

Tomoka Holdings, LLC

AN ALLETE COMPANY

Developer of Ormond Crossings

May 13, 2014

Mr. Ric Goss
Director
Planning Department
City of Ormond Beach
22 South Beach Street
Ormond Beach, FL 32175

Re: Ormond Crossings 2014 Annual Report

Dear Ric,

The Ormond Crossings Development Agreement requires the submittal of an Annual Report detailing the status of the requirements contained within the Development Agreement. The Development Agreement was adopted in Feb., 2010 and became effective in April, 2010. The attached Annual Report is a summary of development and sales activities for the period up to April, 2014.

Please distribute the report to the appropriate City staff and provide any questions or comments to me.

Sincerely,



Clinton F. Smith
Vice President

Visit [www.tomokaholdings.com](#) for more information on the Ormond Crossings Development Agreement.

Ormond Crossings



ANNUAL REPORT

April, 2014

Ormond Crossings Overview

Ormond Crossings is a 2,924 acre planned development by Tomoka Holdings, LLC located at the southeast quadrant and southwest quadrant of the intersection of I-95 and US-1 in the City of Ormond Beach, Florida (the "City"). The Ormond Crossings site is adjacent to the City airport and is bordered on the east by the Florida East Coast Railroad which has existing sidings adjacent to the site. Because of its proximity to these major transportation links (I-95, US-1, airport and rail), Ormond Crossings is an ideal location for all types of business and industrial development, supported by a broad mixture of residential opportunities. Ormond Crossings will be developed as a mixed-use project that incorporates areas for extensive business and light industrial development, commercial uses and a variety of appropriate residential types.

Ormond Crossings Master Development Plan

The Ormond Crossings Master Development Plan (see Attachment 1) sets the framework for development of the project. The Master Development Plan shows the three primary development areas (Business Park, Business Park/Town Center and Residential) and also identifies the other areas within the project site (Agriculture/Recreation/Upland, Park, Lake and Wetlands) and the major roadways within the project (Crossings Boulevard Section 1, Crossings Boulevard Section 2 and the general location of internal connector roads).

Land Use Areas

Ormond Crossings will be made up of the following land use areas as shown on the Master Development Plan:

(a) **Business Park** - The "Business Park" will include sites for a combination of mixed-uses, including the following: office; business/flex-space (light industrial); industrial; storage; warehouse/distribution; public/institutional uses; and support retail/commercial.

(b) **Business Park/Town Center** - The "Business Park/Town Center" will consist of an urban downtown type area with convenient automobile access but a strong pedestrian orientation. The Business Park/Town Center will include sites for the combination of mixed-uses, including the following: retail/commercial; office; multi-family residential; and elderly housing, such as independent living, assisted living and congregate care; and possibly also public/institutional uses.

(c) **Residential Areas** - The "Residential Areas" will include sites for various housing types including the following: apartment units; condominium units; townhomes; patio homes; single-family detached homes.

The following table identifies the mixture of land uses that are approved by the Ormond Crossings Development Agreement:

<u>Land Use</u>	<u>Gross Bldg./Units/Students/Acreage</u>
Retail/Comm.	200,000/SF
Office	900,000/SF
Business/Flex-space (light industrial)	350,000/SF
Industrial (does not include Business/Flex space)	800,000/SF
Storage	240,000/SF
Warehouse/Distribution	560,000/SF
Public/Institutional	165,000/SF
Elementary School	720 students
Residential	2,950 units
Stormwater and Lakes	400 acres
Open Space	450 acres

Development Agreement Annual Report

The City approved a Development Agreement for the Ormond Crossings development in Feb. 2010. The Development Agreement contains a provision that states "The City shall review the progress of Ormond Crossings once every 12 months to determine if there has been demonstrated good-faith compliance with the terms of this Agreement. Beginning 12 months after the effective date of this Agreement and continuing annually thereafter, the Developer shall provide the City with a written and accurate status report which shall include all information necessary for the City to conduct its 12 month review". This Annual Report is provided to fulfill that requirement.

Summary of Development Activity

Annexation – On July 20, 2004, Ormond Crossings, along with adjacent land that is also owned by the Developer, was annexed into the City.

Comprehensive Plan Amendments - Following the Annexation, the City prepared comprehensive plan amendments whereby the land that was the subject of the Annexation would be designated Activity Center on the City's Future Land Use Map (the "Activity Center Comp Plan Amendments").

In October 2004, the Activity Center Comp Plan Amendments were submitted to the Florida Department of Community Affairs ("DCA") for review and in September 2005, the Activity Center Comp Plan Amendments were adopted by the City Commission and transmitted to the DCA. In November 2005, DCA issued a Notice of Intent to Find in Non-Compliance. An administrative proceeding between the City and DCA followed in December 2005 (State of Florida, Department of Community Affairs vs City of Ormond Beach, Florida, DCA Docket No. 05-1-NoI-6411-(A)-(N); DOAH Case No. 05-4365GM). In August 2006, the City and DCA agreed on the framework to settle the administrative proceeding which requires the City to adopt certain remedial amendments to the Activity Center Comp Plan Amendments to address DCA's issues regarding the proposed Activity Center Comp Plan Amendments.

The City adopted a Stipulated Settlement Agreement (Resolution 2010-13) and Remedial Comp Plan Amendments (Ord. 2010-06) on Feb. 16, 2010. The agreement and amendments were approved by DCA and became effective April 9, 2010.

Development of Regional Impact – An Application for Development Approval for the Ormond Crossings DRI was submitted to the City for review on August 19, 2005. The City approved the Ormond Crossings Development Order on Dec., 19, 2006 (Resolution 2006-269). Effective in July 2009, Ormond Crossings was exempted from being a DRI pursuant to the provisions of the Community Renewal Act that was enacted by the Florida Legislature during its 2009 legislative session. The Ormond Crossings Development Order was subsequently rescinded by the City Commission on Feb. 16, 2010 (Ordinance 2010-08).

Development Agreement – The City Commission approved the Ormond Crossings Development Agreement as authorized by Chapter 163, Florida Statutes on Feb. 16, 2010.

North Mainland/Ormond Crossings Community Redevelopment Agency – on July 8, 2004, the Volusia County Council adopted Resolution 2004-131 which delegated the exercise of specified County redevelopment powers to the City of Ormond Beach for the Ormond Crossings' Project Area.

The County Council granted time extensions that were requested by the City, as set forth in Resolution 2007-112, Resolution 2008-110, Resolution 2009-98 and Resolution 2009-178.

On January 17, 2006, the City Commission adopted Resolution No. 2006-35 which finds the existence of blighted areas within Project Area ("Findings of Blight"), adopted Resolution No. 2006-36 which created a community redevelopment agency known as

the North Mainland/Ormond Crossings Community Redevelopment Agency ("CRA") and adopted Resolution No. 2006-37 which approved the Master Redevelopment Plan for the CRA.

On Feb. 2, 2010 the City Commission adopted Resolution 2010-14 approving and adopting the Amendment/Update to the Master Development Plan for the CRA.

On July 8, 2010 the Volusia County Council adopted Resolution 2010-114 restating the delegation of specified County redevelopment powers to the City of Ormond Beach for the Ormond Crossings' Area.

FEMA Floodplain Revisions – In 2006 the City requested that the developer undertake a drainage study for the entire Ormond Crossing drainage basin. The study was completed in August, 2007 and presented to the City for review. The study was approved by the City in October, 2008.

An application for a Letter or Map Revision (LOMR) was submitted to the Federal Emergency Management Agency (FEMA) on April 9, 2010. The LOMR was approved by FEMA on April 13, 2011. An open house for public viewing of the Preliminary Flood Maps was held in June 2011. Minor corrections to the FIRMs for some information displayed on the Ormond Crossings property were provided to FEMA's consultant for revision on June 20, 2011. Notice of the effective FIRMs and FIS was sent to the City of Ormond Beach and Volusia County on July 26, 2011. The maps and FIS became effective on December 6, 2011.

Planned Mixed Use Development Zoning – the Ormond Crossings development has been designated a Planned Mixed Use Development. The project rezoning to Planned Mixed Use Development was completed upon the adoption of a Master Development Plan (MDP) and Design Standards by the City Commission on Sept. 3, 2013.

Phase "A" Preliminary Plat – an application for Preliminary Plat for the area known as Phase "A" (see Attachment 2) within Ormond Crossings was submitted to the City on Dec. 11, 2008. Phase "A" contains Segment 1 of Crossings Blvd., a connection to Broadway Ave., a connection to Pineland Trail and the roadway connecting Crossings Blvd. to Tymber Creek Road utilizing the I-95 underpass. It includes a total of 9 lots within the Business Park area including a lot to be deeded to the City for the location of the water storage tank and future fire station. Initial comments were received from the City on Jan. 9, 2009. Since the final approval of the Master Development Plan (MPD) and Design Standards the Developer has been working to revise the construction plans and is expected to resubmit the entire Phase A package in May, 2013.

Phase "A" Permitting – Following are the permits and approvals that were received or are pending for development of Phase "A".

St. Johns River Water Management District (SJRWMD) – an Environmental Resource Permit (ERP) application was submitted on May 16, 2008 for the Phase “A” stormwater improvements. The ERP (4-127-116310-1) was issued on July 5, 2011.

US Army Corps of Engineers (ACOE) – a Dredge and Fill permit (2008-04425(IP-JCP)) was issued by the ACOE on June 21, 2012.

Florida East Coast Railroad (FECRR) – an application to cross the FECRR rail right-of-way was submitted on Nov. 8, 2010. The application covers the Crossings Blvd. Segment 1 roadway flyover and utilities, the Phase “A” drainage crossings and the Broadway Ave. extension crossing. A Subgrade Crossing Agreement for the drainage crossing associated with Phase “A” was received from FECRR on April 12, 2013. An Aerial Crossing Easement Agreement for the roadway flyover bridge and utility lines associated with the bridge was received from FECRR on January 20, 2014 and recorded in the public records of Volusia County, Florida in Official Records Book 6955, Pages 2993 through 3006.

Federal Emergency Management Agency (FEMA) – an application for a Conditional Letter of Map Revision – Fill (CLOMR-F) was submitted to the City on November 19, 2012. The City approved the application and it was submitted to FEMA on Dec. 27, 2012. Developer is currently in the process of preparing a response to the latest Request for Additional Information from FEMA. Response is expected to be submitted in late May, 2014. Final approval from FEMA is expected before year end.

Phase “B” Permitting – an application for a Formal Wetland Determination (Application No. 16-127-116310-3) was filed with the SJRWMD on Dec. 9, 2010 for the area known as Phase “B” (see Attachment 3). Phase “B” contains the westerly portions of Crossings Blvd. leading to its terminus at US 1 and most of the adjacent Town Center and residential area. This is the initial step towards beginning the platting, permitting and design for this area. Petition No. 16-127-116310-3 was issued by SJRWMD on June 13, 2012.

Now that the wetland limits have been finalized, the preliminary planning and engineering is underway for the Phase “B” preliminary plat. A submittal to the City of the Preliminary Plat and Engineering Plans is anticipated in June, 2014.

Florida East Coast Railroad (FECRR) – an application to cross the FECRR rail right-of-way was submitted on Nov. 8, 2010. The application covers the Crossings Blvd. Segment 3 roadway flyover, utilities and the Phase “B” drainage crossing. A Subgrade Crossing Agreement for the drainage crossing associated with Phase “B” was received from FECRR on April 12, 2013. An Aerial Crossing Easement Agreement for the roadway flyover bridge and utility lines associated with the bridge was received from FECRR on January 20, 2014 and recorded in the public records of Volusia County, Florida in Official Records Book 6955, Pages 3007 through 3020.

Federal Emergency Management Agency (FEMA) – an application for a Conditional Letter of Map Revision – Fill (CLOMR-F) is currently being prepared. Application is expected to be submitted to FEMA in early June, 2014.

Summary of Development Agreement Requirements/Commitments

The Ormond Crossings Development Agreement contains many requirements and commitments. The following table lists each requirement/commitment and its current status.

ORMOND CROSSINGS DEVELOPMENT AGREEMENT
REQUIREMENTS/COMMITMENTS

April, 2014

Development Agreement Paragraph	Requirement	Status	Comments
Part II, #3	Within six (6) months from effective date of Development Agreement submit application to rezone	PMUD and Design Standards approved by the City Commission on Sept. 3, 2013.	
Part II, #9	Any contract or agreement for sale shall contain language as shown on Page 14 of Development Agreement	Not Yet Required	
Part III, #1	Donate all extensions, upgrades and improvements to the City's utility system as described in Exhibit "C".	Not Yet Required	
Part III, #2(a)(i)	No later than July 31, 2013, the Developer shall pay the Florida Department of Transportation ("FDOT") \$500,000 as funding for a PD&E study for general consideration of State Road 40 improvements from Tymber Creek Road to I-95 (the "PD&E study"). The limits of the PD&E study will be subject to the FDOT's discretion. If the PD&E study is completed and paid for prior to July 31, 2013, instead of paying the \$500,000 to the FDOT, the Developer shall apply the \$500,000 to traffic related improvements that benefit Ormond Crossings as the City directs, or at the direction of the City, some or all of the \$500,000 shall be applied to improvements or operations that have the affect of reducing vehicle miles traveled from and to Ormond Crossings.	Discussing alternative mitigation with City staff.	PD&E Study was funded by FDOT and was complete or substantially complete by July, 31, 2013. In accordance with the provisions of the Development Agreement, Developer has contacted City staff regarding alternative traffic related improvements that may be substituted for the PD&E funding. A proposal, containing 3 alternatives, was presented to the City Manager by letter dated April 30, 2014.
Part III,	Upgrade 4.15 mile segment of Tymber Creek Rd from	Completed	This segment of Tymber Creek Road has been

Development Agreement Paragraph	Requirement	Status	Comments
#2(a)(ii)	Airport Rd to I-95 (repaving 2 lane road) within one year from first subdivision or site plan approval for portion located west of I-95 with completion within 1 year from commencement.		widened and resurfaced by Volusia County.
Part III, #2(a)(iv)	Developer, City and North Mainland/OC's CRA shall pursue design and construction of Crossings Blvd., including the overpass of I-95. Segment 1 construction to commence within 5 years from recording of Phase A plat with completion prior to exceeding 2017 net external peak hour trips. CDD/Developer responsible for any amount over \$12M.	Not Yet Required	Ormond Crossings Segment 1 design is included in Phase A plat construction plans.
Part III, #2(a)(iv)	The Developer or the CDD shall commence design and permitting of Segment 2 at such time as the CRA Authority provides written notice that it can reasonably foresee having the ability, within two years, to repay the Segment 1 loan. The Developer or the CDD shall proceed with the construction of Segment 2 upon repayment of the Segment 1 loan or as soon as the design and permitting of Segment 2 are completed, whichever is later, but provided that in any event Segment 2 shall be completed prior to the project exceeding 4,000 net external peak-hour trips.	Not Yet Required	

Part III, #2(a)(v)	Within 6 months following commencement of Segment 1 construction, the CDD shall commence construction of a road segment from Segment 1 northward to connect to Tymber Creek Rd via I-95 underpass – to be completed with 1 year.	Not Yet Required	
Part III, #2(a)(vi)	Install a traffic signal and turn lane improvements at US-1 and Broadway Ave. Required prior to eastbound Broadway Ave. traffic exceeding 53 vehicles during 8 highest hours of an average weekday.	Not Yet Required	
Part III, #2(a)(vii)	Install a traffic signal and additional turn lanes at US 1 and Hull Rd within 1 year from 1 st certificate of occupancy or warranted traffic study.	Not Yet Required	
Part III, #2(a)(viii)	Install traffic signals at the entrances to Ormond Crossings from US 1 north and south of the I-95 interchange at the time the Broadway Ave signal is required by traffic study but no later than 12/21/20. Developer must also provide timing study for traffic signals.	Not Yet Required	
Part III, #2(a)(ix)	Prior to the project exceeding 2,275 net external peak-hour trips, developer must complete the following improvements at I-95/US 1 interchange: <ul style="list-style-type: none"> - to the I-95 southbound ramps, add a 2nd southbound I-95 to southbound US 1 left-turn lane, convert the existing inside left-turn lane to a shared through/left-turn lane and extend the southbound I-95 to northbound US-1 right-turn lane to 550 feet. - to the I-95 northbound ramps, add a 2nd I-95 northbound to US-1 southbound left-turn lane and extend the northbound I-95 to northbound US-1 right-turn lane to 550 feet. 	Not Yet Required	

Part III, #2(d)	Prior to issuance of 1 st certificate of occupancy, enter into an agreement with Votran and City. Fifth year after agreement signed meet with City and Votran to decide on multi-model transportation strategies.	Not Yet Required	
Part III, #2(e)	Provide left and right turn deceleration lanes at all entrances on collector and arterial roadways.	Not Yet Required	Phase A plat construction plans include appropriate turn/deceleration lanes
Part III, #2(f)	Provide bicycle and pedestrian system with signage identifying bike routes and install bicycle support facilities (eg: parking and lockers).	Not Yet Required	Included in Phase A plat construction plans
Part III, #2(g)	Provide transit pull-out bays and shelters at Votran stops.	Not Yet Required	
Part III, #2(g)iv	Enter into an agreement at City's request, with City and Votran in order to determine the appropriate number and location of pull-out bays, transit shelters, covered walk-ways, future transit super-stop and viability of a CDD operated internal tram system.	Not Yet Required	
Part III, #2(h)	Promote Votran ride-sharing through various means.	Not Yet Required	
Part III, #2(i)	Provide park and ride spaces for 200 vehicles in groupings of not less than 25 spaces/designated park and ride areas.	Not Yet Required	
Part III, #3(a)	Deed to the City 17 acres (Park site –Exhibit G) 90 days after the effective date of the Activity Center Comprehensive Plan Amendment.	Deeded to City 7/29/2010	
Part III, #3(b)	Deed to the City 45 acres of uplands, in not more than 5 project park sites, prior to the build-out of 2,000 residential units.	Not Yet Required	

Part III, #3(b)(i-x)	Prior to build-out of 1,000 residential units, build 1 community center (6,000 sq. ft), trail system (.75 miles) hard surface walkways, picnic shelter, 1 soccer/football field, 1 baseball/softball field, 2 basketball courts with lights, 2 shuffleboard courts, 1 bocce ball court, 1 tennis court and 1 racquetball court.	Not Yet Required	
Part III, #3(b)(i)	Prior to build-out of 2,000 residential units, build 1 or more community centers (4,000 sq. ft), trail system (.525 miles), 36.5 acres passive park, dog park, covered playground, 1 baseball/softball field, 2 outside basketball courts with lights, 2 shuffle board courts, 1 bocce ball court, 2 tennis courts and 1 racquetball court.	Not Yet Required	
Part III, #4	Deed minimum 20 acres upland to Volusia County School Board prior to issuance of residential building permits.	Not Yet Required	
Part III, # 5	Deed minimum 3 upland acres to City for fire station to be part of initial plat.	Not Yet Required	Fire Station site included in Phase A plat submittal
Part III, # 5 (b)	Design and construction of fire station and purchase of a "Class "A" pumper vehicle and a ladder truck.	Not Yet Required	

Summary of Contracts and Sales Agreements

None to report at this time. Recent indications are that the local real estate market and national economy are beginning to improve. Tomoka Holdings is busy finalizing design and permitting activities for the initial phases of development. Tomoka Holdings continues to work closely with the City of Ormond Beach officials and economic development staff with the anticipation of being able to capitalize on pent up demand once the market and economy recover.

Ormond Crossings

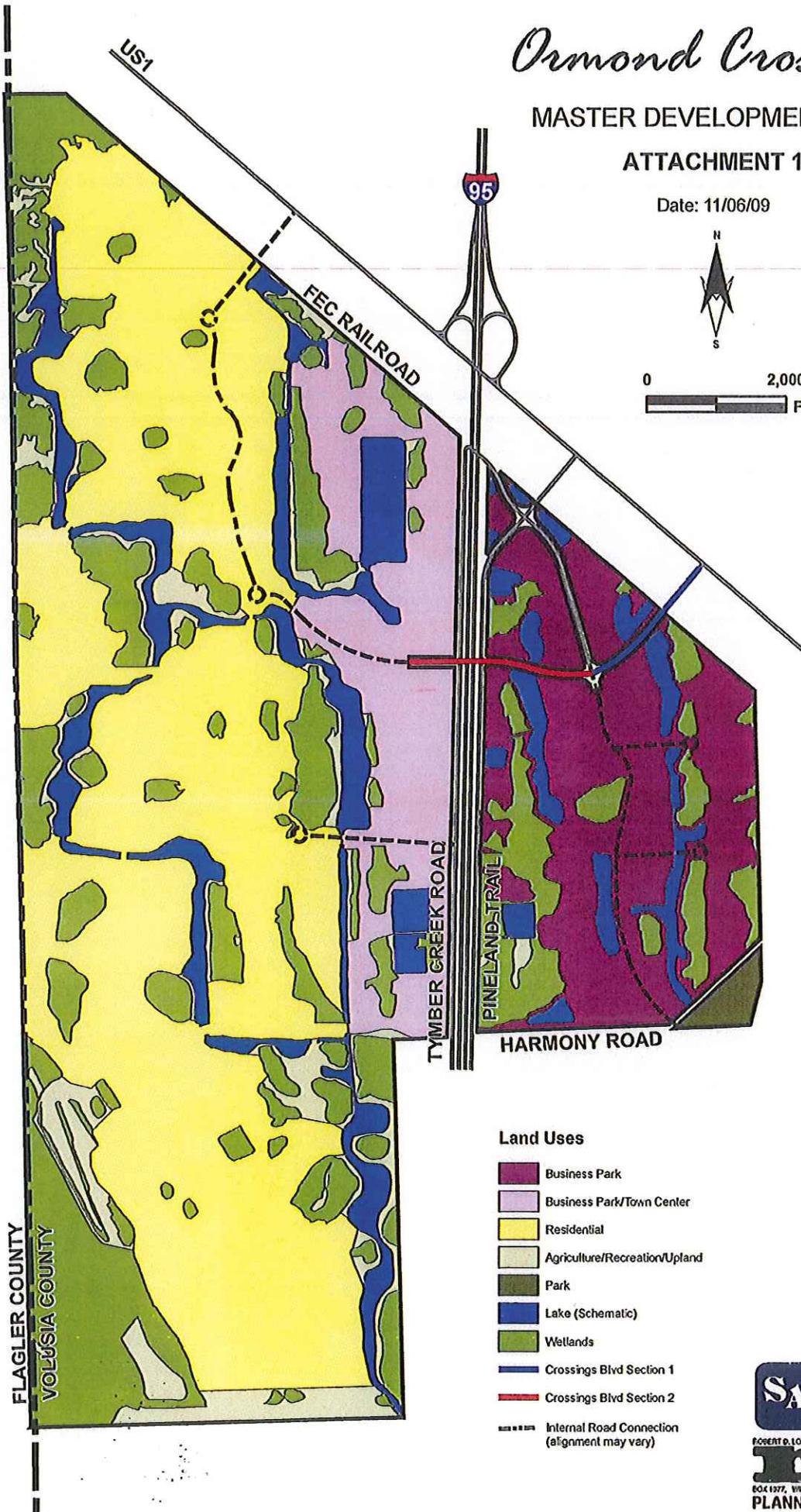
MASTER DEVELOPMENT PLAN

ATTACHMENT 1

Date: 11/06/09



0 2,000 Feet



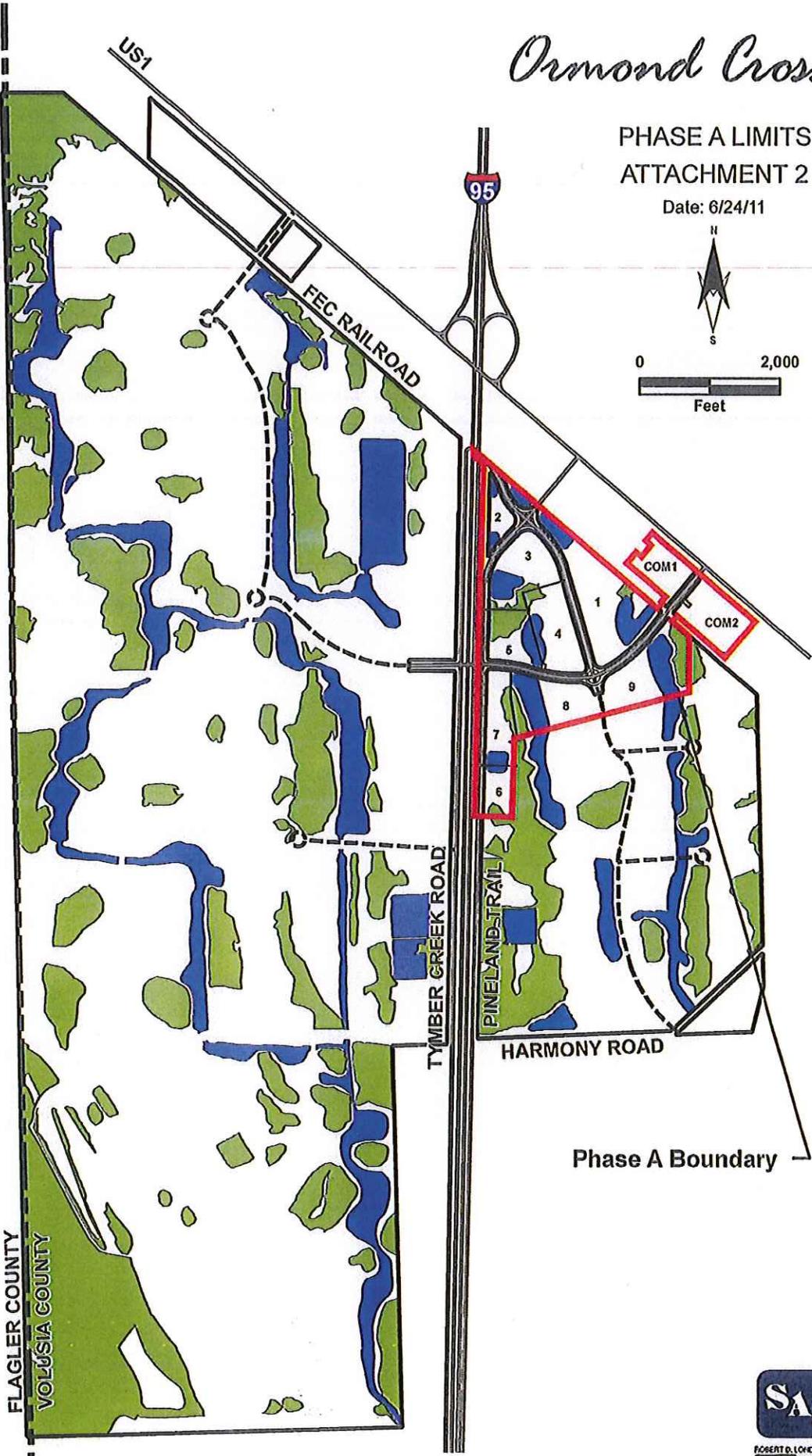
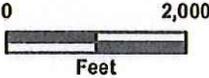
Land Uses

-  Business Park
-  Business Park/Town Center
-  Residential
-  Agriculture/Recreation/Upland
-  Park
-  Lake (Schematic)
-  Wetlands
-  Crossings Blvd Section 1
-  Crossings Blvd Section 2
-  Internal Road Connection (alignment may vary)

Ormond Crossings

PHASE A LIMITS ATTACHMENT 2

Date: 6/24/11



Phase A Boundary

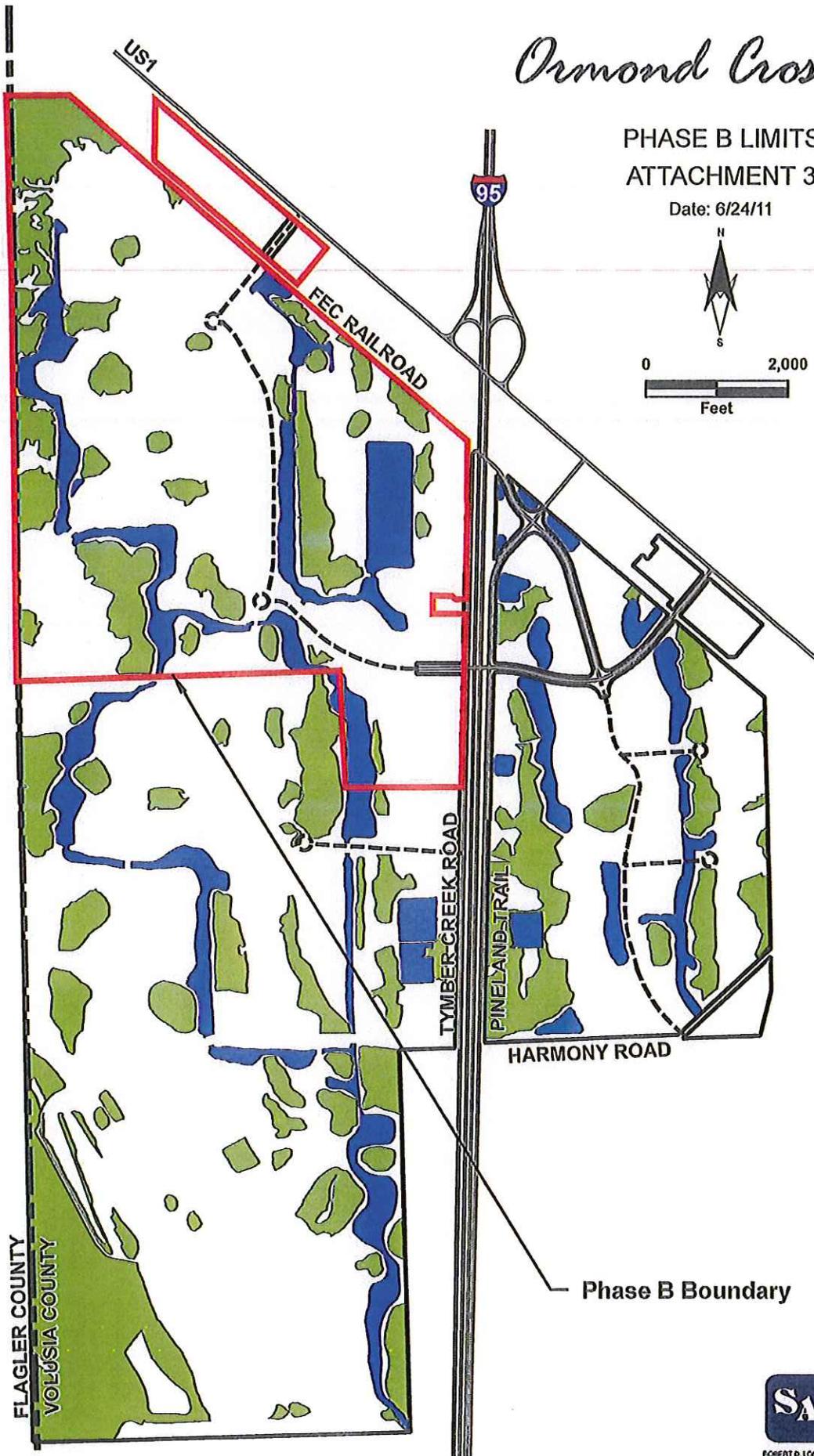
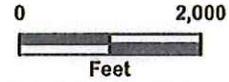
FLAGLER COUNTY
VOLUSIA COUNTY

SAI SINGHOFFEN & ASSOCIATES INCORPORATED
ROBERT D. LONDEREE LAND PLANNER
ROLL
BOX 1577, WINDY HAVEN, FL 32188 (407) 878-6544
PLANNING AND DESIGN

Ormond Crossings

PHASE B LIMITS
ATTACHMENT 3

Date: 6/24/11



FLAGLER COUNTY
VOLUSIA COUNTY

Phase B Boundary

SAI SINGHOFFEN & ASSOCIATES INCORPORATED
ROBERT D. LONDEREE LAND PLANNER
roll
BOX 1077, WINDYVERE, FL 32788, (407) 878-6644
PLANNING AND DESIGN