



June 19, 2009

Mr. Matt Noble, Principal Planner
Division of Planning
Lee County Department of Community Development
P.O. Box 398
Fort Myers, FL 33902-0398

2006-00008

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RE: Babcock Ranch Community (CPA2006-08)
Codified Application - Amendment

COMMUNITY DEVELOPMENT

Dear Mr. Noble:

On behalf of the applicant, Babcock Property Holdings, LLC, we have prepared the attached amendment to the codified application for the Babcock Ranch Community (BRC) Lee Plan Amendment, CPA2006-08. The primary element of the application amendment is the proposed Lee Plan text amendment language developed by the applicant and staff. The Lee Plan text amendment language is supported by the revised 2030 road list and corresponding map exhibits. A full description of the text amendment and support documentation has been provided below.

The information included in this application amendment package was compiled as a direct response to issues raised by the Lee County Local Planning Agency (LPA) during its February 23, 2009, hearing; feedback provided by LPA members in subsequent one-on-one meetings with the applicant; and input provided by the general public during follow-up community forums. The following sections of this letter outline the key issues and the applicant's response to those issues as articulated in the application amendment.

LPA HEARING AND FOLLOW-UP MEETINGS

Phasing/Sequence of Development – Members of the LPA asked about the proposed phasing and development sequence for the BRC. The road list and map exhibits originally submitted as part of the Lee Plan amendment application package showed road impacts for a final build-out scenario but did not indicate the phasing and sequence of development involved in the build-out process.

The applicant has amended these exhibits to indicate the proposed phasing and development sequence for the BRC and has drafted the requested Lee Plan text amendment to address this issue. The information submitted as part of this current application amendment package establishes the process by which the first and subsequent increments will be pursued by the applicant and how the corresponding road impacts will be mitigated to support the BRC development.

Planning Horizon – Members of the LPA and the public raised concerns about the magnitude of the road impacts through the 2030 planning horizon, as shown on the original maps. As staff has recognized, this stemmed from staff's request that the applicant show a final build-out scenario but label the maps with the Lee Plan's 2030 planning horizon.

The road list and map exhibit submitted as part of this application amendment addresses this issue by presenting a more realistic build-out intensity and required capacity through 2030. This information is further reinforced by the proposed Lee Plan text amendment language. The result is a much more rational and manageable level of projected impact associated with the BRC.

Alternate Modes/Routes – Members of the LPA challenged the applicant to explore alternate modes of transportation as part of the mitigation strategy. The rationale was that if rail and other modes could be used to transport people and goods, then less road improvements would be required to support the BRC. Also, members of the community asked the applicant to consider other route options than those shown on the original maps.

The applicant met with members of the LPA and the general public to address these issues. First, the applicant reinforced with LPA members the vision to develop the BRC as a truly multi-modal community. The internal transportation system for the community will feature a variety of modes, including transit, bike and pedestrian ways and related facilities. Externally, the challenge will be for local government officials to support a rail system that would enable connectivity to the BRC. The applicant is prepared to work with governing authorities to explore this alternate mode.

Second, the applicant has consistently assured members of the LPA and general public that the routes shown on the original map exhibits were conceptual in nature and that the actual routes will be determined at a future time. The applicant made it clear to the LPA and public that the location, capacity and design features will be determined on an incremental basis by the entity responsible for the improvements and will be developed through a community-based process.

Public Involvement/Charrette Process – Members of the LPA and local community groups voiced concern about the public's involvement in the road planning process. At issue was whether the public had been adequately informed of and given the opportunity to participate in the process to date.

The applicant reminded LPA members that the applicant conducted a three-day public charrette process in January 2006. This process gave members of the public, planning officials and other stakeholders the opportunity to play a central role in the layout and design of the BRC.

However, in direct response to LPA concerns, the applicant met one-on-one with LPA members and has been attending community forums to inform the public of the progress on this case. Further, the applicant held a Visioning Workshop on April 6, 2009 to solicit public input into the development of the proposed first increment of the BRC. The applicant remains committed to being responsive to Lee County and its stakeholders.

Adoption/Development Review Process – Members of the LPA and the public asked numerous questions regarding the Memorandum of Understanding (MOU) between Lee County and the applicant. The primary focus was whether the MOU bound Lee County to the road list as proposed by the applicant. Other factors included how the first and subsequent increments of the BRC would be reviewed by Lee County.

The applicant coordinated with staff to address these questions in the proposed Lee Plan text amendment language. The attached text amendment would add Objective 36.3 and supporting policies, which establish the review process for the first and subsequent increments. The proposed text amendment also documents the funding mechanism for BRC-related improvements and states what will be required to demonstrate financial feasibility for the road improvements.

Lee and Charlotte County Impacts – Members of the LPA and staff requested map exhibits showing the BRC road impacts in both Lee County and Charlotte County. The applicant has amended the original maps to reflect the bi-county impacts.

LEE PLAN TEXT AMENDMENT, ROAD LIST AND MAP EXHIBITS

Based on input from the LPA, staff and community representatives, the applicant coordinated with staff to draft the proposed Lee Plan text amendment contained in this package. The requested text amendment provides the list of potential road improvements needed to support development of the BRC through the year 2030; identifies the anticipated funding source for those improvements; and documents the process by which these road improvements will be added to the Lee Plan Map 3A and the Capital Improvement Program.

The Lee Plan text amendment is supported by the 2030 road list and map exhibit. These documents were developed by the applicant to be used as planning tools and reflect a rational build-out scenario through the 2030 planning horizon. The assumptions underlying the road list and map exhibits were oriented around a reasonable absorption rate for the residential units, an internal capture rate in-line with a mixed-use development, and development parameters approved in the adopted BRC Master Development Order.

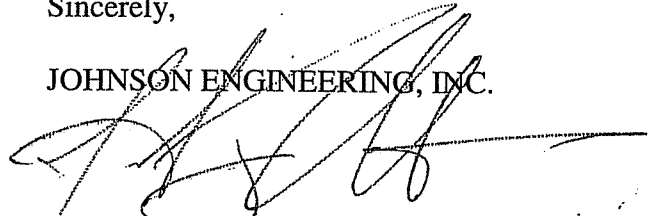
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The applicant recognizes that consideration of these documents on the part of Lee County does not constitute an authorization for the construction of road improvements.

We believe that the amended application addresses the issues raised by the LPA during the February 23, 2009, hearing. The applicant continues to participate in community meetings and is prepared to meet with LPA members in advance of the July 27, 2009, hearing, at which time the requested Lee Plan amendments will be presented as an action item before the LPA. Please contact me if you have questions, or if you would like additional information. Thank you for your consideration.

Sincerely,

JOHNSON ENGINEERING, INC.



Joseph W. Grubbs, Ph.D., AICP
Principal Planner

Cc: Babcock Property Holdings, LLC
Henderson, Franklin, Starnes & Holt, PA
David Plummer & Associates, Inc.

REQUESTED TEXT AMENDMENT
BABCOCK RANCH COMMUNITY (CPA2006-08)

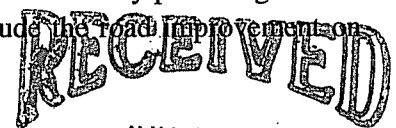
OBJECTIVE 36.3: BABCOCK RANCH COMMUNITY. Assure the transportation impacts in Lee County, generated by the Babcock Ranch Community (BRC) approved in Charlotte County, are funded entirely by the BRC Independent Service District (ISD) or other BRC related funding mechanism. Provide a process by which these identified improvements are added to the Lee County MPO 2030 Financially Feasible Highway Plan Map (Map 3A) and the Capital Improvement Program (CIP).

Policy 36.3.1: The comprehensive transportation analysis of the BRC has identified the need for numerous road improvements in Lee County. In order to address the impacts of the development of the BRC in Charlotte County, additions to the Lee County Map 3A and the CIP will be necessary.

- a. Lee County does not have the responsibility to fund the capital road improvements required by the development of the BRC in Charlotte County.
- b. As contemplated in the Interlocal Planning Agreement dated March 13, 2006, and the Babcock Ranch Community Road Planning Agreement dated May 23, 2006, the capital road improvements required by the development of the BRC will be funded entirely by the BRC Independent Service District (ISD) or other BRC related funding mechanism (hereafter the Developer).

Policy 36.3.2: Table ## includes the roadway improvements identified as necessary to accommodate the volume of traffic expected from the build-out of the BRC, which are over and above the financially feasible improvements currently identified on Map 3A.

- a. The funding necessary to construct the road improvements made necessary by the BRC may exceed the proportionate share contribution anticipated from the development of the BRC DRI increments. Contributions exceeding the proportionate share assessment for a given increment may likely be necessary to satisfy the financially feasible standard required to support an amendment to Map 3A, as well as future amendments to the CIP. In order to amend Map 3A and the CIP to include specific BRC-related road improvements the ISD, or other BRC related funding mechanism, will fully fund the improvements necessary to accommodate the BRC traffic impacts when the proportionate share assessment does not completely fund the improvements identified as necessary to accommodate the development of the BRC.
- b. BRC contributions in excess of the proportionate share assessment will be applied directly toward the improvements identified as necessary to support the development of the BRC. The funding necessary to justify inclusion in the Lee Plan will be delivered via development agreements, interlocal agreements, or other mechanisms acceptable to Lee County which mechanisms will coincide with approval of each increment of the BRC. Upon execution of a development agreement, interlocal agreement, or other mechanism acceptable to Lee County providing for full funding of the identified road improvement, the County will include the road improvement on



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Map 3A and the road improvements will be included in the Capital Improvements Program (CIP) as developer contributions.

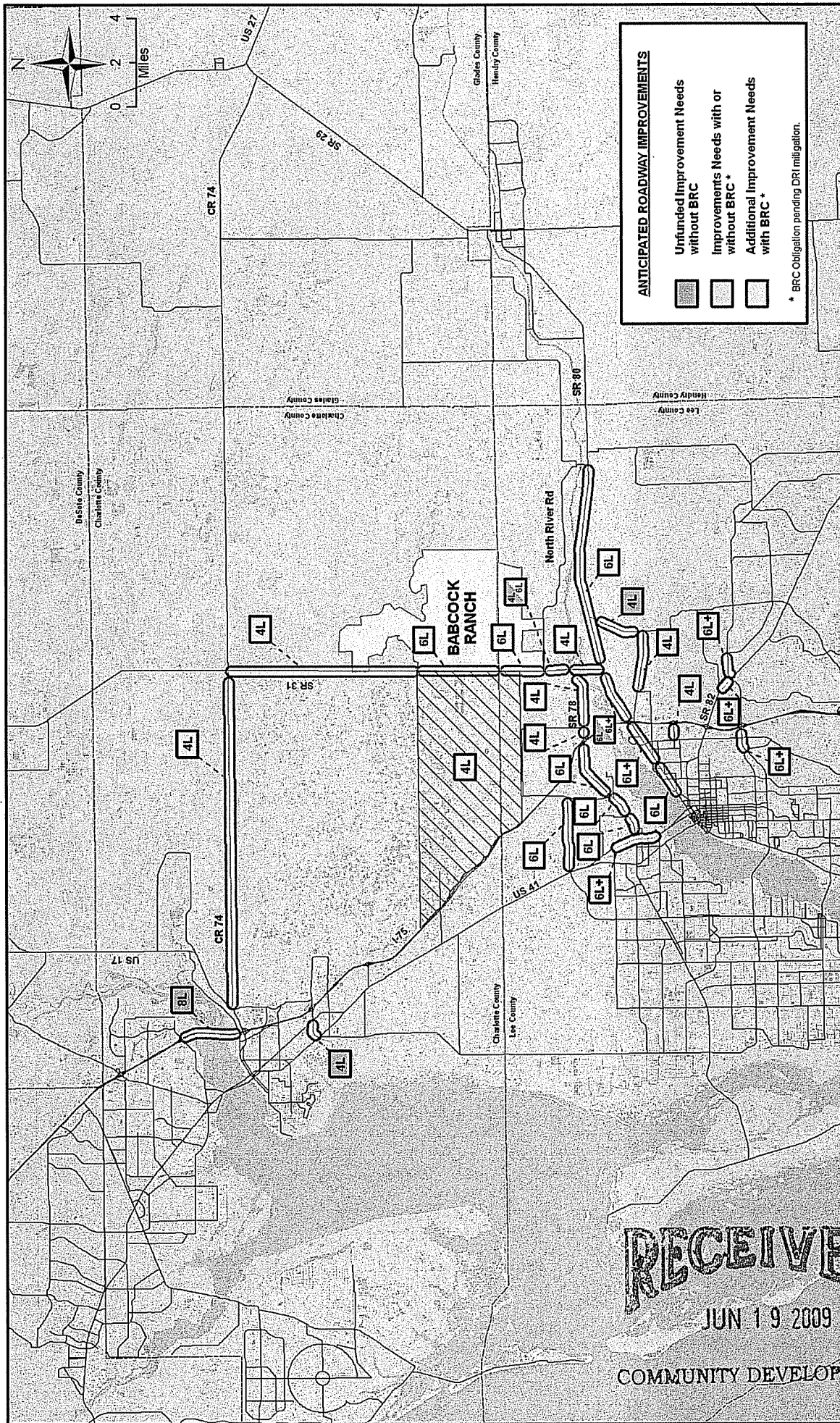
- c. Failure of the developer of the BRC to fully fund the road improvements necessary to serve the BRC will prevent the inclusion of those road improvements on Map 3A and in the CIP.

Policy 36.3.3: The roadway improvements contained in Table ## cannot be utilized as transportation network improvements in any analysis to support a comprehensive plan map or text amendment other than the amendments contemplated in the BRC development until those improvements are identified on Map 3A or are considered to be committed in the CIP.

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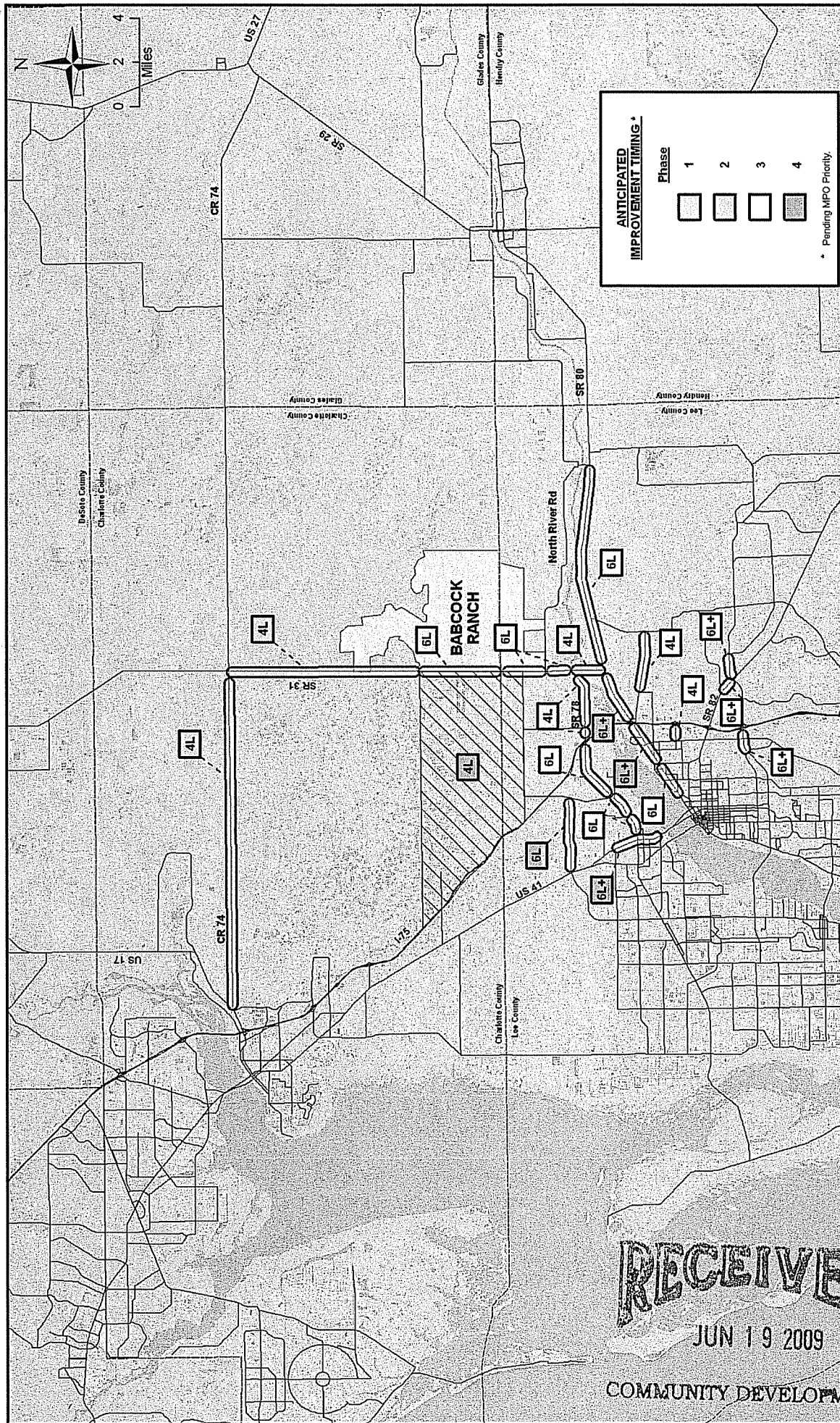
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| Babcock Ranch Community Comprehensive Plan Amendment | | ANTICIPATED FINANCIALLY FEASIBLE ROADWAY ADDITIONS TO SUPPORT AREAWIDE NEEDS COINCIDENT WITH BRC AT 2030 | | DATE | PROJECT NO. | FILE NO. | EXHIBIT |
| | | | | 05/09 | 08629 | 94A/0509 | CPA-4 |



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**ANTICIPATED PHASING OF FINANCIALLY FEASIBLE ROADWAY ADDITIONS
 TO SUPPORT AREAWIDE NEEDS COINCIDENT WITH BRC AT 2030**

**Babcock Ranch Community
 Comprehensive Plan Amendment**

| DATE | PROJECT NO. | FILE NO. | EXHIBIT |
|-------|-------------|----------|---------|
| 05/09 | 08629 | 05A/0509 | CPA-5 |

**BABCOCK RANCH COMMUNITY MASTER ROAD LIST
LEE COUNTY COMPREHENSIVE PLAN AMENDMENT (CPA2006-08)
ANTICIPATED ADDITIONS TO THE FINANCIALLY FEASIBLE PLAN (MAP 3A)**

| Road | From | To | Current Map 3A | Proposed Map 3A ⁽¹⁾ |
|--|--------------------------|----------------------|-------------------|---|
| Bayshore Rd. (SR 78) | Business 41 | I-75 | 4L | 6L |
| Bayshore Rd. (SR 78) | I-75 | State Rd. 31 | 2L | 4L ⁽²⁾ |
| Business 41 | Pondella Rd. | Littleton Rd. | 4/6L | 8L or 6L exp/grade separations ⁽²⁾ |
| Colonial Blvd. | Winkler Ave. | I-75 | 6L | 6L + 4expl ⁽²⁾ |
| Del Prado Extension | US 41 | I-75 | 0/2L | 6L |
| New East-West Corridor (near County Line) | US 41 | State Rd. 31 | 0L | 4L |
| Immokalee Rd. (SR 82) | Colonial/Lee Blvd. | Buckingham Rd. | 6L | 8L ⁽²⁾ |
| Lee Blvd. | Immokalee Rd. (SR 78) | Westgate Blvd. | 6L | 8L ⁽²⁾ |
| Luckett Rd. | I-75 | Ortiz Ave. | 4L | 6L |
| Orange River Blvd. | Staley Rd. | Buckingham Rd. | 2L | 4L |
| Palm Beach Blvd. (SR 80) | Seaboard Ave. | Tice St. | 4L | 6L |
| Palm Beach Blvd. (SR 80) | Tice St. | State Rd. 31 | 6L | 8L or 6L exp/grade separations ⁽²⁾ |
| Palm Beach Blvd. (SR 80) | State Rd. 31 | Broadway Ave. | 4L | 6L |
| State Rd. 31 | Palm Beach Blvd. (SR 80) | Bayshore Rd. (SR 78) | 2L | 4L |
| State Rd. 31 | Bayshore Rd. (SR 78) | Charlotte Co. Line | 2L | 6L ⁽²⁾ |

Reflects improvement needs based on total traffic.

Improvement based on lane capacity needs.

Actual improvement may be to a parallel facility or construction of a new corridor in lieu of improvements shown.

FOOTNOTES:

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