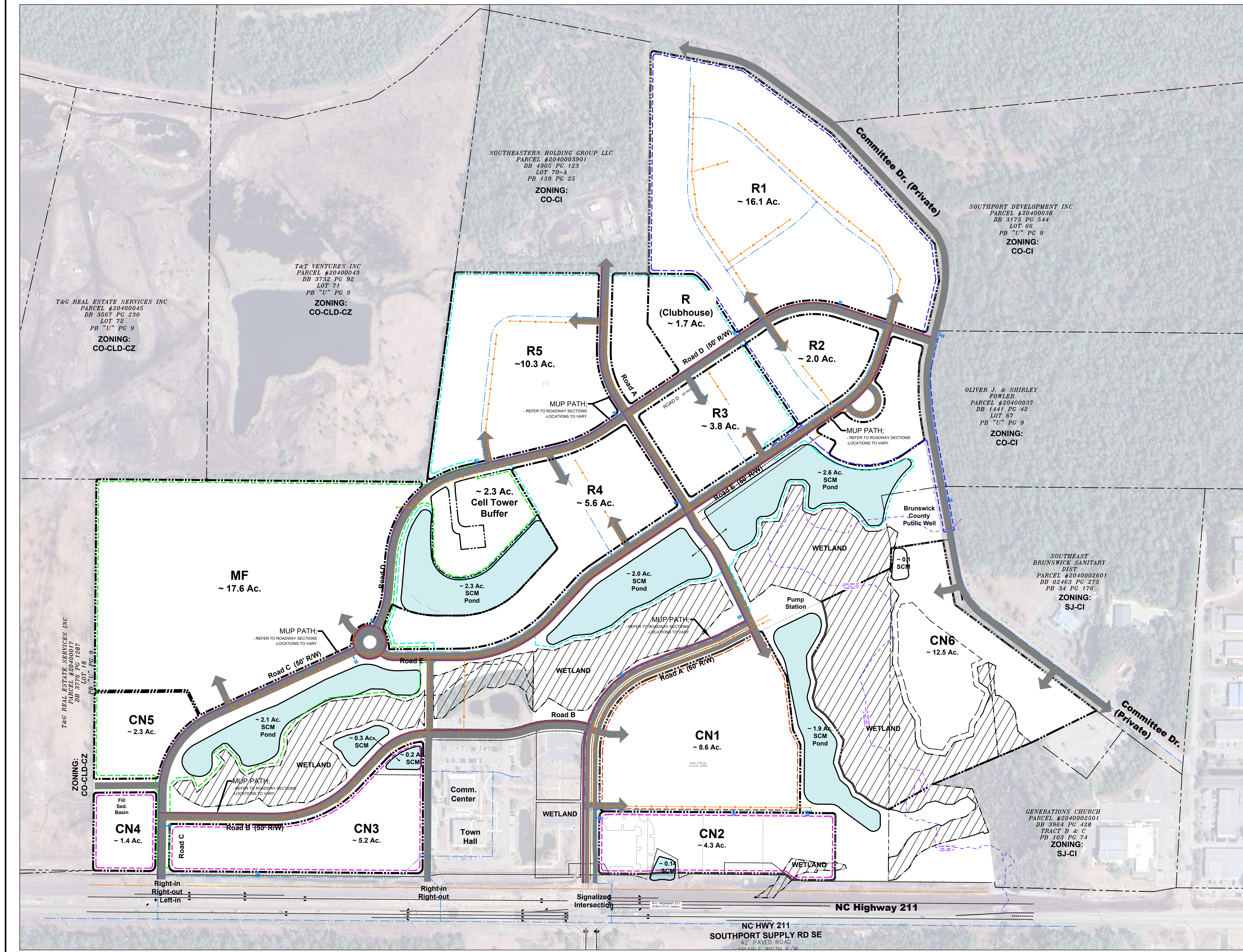


EXHIBIT D

Conditions to Conditional Zoning of the Property

As used herein, "Developer" shall mean the applicable owner(s) of the Property, and their successors and assigns. Notwithstanding the Town of St. James Code of Ordinances ("Town Code"), including without limitation, the Unified Development Ordinance ("UDO"), the following conditions and requirements shall apply to the Property:

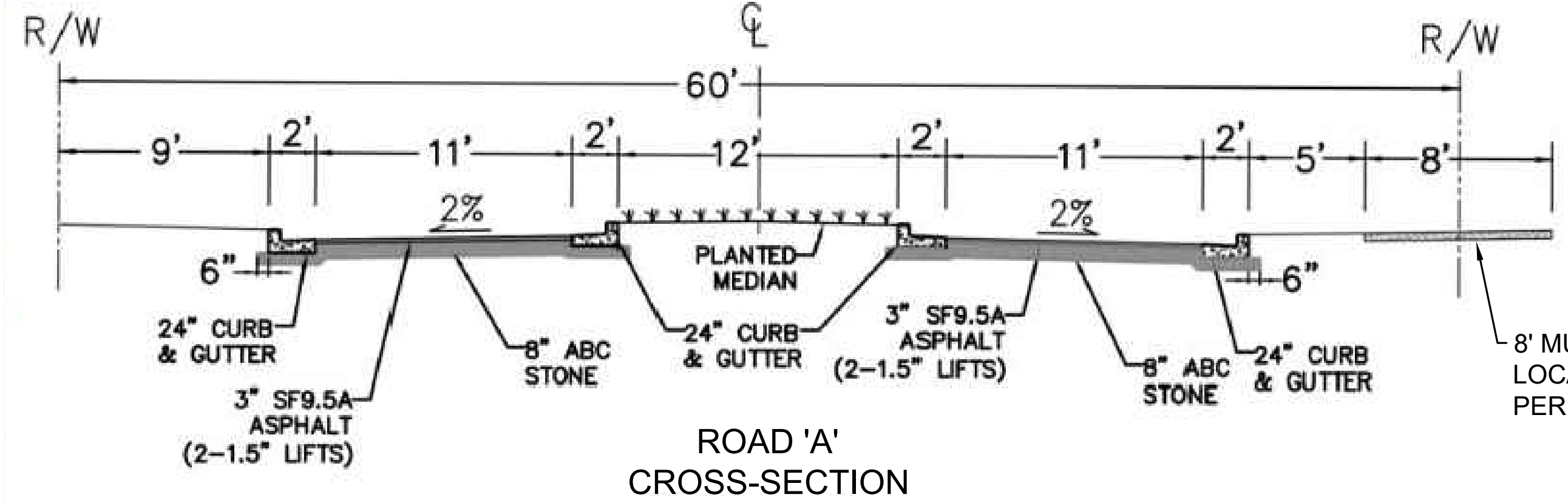
- 1. Consistency with Concept Plan. The Development shall be generally consistent with the Concept Plan attached as Exhibit C, subject to the terms of this Exhibit D and any Development Agreement entered into between the Town and the Developer. All uses compliant with the foregoing shall only be reviewed by the Town at a staff level by the UDO Administrator. Planning Board and/or Town Council review and approval of subsequent site plans for uses that are consistent with the Concept Plan shall not be required.
2. Flexibility in Development. So long as the overall residential unit count does not exceed 1,902 units, the Developer may alter the type and location of uses within the Property without the need for additional approval from the Town...
3. Sales and Marketing. The Developer shall be allowed to organize, sponsor, host, and undertake various sales, marketing, community, and special events. Without limitation, the Town shall allow the Developer to maintain construction and sales offices associated with the Development.
4. Parking Space Width/Drive Aisles. Notwithstanding UDO Section 9.1.5(F), the minimum width of standard 90-degree parking spaces shall be reduced from ten feet (10') to nine feet (9') throughout the Project. Additionally, minimum drive aisle width is twenty-four feet (24') wide for 90-degree parking.
5. Parking Area Interior Landscaping. Notwithstanding UDO Section 10.9.3(C), the requirement for a ten-foot (10') landscaped median every one hundred thirty feet (130') within parking areas exceeding forty thousand square feet (40,000 SF) shall not be applicable. The Developer shall not be required to provide such landscaped medians within parking areas exceeding 40,000 square feet.
6. Street Buffer Widths. Notwithstanding UDO Sections 10.8.8 and 10.8.9, the required street buffer widths along Collector, Thoroughfare, and Arterial streets, including along N.C. 211 and Committee Drive, shall be reduced from twenty feet (20') to ten feet (10') for both commercial and residential areas, including multifamily areas, provided that the buffer area shall remain landscaped consistent with the intent of the UDO.
7. Street Right-of-Way Width. Notwithstanding UDO Section 12.8.1(C)(1)(a), the minimum right-of-way width for Collector streets shall be reduced from seventy feet (70') to sixty feet (60'), and the minimum right-of-way width for all other streets shall be reduced to fifty feet (50').
8. Uniform Setback Standards for Attached Residential Dwellings. Notwithstanding the definitions and dimensional requirements otherwise applicable under the UDO, duplex, triplex, and quadplex residential buildings within the Development shall be subject to the same setback requirements as single-family attached dwellings. Accordingly, such structures shall be permitted a minimum side setback of five feet (5') and a minimum separation of ten feet (10') between principal buildings.
9. Multi-Family Parking Requirements. Notwithstanding the requirements of UDO Section 9.1.6, which mandate two (2) parking spaces per dwelling unit plus three (3) additional spaces per multi-family structure (including triplexes and quadplexes), the Development shall provide parking for multi-family residential units at a minimum ratio of one and eight-tenths (1.8) spaces per dwelling unit.
10. Single-Family and Duplex Parking Requirements. Notwithstanding the provisions of UDO Section 9.1.6 requiring two (2) parking spaces per dwelling unit, parking spaces that are provided within garages or otherwise integral to the principal residential structure shall be counted toward the minimum required parking space count.
11. Commercial Parking. Notwithstanding Section 9.1.6 of the UDO, with regard to the commercial areas of the development, the minimum parking required for all uses is one (1) space per two hundred square feet (200sf) of gross enclosed floor area. Additionally, there is no maximum parking requirement for the commercial areas.
12. Minimum Lot Width and Corner Lot Standard. Notwithstanding UDO Section 12.7.3(E), the minimum lot width for single-family detached lots within the Development shall be forty feet (40'). The Town agrees that corner lots shall not be required to increase to one and one-half (1.5) times the minimum required lot size, provided that all such lots maintain adequate building envelopes and comply with the applicable front and side setback requirements established for the zoning district.
13. Stormwater Management Standards. The design and construction of the stormwater management system for the Development shall be in compliance with NCDJQ Water Quality Regulations and the Brunswick County pre-development/post-development stormwater attenuation for the two (2) year, ten (10) year, and twenty-five (25) year storms as those standards existed as of September 19, 2022. Compliance with the foregoing standards shall be deemed to satisfy the Town's stormwater management requirements for the Development.
14. Tree Preservation and Timbering Activities. The Development shall not be subject to any tree preservation standards or similar requirements, including, without limitation UDO Section 10.3, 10.4, and 10.10. Accordingly, the Developer shall be permitted to conduct timbering and clearing activities on the portions of the property to be developed prior to commencement of construction without the need for any approvals from the Town. Notwithstanding the foregoing, for the areas labeled CN2, CN3, and CN4 on the Concept Plan, Developer agrees to retain twenty-five (25) feet of the existing vegetation along N.C. 211 until such time as the earliest approval of the first site plan for construction for CN1, CN2, CN3, or CN4.
15. Open Burning. Developer shall be allowed to conduct burning activities on the Property and Chapter 92 of the Town Code shall not apply to the Property, provided that Developer agrees to either (i) conduct burning activities within the residential areas of the Development (including without limitation the multifamily areas) or (ii) use burn boxes (including curtain burners or similar devices) for any burning activities within commercial areas of the Development.
16. Building Façade Design (UDO Section 9.4).
A. Façade Orientation and Enhancement. Notwithstanding the requirements of UDO Section 9.4(C), only those façades directly facing a public street right-of-way that functions as a primary frontage shall be required to include architectural enhancements and front-façade treatments. Side or rear façades shall not be subject to the same architectural enhancement requirements.
B. Façade Modulation and Wall Articulation. The limitation on continuous unbroken building façades exceeding thirty-five feet (35') in length, and the associated requirement for projections or recesses in UDO Section 9.4(D), shall apply only to façades that directly face a public street classified as a collector or higher. Side and rear façades shall not be subject to this modulation requirement.
C. Transparency Requirement. Notwithstanding the requirements of UDO Section 9.4(E) regarding transparency of the first-floor façade, for commercial buildings with over 25,000 gross square feet, a minimum transparency of eleven percent (11%) calculated at 12ft above grade will be required on the first-floor façade.
17. Rooftop Equipment Screening. The requirement for rooftop mechanical or HVAC equipment to be screened by a parapet wall or other enclosure extending to a height of the equipment plus six inches (6") in UDO Section 9.9.2(A) shall be interpreted and applied based upon reasonable line-of-sight analysis. Where the rooftop equipment is not visible from the ground at adjacent public rights-of-way or adjoining properties, additional parapet height shall not be required. A perspective sight-line study demonstrating the equipment's visual screening shall be acceptable in lieu of physical screening extensions.
18. Signage. The following specifications shall apply notwithstanding the provisions of UDO Section 11:
A. Wall Signage - Grocery Store. Notwithstanding the limitation of one (1) wall sign per building, any grocery store use shall be permitted to install four (4) wall signs.
B. Wall Signage - Retail Restaurant and End-Cap Buildings. Multi-tenant buildings three (3) stories or less shall be permitted one (1) wall sign per tenant, consistent with UDO Section 11 standards. End-cap tenants and freestanding commercial buildings (other than the grocery store described above) shall be permitted wall signage on up to three (3) building elevations, provided that the combined area of all wall signage on a given building does not exceed ten percent (10%) of the designated primary wall area.
C. Freestanding Monument Signage. The Development shall be permitted at least three (3) freestanding monument project signs along Highway 211, including one at each entrance, subject to minimum separation of five hundred feet (500'). Each monument sign may contain up to one hundred ten (110) square feet per side and a total height not to exceed eighteen feet (18'). Additionally, at least one (1) freestanding monument sign shall be allowed on Committee Drive not to exceed ten (10) feet in height and forty-five (45) square feet of sign area per side.
D. Separate monument signs shall also be permitted on each commercial outparcel, each sign not to exceed ten (10) feet in height and forty-five (45) square feet in area per side.
19. Lighting Fixture Heights. In accordance with UDO Section 15.1.5.3, lighting fixtures located within parking areas may have a maximum height of forty feet (40'). Fixtures within non-vehicular pedestrian areas shall have a maximum height of fifteen feet (15'). For purposes of this standard, "non-vehicular pedestrian areas" shall mean sidewalks, plazas, or other areas primarily intended for pedestrian use and not used for vehicle access or parking. Internal drive aisles serving retail buildings shall be considered vehicular areas for lighting purposes.
20. Site Lighting for Commercial Areas. Notwithstanding the UDO, the following design criteria may apply to the commercial areas of the Property, in Developer's sole discretion:
A. All shopping center lighting may be LED, at the option of Developer.
B. Developer shall be allowed a minimum foot-candle level at any location in the shopping center of 3 foot-candles LED (minimum maintained).



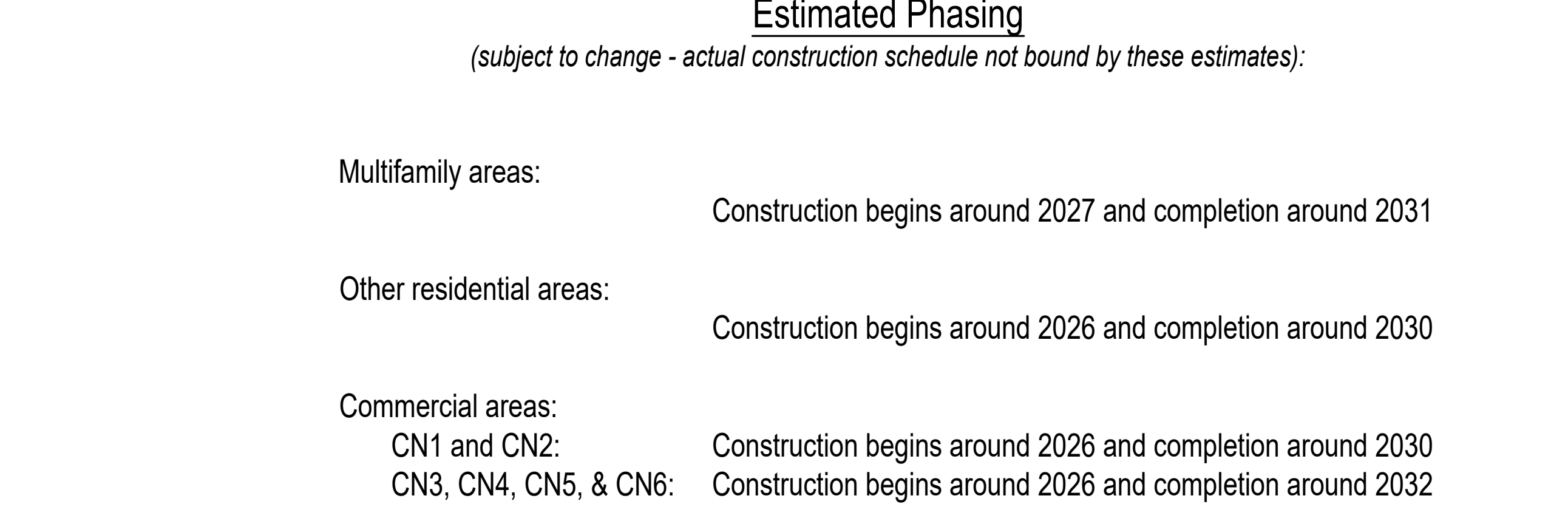
Concept Plan E Scale: 1" = 200'

- C. At Developer's option, maximum to minimum ratio to be no greater than 5:1 for LED, with no point greater than 15 foot-candles.
D. At Developer's option, maximum average to be no greater than 6.0 foot-candles.
E. Site lighting design may utilize fixture/lamp manufacturer's design criteria.
F. LED site lighting optics may utilize "reduce glare optics" and shields.
G. LED fixtures may utilize 4000° K cooler temp.
H. At Developer's option, fixture mounting height to be no higher than 35 feet.
I. At Developer's option, individual wattage per head to be no greater than 10W per foot of above ground pole height.
J. Parking lot lighting may be controlled by timeclock/photoelectric means, rather than wireless control systems, remote, proprietary or lease controls.
K. A 1" conduit with pull string, may be routed from the house panel site lighting controls to the electrical room EMS panel.
L. Parking lot lighting may be powered via 208e (not 480v).
M. Parking lot lighting may have ground mounted hand hole (rated for application at each pole).
N. Parking lot poles may be direct bury concrete poles.
O. Parking lot lighting poles may include break away fuses at each pole.
P. Parking lot lighting poles in parking field may utilize impact protection such as Kellamy are formed with yellow band.
21. Double Frontage Lots. Notwithstanding Section 12.7.3.D of the UDO, double frontage residential lots shall be permitted along Committee Drive.
22. Connectivity Ratio. Notwithstanding Section 12.7.10.D of the UDO, the minimum connectivity ratio shall be 0.60 for the Development.
23. Maximum Height for Commercial Areas. The maximum height permitted is 60' for all principal commercial buildings; however, for each additional two (2) feet of setback added, an additional one (1) foot in height can be added to said maximum.
24. Minimum Stacking Space - Commercial. Notwithstanding Section 9.1.8.C.1 of the UDO, stacking spaces shall be a minimum of eight (8) feet in width by twenty-two (22) feet in length.
25. Loading Spaces - Commercial. Notwithstanding Section 9.1.9.J of the UDO, the required number of loading spaces for 0 sf (gross floor area) - 7,000 sf (gross floor area) buildings is zero (0) and the required number of loading spaces for 7,001 sf (gross floor area) - 39,999 sf (gross floor area) buildings is one (1).
26. Drive Thru Facilities. For the avoidance of doubt, drive thru facilities shall be permitted by right in the commercial areas and shall not be subject to any conditions, including without limitation Sections 8.30.1, 8.30.5, and 8.30.6 of the UDO.
27. Intersections. Notwithstanding Section 12.8.1.D.2 of the UDO, offset intersections shall be allowed for the residential areas (including without limitation the multifamily areas) of the Development (without the need for additional approvals or exceptions), provided that the minimum length between centerlines shall be fifty (50) feet where separate intersections cannot be aligned.
28. Future Connections/Blocks. Section 12.7.10.C.2.a of the UDO shall not apply to the Property; provided that at least one future connection is required for every 2,500 linear feet on any single side of the proposed Development.
29. Multifamily Use. Notwithstanding anything to the contrary in the UDO, including without limitation Appendix I, up to (and including) seven (7) residential units may be grouped in a single building without being considered a multifamily product or being subject to multifamily development standards.
30. Multi-Use Path. The location of the Multi-Use Path shown on the Concept Plan is a current approximation and is subject to change by the Developer, including without limitation through relocation to opposite sides of the roads.

Conditions & Notes F Scale: 1" = 100'



Roadway Sections B Scale: 1" = 5'



Estimated Phasing D

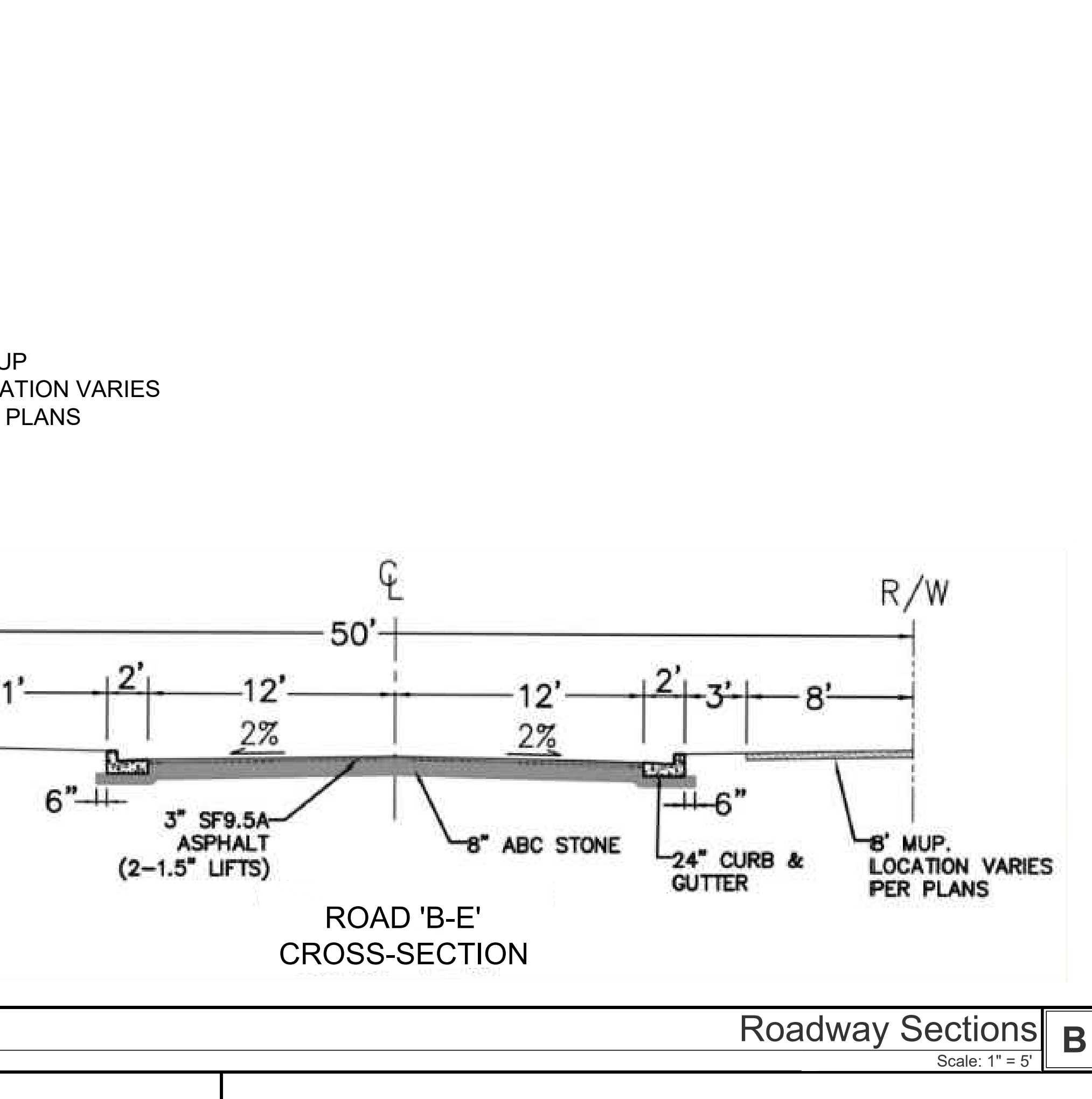
Site Data table with columns for Property Owner, Site Address, PIN #, Acreage, Existing Zoning, Proposed Zoning, etc.

Multi-Family Standards table with columns for Lot Size, Minimum Number of Acres, Minimum Lot Dimensions, etc.

All Residential Standards, Except Multi-family table with columns for Minimum Lot Dimensions (SF), Frontage at the Setback Line, etc.

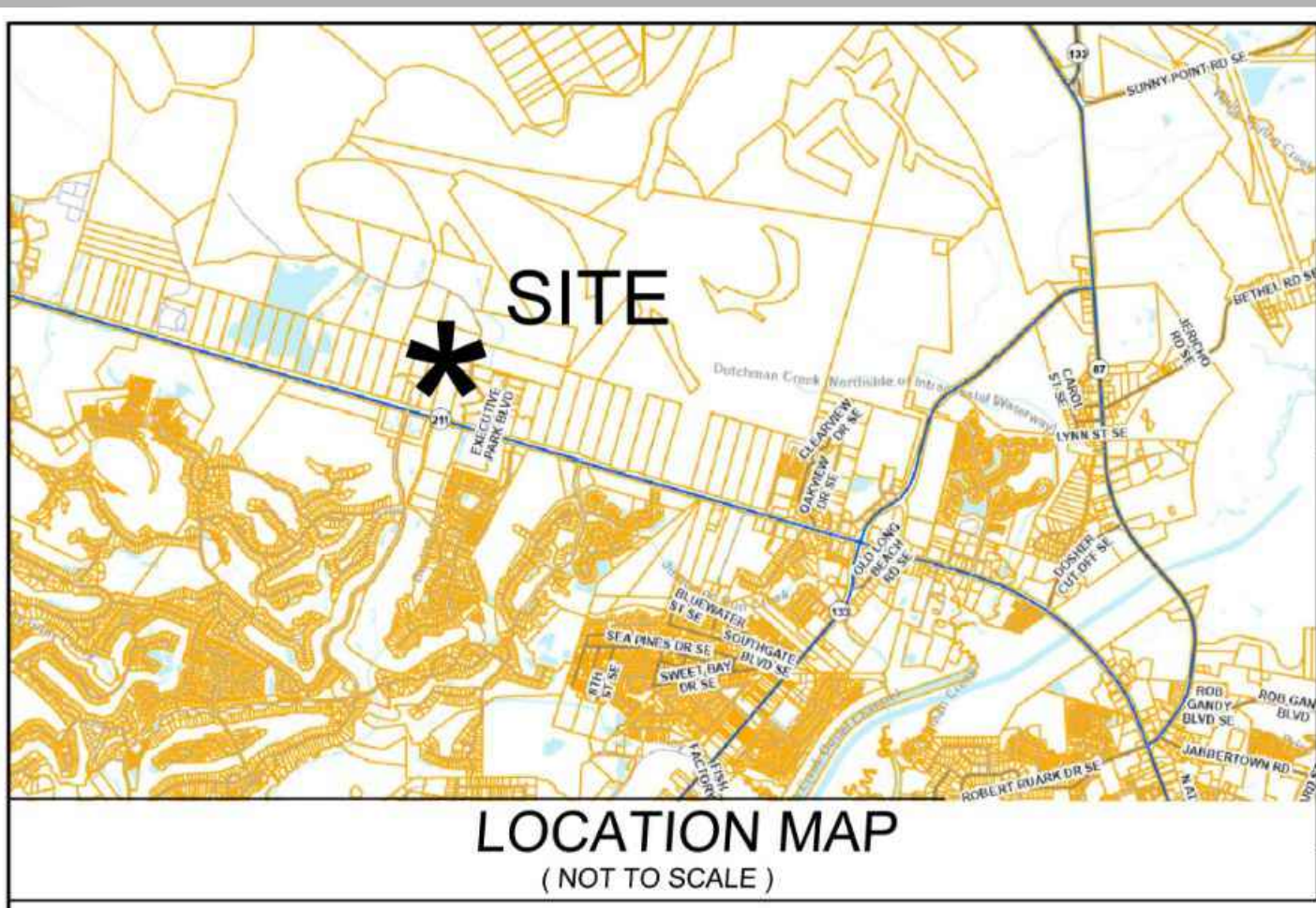
Commercial Neighborhood Standards table with columns for Minimum Lot Area (SF), Frontage at Setback Line, etc.

Site Data C



Key Map A, PROJECT: 024007, DATE: 11.03.2025, REVISIONS: [DATE], DRAWN BY: TC, CHECKED BY: JK, CONCEPT PLAN, CP100

Vertical banner for Cline Engineers PLLC, Tunstall Consulting Engineers PLLC, St. James North Tract BRUNSWICK COUNTY, NORTH CAROLINA, and various professional seals and contact information.



LOCATION MAP  
(NOT TO SCALE)

T&G REAL ESTATE SERVICES INC  
PARCEL #20400045  
DB 3567 PG 230  
LOT 72  
PB "U" PG 9  
ZONING:  
CO-CLD-CZ

T&T VENTURES INC  
PARCEL #20400043  
DB 3732 PG 92  
LOT 71  
PB "U" PG 9  
ZONING:  
CO-CLD-CZ

SOUTHEASTERN HOLDING GROUP LLC  
PARCEL #2040003901  
DB 4905 PG 123  
LOT 70-A  
PB 139 PG 25  
ZONING:  
CO-CI

SOUTHPORT DEVELOPMENT INC  
PARCEL #20400038  
DB 3175 PG 544  
LOT 66  
PB "U" PG 9  
ZONING:  
CO-CI

OLIVER J. & SHIRLEY  
FOWLER  
PARCEL #20400037  
DB 1441 PG 42  
LOT 67  
PB "U" PG 9  
ZONING:  
CO-CI

SOUTHEAST  
BRUNSWICK SANITARY  
DIST  
PARCEL #2040002601  
DB 02463 PG 275  
PB 34 PG 176  
ZONING:  
SJ-CI

GENERATIONS CHURCH  
PARCEL #2040002501  
DB 3954 PG 428  
TRACT B & C  
PB 103 PG 74  
ZONING:  
SJ-CI

T&G REAL ESTATE SERVICES INC  
PARCEL #20400017  
DB 3776 PG 1287  
LOT 18  
ZONING:  
CO-CLD-CZ

Fill Sed. Basin  
CN4  
~ 1.4 Ac.

MF  
~ 17.6 Ac.

CN5  
~ 2.3 Ac.

Right-in  
Right-out  
+ Left-in

~ 2.1 Ac. SCM Pond  
WETLAND  
MUP PATH;  
- REFER TO ROADWAY SECTIONS  
- LOCATIONS TO VARY

Road C (50' R/W)  
CN3  
~ 5.2 Ac.

~ 2.3 Ac. Cell Tower Buffer  
~ 2.3 Ac. SCM Pond  
R4  
~ 5.6 Ac.

WETLAND  
MUP PATH;  
- REFER TO ROADWAY SECTIONS  
- LOCATIONS TO VARY

Comm. Center  
Town Hall  
~ 0.2 Ac. SCM  
~ 0.3 Ac. SCM  
WETLAND

Right-in  
Right-out

R5  
~ 10.3 Ac.

MUP PATH;  
- REFER TO ROADWAY SECTIONS  
- LOCATIONS TO VARY

WETLAND  
MUP PATH;  
- REFER TO ROADWAY SECTIONS  
- LOCATIONS TO VARY

~ 2.0 Ac. SCM Pond  
WETLAND

Signalized Intersection

R1  
~ 16.1 Ac.

R  
(Clubhouse)  
~ 1.7 Ac.

R2  
~ 2.0 Ac.

R3  
~ 3.8 Ac.

Road E (50' R/W)

~ 2.6 Ac. SCM Pond  
WETLAND

~ 1.9 Ac. SCM Pond  
WETLAND

CN1  
~ 8.6 Ac.

~ 0.14 SCM  
WETLAND

Right-in  
Right-out

Committee Dr. (Private)

Road D (50' R/W)

MUP PATH;  
- REFER TO ROADWAY SECTIONS  
- LOCATIONS TO VARY

~ 0.1 SCM  
Brunswick County Public Well

Pump Station  
WETLAND

WETLAND

WETLAND

NC Highway 211  
SOUTHPORT SUPPLY RD SE  
42' PAVED ROAD  
VARIABLE WIDTH R/W  
AS SHOWN ON  
NC DOT PROJECT R. 5031

Right-in  
Right-out

~ 0.1 SCM

WETLAND

WETLAND

WETLAND

WETLAND

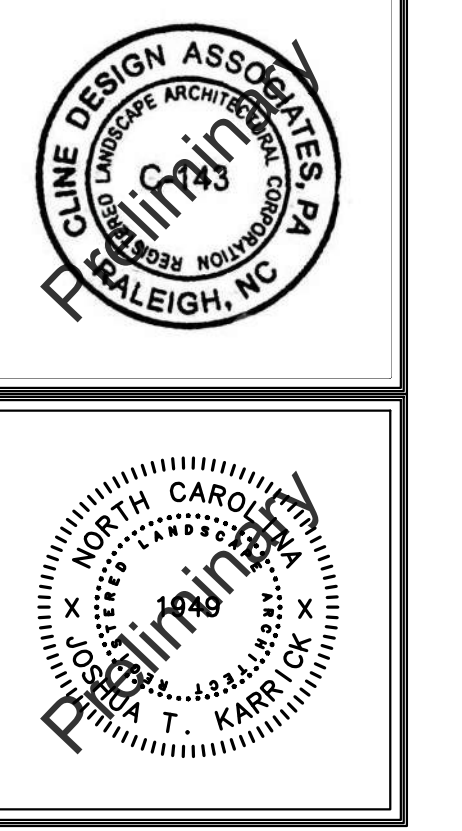
WETLAND

Right-in  
Right-out

CN6  
~ 12.5 Ac.

WETLAND

Committee Dr. (Private)



PROJECT:	024007
DATE:	11.03.2025
REVISIONS:	DATE

DRAWN BY: TC  
CHECKED BY: JK  
CONCEPT PLAN

