

MORGAN TRACT  
PLANNED DEVELOPMENT DISTRICT  
and  
CONCEPTUAL MASTER PLAN

Jasper County, South Carolina

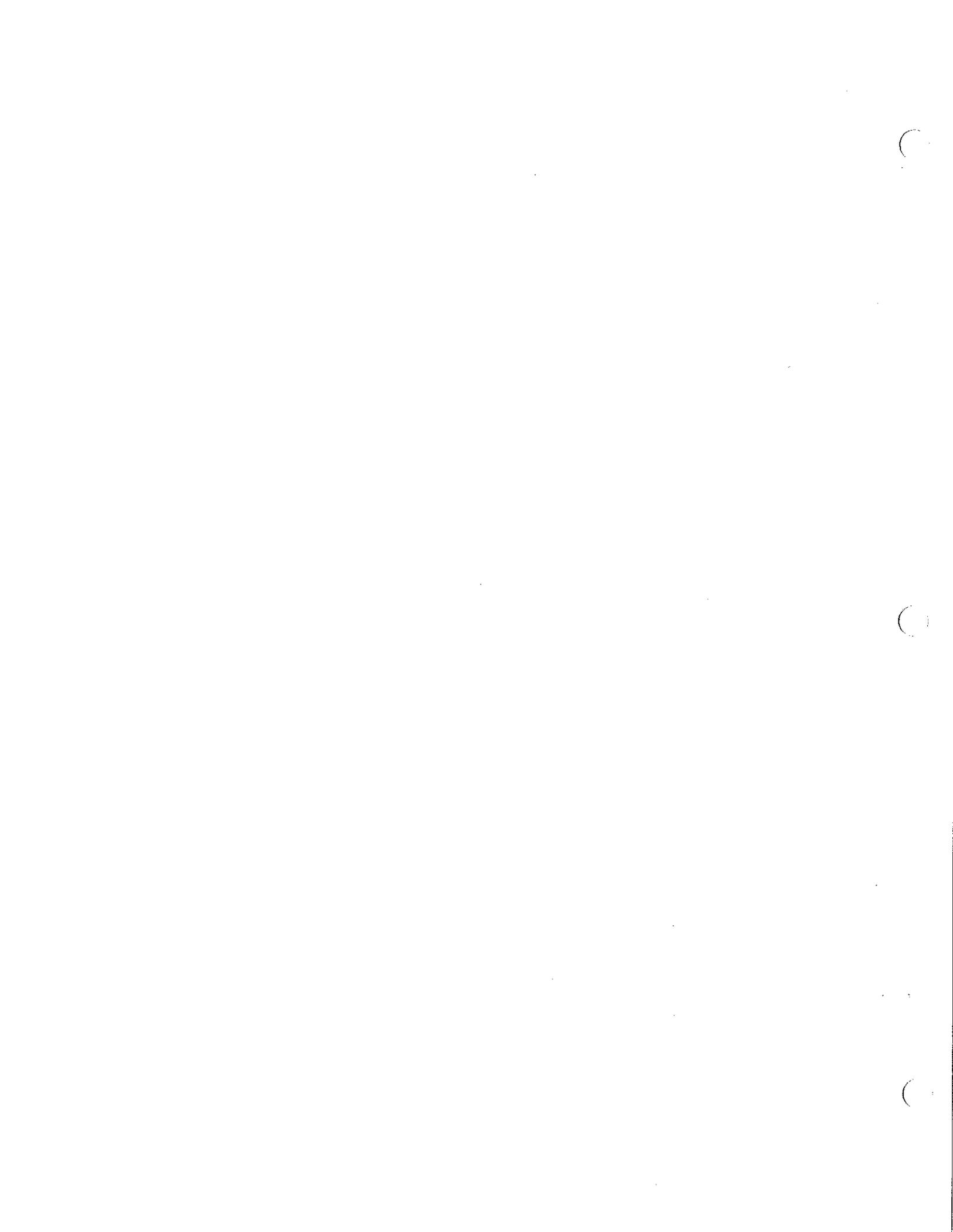
Prepared For:

MFM Properties, LLC

Submitted to:

The City of Hardeeville

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**MORGAN TRACT  
PLANNED DEVELOPMENT DISTRICT  
AND  
CONCEPTUAL MASTER PLAN**

**SECTION I:**

**INTRODUCTION AND NARRATIVE**

The Morgan Tract Planned Development District (PDD) is located in both Jasper County and the town of Hardeeville between US 278 and SC 46. The property comprising the PDD consists of two separate parcels known as the Pines Venture Parcel which is located in the City of Hardeeville and New River Parcel which is located in Jasper County. The owner of the Morgan Tract PDD is MFM Properties, LLP ("Owner"), its successors and assigns.

Through the Intergovernmental Agreement between Jasper County, and the cities of Hardeeville and Ridgeland, adopted February 8, 2005, both Jasper County and the City of Hardeeville ("City") have recommended that the New River Parcel be annexed into the City of Hardeeville. The applicant is therefore pursuing an annexation petition for the New River Parcel and a PDD and Development Agreement with the city of Hardeeville for the entire Morgan Tract including both the Pines Venture Parcel and New River Parcel.

**A. THE PROPERTY**

1. The Morgan Tract PDD is bounded on the west by Interstate 95, on the north by the US 278 and South Carolina Highway 141, on the south by South Carolina Highway 46 and on the east by a private road, Striker Rd. There are several out parcels along Pine Arbor Rd. between the New River and Pines Venture parcels which are not owned by the applicant and are therefore not included with this PDD application. The property has approximately 4,500 feet of frontage on U.S. 278, 6,200 feet of frontage along SC 141 and 5,200 feet of frontage along SC 46. Exhibit A depicts the boundary of the subject property.
2. The PDD consists of approximately 2,632 acres including 1,747 acres of uplands and non jurisdictional wetlands and approximately 884 acres of freshwater wetlands. The wetlands shown on the Conceptual Master Plan (Exhibit B) have been flagged and surveyed by Newkirk Environmental Consultants. A plat showing the wetlands has been submitted to the US Army Corps of Engineers for jurisdictional concurrence. The property does not have critical area or frontage on salt marsh nor creeks.
3. Exhibit C depicts topographic information for the Morgan Tract. The topographic information was taken from US Geological Quadrangle maps.

**B. PLANNED DEVELOPMENT DISTRICT AND DEVELOPMENT AGREEMENT PROCESS**

1. The Planned Development District (PDD) was adopted by the City of Hardeeville to permit and encourage the effective, efficient, and economical development of large tracts of land that are in the best interests of the long range development plans of the City. The PDD application will be accompanied by a Development Agreement the intent of which is to protect the rights and entitlements specified in the PDD for the property from the effect of subsequently enacted local legislation or from the effects of changing policies and procedures of local government agencies which may conflict with any term or provision of the PDD or in any way hinder, restrict, or prevent the development of the project. The Development Agreement will provide reasonable certainty as to the lawful requirements that must be met in protecting vested property rights, while maintaining the authority and duty of government to enforce laws and regulations which promote the public safety, health, and general welfare of the citizens of our State. The Development Agreement is being made and entered between Owner and the City, under the terms of the Act, for the purpose of providing assurances to the Owner that it may proceed without encountering future changes in law which would materially affect the ability to develop under the plan, and for the purpose of providing important protection to the natural environment and long term financial stability and a viable tax base to the City of Hardeeville and Jasper County.
  
2. It is the intention of the Owner (or in concert with other developers or interested parties) to engage in joint planning and financing of public infrastructure for the mutual benefit of the City of Hardeeville and the Owner. The aforementioned are details to be included in the Conceptual Master Plan, Development Agreement or other significant document as mutually agreed to by the City of Hardeeville and the Owner.

**C. CONCEPTUAL MASTER PLAN**

It is anticipated that the Morgan Tract Property will be developed over a period of twenty to thirty years or more, in accordance with the Conceptual Master Plan as set forth in this document and as the same may be supplemented by subsequent master and development plans submitted pursuant to the provisions of this PDD. The Conceptual Master Plan sets forth the general scope of the development including number of units, phasing, development standards, open space and other issues. In addition to the Conceptual Master Plan, development of the Property is controlled by other provisions of the PDD and further governed by the Development Agreement between the Owner and the City of Hardeeville.

The goal of the PDD is to produce a high quality development with a mix of uses that raises the quality of life and development standards in the area while anticipating the future needs for education, culture, commerce, housing, and services. The tract of land

provides an opportunity for a mix of land uses that will be developed over a period of time. The PDD designation is necessary to accommodate the mix of land uses, a pedestrian friendly environment, a strong community atmosphere, an environmentally sensitive plan and provide for the responsible planning and development of the property over time.

The Morgan Tract Conceptual Master Plan (Exhibit B) shows a general roadway layout and a mix of land uses showing areas designated for commercial use and residential use. Proposed land uses in the development are detailed under Section 2-Land Use Designation and Definitions.

The Conceptual Master Plan seeks to maintain open space requirements set forth in the Hardeeville Municipal Zoning and Development Standards Ordinance (MZDO) dated March 20, 2003, as amended through the date of the approval of this PDD. The open space and amenities will be owned and maintained by the Owner, homeowner's association(s), or other legally designated entity. Property deeded to a governmental entity becomes the maintenance responsibility of that entity, or as otherwise outlined in the Development Agreement.

The Conceptual Master Plan and the provisions of this PDD will constitute the zoning for the Property and a waiver from the current Hardeeville zoning and development codes and regulations where differences occur. The Conceptual Master Plan may introduce land uses that do not exist in current zoning documents. The most current version of the MZDO is included as part of the PDD document. The exceptions to these regulations are established in the PDD as detailed in Section III of this document.

The provisions of the Development Agreement and the Conceptual Master Plan shall apply to development in the Morgan Tract PDD. In the event of a conflict, the hierarchy of documents is the 1) Development Agreement; 2) the PDD and Conceptual Master Plan; 3) Design Regulations as described at Section II.D.23 herein and the Master Sign Program attached as Exhibit L; 4) US Highway 278 Corridor Review Board standards, as may be modified by the PDD; and 5) the MZDO. In the event of an omission, the MZDO shall govern. To the extent of ambiguity, the parties shall attempt to review same consistent with the terms of the Development Agreement, this PDD and the MZDO.

#### **D. ENVIRONMENTAL PROTECTION**

1. Environmental protection is a priority for the applicant. As part of the development process, Morgan Tract developers will meet or exceed the stormwater management requirements of Hardeeville, except as modified by the provisions of this PDD, and the then existing requirements of South Carolina Department of Health's Office of Ocean and Coastal Resource Management (OCRM).

2. The Owner will prepare stormwater management plans for each master planned community as it is developed in accordance with a stormwater drainage master plan to be prepared by a professional engineering firm licensed by the State of South Carolina prior to the development of any parcel. The stormwater drainage master plan will address the hydrological characteristics of the entire site, as well as adjacent drainage patterns of relative importance. The plan will address pre-development conditions and post-development stormwater management for flood control and sediment reduction. This plan will also address storm water quality through the use of several types of Best Management Practices (BMP"s), as established by the stormwater standards of the MZDO and then applicable state and federal governmental regulations, to enhance water quality and protect the surrounding freshwater wetlands.
3. A freshwater wetland delineation and verification is underway for the Morgan Tract. All freshwater wetlands have been identified and surveyed. The Owner has requested a letter of jurisdictional determination from the US Army Corps of Engineers.
4. On-site wetland impacts resulting from the development of the Morgan Tract will be permitted jointly through the U.S. Army Corps of Engineers and the Office of Ocean and Coastal Resource Management a division of the South Carolina Department of Health and Environmental Control. All impact mitigation will meet or exceed state or federal standards then in effect.
5. Prior to submitting a joint permit application for wetland impacts, an intensive cultural and historical resources survey will be conducted for the Morgan Tract. The survey will investigate the potential presence of eligible sites suitable for inclusion in the National Historic Register. The survey will be submitted to the State of South Carolina Department of Archives and History for their concurrence prior to any permitted impacts to freshwater wetlands.

#### **E. WATER AND SEWER SERVICE**

Water and sewer service will be provided to any development in the Morgan Tract by Beaufort Jasper Water and Sewer Authority or other governmental utility provider in accordance with BJWSA's agreement of consolidation and transfer with the City of Hardeeville. Preliminary discussions with Beaufort-Jasper Water and Sewer Authority (BJWSA) indicate a willingness to serve the property. Planning for the water and sewer infrastructure that will serve the Morgan Tract is underway. Planning for onsite water and sewer infrastructure will commence after the approval of Development Agreement and Planned Development District by the City. BJWSA operates and maintains water and sewer systems within their service area upon completion by the developer and acceptance by the Authority.

F. **UTILITY SERVICE**

1. The Morgan Tract is in the service territory of South Carolina Electric & Gas (SCE&G) for electrical power. The Owner will coordinate with SCE&G regarding planning for the Morgan Tract.
2. Hargray or other licensed provider will provide telephone service to the Morgan Tract. The Owner will coordinate with the provider regarding planning for the Morgan Tract. To the extent the provider is willing; all servicing will be via fiber optic cable or such other system that includes broad-band capability.
3. Other Utility services shall be provided by legally established entities at the discretion of the Owner, provided such are in accordance with the franchising ordinances/licensing with the City.
4. Utilities must be underground, except as reasonably necessary for above ground support facilities.

G. **ROADWAYS AND TRAFFIC**

The City and Owner recognize that the majority of the direct costs associated with the Development of the Property will be borne by the Owner and Secondary Developers, and many other necessary services will be provided by other governmental or quasi-governmental entities, and not by the City. For clarification, the parties make specific note of and acknowledge the following:

1. **Private Roads.** All private roads within the Property shall be constructed by the Owner, Secondary Developer or other parties and maintained by such party(ies) and/or Association(s), or dedicated for maintenance to other appropriate entities. The City will not be responsible for the construction or maintenance of any private roads within the Property, unless the City specifically agrees to do so in the future.
2. **Public Roads / Future Improvements.**
  - (a) **Access to Property.** All public roads outside the Property that serve the Property are under the jurisdiction of the State of South Carolina regarding access, construction, improvements and maintenance. Owner acknowledges that it must comply with all applicable state statues and rules and regulations of the South Carolina Department of Transportation or its successor regarding access and use of such public roads. Future public roads may serve the Property. The City shall not be responsible for construction, improvements or maintenance of the public roads which now or hereafter serve the Property, unless set forth in the Development Agreement

or the City otherwise agrees. The Property shall be served by direct access to Highway 278, Highway 46, and the proposed roads as shown on the PDD Concept Plan and as described in Exhibit E of the Development Agreement. Timing and other requirements for the proposed road improvements are also set forth in Exhibit E. Additional public roads may be planned on the Property in the future, upon written agreement between Owner and the City. To the extent practical, Owner will utilize construction accesses and temporary construction roads to minimize the use by construction vehicles and construction supply trucks of the public roads to be constructed, to avoid undue wear and tear. In connection with the construction of such of the roads which are designed or expected to be at least four-lane roads, except as set forth herein, if only two lanes of such four or more lane roads are proposed to be initially constructed, the outermost lanes of such shall be constructed first, rather than the innermost, unless otherwise agreed at Master Plan approval. Existing public roads and future improvements and right of way dedications are as follows.

**(b) Contiguous Public Roads.** There are five public roads contiguous to the Morgan Tract; US 278, SC Highway 141, South Carolina Highway 46, Interstate 95 and Pine Arbor Road. All are under the jurisdiction of South Carolina Department of Transportation (SCDOT) regarding access, construction, improvements and maintenance with the exception of Interstate 95, which is also under the jurisdiction of the Federal Highway Administration. Establishing safe and reasonable ingress and egress for the property is a priority for the Owner, SCDOT, and the City of Hardeeville. Full access shall be defined as access which allows any and all possible vehicular traffic movements into and out of a development. Limited access shall be defined as access which limits the movement of traffic into and out of a development (i.e. right-in-right-out only).

**(c) Spine Road.**

**(i) Design of Spine Road.** Owner shall design and construct upon obtaining permits from applicable governmental authorities the primary roadway and its intersections designated on the PDD Concept Plan ("Spine Road"), provided such design is in conformance with this Agreement and capable of absorbing the traffic loading created by the Development of the Property. If constructed in accordance with SCDOT standards and in accordance with the terms and conditions of this Agreement, Owner shall have the right to dedicate the road and right-of-way and any adjacent sidewalks or pathways constructed by Owner to the City (or other governmental authority), and City shall assume maintenance responsibility for such portion of the Main Road, sidewalks and pathways when and in the manner hereafter provided. The width of the right of way shall be a maximum of 150 feet. The 150 foot right-of-way is being provided by Owner (without charge for the land comprising such 150 right-of-way) to accommodate future road widening that may be appropriate due to increased traffic loading resulting from either off-Property or on-property impacts, with funding and responsibility for such widening and improvements necessitated by off-site traffic to be the responsibility of the City or other governmental entity(ies), and those

necessitated by on-site improvements to the responsibility of Owner and/or Secondary Developer(s).

**(ii). Initial Construction of Spine Road.** The Spine Road will be initially constructed as two, twelve foot wide lanes with shoulders and turn lanes providing primary access to the Morgan Tract, except that 1,000 foot section extending from the intersection of Spine Road and Highway 278 southward beyond the intersection with the proposed commercial 278 Frontage Road, as shown on the PDD Concept Plan, which will be constructed as a four lane limited access arterial roadway with appropriate turn storage and with a divided, landscaped median. Until such time as appropriate wetland mitigation/filling and other permits can be obtained to allow all four lanes of this segment to be constructed, Owner will be allowed (upon receiving appropriate permits) to initially build two 12 foot wide lanes, side by side, until Section 404 wetland permits can be issued, after which, a four lane limited access arterial roadway with appropriate turn storage and with a divided, landscaped median must be constructed. Owner agrees to simultaneously apply for the wetland permits needed to build the initial phase as well as the wetland permits needed to build all four lanes. The design speed and geometrics for the Spine Road will be establish in accordance with South Carolina Department of Transportation guidelines, as more particularly set forth in Exhibit E of the Development Agreement. Final roadway design including amount of clearing, additional lanes and typical roadway section(s) will be determined as set forth in Exhibit E.

**(iii) Phasing.** The northern terminus of the Spine Road shall be the easternmost approved full access point with US 278. The Spine Road consists of two segments, Road A and Road B, and their general location is shown on the Conceptual Master Plan. The actual location of the Spine Road will be established by the Owner in conjunction with the City at the time of Master Plan approval. Final design and construction of the Spine Road will be phased. The minimum extent of Spine Road design and construction for each phase will be determined only by the amount of road facility needed to serve the total anticipated development. The Owner is not obligated to construct any portion of the Spine Road beyond what is required to maintain a Level of Service C from traffic impacts associated with the Property. In the event on-site development traffic impacts do not lower the level of service below level C on the road constructed by Owner, the City of Hardeeville or the Owner shall have nevertheless have the right to expand Road A and/or Road B beyond that needed, in addition to constructing any uncompleted section at their discretion and expense. A traffic analysis in an approved format will be provided by the Owner to the City of Hardeeville to establish the amount of road facility needed to meet the above standard. Sequencing of road construction will be determined as set forth in the attached Exhibit E of the Development Agreement.

**(iv). Landscaping of Spine Road.** Owner shall install landscaping for the Spine Road in a safe manner consistent with the landscape plan to be submitted by

Owner and approved by the City. Owner shall establish an Association which shall have the perpetual maintenance obligation for maintaining the landscaping located within such Spine Road.

**(v) Maintenance of Spine Road.**

1. By Association. The Association shall maintain all aspects of all segments of the Spine Road constructed by Owner, drainage and rights of way of such portions of Spine Road as are constructed until two years after the Property has received its 1,500th Certificate of Occupancy, and for three years after completion of any other portions completed after the expiration of the two year period after the Property has received its 1,500<sup>th</sup> Certificate of Occupancy.
  
2. By City. On the date that is two years after the Property has received its 1,500th Certificate of Occupancy, the Owner, its successors or assigns, shall transfer title to the right of way for the constructed paved portions of the Spine Road and any adjacent sidewalks and pathways constructed by Owner to the City, and the City shall take full maintenance responsibility with regard to the constructed paved portions of the Spine Road including curbing) and any adjacent sidewalks and pathways constructed, which must be in reasonable condition at the time of transfer of responsibility, i.e., not in need of repair and with at least 50% of the useful life of the last applied pavement coating remaining. Any paved portions of the Spine Road (including curbing) and any adjacent sidewalks and pathways constructed by Owner after the expiration of the two year period after the Property has received its 1,500th Certificate of Occupancy shall become the maintenance responsibility of the City three (3) years after completion of such portions of the Spine Road, upon the same terms regarding its condition as set forth above. Acceptance of the Spine Road by the City shall be accelerated to one (1) year after the date of completion of construction of the Spine Road if the Spine Road becomes a road of regional significance as shown on the Southern Jasper Regional Transportation Plan (e.g. the Spine Road connecting Highway 278 with the extension of the Highway 278A and/or SC 46). At such time, the condition of the road must be as set forth above and alternate provisions for construction access or additional warranties shall be made so construction vehicles do not damage the Spine Road beyond general wear and tear of such roads.

**(vi) Maintenance of Drainage System and Right of Way.** Notwithstanding the foregoing, the Association will have perpetual maintenance responsibility for unpaved portions of the right of way and the entire drainage system serving the Spine Road, and Owner, its successors or assigns, shall reserve in the deeds of transfer to the City access easements in favor of themselves and/or the

Association over the right of way for the Spine Road in order to perform such maintenance obligations.

**(d). US Highway 278 A Connector.** The Spine Road may incorporate a potential extension of the US 278A Connector through the Morgan Tract. This road will be referred to as the US 278A Connector. Additional right of way shall be dedicated to the City, County, SCDOT or other public entity extending from the eastern property boundary of the Morgan Tract to the intersection of Road A and Road B as shown on the Conceptual Master Plan. This road will be referred to as Road C. This right of way shall be 150 feet in width and will be generally located as shown on the Conceptual Master Plan. The dedication of this right of way shall occur at such time as the construction of the US 278 A Connector receives programming approval from the SCDOT or other appropriate governmental agency for construction of the Road C, unless otherwise agreed. Until such dedication occurs, the Owner shall have the right to use the right of way of Road C to service any development along Road C in accordance with the Master Plan covering such development area. Should the Owner make improvements to Road C prior to dedication of the US 278 A Connector, construction costs for such improvements shall be at the sole cost of the Owner. The City, County, SCDOT or other public entity, will be responsible for the construction of Road C not already constructed by the Owner, unless, in the alternative, such construction alleviates traffic impacts from within the Property which would otherwise require additional road improvements to prevent a Level of Service below C on the roads servicing the Property, in which event an equitable and proportionate division of expenses shall be made between Owner and the City, County, SCDOT or other public entity. The Road C location may be altered in the future with the consent of Owner and City.

**(e). Access Points.** Full access points along the Spine Road and future Highway 278A shall be spaced no closer than 1500 feet unless approved at Master Plan phase for commercial zones. Additional full access points may be allowed provided they are consistent with the future access management plan currently being developed by the City. A traffic impact assessment must be provided that demonstrates the additional access points meet the applicable City of Hardeeville and SCDOT access management plans. These accesses may be relocated to accommodate traffic modeling information, wetlands, site specific characteristics and adjacent land uses as part of a traffic management plan.

**(f). Frontage Road.** A US 278 frontage road will be constructed by the Owner. This road will be referred to as the US 278 Frontage Road. The width of the right of way shall be a maximum of 120 feet, and the maximum design speed for the Frontage Road shall be determined as set forth in Exhibit E of the Development Agreement. The actual location and design of the US 278 Frontage Road will be established by the Owner in conjunction with the City and SCDOT at the time of Master Plan submittal. The location of the road will be in the Commercial Tract and Mixed Use Tract as shown on the Conceptual Master Plan. The US 278 Frontage Road will extend from Road A, more or less parallel to US 278, to the western boundary of the

Morgan Tract at SC 141. The actual location of the US 278 Frontage Road and its points of connection to adjacent property will also be determined by the Owner at the time of Master Plan submittal. The design of the US 278 Frontage Road cross sections and ingress/egress points will be sufficient to maintain a Level of Service "C" for traffic generated by development within the Morgan Tract. The Owner will have the right to dedicate the Frontage Road to the City at any time within three years of the completion of the Frontage Road, and shall transfer title to the right of way for the constructed paved portions of the Frontage Road and any adjacent sidewalks and pathways constructed by Owner to the City, and the City shall take full maintenance responsibility with regard to the constructed paved portions of the Frontage Road (including curbing) and any adjacent sidewalks and pathways constructed, which must be in reasonable condition at the time of transfer of responsibility, i.e., not in need of repair and with at least 50% of the useful life of the last applied pavement coating remaining. The City agrees to accept the dedication of the Frontage Road provided that it has been constructed in accordance with this Agreement and SCDOT standards, or other standards approved at the time of Master Plan submittal. Additional roadway expansion needed to accommodate traffic impacts not associated with the Morgan Tract shall be the responsibility of the City of Hardeeville or other public entity. The City shall have the right to expand the roadway within the 120 foot right of way. Full access points along the US 278 Frontage Road shall be spaced at 500 feet. Additional full access points may be allowed provided they are consistent with the future access management plan currently being developed by the City and are approved at Master Plan. A traffic analysis must be provided that demonstrates the additional access points meet the applicable City of Hardeeville and SCDOT access management plans. These accesses may be relocated to accommodate traffic modeling information, site specific characteristics and adjacent land uses as part of a traffic management plan.

**(g). Pine Arbor Access.** Both the Owner and City of Hardeeville recognize the benefit of ingress and egress from the Mixed Use Tract and Residential Tract to Pine Arbor Road. Although potential access from these tracts to Pine Arbor Road must cross property not owned by the City of Hardeeville or the Owner, The Owner agrees to work with the City of Hardeeville to establish access, provided such access will not negatively impact development within the Morgan Tract. The proposed access to Pine Arbor Road would be provided by one full access point as generally indicated on the Conceptual Master Plan and is subject to SCDOT approval and permitting

**(h). Access to Highway 278.** Ingress and egress for the Morgan Tract to US 278 will be provided by a combination of two full access points and one limited access point (right in/right out only) as generally shown on the Conceptual Master Plan map. The two full access points may be signaled when actual traffic volumes or other contributing factors warrant their installation, subject to SCDOT approval.

**(i). Access to Highway 141.** Access to SC 141 will be provided by two full access points and three limited access points (right in/right out only) as generally indicated

on the Conceptual Master Plan. These access points are in addition to the existing Pine Arbor Rd access to SC 141 and are subject to SCDOT approval and permitting.

**(j). Access to Highway 46.** Access to SC 46 will be provided by up to four full access points and two limited access points (right in/right out only) as generally indicated on the Conceptual Master Plan, subject to approval and permitting by SCDOT. The Spine Road will utilize one of the full access points described above.

**(k). Final location and modification of access points.** The final location of all access points described above will be determined at the time of a Master Plan submittal for these areas. These accesses may be relocated to accommodate traffic modeling information, site specific characteristics, and adjacent land uses as part of a traffic management plan, the future access management plan currently being developed by the City, and are approved as part of a Master Plan submittal. Additional access points may be allowed, provided they are consistent with the future access management plan currently being developed by the City and are approved as part of a Master Plan submittal. A traffic impact assessment in the City approved format must be provided that demonstrates the additional access point(s) meet the applicable City of Hardeeville and SCDOT access management plans. If traffic signals are warranted, they shall be installed with funding, if available, as outlined in Exhibit E of the Development Agreement and are subject to SCDOT approval and permitting. Additional frontage and interconnecting roads will be used to the maximum practical extent to lessen the need for access points and travel on major roads. Planning, design and construction of these accesses will be accomplished in a manner consistent with SCDOT standards, traffic impact assessments and PDD standards. Typical roadway sections will be submitted for review at Master Plan approval stage.

**(l). Wetland Crossings.** Potential accesses across the jurisdictional wetlands may be allowed if approved by OCRM and the U.S. Army Corps of Engineers.

**(m) Design standards.** The Spine Road (Road A and B) and Frontage Road will be designed and constructed to the standards of SCDOT and this Agreement. Other public roadway design and construction will be in accordance with SCDOT standards unless otherwise agreed at Master Plan Approval, and private roadways and interior subdivision roadways shall be in accordance with SCDOT standards or other engineering standards acceptable to the City Engineer and City of Hardeeville standards. Applicable roadway cross sections will be submitted for review and approval at time of Master Plan submittal.

**(n). Funding.** The Morgan Tract PDD may have roads designed and/or constructed with funding as outlined in this Agreement and Exhibit E of the Development Agreement. Road location indicated on the Conceptual Master Plan are subject to modification at the time of each Parcel's Development Plan approval based upon specific soil conditions, environmental concerns, physical constraints and design parameters.

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(o). **Roadway/Subdivision Linkage.** Roadway and sidewalk/pathway linkage of major land use areas, including internal linkage between residential, commercial and recreational uses, shall be provided. A master sidewalk/pathway plan shall be submitted as part of the Master Plan submittal, which shall meet the standards of the MZDO unless otherwise approved..

(p). **Modifications to Preserve Environment.** Notwithstanding the provisions of this Section, roadway design standards may be modified at Master Plan to reduce environmental impacts and increase tree preservation, provided safety concerns are not compromised. To protect and preserve significant trees, such design is hereby encouraged.

(q). **Funding for Maintenance for Dedicated Roadways.** Maintenance for roadways dedicated to the City (or other governmental authority) may be funded through an ad valorem tax applied Citywide, or such other mechanism as may be selected by the City that is applied City-wide. The parties agree that the City may transfer ownership and maintenance responsibility for the public roads described above to Jasper County, the SC Dept. of Transportation, or other public entity, in the event the County, State or public entity agrees to accept same and has a reasonable maintenance program in place.

(r). **Timing of Road Improvements.** Timing of road improvements within the Property, and responsibility therefore, is further described and set forth in Exhibit E of the Development Agreement.

(s). **Utility Improvements in Right of Way.** To the extent that any third party is permitted by the City to utilize any public road right-of-way within the Property to install underground utilities or other public services within such road right-of-way, then the City shall require that such party perform such work in a good and workmanlike manner, in conformity with all City permits, and to restore any damage to the right-of-way, including the Spine Road and/or landscaping or other improvements in connection therewith promptly. All utility improvements within such road right-of-way(s) shall be located underground, except such above ground improvements related thereto, such as lift stations, meter boxes, etc.

3. **Additional Roads.** If either Owner or a Secondary Developer is required to construct two (2) lanes of a roadway within a right of way sized to accommodate more lanes, then Owner or Secondary Developer shall construct those lanes on one side of the right of way, in accordance with plans approved by the City.

## I. TREE PRESERVATION AND REPLACEMENT

The minimum allowable post development tree coverage for all development shall be 15 trees, two and one-half inches diameter breast height (DBH) or larger, per acre within the area of the Master Plan. Preserved wetlands and buffers can not be used to meet the requirement.

In those cases where the minimum allowable tree coverage cannot be met by preservation within the area of the Master Plan, replacement trees shall be planted to meet the 15 tree per acre requirement. Replacement trees must be planted within the boundaries of the area of the Master Plan. Replacement trees may also be provided by identifying existing hardwood trees between 2.5 inches and 7 inches in diameter of the same type being removed that will be preserved. These trees must be identified by a tree survey and may be located within the PDD. Notwithstanding anything to the contrary above, all development must comply at a minimum with the landscaping requirements of Exhibit K.

### Preservation of Existing Trees

Harvesting of trees within the planted pine crop area of the PDD and replanting of hardwoods will be governed by the sections set forth above. The standards listed below will apply to specially designated areas of the PDD:

- a. Preserved Wetlands – The Morgan Tract PDD contains freshwater wetlands some of which will be designated for preservation as part of a wetland permitting and mitigation process. No clearing or tree cutting shall be allowed in these areas, other than minor and selective cutting or trimming for boardwalks or crossovers, and such other activities as may be permitted by the state and federal jurisdictional agencies including wetland restoration and enhancement projects.
- b. PDD Boundary Buffers and Wetland Buffer – No trees exceeding six caliper inches (6" DBH) in diameter shall be cleared from these buffer areas, unless such cutting is necessitated by street and entrance way improvements or utility right-of-ways. Selective cutting or trees less than 6" DBH, under brushing or limbing shall be allowed. In areas where PDD boundary and wetland buffers are predominantly pine crop rows, selective thinning of pines over 6" DBH will be allowed where such thinning improves the long term health of the remaining trees. Hardwood planting in these areas will be allowed where it is needed to establish a more natural aesthetic.

### 5. Tree Surveying/Mapping

After any harvesting or clearing of pine crop areas which may be allowed under silviculture, the developer will submit a survey or exhibit depicting all trees eight (8) inches DBH or greater within proposed development phase areas being submitted for development approval, and twenty-five (25) feet beyond. Any silviculture clearing in areas of unspecified development within the PDD will leave a minimum of 15 trees per acre.

For pine trees existing as part of the planted pine crop area of the PDD, an exhibit shall be a representation of the tree planting pattern. The exhibit will show trees according to row, tree spacing and typical size. The information will be field verified to ensure accuracy of these factors, but each tree in the remaining pine crop area need not be physically located by standard survey methods. Hardwood trees in excess of eight (8) inches DBH will be described by their actual location.

**J. PARKING**

The total number of required parking spaces for all land uses allowed herein shall conform to sections 5.8 through 5.10 of the Town of Hardeeville MZDO. Modulation of those standards may be allowed provided the applicant furnishes actual documentation that the new standard meets the parking needs of the proposed land use and the City agrees at Master Plan approval.

**K. STORMWATER MANAGEMENT**

The Morgan Tract PDD shall conform to all of the Stormwater Management Provisions of the Hardeeville MZDO, and applicable state and federal requirements. The design storm used for all stormwater design within the PDD shall be a 25 year storm event, except for arterial roads such as Spine Road (Road A and B) and Hardeeville/Bluffton Connector, which must meet fifty year storm event design. Sufficient stormwater best management practices will be employed in the development of the PDD to ensure runoff leaving the site does not degrade water quality within adjacent freshwater wetlands.

**SECTION II:**

**LAND USE DESIGNATION AND DEFINITIONS**

**A. INTRODUCTION and NARRATIVE**

The Morgan Tract PDD has a total acreage of 2,632 acres including 1,747 of acres of upland and non-jurisdictional freshwater wetlands and 884 acres of jurisdictional freshwater wetlands as indicated on the Conceptual Master Plan for the Morgan Tract Planned Development District prepared by Thomas & Hutton engineering Co.

The Conceptual Master Plan consists of the following land use areas

- Commercial Tract
- Mixed Use Tract
- Residential Tract
- Light Industrial Tract

The land use areas indicated on the Conceptual Master Plan are not intended to be rigid exact boundary lines for future land use and improvements. The Conceptual Master Plan for the Morgan Tract PDD shall maintain flexibility as may be requested by the Owner to accommodate specific soil conditions, environmental concerns, physical constraints, pedestrian friendly requirements, market conditions and design parameters and as such, the exact location of boundary lines between land use areas and their subsequent location and size indicated within the planning area shall be subject to change at the time of Master Plan submittal; provided, however, that maximum densities and other conditions of this PDD and the Development Agreement between the Owner and the City will be strictly adhered to, unless adjustment is requested by the Owner and approved by the City. The boundaries of the PDD may be modified to include adjacent acreage subject to the approval of the City of Hardeeville by appropriate petition/application to the City to amend the PDD and the Development Agreement.

**B. ALLOWED LAND USES**

The following land uses shall be permitted in the Morgan Tract PDD. The purpose of this portion of the PDD document is to state which land uses shall be allowed within the Morgan Tract PDD, however by allowing these uses this does not obligate the developer to provide the uses or facilities stated herein.

The following land uses and definitions shall be permitted in the designated Land Use Tracts as indicated. Final allowable land uses shall be adopted at Master Plan approval:

- Light Industrial Tract
  - Business Park/Light Industrial
  - Open Space
  - Silviculture

Commercial Tract

- Commercial
- Hotel/Inn/Resort
- Open Space
- Silviculture

Mixed Use Tract

- Single-Family Residential
- Traditional Neighborhood Development
- Community Center
- Community Recreation
- Commercial
- Mixed Use
- Hotel/Inn/Resort
- Institutional/Civic
- Model Home/Sales Center
- Multi-family Residential
- Neighborhood Commercial
- Recreational Vehicle Parks
- Open Space
- Silviculture

Residential Tract

- Single-Family Residential
- Traditional Neighborhood Development
- Institutional/Civic
- Maintenance Areas
- Model Home/Sales Center
- Community Center
- Community Recreation
- Commercial
- Neighborhood Commercial
- Open Space
- Silviculture

Any easement that occurs within the property shall have the same land uses as any of the adjacent land uses. Any restrictions shall be based on the legal definition of the easement.

Design Regulations will be established for each area at the time of Master Plan approval in accordance with Section II.D.23 herein. Unless otherwise agreed at Master Plan approval or in this PDD, the standard for uses from the MZDO shall apply.

**C. ALLOWED DENSITY AND TRANSFER OF DENSITY BETWEEN PLANNING AREAS**

1. The Conceptual Master Plan for the Morgan Tract PDD consists of approximately 1,467 acres within the Residential Tract, 116 acres within the Light Industrial Tract, 969 acres within the Commercial and Mixed Use Tracts (including wetlands,) and 80 acres of public road right of way as generally depicted on the Conceptual Master Plan. The Conceptual Master Plan will include approximately 565 upland and non jurisdictional wetland acres of commercial and mixed use development located primarily in the Commercial Tract and Mixed Use Tract. The Residential Tract consists of approximately 1,061 acres of uplands and non jurisdictional wetlands and 406 acres of jurisdictional wetlands. The plan also indicates some commercial development in the Residential Tract.

Notwithstanding any other provision of the PDD or this Development Agreement to the contrary, the parties understand that the wetlands shown on the Conceptual Master Plan, and the acreages of wetlands and non-wetlands set forth in the PDD and this Development Agreement, are based upon the jurisdiction assumed by the US Army Corps of Engineers (the "Corps") at the present time, and in the event that it is determined that the jurisdiction of the Corps is less than under its present assumptions, the wetlands shown in the Conceptual Master Plan and the acreages of wetlands and non-wetlands set forth in the PDD and this Development Agreement shall be adjusted accordingly.

2. **Number of Residential Units.** Recognizing the increased tax revenue resulting from the amount and location of commercial development proposed and reserved within the Morgan Tract, upon compliance with the terms and conditions of this Agreement, up to 6,700 Residential Dwelling Units ("Presumed Density" or "base units") shall be allowed on the Morgan Tract, of which 1,000 units may be multifamily Residential Dwelling Units; provided, however, that Owner shall have the right to have more than 1,000 multifamily Residential Dwelling Units, so long as at the time of such request for a building permit for multifamily units in excess of 1,000 multifamily Residential Dwelling Units, the average fair market value of all Residential Dwelling Units then constructed on the Property is at least \$180,000.00 (including the value of the Lot) plus the Adjustment Factor or more (for example, effective July 1, 2006, the average is equal to \$185,400.00 based upon the original \$180,000.00 figure plus the 3% Annual Adjustment Factor).

The Developer requirements set forth in this Agreement are based upon a Presumed Density of 6,700 Residential Dwelling Units. Additional density from conversions and additional units as provided below which results in total units above the Presumed Density figure will require additional dedications for parks and schools sites on a pro rata basis, and continued payment of impact fees on the additional units for the various infrastructure and services set forth below in Development Agreement. Reductions in density may reduce the amount of required dedications for acreage for parks and schools sites on a pro rata basis, but

such reductions shall be negotiated in good faith by both Owner and City based upon the need to provide required levels of service and facilities on a par with other residents and/or similar developments.

- 3.. **Commercial Acreage.** The factors which contribute to the successful development of commercial real estate will be prevalent to a larger degree at the Morgan Tract than any other large land parcel in the greater Hardeeville Joint Planning Area. Both the Owner and the City of Hardeeville recognize the unique opportunity to enhance the tax base of Hardeeville through commercial development in the Morgan Tract. The Conceptual Master Plan is therefore incorporating a 406 acre Commercial Tract adjacent to the confluence of US 278, the Highway 278-A Extension/Spine Road (Road A and B), and US 278 Frontage Road, in addition to a small amount of commercial land use along SC 46 and other mixed use areas. The proximity of the Commercial Tract to major collector and arterial roads is intended to enhance its viability.
4. **Commercial Reserved Acreage/Conversions.** To further ensure additional tax revenues resulting from the proposed commercial development the Owner agrees to reserve and provide a minimum of 200 upland acres of commercial or light industrial development (of which a minimum of 150 acres will be within Tracts "D", "E" and/or "F" as noted on the Conceptual Master Plan). 100 upland acres of the 200 acres listed above must consist of only the uses specified in Section II, *Land Use Designation and Definition*), subsection 5(a)(items 14 through 33 only) of the PDD.

Of the 200 acres reserved, and subject to the provisions below, Owner and Secondary Developers (to the extent Secondary Developers have been expressly assigned conversion rights by Owner), 50 acres may be converted to mixed use at any time and 50 acres may be converted to any other allowable land use within the PDD after a period of 5 years from the issuance of the first development permit within the Property, including additional density for Residential Dwelling Units at the rate of 2.7 units per acre of commercial converted. These conversions shall be allowed, provided the Owner documents that no less than 100 upland acres in Tracts D, E and F remain reserved for commercial or light industrial land uses as described above, and the residential requirements of Section VII(E) below are met.

There shall be no cap on commercial or mixed-use acreage within the PDD, provided the overall residential unit cap is not exceeded. Any additional commercial, mixed use or light industrial acreage over the 1,184 acres shown on the Conceptual Master Plan that is added to the PDD will not require a conversion of residential units.

Owner and Secondary Developer shall notify the City of conversions during the prior year during each annual compliance meeting. Owner and Secondary

Developers shall notify the City of conversions during the prior year during each annual compliance meeting.

- 5. **Additional Residential Units.** Subject to item 4, *Commercial Reserved Acreage/Conversions*, the Owner and/or Secondary Developers (to the extent Secondary Developers have been expressly signed conversion rights by Owner) shall have the right to convert up to 365 acres of commercial or mixed use acreage to residential acreage at a unit density of 2.7 residential units per acre, provided an overall cap of 7,685 residential units is not exceeded, no less than 100 acres of commercial development and 50 acres of Mixed Use remain in the areas as set forth above, and the overall average fair market value of the Residential Dwelling Units is no less than \$180,000.00 per residential unit as adjusted by the Annual Adjustment Factor from July 1, 2005 (for example, effective July 1, 2006, the average is equal to \$185,400.00 based upon the original \$180,000.00 figure plus the 3% annual Adjustment Factor). The Owner must demonstrate through a traffic impact analysis acceptable to the City, that traffic generated by such additional density over the base density can be adequately handled by existing area traffic infrastructure or infrastructure which the City forecasts to be constructed within a reasonable time. Furthermore, the City must determine that adequate provisions to serve the additional density have been made for the handling of governmental services, including Public Safety, School and Library services.
  
- 6. **Non-residential Intensity.** Non-residential uses shall have no cap placed on building intensity (building square footage/acre), provided compliance with height, storm-water, parking, buffering, landscaping and other site design requirements of the MZDO and PDD are met. Hotel/Inn/Bed and Breakfast Properties, and assisted living, congregate care, and nursing home facilities shall not have a specified dwelling unit per acre maximum, provided compliance with height, storm-water, parking, buffering, landscaping and other site design requirements of the MZDO and PDD are met. All non-residential development shall be subject to the provisions of the City of Hardeeville MZDO unless specifically exempted by this document.

**D. DEFINITIONS OF LAND USE TERMS AND DENSITY TERMS**

In the absence of a term definition in this Conceptual Master Plan or in the proposed Morgan Tract Development Agreement with the City of Hardeeville, the definitions of the MZDO or outlined in the Development Agreement shall apply in the interpretation of this Conceptual Master Plan. The locations of specific land uses are not described on the Conceptual Master Plan because this is a mixed use development. However, the definitions below shall generally describe the allowed uses within the Morgan Tract PDD.

1. Business Park/Light Industrial: This designation allows for a multi-use Business Park to meet regional demands for Light Industrial, Office, Commercial Services and Wholesale/Retail Businesses. Permitted uses include:

- a. Establishments involved in light manufacturing, regional warehouses, distribution operations, back-office operations, commercial businesses, office space, office/warehouse operations, wholesale/retail businesses, commercial service businesses, research or experimental laboratories, public building, public utility facility, agricultural farm, horticultural nursery, radio and/or television station and/or transmission tower, commercial trade or vocational school, off street commercial parking or storage area for customer, client, or employee-owned vehicles and call centers.
- b. Build-to-property lines will be allowed to reduce cost of utilities and create a more pedestrian friendly environment as long as fire protection between adjacent and party-walls is strictly adhered to and visual design standards are met. Performance standards for this district will be determined by the Design Regulations described at Section II.D.23 herein.
- c. Light Industrial uses shall provide a minimum buffer of 50 feet from adjacent residential uses not separated by a road right of way, or wetland of an equal width (including wetland buffer). Fencing requirements of the MZDO, where applicable, shall apply in addition to the increased buffer.

3. Community Center: This designation allows for the development of an internally oriented integral mix of various allowed land uses defined herein to establish a community oriented node.

a. Permitted activities

The following are permitted uses, accessory uses and structures for the Community Center Area:

- (1) Single family residential
- (2) Multifamily residential
- (3) Bed and Breakfast/Guesthouse
- (4) Institutional/Civic
- (5) Neighborhood commercial
- (6) Open space
- (7) Community recreation

Build-to-property lines will be allowed to reduce cost of utilities and create a more pedestrian friendly environment as long as fire protection between adjacent and party-walls is strictly adhered to and visual design standards are met.

Performance Standards for this district will be determined by the Design Regulations described at Section II.D. 23 herein at the time of Master Plan Submittal.

3. Community Recreation:

This designation allows for the recreational complexes and amenities to serve the Morgan Tract PDD. Land uses may consist of private and semi-private recreation, indoor and outdoor lighted and unlighted recreation facilities, establishments and services that include active and passive sports and entertainment, (for project or not) and, ancillary facilities such as restaurants serving such public recreational facilities. Community Recreation shall not be counted against the overall allowed acreage for commercial uses within the Morgan Tract PDD. Permitted uses include:

- a. Outdoor Recreational Facilities including but not limited to:
  - (1) Public &/or Private Golf courses and ancillary facilities associated therewith
  - (2) Golf cart storage barn and maintenance facilities
  - (3) Swimming Pools, Pool Bath Houses and Gazebos.
  - (4) Lakes
  - (5) Tennis Courts
  - (6) Lawn Games such as bocci, croquet, and volleyball, etc.
  - (7) Multi-use fields
  - (8) Playgrounds
  - (9) Neighborhood Parks
  - (10) Community Parks
  - (11) Leisure Trails and Bike Trails
  - (12) Other Recreational Uses.
- b. Recreational Building including but not limited to uses such as indoor recreation, meetings, assembly, banquet, fitness, and hobby space.
- c. Accessory Buildings
- d. Community Offices / Administration Buildings shall not be counted against commercial acreage.
- e. Maintenance and Storage Facilities
- f. Community Service facilities including:
  - (1) Public and/or Private clubhouses
  - (2) Pro shops, snack bars, grills, restaurants and lounges associated with clubhouses

- (3) Ancillary uses associated with community recreation facilities such as craft centers, fitness centers, etc.

Performance Standards for this district will be determined by the Design Regulations described at Section II.D. 23 herein at the time of Master Plan Submittal.

#### 4. Dwelling Units

An indication of the maximum density allowed per gross acre with the following exceptions and clarifications:

1. Maximum Dwelling Units per Acre for Detached Single Family Residential shall be 8 DU/AC Max.
2. Maximum Dwelling Units per Acre for Multifamily Residential or Attached Single Family shall be 16 DU/AC Max, based on number of stories, 1-story (8 units), 2-stories (12 units) and a project with a 3-story component in part or in whole is capped at 16 DU/AC Max.

The allocation of density as specified allows for the clustering of development to optimize the protection of natural features and maximize open space. This does not guarantee that the property can be developed at the identified maximum.

Except in Traditional Neighborhood Districts,, for detached, single family residential and duplexes (i) the minimum lot width shall be 40 feet with a minimum lot depth of 100 feet, (ii) the average lot size may vary as to specific, individual master plans, but the overall average lot size on the Property shall not be less than 5500 square feet and (iii) the minimum side setbacks shall be 6 feet on each side. Side setbacks can be reduced at the discretion of the City. The primary standard, to be utilized in allowing the variance shall be the maintenance of the City's Insurance Services Organization fire safety rating. As for dwelling units, a minimum front-yard setback of 25 feet shall be imposed on lots with front-loaded garages; a minimum setback of 15 feet for lots with side-loaded garages; a minimum setback of 15 feet from the back lot line; and a minimum setback of 5 feet from a pool or deck.

For attached single family residential, townhomes, or condominiums there shall be no minimum lot size or setbacks, and side setback shall be in accordance with City Fire Safety Standards for all non-common lot line sides.

Mother-in-law suites shall count as .5 dwelling units.

Mid-rise multi-family residential units shall be defined as those which exist in buildings over three stories with density limited to 40 units per

acre. Maximum building height shall meet the requirements of the MZDO for group dwellings and multiple family dwellings. Densities of over 40 units per acre shall be reviewed on a case by case basis and only allowed provided building safety, fire protection and other applicable concerns are addressed to the satisfaction of the City.

Performance Standards for this district will be determined by the Design Regulations described at Section II.D. 23 herein at the time of Master Plan Submittal.

- b. Live/work residential units shall be defined as those which exist in structures which also house a commercial use. It does not include a home business in a single family or multifamily residence. Live/work units shall be subject to the provisions for multi-family units listed above.
  - i. Mobile homes are not allowed within the Morgan Tract.
  - j. Recreational Vehicle Parks are governed by the provisions of Section 21 herein, and shall be considered a multi-family use. Modular or panelized homes shall not be considered mobile homes and will be considered single family homes which are permitted under this PDD.
  - k. Single-family residential consists of attached and detached residential, including both short and long term rentals. Product mix may include full size lots, attached zero lot line product, townhouses, patio home sites and cottages. Residential improvements shall be limited to a maximum of three (3) stories in height above parking or base flood elevation, as applicable, not including minor uninhabitable architecture elements above basic roof lines, subject to provisions of the MZDO.

. Performance Standards for this district will be determined by the Design Regulations described at Section II.D. 23 herein at the time of Master Plan Submittal.

### 5. Commercial

The general commercial designation allows for the development of concentrated commercial and office nodes located on/or adjacent to primary vehicular routes to serve the Morgan Tract PDD and surrounding area. Live/work residential units within this land use designation shall be counted as a residential unit for the purposes of density. The commercial component of a live/work residential unit (including first floor commercial below residential and commercial located within the same residential structure or home site) shall count as commercial acreage. A live/work unit does not include a home business that is conducted within a single or multifamily residence.

#### a. Permitted Uses:

- (1) Establishments engaged in selling goods or merchandise to the general public for personal or household consumption (e.g. shopping centers, supermarkets, department stores, convenience stores, gas stations, automobile and boat dealerships, etc.) and rendering services incidental to

the sale of such goods; establishments providing services or entertainment to the general public including but not limited to eating and drinking establishments, personal service and repair business and entertainment establishments (e.g. movie theatres, bowling alleys, etc.); medical and health facilities/office buildings and/or office for government, business professional or general purposes, unless specifically prohibited under Prohibited Uses below.

- (2) Uses allowed in General Commercial District in the City of Hardeeville MZDO, excepting truck terminals.
- (3) Single Family residential
- (4) Multi-family residential
- (5) Mixed of various uses permitted under this PDD
- (6) Assembly and Worship
- (7) Colleges and Professional Schools
- (8) Schools, Neighborhood (elementary and middle school)
- (9) Schools (community high school)
- (10) Daycare, commercial
- (11) Utilities
- (12) Public Services
- (13) Government Office
- (14) Commercial lodging (hotel and motel)
- (15) Commercial Retail
- (16) Office
- (17) Restaurant (including outdoor seating)
- (18) Service Businesses
- (19) Dry-cleaning and Laundry Services
- (20) Parking Garages
- (21) Gas-convenient stores with no Repair Bays or Facilities
- (22) Commercial Amusement (indoor)
- (23) Christmas Tree Sales
- (24) Roadside Stands (on designated areas only)
- (25) Commercial Outdoor Sales (related to existing retail)
- (26) Public Interest and Special Events (permitted, located, and scheduled ahead of time)
- (27) Nightclub and entertainment
- (28) Movie Theaters
- (29) Shopping Malls
- (30) Grocery
- (31) Live/work residential units
- (32) Mini-warehouse facilities will be limited to a maximum height of two stories.
- (33) Outdoor go-cart racing facilities subject to Section 5.19 of the MZDO, Special Nuisances

- b. Sidewalk displays are permitted directly in front of an establishment, if at least five feet of sidewalk is maintained for adequate and uncluttered pedestrian access.
- c. Commercial uses shall provide a minimum buffer of 25 feet from any adjacent residential use not separated by a road right of way.
- d. Prohibited Uses:

The following commercial uses are specifically prohibited:

- (1) Junkyards or auto salvage yards
- (2) Gambling facilities not authorized by law
- (3) Sexually-oriented businesses
- (4) Other Special Nuisances under Section 5.19 of the MZDO

Performance Standards for this district will be determined by the Design Regulations described at Section II.D. 23 herein at the time of Master Plan Submittal.

6. Hotel, Inn, Resort and Condo/hotel

This designation is for hotels, inns, timeshare projects, resorts and spas that consist of building or buildings with guest rooms for sleeping, kitchens and or a dining room(s) to provide meals for guests, including public restaurants, bars, and entertainment areas. Hotels, Inns, and spas shall be considered a commercial land use. Conference and facilities may or may not accompany the hotel/inn and may be integral to the hotel/inn or detached. Resorts under this land use may include fractional ownership. Hotels, Inns, and spas shall be considered a commercial land use and will not count against the residential unit cap except for Fractional Ownership/Time Shares and Condo/Hotels, which count as 0.5 residential units for purposes of density, but count as a commercial unit (Hotel/Motel) for Developer Fees under the Development Agreement.

Performance Standards for this district will be determined by the Design Regulations described at Section II.D. 23 herein at the time of Master Plan Submittal.

Maximum building height shall meet the requirements of the Hardeeville MZDO for group dwellings and multiple family dwellings.

7. Institutional/Civic

This designation allows for institutional and civic land uses, which shall be allowed to occur as a mixed use throughout the Morgan Tract PDD. These land uses shall not count against the overall commercial acreage or residential density allowed for the Morgan Tract PDD.

- a. Civic, cultural, municipal, governmental, educational (public or private), conference centers, research or other similar facilities which may include

- dormitories or other similar living quarters for students, staff, faculty and professionals.
- b. Churches, synagogues, temple and other places of worship provided that such uses are housed in a permanent structure.
- c. Cemeteries provided that such use does not include a funeral home or crematorium.
- d. Medical and health facilities, assisted living facility, nursing home and congregate care facility.
- e. Public emergency service facilities, library, museum, day care facilities, social/community centers, etc.

Performance Standards for this district will be determined by the Design Regulations described at Section II.D. 23 herein at the time of Master Plan Submittal.

8. Maintenance Areas

The maintenance areas will contain the facilities, tools and equipment necessary to maintain the common properties and golf courses within the Morgan Tract PDD. These facilities may be congregated on a central site or located in separate convenient sites for different services such as general community maintenance, golf course maintenance, recreation area maintenance or individual property regime maintenance.

Permitted uses include:

- a. Vehicle maintenance
- b. Storage of vehicles and parts, boats, recreational vehicles and resident storage
- c. Fuel storage
- d. Shops for woodwork, metalwork and painting
- e. Greenhouses, plant propagation areas and holding yards
- f. Mulching facility and mulch storage
- g. Storage of chemicals and bulk materials as permitted by law
- h. Offices associated with community and maintenance

Performance Standards for this district will be determined by the Design Regulations described at Section II.D. 23 herein at the time of Master Plan Submittal.

9. Model Home/Sales Center

- a. This designation allows for the model homes and office/administrative facilities associated with the primary sale of residential lots and homes. The facility(s) may be permanent in nature with the model homes being sold as single-family residences in the future or the facility(s) may relocate from time to time during the period of development to meet the needs of development phasing.

- b. From time to time model homes may be constructed and later sold as permanent residences when no longer needed as models.  
Performance Standards for this district will be determined by the Design Regulations described at Section II.D. 23 herein at the time of Master Plan Submittal.

11. Multi-Family Residential

This designation includes multi-family residential units, up to a maximum of 16 units per net acre on a site-specific basis. Density is based on the number of stories in a project. One-story projects are limited to 8 DU/AC Max., two story projects are limited to 12 DU/AC Max. and any project with a three story component is capped at 16 DU/AC Max. Multifamily residential consists of attached or detached residential including both short term and long term rentals, but excludes Hotel/Inn/Bed and Breakfast and Guesthouse.

Mid-rise multi-family residential units shall be defined as those which exist in buildings over three stories with density limited to 40 units per acre. Maximum building height shall meet the requirements of the MZDO for group dwellings and multiple family dwellings. Densities of over 40 units per acre shall be reviewed on a case by case basis and only allowed provided building safety, fire protection and other applicable concerns are addressed to the satisfaction of the City.

Maximum building height shall meet the requirements of the MZDO for group dwellings and multiple family dwellings.

Performance Standards for this district will be determined by the Design Regulations described at Section II.D. 23 herein at the time of Master Plan Submittal.

10. Neighborhood Commercial

This designation allows for the development of multiple neighborhood oriented limited use commercial, residential, civic, institutional and office nodes including villages, community centers, gardens, and neighborhood shopping centers to provide essential services to residents, invitees and guests to the Morgan Tract PDD, relieving a degree of traffic and congestion which may surround other large commercial developments in the general area. This land use designation shall be primarily commercial. Residential uses within this designation shall be fully integrated to the commercial uses. Live/work residential units within this land use designation shall be counted as a residential unit for the purposes of density. The commercial component of a live/work residential unit (including first floor commercial below residential and commercial located within the same residential structure or home site) shall count as commercial acreage. A live/work unit does not include a home business that is conducted within a single or multifamily residence. Neighborhood Commercial Development shall count against total commercial square footage.

a. Permitted Uses:

- (1) Retail businesses, personal service businesses, shopping centers, restaurants, convenience stores, attached residential units, clustered commercial establishments, offices and civic/institutional uses, unless specifically prohibited under Prohibited Uses below
- (3) Single Family Residential
- (4) Multifamily Residential
- (5) Hotel / Inn / Resort and Condo/Hotel
- (6) Medical offices (not including facilities for patient care exceeding 48 hours)
- (7) Bed & Breakfast
- (8) Live/Work units
- (9) Outdoor Entertainment.

Maximum building height shall meet the requirements of the Hardeeville MZDO for group dwellings and multiple family dwellings.

b. Prohibited Uses:

The following commercial uses are specifically prohibited:

- (1) Junkyards or auto salvage yards
- (2) Gambling facilities not authorized by law
- (3) Outdoor Amusement Parks
- (4) Outdoor go cart racing facilities
- (5) Outdoor roller coasters and other carnival like facilities
- (6) Sexually-oriented businesses
- (7) Other Special Nuisances under Section 5.19 of the MZDO

The provisions of Section 5.19 Special Nuisances from the MZDO as amended by Section III of this PDD shall apply to the entire development.

Performance Standards for this district will be determined by the Design Regulations described at Section II.D. 23 herein at the time of Master Plan Submittal.

11. Traditional Neighborhood Development (TND)

TND Overview

This Land Use Category allows for the development of a Traditional Neighborhood Development within the Morgan Tract PDD typified by the culture, value and traditions exemplified in the Historic Districts traditional cities in the Southeast. This development is to be a traditional neighborhood, which is characterized by a pedestrian-friendly

environment of grid streets, neighborhood parks, sidewalks, front porches, alleys, on-street parking, mixed uses and a tight scale to unify the district.

The traditional neighborhood will be a mixed-use residential development consisting of single-family residential, multi-family residential, recreational, and open space. This land use designation shall be primarily residential. It may include Neighborhood Commercial. There shall be allowances for mixed-use capabilities (live/work units) as well as an allowance for accessory buildings to have residential capacity (such as garage apartments). Other distinctive features of traditional neighborhoods within this district will be detailed at the Master Plan stage.

Design Standards shall be submitted at Master Plan stage, and may have standards deviating from the MZDO or this PDD, provided that health, safety, ingress/egress, and fire protection concerns are addressed to the satisfaction of the City.

12. Mixed Use other than TND

This designation primarily allows for a mix of all other approved residential and commercial uses in the PDD. The various uses in this category will be closely aligned where they adjoin each other and will contain a fully integrated pedestrian access component. The intent of this land use category is to enhance quality of life by substantially reducing vehicular traffic, offering convenient and healthy transportation alternatives through focused pedestrian access between residential and commercial uses and fostering an enhanced association of residents resulting from close geographical proximity. The boundary of the mixed use community will be established by a reasonable pedestrian travel distance. For this category, that standard will be the generally accepted median pedestrian travel distance of 1200 feet from the nearest residential core to the commercial core within the mixed use area.

Design Standards shall be submitted at Master Plan stage, and may have standards deviating from the MZDO or this PDD, provided that health, safety, ingress/egress, and fire protection concerns are addressed to the satisfaction of the City.

Examples of actual developments consistent with the mixed use category are:

Atlantic Station	Atlanta, GA
Newpoint	Beaufort, SC
Seaside	Santa Rosa Beach, FL
Birkdale Village	Charlotte, NC

13. Open Space

- a. Total open space for the Morgan Tract PDD shall be calculated for the boundary of the PDD and not on a site-specific basis for each phase of the PDD, individual

development or project. The Morgan Tract PDD shall provide at least 25.00% open space. Of the overall 25% open space, at least 8.33% shall be active open space. Active open space shall be reasonably accessible to the residents. Open space and active open space shall be calculated based upon the total gross acreage less land used for commercial development, light industrial and publicly dedicated right of way. The regional park and all publicly dedicated lands shall be considered active open space. Notwithstanding the foregoing, each master plan submittal for residential subdivision shall contain at least 10% total open space. Where commercial and residential land uses are mixed, open space shall be provided for the residential component of the mixed use within the overall PDD. The amount of open space required for the residential component shall be calculated by applying the active (8.33%) and overall (25%) open space ratios to 50% of the total residential and commercial use acreage. Open space may be located in restricted access, gated communities. General open space shall include the following:

1. Landscaped areas including manicured village greens
2. 50% of lagoons, ponds, impoundments and lakes (detention, retention, or recreational).
3. 50% of freshwater wetlands
4. Wetland buffers
5. Forest, wildlife preserves/corridors, conservation areas and greenbelts
6. Perimeter buffers and unpaved utility easements without vertical construction that have a recreational value

Active open space shall be reasonably accessible to the public and shall include the following:

1. Community Garden Plots
2. Recreation areas including swimming pools, tennis courts, playgrounds, ball fields, lawn game fields gardens, etc.
3. Public or private, regulation or par three golf courses including ancillary facilities such as golf learning centers, practice facilities and support facilities.
4. Pedestrian/bicycle trails.

Based on conceptual master the required open space shall be:

Total Morgan Tract:	2,632.3	acres
Public Road right of way (exempt):	78.7	acres
Commercial / Light Industrial land: (exempt)	602.8	acres
Mixed Use (50% exempt):	580.7	acres
Remaining acreage requiring open space:	1,660.5	acres
Open Space required: $1,660.5 * 25\% =$	415.1	acres

14. Roads

Access for the Morgan Tract shall be as indicated on the Conceptual Master Plan. Full access shall be defined as access which allows any and all possible legal traffic movements into and out of the development. Limited access shall be defined an access which limits the movement of traffic in and out of a development (i.e. right-in/right-out only). Traffic signals located on the property may be installed at no cost to the City by the Owner or his successors as deemed necessary by a traffic study at such time as proposed development warrants its installation.

The Morgan Tract PDD shall have roads designed to the standards as set forth in the Development Agreement, Roads indicated on the Conceptual Master Plan are subject to modification at the time of Development Plan approval based on specific soil conditions, environmental concerns, physical constraints and design parameters.

The Morgan Tract PDD shall provide roadway linkage of major land use areas including internal linkage to commercial and recreational uses. Certain areas within the Morgan Tract PDD in whole or part may be developed as private areas with access restricted appropriately at developer discretion.

Road width and right-of-way width may be reduced when environmental and tree preservation considerations would be furthered thereby, and public safety concerns are not compromised. To protect and preserve trees, such design is hereby encouraged.

14. Setbacks and Buffers

- a. With the exception of Light Industrial land uses, there shall be no minimum setbacks applied to the Conceptual Master Plan. Setbacks and buffers shall meet the minimum requirement established herein and except as set forth in this PDD shall apply to the perimeter of the PDD only; provided, however, that any required wetlands setbacks shall apply according to law throughout the PDD.
- b. Perimeter setbacks and buffer standards shall include:
  - (1) At adjacent property boundaries of Morgan Tract; setbacks and buffers shall be a minimum of 10 feet except where said boundary is a jurisdictional wetland or recorded conservation easement, then the setbacks and buffers shall be as determined by the state and federal agencies having jurisdiction over the wetlands. Underground utilities and stormwater management facilities (subject to the provisions of section 2.C.16(b) described below) are allowed in the perimeter setback and buffer area. Notwithstanding the foregoing, should any area of the PDD be adjacent to another property without an intervening wetland, buffers shall be increased to fifty (50) feet, and where differing land uses are encountered (i.e., multifamily to residential, light industrial to residential or commercial), fencing requirements of the MZDO shall apply in addition to the increased buffer.

- c. Highway 278 Corridor Overlay District (HCOD) standards shall be adhered to provided that signage shall be governed by the provisions of the Master Sign Program attached as Exhibit H. Landscaping, including water features, is permitted in buffer areas.

15. Signage Control

- a. Signage for the Morgan Tract PDD shall be governed by the Master Sign Program attached as Exhibit I.

16. Silviculture

This designation allows for continuation of managed forestry. Silviculture includes the practice of planting, culture, and harvesting of trees for the purpose of producing wood fiber and timber. Generally accepted methods of forest management are permitted, including wildlife management, construction and use of forest roads, and practices to promote health and growth of trees. Silviculture uses may continue up to the time a subdivision plat is recorded and must be in accordance with standard forestry BMPs. The Owner shall be permitted to plan and grow trees upon the Property which may be used for tree farming for harvesting of such trees for purposes of replanting same in locations which are on or off the Property and may engage in farming operations which are indigenous to the area.

17. Wetlands

This designation allows the following uses within wetlands. Freshwater wetlands on the property shall be those areas over which the applicable governmental agencies claim jurisdiction for freshwater wetlands. The following are permitted uses:

1. Open space and buffers
2. Conservation areas
3. Activities in all wetland areas as permitted by the U.S. Army Corps of Engineers and the South Carolina Department of Health and Environmental Control, Office of Ocean and Coastal Resource Management
4. Disposal of reclaimed water as permitted by SCDHEC
5. Storm water management and recreational lakes
6. Boardwalks, trails, bridges and other permitted structures
7. Game Management

18. Single-Family Residential

This designation allows for the development of attached and detached single-family residential units, up to 8 DU/AC Max. Single family residential consists of attached or detached residential, including both short and long-term rentals. Modular homes are not considered to be mobile homes and will be treated as single-family housing. Product mix may include full size lots, townhomes, attached zero lot line, patio home sites and cottages. Product is limited to a maximum of three stories in height, not including architectural elements. Lot sizes and building setbacks will be established at the time of final development approval, subject to the requirements set forth in Section II.2 above regarding average lot sizes, setbacks, etc..

Ownership may be either fee simple lots or as units of a condominium or other ownership structure with no minimum lot size or street frontage. Cottages shall be developed on a site-specific basis with environmental concerns being the primary constraint for each cottage site selection.

The following single family residential uses are specifically prohibited:

- a. Mobile homes

18. Utilities

This designation allows for utility service to serve the planning tracts of the Morgan Tract PDD. The following land uses shall be allowed only after written approval from the Owner/developer and its consultants for location and design. Screening, buffering, and other aesthetic matters must meet or exceed the MZDO requirements, and may be approved at Master Plan approval.

1. Potable water supply and distribution
2. Wastewater collection, treatment and disposal
3. Stormwater collection, treatment and detention
4. Irrigation
5. Communication towers
6. Satellite antennas
7. Cable television facilities
8. Telephone facilities
9. Power transmission and distribution
10. Fiber optic lines
11. Other utility services i.e., Internet access and other telecommunication uses

Certain community-wide infrastructure is required for the development of any large, master-planned community. This infrastructure may include, but is not limited to the following:

1. Arterial streets and primary access roads
2. Water supply
3. Wastewater Treatment and Effluent Disposal.
4. Power substations
5. Central telephone facilities
6. Stormwater Management Lagoons
7. Natural Gas Supply

In the case of this Conceptual Master Plan, the community-wide infrastructure may serve more than one Planning Tract. Infrastructure serving the community (on-site and off-site) will be approved as part of the Master Plan approval process. Infrastructure projects must receive a Hardeeville Development Permit prior to construction.

19. Recreational Vehicle Parks

These parks are permitted provided the Owner/Developer and the City agree to the design standards that must be submitted at the time of application. Recreational Vehicle Parks shall be buffered a minimum of 20 feet from any adjacent residential land use.

20. Design Regulations for each Master Plan area, addressing the parameters in Section 4.21.800, will be reviewed at the time of Master Plan approval. Unless otherwise agreed at Master Plan approval, the Development Agreement, or this PDD, the standards for uses set forth in the MZDO shall apply.

21. The provisions of Section 5.19 Special Nuisances from the MZDO as amended by Section III of this PDD shall apply to the entire development.

**SECTION III:**

**MZDO CHANGES/EXEMPTIONS**

In accordance with Section 4.21.700(E)(5) of the MZDO, the following clarifications or modifications to otherwise applicable standards of the MZDO are hereby made applicable to the Morgan Tract PDD by reference to MZDO sections below. It is acknowledged that concerted efforts have been made to identify each provision of the MZDO sought to be waived or modified, and thus to the extent that a specific provision of the MZDO is not listed below but conflicts with the wording and intent of the PDD, that provision shall be deemed to have been included in the listing below. To the extent the provisions of the PDD are not clear, then the provisions of the MZDO dated March 20, 2003, as amended through the date of approval of this PDD, not listed or deemed listed, shall apply.

- Section 2.7            Architectural Review – The Property is exempt from the provisions of this section provided the Owner’s Architectural Review Standards meet or exceed those of the City of Hardeeville’s MZDO and Owner or an entity which is controlled by Owner, controls the Architectural Review Board (ARB). The City shall not issue a building or development permit unless the plan submitted has been approved in writing or stamped by the Chairman or his designee, of the ARB.
  
- Section 3.3            Expiration of Permits – This provision is modified to extend the time for work authorized by a permit to begin to one (1) year and to authorize an applicant to request extension of a permit for a period of one (1) year.
  
- Section 4.13.1        General Residential, Other Requirement – (k) is deleted and replaced with the requirement that multi-family uses in the PDD must be separated from single family uses by a six foot fence or by landscaping that achieves 75% opacity within two years. Lot sizes and setbacks are governed by the provisions of the PDD Section II.D.18 and Section II.D.22
  
- Section 4.15            No provisions of R-20, R-14, or R-10 apply. The provisions of TC-1, TC-2 and BI shall not apply to the Morgan Tract PDD.
  
- Section 4.21.600        This section is deleted. Setbacks and buffers are governed by the PDD Section II.D.18, Section II.D.15 and Section II.D.22
  
- Section 4.21.700(E)() (17)    It is hereby acknowledged by City Council that, due to the size of this PDD and the variety of uses contemplated for it, some information required for a typical PDD application is either unavailable or impractical to provide at this point. The Council specifically acknowledges the

sufficiency of the Morgan Tract PDD application as submitted. Additional or omitted information may be provided at the time of Master Plan submittal.

Section 4.21.700(H)(First subparagraph H on page 66). This section is amended as follows:  
Notwithstanding anything herein to the contrary, the property subject to the Morgan Tract PDD, upon receipt of appropriate state and federal approvals, may implement a drainage plan without an overall master plan or development plan being submitted for any particular area.

Section 4.21.800(I) This section is amended to provide that a Traffic Impact Assessment (TIA) for individual master planned areas may be required at Master Plan submittal to justify road design. There are traffic mitigation provisions in the Development Agreement and its exhibits.

Section 4.21.1000(H) This section is amended to provide that a Traffic Impact Assessment (TIA) for individual master planned areas may be required at Master Plan submittal to justify road design. There are traffic mitigation provisions in the Development Agreement and its exhibits.

Section 4.21.1000(W) This section is amended as to provide that trees existing as part of planted pine crop area shall be represented on an exhibit illustrating the area containing the planted pinetree planting pattern with row, tree spacing, and typical size. The information will be field verified to ensure accuracy of the exhibit's factors, but each tree in the pine crop area will not be physically located by standard survey methods. Hardwood trees in excess of eight (8) inches DBH will be located.

Section 4.21.1000.Y this section shall not apply unless the applicant seeks to pre-sell lots prior to completing the installation of infrastructure.

Section 5.3 Lots. Unless otherwise agreed at Master Plan approval, the provisions of Section 5.3 as amended by this PDD shall apply.

Section 5.6 Temporary Uses. Subsection (a) and (b) are deleted, these provisions being authorized as a matter of right, in accordance with the terms of the Development Agreement.

Section 5.8 Parking Spaces Deviations. Deviations may be approved at Master Plan approval.

Section 5.9 (c) Off-street Loading. This provision is replaced by "Multi-family use requires an additional 0.25 spaces/unit."

Section 5.9 (d) Parking Requirements. Deviations may be approved at Master Plan approval where adequate parking, shared or otherwise, is provided.

Section 5.14 Open Space Standards. This section is amended. Open space is governed by PDD Section II.D.13.

Section 5.15 Site clearing shall be allowed consistent with the approved Master Plan. Specific landscaping standards will be submitted at master plan submittal, and shall meet or exceed the landscaping standards attached hereto as Exhibit H. Specific landscaping plans are to be submitted at Development Approval application.

Section 5.15 Tree Protection, Tree Survey and Replacement of Trees. Trees shall be governed as modified by Section I.I Tree Preservation of the PDD.

Section 5.16 Signs - Replaced by the Master Signage Program attached hereto as Exhibit I.

Section 5.18 Stormwater Management. The rainfall frequency used to calculate stormwater runoff and design stormwater management facilities for watersheds 300 acres and above shall be the 25 year, 24 hour frequency, except for the Spine Road (Road A and B) and Hardeeville/Bluffton Connector, which must meet fifty year storm event design

