

CORRESPONDENCE



LEE COUNTY
SOUTHWEST FLORIDA

(239) 533-8548

BOARD OF COUNTY COMMISSIONERS

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District One

November 2, 2007

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County Manager

David M. Owen
County Attorney

Diana M. Parker
County Hearing
Examiner

Patricia Newton
2158 Johnson St.
Fort Myers, FL 33901

RE: CPA2006-08 Babcock Insufficiency Letter

Dear Mrs. Newton,

The Planning Division has reviewed your application for the above-referenced Lee Plan amendment and finds that additional information is needed before the application may be found sufficient for review. No public hearing will be scheduled until all sufficiency items are addressed by the applicant.

Staff from the Lee County Department of Transportation have reviewed the above mentioned application and provided comments dated October 29, 2007. These comments are attached to this letter and need to be addressed in order to be found sufficient for review.

Planning staff believes that Lee Plan Table 4 must also be amended as part of this amendment package. This change will reflect the committed revenues to cover the cost of the mutually agreed transportation system improvements. Also a Developers Agreement will be necessary to identify and guarantee the funding source for the improvements that will be added to Lee Plan Table 3.

If I can be of any assistance or if you have any questions, please do not hesitate to call me at 533-8548.

Sincerely,

Matthew A. Noble, Principal Planner
Department of Community Development, Division of Planning

cc: CPA2006-08 file

Insufficiency Memo for
CPA2006-08

November 2, 2007
Page 1 of 1

Memo

To: Paul O'Connor, Planning Director

From: David Loveland, Manager, Transportation Planning *DL*

Date: October 29, 2007

Subject: **CPA 2006-08 (Babcock Ranch)**

Development of the Babcock Ranch Community in Charlotte County is currently being pursued in accordance with: (1) the Charlotte County comprehensive plan amendment creating the Babcock Ranch Overlay District (BROD), approved in June 2006; and (2) an Application for Master Development Approval (AMDA), filed with Charlotte County and currently still under review.

The applicant is requesting an amendment of the Lee Plan to reflect the traffic improvements necessary in Lee County to accommodate the proposed development in the Charlotte County portion of the project. The applicant prepared a list of road improvements in Lee County as part of the BROD analysis. This list is referenced in a Community Road Planning Agreement executed by Lee County and the applicant in May, 2006. The applicant desires Lee County to amend the Lee Plan based on the BROD list prepared as part of the BROD analysis and referenced in the Community Road Planning Agreement. More specifically, the applicant seeks to amend Lee Plan Policy 36.1.1, which indicates that Map 3A of the Lee Plan is based on the Lee County Metropolitan Planning Organization's Financially Feasible Highway Plan Map, to add the following language:

"Lee County will amend Map 3A to accommodate the development of the Charlotte County portion of the Babcock Ranch Community, with appropriate changes to the MPO 2030 Financially Feasible Highway Plan Map being made during the next update cycle."

The applicant has also requested amendment of Maps 3A, 3B, 3C, 3D, 3H, 3I and 3J of the Transportation Map series to reflect the additions based on the BROD list.

The supporting documentation for the request is basically a re-packaging of the analysis done in 2006 for the Charlotte County BROD. The analysis was performed based on a methodology that was never accepted by Lee County. Accordingly, the results of that analysis were not accepted by Lee County as definitive. The analysis also provided results under two different internal capture scenarios, one assuming 22% internal capture and one assuming 50% internal capture. The resulting lists of road improvements were included in the Babcock Ranch Community Road Planning Agreement between MSKP III, Inc. (Kitson) and Lee County executed on May 23,

2006 (copy attached). The reference to the list in the Community Road Planning Agreement included the following caveat in Recitation D:

"The list of preliminary road improvements in Charlotte and Lee Counties that Charlotte County believes is required by development contemplated in Charlotte County by the BROD through the year 2030 ("Preliminary Road Improvements"), the costs of which Kitson has agreed to fund or cause to be funded either completely or with a proportionate share, is attached hereto and made a part hereof as Exhibit "B". That exhibit also provides the estimated timing and costs of the Preliminary Road Improvements." (Emphasis supplied)

It is clear from the emphasized language that the BROD list was considered: (1) preliminary; and (2) it was only recognized by Charlotte County (not Lee County). These facts were reiterated and further clarified in Condition C.1 of the Agreement, which reads:

"The list of Preliminary Road Improvements for the BROD will be subject to revision in the Charlotte County development of regional impact ("DRI"). That revised finalized list must be agreed upon by Lee County, Charlotte County and Kitson and will be based upon an appropriate traffic methodology which creates a Bi-County Traffic Model as agreed upon by Lee County, Charlotte County, and Kitson. Agreement on the methodology and the Model will not be unreasonably withheld by any party to this Agreement." (Emphasis supplied)

Section C.2 of the Agreement goes on to state that Lee County agrees to facilitate and authorize the construction of the Preliminary Road Improvements only "(u)pon Kitson meeting all conditions contained herein" and only for the list "as finally revised by mutual consent of Lee and Kitson". The agreement also states that the County will allow the developer to address the necessary road improvements from the list "as adjusted by the results of the Bi-County Traffic Model", and goes further to state:

"No development will be undertaken by Developer of the Charlotte County portion of the Babcock Ranch until the revised list of improvements has been generated by the Bi-County Traffic Model and accepted by Lee as valid regarding the data inputs to the Model and as to the road improvement results of the modeling." (Section C.4.(a)).

The Community Road Planning Agreement also addresses the anticipated Lee Plan amendment in Section C.4.(b), which reads:

"The County agrees to accept and process as expeditiously as possible after Kitson files the appropriate comprehensive plan amendment applications, the consideration by Lee County of any necessary amendments to the Transportation Map and the Capital Improvements Plan of the Lee County Comprehensive Plan to effectuate Kitson's commitment to have constructed or fund the Preliminary Road Improvements in Lee County as adjusted through the Bi-County Model required by the BROD comprehensive plan amendments along with any land use amendments to

Memo to Paul O'Connor
October 29, 2007
Page 3

the Lee Comprehensive Plan for the portion of the Babcock Ranch located in Lee County. None of said improvements shall be constructed in Lee County until the Preliminary Road Improvements list has been finalized pursuant to the Bi-County Traffic Model." (Emphasis supplied)

The language acknowledges Lee County's unresolved concerns with the preliminary results of the BROD analysis, and reflects that the County would rely heavily on a modified list from the AMDA/DRI analysis based on an agreeable methodology.

To date, there remains no agreement on the AMDA/DRI methodology, despite two sufficiency rounds. Even at this preliminary stage of evaluation of the AMDA/DRI results, it is worth noting that there are significant differences in the list of needed road improvements estimated in the AMDA/DRI analysis and the BROD analysis. One clear example of the difference that would greatly affect the number of lanes needed on SR 31: the BROD list assumes a 6-lane road internal to the development running parallel to SR 31 north from CR 78; no such internal road is included in the AMDA/DRI analysis. It is not reasonable to assume Lee County would agree to amend a critical component of the Lee Plan based on the preliminary list of road improvements developed using a methodology that Lee County was not a part of and never agreed to. Moreover, the expectation that the County would amend the Lee Plan on an incomplete list of improvements is contradictory to the provisions of the Community Road Planning Agreement.

It is also worth noting that the request to amend the Lee Plan does not specify whether the proposed revision is to be based on the list of improvements in the Community Road Planning Agreement determined by the 22% internal capture assumption or the list based on the 50% internal capture assumption. Map 3A reflects the Lee County MPO's 2030 Financially Feasible Highway Element map. Map 3A identifies the improvements toward which the limited transportation revenues expected through 2030 will be applied. Adding improvements reflected on Map 3A requires: (1) either deleting other projects off the Map; or (2) a full funding commitment from a non-projected revenue source for all the added improvements.

The list of improvements generated by the BROD analysis and attached as Exhibit B of the Community Road Planning Agreement does not show Kitson providing 100% of the funding for every improvement. As noted above, only those improvements with a 100% funding commitment can even be considered for addition to Map 3A. Furthermore, the applicant also has not made a clear funding commitment for the improvements requested in the proposed plan amendment; instead noting in an October 19, 2007 letter that "we anticipate that these improvements will be funded through the Babcock Ranch Community Independent Special District (Charlotte County) as determined by the DRI mitigation." This statement is contrary to Section C.2 the Community Road Planning Agreement, which states: "*(t)he implementing details of this commitment, including but not limited to design and turnover, will be the subject of*

Memo to Paul O'Connor
October 29, 2007
Page 4

a separate road construction agreement between Lee County and Kitson to be entered into on or before the time the DRI development order in Charlotte County is entered." (Emphasis supplied)

One final concern – the proposed text amendment to Policy 36.1.1 indicates that appropriate amendments will be made to the MPO's 2030 Financially Feasible Highway Plan Map in the next update cycle. Lee County is not able to bind the actions of an independent agency such as the Lee County MPO.

The applicant's October 19th letter stated that they are assuming we now have sufficient information to finalize the review of this application to amend the Lee Plan. This is not the case. There is insufficient data and analysis to support the requested amendment, and there will not be sufficient data until the AMDA/DRI transportation analysis is complete, using a methodology acceptable to Lee County. There cannot be an adequate estimate of the costs of the needed improvements and analysis of the effect of adding them to the Financially Feasible Plan, without an agreed-upon list of needed road improvements based on an acceptable methodology. The statement that the applicant is anticipating that any necessary improvements in Lee County will be funded by the Independent Special District does not represent a sufficiently detailed commitment to justify the addition of projects to the Financially Feasible Plan. More importantly, it is contrary to the Community Road Planning Agreement with Lee County.

Based on the above, Lee County DOT is unable to recommend that the proposed Babcock plan amendment move forward until the terms and conditions of the Community Road Planning Agreement have been met, including: (1) a finalized list of needs is developed using an methodology acceptable to Lee County; and (2) a definitive funding commitment is identified.

Please let me know if you need any additional information.

cc: Lee County BOCC
Don Stilwell, Lee County Manager
Jim Lavender, Lee County Public Works Director
Scott Gilbertson, Lee County DOT Director
Mary Gibbs, Lee County Community Development Director
Wayne Daltry, Lee County Smart Growth Director
Alvin "Chip" Block, Principal Planner, Lee County DCD Zoning
Donna Marie Collins, Assistant Lee County Attorney
Matt Noble, Principal Planner, Lee County DCD Planning
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From: David Loveland, Manager, Transportation Planning *ML*

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October 29, 2007
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Please let me know if you need any additional information.

cc: Lee County BOCC
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Lawrence Massey, FDOT District One Growth Management Coordinator
Ken Heatherington, SWFRPC Executive Director
Mike McDaniel, Chief, FDCA Office of Comprehensive Planning

Matt

JOHNSON ENGINEERING

SINCE 1946



October 19, 2007

Lee County Department of Transportation
Mr. David Loveland, P.E.
1500 Monroe Street
Fort Myers, Florida 33901

Re: The Babcock Ranch Community CPA 2006-00008

Dear Mr. Loveland:

It has come to our attention that you have requested additional information for review of the Babcock Ranch Community CPA 2006-00008. Please find attached a copy of the letter to Paul O'Connor dated March 20, 2007, together with a copy of the BROD List 11e which includes recommended roadway improvements to be added to Map 3A (Lee County 2030 Financially Feasible Highway Plan) of the Lee Plan. We anticipate that these improvements will be funded through the Babcock Ranch Community Independent Special District (Charlotte County) as determined by the DRI mitigation.

As we have received no other request from you, we are assuming that you now have sufficient information to finalize the review of this application during the 2006 comprehensive plan amendment cycle. If you have any questions or require additional information, please call me at 461-2452.

Very truly yours,

JOHNSON ENGINEERING, INC.

Patricia Newton

PHN:jrb: Job. No. 20066201-010

Cc: Mr. Charles DeSanti
Terry Holihen, Esquire
Steve Webb, P.E.
Matt Noble, Lee County Planning ✓

Enclosure

RECEIVED
OCT 22 2007

COMMUNITY DEVELOPMENT

Our File Number: 00029553.00002
Writer's Direct No. (561) 650-0511
Writer's E-Mail Address: jbrindell@gunster.com

March 20, 2007

Mr. Paul O'Connor, AICP
Planning Division Director
Lee County
P.O. Box 398
Ft. Myers, FL 33902-0398

Re: ORC Report (DCA No. 07-1 ER)

Dear Paul:

Our client, Babcock Property Holdings, LLC ("Babcock LLC") and its consultants have reviewed the Objections, Recommendations, and Comments ("ORC") report of March 2, 2007 from the Florida Department of Community Affairs ("DCA") on Lee County's comprehensive plan amendments transmitted to DCA on December 28, 2006. In particular, we have evaluated DCA's objections under items B.1. and 3. in the ORC report that the County has provided inadequate data and analysis regarding the anticipated or projected level of service deficiencies and the improvements needed to correct such deficiencies for the short-term of five years and the long-term (2030), and has not demonstrated that the County is using the comprehensive planning process to plan for the anticipated impact of growth during the next planning horizon; at p.4 of the ORC report.

As you know, Charlotte County adopted the Babcock Ranch overlay District ("BROD") comprehensive plan amendment and implementing land development regulations for our client's proposed Babcock Ranch Community ("Babcock Community") in 2006. In addition, an application for a master development of regional impact approval ("AMD") for the Babcock Community was filed with Charlotte County on February 23, 2007 to enable development of the Babcock Community to proceed pursuant to the BROD. The data and analysis which supported the BROD shows that development of the Babcock Community in Charlotte County will have impacts on certain roads in Lee County. A list of road improvements beyond those contemplated by Lee County at the time was provided as part of the data and analysis supporting the BROD ("Lee Road Improvements").

The impacts on Lee County roads from development in Charlotte County pursuant to the BROD were contemplated by Lee County when it entered into the Babcock Ranch Community Road Planning Agreement Regarding the Charlotte County Babcock Ranch Overlay District Amendments with our client, Babcock LLC, on May 23, 2006 ("Lee Road Agreement"). Pursuant to the Lee Road Agreement, Babcock LLC agreed to fund or cause to be funded the Lee Road Improvements, and Lee County agreed to facilitate and authorize the construction of the Lee Road Improvements, as finally revised by mutual consent of Lee County and Babcock LLC in the DRI process; see provisions Article II, C.2 and 4(a) of the Lee Road Agreement. Similar commitments regarding the Lee Road Improvements were made by Babcock LLC in the Development Agreement it entered into with Charlotte County on April 20, 2005. In furtherance of its commitments under the Lee Road Agreement, Babcock LLC would like to assist Lee County in responding to the ORC report items B.1 and 3.

The following Lee County comprehensive plan maps should be revised as needed to reflect the road impacts of the BROD in Lee County ("Lee Map Revisions"):

1. Map 3A (2020 Financially Feasible Highway Plan) – to become the 2030 plan
2. Map 3B (Future Functional Classification)
3. Map 3C (2020 Financially Feasible Transit Network)
4. Map 3D (Unincorporated Bikeways/Walkways Facility Plan)
5. Map 3H (Future Maintenance Responsibility)
6. Map 3I (Public Transit Trip Generators)
7. Map 3J (Evacuation routes)

Attached is the BROD Map 11e based upon Lee's proposed 2030 planning horizon to illustrate the needed Lee Road Improvements. Clearly, the Lee Road Improvements are improvements which are needed to address anticipated or projected level of service deficiencies contemplated in items B.1 and 3. of the ORC report. Since Babcock LLC has prepared the data and analysis regarding the Lee Road Improvements as part of the BROD, they would like to facilitate Lee County's response to those items of the ORC report with respect to the Lee Road Improvements. Consequently, you will find enclosed the following:

1. Lee Road Agreement
2. Charlotte Development Agreement

Mr. Paul O'Connor
March 20, 2007
Page 3

3. A list of the Lee Road Improvements shown on BROD Map 11e for the year 2030 and supporting data and analyses as set forth in the BROD.

We believe that this information will assist Lee County in responding to the ORC report objections, and will help demonstrate to DCA that the County is using the comprehensive planning process to plan for the anticipated impact of growth. If you have any questions or need additional information, we will be pleased to respond promptly.

Sincerely,

James R. Brindell

JRB/gvt
enclosures

cc: David Owen, Esq. (w/o enclosures)
Donna Marie Collins, Esq. (w/o enclosures)
Michael McDaniel
Charles DeSanti (w/o enclosures)
Terry Holihen, Esq.
Patricia Newton (w/o enclosures)
Ernie Cox (w/o enclosures)

BROD LIST 11e
LEE COUNTY ORC
RECOMMENDED ROADWAY IMPROVEMENTS TO BE ADDED TO MAP 3A

LEE COUNTY

ROADWAY	FROM	TO	(1) E+C # of Lanes	(2) 2030 F-F # of Lanes	(3) 2030 Needs # of Lanes	(4) LOS Std	(5) Recommended F-F Plan Additions Needed Improvement
BAYSHORE RD.	Slater Rd	I-75	4LD	4LD	4LD	E	6 Add 2 L
	I-75	Nalle Rd.	2LU	2LU	2LU	E	6 Add 4 L
BUCKINGHAM RD.	Nalle Rd.	SR 31	2LU	2LU	2LU	E	6 Add 4 L
DEL PRADO BLVD.	Orange River Blvd.	SR 80	2LU	2LU	4LD	D	4 Add 2 L
	Slater Rd.	Hart Rd.	2LU	2LU	2LU	E	4 Add 2 L
	Hart Rd.	US 41	2LU	2LU	2LU	E	4 Add 2 L
NALLE GRADE RD.	SR 31	Nalle Rd.	0LU	0LU	2LU	E	4 Add 4 L
	Nalle Rd.	Slater Rd.	2LU	2LU	2LU	E	4 Add 2 L
NORTH RIVER RD.	SR 31	Alva Bridge	2LU	2LU	2LU	E	4 Add 2 L
SR 31	SR 80	Bayshore Rd.	2LU	2LU	2LU	E	6 Add 2 L
	Bayshore Rd.	North River Rd.	2LU	2LU	2LU	E	6 Add 2 L
	North River Rd.	County Line	2LU	2LU	2LU	E	6 Add 2 L
SR 80	SR 31	Tropic Ave.	4LD	4LD	6LD	D	6 Add 2 L
	Tropic Ave.	Buckingham Rd.	4LD	4LD	6LD	D	6 Add 2 L
	Buckingham Rd.	South Olga Drive	4LD	4LD	4LD	D	6 Add 2 L
	South Olga Drive	Hickey Creek	4LD	4LD	4LD	D	6 Add 2 L
	Hickey Creek	Joel Blvd.	4LD	4LD	4LD	D	6 Add 2 L

FOOTNOTES:

- (1) Existing plus committed number of lanes.
- (2) Adopted Lee County MPO 2030 Financially Feasible Plan - December, 2005.
- (3) Adopted Lee County MPO 2030 Needs Plan - December, 2005.
- (4) Lee County roadway LOS standard. I-75 based on FDOT FIHS LOS standard.
- (5) County-wide roadway needs added to Lee County 2030 Financially-Feasible Plan.

03/16/2007

CHARLOTTE C WITH-2015_36.123



Florida Department of Transportation

CHARLIE CRIST
GOVERNOR

605 Suwannee Street
Tallahassee, FL 32399-0450

STEPHANIE C. KOPELOUSOS
SECRETARY

Date: October 17, 2007

Mr. Mike McDaniel
Chief of Office of Comprehensive Planning
Department of Community Affairs
Division of Community Planning
2555 Shumard Oaks Blvd.
Tallahassee, FL 32399

RECEIVED
OCT 16 2007

COMMUNITY DEVELOPMENT

RE: Babcock Ranch AMDA - FDOT Position Statement

Dear Mr. McDaniel:

The Florida Department of Transportation (FDOT), District One, is strongly committed to its position that the applicant has yet to provide sufficient information to adequately determine the projected impact of the proposed development to the state highway system. FDOT, therefore, must recommend disapproval of the transportation assessment of the Babcock Ranch Application for Master Development Approval.

The department's recommendation is primarily based upon two issues: an excessively high and unsubstantiated internal capture and the use of a invalid transportation travel demand model.

Internal Capture

During a Babcock methodology meeting in September of 2006, it was proposed that the regional travel demand model under development by the applicant would be used to establish internalized trips and internal capture rates. At that time, there were objections from staff members from Lee and Charlotte Counties, the Southwest Florida Regional Planning Council (SWFRPC), DCA, and FDOT. After much discussion, it was finally agreed to allow the to applicant try this technique, with the understanding that approval of this traffic analysis methodology did not imply approval of the results of the traffic analysis and the reviewing agencies would evaluate the results to determine if they were acceptable and reasonable.

During the sufficiency review period, the department carefully evaluated the applicant's regional model traffic assignments and determined that the techniques used were unacceptable and that 70% daily internal capture and 55% peak hour internal capture was unreasonable for this development. These rates are not consistent with capture rates calculated using ITE Trip Generation handbook methodology or with FDOT Site Impact Handbook guidelines. The department also commented that the data provided by the applicant did not differentiate between internal pass-by trips and trips already included in the inter-zonal trip matrix and, so, did not ensure that these trips were not double counted.

The applicant has referenced internal capture rates documented in the Florida Institute of Transportation Engineers' publication, FLITE – September 2005 (Vol. 46, No. 2) - Traditional Development Trip Generation Characteristics. The report evaluated trip generation characteristics of several developments in South Florida with internal capture percentages ranging from 0% to 57%. The applicant has cited two developments from the study with the highest percent of internal

capture as ones most comparable to Babcock Ranch: the Town of Wellington in Palm Beach County with 57% and Weston in Broward County with 52%. The department has requested that the applicant provide backup documentation (i.e. supporting traffic count data) for the Wellington and Weston internal capture rates; however, none has been provided. The department does not agree that these results are directly applicable to the proposed Babcock development. Even though the premise may be acceptable within the context of the developments listed in the study, the internal capture percentages experienced are not reasonable or acceptable for use in the Babcock development. Therefore, the department does not agree that selected results from the FLITE study for selected communities should be used as a guideline for the internal trip analysis of the Babcock Ranch AMDA.

The employment relationship between residential and specific non-residential land uses directly impacts the internal capture rate percentage. Based on information from the application, Question 10, Table 10.3A-2, of the AMDA regarding employment assumptions by land use, the Babcock employment base is projected by the applicant to be 19,859 employees. The applicant has a projected sales price for a single family home of \$430,000. The weighted average wages for all employment categories proposed is approximately \$35,000 (derived from data presented in the AMDA, Table 10.3.A-3). The department questions whether residents of homes priced at \$430,000 will be working within the Babcock community at an average wage of only \$35,000. Therefore, since only 10% of the community's housing stock is projected to qualify as affordable housing, it may be anticipated that the majority of the community's employees will come from outside the Babcock development. These outside employee trips will be 100% external trips, which will reduce the internal trip capture percentage.

Additionally, the Babcock Town Center, located in the southwest corner of the development directly adjacent to SR 31, is proposed to contain almost 2.85 million square feet of retail and over 1.89 million square feet of office/service land uses. The AMDA states in Question 10.D that the market area for the commercial component of the development is a 30-minute drive time area. This 30-minute area would include Fort Myers, Lehigh, Punta Gorda and other nearby communities. These commercial, service, and shopping trips coming from areas outside the development into the Babcock community would be 100% external trips, which will further reduce the internal trip capture percentage.

After the sufficiency review period, the department evaluated the internal capture rates for Babcock using accepted standards found in the FDOT Site Impact Handbook and the ITE Trip Generation Handbook. We consider an 11.3% internal capture appropriate for the six major land uses (residential, hotel, retail, general office, medical office, and industrial) in this development.

Travel Demand Model Forecasts

Subsequent to the applicant's declaration it had completed the sufficiency review process and at the applicant's request, a question and answer meeting was held at the SWFRPC on August 24, 2007. The applicant's transportation consultant, David Plummer & Associates, Inc., stated at this meeting that the 2010 E+C network "merged" model developed as a basis for its 2030 transportation analysis was not validated to individual Metropolitan Planning Organization/county 2010 E+C model conditions. The department does not know of any case where a DRI traffic analysis has been found sufficient and been approved based upon an invalid and, therefore, non-standard model. Furthermore, the Florida Site Impact Handbook states if a non-standard model is used, documentation showing its validity must be provided. No such documentation with sufficient data has been provided by the applicant. The fact that the 2030 volume forecasts are not based on a validated model puts into question any impacts identified using those projections.

Additionally, the applicant's "merged" model E+C network does not reflect the individual MPO/county model E+C networks. The department has found discrepancies in number of lanes on several major roadways. In some cases,

District One, Southwest Area Office
2295 Victoria Avenue * Post Office Box 1030 * Fort Myers, FL 33902-1030
(239) 461-4300 * (239) 338-2353 (Fax) * MS 1-98

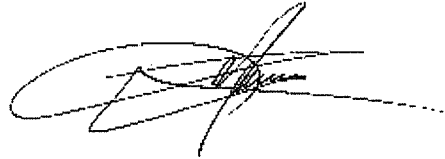
Mr. Mike McDaniel
Babcock Ranch AMDA
October 17, 2007
Page 3 of 3

roadways are missing and, in other cases, roadways have been added that are not included in county long range cost feasible plans.

In closing, the department has concluded that the applicant has provided insufficient information within the AMDA traffic analysis to adequately determine projected impact of the proposed development on the state highway system. Consequently, creation of development order conditions cannot be accurately determined at this time.

If you have any questions or need additional information, please contact me at (239) 461-4300 or lawrence.massey@dot.state.fl.us.

Sincerely,

A handwritten signature in black ink, appearing to read 'Lawrence Massey', with a large, stylized flourish extending to the right.

Lawrence Massey
Growth Management Coordinator

LLM/llm

District One, Southwest Area Office
2295 Victoria Avenue * Post Office Box 1030 * Fort Myers, FL 33902-1030
(239) 461-4300 * (239) 338-2353 (Fax) * MS 1-98

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LEE COUNTY
SOUTHWEST FLORIDA

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David M. Owen
County Attorney

Diana M. Parker
County Hearing
Examiner

(239) 335-2236

Facsimile (239) 335-2606

April 11, 2007

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APR 11 2007

COMMUNITY DEVELOPMENT

James R. Brindell, Esq.
Gunster, Yoakley and Stewart, P.A.
Phillips Point
777 South Flagler Drive, Suite 500 East
West Palm Beach, FL 33401-6194

Re: Babcock Ranch Comprehensive Plan Amendment Application
LU-06-03-2187.G.1.

Dear Mr. Brindell:

The Office of the County Attorney is in receipt of your correspondence to Paul O'Connor dated March 20 and April 6, 2007, regarding the inclusion of road improvements that will be necessary to accommodate the development of the Babcock Ranch property.

Please be advised that the desired revisions to the Lee Plan cannot be considered as part of the 2005/2006 Lee Plan Amendment Cycle. Babcock Property Holdings, LLC, submitted an application to amend the Lee Plan in August 2006 in conjunction with an application for Master Development Approval. The Florida Statutes contemplate a process whereby a Comprehensive Plan with a companion DRI Development Order Application may track separately from the regular plan amendment cycle. The Babcock Ranch Plan Amendments would have traveled on its track had the DRI process remained viable. However, when the application for DRI Development Order Approval was withdrawn for Lee County, the companion Comprehensive Plan Amendment Request lost its status for consideration as a free-standing plan amendment. Thereafter, Paul O'Connor, Director of Planning, sent a letter to your attention explaining your client's options with regard to the desired plan amendments to reflect road improvements necessary to accommodate the development of Babcock Ranch. The options were as follows:

1. Have the Babcock amendment considered as a "Regular Amendment" and be processed in the regular yearly cycle beginning at the end of September 2007 (2007/2008 Cycle); or,

S:\LUDMCD\DMCLTR\Babcock Comp Plan - Brindell.wpd

Re: Babcock Ranch Comprehensive Plan Amendment Application
LU-06-03-2187.G.1.

2. Request that the Board of County Commissioners consider the Babcock amendment as a "Special Amendment", which could then be processed on its own timeline. In order to qualify as a special amendment, the amendment must be requested by the County Manager and approved by a vote of at least three of the Commissioners.

To date, the County has not received notification regarding the option Babcock has elected to pursue.

A third option is also available. This would entail a request that the Board authorize the inclusion of the Babcock Ranch amendments in the currently pending 2006/2007 Regular Amendment Cycle. The 2006/2007 Cycle was closed to new applications on September 30, 2006. The Board's permission would allow the Babcock Ranch Comprehensive Plan Amendment Application to be considered as part of that round, proceed to the LPA after a review by County staff, and then considered for transmittal by the Board of County Commissioners at a hearing that will occur later this calendar year. Short of requesting permission to be considered as a special amendment on its own timeline, the third option is probably the most expeditious way to have the application to amend the Lee Plan evaluated by staff and considered by the LPA in the shortest timeframe.

The Lee Plan Amendment Hearing scheduled for April 11, 2007, is to consider applications to amend the Lee Plan that were filed prior to September 30, 2005 (2005/2006 Cycle). The Babcock Ranch Comprehensive Plan Amendment Application was not filed by this deadline, and did not travel with the other amendments in this amendment cycle. The data and analysis has not been reviewed by County staff, considered by the LPA, recommended for transmittal by the LPA, or analyzed by DCA in an ORC Report. For this reason, it is premature to include the substance of the Babcock related amendment in the 2005/2006 Regular Plan Amendment Cycle Adoption Hearing.

Moreover, the Babcock Ranch Community Road Planning Agreement executed on May 5, 2006, contemplates a sequence of events that would precede the consideration of an amendment to the Lee Plan. Specifically, a revised finalized list of road improvements must be agreed upon by Lee County, Charlotte County, and Kitson that is based upon an appropriate traffic methodology that creates a Bi-County Traffic Model agreed upon by the parties. Once a list of road improvements have been finalized by the results of the Bi-County Traffic Model, it is then appropriate for Lee County staff to evaluate the Babcock related Plan Amendment Application and

James R. Brindell
April 11, 2007
Page 3

Re: Babcock Ranch Comprehensive Plan Amendment Application
LU-06-03-2187.G.1.

necessary amendments to the Transportation Map and the Capital Improvement Plan to achieve Kitson's commitments to construct or fund the road improvements deemed necessary by the Bi-County Model. In the Road Planning Agreement, Kitson agreed to develop the Bi-County Traffic Model in accordance with the methodological issues identified by both Counties. The process set forth in the Road Planning Agreement is not yet complete. Accordingly, it is premature to insert language related to the improvements necessary to accommodate the Babcock Ranch Development in the Lee Plan.

I trust that this explanation is helpful to you. If I may be of further assistance, do not hesitate to call.

Kind regards,



Donna Marie Collins
Assistant County Attorney

DMC/amp

cc: David M. Owen, County Attorney
Timothy Jones, Chief Assistant County Attorney
Mary Gibbs, Director, Department of Community Development
Paul O'Connor, Director, Planning Division
Matt Noble, Planning Division
David Loveland, Department of Transportation
Mike McDaniel, Department of Community Affairs
Bernard Piawah, Department of Community Affairs

DAVID PLUMMER & ASSOCIATES, INC.

TRANSPORTATION • CIVIL • STRUCTURAL • ENVIRONMENTAL

Memorandum

To: Andy Getch
From: Stephen Leung
Date: October 31, 2008
RE: **Babcock Ranch Community CPA, #08519**
Additional Model Runs Submittal
cc: David Loveland, LiLi Wu, Matt Noble, Donna Marie Collins,
Steve Webb, Erica Chutkan, Russell Schropp, Joe Grubbs

In response to your October 10, 2008 review comments and based on our subsequent discussions at our meeting on October 20, 2008, please find the attached DVD containing seven (7) travel model runs.

The model runs were prepared to address your concerns regarding the potential impact on year 2030 traffic assignment as a result of "constrained" conditions on SR 31 and/or SR 78. The model runs reflect a number of traffic assignments based on several combinations of 2-Lane, 4-Lane and 6-Lane assumptions for the above subject roadways.

Furthermore, we have also provided a model run (filename: "...4LInternal") reflective of a parallel 4-Lane north-south road within the Babcock Ranch Community. In addition, a model run reflective of the key recommended improvements, as identified by the Charlotte County BROD (filename: "...Full"), is also attached for information purposes.

Based on the voluminous travel modeling and analyses that have been performed to date for the Babcock Ranch Community, the anticipated roadway improvement needs for horizon year 2030 for this CPA are generally consistent with those identified by the BROD and the AMDA.

We look forward to meeting with you to discuss the "road list" at your earliest convenience.

Stephen Leung

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COMMUNITY DEVELOPMENT

1531 HENDRY STREET
FORT MYERS, FLORIDA 33901
TELEPHONE: 239 332-2617, FAX: 239 332-2645
E-MAIL: dpafm@peganet.net



EXCEEDING
CLIENT
EXPECTATIONS

Hock, Donna

From: Noble, Matthew A.
Sent: Monday, October 20, 2008 12:46 PM
To: Noble, Matthew A.; Joseph Grubbs
Cc: Loveland, David M.; Getch, Andrew J.; Hock, Donna
Subject: RE: Babcock, CPA2006-08

The case is scheduled on 2/23/09 for the LPA. I need to issue the staff report on 2/2/09. The BoCC transmittal hearing will be in April. Donna for the file....

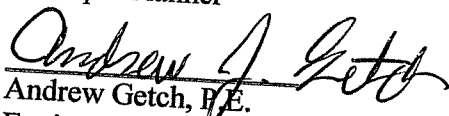
From: Noble, Matthew A.
Sent: Monday, October 20, 2008 8:57 AM
To: 'Joseph Grubbs'
Cc: Loveland, David M.; Getch, Andrew J.
Subject: Babcock

How goes the response? I have a target LPA hearing date of February. We need to be on top of this. My internal direction is to move all of my continued cases to hearing. If we do not resolve sufficiency items, cases will be recommended for denial. I can only do one more sufficiency review. The case must be found sufficient prior to January, if not it will go forward with a recommendation for denial. March will be the last LPA hearing for this next cycle. My internal direction has changed, to include the above mentioned deadlines. So we all need to be on top of this...

Matthew A. Noble, Principal Planner
Lee County Division of Planning
P.O. Box 398
Fort Myers, Florida 33902-0398
Phone: 239-533-8548
Fax: 239-533-8319

Memo

To: Matt Noble
Principal Planner

From: 
Andrew Getch, P.E.
Engineering Manager I

Date: October 10, 2008

Subject: **Babcock Ranch Community CPA2006-00008**
September 8, 2008 transmittal

LCDOT has received a transmittal dated September 8, 2008 from the applicant's consultant, David Plummer & Associates, containing analyses as a supplement to the referenced application. The submittal includes several analyses of the year 2030. These include two analyses without the Babcock Ranch Community project; analysis with the project, and analysis with the project with some roadway improvements. The model used was based on the Florida Standard Urban Transportation Modeling Structure (FSUTMS). Analysis spreadsheets were also submitted. LCDOT has found the submittal to be insufficient for review and has the following questions and comments:

(1) Without CPA analysis - The applicant's consultant has submitted two analyses of the current financially feasible plan network. One is the April 29, 2008 Lee-Collier Metropolitan Planning Organization (MPO) model. The second analysis is the FDOT Districtwide model. The FDOT Districtwide model was developed by FDOT District 1. The Districtwide model includes socioeconomic data and roadway networks from all of the models for counties in FDOT District 1, including Lee County. The socioeconomic data and roadway network number of lanes within Lee County are identical with the MPO model. However the model validation was performed on a Districtwide basis. In the validation process some of the model parameters and highway links were adjusted. The Districtwide model results are very different from the MPO model results. LCDOT has agreed that because the Babcock Ranch will have multi-county impacts outside of the Lee-Collier MPO model area, the use of the Districtwide model is more appropriate for this application, however, LCDOT has questions about how to resolve the differences in identified future needs when compared to the current MPO model. LCDOT comments will refer to both the MPO model and the Districtwide model volumes and level of service.

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October 10, 2008

Babcock Ranch Community CPA2006-00008

(2) With CPA analysis - The analysis includes a "select zone" analysis. A select zone analysis is used to track the number of trips from one or more Traffic Analysis Zones (TAZ), in this case the TAZ's for the Babcock Ranch Community. While it is not required for a CPA, a select zone analysis is helpful in this instance. It has helped identify anomalies when FSUTMS attempts to distribute traffic from the Babcock Ranch Community on the current Financially Feasible network. There are several resulting circuitous paths for project trips. By tracking the select zone volume assignments, the circuitous paths appear to be in response to severe congestion on State Road 31 and congestion on segments of State Road 78. A diversion of total traffic is indicated by the diversion in project traffic but it is difficult to track. In response to the congestion FSUTMS assigns traffic as described below.

(a) From the south project entrance to State Road 78, the model assigns approximately 41,000 peak season weekday traffic (PSWDT) of which approximately 36,400 is Babcock Ranch Community project traffic. The model outputs indicate severe congestion (based on CGSTDTIME divided by TIME) with travel times over 20 times greater than free flow conditions (an average travel speed of 2 miles per hour). The model connection to North River Road is less than one mile from State Road 31. In response to the congestion on State Road 31, the model assigns 17,000 project PSWDT to North River Road, 10,000 PSWDT thru Alva to State Road 80 and back to Buckingham Road, Orange River Boulevard and Tice Street. An example of this is an assignment of approximately 800 peak season weekday traffic (PSWDT) to State Road 80 west of Buckingham Road, 8,000 PSWDT east of Buckingham Road and 7,000 PSWDT on Buckingham Road. This indicates that approximately 15 percent or more of the project traffic to and from the south is routed through Alva.

(b) On State Road 78 from SR 31 to west of I-75, the model indicates congestion. In response, the model assigns approximately 12,500 PSWDT to Old Bayshore Road and 2,500-3,000 SPWDT to Nalle Road, Rich Road, Slater Road and Del Prado Extension. This indicates a traffic diversion of approximately 10 percent of project traffic to the west from State Road 78 through major and minor collectors in the North Fort Myers community.

(c) The model assigns approximately 26,500 project PSWDT north of Babcock Ranch on State Road 31. Approximately 15,000 project PSWDT is assigned to US 17 east of I-75, but less than 1,000 west of I-75. Approximately 13,500 project PSWDT utilizes the northbound off-ramp and southbound on-ramp at US 17. Approximately 5,000 project PSWDT use the Tuckers Grade Road and Jones Loop Road interchanges. Approximately 14,000 project PSWDT use the ramps while 12,500 project PSWDT travels through the I-75/State Road 78 interchange. This indicates a traffic diversion of approximately 25 percent of the project traffic to/from the south/southwest to I-75 east of Punta Gorda.

(3) With CPA analysis with 4 lanes on State Road 31 and State Road 78

(a) In response to a staff e-mail, the applicant's consultant submitted an alternate analysis. The analysis increased the number of lanes on State Road 31 from State Road

80 to the north Babcock Ranch Community project connection and on State Road 78 from State Road 31 to Interstate 75. This did increase the number of lanes on State Road 31. However, the actual model capacity on State Road 31 only increased by 24 percent due to a change in the facility type coding. The current MPO model assigns a facility type 31 to SR 31. Facility type 31 is a two-lane undivided arterial considered to have uninterrupted flow. Uninterrupted flow is considered to be traffic signal spacing greater than two miles. In FSUTMS, the capacity with area type 52 is 17,280 PSWDT. This analysis assigns facility type 23 which has a capacity of 21,420 PSWDT with area type 52. Facility type 23 is a four-lane divided arterial considered to have interrupted flow. Interrupted flow is considered to be traffic signal spacing less than two miles. It is noted that with the increased volumes on State Road 31 and intersecting arterial roadways, traffic signals are likely to cause the portion of State Road 31 from State Road 80 to the Babcock Ranch Community entrances to meet the interrupted flow criteria.

(b) From the south project entrance to State Road 78, the model assignment increases to approximately 43,000 PSWDT of which approximately 39,300 PSWDT is Babcock Ranch Community project traffic. The model outputs indicate severe congestion with travel times 12 times that of free flow conditions (an average travel speed of 3-4 miles per hour). In the FSUTMS analysis, the roadway segment capacity with 4-laning on State Road 78 increases from 18,960 to 33,920.

(c) The magnitude of circuitous volumes noted in comment 2 above decreased but still remain. This appears to be the result of very low travel speeds due to substantial congestion on State Road 31 south of the Charlotte County line. An alternate FSUTMS analysis with added capacity on State Road 31 and State Road 78 is recommended. Staff had performed a test run with additional capacity of up to 100,000 on State Road 31. With the increase in capacity, the model assignment increases to over 70,000 PSWDT on State Road 31. In the test over 60,000 PSWDT is Babcock Ranch Community project traffic. If 6 lanes operates below the adopted LOS standard, then further analysis or improvements may be warranted for consideration.

(d) The background traffic AADT range of 2,900 to 6,100 on State Road 31 is below the 2007 AADT of 6,900. The 2006 AADT was 9,000. The Districtwide model without the CPA has a PSWDT of 14,900. Further analysis and discussion is needed.

(4) 2030 Traffic Conditions Spreadsheets – An update of the spreadsheets is needed based on the comments below.

(a) The spreadsheets appear to calculate level of service using the methodology for a DRI analysis. The submittal does not document the calculation of P.M. peak hour trip generation. For a CPA analysis, it is not required to separate project traffic from total traffic, calculate P.M. peak project traffic or determine a significance percentage. A CPA analysis is typically based on a calculation of LOS based on total PSWDT adjusted to 100th highest hour peak direction traffic volumes.

October 10, 2008

Babcock Ranch Community CPA2006-00008

(b) The permanent count station data for peak season factor, K-100 factor and directional factor do not match the latest data in the 2007 Lee County Traffic Count Report.

(c) The submittal does not document the basis for selection or determination of model PSWDT volumes on roadway segments with multiple highway links. Selection of the highest volume is typically the most conservative. Justification is needed for a different PSWDT determination. Comparing the spreadsheet to the model runs, it appears that selection of the lowest highway link volume occurs on some roadway segments.

(d) The spreadsheets are printed with small fonts approximately 0.06 inches. Print in a larger font such as 0.10 inches will be helpful.

(5) Road List - As requested by LCDOT staff, the applicant's consultant has submitted a comparison of an estimate of additional lanes needed for the four FSUTMS model runs described above. As noted above, the MPO model and Districtwide model without the project runs yield very different results. Exhibit CPA-3 (R2) identifies whether there is a need for added lanes on 127 road segments in the study area as follows

(a) MPO model – Identifies needed improvements on 27 roadway segments compared to the MPO model based Lee County Financially Feasible plan.

(b) Districtwide model without the CPA – Identifies the same need on 16 roadway segments and a different need on 23 roadway segments compared to the MPO model based on the Lee County Financially Feasible plan of the different need on 23 segments:

(i) Identifies no need for improvement on 7 roadway segments.

(ii) Still identifies a need for additional lanes but fewer additional lanes compared to the MPO run on 3 roadway segments.

(iii) Identifies a need for more additional lanes than the MPO run on 1 roadway segment.

(iv) Identifies a need for additional lanes on 12 roadway segments that are not identified in the MPO run.

(c) Districtwide model with the CPA & with improvements – Identifies the need for roadway improvements on 38 roadway segments. One or both analyses identify no improvement need on eight segments compared to the MPO model. Of the identified needs:

(i) Identifies no need for improvement on 4 roadway segments in both analyses and no need for improvement on 3 roadway segments in one analysis.

(ii) Still identifies a need for more lanes but fewer additional lanes compared to the MPO run on 3 roadway segments.

(iii) Both model runs identify a need for additional lanes compared to the MPO run on 6 roadway segments. One run identifies a need on 9 roadway segments.

October 10, 2008

Babcock Ranch Community CPA2006-00008

- (iv) Both two model runs with the project identify a need for improvements to five additional segments compared to the Districtwide model run without the project.
 - (v) The two model runs with the project identify a different level of improvement on eight roadway segments. Three of the eight segments are improvements not identified in the district model.
 - (d) The potential additions to the Financially Feasible Plan seem to be based on a comparison to the Districtwide model run with the CPA and no additional improvements. It is unclear how "unfunded need" is determined or where additional improvements are identified with the addition of the project. A map and a brief discussion of each identified improvement and "unfunded need" would be helpful.
 - (e) As noted above, it is recommended that the CPA address what improvements will be needed based on a model run with provision of adequate capacity on State Road 31 and State Road 78.
 - (f) Based on the differences in the identified needs in the MPO model, Districtwide model and two scenarios with the project, further analysis and documentation is recommended. To address the concerns stated above with congestion in the submitted model runs, LCDOT recommends that the analysis address reasonable travel speeds on State Road 31 and State Road 78.
- (6) Trip Generation** - While it is not a sufficiency issue, project trip generation remains a concern. FDOT is coordinating discussions by all stakeholders to develop a methodology to estimate external impacts for new communities.

AJG/dn

cc:

Dave Loveland
Donna Marie Collins
Wayne Daltry
Alvin "Chip" Block
Stephen Leung – David Plummer & Associates



Memorandum

Date : July 25, 2008

To : Donna Marie Collins
David Loveland
Matt Noble

From : Russell P. Schropp

Re : Babcock Ranch/Process for Evaluation of Lee County Road
Impacts

This memo serves as a follow-up on our recent meetings regarding the above referenced matter. We have discussed the need for an understanding between the County and Babcock as to the process that will be undertaken in conjunction with the review of potential impacts from Babcock Ranch on roadways within Lee County. Specifically, we have identified the need to identify the process that will be followed by Babcock and the County for evaluation of such impacts, mitigation of impacts, and reflection of funding and/or construction commitments on Lee County's comprehensive plan.

Attached please find a draft Memorandum of Understanding (MOU) that, I believe, reflects the primary points of the process on which we have agreed with County staff. It was felt that the MOU format, rather than a developer agreement of some sort, was the most appropriate mechanism to reflect the process we have been discussing. The MOU would establish a process upon which the County and Babcock agree and could mutually rely upon as the Babcock Ranch project moves forward. This MOU, and the process set forth in the MOU, is intended to lead to a fulfillment of the Community Planning Agreement entered into between the County and Babcock in May 2006. In short, the MOU provides for the following:

1. The completion by Babcock of an updated comprehensive plan level buildout analysis based upon the recently approved FDOT Districtwide Traffic Model and revision of the "Master List" of potential road improvements within Lee County. This analysis is presently being undertaken by Babcock's traffic consultant, and we anticipate submitting it to the County by the end of August 2008. As such, the MOU is drafted as if this item is already completed, since I do not expect it will be feasible to have the MOU approved by all parties prior to the end of August.

Donna Marie Collins
David Loveland
Matt Noble
July 25, 2008
Page 2

2. The processing by the County of appropriate plan amendments to reflect the updated Master List of road improvements which result from the analysis conducted pursuant to paragraph 1. As part of these amendments, the Babcock ISD would be identified as the funding source for these potential improvements.
3. Evaluation of the First Incremental Application for Development Approval, identification of required mitigation for the First Increment, addressing the required mitigation through development agreements and/or road construction agreements, and reflection of the committed improvements on the County's CIP.
4. Consideration of the periodic buildout traffic analysis updates that are required at least every five years under the Charlotte County Master Development Order, utilizing the FDOT District Model based on the then-current "existing + committed" network. The County would agree to process any necessary plan amendments to the Lee Plan to reflect these periodic updates, and the ISD would continue to be shown as the potential funding source for such improvements.
5. Consideration of future applications for incremental approval, which would be handled in essentially the same manner as the First Increment discussed in paragraph 3 above.

As noted above, one of the purposes of this MOU is to fulfill the requirements of the Community Planning Agreement, and the completion of steps 1 and 2, above, would accomplish that objective.

We believe our recent discussions with staff have been productive and positive, and we are anticipating that this MOU could form a part of the potential settlement of the current litigation between Babcock and the County. Babcock is proceeding in good faith with step 1 above since the process set forth above appears to be a logical, reasonable process for both parties. However, since settlement negotiations sometimes take longer than the parties anticipate, we would respectfully request that staff confirm that the process outlined above (and described more fully in the attached MOU) is an acceptable process to pursue at this point, at least until the County Commission has an opportunity to review and approve or reject the proposed MOU. Babcock understands that the County's ultimate decision on the MOU lies with the County Commission.

Thank you for your continued assistance with these matters.

/rs

Donna Marie Collins
David Loveland
Matt Noble
July 25, 2008
Page 3

cc: Charles DeSanti
Erica Chutkan
Steve Webb
Jim Brindell
Joe Grubbs

MEMORANDUM OF UNDERSTANDING

THIS MEMORANDUM OF UNDERSTANDING ("MOU"), entered into this ____ day of _____, 2008, by and between: BABCOCK PROPERTY HOLDINGS, LLC (hereinafter "Developer"), a Delaware liability company, whose address for purposes of this MOU is 9055 Ibis Boulevard, West Palm Beach, Florida 33412; the BABCOCK RANCH COMMUNITY INDEPENDENT SPECIAL DISTRICT (hereinafter "ISD"), an independent special district of the State of Florida created pursuant to Chapter 2007-306, Laws of Florida, whose address for purposes of this MOU is _____; and LEE COUNTY, a political subdivision of the State of Florida (hereinafter, "County"), whose mailing address for purposes of this MOU is P.O. Box 398, Fort Myers, FL 33902-0398 (Developer, ISD and County being hereinafter referred to as "the Parties").

RECITALS

WHEREAS, Developer received Master Development Order ("MDO") approval pursuant to Section 380.06(21), Fla. Stat., from Charlotte County on December 13, 2007, for a Master Development of Regional Impact known as Babcock Ranch Community ("BRC DRI"); and

WHEREAS, the BRC DRI provides for the development at buildout of a maximum of 17,870 dwelling units and 6,000,000 square feet of non-residential uses, along with various ancillary, institutional, and educational uses, on 13,630 acres of land, all as more particularly set forth in the MDO; and

WHEREAS, the BRC DRI is located in southeastern Charlotte County, immediately north of and adjacent to Lee County; and

WHEREAS, development of the BRC DRI is anticipated to have traffic impacts upon existing and planned roadways in Lee County; and

WHEREAS, Developer (through its predecessor-in-interest MSKP III, Inc.) and County have previously entered into that certain agreement entitled "Babcock Ranch Community Road Planning Agreement" dated May 23, 2006 (the "Community Planning

Agreement”) in order to, among other things, (a) refine and revise a master list of roadways in Lee County that may be impacted by the BRC DRI that was initially identified in a Development Agreement between Developer and Charlotte County, such revisions to be based upon a new Bi-County Traffic Model agreed to between the Parties, and (b) provide for the necessary amendments to the Long-Range (2030) Financially Feasible Transportation Map (“Map 3A”) of the Lee County Comprehensive Plan (“Lee Plan”); and

WHEREAS, the Parties have agreed that the Districtwide (D1) Travel Model developed by the Florida Department of Transportation and approved by the Technical Advisory Committee for the Joint Collier-Lee Metropolitan Planning Organization (“MPO”) is acceptable for use as the Bi-County Traffic Model required by the Community Planning Agreement (said model being hereinafter referred to as the “FDOT District Model”); and

WHEREAS, Developer desires to proceed forward with its first application for incremental development approval (“First Increment”) pursuant to the MDO; and

WHEREAS, the MDO requires the Developer to periodically update its Master Traffic Study Update(s); and

WHEREAS, the ISD has been created by the Florida Legislature to, among other things, provide for the future funding of capital improvements necessary or beneficial for the BRC DRI; and

WHEREAS, the Parties desire to establish and have agreed upon a “process” for the review and acceptance of the revised buildout list of potentially impacted roadways in Lee County, the incorporation of that revised buildout list into Map 3A of the Lee Plan,

the review of the traffic impacts associated with the First Increment and future increments, and the incorporation of roadway and funding commitments made by Developer into the Capital Improvements Program ("CIP") and Capital Improvements Element ("CIE") of the Lee Plan; and

WHEREAS, the Parties desire to memorialize their understanding of the "process" upon which they have agreed;

NOW, THEREFORE, in recognition and fulfillment of the foregoing Recitals, Developer, ISD and County agree as follows:

1. **RECITALS.** The Parties agree that the above Recitals are true and correct to the best of each Party's knowledge, and said Recitals provide the foundation for this MOU and the process for addressing roadway impacts from BRC DRI on roadways within Lee County.

2. **PROCESS FOR ADDRESSING ROADWAY IMPACTS ON LEE COUNTY ROADWAYS:** Consistent with and in furtherance of the Community Planning Agreement, the MDO, Section 380.06 and Chapter 163, Fla. Stat., the Parties will follow the process set forth below in analyzing and addressing the traffic impacts on roadways within Lee County associated with the BRC DRI:

A. **Revised Buildout List:** As of the date of this MOU, Developer has undertaken and submitted to County an updated comprehensive plan amendment level traffic analysis of the impacts of the BRC through buildout (year 2030) utilizing the FDOT District Model, and its 2030 financially feasible road network, from which a revised buildout list of potential road improvements within Lee County has been identified (hereinafter, the "Updated Preliminary Road Improvements"). The intent of

this updated traffic analysis is to fulfill the Developer's obligations under the Community Planning Agreement and to provide a mutually acceptable list of roadway improvements which may be undertaken or funded by the Developer or the ISD as traffic mitigation for future incremental development orders.

B. Plan Amendments to Reflect Revised Master List. The County will use its best good faith efforts to process during the County's current round (2008-09) of plan amendments ("Current Round Amendments"): (a) a map amendment to Map 3A of the Lee Plan to reflect the Updated Preliminary Road Improvements list identified pursuant to paragraph 2.A. above, and (b) a text amendment to Policy 36.1.1. of the Lee Plan to reflect a distinction between the Updated Preliminary Road Improvements list which may be required for the BRC DRI and the remainder of Map 3A which is based on the 2030 financially feasible map adopted by the MPO. The plan amendments will reflect that the potential funding source for the Updated Preliminary Road Improvements list will be the ISD, and the ISD is joining as a party to this MOU to acknowledge and consent to being identified as such. Inclusion of the Updated Preliminary Road Improvements list on Map 3A will establish the framework and basis for identifying future roadway improvements in Lee County that may be made or funded by Developer or the ISD pursuant to incremental development orders that may be adopted for the BRC DRI. In the event that the plan amendments contemplated by this paragraph cannot be processed by the County during the Current Round Amendments despite the Parties' best good faith efforts to accomplish same within the timeframes set forth above, the County will process the amendments as expeditiously as possible during the next available opportunity to process such amendments.

C. First Incremental Traffic Analysis. Developer has indicated that it intends to submit an application for incremental development approval for the First Increment for the BRC DRI in the Fall of 2008. Pursuant to the MDO, the Developer will utilize the methodology agreed to by the Developer, the County, Charlotte County, the FDOT and the Southwest Florida Regional Planning Council to assess the traffic impacts of the First Increment and to identify anticipated impacts to Lee County roadways, if any, that will need to be mitigated pursuant to Section 380.06, Fla. Stat., and rules adopted pursuant thereto. Any such mitigation required to be made by Developer will be consistent with the Updated Preliminary Road Improvements list as identified in paragraph 2.A above, as may be updated from time to time pursuant to paragraph 2.D below, and will be the subject of a future Development Agreement or Roadway Construction Agreement to be entered into between the ISD and County. The County will promptly amend its CIP to reflect commitments contained within such Development Agreements or Roadway Construction Agreements entered into between the County and the ISD. During the County's next available plan amendment cycle, the County will process amendments to the Lee Plan CIE that will reflect the amendments to the CIP made pursuant to this paragraph. It is anticipated by the Parties that these plan amendments to the CIE will occur during the 2009-10 plan amendment cycle.

D. Periodic Traffic Analysis Updates. The Parties acknowledge that the MDO requires Developer to conduct an update to its Master Traffic Study within one year of the availability of the FDOT District Model and its "existing plus committed" (E+C) roadway network, with further updates required no less than every five years thereafter. These periodic updates are intended to update the Updated Preliminary Road

Improvements list anticipated to be needed for the BRC DRI based upon consideration of the then-current E+C roadway network plans. The first periodic update is anticipated to be due from Developer on or before July 1, 2009. Upon review and acceptance of these periodic updates, the County will expeditiously process any amendments to Map 3A necessary to reflect the update to the Updated Preliminary Road Improvements list within Lee County which is anticipated to be needed as a result of the buildout level of development in the BRC DRI, unless both Developer and County agree that any such changes to Map 3A would be insignificant or of low priority. Amendments to Map 3A made necessary by these periodic updates will be processed by the County in its next regularly scheduled round of plan amendments. It is anticipated by the Parties that any amendments required after the initial periodic update due on July 1, 2009, will be processed by the County during the 2009-10 regular plan amendment cycle. The ISD will continue to be identified as the potential funding source for those improvements on Map 3A which may be deemed necessary by the incremental DRI development orders to mitigate the traffic impacts of the BRC DRI on roadways within Lee County, unless the Parties agree otherwise in writing.

E. Additional Applications for Incremental Development Approval.

Impacts on roadways within Lee County associated with future applications for incremental development approval ("Future Increments") will be processed and addressed in the same manner as set forth in paragraph 2.C. above. Mitigation for impacts to roadways within Lee County that is required for Future Increments will be consistent with the Updated Preliminary Road Improvements list as identified in paragraph 2.A and as may be updated from time to time. Required mitigation will be

addressed through a Development Agreement or Road Construction Agreement entered into between the ISD and the County, and the County will process amendments to the Lee Plan CIP in its next regularly scheduled round of plan amendments to reflect the roadway and funding commitments made by Developer pursuant to such agreements.

3. **FULFILLMENT OF COMMUNITY PLANNING AGREEMENT REQUIREMENTS.** The Parties acknowledge that one of the purposes of this MOU is to identify the process that will lead to the fulfillment of the requirements of the Community Planning Agreement. Upon completion of the initial Updated Preliminary Road Improvements list of impacted roadways within Lee County pursuant to paragraph 2.A. above and adoption of the plan amendments to Map 3A and Policy 36.1.1 pursuant to paragraph 2.B. above, the requirements of the Community Planning Agreement will be deemed fulfilled by the Parties, and neither party will have any further obligation to the other thereunder.

4. **EFFECT OF MOU.** The terms of this MOU do not supersede any substantive or procedural requirements of Florida law including but not limited to Sections 163.3220-.3243 and Section 380.06, Fla. Stat. Any comprehensive plan amendments identified in this MOU will be processed in accordance with the procedural and substantive requirements of Sections 163.3220-.3243, and no provision of this MOU will be interpreted or construed to require the County to approve any amendment unless it fully complies with the requirements of said statutes and rules adopted pursuant thereto. Likewise, any traffic analysis required by this MOU to assess the impacts of the BRC DRI, and mitigation required to address those impacts, will be conducted in accordance with Section 380.06 and rules adopted pursuant thereto. The purpose of this MOU is to

guide, direct, and facilitate the actions of the Parties in addressing the future impacts of the BRC DRI on roadways within Lee County, and the Parties agree to follow the process set forth above unless the Parties modify, abate or terminate the process by mutual agreement or understanding.

5. **RECORDATION IN PUBLIC RECORDS.** This MOU will not be recorded in the Public Records of Lee County, Charlotte County, or any other county in the State of Florida.

6. **EFFECTIVE DATE.** The effective date of this MOU is the date on which the last Party to execute this MOU has signed this MOU, as reflected by the dates signed below each Party's signature.

IN WITNESS WHEREOF, the Parties have caused the execution of this MOU by their duly authorized officials as of the day and year written below.

BABCOCK PROPERTY HOLDINGS, LLC,
a Delaware limited liability company

Witness Signature

By: _____
Tom Danahy, President

Witness Name

Date: _____

Witness Signature

Witness Name

BABCOCK RANCH COMMUNITY
INDEPENDENT SPECIAL DISTRICT , an
independent special district of the State of
Florida

Witness Signature

Witness Name

Witness Signature

Witness Name

By: _____

(Print or Type Name and Title)

Date: _____

LEE COUNTY, a political subdivision of
the State of Florida

By: _____
Ray Judah, Chairman

Date: _____

ATTEST:
CHARLIE GREEN, CLERK

By: _____
Deputy Clerk

(Type or Print Name)

APPROVED AS TO FORM:

Assistant Lee County Attorney



LEE COUNTY

SOUTH WEST FLORIDA

BOARD OF COUNTY COMMISSIONERS

(239) 533-8548

Bob Janes
District One

June 5, 2008

A. Brian Bigelow
District Two

Ray Judah
District Three

Tammy Hall
District Four

Frank Mann
District Five

Donald D. Stilwell
County Manager

David M. Owen
County Attorney

Diana M. Parker
County Hearing
Examiner

Mr. Joseph Grubbs, Ph.D., AICP
c/o Johnson Engineering, Inc.
Post Office Box 1550
Fort Myers, Florida 33902-1550

RE: CPA2006-08 Babcock Ranch Community
Resubmittal Dated May 1, 2008

Dear Mr. Grubbs:

This letter is in response to the applicant's May 1, 2008 resubmittal. Planning staff finds the above mentioned submittal is insufficient and that further information is needed to make the application sufficient for review. Adding improvements to Lee Plan Map 3A and the Capital Improvement Element of the Lee Plan requires a commitment to fully fund the improvement. For comprehensive plan amendments, improvements can not be considered as part of a Financially Feasible Long Range Transportation Plan without a commitment to fully fund those improvements. This has been explained to the applicant's representatives in the past.

Staff does not support creating a separate map and list in the Transportation Map series and in the Capital Improvements Element. The May 1, 2008 Applicant response to the November 2, 2007 Staff Insufficiency Letter state's the applicant will seek separate "Incremental Road Construction Agreements" based on governing state and local concurrency requirements. The response claims that those requirements do not require the applicant to provide 100% of the funding for the improvements, only the project's proportionate share. While short-term, concurrency-related obligations that might come out of the "Incremental Road Construction Agreements" may only require a proportionate share commitment, staff cannot recommend a comprehensive plan amendment based on adding projects to the Financially Feasible Plan with only partial funding commitments.

The long range planning process requires that Lee County have a plan to provide the necessary infrastructure to meet the expected growth through the plan's horizon year. The County relies on the Lee County Metropolitan Planning Organization's Financially Feasible Long Range Transportation Plan to accomplish this requirement. The applicant asserts that the proposed process is consistent with Lee County's standard process for reviewing privately-initiated amendments to the Lee Plan. However, the suggested proportionate share mitigation proposal is not consistent with the requirements for privately-initiated amendments to the Lee Plan. The Lee Plan amendment application includes an advisory under the Long Range Traffic Circulation Analysis section that states "an inability to accommodate the necessary (network) modifications within the financially feasible limits of the plan will be a basis for denial of the requested land use change."

In summary, the applicant's proposed methodology is not consistent with the requirements for plan amendments in Lee County. The applicant must supply the required comprehensive plan amendment data and analysis. Lee Plan Tables 3 and 4, and Map 3A, will need to be modified reflecting committed revenues to address the cost of the mutually agreed transportation system improvements. A Developers Agreement will be necessary to identify and then guarantee the funding source for the improvements to be added to Lee Plan Table 3 and Map 3A. Proportionate share commitments are not appropriate, as they will not result in improvements that address the amendments traffic impacts at the plan amendment stage. The previous staff finding that there is insufficient data and analysis to support the requested amendment remains unaddressed by the applicant.

Planning staff encourages the applicant to arrange a meeting so staff can provide additional comments concerning the methodology to be utilized to assess the amendment's impacts. Please be advised that the Board of County Commissioners plan amendment transmittal public hearing has been scheduled. Pending Lee Plan amendments not through the Local Planning Agency by their September meeting will be considered in the next round of amendments. If I can be of any assistance or if you have any questions, please do not hesitate to call me at 533-8548.

Sincerely,

DEPARTMENT OF COMMUNITY DEVELOPMENT, DIVISION OF PLANNING



Matthew A. Noble, AICP
Principal Planner

cc: Planning file: CPA2006-08

Donna Marie Collins, Assistant County Attorney

Dave Loveland, Planning Manager, Department of Transportation

Noble, Matthew A.

From: Loveland, David M.
Sent: Tuesday, May 06, 2008 10:02 AM
To: Collins, Donna Marie ; Noble, Matthew A.; O Connor, Paul S.
Subject: RE: Babcock Ranch Community CPA (CPA2006-08)-Sufficiency Letter

The biggest thing that stands out to me (besides the 6-month lag in the applicant's response) is the applicant's misunderstanding of concurrency requirements versus long range planning. We noted that adding improvements to Map 3A requires either deleting other projects off the map or a full funding commitment from a non-projected revenue source. As a response, the applicant refers to doing separate Incremental Road Construction Agreements based on governing state and local concurrency requirements, claiming those requirements don't require the applicant to provide 100% of the funding for the improvements, only their proportionate share. While short-term, concurrency-related obligations that might come out of the Incremental Road Construction Agreements may only require a proportionate share commitment, we cannot add projects to the financially feasible plan based on partial funding commitments. The long range planning process requires that we have a plan to provide the necessary infrastructure to meet the expected growth through the plan's horizon year, and we have relied on the financially feasible plan to do that. The applicant indicates in the third paragraph of his letter that what he is proposing is consistent with Lee County's standard process for reviewing privately-initiated amendments to the Lee Plan, but his prop share proposal is in fact not consistent. Our plan amendment application states under the Long Range Traffic Circulation Analysis requirements that "an inability to accommodate the necessary (network) modifications within the financially feasible limits of the plan will be a basis for denial of the requested land use change."

The other aspect of their response that I am left wondering about is their proposal to identify all of the necessary road improvements in a separate map for the Babcock Ranch Community only in the Transportation Map series, and have a separate chart or listing in the Capital Improvements Plan. Do we want to create a whole new map just for them in the Transportation Map series instead of amending Map 3A (which is not what their previous application requested)?

David M. Loveland, AICP
 Manager, Transportation Planning
 Lee County Dept. of Transportation
 1500 Monroe Street
 Fort Myers, FL 33901
 NOTE CHANGE: (239)533-8509
loveladm@leegov.com

From: Collins, Donna Marie
Sent: Thursday, May 01, 2008 11:42 AM
To: Noble, Matthew A.; O Connor, Paul S.
Cc: Loveland, David M.
Subject: FW: Babcock Ranch Community CPA (CPA2006-08)-Sufficiency Letter

For your information. Call to discuss.

Donna Marie Collins
 Assistant County Attorney
 Lee County Attorney's Office
 Phone: 239-533-2236
 Fax: 239-485-2106
collinsd@leegov.com

Please note that Florida has a broad public records law. Most written communications to or from County Employees and Officials regarding County business are public records subject to review by the public and media upon request. Your email communication may be subject to public disclosure.

5/15/2008



May 1, 2008

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

RE: Babcock Ranch Community (CPA2006-08)
Applicant's Response to November 2, 2007 Insufficiency Letter

Dear Mr. Noble:

On behalf of the applicant, Babcock Property Holdings, LLC, we have prepared the following response to the insufficiency letter for the above referenced comprehensive plan amendment application. The response addresses the issues you raised in your letter, dated November 2, 2007, as well as those raised by the Lee County Department of Transportation (LDOT), in its memo dated October 29, 2007. For reference purposes, we have included in our response the associated text from your correspondence (in *italics*).

We would propose a meeting in the near future to discuss these responses and how best to work through any remaining issues and the processing of this application.

Before going into the specific responses to Lee County's sufficiency requests, we would like to describe our proposed process for proceeding with the Lee Plan amendments necessary to mitigate traffic impacts in Lee County from the Babcock Ranch Community to be developed in Charlotte County. This process will comply with governing provisions of the Lee Plan, the Community Road Planning Agreement, state and local regulations for growth management and concurrency, and is consistent with Lee County's standard process for reviewing privately-initiated amendments to the Lee Plan.

As you may be aware, at the time the comprehensive plan amendment was submitted, the applicant was contemplating undertaking the regular DRI process. Ultimately however, the applicant undertook the Master/Incremental DRI process, which will allow for the general identification of transportation improvements that may be necessary upon buildout of the Babcock Ranch Community, and also the specific transportation improvements and/or proportionate share that will be required as mitigation/commensurate with an increment.

As part of these proposed amendments to the Lee Plan, we will continue to work with Lee County to develop an agreed-upon master list of potential transportation improvements in Lee County that may be needed to address transportation impacts upon the buildout of the Babcock Ranch Community. This master list will identify roadway improvements that may need to be constructed at buildout of the Babcock Ranch Community, depending upon the rate of vehicle trips captured internally by the Babcock Ranch Community. All of those identified road segments will be shown on a separate map for the Babcock Ranch Community only in the

Mr. Matt Noble
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May 1, 2008
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Transportation Map series and as a separate chart or listing for the Babcock Ranch Community only in the Capital Improvements Plan. The actual transportation improvements to be constructed and/or proportionate share will be identified as increments are proposed and processed on an incremental basis based upon traffic analyses conducted as a part of the incremental reviews.

As well, the applicant proposes to revise the AMDA Master Traffic Study provided in the original application submittal to be based on the Florida Department of Transportation (FDOT) Regional Travel Demand Model (2008 D1 District-wide Model). The recently approved 2008 D1 District-wide Model is the model required by the approved Babcock Ranch Community Master Development of Regional Impact Master DRI Development Order (MDO) for the applicant to use in revising the AMDA Master Traffic Study and in proceeding with the incremental applications (AIDAs). Therefore, use of the 2008 D1 District-wide Model, as well as subsequent methodology meetings and incremental modeling, will ensure consistency between the proposed Lee Plan amendments and the AMDA/AIDA process. This update of the AMDA Master Traffic Study will result in a master list of transportation improvements that may be needed through buildout, and will also form the basis of the Incremental Traffic Studies for each AIDA.

The list for the first increment will be a part of that overall Master List (consistent with the Master/Increment Development Process) and will be generated utilizing incremental modeling based on the 2008 D1 District-wide Model, as described in the MDO. This first increment list will have an identified funding source(s) and will be fully evaluated to determine the impacts on Lee County.

This process will serve as the basis for the Road Construction Agreements contemplated by the Community Road Planning Agreement, and specifically the form and process for an Incremental Road Construction Agreement to be done with each increment. The Incremental Road Construction Agreement will contain the list of road improvements required within Lee County for each increment of the AMDA, will identify the party(ies) responsible for constructing those improvements, and will identify the proportionate share cost estimate for each increment's road improvements within Lee County and the funding source(s) for the proportionate share of those improvements.

The applicant has provided a more thorough articulation of this process in the following responses to the Division of Planning (DOP) and LDOT sufficiency comments:

DIVISION OF PLANNING (DOP) COVER LETTER (November 2, 2007)

DOP: The Planning Division has reviewed your application for the above-referenced Lee Plan amendment and finds that additional information is needed before the application may be found sufficient for review. No public hearing will be schedule until all sufficiency items are addressed by the applicant.

Mr. Matt Noble
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RESPONSE: The applicant recognizes that there are issues to be addressed prior to the public hearing process.

DOP: Staff from the Lee County Department of Transportation have reviewed the above mentioned application and provided comments dated October 29, 2007. These comments are attached to this letter and need to be addressed in order to be found sufficient for review.

RESPONSE: The applicant has reviewed the LDOT memo and has responded to its comments below in this letter.

DOP: Planning staff believes that Lee Plan Table 4 must also be amended as part of this amendment package. This change will reflect the committed revenues to cover the cost of the mutually agreed transportation system improvements.

RESPONSE: The applicant acknowledges that Lee Plan Table 4 will need to be amended as part of this amendment package. The amount to be shown in the Impact Fees & Development Agreements column will depend upon the Lee County road improvements required for each increment and the proportionate share costs associated with those improvements. A list of Master Traffic Study road improvements for the Master AMDA and then a proposed list of improvements for each increment (AIDA) will be generated utilizing the approved 2008 D1 District-wide Model and the incremental modeling process outlined in the MDO. Based on each increment list, the applicant will coordinate with LDOT to reach an agreement on the party(ies) responsible for constructing those improvements and the proportionate share costs associated with those road improvements. As contemplated by the Community Road Planning Agreement, the list of road improvements for each increment, the party(ies) responsible for constructing those improvements, and the proportionate share cost estimate will then be included in each Incremental Road Construction Agreement to be negotiated between the applicant and Lee County.

DOP: Also, a Developers Agreement will be necessary to identify and guarantee the funding source for the improvements that will be added to Lee Plan Table 3.

RESPONSE: The applicant acknowledges that an Incremental Road Construction Agreement, as contemplated by the Community Road Planning Agreement, will be necessary to identify and guarantee a funding source for those road improvements actually needed as determined through each incremental traffic study. This agreement will be negotiated utilizing the approved 2008 D1 District-wide Model and the incremental modeling process outlined in the MDO to generate a list of road improvements and/or proportionate share payments required for each AIDA.

LDOT MEMORANDUM (October 29, 2007)

LDOT: The language acknowledges Lee County's unresolved concerns with the preliminary results of the BROD analysis, and reflects that the County would rely heavily on a modified list from the AMDA/DRI analysis based on an agreeable methodology.

RESPONSE: The applicant expects that the updated AMDA Master Traffic Study will result in a modified list based upon an agreeable methodology using the approved 2008 D1 FDOT District-wide Model.

LDOT: To date, there remains no agreement on the AMDA/DRI methodology, despite two sufficiency rounds. Even at this preliminary stage of evaluation of the AMDA/DRI results, it is worth noting that there are significant differences in the list of needed road improvements estimated in the AMDA/DRI analysis and the BROD analysis. One clear example of the difference that would greatly affect the number of lanes needed on SR 31: the BROD list assumes a 6-lane road internal to the development running parallel to SR 31 north from CR 78; no such internal road is included in the AMDA/DRI analysis. It is not reasonable to assume Lee County would agree to amend a critical component of the Lee Plan based on the preliminary list of road improvements developed using a methodology that Lee County was not a part of and never agreed to. Moreover, the expectation that the County would amend the Lee Plan on an incomplete list of improvements is contradictory to the provisions of the Community Road Planning Agreement.

RESPONSE: The applicant expects that the updated AMDA Master Traffic Study will result in a modified list based upon an agreeable methodology using the approved 2008 D1 FDOT District-wide Model.

LDOT: It is also worth noting that the request to amend the Lee Plan does not specify whether the proposed revision is to be based on the list of improvements in the Community Road Planning Agreement determined by the 22% internal capture assumption or the list based on the 50% internal capture assumption.

RESPONSE: The applicant expects that the updated AMDA Master Traffic Study will reflect the methodology and outputs resulting from the approved 2008 D1 FDOT District-wide Model.

LDOT: Map 3A reflects the Lee County MPO's 2030 Financially Feasible Highway Element map. Map 3A identifies the improvements toward which the limited transportation revenues expected through 2030 will be applied. Adding improvements reflected on Map 3A requires: (1) either deleting other projects off the Map; or (2) a full funding commitment from a non-projected revenue source for all the added improvements.

RESPONSE: The applicant proposes separate Transportation Maps and separate charts, listings and/or figures as needed, specifically addressing the Babcock Ranch Community

only and the Master/Incremental process, to identify and guarantee a funding source(s) for the road improvements that will be constructed. Pursuant to the Community Road Planning Agreement, the applicant may use any funding mechanism and sources to meet its obligations which are, may be, or may become, available under either Florida or federal law. The terms of the Incremental Road Construction Agreements will be based on governing state and local concurrency requirements. Under those requirements, it is not necessary for the applicant to provide 100% of the funding for the improvements, only to provide a guarantee for its proportionate share of the funding for the improvements to actually be constructed to mitigate impacts from an increment. An Incremental Road Construction Agreement form will be finalized as part of the first AIDA.

LDOT: The list of improvements generated by the BROD analysis and attached as Exhibit B of the Community Road Planning Agreement does not show Kitson providing 100% of the funding for every improvement. As noted above, only those improvements with a 100% funding commitment can even be considered for addition to Map 3A.

RESPONSE: The applicant proposes separate Transportation Maps and separate charts, listings and/or figures as needed, specifically addressing the Babcock Ranch Community only and the Master/Incremental process, to identify and guarantee a funding source(s) for the road improvements that will be constructed. Pursuant to the Community Road Planning Agreement, the applicant may use any funding mechanism and sources to meet its obligations which are, may be, or may become, available under either Florida or federal law. The terms of the Incremental Road Construction Agreements will be based on governing state and local concurrency requirements. Under those requirements, it is not necessary for the applicant to provide 100% of the funding for the improvements, only to provide a guarantee for its proportionate share of the funding for the improvements to actually be constructed to mitigate impacts from an increment. A form Incremental Road Construction Agreement will be finalized as part of the first AIDA.

Furthermore, the applicant also has not made a clear funding commitment for the improvements requested in the proposed plan amendment; instead noting in an October 19, 2007 letter that "we anticipate that these improvements will be funded through the Babcock Ranch Community Independent Special District (Charlotte County) as determined by the DRI mitigation." This statement is contrary to Section C.2 of the Community Road Planning Agreement, which states: "(t)he implementing details of this commitment, including but not limited to design and turnover, will be the subject of a separate road construction agreement between Lee County and Kitson to be entered into on or before the time the DRI development order in Charlotte County is entered" (Emphasis supplied)

RESPONSE: The Incremental Road Construction Agreements, as contemplated by the Community Road Planning Agreement, will identify the party(ies) responsible for constructing those improvements and will identify and guarantee a funding source(s) for the road improvements actually needed, which are determined to be for each increment.

Mr. Matt Noble
No. CPA2006-08
May 1, 2008
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LDOT: One final concern - the proposed text amendment to Policy 36.1.1 indicates that appropriate amendments will be made to the MPO's 2030 Financially Feasible Highway Plan Map in the next update cycle. Lee County is not able to bind the actions of an independent agency such as the Lee County MPO.

RESPONSE: The applicant will work with Lee County and the Lee County MPO, and other regulating agencies, as needed, to reach agreements to support any proposed amendments to the MPO Plans and Maps. We would expect that Lee County will support agreed upon amendments as part of the Lee County MPO process.

LDOT: The applicant's October 19th letter stated that they are assuming we now have sufficient information to finalize the review of this application to amend the Lee Plan. This is not the case. There is insufficient data and analysis to support the requested amendment, and there will not be sufficient data until the AMDA/DRI transportation analysis is complete, using a methodology acceptable to Lee County. There cannot be an adequate estimate of the costs of the needed improvements and analysis of the effect of adding them to the Financially Feasible Plan, without an agreed-upon list of needed road improvements based on an acceptable methodology. The statement that the applicant is anticipating that any necessary improvements in Lee County will be funded by the Independent Special District does not represent a sufficiently detailed commitment to justify the addition of projects to the Financially Feasible Plan. More importantly, it is contrary to the Community Road Planning Agreement with Lee County.

RESPONSE: We look forward to working with Lee County to resolve all concerns.

We believe that the response presented here provides a framework within which we can continue to work on the current Lee Plan amendment application and continue with the sufficiency process. Once you have had an opportunity to review this response, we would like to meet with you and the LDOT staff to discuss these matters in more detail. We will contact you within the coming weeks to arrange such a meeting. Please contact me with any questions.

Thank you for your consideration.

Sincerely,



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

Cc: Babcock Property Holdings, LLC
David Plummer & Associates, Inc.
James R. Brindell, Esq., Gunster, Yoakley & Stewart, PA

(239) 533-8548

May 028, 2008

Mr. Joseph Grubbs, Ph.D., AICP
c/o Johnson Engineering, Inc.
Post Office Box 1550
Fort Myers, Florida 33902-1550

RE: CPA2006-08 Babcock Ranch Community
Resubmittal Dated May 1, 2008

Dear Mr. Grubbs:

This letter is in response to the applicant's May 1, 2008 resubmittal. Planning staff finds the above mentioned submittal is insufficient and that further information is needed to make the application sufficient for review. Staff has explained to the applicant's representatives that adding improvements to Lee Plan Map 3A and the Capital Improvement Element of the Lee Plan requires a commitment to fully fund the improvement. For comprehensive plan amendments, improvements can not be considered as part of the Financially Feasible Long Range Transportation Plan without a commitment to fully fund them.

Staff does not support creating a separate map and list to be included in the Transportation Map series and in the Capital Improvements Element. The May 1, 2008 Applicant response to the November 2, 2007 Staff Insufficiency Letter provides that the applicant will seek separate Incremental Road Construction Agreements based on governing state and local concurrency requirements. The response claims that those requirements do not require the applicant to provide 100% of the funding for the improvements, only the project's proportionate share. While short-term, concurrency-related obligations that might come out of the Incremental Road Construction Agreements may only require a proportionate share commitment, staff cannot recommend a comprehensive plan amendment based on adding projects to the Financially Feasible Plan based with only partial funding commitments.

The long range planning process requires that Lee County have a plan to provide the necessary infrastructure to meet the expected growth through the plan's horizon year. The County relies on the Financially Feasible Long Range Transportation Plan to accomplish this. The applicant indicates in the third paragraph of the May 1, 2008 letter that the applicant proposed process is consistent with Lee County's standard process for reviewing privately-initiated amendments to the Lee Plan. The suggested proportionate share mitigation proposal, however, is in fact not consistent with the requirements for privately-initiated amendments to the Lee Plan. The Lee Plan amendment application under the Long Range Traffic Circulation Analysis provides a warning to applicants that "an inability to accommodate the necessary (network) modifications within the financially feasible limits of the plan will be a basis for denial of the requested land use change."

In summary, the applicant's proposed methodology is not consistent with the requirements for plan amendments in Lee County. The applicant needs to provide the required comprehensive plan amendment data and analysis. Lee Plan Tables 3 and 4 will need to be modified reflecting the committed revenues to cover the cost of the mutually agreed transportation system improvements. Staff believes that a Developers Agreement will be necessary to identify and guarantee the funding source for the improvements that will be added to Lee Plan Table 3. Proportionate share calculations are not appropriate, and will not result in improvements that address the amendments traffic impacts at the plan amendment stage. The previous staff finding that there is insufficient data and analysis to support the requested amendment still needs to be addressed by the applicant.

Upon receipt of these comments, Planning staff encourages the applicant to arrange a meeting so staff can provide additional comments concerning the methodology that is to be utilized to assess the amendments impacts. Staff also would like the applicant to note that the Board of County Commissioners plan amendment transmittal public hearing has been established to occur on October 29th, amendments not through the Local Planning Agency by their September meeting will have to be considered in next year's round of amendments. If I can be of any assistance or if you have any questions, please do not hesitate to call me at 533-8548.

Sincerely,

DEPARTMENT OF COMMUNITY DEVELOPMENT, DIVISION OF PLANNING

Matthew A. Noble, AICP
Principal Planner

cc: Planning file: CPA2006-08

Donna Marie Collins, Assistant County Attorney

Dave Loveland, Planning Manager, Department of Transportation



May 1, 2008

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

RE: Babcock Ranch Community (CPA2006-08)
Applicant's Response to November 2, 2007 Insufficiency Letter

Dear Mr. Noble:

On behalf of the applicant, Babcock Property Holdings, LLC, we have prepared the following response to the insufficiency letter for the above referenced comprehensive plan amendment application. The response addresses the issues you raised in your letter, dated November 2, 2007, as well as those raised by the Lee County Department of Transportation (LDOT), in its memo dated October 29, 2007. For reference purposes, we have included in our response the associated text from your correspondence (in *italics*).

We would propose a meeting in the near future to discuss these responses and how best to work through any remaining issues and the processing of this application.

Before going into the specific responses to Lee County's sufficiency requests, we would like to describe our proposed process for proceeding with the Lee Plan amendments necessary to mitigate traffic impacts in Lee County from the Babcock Ranch Community to be developed in Charlotte County. This process will comply with governing provisions of the Lee Plan, the Community Road Planning Agreement, state and local regulations for growth management and concurrency, and is consistent with Lee County's standard process for reviewing privately-initiated amendments to the Lee Plan.

As you may be aware, at the time the comprehensive plan amendment was submitted, the applicant was contemplating undertaking the regular DRI process. Ultimately however, the applicant undertook the Master/Incremental DRI process, which will allow for the general identification of transportation improvements that may be necessary upon buildout of the Babcock Ranch Community, and also the specific transportation improvements and/or proportionate share that will be required as mitigation commensurate with an increment.

As part of these proposed amendments to the Lee Plan, we will continue to work with Lee County to develop an agreed-upon master list of potential transportation improvements in Lee County that may be needed to address transportation impacts upon the buildout of the Babcock Ranch Community. This master list will identify roadway improvements that may need to be constructed at buildout of the Babcock Ranch Community, depending upon the rate of vehicle trips captured internally by the Babcock Ranch Community. All of those identified road segments will be shown on a separate map for the Babcock Ranch Community only in the

Mr. Matt Noble
No. CPA2006-08
May 1, 2008
Page 2 of 6

Transportation Map series and as a separate chart or listing for the Babcock Ranch Community only in the Capital Improvements Plan. The actual transportation improvements to be constructed and/or proportionate share will be identified as increments are proposed and processed on an incremental basis based upon traffic analyses conducted as a part of the incremental reviews.

As well, the applicant proposes to revise the AMDA Master Traffic Study provided in the original application submittal to be based on the Florida Department of Transportation (FDOT) Regional Travel Demand Model (2008 D1 District-wide Model). The recently approved 2008 D1 District-wide Model is the model required by the approved Babcock Ranch Community Master Development of Regional Impact Master DRI Development Order (MDO) for the applicant to use in revising the AMDA Master Traffic Study and in proceeding with the incremental applications (AIDAs). Therefore, use of the 2008 D1 District-wide Model, as well as subsequent methodology meetings and incremental modeling, will ensure consistency between the proposed Lee Plan amendments and the AMDA/AIDA process. This update of the AMDA Master Traffic Study will result in a master list of transportation improvements that may be needed through buildout, and will also form the basis of the Incremental Traffic Studies for each AIDA.

The list for the first increment will be a part of that overall Master List (consistent with the Master/Increment Development Process) and will be generated utilizing incremental modeling based on the 2008 D1 District-wide Model, as described in the MDO. This first increment list will have an identified funding source(s) and will be fully evaluated to determine the impacts on Lee County.

This process will serve as the basis for the Road Construction Agreements contemplated by the Community Road Planning Agreement, and specifically the form and process for an Incremental Road Construction Agreement to be done with each increment. The Incremental Road Construction Agreement will contain the list of road improvements required within Lee County for each increment of the AMDA, will identify the party(ies) responsible for constructing those improvements, and will identify the proportionate share cost estimate for each increment's road improvements within Lee County and the funding source(s) for the proportionate share of those improvements.

The applicant has provided a more thorough articulation of this process in the following responses to the Division of Planning (DOP) and LDOT sufficiency comments:

DIVISION OF PLANNING (DOP) COVER LETTER (November 2, 2007)

DOP: The Planning Division has reviewed your application for the above-referenced Lee Plan amendment and finds that additional information is needed before the application may be found sufficient for review. No public hearing will be schedule until all sufficiency items are addressed by the applicant.

Mr. Matt Noble
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May 1, 2008
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RESPONSE: The applicant recognizes that there are issues to be addressed prior to the public hearing process.

DOP: Staff from the Lee County Department of Transportation have reviewed the above mentioned application and provided comments dated October 29, 2007. These comments are attached to this letter and need to be addressed in order to be found sufficient for review.

RESPONSE: The applicant has reviewed the LDOT memo and has responded to its comments below in this letter.

DOP: Planning staff believes that Lee Plan Table 4 must also be amended as part of this amendment package. This change will reflect the committed revenues to cover the cost of the mutually agreed transportation system improvements.

RESPONSE: The applicant acknowledges that Lee Plan Table 4 will need to be amended as part of this amendment package. The amount to be shown in the Impact Fees & Development Agreements column will depend upon the Lee County road improvements required for each increment and the proportionate share costs associated with those improvements. A list of Master Traffic Study road improvements for the Master AMDA and then a proposed list of improvements for each increment (AIDA) will be generated utilizing the approved 2008 D1 District-wide Model and the incremental modeling process outlined in the MDO. Based on each increment list, the applicant will coordinate with LDOT to reach an agreement on the party(ies) responsible for constructing those improvements and the proportionate share costs associated with those road improvements. As contemplated by the Community Road Planning Agreement, the list of road improvements for each increment, the party(ies) responsible for constructing those improvements, and the proportionate share cost estimate will then be included in each Incremental Road Construction Agreement to be negotiated between the applicant and Lee County.

DOP: Also, a Developers Agreement will be necessary to identify and guarantee the funding source for the improvements that will be added to Lee Plan Table 3.

RESPONSE: The applicant acknowledges that an Incremental Road Construction Agreement, as contemplated by the Community Road Planning Agreement, will be necessary to identify and guarantee a funding source for those road improvements actually needed as determined through each incremental traffic study. This agreement will be negotiated utilizing the approved 2008 D1 District-wide Model and the incremental modeling process outlined in the MDO to generate a list of road improvements and/or proportionate share payments required for each AIDA.

LDOT MEMORANDUM (October 29, 2007)

LDOT: The language acknowledges Lee County's unresolved concerns with the preliminary results of the BROD analysis, and reflects that the County would rely heavily on a modified list from the AMDA/DRI analysis based on an agreeable methodology.

RESPONSE: The applicant expects that the updated AMDA Master Traffic Study will result in a modified list based upon an agreeable methodology using the approved 2008 D1 FDOT District-wide Model.

LDOT: To date, there remains no agreement on the AMDA/DRI methodology, despite two sufficiency rounds. Even at this preliminary stage of evaluation of the AMDA/DRI results, it is worth noting that there are significant differences in the list of needed road improvements estimated in the AMDA/DRI analysis and the BROD analysis. One clear example of the difference that would greatly affect the number of lanes needed on SR 31: the BROD list assumes a 6-lane road internal to the development running parallel to SR 31 north from CR 78; no such internal road is included in the AMDA/DRI analysis. It is not reasonable to assume Lee County would agree to amend a critical component of the Lee Plan based on the preliminary list of road improvements developed using a methodology that Lee County was not a part of and never agreed to. Moreover, the expectation that the County would amend the Lee Plan on an incomplete list of improvements is contradictory to the provisions of the Community Road Planning Agreement.

RESPONSE: The applicant expects that the updated AMDA Master Traffic Study will result in a modified list based upon an agreeable methodology using the approved 2008 D1 FDOT District-wide Model.

LDOT: It is also worth noting that the request to amend the Lee Plan does not specify whether the proposed revision is to be based on the list of improvements in the Community Road Planning Agreement determined by the 22% internal capture assumption or the list based on the 50% internal capture assumption.

RESPONSE: The applicant expects that the updated AMDA Master Traffic Study will reflect the methodology and outputs resulting from the approved 2008 D1 FDOT District-wide Model.

LDOT: Map 3A reflects the Lee County MPO's 2030 Financially Feasible Highway Element map. Map 3A identifies the improvements toward which the limited transportation revenues expected through 2030 will be applied. Adding improvements reflected on Map 3A requires: (1) either deleting other projects off the Map; or (2) a full funding commitment from a non-projected revenue source for all the added improvements.

RESPONSE: The applicant proposes separate Transportation Maps and separate charts, listings and/or figures as needed, specifically addressing the Babcock Ranch Community

only and the Master/Incremental process, to identify and guarantee a funding source(s) for the road improvements that will be constructed. Pursuant to the Community Road Planning Agreement, the applicant may use any funding mechanism and sources to meet its obligations which are, may be, or may become, available under either Florida or federal law. The terms of the Incremental Road Construction Agreements will be based on governing state and local concurrency requirements. Under those requirements, it is not necessary for the applicant to provide 100% of the funding for the improvements, only to provide a guarantee for its proportionate share of the funding for the improvements to actually be constructed to mitigate impacts from an increment. An Incremental Road Construction Agreement form will be finalized as part of the first AIDA.

LDOT: The list of improvements generated by the BROD analysis and attached as Exhibit B of the Community Road Planning Agreement does not show Kitson providing 100% of the funding for every improvement. As noted above, only those improvements with a 100% funding commitment can even be considered for addition to Map 3A.

RESPONSE: The applicant proposes separate Transportation Maps and separate charts, listings and/or figures as needed, specifically addressing the Babcock Ranch Community only and the Master/Incremental process, to identify and guarantee a funding source(s) for the road improvements that will be constructed. Pursuant to the Community Road Planning Agreement, the applicant may use any funding mechanism and sources to meet its obligations which are, may be, or may become, available under either Florida or federal law. The terms of the Incremental Road Construction Agreements will be based on governing state and local concurrency requirements. Under those requirements, it is not necessary for the applicant to provide 100% of the funding for the improvements, only to provide a guarantee for its proportionate share of the funding for the improvements to actually be constructed to mitigate impacts from an increment. A form Incremental Road Construction Agreement will be finalized as part of the first AIDA.

Furthermore, the applicant also has not made a clear funding commitment for the improvements requested in the proposed plan amendment; instead noting in an October 19, 2007 letter that "we anticipate that these improvements will be funded through the Babcock Ranch Community Independent Special District (Charlotte County) as determined by the DRI mitigation." This statement is contrary to Section C.2 of the Community Road Planning Agreement, which states: "(t)he implementing details of this commitment, including but not limited to design and turnover, will be the subject of a separate road construction agreement between Lee County and Kitson to be entered into on or before the time the DRI development order in Charlotte County is entered" (Emphasis supplied)

RESPONSE: The Incremental Road Construction Agreements, as contemplated by the Community Road Planning Agreement, will identify the party(ies) responsible for constructing those improvements and will identify and guarantee a funding source(s) for the road improvements actually needed, which are determined to be for each increment.

Mr. Matt Noble
No. CPA2006-08
May 1, 2008
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LDOT: One final concern - the proposed text amendment to Policy 36.1.1 indicates that appropriate amendments will be made to the MPO's 2030 Financially Feasible Highway Plan Map in the next update cycle. Lee County is not able to bind the actions of an independent agency such as the Lee County MPO.

RESPONSE: The applicant will work with Lee County and the Lee County MPO, and other regulating agencies, as needed, to reach agreements to support any proposed amendments to the MPO Plans and Maps. We would expect that Lee County will support agreed upon amendments as part of the Lee County MPO process.

LDOT: The applicant's October 19th letter stated that they are assuming we now have sufficient information to finalize the review of this application to amend the Lee Plan. This is not the case. There is insufficient data and analysis to support the requested amendment, and there will not be sufficient data until the AMDA/DRI transportation analysis is complete, using a methodology acceptable to Lee County. There cannot be an adequate estimate of the costs of the needed improvements and analysis of the effect of adding them to the Financially Feasible Plan, without an agreed-upon list of needed road improvements based on an acceptable methodology. The statement that the applicant is anticipating that any necessary improvements in Lee County will be funded by the Independent Special District does not represent a sufficiently detailed commitment to justify the addition of projects to the Financially Feasible Plan. More importantly, it is contrary to the Community Road Planning Agreement with Lee County.

RESPONSE: We look forward to working with Lee County to resolve all concerns.

We believe that the response presented here provides a framework within which we can continue to work on the current Lee Plan amendment application and continue with the sufficiency process. Once you have had an opportunity to review this response, we would like to meet with you and the LDOT staff to discuss these matters in more detail. We will contact you within the coming weeks to arrange such a meeting. Please contact me with any questions.

Thank you for your consideration.

Sincerely,



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

Cc: Babcock Property Holdings, LLC
David Plummer & Associates, Inc.
James R. Brindell, Esq., Gunster, Yoakley & Stewart, PA

DIVISION OF PLANNING

MEMORANDUM



LEE COUNTY

SOUTHWEST FLORIDA

to: Board of County Commissioners
from: ^{POC} Paul O'Connor, AICP, Director
subject: October 28, 2009 Comprehensive Plan Transmittal Hearing
Status of Three Remaining Comp Plan Amendments
date: October 23, 2009

The continuation of three proposed amendments, **Babcock, Buckingham, and the DR/GR**, and final action to officially transmit the 2008/2009 amendment package are scheduled for the October 28th public hearing, with October 29th as a backup day. Attached to this memo are the agenda and three documents with information regarding each amendment.

The first attachment is the latest draft of the staff recommended language for the new transportation policies addressing the impacts from the **Babcock Ranch Community** in Charlotte County. Through meetings between the developer, affected parties and county staff, revised policy language has been developed for the Board's consideration. In an attempt to reduce the concern that the amendment is in fact adopting specific roadway improvements, the tables that identified possible road way additions and improvements have been removed. Additional language has been added to emphasize the County's support of the proposed East-West connector as a priority and to stress transportation/mobility improvements as alternatives to simply widening roadways. This new language has also been attached to this memo.

Regarding the **Buckingham Community**, staff has exchanged language drafts and conducted several meetings with the Buckingham Community's representative to try to resolve the outstanding issues. Several areas of compromise have been identified and they have been incorporated in the second attached document as the Staff Recommended Language. Unfortunately, the community's latest proposal expanded rather than narrowed the list of issues. The community is proposing additional policies and continuing to propose policies that staff is not comfortable with transmitting. The remaining issues have been identified and the list is included in the second attached document. A revised Map 16, with an agreed upon revised Buckingham Community boundary, and staff recommended revisions to Table 1(b) the Year 2030 Allocation Table are also included.

The third amendment on the agenda will be the **Implementation of the DR/GR Study**. On October 26th at a Board Workshop, the consultants will present the components of the proposal and respond to Board questions. The third attachment to this memo is a revised DR/GR Map 17, the proposed "Rural Residential" overlay showing revised Mixed-Use Communities for the Fountains and the Ginn properties.

As always, I will adjust my schedule to meet with you to discuss any or all of the proposed amendments prior to the public hearings at your convenience.

**CONTINUED
2008/2009 REGULAR LEE PLAN AMENDMENTS
TRANSMITTAL HEARING**

OCTOBER 28, 2009, 9:30 A.M.

**COMMISSION CHAMBERS
2120 MAIN STREET**

AGENDA

- 1. Call to order**
- 2. Administrative Agenda**
 - A. CPA2006-08 – Babcock Ranch Community**
 - B. CPA2007-49 – Buckingham Community Plan Update**
 - C. CPA2008-06 – Implement DR/GR Study**
- 3. Motion to Transmit 2008-2009 Round of Comprehensive Plan Amendments to the Florida Department of Community Affairs**
- 4. Motion to Adjourn**

Adams & Brinson

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS AT LAW

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Melville G. Brinson, III

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July 23, 2009

Ricardo A. Valera, P.E., Director, LWC Regulatory Division
South Florida Water Management District
Lower West Coast Regional Service Center
2301 McGregor Boulevard
Ft. Myers, FL 33901

Re: Babcock Ranch Community Environmental Resource Permit Applications

Dear Mr. Valera:

This follows our meeting with Commissioner Bigelow and my client Jim English. You may recall that it was your position that as long as an applicant demonstrated discharges not in excess of current discharges the applicant did not need to show anything further to obtain a permit. We strongly disagreed. This letter is to explain the basis of disagreement.

Section 6.0 of the South Florida Water Management District's Basis of Review for Environmental Resource Permit Applications governs water quantity criteria. Section 6.2 of the Water Quantity Criteria states in whole:

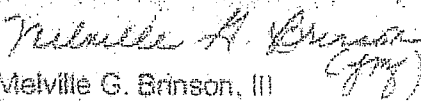
6.2 Discharge Rate -- Off-site discharge rate is limited to rates not causing adverse impacts to existing off-site properties, and:

- a) historic discharge rates, or
- b) rates determined in previous District permit actions, or
- c) rates specified in District criteria (see Appendix 2).

Appendix 2 to the Basis of Review for Environmental Resource Permit Applications does not include any allowable run-off rate for canal C43, therefore, 6.2 c) is not applicable. Please note also that 6.2 expressly states that off-site discharge rates are to be limited to rates "not causing adverse impacts to existing off-site properties, and" the applicant is further limited to either historic discharge rates or rates determined in previous District permit actions.

I presume from your discussion that the "previous District permit action" would be the prior permit which contains the erroneously high discharge rate. Please note the way this rule is written, however, it is not enough to simply base a new permit upon a previously existing permit. The applicant must also show that off-site discharge rates are limited to discharge rates not causing adverse impacts to existing off-site properties. Since it is well understood that there are already adverse impacts to off-site properties and since there is an abundance of evidence from which the District should conclude that the allowed discharge rate under the existing permit exceeds historic discharge rates, the applicant has not and cannot meet its burden of showing that the new application will not adversely impact off-site properties. This specific rule does not "grandfather in" bad permitting decisions in the past, because the lack of adverse impacts to existing off-site properties is a condition separate and apart from compliance with previous District permit actions, hence the word "and" underlined above. This is one of the many reasons we feel that the District should not consider granting any permits to the applicant until the historic flow rate, which Commissioner Bigelow suggested might be determined based upon what flow rates were sometime in the '60's, is determined so that the adverse impacts presently suffered by the properties owned by Lee County, James D. English, Jr., and other downstream property owners can be attenuated as a part of the permit process.

Very sincerely,


Melville G. Brinson, III
(signed in my absence to avoid delay)

MGBIII/jmf

cc: Brian Bigelow, Lee County Commissioner
James English
William Foley, Senior Supervising Engineer, South Florida Water Management District
Douglas H. MacLaughlin, Esquire, Senior Specialist Attorney, South Florida Water Management District
Roland Ottoloni, Director, Lee County Department of Natural Resources w/enc.
David Owen, Esquire
Tommy Perry

From: Irby English [irbye@exoconnect.com]
Sent: Friday, July 24, 2009 9:37 AM
To: 'Dist5, Mann'
Subject: FW: BABCOCK RANCH COMMUNITY.pdf - Adobe Acrobat Standard
Attachments: BABCOCK RANCH COMMUNITY.pdf

Frank,

Attached and following herewith is a copy of my recent correspondence with Mr. David Owen, County Attorney, concerning the Babcock surface water management permit applications. We do not believe that the settlement agreement to Lee County's lawsuit with Charlotte County and Babcock, being proposed by staff, will be helpful toward a fair and reasonable settlement of this matter.

-Jim

From: Irby English [mailto:irbye@exoconnect.com]
Sent: Thursday, July 23, 2009 4:38 PM
To: 'OwenD@Leegov.com'
Cc: 'Mel Brinson'; 'Karen Kamener'
Subject: FW: BABCOCK RANCH COMMUNITY.pdf - Adobe Acrobat Standard

Dear Mr. Owen,

Attached is a copy of the final draft of Mr. Brinson's letter to Ricardo A. Valera, dated July 23, 2009. We would appreciate assistance from the Lee County Legal Department in seeing that the Babcock Ranch Community's applications pertaining to surface water management are handled by the SFWMD in such a manner that the property rights of offsite property owners including Lee County and many Lee County private property owners (both upstream and downstream) are respected and that adverse impacts presently suffered by these property owners are attenuated as part of the permitting process.

Thank you very much,

Jim English

7/24/2009

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July 22, 2009

Via E-mail: Dist2@leegov.com

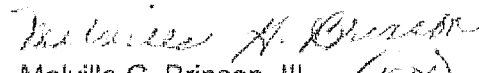
Brian Bigelow
Lee County Commissioner
Lee County Commissioner Office
P.O. Box 398
Fort Myers, FL 33902-0398

Re: Babcock Ranch Community

Dear Commissioner Bigelow:

Enclosed is a letter I received from Luna Phillips, Esquire dated May 20, 2009, which I believe is self-explanatory.

Very sincerely,


Melville G. Brinson, III
(signed in my absence to avoid delay)

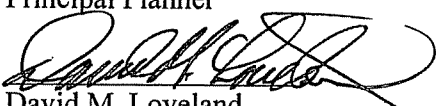
MGBIII/jmf

Enclosure

cc: James English w/o enc.
William Foley, Senior Supervising Engineer, South Florida Water Management District w/enc.
Douglas H. MacLaughlin, Esquire, Senior Specialist Attorney, South Florida Water Management District w/enc.
Roland Ottolini, Director, Lee County Department of Natural Resources w/enc.
David Owen, Esquire w/enc.
Tommy Perry w/o enc.
Ricardo E. Valera, P.E., South Florida Water Management District w/enc.

Memo

To: Matt Noble
Principal Planner

From: 
David M. Loveland
Public Works Operations Manager, Planning

Date: July 16, 2009

Subject: **Babcock Ranch Community CPA2006-00008**
Various DPA e-mail transmittals and June 19 and July 9, 2009 Johnson
Engineering Codified Application submittals

This memo supercedes the previous draft LCDOT comment memo dated February 3, 2009. LCDOT received a set of e-mail transmittals dated October 31, November 24, and December 1, 2008 from Kitson's consultant, David Plummer & Associates, in response to the October 10, 2008 LCDOT memo. The e-mails contained further analyses of the traffic impacts of the Babcock Ranch Community assuming full buildout of the community by the Lee Plan horizon year of 2030 as a supplement to the original application. LCDOT found the additional information in the e-mail transmittals to be sufficient for review and drew its own conclusions about the list of needed transportation improvements to address the buildout impacts of Babcock Ranch. An explanation of LCDOT staff's evaluation of and conclusions regarding the DPA transmittals for the buildout scenario is provided as Attachment I to this memo.

As Kitson absorbed comments from LCDOT and other County staff and proceeded through the review process, including a preliminary review by the Local Planning Agency (LPA) and various community groups, it became apparent that their assumption that they would be fully built out by the Lee Plan horizon year of 2030 wasn't realistic. Therefore, Kitson modified their assumed level of growth for the year 2030 and revised their traffic impact analysis, mindful of the issues raised by LCDOT in its review of the buildout analysis. DPA hand-delivered a draft revised analysis based on reduced development parameters by the year 2030 at a meeting with staff on May 8, 2009, and e-mailed some additional information on May 29, 2009. DOT staff determined in June that the revised analysis submittal was sufficient, and on June 19, 2009, Johnson Engineering sent a codified application to Lee County, summarizing the results of their revised analysis. Johnson Engineering further amended their codified application in a July 9, 2009 submittal.

A comparison of the Babcock Ranch Community development parameters for 2030 and buildout are provided in Table 1, below. All of the development for 2030 is assumed to be in Charlotte County. For the buildout scenario, 203 single-family units and approximately 20,000 square feet of commercial space are assumed to be within the Lee County portion of the Babcock Ranch Community.

TABLE 1
BABCOCK RANCH COMMUNITY ASSUMED DEVELOPMENT PARAMETERS

USE	UNIT	2030	BUILDOUT
Residential			
SF	d.u.	6,691	12,852
MF	d.u.	<u>4,031</u>	<u>6,648</u>
	Subtotal	10,722	19,500
Hotel	rooms	270	600
Industrial	sq. ft.	390,000	664,057
Retail	sq. ft.	1,670,403	2,925,943
Office			
General	sq. ft.	1,010,817	1,400,000
Medical	sq. ft.	<u>300,000</u>	<u>500,000</u>
	Subtotal	1,310,817	1,900,000
Recreation			
Golf	holes	39	54
Community Park	acres	53	90
Regional Park	acres	177	210
Recreation Center	sq. ft.	0	0
Library	sq. ft.	0	0
Community Uses			
Hospital	beds	0	177
ALF	units	0	418
Churches	sq. ft.	67,200	120,000
Elementary School	students	1,330	2,149
Middle School	students	662	1,162
High School	students	1,000	1,742
Government/Civic	sq. ft.	66,780	150,000

Summary of Impacts

The Community Road Planning Agreement and the subsequent Memorandum of Understanding between Lee County and Kitson anticipated the effort to identify the long range impacts of Babcock Ranch on Lee County roads in a mutually agreeable manner and incorporation of the needed improvements into the Lee Plan. The two analyses (for ultimate buildout of Babcock, and for the 2030 horizon) were based on a regional travel demand model covering twelve counties put together by

July 16, 2009

LCDOT Comments

Babcock Ranch Community - 2006-00008

FDOT, and result in the need for significantly more improvements to the roadway network in Lee County (and particularly the northeast part of the County) than currently identified in the financially feasible long range transportation plan map (Map 3A) of the Lee Plan. Although Kitson has generally committed to funding the needed improvements through the Babcock Ranch Independent Special District (ISD), the Memorandum of Understanding (MOU) anticipates that the actual improvements will be defined in each increment to be followed by a series of development agreements with the applicant to address the specific financial commitment. Given the approach anticipated in the MOU, questions arise as to how to reflect the list of needed improvements in the Lee Plan, since each improvement technically will not have funding committed until a development agreement is executed in relation to a specific increment. LCDOT staff would not recommend simply adding the list of needed improvements through the year 2030 to Map 3A, because there are implications in terms of other plan amendments in the area assuming the improvements on Map 3A are a given. Because the timing of the financial commitments is such a concern, staff is proposing the addition of a new objective and policies to the Lee Plan which would reference two new tables listing the additional needed improvements due to the impacts of the Babcock Ranch Community, and under what circumstances the improvements would be considered financially feasible and officially added to Map 3A and the County's Capital Improvement Program.

Proposed Comprehensive Plan Additions

LCDOT staff recommends the following objective and policies be added to the Lee Plan to address the potential impacts of the Babcock Ranch Community on the roadway system in Lee County. This language has been developed by staff with input from Kitson representatives. The strike-through/underline text reflects LCDOT-proposed changes to the last version of the language submitted by Kitson representatives.

OBJECTIVE 36.3: BABCOCK RANCH COMMUNITY. *To 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. In addition, to 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 (hereinafter the Developer).*
- c. *Lee County views as a priority the proposed East-West Connector roadway and related interstate interchange and any other improvements that will minimize road impacts in Lee County.*

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Policy 36.3.2: *Tables 2# and 2# includes the roadway improvements identified as necessary to accommodate the volume of traffic expected from development through 2030 and the build-out of the BRC, which are over and above the financially feasible improvements currently identified in 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 Map 3A and the road improvements will be included in the Capital Improvements Program (CIP) as developer contributions.*
- c. *Failure of the developen 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 Tables 2# and 2# 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.*

TABLE 2#
**ROADWAY IMPROVEMENTS NEEDED BEYOND THE FINANCIALLY FEASIBLE PLAN
TO ACCOMMODATE DEVELOPMENT OF THE BABCOCK RANCH COMMUNITY
THROUGH THE YEAR 2030**

Road	From	To	Current Map 3A	Additional Improvement
Bayshore Rd (SR 78)	Business 41	I-75	4L	6L
Bayshore Rd (SR 78)	I-75	State Road 31	2L	4L ⁽¹⁾
Business 41	Pondella Rd	Littleton Rd	4/6L	8L or 6L exp/grade separations ⁽¹⁾
Colonial Blvd	Winkler Ave	I-75	6L	6L + 4expL ⁽¹⁾
Del Prado Ext.	US 41	I-75	0/2L	6L
New East-West Corridor (near County line)	US 41	State Road 31	0L	4L
Immokalee Rd (SR 82)	Colonial/Lee Blvd	Buckingham Rd	6L	8L ⁽¹⁾
Lee Blvd	Immokalee Rd (SR 82)	Westgate Blvd	6L	8L ⁽¹⁾
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 Road 31	6L	8L or 6L exp/grade separations ⁽¹⁾
Palm Beach Blvd (SR 80)	State Road 31	Broadway Ave	4L	6L
State Road 31	Palm Beach Blvd (SR 80)	Bayshore Rd (SR 78)	2L	4L
State Road 31	Bayshore Rd (SR 78)	Charlotte Co. line	2L	6L ⁽¹⁾

⁽¹⁾ Identified improvement based on lane capacity needs as identified through modeling. Actual improvement may be to a parallel facility or construction of a new corridor in lieu of improvements shown.

TABLE 2#

**ROADWAY IMPROVEMENTS NEEDED BEYOND THE FINANCIALLY FEASIBLE PLAN
 TO ACCOMMODATE DEVELOPMENT OF THE BABCOCK RANCH COMMUNITY
 THROUGH COMMUNITY BUILDOUT**

Road	From	To	Current Map 3A	Additional Improvement
Bayshore Rd (SR 78)	Business 41	I-75	4L	6L
Bayshore Rd (SR 78)	I-75	State Road 31	2L	8L or 6L exp/grade separations ⁽¹⁾
Business 41	Pondella Rd	Littleton Rd	4/6L	8L or 6L exp/grade separations ⁽¹⁾
Colonial Blvd	Winkler Ave	I-75	6L	6L + 4expL ⁽¹⁾
Del Prado Ext	US 41	I-75	0/2L	6L
New East-West Corridor (near County line)	US 41	State Road 31	0L	4L
Immokalee Rd (SR 82)	Colonial/Lee Blvd	Buckingham Rd	6L	8L ⁽¹⁾
Lee Blvd	Immokalee Rd (SR 82)	Westgate Blvd	6L	8L ⁽¹⁾
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 Road 31	6L	8L or 6L exp/grade separations ⁽¹⁾
Palm Beach Blvd (SR 80)	State Road 31	Broadway Ave	4L	6L
State Road 31	Palm Beach Blvd (SR 80)	Bayshore Rd (SR 78)	2L	4L
State Road 31	Bayshore Rd (SR 78)	Charlotte Co. line	2L	10L or 6L exp/grade separations ⁽¹⁾

⁽¹⁾ Identified improvement based on lane capacity needs as identified through modeling. Actual improvement may be to a parallel facility or construction of a new corridor in lieu of improvements shown.

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Impact of Proposed Changes

As evidenced by the footnote on the two tables, the list of improvements represents one possible future, based on the growth forecasts currently in the regional model and the travel demand needs that model identifies. Over time, alternative improvements may be identified and pursued. Clearly, however, trying to address the transportation impacts in Lee County from the Charlotte County Babcock Ranch project will change the character of roadways in Lee County's northeastern rural areas. The road improvements may also increase the pressure for other urban services and lead to pressure to expand urban land use densities and intensities in northeastern Lee County.

Heightened concern stems from the possibility that the list of improvements could be greater than reflected here. The internal capture for the applicant's analysis came straight from the agreed-upon regional travel demand model. It equates to 65%, much higher than the 22% limitation Charlotte County imposed on the BROD and AMDA analyses. While a high internal capture percentage is a goal for this project, real life examples do not support these assumptions. Road impacts in Lee County may be greater if a lower internal capture rate is actually realized.

In meetings with representatives of the various impacted communities within Lee County, the representatives have stressed their interest in maintaining the rural character of their communities and their fear of how the numerous roadway improvements proposed to support Babcock Ranch would affect that character. While widening a roadway shouldn't necessarily have any effect on the surrounding rural character, the added capacity can create pressure to urbanize an area. The community representatives have focused on the timing of the list of improvements identified in the tables, preferring to see the new east-west corridor linking SR 31 to I-75 and ultimately to US 41 as the first improvement pursued. The hope is that enough of Babcock Ranch's traffic wants to get to the interstate that establishment of the new corridor will put off the need for widening SR 31 and SR 78. Since it could take as many as 15 years to establish a new east-west corridor with an interstate interchange, it is not realistic to assume that roadway will address all the impacts on the Bayshore and Alva communities, but Lee County staff agrees it should be a priority for funding because it will take so long to achieve. Establishment of such a corridor will require a significant amount of coordination with the Lee and Charlotte MPO's as the roadway planning agencies for each county, and the entities that set priorities for state and federal funding. Coordination will also be necessary between the Lee County and Charlotte County governments, and with the Florida Department Transportation.

Conclusion

The development of the Babcock Ranch Community in Charlotte County will require wide-ranging improvements to roadways in Lee County in order to accommodate the additional traffic generated by the project. In order to support additional traffic generated by the Babcock Ranch Community, and consistent with existing agreements with Kitson, LCDOT recommends amending the Lee Plan to reflect the needed improvements to support the development of the Babcock Ranch Community, but in a limited fashion, governed by new Objective 36.3 and the related policies. The new objective and policies would refer to the tables of needed roadway improvements, both for 2030 and for buildout, but those improvements wouldn't become part of Map 3A and Lee County's CIP until specific funding commitments were made through the expected development agreements associated with each increment. Significant coordination with Lee and Charlotte roadway planners and funders will be required. Serious concerns about the impact on the rural character of northeast Lee County remain.

DML/dn

cc: Donna Marie Collins, Lee County Attorney's Office
Wayne Daltry, Lee County Smart Growth Director
Paul O'Connor, Lee County Planning Director
Roland Ottolini, Lee County Natural Resources Director
Alvin "Chip" Block, Lee County Principal Planner
Johnny Limbaugh, FDOT District One, SWAO Manager

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Lawrence Massey, FDOT District One, SWAO

Mark Clark, FDOT District One, Lee MPO Liaison

Trinity Caudill-Scott, FDOT District One, Charlotte MPO Liaison

Don Scott, Lee MPO Director

Mark Gumula, Charlotte MPO Director

**LCDOT TECHNICAL REPORT
DETAILED REVIEW OF DPA BUILDOUT ANALYSIS**

Introduction

LCDOT's review and analysis is based on identification of potential additional roadway improvements to those identified on Map 3A of the Lee Plan resulting from the Babcock Ranch Community Area Master Development Application (AMDA) approved by Charlotte County. The analysis included the development parameters for the entire AMDA with an assumed buildout of 2030. The analysis compared various travel models with roadway improvements. The recommendations below are primarily based on a travel model that included six-laning of State Road 31 and State Road 78 east of I-75.

Transportation models without the project

The transportation modeling computer program used in the submittal is the Florida Standard Urban Transportation Modeling Structure (FSUTMS). FSUTMS is developed by the Florida Department of Transportation (FDOT) for estimation of future traffic demands. Lee County and the Lee County Metropolitan Planning Organization (MPO) utilize a local version, or model, of FSUTMS with local roadway and socioeconomic data as the basis to develop the Capital Improvement Program and the Financially Feasible plan.

The analyses include two different models for the year 2030. The first model is the adopted Lee County model. The adopted model is the basis for Map 3A in the Lee Plan. The adopted Lee County FSUTMS model includes Lee and Collier County data utilized by the Lee County MPO in development of the long range transportation plan. The FDOT model is the District-wide FSUTMS model developed for use by FDOT District 1. The District-wide model covers all of FDOT District One, including Lee, Collier, Charlotte, Sarasota, Manatee, Desoto, Hardee, Highlands, Polk, Glades, Hendry, and Okeechobee counties.

Kitson's consultant requested to use the FDOT District-wide model rather than the adopted Lee County model for CPA 2006-00008. The basis for the request is that the adopted Lee County model does not include Charlotte County. Babcock Ranch Community is near the boundary of several different MPO model areas, and the AMDA traffic distribution would not be well replicated by the Lee County model. The FDOT District-wide model includes all the areas and generally reflects the long range transportation plan network for each MPO. In discussions with the applicant's consultant LCDOT staff agreed that the FDOT District-wide model would be the better tool. As with any model, however, judgment must be applied in the analysis and interpretation of model outputs.

Transportation models with the project

The analyses of the project included the socioeconomic data for the Babcock Ranch Community. The socioeconomic data is based on the AMDA approved by Charlotte County. The development parameters for the AMDA include 19,918 dwelling units, 5,490,000 square feet of retail commercial, 270,000 square feet of government and church facilities, along with a hospital, parks, schools and golf course uses as community support. In Lee County, the FSUTMS model runs show 203 single-family dwelling units, and approximately 20,000 square feet of commercial and internal roadway network connections to North River Road and State Road 31. The balance of the proposed development is within Charlotte County.

The Babcock Ranch Community will add substantial traffic to the area in the vicinity of the project. Staff requested analysis of additional roadway improvements as part of the resubmittal. Kitson's

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consultant submitted a total of eight FSUTMS model runs based on the FDOT District-wide model to test the future roadway network with the project. Seven of the model runs tested additional roadway improvements in the area of the project. The roadway improvements included various combinations of additional capacity to State Road 31 (up to 6L expressway capacity), State Road 78 (up to 6L expressway capacity east of I-75), Charlotte County roadways and a new interchange connection to I-75. The improvement scenarios were as follows:

TABLE 2
Summary of FSUTMS model scenarios

Scenario	Improvements beyond current 2030 Financially Feasible Plan (Map 3A)
Adopted MPO FSUTMS without BRC	None
FDOT District wide FSUTMS without BRC	None
FDOT District wide FSUTMS with BRC	None
FDOT District wide FSUTMS with BRC	4L SR 31 & 4L SR 78
FDOT District wide FSUTMS with BRC	6L SR 31
FDOT District wide FSUTMS with BRC	6L SR 31 & 4L SR 78
FDOT District wide FSUTMS with BRC	6L SR 31 & 6L SR 78 (east of I-75)
FDOT District wide FSUTMS with BRC	6L SR 31, 6L SR 78 (east of I-75) in Lee County, 4L CR 74 & 4L SR 31 in Charlotte County
FDOT District wide FSUTMS with BRC	6L SR 31, 6L SR 78 (east of I-75), 4L internal road connection to N. River Rd. in Lee County, 4L CR 74 & 4L SR 31 in Charlotte County
FDOT District wide FSUTMS with BRC	6L SR 31, 6L SR 78 (east of I-75), E-W corridor connection to I-75 & 4L internal road connection to N. River Rd. in Lee County, 4L CR 74, 4L SR 31 in Charlotte County

Kitson's analysis

Kitson's consultant provided analysis of the output from the model to estimate the future level of service and compare it to the adopted level of service standard on each road segment in the study area. The output from the model is in Peak Season Weekday Traffic (PSWDT). The adopted level of service standard in Lee County is the average pm peak season. The peak hour volume in the peak direction is considered to be equivalent to the hundredth highest hour volume of the year. The consultant identified the following additional improvements to the financially feasible plan. The staff recommendation is identified for comparison, and any differences between the Kitson recommendation and the staff recommendation are highlighted with italics.

TABLE 3

**Comparison of Staff and Applicant Recommended Additions to the Financially Feasible Plan
with Babcock Ranch Community**

Road	From	To	Current Map 3A	Proposed w/BRC Kitson	Proposed w/BRC Staff
Bayshore Rd (SR 78)	Business 41	Hart Rd	4L	6L	6L
Bayshore Rd (SR 78)	Hart Rd	Slater Rd	4L	4L	6L
Bayshore Rd (SR 78)	Slater Rd	I-75	4L	6L	6L
Bayshore Rd (SR 78)	I-75	State Rd 31	2L	8L	8L or 6L exp/grade separations
Business 41	Pondella Rd	Bayshore Rd (SR 78)	6L	8L	8L or 6L exp/grade separations
Business 41	Bayshore Rd (SR 78)	Littleton Rd	4L	6L	6L exp/grade separations
Colonial Blvd	Winkler Ave	Ortiz Ave	6L	8L	6L + 4expL
Colonial Blvd	Ortiz Ave	I-75	6L	10L	6L + 4expL
Del Prado ext	Slater Rd.	US 41	2L	6L	6L
New East-West Corridor near county line	State Road 31	I-75	0L	2L	4L
New East-West Corridor near county line	I-75	US 41	0L	0L	4L
Immokalee Rd (SR 82)	Buckingham Rd	Colonial/Lee Blvd	6L	8L	8L
Lee Blvd	Immokalee Rd (SR 82)	Westgate Blvd	6L	8L	8L
Luckett Rd	Ortiz Ave	I-75	4L	6L	6L
Marsh Ave	Michigan Ave.	Palm Beach Blvd (SR 80)	2L	4L	2L
Orange River Blvd	Staley Rd	Neal Rd	2L	2L	4L
Orange River Blvd	Neal Rd	Buckingham Rd	2L	4L	4L

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Palm Beach Blvd (SR 80)	Seaboard	Tice St	4L	6L	6L
Palm Beach Blvd (SR 80)	Tice St	State Road 31	6L	8L	8L or 6L exp/grade separations
Palm Beach Blvd (SR 80)	State Road 31	Broadway	4L	6L	6L
Rich Rd.	Slater Rd	Pritchett Pkwy	2L	n/a	East-West Corridor
Slater Rd.	Mello Rd.	Rich Rd.	2L	n/a	East-West Corridor
Staley Rd.	Tice St.	Orange River Blvd.	2L	n/a	East-West Corridor
State Road 31	Palm Beach Blvd (SR 80)	Bayshore Rd (SR 78)	2L	4L	4L
State Road 31	Bayshore Rd (SR 78)	Charlotte Co. line	2L	10L or 6L exp/grade separations	10L or 6L exp/grade separations

LCDOT analysis

The Babcock Ranch Community AMDA residential parameters include 12,852 single-family dwelling units, 6,648 multi-family dwelling units and 418 assisted living facility dwelling units. The commercial parameters include 600 hotel rooms, 664,000 square feet of industrial, 2,920,000 square feet of retail, and 1,900,000 square feet of office. In addition the project includes 54 golf course holes, a 177 bed hospital, 120,000 square feet of church, schools for 4,400 students, 300 acres of parks and 150,000 square feet of government buildings. In order to obtain specific development approvals, Incremental Developments of Regional Impact must be submitted for review.

A comprehensive plan analysis typically evaluates a change in land use and utilizes the FSUTMS modules for trip generation, trip distribution, trip assignment and the mode of transportation. The methodology is different from a DRI or Zoning analysis where the development parameters are more precise and often the buildout year is well within the long range horizon. In the subject application, FSUTMS kept approximately 65 percent of the trips generated by project TAZ's within the project boundaries (community capture). LCDOT has concerns with the assumed amount of community capture. A lower percentage of capture will require greater public roadway needs. A lower percentage of community capture will likely require additional lanes on roadways that may carry primarily project traffic (i.e., State Road 31, State Road 78, State Road 80 and North River Road). The high percentage of community capture assumed in the applicant's analysis has the potential to understate the magnitude of roadway improvements necessary to accommodate the approved development parameters. LCDOT is working with FDOT, other review agencies, and the applicant's team to develop a methodology to estimate community capture as part of the DRI process.

The seven model runs with the project showed varying traffic demands that appeared to be a result of FSUTMS rerouting traffic destined for Lee County through Charlotte County. During sufficiency review, LCDOT's concerns about the appropriateness of the traffic routing were addressed by model runs that increased the capacity to handle the demand volumes on State Road 31 and State Road 78.

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The model runs that included six laning of State Road 31 and State Road 78 provided the most appropriate traffic routing results.

The introduction of this intensity of development in the northeast portion of the Lee County has a dramatic effect on traffic volume projections. A direct comparison of model runs with and without the project shows an increase of up to approximately 80,000 PSWDT in this area of Lee County with the addition of the Babcock Ranch Community.

Generally, LCDOT is in agreement with the facility recommendations by the applicant's consultant as identified in Table 3. However, there are some differences, which are highlighted on the table in italics. The differences primarily are in staff recommending developing additional capacity using expressway facilities with grade-separated interchanges on existing or planned six-lane roads, and developing a new east-west corridor to offset the additional traffic on certain county roads.

Bayshore Road (State Road 78), Business 41 (State Road 739), Colonial Boulevard (State Road 884), and State Road 31 all exceed six-lane capacity in the analyses. The FSUTMS model scenarios with six lanes on State Road 31 and State Road 78 used a facility coding for an expressway. An expressway has approximately 75 percent more capacity than a roadway with signalized intersections. LCDOT recommends identifying a six-lane expressway facility with grade-separated intersections on State Roads 31 and State Road 78 for consistency with the modeling. LCDOT recommends six laning with grade-separated intersections as an alternative to eight laning on Business 41 due to right-of-way restrictions. The expressway facility on Colonial Boulevard is a contingent facility in long range plans. The applicant has initiated preliminary engineering studies for future widening on State Road 31 and State Road 78.

To accommodate the development parameters approved by Charlotte County, LCDOT recommends six laning on Bayshore Road (State Road 78) between Slater Road and Hart Road for system continuity purposes. Similarly, LCDOT recommends four laning on Orange River Road between Staley Road and Neal Road.

Kitson's consultant identified additional lane needs on Marsh Avenue. The model volume exceeds capacity on Del Prado Boulevard, Rich Road, Slater Road and Staley Road. Rather than identifying individual widening of those roadways, this projected impact indicates a need for a new east-west corridor with a southern limit at the Del Prado extension and a northern limit in southern Charlotte County.

Noble, Matthew

From: Owen, David
Sent: Tuesday, July 14, 2009 2:15 PM
To: Noble, Matthew
Cc: Collins, Donna Marie; Polito, Ann
Subject: RE: Babcock...

Chapter 2007-306 was signed by the Governor and became effective on June 27, 2007.

David M. Owen
Lee County Attorney
2115 Second Street, 6th Floor
Post Office Box 398
Fort Myers, Florida 33902-0398
(239) 533-2236 (telephone)
(239) 485-2118 (fax)
owend@leegov.com

Please note: Florida has a very broad public records law. Most written communications to or from County Employees and Officials regarding County business are public records available to the public and media upon request. Your e-mail communication may be subject to public disclosure.

From: Noble, Matthew
Sent: Tuesday, July 14, 2009 1:08 PM
To: Owen, David
Subject: FW: Babcock...

Hey now David,

I've read somewhere that the ISD in Charlotte County was created by the State legislature. I just need the date that the District was established, thanks for your help!

From: Polito, Ann
Sent: Tuesday, July 14, 2009 12:07 PM
To: Noble, Matthew; Collins, Donna Marie
Cc: Owen, David
Subject: RE: Babcock...

Matt, on behalf of Donna Marie, I am responding to your question. The BOCC denied the request for establishment of an Independent District in Lee County on 1/9/07. Charlotte County, however, adopted it. I am attaching a copy of Bluesheet #20061569 which precipitated the denial. If you need additional information while Donna Marie is out, please contact David Owen (at his request). Ann << File: Bluesheet 20061569 - Independent Special District.pdf >>

Ann Polito
Legal Administrative Assistant
Lee County Attorney's Office
Phone: (239) 533-2236
FAX: (239) 485-2106
politoam@leegov.com

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From: Noble, Matthew
Sent: Tuesday, July 14, 2009 9:57 AM
To: Collins, Donna Marie
Cc: Polito, Ann
Subject: Babcock...

Hope you are doing well, and wishing you were here to help! When was the Independent Special District created?

Matthew A. Noble, Principal Planner
Lee County Division of Planning
P.O. Box 398
Fort Myers, Florida 33902-0398
Phone: 239-533-8548
Fax: 239-533-8319

Noble, Matthew

From: Owen, David
Sent: Tuesday, July 14, 2009 1:48 PM
To: Noble, Matthew
Subject: RE: Babcock...

Matt, the House Bill creating the ISD in Charlotte County was adopted in the 2007 Legislative Session. It is Special Act 2007-306. I'm getting a copy of the Bill to get the actual effective date. It's probably July 1, 2007. I'll get back to you and confirm once I receive the copy of the adopted Bill.

David M. Owen
Lee County Attorney
2115 Second Street, 6th Floor
Post Office Box 398
Fort Myers, Florida 33902-0398
(239) 533-2236 (telephone)
(239) 485-2118 (fax)
owend@leegov.com

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Ann Polito
Legal Administrative Assistant
Lee County Attorney's Office
Phone: (239) 533-2236
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politoam@leegov.com

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Sent: Tuesday, July 14, 2009 9:57 AM
To: Collins, Donna Marie
Cc: Polito, Ann
Subject: Babcock...

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Matthew A. Noble, Principal Planner
Lee County Division of Planning
P.O. Box 398
Fort Myers, Florida 33902-0398
Phone: 239-533-8548
Fax: 239-533-8319

Noble, Matthew

From: Thompson, Lynda
Sent: Friday, July 10, 2009 11:35 AM
To: Noble, Matthew; Gomez, Keith
Subject: RE: Babcock (Janes) Parcel

The total purchase price of the Babcock Ranch Preserve was \$350,000,000. The State portion was \$308,461,380. Total acres, including Lee County is 73,542. Same closing date: 7/31/2006.

Lynda Thompson, AICP
Conservation 20/20 Program Coordinator
Lee County Division of County Lands
533-8833
Website: www.conservation2020.org

From: Noble, Matthew
Sent: Friday, July 10, 2009 9:37 AM
To: Gomez, Keith
Cc: Thompson, Lynda
Subject: RE: Babcock (Janes) Parcel

Good morning all,

Do you have any particulars on the state acquisition? I'm looking for the same info, purchase price, closing date, and acreage. Thank you for your help!! We are evaluating road impacts thru a Lee Plan amendment, and I'm trying to compile a nice summary of past actions concerning the ranch....

From: Gomez, Keith
Sent: Wednesday, July 08, 2009 3:37 PM
To: Noble, Matthew
Cc: Thompson, Lynda
Subject: Babcock (Janes) Parcel

Matt,
Purchase Price - \$41,538,620
Closing Date - July 31, 2006
Acreage - 5,620

J. Keith Gomez
Property Acquisition Agent
County Lands Division
Lee County Government, Florida
P.O. Box 398
Fort Myers, FL 33902-0398
Phone (239) 533-8833
Fax (239) 485-8391

Please note: Florida has a very broad public records law. Most written communications to or from County officials regarding County business are public records available to the public and media upon request. Your email communications may be subject to public disclosure.

7/10/2009

Noble, Matthew

From: Gomez, Keith
Sent: Wednesday, July 08, 2009 3:37 PM
To: Noble, Matthew
Cc: Thompson, Lynda
Subject: Babcock (Janes) Parcel

Matt,
Purchase Price - \$41,538,620
Closing Date - July 31, 2006
Acreage - 5,620

J. Keith Gomez
Property Acquisition Agent
County Lands Division
Lee County Government, Florida
P.O. Box 398
Fort Myers, FL 33902-0398
Phone (239) 533-8833
Fax (239) 485-8391

Please note: Florida has a very broad public records law. Most written communications to or from County officials regarding County business are public records available to the public and media upon request. Your email communications may be subject to public disclosure.

7/9/2009

Noble, Matthew

From: Joseph Grubbs [jwg@johnsoneng.com]
Sent: Wednesday, June 03, 2009 4:09 PM
To: Noble, Matthew
Cc: Erica Chutkan; Steve Webb; Russell Schropp; Stephen Leung
Subject: Draft Policy - CPA2006-08 Babcock Ranch

Matt - As we discussed, the applicant has only two minor changes to staff's proposed objective/policy language for the Babcock Ranch CPA (CPA2006-08):

1. Policy 36.3.2.b. Change the word "vehicle" to "mechanism."
2. Policy 36.3.3 Restore the language deleted by staff so that the paragraph concludes with "....or are considered to be committed in the CIP."

Please let me know if you have questions, etc. Thank you!

Joe

6/10/2009



Calusa Group
8791 Corkscrew Rd., Estero, FL 33929

Serving Southwest Florida

May 21, 2009

Mr. William Hammond
5456 Parker Drive
Fort Myers FL 33919

RECEIVED
MAY 27 2009

COMMUNITY DEVELOPMENT

Dear Bill:

I would like to inform you and your leadership of our significant concerns with the proposed Comprehensive Plan Amendment presented to the Lee County LPA on February 23rd 2009 by Johnson Engineering on behalf of Babcock Ranch.

This proposed "transportation plan" appeared unimaginative. It paves over rural areas of Bayshore and Alva to connect Babcock with the urban Fort Myers area, and does not appear consistent with the letter nor intent of the Sierra Club/Babcock agreement of "minimal impacts".

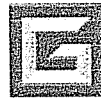
On March 17th the local community stated its concern at the East Lee County Council meeting with Babcock representatives, Johnson Engineering, Lee staff and three commissioners present. There has been no community outreach from Babcock on this issue since.

I encourage your leadership to apply creativity and attention to community reactions in arriving at a new proposal. I would hope outreach by Babcock and dialog would both occur well in advance of any other submission to the Lee County LPA.

Sincerely,

Ellen Peterson
Chair

Cc: Mr. Paul O'Connor
Ms. Donna Marie Collins
Lee Board of County Commissioners



GUNSTER

ATTORNEYS AT LAW

Our File Numbers: 00029553,00004
Writer's Email: jphillips@gunster.com
Writer's Direct Dial: 954-712-1475

May 20, 2009

VIA U.S. MAIL.

Mr. Melville G. Brinson, III
Adams & Brinson, P.A.
8359 Stringfellow Road
Unit A, Suite 102
St. James City, Florida 33956

**RE: State Road 32, Application NO. 081217-1
Lee/Charlotte County, Sections 6 and 7, Township 43S, Range 26E and Section
19, 30, and 31, Township 42S, Range 26E**

Dear Mr. Brinson:

This Firm represents Babcock Property Holdings, LLC. (BPH), a co-applicant seeking an Environmental Resource Permit (ERP) from the South Florida Water Management District (SFWMD) for the development of the Babcock Ranch Community (BRC). We are in receipt of your letter, dated April 22, 2009, to David Willems, P.E. Your letter requests that Mr. Willems provide you with copies of all future submittals and correspondence relating to the State Road 31 Permit Application No. 081217-1, including a copy of the application, any third party comments and responses from the SFWMD.

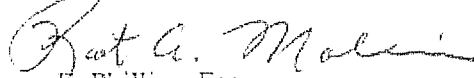
While in the past BPH may have provided your client with courtesy copies of permitting information pertaining to BRC, they are under no obligation to continue to do so. In light of the various administrative challenges filed by your client, Mr. James D. English, Jr., regarding BRC, we respectfully decline your request to provide you with any future permitting materials on either BRC or State 31. (Note that BPH is not the permit applicant for the State Road 31 matter).

Because Mr. English has chosen to continue initiating litigation against our client, despite our client's good faith attempts to address his concerns, our client will no longer be providing Mr. English with any courtesy documents related in any fashion to the development of BRC. Any future exchange of documents or communications will be conducted through the discovery process related to these lawsuits. Alternatively, since these documents are public records, we encourage him to obtain any BRC permitting documents from the SFWMD, through its public record coordinator, in the same fashion as any member of the general public would that is interested in this development.

Mr. Melville G. Brinson, LL
May 20, 2009
Page 2

Lastly, moving forward, please direct all your communications and/or letters pertaining to the Babcock Ranch Community to my attention. Thank you for your cooperation and feel free to contact me if you wish to discuss this further.

Sincerely,


Luna E. Phillips, Esq.

bor

cc: David Willems, P.E.

CPA 2006-08

Miller, Janet

From: Karen Kamener [Shadowfaxfan@earthlink.net]
 Sent: Thursday, May 07, 2009 2:40 PM
 To: Miller, Janet; Noble, Matthew
 Subject: [Fwd: Analysis of Babcocks surface water application Please thank DNR]

Hi Matt and Janet, Here is the analysis, Janet is it possible to put this in the public record?
 Thanks, Karen

----- Original Message -----

Subject: Analysis of Babcocks surface water application Please thank DNR

Date: Tue, 21 Apr 2009 12:29:40 -0400

From: Karen Kamener <Shadowfaxfan@earthlink.net>

To: Danielsare@ssfcumember.org, BJ Gerald <bjalva@embarqmail.com>, "Redfern, William" <williamred2@embarqmail.com>, Mike Stottlemeyer <MikeStottlemeyer@MSN.com>, Rob Andrys <Rob@andrys.org>, Jim Green <jgreen@cyberstreet.com>, Ed Kimball <kimelk@netzero.com>, Shelley Traurig <Sat300@aol.com>, Debbie Jackow <debjack12@gmail.com>, Rachel Abrams <rachabrams@juno.com>, Barbara Rodd <Bkaraim@aol.com>, Carolyn Morton <mortonpalm@yahoo.com>, Laura Alvarez <Laura@AINurcc.com>, Matt Smith <mattsmith@biofilters.com>, Maynard Houston <maynardh@embarqmail.com>, Steve Brodtkin <SteveB239@aol.com>, Ralph and Phyllis Picking <rpicking@aol.com>, Dorothy and John Kantaris <JoDoKant@aol.com>, John Bordonaro <johnbord@yahoo.com>, pegasustfts@aol.com, Lori Davidson <Lori.davidson@53.com>, Bill Hannong <HaRa7sec@aol.com>, Larry Eckhardt <Elarry839@aol.com>, Evelyn <EZGH1@yahoo.com>, Steven Brown <stevenb@conservancy.org>, "d.urich@comcast.net" <d.urich@comcast.net>, blee gruninger <blee gruninger@comcast.net>, Ellie Boyd <geboyd64@earthlink.net>, Ellen Peterson <ecrone1@gmail.com>, 'Don Ehat' <don.ehat@gmail.com>, Loren <lorenLW@aol.com>, 'RGMC - Cullum Hasty' <cullumhasty@comcast.net>, Carl Veaux <CVeaux@aol.com>, Connie Langmann <GAFAKayaks@aol.com>, Cathy Hendrickson <CHendr7108@aol.com>, "Demers, Dr. Nora" <ndemers@fgcu.edu>, coolcherokee <coolcherokee@comcast.net>, "E.E Parks" <eeparks2@comcast.net>, Jennifer Hecker <jenniferh@conservancy.org>

Hi Everyone,


Below is Lee County's Division of Natural Resources analysis of Babcock's application for a surface water/Environmental Resource Permit. I am going to thank DNR for this analysis.

Take care, Karen

http://my.sfwmd.gov/cmsdk/content/ifs/apps/RegDocFolder/CorrespondenceTeletphoneCalls/070330-5_3rdPartyComments_481928.htm

guess ☐ ti ☐ mate

5/7/2009

[v. ges-tuh-meyt; n. ges-tuh-mit, -meyt]  verb, -mated, -mating, noun Informal.
-verb (used with object)

1. to estimate without substantial basis in facts or statistics.

-noun

2. an estimate arrived at by guesswork.

Also, **guestimate**.

From: Foley, William

Sent: Thursday, April 16, 2009 2:57 PM

To: Milburn, Susan

Subject: FW: Review Comments on Babcock Allowable Discharge Estimation (ERP 070330-5)

Susan,

Please post to 070330-5 for 3rd parties.

Thank you.

Bill

From: Lee, Samuel [<mailto:SLee@leegov.com>]

Sent: Thursday, April 16, 2009 1:27 PM

To: Foley, William

Cc: Layman, Laura; Karuna-Muni, Anura; Ottolini, Roland; Pellicer, Tony; Werst, Lee; Greg F. Rawl, P.G.

Subject: Review Comments on Babcock Allowable Discharge Estimation (ERP 070330-5)

Bill,

Please see Lee County DNR's review comments on the allowable discharge study.

Thanks,

Sam Lee

Lee County Natural Resources Division

1500 Monroe Street

Fort Myers, FL 33901

5/7/2009

Ph. 239/533-8132

Fax 239/485-8408

E-mail: slee@leegov.com

.....

April 16, 2009

Review Comments on Analysis of Infiltration and Storm Water Runoff from the Babcock Ranch Community Development, Charlotte and Lee Counties, Florida, March 13, 2009

By Lee County, Division of Natural Resources

This round of analysis presented a significantly larger allowable discharge (Peak Discharge Rate, csm) than the previous version (Feb 29, 2008) at the same watershed. Specifically, the current estimate of the 100 yr – 3 day storm runoff for Trout Creek is 92.2 csm while the 2008 version estimated 43.9 csm for the same watershed - almost twice the original estimation. It appears that only notable difference between the two versions is the one year longer simulation period in the current study. The additional year (2008) had relatively higher rainfalls but it was merely “above normal wet season”. The current version failed to explain why there is huge difference between the two estimations of discharge. Overall, the current version analysis appears rather arbitrary and therefore, cannot be accepted as a “sound scientific study”. Following are additional detailed concerns regarding the analysis.

1. The short simulation period and scarcity of calibration data of the model have been the major issue from the onset of this analysis. Lee County Division of Natural Resources (LCDNR) raised these concerns in the previous reviews (and throughout the project meetings) and requested additional efforts to supplement this model shortcoming including “statistical/historical evaluation of the site precipitation records and hydrology”, linking the “biological indicators” with the model simulation (as Dr. Hammond mentioned on April 14, 09 at the Babcock Information Meeting), anecdotal episodes of high waters/flooding, and review of the pertinent ERP permits, etc. However, no such an effort was documented in the submitted version.
2. The observed flows (not the simulated flows) are significantly different between the two versions. For example, the observed discharge on Sep 2006 at JEI 570 is 600 cfs (see Fig 21 in 2009 report) while the discharge at the same location is less than 390 cfs in 2008 report (same figure number Fig 21). More than 50 % increase of this observed (historical) flow raises serious concern. Please explain.
3. The selected simulation period of three years contains a small three day total rainfall. Specifically, based on the nearby rain gauge (Alva), the three day total rainfall from 2006 to 2008 is approximately 7 inches which is significantly less than the 25 yr – 3 day storm (11 inches), not to mention the 100 yr – 3 day (14 inches). This means that the model could be valid only for small rainfall simulation (5 yr – 1 day = 5.4 inches), but reliability of the model diminishes for a large rainfall event. To lessen this shortcoming, model calibration date was extrapolated to a larger flow - stage relationship using the river analysis model (HEC-RAS) and

5/7/2009

professional judgment. However, to run HEC-RAS model, an upstream flow is required as a boundary condition and this flow was again not from field measurement. Instead, the HEC-RAS input flows came from a separate “guestimation” – in this case, from HEC-HMS (i.e., the current analysis). It is a cycle of referencing each other for the unknown variable - flow(s). That is the reason we are requesting an extra effort (see the first comments above). Having said that, the setup of two models (HEC-RAS and HEC-HMS) has yet to be thoroughly reviewed and compared – especially for the river/reach parameters (cross section configuration, friction factors, etc.) of the two models. None of these were documented. Also, downstream stage boundary conditions on the HEC-RAS should be reviewed to determine if they are reasonable. The current report failed to discuss this either.

4. Due to above mentioned issues/limitations in the Trout Creek analysis, expanding the same model to the neighboring watersheds is premature and it only increases model uncertainty. The above mentioned concerns should be resolved before attempting to apply the model to the other watersheds.
5. Table 12 (characteristics for observed and simulated discharges) is misleading and misses much larger differences between the two flows by showing only the “percent exceeded”. For example, simple and direct one – to one comparison between the observed and simulated flows will reveal the larger differences (in the order of hundreds) – instead of tens as shown in the table.
6. It was reported that the Telegraph Creek Gage is located within a tidally-influenced reach. Still, would it possible to utilize the stage records during the low tides? Then at least one half of the recording would be useful in the model calibration instead of discarding all the recorded data.
7. On page 26 of 2008 report, it is said that “The Trout Creek Gage had data from 1991. The historic data from these gages were used in early calculation runs with the models”. Please show those “early calculation runs with the models”. Where was this early calibration reported and how reliable was this work?
8. The texts on pages 25 through 27 have numerous typos and values (especially flows) do not match with the ones shown in Figures.
9. The water budget summary shown on page 40 and Table 11 appears not to be in line with other watershed characteristics found in North Lee County. For example, evaporation appears toward low end and groundwater recharge is high.
10. How were the findings from this “Infiltration and Storm Water Run Off” report incorporated in the ERP permit calculations (i.e., the ICPR and HEC-RAS simulations). In particular, were these spatially varying parameters (runoff, base flows, storages, etc.) appropriately incorporated into the ICPR model scenarios?
11. The Natural Conditions and Proposed Conditions were not included in this report. It is expected that these natural and proposed condition analyses will be completed after the project ERP permit is approved. Then, how can the results from these two conditions model be effectively used in the regional planning process?
12. Please clarify relationship (or inter-dependency) among the three studies: (1) Infiltration and Storm Water Run Off’ report, (2) Dr. Bill Hammond’s wetland/ecological study, and (3) Johnson’s environmental study. Will the later two (2 & 3) be based on the first study (1), or was the study # 1 based on the other two? Also, will the model be updated later to incorporate findings from the two studies (2 & 3) and subsequently an ERP modification be followed?

Loveland, David

From: Polito, Ann
Sent: Wednesday, February 18, 2009 2:45 PM
To: Getch, Andrew; Loveland, David
Cc: Collins, Donna Marie
Subject: Babcock Ranch Community CPA2006-00008 - Memo to Matt Noble Revisions
Attachments: Babcock Ranch Community CPA 2006-00008.doc

Attached please find Dave Loveland's draft memo to Matt Noble regarding Babcock Ranch Community CPA2006-00008. Please see Donna Marie's suggested changes in Strike through/Underline format. Also, please note that there are Text Boxes in the margins for your review. If you have any questions, please let me know. Ann

Ann Polito
Legal Administrative Assistant
Lee County Attorney's Office
Phone: (239) 533-2236
FAX: (239) 485-2106
politoam@leegov.com

Please Note: Florida has a very broad public records law. Most written communications to or from County Employees and Officials regarding County business are public records available to the public and media upon request. Your e-mail communication may be subject to public disclosure.

Memo

To: Matt Noble
Principal Planner

From: David M. Loveland
Planning Program Manager

Date: February 17, 2009

Subject: Babcock Ranch Community CPA2006-00008
December 1, 2008 transmittal

DRAFT

LCDOT has received a set of e-mail transmittals dated October 31, November 24, and December 1, 2008 from the applicant's Kitson's consultant, David Plummer & Associates, in response to the October 10, 2008 LCDOT memo. The e-mails contain further analyses as a supplement to the referenced application. LCDOT has found the submittals to be sufficient for review and provides the following comments:

Summary

Map 3A (Attachment "A") of the Lee Plan will require significant additional transportation infrastructure improvements in the northeast part of Lee County to meet traffic demands created by Charlotte County's approval of the nearly 20,000 dwelling units and 6 million square feet of development in the Babcock Ranch Community. The anticipated roadway improvements by the year 2030, necessitated by the project, are in the communities of Alva, Bayshore, North Fort Myers, Fort Myers Shores, and Buckingham communities.

The recommended additions for a revision to Map 3A (Attachment "B"), the Financially Feasible Plan, to meet The traffic demands from of the Babcock Ranch Community necessitate additions to Lee Plan Map 3A and are reflected in Table 1 below:

Table 1

Recommended Additions to the Financially Feasible Plan with due to the projected impacts of the Babcock Ranch Community in 2030.

Road	From	To	Current Map 3A (Exhibit "A")	Proposed Map 3A (Exhibit "B")
Bayshore Rd (SR 78)	Business 41	I-75	4L	6L
Bayshore Rd (SR 78)	I-75	State Rd 31	2L	8L or 6L exp/grade separations

February 17, 2009

Babcock Ranch Community LCDOT DRAFT -2006-00008

Business 41	Pondella Rd	Littleton Rd	4/6L	8L or 6L exp/grade separations
Colonial Blvd	Winkler Ave	I-75	6L	6L + 4expL
Del Prado ext	US 41	I-75	0/2L	6L
New East-West Corridor near county line	US 41	State Road 31	0L	4L
Immokalee Rd (SR 78)	Colonial/Lee Blvd	Buckingham Rd	6L	8L
Lee Blvd	Immokalee Rd (SR 78)	Westgate Blvd	6L	8L
Luckett Rd	I-75	Ortiz Ave	4L	6L
Orange River Blvd	Staley Rd	Buckingham Rd	2L	4L
Palm Beach Blvd (SR 80)	Seaboard	Tice St	4L	6L
Palm Beach Blvd (SR 80)	Tice St	State Road 31	6L	8L or 6L exp/grade separations
Palm Beach Blvd (SR 80)	State Road 31	Broadway	4L	6L
State Road 31	Palm Beach Blvd (SR 80)	Bayshore Rd (SR 78)	2L	4L
State Road 31	Bayshore Rd (SR 78)	Charlotte Co. line	2L	10L or 6L exp/grade separations

Lee County Staff will ~~be negotiating~~ negotiate a series of development agreements with the applicant at each increment to address the delivery of financial responsibilities, but for the purposes of this amendment, the funding source for ~~all these~~ the listed additions to Map 3A will be ~~identified as the~~ Babcock Ranch Independent Special District (ISD). Policy 36.1.1 of the Lee Plan must also ~~needs to~~ be amended to reference these changes to Map 3A, since it will now differ from the Lee County MPD's 2030 Financially Feasible Plan Map, and Policy 36.1.1. will also be amended to identify the Babcock Ranch ISD as the funding source for these additions.

MPO ??

Introduction

LCDOT's review and analysis is based on identification of potential additional roadway improvements to those identified on Map 3A of the Lee Plan resulting from the Babcock Ranch Community Area Master Development Application (AMDA) ~~within~~ approved by Charlotte County. The analysis included the development parameters for the entire AMDA with an assumed buildout of 2030. The analysis compared various travel models with roadway improvements. The recommendations below are primarily based on a travel model that included six-laning of State Road 31 and State Road 78 east of I-75.

Transportation models without the project

The transportation modeling computer program used in the submittal is the Florida Standard Urban Transportation Modeling Structure (FSUTMS). FSUTMS is developed by the Florida Department of

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Babcock Ranch Community LCDOT DRAFT -2006-00008

Transportation (FDOT) for estimation of future traffic demands. Lee County and the Lee County Metropolitan Planning Organization (MPO) utilize a local version, or model, of FSUTMS with local roadway and socioeconomic data as the basis to develop the Capital Improvement Program and the Financially Feasible plan.

The analyses include two different models for the year 2030. The first model is the adopted Lee County model. The adopted model is the basis for Map 3A in the Lee Plan. The adopted Lee County FSUTMS model includes Lee and Collier County data utilized by the Lee County MPO in development of the long range transportation plan. The FDOT model is the District-wide FSUTMS model developed for use by FDOT District 1. The District-wide model covers all of FDOT District One. ~~FDOT District One includes~~, including Lee, Collier, Charlotte, Sarasota, Manatee, Desoto, Hardee, Highlands, Polk, Glades, Hendry, and Okeechobee counties.

The applicant's Kitson's consultant requested to use the FDOT District ~~ide~~ model rather than the adopted Lee County model for CPA 2006-00008. The ~~bases~~ basis for the request ~~are~~ is that the adopted Lee County model does not include Charlotte County. Babcock Ranch Community is near the boundary of several ~~other~~ different MPO model areas, and the AMDA traffic distribution would not be well replicated by the Lee County model. The FDOT District-wide model includes all ~~of~~ the areas and generally reflects the long range transportation plan network for each MPO. In discussions with the applicant's consultant LCDOT staff agreed that the FDOT District-wide model would be the better tool, ~~but as~~ As with any model, however, judgment must be applied in the analysis and interpretation of the model outputs.

Transportation models with the project

The analyses of the project included the socioeconomic data for the Babcock Ranch Community. The socioeconomic data is based on the approved AMDA approved by Charlotte County. The development parameters for the AMDA include 19,918 dwelling units, 5,490,000 square feet of retail commercial, 270,000 square feet of government and church facilities, along with a hospital, parks, schools and golf course uses as community support. In Lee County, the FSUTMS model runs show 203 single-family dwelling units, and approximately 20,000 square feet of commercial and internal roadway network connections to North River Road and State Road 31. The balance of the proposed development is within Charlotte County.

~~The size of the~~ The Babcock Ranch Community will adds substantial traffic to the area in the vicinity of the project. Staff requested analysis of additional roadway improvements as part of the resubmittal. The applicant's Kitson's consultant submitted a total of eight FSUTMS model runs based on the FDOT District-wide model to test the future roadway network with the project. Seven of the model runs tested additional roadway improvements in the area of the project. The roadway improvements included various combinations of additional capacity ~~on~~ to State Road 31 (up to 6L expressway capacity), State Road 78 (up to 6L expressway capacity east of I-75), Charlotte County roadways and a new interchange connection to I-75. The improvement scenarios were as follows:

Table 2

Summary of FSUTMS model scenarios

Scenario	Improvements beyond current 2030 Financially Feasible Plan (Map 3A)
Adopted MPO FSUTMS without BRC	None
FDOT District wide FSUTMS without BRC	None
FDOT District wide FSUTMS with BRC	None
FDOT District wide FSUTMS with BRC	4L SR 31 & 4L SR 78

Same ?

February 17, 2009

Babcock Ranch Community LCDOT DRAFT -2006-00008

FDOT District wide FSUTMS with BRC	6L SR 31
FDOT District wide FSUTMS with BRC	6L SR 31 & 4L SR 78
FDOT District wide FSUTMS with BRC	6L SR 31 & 6L SR 78 (east of I-75)
FDOT District wide FSUTMS with BRC	6L SR 31, 6L SR 78 (east of I-75) in Lee County, 4L CR 74 & 4L SR 31 in Charlotte County
FDOT District wide FSUTMS with BRC	6L SR 31, 6L SR 78 (east of I-75), 4L internal road connection to N. River Rd. in Lee County, 4L CR 74 & 4L SR 31 in Charlotte County
FDOT District wide FSUTMS with BRC	6L SR 31, 6L SR 78 (east of I-75), E-W corridor connection to I-75 & 4L internal road connection to N. River Rd. in Lee County, 4L CR 74, 4L SR 31 in Charlotte County

Applicant's consultant Kitson's analysis

The applicant's Kitson's consultant provided analysis of the output from the model to estimate the future level of service and compare it to the adopted level of service standard on each road segment in the study area. The output from the model is in Peak Season Weekday Traffic (PSWDT). The adopted level of service standard in Lee County is the average pm peak season. The peak hour volume in the peak direction is considered to be equivalent to the hundredth highest hour volume of the year. The applicant's consultant identified the following additional improvements to the financially feasible plan. The staff recommendation is identified for comparison.

Table 3

Comparison of Staff and Applicant Recommended Additions to the Financially Feasible Plan with Babcock Ranch Community

Road	From	To	Current Map 3A	Proposed w/BRC Applicant <u>Kitson</u>	Proposed w/BRC Staff
Bayshore Rd (SR 78)	Business 41	Hart Rd	4L	6L	6L
Bayshore Rd (SR 78)	Hart Rd	Slater Rd	4L	4L	6L
Bayshore Rd (SR 78)	Slater Rd	I-75	4L	6L	6L
Bayshore Rd (SR 78)	I-75	State Rd 31	2L	8L	8L or 6L exp/grade separations
Business 41	Pondella Rd	Bayshore Rd (SR 78)	6L	8L	8L or 6L exp/grade separations

Should we highlight the differences ????

February 17, 2009

Babcock Ranch Community LCDOT DRAFT -2006-00008

Business 41	Bayshore Rd (SR 78)	Littleton Rd	4L	6L	6L exp/grade separations
Colonial Blvd	Winkler Ave	Ortiz Ave	6L	8L	6L + 4expL
Colonial Blvd	Ortiz Ave	I-75	6L	10L	6L + 4expL
Del Prado ext	Slater Rd.	US 41	2L	6L	6L
New East-West Corridor near county line	State Road 31	I-75	0L	2L	4L
New East-West Corridor near county line	I-75	US 41	0L	0L	4L
Immokalee Rd (SR 78)	Buckingham Rd	Colonial/Lee Blvd	6L	8L	8L
Lee Blvd	Immokalee Rd (SR 78)	Westgate Blvd	6L	8L	8L
Luckett Rd	Ortiz Ave	I-75	4L	6L	6L
Marsh Ave	Michigan Ave.	Palm Beach Blvd (SR 80)	2L	4L	2L
Orange River Blvd	Staley Rd	Neal Rd	2L	2L	4L
Orange River Blvd	Neal Rd	Buckingham Rd	2L	4L	4L
Palm Beach Blvd (SR 80)	Seaboard	Tice St	4L	6L	6L
Palm Beach Blvd (SR 80)	Tice St	State Road 31	6L	8L	8L or 6L exp/grade separations
Palm Beach Blvd (SR 80)	State Road 31	Broadway	4L	6L	6L
Rich Rd.	Slater Rd	Pritchett Pkwy	2L	n/a	East-West Corridor
Slater Rd.	Mello Rd.	Rich Rd.	2L	n/a	East-West Corridor
Staley Rd.	Tice St.	Orange River Blvd.	2L	n/a	East-West Corridor
State Road 31	Palm Beach Blvd (SR 80)	Bayshore Rd (SR 78)	2L	4L	4L
State Road 31	Bayshore Rd (SR 78)	Charlotte Co. line	2L	10L or 6L exp/grade separations	10L or 6L exp/grade separations

LCDOT analysis

The Babcock Ranch Community AMDA residential parameters include 12,852 single-family dwelling units, 6,648 multi-family dwelling units and 418 assisted living facility dwelling units. The commercial parameters include 600 hotel rooms, 664,000 square feet of industrial, 2,920,000 square feet of retail, and 1,900,000 square feet of office. In addition the project includes 54 golf course holes, a 177 bed hospital, 120,000 square feet of church, schools for 4,400 students, 300 acres of parks and 150,000 square feet of government buildings. In order to obtain specific development approvals, Incremental Developments of Regional Impact must be submitted for review.

A comprehensive plan analysis typically evaluates a change in land use and utilizes the FSUTMS modules for trip generation, trip distribution, trip assignment and the mode of transportation. The methodology is different from a DRI or Zoning analysis where the development parameters are more precise and often the buildout year is well within the long range horizon. In the subject application, FSUTMS kept approximately 65 percent of the trips generated by project TAZ's, ~~which is now being called "community capture"~~, within the project boundaries (community capture). LCDOT has concerns with the assumed amount of community capture ~~that may actually be realized~~. A lower percentage of capture ~~has the potential to will~~ require greater public roadway needs. ~~This may A lower percentage of community capture will likely require more additional lanes on roadways that may carry primarily project traffic such as (i.e., State Road 31, State Road 78, State Road 80 and North River Road). A The higher percentage of community capture assumed by the applicant has the potential to reduce understate the magnitude of roadway improvements necessary to accommodate the approved development parameters.~~ LCDOT is working with FDOT, other review agencies, and the applicant's team to develop a methodology to estimate community capture as part of the DRI process.

What concerns in particular?

The seven model runs with the project showed varying traffic demands that appeared to be a result of FSUTMS rerouting traffic destined for Lee County through Charlotte County. During sufficiency review, LCDOT's concerns were addressed by model runs with sufficient capacity to handle the demand volumes on State Road 31 and State Road 78. The model runs that included six laning of State Road 31 and State Road 78 with sufficient capacity best addressed the concerns.

With or without?

The introduction of this intensity of development in the northeast portion of the county has a dramatic effect on traffic volume projections. A direct comparison of model runs with or without the project shows an increase of up to approximately 80,000 PSWDT in this area of Lee County.

Unclear?

Generally LCDOT is in agreement with the facility recommendations by the applicant's consultant. However, there are a few differences. The differences are in developing additional capacity by expressway facilities with grade-separated interchanges on existing or planned six-lane roads, and developing a new east-west corridor to offset the additional traffic on certain county roads.

Bayshore Road (State Road 78), Business 41 (State Road 739), Colonial Boulevard (State Road 884), and State Road 31 all exceed six-lane capacity in the analyses. The FSUTMS model scenarios with six lanes on State Road 31 and State Road 78 used a facility coding for an expressway. An expressway has approximately 75 percent more capacity than a roadway with signalized intersections. LCDOT recommends identifying a six-lane expressway facility with grade-separated intersections on State Roads 31 and State Road 78 for consistency with the modeling. LCDOT recommends 6 six laning with grade-separated intersections as an alternative to 8 eight laning on Business 41 due to right-of-way restrictions. The expressway facility on Colonial Boulevard is already a contingent facility in long range plans. The applicant has also initiated preliminary engineering studies on State Road 31 and State Road 78.

To accommodate the development parameters approved by Charlotte County, LCDOT recommends 6 six laning on Bayshore Road (State Road 78) between Slater Road and Hart Road for system continuity purposes. Similarly, LCDOT recommends 4 four laning on Orange River Road between Staley Road and Neal Road.

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The applicant's Kitson's consultant identified additional lane widths on Marsh Avenue. The model volume exceeds capacity on Del Prado Boulevard, Rich Road, Slater Road and Staley Road. Rather than identifying individual widening of those roadways, this appears to projected impact indicates a need for a new east-west corridor with a southern limit at the Del Prado extension and a northern limit in southern Charlotte County.

Concerns About Impacts of Necessary Changes to Map 3A

The Community Road Planning Agreement and the subsequent Memorandum of Understanding between Lee County and Kitson anticipated this the effort to identify the long range impacts of Babcock Ranch on Lee County roads in a mutually agreeable manner and incorporation of the needed improvements into the Lee Plan. Beyond this rather straight forward accounting however, (once the methodology was agreed upon), implementation of these planned road improvements, with six-laned arterials and grade-separations at major intersections, would significantly the improvement necessary to accommodate the development of Babcock Ranch will impact the predominately rural character of the northeast part of the County.

~~The attempt to a~~Addressing the transportation impacts in Lee County from this new city in the Charlotte County project will lead to a profound and far-reaching change to the face of much of will change the character of roadways in Lee County's remaining rural areas. Along with the The road improvements that will come additional may increase the pressures for other urban services, and likely These improvements may also lead to pressure to expand urban land use densities and intensities in the area, northern Lee. with property owners pointing to the new city as the reason they should be allowed to urbanize as well. Expanding the urban area farther out is directly contrary to Smart Growth principals, which call for us to focus on intensification efforts within the existing urbanized areas, making them more suitable for alternative modes of transportation.

One key aspect of the h Heightened concern stems from the possibility is that the list of character-changing improvements could in fact be even be greater than reflected here. The internal capture for this applicant's analysis came straight from the agreed-upon regional travel demand model, And it equates to 65%. That percentage is much higher than the 22% limitation Charlotte County imposed on the BROD and AMDA analyses, and the 55% previously pushed by Kitson's consultants. While a high internal capture percentage is a critical goal for this new city project, real life examples do not support these assumptions have seldom lived up to promises. This means the r Road impacts in Lee County could may be much worse greater if a lower internal capture rate is actually realized.

~~True f~~ Financial feasibility is also a concern. LCDOT staff has estimated the total cost of the list of road improvements from this analysis is \$ _____ billion. While the Babcock Ranch ISD is has been identified as the funding source for these improvements, the result when divided among the 20,000 residential units and 6 million square feet of commercial space would equate to about \$ _____ per unit. That doesn't include the This cost does not include the cost of internal site improvements that the ISD is also expected to finance. or improvements to Charlotte County roads

Related to the financing of the improvements necessary to accommodate development of the Babcock Ranch is a concern about regarding Kitson's commitment to fully funding the identified improvements. Although the overall improvements will be listed and the ISD identified as the source of funding in the Lee Plan, the expectation is that the implementation of the improvements will be through each AIDA incremental evaluation, to be followed by a development agreement that specifies what improvements are being done in Lee County by Kitson. There is a disconnect between the comprehensive planning process, which requires a 100% funding commitment to add improvements to the financially feasible plan, and the DRI process, which only requires a "proportional share" contribution, and only for improvements on those roads that the increment triggers certain thresholds. That system implies that there will be some unmet share of the costs of the needed improvements that someone (the County most likely) will have to pay to make the improvements happen. Besides the institutional advantage the DRI process grants Kitson, the submittal for Increment 1 of Babcock

Rework
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Ranch makes clear evidences that Kitson is intends intent to further seek to reduce his this obligation through convoluted arguments about future backlogged road conditions.

Conclusion

The development of the Babcock Ranch Community in Charlotte County will require wide-ranging improvements to roadways in Lee County in order to accommodate the additional traffic generated by the project. In order to support additional traffic generated by the Babcock Ranch Community, and eConsistent with existing agreements with Kitson, LCDOT recommends amending Map 3A of the Lee Plan to include improvements to Bayshore Road, Business 41, Colonial Boulevard, Del Prado Extension, Immokalee Road, Lee Boulevard, Littleton Road, Luckett Road, Orange River Road, Palm Beach Boulevard and State Road 31. The Babcock Ranch Community will be identified as the funding source for the improvements initially, subject to later development agreements between the applicant, the Florida Department of Transportation, Lee County and Charlotte County. Related changes to Policy 36.1.1 will also be necessary. Serious concerns about the impact on the rural character of northeast Lee County and the financial feasibility of the needed improvements remain.

DML/dn

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