

Exhibit C

EL CIDRO

Final PAD

JUNE 2018

629.97 Gross Acres

Located Between Lower Buckeye Road, MC-85,
Cotton Lane, and Citrus Road

Development Team

Applicant

Beus Gilbert PLLC
701 N. 44th Street
Phoenix, AZ 85008
Phone: (480) 429-3030

Contact: Jeffrey Blilie
jblilie@beusgilbert.com

Owner/Developer

BET Investments, Inc.
5506 E. San Miguel Avenue
Paradise Valley, AZ 85253
Phone: (480) 563-3891

Contact: Scott Moore
smoore@betinvestments.com

Planning/Engineering Firm

Coe and Van Loo Consultants, Inc.
4550 N. 12th St.
Phoenix, AZ 85014
Phone: (602) 285-4752

Contact: Ryan Weed
rweed@cvlci.com

1) INTRODUCTION

The current influx of population to Maricopa County, Arizona, especially in the incorporated City of Goodyear, has brought greater demand for residential housing. Currently, Maricopa County is the 14th largest and 4th most populous county in the United States. The County has roughly 3.2 million people within its jurisdiction. Goodyear, with its availability of open and urban land, is a beacon for County home buyers and urban growth.

In 2003, the City of Goodyear had a population of 31,889 persons, a 257% increase in population since 1995. The County projects that by the year 2025, Goodyear's population will have increased more than 700%.

In response to the current and future residential demands within the city of Goodyear, BET Investments requests approval of El Cidro, a planned area development focused on aesthetics, diversity, mobility, and open space.

2) PROPOSAL

This is a request to rezone 629.97 gross acres in the City of Goodyear to a Planned Area Development (PAD). This proposal encompasses a large number of acres found within Sections 23, 24, and 26 in Township 1 North, Range 2 West, of the Gila and Salt River Base and Meridian, Maricopa County, Arizona.

El Cidro proposes the following land uses, as depicted in the Land Use Plan dated May 15, 2018:

1. Low Density Residential (LDR1-LDR3): There are seven low density residential parcels (Parcels 1A, 1B, 1C, 1D, 1E, 1F and 4) consisting of 275.83 gross acres.
2. Low-Medium Density Residential (LDR4): There are two low-medium density residential parcels (Parcels 2 and 5) consisting of 35.53 gross acres.
3. Commercial (COM): There are two COM parcels (Parcels 6 and 7) consisting of 34.96 gross acres.
4. Industrial (IND): There is one IND parcel (Parcel 7) consisting of 162.99 gross acres.
5. Multi-Use (MU): There is one MU parcel (Parcel 3) consisting of 17.3 gross acres.
6. SR-303 Right-of-way: There is one parcel (Parcel 9) which the City of Goodyear has acquired for the future SR-303 consisting of 103.37 gross acres. In addition to being identified as right-of-way for the future SR-303, this parcel will also be designated with various land uses, comparable to the adjacent land uses within El Cidro. Note the total acreage for Parcel 9 also includes the Flood Control channel property within Parcel 9.

El Cidro proposes an overall gross density of 2.13 dwelling units per acre with a maximum residential unit count of 1,344 (using the gross acreage of the entire project). This project is consistent with the goals and objectives established by the City of Goodyear, and will serve as a supporting residential land use area for neighboring employment opportunities.

The proposed development emphasizes design, sustainability, and community identity. Thoughtful consideration of the development's land use, housing, and landscape components has resulted in the conception of a distinctive project, designed to provide the community with an exceptional development that will continually increase property values over time.

3) LOCATION AND EXISTING CONDITIONS

El Cidro is generally located north of Broadway Road, south of Lower Buckeye Road, west of Cotton Lane, and east of Citrus Road. No significant topographic features exist on the property. Topography elevations run between 935 to 905 feet, and most of the land is vacant or under agricultural use.

The site is in the City of Goodyear, Maricopa County, Arizona. The county assessor's parcel numbers for the cumulative properties that make up El Cidro are as follows: 500-06-017; 502-43-028; 502-43-027; 502-43-026; 502-43-022-A; 502-43-022-B; 502-43-022-F; 502-43-021-C; 502-43-023-G; 502-43-025-G; 502-43-025-D; 502-49-020-H; 502-49-020-J; 502-49-020-M; 502-49-020-L; 502-49-020-N; 502-43-025-E; 502-43-023-F; and 502-43-025-H.

4) GENERAL PLAN

El Cidro entails four different types of general plan designations, according to the City of Goodyear 2003 - 2013 General Land Use Plan. The designations and accompanying definitions are as follows:

- **Low-Density Residential (LDR):** Detached single-family residential housing. Housing density ranges from 2.0 - 4.0 du/ac, with the baseline density as 2.0 du/ac. The development should use local and collector road access/mobility.
- **Low-Medium Density Residential (L-MDR):** Includes small lot attached and detached single-family homes, town homes, and patio home developments. Development should have a density range of 4.0 – 6.0 du/ac, with the baseline density of 4.0 du/ac.
- **Community Commercial (CC):** Service-oriented businesses that serve a three- to five-mile trade area. Personal convenience service parcels should not exceed 20 acres. It must have access to major and minor arterial roadways.
- **General Industrial (GI):** Intensive manufacturing operations containing acceptable quantities of hazardous materials. Industrial uses should be isolated from

residential uses and extensively buffered with light industrial land uses. This category does not permit residential use of any kind.

I. Residential

The General Plan designation of LDR encompasses Parcels 1A, 1B, 1C, 1D, 1E, 1F, 4, 5 and certain portions of Parcel 2. These parcels consist of approximately 283.94 net acres with a maximum residential dwelling unit count of 1,194. The proposed net density for this land use is 4.21 du/ac.

The net density for the single-family units was calculated according to the City of Goodyear 2.3.4 Residential Density Determination. All arterial rights-of-way, commercial acreages, and school sites were removed from each residential parcel. The SR-303 was also excluded from all area calculations as required by the City's second review comments.

The baseline density for this land use is 2.0 du/ac. In order to achieve a higher density than the baseline density, the General plan states that the development proposal must include facilities and/or amenities that support Goodyear's desired community character and vision. The facilities and amenities that comply with the general plan will be addressed toward the end of this section, as there are other land uses that will also comply with the same criteria.

The General Plan designation of L-MDR encompasses a portion of Parcel 2 and all of Parcel 3 in the El Cidro development. These parcels consist of 30.18 net acres with a maximum residential dwelling unit count of 150. The proposed density for this land use is 4.97 du/ac. The proposed density range for this land use is 4.0 – 6.0 du/ac, with 4.0 du/ac as the baseline density.

El Cidro proposes an overall net density of 4.28 du/ac (using the net acreage of the Residential parcels).

El Cidro will provide amenities that support Goodyear's desired community character and vision through increases in open space, recreational amenities, housing elevation choices, and transportation corridors. The following explains the justification for the overall proposed net density of 4.28 du/ac:

- A. Open Space: In compliance with PAD guidelines for open space in the General Plan, El Cidro will provide a minimum of 15%, or 49.3 acres, of the residential area as open space. The total amount proposed to be provided is 22%, or 72.3 acres. Most open space will lie within retention basins with the exception of 6.7+ acres used for amenities such as pools or tot lots that will remain high and dry.

Landscaped tracts will be adjacent to residential lots along arterial, collector, and local roads.

Amenities such as trails, tot lots, ramadas, and sand volleyball courts dispersed throughout the development will provide a basis for density bonuses. For more detail on-site amenities, refer to section nine of this document.

- B. Community Diversity: The home builder will submit a minimum of five single-family detached home floor plans, five housing elevations, and three color schemes for approval. Three landscape packages will also be offered, which will be selected by the purchaser and installed before certificates of occupancy are issued. This diversity will increase the uniqueness of the project, and provide economic and aesthetic sustainability to the community.
- C. Community Identity: Entry features will be the first prominent focal point in the community. They will provide residents and visitors alike with a comforting sense of home. Many entry ways have been designed to terminate at open spaces, providing a sense of arrival and openness for all persons in the community.

The entry features will adhere to City of Goodyear Design Standards. El Cidro includes 10' beautifully landscaped tracts along all arterial ingress/egress points, as well as incorporating 10' landscape tracts along many collector and local streets.

- D. SR-303: The SR-303 alignment may be viewed by the City of Goodyear Community Development Director as an appropriate amenity that helps add to the City's vision of land use and transportation. BET Investments has been very patient with the alignment process of the 303, and has taken many measures to accommodate the City in its need for future transportation corridors.

Note: El Cidro is part of the Roosevelt Irrigation District. The district supplies irrigation water to approximately 13,000 acres of land, comprising 15% of the planning area in the City of Goodyear.

II. Commercial

El Cidro has a total of 34.96 gross commercial acres spread among two parcels. This amount of commercial acreage is more the adequate to serve the El Cidro project, especially considering the large commercial center currently under development just 1 mile north of the El Cidro project at the NEC of Yuma Road and Cotton Lane. According to the General Plan Policy A-2I, "the City shall support the inclusion of neighborhood commercial nodes at a maximum size of 20 acres within master planned areas, compatible in scale and mass to existing or planned development, where arterial/collector roads intersect."

Parcel 6 includes 8.21 gross acres of community commercial use surrounded by the SR-303. Parcel 8 includes 26.75 gross acres just south of the Union Pacific Railroad along MC-85.

All of the Commercial parcels shall be developed in compliance with the City's C-2 zoning designation. Please see the Development Standards section for more technical information on commercial standards.

III. Industrial

Due to market demands for industrial property in this region of the City, El Cidro shall contain 162.99 gross acres of industrial land use on the current Rubbermaid property and the southeast tip of the newly acquired Las Brisas property, designated as Parcel 7. The General Plan allocates these properties as GI, LDR, and CC. The portion of the parcel located north of Broadway Road is designated GI, zoned I-2, and the new property is LDR, zoned AU. The portion of the parcel located south of Broadway is designated CC, but zoned I-2.

The City has acquired 30.29 gross acres (a portion of Parcel 9) for the future SR-303. The NWC of the former Rubbermaid parcel is proposed to have 12.92 gross acres of LDR use, which will abut the north side of the SR-303. According to the General Land Use Policy A2-i, the "City shall encourage the use of the land adjacent to existing rail corridors for light and general industrial employment uses that are appropriately buffered from adjacent residential uses." A portion of Parcel 1C is located on the 12.92 acres of the northwest corner of the Rubbermaid property. This residential use complies with the Land Use Goals, Objectives and Policies in the General Land Use Plan in that the SR-303 is a buffer between the two land uses.

5) CIRCULATION

El Cidro is serviced by Lower Buckeye Road to the north, Cotton Lane to the east, Elwood Road to the south, and Citrus Road to the west. In the City of Goodyear General Plan, these streets are classified and proposed as follows:

- The Cotton Lane alignment is the site of a Proposed Freeway/Parkway (SR-303) with a right-of-way of 300'. Cotton Lane south of the 303 right-of-way along Parcel 6 is classified as a major arterial with a 130' right-of-way. It is also classified as a truck route.
- Lower Buckeye Road is classified as a 110' right-of-way arterial with a proposed equestrian multi-use trail. Traffic interchanges are proposed from the SR-303 to this road.
- Elwood Road is classified as an existing major arterial and truck route east of Cotton Lane, with a 130' right-of-way. It is also proposed to have a bike lane that transects the PAD.

- Maricopa County Route 85 is located along the southern boundary of El Cidro. It is a Major Arterial with a right-of-way of 130', as well as a Road of Regional Significance (RRS). It is also classified as a truck route. The Southern Pacific Railroad runs along its northern boundary. A bike lane and multi-use trail are also proposed.
- Citrus Road is classified as a 110' arterial.

These roads serve as part of the regional arterial network providing mobility within the urban area of Goodyear. El Cidro enjoys a strategic location and is served by major thoroughfares. Regional access to the site can be gained from the I-10 Freeway located approximately two miles north, and the SR-303 that runs along Cotton Lane transecting the development.

The El Cidro internal street system shall be designed with a combination of short/long blocks and cul-de-sacs emphasizing accessibility and street networking, as well as connectivity to adjacent PADs. A roundabout is planned for the intersection of Elwood Road and 173rd Avenue, to keep traffic speed at appropriate levels, as agreed upon between staff and developer.

For Parcels 4 and 5 a preliminary meeting was set up with the adjacent neighbors prior to the original submittal. This development has incorporated many of their ideas on the street connectivity/layout in those parcels. Their approval on the design has allowed these parcels to move forward in the development process. Two additional neighborhood meetings for the entire project have been held. One meeting was required by the city; the other was to ensure all people impacted by this development would be able to review, comment, and provide input on the project.

The primary entrances to the single-family units in Parcels 1A, 1B, 1C, 1D, 1E and 1F are from a 60' minor collector road that connects to Citrus and Lower Buckeye Roads. Parcel 4 connects to the Lower Buckeye Road arterial and the access road along the Cotton Lane frontage road. Parcel 5 has two ingress/egress points - one off of Elwood Road and the other from Parcel 4.

It should be noted that the developer will be responsible for half-street improvements adjacent to all parcels along Lower Buckeye Road, Cotton Road, Citrus Road and Elwood Road. A local connection was proposed off of the Citrus Road arterial above Parcel 1B, primarily for access of the county island residents, but has now be replaced with a half-street cul-de-sac that will be built from "In Lieu" payment to the City.

The SR-303 is part of the Freeway Development Overlay District as specified in Article 9 of the Goodyear Zoning Ordinance. The purpose of this Overlay District is to provide the appropriate and necessary off-site and on-site improvements to protect and enhance the livability of properties near the SR-303. All residential development and noise sensitive land uses located within 500 feet of the SR-303 must comply with the overlay district. Further discussion and negotiation with city officials shall determine the degree to which compliance occurs.

Currently, the developer will be adding a 6' theme wall along Parcels 1C, 1E and 1F. The developer will also provide connectivity to the eastern parcels of El Cidro, and vice versa, through the extension of Elwood Road connecting to the minor collector in all or certain portions of Parcels 1A, 1B, 1C, 1D, 1E and 1F.

Abatement measures are generally not required for new commercial and industrial developments. The SR-303 is in a preliminary design stage in which no freeway alignment has been finalized by the Arizona Department of Transportation (ADOT). However, the City has acquired Parcel 9 with the intention of having ADOT locate SR-303 within such right-of-way.

Due to the lack of determinations for the SR-303 alignment, no sound attenuation plan will be submitted, nor any sound walls be constructed. Residential units will be built adjacent to the proposed freeway alignment. The General Plan also states in Policy A-1c that the City shall collaborate with MAG and other affiliates to ensure that a 300' to 350' right-of-way is preserved for the development of the SR-303. The current design proposal of the SR-303 has a minimum right-of-way of 400'.

According to the General Plan Policy B-2b, the SR-303 corridor is to serve as a bus rapid transit route with a conceptual park-and-ride facility located proximate to the northeast corner of the MC-85 and SR-303.

In addition to single-occupancy vehicles, City transportation will be furthered through the addition of bus bays placed at each monumented entrance, as well as each direction on the corners of Elwood and Cotton Lane in the El Cidro development. Two bus bays will be constructed northbound on Citrus Road and eastbound on Lower Buckeye Road.

The overall street design discourages non-resident traffic and allows access to neighborhood trails and amenities. It is anticipated that all streets will be public with no gated entries. In the event there are private interior roadways, such roadways will be maintained by the HOA. All public roadway improvements associated with the proposed development shall be designed and built to City standards.

6) UTILITIES AND GRADING

I. Water and Sewer

Water and sewer services will be provided by the City of Goodyear. Development of the water and sewer infrastructure shall comply with City standards in effect at the time of submittals.

The following is the anticipated water and sewer infrastructure needed to serve El Cidro.

A 16" waterline will be installed along Lower Buckeye Road. From Lower Buckeye Road, a 30" waterline will extend south and connect to an approved 24" waterline along the MC-85 road alignment. The 24" waterline shall be installed in MC-85 from Cotton Lane to Parcel 7. Extending west from the intersection of Cotton Lane and Elwood Road, a 16" waterline transects the SR-303 alignment into El Cidro, where a 12" waterline will follow the minor collector alignment west and connect to a proposed 16" waterline running north/south along Citrus Road.

West of Parcel 3 is a water campus owned by the City of Goodyear, and to the south of that is a 16" existing water line that will not be used in this development. The on-site water mains are anticipated to be 8" in size.

For the sewer along Lower Buckeye Road, an 18" line will extend 300' east from the northwest corner of the property along that road to an existing man-hole. Extending south to a 54' sewer tie-in located at the intersection of Cotton Lane and Elwood Road, a 30" sewer line will be installed. Parcels 4 and 5 will discharge to the 54" sewer line in Elwood Road.

From the intersection of Cotton Lane and Elwood, an 18"/12" sewer line will also transect Parcels 1A, 1B, 1C, 1E, 1F and certain portions of 1D following the minor collector alignment to Citrus Road. From this line, off-site flows will be picked up from the surrounding Las Brisas, Citrus Ridge, and Levinson properties. The on-site sanitary sewer mains are anticipated to be 8" in size. Citrus Road will have an 8" sewer line that will connect to the 8" line attached to the Las Brisas Lift Station. An 8" line shall be extended from the Rubbermaid lift station to Parcel 7.

II. Utility Providers

The utilities will be provided as follows:

- Electric: APS
- Telephone: Qwest
- Natural Gas: Southwest
- Cable: Cox Communications
- Solid Waste: City of Goodyear

III. Grading and Drainage

In terms of grading and drainage, the site is mostly flat. From the highest point to the lowest point of the project, there is a difference of 30 feet. Regional drainage runs in a southwesterly direction.

Parcels 1A, 1B, 1C, 1D, 1E, 1F, 2, 3, 4 and 5 will continue to follow the regional drainage patterns. The Flood Control District of Maricopa County has acquired property through EL Cidro for the conveyance of upstream storm drainage.

On site retention shall comply with City standards in effect at the time of submittal. The site will maintain the existing drainage patterns and the ultimate outfall location will remain in the southwest corner of the property.

7) COMMUNITY FACILITIES AND SERVICES

I. Schools

Elementary: Avondale Elementary School District #44 (Avondale Middle, Centerra Mirage, Desert Star, Desert Thunder, Lattie Coor, Michael Anderson, Pioneer, and Wild Flower)

High School: Agua Fria Union High School District #216 (Agua Fria High School, Desert Edge High School, and Millennium High School)

According to the Avondale Elementary and Aqua Fria Uion School Districts, students shall go to the following schools:

- a. Children in grades K-8 will attend Desert Star School located at 2131 South 157th Drive until the planned elementary LaJolla Vista School is built.
- b. High school students shall attend Verrado High School until the planned high school #5 is completed.

II. Parks

Goodyear Community Park is located at 3151 N. Litchfield Road, Goodyear, AZ 85338. This site is north of I-10 at the northeast corner of Litchfield and Thomas Roads. Goodyear Community Park is a 27-acre park with the following Phase I amenities: Two softball fields, one little league field, three ramadas with barbecue grills, concession stand, ball field restrooms, playground, tot lot, walking trails, five drinking fountains, plaza, and open space park.

Phase II of the park will include the following additions: Tennis, basketball, and volleyball courts, skate park and children's water splash park.

Estrella Mountain Regional Park, operated by Maricopa County but within the city limits, is located two and a half miles south and two miles east of El Cidro, directly south of the Gila River. This park includes 33 miles of trails for mountain biking, horseback riding, and hiking. It features a competitive mountain bike track. A 65-acre recreational area includes playground equipment, volleyball areas, and picnic areas with ramadas. The City of Goodyear plans to link its trail system to the park in the future.

The Gila River, directly two miles south, is being studied by the Flood Control District of Maricopa County. This research is part of the El Rio Water-Course Master Plan. This plan will restore much of the Gila River to its original state 100 years ago, offering potential recreation areas, flood control, and increased housing prices.

III. Libraries

There are no libraries currently in the City of Goodyear. The residents of El Cidro can use the Litchfield Park Branch Library at 101 West Wigwam Boulevard, Litchfield Park or the Avondale Public Library at 328 West Western Avenue, Avondale.

The Goodyear General Plan proposes a City library at the northwest corner of Yuma Road and Estrella Parkway. This location is one mile north and two miles east of El Cidro.

IV. Golf Courses

The Palm Valley Golf Course is located at 2211 North Litchfield Road, one-quarter mile north of McDowell Road.

The Estrella Mountain Golf Course is located at 15205 West Vineyard Road, Goodyear (southeast corner of Estrella Parkway and Vineyard Road).

V. Airports

Phoenix-Goodyear Airport is located on 803 acres between Estrella Parkway and Litchfield Road, approximately three miles west of El Cidro. The airport is classified as a reliever airport for Sky Harbor International Airport, which is approximately 25 miles west of this PAD.

VI. Police and Fire Protection

The Goodyear Police Department is located at 119 North Litchfield Road. It is approximately five miles east and one mile north of the El Cidro.

Goodyear Fire Department Station #1 is located approximately six miles west and three miles south El Cidro. A fire station is proposed as part of the PAD, located one-half mile west on Dunlap Road.

VII. Hospitals

The West Valley Hospital is located at 13677 West McDowell Road, Goodyear. It is approximately one-quarter mile east of Litchfield Road.

8) DEVELOPMENT STANDARDS

I. Residential

The uses identified within this Planned Area Development (PAD) will comply with the requirements of the City of Goodyear PAD Zoning Ordinance, except as modified by this document. The Development Standards allow for a Flexible Development (Section 3-5-4) within the PAD, which is consistent with the Goodyear General Plan.

The maximum number of residential units allowed within El Cidro shall be 1,344. The residential development standards for El Cidro are described as follows:

RESIDENTIAL DEVELOPMENT STANDARDS									
Land Use Category	Typical lot area (SF)	Min. Width (ft)	Min. Depth (ft)	Max Bldg. Height (ft)	Min. Yard Setbacks			Street Side Total (ft)	Max Lot Coverage
					Front (ft)	Rear (ft)	Side (ft)		
LDR1	7,200	60	120	30	10 ^c	20	5'/5'	10 ^a	60%
LDR2	6,325	55	115	30	10 ^c	20/18 ^b	5'/5'	10 ^a	60%
LDR3	5,750	50	115	30	10 ^c	20/18 ^b	5'/5'	10 ^a	60%
LDR4	3,800	40	95	30	10 ^c	10	5'/5'	0 ^e	TBD ^d
MU	1,440	24	60	30	10	10	Attached	0 ^e	TBD ^d

^a Exempt when residential lot is adjacent to a landscaped tract at least 10 feet wide.

^b 20 foot setback applies to lots with two-story homes/18 foot setback applies to lots with single-story homes.

^c1) From right-of-way to side facing garage, or forward living space, or porch.

2) No encroachments will be allowed in the 10' setback.

3) Front facing garages shall be 20' from the back of walk (sidewalks are detached).

^dTo be determined.

^eSubject to PUE requirements

II. Commercial

The Commercial parcels shall be developed in accordance with the City's C-2 standards in effect at the time of site plan submittal and the project shall be designed utilizing the City's then-current General Commercial Design Guidelines. The principally permitted, conditionally permitted and accessory uses allowed within the Commercial parcels shall be those uses that are allowed under the City's C-2 zoning district. The Commercial parcels will add some site amenities in the form of a plaza, courtyard, sitting area with trees for shade, and a water or planter feature that reflects the theme of the commercial district and the City of Goodyear. The main entrance into the commercial district shall be landscaped with plants and include sidewalks for pedestrian access.

III. Industrial

The City of Goodyear General Plan under Policy C-1d shall develop and adopt a redevelopment policy for commercial and industrial centers that addresses incentives and partnerships for renovating buildings and attracting investments to blighted or vacant areas.

In this particular area of El Cidro is the Rubbermaid plant. It is surrounded by vacant land and sits at the northwest corner of MC 85 Highway and Cotton Lane.

The Industrial parcel shall be developed in accordance with the City's I-2 standards in effect at the time of site plan submittal. The principally permitted, conditionally permitted

and accessory uses allowed within the Industrial parcel shall be those uses that are allowed under the City's I-2 zoning district.

The Industrial parcel will also reflect the theme, material, color and architectural style of proposed commercial/retail and industrial uses.

IV. Multi-Use

The City and the developer recognize that the presence of the future SR-303 makes it difficult to plan the development of certain parcels within the project, the most problematic being Parcel 3. In order to provide the developer with flexibility and the ability to develop the Parcel in accordance with market demands, Parcel 3 shall be designated as Multi-Use. This Multi-Use designation will allow for a variety of uses, including residential, commercial and office.

Residential development within the MU parcel shall be in accordance with the residential standards described herein.

Commercial development within the MU parcel shall be in accordance with the commercial standards described herein.

Office development within the MU parcel shall be in accordance with the City's C-O zoning district standards in effect at the time of site plan submittal.

In the event a use for the MU parcel is permitted both within the City's C-O zoning district and the City's C-2 zoning district, then the City's C-2 zoning district development standards shall apply.

Note: The developer will adhere to the City of Goodyear development and design standards for Single-Family, Commercial, and Industrial uses.

V. 303 Right-of-Way

Pursuant to the El Cidro Development Agreement, the City acquired 80.443 acres from BET to set aside for the future SR-303. When added to the existing right-of-way underlying the proposed alignment for the SR-303, the City owns a total of 103.37 acres within the El Cidro PAD (Parcel 9). In order to allow any excess or unused right-of-way to be developed or sold for development by the City without having to go through a re-zoning process, the entire Parcel 9 has been identified on the Land Use Map using the candy-stripe coloring and the designation of "City of Goodyear Property." The land uses for Parcel 9 include Multi-Use, Residential, Commercial and Industrial, as well as being designated as SR-303 right-of-way. In the event Parcel 9 or portions thereof are developed, rather than used as right-of-way, the development standards shall be those identified herein for the applicable land use.

9) LANDSCAPE PLAN/WALL DESIGN

The El Cidro PAD provides an inviting landscape theme that encompasses landscaped tracts, pedestrian trails, and turfed areas.

El Cidro will feature the minimum following amenities:

- 6 tot lots
- 8 ramadas with barbeque grills and picnic tables
- 2 sand volley courts
- 2 half-court basketball areas
- Large trail system with benches
- Extensive open-play areas

Subdivision identification will be monumented. There will be two entry monuments along Lower Buckeye Road at the entrances to Parcels 3 and 4. A monument will also be located at the ingress/egress point along Citrus Road between Parcels 1A and 1B, and at the main entrance to the project between Parcels 1E and 1C along Elwood Road. The monuments will adhere to the City of Goodyear Design Standard for all entry monumentation.

In addition to entry monumentation, the perimeter walls of each parcel will be broken up by pillars every 120', or second lot line. The pillars' color will be determined by the developer, and submitted for City approval.

A ten-foot landscape tract will be along all major, adjacent arterials. The perimeter, rear, and side walls of lots shall be 6' in height as measured from the high side elevation. Exceptions to this height are the retaining or screen walls, dependent upon location and necessity. All lots backing open space will have view fencing to provide visual open space and more security, as per the wall plan.

The open space, as well as the front yards of residential lots, will be planned with Xeriscape to meet the landscape concept for the City of Goodyear. The builder will be responsible for all landscaping of residential front yards. Landscape package options will be submitted to the City for staff approval. Landscaping will consist of a minimum of three trees, shrubs, and groundcover as depicted in the Enhanced Landscape Package exhibit dated June 6, 2018. The landscape plan and wall design for El Cidro will adhere to the City of Goodyear Design Guidelines for single-family, commercial, and industrial uses.

Per the City's first review comments of El Cidro, the size of the area between the curb and sidewalk will increase to 4.42' by placing the sidewalk one foot into the PUE. Sidewalks will be detached, and the 20' front setback right-of-way will not be affected.

10) ARCHITECTURAL GUIDELINES

The proposed homes and single-family attached units will be made of high-quality material and architectural features to ensure long-term use and protected land value. The builder will submit

color palettes for roof materials, dwelling units, accessory structures, and all other items associated with the development. As mentioned above, a minimum of five floor plans, five elevations, and three color schemes will also be submitted by the builder for City approval.

At this time, architectural guidelines have not been fully established. The developer is willing to work with the City to establish architectural guidelines that will enhance the City's goals and vision, in making this an exceptional development. The CC&R's will be used as a template for providing a variety of housing alternatives.

11) DEVELOPMENT PHASING

El Cidro will be constructed in phases. The planned first phase will consist of single-family detached units, with commercial and industrial development following. Construction is anticipated to commence with the approval of the final plat and improvement plans. Ultimate development schedule is contingent upon the prevailing market and economic conditions, absorption rates and industry factors at the time of consideration.

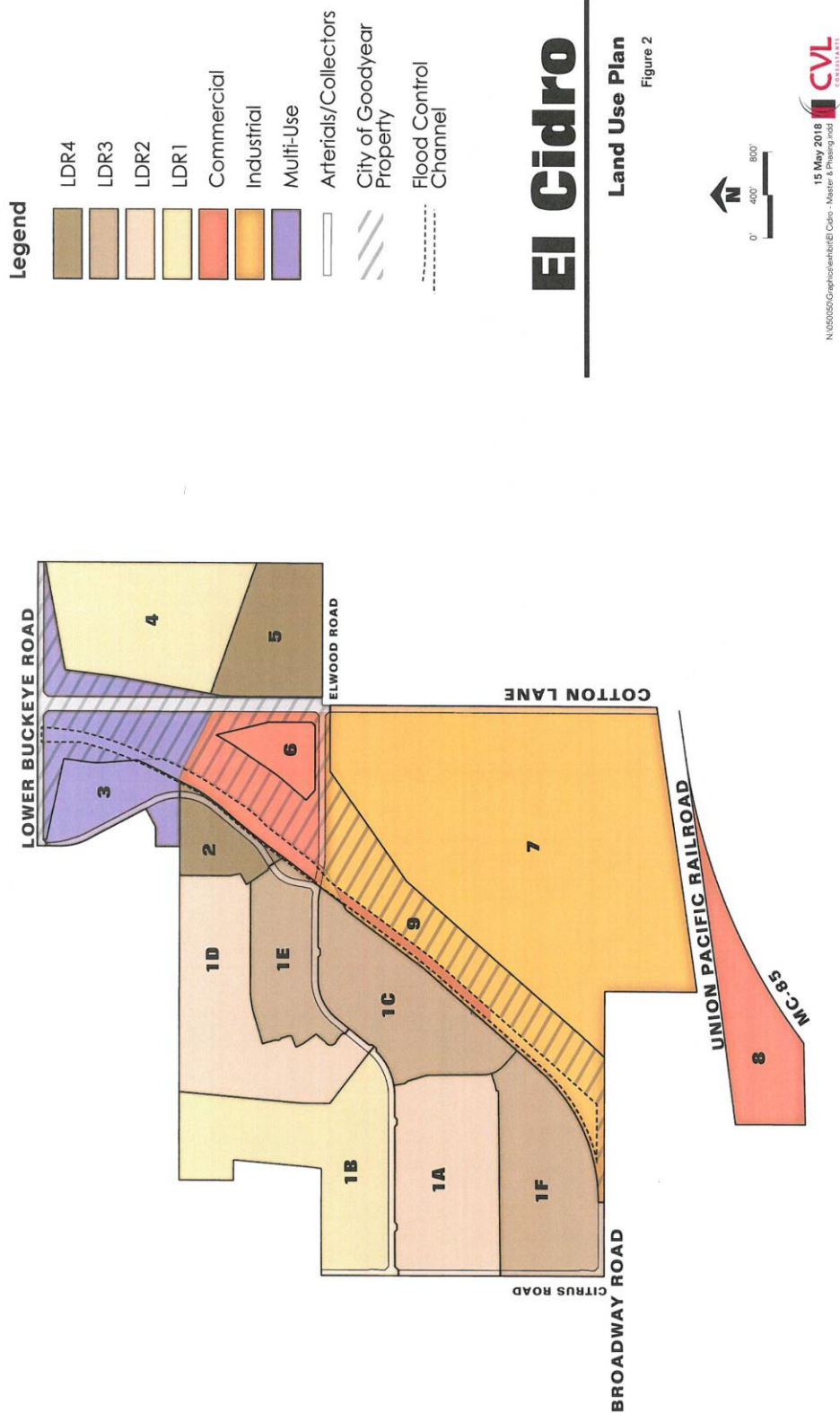
12) COVENANTS, CONDITIONS, AND RESTRICTIONS

A set of Covenants, Conditions, and Restrictions (CC & R's) will establish a master homeowners' association (HOA) that will be responsible for the maintenance of the perimeter theme walls, signage, landscape buffers and landscaping in all common areas and rights-of-way.

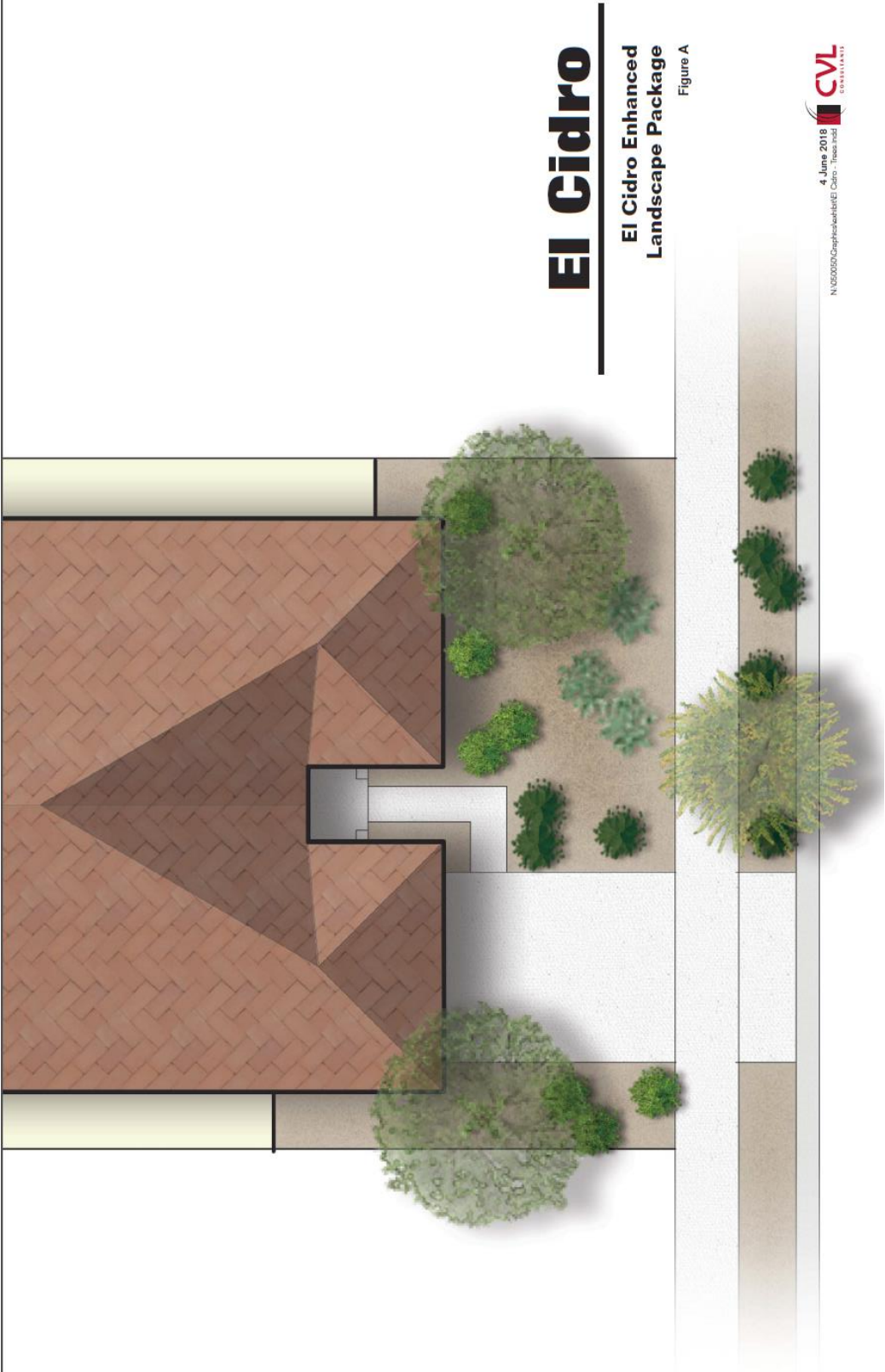
13) CITIZEN REVIEW PROCESS

Two neighborhood information and product review meetings have been conducted prior to the original submittal. Notice of these meetings was sent to all property owners within 500 feet of the property line, appropriate neighborhood associations, and the City of Goodyear. The current layout has incorporated many desires of the county landowners. Sensitivity to their needs has been addressed, and continued care will be taken if more concerns arise.

EL CIDRO LAND USE PLAN



EL CIDRO ENHANCED FRONT YARD LANDSCAPING EXHIBIT



El Cidro

El Cidro Enhanced Landscape Package

Figure A