



AMENDMENT NO. 2 TO PROJECT DEBRA DEVELOPMENT ORDER

PROJECT: METROWEST (F/K/A PROJECT DEBRA)
THE CITY OF ORLANDO, FLORIDA
ECFRPC DRI #682-4

BACKGROUND FACTS

A. DEBRA, INC., a Florida corporation (hereinafter the "Developer") filed an Application for Development Approval ("ADA") for a Development of Regional Impact ("DRI") called Project DEBRA pursuant to Section 380.06, Florida Statutes, relating to real property located in Orange County, Florida, more particularly described in Notice of Adoption of Development Order dated March 4, 1983, and recorded in Official Records Book 3354, Page 2364, Public Records of Orange County, Florida. The real property described in the Notice of Adoption of Development Order shall be referred to hereinafter as the "Property" or the "Project".

B. The City Council of the City of Orlando, Florida, annexed the balance of the Property not already within the City of Orlando, and approved the Project DEBRA DRI in accordance with the Developer's Agreement dated February 28, 1983, and recorded in Official Records Book 3354, Page 1337, Public Records of Orange County, Florida.

C. The City Council of the City of Orlando, Florida, amended the Developer's Agreement by DRI Development Order, Amendment No. 1 dated February 1, 1985, and recorded in Official Records Book 3757, Page 1199, Public Records of Orange County, Florida.

D. Project DEBRA is now known as "METROWEST".

E. The Developer has requested that the Development Order be further amended.

F. The amendments requested are intended to clarify issues concerning the development of METROWEST as certain requirements contained in the Development Order have been met by the Developer and the Agriplex described in the Development Order and the ADA will not be developed on the Property.

G. It is the intention of the City of Orlando and the Developer that upon the expiration of any applicable appeal period following the approval of this Amendment to the Development Order by the City of Orlando that this Amendment to the Development Order shall be considered, for all purposes related to the development of METROWEST, the Development Order.

To:
A. Chovning, City Clerk
Orange Avenue
Orlando, FL 32801

COUNCIL DATE 3-12-90
MB 69 Pg 202 ITEM 104-53
17580-N

NOW, THEREFORE, IT IS HEREBY ORDERED AND RESOLVED by The City Council of the City of Orlando, Florida, that the Project DEBRA Development Order dated February 28, 1983, and the Development Order Amendment No. 1 dated February 1, 1985, are hereby amended and replaced with the following:

I

FINDINGS OF FACT

1.1 On February 19, 1982, the Developer filed an ADA for a DRI for "Project DEBRA" (now known as "METROWEST") pursuant to Section 380.06, Florida Statutes, relating to the Property.

1.2 The Developer had the authority to file the ADA and to obtain a Development Order with respect to the Property in accordance with Section 380.06, Florida Statutes. The Developer has the authority to obtain an amendment to the Development Order with respect to the Property.

1.3 The City of Orlando has annexed all of the Property into the city limits of the City of Orlando. The City of Orlando has completed a comprehensive amendment to the Growth Management Plan and portions of the METROWEST Project have been designated as an Urban Activity Core.

1.4 The Orange County School Board has acquired a twenty-five (25) acre parcel within METROWEST and the Developer is no longer required to reserve any other public school sites within METROWEST.

1.5 The Property does not lie in an area of critical state concern.

1.6 On the 20th day of February, 1990, the application for an amendment to the Development Order was reviewed as to consistency with the adopted Growth Management Plan of the City of Orlando and the Orlando Land Development Code by the City of Orlando Municipal Planning Board sitting also as the Local Planning Agency.

1.7 The City Council of the City of Orlando specifically finds that the amendment to the Development Order is consistent with its duly adopted Growth Management Plan, and that relevant sections of Chapter 380, Florida Statutes, have been complied with.

1.8 All public hearings as required by Section 380.06, Florida Statutes, have been duly noticed and held.

1.9 The Developer's authorized agent is J. Lindsay Builder, Jr., of Allen, Brown & Builder, P.A., located at 359 Carolina Avenue, Winter Park, Florida 32789, (407)644-2441.

II

CONCLUSIONS OF LAW

2.1 As required by Section 380.06(19), it has been determined that this Amendment does not constitute a substantial deviation to the approved Development Order.

2.2 The development of METROWEST has been determined to be consistent with the achievement of the objectives of the adopted State Land Development Plan.

2.3 The development of METROWEST has been determined to be consistent with the City of Orlando Growth Management Plan and other city land development regulations.

2.4 The development of METROWEST has been determined to be substantially consistent with the report and the recommendations of the East Central Florida Regional Planning Council.

III

TERMS AND CONDITIONS, AS AMENDED

3.1 General Conditions.

3.1.1 The development of METROWEST shall continue in accordance with this Amended Development Order with the information, data and plans contained in the Project DEBRA DRI/ADA and supplemental information unless otherwise directed by the conditions enumerated below.

3.1.2 This Amended Development Order shall not expire as construction has taken place within five (5) years of February 28, 1983.

3.1.3 The MetroWest Master Association, Inc., a Florida not-for-profit corporation, has been established for the Project and has been given certain powers and responsibilities as set forth in that certain Master Declaration of Protective Covenants and Restrictions for METROWEST recorded in Official Records Book 3759, Page 2756, Public Record of Orange County, Florida (the "Master Declaration"). In accordance with the terms of the Master Declaration the MetroWest Master Association, Inc., has been vested with the authority to assess and collect such

fees as may be necessary for the operation and maintenance of common facilities. Further, all property owners within METROWEST are (will be) either members of the MetroWest Master Association, Inc., or are (will be) members of a community association which itself is a member of the MetroWest Master Association, Inc.

3.2 Historical and Archaeological Conditions.

3.2.1 Surveys for archaeological and historic sites and/or artifacts have been conducted by CCC Enterprises, Inc., one in late 1982 with an extensive report prepared in January, 1983, and another in the spring of 1988 with a report prepared in June, 1988. The January, 1983, report identified only one site (8 OR-438, Turkey Lake I) within the METROWEST Project, which should be preserved through incorporation in a "green belt preserve" or passive recreational area. The June, 1988, report evaluated in more detail the 8 OR-438, Turkey Lake I site and concluded that the site was not of "regional, or even local, archaeological significance and consequently the site no longer warrants protective consideration." By letter dated August 15, 1988, the Florida Department of State, Division of Historical Resources, gave permission for development around the 8 OR-438, Turkey Lake I, site to proceed without further involvement from the Division of Historical Resources. Copies of the January, 1983, and June, 1988, reports and the August 15, 1988, letter were delivered to the City of Orlando by cover letter dated March 22, 1989.

In the event of discovery of additional artifacts of historical or archaeological significance during construction within the Project, the Developer shall stop construction at the sites of discovery and notify the City of Orlando and the Division of Historic Resources of the Florida Department of State. From the date of notification, construction shall be suspended within a 100 foot radius of the site of discovery for a period of up to one hundred twenty (120) days to allow evaluation of the site.

3.3 Wastewater Services.

3.3.1 Wastewater services to all of METROWEST shall be provided by the City of Orlando. The City of Orlando guarantees 2,500,000 gallons per day of normal domestic wastewater capacity in accordance with the terms of that certain instrument entitled Agreement for Sanitary Sewer Service dated February 28, 1983, between the City of Orlando and the Developer, recorded March 4, 1983, in Official Records Book 3354, Page 1319, as modified by Modification Agreement dated October 22, 1984, and recorded November 8, 1984, in Official Records Book 3575, Page 881, all in the Public Records of Orange County, Florida.

3.4 Transportation Services.

3.4.1 The Developer has completed all on-site transportation improvements required by the Development Order of February 28, 1983, except ingress-egress improvements (such as, but not limited to, turn lanes) required for development of a specific portion of the Project. The locations of on-site signalized intersections have not been finalized. However, based on the METROWEST Master Development Plan, the roadway network, and projected traffic generation, the following intersections have been identified by the Developer as locations for potential future traffic signalization:

1. Hiawassee Road and Westpointe Boulevard
2. Hiawassee Road and MetroWest Country Club Entrance /Tract 1 Entrance
3. Hiawassee Road and Tract 18/Tract 9 Entrance
4. Hiawassee Road and Raleigh Street
5. Hiawassee Road and Entrance to Fairway Cove/ Lakefront at METROWEST
6. Westpointe Boulevard and Entrance to Tract 14
7. Westpointe Boulevard and Lake Vilma Drive
8. MetroWest Boulevard and Molly Rosen Drive
9. Raleigh Street and Westgate Boulevard

The Developer shall contribute to the City of Orlando the sum of \$175,000.00 within thirty (30) days following the date this Amendment to the Development Order becomes final (i.e. upon expiration of any applicable appeal period following the approval of this Amendment to the Development Order by the City of Orlando). This sum shall be utilized to design, permit, acquire and install the first five (5) traffic signals deemed warranted at METROWEST.

The estimated cost of the design, permitting, acquisition and installation of a standard traffic signal on the date of this Amendment to the Development Order is approximately \$35,000.00. In the event the acquisition and installation cost of any traffic signal exceeds \$35,000.00, the City of Orlando shall pay any such excess and neither the Developer nor any other owner of real property at METROWEST will be obligated or required to pay any additional sums for traffic signalization.

Traffic signalization shall be installed by the City of Orlando at any time the City of Orlando determines a traffic signal is warranted. The City of Orlando will give the Developer written notice of its intent to install any traffic signalization at METROWEST so that the Developer may exercise its right to contribute the additional expense, if any, of installing the customized light poles/fixtures uniformly used at METROWEST as

outlined below. If the Developer believes that traffic signalization is warranted within METROWEST, the Developer has the right to request in writing that the City of Orlando proceed with a traffic signalization study to determine if the intersection warrants signalization. The City of Orlando shall complete the traffic signalization/warrant study and give the Developer written notice of the results of the study within sixty (60) days of receipt of the request from the Developer. If the results of the study indicate that traffic signalization is warranted, the written notice shall include a statement of intent of the City of Orlando to proceed with the design, permitting, acquisition and installation of the traffic signalization.

The City of Orlando shall pay for all costs not covered by the sums deposited by the Developer incurred in connection with the design, permitting, acquisition and installation of standard traffic signals at METROWEST.

The City of Orlando acknowledges that as of the Effective Date of this Amendment all on-site traffic signalization at METROWEST is similar in design and materials used for the light fixtures and light poles. The City of Orlando agrees that the Developer shall have the right to request (and the City of Orlando will comply if feasible, according to accepted engineering practices) the City of Orlando to install the same customized light poles/fixtures uniformly used at METROWEST at any intersection within METROWEST so long as the Developer pays any extra charge or expense attributable to the installation of the customized light poles/fixtures. The amount required for each such traffic signal shall be paid to the City of Orlando within ten (10) days following receipt by the Developer of the written notification from the City of Orlando that the City of Orlando has made the determination to design, permit, acquire and install a traffic signal at any on-site intersection.

3.4.2 The New Master Plan (identified in subsection 3.4.8) shows a right-of-way connecting MetroWest Boulevard to the Valencia Community College property. The location of the right-of-way has not been finalized and the actual location will be subject to approval of the City of Orlando at the time of consideration of a replat of Lot 2 of Tract 8. Should the need for the right-of-way occur prior to either a replat/application for site Plan approval or 1995, the City of Orlando will provide written notification to the Developer requiring the dedication by plat or legal instrument (in a form acceptable to the Office of Legal Affairs) within one hundred eighty (180) days of the date of the notice.

3.4.3 The Developer shall be subject to Chapter 56 of the City of Orlando Code, the Transportation Impact Fee Ordinance.

3.4.4 All Transportation Impact Fees development within METROWEST shall be utilized for specified off-site improvements; provided, however, improvements listed in Category A must be compensated. Transportation Impact Fees generated from METROWEST are utilized to fund improvements listed in Category B. The listing in each category does not indicate priorities. Priority of improvements within each category will be agreed upon by the City of Orlando and the Developer.

CATEGORY A

Intersection Improvements:

- (a) Kirkman and MetroWest Boulevard.
- (b) Kirkman and McLeod.
- (c) Kirkman and METROWEST entrance south of MetroWest Boulevard - grade separated if necessary. (ARNOLD PALMER)

Four-Lane and Improved Intersections:

Hiwassee south to Conroy from METROWEST Project boundary.

Six-Lane Improvements:

Kirkman from Old Winter Garden Road to McLeod Road.

CATEGORY B

Intersection Improvements:

Conroy Road and Turkey Lake Road.

Four-Lane and Improved Intersections:

- (a) Hiwassee from Old Winter Garden Road to Colonial Drive.
- (b) Old Winter Garden Road from Hiwassee to Kirkman.
- (c) Conroy from Hiwassee to Kirkman.

Six-Lane Improvements:

- (a) Kirkman from I-4 to Conroy Road.
- (b) Kirkman from Old Winter Garden Road to Colonial Drive.

Probably not real time need to improve

metro memo (COUNTY project)

Grade Separated Interchange:

- (a) Entrance to METROWEST south of MetroWest Boulevard on Kirkman Road, if not done as part of Category A.
- (b) MetroWest Boulevard with Kirkman.
- (c) Kirkman with McLeod.
- (d) Kirkman with Raleigh Street.
- (e) Kirkman with Old Winter Garden Road.

3.4.5 Access points on Kirkman Road are shown on the New Master Plan (identified in subsection 3.4.8). Additional access points on Kirkman Road may be approved by the City of Orlando through the normal review process.

3.4.6 All internal roadways, with the exception of residential streets approved as private streets by the City Engineer of the City of Orlando, shall be dedicated, paved public rights-of-way. Internal roadways should be designed in such a manner as to provide access to all out parcels.

3.4.7 The Developer shall insure that all on-site rights-of-way and transportation improvements are in conformance with the City of Orlando standards and accepted traffic engineering standards. Access requirements on internal roadways shall be in conformance with the Transportation Management Bureau, the Orlando Land Development Code and the normal review process required by the City of Orlando Code and Ordinances.

3.4.8 The Master Development Plan dated December 3, 1985, and prepared in accordance with the Development Order issued February 28, 1983, has been revised to remove all land use designations. A copy of the new Master Development Plan dated December 31, 1989, is attached as Exhibit "A-1" and is hereinafter referred to as the "New Master Plan." The New Master Plan identifies the Tract numbers as platted as of December 31, 1989, the Tract number of each Tract as shown on the Master Development Plan dated December 31, 1985, the zoning classification(s) of each Tract, the approximate number of acres in each Tract, the type of development, the average daily trips ("ADT") for that type of development committed for each Tract as of December 31, 1989, and the ADT available. The ADT is based on intensity/density of use of the real property within each Tract as evidenced by an issued building permit or possible development and the ITE Trip Generation Manual, 4th Edition. The Tracts are further divided into three (3) zones with Zone 1 comprising Tracts 1, 14, 21, 24, and 25, the school site (Tract 23), and the golf course and clubhouse (Tracts 2, 13, 19, 20, 22 and 26); Zone 2 comprising Tracts 3, 4, 7 and 8; and Zone 3 comprising Tracts 9, 10, 11, 12, 16, 17 and 18. The zones are shown on Exhibit "A-2" attached hereto. The balance of the real property includes

the entrance feature sites (Tracts 5 and 6), and the conservation area (Tract A). The table showing the information described above as it appears on Exhibit "A-1" is attached hereto as Exhibit A-3".

The City of Orlando will permit development of the Tracts within each zone so long as (a) the real property is developed in accordance with the zoning categories applicable to the Tract and (b) a two-stage transportation process is adhered to. The two-stage transportation process shall operate as follows:

Stage One - Capacity Bank System. Stage One consists of a capacity bank system. Capacity for each Zone is set out below. Banked capacity may not be utilized outside METROWEST. Development of the Tracts within each Zone shall be permitted, subject to conditions set out herein, so long as provision is made for a circulation system internal to the Tract which adequately distributes traffic to the external system and so long as the total committed ADT within that Zone does not exceed the following maximum amounts, to wit:

explain

Zone 1	33,055
Zone 2	67,583
Zone 3	37,604
Total	138,242

Stage Two - Substantial Generator Check/Shifts Between Zones. If any portion of METROWEST is to be used for development of either a single project that will generate more than 45,600 ADT (approximately 33% of the total ADT allowed for METROWEST) or any project or combination of projects which exceeds the maximum permitted in that Zone, then the Developer shall submit to the City of Orlando a traffic impact study in a form and with a methodology acceptable to the City of Orlando as part of the development review process for that specific project. The Developer may be permitted to develop beyond the 45,600 trip threshold or to shift ADT between Zones to exceed the ADT otherwise permitted in the Zone if the traffic study accepted by the City of Orlando indicates that the trip generation and trip distribution of the project will not increase the original trip generation and trip distribution so as to require additional site-related roadway improvements. If the City of Orlando determines that the trip

generation and trip distribution of the specific project which will generate more than 45,600 ADT will require additional site-related roadway improvements, the City of Orlando may require that such improvements be constructed as a condition of the approval of the specific project.

Subject to the approval of the City of Orlando, the Developer may submit a trip generation study, prepared by a licensed traffic engineering firm and based upon a methodology negotiated and acceptable to the City of Orlando, indicating actual trip generation rather than utilizing standard ITE Trip Generation Manual, 4th Edition, for determination of the balance of ADT available for development within a Zone.

3.5 Fire and Police Services.

3.5.1 The Developer agrees to contribute to the City of Orlando the sum of \$500,000.00 for facilities and equipment that are directly related to improved police and/or fire protection at METROWEST. This contribution shall be made in five (5) annual installments of \$100,000.00 with the first installment (the "First Installment") being due and payable thirty (30) days following the date this Amendment to the Development Order becomes final (i.e. upon expiration of any applicable appeal period following approval by the City of Orlando), and with the subsequent annual installments being due and payable on the anniversary date of the First Installment. No interest shall be due or payable on the unpaid portion of this contribution.

In addition to the sums set forth above, upon sixty (60) days written notice by the City of Orlando, the Developer agrees to convey to the City of Orlando real property described as Lot 23 on the proposed plat of METROWEST UNIT THREE REPLAT to be recorded in the Public Records of Orange County, Florida (said Lot 23 consisting of approximately one and 67/100ths (1.67) acres), as the site within METROWEST for a joint police/fire station. The Developer agrees to convey said property to the City of Orlando by Warranty Deed, in a form acceptable to the Office of Legal Affairs, and to pay its pro rata share of the current year's real property taxes through the date of conveyance. The real property will be conveyed subject to the terms and conditions of the Master Declaration.

The City of Orlando acknowledges and agrees that the site conveyed shall be used for a police and/or fire station and that the City of Orlando must acquire a building permit for development of the site as a police and/or fire station within five (5) years from the date of conveyance of the real property to the City of Orlando or the real property will revert back to the

Developer and the Developer will have no further requirement or obligation to convey any real property or any sums of money to the City of Orlando for a police and/or fire station.

3.6 Radio/Microwave Equipment.

3.6.1 For any structure taller than 100 feet constructed on any site within METROWEST, the following reserved area shall be available for lease to the City of Orlando at the lowest rental rate applicable for said building at the time the lease is executed for the location of police microwave communications facilities. These are:

A. reservation of 40 square feet of space in a maintenance room for the location of communication switching equipment; and

B. on the roof of the building reservation of two (2) 4 square foot pads to which communication dishes would be anchored; and

C. reservation of a 2 square foot area on the roof of the structure for the location of a communications antenna; and

D. access to emergency power supplies which shall be provided and maintained by the City of Orlando.

All utilities necessary to service the entire City of Orlando communications system shall be separately metered and paid by the City of Orlando. Location of the on-site easements necessary to operate said communication systems shall be reasonable and shall be determined at the sole discretion of the Developer. The design, location and exterior impact of the communications system will be subject to the approval process set forth in the Master Declaration. Any structural improvements necessary to maintain the aesthetics of the building shall be at the expense of the City of Orlando. Any expenditures applicable to system security shall be the City of Orlando's expense.

3.7 Environment.

3.7.1 Prior to development of any portion of the METROWEST Project upon which an existing sinkhole is proposed to be used for storm water disposal purposes, the Developer shall undertake investigations to determine the percolative capabilities of such sinkholes as follows:

A. The rate of effective recharge through a determination of hydraulic conductivity;

B. A general indication of geological structure; and

C. The extent and nature of any modifications necessary to the existing sinkholes in order to facilitate their usage for storm water disposal purposes.

The results of these investigations shall be made available to the City of Orlando, the Water Management Districts and the Florida Department of Environmental Regulation.

3.7.2 Prior to the submittal of an application for a Florida Department of Environmental Resources (FDER) Dredge and Fill Permit, the applicant shall submit the proposed application to the City Engineer, City of Orlando, for review and comment. The comments and recommendations of the City Engineer, City of Orlando, shall be provided to the FDER as well as to related permitting agencies prior to final action.

3.7.3 As a step in the preparation of an FDER Dredge and Fill Permit Application, the Developer shall:

A. Prepare a detailed map of wetlands and littoral vegetation along Turkey Lake, identify the types of vegetation, general conditions of the vegetation and their relationship to low and high water levels;

B. Identify the exact location of all structures along the edge of Turkey Lake and associated structures (e.g., boat docks);

C. Identify what construction activities will be necessary in areas adjacent to and below the mean high water level;

D. Identify what mitigative actions and management practices will be undertaken to reduce the adverse impacts on wetland vegetation and water quality conditions in Turkey Lake; and

E. Estimate the extent of effectiveness of each of these actions and practices in terms of reducing the adverse impacts of the proposed development on short or long term quality conditions in Turkey Lake.

3.7.4 The Developer shall have the right to construct along the Turkey Lake shoreline a building (or buildings) or other improvements of up to 35 feet in height above the mean (normal) high water mark and of up to a maximum of 75,000 square feet in surface area. All other buildings shall conform with a minimum 56 foot setback from the mean high water mark of Turkey Lake.

3.7.5 The Developer, in the design and construction of the storm water management systems, shall ensure that adequate steps are taken to reduce the impacts of erosion and sedimentation caused by storm water runoff to the maximum extent practical using best management practices and in accordance with all OUSWMM guidelines.

3.7.6 Post-development volume shall not exceed predevelopment volume of runoff unless approved by the South Florida Water Management District and/or the St. Johns River Water Management District.

3.7.7 The Developer shall identify an operating entity to control water levels in Turkey Lake prior to any construction activities that could affect lake levels.

3.7.8 The Developer shall provide the City of Orlando and the South Florida Water Management District with documentation that the selected control elevation of Turkey Lake will provide adequate storage (without drawdown) for infrequent, high intensity rainfall.

3.7.9 The Developer has completed the construction of the pedestrian and bicycle path network along both sides of Hiwassee Road within the boundaries of METROWEST.

IV

MONITORING PROCEDURES

4.1 The City of Orlando shall be responsible for enforcing the provisions of this Amended Development Order.

4.2 The established review and approval process for review of development pursuant to provisions established by the City of Orlando Land Development Code constitutes the monitoring procedure for assuring compliance with this Amended Development Order, as specified in Section 380.06(15)(c)1, Florida Statutes. The local official responsible for assuring compliance by the Developer with this Amended Development Order shall be the Planning Director of the City of Orlando or his authorized designee.

V

JURISDICTIONAL DISCLAIMER

Notwithstanding anything to the contrary contained herein, the Developer is hereby notified that the City of Orlando and the Developer are subject to the terms, provisions and restrictions of F.S. Chapter 163 concerning moratoriums on the issuance of building permits under certain circumstances. The City of Orlando has no lawful authority to exempt any private entity, or itself, from the application of such state legislation (or any other federal or state legislation or regulation which is beyond the direct control of the City of Orlando, and which is legally binding on the City of Orlando), and nothing herein shall be construed as such an exemption.

VI

ANNUAL REPORTING REQUIREMENT

6.1 Throughout the term of this Development Order, the Developer shall submit an annual report on or before March 1 of each calendar year. The annual report shall be submitted on the appropriate form to (a) the City of Orlando (to the attention of the Municipal Planning Board); (b) the East Central Florida Regional Planning Council; (c) the Florida Department of Community Affairs, Bureau of Land and Water Management; and (d) all affected permit agencies. The contents of the annual report shall comply with Section 380.06(18), Florida Statutes, and Rule 9J-2.025(7), Florida Administrative Code, including the following:

6.1.1 Any material changes in the Plan of development, or in the representations contained in the ADA, or in the phasing for the reporting year and for the next year;

6.1.2 A summary comparison of development activity proposed and actually conducted for the year;

6.1.3 A summary of the building permits actually issued for development within each tract and, by zone, the ADT committed for that zone and the balance of the ADT allowed for that zone;

6.1.4 Undeveloped tracts of land that have been sold to a separate entity or developer;

