

APPLICANT RESPONSE



46892 West Road, Suite 109
 Novi, Michigan 48377
 Phone: 248-926-3701
 Fax: 248-926-3765

December 6, 2012

Kristen Kapelanski, AICP
 City of Novi Community Development Department
 45175 West 10 Mile Road
 Novi, Michigan 48375

Re: **Island Lake RUD Expansion
 Response to RUD Amendment, Preliminary Site Plan and Phasing Plan
 Comments
 City of Novi, Oakland County
 (City of Novi Review JSP#12-65)**

Dear Kristen:

Please find enclosed eleven (11) sets preliminary site plan drawings enclosed for the above referenced project. Alpine Engineering, Inc. received the City review comments on December 5, 2012 for the above referenced project and offers the following comments in response:

Planning Review (Dated December 4, 2012)

Responses to Planning review comment items in **bold**

Ordinance Requirements

2. Density:

The proposed density calculations are consistent with previous amendments and approvals. For example, the Fifth Amendment to Residential Unit Development Agreement for Island Lake Phase 5C increased the RUD area by 10 acres and increased the number of units permitted by 8 dwelling units within the RUD from 876 to 884. The 40.7 acre parcel is zoned RA, at 0.8 dwelling units per acre, permitting a total of 32 new single-family homes. Although the applicant does not have plans for the additional unit credits at this time, the intent is to have the opportunity to provide additional homes on properties similar to this project which allow for residential use. Below is a chart regarding densities:

	Approved in RUD Agreement	Proposed to date	Proposed RUD Agreement
Total Residences	884	859	916
Total RUD Acreage	916	956.7	956.7
Avg. Gross Density (du/ac)	0.97	0.90	0.96

*Includes The Meadows lots.

****Blended Density chart based on underlying zoning of R-1 and RA**

Zoning	Area	Density Permitted	Units
R-1	226 ac.	1.65 (du/ac)	372.9 du
RA	730.7 ac.	0.8 (du/ac)	584.5 du
Total	956.7 ac.	1.00 (du/ac)	957 du

**Based upon a review of the City of Novi Zoning Map, the northern portion of the Island Lake RUD is R-1 zoning. We estimate the area as approximately 226 acres. The remaining Island Lake RUD area is zoned RA (0.8 units/acre) and we estimate the area as 729.7 acres.

3. Lot Size and Area:

A summary of lot sizes throughout the RUD is provided below:

- 46 lots within Shores North (Phase 2B) and Shores South (Phase 4A and Phase 5A) are waterfront lots having a minimum lot width of 150 feet and minimum area of 43,560 square feet (1 acre).
- 294 units within North Woods (Phase 2B), The Arbors and Arbors East (Phase 2B), South Harbor (Phase 3D) and North Bay (Phase 6) are attached cluster units.
- 266 lots with a minimum lot width of 90 feet and 178 lots with a minimum lot width of 106 feet within The Vineyards (Phases 2A, 3A, 3B and 3C) and Orchards (Phases 4B-1, 4B-2, 5B and 5C).
- The Meadows at Island Lake (Phase 7A and 7B): Proposed lots are 90 feet wide minimum and minimum area of 12,000 square feet. The proposed lots vary in lot width from 90 feet to 149.9 feet and include 18 lots which exceed 110 feet in width.

4. Building Setback:

Setback Variance Request - Written Narrative

The proposed setbacks are consistent with previous amendments and approvals. Additionally, applicant requests consideration of a slight modification to the side yard set backs to correct an administrative oversight as described on attached Exhibit 1.

The current RUD setback requirements for 90' minimum wide lots are as follows:

Front: 30'

Rear: 35'

Side-Yard: 10' minimum, 30' total

The requested setback requirements for 90' minimum wide lots are as follows:

Front: 30'

Rear: 35'

*Side-Yard: 7' minimum, 30' total

*Maintain 20' minimum between buildings

Justification for reduction in side-yard setback requirement:

The majority of the existing houses within the Island Lake of Novi community have side-entry garages. According to the current City of Novi driveway ordinance, side-entry garages require a minimum 20' wide driveway approach and 3' wide separation between driveway approach and side lot line. When considering 90' wide lots, 30' of total side-yard setbacks net a maximum house width of 60'. However, when considering 90' wide lots and a house with a side-entry garage, the maximum house width is only 57', with side-yard setbacks of 23' and 10'.

The applicant is respectfully requesting that a 3' variance be granted for the minimum side-yard setback on 90' minimum wide lots. The separation between houses will remain consistent with the current RUD, netting a 20'

minimum distance between houses and remains compatible with existing homes in the surrounding neighborhoods. Where side-entry garages on adjacent houses are opposite from one-another in the development, the side-yard setback shall revert to 10' and the minimum distance between houses shall be 20'.

This reduction in the minimum side-yard setback will allow the applicant to provide more house options and/or flexibility which further provides ability to meet the needs of prospective home-owners.

Please see the attached setback variance exhibit for a better understanding of the variance request. This exhibit will be included in the amendment to the RUD agreement.

5. Submittal Requirements:

Eleven (11) copies of an aerial photo with a scale not smaller than 1"=200' is included with this submittal. The expected population at this time is 859 units inclusive of this proposal. The allowable population under the original approval plus amendments to date is 916. New property would have to be added to accommodate any additional units beyond the current proposal. The city required stub streets and utility stubs to be included in the plans for those types of potential expansions. Conservation easements are in place to protect the natural features and all common areas have been conveyed to the various homeowners associations within the RUD as permanent open spaces per the requirements of the RUD approved in 1998. New common areas being proposed will likewise be conveyed. There is no mechanism in place that would allow these well established common areas to be converted to development areas at any future time. Their status as common elements is well established in the master deed and bylaws. No changes to these mechanisms are being proposed.

6. Private Parks and Recreation Areas:

The applicant is open to adding a crosswalk across Wixom Road at Drakes Bay Drive and Drakes Bay East to assist pedestrians and bicyclists to have safe access to the shared amenities similar to the existing crosswalk located north of the site on Wixom Road.

Miscellaneous Planning Comments

Woodland Preservation RUD Standards:

We are proposing to save 52% of regulated trees and 58% of all trees 8" and greater. It is our opinion that preserving 58% of trees within a single family subdivision is a high percentage. Of the trees being removed nearly half consist of Box Elder, Poplar and Elm. While regulated, these trees are very low quality, provide limited habitat and are prohibited to be planted within the City. We have taken care to preserve the higher quality trees on site by seeking required berm waivers and adjusting required storm water catch basins.

Sidewalks:

A sidewalk connection to Ten Mile Road is proposed which connects to the proposed sidewalk on Dinser Drive. An additional connection to Dinser Drive will be provided as necessary.

Open Space:

The calculated open space for phase 7 is 12.17% (Net) and will be provided on the final site plan.

All other items noted in the review which are required prior to Final Approval will be addressed as necessary.

Engineering Review (Dated December 4, 2012)

Review recommends approval of the Preliminary Site Plan and Storm Water Management Plan. Items noted will be addressed at the time of Final Site Plan submittal.

Birchler Arroyo Review (Dated November 15, 2012)

Review recommends approval of the Traffic Review and Preliminary Site Plan. Items noted will be addressed at the time of Final Site Plan submittal.

City of Novi Fire Department Review (Dated November 20, 2012)

Review recommends approval. Complete engineering plans will be provided at the time of Final Site Plan submittal.

Landscape Review (Dated November 27, 2012)

Review recommends approval of the Preliminary Site Plan provided the applicant receives the necessary waivers from the Planning Commission. Items noted will be addressed at the time of Final Site Plan submittal.

ECT Woodland Review (Dated December 4, 2012)

Review recommends approval of the Preliminary Site Plan. Items noted will be addressed at the time of Final Site Plan submittal.

ECT Wetland Review (Dated December 3, 2012)

Review recommends approval of the Preliminary Site Plan. Items noted will be addressed at the time of Final Site Plan submittal.

If you have any questions please feel free to call our office at (248) 926-3701.

Regards,
Alpine Engineering Inc.


Tom Gizoni, PE

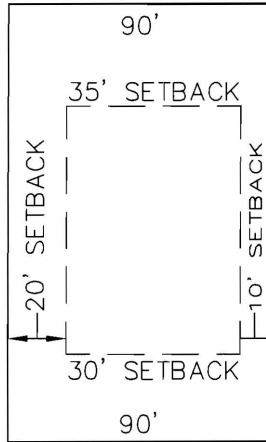
Enclosures:

- eleven (11) sets of preliminary site plans
- eleven (11) aerial photos
- one (1) setback variance exhibit

cc: Mike Noles, Toll Brothers Inc.
Jason Minock, Toll Brothers Inc.

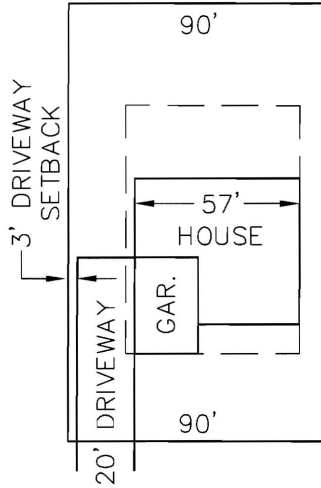
EXHIBIT 1

CURRENT SETBACK ORDINANCE (90' WIDE LOT)



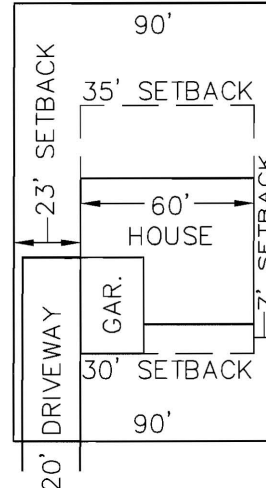
-30' COMBINED SIDE YARD SETBACK

CURRENT DRIVEWAY ORDINANCE (90' WIDE LOT)



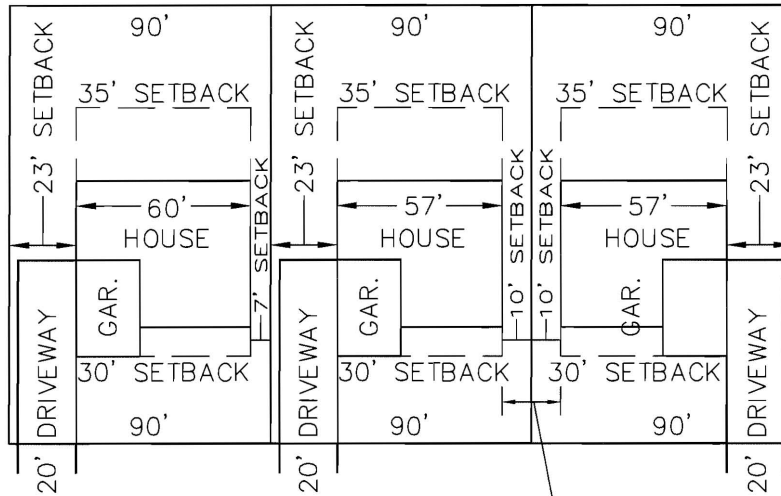
-MAXIMUM 57' WIDE HOUSE WITH SIDE ENTRY GARAGE

REQUESTED SETBACK VARIANCE (90' WIDE LOT)



-30' COMBINED SIDE YARD SETBACK
-MAXIMUM 60' WIDE HOUSE WITH SIDE ENTRY GARAGE

EXAMPLE



MAINTAIN 20' MINIMUM HOUSE SEPARATION

NOTES:

1. APPLICANT IS REQUESTING A SETBACK VARIANCE TO THE SIDE YARD SETBACKS FOR 90' WIDE LOTS.
2. MINIMUM HOUSE SEPARATION WILL ALWAYS BE 20'.

ALPINE ENGINEERING, INC.
CIVIL ENGINEERS & LAND SURVEYORS
46892 WEST ROAD
SUITE 109
NOVI, MICHIGAN 48377
(248) 926-3701 (BUS)
(248) 926-3765 (FAX)

CLIENT:	TOLL BROTHERS INC.	DATE:	11-08-2012
		DRAWN BY:	JPP
		CHECKED BY:	TAG
EXHIBIT 1			
"THE MEADOWS" OF ISLAND LAKE OF NOVI SECTION: 20 TOWNSHIP: 1 N. RANGE: 8 E. CITY OF NOVI OAKLAND COUNTY MICHIGAN		FBK: --	1
		CHF: --	
		SCALE HOR 1"=50 FT. VER 1"=--- FT.	

12-362



46892 West Road, Suite 109
Novi, Michigan 48377
Phone: 248-926-3701
Fax: 248-926-3765

December 7, 2012

Kristen Kapelanski, AICP
City of Novi Community Development Department
45175 West 10 Mile Road
Novi, Michigan 48375

Re: **Island Lake RUD Expansion**
City of Novi, Oakland County
(City of Novi Review JSP#12-65)

Dear Kristen:

We are providing this memo to help clarify total allowable units (RUD max) with actual units (site plan approved). Please see attached sketch outlining the units and pages from RUD Amendments.

If you have any questions please feel free to call our office at (248) 926-3701.

Regards,
Alpine Engineering Inc.


Tom Gizoni, PE

Enclosures:

cc: Mike Noles, Toll Brothers Inc.
Jason Minock, Toll Brothers Inc.

ORIGINAL PARCEL - 750 UNITS (876) ISLAND LAKE OF NOVI COMMUNITY

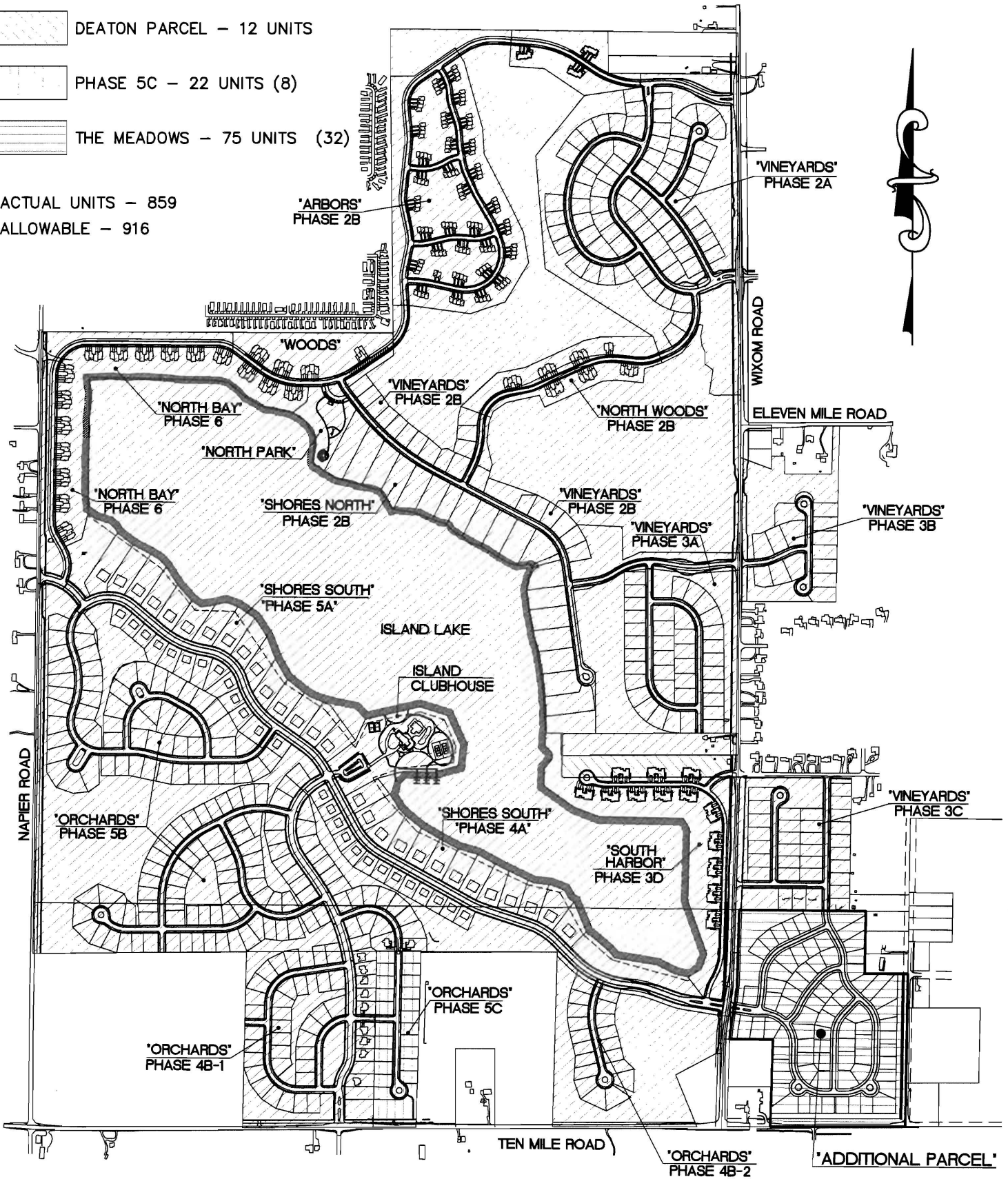
DEATON PARCEL - 12 UNITS

PHASE 5C - 22 UNITS (8)

THE MEADOWS - 75 UNITS (32)

ACTUAL UNITS - 859

ALLOWABLE - 916



ALPINE ENGINEERING INC.
 CIVIL ENGINEERS & LAND SURVEYORS
 46892 WEST ROAD
 SUITE 109
 NOVI, MICHIGAN 48377
 (248) 926-3701

ISLAND LAKE OF NOVI R.U.D.
 SECTIONS 17, 18, 19 20,
 CITY OF NOVI
 OAKLAND COUNTY, MICHIGAN

SCALE: 1" = 1000'

DATE: 2012-12-06

JOB NO.: 12-362

**SECOND AMENDMENT TO
RESIDENTIAL UNIT DEVELOPMENT AGREEMENT**

ISLAND LAKE OF NOVI (FORMERLY KNOWN AS "HARVEST LAKE OF NOVI")

This Second Amendment to Residential Unit Development Agreement (the "Second Amendment") is made and entered into as of this ____ day of April, 2003, by and between the CITY OF NOVI, a Michigan municipal corporation (the "City"), whose address is 45175 W. Ten Mile Road, Novi, Michigan 48375, and TOLL MI II LIMITED PARTNERSHIP, a Michigan limited partnership ("Toll"), whose address is 30500 Northwestern Highway, Suite 400, Farmington Hills, Michigan 48334.

R E C I T A L S :

A. On or about February 9, 1998, the City entered into a certain Residential Unit Development Agreement (the "Original RUD Agreement") with Harvest Land Company, L.L.C., a Michigan limited liability company ("Harvest Land"), with respect to a certain development established and approved as a residential unit development pursuant to Section 2404 of the City of Novi Zoning Ordinance under the name "Harvest Lake of Novi". The Original RUD Agreement was recorded on March 31, 1998 at Liber 18279, Pages 716 through 855, Oakland County Records. The land included in the Harvest Lake of Novi Residential Unit Development (now known as the "Island Lake of Novi Residential Unit Development" and hereinafter referred to as the "RUD") is legally described in the attached Exhibit "A".

B. On or about July 22, 1999, the City entered into a certain First Amendment of Residential Unit Development Agreement (the "First Amendment") with Harvest Land pursuant to Section 2404.17 of the City of Novi Zoning Ordinance to amend certain aspects of the area plan for the RUD.

C. On or about November 1, 1999, Toll acquired the then land included in the RUD, except for approximately 104.2 acres located east of Wixom Road and acquired by the City of Novi and the Novi Community School District for development as a city park and as elementary and middle schools. Toll also accepted all of the rights, interests and obligations granted and imposed on the owners of land in the RUD with the execution of the Original RUD Agreement and the First Amendment by Harvest Land.

D. After acquiring title to the residential development portions of the RUD and the rights of the property owners under the Original RUD Agreement, as amended, Toll secured the City's approval of a change in the name of the RUD to "Island Lake of Novi" as permitted by paragraph 2 of the aforesaid First Amendment.

E. After its acceptance of the rights, interests and obligations of the owners of the RUD, Toll acquired a parcel of land measuring approximately five (5) acres in area located on Wixom Road and immediately adjacent to a portion of Phase 3 of the RUD, as said Phase 3 was described in the First Amendment. The portion of Phase 3 located adjacent to the five acre parcel (referred to herein as the "Deaton Parcel") is currently planned for development as an attached condominium development and is identified as Phase 3D. The Deaton Parcel is legally described in the attached Exhibit "B".

F. Upon determining that (i) including the Deaton Parcel in the RUD would further the objectives of the RUD and (ii) that the development of Phases 4 and 5 of the RUD could be improved by making minor changes to the location and configuration of a neighborhood park and certain roads and street stubs within Phases 4 and 5, Toll applied for and obtained the approval of the City Council of Novi Council to the addition of the Deaton Parcel and the modification of the park, roads and street stubs as documented by the minutes of the December 16, 2002 meeting of the Novi City Council (the "City Council").

G. Toll and the City of Novi now wish to further amend the Original RUD Agreement to provide for (i) the inclusion of the Deaton Parcel in the RUD and (ii) the above described changes to the location and configuration of the park in Phase 4 of the RUD and the roads and street stubs in Phases 4 and 5 and to document the terms and conditions applicable to those changes to the RUD.

NOW, THEREFORE, in consideration for the mutual covenants provided herein, the parties agree as follows:

1. Inclusion of the Deaton Parcel in the RUD. The Deaton Parcel described in Exhibit "B" attached hereto is hereby added to the RUD and the legal description of the RUD set forth in Exhibit "A" is hereby revised to include the land legally described in the attached Exhibit "B".

2. Development of the Deaton Parcel. The Deaton Parcel shall be developed as the site of up to twelve (12) single family cluster housing units comprising three buildings of four units each in coordination with the development of the 26 to 46 waterfront/woodland attached cluster units now permitted within Phase 3 of the RUD pursuant to the First Amendment to the RUD and the Deaton Parcel shall be included in Phase 3 of the RUD. In conformance with conditions imposed in connection with the approval of this amendment to the RUD by City Council and in consideration of that body's waiver of a 330-foot buffer requirement otherwise imposed by Section 2404.2 of the City's Zoning Ordinance, Toll will install (i) additional landscaping in the rear of the units to be constructed on the Deaton Parcel as reasonably required in connection with site plan approval and (i) sufficient landscaping (such as evergreens) along the north and east boundaries of the Deaton Parcel so that the installed landscaping, together with preserved woodlands, satisfies the 80% winter opacity requirement set forth in Section 2509 of the City's Zoning Ordinance.

3. Modifications to Roads in Phases 4 and 5. The location and configuration of the roads within Phases 4 and 5, as modified by this Second Amendment, shall be substantially as shown on the drawing attached hereto as Exhibit "C" and shall conform to any and all applicable requirements imposed by City ordinances. As part of that modified configuration, the stub

streets extending to the east and west boundaries of the portion of Phase 4 of the RUD located west of the land located immediately west of land owned by Oak Pointe Church (the "Oak Pointe Church Parcel") shall be constructed in the locations shown on Exhibit "C", the location of the stub street to the east boundary of said area being located north of the previous planned location for that improvement.

4. Additional Provisions Regarding Roads and Walkways. Toll shall construct a center turn lane at the intersection of Wixom Road and Delmont Drive at its own cost; provided that the construction of the center turn lane shall be conditioned upon, and in accordance with, the prior issuance of any and all permits and approvals required from the City and any other governmental agency for the construction of that improvement. Toll shall also bear the cost of acquiring any temporary easements or approvals from the owners of properties located outside of the RUD if and to the extent that the construction of the turn lane requires entry upon or the modification of such properties. Sidewalks shall be installed within Phases 4 and 5 as shown on the pedestrian plan (the "Pedestrian Plan") attached hereto and incorporated herein as Exhibit "D", which has been reviewed and approved by the City. The Pedestrian Plan also provides for the construction of five-foot wide sidewalks on the east side of Wixom Road adjacent to the portions of Phase 3 of the RUD located to the east of Wixom Road as shown on Exhibit "D". In all events, the sidewalks to be constructed shall provide continuity to the proposed school campus, and shall continue along both sides of Seaglen Drive to provide continuity between the bike lanes and the Napier Road safety path. Additionally, Toll shall construct an additional nature path to the park as shown on Exhibit "D".

5. Continuing Effect of Original RUD Agreement, as Amended. Except for the revisions described in Paragraphs 1 through 4 above, the Original RUD Agreement, as amended by the First Amendment thereto, shall remain in full force and effect. Toll and the City agree that the Original RUD Agreement, as amended by the First Amendment and this Second Amendment (hereinafter referred to as the "RUD Agreement"), and the terms, conditions and requirements thereof are lawful and consistent with the intent and provisions of the City's ordinances, state and federal law and the Constitutions of the State of Michigan and the United States of America. Toll has offered and agreed to complete the on-site and off-site improvements, at its sole cost and expense, as specified in the RUD Agreement. Toll has offered and agreed to complete such improvements, and to proceed with other undertakings and obligations as set forth in the RUD Agreement in order to (i) protect the public health, safety and welfare; (ii) provide material advantages and development options for Toll; (iii) protect the natural environment and conserve natural resources; (iv) ensure compatibility with adjacent uses of land; (v) promote the use of the land included in the RUD in a socially, environmentally and economically desirable manner; and (vi) to achieve other reasonable and legitimate objectives of the City and Toll, as authorized under applicable state law and City ordinances. Toll and the City agree that the improvements and obligations undertaken by Toll are roughly proportional to the burden imposed and necessary in order to ensure that public services and facilities necessary for or affected by the RUD will be capable of accommodating the development on the land included in the RUD and the increased service and facility loads caused by the RUD. Subject to any and all rights of Toll under the RUD Agreement, City ordinances and state law to apply for, seek and/or obtain amendment to the RUD Agreement, Toll fully accepts and agrees to the terms, conditions, requirements and obligations of the RUD Agreement and Toll shall not be permitted in the future to claim that the effect of the RUD Agreement (as the same may be amended) results in an

unreasonable limitation upon the use of all or any portion of the land included in the RUD, or claim that enforcement of the RUD Agreement causes an inverse condemnation or taking of all or any portion of such property. It is further agreed and acknowledged that the terms, conditions, obligations and requirements of this RUD Agreement are clearly and substantially related to the burdens to be created by the development of the land included in the RUD, and are, without exception, clearly and substantially related to the City's legitimate interests in protecting the public health, safety and general welfare.

IN WITNESS WHEREOF, the parties hereto have executed this Second Amendment on the date first written above.

WITNESSES:

"CITY"

CITY OF NOVI, a Michigan municipal corporation

By: _____
Richard Clark
Its: Mayor

"TOLL"

TOLL MI II LIMITED PARTNERSHIP, a Michigan limited partnership

By: Toll MI GP Corp., a Michigan corporation, General Partner

By: _____
Keith L. Anderson
Its: Vice-President

STATE OF MICHIGAN)
) ss.
COUNTY OF OAKLAND)

The foregoing instrument was acknowledged before me this ____ day of April, 2003 by Richard Clark, the Mayor of the City of Novi, a Michigan municipal corporation, on behalf of the municipal corporation.

NOTARY PUBLIC
County of _____, State of Michigan
My Commission Expires: _____

STATE OF MICHIGAN)
) ss.
COUNTY OF OAKLAND)

The foregoing instrument was acknowledged before me this ____ day of April, 2003 by Keith L. Anderson, Vice-President of Toll MI GP Corp., a Michigan corporation, General Partner of Toll MI II Limited Partnership, a Michigan limited partnership, on behalf of the limited partnership.

NOTARY PUBLIC
County of _____, State of Michigan
My Commission Expires: _____

THIS INSTRUMENT DRAFTED BY:

George W. Day, Esq.
Jackier, Gould, Bean, Upfal & Eizelman
Second Floor, 121 West Long Lake Road
Bloomfield Hills, MI 48304-2719

WHEN RECORDED RETURN TO:

Elizabeth M. Kudla, Esq.
Secrest, Wardle, Lynch, Hampton, Truex & Morley
30903 Northwestern Highway
P. O. Box 3040
Farmington Hills, MI 48333-3040

EXHIBIT "A"

Land Included in the Island Lake of Novi Residential Unit Development (Formerly Known as the Harvest Lake of Novi Residential Unit Development)

Land located in Sections 17, 18, 19 and 20, City of Novi, Oakland County, Michigan and comprised of eight (8) parcels identified as Parcels "A" through "H", both inclusive, and legally described by descriptions set forth on the following eight pages.

ZEIMET WOZNIAK
& ASSOCIATES, INC

28450 FRANKLIN ROAD
SOUTHFIELD, MICHIGAN 48084
(248) 352-8950
FAX (248) 352-1346

CONSULTING CIVIL ENGINEERS • LAND SURVEYORS

10415 EAST GRAND RIVER
SUITE 500
BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

REVISED JANUARY 14, 1997

DESCRIPTION

PARCEL "A" (22-18-200-006)
(22-18-200-011)

A PARCEL OF LAND LOCATED IN PART OF THE N.E. 1/4 OF SECTION 18, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT A POINT DISTANT N. 89°23'05" W. 990.00 FEET ALONG THE EAST AND WEST 1/4 LINE OF SECTION 18 FROM THE EAST 1/4 CORNER OF SECTION 18; THENCE FROM SAID POINT OF BEGINNING AND CONTINUING ALONG SAID EAST AND WEST 1/4 LINE OF SECTION 18 N. 89°23'05" W. 1,658.14 FEET TO THE CENTER OF SECTION 18; THENCE N. 00°22'24" W. 312.35 FEET ALONG THE NORTH AND SOUTH 1/4 LINE OF SECTION 18; THENCE S. 89°23'05" E. 2,646.45 FEET; THENCE ALONG THE EAST LINE OF SECTION 18 AND CENTERLINE OF WIXOM ROAD (66 FEET WIDE) S. 00°41'00" E. 180.35 FEET; THENCE N. 89°23'05" W. 990.00 FEET; THENCE S. 00°41'00" E. 132.03 FEET TO THE POINT OF BEGINNING CONTAINING 15.98 ACRES OF LAND BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OR ANY GOVERNMENTAL AGENCY OVER WIXOM ROAD.

T.R.P.

0823D11L.96

ZEIMET WOZNIAK
 & ASSOCIATES, INC

28450 FRANKLIN ROAD
SOUTHFIELD, MICHIGAN 48084
(248) 352-8950
FAX (248) 352-1346

CONSULTING CIVIL ENGINEERS - LAND SURVEYORS

10415 EAST GRAND RIVER
SUITE 500
BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

AUGUST 23, 1996

DESCRIPTION

PARCEL "B" (22-17-300-014)
(22-17-300-012)
(22-17-300-004)

22-17-300-016
017 pt

A PARCEL OF LAND LOCATED IN PART OF THE S.W. 1/4 OF SECTION 17, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT THE SOUTHWEST CORNER OF 17 AND PROCEEDING ALONG THE WEST LINE OF SECTION 17 AND CENTERLINE OF WIXOM ROAD (66 FEET WIDE) N. 00°40'10" W. (500.00 FEET RECORD), 500.10 FEET MEASURED; THENCE N. 89°59'55" E. 800.00 FEET; THENCE N. 00°40'10" W. 610.00 FEET; THENCE S. 89°59'55" W. 800.00 FEET; THENCE ALONG SAID WEST LINE OF SECTION 17 AND WIXOM ROAD CENTERLINE N. 00°40'10" W. 899.93 FEET; THENCE S. 89°57'24" E. 2,422.42 FEET; THENCE S. 00°29'32" W. 1,330.22 FEET; THENCE N. 89°57'12" W. 422.53 FEET; THENCE S. 00°13'05" W. 678.19 FEET; THENCE ALONG THE SOUTH LINE OF SECTION 17 AND CENTERLINE OF ELEVEN MILE ROAD (66 FEET WIDE) S. 89°59'55" W. 1,962.40 FEET TO THE POINT OF BEGINNING CONTAINING 93.03 ACRES OF LAND BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OR ANY GOVERNMENTAL AGENCY OVER WIXOM AND ELEVEN MILE ROADS.

T.R.P.

0823D9L.96

ZEIMET WOZNIAK
 & ASSOCIATES, INC

28450 FRANKLIN ROAD
SOUTHFIELD, MICHIGAN 48084
(248) 352-8950
FAX (248) 352-1346

CONSULTING CIVIL ENGINEERS • LAND SURVEYORS

10415 EAST GRAND RIVER
SUITE 500
BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

AUGUST 23, 1996

DESCRIPTION

PARCEL "C" (22-18-400-001)
(22-18-400-002)
(22-18-300-002)
(22-18-300-008 pt)
(22-18-400-002)003

A PARCEL OF LAND LOCATED IN PART OF THE S. 1/2 OF SECTION 18, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT THE SOUTHWEST 1/4 CORNER OF SAID SECTION 18 AND PROCEEDING ALONG THE WEST LINE OF SECTION 18 AND CENTERLINE OF NAPIER ROAD (33 FEET WIDE, 1/2 WIDTH), N. 00°20'46" E. 726.63 FEET; THENCE S. 89°48'18" E. 2,670.92 FEET; THENCE ALONG THE NORTH AND SOUTH 1/4 LINE OF SECTION 18 (AS DESCRIBED), N. 00°53'02" W. 1,977.53 FEET TO THE CENTER OF SECTION 18; THENCE ALONG THE EAST AND WEST 1/4 LINE OF SECTION 18 S. 89°23'05" E. 2,648.14 FEET TO THE EAST 1/4 CORNER OF SECTION 18; THENCE ALONG THE EAST LINE OF SECTION 18 AND CENTERLINE OF WIXOM ROAD (66 FEET WIDE) S. 00°40'10" E. 2,638.71 FEET TO THE SOUTHEAST CORNER OF SECTION 18; THENCE ALONG THE SOUTH LINE OF SECTION 18 S. 88°58'37" W. 2,637.37 FEET TO THE SOUTH 1/4 CORNER OF SECTION 18; THENCE CONTINUING ALONG SAID SOUTH LINE OF SECTION 18 N. 89°35'23" W. 2,686.73 FEET TO THE SOUTHWEST CORNER OF SECTION 18 AND THE POINT OF BEGINNING CONTAINING 207.35 ACRES OF LAND BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OR ANY GOVERNMENTAL AGENCY OVER WIXOM AND NAPIER ROADS.

T.R.P.

0823D12L.96

ZEIMET WOZNIAK
& ASSOCIATES, INC

28450 FRANKLIN ROAD
SOUTHFIELD, MICHIGAN 48084
(248) 352-8950
FAX (248) 352-1346

CONSULTING CIVIL ENGINEERS • LAND SURVEYORS

10415 EAST GRAND RIVER
SUITE 500
BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

AUGUST 23, 1996

DESCRIPTION

PARCEL "D" (22-19-400-003)
(22-19-100-001)
(22-19-200-003)P+
(22-19-200-002)
(22-19-200-001)

A PARCEL OF LAND LOCATED IN PART OF THE N. 1/2 OF SECTION 19, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT THE WEST 1/4 CORNER OF SAID SECTION 19 AND PROCEEDING ALONG THE WEST LINE OF SECTION 19 AND CENTERLINE OF NAPIER ROAD (33 FEET WIDE, 1/2 WIDTH), N. 00°24'29" E. 2,631.46 FEET TO THE NORTHWEST CORNER OF SECTION 19; THENCE ALONG THE NORTH LINE OF SAID SECTION 19 S. 89°35'23" E. 2,686.73 FEET TO THE NORTH 1/4 CORNER OF SECTION 19; THENCE N. 88°58'37" E. 2,637.37 FEET TO THE NORTHEAST CORNER OF SECTION 19; THENCE ALONG THE EAST LINE OF SECTION 19 AND CENTERLINE OF WIXOM ROAD (66 FEET WIDE) S. 00°17'45" W. 2,310.99 FEET; THENCE S. 89°48'12" W. 1,347.14 FEET; THENCE S. 01°01'19" E. 330.03 FEET; THENCE ALONG THE EAST AND WEST 1/4 LINE OF SECTION 19 S. 89°48'12" W. 3,989.19 FEET TO THE WEST 1/4 CORNER OF SECTION 19 AND POINT OF BEGINNING CONTAINING 310.11 ACRES OF LAND BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OR ANY GOVERNMENTAL AGENCY OVER WIXOM AND NAPIER ROADS.

T.R.P.

0823D13L.96

ZEIMET\WOZNIAK
& ASSOCIATES, INC

28450 FRANKLIN ROAD
SOUTHFIELD, MICHIGAN 48084
(248) 352-8950
FAX (248) 352-1346

CONSULTING CIVIL ENGINEERS • LAND SURVEYORS

10415 EAST GRAND RIVER
SUITE 500
BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

JULY 28, 1998

DESCRIPTION

PARCEL "E" (22-19-300-002)
(22-19-300-005) *pt*
(22-19-400-003) *pt*
(22-19-400-001)
(22-19-400-004) *pt*

LESS 2.93 ACRE PARCEL

A PARCEL OF LAND LOCATED IN PART OF THE S. 1/2 OF SECTION 19, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT A POINT DISTANT S. 89°50'26" W. 230.64 FEET ALONG THE SOUTH LINE OF SAID SECTION 19 AND CENTERLINE OF 10 MILE ROAD FROM THE SOUTHEAST CORNER OF SECTION 19; THENCE FROM SAID POINT OF BEGINNING AND CONTINUING ALONG SAID SOUTH LINE OF SECTION 19 AND 10 MILE ROAD CENTERLINE S. 89°50'26" W. 1,088.56 FEET; THENCE N. 01°16'58" E. 1,317.25 FEET; THENCE N. 89°36'35" W. 1,038.10 FEET; THENCE S. 89°52'13" W. 334.24 FEET; THENCE S. 00°58'36" W. (1,326.96 FEET) RECORD, 1,327.27 FEET MEASURED; THENCE ALONG SAID SOUTH LINE OF SECTION 19 AND TEN MILE ROAD CENTERLINE S. 89°46'54" W. 985.50 FEET; THENCE N. 00°58'36" E. 1,326.96 FEET; THENCE S. 89°29'07" W. 1,615.78 FEET; THENCE ALONG THE WEST LINE OF SECTION 19 AND CENTERLINE OF NAPIER ROAD (33 FEET WIDE) N. 00°36'10" E. 1,315.36 FEET TO THE WEST 1/4 CORNER OF SECTION 19; THENCE ALONG THE EAST AND WEST 1/4 LINE OF SECTION 19 N. 89°48'12" E. 5,285.72 FEET TO THE WEST RIGHT-OF-WAY LINE OF WIXOM ROAD (86 FEET WIDE); THENCE THE FOLLOWING FIVE (5) COURSES AND DISTANCES ALONG SAID WEST LINE OF WIXOM ROAD S. 01°43'29" W. 1,545.25 FEET, 74.16 FEET ALONG THE ARC OF A CURVE TO THE RIGHT, SAID CURVE HAVING A RADIUS OF 607.00 FEET, A CENTRAL ANGLE OF 06°59'59", A CHORD LENGTH OF 74.11 FEET AND A CHORD BEARING OF S. 05°13'21" W., S. 08°43'28" W. 273.33 FEET, 84.66 FEET ALONG THE ARC OF A CURVE TO THE LEFT, SAID CURVE HAVING A RADIUS OF 693.00 FEET, A CENTRAL ANGLE OF 06°59'59", A CHORD LENGTH OF 84.61 FEET AND A CHORD BEARING OF S. 05°13'45" W. AND S. 01°43'29" W. 112.17 FEET; THENCE N. 88°16'27" W. 17.00 FEET; THENCE S. 62°28'04" W. 345.32 FEET; THENCE S. 22°30'38" E. 423.30 FEET TO THE POINT OF BEGINNING CONTAINING 223.67 ACRES OF LAND BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OF ANY GOVERNMENTAL AGENCY OVER 10 MILE ROAD AND NAPIER ROADS. ✓



28450 FRANKLIN ROAD
SOUTHFIELD, MICHIGAN 48084
(248) 352-8950
FAX (248) 352-1346

CONSULTING CIVIL ENGINEERS • LAND SURVEYORS

10415 EAST GRAND RIVER
SUITE 500
BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

AUGUST 26, 1996
REVISED DECEMBER 23, 1996

DESCRIPTION

PARCEL "F" (22-20-100-001)

A PARCEL OF LAND LOCATED IN PART OF THE N.W. 1/4 OF SECTION 20, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT THE NORTHWEST CORNER OF SAID SECTION 20 AND PROCEEDING ALONG THE NORTH LINE OF SECTION 20 AND CENTERLINE OF ELEVEN MILE ROAD (66 FEET WIDE) N. 89°59'55" E. 233.00 FEET; THENCE S. 00°00'05" E. 233.00 FEET; THENCE N. 89°59'55" E. 100.00 FEET; THENCE S. 00°00'05" E. 133.00 FEET; THENCE N. 89°59'55" E. 357.00 FEET; THENCE N. 01°06'10" E. 366.07 FEET; THENCE ALONG SAID NORTH LINE OF SECTION 20 AND ELEVEN MILE ROAD CENTERLINE N: 89°59'55" E. 49.60 FEET; THENCE S. 00°58'40" W. 1,323.61 FEET; THENCE N. 89°47'42" W. 730.90 FEET ALONG THE NORTH LINE "BIRCHWOODS SUBDIVISION" RECORDED IN LIBER 166, PAGE 16, OAKLAND COUNTY RECORDS; THENCE ALONG THE CENTERLINE OF WIXOM ROAD (66 FEET WIDE) N. 00°17'45" E. 1,320.80 FEET TO THE POINT OF BEGINNING CONTAINING 18.86 ACRES BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OR ANY GOVERNMENTAL AGENCY OVER WIXOM ROAD.

T.R.P.

1223B1L.96

ZEIMET WOZNIAK
 & ASSOCIATES, INC

28450 FRANKLIN ROAD
SOUTHFIELD, MICHIGAN 48084
(248) 352-8950
FAX (248) 352-1346

CONSULTING CIVIL ENGINEERS • LAND SURVEYORS

10415 EAST GRAND RIVER
SUITE 500
BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

AUGUST 26, 1996
FEBRUARY 12, 1997

DESCRIPTION

PARCEL "G" (22-20-301-012)

A PARCEL OF LAND LOCATED IN PART OF THE S.W. 1/4 OF SECTION 20, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT A POINT DISTANT S. 89°34'55" E. 43.01 FEET ALONG THE EAST AND WEST 1/4 LINE OF SAID SECTION 20 AND CENTERLINE OF OLD WIXOM ROAD (86 FEET WIDE) FROM THE WEST 1/4 CORNER OF SECTION 20; THENCE FROM SAID POINT OF BEGINNING AND CONTINUING ALONG SAID EAST AND WEST 1/4 LINE AND OLD WIXOM ROAD CENTERLINE S. 89°34'55" E. 814.97 FEET; THENCE S. 00°45'16" W. 1,002.50 FEET; THENCE N. 89°26'50" W. 831.91 FEET; THENCE ALONG THE EAST RIGHT-OF-WAY LINE OF WIXOM ROAD N. 01°43'29" E. 1,000.79 FEET TO THE POINT OF BEGINNING CONTAINING 18.93 ACRES AND BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OR ANY GOVERNMENTAL AGENCY OVER OLD WIXOM ROAD. ✓

T.R.P.

0826D3L.96

ZEIMET WOZNIAK
& ASSOCIATES, INC

28450 FRANKLIN ROAD
SOUTHFIELD, MICHIGAN 48084
(248) 352-8950
FAX (248) 352-1346

CONSULTING CIVIL ENGINEERS • LAND SURVEYORS

10415 EAST GRAND RIVER
SUITE 500
BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

FEBRUARY 12, 1997

DESCRIPTION

PARCEL "H" (22-17-300-003) 017 pt

A PARCEL OF LAND LOCATED IN PART OF THE S.W. 1/4 OF SECTION 17, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT A POINT DISTANT N 00°40'10" W. (500.00 FEET RECORD), 500.10 FEET MEASURED ALONG THE WEST LINE OF SECTION 17 AND CENTERLINE OF WIXOM ROAD (66 FEET WIDE) FROM THE SOUTHWEST CORNER OF SECTION 17; THENCE FROM SAID POINT OF BEGINNING AND CONTINUING ALONG SAID WEST LINE OF SECTION 17 AND WIXOM ROAD CENTERLINE N. 00°40'10" W. 610.00 FEET; THENCE N. 89°59'55" E. 800.00 FEET; THENCE S. 00°40'10" E. 610.00 FEET; THENCE S. 89°59'55" W. 800.00 FEET TO THE POINT OF BEGINNING CONTAINING 11.20 ACRES OF LAND BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OR ANY GOVERNMENTAL AGENCY OVER WIXOM ROAD.

T.R.P.

0212D9L.97

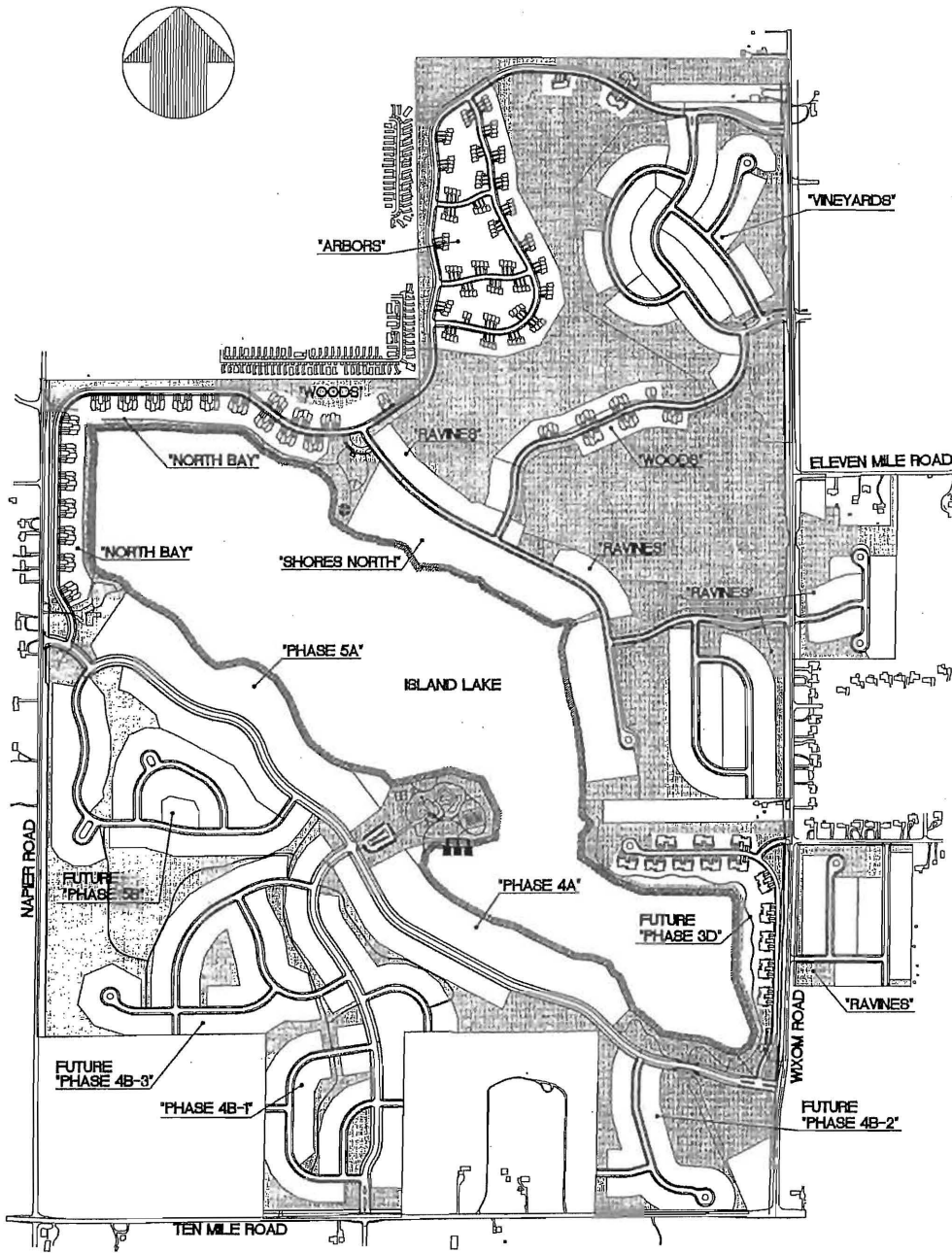
EXHIBIT "B"

The "Deaton Parcel" (Now Part of the Land Included in the Island Lake of Novi Residential Unit Development)

A parcel of land located in the City of Novi, Oakland County, Michigan and legally described as follows:

A part of Northeast 1/4 of Section 19, Town 1 North, Range 8 East, City of Novi, Oakland County, Michigan, being more particularly described as commencing at the East 1/4 Corner of said Section 19, for a Point of Beginning; thence South 86°22'40" West, 1338.16 feet, along the East and West 1/4 line of said Section 19; thence North 02°42'01" West, 164.88 feet; thence North 86°22'40" East, 1336.91 feet, to the East line of said Section 19 and the centerline of Wixom Road; thence South 03°08'01" East, 164.87 feet, along the East line of said Section 19 and the centerline of said Wixom Road, to the Point of Beginning. All of the above containing 5.062 Acres. All of the above being subject easements, restrictions and right-of-ways of record. All of the above being subject to the rights of the public in Wixom Road.

EXHIBIT C



ROAD CONFIGURATION

SEIBER, KEAST & ASSOCIATES, INC.
CONSULTING ENGINEERS

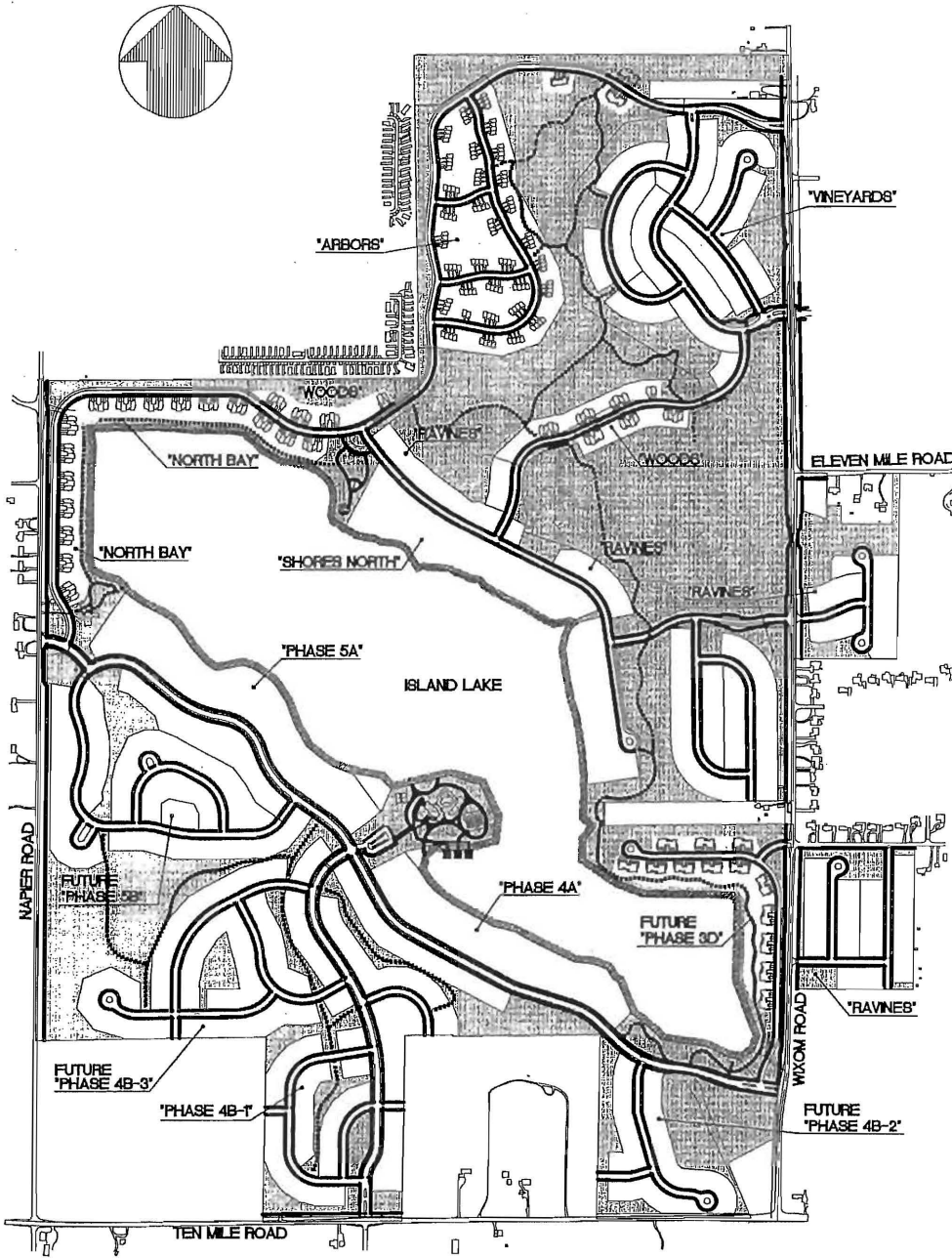
MILLETICS AND ASSOCIATES, L.L.C.
LAND SURVEYORS

ISLAND LAKE OF NOVI R.U.D.
SECTIONS 17, 18, 19, 20, T.1 N., R.8 E.
CITY OF NOVI
OAKLAND COUNTY, MICHIGAN

SCALE: 1" = 1000'
DATE: 03-13-2003
JOB NO.: 01-024
DWG FILE: 01-024SEC...
DRAWN BY: GDP
CHECK: PK
SHEET: 1 OF 1

40399 GRAND RIVER AVENUE SUITE 110 NOV, MI 48375-2123
(248) 473-7880

EXHIBIT D



LEGEND:
 ——— INTERNAL SIDEWALK/EXTERIOR SAFETY PATH
 WOODCHIP NATURE TRAIL / PATH

PEDESTRIAN NETWORK

SEIBER, KEAST & ASSOCIATES, INC.
 CONSULTING ENGINEERS

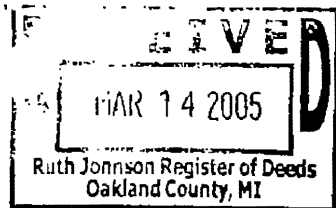
40399 GRAND RIVER AVENUE SUITE 110
 (248) 473-7880

MILLETICS AND ASSOCIATES, L.L.C.
 LAND SURVEYORS

NOVI, MI 48375-2123

ISLAND LAKE OF NOVI R.U.D.
SECTIONS 17, 18, 19, 20, T.1 N., R.8 E.
CITY OF NOVI
OAKLAND COUNTY, MICHIGAN

SCALE: 1" = 1000'
 DATE: 03-13-2003
 JOB NO.: 01-024
 DWG FILE: 01-024SEC...
 DRAWN BY: GDP
 CHECK: PK
 SHEET: 1 OF 1



70142
 LIBER 35126 PAGE 773
 \$73.00 MISC RECORDING
 \$4.00 REINUMENTATION
 03/14/2005 11:11:22 A.M. RECEIPT# 27136
 PAID RECORDED - OAKLAND COUNTY
 RUTH JOHNSON, CLERK/REGISTER OF DEEDS

**FIFTH AMENDMENT TO
 RESIDENTIAL UNIT DEVELOPMENT AGREEMENT**

ISLAND LAKE OF NOVI (FORMERLY KNOWN AS "HARVEST LAKE OF NOVI")

This Fifth Amendment to Residential Unit Development Agreement (the "Fifth Amendment") is made and entered into as of this 4 day of ~~February~~^{MARCH}, 2005, by and between the CITY OF NOVI, a Michigan municipal corporation (the "City"), whose address is 45175 W. Ten Mile Road, Novi, Michigan 48375, and TOLL MI II LIMITED PARTNERSHIP, a Michigan limited partnership ("Toll"), whose address is 30500 Northwestern Highway, Suite 400, Farmington Hills, Michigan 48334.

RECITALS:

A. On or about February 9, 1998, the City entered into a certain Residential Unit Development Agreement (the "Original RUD Agreement") with Harvest Land Company, L.L.C., a Michigan limited liability company ("Harvest Land"), with respect to a certain development established and approved as a residential unit development pursuant to Section 2404 of the City of Novi Zoning Ordinance under the name "Harvest Lake of Novi". The Original RUD Agreement was recorded on March 31, 1998 at Liber 18279, Pages 716 through 855, both inclusive, Oakland County Records. The land included in the Harvest Lake of Novi Residential Unit Development (now known as the "Island Lake of Novi Residential Unit Development" and hereinafter referred to as the "RUD") is legally described in the attached Exhibit "A".

B. On or about July 22, 1999, the City entered into a certain First Amendment of Residential Unit Development Agreement (the "First Amendment") with Harvest Land pursuant to Section 2404.17 of the City of Novi Zoning Ordinance to amend certain aspects of the area plan for the RUD. The First Amendment was recorded at Liber 20818, Pages 15 through 40, both inclusive, Oakland County Records.

C. On or about November 1, 1999, Toll acquired the land then included in the RUD, except for approximately 104.2 acres located east of Wixom Road and acquired by the City of Novi and the Novi Community School District for development as a city park and as elementary and middle schools. Toll also accepted all of the rights, interests and obligations granted and imposed on the owners of land in the RUD with the execution of the Original RUD Agreement and the First Amendment by Harvest Land.

D. After acquiring title to the residential development portions of the RUD and the rights of the property owners under the Original RUD Agreement, as amended, Toll secured the City's approval of a change in the name of the RUD to "Island Lake of Novi" as permitted by paragraph 2 of the aforesaid First Amendment.

E. On or about April 7, 2003, the City and Toll entered into a certain Second Amendment to the Residential Unit Development Agreement (the "Second Amendment") to reflect the addition of certain land to the RUD and certain other aspects of the RUD related to the configuration of the roads and

OK - LG

walkways and related improvements. The Second Amendment was recorded at Liber 29801, Pages 7 through 23, both inclusive, Oakland County Records. The land added to the RUD pursuant to the Second Amendment is also legally described in the attached Exhibit "A".

F. On or about July 21, 2003, the City and Toll entered into a certain Third Amendment to the Residential Unit Development Agreement (the "Third Amendment") to reflect the amendment to the Phasing Plan set forth in the Original RUD Agreement. The Third Amendment was recorded at Liber 30402, Pages 1 through 15, both inclusive, Oakland County Records.

G. On or about February 11, 2005, the City and Toll entered into a certain Fourth Amendment to the Residential Unit Development Agreement (the "Fourth Amendment") to provide for the removal, reconstruction and rehabilitation of an existing 1860's era barn from its original site within the open park area located near the southwest corner of the lake known as "Island Lake" to a new site within Maybury State Park in Northville Township or to another site acceptable to both the City and Toll.

H. Since undertaking the development of the Island Lake of Novi RUD, Toll has acquired a parcel of land measuring approximately ten (10) acres in area located on Ten Mile Road and immediately adjacent to a portion of Phase 4 of the RUD, as said Phase 4 was described in the First Amendment. The portion of Phase 4 located adjacent to the ten acre parcel (referred to herein as the "Additional Parcel") is currently planned for development as site condominium units and related open space as part of an established condominium project known as "Island Lake Orchards" and identified as Oakland County Condominium Subdivision Plan 1552. The Additional Parcel is legally described in the attached Exhibit "B".

I. Upon determining that including the Additional Parcel in the RUD would further the objectives of the RUD, Toll applied for and obtained the approval of the City Council of Novi Council for the addition of the Additional Parcel to the RUD as documented by the minutes of the October 18, 2004 meeting of the Novi City Council (the "City Council").

J. Toll and the City of Novi now wish to further amend the Original RUD Agreement to provide for the inclusion of the Additional Parcel in the RUD and to document the terms and conditions applicable to that change to the RUD.

NOW, THEREFORE, in consideration for the mutual covenants provided herein, the parties agree as follows:

NOW, THEREFORE, IT IS AGREED AS FOLLOWS.

1. Inclusion of the Additional Parcel in the RUD. The Additional Parcel described in Exhibit "B" attached hereto is hereby added to the RUD and the legal description of the RUD set forth in Exhibit "A" is hereby revised to include the land legally described in the attached Exhibit "B". The location of the Additional Parcel in relation to the remainder of the RUD is depicted on the attached Exhibit "C".

2. Development of the Additional Parcel. The Additional Parcel shall be developed as the site of up to twenty-two (22) site condominium units, each of which shall comprise the site of a single family home, pursuant to a plan that is consistent with the single family homes now being developed in the portion of Island Lake Orchards located immediately west of the Additional Parcel with ingress and egress to and from the Additional Parcel being provided by means of the roads constructed or to be constructed within Island Lake Orchards. Toll shall have the right to develop the Additional Parcel as a separate site condominium development or as part of any other site condominium development, including Island Lake Orchards.

3. Increase in Number of Dwelling Units Permitted Within the RUD. With the increase in the acreage included in the RUD, Toll and the City agree that the maximum number of dwelling units that may be constructed within the RUD is hereby increased by eight (8) dwelling units from eight hundred and seventy-six (876) dwelling units to a new maximum of eight hundred and eighty-four (884) dwelling units, which number shall include the twenty-two (22) site condominium units to be established within the Additional Parcel.

4. Amendment to Area Plan. The Area Plan for the RUD is hereby amended as described in the Summary of Proposed Amendment to the RUD (Island Lake of Novi Residential Unit Development Draft Report Addendum July 8, 2004) to reflect the inclusion of the Additional Parcel as set forth herein; said Summary of Proposed Amendment being attached hereto as Exhibit "D". The Revised Open Space Summary per Revised Area Plan, July 2004 and the Revised Land Use Summary by Phase per Revised Area Plan included in the attached Exhibit "D" hereby supersede all previous versions of those summaries to reflect the Area Plan as hereby amended..

5. Continuing Effect of Original RUD, as Amended. Except for the revisions described herein, the Original RUD Agreement, as amended by the First Amendment, Second Amendment, Third Amendment and Fourth Amendment thereto, shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Third Amendment on the date first written above.

WITNESSES:

"CITY"

CITY OF NOVI, a Michigan municipal corporation

By: Lou Csordas
Lou Csordas
Its: Mayor

Maryanne Cornelius
MARYANNE CORNELIUS

Maryann Cabadas
MARYANN CABADAS

"TOLL"

TOLL MI II LIMITED PARTNERSHIP, a Michigan limited partnership

By: Toll MI GP Corp., a Michigan corporation, General Partner

By: Keith L. Anderson
Keith L. Anderson
Its: Vice-President

[Notaries contained on next page.]

STATE OF MICHIGAN)
) ss.
COUNTY OF OAKLAND)

The foregoing instrument was acknowledged before me this 4 day of ~~February~~ ^{MARCH}, 2005 by Lou Csordas, the Mayor of the City of Novi, a Michigan municipal corporation, on behalf of the municipal corporation.

MARY ANN CABADAS
NOTARY PUBLIC OAKLAND COUNTY, MI
MY COMMISSION EXPIRES OCT 5, 2008
ACTING IN THE COUNTY OF OAKLAND

Mary Ann Cabadas
NOTARY PUBLIC
County of Oakland, State of Michigan
My Commission Expires: 10-5-08
Acting in Oakland County

STATE OF MICHIGAN)
) ss.
COUNTY OF OAKLAND)

The foregoing instrument was acknowledged before me this 15th day of February, 2005 by Keith L. Anderson, Vice-President of Toll MI GP Corp., a Michigan corporation, General Partner of Toll MI II Limited Partnership, a Michigan limited partnership, on behalf of the limited partnership.

Dershawn R Zachery
NOTARY PUBLIC
County of Oakland, State of Michigan
My Commission Expires: DEC 5, 2011
Acting in Oakland County

Dershawn R Zachery
Notary Public - Michigan
Oakland County
My Commissions Expires
December 5, 2011

THIS INSTRUMENT DRAFTED BY:

George W. Day, Esq.
Jackier Gould, P.C.
Second Floor, 121 West Long Lake Road
Bloomfield Hills, MI 48304-2719

~~WHEN RECORDED RETURN TO:~~

~~Elizabeth M Kudla, Esq.
Secret, Wandle, Lynch, Hampton, Trux & Morley
30003 Northwestern Highway
P.O. Box 3040
Farmington Hills, MI 48333 3040~~

When Recorded, Return To:
Maryanne Cornelius, City Clerk
City of Novi
45175 W. 10 Mile Rd.
Novi, MI 48375

EXHIBIT "A"

LAND INCLUDED IN THE ISLAND LAKE OF NOVI
RESIDENTIAL UNIT DEVELOPMENT (FORMERLY KNOWN AS
THE HARVEST LAKE OF NOVI RESIDENTIAL UNIT DEVELOPMENT)

Land located in Sections 17, 18, 19 and 20, City of Novi, Oakland County, Michigan and comprised of nine (9) parcels identified as Parcels "A" through "I", both inclusive, and legally described by descriptions set forth on the following nine pages.

ZEIMET WOZNIAK
G ASSOCIATES, INC

28450 FRANKLIN ROAD
SOUTHFIELD, MICHIGAN 48084
(248) 352-8950
FAX (248) 352-1346

CONSULTING CIVIL ENGINEERS - LAND SURVEYORS

10415 EAST GRAND RIVER
SUITE 500
BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

REVISED JANUARY 14, 1997

DESCRIPTION

PARCEL "A" (22-18-200-006)
(22-18-200-011)

A PARCEL OF LAND LOCATED IN PART OF THE ~~N.E.~~ 1/4 OF SECTION 18, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT A POINT DISTANT N. 89°23'05" W. 990.00 FEET ALONG THE EAST AND WEST 1/4 LINE OF SECTION 18 FROM THE EAST 1/4 CORNER OF SECTION 18; THENCE FROM SAID POINT OF BEGINNING AND CONTINUING ALONG SAID EAST AND WEST 1/4 LINE OF SECTION 18 N. 89°23'05" W. 1,658.14 FEET TO THE CENTER OF SECTION 18; THENCE N. 00°22'24" W. 312.35 FEET ALONG THE NORTH AND SOUTH 1/4 LINE OF SECTION 18; THENCE S. 89°23'05" E. 2,646.45 FEET; THENCE ALONG THE EAST LINE OF SECTION 18 AND CENTERLINE OF WIXOM ROAD (66 FEET WIDE) S. 00°41'00" E. 180.35 FEET; THENCE N. 89°23'05" W. 990.00 FEET; THENCE S. 00°41'00" E. 132.03 FEET TO THE POINT OF BEGINNING CONTAINING 15.98 ACRES OF LAND BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OR ANY GOVERNMENTAL AGENCY OVER WIXOM ROAD.

T.R.P.

0823D11L.96

*above legal falls within
Island Lake East Arbors
acc # 1659 22-18-276-000 ent
and falls within Island
Lake Arbors acc # 1358
22-18-401-000 ent
and pt 22-18-200-016
22-18-200-011*

ZEIMET WOZNIAK
& ASSOCIATES, INC

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FAX (248) 352-1346

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BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

AUGUST 23, 1996

DESCRIPTION

PARCEL "B" (22-17-300-014)
(22-17-300-012) 22-17-300-016
(22-17-300-004) 017 pt

A PARCEL OF LAND LOCATED IN PART OF THE S.W. 1/4 OF SECTION 17, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT THE SOUTHWEST CORNER OF 17 AND PROCEEDING ALONG THE WEST LINE OF SECTION 17 AND CENTERLINE OF WIXOM ROAD (66 FEET WIDE) N. 00°40'10" W. (500.00 FEET RECORD), 500.10 FEET MEASURED; THENCE N. 89°59'55" E. 800.00 FEET; THENCE N. 00°40'10" W. 610.00 FEET; THENCE S. 89°59'55" W. 800.00 FEET; THENCE ALONG SAID WEST LINE OF SECTION 17 AND WIXOM ROAD CENTERLINE N. 00°40'10" W. 899.93 FEET; THENCE S. 89°57'24" E. 2,422.42 FEET; THENCE S. 00°29'32" W. 1,330.22 FEET; THENCE N. 89°57'12" W. 422.53 FEET; THENCE S. 00°13'05" W. 678.19 FEET; THENCE ALONG THE SOUTH LINE OF SECTION 17 AND CENTERLINE OF ELEVEN MILE ROAD (66 FEET WIDE) S. 89°59'55" W. 1,962.40 FEET TO THE POINT OF BEGINNING CONTAINING 93.03 ACRES OF LAND BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OR ANY GOVERNMENTAL AGENCY OVER WIXOM AND ELEVEN MILE ROADS.

T.R.P.

0823D9L.96

ZEIMET WOZNIAK
 & ASSOCIATES, INC

28450 FRANKLIN ROAD
 SOUTHFIELD, MICHIGAN 48084
 (248) 352-8950
 FAX (248) 352-1346

CONSULTING CIVIL ENGINEERS • LAND SURVEYORS

10415 EAST GRAND RIVER
 SUITE 500
 BRIGHTON, MICHIGAN 48116
 (810) 220-5410
 FAX (810) 220-5420

AUGUST 23, 1996

DESCRIPTION

PARCEL "C" (22-18-400-001)
 (22-18-400-002)
 (22-18-300-002)
 (22-18-300-003)
 (22-18-400-002)003

A PARCEL OF LAND LOCATED IN PART OF THE S. 1/2 OF SECTION 18, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT THE SOUTHWEST 1/4 CORNER OF SAID SECTION 18 AND PROCEEDING ALONG THE WEST LINE OF SECTION 18 AND CENTERLINE OF NAPIER ROAD (33 FEET WIDE, 1/2 WIDTH), N. 00°20'46" E. 726.63 FEET; THENCE S. 89°48'18" E. 2,670.92 FEET; THENCE ALONG THE NORTH AND SOUTH 1/4 LINE OF SECTION 18 (AS DESCRIBED), N. 00°53'02" W. 1,977.53 FEET TO THE CENTER OF SECTION 18; THENCE ALONG THE EAST AND WEST 1/4 LINE OF SECTION 18 S. 89°23'05" E. 2,648.14 FEET TO THE EAST 1/4 CORNER OF SECTION 18; THENCE ALONG THE EAST LINE OF SECTION 18 AND CENTERLINE OF WIXOM ROAD (66 FEET WIDE) S. 00°40'10" E. 2,638.71 FEET TO THE SOUTHEAST CORNER OF SECTION 18; THENCE ALONG THE SOUTH LINE OF SECTION 18 S. 88°58'37" W. 2,637.37 FEET TO THE SOUTH 1/4 CORNER OF SECTION 18; THENCE CONTINUING ALONG SAID SOUTH LINE OF SECTION 18 N. 89°35'23" W. 2,686.73 FEET TO THE SOUTHWEST CORNER OF SECTION 18 AND THE POINT OF BEGINNING CONTAINING 207.35 ACRES OF LAND BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OR ANY GOVERNMENTAL AGENCY OVER WIXOM AND NAPIER ROADS.

T.R.P.

0823D12L.96

22-18-400-008
 22-18-400-003 and
 22-19-200-007
 22-19-100-006
 22-18-300-009

above legal falls within
 Island Lake ArBors
 OCCP# 1358
 22-18-401-000ent
 Island Lake Vineyards
 OCCP# 1271
 22-18-426-000ent
 Island Lake North Bay
 OCCP# 1413
 22-19-101-000ent
 Island Lake North Woods
 OCCP# 1415
 22-18-451-000ent
 Island Lake East ArBors
 OCCP# 1658
 22-18-276-000ent

Island Lake Shores North
 OCCP# 1444
 22-19-203-000ent

ZEIMET WOZNAK
& ASSOCIATES, INC

28450 FRANKLIN ROAD
SOUTHFIELD, MICHIGAN 48064
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FAX (248) 352-1346

CONSULTING CIVIL ENGINEERS • LAND SURVEYORS

10415 EAST GRAND RIVER
SUITE 500
BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

AUGUST 23, 1996

DESCRIPTION

PARCEL "D" (22-19-400-003)
(22-19-100-001)
(22-19-200-003)pt
(22-19-200-002)
(22-19-200-001)

A PARCEL OF LAND LOCATED IN PART OF THE N. 1/2 OF SECTION 19, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT THE WEST 1/4 CORNER OF SAID SECTION 19 AND PROCEEDING ALONG THE WEST LINE OF SECTION 19 AND CENTERLINE OF NAPIER ROAD (33 FEET WIDE, 1/2 WIDTH), N. 00°24'29" E. 2,631.46 FEET TO THE NORTHWEST CORNER OF SECTION 19; THENCE ALONG THE NORTH LINE OF SAID SECTION 19 S. 89°35'23" E. 2,686.73 FEET TO THE NORTH 1/4 CORNER OF SECTION 19; THENCE N. 88°58'37" E. 2,637.37 FEET TO THE NORTHEAST CORNER OF SECTION 19; THENCE ALONG THE EAST LINE OF SECTION 19 AND CENTERLINE OF WIXOM ROAD (66 FEET WIDE) S. 00°17'45" W. 2,310.99 FEET; THENCE S. 89°48'12" W. 1,347.14 FEET; THENCE S. 01°01'19" E. 330.03 FEET; THENCE ALONG THE EAST AND WEST 1/4 LINE OF SECTION 19 S. 89°48'12" W. 3,989.19 FEET TO THE WEST 1/4 CORNER OF SECTION 19 AND POINT OF BEGINNING CONTAINING 310.11 ACRES OF LAND BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OR ANY GOVERNMENTAL AGENCY OVER WIXOM AND NAPIER ROADS.

T.R.P.

0823D13L.96

pt 22-19-100-006
22-19-200-008
pt 22-19-200-010
22-19-200-002
pt 22-19-200-007

also falls within Island Lake shores North
OCCPT# 1444 22-19-203-000pt
Island Lake shore South OCCPT# 1553
22-19-176-000 ent
Island Lake orchards OCCPT# 1552 22-19-376-000 ent
Island Lake Vineyards OCCPT# 1271 22-18-426-000
Island Lake North Bay OCCPT# 1413 22-19-101-000pt

ZEIMET WOZNIAK
& ASSOCIATES, INC

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CONSULTING CIVIL ENGINEERS • LAND SURVEYORS

10415 EAST GRAND RIVER
SUITE 500
BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

JULY 28, 1998

DESCRIPTION

PARCEL "E" (22-19-300-002)
(22-19-300-005) pt
(22-19-400-003) pt
(22-19-400-001)
(22-19-400-004) pt

LESS 2.93 ACRE PARCEL

A PARCEL OF LAND LOCATED IN PART OF THE S. 1/2 OF SECTION 19, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT A POINT DISTANT S. 89°50'26" W. 230.64 FEET ALONG THE SOUTH LINE OF SAID SECTION 19 AND CENTERLINE OF 10 MILE ROAD FROM THE SOUTHEAST CORNER OF SECTION 19; THENCE FROM SAID POINT OF BEGINNING AND CONTINUING ALONG SAID SOUTH LINE OF SECTION 19 AND 10 MILE ROAD CENTERLINE S. 89°50'26" W. 1,088.56 FEET; THENCE N. 01°16'58" E. 1,317.25 FEET; THENCE N. 89°36'35" W. 1,038.10 FEET; THENCE S. 89°52'13" W. 334.24 FEET; THENCE S. 00°58'36" W. (1,326.96 FEET) RECORD, 1,327.27 FEET MEASURED; THENCE ALONG SAID SOUTH LINE OF SECTION 19 AND TEN MILE ROAD CENTERLINE S. 89°46'54" W. 985.50 FEET; THENCE N. 00°58'36" E. 1,326.96 FEET; THENCE S. 89°29'07" W. 1,615.78 FEET; THENCE ALONG THE WEST LINE OF SECTION 19 AND CENTERLINE OF NAPIER ROAD (33 FEET WIDE) N. 00°36'10" E. 1,315.36 FEET TO THE WEST 1/4 CORNER OF SECTION 19; THENCE ALONG THE EAST AND WEST 1/4 LINE OF SECTION 19 N. 89°48'12" E. 5,285.72 FEET TO THE WEST RIGHT-OF-WAY LINE OF WIXOM ROAD (86 FEET WIDE); THENCE THE FOLLOWING FIVE (5) COURSES AND DISTANCES ALONG SAID WEST LINE OF WIXOM ROAD S. 01°43'29" W. 1,545.25 FEET, 74.16 FEET ALONG THE ARC OF A CURVE TO THE RIGHT, SAID CURVE HAVING A RADIUS OF 607.00 FEET, A CENTRAL ANGLE OF 06°59'59", A CHORD LENGTH OF 74.11 FEET AND A CHORD BEARING OF S. 05°13'21" W., S. 08°43'28" W. 273.33 FEET, 84.66 FEET ALONG THE ARC OF A CURVE TO THE LEFT, SAID CURVE HAVING A RADIUS OF 693.00 FEET, A CENTRAL ANGLE OF 06°59'59", A CHORD LENGTH OF 84.61 FEET AND A CHORD BEARING OF S. 05°13'45" W. AND S. 01°43'29" W. 112.17 FEET; THENCE N. 88°16'27" W. 17.00 FEET; THENCE S. 62°28'04" W. 345.32 FEET; THENCE S. 22°30'38" E. 423.30 FEET TO THE POINT OF BEGINNING CONTAINING 223.67 ACRES OF LAND BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OF ANY GOVERNMENTAL AGENCY OVER 10 MILE ROAD AND NAPIER ROADS.

D.C.B.

22-19-426-002
22-19-477-001
22-19-200-010
22-19-100-006
also falls within Island Lake Orchard S
OCCP# 1552 22-19-376-000 ent
also falls within Island Lake Orchard S
OCCP# 1553 22-19-176-000 ent
C: 95136 LEGAL

ZEIMET WOZNIAK
& ASSOCIATES, INC

28450 FRANKLIN ROAD
SOUTHFIELD, MICHIGAN 48084
(248) 352-8950
FAX (248) 352-1346

CONSULTING CIVIL ENGINEERS • LAND SURVEYORS

10415 EAST GRAND RIVER
SUITE 500
BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

AUGUST 26, 1996
REVISED DECEMBER 23, 1996

DESCRIPTION

PARCEL "F" (22-20-100-001)

A PARCEL OF LAND LOCATED IN PART OF THE N.W. 1/4 OF SECTION 20, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT THE NORTHWEST CORNER OF SAID SECTION 20 AND PROCEEDING ALONG THE NORTH LINE OF SECTION 20 AND CENTERLINE OF ELEVEN MILE ROAD (66 FEET WIDE) N. 89°59'55" E. 233.00 FEET; THENCE S. 00°00'05" E. 233.00 FEET; THENCE N. 89°59'55" E. 100.00 FEET; THENCE S. 00°00'05" E. 133.00 FEET; THENCE N. 89°59'55" E. 357.00 FEET; THENCE N. 01°06'10" E. 366.07 FEET; THENCE ALONG SAID NORTH LINE OF SECTION 20 AND ELEVEN MILE ROAD CENTERLINE N. 89°59'55" E. 49.60 FEET; THENCE S. 00°58'40" W. 1,323.61 FEET; THENCE N. 89°47'42" W. 730.90 FEET ALONG THE NORTH LINE "BIRCHWOODS SUBDIVISION" RECORDED IN LIBER 166, PAGE 16, OAKLAND COUNTY RECORDS; THENCE ALONG THE CENTERLINE OF WIXOM ROAD (66 FEET WIDE) N. 00°17'45" E. 1,320.80 FEET TO THE POINT OF BEGINNING CONTAINING 18.86 ACRES BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OR ANY GOVERNMENTAL AGENCY OVER WIXOM ROAD.

T.R.P.

1223B1L.96

*The above legal falls
within
Island Lake Vineyards
OCCP# 1271
22-18-426-000ent*

ZEIMET WOZNIAK
 & ASSOCIATES, INC

28450 FRANKLIN ROAD
SOUTHFIELD, MICHIGAN 48084
(248) 352-6950
FAX (248) 352-1346

CONSULTING CIVIL ENGINEERS - LAND SURVEYORS

10415 EAST GRAND RIVER
SUITE 500
BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

AUGUST 26, 1996
FEBRUARY 12, 1997

DESCRIPTION

PARCEL "G" (22-20-301-012)

A PARCEL OF LAND LOCATED IN PART OF THE S.W. 1/4 OF SECTION 20, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT A POINT DISTANT S. 89°34'55" E. 43.01 FEET ALONG THE EAST AND WEST 1/4 LINE OF SAID SECTION 20 AND CENTERLINE OF OLD WIXOM ROAD (86 FEET WIDE) FROM THE WEST 1/4 CORNER OF SECTION 20; THENCE FROM SAID POINT OF BEGINNING AND CONTINUING ALONG SAID EAST AND WEST 1/4 LINE AND OLD WIXOM ROAD CENTERLINE S. 89°34'55" E. 814.97 FEET; THENCE S. 00°45'16" W. 1,002.50 FEET; THENCE N. 89°26'50" W. 831.91 FEET; THENCE ALONG THE EAST RIGHT-OF-WAY LINE OF WIXOM ROAD N. 01°43'29" E. 1,000.79 FEET TO THE POINT OF BEGINNING CONTAINING 18.93 ACRES AND BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OR ANY GOVERNMENTAL AGENCY OVER OLD WIXOM ROAD.

T.R.P.

0826D3L.96

*above legal falls
within*

Island Lake Vineyards

OCCEP# 1271

22-18-426 000-ent

ZEIMET WOZNIAK
& ASSOCIATES, INC

28450 FRANKLIN ROAD
SOUTHFIELD, MICHIGAN 48064
(248) 352-8950
FAX (248) 352-1346

CONSULTING CIVIL ENGINEERS • LAND SURVEYORS

10415 EAST GRAND RIVER
SUITE 500
BRIGHTON, MICHIGAN 48116
(810) 220-5410
FAX (810) 220-5420

FEBRUARY 12, 1997

DESCRIPTION

PARCEL "H" (22-17-300-603) 017 pt

A PARCEL OF LAND LOCATED IN PART OF THE S.W. 1/4 OF SECTION 17, T. 1 N., R. 8 E., CITY OF NOVI, OAKLAND COUNTY, MICHIGAN DESCRIBED AS BEGINNING AT A POINT DISTANT N 00°40'10" W. (500.00 FEET RECORD), 500.10 FEET MEASURED ALONG THE WEST LINE OF SECTION 17 AND CENTERLINE OF WIXOM ROAD (66 FEET WIDE) FROM THE SOUTHWEST CORNER OF SECTION 17; THENCE FROM SAID POINT OF BEGINNING AND CONTINUING ALONG SAID WEST LINE OF SECTION 17 AND WIXOM ROAD CENTERLINE N. 00°40'10" W. 610.00 FEET; THENCE N. 89°59'55" E. 800.00 FEET; THENCE S. 00°40'10" E. 610.00 FEET; THENCE S. 89°59'55" W. 800.00 FEET TO THE POINT OF BEGINNING CONTAINING 11.20 ACRES OF LAND BEING SUBJECT TO EASEMENTS AND RESTRICTIONS OF RECORD AND THE RIGHTS OF THE PUBLIC OR ANY GOVERNMENTAL AGENCY OVER WIXOM ROAD.

T.R.P.

0212D9L.97

pt of 22-17-300-017

DESCRIPTION

PARCEL "I" - (Sometimes referred to as the "Deaton Parcel")

A parcel of land located in the City of Novi, Oakland County, Michigan and legally described as follows:

A part of Northeast 1/4 of Section 19, Town 1 North, Range 8 East, City of Novi, Oakland County, Michigan, being more particularly described as commencing at the East 1/4 Corner of said Section 19, for a Point of Beginning; thence South 86°22'40" West, 1338.16 feet, along the East and West 1/4 line of said Section 19; thence North 02°42'01" West, 164.88 feet; thence North 86°22'40" East, 1336.91 feet, to the East line of said Section 19 and the centerline of Wixom Road; thence South 03°08'01" East, 164.87 feet, along the East line of said Section 19 and the centerline of said Wixom Road, to the Point of Beginning. All of the above containing 5.062 Acres. All of the above being subject easements, restrictions and right-of-ways of record. All of the above being subject to the rights of the public in Wixom Road.

above legal falls
within Island Lake

South Harbor

occ # 1602

~~22-19-427-0000~~

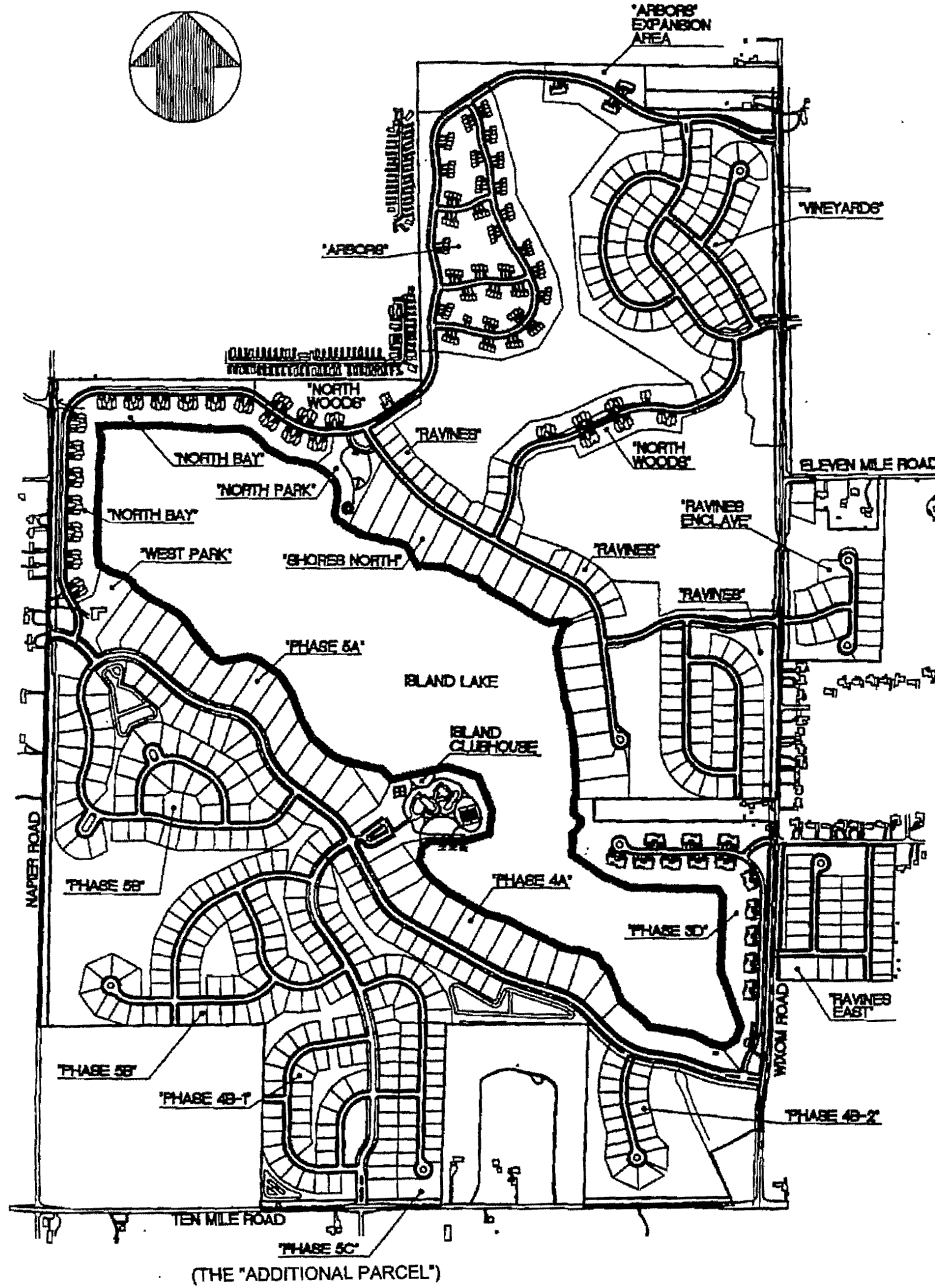
EXHIBIT "B"

**The "Additional Parcel" (Now Part of the Land Included in
the Island Lake of Novi Residential Unit Development)**

A part of the Southeast 1/4 and the Southwest 1/4 of Section 19, Town 1 North, Range 8 East, City of Novi, Oakland County, Michigan; being more particularly described as commencing at the South 1/4 Corner of said Section 19 for a Point of Beginning; thence South 86° 21' 12" West 38.00 feet (previously described as South 89° 18' 00" West), along the South line of said Section 19 and the centerline of Ten Mile Road, to the Southeast corner of "Island Lake Orchards", Oakland County Condominium Plan No. 1552, as recorded in Liber 30468, Page 611 through 689, as amended, (said point being North 86° 21' 12" East, 2592.36 feet, from the Southwest Corner of said Section 19); thence North 02° 20' 47" West, 1326.96 feet, along the Easterly line of said "Island Lake Orchards", (previously described as North 00° 33' 20" East); thence North 86° 21' 12" East, 38.00 feet, along the Southerly line of said "Island Lake Orchards", (previously described as North 89° 18' 00" East), to a point on the North and South 1/4 line of said Section 19, (said point being South 02° 20' 47" East, 1306.18 feet, from the Center of said Section 19); thence North 86° 25' 23" East, 297.38 feet, along the Southerly line of said "Island Lake Orchards", (previously described as North 89° 24' 00" East, 296.21 feet); thence South 01° 52' 19" East, 1327.19 feet, along the Southerly line of said "Island Lake Orchards" and an extension thereof, (previously described as South 00° 58' 48" West), to a point on the South line of said Section 19, (said point being South 86° 24' 49" West, 2360.31 feet, from the Southeast Corner of said Section 19); thence South 86° 24' 49" West, 286.39 feet, (previously described as South 89° 24' 00" West), along the South line of said Section 19 and the centerline of said Ten Mile Road, to the Point of Beginning. All of the above containing 10.047 Acres. All of the above being subject to the right of the public in Ten Mile Road. All of the above being subject to easements, restrictions and right-of-ways of records.

22-19-400-005

EXHIBIT "C"
ISLAND LAKE OF NOVI COMMUNITY



(THE "ADDITIONAL PARCEL")

REV. 11-05-04
REV. 10-11-04

SEIBER, KEAST & ASSOCIATES, INC.
CONSULTING ENGINEERS

40388 GRAND RIVER AVENUE, SUITE 110, NOVI, MI 48375-2123
(248) 473-7080

MILLETICS AND ASSOCIATES, L.L.C.
LAND SURVEYORS

ISLAND LAKE OF NOVI R.U.D.
SECTIONS 17, 18, 19, 20, T.1 N., R.8 E.,
CITY OF NOVI
OAKLAND COUNTY, MICHIGAN

SCALE: 1" = 1000'
DATE: 08-13-2003
JOB NO.: 01-024
DWG FILE: 01-024SMA...
DRAWN BY: GDP
CHECK: PK
SHEET: 1 OF 1

EXHIBIT "D"

Island Lake of Novi Residential Unit Development
Draft Report Addendum July 9, 2004 and Attachments
(Five Pages)

**Summary of the Proposed Amendment to the R.U.D.
Island Lake of Novi (formerly Harvest Lake of Novi)**

Introduction

Toll Brothers, Incorporated has purchased a ten-acre parcel fronting Ten Mile Road, immediately adjacent to the Island Lake of Novi Residential Unit Development (the RUD). Toll Brothers, Inc. wishes to incorporate this parcel into the RUD for Island Lake of Novi, and seeks an amendment to the RUD with this submittal.

Description of the Site

The parcel is a ten-acre site of open, sloping land, previously used for agricultural purposes. The site is now fallow field, with no regulated wetlands or woodlands on the property. The site is a long narrow parcel, with 330 feet of frontage on Ten Mile Road. The narrowness of the site, and poor sightlines from Ten Mile Road leave no optimal location for ingress and egress to the parcel if developed separately.

The current zoning of the site is RA, Residential Acreage, allowing a maximum of 0.8 dwelling units per acre. It is contiguous with the southern half of Island Lake of Novi, which has an underlying zoning of 0.8 du/ac. The property immediately to the east of the parcel is also zoned RA, but proposed for future development of a large-scale church and related services.

RUD Amendment Request

Toll Brothers Inc. requests an amendment to the RUD agreement. The request is as follows:

1. Toll Brothers proposes the addition of the ten-acre parcel described above to the 906 acres within the Residential Unit Development. This would bring the total acreage of the RUD for Island Lake of Novi up to 916 acres.
2. The ten acre parcel is zoned RA, at 0.8 dwelling units per acre, permitting a total of 8 new single-family homes. The total number of

units permitted for the Island Lake of Novi RUD is 876 homes. As part of this RUD amendment, Toll Brothers wishes to add the units permitted for the ten acres to its development total of 876 homes, for a new total of 884 residential units permitted with the RUD. Toll Brothers intends to build Single Family Detached homes on this parcel, to the same lot width as the homes permitted immediately west of the site. Based on that lot size, Toll Brothers estimates development of approximately 22 new lots, but will not exceed the total of 884 residential homes permitted with the RUD agreement.

Inclusion of this property into the Island Lake of Novi RUD will benefit the City of Novi for many reasons. It will consolidate traffic ingress and egress, eliminating the need for a separate road access off of Ten Mile. The stub street connections allow the parcel's residential traffic access to the main entrance at Ten Mile, and use of the internal road network as well. The parcel will tie into the Island Lake of Novi stormwater treatment system, assuring a high quality of stormwater treatment, and eliminating the need for a separate detention basin on the site. There will also be a more orderly and efficient layout and construction of utilities, as part of overall Phase 4 of Island Lake of Novi.

There will be a greater amount of open space and perimeter landscape along the Ten Mile Road corridor than if developed separately, with homes and lot sizes visually compatible with the adjacent homes of Island Lake of Novi.

52 % of total acreage will still be preserved as open space, and the majority of residential units will remain as single family detached homes. With Island Lake, its waterfront parks, trails, and preservation zones, homebuyers will have access to a significantly greater amount of privately maintained recreational facilities and open space as part of the Island Lake of Novi Homeowners Association than possible as a separate subdivision.

Island Lake of Novi will continue as a high quality, planned residential development set within a generous natural environment of woods and wetlands surrounding Island Lake. While Toll Brothers proposes to increase the land area of the RUD to 916 acres, with an additional 8 homes, there will be no change to the gross or net density of Island Lake of Novi. Similarly, there will be no change to the density for Phase 4 of the RUD with the inclusion of the site and homes. Single-family detached lots (including waterfront sites) will still comprise the majority of units at 57% of the total, or

approximately 507 units. Over half of the site will still be preserved as permanent dedicated open space, per the original categories of the R.U.D. The Open Space Summary Table and Land Use Summary by Phase have been updated to reflect the revised acreage and units.

In order to support the proposed modifications, this report addendum includes revisions to the Area Plan, Open Space Plan, Open Space Summary Table, Pedestrian Network, Land Use Summary by Phase, and Phasing Plan of the previously amended RUD report addendum submitted 25 June 2002. These revisions are intended to amend those same pages of the 25 June 2002 Island Lake of Novi Residential Unit Development Report.

Island Lake of Novi
Residential Unit Development Amendment
 July 9, 2004
 Prepared by JJR L.L.C.
 For Toll Brothers Inc.

Revised Open Space Summary per Revised Area Plan, July 2004

Common Open Space Category	Amended RUD Plan (June 25, 2002)	Applicable for Open Space Credit (June 23, 1997)	Proposed Revised Area Plan (July 9, 2004)	Applicable for Open Space Credit (June 23, 1997)
Wetlands	107 ac.	2 ac.	107 ac.	2 ac.
Wetland Setbacks	5 ac.	5 ac.	5 ac.	5 ac.
Upland Woods	65 ac.	54 ac.	65 ac.	54 ac.
City Park	52 ac.	0 ac.	52 ac.	0 ac.
Resident Parks	22 ac.	18 ac.	22 ac.	18 ac.
Secondary Conservation Zone	17 ac.	16 ac.	18 ac.	16 ac.
Internal Greenbelts, Passive Recreation	18 ac.	18 ac.	19 ac.	18 ac.
Entrances, Perimeter Landscape	21 ac.	0 ac.	21 ac.	0 ac.
Lake (169 ac. 16,450 LF of Shoreline)	169 ac./17,545 LF 4,387 LF = 25% of new shoreline	169 ac. 4,387 LF	169 ac./17,545 LF 4,387 LF = 25% of new shoreline	169 ac. 4,387 LF
Grand Total	476.0 ac. (470 ac. required minimum)	282 ac.	478.0 ac.	282 ac.

Notes:

* Acreage shown per previous revised Open Space Summary Table, RUD Report Addendum, 6/25/02.

Combined open space still comprises 52% of total site area. The Proposed Revised Area Plan of this RUD amendment dated July 9, 2004 does not affect any of the acreage applicable for the Open Space Credit per either the amended RUD plan of June 25, 2002, or the original RUD plan of June 23, 1997.

Island Lake of Novi

Residential Unit Development

Amendment to the RUD for Harvest Lake of Novi

Prepared by JJR, L.L.C. for Toll Brothers, Inc.

July 9, 2004

Revised Land Use Summary by Phase*
Per Revised Area Plan

Category	Phase 1	Phase 2	Phase 3	Phase 4	Phase 5	Phase 6	Total
Estimated Acres**	104.2 ac	262.9 ac	166.2 ac	158.7 ac	170.1 ac	53.9 ac	916
Proposed Residences							
By Unit Type:							
A. Single-Family Attached Cluster	---	169-189 du	---	---	---	---	219 du (25%)
B. Waterfront/Woodland Att. Cluster	---	36-48 du	46-66 du	---	---	44-76 du	158 du (18%)
C. Single-Family Detached Cluster	---	0 du	---	---	---	---	0 du (0%)
D. Single-Family Detached Homes	---	96-134 du	67-97 du	97-137 du	122-178 du	---	464 du (52%)
E. Single-Family Waterfront Homes	---	10-14 du	5-9 du	9-13 du	11-15 du	---	43 du (5%)
Total Residences (dwelling units)	---	311-385 du	118-172 du	106-150 du	133-193 du	44-76 du	884 du
Average Gross Density*	---	1.32 du/ac	.87 du/ac	0.80 du/ac	.95 du/ac	1.11 du/ac	0.97 du/ac
Non-Residential Uses:							
A. Schools	52.06 ac	---	---	---	---	---	52.06 ac
B. City Park	52.17 ac	---	---	---	---	---	52.17 ac
C. Waterfront Parks	---	min 2.0 ac	min 3.5 ac	min 6.5 ac	min 2.0 ac	---	min 14.0 ac
D. Neighborhood Play Lot	---	min 0.5 ac	---	min 0.5 ac	---	---	min 1.0 ac

* Revised from Land Use Summary by Phase, Page 52 of Harvest Lake of Novi RUD Report, 23 June 1997 and 25 June 2002 RUD Amendment.

**Lake acreage has been included on a proportional basis with each phase and is reflected in the Average Gross Density.

The total column represents the average of the ranges for each housing type. The developer presumes the flexibility to build within the unit range expressed for each phase, as long as the proposed total of 884 units is not exceeded.

Agreement Approved by Novi City Council 2/9/98
HARVEST LAKE OF NOVI w/ modification on P. 9

RESIDENTIAL UNIT DEVELOPMENT AGREEMENT

THIS RESIDENTIAL UNIT DEVELOPMENT AGREEMENT made and entered into this _____ day of _____, 1998, by and between the CITY OF NOVI, a Michigan municipal corporation ("City"), whose address is 45175 W. Ten Mile Road, Novi, Michigan, and HARVEST LAND COMPANY, L.L.C., a Michigan limited liability company ("Harvest"), whose address is 27575 Wixom Road, P.O. Box 817, 48376-0817.

RECITALS

WHEREAS, Harvest is the designated representative of the owners of the real property described in Exhibit "A" attached and incorporated into this Agreement by this reference ("the Property"), pursuant to an Agreement dated September, 1997, and executed by such property owners (the "Property Owners"), and recorded with the Oakland County Register of Deeds, at Liber _____, Pages _____ through _____.

WHEREAS, the Property has been approved by the City for use as the Harvest Lake of Novi Residential Unit Development pursuant to Section 2404 of the City of Novi Zoning Ordinance and the area plan approved by the City and attached as Exhibit "B" and incorporated into this Agreement by this reference (the "Area Plan").

NOW, THEREFORE, in consideration of the mutual covenants provided herein, the parties agree as follows:

1. Development as RUD: The Property Owners shall have the right of development of the Property as a Residential Unit Development in accordance with this ⁽¹⁾ Residential Unit Development Agreement, the ⁽²⁾ Area Plan, the ⁽³⁾ conditions imposed by the

v. h. e.
10/10/98

City when it approved the Area Plan (as contained in the minutes⁴ of the meeting of the Novi City Council of July 28, 1997 and including, without limitation, the slides and amenity development matrix presented to City Council by Harvest at that meeting), the application⁵ for RUD approval set forth in that certain booklet submitted by Harvest dated June 23, 1997 (the "Harvest RUD Application"), the City's consultant's letters listed on Exhibit "C",⁷ and all applicable statutes, ordinances, rules and regulations, including, but not limited to, Section 2404 of the City of Novi Zoning Ordinance (as amended, and in effect on the date of this Agreement). (Copies of the slides and amenity development matrix are on file with the City as a part of the RUD application.) The Property shall not be developed or used except in accordance with this Residential Unit Development Agreement, the Area Plan, the conditions contained in the July 28, 1997 minutes of the City Council's approval of the Area Plan (and including, without limitation, the slides and amenity development matrix presented to City Council by Harvest at that meeting), the Harvest RUD Application, and all plats and preliminary and final site plans subsequently approved, absent amendment as permitted under Section 2404 of the City of Novi Zoning Ordinance. The development shall be known as the Harvest Lake of Novi Residential Unit Development.

2. Submission of Site Plans/Plats: By approval of the Area Plan, the City approves the functional use areas and dwelling unit types being proposed, the proposed densities, the traffic circulation plan, and the areas proposed for schools, service activities, playgrounds, recreation areas, parking areas and other open space. Such approval is subject to the submission of site plans or plats in accordance with the requirements of the City of Novi Zoning Ordinance, City of Novi Subdivision Ordinance and other ordinances,

codes and regulations. The Area Plan, subject to the provisions of this Agreement, shall govern development of the Property in accordance with that level of detail required for an Area Plan pursuant to Section 2404 of the City of Novi Zoning Ordinance. The Property Owners are authorized to submit a preliminary site plan as to each phase (or subphase) of the development in accordance with Section 2404.11 of the City of Novi Zoning Ordinance. For those areas of the development to be platted, the Property Owners are authorized to submit a preliminary plat for tentative approval in accordance with Act 288 of the Public Acts of 1967, as amended, the Land Division Act, and the City of Novi Subdivision Ordinance in effect on the date of this Agreement. No construction of a phase (or subphase) shall commence until approval by the City of a preliminary site plan (or plat) and final site plan (or plat) for that phase (or subphase), except for construction permitted pursuant to Subsection 2516.4 of the City of Novi Zoning Ordinance. The City may, pursuant to City ordinances, require the Property Owners to provide financial guarantees for the completion of roads, water mains, sanitary sewers and storm drains within each phase (or subphase) of the Residential Unit Development. Where such guarantees are required, no construction of any phase (or subphase) shall commence until such guarantees have been provided. In the absence of such requirements, financial guarantees shall be provided in accordance with Subsections 3005.8 and 3005.9 of the City of Novi Zoning Ordinance and Section 3.06 of the City of Novi Subdivision Ordinance.

3. Wetlands and watercourses:

A. Wetland and watercourse permits shall be required for each phase (or subphase) of the development pursuant to Chapter 12, Article V of the Novi Code of

Ordinances, as amended, and in effect on the date of this Agreement. All wetland and watercourse permit applications shall further comply with the Area Plan and the Harvest RUD Application. The flagging of wetlands shall be done as such permit applications are made. In order to minimize unreasonable impacts upon the natural wetland environment, a wetland and watercourse setback of 25 feet shall be maintained in accordance with the requirements of subpart 2400(v) of the City of Novi Zoning Ordinance, subject to the exceptions contained therein; and further provided that the following requirements shall apply to the 25 foot upland edge surrounding Harvest Lake:

(i) A managed, naturalized vegetation buffer of a minimum depth of 25 feet shall be installed and maintained at lake edge.

(ii) Owners of Single Family Detached (Waterfront) Homes shall be allowed to establish a beach area of sand or sand and gravel at the lake edge within this 25 foot buffer, to a maximum of 33% of the lot width.

(iii) The Single Family Attached (Waterfront) Homes will be allowed one private beach area per cluster, not to exceed 33% of the combined cluster and side yard width.

(iv) Fertilizer or herbicide applications shall not be used in the 25 foot wide lake buffer area.

B. Harvest Lake is presently designated on the City of Novi Storm Water Master Plan for the location of a regional storm water detention basin. The City has not acquired property rights from the Property Owners for the creation of such a basin, and Harvest has requested that Harvest Lake not be utilized as a regional detention basin. It is understood

and agreed by the parties that if the City determines, in its sole discretion, to utilize Harvest Lake as a regional storm water detention basin, it shall acquire the property rights necessary in its sole discretion, if Harvest Lake as the storm water detention basin in accordance with the standards as promulgated by the Water Quality Division.

M.A.L

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4. Woodlands: Woodland permits shall be required for each phase (or subphase) of the development pursuant to Chapter 37 of the Novi Code of Ordinances, as amended, and in effect on the date of this Agreement. All woodland permit applications shall further comply with the Area Plan and the Harvest RUD Application.

5. Dwelling Units: The total dwelling units within the Property shall be limited to 876 units, with minimum area, and setback and height requirements as follows:

A. Single Family Detached Waterfront Homes:

Lot Width	Front Yard	Rear Yard	Minimum/Combined Side Yard Setback
	Setback	Setback off Lakefront	
150 feet or greater	45 feet	100 feet*	20/50 feet

*For shallow lots (e.g., approximately 200 feet from road right-of-way to lake edge), the 100 foot rear year setback off the waterfront may be reduced to 75 feet.

B. Single Family Detached (Non-Waterfront) Homes: Lots shall have a minimum area of 12,000 square feet and a minimum width of 90 feet as provided on the Area Plan and in the Harvest RUD Application. As provided in the Area Plan and in the Harvest RUD Application, the following yard area requirements shall apply:

<u>For Lot Width:</u>	<u>Front Yard Setback</u>	<u>Rear Yard Setback</u>	<u>Minimum/Combined Side Yard Setback</u>
150 feet or greater	45 ft.	50 ft.	20 ft. / 50 ft.
120 feet or greater	30 ft.	35 ft.	15 ft. / 40 ft.
110 feet or greater	30 ft.	35 ft.	15 ft. / 40 ft.
90 feet or greater	30 ft.	35 ft.	15 ft. / 40 ft. ^{Typo} 10 30

C. Single Family Detached Cluster Homes: Distances between detached cluster homes shall comply with Section 2403.4 of the Zoning Ordinance, as amended, and in effect on the date of this Agreement.

D. Single Family Attached Cluster Homes: Distances between attached cluster homes shall comply with Section 2403.4 of the Zoning Ordinance, as amended, and in effect on the date of this Agreement, subject to the following modifications, which are approved pursuant to Section 2404.5.B:

(i) The attaching of one-family homes shall be permitted through a common party wall (no more than 75% of its length), through a garage wall, or through an architectural detail that does not form interior living space.

(ii) Proposed distances between clusters vary from Section 2403.4 depending on site location. The variances from Section 2403.4 for Areas 1, 2 and

3, as depicted on the Area Plan Composite, are as follows:

(a) Area One - For the Single Family Attached Cluster Homes adjacent to the manufactured housing community, rear yard setbacks are as follows:

	4 & 4	3	
<u>Minimum Distance:</u>	8 Opposing Clusters	6-7 Opposing Clusters	4-5 Opposing Clusters
rear to rear	70 feet	65 feet	55 feet

(b) Area Two - For the Waterfront Single Family Attached Cluster Homes at the northwest and southeast edges of the lake, side yard setbacks are as follows:

	4 & 4	3-4	
<u>Minimum Distance:</u>	8 Opposing Clusters	6-7 Opposing Clusters	4-5 Opposing Clusters
side dimension	60 feet	60 feet	50 feet

(c) Area Three - For Woodland Single Family Attached Cluster Homes within the upland woods west of Eleven Mile Road, side yards have been increased to the following:

<u>Minimum Distance:</u>	8 Opposing Clusters	6-7 Opposing Clusters	4-5 Opposing Clusters
side dimension	130 feet	130 feet	130 feet

E. Building Height: Building height for all residences and accessory buildings shall not exceed 35 feet, measured to the midpoint of the gable of the roof from the front of the home.

6. Perimeter Buffering: Pursuant to Zoning Ordinance Section 2404.2, varying

of the perimeter buffering requirements are permitted at the following locations: (A) The north boundary of the property (Phase 2), depicted on the Area Plan Composite as utilized for Single Family Attached Cluster Dwellings. The existing hedgerow and woodlands buffer on the north boundary of the Property is approved (with supplemental plantings as are reasonably necessary) as screening in compliance with Section 2404.2.C(2) of the Zoning Ordinance; (B) The southerly side of such Single Family Attached Cluster Dwellings where the Property abuts the north boundary of the "out parcel" fronting on Wixom Road. A landscaped berm shall be provided pursuant to Section 2404.2.C(1) of the Zoning Ordinance; (C) The Single Family Attached Cluster Homes located west of the intersection of Delmont Drive and Wixom Road. The existing woodland buffer (with supplemental plantings as are reasonably necessary) shall be permitted provided it is in accordance with 2404.2.C(2) of the Zoning Ordinance. In each instance, the specifics of the required supplemental plantings, berming and landscaping shall be reviewed as a part of the site plan process.

7. Open Space: No residential dwellings shall be permitted within those portions of the Property designated on the Area Plan and in the Harvest RUD Application as "open space", consisting of wetlands, forested wetlands, upland woods, secondary conservation zones, waterfront parks, internal greenbelts, passive recreation areas and common waterfront preservation easement areas. This restriction shall not be deemed to preclude passive recreational uses within the wetlands, secondary conservation zone, and common waterfront preservation areas, and passive or active recreation within waterfront parks and all other open space areas. This restriction shall not be deemed to preclude the

use of community facilities (if any) for social gatherings, such as weddings, and the providing of food services, catering and dining associated with such gatherings. Minor variations in the open space shall be allowed during the site plan approval process (i.e., based on changes in road alignment, development constraints, etc.) provided that the overall Property shall be developed with, at minimum, the percentage of open space shown on the Area Plan.

→ as found by the City Engineer

8. Permanent Preservation and Maintenance of Open Space, RUD Amenities and Common Areas: The completion of RUD amenities and common areas shall be in accordance with the amenity development matrix presented by Harvest to the City Council on July 28, 1997. Harvest shall be responsible for the permanent preservation and maintenance of all open space, RUD amenities and common areas within the residential unit development. Such responsibility may be assigned to an association of property owners to be created by Harvest, provided that Harvest, by the execution and recording of a Master Declaration of Covenants, Conditions and Restrictions for Harvest Lake of Novi ("Master Declaration"), empowers such association to provide for such preservation and maintenance, and authorizes such association to levy assessments upon property owners for such purposes. The Master Declaration shall provide for the use, permanent preservation and maintenance of all open space, RUD amenities and common areas, including, but not limited to the lake, wetlands, watercourses, wetland and watercourse buffer zones, secondary conservation zones, perimeter landscape and internal greenbelts, woodlands, ponds, streams and private streets (if any). The Master Declaration shall be subject to reasonable approval by the City's attorney, in advance of recording, to assure

conformance with this Agreement, the Area Plan and the Harvest RUD Application.

The Master Declaration shall provide that, if the association fails at any time to preserve and maintain the open space, RUD amenities or common areas in reasonable order and condition the City of Novi may serve written notice upon the association setting forth the manner in which the associated has so failed. Such notice shall include a demand that deficiencies of preservation or maintenance be cured within thirty (30) days thereof and shall further state the date and place of hearing thereof before the City Council or such other board, body or official to whom the City Council shall delegate such responsibility, which shall be held within fourteen (14) days of such notice. If deficiencies set forth in the original notice, or any modification thereof, shall not be cured within such thirty (30) day period or any extension thereof, the City of Novi may preserve or maintain the same and the costs of such action shall be assessed against the owners and their respective successors and assigns, which assessment shall be payable in the manner required by the City of Novi. In addition to other methods of collection, the City of Novi shall have the right to place such assessment on the City tax rolls of the assessed property.

9. Streets: Vehicular access to dwelling units may be by public or private street, provided that if such access is solely by private street, such street shall be constructed in accordance with the City of Novi Design and Construction Standards and shall be maintained by the Harvest Lake of Novi Association, its successors or assigns, as common areas of Harvest Lake of Novi. It is understood and agreed by the parties that the City is not obligated to accept streets which may be dedicated by Harvest and may, within its sole

discretion decline to accept to any of the same. Nothing in this Agreement or in the Area Plan and Harvest RUD application shall be interpreted as imposing such an obligation.

Traffic impact studies shall be submitted in accordance with the City of Novi Site Plan and Development Manual on a phase-by-phase basis. Pursuant to Section 2404.7B(4) of the Zoning Ordinance, determinations shall be made as each site plan and plat is submitted as to whether, relative to conventional one-family development, the proposed uses (in combination with preceding phases) will cause any detrimental impact on existing thoroughfares in terms of overall volumes, capacity, safety, travel times and thoroughfare level of service, and whether on-site or off-site improvements provided by the development will alleviate such impacts.

10. Water and Sewer Infrastructure: Nothing in this Agreement or in the approval of the Harvest Lake RUD application and area plan shall be interpreted as imposing an obligation on the City to construct any water, sanitary sewer or other infrastructure as may be necessary to serve the development. The City makes no guarantees, assurances or representations as to the construction of such infrastructure or as to its adequacy to serve the development.

11. Lakefront Protection: Section 36-62 of the Novi Code of Ordinances (Lakefront Protection), does not apply to the development of the Property pursuant to the Area Plan. By approving the Area Plan, the City granted the Property Owners a variance from Section 36-62 of the Novi Code of Ordinances (Lakefront Protection), based on the existing single ownership of Harvest Lake, the restriction on future use of Harvest Lake to limit watercraft to propulsion by electric motors, sails, oars or paddles, the Area Plan and

the Harvest RUD Application, which grants lake access to all residents of Harvest Lake of Novi.

12. City Park and Novi Community School Properties: The City of Novi and the Novi Community School District own that portion of the Property located at the northeast corner of Eleven Mile and Wixom Roads, and designated on the Area Plan as a City Park, Elementary School, Middle School and ancillary uses. The City of Novi and the Novi Community School District shall each be solely responsible for submitting site plans for their respective portions of the overall Property, to the extent required by law.

13. Entire Agreement; Running with Land: This Agreement contains the entire agreement of the parties, and no statement, promises or inducements made by either party that is not contained in this written contract shall be valid or binding; and this Agreement may not be enlarged, modified or altered except in writing signed by the parties and endorsed hereon. It is expressly understood and agreed by the parties that this Agreement shall be deemed to run with the land and all stipulations and provisions contained herein, shall apply to and bind the heirs, executors, administrators, successors and assigns of the parties hereto. Any amendments or revisions to the approved area plan shall be in accordance with Section 2404.17 of the Zoning Ordinance.

14. Recordation: This Agreement shall be recorded with the Oakland County Register of Deeds.

15. Construction: The City and Harvest acknowledge that they participated equally in the drafting of this Agreement, and accordingly, no court construing this Agreement shall construe it more strictly against any party hereto.

IN WITNESS HEREOF, the parties hereto have executed this Agreement on the date first written above.

WITNESSES:

CITY OF NOVI,
a Michigan Municipal corporation,

BY: _____
KATHLEEN McLALLEN - Mayor

BY: _____
TONNI BARTHOLOMEW - City Clerk

HARVEST LAND COMPANY, L.L.C.,
a Michigan Limited Liability Company

BY: _____
L. STEVE WEINER, Managing Member

STATE OF MICHIGAN)
)SS:
COUNTY OF OAKLAND)

On this ___ day of _____, 1998, before me, a Notary Public, personally appeared KATHLEEN McLALLEN and TONNI BARTHOLOMEW, who, being duly sworn, did say that they are the Mayor and Clerk of the City of Novi and that they executed this agreement in their capacity as Mayor and Clerk for the City of Novi.

Notary Public
County, Michigan
My commission Expires:

STATE OF MICHIGAN)
)SS:
COUNTY OF OAKLAND)

On this ____ day of _____, 1998, before me, a Notary Public, personally appeared L. STEVEN WEINER, the managing member of HARVEST LAND COMPANY, L.L.C., known to be the person described in and who executed the foregoing instrument and respectively acknowledge that he executed the same on behalf of HARVEST LAND COMPANY, L.L.C.

Notary Public
County, Michigan

My commission Expires:

Drafted by: Dennis Watson
 Fried, Watson & Bugbee, P.C.
 30700 Telegraph Road, Suite 3655
 Bingham Farms, MI 48025
 (248) 645-1003

- and -

Kevin Kohls
Honigman Miller Schwartz and Cohn
2290 First National Building
Detroit, MI 48226
(313) 256-7811

Return to: Tonni Bartholomew
 City Clerk
 City of Novi
 45175 West Ten Mile Road
 Novi, MI 48375

the entire property line of any boundary line abutting a major thoroughfare or nonresidential district. The berm shall not be included as any part of a side or rear yard but may be a part of an adjoining open space area. Earth berms where employed on the site shall be designed so as not to obscure clear vision at street intersections. The Planning Commission may permit an optional landscape treatment that is consistent with Section 2509 of this Ordinance and which will serve as an effective screening barrier when a landscape berm is not practical due to site conditions.

- B. Concrete pedestrian safety paths (sidewalks) of five (5) feet in width along both sides of all public and private roads within a cluster option development.
10. Approval of a site plan under this Section shall be effective for a period of one (1) year from date of approval. Development not started in this period shall be considered as abandoned and authorization shall expire, requiring that any proposed development thereafter shall be resubmitted for review and approval by the Planning Commission. Any proposed change in a site plan after approval has been granted, shall require review and approval by the Planning Commission prior to effecting said change.

Sec. 2404. RUD Residential Unit Development.

The purpose of the Residential Unit Development Option, hereinafter referred to as RUD, is to permit an optional means of development flexibility in the Residential Acreage District and in the R-1 through R-3 One-Family Residential Districts which allows a mixture of various types of residential dwelling units (one-family, attached one-family cluster). It is further the intent of this Section to permit permanent preservation of valuable open land, fragile natural resources and rural community character that would be lost

under conventional development. This would be accomplished by permitting flexible lot sizes in accordance with open land preservation credits when such developments provide detached and/or attached single family dwelling units which are located and designed in a substantial open land setting. This will reduce the visual intensity of development, provide privacy, protect natural resources from intrusion, pollution or impairment, protect locally important animal and plant habitats, preserve lands of unique scenic, historic or geologic value, provide private neighborhood recreation, and protect the public health, safety and welfare.

Further, it is the intent of this ordinance to introduce flexibility so as to provide for:

- The use of land in accordance with its character and adaptability;
- The construction and maintenance of streets, utilities and public services in a more economical and efficient manner;
- The compatible design and use of neighboring properties; and
- The reduction of development sprawl, so as to preserve open space as undeveloped land.

To accomplish this, the following modifications to applicable one-family residential standards shall be permitted subject to the conditions imposed by this section:

1. *Residential Unit Development Regulations.* The RUD Option shall only be considered for parcels containing at least eighty (80) contiguous acres of land under single ownership or control. The City Council may vary the minimum acreage requirement by up to 5% (so as to reduce the requirement to 76 acres) where application would result in peculiar or exceptional practical difficulty or exceptional undue hardship, provided that such relief may be granted without impairing the intent and purpose of this section. All RUD uses shall be regulated as set forth in this Section, the approved plan, any special conditions imposed by the Planning Commission or City Council and other applicable provisions of this Ordinance.

nance. An RUD shall include detached one-family dwellings. An RUD may also include:

- A. One-family dwelling clusters, provided that: (1) a majority of dwelling units within the RUD are detached, non-clustered one-family dwellings; and (2) a significant portion of the dwelling units are conventional one-family dwelling units. Conventional one-family dwelling units are units constructed on platted lots or site condominium building sites with area and width conforming to the schedule of regulations for the underlying zoning district. The Planning Commission and City Council shall review the mixture of residential dwelling types to determine whether the proportions of dwelling types meet the purpose and intent of this section in accordance with subsections 2404.4 and 2404.7, below.
- B. Rental or management offices and club rooms accessory to the RUD.
- C. Churches.
- D. Public, parochial and private elementary and or high schools offering courses in general education.
- E. Noncommercial golf courses.
- F. Public libraries, parks, parkways and recreational facilities.
- G. Private parks and recreation areas for use of the residents of the RUD.
- H. Accessory uses and accessory buildings.

2. *Perimeter Buffering.* In order to assure development that is compatible with the zoning of adjacent property, where the RUD abuts a one-family district, development of that strip of land 330 feet in depth adjacent to such one-family district shall be restricted to detached, non-clustered, one-family dwelling units meeting the requirements of the RUD standards, or to schools, parks or golf courses. For purposes of this section, the RUD shall not be

considered adjacent to property zoned for one-family use where it is separated from such property by a major thoroughfare. The City Council, after review and recommendation of the Planning Commission, may vary the 330-foot depth in any one of the following circumstances:

- A. The parcel is of a narrow dimension and will not permit sound development of that portion remaining beyond the three hundred thirty (330) foot strip;
- B. Due to topography or existing abutting development, the development of the remaining portion of the parcel in question would result in an unreasonably restrictive treatment of the parcel; or
- C. The adjacent property is otherwise screened from view of development within the RUD in the area where the 330-foot depth is varied by one of the following, or by a combination of the following:
 - (1) An undulating earth berm, at least six (6) feet in height at its lowest elevation, that is landscaped in accordance with the standards of Section 2509, and which will serve as an effective screening barrier. Landscaped berms shall be designed so as not to obscure clear vision at street intersections. Berms shall not be included as any part of a side or rear yard but may be a part of an adjoining open space area.
 - (2) The retention within the RUD of an existing regulated or unregulated wooded area, provided:
 - (a) The retained wooded area will provide effective screening consistent with the opacity requirements of Section 2509. Supple-

mental plant material may be added to meet the screening requirements.

- (b) The failure to retain the wooded area will have a negative impact on the preservation of woodlands within the City of Novi; and
- (c) The retained wooded area has been inspected by the City relative to the health and desirability of the existing plan material and found to be healthy and desirable.

However, in no circumstances shall any attached or detached clustered housing dwelling unit in the RUD be located closer than seventy-five feet to any peripheral property line.

3. *Density.*

A. For purposes of determining density, the following maximum number of dwelling units per acre overall, by zoning district, shall be permitted:

Zoning District

- R-A 0.8 units to the acre overall
- R-1 1.65 units to the acre overall
- R-2 2.0 units to the acre overall
- R-3 2.7 units to the acre overall

Density shall be measured based upon gross site acreage, excluding identified wetlands or watercourses which are regulated by Parts 301 and 303 of the Natural Resources and Environmental Protection Act, 1994 PA 451, as amended, or Chapter 12, Article V of the Novi Code of Ordinances, but not excluding quality wetlands less than two (2) acres regulated by such laws.

The dwelling unit densities set forth in Section 2403 of this Ordinance for cluster housing may be applied to the RUD site on an individual acre basis, provided the overall dwelling

unit density of the RUD does not exceed the above maximum dwelling unit density levels by district.

B. An additional credit of 0.8 dwelling units per acre of RUD open space may be granted to the applicant by the City Council, after review of the Planning Commission, provided that such open space is dedicated to the use of the residents of the RUD, as follows:

(a) Environmental features as follows:

- i. Watercourses and bodies of water, provided that the following requirements are met. No less than 25% of the boundary of the watercourse or body of water shall abut a park area that is dedicated to the use of all RUD residents. The park area shall be at least 100 feet in depth and usable for active or passive recreation (including a pathway or trail system). Where topography or the existence of a wetland or wetland setback area makes such recreational use impractical, the depth of the park area shall be increased so as to permit such recreation. There shall be provided significant means of access by streets or pedestrian safety paths to all areas reserved for such use.
- ii. Quality wetlands less than two (2) acres in size;
- iii. Wetland and watercourse setback areas, as provided in Section 2400, footnote (v);
- iv. Regulated woodlands;
- v. Other local important plant and/or animal habi-

tats which are not regulated, which are contiguous to regulated woodlands, regulated wetlands, or wetland and watercourse setback areas, and which meet the following conditions:

- a. They are an uncommon or rare ecosystem in the city;
 - b. They are of exceptional value and quality;
 - c. They enhance the value of the surrounding area; and
 - d. They enhance the quality of the neighboring plant and/or animal habitats.
- (b) Historical buildings which have been registered as historic landmarks.
- (c) Land set aside for active or passive recreational uses.

The area eligible for this additional open space credit shall exclude all identified wetlands that are regulated by Part 303 of the Natural Resources and Environmental Protection Act, 1994 PA 451, as amended, or Chapter 12, Article V of the Novi Code of Ordinances, but shall not exclude quality wetlands less than two (2) acres regulated by such laws. In determining whether to grant such additional credit, the City Council shall consider those factors set forth in subsection 2404.7, below.

In no circumstances will the overall dwelling unit density in the RUD, including any additional dwelling unit credit earned for open space, exceed the maximum dwelling unit density computed utilizing the gross acreage

of the entire parcel and the allowable density of the underlying zoning district, as provided below:

Zoning District

- R-A 0.8 units to the acre overall
- R-1 1.65 units to the acre overall
- R-2 2.0 units to the acre overall
- R-3 2.7 units to the acre overall

4. *Lot Area.* One-family non-clustered detached dwellings shall be subject to the minimum lot area and lot width requirements of the underlying zoning district. The City Council may modify such lot area and lot width requirements where such modification will result in the preservation of open space for those purposes set forth in subpart 2404.3B, above, and where the RUD will provide a genuine variety of lot sizes. No lot shall be of an area or width less than that required in the R-3 zoning district. In determining whether to so modify lot areas and widths, the City Council shall consider those factors set forth in subsection 2404.7, below.
5. *Yard Setbacks.* For purposes of determining yard area requirements and regulating the distance between buildings, the following requirements shall control:
- A. One-family detached dwellings shall be subject to the minimum requirements of the zoning district. In those instances where lot sizes are reduced in accordance with subsection 4, above, yard requirements for a given lot shall be governed by that zoning district which has minimum lot area and width standards that correspond to the dimensions of the particular lot.
 - B. One-family clusters shall meet the minimum requirements of Section 2403 of this Ordinance, provided that the City Council, after review by the Planning Commission, may modify the strict application of requirements related to attaching cluster units (Section 2403.4) and separation distance between clusters (Sec-

tion 2403.5) where it is demonstrated that greater open space can be provided as a contiguous system for wildlife habitat or recreation amenity can be provided or that a natural habitat would be destroyed or that topographical conditions limit the practical dimensional separation of clusters.

6. *Application Requirements.* Application for RUD consideration by the Planning Commission and City Council under this Section, may be made by any person owning or controlling land in the RA, R-1, R-2 or R-3 One-Family Residential Districts. Application shall be made to the City Clerk and shall contain the following information:

- A. A boundary survey of the exact acreage being requested prepared by a registered land surveyor or civil engineer (scale: not smaller than 1" = 200').
- B. A topographic map of the entire area at a contour interval of not more than two (2) feet. This map shall indicate all major stands of trees, of eight (8) inches or greater in diameter, bodies of water and unbuildable areas (scale: not smaller than 1" = 200').
- C. A recent aerial photograph of the area shall be provided (scale: not smaller than 1" = 200').
- D. A preliminary plan for the entire area carried out in such detail as to indicate the functional use areas and dwelling unit types being requested; the proposed population densities, a traffic circulation plan; sites being reserved for schools, if needed, service activities, playgrounds, recreation areas, parking areas, and other open spaces and areas to be used by the public or by residents of the RUD (scale: not smaller than 1" = 200').
- E. An indication of the contemplated storm and sanitary sewer plan, and

a preliminary topographic map indicating how the land area is proposed to be shaped.

F. A written statement explaining in detail the full intent of the applicant, indicating the type of dwelling units contemplated, resultant population and providing supporting documentation such as: soil surveys, studies supporting land use requests, and the intended scheduling of the development.

G. A statement as to the proposed mechanism to assure the permanent preservation and maintenance of open space areas, RUD amenities and common areas.

7. *Consideration of Application.*

A. Upon receipt of an application as a preliminary submittal, the City Clerk shall refer the application to the Planning Commission for its report and recommendation to the City Council. In making its recommendation to the City Council, the Planning Commission shall determine:

- (1) The appropriateness of the site for the proposed use;
- (2) The effects of the proposed use upon adjacent properties and the community;
- (3) The demonstrable need for the proposed use;
- (4) The care taken to maintain the naturalness of the site and blend the use within the site and its surroundings;
- (5) The existence of clear, explicit, substantial and ascertainable benefits to the City from the RUD.

B. The Planning Commission's determination shall include evaluation of all of the following factors:

- (1) Whether all applicable provisions of this Section, other applicable requirements of this

Ordinance, including those applicable to special land uses, and all applicable ordinances, codes, regulations and laws have been met. Insofar as any provision of this Section shall be in conflict with the provisions of any other Section of this Ordinance, unless otherwise specifically noted, the provisions of this Section shall apply to the lands embraced within the RUD.

- (2) Whether adequate areas have been set aside for all schools, walkways, playgrounds, parks, recreation areas, parking areas and other open spaces and areas to be used by residents of the development. The applicant shall make provisions to assure that such areas have been or will be committed for those purposes. The City may require that conveyances or other documents be placed in escrow. Where property is to be utilized for schools, parks or other uses to be under the control of a public entity, the applicant shall demonstrate that the public entity has approved the setting aside of the property for such use.
- (3) Whether traffic circulation features within the site and the location of parking areas are designed to assure safety and convenience of both vehicular and pedestrian traffic both within the site and in relation to access streets.
- (4) Whether, relative to conventional one-family development of the site, the proposed use will not cause any detrimental impact in existing thoroughfares in terms of overall volumes, capacity, safety, travel times and thoroughfare level of

service, or, in the alternative, the development will provide on-site and off-site improvements to alleviate such impacts.

- (5) Whether there are or will be, at the time of development, adequate means of disposing of sanitary sewage, disposing of stormwater drainage and supplying the development with water.
- (6) Whether, and the extent to which, the RUD will provide for the preservation and creation of open space. Open space includes the preservation of significant natural assets, including, but not limited to, woodlands, topographic features, significant views, natural drainageways, water bodies, floodplains, wetlands, significant plant and animal habitats and other natural features. Specific consideration shall be given to whether the proposed development will minimize disruption to such resources. Open space also includes the creation of active and passive recreational areas, such as parks, golf courses, soccer fields, ball fields, bike paths, walkways and nature trails.
- (7) Whether the RUD will be compatible with adjacent and neighboring land uses, existing and master planned.
- (8) Whether the desirability of conventional residential development within the City is outweighed by benefits occurring from the preservation and creation of open space and the establishment of school and park facilities that will result from the RUD.

- (9) Whether any detrimental impact from the RUD resulting from an increase in total dwelling units over that which would occur with conventional residential development is outweighed by benefits occurring from the preservation and creation of open space and the establishment of school and park facilities that will result from the RUD.
- (10) Whether the proposed reductions in lot sizes and setback areas are the minimum necessary to preserve and create open space, to provide for school and park sites, and to ensure compatibility with adjacent and neighboring land uses.
- (11) Evaluation of the fiscal impact of RUD development on public infrastructure and public services.
- (12) Whether the applicant has made satisfactory provisions for the financing of the installation of all streets, necessary utilities and other proposed improvements.
- (13) Whether the applicant has made satisfactory provisions for future ownership and maintenance of all common areas within the proposed development.
8. *Public Hearing Requirement.* Upon receipt and review of the above information, the Planning Commission shall hold a public hearing as set forth in Section 3006 at which time it may make its recommendation to the City Council. The Planning Commission shall forward its findings and recommendations to the City Council for consideration.
9. *City Council Review.* The City Council, in making its review, shall follow the standards set forth in subsection 7, above, and throughout this Section. After review of the Planning Commission's recommendations and other information relative to the RUD application, the City Council may move to grant the application, which will serve as preliminary approval of the RUD application. When such approval is given, the City Council shall instruct the applicant to have prepared, for review and approval by the City's Legal Counsel, a contract setting forth the conditions upon which such approval is based. The contract, after approval by resolution of the City Council shall be executed by the City and the applicant and recorded in the office of the Oakland County Register of Deeds. Final approval of the plan shall be effective upon recording. Physical development of the site shall be in accordance with the approved plan and shall not be commenced until after final approval by the City Council.
10. *Phasing.* The phasing of an RUD shall be in accordance with the phasing requirements contained within the site plan manual, provided that individual phases may be divided into sub-phases where such sub-phases likewise comply with the phasing requirements contained in the site plan manual.
11. *Final Site Plans or Plats.* No building permit shall be issued for any building or structure within the RUD until a final plat or final site plan has been approved for that area of the project where the building or structure is to be located. Site plans shall be reviewed in accordance with the requirements of Section 2516 of this ordinance. Plats shall be reviewed in accordance with the City of Novi Subdivision Ordinance. The review of the plats and site plans shall include consideration of the following:
- A. All portions of the phase or phases submitted for final site plan or plat approval that are shown upon the approved plan for the RUD for use by the public or the residents of the

- RUD have been committed to such uses in accordance with the RUD contract.
- B. Site plans and plats shall be in conformity with the requirements of this ordinance and all other applicable laws, ordinances, codes and regulations, and with the approved RUD plan. Landscaping plans shall conform to the requirements of Section 2509 and to the City of Novi Subdivision Ordinance. Landscaping within a given phase shall conform to those requirements applicable to the type of development within that phase, i.e., detached one-family development shall conform to those requirements applicable to subdivisions.
- C. Provisions have been made in accordance with the RUD contract to provide for the financing of any improvements shown on the site plan or plat for open spaces and common areas which are to be provided by the applicant and that maintenance of such improvements is assured in accordance with the RUD contract.
- D. Dedication of public roads shall have been made so as to cause continuity of public access between the adjacent major thoroughfare(s) and ingress, egress to all private developments within the project.
- E. There shall be provided pedestrian safety paths (sidewalks) of design, materials and construction that meet the City of Novi Design and Construction Standards. Such safety paths shall be at least five (5) feet in width along both sides of all public and private streets within the RUD. When necessary to preserve regulated woodlands or wetlands, safety paths may be eliminated on one side of a street and replaced where possible with pedestrian safety paths of a design and construction that is compatible with such environmental resources.
12. *Effect of Approval of RUD Plan.* Once an area has been included within a plan for RUD and such plan has been approved by the City Council, no development may take place in such area nor may any use thereof be made except in accordance with the plan or in accordance with a Planning Commission and City Council approved amendment thereto, unless the plan is terminated as provided herein. The location, height, bulk, density and area of all buildings, structures and uses shall be in accordance with the schedule of regulations contained within this ordinance, except where expressly supplanted on the approved RUD plan, or approved in textual form with the RUD plan.
13. *Termination of RUD.* An approved plan may be terminated by the applicant or its successors or assigns, prior to any development within the area involved, by filing with the City and recording in the Oakland County Records, an affidavit so stating. The approval of the plan shall terminate upon such recording. No approved plan shall be terminated after development commences except with the approval of the City Council after Planning Commission recommendation and notice of all parties of interest in the land.
14. *Open Space Preservation.* In order to assure the development of open space in conjunction with an RUD, the City Council shall include in the contract recorded with the Register of Deeds, a schedule for the completion of portions of the open space so that it coincides with completion of dwelling units. The developer may suggest a schedule for review by the City Council. The mechanism to assure the permanent preservation and maintenance of open space areas, RUD amenities and common areas shall be subject to review and approval by the City's legal counsel. The mechanism shall permit, in the event of the failure of the property owners to preserve and maintain areas, the City to perform maintenance and preservation functions and to assess the cost of such

performance to the property owners. The City Attorney shall review and render an opinion with respect to:

- (1) The proposed manner of holding title to the preserved areas;
- (2) The proposed method of payment of taxes;
- (3) The proposed method of regulating the use of the areas;
- (4) The proposed method of maintaining the areas and the financing thereof; and
- (5) Any other factor relating to the legal or practical problems of ownership and maintenance of open land.

15. *Construction of Improvements.* The construction of improvements within phases and subphases of an RUD shall be in accordance with Section 3005 of this Ordinance, the City of Novi Subdivision Ordinance and all other ordinances, codes, regulations and laws. All amenities planned within the RUD for the benefit of residents of the RUD shall be constructed within the phase or subphase in which they are depicted. No temporary or final certificate of occupancy shall be granted for any dwelling unit within a phase or subphase unless all amenities within that phase or subphase are constructed or completion of construction is secured by financial guarantee in accordance with Section 3005 of this Ordinance.

16. *RUD as Optional Method of Development.* Approval of an RUD under this Section shall be considered an optional method of development and improvement of property and shall be subject to the agreement to the various conditions as set forth herein between the City and the applicant.

17. *Amendments and Revisions.*

A. An applicant may request an amendment or revision to an approved RUD plan. Any amendment or revision constituting a major change in the approved RUD plan, as defined in this Section, shall necessitate all pro-

cedures and conditions herein required for original submittal and review, in full. Amendments considered to be major changes include the following:

- (1) Change in concept of the development;
- (2) Change in use or character of the development;
- (3) Change in type of dwelling unit as identified on the approved area plan;
- (4) Increase in the number of dwelling units (decreases in dwelling unit numbers or increases in lot sizes are not major changes);
- (5) Increase in lot coverage;
- (6) Rearrangement of lots, blocks or building sites;
- (7) Change in the character or function of any street;
- (8) Reduction in land area set aside for common open space or the relocation of such area(s);
- (9) Increase in building height; or
- (10) any modification similar in character or scope to any of the above.

B. Amendments which are not major may be approved by the Planning Commission in conjunction with site plan approval, or by the City Council, upon Planning Commission recommendation, in conjunction with plat approval.

Sec. 2405. Reserved.

Sec. 2406. Planned Development Options.

1. *Intent.* The PD Planned Development Options contained herein are intended to provide for alternative means of land use development within designated zoning districts. The options contained herein shall be considered only within

those areas of the City which are specifically designated for their application on the City's Master Plan for Land Use Map.

The land use patterns of alternative development under these options are further intended to be designed and laid out so as to create a desirable environment providing for the harmonious relationship between land use types with respect to: uses of land, the location of uses on the land and the architectural and functional compatibility between uses.

2. *Application.* Application for development under these options shall be made to the City in one of the following ways:

A. In those instances where it is necessary to request the rezoning of land in order to effectuate a PD Option, application to rezone shall be made to the Planning Commission for its review and recommendation to the City Council. The application shall be fully completed in detail and shall be accompanied by:

- (1) A mapped property area survey of the exact area being requested for rezoning.
- (2) A proof of ownership of the land or an option to purchase land being requested for rezoning.
- (3) A written report containing an assessment of the impact that the rezoning, if required, and accompanying development will have on the site. The report shall consist of at least the following:
 - (a) A statement that the proponent has reviewed the most recent Soil Conservation Service soil survey data of Oakland County as it applies to the property and is aware of the general soil conditions of the site and of the surrounding area.
 - (b) A statement as to the general vegetation characteristics of the site, in terms of type, coverage and quality. A detailed survey of these conditions is not re-

quired. The statement may be prepared from review of the aerial photograph and field observations of the site.

- (c) A statement explaining in detail the full intent of the applicant, indicating the specifics of the type of development proposed for the site.
- (d) A statement as to how the intended use of the property would affect the natural environment of the site as described in (a) and (b) above. Attention shall also be given to the potential effect that the district requested and its intended land use development will have on adjacent properties, particularly with respect to drainage patterns.
- (e) A statement as to the potential social and economic impact the rezoning and proposed land use will have on the area in terms of the number of people who could be expected to live or work on the site, the number of school age children, if applicable, that can be expected, the need for public facilities such as parks, schools, utilities, roads and public safety; the anticipated potential floor space to be used for shopping or working areas; the market potential for the proposed uses and the potential vehicular traffic generation of the use and its impact on the existing road network with respect to traffic flow, current road conditions and road capacities.
- (4) A site plan of the entire area in question, carried out in such detail as to comply with the Preliminary Site Plan review requirements as set forth and regulated in the City's Site Plan Review Procedures Manual. In addition to these requirements, the

**SPECIAL MEETING OF THE COUNCIL OF THE CITY OF NOVI
MONDAY, JULY 28, 1997 AT 7:30 P.M.
NOVI CIVIC CENTER - COUNCIL CHAMBERS - 45175 W. TEN MILE ROAD**

Mayor McLallen called the meeting to order at 7:32 P.M.

ROLL CALL Mayor McLallen, Mayor ProTem Crawford, Council Members Clark, Kramer, Mitzel, Mutch, Schmid

AUDIENCE PARTICIPATION - None

PURPOSE OF SPECIAL MEETING

Proposed Harvest Lake of Novi - RUD

- 1. Approval of Residential Unit Development (RUD) - Harvest Lake of Novi, SP 97-06B - Property located north of Ten Mile Road west of Wixom Road**

Steve Weiner of Harvest Land Company is present to discuss their area plan, but began by reviewing the chronology of events since April 1995. Mr. Weiner reported he, Johnson, Johnson & Roy and his partner Bob Doyle began their site plan analysis with the lake. He advised they began with a full scale planning, environmental, marketplace and master plan study, and held a series of consultant meetings to develop an understanding of the city's expectations for development in western Novi in January 1996. Mr. Weiner stated they received input through the zoning ordinance review, and through one-on-one meetings with various commissioners and council members. In the fall of 1996, Mr. Weiner reported they developed primary conclusions that have remained consistent throughout their proposal. Mr. Weiner advised they concluded that development around lake should stay within the restrictions of the ordinance and be environmentally sensitive. They also concluded that the idea of open space planning needed to come to Novi and as developers, they wanted to promote that idea. Finally, Mr. Weiner advised they also concluded it would be economically prudent and market wise to try to offer a variety of housing types that would meet a changing demographic environment in Novi over a projected ten to fifteen year build out. Mr. Weiner explained they decided that no current ordinance would allow for that type of proposal to go forward. Consequently, he wrote a letter in October 1996 advising that the only zoning under which they can propose their project would be in the context of the RUD. Since then, Mr. Weiner reported they made their first submittal on February 14, 1997 and proposed a plan that is identical to the one currently before Council except a few minor changes that came from Mr. Arroyo's office. He advised that process took approximately a month and a half and they then offered a second submittal on March 31, 1996 reflecting the consultant's review. As of March 31, Mr. Weiner stated there have been no changes made to the area plan and added they had unanimous support from all

of the consultants. On April 16, 1996, Mr. Weiner advised that the Planning Commission and Council adopted a new ordinance and since then, Harvest Lake of Novi has been on Council's agenda six times. He added they are at a point where they have manipulated the plan to its utmost benefit to the community by reducing the density from 1,010 to 876 proposed units. Mr. Weiner noted they continue to have no seeming organized resistance from the community as evidenced tonight by the lack of audience participation. In fact, he advised there are over a dozen supportive letters in the March packets from their neighbors. Finally, after an exhaustive second review, Mr. Weiner reported they continue to have comprehensive consultant support and they are very proud of what they have accomplished. Mr. Weiner introduced their planner, Mary Jukuri from Johnson, Johnson & Roy to explain the design and concepts of the project.

Mary Jukuri offered a slide presentation about the plan to cover some highlights of the project. Ms. Jukuri advised they would be glad to answer more detailed questions after the presentation.

Ms. Jukuri stated Harvest Lake of Novi will be a premiere single waterfront residential community, rich with natural features and easy access to water, woods, trails and parks. She reported the site lies in western Novi and is one half mile south of the Wixom/I-96 interchange, bounded by Napier Road on the west, Ten Mile Road on the south and Wixom Road on the east. She advised it lies in a residential transition area with industrial, commercial and office service technology uses north of the site, a high density manufactured housing community to the northwest, and residential subdivisions to the east. Further, it has significant open space with the nearby Links of Novi golf course and the significant wetland south of Ten Mile Road.

Ms. Jukuri reported the site also lies in Planning Area 6 as identified in Novi's 1993 Master Plan. She noted the total number of dwelling units proposed for Harvest Lake of Novi falls below the projected number of dwelling units and population for the site as outlined in the Plan. In fact, the city's planning consultant has confirmed that with a future build out of all of the remaining vacant parcels in this area (i.e., parcels at Eleven Mile toward Beck and the out parcels along Ten Mile) and the total number of dwelling units proposed for the site, that there would still be a 117 unit surplus. Consequently, they fall below the future number of dwelling units anticipated for this planning area.

Ms. Jukuri advised the RUD plan encompasses 901 acres. She noted there are 122 acres of wetlands including a large forested wetland system in the center of the property. Further, there are 94 acres of upland woods including a large stand on the western side at Napier Road, there are upland woods east of the lake and an upland wooded island in the center of the forested wetland complex. Ms. Jukuri added there is also a pocket approximately 3-4 acres at the northwest corner and a stand at the far eastern edge of the property. However, the most significant natural feature of the project is Harvest Lake. Ms.

Jukuri reported it is 169 acres, and was formed by sand and gravel mining activity in the 1980's along the Novi-Lyon Drain. Further, Harvest Lake is now the second largest lake in the City of Novi. Ms. Jukuri reported the lake is more than one mile long and has more than three miles of shoreline. It is because of the significant natural features of the site, the site size and the desire for market flexibility over an anticipated long term build out that Harvest Land Company is seeking an RUD option for the property.

Ms. Jukuri advised that the Harvest Lake of Novi area plan will create a variety of new residential neighborhoods on the property. She explained they will form them as distinct ~~neighborhoods bounded by open space systems and served by an internally connected road network.~~ Consequently, all residents will have access to Harvest Lake. In addition, they will provide land for two new schools and a future city park at the corner of Eleven Mile and Wixom Roads.

Ms. Jukuri stated they are also proposing a variety of housing types. The housing types include single family attached cluster on the north and northwest sides of the property, luxury attached townhomes at the northwest and southeast corners of the lake, and clustered townhomes in the center upland woods. Ms. Jukuri added they are proposing single family detached clusters in the center northern portion of the site as a transition from the attached cluster housing on the northwest to the remaining single family detached lots toward the perimeter of the property. The remaining housing types on the property are a variety of traditional single family detached lots in a variety of sizes. She added there will be large waterfront lots placed along the lake's edge and single family detached homes on the southern part of the property toward the perimeter.

Ms. Jukuri advised they have tried to place the housing in context to its adjacent land uses as much as possible. For example, they have located cluster housing next to the high density manufactured housing community in the northwest and as a transition from the future office service technology use planned to the north. Further, she reported they placed single family detached homes along the perimeter of the property and along its most visible edges with similar single family size detached lots placed adjacent to the existing subdivisions to the east of the property.

Ms. Jukuri reported the proposed variety of housing allows Harvest Lake to have a broader market appeal than a conventionally developed subdivision. She explained they can provide a variety of housing within the entire development so that they can appeal to young professionals, single professionals, couples, new families, maturing families and empty nesters. Ms. Jukuri noted it will then be possible for people to change housing types within the development as their lifestyle's change.

Ms. Jukuri reported most of the proposed housing (52%) will be single family detached lots with a significant portion as conventional lots on the water front. She reported 25% will be

single family attached cluster, 18% will be luxury townhomes along the water front and in the upland woods, and 5% will be single family detached cluster.

Ms. Jukuri reported a significant portion of the project will be constructed as 43 one acre lots on the waterfront. She stated these will be full one acre sized lots and will conform to the Schedule of Regulations of the underlying zoning that will govern lot size, area and setback requirements. In fact, they are proposing an increased rear yard setback so that no home will be closer than 100 feet from the water's edge. Ms. Jukuri added that the 43 waterfront lots are significant not only in number, but also in location. She explained this is the visual centerpiece of the project and all of the lots on the lake will be one acre lots at the most visible edge of the development.

Ms. Jukuri advised the remaining single family detached lots will be a mix of 90 to 110 foot wide lots. She reported these lots are wide enough to include a side entry garage and provide a meaningful housing variety and transition from the attached cluster housing allowed in an RUD to the conventional one acre lot development. Ms. Jukuri added this is also the main housing market for the City of Novi in terms of what they see as current and future demand.

Ms. Jukuri restated there will be attached and detached cluster housing in the north and northwest sides of the property with attached cluster housing and luxury townhomes fronting on the lake. She reported they have designed and laid out the housing so that except for the waterfront townhomes, no cluster housing site will be visible from the adjacent thoroughfares. She added there will also be a select number of attached cluster homes in the center upland woods.

Because of the housing variety and the lot size modifications they are proposing, Ms. Jukuri advised they can preserve more than 52% of the site as common open space which would include the lake, the wetlands, the city park, upland woods, resident parks, and other shared open space and preservation zones. Although Ms. Jukuri agreed some of these elements such as the lakes and wetlands are nonbuildable and regulated systems, she noted that even other regulated systems or those areas and natural features currently regulated in the city's zoning ordinance (i.e., upland woods) could otherwise remain standing in private platted yards. Ms. Jukuri reported their plan will preserve the open spaces as common undeveloped open space features common to residents of Harvest Lake and added that the city park will be accessible to Novi residents. Within these common open space elements, Ms. Jukuri reported more than 25% of the net buildable residentially developed part of the project is still being preserved as common open space. Again, she explained that would include the upland woods, resident parks, setbacks, secondary conservation zones, internal green belts and perimeter landscape. She repeated this is otherwise developable land that because of the housing variety, the lot size mix and the options available through the RUD, can be preserved as common open space

and as recreational area that would otherwise be developed in conventional development.

Ms. Jukuri advised they have planned the open space to create meaningful linkages. For example, their plan unites upland woods and preserved wood areas through internal greenbelts to waterfront parks, and links other upland wood preserved areas to forested wetland systems, upland meadows and wildlife habitats. Further, they have created the wildlife corridors and linkages both on site and off site to the east, and to the forested wetland complex to the north. They are also distributing the open space system in a location around the project so that no home site will be more than a three minute walk from the lake, from a resident park or from a natural feature on the site.

Ms. Jukuri reported the largest recreational amenity will be Harvest Lake of Novi. She advised it will be accessible to all residents and will be used for windsurfing, sailing, fishing, canoeing, and swimming for Harvest Lake residents and their guests. She added the lake will be accessible through waterfront parks that total more than 25% of its frontage. She reported two of the waterfront parks will have resident swimming beaches, small parking lot areas, a community structure, picnic areas and play equipment. Besides these five waterfront parks, they are also proposing two playgrounds; one on the north side of the property and one on the south side that will be play areas for those neighborhoods that are off the waterfront parks. She added the parks will include playground equipment, benches and landscaping. Ms. Jukuri noted the fifth waterfront park off Napier Road may include reuse of the existing barn as a future community meeting room for Harvest Lake residents.

Ms. Jukuri advised they have preserved upland woods in large undisturbed stands rather than in private platted rear yards. They will connect them to existing wetland systems and to preserved upland meadows forming a more valuable wildlife habitat and ecosystem that links habitat on and off site, and conform to the city's wildlife habitat master plan. Ms. Jukuri stated the secondary conservation zone is a significant natural element on the property. She advised it is almost three quarters of a mile long and at its minimum point it is 150 feet wide and goes up to more than 700 feet across. Ms. Jukuri added there will be pedestrian paths through the secondary conservation zone so it will provide passive recreational use as well.

Ms. Jukuri advised major entrances to Harvest Lake will be landscaped with entrance boulevards, and a common visual image established and identified at the entrances. Ms. Jukuri noted there will also be a 25-50 foot perimeter landscape zone between the adjacent thoroughfares and the private platted rear yards. She said this was beyond the normal rear yard setback of the private lots so they can control the visual quality of the development at its edges, maintain hedge rows along adjacent thoroughfares and form a more naturalized landscape buffer between the development and the thoroughfare.

They are also proposing a connected pedestrian network throughout the property to connect all of the open space features, the lake and the external bikeway systems along the major thoroughfares. Ms. Jukuri advised the pedestrian network will include sidewalks on both sides of the streets that link to off-street trails, woodchip paths and boardwalks to environmentally sensitive areas and mown lawns through upland meadows. Ms. Jukuri said the waterfront townhomes would also have a common preservation easement with a footpath that link to the proposed waterfront parks so that more than 50% of the total shoreline will be accessible to residents of Harvest Lake.

Ms. Jukuri added environmental preservation has been a fundamental objective of the planning process for Harvest Lake and they have incorporated many best management practices to ensure the long term water quality for the lake and the site. These best management practices include: placing future residential development in compact clusters to reduce the amount of impervious surfaces and reduce the amount of maintained or mown landscape. Ms. Jukuri noted they have also reduced wetland impacts by placing road crossings at their narrowest point, they have tried to create a more valuable wildlife habitat and ecosystem on the property by linking upland woods to forested wetlands to preserve meadows and other isolated wetland pockets on site, as well as create habitat connections off site.

Ms. Jukuri advised they are proposing a series of new storm water detention basins to retain and pre-treat storm water runoff, and the land they are providing exceeds the required land area by 100%. Ms. Jukuri advised they will design and plant the new storm water retention basins as new wetlands on site and they will look much like the newly created storm water detention basin on the slide. Ms. Jukuri added they will not allow storm water runoff to enter or be stored in the environmentally sensitive existing forested wetland systems on the property.

Ms. Jukuri reported Harvest Lake of Novi RUD is proposing a total of 876 units. She explained that is a combination of 651 units allowed as a base density and was calculated by taking the gross site size less the lake and existing wetlands times the underlying zoning. Ms. Jukuri said they then added an open space credit of 225 for a total of 876 and noted this number does not exceed the density cap of 926 units set for this site.

Ms. Jukuri stated there is 282 acres of common preserved open space that meet the requirements for an open space credit through the RUD ordinance. She reported this area includes 111 acres of upland open space including the preservation of the upland woods, the secondary conservation corridor, wetland setbacks, resident parks and internal greenbelts. Ms. Jukuri added there are also two areas of quality wetlands that are each less than two acres in size and 25% of the lake frontage is set aside for access from the five waterfront parks for the common use of Harvest Lake.

Ms. Jukuri summarized by stating that the Harvest Lake of Novi RUD plan provides many benefits. She explained it gives a more coordinated approach to land planning and traffic management than what is otherwise achievable through a conventional subdivision process. Because this is a master planned community, Ms. Jukuri reported they can have a more internally connected road system that reduces the traffic impact to adjacent roads and intersections. In fact, their traffic analysis study has shown that the RUD plan does not cause any further detrimental impact over what conventional development would generate on adjacent intersections.

Ms. Jukuri advised the plan also creates a more cohesive group of neighborhoods than conventional development because of the shared or common preservation areas and shared recreation areas. Ms. Jukuri advised Harvest Lake of Novi will have land set aside to provide social gathering spaces and neighborhood parks for the residents, and noted this is something not always found in conventional subdivisions. Ms. Jukuri reported several Planning Commissioners commented that they hoped subdivisions in some way could be encouraged to provide these kinds of amenities so that the city does not have to.

In addition, Ms. Jukuri stated although the plan delivers a greater housing variety, it is still within the context of the master plan and therefore, will give future buyers and residents a greater choice as the west side of Novi builds out. She reiterated the plan stays within the context of the master plan and explained the total number of dwelling units still stays below the projected number of dwelling units for the site.

Ms. Jukuri stated the plan also retains substantial permanent and accessible open space adding that a conventional subdivision would not set aside the same buildable land area or preserve it for common use. She added it also preserves greater unregulated open space and she believes the best feature of the RUD is that the city can give an incentive to preserve land that is otherwise unregulated and that would otherwise be lost to development.

Further, the plan insures superior environmental preservation and management. She explained because this is a single landowner and a large scale master planned community, the city can enter an agreement that ensures more stringent environmental protection and can also insure the city greater control in review over its long term maintenance.

In addition, Ms. Jukuri noted resident amenities are created and maintained at no expense to the city. Ms. Jukuri referred to the 1993 Master Plan and reported it had projected a 16 acre deficit in neighborhood parks on the west side as it built out. However, she reported Harvest Lake of Novi is providing 18 acres of resident parks and therefore, they believe they are doing more than their fair share to offset that deficit.

Lastly, the RUD becomes a binding contract between the city and developer so that both the Planning Commission and Council will be able to further review the plan at each site plan submittal stage as they bring forward each phase.

Ms. Jukuri stated Novi has many fine residential communities and because of the variety, the amenities, access to the lake, the parks and the preservation areas in the Harvest Lake of Novi plan, they believe they can create a community of lasting value that will be a great benefit to the city and to its residents.

Mr. Weiner added there are several issues raised by the Planning Commission that he would like to address. Mr. Weiner advised they requested a variance from the Lakefront Protection Act on Page 6 of their submittal because there has been confusion about what that act really means. He advised their perception of the Lakefront Protection Act is that they designed it to protect Walled Lake from overuse, particularly with motorized watercraft. Further, they believe the act did not anticipate a private lake owned by one developer and developed with the idea of having all the residents within the project using the lake. Mr. Weiner believes they also designed the Lakefront Protection Act to prevent too many people from going through a narrow space to get to a lake. However, their plan encourages that because they want all of the Harvest Lake residents to have access to the lake and therefore, think it is an inappropriate ordinance. He noted they have gotten support from Mr. Rogers for this variance.

Secondly, Mr. Weiner stated he was asked to comment on road improvements at the corner of Grand River and Wixom Road by the Planning Commission. He explained one commissioner was interested in a particular SCATS system. Mr. Weiner conducted some research and discovered that the intersection is in Wixom and will be improved as part of the Wixom Road/I-96 Improvement Plan initiated by MDOT, Oakland County and the City of Wixom. Mr. Weiner added he was also informed by MDOT that they plan to widen the overpass to seven lanes.

Mr. Weiner was also asked to address Napier Road and as he pointed to the map, he noted a section is already paved at certain point. He advised Mr. Arroyo indicated when they get to the phase of development that is currently scheduled for the very end of the project, that traffic may be substantial enough that they must pave to a point further north of the barn. Further, Mr. Weiner advised that Mr. Arroyo anticipated anyone in that area of the project who wants to travel to Grand River or to that side of Novi will not exit at that point. Mr. Weiner stated Mr. Arroyo believes that motorists will either go through the project to exit or travel south and that the traffic volume will be limited. Mr. Weiner's position was that of Mr. Arroyo's who requested in his letter that with each site plan submittal, they would also present a traffic study. He stated if the study states they need to do some paving, they will work with the community and the various parties to facilitate that or they will not proceed with that phase of the development.

Further, the Planning Commission asked Mr. Weiner a specific question regarding development of their parks. He advised former Commissioner Markham was concerned that the private parks will end up being raw pieces of dirt without amenities. Mr. Weiner advised they are not known to do that and he presented a matrix that they also inserted in the language of their submittal. He explained the matrix depicts each phase of development and how they propose to amenitize it. Mr. Weiner stated the logic made sense because before they can sell a single home, they are convinced that they must develop the first waterfront park and amenitize it to a satisfactory level for those residents who do not buy a waterfront home. He noted in the first waterfront park they propose to ~~construct a beach, a community structure, finish the grade and complete a series of paths~~ that lead to it, provide parking, picnic tables, benches, furnishings, play equipment and landscaping. Mr. Weiner noted that Council can see as they go through the phases that they will provide those types of elements for each of those amenities.

Mr. Weiner referred to the school and city park land transaction and noted that the city approached Delta Trucking Company in 1994 to discuss acquiring the 93 acre parcel. At the time, Delta agreed and they then discussed the provision of the infrastructure in terms of a long range build out of what has now become Harvest Lake of Novi. Mr. Weiner added that they negotiated a market price of \$18,000 plus or minus an acre. Since that point and without any option agreement, without any contract and without any binding commitment Mr. Weiner advised Delta has kept that land off the market and held their price. They are convinced the land is worth between \$45,000-\$50,000 per acre and based on the zoning, it probably represents approximately 100 homes. Doing the mathematics based upon market value versus agreed upon price in 1994, Mr. Weiner advised that they think they can stand before Council and say even in a conservative assessment that is about a \$2.5-\$3M donation to the community. Mr. Weiner stated he has shied away from discussing this in a public forum because it was something they discussed in Executive Session. However, they now reported it in the newspaper and he thinks it should become known. Mr. Weiner reported although they are happy to make that contribution to the community, they believe Council should take it into account as they review the plan.

Mr. Weiner stated the current plan at 876 units calls for 0.97 units per gross acre. From their perspective, Mr. Weiner believes that is a low number with 30% of their land zoned as R-1. He reminded Council they are not proposing a rezoning. He advised they are proposing x number of units of what would have been RA and constructing x number of units of RA, R-2, R-3 and cluster. He also reminded Council this is under an ordinance that for 15 years allowed cluster housing as a part of it. Therefore, in a sense they have a range of products. He explained, they have RA on one hand and cluster housing on the other, and they are filling the middle of the range with another product because of the size of the project and market demand. He repeated it is not a rezoning and it is not a density increase. He said it falls under the cap that they authorized in the new RUD ordinance that was originally proposed by Councilman Mitzel. Further, in the same context of that 15 year

old ordinance, the RUD ordinance allowed for full credit for lakes. He advised they have no longer allowed for it and it is instead an option they have to earn. Mr. Weiner believes they have earned this option without changing their plan with a 25% public access around the water's perimeter. Further, the same ordinance allowed for school and park credit for 15 years. He said perhaps they were one of the first people to take advantage of it, but reiterated it has been there for 15 years and therefore, they do not think this is a radical rewriting nor is it a developer written ordinance. He believes it was an ordinance that they modified, but the basic tenets were already there even before Mr. Rogers began consulting for Novi.

Mr. Weiner suggested that the controversy may not be so real a controversy after all and added the plan clearly meets the new ordinance. He explained it falls under the cap for density, it has universal planning appeal and every Planning Commissioner at the meeting (8 of 9) spoke highly of the plan. Even the two who voted against it stated they do not have any problems with the plan, but they still have problems with the ordinance. Mr. Weiner believes they earned consultant support over time and thinks it is environmentally superior. Further, as a development company, they are one of the few that have the resources and capabilities to deliver under the context of owning this land since 1962. They also have broad-based neighbor support. In closing, Mr. Weiner asked that Council take the time to contemplate what was presented and approve Harvest Lake of Novi for 876 units as presented.

Mayor McLallen advised there are responses to the issues raised at the July 22 Planning Commission meeting by the consultants and letters supporting the RUD request included in their packet. However, the Mayor advised many items must be addressed before construction can continue although the responses from the consultants' and staff are in positive support of this project.

Councilman Clark asked what is the depth of the lake. Mr. Weiner replied it is 30-35 feet at its deepest point and is more consistently 20 feet at a minimum.

Councilman Clark asked if motor boats are permitted on the lake. Mr. Weiner advised they do not permit them.

Councilman Clark asked who will maintain the lake after build out. Mr. Weiner replied the homeowner's association will have that responsibility.

Councilman Clark saw a replay of the school board meeting and he reminded Council that he had raised the question at their last meeting about title insurance. He recalled they made statements about what someone had been told over the phone and he raised the question of whether they had an actual commitment. Councilman Clark advised a comment made at the board meeting was that they had issued a commitment with 53

exceptions. Councilman Clark asked if they have issued a written commitment and if so, does it still have 53 exceptions. Mr. Weiner clarified that the 53 exceptions are same exceptions that have been there since they presented the first title commitment in 1995. He explained the exceptions are a result of subterranean mineral rights that have been the subject of tremendous confusion and made the whole title situation convoluted. He added the issue was first raised in 1994 by the city's attorney and advised they received a letter in 1995 which is included in the purchase and sale agreement between the city, the school and Delta Trucking. He advised the letter states that SOMOCO (the well operator) basically insures they do not have any further surface rights, but they will continue to have an operating well there. ~~Mr. Weiner advised that the school has informed him they have~~ no further title concerns. Mr. Weiner repeated that the exceptions were never anything more than underground exceptions. However, he noted if someone owns a percentage of an oil well royalty, it can be used as collateral to underwrite another oil well drilling project or a private residence. Consequently, this creates a tangled web of commitment upon commitment, but reiterated it is all subsurface and there has never been any title problem as it relates to the surface rights of the property.

Councilman Clark raised the question because he recalled that the developer's attorney made a statement to Council that he would not recommend that Harvest Land sign any agreements. Councilman Clark is very concerned about that and asked if an agreement been signed at this point with the school system. Mr. Weiner replied they have signed several agreements, but there has not been a closing with the school system.) >

Mr. Watson believes Councilman Clark is of the understanding that Council approved a purchase agreement several weeks ago for this property. Therefore, Mr. Watson believes the question is whether the agreement has been signed by the property owner. Mr. Weiner replied the answer is no. He explained they have taken a consistent position since 1995 that they did not want to incur post closing title liability. He added they were always willing to work through any title issues, but they felt common real estate practice is that the title is clear at closing so that the seller does not incur post closing title liability. He added the draft signed most recently by the city and the school against their wishes suggested that the developer had post closing liability and the title was going to be worked out. Even with the 53 oil and gas exceptions, there really has been no surface title issue since they first delivered the commitment in 1995. Mr. Weiner knows that the school's attorney and Mr. Bugbee have recently met with representatives of the title company and he does not believe there are any further title issues. However, he would have to defer to the school representative.

Councilman Clark stated the reason he is concerned is that Mr. Weiner is talking about assuming post closing liabilities. Councilman Clark always thought title insurance was a benefit to both the buyer and seller. He explained if there is a subsequent problem regarding the title of the property and whatever the exceptions that the title company must

resolve any problems that develop. Consequently, Harvest Land would not assume any liability and that is why he cannot understand why they have not yet signed the agreement with the school. Mr. Weiner believes there are no title problems and that Michael Cole, who is the senior executive at First American Title Company, assured the school's attorney and the city's attorney that there is no need for further concern because the title is clear.

Councilman Clark recalled the statement was made during the slide presentation that there will be areas to swim at different spots along the lake. In addition, there was another statement that there would be parking for a minimum number of cars. Councilman Clark does not believe the homeowner's along the lake would want to see parked cars. Mr. Weiner believes they have done an adequate job of anticipating the parking demand with the expectation that most of the homeowner's who do not live on the lake during the summer months will travel to the water's edge to utilize the two parks that are for swimming. Mr. Weiner pointed to the parks on the map.

Councilman Clark asked if the parking will be visible from those persons who purchase one acre sites on the lake. Mr. Weiner's expectation is no; the parking will be at the back end along the road for both parks.

Councilman Clark asked who will maintain the residential amenities after they build the project out. He recalled during the slide presentation that they would maintain the amenities at no expense to the city. Mr. Weiner replied the homeowner's association will maintain the amenities.

Councilman Mitzel referred to Page 14 and noted they mention provisions for future ownership and maintenance. He thought the homeowner's association would maintain these in the future, but one sentence stated, "prior to the homeowner's association achieving financial independence, the landowner will provide funds necessary to maintain the project common areas." Councilman Mitzel asked if the developer is providing funds for indefinite maintenance. Mr. Weiner replied what has happened historically in master planned communities of this size is that as the homeowner's association increases in number of participants, there is normally a tug of war between the developer and the homeowner's association because the homeowner's association would like to take control. He said by structuring an entitlement oriented area plan, the homeowner in Phase 2 cannot stop the developer in Phase 7 from developing it as they propose it. Mr. Weiner stated his point is when the homeowner's association has adequate resources to take over the association, along with handing that over is the control to decide how they manage the amenities. From a developer's point of view, it is their preference to control it as long as possible so they can establish and maintain a quality image for the whole project.

Councilman Mitzel asked if the language is clear enough. Mr. Watson believes further language and clarifications within the RUD agreement will clarify it further.

In terms of procedure, Councilman Mitzel asked if Mr. Watson would draft a legal agreement that would come back before Council if they approved the RUD area plan. Mr. Watson agreed and added that the ordinance calls for the applicant to turn in a proposed agreement to be reviewed by the city's attorney for a presentation to Council.

Councilman Mitzel advised Page 17 mentions they would require an outlet structure to control lake fluctuations at the outlet and asked if that is proposed to be constructed as part of the development. Mr. Weiner replied the structure is already there and needs to be enhanced. He explained the structure is under Napier Road and is an outflow by virtue of its height. However, he noted they still need to add to its ability to adjust to make sure that the beach levels remain where they are supposed to remain and when there is a heavy downpour or dry season, there is not a tremendous change in the water level.

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Councilman Mitzel asked if the enhancement would be a part of the development. Mr. Weiner replied it would.

Councilman Mitzel asked what is the mix of the housing lot sizes. He understands they want to maintain their flexibility, but he is trying to detect if most of the single family homes will be R-3 or R-1. He recalled the table listed R-1 through R-3 and that 43 lakefront homes or only 5% of the site would comply with the underlying RA zoning. He also recalled that they provided a percentage for cluster, but the rest were single family detached homes broken out by phase and the list did not clarify whether each phase would have a majority of R-3, R-2, or R-1. Councilman Mitzel recalled other large scale development plans included specific information concerning that scale. He then asked the developer to elaborate on the specifics of the type of development that will actually take place. Mr. Weiner referred to Page 30 of their submittal where they address single family detached non-waterfront homes. He explained that those lots will be 90-110 foot lots that correspond with R-2 and R-3 zoning categories. Mr. Weiner recalled they projected the mix between the R-2 and R-3 product to be 50-50 based on their discussions with Mr. Rogers. He then asked Council to recall that the difference in square footage between an R-2 and R-3 is 50%. Mr. Weiner advised R-3 is 12,000 feet and R-2 is 18,000 feet. He explained an established amount of 876 units determined what type of product goes in each area and added they cannot manipulate the R-2 and R-3 much without stealing from one pocket to put in the other. Mr. Weiner presumes Councilman Mitzel's concern would be that they would skew away from R-2 to R-3 and construct more small lots. Although they may consume less land, they would also consume overall units within the envelope and they would not have those units to apply elsewhere. Further, he respectfully noted the R-3 product is of a lower value to the developer and project. Therefore, there is no incentive to steal luxury lakefront townhome lots to build more R-3 product.

Councilman Mitzel's concern is not only that they might skew it either way, but that they may emphasize R-3 development in the earlier phases and then for some financial or other

unforeseen reason, the project may never reach completion. He explained if they front load the development with smaller units and the remainder of the property does not develop, they are left with most of the development as R-3 or cluster. Councilman Mitzel asked if they will equally proportion each phase or will one phase be predominately R-3 and another R-3, but still balance each other over the entire plan. Mr. Weiner replied they would propose to include the document that they submitted as part of a contract. Mr. Weiner advised that document in verbiage, charts and numbers present a comprehensive series of commitments on their part about what they want to develop and where. Because there are limitations as to references to lot widths and setbacks for each product, the commitment that they will develop when they develop will be per the Schedule of Regulations. They believe the document combined with the market reality of their land mass is going to be ample regulation to prevent what Councilman Mitzel described. He reminded Council they only have so much buildable land to get a total number of entitlements to develop a variety of different product and there is not much flexibility to skew from what they have proposed without short changing themselves. Further, in the unlikely circumstance the project meets with some type of financial failure, the contract stands and therefore, whoever takes over the project would have to abide by the contract. Further, as long term speculative land developments go, one great benefit that successful developers take advantage of is the relatively low land basis and the perseverance to stand by in the good and the bad. Mr. Weiner added, given that they own another adjacent 500 acres in Lyon, and that they are a major property owner in Milford and other nearby areas, they will not see them disappearing from the area if the project fails.

Councilman Mitzel asked if there is any proposal for R-1 along with the lot size mix that they just discussed. Mr. Weiner replied not at this point. However, he explained he would love the market to push them in that direction.

Councilman Mitzel asked if he believes the RA is significant based on the ordinance. He explained not so much because it is only 5% of the total number of dwelling units, but because of the location of the units. Mr. Weiner thinks it is significant because 43 big lots at the price point they expect those to sell is a major commitment given that most high end custom home builders have indicated that they are leaving money on the table. Mr. Weiner believes it was a concession to the community and a concession to Councilman Schmid who asked him why can't they construct RA lots around the lake. Consequently, they committed that every single family home around the lakefront that is going to be visible from Napier, from Ten Mile Road, from Wixom Road will be mammoth homes at high prices. Therefore, he believes they have not only made a commitment in terms of significant as for numbers, but significant in terms of land value and visibility. Mr. Weiner believes that meets the intent of the ordinance.

Councilman Mitzel can see what Mr. Weiner means in terms of visibility or impact on the lake being significant, but he is concerned that 43 homes still only constitute 5%.

Councilman Mitzel believes the lake is eventually supposed to be a regional detention basin on the city's storm water plan and asked how does that affect the RUD and the maintenance of the lake. Mr. Watson replied if it were to become a regional storm water basin, they would be looking for easement rights or property rights to maintain it and utilize it as a regional basin. However, it is his understanding from the presentation the developer made to the Planning Commission that it was their intent to request that it not be a regional detention basin.

Kevin Kohls, attorney for the applicant, advised the property will be a regional detention basin in that it will be providing a watershed for the 900 acres. The city's plan is really just that and the property rights associated with that plan have not been acquired from this property. Further, it is the intent of this community to vigorously protect the quality of that regional storm water detention basin. He added detention basins tend to be chocolate milk in color and not the type they expect to be developed at this site.

Councilman Mitzel raised the question to avoid raising new issues when they tell the homeowner's association that they must maintain the lake. He believes they could come forward in the future and say that since it is on the city's map as a regional detention basin, there is a storm water tax to maintain it. He believes they need input from the city's engineers if there is no intention that the city wishes to use it as a regional detention basin to avoid that issue. Mr. Weiner believes they addressed that in Mr. Bluhm's letter as an issue that he would like to resolve, but added Mr. Bluhm did not feel it was an obligation to resolve it at the area plan approval level.

Councilman Mitzel suggested the appropriate place to resolve it would be in the RUD contract agreement.

Councilman Mitzel believes Mr. Watson typically incorporates the documentation they are presented as part of the agreement. Mr. Watson agreed.

Likewise, Councilman Mitzel asked if incorporating the presentation material made tonight would be appropriate, including the amenity's matrix and the slides. Mr. Watson shared the same thoughts about the matrix and agreed the slides should be incorporated as well. He then asked for copies of the matrix and the slides from the developer. In the past, Mr. Watson advised they have used cross references to the minutes as well.

Councilman Kramer asked if all of the materials are available in reduced form. Mr. Weiner replied he can make that material available.

Councilman Mitzel referred to the upland woodlands in the north central part of the site that includes a road and cluster housing. He then noted Ms. Lemke's letter suggested that this was an improvement over what they previously proposed. However, Councilman Mitzel

could not clearly understand whether this was something that was desirable or acceptable from an environmental standpoint in that they are coming forward with a woodland's permit request. He asked if they would really want a road to cut through the middle of a woodland area. Mr. Rogers replied idealistically they probably would not put a road through those woodlands. However, he advised that the developer came in with other road system alternatives and none of them provided direct access to the waterfront park system for people in the north end of the RUD. Mr. Rogers believes the amendment to the roadway was spacing the clusters more than what the ordinance currently requires. Mr. Rogers added the wildlife corridors and underpasses maintain the continuity of this wildlife corridor that travels north to south in the area and noted Ms. Lemke is comfortable with that plan. ~~Ideally, Mr. Rogers reiterated they would not put the road through. However, it is the best~~ of the alternatives considering the overall concept of an internal road system.

Councilman Mitzel asked if it is the best of the alternatives submitted. Mr. Rogers agreed.

Mr. Rogers believes they do not disturb half the woodlands in that area because of the development of cluster housing. He explained cluster housing does not have side yards, they push the footprints apart, and the minimum spacing is 150 feet between the clusters.

Councilman Mitzel believes from an actual area impact that it was minimized by the spacing in the clusters. However, from his Planning Commission and Council experience, Ms. Lemke's reviews always seemed to discourage intrusion through the center of a woodland area and he noted that this plan divides the woodland in half. Councilman Mitzel reminded Council when Vistas of Novi made the road connection, they had to make it a "no load" because of that same concern.

Mr. Rogers advised after serious consideration, there was intrusion in the Maples and Vistas' projects. However, he noted that the woodland's ordinance does not say they will not touch the woodlands and added that they are preserving the piece near Napier in the south. He advised the roadway leading to Napier was originally planned to be a boulevard, but was reduced to a two-lane road to reduce the impact. In addition, certain roads in the system east and to the middle of the lake were eliminated. He agrees there is some impact, but they spaced the pods to provide a more convenient and safer incentive for a wildlife corridor going through.

Councilman Mitzel believes the slides depict the overall area as a forested wetland, with the center part as an upland forest and asked how much of the upland forest is going to be preserved. He stated it seems they will use the upland area for the housing and the road, and all that is left is forested wetland. Eric Olson replied there is going to be some upland forested areas between the units and for that general area, he would say they would remove approximately half the upland woodlands of the center row.

Mayor ProTem Crawford noted the slide presentation and the plan showed that they were going to build a trail system/pedestrian path system and bridges throughout the whole complex. In addition, they also showed that the same system would continue through the city park and the school area. He asked if it is the developer's intent to construct the paths in the school and city park areas. Mr. Weiner replied they will connect to the school site, but it is not their intent to develop on the city park or school site.

Mayor ProTem Crawford stated it appears to be a part of their project on the slide and they also show it as one of the amenities in the plan. Mr. Weiner believes he is talking about ~~the agreement between the city, the school, and the developer from approximately one~~ year ago. He explained the school said to the developer they would appreciate having some type of environmental amenity of which the children could take advantage. He advised they agreed to build a boardwalk that they would sign to allow children to go into a protected forested wetland area to conduct experiments on their property to learn about this rich, environmentally sensitive area. Mr. Weiner reported the understanding between the developer and schools in that same purchase and sale agreement is that the developer will develop their foot path for children throughout their project and that path will come to the edge of their property contiguous with the rest of their property across from the school. The school will then be responsible for whatever public or private improvements they need to make in the road and once it is on their side of the road, they would be responsible for sidewalks and so forth.

Mayor ProTem Crawford believes the answer is that it is not the developer's intent to construct on the school's park site, but just to provide a connection. However, he noted the slide did show that connection and trail system.

Councilman Kramer noted the developer discussed the road and traffic elements, particularly the Grand River and Wixom intersection. Councilman Kramer advised Mr. Arroyo's letter also referred to the Beck and Ten Mile Road intersection and he did not believe the resolution was clear. Councilman Kramer noted it discussed additional right turn lanes to enable the intersection to operate at level service C. For the record, Mr. Weiner advised that the ordinance Council recently adopted had language that stated that if an RUD development in comparison with conventional development of the same site created detrimental impact to the road net, that the developer would be responsible to rectifying that. Therefore, Mr. Weiner advised they reran their traffic study after Council adopted the ordinance and that Mr. Arroyo's letter clearly stated there is no detrimental impact beyond what conventional development would have created. Further, that study considered intersections as far away as Ten Mile and Beck Roads.

Councilman Kramer agreed that the overall conclusion in Mr. Arroyo's letter was relative to other developments and that there was no significant impact on the traffic in the surrounding area versus what would have occurred with conventional development.

Mr. Weiner added that there was a concern expressed by a Birchwood's resident relative to traffic in a letter. He advised he was unsuccessful in contacting the resident and he would like to address that concern for the record. Mr. Weiner directed Council's attention to an exit near the Birchwood's entrance. He advised they might imagine it is directly across from Birchwood Road and from a design point of view that may or may not be desirable. He reported the exit is not directly across from Birchwood's and that it is actually offset by 250-300 feet. Therefore, the concern about Harvest Lake traffic traveling eastbound on Birchwood Road is not likely to be a concern.

Mayor McLallen noted they addressed that matter in the letters in their packet.

It is Councilman Schmid's understanding that they have passed an RUD ordinance and there was much philosophical conversation about that ordinance, most of which he disagreed. Councilman Schmid clarified that they are currently discussing whether this Council is going to accept the proposed area plan for Harvest Lake. He said within that context he believes there must be discussion about what would happen if they did not accept the area plan. He wants to make it clear that this is a thorough discussion about whether this plan, although they have an ordinance, allegedly has nothing to do with the passing of that ordinance and this is the plan that is before them tonight. Councilman Schmid noted this is the only plan that has been before them and suggested that they wrote the ordinance for the plan. Notwithstanding, Councilman Schmid believes they are still talking about an area plan. Councilman Schmid thought after he previewed the slide presentation and listened to the comments, that to say that this plan does not have many fine features would be difficult. However, Councilman Schmid believes the problem is that it is in the wrong area of the city and it does not fit the ordinance or the master plan. Councilman Schmid likes the concept and believes it is too bad that the developer is trying to maximize the advantages of the ordinance.

Councilman Schmid asked if the contract has been signed with the school and asked why it has taken 2½ -3 years to for the developer to come to an agreement with the city and the schools. He also asked why it has taken that long to clear up any problems with the contract until now. Mr. Weiner replied he did not say that. He explained they did not sign the contract because they have not officially gotten notification from the city attorney that they will accept the language as proposed. He added they were told the reason is that they only recently got to a level of comfort to accept the title as it is presented. Mr. Weiner added he does not believe there are any further issues with the city. Although he cannot speak for Mr. Koster, he also does not believe there are any further issues with the school.

Councilman Schmid asked if he is confident that they will sign it at some point in time. Mr. Weiner agreed they would.

Councilman Schmid asked if there has been any indication that the delay in signing the contract has anything to do with the land that is going to someday belong to the school and the city as it relates to density. He asked if the developer has stalled the signing because they were concerned that Council would not pass an ordinance permitting them to use that density of land they will not own for increasing their density of the project. Mr. Weiner disagreed and explained they have extended and the school has accepted a license to begin construction. He said if they were to go out to the site today, they would see that the school has begun mobilization on the site.

After several Executive Sessions over the past year and a half, Councilman Schmid understood that the developer did not sign a contract because the developer wanted to be sure that school and city land was part of the density. Councilman Schmid asked if his understanding is accurate. Mr. Weiner replied it is incomplete.

Councilman Schmid is confident the developer will sign the agreement after Council gives area plan approval. Mr. Weiner stated that was correct.

Councilman Schmid does not believe Mr. Weiner suitably answered Councilman Mitzel's question about the R-3, R-2 mix. Councilman Schmid stated the city's planner suggested that the mix would probably be 50-50. Mr. Weiner confirmed Councilman Schmid's statement.

Councilman Schmid asked if it would be at least a 50-50 mix between R-2 and R-3. Mr. Weiner did not say "at least," he said it would be approximately 50-50.

Councilman Schmid is having difficulty understanding how they determined that they will make up a "significant portion" of this development of the underlying zoning with only 43 one acre lots around the lake out of 876 total units. Councilman Schmid stated this does not seem to be a "significant portion" of the underlying zoning to him. He asked for a further explanation from the developer about how they made this determination. Mr. Weiner advised they believe it is a significant portion in terms of the definition of significant as opposed to substantial. They think it is significant in terms of its visual impact on the overall project. He reminded Council they have shared lengthy discussions about the idea of creating a project that has the image of low density. He said they thought by definition that the whole project is low density. He explained 0.97 units over 901 acres is low density from their perspective. Further, he advised their project, unlike earlier references to projects north of the interstate that may currently have financial distress, have 4 units per acre. He reiterated this is a low density project and added they think it is significant because those units are dominating all the lakefront which is the highest valued property and the most visually evident part of the project. Therefore, they think it not only meets, but that it exceeds the test.

Councilman Schmid believes common sense would tell them that when they add 225 home sites above what they could have had that it would substantially increase the trip traffic in that area and therefore, it would substantially impact the roads. He noted this is one reason he opposes the project. Councilman Schmid asked if the developer is suggesting that this increase in housing does not significantly impact the traffic and roads. Although he is not a traffic engineer, Mr. Weiner would consider himself as someone that has common sense. He believes the traffic data came back as it did because conventional development would call for all single family detached homes. He explained the prior and the current RUD allows for cluster, so the presumption would be that they would allocate the incremental units to cluster housing. He noted cluster housing based on traffic management and engineering standards that comes from some association with which he is not familiar, presume that there is less traffic coming out of those cluster units. Secondly, as a master plan integrated development rather than a series of individually planned and developed subdivisions, they have the opportunity to create an internal integrated road net that creates less traffic demand coming in and out of the project over time. Mr. Weiner cannot explain the technical realities, but there is a planning theory that by coordinating traffic management and having a minimum of properly designed ingress and egress throughout the project, that they mitigate the overall impact outside the boundaries of the project.

Councilman Schmid does not agree with that theory. He believes 225 homes will greatly impact traffic.

Councilman Schmid asked how many homes would they have constructed if they had developed this land under RA acre and half acre lots on this 900 acres. Mr. Rogers recalled it was approximately 650 homes. Councilman Schmid recalled it was approximately 300 less if they developed it conventionally.

Councilman Schmid asked how do they determine density for purposes of a master plan. Mr. Rogers replied they take the gross area of the property to the bounding streets of a particular planning unit area. He added, they have also said that when actual development occurs, they would have to meet the underlying minimum lot sizes of the zoning district that is there. He explained they administratively remove 20% for internal roads and that is why the density in parts of this area is 0.8 units per gross acre instead of 1.0 units.

Councilman Schmid understands they remove a percentage for roads, but in reality when they determine density accurately they would also have to consider the wetlands and the unbuildable areas in any particular area. Mr. Rogers agreed and added if they did a conventional plat, they could not approach the 0.8 and instead, they would probably be at 0.4. He noted until recently they could capture regulated wetlands under the various cluster, preservation, RUD options for density. However, they removed that option in the new ordinance. Mr. Rogers stated they do not want to cut down the upland woodlands

and they can count them for density, and that is how they can approach the 0.8 units per acre.

Councilman Schmid believes when they calculate the density they take the square miles, less the roads. However in reality, Councilman Schmid stated there would not be near that number of homes under conventional development. Mr. Rogers agreed.

Councilman Schmid restated in reality, this development will create far more homes than what would be under conventional and far more homes than what the master plan called for. Mr. Rogers does not agree with that statement. However, he will say under the RUD, clustering can preserve the open space.

Councilman Schmid believes the RUD was used only once before. Mr. Rogers understands Briarwood of Novi and Village Oaks used the RUD and the most recent was Briarwood of Novi.

Councilman Schmid understands it is Mr. Roger's belief that there will be approximately equal R-2 and R-3 development in this project. Mr. Rogers replied that is his only understanding. Councilman Schmid recalled that Mr. Weiner referred to the market trends, but noted he also said he cannot use many R-3's or he will have a deficiency of R-2. Mr. Rogers stated the best information he has is that it will be a 50-50 split. He added when Mr. Weiner says R-3, with minimum 12,000 square foot parcel sizes and R-2, with minimum 18,000 square foot parcel sizes, there may be some units that would exceed the square foot parcel sizes. Further, if they do go to the minimum floor, the required setbacks would be in compliance with those two classifications. Mr. Rogers asked Council to recall that they initially proposed R-4, but they removed it from consideration. Mr. Rogers stated if the market shows a demand for R-1, half acre lots, he is certain they will build them.

Councilman Schmid asked Mr. Rogers what he considers to be affordable housing. In his opinion, Mr. Rogers replied he believes it would be housing in the price range of \$150,000-\$175,000.

Once the lake comes under the homeowner's control and private ownership, Councilwoman Mutch asked if there is a way for the city to influence its use so they maintain good management practices. Mr. Watson advised the developer proposed that they will maintain this lake according to the Best Management Practices promulgated by the DEQ. Mr. Watson added that the RUD agreement will provide that the developer will be responsible for that maintenance and then the homeowner's association will be responsible for the maintenance after that. It will further provide that if that maintenance does not occur or is inadequate, the city will have the authority to perform maintenance activities and then assess the cost for that as a charge to the various property owners just like they would assess a tax. Although the city will have the authority to do that, whether

they choose to do that in any given instance will be a policy decision at that point.

Mr. Weiner concurred with Mr. Watson and added that they would use the standard codes, covenants and restrictions for homeowners' associations in order to have it fair and lasting. Further, he advised that the outflow of the lake is into another body of water that they own. Therefore, they have a strong interest to not only protect this lake for the homeowners, but to protect their downstream interest as well.

Councilwoman Mutch is certain during the time that the developer has control that it would be in their best interest to see that they maintain it. However, she is concerned about people who sometimes do not have the same expertise available as to the kinds of things that protect an investment long term, but noted there seems to be some protection built in.

Councilwoman Mutch referred to Page 4, under Item 3 in the submittal and read, "Environmental Education Opportunities for Residents and Students" and believes Mr. Weiner gave an example of what they had in mind for this item. However, she believes unless they are offering this privately, that these programs would probably include nonresidents. She explained in order to include the school district, Harvest Land and ultimately the residents, they would have to draft an agreement for that purpose. Councilwoman Mutch further stated there might be a similar interest in working with the Parks & Recreation Department and added there might be another activity that makes more sense for the city to provide at an existing site. She suggested that they think about those possibilities before they sell the first lot. She further suggested that perhaps there is a way for the residents of that area and for the city to have programs that they would otherwise provide at a city facility, but would service residents more conveniently without putting the city in the position of providing a service that is strictly private. Councilwoman Mutch suggested a water safety program as an example where they could familiarize children with the water body in their own neighborhood. However, Councilwoman Mutch would not expect that the city would limit participation to only that neighborhood. She believes the environmental education opportunity is a great idea, but she does not want to miss the opportunity because it ends up being that the city will provide things to private organizations or not doing it at all.

Councilwoman Mutch asked for further comment about the rural appearance of the detached cluster housing as to how it will appear to motorists from the road. Mr. Weiner replied that they wanted to make sure that they provided ample space that exceeded the minimum requirement from the house to the road along Ten Mile, Wixom and Napier Roads. Mr. Weiner directed Council's attention to an example on the map. Secondly, Mr. Weiner advised the proposed density puts the density inside the project with two luxury townhome exceptions. Further, Mr. Weiner advised the density they are proposing for the luxury townhomes is not tight and referred to Blue Herron Pointe on Beck Road as an example. He noted their proposal is a lower density. However, it has a bigger body of

water, and buildings constructed further apart and further from the water. He added they are single loaded as well. With the exception of the two townhome areas, Mr. Weiner reported when motorists see the body of water, they will also see the large homes.

Mr. Weiner added that they are inclined to put R-2 on the edges of the property and perhaps move R-3 more inland. Mr. Weiner then drew Council's attention to the map and noted there is an 86 foot right-of-way built into the project along the residential collector road per Novi's Master Plan for Transportation and advised they will put R-2 on the upland side away from the water. The final point he would make in response to the question is that next to the Birchwood's subdivision, they are proposing to mirror the density in terms of lot width across the street from them. He believes their lots are 100 feet wide and his preference would be to put them at 110 feet so that from a visual point of view, they are not creating a conflicting density from the only single family subdivision in existence on their perimeter.

Councilwoman Mutch believes a motorist can see the entire development in Blue Herron Pointe because of its topography. Councilwoman Mutch stated it is difficult to envision what the Harvest Lake site will look like after development because of the height of the vegetation. Councilwoman Mutch advised when traveling north on Wixom Road from Ten Mile she believes it would be difficult to see the luxury townhomes and that they would mostly see the one acre lots because of the length and curve of the lake, and because of the little island. Councilwoman Mutch asked how much would they see of the other things.

Ms. Jukuri referred to the map and replied they are blessed with many natural constraints and noted even Birchwood's will only really see what is before them now. Ms. Jukuri stressed their plan fosters the view of the lake and not the actual development.

Councilwoman Mutch advised a question was raised about access to the city park site at the Planning Commission meeting and asked if the pedestrian path system provides access for all residents. Mr. Rogers replied there was path system that did lead into the park site, but after tonight, he understands that it will be the city's obligation to construct those paths.

Councilwoman Mutch believes the question was, were they going to take on the task of developing a path system within the park; she noted the response to that was no. She can understand that because the school district has their own plan and added to arbitrarily complete a system on property that the school district controls would not make sense. Mr. Rogers believes they are going to have a pedestrian path system leading up to Wixom Road at one point or another with a cross walk system. Councilwoman Mutch added that the funding is not their concern at this point and it may never be their concern.

Councilwoman Mutch asked if the two smaller development sites on the east side of Wixom Road have adequate connection to the rest of the development, to the school site and to the city park because she understands that property between is owned by someone else. Mr. Rogers replied there is no provision for walkways through the private property. However, as development occurs along Wixom Road, it is the city's policy to construct sidewalks and bike paths. Further, where there are gaps that Harvest Land does not control, the city is known to fill gaps by their own initiative. Mr. Rogers recommends this policy.

Councilwoman Mutch asked which side of Wixom Road would provide the better pedestrian pathway as to the existing residential development. Mr. Rogers would like to see a pedestrian walkway or bike path system on both sides of Wixom Road. He advised as they construct the phases they will be obligated to provide these systems if they have the right-of-way.

Councilwoman Mutch asked if the system as proposed adequately covers the west side of Wixom and the two other additional sites east of Wixom; although the east of Wixom would not have a connection. Mr. Rogers referred to the second map following Page 45, the Pedestrian Network Map, and stated it is not adequate until they fill the intermediate points and they can see a sidewalk system on the west side of Wixom Road. He added there are other paths planned, but they are not directly on Wixom Road. Mr. Rogers noted that he cannot determine what the solid black line is on the east side of Wixom Road and he reiterated there is a city policy that they must provide either a sidewalk or bike path if they have the right-of-way.

Councilwoman Mutch believes it looks as though there is a line showing the internal sidewalks at Eleven Mile and Wixom Roads, on the perimeter on the west side of the road. Further, south of Delmont Drive as it curves, it follows an internal street and it is difficult to determine if they propose houses between that street and Wixom Road. She believes that might also provide some perimeter access. However, she added that she does not see any connection and cannot tell from the map whether there is anything proposed on the east side except internally. Mr. Rogers advised the roads feed out to Wixom Road from the two isolated subdivisions to the east and they do not show a sidewalk system there. However, Mr. Rogers assured Council and restated that as they develop the area, there will be a sidewalk required per the ordinance.

Councilwoman Mutch suggested that they update their map.

Councilwoman Mutch asked if they require the developer to provide access from another development to the city park. Mr. Rogers cannot recall that there is such an ordinance. However, he believes it would be good policy.

Councilwoman Mutch noted they do not propose this as a typical subdivision, but it is a neighborhood where all the open space is commonly owned. Further, because of its size they can also view it as a road block for the mobile home park residents to the city park. Councilwoman Mutch asked if they would normally propose a direct connection or would they propose the northern route (to Napier, to Grand River and down) given the distance and topography. Mr. Rogers replied that is hard to say because they do not have anything on the plan that shows this connection. He added the two mobile home parks have children and whether they want to create a public walkway system is really the developer's option. However, he believes it would be good planning to include it.

Councilwoman Mutch asked if he could conceive a public pedestrian pathway along the northern perimeter that would connect at Wixom Road to a public sidewalk, but not a part of the internal project as a sufficient connection. Mr. Rogers advised there is another piece of private property north of the project and they may not wish to have a sidewalk.

Councilwoman Mutch stated the reason she raised the question is that she did not see an answer for it and wanted to give the developer the opportunity to explore the possibility. Councilwoman Mutch would not want the people who live in that area to see a public park developed relatively close to their neighborhood and then not be able to access it if it were possible. However, it sounds to her that there are many reasons that it might not be possible. Councilwoman Mutch would not suggest that a connection be made from the mobile home park through the development for environmental reasons and because she believes they would be back to the trail system negatives. Further, she believes they are developing this in a way that has a certain integrity and it should be respected. She also believes that providing access to the public park is a challenge for the city.

Councilwoman Mutch asked if mineral rights guarantee access to property and the right to extract them. Mr. Watson believes Councilwoman Mutch is referring to subsurface rights and advised that the law provides for reasonable access. Mr. Watson believes this is an issue of concern for this project. He advised they are currently working on the completion and revision of language within the title policy to assure that the subsurface rights do not interfere with the school and the city's surface use of this property. Mr. Watson anticipates that this will happen within the next day or so.

Councilwoman Mutch understands someone having mineral rights is an asset in themselves without any mining activity and can be used as collateral for financing another project. Councilwoman Mutch asked if the mineral rights in themselves mean that someone can suddenly begin mining. Mr. Watson replied it does not mean that. However, the issue that they must resolve is the right that someone might have to do that.

Councilwoman Mutch asked if they regulate mining activity. Mr. Watson replied there are state laws that regulate oil and gas exploration activities, but as the purchaser in acquiring

property, they cannot place their reliance on that.

Councilwoman Mutch said that was not her question. She stated she is looking at it from the perspective that if somebody purchased swampland that they could not build on it because of regulations. She added she is not actually looking at the whole issue. She asked if owning the mineral rights would guarantee that the owner can conduct mining activity because of all the other things in place. Mr. Watson asked what other thing is she talking about. Councilwoman Mutch replied the city may have ordinances or the state may have laws that regulate mining activity and if they cannot meet the conditions to issue a permit, then no mining will take place. Mr. Watson believes that may be the case, but he added having the rights to the subsurface asset does not guarantee that the owner is going to be able to mine it. However, the point he was making was that in acquiring property, they cannot rely on that to protect themselves.

Councilwoman Mutch realizes that is where the focus has been, but that was not what she was interested in discussing. Mr. Watson noted Councilwoman Mutch continued to use the word guarantee and he was looking at it from the converse as to what guarantees or assurances that the city has which seems to be from his standpoint, the pertinent focus of what they need to look at in the property acquisition.

Mayor McLallen added part of what the attorney's are looking at in this issue is the contract that precludes any surface activity as to a pre-existing agreement with SOMOCO that there would be no surface activity. It is her understanding that they are protecting the city's interests. Mr. Watson agreed.

Councilwoman Mutch understands that if they build this development as proposed and they build the other remaining undeveloped properties in the same planning area under their zoning, that it still would not exceed the expectations for density in Planning Area 6. Mr. Rogers replied that was his opinion and noted he did not include the 20 acres at the northwest corner of Ten Mile and Beck Roads. Therefore, they should deduct 20 x 1.65 from 117, which would equate to 33 more lots. He stated those numbers were aggregated on short notice and have withstood the test of time. He added there was a reference that they would never max out because there is a table in the master plan that states there might be a 10% divergence. Mr. Rogers stated that would reduce the overall maximum build out number of 2,700 and it would also reduce the number of lots that they could build in these out lots. However for consistency reasons, it is his opinion that perhaps it is not the most clairvoyant opinion. He explained Planning Unit 6 could accommodate approximately 2,700 dwelling units and added they may not attain that. He noted they could build another golf course or perhaps some property might remain as farmland.

Councilwoman Mutch said if those property owners were to develop their property with maximum density allowed for the zoning, she asked if this proposal would adversely affect

them. Mr. Rogers replied they would not adversely affect them and further, substantial greenspace feathering into the other development surrounds all these parcels. Councilwoman Mutch reminded everyone that Planning Area 6 extends to the east and takes in other currently undeveloped property. Mr. Rogers agreed and added that it includes the mobile home park, it goes over to Beck and Eleven Mile Roads, and includes the R-3 property south of Providence.

Councilwoman Mutch stated her interest is in the effect on other property owners who have waited for development to come to the west side and who may have owned their properties for decades. She noted their focus before this when they talked about density in Planning Area 6 has been from another perspective.

Councilwoman Mutch believes this has been a very comprehensive and civilized questioning that has brought out points that they have not discussed previously to the same detail.

Mr. Rogers stated under the present ordinance that there cannot be further RUD development in this area because they do not comprise 80 acres.

Mayor McLallen asked if the mobile home parks are in the Novi School District. Mr. Weiner advised they are not in the Novi School District; they are in the Lyon district. Mayor McLallen stated then this will not be the elementary school for those children, but it will be a public park for them.

Mayor McLallen asked who is Harvest Land. Mr. Weiner replied Harvest Land is the development affiliate of the Edward C. Levy Company that is a privately held industrial conglomerate based in Detroit, Michigan.

Mayor McLallen asked if the Edward C. Levy Company has owned this property for 35 years. Mr. Weiner replied it has been owned by them for approximately 35 years.

Mayor McLallen asked if this land has been an active mineral, sand and gravel extraction site, and a combination of leased farming. Mr. Weiner agreed.

Mayor McLallen asked how is the Edward C. Levy Company different from other large developments as for its financial stability and why is this project of specific interest to its parent company. Mr. Weiner replied the reason the Edward C. Levy Company has a different perspective is that land development today is a small subsidiary entity of what they do. He explained they are primarily a construction materials firm, they have a substantial land portfolio throughout Michigan, and elsewhere in the United States and overseas that they assembled through either acquisition from other companies or land acquisition for extraction of aggregates. He noted they are leaders in Michigan in the sand,

gravel and slag businesses. Mr. Weiner stated in order to maintain a leadership position over the next century in that industry, they have to be able to obtain mining permits and they are difficult to obtain. He added the way a progressive and environmentally responsible mining company mines is by developing a sensitive plan that is a complete land use cycle. The plan would include clearing, mining, reclamation and reuse in a planned and organized fashion that reduces impact on the community by leaving it better off than before. As a company in business for 80 years, they learned that approach pays great dividends. Mr. Weiner believes they have the opportunity for the first time in a large scale to have completed a major mining extraction effort, reclaimed the land to the best possible degree, and now they propose to redevelop the site and use it as the prime example of their ability to complete that full land use cycle. Mr. Weiner added because of their holdings elsewhere, they will plan the same kind of project in perhaps 10-20 years. Mr. Weiner believes that is the difference between Edward C. Levy Company and a speculative land developer who may come in to purchase a piece of property fully leveraged with a bank loan with the presumption that they can rapidly upgrade the zoning of the property, build it out and leave. Mr. Weiner reassured Council that they are here to stay.

Mayor McLallen stated then Edward C. Levy Company is not interested in selling the Harvest Land Development Company. Mr. Weiner said they were not interested in such a transaction.

Mayor McLallen asked what is Mr. Weiner's position with Harvest Land. Mr. Weiner advised he is the president of the company. However, to further answer the Mayor's earlier question, the full commitment of the Edward C. Levy is behind this project. He explained although it is small in the context of their other endeavors, it is critical to their long term plan for a leadership role in mining.

Mayor McLallen advised the establishment of amenities are very important and added part of their reticence on this project have been past track records with the lack of delivery of such amenities by other developers. She believes it was very wise of them to bring forward the matrix that includes an amenity plan and noted that the attorney's have advised that they should make it a part of the contract. She added that they also suggested that they include the slides. Mayor McLallen noted an attractive playscape was included in the slides and added that the community has just raised substantial monies to construct a similar playscape. Therefore, she advised Mr. Weiner that the city expects a similar type of expensive structure and asked if they are willing to commit to that. Mr. Weiner believes their company was one of the largest contributors to that structure and that Mr. Levy personally made that contribution. Mr. Weiner does not believe that they would do anything to undermine the quality of what they hope will be the focal point in Oakland County.

Mayor McLallen appreciates that, but speaking for Council she must say they were burned before and they do not intend to let that happen again. Therefore, if the photograph is an indication of what they intend to construct, then the city will expect that same quality in the Harvest Lake development.

Mayor McLallen believes the amenities are the things that will make this site special. She noted that the plan and tonight's conversation alluded that the barn will stay intact, and that they will restore it as a community site. Mr. Weiner replied that is their intention. He explained the structure is a 1860's barn and it has some historical significance by virtue of the way it way they constructed it in that it allowed the wagon trains a turnaround inside it because it only had one column. From a barn restoration expert's point of view, this is a special barn. They would love to restore it, but the permit and the legal procedures as to fire safety, structural safety and cost is quite prohibitive. Fortunately, from a phasing point of view it is at a location on the site where it is toward the end of the project and they will be able to do that. However, he cannot promise that they will turn it into a residential piece because he is not certain whether they could get a permit from the Building Department to do so without tearing it down and rebuilding it. He advised it is their intention to restore it and have it be a physical icon for that phase of the project, but also as an amenity for the people to use as a community meeting house. He added he believes they have not really released their creativity at this point because it is so far away that he cannot anticipate exactly what the use will be.

Mayor McLallen has driven the entire site and one of the most interesting things about the site is that what people will see from the exterior and even at build out, is not much different from what is seen today. She explained that becomes obvious when they go back into the interior pockets that used to be farmed. She explained they amazingly protect the interior property from the exterior, and the land is inward looking with beautiful viewsapes that are something new and different for this community.

BREAK - 10:00 until 10:18 P.M.

Mayor McLallen advised the steps that have led them to this point is all of the planning issues and the proposals. She explained tonight's decision is about agreeing or not agreeing that this is an acceptable area plan. The Mayor advised if they accept the plan, Council must direct the city attorney to take the comments made and put them in a contractual form because an RUD is actually a development contract between the development entity and the city.

Mayor McLallen asked if there is a time frame in which they must bring back the contract. Mr. Watson advised there is no time frame.

Mayor McLallen advised that they will bring back the agreement before Council in legal and binding contractual form for further Council review and acceptance. She added once they sign the contract, then the developer begins the actual site plan process as for the detailed issues pertinent to each of the six phases of the plan.

Mayor ProTem Crawford asked if the motion would be for the approval of the RUD of either the site plan or area plan for Harvest Lake of Novi. Mr. Watson replied the motion would be to grant preliminary approval of the Harvest Lake RUD application.

Mayor ProTem Crawford would also include everything that has been verbally committed to tonight, including the slide presentation, matrix and map in the motion.

Councilman Clark asked if the maker would include that an approval would be subject to the consultants' recommendations.

Mayor ProTem Crawford would agree to include the consultants' letters, the bound text, presentations made tonight and questions that they answered. He is not sure how all of that is captured in the motion, but that is his intent. He further explained everything that the petitioner said, everything the consultant's said and answers given to questions raised should be also included in the motion.

Mayor McLallen believes all the issues raised in the letters of record and previously received are included.

Councilman Clark would also propose that they also include a requirement that if they pass this, it is subject to Harvest Land Company signing an agreement with the schools within seven days.

Mayor ProTem Crawford is uncertain about whether he would include that because he does not understand the logistics involved if they include that provision.

Councilman Clark believes all the parties except the developer have signed the agreement.

Mayor McLallen clarified that the school and the city have signed their agreement, but they have not yet signed the agreement between the city and the developer. She reminded Council the city must first acquire the property before they can sell it to the school.

Councilman Clark's point is that the stumbling block all along seems to have been that Harvest Land will not sign anything with the school until they know that the city approved their area plan.

Mayor McLallen interjected, the agreement is between Harvest Land and the city.

Mr. Watson does not know whether they can provide any assurances that they will resolve all the title issues and sign the contract within seven days.

Councilman Clark asked if they could suggest a more realistic time parameter. Mr. Watson replied that he cannot provide that assurance.

As a point of information, Councilman Mitzel asked if the approval of the RUD preliminary area plan clears the way for further development without approving the RUD contract that will be forthcoming. Mr. Watson believes that is correct and advised the contract is to be brought back before Council and approved by resolution under the ordinance. Once that occurs, Mr. Watson reported they will execute and then record it. Mr. Watson added that the ordinance further states that final approval of the plan is effective only upon that recording and that any physical development must wait until that takes place.

Mayor ProTem Crawford asked if that would take place at their next Council meeting unless they schedule a special meeting. Mr. Watson agreed, but noted that does not mean that an RUD contract would be ready by the next Council meeting. Mr. Watson explained the next Council meeting would be the earliest date it would be back, but that does mean there will be a completed RUD contract ready to be approved.

Mayor McLallen clarified by stating that the RUD contract is a separate item from the actual land sale contract that is very important for the development of the school.

Mr. Watson noted that contract is not coming back before Council because it has already gotten Council's approval unless Harvest Lake or Delta Trucking has an amendment to that agreement.

Therefore, Mayor McLallen believes the question of how soon the resolution of the issues takes place is up to the petitioner. She explained the issue is still the resolution of the subsurface oil leases.

Mr. Weiner stated it is their understanding that the title company has informed the school and city's attorneys that they have no further concerns about the title. Further, he believes the city's attorney has met with the title company and the school's attorney, and as Mr. Watson stated earlier, he believes they are very close to finalizing that.

Mr. Watson advised that the title company does not believe there are problems with the surface rights on the property. However, the key is having that reflected in a title insurance commitment to the satisfaction of the city and the school. Mr. Watson has seen the most current language as of the middle of this afternoon and it is not yet satisfactory. Mr. Weiner noted the way they negotiate the language with the title insurance company and the city is not their call.

Mayor McLallen advised the motion would only receive support if they would accept certain amendments. Mayor McLallen asked if the contract for the sale of the land from Delta Trucking to the City of Novi be signed within the next seven days.

Mr. Kohls replied it can if the city and the school district accept title in writing, and that may require a further Council blessing of the state of title. He is not certain how the city attorney would advise them to proceed.

Mayor McLallen stated this is a very complicated title issue, but they have talented attorney's working on this and asked why can't they resolve this matter. Mr. Watson replied the issue is with the form and language of the policy with respect to the mineral rights. He explained the liability relating to the frustration they are currently feeling is incomparable to the frustration they would feel if someone wanted to use the school property or the city property for surface rights to mine the underground minerals three years from now.

Mayor ProTem Crawford does not recall that there was any concern about an oil well when the well went in near Echo Valley because there are other regulations to prohibit that activity. He asked why can't those same regulations apply under these circumstances.

Mr. Watson does not have the Echo Valley leases before him and advised the reason it might not have been a concern is because it could be that the leases precluded any use of the surface.

Mayor McLallen believes their concern is that there is an end to this discussion.

Although, Councilman Kramer understands and supports the concerns, he believes this is the first of two steps. He explained the first is a step to approve the area plan and the second step is the actual approval of it by the signing of the contract. It seems to him that the tenor is to move forward and although they are close to a resolution, they cannot not commit to a time period. Furthermore, the contract may or may not be back by their next meeting. Councilman Kramer reminded Council that this cannot move forward until they sign the actual legal binding agreement. He stated if Council believes they are relinquishing any control in trying to move things along by approving this, he believes the actual control point is at the meeting where they actually have an RUD contract before them to sign. He added he would be willing to continue their concern to the next meeting when the contract comes back as the control point.

Mayor McLallen noted that the RUD contract is not going to be ready for Council's August 11 meeting.

Mr. Watson interjected, he did not say that it would not, he stated that it may very well not.

Mayor ProTem Crawford understands Mr. Watson's caution and asked if he would consider two weeks to be a reasonable period of time to develop this contract. Mr. Watson does not believe two weeks is enough time.

Mr. Weiner stated if Council approved the area plan subject to the negotiation of a contract with the city attorney that they agree may take 30 days or more, that the signature and recording of that contract is what actually makes this RUD final. Further, since they agree this not going to take place in less than 30 days, he stated if Council approved the area plan now, they would be willing to close on that transaction when the city and school are ready to accept the title. Mr. Weiner added if there are any problems between now and the final RUD contract draft and the school does not close, the city can say they will not sign. Mr. Weiner does not believe the city will give up the entitlements to that property until they sign the contract with the developer as drafted by the attorney's at which time they will execute and record at Oakland County.

Mayor McLallen does not have a problem with that contract; the problem is with the sale of the land contract. She explained all three parties as of this afternoon are not comfortable with the language. Mr. Weiner believes on July 21 their attorney proposed two alternative ways in writing to the other attorney's and the title company to adjust the tri-party agreement. He advised the agreement has already been executed by the city and the school and would only require a side letter amendment to meet the developer's requirements and make that contract ready to sign. Mr. Weiner believes that action is acceptable from Mr. Koster. He added he does not believe that the school board needs to reconvene formally to agree on one paragraph that addresses one complicated yet limited issue as it relates to the title. Mr. Weiner does not see any barriers to closing that deal.

Mayor McLallen stated Councilman Clark's specific question is time. Mr. Weiner imagines it is very forthcoming. He added they are doing a thorough and meticulous job of making sure that every i is dotted and t is crossed as it relates to the 53 exceptions. Further, the senior most executive member at First American Title is assuring them that he will write language that will satisfy the attorneys. Mr. Weiner further believes Mr. Bugbee is being extremely careful, but noted they have given them assurances that they can meet the title requirements.

Councilman Clark understands and he is not disputing what Mr. Weiner is saying. However, he reminded Mr. Weiner there are 53 exceptions and during his years in private practice involving property, he has never seen anything with that many exceptions. He believes those many exceptions are like red flags. Councilman Clark stated other than his concerns about the limited number of one acre homes, he favors the project. However,

if they do not resolve the issue with the school, he has a problem supporting it.

Mr. Weiner advised Mr. Koster told him this morning that with an area plan approval, the school will proceed with construction tomorrow morning. Further, the liability that the city incurs by giving a preliminary approval to an area plan is nil if for some reason the city cannot sign the contract because there was not closure on the school property. Mr. Weiner asked Council to remember that it is in their best interest to close immediately with the school and to allow the infrastructure to proceed. He added they do not have different objectives and goals than the school. He also does not believe that Mr. Watson would suggest that they were fairly close unless he was fairly confident they were.

Councilman Clark thought the school stated they will not begin any major construction until they know the title is clear. Mr. Weiner advised that is no longer accurate.

Mr. Kohls added Mr. Weiner is suggesting that the area plan approval be conditioned upon a closing of the school sale occurring before they sign the final contract; it is a substitute to the seven days signing the contract. Mr. Kohls advised they may sign the contract this week and if it were signed, the school and the city would still need to be very comfortable with the state of title and the agreements of the title company.

Councilman Clark would appreciate hearing from the school's representative if in fact they are at the point where they are beyond just a willingness to move dirt and actually start construction before they have title.

Councilwoman Mutch stated they had a motion that they have not yet seconded and they have gotten so far into discussion that she suggested that they second the motion first. She understands that Councilman Clark was attempting to amend the motion, but that motion is not even amendable until it has a second. Therefore, Councilwoman Mutch seconds the motion.

CM-97-07-252: Moved by Crawford, Seconded by Mutch, CARRIED: To grant preliminary approval for the Harvest Lake of Novi, SP 97-06B Residential Unit Development (RUD) area plan subject to consultants' recommendations, the inclusion of the video/slides, the bounded plan in the July 28 packet, all maps and the amenity matrix as presented tonight, and the minutes of the Special Meeting of the Council held on July 28, 1997

COUNCIL DISCUSSION

Mayor ProTem Crawford confirmed he is willing to include consultants' recommendations. However, he would not include the amendment requiring that an approval is subject to the

signing of the agreement with the school within seven days because he believes they will resolve the issue before the actual RUD contract comes back before them.

Councilman Clark understands that, he is just trying to get further clarification on that.

Mayor McLallen asked Mr. Koster from the Novi schools to comment. Mr. Koster clarified that the Board of Education gave him some direction last week after their meeting. He advised that if Council were to pass this application and there was good intent by the developer to sign the contract, they authorized him to proceed with site development, but not full construction. He explained they would move the top soil to get the site ready for construction. Further, they gave the approval because they are assured that the developer will sell them the land and they are assured following Mr. Watson's recommendation and assurance by their attorney that it will be within two to three days. Mr. Koster also advised their attorney has indicated that they have an endorsement of the title commitment and that it is just a matter of dotting the i's and crossing the t's. Mr. Koster believes that will occur within a day or two. If Council approves the application, Mr. Koster repeated that the school will begin site work tomorrow morning.

Mayor McLallen restated the motion made by Mayor ProTem Crawford is to grant preliminary approval of the RUD. Further, included within in the approval is the maps, the book, the video/slides, all maps, the matrix for the park, subject to all consultants' letters and recommendations, and all comments made this evening.

Mayor ProTem Crawford noted the motion will also include the petitioner's comments from the minutes.

Mayor McLallen stated they will include the minutes of the meeting of July 28, 1997.

Councilman Mitzel asked if the approval will include the issue of the exterior safety path sidewalks along the main roads since the motion includes all the discussion of tonight's meeting. Mr. Watson believes they should slightly clarify that item. He understood the point Mr. Rogers made was that there are certain ordinance requirements for pedestrian safety paths along mile roads that they do not reflect in the pedestrian network path shown within the area plan. Mr. Watson believes to clarify that they should indicate that they condition upon there being a revision of the pedestrian network to reflect such requirements.

**CM-97-07-253: Moved by Mitzel, Seconded by Mutch, CARRIED UNANIMOUSLY:
To amend the main motion and revise the perimeter pedestrian network to reflect the city's ordinance standards for exterior pedestrian pathways and safety paths**

COUNCIL DISCUSSION

Mayor ProTem Crawford would like to make certain that the petitioner has the opportunity to respond to any amendments made to the main motion since this is a contract between the city and the petitioner.

Mayor McLallen asked if the placing of the pathways would conflict with the heavy vegetation on the west side of Wixom Road because she does not believe they should construct paths where they still want trees. She added that she does not believe the safety path is that flexible at this point. Councilman Mitzel disagreed and explained that the design standards show that the path meanders around the trees.

Mayor McLallen wants to make certain that their goals do not conflict and that they can achieve the progression of people without harming the visual aesthetics that they have worked hard at achieving.

Mr. Rogers stated there are certain places (i.e., Beckenham Estates) where Council waived the sidewalk requirement on one side of the road if it destroys important woodlands or view corridors. He added they do not want pathways only on Wixom Road, but they also want them on Ten Mile Road as a minimum requirement.

Councilman Mitzel noted his motion only included the perimeter and not the interior path network.

Mayor McLallen can support the motion if Councilman Mitzel is comfortable that the standards allow them also to protect the greenspace.

Councilman Mitzel believes it does and added he was only trying to formalize what they clarified during earlier discussion.

Councilwoman Mutch seconded the motion based on earlier discussion with Mr. Rogers when she asked him whether he believed that the plan adequately addressed the pedestrian issues as proposed. It would be her expectation that if the motion said to go back and revise it, that the revision would be because of a consultation with Mr. Rogers for input so that they would have the best possible options so that it is not arbitrarily two rows of concrete on both sides of the road to just provide that connection.

Mayor McLallen can then support the motion. Further, she added since Mayor ProTem Crawford pointed out that this is a contractual obligation, she asked for comment from the developer.

Mr. Weiner advised their perspective is that in the site plan review process, they would be working through the details to protect the substantial wetlands and woodlands. He added their intent is to provide safe and adequate pedestrian access while reducing the damage to any environmental issues. It was their presumption all along that they would be agreeing on a concept plan at the area plan level and then as each phase moves forward through the site plan review, they would be fulfilling the individual and specific requirements of the planning staff and ordinances.

Councilwoman Mutch spoke with Mr. Watson about the perimeter pathway issue. She stated Mr. Rogers earlier comments seemed to indicate that they would have perimeter sidewalks or pathways because the city's ordinance requires it. However, the whole beauty of the RUD is that what they see and what they agree to, is what they get. Therefore, they can make it what they want and if they are careless and overlook something such as perimeter sidewalks, they are not going to be required. She believes if they do not specifically say this, the other ordinances do not necessarily apply because they say this is the pedestrian system that is acceptable for this development.

Mr. Watson advised the position the city would take is that the RUD agreement should specifically indicate that they are bound not only to the area plan, but to the RUD regulations and to all other ordinance requirements for which they have not granted them a variance or waiver. However, this issue has raised the point that there was a specific instance in the area plan that seemed inconsistent with particular requirements and the whole purpose was to clarify that.

Councilwoman Mutch believes their earlier discussion indicates that while the ordinances would tend to require a very specific item (i.e., asphalt or concrete pathways), Council already indicated as part of their discussion that they are supportive of some flexibility for the reasons they mentioned. Therefore, she believes they would travel down a different path than just saying, as required by the ordinance.

Mr. Watson replied that may or may not be true. He recalled from the ordinance that in certain instances they provided for flexibility and in fact when they reviewed the RUD ordinance, they specifically added some flexibility.

Mayor McLallen restated there is an amendment to the main motion to add a revision of the external pedestrian pathway system pursuant to the city's ordinance.

Mayor ProTem Crawford believes this discussion is important and he does not want the motion to be understood that Council demanded that sidewalks be constructed on both sides of the road. He adamantly stated that they want to remain flexible and he hopes the language in the RUD ordinance expresses that flexibility. He added that he knows there was flexibility in the RUD ordinance they adopted, but that was perhaps more internal than

external. He repeated that he believes it is very important that they include the discussion or an addendum on the motion that they are looking for environmental protection and flexibility once it becomes a site plan issue.

Councilman Kramer suggested they propose it as an addendum.


Mayor McLallen believes the motion essentially addresses that.

Councilman Mitzel reported the current ordinance actually states that it may vary in certain areas along the main roads. He explained it may meander around trees and so forth.

Mayor ProTem Crawford asked if the ordinance allows that a sidewalk not be constructed. Councilman Mitzel reminded Council that they have the authority to waive a city ordinance at any time. Councilman Mitzel was trying to make the point that the exterior perimeter of this site along the main roads would be no different from any other subdivision in requiring those with this motion. Likewise, this would be the same policy with any other subdivision in that they have the option of coming before Council and ask for waivers or flexibility for certain requirements if they have difficulties with environmental features. He noted that Mr. Watson said this was the method to do it.

Mayor ProTem Crawford would like to be certain that their discussion is reflected in the minutes that there is concern about the flexibility and that it was not simply a motion made to require sidewalks.

Vote on CM-97-07-253: Yeas: McLallen, Crawford, Clark, Kramer, Mitzel, Mutch, Schmid
Nay: None

 Councilman Mitzel recalled the developer mentioned there is a collector road through the site and apparently there is a proposal to have the lots directly front the collector road. He asked if an area plan approval would in effect waive the subdivision requirement that states all lots may front on a collector road or does it have to be specifically waived. Mr. Watson believes the applicant must seek a specific waiver or variance at the time of site plan approval.

Mr. Weiner stated they reviewed that issue in detail with Mr. Arroyo and they got his support to permit lots to front directly on the collector road as part of an area plan approval. He recalled that they designed the collector road as part of a transportation master plan many years ago.

Councilman Mitzel clarified his question was from the standpoint of procedure and whether that waiver had to be included now or at the time of site plan approval. Mr. Watson

believes it would be included at the time of site plan approval unless they specifically provide for it in the area plan and he does not know if they actually included it. Councilman Mitzel stated it appears on the area plan and angles along the south and west side of the lake.

Mr. Weiner interjected, one of their associates just informed him that the ordinance indicates that residences cannot front on arterials, not collectors. Therefore, this does not require a waiver.

Councilman Mitzel stated his understanding was that homes could no longer front on collectors.

Bob Doyle of Edward C. Levy Company, stated they discussed this matter in detail with Mr. Arroyo who reviewed the ordinance and concluded as they had, that a collector road was not a major thoroughfare. He explained the subdivision ordinance states that they cannot front a thoroughfare.

Councilman Mitzel believes that issue is then taken care of.

Councilman Mitzel is concerned about the two developments east of Wixom Road. He advised one development is directly adjacent to Birchwood's and the other is on the southeast corner of Delmont Drive and Wixom Road. Councilman Mitzel believes both developments would be a part of Phase III and are proposed as single family detached homes that meet R-2 and R-3 standards. Councilman Mitzel recalled that the petitioner mentioned that the lots adjacent to Birchwood's would match the lot widths in Birchwood's. However, Councilman Mitzel believes those lots adjacent to Birchwood's should not only have minimum matching lot widths, but also matching areas. Further, he recommended those lots to the east side of both those properties and those lots to the south that directly abut the non-developed RA should also be RA because he believes it will be a more appropriate buffer. Councilman Mitzel is concerned that those two sections of R-2 to R-3 type of development will get stuck on the east side of Wixom Road and may cause a domino effect in that the neighboring property may request a rezoning for R-2.

CM-97-07-254: Moved by Mitzel, Seconded by Clark, FAILED: To amend the motion by requiring that the Phase III areas east of Wixom Road and directly abutting Birchwood's Subdivision will have lot widths and areas at least as large as Birchwood's. Further, those areas on the eastern boundary of those two phases will have lot areas and widths meeting RA standards.

COUNCIL DISCUSSION

Councilman Mitzel made the motion because of his concerns about incompatibility. Further, the ordinance as part of the review criteria in Section 2402.7, E.7, states the RUD will be compatible with adjacent neighboring land uses existing in the master plan. Councilman Mitzel does not want to micro-manage the site, but he believes the two most sensitive areas are where the RUD abuts single family residential. He added Wixom Road for the most part buffers the area west of Wixom Road and the southern portion adjacent to large undeveloped parcels will provide stub streets for future development. Councilman Mitzel advised the area along the east side of Phase III abuts existing large residential homes and the area on the south side of the northern part of Phase III directly abuts the Birchwoods' homes and is why he made the motion. Consequently, Councilman Mitzel respectfully believes that would be the most appropriate type of development for that area.

Councilman Kramer asked if the motion only addresses the property that is immediately adjacent outside the RUD. Councilman Mitzel is referring to the area to the east of those internal roads and the southern abutting encroachments. Councilman Kramer believes the motion is within the sphere of what they were aiming for by having abutting adjacencies compatible.

Councilman Mitzel added that the total number of dwelling units will not change and he is not trying to affect that number.

Mayor McLallen will not support the motion. She is concerned because the philosophy throughout the city has been that adjacent lots must be mirror images. Yet the Mayor noted that 90% of the development in the city does not abut mirror images and seemingly, are in harmony. She asked why did they suddenly decide mirror images were a new standard. Mayor McLallen believes their real goal is quality development and she does not think quality is intrinsic to the size of the lot.

Mayor ProTem Crawford believes Councilman Mitzel mentioned that it would not affect overall density. Consequently, he would like to hear further comment about if they reduced density in that area, where would it feasibly be more dense in the remainder of the area. Mr. Weiner stated that they built Birchwood's in the late 60's or early 70's. Mr. Weiner believes it is a 40 unit development and has a 5 acre park in its center which is a shared common septic field. Therefore, the lots are more of a peculiar dimension than those of the 1990's lots in the current Schedule of Regulation. He stated the lots are 100 feet wide and 250 feet deep, and the back portions of the lots are for a shared septic field. Therefore, trying to match Birchwood's from a depth point of view does not seem to work from their perspective.

Councilman Mitzel clarified that the motion was from a width and area perspective. Although it does not mean they must match width and depth, it does mean it must be at least that width and at least that area.

From a curb perspective, Mr. Weiner advised they are proposing roads loaded on either side adjacent to them, but no more than that and therefore, they will not get triple depth. Consequently, he does not understand the logic of restricting it to area. Even so, Mr. Weiner advised that the Council spent months debating a perimeter buffer language. They finally got to a point where they have agreement on the language and now the amendment basically states, get rid of the perimeter buffering language. He explained they have an ordinance, they are abiding by the ordinance and they have carefully reviewed it with Mr. Rogers. He is not certain what benefit they would create for the community if they try to take a 19 acre parcel with limited ingress and egress and large single owners surrounding it, and arbitrarily slice it into one acre lots. He said that would essentially put one acre lots across the street from attached clusters. He believes if the basis of the argument is to try to protect transitions, he would argue that they would be better off having 90 and 110 foot lots between a cluster and what is zoned RA, than jumping from one acre lots to this attached product.

Again, Councilman Mitzel reminded the petitioner his motion is only for the eastern edge of that piece; it was not for the entire piece. Mr. Weiner stated to achieve that, they have to have 334 foot depths and would basically eliminate the use of that parcel for anything but a few one acre RA lots. Again, Mr. Weiner stated the reason they went through the perimeter buffer debate was to anticipate transitioning in development. He noted Council approved an ordinance with established stringent regulations about how they should develop it and now, this motion contradicts the ordinance.

Mary Jukuri referred to Page 21 of the report and believes Councilman Mitzel is offering a two-part amendment. She advised one is to address the lot type and lot area of the Birchwood's Subdivision and the second is the concern about a possible domino effect for the vacant parcels south of the two parcels east of Wixom Road. Ms. Jukuri referred to the Build Out Analysis Planning Area No. 6 and stated it shows vacant properties south of the RUD parcel and east of Wixom. She explained there is a RA parcel, Dinser's nursery and a day care center. Ms. Jukuri reported she does not believe that would constitute an 80 acre site even if someone were to assemble those sites. Therefore, future RUD development would not be allowable. Ms. Jukuri reminded Council that the intent for both of those parcels is to reflect the housing type and lot size found in the Birchwood's Subdivision in terms of the lot width and the basic density pattern. She stated the two parcels are approximately 16-17 acres each and are too small to have that big a range of housing product. She added it would work in a larger plan because they would have a more meaningful transition over a larger property. However, she restated she does not believe it makes as good a housing mix on smaller parcels.

Councilman Mitzel asked if the transition along the lake is RA across the street to R-2 and R-3. Ms. Jukuri replied it goes from RA to 110 foot wide lots across from the RA, but it then transitions back over a greater area. Councilman Mitzel asked if it would then be RA to R-2. Ms. Jukuri agreed and added they cover it over a larger distance. She explained it is not just a 16 acre parcel, but on areas that are 70-80 acres. Councilman Mitzel asked if they cover it directly across the street. Ms. Jukuri agreed and noted it is also across a residential collector that is an 86 foot wide right-of-way.

Councilman Mitzel realized there were certain site constraints when he made his motion. However, he believes the large estates along Dinser Drive have been there a long time and if this had come in as a rezoning or a subdivision development, it would have been different. He explained in an RUD, R-2 or R-3 may be directly adjacent to these large estates. He believes it is only proper from the road to the east that it is RA type development on the southern portion. Likewise, Birchwood's has been developed for quite some time and development in that area (i.e., Nottingham Woods and Pebble Creek) has been very similar in lot size and shape. Therefore, he believes the area that borders Birchwood's should be similar. Councilman Mitzel noted the developer already stated they will match the lot size, he is just asking them to also match the area.

Councilman Mitzel restated the motion was to amend the plan to require the lots in Phase III immediately adjacent to Birchwood's to have at least the same lot width and lot area as those in Birchwood's. He is further asking that the area along the eastern part of Phase III both north of Birchwood's and south of Delmont Drive that is adjacent to the neighboring parcels be RA lot sizes. Councilman Mitzel explained that would still allow them to have R-2 and R-3 interior in the development on those parcels on the inside of those roads. Councilman Mitzel made his motion based on the review criteria which states whether it is compatible with the adjacent neighboring land use.

Mayor ProTem Crawford is still not clear about what impact that will have on those parcels. He asked if Councilman Mitzel is talking about constructing all RA lots on the parcel to the south and around the perimeter to the south and east side. He would believe that would also change the internal configuration and perhaps render those parcels undevelopable.

Councilman Mitzel stated perhaps his original motion included the south side of that also, but his main concern is the east side of that parcel. Mayor ProTem Crawford asked if he means the east side of the southern parcel. Councilman Mitzel agreed and added it directly backs up to the homes along Dinser Drive that are on what may be one acre lots or more.

Mayor ProTem Crawford asked whether they are one acre lots or more. Mayor ProTem Crawford recalled that Councilman Mitzel did not care what the depth was as long as the width and area were the same. He explained if they keep the width the same and a larger

area, then the depth will increase. Councilman Mitzel did not say anything about the width; he said it should meet RA standards. Mayor ProTem Crawford recalled he said that it should be similar width. Councilman Mitzel said that was of Birchwood's and explained it should be at least the same width and area. Mayor ProTem Crawford believes they then must have an extended depth. Councilman Mitzel stated that is true if they match, but it does not have to be as deep if they make it wider.

Mayor ProTem Crawford is concerned about what it may do internally to what will be left there.

Councilman Mitzel's concern is about what it may do to the neighbors that have lived there for many years.

Mayor ProTem Crawford reiterated the Mayor's question about why do they have to have mirror images. When they talk about compatibly, Mayor ProTem Crawford believes they are talking about single family residential next to single family residential. Hypothetically, he asked if that means they want manufactured homes to be compatible with the adjacent manufactured home park.

Councilman Mitzel replied his point is those people have lived adjacently to RA zoned land and for many years they expected that RA development would occur there. He does not think R-2 and R-3 under the RUD is proper in terms of adjacency.

Mayor ProTem Crawford asked if they have apprized the Birchwoods' residents of what was going to go in next to them. Mr. Weiner advised they have a signed letter from their Board of Directors. He believes their general assessment is that their development is going to increase the value of their property and they are excited about the development. Mr. Weiner would propose that the context of this debate be to look at the ordinance that they approved and within the ordinance they established perimeter buffering rules to anticipate transition of development. He advised they are abiding by the perimeter buffering rules throughout the site and now they are changing the rules with the motion. Furthermore, if Council wants to micro-manage design of individual parcels, he asked that Council remember they are small parcels and they are not particularly flexible in changing lot dimensions. Again, from a transition point of view, Mr. Weiner believes they have ample buffering distances and much more than they would find throughout the rest of Novi. He pointed to an area on the map and advised those are rear yard setbacks. He explained they have a house, a deep rear yard and a new property, a rear yard and then a house.

Councilman Schmid asked how large are the parcels. Mr. Weiner replied they are roughly 18-19 acres.

Councilman Schmid agrees with Councilman Mitzel's motion in terms of considering the total 900 acres and asked why can't they build one acre lots there. Mr. Weiner does not believe the large lots to the south are acre lots; he believes they were developed residences before there was an ordinance. He believes the lots are narrower and deeper than RA. Mr. Weiner reiterated that they very carefully crafted the ordinance to protect transitions and it was the wording that was probably the single greatest subject of debate. Mr. Weiner stated they developed a plan consistent with that ordinance and assured Council that they would be very protective and respectful of their neighbors.

Mayor ProTem Crawford is still unclear. He asked if they are saying that the eastern boundary of that southern parcel is to be RA.

Councilman Mitzel said that was the motion

Mayor ProTem Crawford asked if that includes the southern boundary or the other parcel.

Councilman Mitzel replied that was for the southern parcel; the northern parcel was the part that abuts Birchwood's.

Mayor ProTem Crawford asked if that would be the southern part of the northern parcel. Councilman Mitzel agreed and that part would have at least the same width and lot area as Birchwood's.

Mayor ProTem Crawford asked if he is talking about developing the eastern portion of the northern part and the southern portion of the northern part as RA or at least the same lot width. Councilman Mitzel reiterated the motion was that they would develop the eastern part of both of them as RA. Further, the southern part of the northern parcel that is the part that directly abuts the rear yards of Birchwood's would have at least the same width and lot area as those lots in Birchwood's that they abut. He explained it would be equal or greater width and equal or greater area.

Mayor ProTem Crawford asked what will that do to the lot count and the developability of those parcels. He explained there may be wetlands around which they cannot develop. He thought maybe they could only get two lots on that southern border instead of something else. Mr. Weiner believes he is correct. He explained there is a small rectilinear parcel with environmental limitations with both of them laid out in a logical fashion at R-2 density. Because of when they platted and the way they developed it, Mr. Weiner suggested that the depths of the Birchwoods' properties go all the way to the center of the septic field. Therefore, the area argument does not make sense. However, they agreed in February they would try to mirror their width. He advised the width is 100 feet and they propose either 90 or 110 feet. They thought they were doing Birchwood's a service and they also tried to coordinate them from a road use point of view so they would not impact

their traffic or impact having headlights coming into someone's front window heading west to east from their property. Mr. Weiner cannot tell Council what the implication is in terms of count. However, he can say that trying to design in this type of environment is not a particularly prudent process.

Mayor ProTem Crawford asked if there are only single lots around what appears to be a cul-de-sac in the northern parcel. Mr. Weiner agreed and added they will be inward looking lots.

Further, Mayor ProTem Crawford noted on two of the three sides they are talking RA and the internal diagonal would be whatever they had proposed. He also agrees that they spent considerable time on their buffering discussion and it would be unfair to support the amendment if Harvest Land already complies with the ordinance.

Mr. Weiner added then the question becomes are there any other design proposals that may take them back to having to redesign the whole thing and the implications for the schedule and the process along which they are proceeding. He assured Council that they have applied the best planning efforts available in Michigan to this plan from the beginning. He does not believe there is any violation of any of the perimeter buffering strategies that Council approved. Mr. Weiner said if they got to a point in the site plan approval process where there were 100 angry neighbors, they would listen to their argument and reminded Council that is what they have tried to do from the beginning.

CM-97-07-254: Yeas: Clark, Mitzel, Schmid
Nay: McLallen, Crawford, Kramer, Mutch

Mayor McLallen asked if there is further discussion on the motion.

Councilman Schmid is not going to support the motion because he is very disappointed that this RUD application is before them this evening and that it has been before them for the past year. His major opposition to the whole concept is by virtue of Council's action tonight that they will eliminate large lot subdivision development in Novi. Councilman Schmid reminded Council developing large lots in the western part of Novi has been on the master plan for several years and this virtually eliminates that concept of the master plan. He added that the development has all kinds of R-1 through R-4 lots, but they do not have many one acre lots. He believes there is a big demand for one acre lots, but this developer would like them to believe that he is developing this way because he can sell this kind of development in today's market. Councilman Schmid disagrees and believes large lot subdivisions do sell. He repeated that his major opposition is that this Council has succeeded in getting rid of large lots. Further, this ordinance was clearly written by and for the developer of this piece. He added this development would be significantly different if they developed it under the old RUD ordinance. However, the developer chose to rewrite

the ordinance with the help of the Planning Department.

Councilman Schmid added that it also exceeds reasonable density credits. He explained more than 300 additional homes are going to be allowed than what they would allow under conventional zoning. Councilman Schmid disagrees with the developer who will state that he is developing this property this way for the good of Novi. He believes the developer is doing it for the good of the developer. Councilman Schmid asked everyone to imagine the additional money the developer will make by building 300 more homes.

Councilman Schmid believes the real value to the developer in having this type of subdivision is not the 300 homes, but the decrease in cost for the infrastructure. Councilman Schmid explained the developer will put in hundreds of miles less sewer, water and roads than he would have to put in under conventional zoning. He believes the developer is maximizing his profits and it is too bad this city is allowing him to do that.

He also disagrees with the density credits for a lake that the developer cannot build on and credit for land that he will not own. Councilman Schmid then reminded Council that they are fully aware of what happened with the sale of the school land to the city. He explained Mr. Weiner absolutely refused to sign a contract because he wanted to get credit for the land that he will sell for a school.

Councilman Schmid read from the ordinance under Residential Unit Development Regulations, "1. One-family dwelling cluster provided that a majority of the dwelling units within an RUD are detached, non-cluster one-family dwelling. 2. A significant portion of the dwelling units are conventional one-family dwelling units. Conventional one-family dwelling units are units constructed on platted lots or site condominium building sites with the area and width conforming to the Schedule of Regulations for the underlying zoning district." Councilman Schmid advised the underlying zoning district in this area is acre and half acre lots. Therefore, Councilman Schmid believes a significant portion will be one acre and half acre lots. The developer and the Planning Department wants them to believe that 43 lots are a significant portion. He believes it is not a significant portion and instead is a give away to the developer. Further, Councilman Schmid stated the developer likes to talk about all the supportive letters that he got from the surrounding area. If they read the letters, Councilman Schmid believes they will find that 90% are from neighboring landowners who will be before Council looking for an RUD. If he were a landowner, he would probably do the same thing.

Councilman Schmid believes this will also cause excessive traffic congestion and disagrees with the opinion that it will not.

Councilman Schmid stated the development will increase the need for additional police and fire, and other city services that a conventional development would not. Councilman

Schmid reminded Council that they were going to have approximately 500 homes under conventional and now they will have 876, and it will increase the need for police and fire. He agreed one could argue that they also have a greater tax base. However, every statistic he has seen suggested that individual homeowners do not pay for themselves. Therefore, they are going to increase the burden on the city and the citizens of Novi will pay for the increase in city services. In addition, there will be further impact on the schools.

As he mentioned earlier this evening, Councilman Schmid stated the density that Mr. Rogers likes to talk about was devised by taking the gross acreage and dividing it. He believes the facts are that they cannot get that kind of density in the western part of Novi, although that is the figure they like to use.

Further, Councilman Schmid does not believe this development is a world class development. He believes it is a developer's paradise because he will maximize his profits and not for the benefits of their open space philosophy.

Finally, Councilman Schmid believes the developer misled, stalled and delayed for well over two years for the sale of the property for the sole purpose of getting credit for the acreage that he is selling to the city for a school. He does not know how Mr. Weiner has convinced this Council that this project is good for Novi. Councilman Schmid submits it is not and further asked Council to consider rejecting this request.

Councilman Clark shares some of Councilman Schmid's concerns. He is primarily disappointed about the density credit given for the lake and the school, and the minimum number of 43 lots being proposed as one acre lots. He agrees 43 lots under anybody's definition are not substantial. His biggest concern and the reason he will not support the motion is that they still do not have a commitment from the title company and they still have a list of 53 exceptions. Until that is resolved and since the parties involved do not feel comfortable with it, Councilman Clark cannot support it.

Councilman Mitzel believes the next step is the RUD contract and asked whether Council could basically not approve that contract depending upon the outcome of the school property sale. Mr. Watson replied among the criteria they are considering first is whether benefits occurring from preservation and creation of open space in the establishment of school and park facility outweighs desirability of conventional residential development within the city that will result from the RUD. He added he has not gone through all the criteria again, but he believes there are a couple other instances. Further, the school and park site is one thing that has been put forward as a benefit of this plan, and he believes that is the concern.

Councilman Mitzel asked for a definition for "significant." Mr. Watson replied he would turn to the classic standard dictionary of the word.

Councilman Mitzel reviewed this plan based upon the ordinance that they approved, although the developer seems to disagree with his last motion that he was not applying the ordinance. He explained he was applying the review criteria as opposed to what they allow in the buffer zone, but he was following the ordinance. Councilman Mitzel does not agree with the ordinance's provision for giving density credits for the lake, but that the way the ordinance is written. Councilman Mitzel stated if that were the only issue, he would support this development plan because it met the ordinance. However, he does not believe it meets the ordinance in the sense that he does not consider 4.9% of the dwelling units to be significant no matter where they are located. He explained there is less than 5% of this site that is going to be developed under conventional zoning and his issue of addressing that adjacency to those areas to the east would have helped to alleviate that problem to some extent by increasing that number. Likewise, under Review Criteria 6, Considering the Preservation of the Natural Resources it states, "specific consideration shall be given to whether the proposed development will minimize disruption to such resources." Councilman Mitzel stated although Ms. Lemke's letter regarding the road in the forest in the middle of the development states that is less disruption than previously proposed, he would still hold that it does not minimize disruption to that forest area. Further one of the big selling points of this development is that it is supposed to be pro-environment and preserve open space, yet a road in cluster units cuts through the middle of the woods. He was previously prepared to make an amendment to say they should remove and reconfigure it around the edges, but based on the opposition about the buffering he knew how the vote would go for that motion. Based on criteria 6 and 7, Councilman Mitzel cannot support this development or the RUD agreement.

Councilman Kramer refuted the indication that they wrote this ordinance for this plan. He reported they spent substantial time, effort and resources to rework the ordinance and the plan was never an element of their work. He advised they were very thorough about how they would apply the ordinance in various situations. Councilman Kramer would agree that the developer was interested in the proceedings, but Council did not write the ordinance for that plan. He added if they wrote it for that plan, they could have completed their review in two hours because they could look at the plan and write down what an ordinance should be.

Councilman Kramer added they have looked at density in several ways and each way has its own validity. He said density as a planning element in Planning Area 6 in the planning of the city and in the planning of the infrastructure of the city provides for a number of dwelling units. He said they had thoroughly discussed that the build density would be less than the master plan, although the build of this project would be higher than what would be buildable under RA. He believes there are many aspects that are worthwhile considering.

As Councilman Schmid stated earlier, Councilman Kramer agrees to build this in a traditional manner would require more roads, more utilities and more disruption to the site. Further, when they talk about master plan intent, he advised this is the rural area of their city, but then asked what constitutes rural character. He advised they have two valid but different visions of that. He explained one is the benefit in what they get from large lot developments and he supports that. The other is what do they get out of preserved open space and that is the direction this RUD has taken. Further, they portray this as preserving rural character and that large amounts of the development are actually not visible depending upon the perspective as one drives near the site. It is disrupted less, although the individual buildings are more dense where they build them. They are both rural in character and asked if they can reasonably say that having an RUD means that everything will be RUD. He reminded Council that they discussed that thoroughly when they discussed the ordinance and advised they did not intend for that to occur. He added they put a number of provisions in the definition and the applicability of the RUD ordinance (i.e., 80 acres minimum for development) to avoid that situation.

It is Councilman Kramer's feeling that they have created an option and he would like to believe that they will see this used in some places and understand that it is not applicable in many others so they can get the large lot developments in addition to where preservation of open space is applicable. He does not believe they are insightful enough to know where they will apply each parcel and that is why they have the ordinances with which to work.

Councilman Kramer added that the traffic report is not saying there is not traffic impact. He advised there were increases in traffic, but they assessed that the increases were not significant and did not change the level of service.

Councilman Kramer said schools are an appropriate part of an RUD. He said there also other developments around the city that include schools (i.e., Orchard Hills and Village Oaks). He believes that owning the school property is appropriate for the school district.

Councilman Kramer stated in terms of upland woodland development there are currently subdivisions plotted in woodland areas. He said they would not have chosen to do that, but advised that the ordinances do not preclude cutting down trees, but rather it provides for the replacement of trees removed. He would agree trees are desirable to keep and are unfortunately they are a renewable asset. He believes this is a sensitive application of building in the woodlands and although he would not choose to build in the woodlands, as a practical matter it may not be reasonable to preclude it. He believes they allow space between the cluster pods to keep the character of the area and hopefully also to preserve the integrity of the woodlands.

Councilman Kramer fully supports the concern about the title issue and believes they should do all they can to influence the conclusion of that process as quickly as possible.

However, he does not feel they will lose any control over the proceedings because of this issue. He believes the control point is the agreement to sign the contract for the RUD. Further, although Councilman Kramer would prefer to have the land purchase agreement signed now, he suggested it might be too much of an unsure situation and added he is still comfortable moving forward. He encouraged all three parties to resolve this issue. Councilman Kramer will support the motion.

Mayor McLallen favors the motion and shares a different perspective than Councilman Schmid. Mayor McLallen said what is fascinating about this project is that it is not truly in the most rural area of the city. She noted the adjacency is to highly intense residential and manufactured housing, and to nonresidential use to the north in a yet to be determined build out. Further, to the east is a large manufacturing facility, to the west is an active mine, and the road to the south is the only paved road between Livingston and Macomb counties. Although she believes it is a unique piece of property, it is not rural land. She agrees the setting is open, but believes it is not true rural land. Mayor McLallen believes the project is a good compromise because of all of the adjacencies and that the developer has tried to be extremely sensitive in a way that they have not seen previously to their residential neighbors. Mayor McLallen believes it will ultimately be an excellent conglomeration of neighborhoods for the community and she will support it.

**Vote on CM-97-07-252: Yeas: McLallen, Crawford, Kramer, Mutch
Nay: Clark, Mitzel, Schmid**

AUDIENCE PARTICIPATION

Steve Weiner - thanked Council and hoped that his team will continue to earn their respect and support as they move forward.

ADJOURNMENT

There being no further business before City Council, the meeting was adjourned at 11:56 P.M.

Mayor

City Clerk

Transcribed by Barbara Holmes

Date Approved: August 11, 1997

Resident Parks and Play Areas
Harvest Lake of Novi

Amenity Dev. Matrix

Park Elements

PHASE I - SCHOOL

*Swimming
Beach*

*Community
Structure*

Paths

Parking

Picnic Tables

*Benches/
Furnishings*

*Play
Equipment*

Landscaping

	Swimming Beach	Community Structure	Paths	Parking	Picnic Tables	Benches/ Furnishings	Play Equipment	Landscaping
PHASE TWO								
Waterfront Park	•	•	•	•	•	•	•	•
Neighborhood Play Lot			•		•	•	•	
Nature Interpretive Trail			•		•			
PHASE THREE								
Waterfront Park			•		•		•	
Entrance Park			•	•	•		•	
Waterfront Path			•					
PHASE FOUR								
Waterfront Park	•	•	•	•	•	•	•	•
Neighborhood Play Lot			•		•	•	•	
PHASE FIVE								
Waterfront Park			•	•	•	•	•	•
PHASE SIX								
Waterfront Path			•					