities, agriculture, and ecotourism are permitted throughout Increment 2.
- 2) Table 1 can be adjusted and interchanged in accordance with the equivalency matrix set forth in Exhibit H of the MDO, subject to the external vehicle trip limitations set forth in Exhibit G of the MDO.
- 3) Supporting community and other facilities are subject to Findings of Fact and Conclusions of Law Sections 5 (vii) and (viii).

EXHIBIT F

Increment 2 Master Drainage Plan

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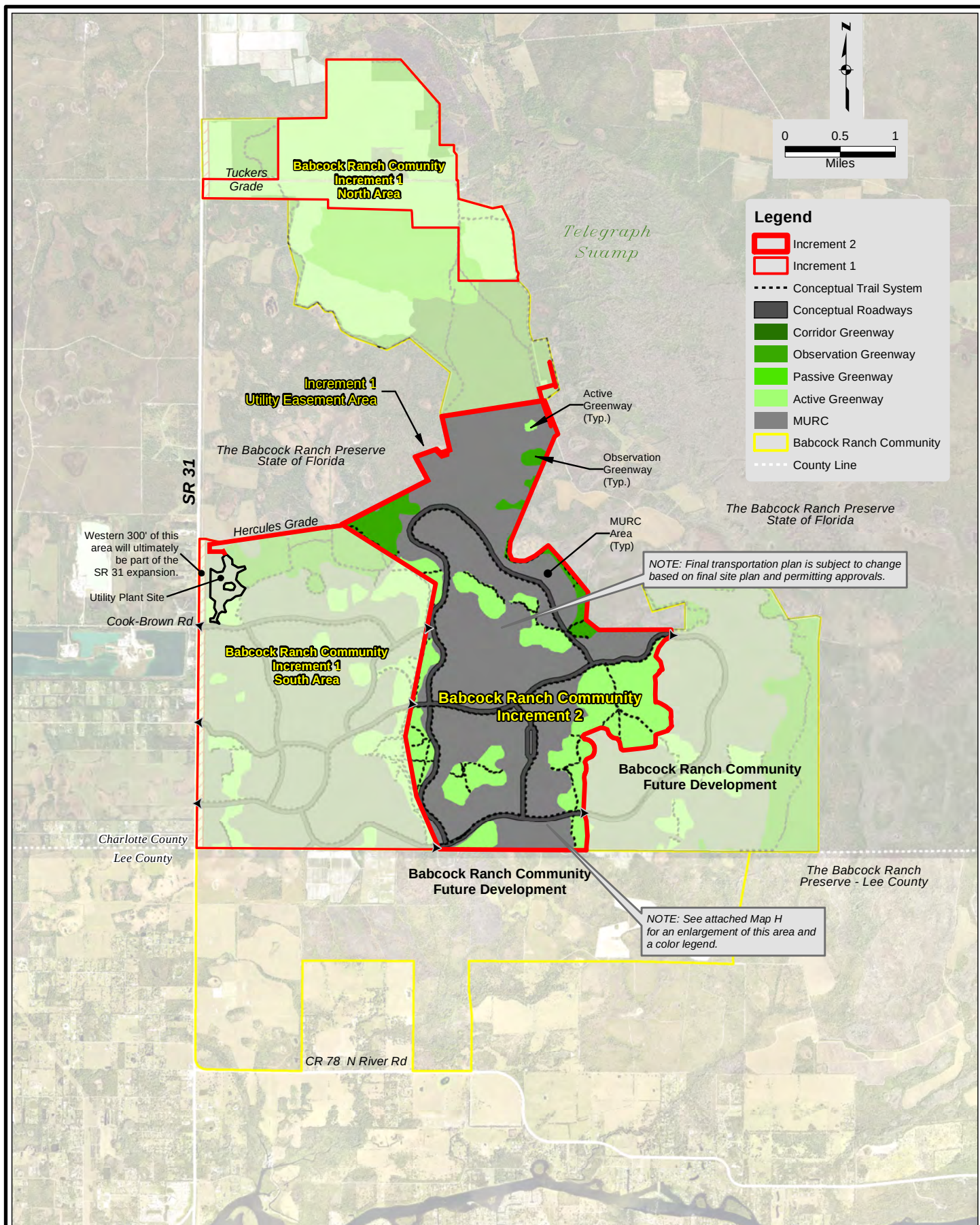
Increment 2 - Babcock Ranch Community Master Drainage Plan

DATE	PROJECT	FILE NO.	SCALE	SHEET
JUNE 2022	20129205-006	--	AS SHOWN	EXH. F

EXHIBIT G

Increment 2 Master Internal Circulation Plan

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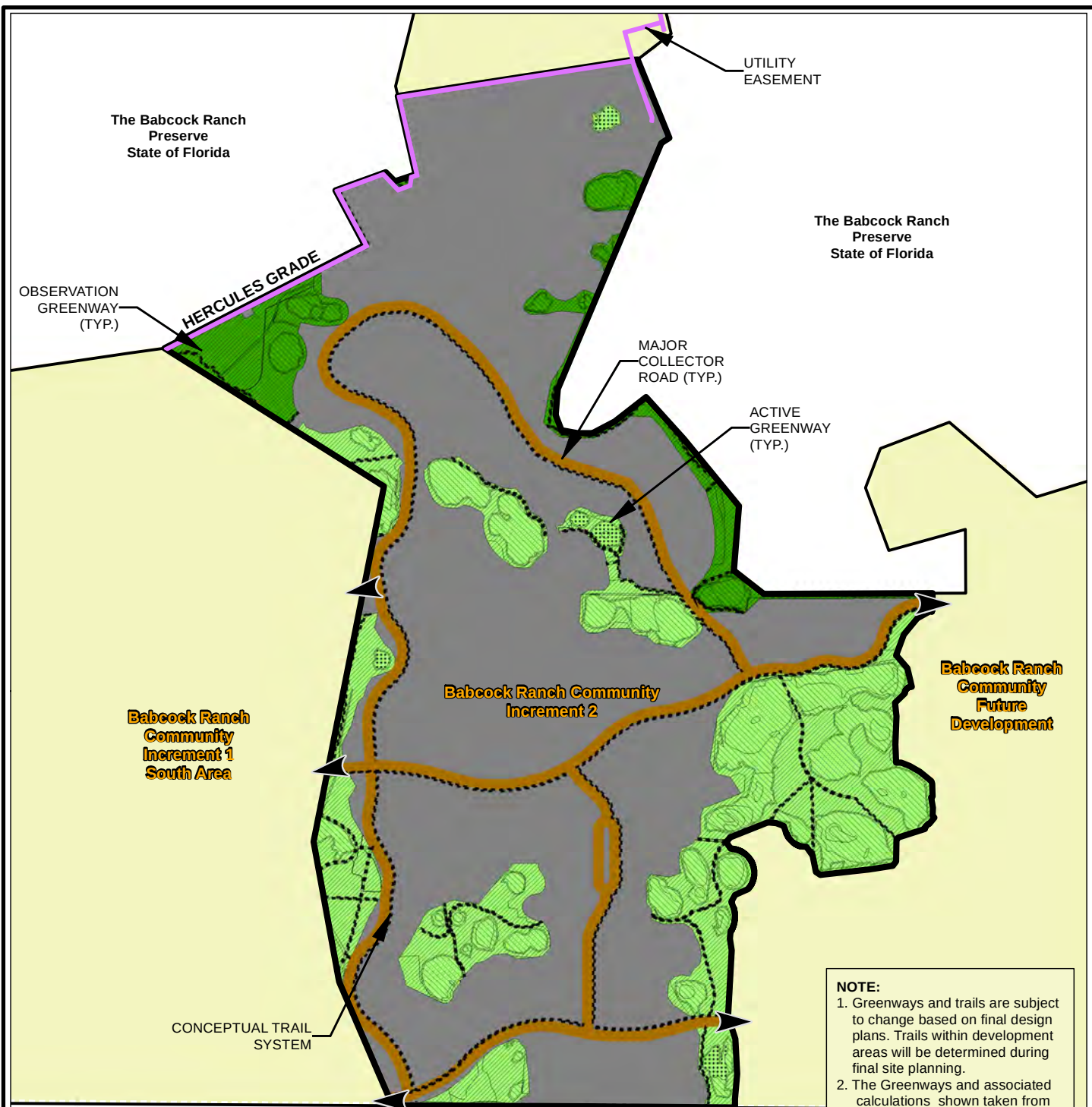
Increment 2 - Babcock Ranch Community Master Internal Circulation Plan

DATE	PROJECT	FILE NO.	SCALE	SHEET
JUNE 2022	20129205-006	--	AS SHOWN	EXH. G

EXHIBIT H

Increment 2 Primary Greenway Map and Trails Plan

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NOTE:
1. Greenways and trails are subject to change based on final design plans. Trails within development areas will be determined during final site planning.
2. The Greenways and associated calculations shown taken from ERP Mitigation Plans dated June 2021.

LEGEND

Babcock Ranch Community

Conceptual Trail System

Observation Greenway (225.4 ac.)

Active Greenway (917.0 ac.)

Upland Preservation and Enhancement (669.9 ac.)

Wetland Enhancement (18.4 ac.)

Wetland Preservation 407.9 ac.

Wetland Creation (none)

Utility Easement

Major Collector Roads

Babcock Ranch Community Future Development



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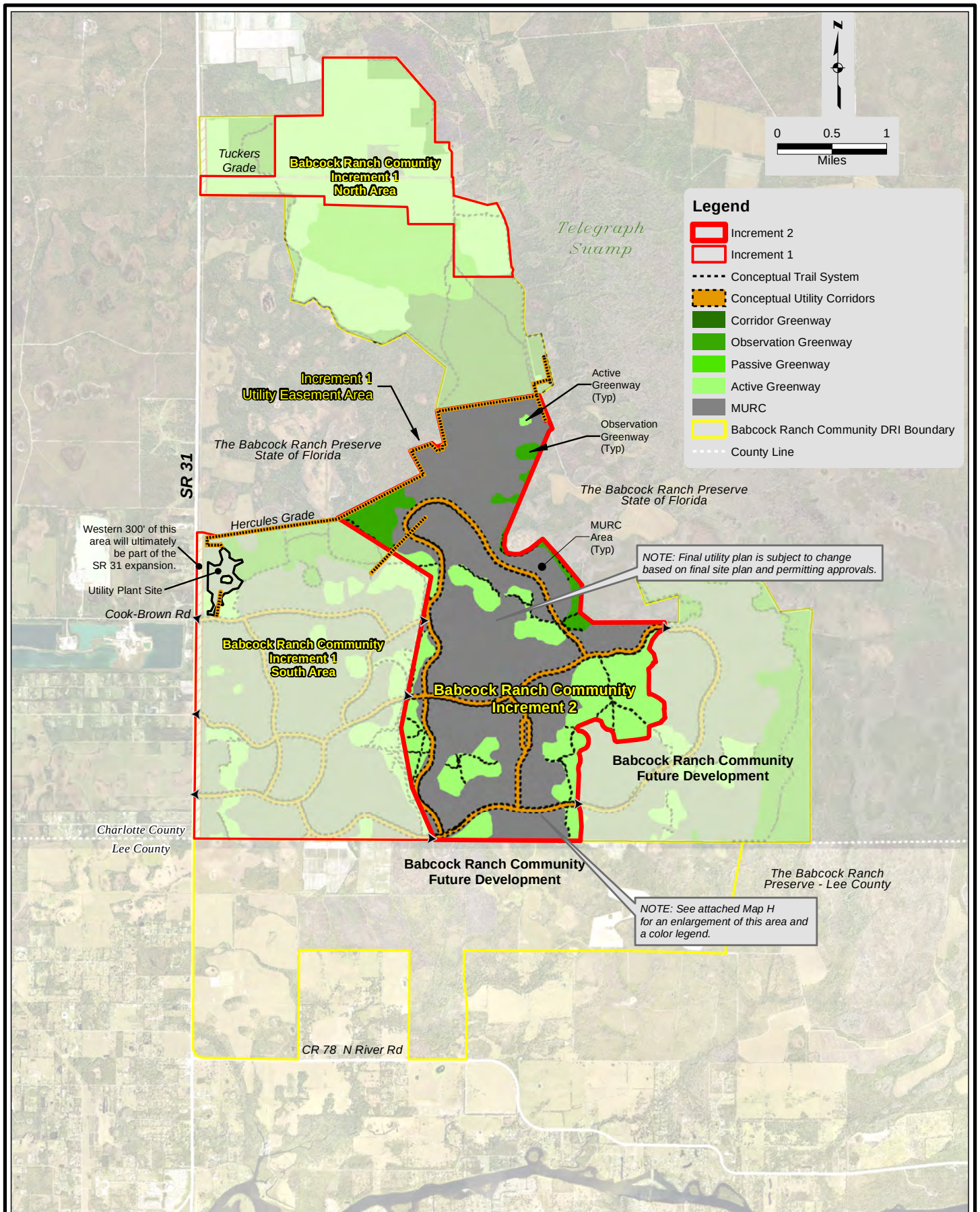
Increment 2 - Babcock Ranch Community Primary Greenways & Trails

DATE	PROJECT	FILE NO.	SCALE	SHEET
JUNE 2022	20129205-006	--	As Shown	EXH. H

EXHIBIT I

Increment 2 Primary Utility Corridor Map

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Increment 2 - Babcock Ranch Community Primary Utility Corridor Plan

DATE	PROJECT	FILE NO.	SCALE	SHEET
JUNE 2022	20129205-006	--	AS SHOWN	EXH I