City of Port St. Lucie, Florida





Modification to the Community Redevelopment Plan for Southern Grove (Amendment #2)

Prepared by Community Redevelopment Agency

City Council Meeting November 23, 2016

Acknowledgements

City of Port St. Lucie City Council

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Introduction

The City of Port St. Lucie (the "City") has fought for years to create a sustainable vibrant community in spite of the inheritance left to it from its founder, General Development Corporation. Countless efforts and many sacrifices have been made to transform the City into something more than a sprawling residential community of 80,000 guarter acre lots, with no water and sewer facilities, marketed to northerners seeking a retirement paradise. These efforts are highlighted by the water and sewer expansion program, which led to the creation of a first-rate utility and allowed meaningful economic development; the roadway improvement plan, which not only dramatically increased the capacity of the transportation system but beautified the City and should lead to another crossing over the St. Lucie River; the development of a parks system that inspired the moniker "Park St. Lucie"; the approval of St. Lucie West, which led to the creation of the City's first legitimate commercial corridor not named "US 1" and brought the NY Mets, higher learning and more; the initiation of a long term effort to redevelop eastern Port St. Lucie, which, to date, has delivered the Civic Center, Village Square and Wood Stork Trail; and, the western annexations, the annexation of more than 25,000 acres west of I-95, an area larger than many cities, for the purpose of creating the City's first bona fide large scale employment center.

Southern Grove was and remains the most strategically important portion of the western annexations because it is the heart of the jobs corridor. Comprised of approximately 3,606 acres and spanning from the I-95/Gatlin Interchange to the Becker Road Interchange with ready to build property, Southern Grove was expected to generate more than 15,000 jobs. The initial collaborative successes of the previous owner-developer, Core Communities, and the City within and just outside of Southern Grove are well-known. The Torrey Pines Institute for Molecular Studies, the Vaccine & Gene Therapy Institute, and the Landing were have been constructed and occupied. Martin Memorial's Tradition Hospital opened in December 2013 and the Mann Research Center has purchased a 20+ acre site for additional bio-tech development.

Unfortunately, the Great Recession obliterated the owner-developer's business model and led to liquidation and foreclosure actions which resulted in the project lender assuming ownership of most of the undeveloped properties within Southern Grove through a new owner-developer known as PSL Acquisitions 1, LLC. While the National Bureau of Economic Research declared that the Great Recession ended in June 2009, poor economic conditions, including drastic declines in property values, a decrease in lending and high unemployment, have persisted in Florida and particularly here at the epicenter of the housing boom. These poor economic conditions coupled with the high cost of carry created by the Southwest Annexation Area Special Assessment District No. 1 (the "SW SAD") have inhibited any additional development and job creation within Southern Grove.

The SW SAD was the mechanism to finance and construct the infrastructure necessary to serve Southern Grove. More than \$156 million in bonds were issued to complete the project improvements which included roadways, stormwater attenuation facilities, water transmission

¹ Southern Grove was originally owned and developed by Horizons St. Lucie Development, LLC and Horizons Acquisition 5, LLC, each a Florida limited liability company, and wholly owned subsidiaries of Core Communities, LLC, a Florida limited liability company. Core Communities was a wholly owned subsidiary of Levitt Corporation (LEV, NYSE), which was the parent company to Levitt & Sons. Levitt Corporation changed its name to Woodbridge Holdings (WDG, NYSE) in 2008. In 2009, Woodbridge merged with its parent company BFC Financial (BFCF, NYSE).

facilities, and wastewater collection and conveyance facilities, as further outlined in Appendix B. The costs of these improvements are borne by the property owners of the SW SAD, who have the option of paying the assessments in full at any time or annually over a 30-year period. In order to reduce the borrowing costs associated with the financing of the SW SAD, the City provided a covenant to budget and appropriate non-ad valorem revenues (the "CB&A") for the repayment of the bonds should there be any shortfall in the payments from the property owners.

At the time of the SW SAD bond issue, the CB&A was considered as relatively low risk and advantageous. The bonds were considered "low risk" because the perceived value of the property seemed to protect the City from any invocation of the CB&A. Should one property owner falter, there would be three waiting in line to acquire the opportunity. If there were not prospective buyers, certainly the underlying lender would not risk losing such an asset. Even if prospective buyers or the lender failed to move in, the tax certificate process was there to cover any shortfall. "Advantageous" because it significantly reduced the borrowing costs, thereby reducing the costs of the assessments to the property owners of the district, including the City. Unfortunately, the Great Recession and its lingering economic conditions changed the fundamentals associated with this consideration and, as a result, the City is exposed to significant financial risk.

At the time of the SW SAD Bond Issue, the Consulting Engineer's Report stated that the "value of the property with the improvements to be funded with the proceeds of the Southwest Assessment Bonds is in excess of \$1,000,000,000" (p. 24). Today, with those improvements complete, but in a drastically changed market, the St. Lucie County Property Appraiser estimates the market value of Southern Grove as \$78.2 million and calculates its assessed value as \$16,782,302. The total amount of assessments due within the SW SAD, approximately \$165 million, exceeds the assessed value of the land. The total amount to be paid in annual installments is over \$300 million. With this high cost of carry and the lack of end users in the current real estate market, an owner-developer has little opportunity to achieve a return on investment, especially in the short term. Simply put, the numbers do not work. As a result, an owner-developer may make the decision to walk away, a lender may choose not to take possession of a foreclosed asset and a bidder might pass on a tax certificate. If these safeguards fail, the City taxpayers will be forced to cover the deficit on the assessments, an annual amount which could approach \$9 million.

Without the issue of the CB&A, perhaps the need for action by the City would not be as urgent. The City could take a wait and see approach on Southern Grove. However, after having already experienced several years of budget cuts and layoffs due to the poor economy, should the CB&A be invoked, the City would likely be faced with the prospect of shutting down services and, or, facilities or significantly increasing taxes. These outcomes are not desired and should be avoided. The outcomes that are desired and should be attained are private investment, job creation, and owner-developers in Southern Grove that fulfill their responsibilities as property owners. To this end, the City has initiated the process to bring a powerful and comprehensive tool to bear—community redevelopment as set forth by Chapter 163, Part III, Florida Statutes.

Community redevelopment has been utilized throughout the country, state, and in the City to increase private investment and job creation and revitalize targeted areas. The City has an existing Community Redevelopment Area that was established in 2001 and later expanded in

2003 and 2006. At its meeting of August 15, 2011, the Community Redevelopment Agency Board unanimously recommended approval, subject to the City Council's determination that redevelopment of the area is necessary pursuant to Chapter 163, Florida Statutes, of a proposed modification to the Community Redevelopment Plan which would expand the Community Redevelopment Area again to include Southern Grove. At its meeting of August 29, 2011, the City Council, after holding a public hearing, adopted Resolution 11-R50, finding redevelopment of Southern Grove necessary pursuant to Florida Statutes and prompting staff to prepare a modification of the Community Redevelopment Plan in accordance with Section 163.361, Florida Statutes.

Following the City Council meeting of August 29, 2011, City staff members of the City Manager's Office and Planning & Zoning Department began the process of drafting this document, the Modification to the Community Redevelopment Plan for Southern Grove (the "SG Master Plan"). To date, the process has included:

- Hiring J. Michael Haygood, Esq., of Haygood & Harris, LLC, to provide a legal opinion relating to the legality of including Southern Grove as part of the Community Redevelopment Area. Please see pertinent legal opinions in Appendix C.
- Hiring Municap, Inc., to provide tax increment revenue projections. Please find the report entitled, "Southern Grove Community Redevelopment Area Projection of Tax Increment", attached as Appendix D.
- Conducting more than 50 stakeholder interviews with property owners, business owners, public officials, and citizens. Please find the stakeholder interview question list attached as Appendix E.
- Holding a Southern Grove CRA Workshop for any concerned citizens at Tradition Town Hall on December 14, 2011. An overview of the questions and a summary of the public responses are provided in Appendix F.

After considering the work products of the consultants, reviewing the input of the stakeholders and workshop participants, and analyzing the existing conditions of Southern Grove, staff began the actual writing of this document which is intended to: complete the process of adding Southern Grove to the Community Redevelopment Area; specify the City's vision for Southern Grove; set forth the programs to be utilized by the Community Redevelopment Agency to implement the plan; contain tax increment revenue projections; and fulfill all of the specific requirements of Florida Statutes pertaining to modification of a community redevelopment plan. The form of this document is modeled on the City's original Community Redevelopment Plan and the CRA Expansion Master Plan.

In addition to stating the intentions of this document, it is also important to note what this document is not intended to be. It is not intended to engage in duplicative planning, to reinvent the wheel, or to create unnecessary layers of government regulations. Southern Grove is a development of regional impact, a type of development which has been subjected to a rigorous review and planning process set forth by Florida Statutes. As a result, some aspects of the envisioned Southern Grove will be set forth by reference to other documents and/or plans created through a robust public planning process, rather than through a recreation here.

Once this document is found to be in an acceptable form by the Community Redevelopment Agency, it will be reviewed by the Planning & Zoning Board for conformance with the City's Comprehensive Plan and then processed in accordance with Section 163.361 and other relevant sections of Florida Statutes. As part of this process, the SG Master Plan will be sent to St. Lucie County and considered by the City Council after public hearing. Upon adoption of a resolution approving the SG Master Plan, Southern Grove will become a district of the City's Community Redevelopment Area; the City will adopt an ordinance amending the Community Redevelopment Trust Fund to accept the corresponding tax increment revenue as it becomes available; and the Community Redevelopment Agency will begin the process of implementing this SG Master Plan as it may be amended from time to time.

Southern Grove CRA District Redevelopment Plan Master Plan First Amendment

The Southern Grove CRA District Master Redevelopment Plan was approved on June 25, 2012 by Resolution 13-R65. An amendment to the redevelopment plan was approved on February 10, 2014 by Resolution 13-R153. This first amendment to the Master redevelopment plan updated to the document to reflect the amended amendments to the development order to the Southern Grove DRI that revised the development thresholds and the master development plan (Map H) that were approved by Resolutions 12-R34 and 14-R19. The Southern Grove CRA conceptual master plan was amended to relocate two K-8 school sites and four park sites. A new map was added that depicts the pedestrian and multipurpose path routes and the sites for park and ride lots as revised Figure 8. In addition, the document is being amended to reflect a proposed amendment from Tradition Land Company, LLC, the master developer for the Southern Grove DRI, to amend Map H, the DRI Master Development Plan, and the Southern Grove CRA Master Plan to relocate two K-8 school sites and four park sites. A new map depicting the pedestrian and multi-purpose path routes and the sites for park and ride lots has been added to the document as revised Figure 8.

Southern Grove CRA District Redevelopment Plan 2nd Amendment

The second amendment to the Southern Grove CRA District redevelopment plan amends Figure 6, the master development plan for the Southern Grove DRI; Figure 7, the conceptual master plan for the Southern Grove CRA District; and Figure 8, the pedestrian and multipurpose trails map to reflect the amended development order to the Southern Grove DRI approved by Resolution 15-R95. Resolution 15-R95 is the fourth amendment to the development order to the Southern Grove DRI. It amended the master development plan (Map H) to relocate a school site and an adjacent park site; realigned some of the proposed road right-of-ways; reconfigured the Neighborhood Village Commercial areas; and realigned the multi-purpose path known as "Tradition Trail" to accommodate planned residential developments. Tradition Trail was realigned in some areas so that it does not bisect proposed neighborhoods or employment center areas and to still maintain north/south and east/west connectivity for the DRI.

Other proposed changes include an amendment to Figure 5 to update the zoning map and other changes to clean-up, clarify, and update the document. Figure 5 depicts the current zoning in Southern Grove. It is being updated to denote the properties that were rezoned master planned unit development.

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Description of Project Area

The Southern Grove District of the Community Redevelopment Area (the "Southern Grove") contains approximately 3,606 acres or 5.63 square miles. The boundaries of Southern Grove are Tradition Parkway on the north, Community Boulevard on the west, the Martin County Line on the south and I-95 on the east. Please see Figure 1 for a map of Southern Grove and Appendix A for the legal description. These boundaries were selected because they: 1) run along prominent manmade or natural features; 2) are the boundaries for a struggling DRI known as Southern Grove; 3) are coterminous with the boundaries of the SW SAD; and 4) were the boundaries of The Finding and Declaration of Necessity Report for Southern Grove.



Existing Conditions

In order to determine your future, it is useful to look at where you have been, and where you are now. This section serves to describe important physical, social and economic conditions existing within Southern Grove.

The majority of Southern Grove was annexed into the City in 2004 as part of a greater voluntary annexation movement, which was initiated in 2003 by the property owners of agricultural lands west of I-95. Figure 2 provides a map of the greater annexation area. Figure 3 illustrates Southern Grove's location relative to the other properties within or adjoining the Southwestern Annexation Area.

Southern Grove has a future land use designation of "NCD", New Community Development District. This land use designation is intended to help the City facilitate the development of large-scale, sustainable new communities with mixed-uses. According to the Comprehensive Plan, development within the NCD District should be:

- Mixed-use, providing a greater variety of uses closer to home and work;
- Pedestrian oriented, reducing reliance on the automobile and building a sense of place and community;
- Environmentally sensitive, providing wildlife corridors and upland habitat preservation;
 and
- Able to provide a diversity of housing types to enable citizens from a wide range of economic levels and age groups to live within its boundaries.

Additional details regarding the NCD land use, including allowable building heights and densities are provided in Appendix G the City of Port St. Lucie Comprehensive Plan. Pursuant to Policy 1.1.4.13 of the Future Land Use Element, the compatible zoning district for the NCD future land use classification is MPUD (Master Planned Unit Development). As Southern Grove is developed, the properties will transition from Most of Southern Grove still has a zoning designation of St. Lucie County Agricultural – 5 (SLG AG-5) which allows one dwelling unit per five acres to City of Port St. Lucie MPUD. its zoning designation prior to annexation. This zoning designation allows agricultural uses and one dwelling unit per 5 acres. The City expects the land to be re-zoned to master planned unit development as it is developed and subdivided similar to what has occurred in the northeast portion of Southern Grove, which is now zoned "MPUD", Master Planned Unit Development. The MPUD zoning district serves to implement the NCD land use. Accordingly, the City's Code of Ordinances states that:

The purpose of the MPUD Zoning District is It is the intent and purpose of this district to provide, upon specific application and through the processes of unified planning and coordinated development, for the creation of large-scale, sustainable new communities with mixed uses. The specific objectives of the district are to incorporate a mixture of land uses, consistent with the densities and intensities authorized by the new community development (NCD) future land use designation; provide a greater variety of uses closer to home and work; reduce reliance on the automobile and build a sense of place and community; provide wildlife corridors and upland habitat preservation; provide a diversity of housing types to enable citizens from a wide range of economic levels and age groups to live within its

boundaries; provide adequate public facilities; replace piecemeal planning which reacts to development on a project-by-project basis with a long-range vision to create an integrated new community.

Regulations for master planned unit developments (MPUD) are intended to accomplish the purposes of zoning, planning and design principles and standards that shall govern development within the MPUD. Where there are conflicts between the requirements of the general provisions of this chapter or other applicable codes of the City and the requirements established by the MPUD regulation book, the MPUD regulation book shall prevail.

Additional information concerning the MPUD District can be found in Sections 158.185 through Section 158.199 of the City's Code of Ordinances, which is attached as Appendix H. Maps depicting the future land use designations and zoning districts can be found in Figures 4 and 5, respectively.

Southern Grove was entitled as a specific type of large scale development known as a Development of Regional Impact (also known by its acronym, "DRI"). The Southern Grove DRI was approved by the City on September 25, 2006, and is subject to a development order, which serves to ensure that the development addresses its impacts on the City and region. At that time, the authorized entitlements were 7,388 dwelling units, 2,164,061 of retail square footage, 2,073,238 of office square footage, 1,999,405 of industrial square footage, and 500 hotel rooms. On April 9, 2012, the City Council approved an amended development order to the Southern Grove DRI. The revised development program and phasing for Southern Grove are shown in Table 1.

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Figure 2: Map of Annexations West of I-95

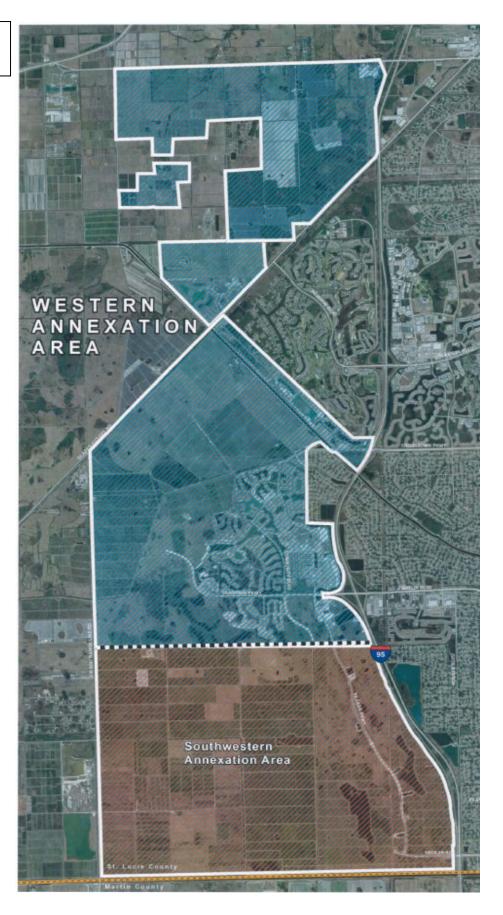
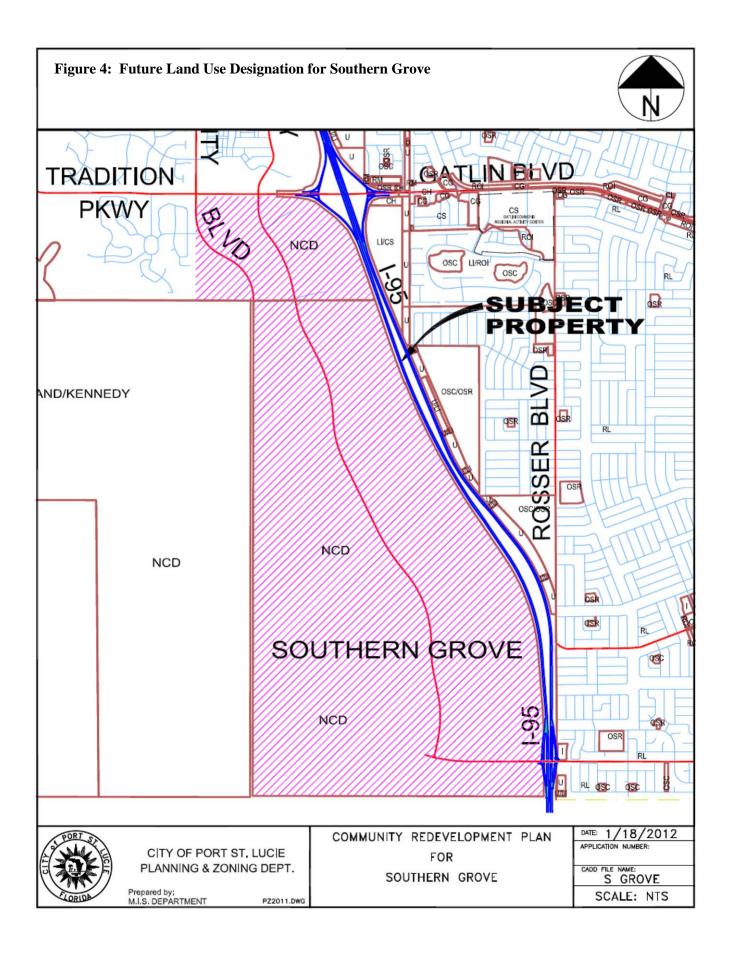
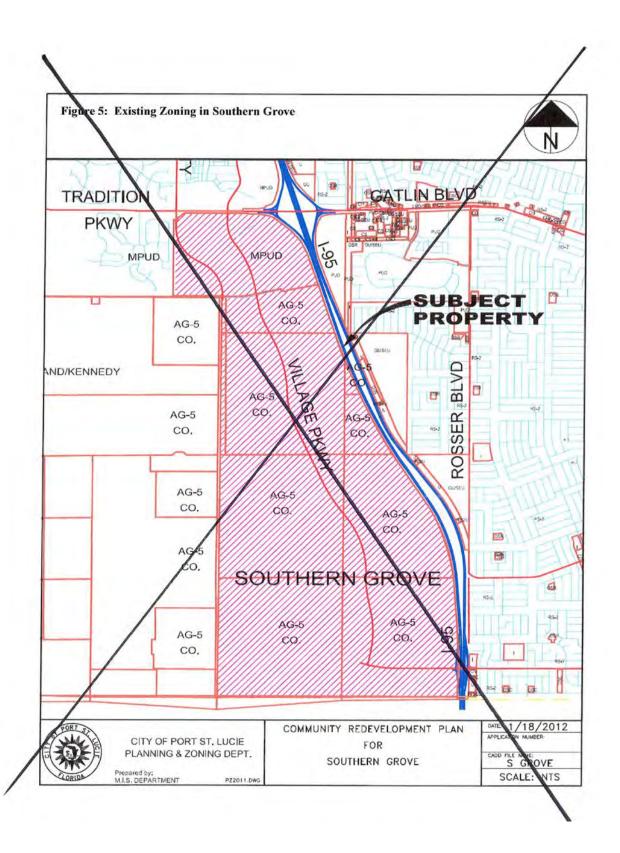
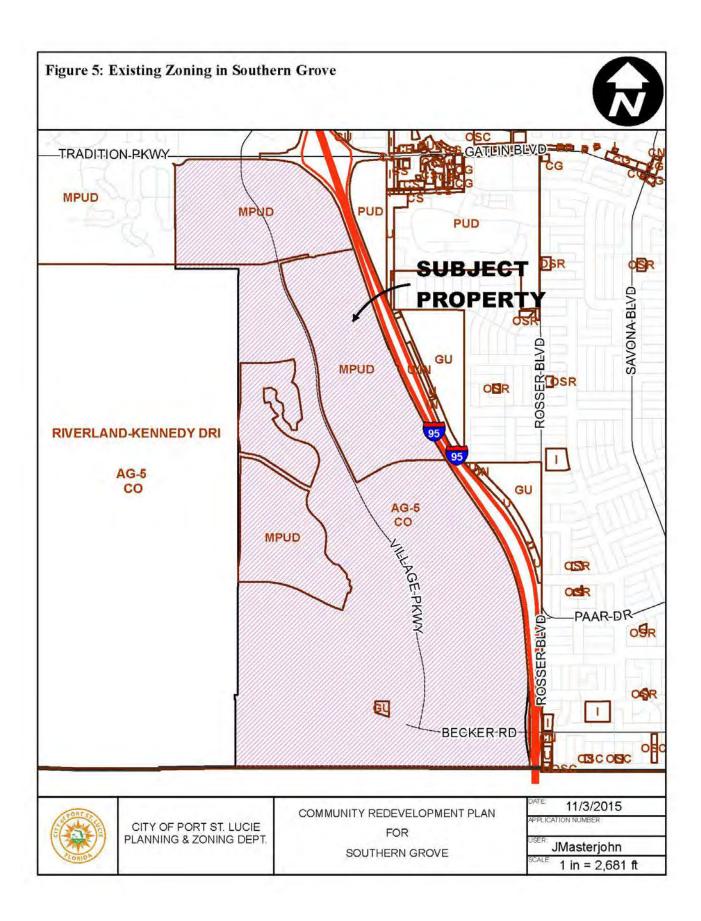


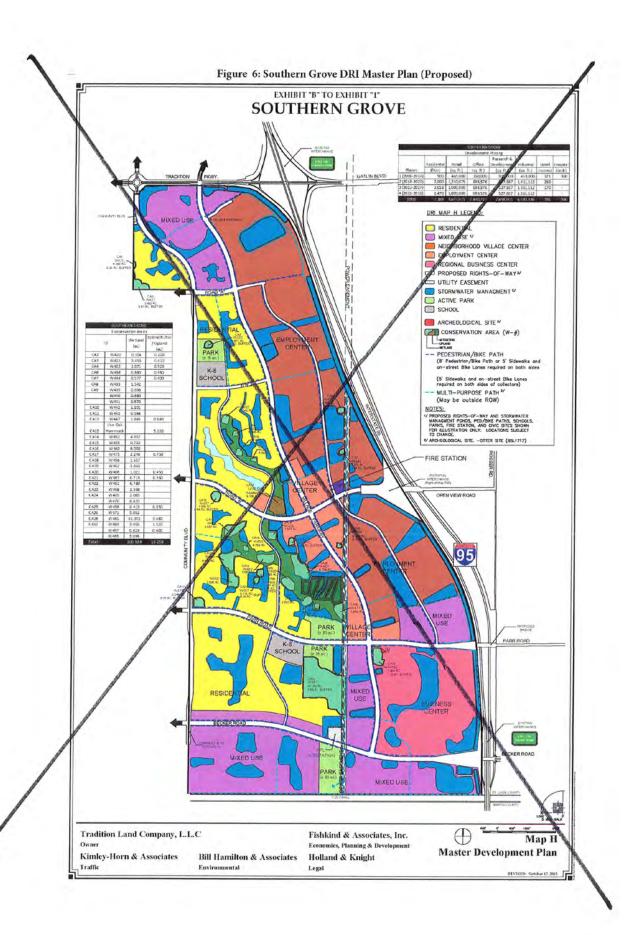
Figure 3: Tradition and Southwest Annexations











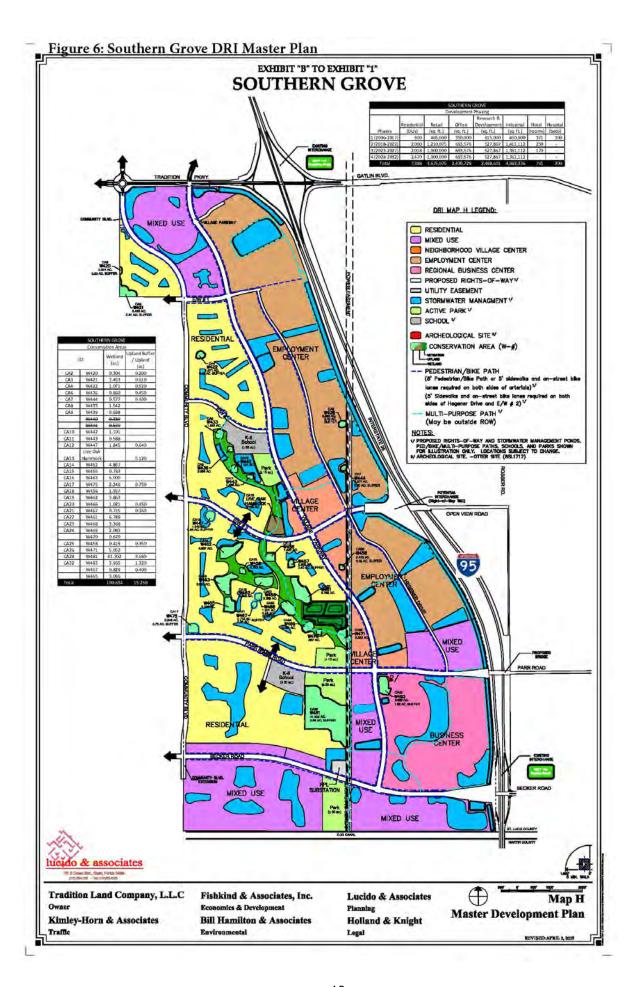


Table 1: Summary of Approved Development Entitlements for Southern Grove (Res. 12-R34)

					Research &	<u>Warehouse</u>		
		<u>Residential</u>	<u>Retail</u>	<u>Office</u>	<u>Development</u>	<u>/Industrial</u>	<u>Hotel</u>	<u>Hospital</u>
<u>Phase</u>	<u>Years</u>	<u>(DU)</u>	<u>(S.F.)</u>	(S.F.)	<u>(S.F.)</u>	<u>(S.F.)</u>	(Rooms)	(Beds)
	2006-							
<u>1</u>	<u>2017</u>	<u>900</u>	<u>465,000</u>	<u>350,000</u>	<u>915,000</u>	<u>450,000</u>	<u>371</u>	<u>300</u>
	2008-							
<u>2</u>	2022	<u>2,000</u>	1,210,075	<u>693,576</u>	<u>527,867</u>	<u>1,411,112</u>	<u>250</u>	<u>0</u>
	2023-							
<u>3</u>	<u>2027</u>	<u>2,018</u>	1,000,000	693,576	<u>527,867</u>	1,361,112	<u>170</u>	<u>0</u>
	2028-							
<u>4</u>	<u>2032</u>	<u>2,470</u>	1,000,000	<u>693,576</u>	<u>527,868</u>	<u>1,361,112</u>	<u>0</u>	<u>0</u>
	2006-						_	_
<u>Total</u>	2032	<u>7,388</u>	3,675,075	2,430,728	2,498,602	4,583,336	<u>791</u>	300

Just as Southern Grove was one of several western annexations, the Southern Grove DRI is one of several DRIs approved in western Port St. Lucie. The DRIs have the same names as identified in the map of Southwestern Annexations and provide for the development of 38,095 residential dwelling units and 16,532,133 SF of non-residential space as set forth in Table 2.

Table 2: Summary of DRI entitlements in Southwestern Port St. Lucie							
	Year	Buildout	Approved	Approved Non-			
DRI Name	Approved	Status	Residential DU	Residential SF			
Riverland/Kennedy	2006	Not Started	11,700	3,615,168			
Southern Grove	2006	In Progress	7,388	6,236,704			
Tradition	2003	In Progress	7,245	1,971,079			
Western Groves	2007	Not Started	4,062	616,810			
Wilson Groves	2006	Not Started	7,700	4,092,372			
Total			38,095	16,532,133			
Source: Treasure Coast Regional Planning Council							

As reflected in Table 2, most of the DRIs have not initiated development. To date, Tradition has achieved the most significant buildout, developing approximately 2,360 residential units and 800,000 SF of non-residential space. It is important to note that Southern Grove, as well as Western Grove, will be marketed by the owner-developer of the properties as one master-planned community—Tradition.

In order to construct the master infrastructure necessary to serve the approved entitlements within Southern Grove, the property owner-developer requested that the City form a special assessment district pursuant to Florida Statutes. In response, the City created the Southwest Annexation Special Assessment District No. 1 (commonly referred to as the "SW SAD") and completed the SW SAD No. 1 Improvements Project.

More than \$156 million in bonds were issued to complete the project improvements which included roadways, stormwater attenuation facilities, water transmission facilities, and wastewater collection and conveyance facilities, as further outlined in Appendix B. The costs of these improvements are borne by the property owners of the SW SAD, who have the option of paying the assessments in full at any time or annually over a 30-year period. In order to reduce the borrowing costs associated with the financing of the SW SAD, the City provided a covenant to budget and appropriate non-ad valorem revenues (the "CB&A") for the repayment of the bonds should there be any shortfall in the payments from the property owners.

Although the SW SAD Project completed most of the master public infrastructure necessary to serve the entire development program, as of January 2012, only a small portion of the development program has actually been constructed. Construction has been limited to the budding biotechnology cluster located at the northeast corner of Southern Grove, which currently consists of the approximately 100,000 square foot Torrey Pines Institute for Molecular Sciences, the 100,000 square foot VGTI research facility, and a 111-room Homewood Suites. It is estimated that these businesses employ approximately 178 full time equivalents as of August 2011.







It is important to highlight that there are no existing residential units or residents within Southern Grove.

When comparing actual construction to the approved development program and phasing, it is clear that:

- The amount of total construction to date is far below the amount of projected construction;
- The project is several years behind the projected timeline; and
- A research and development use was not specifically identified as part of the original development program, but is the predominant use thus far.

Looking beyond completed and active construction to other points in the development pipeline, there are a few bright spots:

- The 90-bed Tradition Hospital should commence construction this year.
- Mann Research Center, LLC, owns 22.3 acres.
- Grande Palms at Tradition I and Grande Palms at Tradition II own 40 acres collectively and are awaiting the completion of additional office space before they construct apartment buildings to serve the growing workforce.

However, outside of the above, there are no additional announced projects. The remaining land within Southern Grove is owned by PSL Acquisitions 1, LLC, related companies, or public entities, and the current use of the corresponding lands is not much different than the use at the time of annexation. In fact, according to an analysis of the 2011 tax roll, most of the land within Southern Grove is still being utilized for agricultural purposes as of January 1, 2011, as evidenced by the existence of agricultural credits. The only significant difference between the property then and now, other than the approved entitlements, is the approximately \$110 million worth of public infrastructure improvements that were constructed as part of SW SAD project. Unfortunately, this infrastructure, like all things, has a finite "useful life". The clock began ticking when it was completed, and the investment is not being used at its designed capacity.

The lack of demand for vacant land by end users has led to precipitous declines in the aggregate value of Southern Grove as illustrated in Table 2. As shown, market value has declined every year since 2006, dropping 78% over that time period. Net taxable value, which is the value utilized for the calculation of property taxes, is down 54% over the same period. The reason for the variation in net taxable value from year to year is not related to some fundamental improvement in

Table 3: Aggregate Market Value and Net Taxable Value of Southern Groves²

Year	Mar	ket Value	Net Taxable Value		
2011	\$	78,208,869	\$	16,782,302	
2010	\$	103,698,814	\$	17,586,665	
2009	\$	132,879,899	\$	13,014,051	
2008	\$	176,274,444	\$	14,639,807	
2007	\$	277,444,220	\$	10,387,155	
2006	\$	359,361,600	\$	36,578,054	

the market or new construction. It is due to large changes in the amount of agricultural credits granted to the properties within Southern Grove.

It is important to note that the 2011 aggregate value of Southern Grove, \$78,208,869, is less than the aggregate amount of SW SAD special assessments due on the same land, which, according to a report prepared by the City of Port St. Lucie Finance Department is \$161,055,540.86 based upon a September 2011 payoff date. Consequently, Southern Grove is "upside down", the cost of the asset exceeds its value, due to the cost of the special assessments alone. The SW SAD special assessment is only one of several development costs, which may include but not be limited to the cost of acquisition and associated financing costs, property taxes, stormwater fees, and land maintenance, putting individual properties even further upside down.

As more specifically depicted in Appendix B, the street system in Southern Grove currently consists of Tradition Parkway, Becker Road, Village Parkway, Community Boulevard, and Discovery Way (a/k/a "Road A"). These roadways represent the major arterials and collectors which will serve as the backbone of the area's network of streets and will be augmented by those additional roadways shown in the DRI Master Plan. The City expects a significant network of collector and local roadways to be developed as part of subdivision and build-out of Southern Grove.

The City of Port St. Lucie Comprehensive Plan addresses future projected needs and level of service improvements for important roadways, and the Southern Grove DRI Development Order requires that roadways be constructed concurrent with need.

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² According to the records of the St. Lucie County Property Appraiser and St. Lucie County Tax Collector

Evaluation and Visioning

After cataloguing the existing conditions within Southern Grove and reviewing all applicable policy and planning documents, the planning team sought to engage the public in order to identify important issues, community concerns, strengths, weaknesses and, ultimately, the community's vision for Southern Grove. To engage the public, the planning team invited over eighty community stakeholders to one-on-one interviews; held an advertised public workshop for all interested parties at the Tradition Town Hall; and engaged in question and answer sessions in other forums such as homeowner association meetings.

Stakeholder Interviews

More than 50 community leaders and interested citizens participated in stakeholder interviews with the planning team. In those meetings, the planning team was able to explore several critical planning and policy issues; but, more importantly, the team was able to listen to what each stakeholder found important. The interview questions are attached as Appendix E. The questions were aimed at:

- Providing the stakeholder with many open-ended questions to encourage candid and straight-forward responses;
- Identifying strengths and weaknesses;
- Addressing regulatory, planning, land use, architectural design, recreation, transportation, and economic policies;
- Defining what makes a place "special";
- Answering "What would help attract more investment in Southern Grove?"; and
- Articulating the stakeholder's vision for Southern Grove and the City as a whole.

The stakeholders did not disappoint, providing very insightful input, which ranged from "big picture" to "microscopic". The following bullet points represent common responses and "big ideas" from the interviews. As is to be expected, while there were many common responses, there were also many differing opinions out there. As a result, some of the highlights and responses found below may be contradictory.

- Strengths: Location, location—the Gateway to South Florida and Central Florida; infrastructure; I-95 and the new interchanges; clean slate; and cost of housing.
- Weaknesses: Economy; costs of land carry; SAD and debt; development costs; unemployment rate in region; lack of community schools; potential costs to the City; lack of marketing; <u>nothing</u> [emphasis added].
- The number one priority of the City in Southern Grove should be to attract and retain businesses to enhance and diversify the tax base.
- Encourage the area to develop as quickly as possible.
- Lessen the potential impact to the taxpayers.
- Don't sacrifice the long term vision for short term gain.
- Don't put the taxpayers on the hook for additional debt.
- The success of the redevelopment effort should be measured by the number of jobs created.
- Clarity of vision is an important community trait and helpful in recruitment.
- Southern Grove should become the economic engine for the entire City.

- To be competitive on all levels, international, national, regional and local, the City must have a great school system, a favorable tax climate, and be safe.
- The higher education system needs to continue to evolve to meet the changing demands of a growing community.
- Southern Grove should be a community where the car stays home.
- Southern Grove should be a beautiful and well-planned community.
- What makes a special neighborhood? Sidewalks, street lights, street trees, landscaping, neighborhood parks, neighbor interaction, and quality buildings.
- Tradition is a quality development; Southern Grove should continue what Tradition started. Southern Grove should continue what Tradition did well and improve what it didn't.
- Need a local street grid; do not allow too much development on the main arterials.
- Southern Grove should be walkable and interconnected.
- We need to learn from past mistakes: sidewalks are a must, need to ensure a better buffer between differing uses (no PSL Blvd.'s).
- Getting people around in Southern Grove is important: Trails; sidewalks, golf carts, trolley, buses.
- Provide a mix of housing types.
- Let market forces work to determine type of development, but ensure that all development is of proper quality. Do not allow the creation of throw away buildings.
- Luxury development lasts forever.
- Tradition and the SG Master Plan are good, but I wouldn't mind seeing less residential.
- Save the few remaining wetlands and be careful with stormwater.
- Might need a higher stormwater standard.
- Provide a mix of commercial development types.
- We need a mall!!!!!!!!!
- A mall would be an economic engine.
- We need a Mall of America.
- Need a large community park.
- Need market driven entertainment uses.
- Need spec. space for biotechnology and incubators.
- Strong gateway features are important to community identity.
- Secure any incentives to protect the taxpayers.
- Explain the City's exposure to the SW SAD.
- Target any clean industry, especially manufacturing.
- Make I-95 attractive.
- Developers must pay their fair share; taxpayers cannot be on the hook;
- Increase recruitment efforts.
- Possible incentives: offset the cost of the special assessments; waive impact fees; fast track approvals; ambassador program; construct infrastructure; provide marketing.

Public Workshop

Following completion of the stakeholder interviews, the planning team held a public workshop on December 14, 2011, for all interested parties at Tradition Town Hall. Due to the nature of a public workshop, the planning team could not get as in depth input from workshop participants, but explored the same general issues by providing the following information and

question stations: 1) Introduction; 2) Land Use; 3) Aesthetics; 4) Transportation; 5) Economics and 6) Incentives. At each station, a professional planner was available to provide information and answer any questions, and participants completed a corresponding survey. Additionally, the more detailed stakeholder interview questions were made available to anyone who wanted to provide additional input. Over thirty citizens participated in the workshop. A matrix cataloguing specific participant responses is attached as Appendix F. Though slightly different questions, the community workshop responses tracked those of the stakeholder interviews.

The Distillation Process

After compiling the results of the public workshop, the planning team reevaluated existing conditions and policy documents, cross-referencing them with the common themes and comments received from public input, in order to draft the vision statement, goals, objectives, and policies for Southern Grove. The results of this process are offered in the next section. The distillation process can be difficult because there are many opinions out there, and it is impossible to achieve perfect consensus, especially on tough policy issues. However, a great aspect of the community redevelopment and community planning processes is that a document like this, along with its vision statement, goals, objectives, and policies, will, itself, be subjected to additional public review and scrutiny. Therefore, if the planning team missed something or got it wrong, the public, CRA Board, and/or citizens still can make it right. Plus, plans like this should be "living documents" and change over time to reflect changes in society.

The Vision

This section serves to outline the vision for the Southern Grove District of the Community Redevelopment Area and the goals and objectives to be implemented by the community to realize that vision. Before defining the vision and the goals and objectives, it is important to consider several critical ideas:

- 1. Southern Grove is not a typical CRA, featuring a built-out urban environment in decay and requiring re-do's of everything, such as the comprehensive plan, zoning code, constructed street grids, existing utilities, parks, and private buildings, etc. It is a CRA because of economic factors; the impact of those economic factors on the approved entitlements and plans; the underutilization of a huge infrastructure investment; the City's exposure to the guarantee being invoked on the SW SAD special assessments; and, basically, all of the problems that have materialized due to a lack of development.
- 2. Southern Grove is largely a clean slate with a good plan. It does not require extensive planning. It requires extensive investment, development, and construction.
- 3. The CRA is the most promising tool at the City's disposal to realize the desired development and job creation in Southern Grove. The CRA provides the Agency with a dedicated funding source and the authority to implement incentive programs, public improvements and other projects which affect the community's vision for the area. As a result, the Agency can work to attack barriers to development, like the high costs of carry stemming from the SW SAD special assessments and the regional tax climate or to provide public amenities that provide added value.

- 4. Southern Grove provides the City with an opportunity to overcome GDC's legacy. GDC can be blamed for a lot in the original City. If the City fails to seize the opportunity in Southern Grove, GDC will not be to blame.
- 5. As a result of the foregoing, the vision, goals, objectives, and policies for Southern Grove are extremely focused.

Vision

The Southern Grove District of the City of Port St. Lucie Community Redevelopment Area will be a regional employment center and retail destination providing the City with: a diverse economic base formed of innovation, an integral facet of its identity and fiscal stability. The area will be a well-planned mixed use community, aesthetically pleasing, interconnected, sensitive to the environment, and unique. It will enable the City to become a place where its citizens need not leave to fulfill all of life's necessities, a place to live, learn, work, shop, socialize, and play.

One Goal:

The Community Redevelopment Agency (the "Agency") will promote and support the build out of Southern Grove pursuant to the approved Southern Grove DRI Development Order, the City's Comprehensive Plan and the Vision Statement, as they may be amended from time to time.

Objective:

To promote and support the envisioned build out of Southern Grove, the Agency will work with other governmental entities, property owners, business owners, developers, real estate professionals, citizens, and interested parties to attract and recruit clean industries and approved development.

Policies: To attract and recruit clean industries and approved development, the Agency will consider the following:

- The authorization of incentive programs.
- Partnering with the property owner or appropriate representative organization to market the District.
- The construction of public amenities, facilities, parks, and/or public infrastructure projects that serve to implement the vision and/or will attract clean industries and approved development.
- The creation of incubator buildings and/or programs.
- The authorization of community policing innovations to enhance public safety.
- Partnering with the City on a collaboration with the St. Lucie County School Board aimed at extolling our school system's virtues and making our schools the best they can be.
- Partnering with the City on a collaboration with IRSC and/or other institutions to ensure that the community's institutions of higher learning continue to evolve to meet the changing needs of a growing community.
- Partnering with the City on a collaboration with all taxing authorities within St. Lucie County to review the local tax environment and ensure that our citizens are receiving the best possible value on their investment.

Objective:

To ensure the creation of a Southern Grove which is well-planned, mixed use, aesthetically pleasing, interconnected, sensitive to the environment, and unique.

Policies: To ensure the desired characteristics of Southern Grove, the Agency may:

- Collaborate with the property owner, developers, and City to develop additional standards for connectivity of the local road network to ensure an adequate grid.
- Collaborate with the property owner, developers and City to develop appropriate street section design standards.
- Establish and coordinate the creation of an open space network that interconnects the entire district for transportation by foot, bicycle, and electric golf cart, utilizing dedicated paved paths traversing rights-of-way.
- Collaborate with the Southern Grove architectural review board to explore how its design standards create an aesthetically pleasing environment, identity, long term value, and uniqueness.
- Promote and encourage the following concepts:
 - Jobs corridor/job creation.
 - o Regional retail, especially a mall and outlet center.
 - o Multipurpose path network for bikes, golf carts, and pedestrians.
 - o Walkability.
 - o Unique architecture.
 - Buildings that greet the street.
 - o Projects similar to Tradition Square.
 - Housing diversity and affordability.
 - o Enhanced stormwater storage standard.
 - Enhanced stormwater treatment standard.
 - Energy and water efficient developments.
 - Wildlife protection and enhancement of environmentally sensitive areas.
 - Market driven attractors and entertainment uses.
 - Appropriate beautification of marketing corridors, including lands adjacent to I-95.
 - Gateway features.
 - Decorative way finding signage.
 - o Community events.
 - Expansion of Higher Education opportunities.
 - Expansion of recreational amenities.
 - Technological innovation and interconnectivity.
 - Other concepts determined by the Agency to be consistent with the Vision Statement.

The Southern Grove District of the CRA Master Plan and Graphic

This section addresses the impact of redevelopment on the Southern Grove CRA expansion area and surrounding neighborhoods in accordance with Section 163.362 (3) of the Florida Statutes. As previously discussed, the approved development of Southern Grove has been extensively planned through a rigorous public planning process known as a Development of Regional Impact or DRI. The conditions and policies that govern development in the Southern Grove DRI are established by the adopted DRI Development Order and the NCD land use policies in the City of Port St. Lucie Comprehensive Plan. The land use categories include Residential, Mixed Use, Employment Center, and Neighborhood Village Center. Approved

development entitlements, including the total number of dwelling units, are shown in Table 1 of this document. Limitations on the type, size, height, number, and proposed use of buildings shall be controlled by the NCD District land use designation and the approved development order for the Southern Grove DRI. The development order requires a minimum of 331 acres of open space. The actual number is expected to be much greater and will depend upon configuration of the stormwater system.

Accordingly, very few changes have been made to the Southern Grove DRI proposed Master Plan. In fact, the Community Redevelopment Master Plan Graphic is the Southern Grove DRI proposed Master Plan with two material changes. One, an open space network that will interconnect the entire district for transportation by foot, bicycle, and electric powered golf cart has been inserted. Two, Park and Ride lots have been incorporated into two areas. The open space network must be comprehensive and provide interconnectivity to all major blocks. The park and ride lots must be close to the respective arterial roads. It is hoped that in Tradition (marketing name for Southern Grove), you will have the very real and safe option of leaving your car at home, but it's up to you.

The majority of the land in Southern Grove District of the Community Redevelopment Area is undeveloped land. There are no existing residential units or properties that are to be acquired by the City as part of the redevelopment plan. Impacts on the future physical and social quality of the area including affordable housing, environmental and resource protection, roadway requirements, sewer and water, and other infrastructure improvements are comprehensively addressed by the Southern Grove DRI Development Order which is referenced in this document.

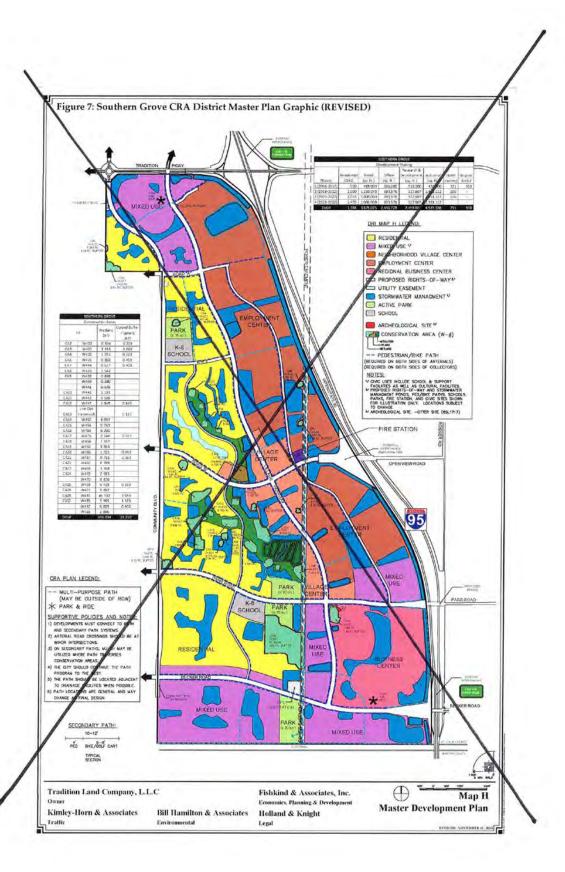
As noted under Condition 54 of the adopted Southern Grove DRI Development Order, the Developer has offered to provide voluntary support for affordable housing by means of a local condition. The Developer shall pay a voluntary affordable housing assistance fee of \$500, or a mutually agreed upon amount for each residential unit constructed on the Property, payable at the time of building permit application, into an affordable housing trust fund or other dedicated account established by the City. The City shall determine how to disburse the moneys in such trust fund in order to encourage affordable housing through such means as (a) acquisition of land; (b) a program of down payment assistance; (c) prepaying of points for qualified homebuyers; (d) rehabilitation of existing affordable housing; (e) construction of new affordable housing by private developers or not-for-profit entities; or (f) other appropriate affordable housing strategies.

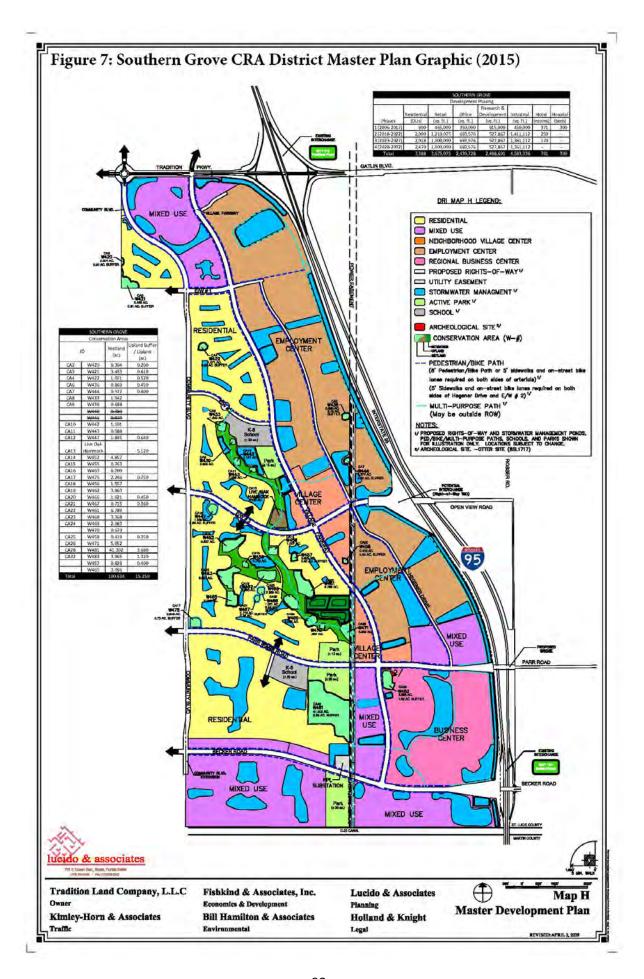
As an alternative to the above, the Developer at its option may choose to participate in a program developed by the City of Port St. Lucie that will meet the same goals and objectives of the condition to provide sufficient workforce housing, based upon a program of the City of Port St. Lucie upon its adoption in the City of Port St. Lucie comprehensive plan.

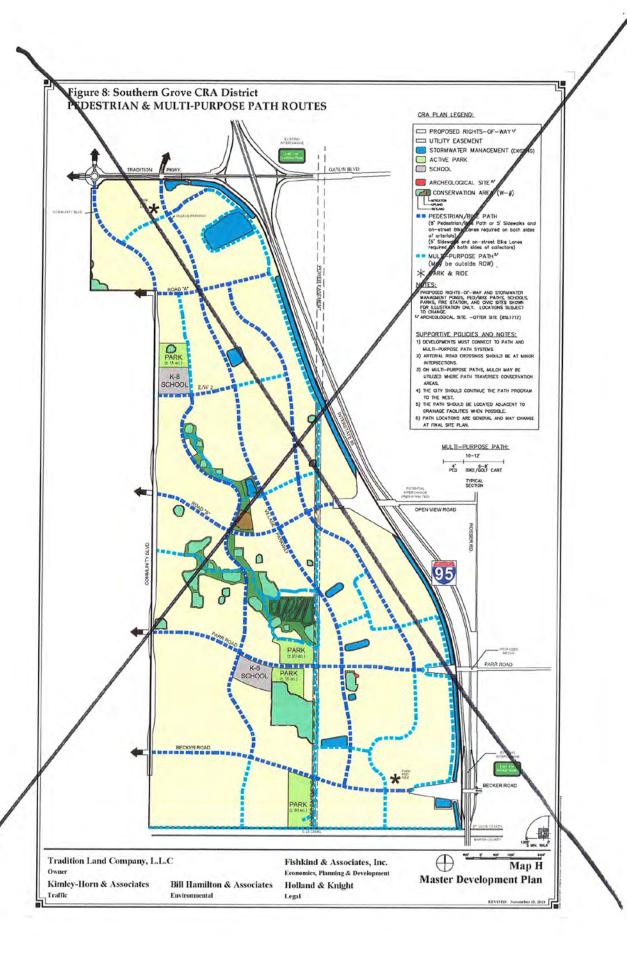
Prior to the beginning of each phase subsequent to Phase 1, the supply of affordable housing shall be re-calculated using the East Central Florida Regional Planning Council Housing Methodology (revised June 1999) or, at the election of the Developer, an alternative methodology acceptable to the City and the State land planning agency. If the supply calculation for any subsequent phase shows that there is not an adequate supply of affordable housing reasonably accessible to the Southern Grove DRI to meet the demand from the non-residential development in that phase, the Development Order shall be

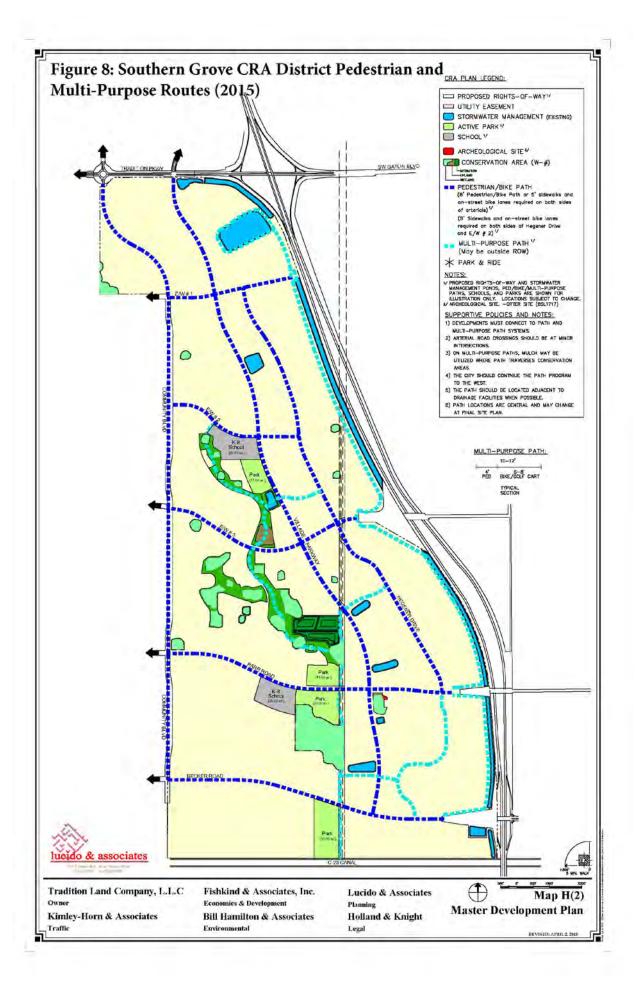
amended to include measures to mitigate the unmet housing need consistent with Rule 9J-2.048, F.A.C. The voluntary affordable housing mitigation assistance fee provided for in Condition 54 shall be credited against any required mitigation.

The Master Plan Graphic is set forth in Figure 7. Figure 8 depicts the pedestrian and multipurpose path routes and the sites for park and ride lots.









Specific Initiatives

To achieve the Vision set forth by this document, the Agency must remain focused and implement the previously described policies. This section serves to provide additional information concerning how the Agency will carry out its higher priority and/or more complex policies.

Administration

Though it was not specifically stated, to ensure that the Vision is carried out, the Agency must have the administrative resources to do the job. The Agency has been without singularly focused personnel for too long. With the addition of the Southern Grove District, as soon as the budget allows, it is advisable that the Agency hire a full time CRA Director. Additionally, the Agency will have to cover other administrative costs.

Incentives

One of the most important ideas in this Plan and in this community redevelopment effort is that the Agency must attract and recruit clean industries and desired development. To do this, the Agency may authorize a number of incentive programs. Florida Statutes provide community redevelopment agencies with the ability to be quite flexible and innovative. It is the intent of this document to extend this flexibility and ability to innovate to the Agency. Possible incentive programs include, but are not limited to:

- Expedited Permitting and Ambassador Program.
- Partnering on Development Costs—share in the costs of development by constructing or paying for water, sewer, stormwater, landscaping, roadway improvements, and/or public parking improvements.
- Fund separate improvements—construct strategic improvements which will attract
 development, such as streetscape projects, beautification projects, recreational
 facilities, or other amenities. Examples include but are not limited to: a greenway,
 gateways, beautification of the lands adjacent to the I-95 corridor, way finding signage,
 parks, and landscaping.
- Pay development-related fees on specific projects. Examples include paying impact fees, building fees, connection fees, special assessments, a portion of the SW SAD special assessments, and/or other application fees for desired development.
- The Agency could construct and then select businesses for an incubator building. The Agency could joint venture in such projects.
- The Agency could purchase, lease, and/or develop property and vertical improvements in order to facilitate job creation and incentives that implement this Plan.
- Provide a cash grant to targeted businesses and/or uses that meet specific targets.
- Provide loans.

The authorization of any specific incentive program will require formal action of the Agency and additional specification. In the consideration of a program, the Agency will consider several factors, including:

- 1. If the program implements the One Goal and Vision;
- 2. Available funding and amount to be allocated to the program;
- 3. The return on investment the Agency and/or City would receive on its investment in the proposed incentives, including such factors as number of jobs created, wage levels, ad valorem taxes, payment of special assessments, sales tax, impact fees, and other taxes and fees:
- 4. The proposed safeguards to ensure the return on investment and protect the public's investment; and
- 5. Any other noteworthy costs, benefits, and impacts of the program.

Action: As funding allows, the Agency will create incentive programs based upon the above factors to realize the Vision Statement.

The Tradition Trail

Though it can be considered an incentive as a public amenity constructed to attract job creation and desired development, the previously discussed network of open space, dubbed here as the "Tradition Trail", is one of the big ideas of this Plan and deserves its own discussion. The Tradition Trail serves to utilize the planned rights-of-way, conservation areas, green spaces, open spaces, drainage rights-of-way, and Florida Power & Light right-of-way to create a paved trail interconnecting the entire district for travel by foot, bicycle, and electric powered golf cart. It is envisioned that the Tradition Trail will be an incredible amenity that provides transportation, recreation, green space, beautification, an opportunity to enhance stormwater storage and treatment, environmental restoration, and environmental education.

Tradition Trail will be very similar to the Wood Stork Trail in the eastern Community Redevelopment Area, portions of the Eastern Watershed Improvement Project, and the existing Tradition open space network. It will have the added innovation of allowing electric powered golf carts. The City has recently received many inquiries regarding the permissibility of golf carts on roadways, especially in Tradition. The matter was even the subject of a City Council Retreat Agenda. While City staff supports the idea of alternate modes of transportation and Florida Statutes allows low speed vehicles on certain roadways (the category of low speed vehicles excludes golf carts), staff cannot support golf carts interacting directly with cars. However, golf carts could be accommodated on a dedicated path, and it is envisioned that the Tradition Trail would segregate traffic by speed. For example, walkers would have a delineated lane on the Trail, and bicyclists and golf carts would have another lane on the Trail. It is hoped that the Trail would be a great selling point for Southern Grove, and a review of similar facilities suggests that they are a draw and create value.

Action: The Agency should hire a consultant to complete a master plan to design the

Trail when funding is available.

Action: The Agency should collaborate with the owner-developer on a construction

olan.

Action: The Agency should pursue grants to partially offset the cost of construction of

the Trail.

Marketing

Many participants in this planning process have expressed their frustration that the lack of development at Southern Grove may be at least partially attributable to a lack of marketing. The million dollar marketing campaign that netted much of the previous owner-developer's success left with the last owner-developer. The development has essentially been on ice for two years or more. Consequently, one of the simpler and more cost effective methods of attracting and recruiting clean industries and desired development may be to collaborate with the property owner and/or representative organization on a marketing effort. Even in these dark times, the sun still shines in South Florida, and Port St. Lucie has a lot to offer. The question is: Does everyone know about it? We cannot afford to be a secret.

Action:

Work with the property owner and/or representative organization on a marketing campaign. If appropriate and funding is available, financially participate in the campaign.

Safety, Schools and Taxes

As part of the stakeholder interview process, it became clear that safety, the quality of schools, and the tax environment are fundamental factors influencing localities' success in the global competition for job creation. Southern Grove and the greater City are truly in competition with the rest of the world to create jobs and economic prosperity, especially in the much sought after creative class and manufacturing sectors. For the City to be most successful, it must provide the best value (total cost vs. total benefit of services) across a broad range of factors, but especially with regard to safety, schools, and taxes.

While the City has a reputation as a safe city, the City must ensure that the level of safety is maintained even when City resources decline and/or demands for service go up. The City faces an uncertain economic future and the potential for large increases in demands for service within Southern Grove. Therefore, it must be careful to maintain its reputation as one of the safest cities in the country. The Agency has a more direct ability to influence safety than schools and taxes because Florida Statutes authorizes community redevelopment agencies to implement community policing innovations.

Action:

As funding allows and the need arises, partner with the City to fund, and implement community policing innovations, which may include such features as walking beat officers, bicycle patrol and other community oriented policing measures.

One of the most interesting observations from the stakeholder interviews was that there is a community debate over the quality of the schools serving Port St. Lucie. Many long time residents expressed an opinion that the school system had come a long way, was very good, and suffered from bad marketing. Others, especially newer members of the community, seemed to think that the school system was poor and inferior to other school systems in Florida and the country. Even though it is out of the direct purview of the Agency and even the City, the quality of the schools serving the City impacts all City residents and the Agency's ability to realize the Vision. Therefore, the Agency must work to ensure that the reputation of the schools that serve the City accurately reflects their performance, and that their performance is the best that it can be.

There are many local taxing authorities in St. Lucie County charging residents within Southern Grove for services. The City is only one of those taxing authorities, and the City's millage only constitutes about 24% of a typical property tax bill. All of the taxing authorities carry out important public purposes. However, the bottom line reveals that taxpayers in St. Lucie County have the second highest aggregate millage rate in the State and the highest millage rate among the twenty most populous cities in Florida. While setting a millage rate is specifically outside of the Agency's authority and the City does not have the authority to set any millage rates other than its own, the aggregate millage rate impacts the Agency's ability to realize the Vision. Therefore, the Agency must work to ensure that the region provides the best possible value to its citizens on their investment of tax dollars.

All of the County's elected bodies and taxing authorities should be united on the matters of schools and taxes because they are so vital to our regional competiveness. Ultimately, this document predicts that the region's ultimate success in economic development will be reflective of its ability to collaborate on these critical factors.

Action: Partner with the City on a collaboration with the St. Lucie County School Board

aimed at marketing our school system and making our schools the best they

can be.

Action: Partner with the City on a collaboration with all taxing authorities within St. Lucie

County to review the local tax environment and ensure that our citizens are

receiving the best possible value on their investment.

Funding Sources and Budget

The Agency shall accept all those funding sources authorized by Florida Statutes and applicable law with the exception of revenue bonds. Based upon public input and City Council direction, the Agency will not expose the City or its taxpayers to any additional bond indebtedness other than internal borrowing with the City.

The most common funding sources include tax increment revenue, grants, intergovernmental contributions, program revenue, sales of assets and developer contributions. However, tax increment revenue is expected to be by far and away the most significant source of funding for the Southern Grove District.

As set forth by Section 163.387, Florida Statutes, funds allocated into the Agency's Redevelopment Trust Fund "shall be used by the agency to finance or refinance any community redevelopment it undertakes pursuant to the approved community redevelopment plan". Furthermore, it provides for the calculation of tax increment revenues to be deposited into the fund. Florida Statutes authorize the Redevelopment Trust Fund to receive 95% of the incremental tax revenue generated in the Community Redevelopment Area by participating taxing authorities. However, it is important to note that the Agency has agreed to pursue only 50% of the incremental tax revenue, meaning that 50% of any incremental increase will flow to St. Lucie County and the City. Other important notes concerning tax increment revenue within Southern Grove, some of which bear repeating, include the following:

- The City's operating millage rate and the St. Lucie County General Fund and Fine & Forfeiture Fund are the only millage rates utilized in the calculation of tax increment revenue for the City's Redevelopment Trust Fund.
- For the CRA Expansion Area and the Southern Grove District, St. Lucie County's contribution is capped based upon the City's millage rate since the City's millage rate is less than the County's.
- The Agency has agreed to pursue only 50% of the incremental tax revenue, meaning that 50% of any incremental increase will flow to St. Lucie County and the City. In other words, the amount of tax increment the Agency is earning, the City and County are also earning.
- The Agency will spend tax increment revenue generated from Southern Grove to implement the SG Master Plan, not to implement the Original Community Redevelopment or CRA Expansion Plan. Conversely, the Agency will not spend tax increment revenue generated in the eastern CRA districts to implement the SG Master Plan.
- The Redevelopment Trust Fund will collect tax increment revenue for Southern Grove for 30 years from the date of the first deposit of tax increment revenue generated from Southern Grove. The City Council shall have the ability to cease the redevelopment effort in any year provided that the liability for any contractual obligation of the Agency is properly funded. It is hoped that absolute victory will be declared sooner than 30 years from now.
- The mathematical representation of the equation to calculate tax increment revenue within the Southern Grove District is as follows:

SG District Annual Tax Increment Revenue = 50% X Incremental Property Taxes collected within the SG District by the City + a contribution from the County in an amount equal to the City (due to the exception set forth by Florida Statutes).

Incremental Property Taxes = Increment X millage of Participating Taxing Authority

Increment = Total Taxable Value of the SG District as in the current year, as determined by the St. Lucie County Property Appraiser - Total Taxable Value in the base year of 2011

Millage of Participating Taxing Authority = The millage (tax rate) adopted by the governing body of the Participating Taxing Authority exclusive of any millage dedicated to general obligation debt.

Following final adoption of this modification to the Plan, the City Council will hear an ordinance amending the Redevelopment Trust Fund to accept tax increment revenue from Southern Grove and to recognize the Agency's desire to spend tax increment revenue within the district from which it is generated.

One of the most intriguing questions concerning tax increment revenue is — When will any significant amount of tax increment revenue flow from Southern Grove to the Redevelopment Trust Fund? At an early stage in the redevelopment process, the owner-developer provided projections that were viewed as overly optimistic. Consequently, the City Council directed City staff to procure the services of a third-party professional firm to provide tax increment

revenue projections for Southern Grove. Accordingly, staff hired Municap, Inc., a firm with extensive expertise in tax increment revenue projections, special assessment district consulting and the evaluation of public-private incentive agreements, to conduct tax increment revenue projections and provide other consulting services relating to evaluating the need for incentives.

Municap prepared an extensive study attached as Appendix D. As you will note, Municap prepared projections based upon two scenarios: Scenario A and Scenario B. As more specifically discussed in the Appendix, Scenario A contains more optimistic valuations for development types and utilizes the entitlements and phasing set forth in the proposed amendment to the Southern Grove DRI Development Order. Scenario B, utilizes more conservative valuations and, while utilizing the same total amount of entitlements, delays the absorption and phasing of the development, effectively adding 9 years to the proposed development timeline (completion approximately 29 years from now).

The purpose of the additional comparison is to illustrate the impact that changes to the underlying assumptions can have on the tax increment revenue projections. The purpose of the other projection is not to provide a professional opinion as to whether the proposed development will be built-out or if it will be built on a specific timeframe. As recent events should clearly point out, projections can be good in the short term, ok in the interim and flat out wrong in the long term. As to setting an expectation on the development horizon, this planning team will only point out that Southern Grove, prior to the new proposal which increased non-residential square footages, was nearly a mirror image of St. Lucie West. St. Lucie West has gone through several booms and busts; and, it has taken 24 years for it to develop to its current state, which is still significantly less intense than what was entitled.

Therefore, a 30 year plus timeframe should be considered as very possible for Southern Grove. However, it is important to recognize that the actual buildout timeframe need not be the timeframe for the Agency's redevelopment effort in Southern Grove; and, as previously noted, this Plan serves to limit the timeframe for implementation of this Plan to 30 years from the first deposit of tax increment revenue funds (last payment due by January 1, 2042 based upon the 2041 Tax Roll). In fact, it is the Agency's desire that absolute victory be declared much sooner.

Tax increment revenue projections based upon the more conservative Scenario B are found in Table 4.

Table 4: Tax Increment Revenue Projections for Southern Grove CRA District Based upon Scenario B

Assessed As Of	Final Tax	Bond Year	Inflation	Total Projected Taxable	Base	Total Incremental	Aggregate Millage Rate of Participating	Perecentage Available for	Projected Tax Increment
Date	Due Date	Ending	Factor	Assessed Value	Taxable Value ¹	Taxable Value	Taxing Authorities ²	Debt Service	Revenues Available
1-Jan-12	1-Mar-13	1-Jun-13	100%	\$0	(\$16,782,302)	\$0	\$9.0192	50%	\$0
1-Jan-13	1-Mar-14	1-Jun-14	100%	\$0	(\$16,782,302)	\$0	\$9.0192	50%	\$0
1-Jan-14	1-Mar-15	1-Jun-15	100%	\$0	(\$16,782,302)	\$0	\$9.0192	50%	\$0
1-Jan-15	1-Mar-16	1-Jun-16	100%	\$0	(\$16,782,302)	\$0	\$9.0192	50%	\$0
1-Jan-16	1-Mar-17	1-Jun-17	100%	\$29,934,265	(\$16,782,302)	\$13,151,963	\$9.0192	50%	\$59,310
1-Jan-17	1-Mar-18	1-Jun-18	100%	\$59,971,530	(\$16,782,302)	\$43,189,228	\$9.0192	50%	\$194,766
1-Jan-18	1-Mar-19	1-Jun-19	100%	\$90,038,055	(\$16,782,302)	\$73,255,753	\$9.0192	50%	\$330,354
1-Jan-19	1-Mar-20	1-Jun-20	100%	\$131,447,202	(\$16,782,302)	\$114,664,900	\$9.0192	50%	\$517,093
1-Jan-20	1-Mar-21	1-Jun-21	100%	\$161,513,726	(\$16,782,302)	\$144,731,424	\$9.0192	50%	\$652,681
1-Jan-21	1-Mar-22	1-Jun-22	100%	\$191,580,250	(\$16,782,302)	\$174,797,948	\$9.0192	50%	\$788,269
1-Jan-22	1-Mar-23	1-Jun-23	100%	\$221,646,775	(\$16,782,302)	\$204,864,473	\$9.0192	50%	\$923,857
1-Jan-23	1-Mar-24	1-Jun-24	100%	\$287,746,431	(\$16,782,302)	\$270,964,129	\$9.0192	50%	\$1,221,940
1-Jan-24	1-Mar-25	1-Jun-25	100%	\$353,949,088	(\$16,782,302)	\$337,166,786	\$9.0192	50%	\$1,520,487
1-Jan-25	1-Mar-26	1-Jun-26	100%	\$420,181,004	(\$16,782,302)	\$403,398,702	\$9.0192	50%	\$1,819,167
1-Jan-26	1-Mar-27	1-Jun-27	100%	\$497,319,287	(\$16,782,302)	\$480,536,985	\$9.0192	50%	\$2,167,030
1-Jan-27	1-Mar-28	1-Jun-28	100%	\$563,551,203	(\$16,782,302)	\$546,768,901	\$9.0192	50%	\$2,465,709
1-Jan-28	1-Mar-29	1-Jun-29	100%	\$629,783,119	(\$16,782,302)	\$613,000,817	\$9.0192	50%	\$2,764,388
1-Jan-29	1-Mar-30	1-Jun-30	100%	\$696,060,967	(\$16,782,302)	\$679,278,665	\$9.0192	50%	\$3,063,275
1-Jan-30	1-Mar-31	1-Jun-31	100%	\$758,893,824	(\$16,782,302)	\$742,111,522	\$9.0192	50%	\$3,346,626
1-Jan-31	1-Mar-32	1-Jun-32	100%	\$821,858,941	(\$16,782,302)	\$805,076,639	\$9.0192	50%	\$3,630,574
1-Jan-32	1-Mar-33	1-Jun-33	100%	\$884,824,057	(\$16,782,302)	\$868,041,755	\$9.0192	50%	\$3,914,521
1-Jan-33	1-Mar-34	1-Jun-34	100%	\$955,251,437	(\$16,782,302)	\$938,469,135	\$9.0192	50%	\$4,232,120
1-Jan-34	1-Mar-35	1-Jun-35	100%	\$1,018,262,486	(\$16,782,302)	\$1,001,480,184	\$9.0192	50%	\$4,516,275
1-Jan-35	1-Mar-36	1-Jun-36	100%	\$1,081,273,535	(\$16,782,302)	\$1,064,491,233	\$9.0192	50%	\$4,800,430
1-Jan-36	1-Mar-37	1-Jun-37	100%	\$1,144,284,584	(\$16,782,302)	\$1,127,502,282	\$9.0192	50%	\$5,084,584
1-Jan-37	1-Mar-38	1-Jun-38	100%	\$1,220,787,259	(\$16,782,302)	\$1,204,004,957	\$9.0192	50%	\$5,429,581
1-Jan-38	1-Mar-39	1-Jun-39	100%	\$1,297,289,935	(\$16,782,302)	\$1,280,507,633	\$9.0192	50%	\$5,774,577
1-Jan-39	1-Mar-40	1-Jun-40	100%	\$1,373,838,543	(\$16,782,302)	\$1,357,056,241	\$9.0192	50%	\$6,119,781
1-Jan-40	1-Mar-41	1-Jun-41	100%	\$1,450,387,152	(\$16,782,302)	\$1,433,604,850	\$9.0192	50%	\$6,464,984
1-Jan-41	1-Mar-42	1-Jun-42	100%	\$1,526,935,760	(\$16,782,302)	\$1,510,153,458	\$9.0192	50%	\$6,810,188
1-Jan-42	1-Mar-43	1-Jun-43	100%	\$1,603,484,368	(\$16,782,302)	\$1,586,702,066	\$9.0192	50%	\$7,155,392
Total									\$85,767,959

MuniCap, Inc.

C:\01-13-2012\City of Port St. Lucie\[Projection of Tax Increment No. 2-B.xls]VII

18-Jan-12

Though there is a high degree of uncertainty regarding the ultimate buildout and its phasing, it is important to recognize some of the additional factors which could influence the projections:

- Actual millage rates can fluctuate.
- This model does not include any property value appreciation over time. Hopefully, the
 value of real estate will actually appreciate again someday. Cumulatively, a small
 increase over a large portfolio of properties can have a much greater impact than the
 completion of individual projects.
- State laws impacting valuation and ad valorem taxes have changed before and can change again.
- These models assume homestead exemptions on all single family homes.
- Inflation could drastically change valuation.

Based upon all of the uncertainties inherent to the projections, their true value is that they help this document fulfill statutory requirements and the Agency conceptualize the types of projects that it can complete. Though the exact numbers will change, the projections show that in almost any scenario the substantial buildout of Southern Groves will create a lot of market value. This market value will translate into significant assessed value, increment value, and tax increment revenue. This order of tax increment revenue should allow the Agency to make a difference in Southern Grove and to achieve the Vision.

Table 5 serves to set forth an estimated budget for carrying out the Agency's noteworthy policies and specific initiatives. However, it is important to stress that actual programming, budgeting, and expenditures will be controlled by the actual amount of revenues and influenced by specific opportunities to create jobs and desired development which cannot be forecasted now. Annual Operating and Capital Budgets for the Agency will be approved by the City as part of the City's budget process and by the Agency through a separate process. Therefore, the budget presented below will change. The Agency will invest all revenues into the implementation of the Vision. If it receives more funding, it will do more to carry out the policies and specific initiatives. If it receives less, it will do less. Moreover, to borrow from the Original Community Redevelopment Plan:

This time period and the amount for each type of capital improvement and/or specific initiatives are estimates as of the time this Plan was adopted. It is possible, and, in fact, quite probable, that some initiatives may for a variety of factors extend into one or more time periods before completion or may be accelerated or moved up into a more recent time period. The Agency shall have the authority and discretion to make such adjustments to the amounts in each time period as deemed necessary and appropriate to best implement the provisions of this document.

Table 5: Estimated Budget for Agency Expenditures on Implementation of the SG Master Plan								
Initiative			Fiscal Years					
	2012/13 to 2016/2017	2017/18 to 2021/22	2022/23 to 2026/27	2027/28 to 2031/32	2032/33 to 2036/37	2037/38 to 2041/42	Total	
Administration		\$248,316	\$535,674	\$1,068,940	\$1,578,355	\$2,141,938	\$5,573,223	
All Incentive programs	\$59,310	\$1,862,372	\$5,739,360	\$1,452,929	\$16,910,948	\$24,479,289	\$60,504,208	
Tradition Trail		\$248,316	\$765,248	\$1,527,057	\$2,254,793	\$1,529,956	\$6,325,370	
Marketing		\$124,158	\$382,624	\$763,529	\$1,127,397	\$1,529,956	\$3,927,663	
Community Policing			\$ 229,574	\$ 458,117	\$ 676,438	\$917,973	\$2,282,103	
Partner on Schools	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
Partner on Taxes	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
Collaborate with Southern Grove architectural review board	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
Total	\$59,310	\$2,483,163	\$ 7,652,480	\$15,270,572	\$22,547,930	\$ 30,599,111	\$ 78,612,566	

Appendix A: Legal Description

SOUTHERN GROVE CRA

DESCRIPTION:

A PARCEL OF LAND LYING IN SECTIONS 15, 22, 23, 26, 27, 34 AND 35 TOWNSHIP 37 SOUTH, RANGE 39 EAST, ST. LUCIE COUNTY, FLORIDA AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE INTERSECTION OF THE CENTERLINE OF GATLIN BOULEVARD, ALSO BEING THE NORTH LINE OF SAID SECTION 15, AS SHOWN ON THE PLAT OF TRADITON PLAT NO. 6, RECORDED IN PLAT BOOK 42, PAGES 5, 5A THROUGH 5F, PUBLIC RECORDS OF SAID ST. LUCIE COUNTY, FLORIDA AND THE WESTERLY LIMITS OF THOSE LANDS DESCRIBED IN AN ORDER OF TAKING DATED JULY 4, 1979 AND RECORDED IN OFFICIAL RECORDS BOOK 311, PAGES 2946 THROUGH 2952, INCLUSIVE PUBLIC RECORDS OF SAID ST. LUCIE COUNTY, AS SHOWN ON THE FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT-OF-WAY MAPS FOR STATE P:\500-599\B589\OVER\B589SD MXD.docROAD NO. 9 (I-95), SECTION 94001 - 2412, DATED 06/02/77, WITH LAST REVISION OF 09/11/79; THENCE SOUTH 00°01'45" WEST AS A BASIS OF BEARINGS, A DISTANCE OF 100.00 FEET TO A POINT ON THE SOUTHERLY LINE OF SAID GATLIN BOULEVARD, ALSO BEING THE WESTERLY LINE OF SAID STATE ROAD NO. 9 (I-95) AND ALSO BEING THE SOUTHEAST CORNER OF SAID TRADITION PLAT NO. 6 AND TO THE POINT OF BEGINNING; THENCE TRAVERSING THE SAID WESTERLY LINE BY THE FOLLOWING TWENTY-FOUR (24) COURSES:

- 1. SOUTH 89°58'15" EAST, A DISTANCE OF 242.61 FEET;
- 2. SOUTH 00°01'45" WEST, A DISTANCE OF 20.00 FEET;
- 3. SOUTH 89°58'15" EAST, A DISTANCE OF 318.60 FEET;
- 4. SOUTH 81°56'34" EAST, A DISTANCE OF 515.34 FEET;
- 5. SOUTH 69°58'48" EAST, A DISTANCE OF 276.75 FEET;
- 6. SOUTH 52°20'12" EAST, A DISTANCE OF 908.27 FEET;
- 7. SOUTH 43°16'30" EAST, A DISTANCE OF 590.74 FEET;
- 8. SOUTH 27°42'53" EAST, A DISTANCE OF 590.97 FEET;
- 9. SOUTH 19°56'04" EAST, A DISTANCE OF 1197.74 FEET;
- 10. SOUTH 18°47'19" EAST, A DISTANCE OF 2565.69 FEET TO A POINT OF CURVATURE WITH A CURVE CONCAVE TO THE NORTHEAST AND HAVING A RADIUS OF 24749.33 FEEET;
- 11. SOUTHEASTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 03°11'10", AN ARC DISTANCE OF 1376.21 FEET TO A POINT OF NON RADIAL INTERSECTION WITH A LINE (THE RADIUS POINT OF SAID CURVE BEARS NORTH 68°01'31" EAST FROM THIS POINT);
- 12. NORTH 00°02'34" EAST ALONG SAID LINE, A DISTANCE OF 53.48 FEET TO A POINT OF NON RADIAL INTERSECTION WITH A CURVE CONCAVE TO THE NORTHEAST AND HAVING A RADIUS OF 24729.33 FEET (THE RADIUS POINT OF SAID CURVE BEARS NORTH 68°08'25" EAST FROM THIS POINT);
- 13. SOUTHEASTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 01°31'59", AN ARC DISTANCE OF 661.68 FEET TO A POINT OF NON RADIAL INTERSECTION WITH A LINE (THE RADIUS POINT OF SAID CURVE BEARS NORTH 66°36'26" EAST FROM THIS POINT);
- 14. SOUTH 65°16'33" EAST ALONG SAID LINE, A DISTANCE OF 59.98 FEET;
- 15. SOUTH 23°27'14" EAST, A DISTANCE OF 5.99 FEET;
- 16. SOUTH 10°06'31" WEST, A DISTANCE OF 72.11 FEET TO A POINT OF NON RADIAL INTERSECTION WITH A CURVE CONCAVE TO THE NORTHEAST AND HAVING A RADIUS OF 24729.33 FEET (THE RADIUS POINT OF SAID CURVE BEARS NORTH 66°21'02" EAST FROM THIS POINT);
- 17. SOUTHEASTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 10°31'35", AN ARC DISTANCE OF 4543.28 FEET TO A POINT OF TANGENCY WITH A LINE;

- 18. SOUTH 34°10'33" EAST ALONG SAID LINE, A DISTANCE OF 1712.58 FEET TO A POINT OF CURVATURE WITH A CURVE CONCAVE TO THE SOUTHWEST AND HAVING A RADIUS OF 6987.97 FEET;
- 19. SOUTHEASTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 29°45'21", AN ARC DISTANCE OF 3629.11 FEET TO A POINT OF TANGENCY WITH A LINE;
- 20. SOUTH 04°25'12" EAST ALONG SAID LINE, A DISTANCE OF 1751.36 FEET TO A POINT OF CURVATURE WITH A CURVE CONCAVE TO THE SOUTHWEST AND HAVING A RADIUS OF 24381.33 FEET;
- 21. SOUTHEASTERLY, SOUTHERLY AND SOUTHWESTERLY ALONG SAID CURVE, THROUGH A CENTRAL ANGLE OF 04°30'14", AN ARC DISTANCE OF 1916.56 FEET TO A POINT OF TANGENCY WITH A LINE;
- 22. SOUTH 00°05'02" WEST ALONG SAID LINE, A DISTANCE OF 724.96 FEET;
- 23. SOUTH 09°10'27" WEST, A DISTANCE OF 101.27 FEET;
- 24. SOUTH 00°05'02" WEST, A DISTANCE OF 483.47 FEET TO A POINT ON THE NORTHERLY LINE OF LAND DESCRIBED IN DEED DATED MAY 12, 1951 TO CENTRAL AND SOUTHERN FLORIDA FLOOD CONTROL DISTRICT AND RECORDED IN DEED BOOK 165, PAGES 361 THROUGH 362, PUBLIC RECORDS OF ST. LUCIE COUNTY, FLORIDA, ALSO BEING A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF THE SOUTH FLORIDA WATER MANAGEMENT DISTRICT CANANL C-23;

THENCE DEPARTING SAID STATE ROAD NO. 9 (I-95) AND TRAVERSING ALONG THE SAID NORTHERLY RIGHT-OF-WAY LINE OF CANAL C-23 BY THE FOLLOWING TWO (2) COURSES:

- 1. NORTH 89°54'36" WEST, A DISTANCE OF 4896.74 FEET;
- 2. NORTH 89°54'26" WEST, A DISTANCE OF 5221.40 FEET TO A POINT ON THE EASTERLY LINE OF A 30 FOOT WIDE PARCEL DESCRIBED IN SPECIAL WARRANTY DEED DATED SEPTEMBER 1, 1987 TO METROPOLITAN LIFE INSURANCE COMPANY AND RECORDED IN OFFICIAL RECORD BOOK 557, PAGES 676 THROUGH 680, INCLUSIVE, PUBLIC RECORDS OF ST. LUCIE COUNTY, FLORIDA;

THENCE NORTH 00°05'34" EAST, DEPARTING SAID NORTHERLY RIGHT-OF-WAY LINE OF CANAL C-23 AND ALONG THE SIAD EASTERLY LINE, A DISTANCE OF 17341.94 FEET; THENCE NORTH 89°50'39" WEST, A DISTANCE OF 2096.15 FEET; THENCE NORTH 00°02'55" WEST, A DISTANCE OF 3277.25 FEET; THENCE NORTH 89°57'05" EAST, A DISTANCE OF 200.00 FEET; THENCE NORTH 00°02'55" WEST, A DISTANCE OF 12.70 FEET TO A POINT OF CURVATURE WITH A CURVE CONCAVE TO THE SOUTHEAST AND HAVING A RADIUS OF 175.00 FEET; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 54°37'24", AN ARC DISTANCE OF 166.84 FEET TO A POINT ON THE SOUTHERLY LINE OF SAID TRADITION PLAT NO. 6 AND BEING A POINT OF REVERSE CURVATURE WITH A CURVE CONCAVE TO THE NORTHWEST AND HAVING A RADIUS OF 300.00 FEET; THENCE TRAVERSING THE SAID SOUTHERLY LINE OF SAID TRADITION PLAT NO. 6 BY THE FOLLOWING THREE (3) COURSES:

- 1. NORTHEASTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 19°14'49", AN ARC DISTANCE OF 100.78 FEET TO A POINT OF REVERSE CURVATURE WITH A CURVE CONCAVE TO THE SOUTHEAST AND HAVING A RADIUS OF 175.00 FEET;
- 2. NORTHEASTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 54°37'24", AN ARC DISTANCE OF 166.84 FEET TO A POINT OF TANGENCY WITH A LINE:
- 3. NORTH 89°57'05" EAST ALONG SAID LINE, A DISTANCE OF 2427.95 FEET TO THE POINT OF BEGINNING.

CONTAINING 3606.173 ACRES, MORE OR LESS.

Appendix B: Description of SW SAD No. 1 Improvements Project					
	No changes proposed.	See original document.			

Appendix C: Legal Opinions

No changes proposed. See original document.

Appendix D:	Southern Grove Community Redevelopment Area Projection of Tax Increment Revenue
	No changes proposed. See original document.

Appendix E:	Stakeholder Interview Question	16
Appendix E:	Stakeholder interview Question	15

No changes proposed. See original document.

Appendix F:	Matrix of Responses received at Public Workshop
	No changes proposed. See original document.