### Attachment 6

<b>ORDINANCE</b>	NO.	2024-	
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AN ORDINANCE PROVIDING FOR AMENDMENT OF THE BUCKWALTER DEVELOPMENT AGREEMENT TO INCORPERATE CERTAIN PROPERTIES OWNED BY GRANDE OAKS,LLC AND UNIVERSITY INVESTMENTS, LLC, THE SAME CONSISTING OF 65.592 ACRES, MORE OR LESS, LOCATED AT SOUTHWEST CORNER OF THE BUCKWALTER PARKWAY AND LAKE POINT DRIVE INTERSECTION AND TO THE WEST OF THE RETREAT AT GRANDE OAKS, AND BEARING BEAUFORT COUNTY TAX MAP NOS. R600-029-000-2484-0000, R600-029-000-2486-0000, R600-029-000-0014-0000, AND R600-029-000-2410-0000, DESIGNATE SUCH PROPERTIES AS THE NEW LAND USE TRACT TO BE KNOWN AS GRANDE OAKS COMMONS, INCREASE THE TOTAL PERMITTED DEVELOPMENT RIGHTS BY 32 ACRES OF GENERAL COMMERCIAL AND INCORPORATE CERTAIN TERMS TO THE BUCKWALTER DEVELOPMENT AGREEMENT.

WHEREAS, on April 19, 2000, the Town of Bluffton enacted Ordinance No. 2000-03 adopting the Buckwalter Development Agreement and Ordinance No. 2000-04 adopting the Buckwalter Concept Plan; and

WHEREAS, concurrent with the entering into the Development Agreement on April 19, 2000 the Town of Bluffton annexed the Buckwalter Tract into the town's corporate boundaries and approved Planned Unit Development zoning for the tract and the Buckwalter Concept Plan; and

WHEREAS, the Town has previously approved twelve amendments to the Buckwalter Tract Development Agreement and Concept Plan to add and/or reallocate additional property and density thereto; and

WHEREAS, on November 11, 2023, Grande Oaks II, LLC and University Investments, LLC ("Applicants") submitted a One Hundred Percent (100%) Annexation Petition to annex certain real properties contiguous to the Town of Bluffton's corporate boundaries consisting of 65.592 acres, more or less, located at southwest corner of the Buckwalter Parkway and Lake Point Drive Intersection and to the west of the Retreat at Grande Oaks, and bearing Beaufort County Tax Map Nos. R600-029-000-2484-0000, R600-029-000-2486-0000, R600-029-000-0014-0000, and R600-029-000-2410-0000 (the "Properties"); and

WHEREAS, On November 11, 2023, the Applicants submitted a Development Agreement Amendment application requesting to an amendment to the Buckwalter Development Agreement upon approval of the Annexation Petition thereby incorporating the real property into the Town of Bluffton's corporate boundaries; and

WHEREAS, the Applicants have requested the Properties be zoned as and incorporated into the Buckwalter Planned Unit Development Concept Plan and Development Agreement, and designated as the new land use Tract to be known as

#### Grande Oaks Commons; and

WHEREAS, in conjunction with the incorporation of the Properties into the Buckwalter Planned Unit Development Agreement, the addition of a new Land Use Tract to be known as Grande Oaks Commons, and designation of the Properties as part of the Grande Oaks Land Use Tract, the Applicants desire to increase the total allowed commercial development rights by 32 acres of general commercial as well as provide for certain terms; and

WHEREAS, on July 24, 2024, the Town of Bluffton Planning Commission held a Public Hearing and voted to forward Town Council a recommendation of approval for the Development Agreement Amendment request; and

WHEREAS, the Town Council of the Town of Bluffton concurs with Planning Commission's recommendation.

WHEREAS, the Town Council of the Town of Bluffton finds it to be in the Town's best interest to approve the Development Agreement Amendment.

NOW, THEREFORE, BE IT ORDERED AND ORDAINED BY THE TOWN COUNCIL OF THE TOWN OF BLUFFTON, SOUTH CAROLINA, in accordance with the foregoing, the Town hereby amends the Buckwalter Development Agreement in the following particulars:

- 1. The Buckwalter Development Agreement shall be amended in accordance with the terms and conditions of the Thirteenth Amendment to Development Agreement And Concept Plan Buckwalter Tract attached hereto as Exhibit A.
- 2. In the event of any conflict between the terms and conditions of the Buckwalter Development Agreement and this Amendment to the Buckwalter Development Agreement, the terms and conditions of this Amendment to the Buckwalter Development Agreement shall control and the Buckwalter Development Agreement shall be deemed amended to that extent.
- 3. All other terms and conditions of the Buckwalter Development Agreement, as amended, not changed or otherwise modified herein are reaffirmed and remain unchanged.
- DONE, RATIFIED AND ENACTED this \_\_\_\_\_ day of \_\_\_\_\_\_, 2024.

  This Ordinance was read and passed at first reading on \_\_\_\_\_\_, 2024.

  Larry Toomer, Mayor

4. This Ordinance shall take full force and effect upon adoption.

Town of Bluffton, South Carolina

Marcia Hunter	
Town of Bluffton, South Carolina	
A public hearing was held on this Ordinano	ce on, 2024.
	Larry Toomer, Mayor
	Town of Bluffton, South Carolina
Mauria Huntau Taura Claul.	
Marcia Hunter, Town Clerk Town of Bluffton, South Carolina	
,	
This Ordinance was passed at secor	nd reading held on, 2024.
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	Larry Toomer Sulka, Mayor
	Town of Bluffton, South Carolina
Marcia Hunter, Town Clerk	
Town of Bluffton, South Carolina	

# Exhibit A

Tract

)	THIRTEENTH AMENDMENT TO
)	DEVELOPMENT AGREEMENT AND
)	CONCEPT PLAN
)	BUCKWALTER TRACT
	) ) )

This Thirteenth Amendment ("Thirteenth Amendment") to Development Agreement and Concept Plan is made and entered into this \_\_\_\_\_ day of \_\_\_\_\_\_, 2024 by and between the TOWN OF BLUFFTON, South Carolina ("Town"), Grande Oaks II, LLC.("Grande Oaks II") a South Carolina Limited Liability Company, its successors and assigns, and University Investments, LLC.("University Investments") a South Carolina Limited Liability Company, its successors and assigns.

WHEREAS, Town and The Branigar Organization, Inc. (Branigar) executed and approved a Development Agreement ("Development Agreement"), dated April 19, 2000, and recorded in the Office of the Register of Deeds ("ROD") for Beaufort County, South Carolina in Official Record Book 1288 at Page 1, which Development Agreement, as amended, governs the use and development of a tract of land known as the Buckwalter Tract, originally containing approximately 5,680 acres of land, more particularly described in the Development Agreement and amendments thereto; and,

WHEREAS, concurrently with the execution of the Development Agreement, the Town of Bluffton annexed the Buckwalter Tract into the Town boundaries and granted Concept Plan zoning to the Buckwalter Tract, all as more particularly described in the Annexation Petition and the Concept Plan("Concept Plan") for Buckwalter Tract, adopted April 19, 2000; and,

**WHEREAS**, subsequent to the execution and approval of the original Development Agreement and Concept Plan, Town has approved Twelve(12) Amendments to the Buckwalter Development Agreement and Concept Plan as follows:

- 1. First Amendment, which added the 11.721 acre Robertson Tract and no additional Density to the Buckwalter Development Agreement and Concept Plan was executed on June 21, 2002 and recorded in the Beaufort County Office of the Register of Deeds in Book 1599 Page 1149; and
- **2. Second Amendment**, which added the 43.48 acre Johnson Tracts as well as 55 Dwelling Units to the Buckwalter Development Agreement and Concept Plan was executed on February 4, 2003 and recorded in the Beaufort County Office of the Register of Deeds in Book 1709 Page 1440; and
- **3. Third Amendment**, which added the 173.62 acre Cypress Lake Tract from the Jones Estate Development Agreement and Concept Plan as well as 600 Dwelling Units and 90 acres of General Commercial Density to the Buckwalter Development Agreement and

Concept Plan was executed on October 10, 2005 and recorded in the Beaufort County Office of the Register of Deeds in Book 2256 Page 189; and

- **4. Fourth Amendment**, which added the 59.91 acre Rose Dhu Creek Phase III Tract as well as 18 Dwelling Units to the Buckwalter Development Agreement and Concept Plan was executed on October 10, 2005 and recorded in the Beaufort County Office of the Register of Deeds in Book 2256 Page 204; and
- **5. Fifth Amendment**, which added the 58.85 acre Graves Tract as well as 58.85 acres of General Commercial Density to the Buckwalter Development Agreement and Concept Plan was executed on November 2, 2005 and recorded in the Beaufort County Office of the Register of Deeds in Book 2305 Page 410; and
- **6. Sixth Amendment**, which added the 2.687 acre Jacoby Tract and no additional Density to the Buckwalter Development Agreement and Concept Plan was executed on May 10, 2006 and recorded in the Beaufort County Office of the Register of Deeds in Book 2816 Page 1746; and
- 7. Seventh Amendment, which added the 6.5 acre University Investments Tract and no additional Density to the Buckwalter Development Agreement and Concept Plan was executed on January 7, 2008 and recorded in the Beaufort County Office of the Register of Deeds in Book 2671 Page 2250; and
- **8. Eighth Amendment**, which added 324 Dwelling Units through Transfer of Development Rights Permit for Buckwalter Place Initial Master Plan to the Buckwalter Development Agreement and Concept Plan was executed on November 6, 2007 and recorded in the Beaufort County Office of the Register of Deeds in Book 2823 Page 384; and
- 9. Ninth Amendment, which added the 163 acre Willow Run Tract, the reallocation of Land Uses for the Northern Tract, as well as 260 Dwelling Units and 162 acres of General Commercial Density to the Buckwalter Development Agreement and Concept Plan was executed on February 25, 2008 and recorded in the Beaufort County Office of the Register of Deeds in Book 2724 Page 1787; and
- **10. Tenth Amendment**, which approved certain changes in use to the 9.18 acre Robertson Site, and related conditions, was executed on February 10, 2012 and recorded in the Beaufort County Register of Deeds in Book 3119 at page 2458; and
- 11. Eleventh Amendment, which changed the land use designation of a 70± acre tract within Buckwalter PUD from Sandhill Tract to Buckwalter Commons, and included certain requirements for connectivity, executed on April 10, 2013, and recorded in the Beaufort County Register of Deeds in Book 3231 at Page 3176; and

12. Twelfth Amendment,	which added a	certain 61.0	93 acre trad	ct, on the r	ıorth
side of U.S. Highway 278 to the B	uckwalter PUD	and Develop	ment Agree	ment, said	tract
being owned by The Bishop of	f Charleston, w	vith the terr	ns and cor	nditions of	the
Amendment being executed on		_, 14, and re	corded in th	e ROD in I	3ook
at Page;					

WHEREAS, University Investments is the owner of a certain 12.348 acre tract, located adjacent to the current Buckwalter Concept Plan, and currently a part of the adjacent Grande Oaks PUD within Beaufort County, South Carolina, said tract being designated hereunder as Parcel 12D, containing 12.348 acres, and said tract being more particularly described in Exhibit A hereto; and

WHEREAS, Grande Oaks II is the owner of certain parcels of property, located adjacent to the current Buckwalter Concept Plan, and currently a part of the adjacent Grande Oaks PUD within Beaufort County, South Carolina, said tracts being designated as Parcels 14A, 14, and 16, containing a total of 53.244 acres, being more particularly described in Exhibit A hereto; and,

**WHEREAS**, the Exhibit A Parcels were originally designated to have allowed uses and densities as provided for the Grande Oaks PUD, under the land use designation VCI, which allows a broad range of commercial uses as well as single family and multifamily uses, all as shown in the current Beaufort County PUD approval, and

WHEREAS, it is now the desire and intention of Town, University Investments, and Grande Oaks II to effectuate this Thirteenth (13<sup>th</sup>) Amendment to the Development Agreement and Concept Plan to provide for the designation of the Exhibit A Parcels as a part of the Buckwalter PUD, as a newly defined land use area known as Grande Oaks Commons, concurrently with the annexation of said Parcels into the Town; and

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency whereof is hereby acknowledged, Town, University Investments, and Grande Oaks II agree as follows:

- 1. **Recitals**. The above recitals are hereby incorporated herein by reference.
- 2. Amendment of Development Agreement. That certain Development Agreement, dated April 19, 2000, and recorded in Official Records Book 1288 at Page 1 in the Office of the Register of Deeds for Beaufort County, South Carolina, as previously amended, is hereby further amended, so that the Additional Property described more fully in Exhibits A hereto is included in the Legal Description of the Buckwalter Tract, and Exhibit B to the Development Agreement is hereby so amended. The effect of this Amendment is to add the Additional Property described in Exhibit A hereto, as depicted on the plat attached as Exhibit "B" hereto, to the terms and coverage of the Development Agreement, as previously amended, as fully and completely as if said property had been originally included under Exhibits A and B to the Development Agreement, including subsequent Amendments thereto, and further, to approve the Amended Concept Plan attached hereto as Exhibit "C", under the terms set forth below.

- **3. Amendment To Concept Plan.** The Buckwalter Concept Plan, as amended, is hereby further amended to provide:
  - i. <u>Land Use Designation and Development Standards.</u> All of the additional Property is hereby added to the Buckwalter Concept Plan, and designated as a new Land Use Area to be known as Grande Oaks Commons, as depicted on the Amended Concept Plan for Buckwalter PUD, said Amended Concept Plan being attached hereto as Exhibit C and made a part hereof. Development within the 65.592 acres of the newly designated Grande Oaks Commons Land Use Tract shall be governed by the Zoning Regulations (as defined in the Development Agreement) and by the Amended Concept Plan. Specifically, the land uses and development standards applicable to the Grande Oaks Commons Land Use Tract shall control the development within the Property with the same effect as if included in the original Concept Plan and Development Agreement.
  - ii. Section 2 of the Concept Plan is further hereby amended as follows:
    - 1. <u>Section 2.A. Introduction.</u> Add as a new Eleventh (11<sup>th</sup>) Planning Area the Grande Oaks Commons Land Use Tract.
      - 2. Section 2.B. Allowed Land Uses. Add Grande Oaks Commons Land Use Tract as a new sub-section II, with the allowed land uses and definitions as provided herein. The Property being added to the Buckwalter Concept Plan and Development Agreement is adjacent and immediately to the south of the land within Buckwalter PUD, presently owned by University Investments, which is zoned for a broad range of uses as Buckwalter Commons Land Use Tract. To facilitate joint planning and development of the new Property and the adjacent Buckwalter Commons property, the new Land Use Tract of Grande Oaks Commons is hereby created. This Land Use Tract allows all uses and densities presently allowed under Buckwalter Commons Land Use Tract, with the following restrictions and modifications to use and density standards of Buckwalter Commons. Therefore, the Property is hereby designated as Grande Oaks Commons, with the land uses and standards of the existing Buckwalter with following Commons. the modifications.

The following uses, which are allowed within Buckwalter Commons, are hereby prohibited within Grande Oaks Commons Land Use Tract:

• Big Box Logistics Warehouse facilities – over 100,000 SF

- Bulk Storage of petroleum or other flammable, volatile or hazardous materials
- Manufacture of Concrete, cement, brick, plaster, gypsum, asphalt, tar or other paving or plastering materials – batch plants
- Production of food distribution
- Junk yards, auto salvage yards, and outdoor storage of vehicles
- Automobile Service Station
- Recreation Vehicle Parks
- Solid Waste transfer facility, including recycling center
- Cemeteries which do not include funeral home or crematorium
- Campgrounds
- Amusement Parks
- Farm or establishment for the growing, care & harvesting of field crops
- Outdoor Go-Cart Racing Facilities
- Sexually oriented businesses
- Plan and designated as Grande Oaks Commons Land Use Tract, as depicted in the Amended Concept Plan, attached hereto as Exhibit C and incorporated herein. All 65.592 acres of the Grande Oaks Commons Land Use Tract may be utilized for all allowed uses of the Grande Oaks Commons Land Use Tract, as described and restricted above, with General Commercial uses limited to 32 acres. These 32 additional acres of General Commercial are added to the total allowed General Commercial within Buckwalter PUD, but the 32 acres of additional General Commercial must be utilized within the Grande Oaks Commons Land Use Tract only, and are not transferable to other areas of Buckwalter PUD. These rights are vested for the property subject to this Amendment only.

Regarding Residential density, no new density shall be added to the Buckwalter PUD. The result is that no new Residential density is added to the present vested density of Buckwalter PUD.

iv. Required Road Connector and Access to Bluffton Parkway. The requirement to provide connector road access in three locations from Grande Oaks Common to Bluffton Parkway is set forth in the August 2011 Agreement between the Town, University Investments, LLC., and Doug Robertson. University Investments, LLC agrees to abide by the terms of that Agreement. University Investments, LLC also commits to a connector road from Lake Point Drive to Grande Oaks Commons and to Bluffton Parkway. The

location and design of all connectors shall be determined as planning and engineering proceed. University Investments, LLC commits to complying with the Bluffton Parkway Access Management Plan regarding all access to Bluffton Parkway. University Investments, LLC also commits to a connector road system within the property owned by University Investments, LLC to the north of Grande Oaks Commons. This system will be built as development progresses, consistent with the guidelines and requirements previously established for the Connector tract under the 11th Amendment to Buckwalter DA and PUD.

- v. Previously approved variances granted by Beaufort County for the Grande Oaks Commons Land Use Area, if any, shall be void. The provisions of the Buckwalter PUD and Development Agreement, as amended, shall govern development within Grande Oaks Commons.
- **4.** Consistency With Comprehensive Plan. The Town of Bluffton confirms that the matters contained herein are consistent with the Comprehensive Plan of the Town, and consistent with long-range traffic planning for the Town, wetland protection and other planning goals.
- **5.** <u>Miscellaneous</u>. Except as expressly modified hereby, and as previously modified of record, the Development Agreement and Concept Plan for the Buckwalter Tract shall continue in full force and effect. By their signatures below, the parties hereto consent to this Amendment to the Development Agreement and to the amendment of the Concept Plan to include the Exhibit A properties, as designated in Exhibit "C" hereto.
- **6. Binding Effect.** This Thirteenth Amendment to the Buckwalter Development Agreement and Concept Plan shall inure to the benefit of and be binding upon the respective parties hereto, their successors and assigns.

In Witness Whereof, the parties hereto, in and through their authorized representatives, have caused these instruments to be executed on their behalf effective the date first above written.

WITNESSES:	TOWN OF BLUFFTON, SOUTH CAROLINA			
	By:			
	Its:			
	Attest:			
STATE OF SOUTH CAROLINA	)	ACKNOV	VLEDGMENT	
COUNTY OF BEAUFORT	)			
I,Carolina do hereby certify that			on behalf of	
Town of Bluffton, South Carolina acknowledged the due execution of	•		ore me unis day and	
Witness my hand and seal th	his the da	ay of	, 2024.	
Notary Public for South Carolina				
My Commission Expires:				

WITNESSES:	UNIVERSITY INVESTMENTS, LLC., a South Carolina Limited Liability Company				
	By:				
	Its:				
STATE OF SOUTH CAROLINA COUNTY OF BEAUFORT		)	ACKN	OWLEDGN	MENT
I,	ersonally	y appe	eared befo	on ore me thi	for South behalf of s day and
Witness my hand and seal th	nis the _	_ day	of	, 2	024.
Notary Public for South Carolina My Commission Expires:		_			

WITNESSES:	GRANDE OAKS II, LLC., a South Carolina Limited Liability Company			
	By:			
	Its:			
STATE OF SOUTH CAROLINA	) ) ACKNOWLEDGMENT			
COUNTY OF BEAUFORT	)			
I,Carolina do hereby certify thatGrande Oaks II, LLC., personally a the due execution of the foregoing in	, Notary Public for South on behalf of appeared before me this day and acknowledged instrument.			
Witness my hand and seal th	his the day of, 2024.			
Notary Public for South Carolina My Commission Expires:	<u></u>			
IVIY COMMINISSION EXPIRES.				

### EXHIBIT A TO THE THIRTEENTH AMENDMENT

Property	Description	- Parcel	12D and	

All that certain property shown and described as Parcel 12D, containing 12.348 acres, more or less, on a plat prepared by Atlas Surveying, Inc., executed by Jeremy W. Reeder, S.C.P.L.S. No. 28139, said plat being dated March 9, 2020, and recorded in Book 153 at Page 176 on March 31, 2020, in the Register of Deeds Office of Beaufort County, South Carolina.

[ADD DESCRIPTIONS OF OTHER PARCELS]

# EXHIBIT B TO THE THIRTEENTH AMENDMENT

Copy of Plat of Annexed Property

Attached hereto for convenient reference is a copy of that certain plat more particularly described in Exhibit A hereto.

# EXHIBIT C TO THE THIRTEENTH AMENDMENT

# Amended PUD Concept Plan

Attached hereto is the Amended Buckwalter PUD Concept Plan, with changes as adopted under this Thirteenth Amendment.

