

EXHIBIT H

SPECIAL CONDITIONS

The following Special Conditions are made a part of the Port of St. Marys Industrial & Logistics Center Planned Development District Text, J-25467.0001 (hereafter "PD Text") and included therein as Exhibit H. These conditions apply to all property depicted in that Text and all exhibits thereto which are incorporated herein by reference as modified by these Special Conditions (hereafter "Property" or "the Property"). In the event of any conflict between these Special Conditions and any portion of the Port of St. Marys Industrial & Logistics Center Planned Development District Text, J-25467.0001 or the City of St. Marys, Georgia Zoning Ordinance (hereafter "Zoning Ordinance"), these Special Conditions shall govern. These Special Conditions are conditions of the Port of St. Marys Industrial & Logistics Center Planned Development District. Before any building permits for improvements on the Property may be applied for or issued, there must be a site plan showing the improvement which has been approved by the City of St. Marys (hereafter called "City").

- 1. Special Use Permits.** Any Special Use Permit (also known as a Special Permit Use) (hereafter "SUP") issued for a use to be conducted upon property entirely within the territory of the Port of St. Marys Industrial & Logistics Center Planned Development District as defined in the Port of St. Marys Industrial & Logistics Center Planned Development District Text which is owned by Old Weed & Ready Plantation, LLC as shown on Exhibit B to the PD Text– Boundary Survey dated October 26, 2015 (Parcel A, Parcel B, Parcel C, and Parcel D) (hereafter "the Property") shall continue to be valid so long as the use for which it was issued shall be continuously conducted without interruption and shall not be limited to an annual duration as set forth in the Zoning Ordinance Section 110-145 (5). The SUP shall be transferrable or assignable to any future owner.
- 2. Development Plan.** Prior to any development, a Plot Plan for Planned Development, as described in 110-68(c), shall be submitted to the Community Development Department, for review and approval by the Planning Commission, that addresses all Special Conditions set forth herein, the applicable portion of the Zoning Ordinance, Subdivision Regulations and any development agreement. Without the submittal and approval of a Plot Plan, all subsequent development not shown thereon will not be approved nor any building permits issued therefor. Prior to any development, a Final Plot Plan (Development Plan), as described in 110-68(c), shall be submitted to the Community Development Department, for review and approval by the Planning Commission, that addresses all applicable conditions. Without the submittal and approval of a Final Plot Plan, all subsequent development, including building permits, will not be issued or approved. In addition

to the PD conditions of approval, the Property Owner (as used herein, that term shall mean any owner or person or entity holding a leasehold interest or other interest entitling them to possess the Property or any portion thereof) shall comply with all St. Marys ordinances. The Property Owner has acknowledged that the site must adhere to a Brownfield Corrective Action Plan, administered by the Georgia Environmental Protection Division and will cooperate with all parties to achieve the Plan as it now exists or as it may be amended from time to time.

- 3. Height Overlay District.** No buildings may be constructed or permitted on the Property which exceed 65 feet in height unless 1) the building is clearly shown on the Plot Plan and is subsequently approved and 2) the Property Owner at its own expense provides all funds necessary for the City of St. Marys to purchase firefighting equipment and provide the City Fire Department personnel training in the use of the equipment and firefighting methods sufficient for the City Fire Department to combat fires in the building contemplated considering the size and contents of the contemplated building. The equipment and training shall be those identified by City and the equipment shall be and remain the property of City. The Property Owner's obligations may be placed in a development agreement between the owner and City. The height chart contained in the PD text is superseded by these conditions and should be overwritten with "See Special Conditions".
- 4. Maritime Heritage District.** The Property shall not be considered a part of the Maritime Heritage District (MHD) and the provisions of Sec. 110-78. - Maritime Heritage District (MHD) shall not apply thereto.
- 5. Water and Sewer Services.** Any water or sewer lines and improvements necessary or desirable but not extant at the time of this rezoning serving the Property shall be constructed in conformity with City design standards by the owner of the Property at owner's sole expense. Once completed, the improvements shall be dedicated to City at no expense to the City.

City water system shall be utilized as the source for all domestic service. The City of St. Marys Point Peter Wastewater Treatment Facility shall receive all industrial and domestic wastewater from this site. All industrial wastewater shall only be treated by City pursuant to contract with the owner of the Property setting conditions, pretreatment required and rates for such effluent. Use of the on-site wells for industrial purposes is regulated by GA EPD.

- 6. Storage.** There shall be no storage of refuse not generated on site, coal ash, or any particulate matter that may escape or emit noxious odors to surrounding areas, including trash to steam processing. Rail cars or containers shall only be stored

(defined as remaining in place for more than 48 hours) processed (loaded or unloaded) or repaired in the areas designated on the Plot Plan.

- 7. Streets and Roads.** All transportation facilities will be to City standards and a traffic study for required improvement should be a condition of approval. Proposed Port of St. Marys Industrial & Logistics Center Planned Development District (PDD) Section II shall meet minimum design standards for Streets, Lanes, Alleys, Right of Ways, Lots, Blocks, Utility Easements, easement locations and open space. Overall site design should be harmonious in terms of landscaping, enclosure of principal and accessory uses, sizes and street patterns, and use relationships. Access to the Property by truck traffic shall be limited to Finley Street and St. Patrick Street, while keeping all storage yards interior and well-protected from surrounding uses through buffering and screening. Access to portions of the Property abutting Meeting Street shall be limited where possible to limit the impact to surrounding commercial and residential areas. All transportation facilities will be built and maintained to City standards and a traffic study for required improvement should be a condition of approval.

All roads shall be privately maintained unless and until dedicated to and accepted by the City. Prior to Development, the Property Owner shall provide a ten-foot wide non-motorized public access easement to the Camden County PSA or City, at City's option, for use by citizens of St. Marys for a multi-use path along the western boundary of the site.

- 8. Parking.** Parking standards for the City should be amended to provide parking requirements for each new facility at time of plot plan and special use permitting.

9. Amendments to Existing Planned Development Districts.

- a. Any request pertaining to amending a PD District shall be considered an amendment to the Zoning Ordinance and shall be processed in accordance with the regulations set forth in the City of St. Marys, Georgia Zoning Ordinance, Article VII, Amendments.
- b. All information required in subsections (c) and (d) of Section 110-68 of the Zoning Ordinance shall be submitted to the planning commission and subsequently forwarded to the city council with the recommendations of the planning commission.
- c. If the amendment is approved by the city council, all information pertaining to the proposal, presented or agreed to by the applicant shall be deemed conditions of approval. All permits granted in the PD District shall be in conformance with those conditions.

- d. Before approval of an amended Planned Development District, the city council may require a contract with safeguards satisfactory to the city attorney guaranteeing completion of the development according to the criteria listed herein. Such guarantee may include the submission of a performance bond or letter of credit in an amount set by the city council.

10. Buffers and Open Areas. Setbacks, buffers and open areas shall meet the minimum requirement established herein provided, however, that any required wetlands and salt marsh jurisdictional setbacks shall also apply according to law throughout the Property. There shall be a 200' buffer around the designated Conservation Area (CA) a portion of which must be a planted buffer as set forth herein. There shall be a 300 foot buffer from all storage, processing and portage of hazardous material facilities, as identified on the Final Plot Plan, and adjacent to residential property lines. All boundaries adjacent to other properties not part of the PD zone shall be separated by a continuous planted 30 foot buffer sufficient to block all views from ground level at the property line of the I-P portions of the property from view from adjacent properties and roads (except at two entry gates). Such buffer strip shall be composed of healthy plants which possess growth characteristics of such a nature as to produce a dense, compact planting screen that are opaque from ground level to a minimum of six feet from ground level. The plantings shall be not less than six feet high at planting and shall contain sufficient plants which have a growth potential height of 30 feet and can block views continuously up to that height in the locations required herein. Landscaped earthen berms 10 feet high can be substituted for the buffers required herein. Property Owner shall be responsible to nurture, maintain and replace any plantings in any buffer.

11. Changes to Definitions. The following changes are made to Section 2, E Definitions of Land Use Terms and Density Terms:

- a. Section 2 Marine Facilities listing of allowed uses is amended to replace the first listed allowed use with the following: "Shipping facilities for shallow draft barges and vessels"
- b. Section 2 Marine Facilities listing of allowed uses is amended to replace the tenth listed allowed use with the following: "Bunker (Fuel) storage facilities limited to 100,000 gallons"
- c. Section 3 Neighborhood Commercial listing of permitted uses is amended to add the following provisions:
 - i. (3) No Drive Thru facilities permitted

- ii. (4) No Single-family dwellings permitted
- iii. (5) All non-specified commercial uses shall be special permitted uses (SUP)

12. Utilities. A 10' Public Utility Easement to City is required on all interior lot lines, and adjacent to all exterior boundary lines.

13. Timing of Development. The provisions of Section 110-185 (b)(7)(f) shall not apply to this rezoning of the Property. City shall not take action to rezone property to original zoning as described therein.

14. Materials. No waste material (such as; municipal waste, or hazardous waste) will be shipped onto or through the property. Any waste generated on-site will be managed in accordance with federal, state and local regulations. The disposal of waste generated through any environmental remediation process will be in accordance with the requirements of the Georgia Environmental Protection Brownfield Program. All materials, shipped through or used at the site will be managed in accordance with federal, state and local regulations. ~~The handling, storage, production or transit through the property of coal or coal ash, wood chips, wood pellets, medical waste, hazardous materials (as defined in the U.S. Comprehensive Environmental Response, Compensation & Liability Act of 1980 (CERCLA)) not produced on site, bulk petroleum or other fuels including, without limitation, Liquid Natural Gas, medical waste (disposable equipment, instruments, utensils, human tissue, laboratory waste, blood specimens, or other substances that could carry pathogenic organisms), radioactive materials, radioactive waste, sawdust, scrap metal or other recyclables, garbage, waste material or more than 100 cubic feet of concrete or other aggregates are prohibited on the Property. The disposal of garbage and waste material generated on-site are allowed. The handling, storage, production or transit through the property of the following materials: construction or demolition waste, municipal solid waste, rigid plastic bottles, rigid plastic containers, retreadable casings, scrap tires, used tires, yard trimmings all as defined in O.C.G.A. § 12-8-22 on the Property are prohibited. The handling, storage, production or transit through the property of the following materials: explosives, blasting agents, detonators, all as defined in 18 U.S.C.A. § 841 on the Property are prohibited.~~

15. Entranceways. ~~All entranceways to the industrial portion of the Property including the pond at Osborn and Meeting Streets shall be aesthetically improved and maintained including landscaping and shown on any site plan submitted to City for approval prior to any development of the industrial portion of the Property.~~

15. Federal and State Law. It is understood that all provisions set forth in the PD text and these Special Conditions are subject to appropriate state and federal law.

16. Lighting. All lighting on the property must be shielded so the source of the light is not visible off the Property. Normal street lighting is excepted from this provision.

17. Brownfield Program. Developer/The Property Owner/Users shall comply ensure that with the Property remains in Georgia Environmental Protection's (EPD) Division's Brownfield Program and the owner shall cooperate with the EPD and all parties to achieve the Corrective Action Plan as it now exists or as it may be amended from time to time.

18. Storage containers. Storage containers, such as gas or oil barrels or conex boxes which are located or stored on the property should be screened so they cannot be seen by a person standing on the ground at the perimeter of the Property.

19. Rookery. Developer/Owner/Users of Property shall make best efforts to obtain appropriate permitting for and to provide at no expense to City at least four observation blinds for viewing of the rookery without disturbing the rookery together with access and parking for the public use thereof all to be shown and located on a site plan submitted to City for approval prior to any development of the Property. Property Owner will use its best efforts to secure any necessary permits for the improvements required in this provision. Owner of Property shall preserve the Conservation Area as a natural area and rookery for wood storks perpetually.

~~19.~~

~~**20. Ponds.** The existing industrial sludge ponds between the North River and the area designated as the conservation area should be stabilized and maintained where possible in conjunction with the overall site stormwater management plan subject to federal and state laws and regulations.~~

~~**21. Wetlands.** All wetlands and salt marshes on Property shall be protected and maintained as part of all development plans in accordance with state and federal laws, regulations and permitting requirements.~~

~~**22. Barge Limit.** No more than ___ vessels designed to carry cargo shall be allowed to access the Property during any given 24 hour day.~~

20. Dredging. Developer/Property Owner/Users ~~Property Owner~~ shall not perform or allow any dredging or deepening of the North River without strict compliance with

Federal and State regulations and Property Owner's full cooperation with the Environmental Protection Agency and the U.S. Army Corps of Engineers.

~~**23. Fossil Fuel Exploration.** No off-shore fossil fuel exploration staging/support facilities shall be allowed on the Property.~~

~~**24. Odors.** No odor shall be produced on the Property that is detectable at or beyond the Property boundary which are objectionable to an ordinary, reasonable man.~~

~~**25. Height Restriction.** No building or other structure shall be allowed to be constructed or emplaced on the Property exceeding 65 feet in height. Property Owner may request an amendment to this provision and any site plan applicable thereto with the need therefor clearly spelled out.~~

~~*Note: conflicts with PC Recommendation # 3—if this condition is approved by council, PC Recommendation #3 is voided.*~~

21. Buffer. The entranceways to the industrial portion of the Property, the pond at Osborne and Meeting Streets, and a ~~There shall be a~~ 200 foot deep planted buffer along that portion of Osborne Street which abuts any portion of the Property shall be landscaped with grass and various plantings to make these areas it aesthetically pleasing. A planting plan and details of any proposed earthen berm or other buffering improvements shall be shown on a site plan containing the other improvements proposed at that time submitted to City for approval prior to any development of the Property and constructed at the same time as the improvements on the site plan. It is understood that any proposed landscaping or berm or any other proposed improvements which would lie within jurisdictional wetlands are subject to approval by the appropriate federal and state agencies. Property Owner shall erect a 30 foot high planted earthen berm along the edge of the 200 foot buffer farthest from Osborne Street except at any location which lies within wetlands under the jurisdiction of any federal or state agency. The planting plan and details of other improvements other than the fountain or sign above shall be shown on a site plan submitted to City for approval prior to any development of the Property and constructed at the same time as the improvements on the site plan.—The buffer, plantings and other improvements in this area of buffer must be continuously maintained in good and attractive order by Property Owner.

Developer/Property Owner/Users ~~Property Owner~~ shall install a fountain on the existing pond within this buffer and a sign within 50 feet thereof with only the words "Welcome to Historic St. Marys" placed thereon in lettering of sufficient size to be viewed from Osborne Street. A site plan for the fountain and sign shall be submitted to City for approval within 930 days of any approval of this Planned Development District and the fountain and sign shall be completed within 126 months of the approval of the site plan. ~~Property Owner shall erect a 30 foot high planted earthen berm along the edge of the 200 foot buffer farthest from Osborne Street except at any location which lies within wetlands under the jurisdiction of any federal or state agency. The planting plan and details of other improvements other than the fountain or sign above shall be shown on a site plan submitted to City for approval prior to any development of the Property and constructed at the same time as the improvements on the site plan. The buffer, plantings and other improvements in this area of buffer must be continuously maintained in good and attractive order by Property Owner.~~

21. Timeline. ~~Property Owner at its sole expense shall bring the greater of 10% of the buildable portion of the Property or 50 acres thereof to a "shovel ready" condition each and every year after any approval of this Planned Development District. For purposes of this section, "shovel ready" means all environmental pollution remediated, the property brought to finish grade and provided with all utility lines (water, sewer, electrical and gas) and road and other appropriate transport lines such as rail service provided. If Property Owner fails to meet the requirements of this condition of approval for three one year periods, the City may rescind the approval of this Planned Development District and no further improvements consistent therewith shall be permitted thereafter.~~

22. Naval Vessels. Developer/Property Owner/Users shall coordinate routes and shipping volumes for vessels entering or leaving the Property and shall develop a de-confliction procedure with the U. S. Navy and conform thereto. The transit of naval assets in and out of the Intracoastal Waterway shall not be interfered with by vessels entering or leaving the Property.

23. Traffic. Developer/TheProperty Owner/Users will coordinate with the City of St. Marys and the Georgia Department of Transportation (GDOT) regarding traffic and site access and to that end will, at no expense to City provide a detailed traffic study acceptable to GDOT.

24. Noise. ~~Developer/Property Owner/Users All present or future owners or occupiers of any portion of the Property~~ shall strictly comply with all St. Marys Ordinances including, without limitation, the noise ordinance Section 46-69.

25. Process. The Port of St. Marys Industrial & Logistics Center Planned Development District (hereinafter referred to as “District” or “the District”) and each of the exhibits attached thereto (Exhibits A through H) as altered by these Special Conditions are incorporated into this rezoning planned development ordinance and made a part hereof. The applicants and any successors in interest in the developments of the District shall comply with and be bound by the Planned Development District text and each of the aforesaid exhibits. The District shall be rezoned to those zoning classifications as shown on exhibit A and only those uses authorized by the District plan in the respective zoning classifications as identified in SECTION II B. **Allowed Land Uses** shall be permitted. Prior to any development or improvement including any building or structure on any property or portion of the Property within the District, a Plot Plan or Site Plan (those terms being used interchangeably in this Exhibit H and the entire PD Text and Exhibits) of any area to be improved at such time must be filed with the City requesting approval as provided in Sec. 110-68(c) of the Zoning Ordinance of the City of St. Marys. No building permit or other development permit required under the ordinances of St. Marys shall issue nor shall any application therefor be accepted until the Plot Plan is approved by the City under the provisions of the Zoning Ordinance.

~~**Independent Port.** No portion of the Property shall be used as a laydown yard or storage area or as an accessory or subsidiary operation to any other port.~~