

CALIFORNIA COASTAL COMMISSION
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March 21, 1996

TO: COMMISSIONERS AND INTERESTED PERSONS

FROM: CHARLES DAMM, SOUTH COAST DISTRICT DIRECTOR
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BILL PONDER, COASTAL PLANNER, SAN DIEGO AREA OFFICE

SUBJECT: STAFF RECOMMENDATION ON MAJOR AMENDMENT 1-96C (Carlsbad Ranch) TO
THE CITY OF CARLSBAD LOCAL COASTAL PROGRAM-MELLO II LCP AND AGUA
HEDIONDA LUP: (For Public Hearing and Possible Action at the
Meeting of April 9 - 12, 1996)

SYNOPSIS

SUMMARY OF AMENDMENT REQUEST

The proposed amendment revises the Land Use Plan (LUP) text and maps of the Agua Hedionda and Mello II segments of the Carlsbad Local Coastal Program (LCP). Also proposed are amendments to the LCP Implementation Plan (IP) which consist of zone changes as well as text amendments to the Carlsbad Ranch Specific Plan and the Coastal Agricultural Overlay Zone. These amendments are proposed to make the General Plan, Zoning, and Carlsbad Ranch Specific Plan consistent with the LCP.

The proposed amendment modifies the certified land use and implementation plans for the Mello II segment regarding 423.5 acres on the north side of Palomar Airport Road, south of the future extension of Cannon Road, and east of Paseo Del Norte known as the "Carlsbad Ranch" to allow the development of office, research and development, related light manufacturing, commercial, hotel/timeshare, destination resort, golf course, agriculture, a vocational school campus and Legoland Carlsbad. The above uses would take place within 19 planning areas.

The City proposes to modify the Mello II LUP as follows: (1) Revise Policy 2-1 (Conservation of Agricultural Lands) to apply it to the area of the Carlsbad Ranch within the agricultural preserve with the exception of approximately 52 acres to be retained for agricultural use; this policy allows conversion of approximately 301 acres of agricultural lands on the Carlsbad Ranch to urban uses if adequately mitigated and (2) provide that any acreage under the control of a public entity for use as public recreation or open space will be exempt from Policy 2-1. This would allow the proposed golf course to be exempt from the agricultural mitigation program. The amendment also allows development of agricultural lands previously under Williamson Act Agricultural Contract provided compliance with the LCP's agricultural conversion mitigation requirements is achieved.

Amendments to Mello II LUP Policy 2-2 (Carlsbad Ranch "Mixed-Use" development include (1) a provision that development of land within the agricultural preserve be subject to approval of a LCPA and compliance with Policy 2-1 and (2) Reducing the structural setback from 50 feet to a minimum of 25 feet from the adjacent agricultural area. Revision #1 to this policy serves to tie the requirements of Policy 2-1 to the areas of the Carlsbad Ranch not allowed to develop under the Carlsbad Ranch "Mixed-Use" development policy. Amendments to the Mello II LUP map are proposed to revise land use designations to be consistent with the proposed land uses. In addition, the City has adopted a new Carlsbad Ranch Specific Plan as part of this effort.

The amendments to the implementation plan consist of revisions to the Coastal Agricultural Overlay zone to apply the overlay to the Carlsbad Ranch property within the agricultural preserve, with the exception of the approximately 52 acres which are to be retained in agricultural use.

An amendment is also proposed to the Agua Hedionda Land Use Plan segment to revise Policy 2-2 to permit a 24.2 acre area adjacent to and north of Cannon Road to be used as part of a proposed golf course and allowing it to be zoned as Open Space (O-S) rather than Exclusive Agriculture (E-A).

SUMMARY OF STAFF RECOMMENDATION

Staff recommends rejection of the proposed Mello II and Agua Hedionda land use plan amendments as submitted, and approval, if modified. Staff recommends approval of the proposed Mello II implementation plan amendment as submitted.

The appropriate resolutions and motions may be found on Pages 6 - 7. The suggested modifications begin on Page 7. Findings for denial, as submitted, of the amendment to the Agua Hedionda and Mello II Land Use Plan segments begin on Page 9. The findings for approval of the amendment to the Agua Hedionda and Mello II Land Use Plan segments, if modified, begin on Page 25. Findings for approval of the amendment to the Agua Hedionda Land Use Plan segment, if modified, are on Page 27. Findings for approval of the amendment to the Mello II Implementation Plan, as submitted, for the Carlsbad Ranch Specific Plan begin on Page 27.

BACKGROUND

The Carlsbad Local Coastal Program consists of six geographic segments. Pursuant to Sections 30170(f) and 30171 of the Public Resources Code, the Coastal Commission prepared and approved two portions of the LCP, the Mello I and II segments in 1980 and 1981, respectively. However, the City of Carlsbad found several provisions of the Mello I and II segments unacceptable and declined to adopt the LCP implementing ordinances for the LCP. In October, 1985, the Commission approved major amendments, related to steep slope protection and agricultural preservation, to the Mello I and II segments, which resolved the major differences between the City and the Coastal Commission. The City then adopted the Mello I and II segments and began working toward certification of all segments of its local coastal program. Since the 1985 action, the Commission has approved several major amendments to

the City of Carlsbad LCP. The subject amendment request involves property which lies within the Mello II and Agua Hedionda segments of the City's LCP.

ADDITIONAL INFORMATION

Further information on the City of Carlsbad LCP amendment may be obtained from Bill Ponder, at (619) 521-8036.

PART I. OVERVIEW

A. Local Coastal Program History-All Segments.

The City of Carlsbad Local Coastal Program (LCP) consists of six geographic segments: the Agua Hedionda Lagoon LCP segment comprised of approximately 1,100 acres; the Carlsbad Mello I LCP segment with 2,000 acres; the Carlsbad Mello II LCP segment which includes approximately 5,300 acres; the West Batiquitos Lagoon/Sammis Properties LCP segment with 200 acres; the East Batiquitos Lagoon/Hunt Properties LCP segment with 1,000 acres and the Village Area Redevelopment segment with approximately 100 acres.

Pursuant to Public Resources Code Sections 30170(f) and 30171, the Coastal Commission was required to prepare and approve an LCP for identified portions of the City. This resulted in the two Carlsbad LCP segments commonly referred to as the Mello I and Mello II segments. The Mello I and Mello II LCP segments were approved by the Coastal Commission in September 1980 and June 1981, respectively. The Agua Hedionda segment Land Use Plan was prepared by the City and approved by the Coastal Commission on July 1, 1982.

The Mello I, Mello II and Agua Hedionda segments of the Carlsbad LCP cover the majority of the City's coastal zone. They are also the segments of the LCP which involve the greatest number of coastal resource issues and have been the subject of the most controversy over the past years. Among those issues involved in the review of the land use plans of these segments were preservation of agricultural lands, protection of steep-sloping hillsides and wetland habitats and the provision of adequate visitor-serving facilities. Preservation of the scenic resources of the area was another issue raised in the review of these land use plans. As mentioned, the City had found the policies of the certified Mello I and II segments regarding preservation of agriculture and steep-sloping hillsides to be unacceptable. The City therefore did not apply these provisions in the review of local projects.

In the summer of 1985, the City submitted two amendment requests to the Commission and, in October of 1985, the Commission certified amendments 1-85 and 2-85 to the Mello I and Mello II segments, respectively. These (major) amendments to the LCP involved changes to the agricultural preservation, steep slope protection and housing policies of the Mello I and II segments of the LCP. After certification of these amendments, the City adopted the Mello I and II LCP segments.

The West Batiquitos Lagoon/Sammis Properties segment and the East Batiquitos/Hunt Properties segment were certified in 1985. These LCP amendments paved the way for two large projects comprising the majority of each segment: the Batiquitos Lagoon Educational Park-Sammis project within the West Batiquitos segment and the Pacific Rim Master Plan (now known as the Aviara Master Plan) within the East Batiquitos Segment.

The plan area of the Village Area Redevelopment segment was formerly part of the Mello II segment of the LCP. In August of 1984, the Commission approved the segmentation of this 100-acre area from the remainder of the Mello II LCP

segment and, at the same time, approved the submitted land use plan for the area. In March of 1988, the Commission approved the Implementation Program for the Village Area Redevelopment segment of the LCP. A review of the post-certification maps occurred in December and the City assumed permit authority for this LCP segment on December 14, 1988.

In addition to the review process for the six LCP segments mentioned, the City has also submitted at various times, packages of land use plan amendments to the certified LUP segments, including these segments, in an effort to resolve existing inconsistencies between the City's General Plan, Zoning Maps and the Local Coastal Program. After all such inconsistencies are resolved, the City plans to submit, for the Commission's review, the various ordinances and post-certification maps for implementation of the LCP. At that time, or perhaps earlier, the City should also prepare and submit a single LCP document that incorporates all of the LCP segments as certified by the Commission and any subsequent LCP amendments. After review and approval of these documents by the Commission, the City would gain "effective certification".

B. STANDARD OF REVIEW

The standard of review for land use plans, or their amendments, is found in Section 30512 of the Coastal Act. This section requires the Commission to certify an LUP or LUP amendment if it finds that it meets the requirements of Chapter 3 of the Coastal Act. Specifically, it states:

Section 30512

(c) The Commission shall certify a land use plan, or any amendments thereto, if it finds that a land use plan meets the requirements of, and is in conformity with, the policies of Chapter 3 (commencing with Section 30200). Except as provided in paragraph (1) of subdivision (a), a decision to certify shall require a majority vote of the appointed membership of the Commission.

Pursuant to Section 30513 of the Coastal Act, the Commission may only reject zoning ordinances or other implementing actions, as well as their amendments, on the grounds that they do not conform with, or are inadequate to carry out, the provisions of the certified land use plan. The Commission shall take action by a majority vote of the Commissioners present.

C. PUBLIC PARTICIPATION

The City has held Planning Commission and City Council meetings with regard to the subject amendment request. All of those local hearings were duly noticed to the public. Notice of the subject amendment has been distributed to all known interested parties.

PART II. LOCAL COASTAL PROGRAM SUBMITTAL - RESOLUTIONS

Following a public hearing, staff recommends the Commission adopt the

following resolutions and findings. The appropriate motion to introduce the resolution and a staff recommendation are provided just prior to each resolution.

- A. RESOLUTION I (Resolution to deny certification of the City of Carlsbad Mello II and Agua Hedionda Land Use Plan Amendment 1-96C, as submitted)

MOTION I

I move that the Commission certify the Mello II and Agua Hedionda Land Use Plan Amendment 1-96C, as submitted.

Staff Recommendation

Staff recommends a NO vote and the adoption of the following resolution and findings. An affirmative vote by the majority of the appointed Commissioners is needed to pass the motion.

Resolution I

The Commission hereby denies certification of the amendment request to the City of Carlsbad Land Use Plan and adopts the findings stated below on the grounds that the amendment will not meet the requirements of and conform with the policies of Chapter 3 (commencing with Section 30200) of the California Coastal Act to the extent necessary to achieve the basic state goals specified in Section 30001.5 of the Coastal Act; the land use plan, as amended, will not be consistent with applicable decisions of the Commission that shall guide local government actions pursuant to Section 30625(c); and certification of the land use plan amendment does not meet the requirements of Section 21080.5(d)(2)(i) of the California Environmental Quality Act, as there would be feasible measures or feasible alternatives which would substantially lessen significant adverse impacts on the environment.

- B. RESOLUTION II (Resolution to approve certification of the City of Carlsbad Mello II and Agua Hedionda Land Use Plan Amendment 1-96C, if modified)

MOTION II

I move that the Commission certify the Mello II and Agua Hedionda Land Use Plan Amendment 1-96C, if modified.

Staff Recommendation

Staff recommends a YES vote and the adoption of the following resolution and findings. An affirmative vote by the majority of the appointed Commissioners is needed to pass the motion.

Resolution II

The Commission hereby certifies the amendment request to the City of Carlsbad Land Use Plan and adopts the findings stated below on the grounds that the amendment, with suggested modifications, will meet the requirements of and conform with the policies of Chapter 3 (commencing with Section 30200) of the California Coastal Act to the extent necessary to achieve the basic state goals specified in Section 30001.5 of the Coastal Act; the land use plan, as amended, will contain a specific access component as required by Section 30500 of the Coastal Act; the land use plan, as amended, will be consistent with applicable decisions of the Commission that shall guide local government actions pursuant to Section 30625(c); and certification of the land use plan amendment does meet the requirements of Section 21080.5(d)(2)(i) of the California Environmental Quality Act, as there would be no feasible measures or feasible alternatives which would substantially lessen significant adverse impacts on the environment.

- C. RESOLUTION III (Resolution to deny certification of Mello II LCP Implementation Plan Amendment 1-96C, as submitted)

MOTION III

I move that the Commission reject the Mello II Implementation Plan Amendment 1-96C, as submitted.

Staff Recommendation

Staff recommends a NO vote and the adoption of the following resolution and findings. An affirmative vote by the majority of the Commissioners present is needed to pass the motion.

Resolution III

The Commission hereby approves certification of the amendment to the City of Carlsbad's Local Coastal Program on the grounds that the amendment conforms with and is adequate to carry out the provisions of the certified land use plan. There are no feasible alternatives or feasible mitigation measures available which would substantially lessen any significant adverse impacts which the approval would have on the environment.

PART III. SUGGESTED MODIFICATIONS (underlining indicates where added policy language is recommended for City proposed policies; entirely new policies recommended by staff are so noted)

A. Aqua Hedionda Land Use Plan

1. Policy 2.2 of the Aqua Hedionda Land Use Plan shall be revised to read:

The south shore agricultural lands shall be designated "Open Space". This

Area shall be zoned "Exclusive Agriculture" except for the 24.2 acre area adjacent to and north of Cannon Road to be utilized as a golf course which shall be zoned "Open Space" in the implementation phase of the plan. Within the proposed golf course, a public trail with a vista point shall be provided from Cannon Road to the northern edge of the golf course along the westernmost section. The public trail and vista point shall be signed to facilitate and enhance public use and shall be maintained and open to the public. The trail location and vista point may be relocated or removed if necessary in conjunction with development of adjacent areas provided an alternate trail and vista point location is approved. Support facilities (benches, seating areas, trash receptacles) shall be provided at the vista point.

B. Mello II Segment Land Use Plan

2. Policy 2-1(a)(1) CONSERVATION OF AGRICULTURAL LANDS shall be revised to read:

(a) Basic Agricultural Policies

(1) Coastal Agriculture:

Consistent with the provisions of Sections 30241 and 30242 of the Coastal Act, it is the policy of the City to contribute to the preservation of the maximum amount of prime agricultural land throughout the coastal zone by providing for the balanced, orderly conversion of designated non-prime coastal agricultural lands. Non-prime agricultural lands identified on Map X, including the 301.38 acre Caritas Property, are designated Coastal Agriculture and shall be permitted to convert to urban uses subject to the agricultural mitigation or feasibility provisions set forth in the LCP. Any acreage ~~under the control of a public entity~~ owned, leased or controlled by the City of Carlsbad for a public recreation or open space use shall be exempt from Policy 2-1 and be permitted to convert from an agricultural use without satisfying one of the three conversion options. However, should acreage for a public recreation or open space use no longer be owned, leased or controlled by the City of Carlsbad at some time in the future, the exemption from Policy 2-1 will be voided and one of the three conversion options shall be implemented for said acreage.

3. Option 1 of Policy 2-1(a)(3), CONSERVATION OF AGRICULTURAL LANDS, Conversion Options, shall be corrected to read:

Option 1 - Mitigation (Prime Land Exchange)

Non-prime coastal agricultural lands shall be converted to urban use consistent with the Carlsbad General Plan if, prior to approval of a subdivision map, a mitigation program is in effect that permanently preserves one acre of prime agricultural land within the statewide Coastal Zone for each acre of net impacted agricultural land in the LCP that is converted. For purposes of calculating required mitigation acreage, net

impacted agricultural lands are the parcels and acreages designated on Map X and the 301.38 acre Carlitas Property, minus the acreage in steep slopes (25% or greater) and areas containing sensitive coastal resources that would preclude development.

4. The first paragraph of Policy 2-2 LCPA 90-08 CARLSBAD RANCH SPECIFIC PLAN "MIXED-USE" DEVELOPMENT shall be revised to read:

This policy provides conditional development standards for the area of approximately 423 acres north of Palomar Airport Road, east of Paseo del Norte, and east of Car Country Drive (See Exhibit 4.3, Page 93). All such lands owned either by Carlitas or Ecke or their successor in interest shall be permitted, pursuant to approval of a Specific Plan to convert certain agricultural lands to residential and/or non-residential (including tourist-serving commercial) development as a means of providing supplementary uses which will assist in the retention of agricultural and public recreation uses on the remaining portions of these parcels. Any approved Specific Plan (eg. the Carlsbad Ranch Specific Plan) will be incorporated herein by reference as part of the certified Mello II Land Use Plan. It should be noted that residential uses are possible only where they do not conflict with the Airport Influence Area and where they are compatible with adjacent uses.

5. Within the "Recreation and Visitor Serving Uses" section of the Mello II Land Use Plan, a new policy shall be added to read:

Policy 6-10 RESTRICTION ON CONVERSION OF PUBLIC FACILITIES, USES OR VISITOR COMMERCIAL USES

Any facility, use or visitor-serving commercial development approved as being open to the public should remain available to the general public. Use conversions or restrictions that serve to be exclusionary shall require prior review through a local coastal program amendment and/or a separate coastal development permit. This requirement shall be noticed on such projects by the recordation of a deed restriction prior to the issuance of a building permit.

PART IV. FINDINGS FOR DENIAL OF AMENDMENT 1-96C TO THE MELLO II AND AGUA HEDIONDA LAGOON LAND USE PLAN SEGMENTS

The following is a more detailed description of the proposed land use designations and text changes to the Agua Hedionda Lagoon Land Use Plan and the Mello II Land Use Plan for that portion of the Mello II LCP relating to the Carlsbad Ranch property under the Carlitas ownership. It is preceded by a brief history of the LCP policies regarding this property.

A. SUMMARY AND BACKGROUND

1. MELLO II LUP SEGMENT

This LCP amendment proposal involves changes to both the Land Use Plan and Implementing Ordinances of the Mello II segment of the LCP regarding the Carlsbad Ranch. The 423 acre property is located to the north of Palomar Airport Road, east of Interstate 5. It is generally characterized by gently to moderately sloping lands overlooking the Pacific to the west, Agua Hedionda Lagoon to the north and Canyon de las Encinas to the south. The majority of the property has been used for agricultural production which predates the Coastal Act. Flowers, tomatoes, and strawberries are grown on the property. Other on-site uses include a palm tree nursery, produce sales stand, and a packing shed located near existing roads, Paseo del Norte and Palomar Airport Road. Surrounding land uses include agricultural land to the north, Car Country Carlsbad adjacent to the site at the northwest corner, Pea Soup Andersen's to the southwest across Paseo Del Norte, a 7-11 convenience store, Nurseryland, and the Price Club to the south across Palomar Airport Road, and undeveloped property to the east.

The primary land use and environmental issues on this property can be limited to preservation of agricultural lands and the area's scenic resources. There do remain, however, scattered areas of steep sloping hillsides covered with native vegetation along the northeastern and southeastern portions of the property along with a riparian and freshwater marsh area in the south central portion of the site.

Section 30242 of the Coastal Act calls for the preservation of non-prime agricultural lands. In an effort to preserve the agricultural lands of the site consistent with Section 30242 of the Coastal Act, the LCP as originally certified by the Commission in 1981, included special provisions for use of the contiguous 423 acre Ecke (Carlitas) holdings. As with all of the agricultural lands of the Carlsbad LCP, the subject lands were treated as non-prime lands even though some of the property could have met the "prime" criteria because of the economic return the land was providing from agricultural production. The Commission's rationale for treating all lands in the LCP as non-prime was that the majority could not meet the prime status and to treat those that could meet the criteria solely based on economic return would penalize owners of such lands and would provide incentives for taking the most productive lands out of production.

Major amendments to the LCP certified by the Commission in 1985 significantly changed the policies of the LCP regarding agricultural preservation. Those amendments essentially allowed for conversion of all of the agriculturally designated lands within the City's Mello I and Mello II segments. Such conversion was to be allowed pursuant to either (1) a determination of infeasibility of continued agricultural use based on area wide studies or, (2) participation in a mitigation program designed to offset the loss of agricultural lands or (3) payment of an agricultural mitigation fee. The funds accrued from the fees required under the third option are used in the restoration and enhancement of natural resources, public access opportunities,

and agricultural preservation in Carlsbad.

However, at the request of the subject owner, the Caritas property was not included in the LCP amendments approved by the Commission for the remainder of the Mello I and Mello II segment agricultural lands. Thus, the policies regarding preservation of the agricultural resources of the site remained those which were originally approved with certification of the Mello II segment LCP in 1981 and subsequently amended three times: (Local Coastal Program Amendments 2-87, 1-88 and LCPA 1-93). The LCP as it now exists for the subject Caritas property allows for two different options for use of the overall acreage. Each addresses retention of agricultural uses over the majority of the site.

The first option allows activities that are consistent with continued agricultural production on the various (existing) parcels within the contiguous ownership. These uses are defined and include such activities as crop production, truck farms etc. The permitted uses also allow development of some structures, those normally associated with agricultural operations or family farms, such as silos, barns, roadside stands and a single family residence. With the certification of LCP Amendment 2-87, farmer's markets and floral auction houses were added as allowable agricultural uses, subject to size and location limitations.

The second option is a "mixed use" approach to development of the overall site. Under this option, a portion of the lands are allowed to convert to urban uses while the remainder of the property must be retained in long-term agricultural production. The rationale for the mixed use approach is that by allowing conversion and development of a portion of the property, a supplemental income can be provided which may relieve development pressures and allow for continued agricultural uses on the remainder of the site. With the certification of LCP Amendment 1-88, the Commission approved the realignment of agricultural and urban boundaries associated with preparing the site to be developed under the mixed use option. However, while the boundaries were changed, the overall acreage devoted to agricultural uses and urban uses were not modified. The amended Specific Plan proposes the development of the site under the mixed use option. Currently, under the mixed use option, the LUP allows conversion of a total of 92.6 acres of the overall 423 acres with a requirement that such conversion be done subject to a master plan, in this case, the Carlsbad Ranch Specific Plan (CRSP).

The Commission approved the Specific Plan in 1993 (LCPA #1-93). The currently approved CRSP allows the development of 92.6 acres in office, research and development, retail, and hotel uses; 24.5 acres for a driving range and putting green; and retains 306.4 acres for agriculture until an amendment to the specific plan is approved. Approved development would result in approximately 1,450,000 sq.ft. of office, research and development uses; 220,000 sq.ft. of retail uses, and a 280 room hotel. The Gemological Institute of America (GIA) received Coastal Commission approval under the approved specific plan and is presently under construction.

In addition to the LCP provisions regarding agricultural preservation, the

site is also subject to Williamson Act Agricultural Preserve contracts which provide for tax assessment at a rate lower than fair market value for those acres retained in agricultural use. Prior to this amendment, the contract has been amended twice. The first amendment adjusted the contract boundary in addition to adding botanical gardens, farmer's markets, and a floral auction to the list of permitted uses. The second amendment adjusted the contract boundary resulting in the present configuration of the preserve. At that time, the Caritas acreage under contract was the same as that designated for continued agricultural use in the "mixed use" option of the LCP.

All of the proposed LCP modifications are found on Exhibits ? - ?. The exhibits include maps of the existing and proposed LCP land use designations for the Caritas property. The exhibits also include a copy of the text changes which are proposed as modifications.

2. AGUA HEDIONDA LAGOON SEGMENT

The amendment to the Agua Hedionda segment includes a revision to Policy 2-2 (Agriculture) to permit a 24.2 acre area adjacent to and north of Cannon Road to be used as part of a proposed golf course and allowing it to be zoned as Open Space (O-S) rather than Exclusive Agriculture (E-A). In addition, a zone change from Public Utility to Open Space is proposed on this site.

B. CONFORMANCE WITH SECTION 30001.5 OF THE COASTAL ACT

The Commission finds, pursuant to Section 30512.2b of the Coastal Act, that the land use plan amendment, as set forth in the resolution for denial as submitted, is not consistent with the policies and requirements of Chapter 3 to the extent necessary to achieve the basic state goals specified in Section 30001.5 of the Coastal Act. It reads:

The Legislature further finds and declares that the basic goals of the state for the coastal zone are to:

- a) Protect, maintain and, where feasible, enhance and restore the overall quality of the coastal zone environment and its natural and manmade resources.
- b) Assure orderly, balanced utilization and conservation of coastal zone resources taking into account the social and economic needs of the people of the state.
- c) Maximize public access to and along the coast and maximize public recreational opportunities in the coastal zone consistent with sound resource conservation principles and constitutionally protected rights of private property owners.
- d) Assure priority for coastal-dependent and coastal-related development over other developments on the coast.
- e) Encourage state and local initiatives and cooperation in

preparing procedures to implement coordinated planning and development for mutually beneficial uses, including educational uses, in the coastal zone.

C. CHAPTER 3 CONSISTENCY

1. MELLO II SEGMENT

a. Land Resources/Agriculture. Section 30242 of the Coastal Act states: All other lands suitable for agricultural use shall not be converted to nonagricultural uses unless (1) continued or renewed agricultural use is not feasible, or (2) such conversion would preserve prime agricultural land or concentrate development consistent with Section 30250. Any such permitted conversion shall be compatible with continued agricultural use on surrounding lands.

The historic approach developed by the City and the Coastal Commission to address agricultural land preservation in the Mello II LCP was to ensure the preservation of prime agricultural lands throughout the coastal zone by providing for the appropriate and orderly conversion of designated, but non-prime, coastal agricultural lands in the City. The certified Mello II LCP provides for the conversion of designated coastal agricultural lands based on a determination that the conversion would preserve prime agricultural lands within the coastal zone statewide or it would concentrate new development consistent with Section 30250 of the Coastal Act or conversion is appropriate because continued or renewed agriculture is infeasible. Conversion of designated non-prime agricultural lands is then subject to one of three conversion options including direct mitigation, a feasibility analysis or payment of a conversion fee ranging from \$5,000 to \$10,000 per net converted acre.

However, Carlsbad Ranch was specifically addressed in a different manner. For the Ranch, there were two basic options, both of which retained agricultural uses over the majority of the site. The second option, and the one utilized within the presently certified Carlsbad Ranch Specific Plan, is the "mixed use" concept where specific acreages were preserved for continued agricultural use while other areas were permitted to convert to urban uses. In the Commission's original action on the Carlsbad Ranch Specific Plan, it required the incorporation of the three conversion options contained in the Mello II LCP into the Specific Plan because the plan provided for the conversion of additional designated agricultural lands beyond the boundaries originally established for the Ranch.

The amendment would revise Mello II LUP Policy 2-1 (Conservation of Agricultural Lands) to apply it to the area of the Carlsbad Ranch within the agricultural preserve with the exception of approximately 52.4 acres to be retained for agricultural use and (2) would provide that any acreage under the control of a public entity for use as public recreation or open space will be exempt from Policy 2-1. This would allow the proposed golf course to be exempt from the agricultural mitigation program. Thus, this amendment proposes to allow development of lands previously under Williamson Act Agricultural Contract provided compliance with the agricultural conversion

mitigation requirements applied to other properties in the Mello II segment is achieved.

The Commission notes it will adhere to the policy direction established in the currently certified Mello II LCP and Carlsbad Ranch Specific Plan which is to consider the possible conversion of designated agricultural lands subject to compliance with one of the three specified conversion options. However, the Commission notes it must be demonstrated that agricultural conversion is appropriate in order to support retained agricultural use either elsewhere in the coastal zone or on the Ranch or that conversion serves to concentrate urban development in an appropriate manner. Alternatively, the burden would be to demonstrate that agricultural operations are no longer viable.

To that end, the City states that the proposed conversion of agricultural land is supported by goals and policies listed in the General Plan which identify the Flower Field area for preservation with conversion occurring on lands which are not as productive or visible from major public viewpoints. The City has identified that the Flower Fields shall remain in flower production in perpetuity. The landowner must plant an open-field flowering crop every year. If the landowner proposes to change this obligation, a five-year advance notice must be provided along with an alternative agricultural use proposal which must be initiated at the end of the five years. Methods must be analyzed to allow the continuation of flower production. The above is formalized in a deed restriction and CC&R's restricting Planning Area 7 to agricultural use. In addition, the City retains the right to purchase the Flower Fields should the landowner elect to sell them.

The Commission notes that, while only 52+ acres of agricultural lands would remain on the Carlsbad Ranch, these lands would be preserved. The agricultural lands on the Carlsbad Ranch are not prime agricultural lands. The conversion of agricultural lands also subsidizes the on-going operation of the remainder of agricultural lands on the Carlsbad Ranch. Agricultural buffering would remain between agricultural and non-residential uses as provided in the certified LCP. Also, the proposed conversion does not preclude its re-use for agriculture in the same manner as physical development. Additionally, the majority of the agricultural lands would be converted to tourist-serving uses, priority land uses under the Coastal Act. These uses will provide recreation and public access opportunities on an unprecedented scale in Carlsbad, particularly the projected 2.2 million visitors that will visit the Legoland facility. Thus, the Commission finds the conversion of agricultural lands can be supported subject to the agricultural mitigation requirements of the Carlsbad LCP.

The amendment also provides that any acreage under the control of a public entity for public recreation or open space uses will be exempt from Policy 2-1. This would allow the proposed golf course (approx. 72 acres) to be exempt from the agricultural mitigation program. However, the phrase "under control of a public entity" is not clear. The City indicates that although the proposed golf course may be privately-owned and designed primarily to serve guests of the Point Resort Hotel as provided in the Carlsbad Ranch Specific Plan, Mello II exemptions would only be effective if the golf

course's operation would be leased or controlled by the City, possibly in conjunction with an anticipated City-owned and operated golf course on property immediately east of the Carlsbad Ranch. Under control of the City, the Commission recognizes green fees and start times could be controlled so that the general public could have similar access to this recreational facility as those staying at the Point Resort Hotel. With the understanding that only public facilities or uses would be able to utilize the exemption, the Commission could find the agricultural mitigation fee could be waived strictly for the golf course as a public recreation use. Both the Mello II LCP and Section 30171.5 of the Coastal Act provide that agricultural mitigation fees can be used to promote public access and recreational opportunities for a wide variety of uses such as improvements to the Buena Vista Lagoon Interpretive Center, restoration projects at Batiquitos Lagoon, provision of access to public beaches in the City of Carlsbad etc. However, because of the uncertainty associated with who will ultimately oversee golf course operations on the Carlsbad Ranch site, the Commission cannot accept the City's amendment as proposed. The Commission notes that the golf facility may revert to private ownership who may then impose high greens fees or a privatization of the golf course through an exclusive membership which would exclude the general public from having equal access to the facility. Should that happen, the Commission finds that the exemption from Policy 2-1 would be voided and one of the three conversion options implemented for the 72 acres comprising the golf course. For that reason, the Commission finds that the amendment is inconsistent with Section 30242 of the Coastal Act and the agricultural preservation policies of the certified LCP and must be rejected.

Another reason for rejection of the amendment is the proposed amendment to Option 1 of Mello II LUP Policy 2-1(a)(3), Conservation of Agricultural Lands. The amendment deletes language providing that for purposes of calculating required mitigation acreage, net impacted agricultural lands are the parcels and acreages designated on Map X and the Carlitas Property, and areas containing sensitive coastal resources that would preclude development. The operative phrase minus the acreage in steep slopes (25% or greater) has been deleted from the certified LCP. It is important that this phrase be left intact in the LCP so that no sensitive lands, including naturally vegetated steep slopes which are afforded protection under the Mello II LCP, are allowed to be impacted through the agricultural conversion program.

Amendments are also proposed to Mello II Policy 2-2 (Carlsbad Ranch Specific Plan "Mixed-Use" Development) to: (1) Provide that development of land within the agricultural preserve will be subject to approval of a Local Coastal Program Amendment and compliance with Policy 2-1 and (2) Reducing the structural setback from 50 feet to a minimum of 25 feet from the adjacent agricultural area. Revision #1 to this policy serves to tie the requirements of Policy 2-1 to the areas of the Carlsbad Ranch not allowed to develop under the Carlsbad Ranch "Mixed-Use Development" policy. As noted above, the Commission can accept the conversion of agricultural lands on the Carlsbad Ranch provided there is mitigation.

The second revision to the policy, reduction of the agricultural setback, is supported by the following analysis conducted by the Soil and Plant Laboratory Inc.

The structural setback from the agricultural area is proposed to provide a buffer to mitigate (1) the impact of dust and other air borne materials on developed areas and the associated conflicts between agricultural and urban development, (2) the risk of uninvited human intrusion into the agricultural area, and (3) where relevant the impacts of light and shadow on agriculture. It has been concluded that each of these functions is fulfilled by the proposed use of walls, berming with landscaping, and a 25 foot development setback. The development areas adjacent to the agricultural area are limited as roadways will create the majority of the perimeter of the Flower Fields. The soil texture on the flower field site is low in silt and clay content, and therefore, low in potential for dust generation, particularly if soil is moist during operations. The agricultural operation will also utilize a service road along its perimeter of between 15 and 20 feet providing additional separation. Prevailing air movement is from west to east but is normally gentle.

Based on the above, the Commission finds the reduction in the setback can be allowed as no adverse impacts to the remaining agricultural areas on the Carlsbad Ranch are anticipated.

However, the amendment to the first paragraph of Policy 2-2 must be rejected. This policy provides conditional development standards for the Carlsbad Ranch permitting the conversion of certain agricultural lands to urban uses as a means of providing supplementary uses which will assist in the retention of agricultural and public recreation uses on the remaining portions of the property. The Commission finds that it must be made clear that any approved Specific Plan, in this case the Carlsbad Ranch Specific Plan, is considered as part of the certified Mello II Land Use Plan, which is the Commission's governing land use document for this part of Carlsbad. Thus, for the above reasons, the Commission finds that the amendment is inconsistent with Section 30242 of the Coastal Act and the agricultural preservation policies of the certified LCP and must be rejected.

b. Visual Resources. Section 30251 of the Act states, in part:

The scenic and visual qualities of coastal areas shall be considered and protected as a resource of public importance. Permitted development shall be sited and designed to protect views to and along the ocean and scenic coastal areas, to minimize the alteration of natural land forms, to be visually compatible with the character of surrounding areas, and, where feasible, to restore and enhance visual quality in visually degraded areas.

The site is composed of gently rolling topography and contains three north-south trending ridges. Elevations range from a high of 280 mean sea level (msl) in the northeastern portion of the site to a low of 60 feet MSL in the southwestern portion of the site. With the exception of the current construction of the GIA on the ridgeline in Planning Area #1, the site is currently in agricultural production.

Development is approved for the top of the ridge, and buildings would be visible along the top of the ridge from many points along I-5, Palomar Airport Road, and Cannon Road, all listed as Scenic Highways in the LCP. The site is a Carlsbad landmark in the spring when the ranunculus are in bloom; therefore, any development on the site would draw viewer attention, particularly in the spring. Other factors that affect visual resources include grading, which is proposed at 2,045,000 cubic yards and building height. All the buildings are planned at two levels at 35 feet or three levels at 45 feet; however, the amendment proposes that architectural features and exhibits may be permitted up to 55 feet if they (1) do not function to provide usable floor area; (2) do not accommodate and/or screen building equipment; (3) do not adversely impact adjacent properties; (4) are necessary to ensure a building's or exhibit's design excellence; and (5) are restricted to no more than 3 percent of the total roof surface area of the structure from which it protrudes, or in the case of exhibits within Planning Area 4, that they are restricted to no more than 3% of the aggregate of the exhibit as measured from each exhibit's base.

In its 1993 approval of the Carlsbad Ranch Specific Plan, the Commission was concerned with the visual impact of the community hotel as it was proposed to be sited on the ridgeline in a visually prominent area. The proposed hotel included a tower that was proposed to extend to 65 feet high. The Commission was concerned that a large, bulky architectural feature at this location had the potential to cause adverse visual impacts because of its ridgeline siting. The Commission added a suggested modification that a single non-habitable architectural accent feature, not to exceed 65 feet, may be allowed for the hotel development as long as it is restricted in bulk to no more than three percent (3%) of the hotel's overall roof surface. The Commission further found that all other developments within the village center shall not exceed 45 feet in height, inclusive of architectural embellishments. At that time, the Resort and Legoland proposals were not part of the Specific Plan.

The subject amendment would allow more architectural embellishments to occur above 45 feet high than was allowed in the previous approval (only the community hotel was allowed a feature to extend to 45 feet high) and it would allow the embellishments. However, it is not anticipated that these embellishments in themselves would adversely affect public views as long as their bulk is kept to the proposed 3% standard.

Grading and building simulations have been performed from key viewpoints. These simulations indicate the proposed development is compatible with views of similar urban uses in the adjacent area which include Pea Soup Anderson, Car Country Carlsbad, and other development along Paseo del Norte, Palomar Airport Road, and Cannon Road. In addition, the proposed building setbacks, agricultural buffers, and landscape features provide screening from many viewpoints. The Specific Plan contains development standards and design guidelines (i.e., building coverage standards, agricultural setbacks, building and landscape setbacks, tree planting standards, varied height and rooflines to reduce appearance of bulk, varied compositional elements of street level storefronts to create pedestrian interest, color buildings to surrounding

areas, etc.), that will protect the visual quality of the area. The visual impact of the buildout of the Carlsbad Ranch will also be mitigated during the spring by the blooming ranuncules of the Flower Fields. Thus the Commission finds the amendment can be found consistent with Section 30251 of the Coastal Act.

c. Sensitive Resources

Sections 30231 and 30240 of the Coastal Act protect and preserve sensitive coastal resources such as wetlands and riparian habitat. The site is comprised of three gently sloping parallel ridges that traverse the site in a north-south direction, providing for an overall vertical change of 200 feet. The 423 acre site is gently sloping with only a small portion of land, about 30 acres, achieving slopes of 25% or greater. No naturally-vegetated steep slopes would be impacted by the Specific Plan; dual criteria steep slopes are concentrated at the northeast corner of the site adjacent to Macario Canyon. The ridges that run through the site provide panoramic views of the ocean, Agua Hedionda Lagoon and the City of Carlsbad, and are prominent landforms that are highly visible from the west. Cultivation of flowers on the west facing slopes create a colorful landscape that are unique visual resources of Carlsbad. Natural plant communities that occur on the site are limited, due to the history of agricultural uses on the site. Approximately 1.1 acres of Diegan Coastal Sage Scrub would be impacted on a manufactured slopes adjacent to Palomar Airport Road.

The area to be impacted by grading appears to have been planted in association with the Palomar Airport Road widening project completed by the City, and is proposed to create a more natural slope along Palomar Airport Road. The certified Mello II LCP allows for resource impacts for construction of Circulation Element Roads; thus, the impacts can be found consistent with the LCP. The impact will be mitigated on a 1:1 basis at the Carlsbad Highlands site as a condition of the EIR. In addition, grading of the area will allow for slope gradients which can be planted with agricultural crops as part of Planning Area 7 (The Flower Fields).

Riparian (.1 acres) and freshwater marsh (.03 acres) resources are located in the southern portion of the site. Policy 3-8 of the Mello II LCP requires a development buffer of 50 feet for riparian resources and 100 feet for freshwater marsh plants. These resources are presently subject to an open space deed restriction through CDP #6-93-34. The deed restricted area has been incorporated into the proposed 140 foot setback required along Planning Area 4 (Legoland) where it fronts Palomar Airport Road; thus, the setback requirements have been met.

With respect to addressing indirect impacts to the nearby Agua Hedionda Lagoon and the Canyon de las Encinas watersheds, the Specific Plan proposes a comprehensive system of water detention basins and conveyance systems which are intended to improve the quality of water runoff prior to being discharged off-site and ensures that urban runoff does not flow over agricultural land and vice versa. The drainage system calls for the development of an integrated system of detention basins, grassed swales and catchment basins

which filter storm water runoff before discharging it into the City's storm drainage system which eventually enter the above watersheds. The Commission notes this system would minimize impacts of sedimentation and erosion to sensitive areas. Thus, the Commission finds the proposed amendment can be found consistent with Sections 30231 and 30240 of the Coastal Act.

d. Land Use Changes/Development Intensity. Section 30250(a) of the Coastal Act states, in part:

(a) New residential, commercial, or industrial development, except as otherwise provided in this division, shall be located within, contiguous with, or in close proximity to, existing developed areas able to accommodate it or, where such areas are not able to accommodate it, in other areas with adequate public services and where it will not have a significant adverse effects, either individually or cumulatively, on coastal resources.

In addition, Section 30252 of the Act states, in part:

The location and amount of new development should maintain and enhance public access to the coast by (1) facilitating the provision or extension of transit service, [and] (2) providing commercial facilities within or adjoining residential development or in other areas that will minimize the use of coastal access roads....

Finally, Section 30253(d) requires that new development "minimize energy consumption and vehicle miles traveled."

The proposed land uses for the amended specific plan include a mix of non-residential uses in nine planning areas, including office, research and development, related light manufacturing, commercial, hotel, destination resort, golf course, agriculture, a vocational school campus and Legoland. The site is located at the northeast quadrant of the Palomar Airport Road/Paseo Del Norte intersection, approximately 200 yards east of the Palomar Airport Road/Interstate 5 interchange. The site is primarily in agricultural production, and is surrounded by commercial development to the west and south, and by lands that are either vacant or in agricultural production to the north and east. Palomar McClellan Airport is located about three miles easterly of the site.

Obviously, the amended Carlsbad Ranch Specific Plan will significantly increase the intensity of development in this area. To determine if the proposed land use change is consistent with relevant Coastal Act policies, however, the increase in traffic resulting from the proposed land use change must be evaluated as to whether or not it will have significant adverse impacts on coastal access, by, among other things, impeding coastal visitors through increased traffic congestion on coastal access routes or precipitating development of other public facilities that could adversely impact sensitive resources.

Palomar Airport Road is a major east-west street in the City of Carlsbad.

Generally speaking, coastal access in north San Diego County is impeded by the relative absence of east-west traffic arteries capable of accommodating large numbers of coastal visitors from inland communities. At present, the only major highway serving as an east-west connector in North County is Highway 78. All other east-west traffic occurs on surface streets such as Palomar Airport Road. The next nearest freeway is Highway 52, located over 20 miles to the south of Highway 78. Given this relative paucity of east-west coastal access routes in the North County area, the additional increment of traffic on Palomar Airport Road resulting from the land use designation change could result in significant impacts on coastal access.

In this area, Palomar Airport Road has been widened to six lanes (three lanes in either direction). The six lane configuration extends from about Paseo Del Norte and continues to the east, well past the project site. Westerly of Paseo Del Norte, the Commission approved the widening of the I-5 overcrossing (CDP #6-90-270), and construction is currently underway.

Currently, the City adopted performance standard for intersections (LOS "D") is not met at the intersections of Palomar Airport Road/Paseo del Norte and Palomar Airport Road/I-5 northbound ramps. However, at present, the peak period for traffic occurs on weekdays between 4:00 PM and 6:00 PM. At other periods, the identified critical intersections meet the adopted performance standard for intersections in Carlsbad, including morning peaks. In other words, at those times when beach visitor traffic is of concern, both traffic along Palomar Airport Road and traffic resulting from the proposed land use change appear not to be of concern.

Because the retail commercial and visitor uses associated with this development would be more likely to result in traffic on weekends, however, there still remains a potential for beach visitor traffic impacts resulting from the proposed land use change. In response to concerns raised by Commission staff regarding the nearby Price Club site, a supplementary traffic study specifically addressing weekend traffic impacts for commercial retail uses was prepared in 1991. Trip generation data taken from this study indicates that trip generation is higher on the weekends than weekdays with Saturday trip generation being higher than Sundays.

While the increase in weekend retail trips is of concern, the majority of traffic on Palomar Airport Road at this time appears to be traffic generated by the extensive industrial/business park areas along Palomar Airport Road and along El Camino Real. Generally, this traffic would be expected to be limited to weekdays, and total weekend approach volumes at the I-5/ Palomar Airport Road interchange, even with the proposed land use changes, are anticipated to be considerably lower than on weekdays. Given that the proposed increases in traffic resulting from the land use change would be off-day and off-peak from typical beach visitor travel days and times, it is not anticipated that the proposed land use changes would result in any impacts upon the ability of the public to gain access to coastal areas.

The site is located within Local Facilities Management Zone 13 within the City of Carlsbad. To ensure adequate public facilities and services are available,

Zone 13 requires certain performance standards must be met prior to development of the Specific Plan. A comparison of the traffic generation between the previous Local Facilities Management Plan for Zone 13 and the new facilities plan which is based on the currently proposed land uses was done. Traffic associated with the buildout of the Carlsbad Ranch with the original Specific Plan is 51,455 vehicle trips per day. Traffic associated with the buildout of the Carlsbad Ranch with the proposed amendment is 49,582 vehicle trips per day, representing a 1,873 decrease in vehicle trips. Moreover, A.M. and P.M. peak hour ADT decreases in traffic were 2,446 and 1,170 respectively with the proposed amended plan. The City indicates the approved LFMP assumed development in the agricultural area for facilities planning purposes. Therefore, the total amount of development analyzed is greater than what was permitted under the original Carlsbad Ranch Specific Plan approved in 1993. As is evident from the comparison of traffic generation, the amended plan will result in a reduction of traffic generation from what was previously planned. Additionally, the City's Growth Management Plan performance standard of Level of Service C in the off peak and Level of Service D in the peak hour will not be exceeded.

The Commission is concerned how public circulation/access on Palomar Airport Road would be affected if Cannon Road is not extended to El Camino Real by the year 2000. The EIR requires restriping at two locations, I-5 northbound ramps and Palomar Airport Road and College Boulevard and Palomar Airport Road if Cannon Road is not extended to El Camino Real by the year 2000. The EIR indicates that intersection levels of service analysis and buildout conditions with mitigations for the year 2000 shows that all of the analyzed intersections are projected to operate at acceptable levels of service with the mitigation measures contained in the final EIR.

Cannon Road currently passes under I-5 to the west and extends approximately 1,600 feet east of I-5 along the northern boundary of the site. It would provide access to the site at its intersection with Armada Drive. In fact, it is designated as the main access point for Legoland. It is planned to extend easterly to the City's eastern limit and carry 10,000 vehicle trips per day along its east segment, while the segment west of I-5 carries about 8,000 vehicle trips per day. While the Commission is not concerned with immediate traffic circulation impacts on Cannon Road resulting from buildout of the Specific Plan, it is concerned with potential adverse impacts to coastal resources that exist near the planned alignment of Cannon Road and the potential effect the Specific Plan may have on its ultimate design and alignment.

As originally submitted by the City in 1978 in its Agua Hedionda LUP submittal, Cannon Road would have resulted in about 11 acres of wetland fill. Subsequent to the Commission's action to deny the submittal, a negotiating committee was formed to address the remaining issues of the Agua Hedionda LUP, including Cannon Road. The committee developed a conceptual alignment involving the least amount of adverse impacts upon lagoon resources. Ultimately, a resolution of the planning issues and resource concerns were achieved in the certified land use plan. With the assurance that new development has been planned for and would not result in additional vehicle

trips that would trigger Cannon Road's widening or realignment from that currently approved or planned for and with the existing resource protection policies in place in the Agua Hedionda LUP, the Commission notes the Specific Plan can be found consistent with Chapter 3 policies of the Coastal Act.

Regarding public access/parking, the amended specific plan indicates all uses will be parked in conformance with the City's parking ordinance or other parking provisions of the specific plan designed to ensure that parking to serve all uses can be provided on-site in concert with a shuttle system. One of the mitigation measures for the project require that shuttles be provided to major rail transit centers, multi-modal stations, and other local destinations in the area. The requirement is applied to Planning Areas 3 and 5 which have visitor-serving lodging uses. In addition, the City indicates it may be appropriate for Planning Area 4 (Legoland) to also have a shuttle to the commuter rail stations in Carlsbad. Based on the above, the Commission finds that the subject LUP amendment, as submitted, is consistent with Sections 30250(a), 30252 and 30253 of the Coastal Act.

e. Visitor Accommodations/Priority Uses

Section 30210

In carrying out the requirement of Section 4 of Article X of the California Constitution, maximum access, which shall be conspicuously posted, and recreational opportunities shall be provided for all the people consistent with public safety needs and the need to protect public rights, rights of private property owners, and natural resource areas from overuse.

Section 30213 (in part)

Lower cost visitor and recreational facilities shall be protected, encouraged, and, where feasible, provided. Development providing public recreational facilities are preferred.

The Coastal Act promotes and preserves a full range of public access opportunities to and along the shoreline, including the provision of lower cost visitor-serving facilities which serve and support coastal visitors. Section 30222 gives priority for the use of private lands suitable for visitor-serving commercial recreational facilities to the exclusion of residential, general commercial, and other uses. Section 30223 provides that upland areas necessary to support coastal recreational uses shall be reserved.

The Coastal Act mandates that affordable visitor accommodations, as well as low-cost recreational facilities, be provided. Section 30213 addresses both the provision of lower cost visitor and recreational facilities and it establishes a preference for those developments which provide public recreational facilities. The Coastal Commission has had recent concerns over the privatization of visitor-serving uses and public recreational facilities.

Commission staff emphasized the need for the specific plan to incorporate

lower cost public recreational facilities to the fullest extent possible. The Commission recognizes that the Legoland Park is a commercial recreational use, however, it does not address public recreational needs directly. The specific plan proposes that the proposed resort's golf course would be open to the general public on a fee basis and, as such, begins to address Section 30213 of the Act more directly. However, golfing is not the sport for everyone and tends to be quite costly considering both equipment and playing fees. Therefore, staff urged the City and project proponent to consider ways in which broader public recreational opportunities could be provided. An extensive public trail system was suggested, with lagoon overlooks, intermittent seating areas and appropriate support facilities, which could be designed in concert with the proposed golf course as a public recreational use.

The proposed amendment incorporates a public access trail system that basically follows streets and sidewalks on the perimeter of the Carlsbad Ranch and at some key interior streets. A pedestrian promenade and its associated public viewpoints are proposed adjacent to Armada Drive near the ridgeline which will give the public a panoramic view of the ocean to the west. Also, a pathway from Planning Area 6 near Paseo Del Norte to the ridgeline across the flower fields is proposed which will give the public immediate visual and physical access to the flower fields. There is no provision to provide public access through the proposed golf course because of safety concerns.

As noted, another concern is an increasing privatization of public facilities or visitor-oriented uses. In both expansions to or redevelopment of existing public recreational sites or visitor uses (ie. Pebble Beach and Marineland Resort), the Coastal Commission has begun to question changes in use or operation, such as exclusionary membership requirements or restricted public accessibility, which serve to privatize an otherwise proposed public facility or visitor accommodation. Therefore, should a facility be proposed as a public use or visitor accommodation the Commission would prefer it would operate and remain as a use available to the general public without limitations. On such proposals the Coastal Commission has been requiring a deed restriction to be recorded against the property declaring a project's exclusive use for the general public and acknowledging that any future conversions or use restrictions would require prior review by the Coastal Commission. This provision will be added as a condition of approval to the companion coastal development permit for the master tentative map for the Carlsbad Ranch.

In this case the golf course would be owned and operated by a private party but be open to the public. However, because both the Mello II LCP and Carlsbad Ranch Specific Plan is silent on this issue, the Commission finds the amendment must be rejected. Therefore, the Commission finds the proposed amendment cannot be found consistent with Sections 30211 and 30213 of the Coastal Act.

2. AGUA HEDIONDA LAGOON SEGMENT

a. Agriculture

The amendment proposes to redesignate 24 acres in the Agua Hedionda land use plan area to accommodate two golf holes associated with the proposed 9 hole golf course on the Carlsbad Ranch. Policy 2.1 of the certified Agua Hedionda Land Use Plan identifies that conversion of agricultural property shall be consistent with Coastal Act Sections 30241 and 30242 and the agricultural policies of the LUP. Site-specific LUP Policy 2.2 identifies this area as "Open Space" and notes it as agricultural lands. Currently strawberries are growing there. Policy 2.3 addresses conversion of this acreage which is a part of the 45 acre SDG&E property. In summary, the policy identifies that, prior to development of the property, an open space easement shall be dedicated over the remaining agricultural lands; that SDG&E provide a report that preservation of the site is not necessary to assure reasonable expansion opportunities to the nearby SDG&E Encina Power Plant; that SDG&E make a portion of the parcel available as a public recreational use if the City finds the current or future recreational needs require the development of such uses in the south shore portion and that, in the event that the Carlsbad LCP is amended to allow for a City-sponsored agricultural program, SDG&E may apply for inclusion in the program.

The amendment proposes to convert agriculturally designated lands to an open space designation which accommodates golf holes. Based on the following, the Commission finds that no agricultural mitigation fee is required to find the conversion consistent with Coastal Act policies. As stated in the findings regarding the Carlsbad Ranch, the Commission finds that these lands will remain as public open space and will be providing an important public recreational benefit. This is consistent with the above provision from the Policy 2-3 which states that SDG&E may make a portion of the parcel available as a public recreational use if the City finds the current or future recreational needs require the development of such uses in the south shore portion. Additionally, the remainder of the property will be retained in agricultural use. Moreover, the agricultural lands in question are designated as non-prime lands not as suitable for crop production as prime agricultural lands. Finally, these lands will be under the control of the City of Carlsbad with regard to providing equal access and recreational opportunities to the golf course for the general public. For those reasons, the Commission finds the conversion of the agricultural lands can be accepted.

b. Public Access/Public Recreation

Consistent with the above cited sections of the Act, public access to the lagoon and the direction to provide for public recreational uses is a mandate under the Act. To promote broad recreational use within the proposed public trail system within the Carlsbad Ranch, staff has looked at providing trails within the golf course, notably north of Cannon Road in the Agua Hedionda plan area. The Agua Hedionda LUP identifies that public access to the south shore of Agua Hedionda will be limited to viewing areas and pocket beaches that do not interfere with agricultural production or impact environmentally sensitive habitat areas. The LUP identifies a trail and support facilities running

along a portion of the south shore on the SDG&E property. However, it is not anticipated that this trail will be built in the near future as a Specific Plan for the SDG&E property is still being considered by the City. The lands proposed to be redesignated with this amendment do not front on the south shore of Agua Hedionda Lagoon. However, they are located well above the lagoon topographically and would afford expansive and panoramic views of the lagoon and the ocean. The Commission notes these lands would be a natural extension of the trail system associated with the Carlsbad Ranch Specific Plan. Specifically, a trail and vista point on the western end of the 24 acres would provide a scenic and recreational experience that would greatly enhance the trail system proposed on the Carlsbad Ranch. Without this public amenity, the Commission cannot find the amendment to the Agua Hedionda Land Use Plan is consistent with the agricultural conversion and visitor-serving provisions of the Coastal Act and must be denied.

PART V. FINDINGS FOR APPROVAL OF THE CITY OF CARLSBAD AGUA HEDIONDA AND MELLO II LAND USE PLAN AMENDMENT 1-96C, IF MODIFIED

A. SUMMARY FINDING/CONFORMANCE WITH SECTION 30001.5 OF THE COASTAL ACT

As previously stated, the proposed Agua Hedionda and Mello II land use plan amendments are not acceptable in their current form. For this reason, and as stated in the following section of this report, suggested modification language has been provided to specifically identify what agricultural preservation and resource protection provisions are necessary to find the requests approvable under Chapter 3 policies of the Coastal Act. The Commission finds, pursuant to Section 30512.2b of the Coastal Act, that the land use plan amendments, as set forth in the resolution for certification with suggested modifications, are consistent with the policies and requirements of Chapter 3 to the extent necessary to achieve the basic state goals specified in Section 30001.5 of the Coastal Act, as previously cited.

B. MELLO II LAND USE PLAN

Sections 30241 and 30242 of the Coastal Act concern the protection of agricultural lands. In 1981, when the Carlsbad Mello II LCP segment was certified by the Commission, the two major concerns were preservation of agricultural uses and protection of environmentally sensitive habitats. Regarding agricultural preservation, a major issue was minimizing agricultural versus urban impacts by developing stable urban/agricultural boundaries. For the most part, the certified LCP accomplished this objective by concentrating development along I-5, Palomar Airport Road, and the El Camino Real transportation corridors and preserving the interior areas, where public infrastructure is lacking, for continued agricultural use.

Major amendments to the LCP certified by the Commission in 1985 significantly changed the policies of the LCP regarding agricultural preservation. Those amendments essentially allowed for conversion of all of the agriculturally designated lands within the City's Mello I and Mello II segments. Such

conversion was to be allowed pursuant to either (1) a determination of infeasibility of continued agricultural use based on area wide studies or, (2) participation in a mitigation program designed to offset the loss of agricultural lands or (3) payment of an agricultural mitigation fee. The funds accrued from the fees required under the third option are used in the restoration and enhancement of natural resources, public access opportunities, and agricultural preservation in Carlsbad.

However, as noted, the Carlitas property was not included in the the LCP amendments approved by the Commission for the remainder of the Mello I and Mello II segment agricultural lands. Thus, the policies regarding preservation of the agricultural resources on the Carlitas site remain those which were originally approved with certification of the Mello II segment LCP in 1981 and subsequently amended twice in 1988 (Local Coastal Program Amendments 2-87 and 1-88). The LCP as it now exists for the subject Carlitas property allows for two different options for use of the overall 423 acres. Each addresses retention of agriculture uses over the majority of the site.

As noted in the previous section of this report, the currently proposed amendment would not provide suitable protection for agricultural preservation and cannot be found consistent with the Mello II LCP or with the above Coastal Act sections. That is, the amendment could allow agricultural lands to be converted to urban uses (golf course) but with an exemption to payment of the mitigation fee as a public recreation use. The attached suggested modification provides that any acreage owned, leased or controlled by the City of Carlsbad for a public recreation or open space use may be exempt from Policy 2-1 and be permitted to convert from an agricultural use without satisfying one of the three conversion options. However, it must legitimately be a public operation and, should a public recreation or open space use no longer be owned, leased or controlled by the City of Carlsbad at some time in the future, the exemption from Policy 2-1 will be voided and one of the three conversion options shall be implemented for said acreage. The Mello II LCP and Coastal Act Section 30107.5 currently provide that monies that have been collected for agricultural conversion can be applied to providing public access and recreation benefits in a variety of ways and not just for preserving agriculture. In this case, the Commission also has found that the golf course area would remain in public open space and some retention of agricultural use would remain on-site which is consistent with Policy 2-2 of the Mello II LUP. That is, the Commission notes that some conversion of agricultural lands on the Carlitas property is beneficial to the long-term viability of agricultural operations, as the Mello II LCP provides that urban uses subsidize the remaining agricultural use of the site. Also, the existing agricultural buffer and preservation policies in the LUP would provide protections for the preservation of the remaining agricultural lands on the Carlsbad Ranch.

As noted, another suggested modification is necessary to insure the operative phrase minus the acreage in steep slopes (25% or greater) remains intact in the certified LCP. It is important that this phrase be left intact in the LCP so that no sensitive lands, including naturally vegetated steep slopes which are afforded protection under the Mello II LCP, are allowed to be impacted

through the agricultural conversion program. The City indicates the phrase was removed accidentally but the Commission finds the phrase must be reinserted to find the amendment consistent with the existing certified Mello LCP.

Suggested Modification #4 provides that any approved Specific Plan (eg. the Carlsbad Ranch Specific Plan) is incorporated herein by reference as part of the certified Mello II Land Use Plan. This modification is necessary to clarify that land use and subsequent project design on the Carlsbad Ranch is controlled not only by the Specific Plan but by the certified Mello II LUP.

Finally, Suggested Modification #5 provides that a new policy shall be added to the "Recreation and Visitor Serving Uses" section of the Mello II which states that public facilities, uses or visitor commercial development approved as being open to the general public should be retained as such. Future conversions or the adoption of restrictions which would serve to privatize those facilities and make them exclusionary, such as open to members only, should require review by the City and Commission. This modification is necessary to find the proposed amendment consistent with the visitor-serving provisions of the Coastal Act. Only as suggested can the proposed amendment be found consistent with applicable Coastal Act sections addressing agriculture and public recreational opportunities.

C. AGUA HEDIONDA LAND USE PLAN

Regarding the Agua Hedionda Lagoon segment, Suggested Modification #1 is necessary to insure that within the proposed golf course, a public trail with a vista point shall be provided from Cannon Road to the northern edge of the golf course along the westernmost section. The public trail and vista point shall be signed to facilitate and enhance public use and shall be maintained and open to the public. Support facilities (benches, seating areas, trash receptacles) shall be provided at the vista point. This provision is necessary to find that agricultural lands can be converted to a golf course without payment of a mitigation fee or another method to preserve agricultural lands because it provides another bonafide public use. Agriculture is still retained over the bulk of the property remaining and the presently certified LUP also provides for this alternate use consideration.

PART VI. FINDINGS FOR APPROVAL OF THE CITY OF CARLSBAD MELLO II IMPLEMENTATION PLAN AMENDMENT 1-96C, AS SUBMITTED

A. AMENDMENT DESCRIPTION

The Carlsbad Ranch Specific Plan (CRSP) is proposed as the implementing measure for the Carltas property. The Specific Plan consists of both a text and diagrams which specify the following in detail: (1) distribution and location of land uses; (2) infrastructure; (3) development standards; (4) implementation measures; and (5) a statement of the relationship of the specific plan to the General Plan.

An amendment to the approved specific plan is proposed which increases the land area of the original specific plan by 23.89 acres. This increase includes the transfer of 20.5 acres located along the southeast boundary of the specific plan area and the inclusion of 3.3 acres south of Cannon Road. The amendment also changes the proposed land uses for the specific plan. Although some of the uses will be similar in type to the original Carlsbad Ranch Specific Plan, there will be a reduced office/research and development component and the focus of the plan will be recreational, retail, and visitor-serving uses. As noted, development in areas previously retained for agricultural use is proposed.

The amendment will change the zoning as indicated in the following:

Existing Zoning Designations:

Office/Planned Industrial, Qualified Development Overlay Zone (O-Q/P-M-Q)
General Commercial/Office/Planned Industrial Qualified Development Overlay (C-2-Q/O-Q)/P-M-Q)
Commercial-Tourist/General Commercial, Qualified Development Overlay (C-T-Q/C-2-Q)
General Commercial, Qualified Development Overlay (C-2-Q)
Planned Industrial (P-M)
Exclusive Agricultural (E-A)
Open Space (OS)
Public Utility (P-U)

Proposed Zoning Designations

Office/Planned Industrial, Qualified Development Overlay Zone (O-Q/P-M-Q) Zone
Commercial-Tourist/General Commercial, Qualified Development Overlay (C-T-Q/C-2-Q)
General Commercial, Qualified Development Overlay (C-2-Q)
Commercial-Tourist, Qualified Development Overlay (C-T-Q):
Open Space (OS)

B. FINDINGS FOR CERTIFICATION

1. Carlsbad Ranch Specific Plan

a) Purpose and Intent of the Ordinance. The purpose and intent of the Specific Plan is to define the distribution and location of land use, infrastructure, development standards, and implementation measures for the Carlsbad Ranch.

b) Major Provisions of the Ordinance. The Specific Plan provides development and design standards with respect to the development of the site. The Carlsbad Ranch Specific Plan was originally approved by the Coastal Commission in 1993. The approved specific plan allows for development of approximately 92.6 acres of the 423.5 acre planning area. The remaining 330.9 acres are restricted to agricultural uses until an amendment to the specific

plan is approved. The proposed Specific Plan is divided into 19 lots, 14 lots for future development, 4 open space lots, and 1 private street lot. The 14 development lots range in size from 3.38 acres to 128.32 acres. The four open space lots total 135.5 acres and include 2 golf course lots, the flower field lot and a lot to be preserved as native open space.

The amendment would significantly reduce the office/research and development component of the specific plan and add recreational, retail and visitor-serving land uses. Development in areas restricted to agricultural uses in the existing plan is proposed. Proposed land uses for the specific plan amendment reflect a mix of non-residential uses including office, research and development, related light manufacturing, commercial, hotel/timeshare, destination resort, golf course, agriculture, a vocational school campus and Legoland. The amendment proposes increasing the land area of the original specific plan from 423.51 acres to 447.4 acres an increase of 23.9 acres. The Specific Plan also contains goals, objectives, and policies that will assist in guiding and directing development within the Carlsbad Ranch.

c) Adequacy of Ordinance to Implement the Certified LUP. The standard of review for LCP implementation submittals or amendments is their consistency with and ability to carry out the provisions of the certified LUP. In the case of the subject LCP amendment, the original concept underlying the Ranch was to concentrate urban uses within a limited area so that the majority of the site would continue to be used for agricultural use. However, the current Specific Plan would allow the conversion of most of the Ranch to urban uses, retaining only the 52+ acres of the flower fields in permanent agriculture, consistent with the herein amended Mello II LUP amendment recommended for approval. The Ranch's future development would now be regulated by application of Policy 2-1 for most of its area, as opposed to the mixed use scheme previously adopted.

As noted in the previous section regarding agricultural preservation, the land use and zoning changes would implement the mixed use provisions of the certified Mello II LCP. Therefore, since the Specific Plan provides for suitable agricultural mitigation on converted lands which exceeds the acreage previously committed to urban uses, the Specific Plan can be approved and the amendment approved. The other development standards and design guidelines proposed within the updated Specific Plan can also be found to conform with, and are adequate to carry out, the certified land use plan.

PART VII. CONSISTENCY WITH THE CALIFORNIA ENVIRONMENTAL QUALITY ACT (CEQA)

Section 21080.5 of the California Environmental Quality Act (CEQA) exempts local government from the requirement of preparing an environmental impact report (EIR) in connection with its local coastal program. Instead, the CEQA responsibilities are assigned to the Coastal Commission and the Commission's LCP review and approval program has been found by the Resources Agency to be functionally equivalent to the EIR process. Thus, under CEQA Section 21080.5, the Commission is relieved of the responsibility to prepare an EIR for each LCP.

Nevertheless, the Commission is required in an LCP submittal or, as in this case, an LCP amendment submittal, to find that the LCP, or LCP, as amended, does conform with CEQA provisions. The land use plan and zoning amendments to the Mello II segment of the City's LCP deal with changes to the land use designation and zoning of two areas within the City's coastal zone. The Mello II and Agua Hedionda Lagoon amendments raise the potential for adverse impacts to coastal agriculture. The proposed suggested modifications would add policy revisions to the land use plans that would assure that the conversion of these lands was justified and adequately mitigated. Given these suggested modifications, the Commission finds that the approval of the Mello II and Agua Hedionda Lagoon LUP amendments will not result in any significant adverse impacts to coastal resources and can be found consistent with Chapter 3 Coastal Act policies. Additionally, existing land use plan policies in the Mello II LUP would mitigate the impact of new development on this property below a level of significance.

Finally, the individual project to which the new LCP policies would apply will require a coastal development permit. The specific impacts associated with this project would be assessed through the environmental review process; and, its compliance with CEQA would be assured. Therefore, the Commission finds that no significant, unmitigable environmental impacts under the meaning of CEQA will result from the approval of the proposed amendment and that the proposed changes can be made.

(0945A)

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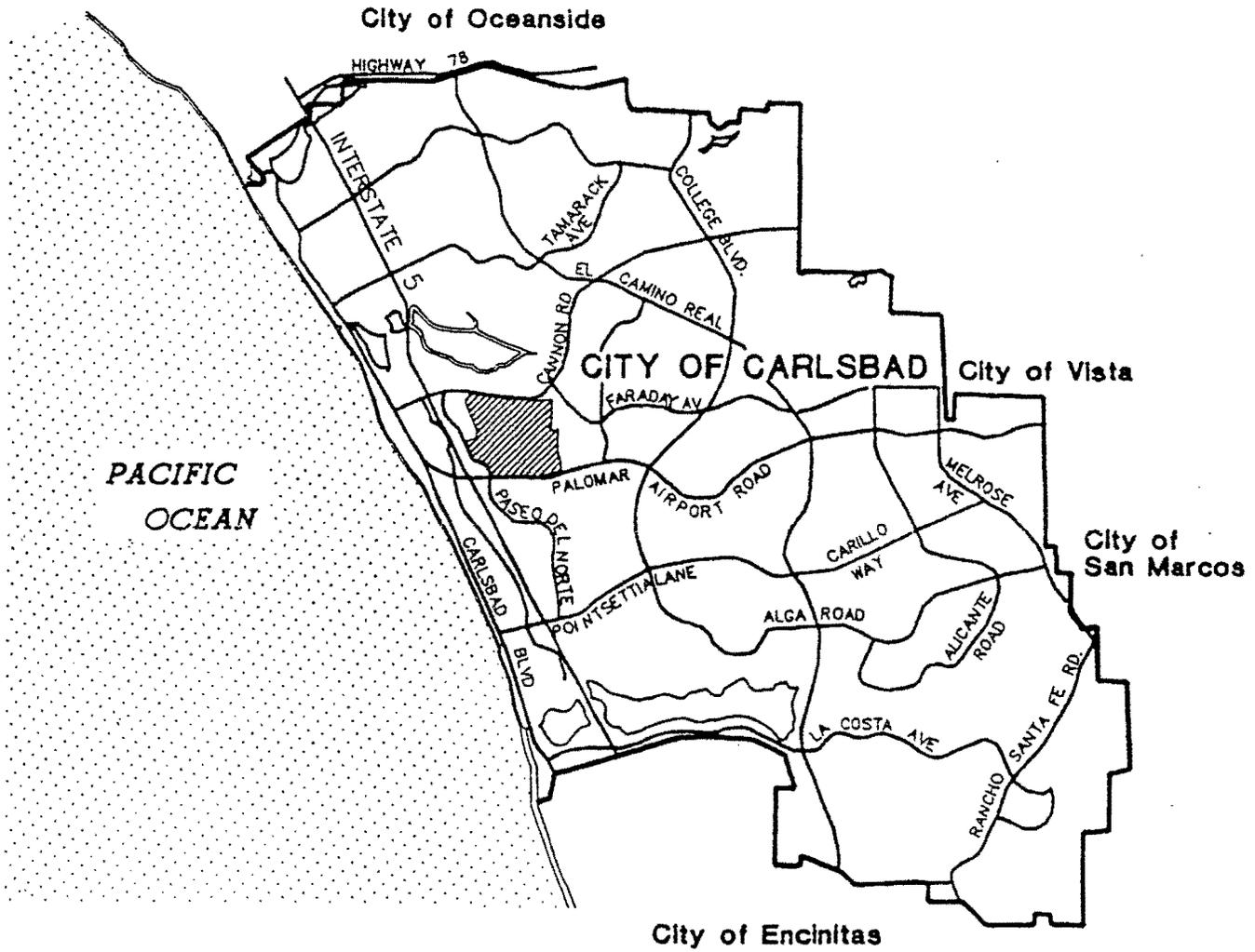


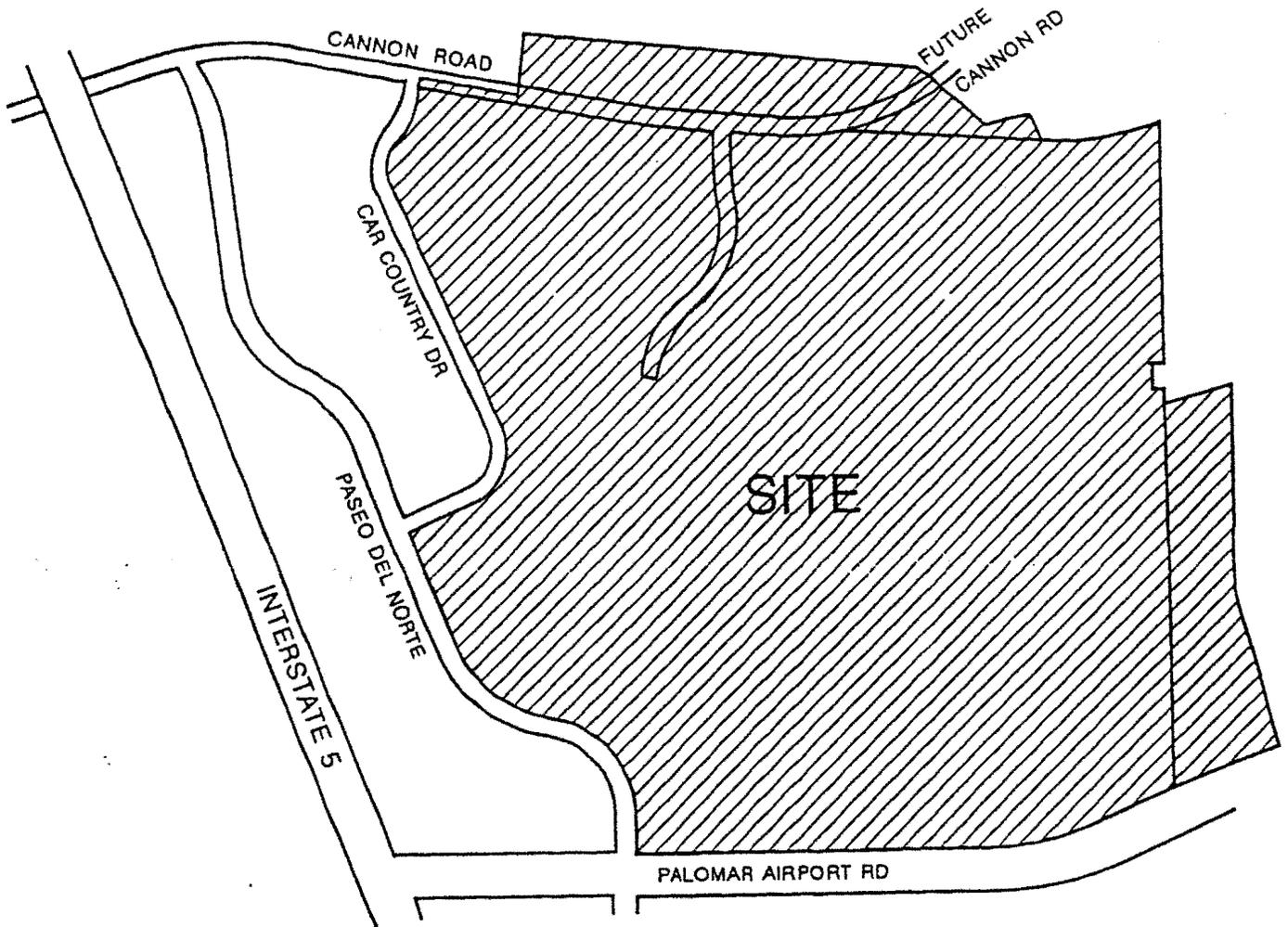
Figure 2

CITY CONTEXT



EXHIBIT NO. 1
APPLICATION NO. CARLSBAD CPA
196(C) location
California Coastal Commission

LOCATION MAP



CARLSBAD RANCH SPECIFIC PLAN AMENDMENT

EIR 94-01/GPA 94-03/LCPA 94-03/ZC 94-02/
SP 207(A)/SP 144(G)/LFMP 87-13(B)/
AP 76-01(D)/CT 94-09/PUD 94-07/
HDP 94-07/DEVELOPMENT AGREEMENT

EXHIBIT NO. 2
APPLICATION NO. CARLSBAD LCPA
1-96(C) Site
 California Coastal Commission

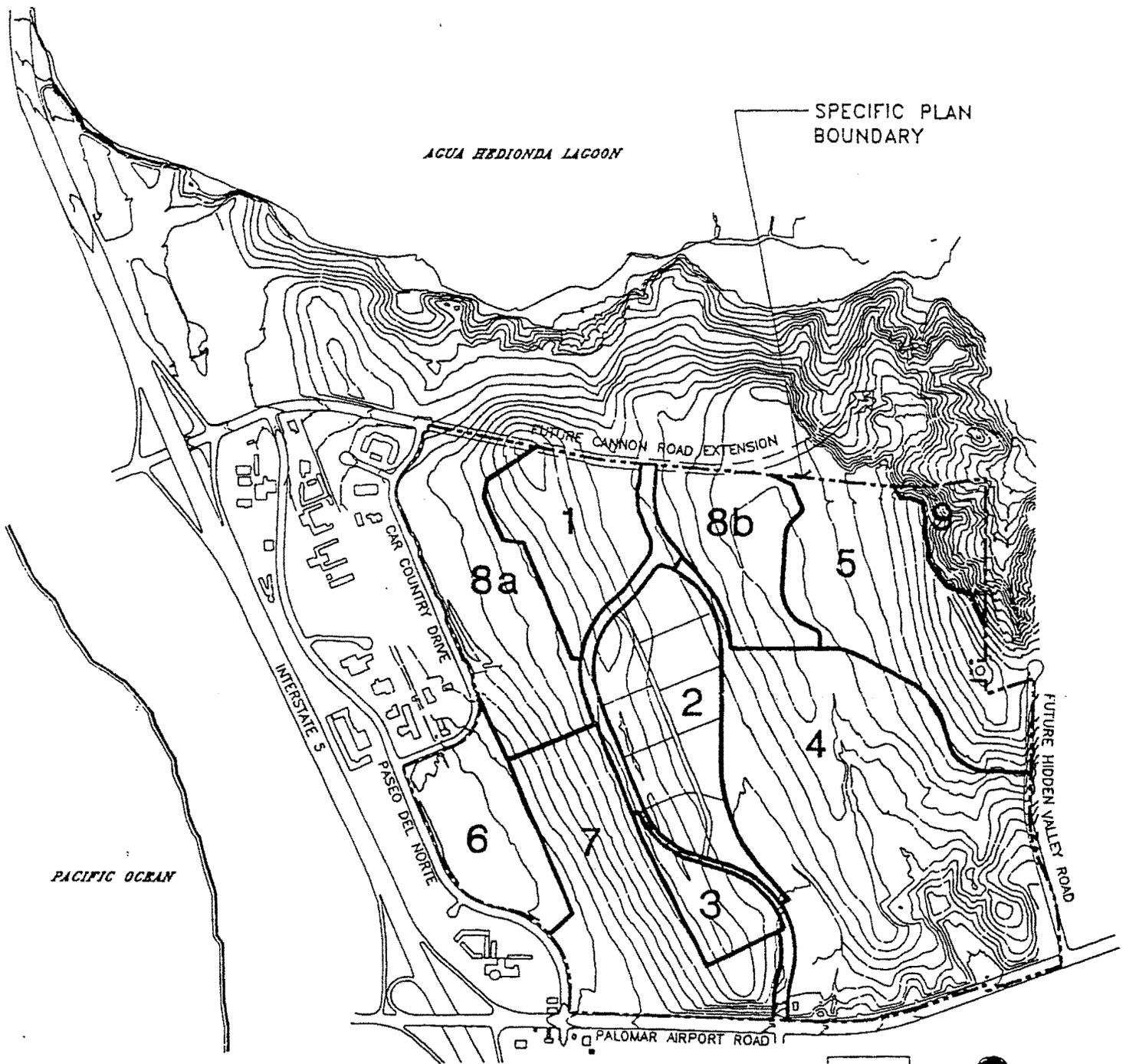


Figure 10

PLANNING AREAS

- | | |
|------------------------------------|---------------------|
| 1 GEMOLOGICAL INSTITUTE OF AMERICA | 6 SPECIALTY RETAIL |
| 2 RESEARCH & DEVELOPMENT/OFFICE | 7 FLOWER FIELDS |
| 3 COMMUNITY HOTEL & RETAIL | 8a GOLF COURSE |
| 4 LEGO FAMILY PARK | 8b GOLF COURSE |
| 5 RESORT | 9 NATURAL OPENSAPCE |

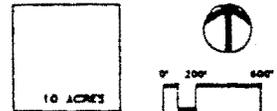


EXHIBIT NO. 3
APPLICATION NO. ARC/SBP/CCPA
1-9(C) Planning Areas
California Coastal Commission

AGUA BEDIONDA LAGOON

EXHIBIT NO. 4
 APPLICATION NO.
CARLEBAD CCPA
 1-96(c)
 California Coastal Commission

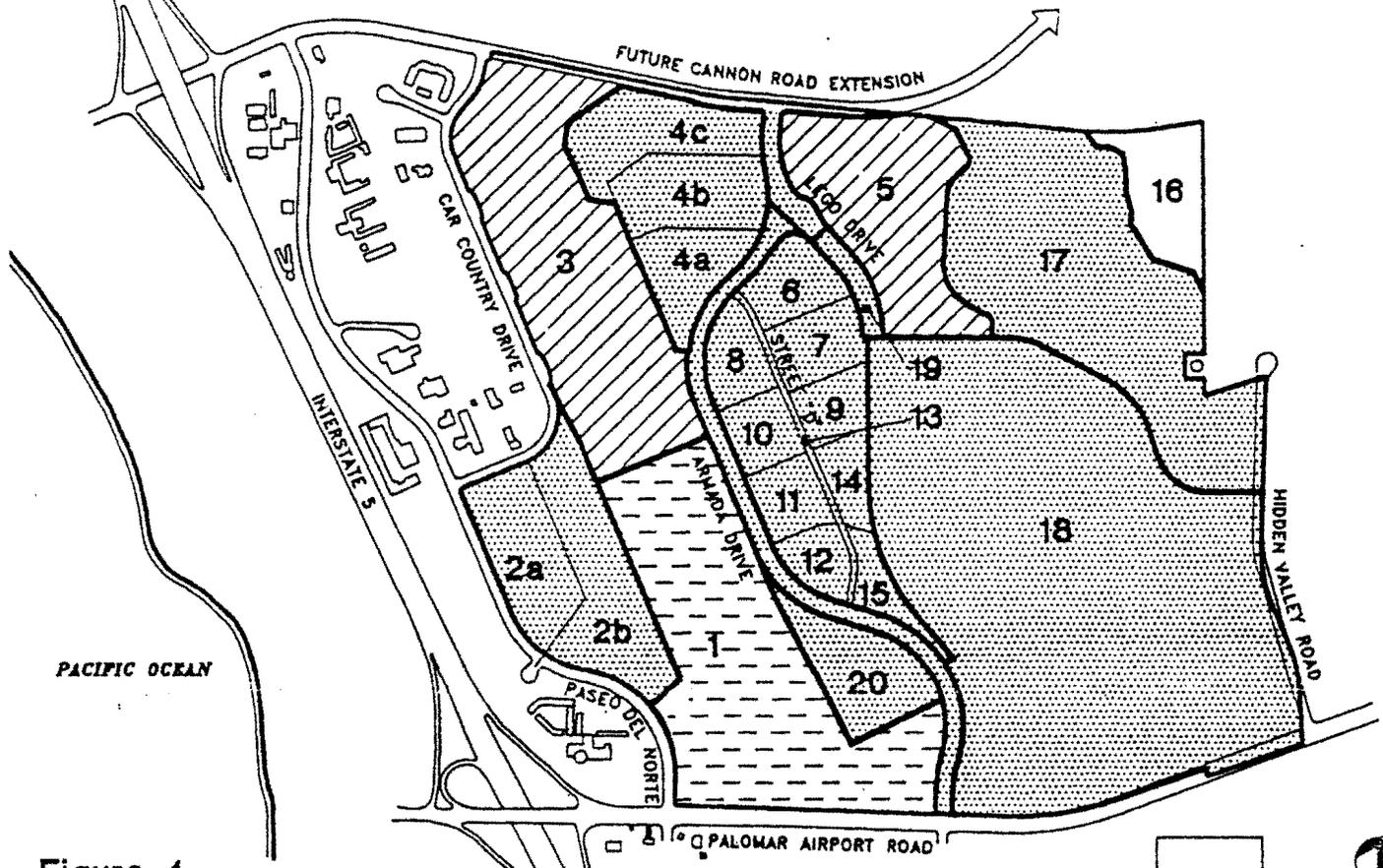


Figure 4
DEVELOPMENT SUMMARY



 DEVELOPMENT AREAS
  AGRICULTURAL
  GOLF COURSE

NUMBER	LAND USE	ACRES (NET)	DEVELOPMENT PROGRAM
1	AGRICULTURE	53.42	EXISTING FLOWER FIELDS
2a,b	SPECIALTY RETAIL	26.65	300,000 SF
3	GOLF	45.61	4 HOLES OF GOLF
4a,b,c	G.I.A. VOCATIONAL SCHOOL	28.93	550,000 SF
5	GOLF	26.46	3 HOLES OF GOLF
6-12,14-15	RESEARCH & DEV'T	40.01	800,000 SF
13	STREET "D" (PRIVATE)	1.97	
16	OPEN SPACE	10.00	PRESERVE IN NATURAL STATE
17	RESORT	52.80	700 SUITES; 647,000 SF
18	LEGO FAMILY PARK	128.32	425,750 S.F.
19	LEGO DRIVE (PRIVATE)	0.94	
20	COMMUNITY HOTEL & RETAIL	10.48	212,080 SF; 280 ROOMS
	PUBLIC ROADS	21.81	
TOTAL SPECIFIC PLAN:		447.40 AC	2,934,830 SF

EXHIBIT NO. 5
 APPLICATION NO.
 C.A.N.C.S.B.A.D. C.C.P.A.
 1-96 C
 California Coastal Commission

AGUA HEDIONDA LAGOON

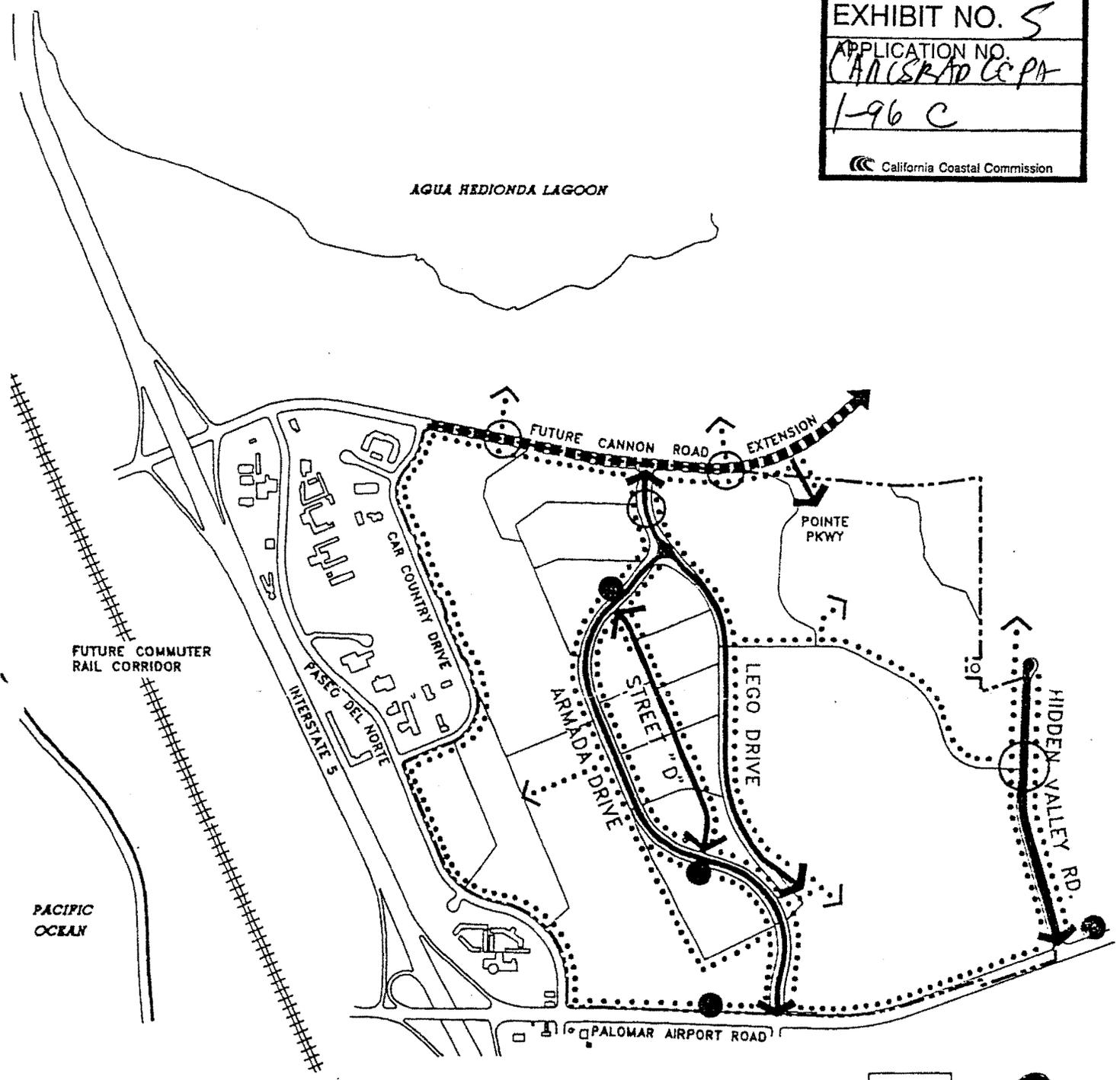
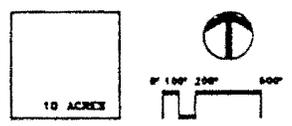


Figure 15

CIRCULATION PLAN



- | | | | |
|---|---------------------------------|---|--|
|  | EXISTING CIRCULATION |  | PROJECT PROPOSED
PEDSTRIAN WAYS & TRAILS |
|  | PLANNED CIRCULATION |  | GRADE SEPARATED CROSSING FOR
PEDESTRIANS & GOLF CARTS |
|  | PROJECT PROPOSED
CIRCULATION |  | POTENTIAL TRANSIT STOP LOCATION. THE
EXACT LOCATION TO BE DETERMINED AT THE
TIME OF SITE DEVELOPMENT PLAN APPROVAL |

EXHIBIT NO. 6
 APPLICATION NO.
 (A) (CSB) (LCPA)
 1-96 C
 California Coastal Commission

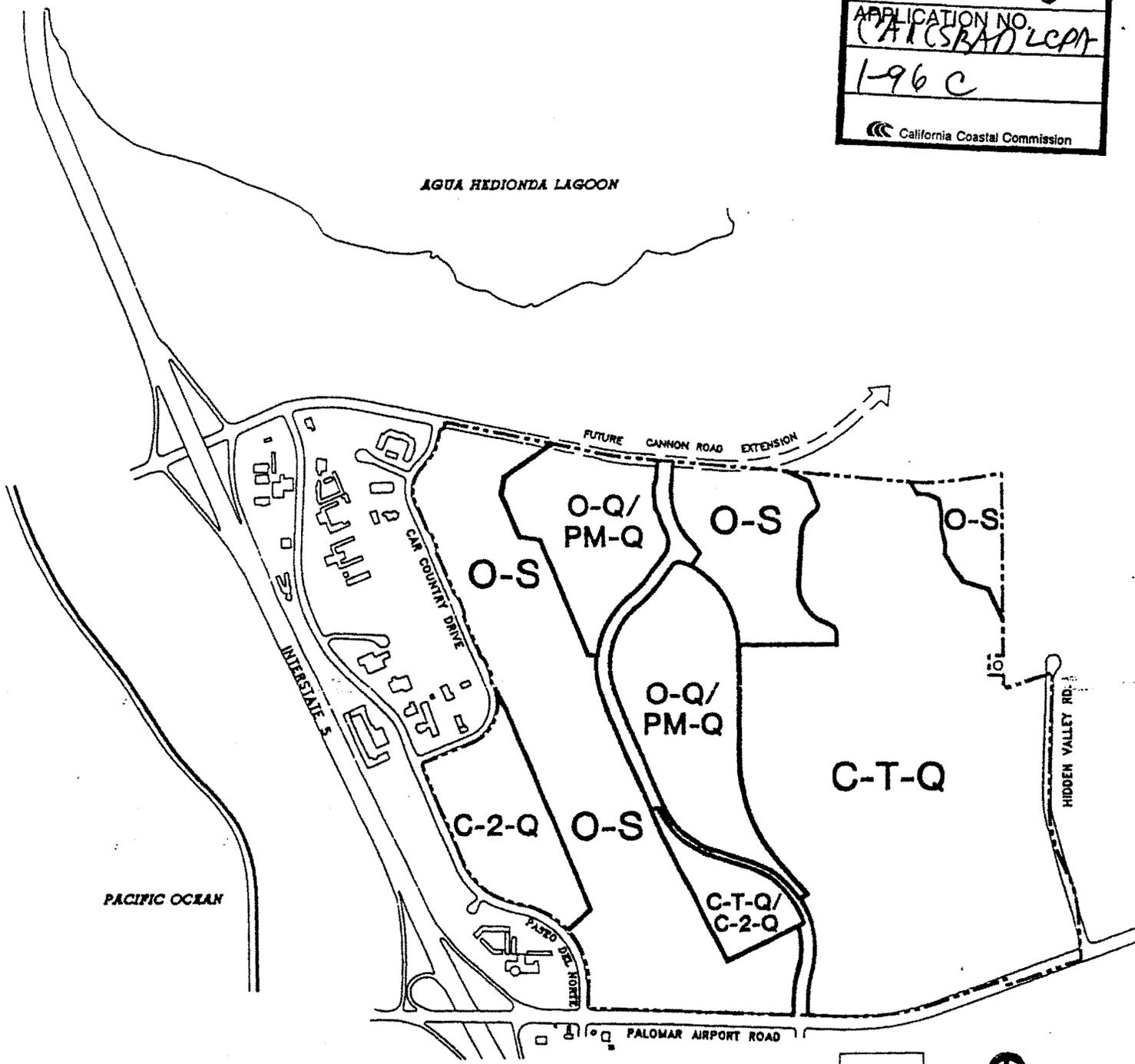


Figure 9

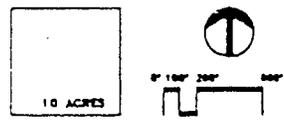
ZONING DESIGNATIONS

- | | |
|---------------------------------|--|
| O OFFICE | C-2 GENERAL COMMERCIAL |
| PM PLANNED INDUSTRIAL | O-S OPEN SPACE |
| C-T COMMERCIAL-TOURIST | Q QUALIFIED DEVELOPMENT OVERLAY |



Figure 5

WILLIAMSON ACT LANDS

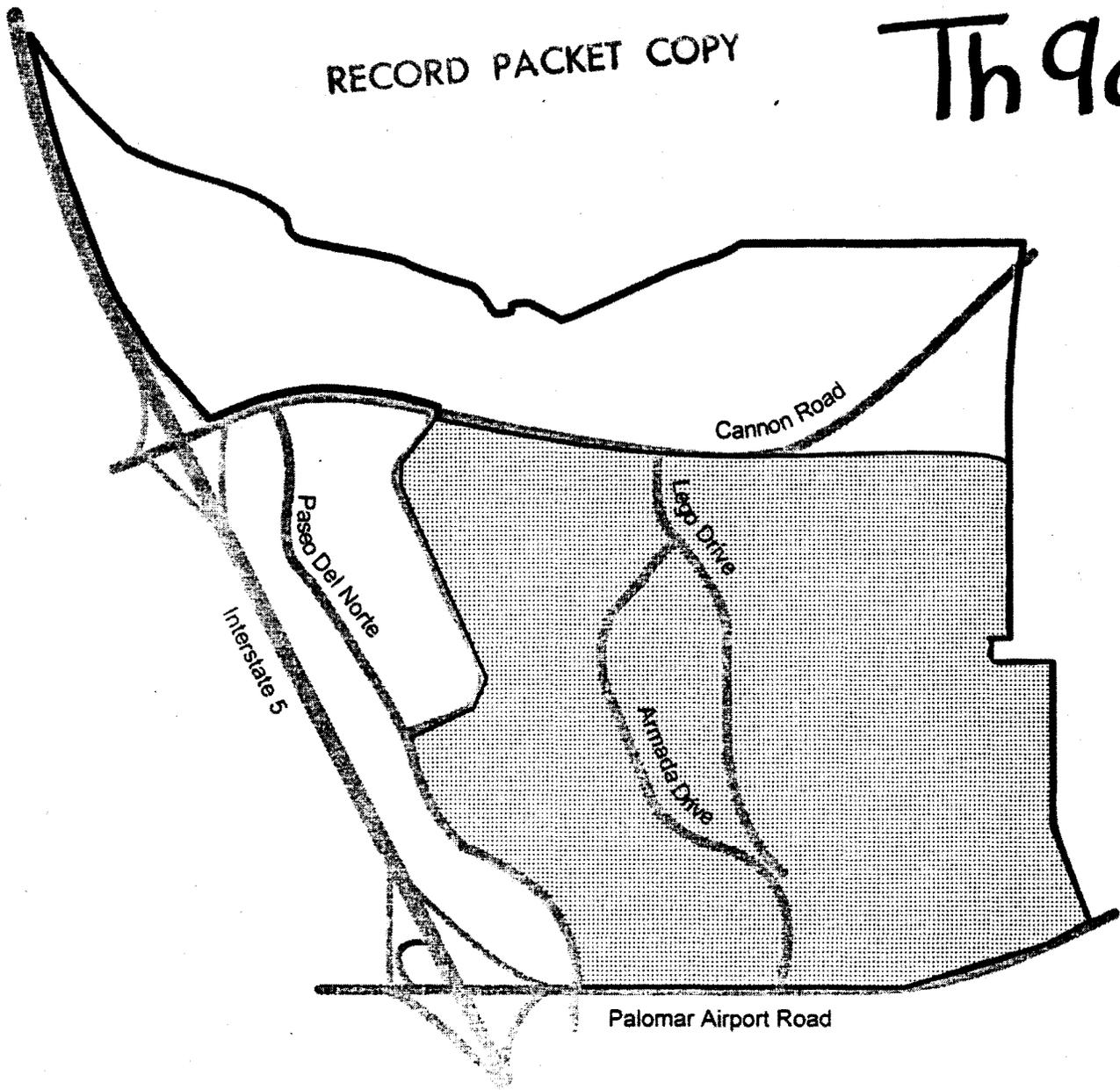


- 
NON-WILLIAMSON ACT LANDS
 121.08 Acres
- 
WILLIAMSON ACT LANDS REMAINING UNDER CONTRACT
 149.7 Acres
- 
WILLIAMSON ACT LANDS TO BE REMOVED
 181.2 Acres

EXHIBIT NO. 7
APPLICATION NO. <i>CANISBADECPA</i>
<i>1-96 C</i>
 California Coastal Commission

RECORD PACKET COPY

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Carlsbad Ranch

Specific Plan

October 1995

Prepared For:
The Caritas Company

Prepared By:
Hofman Planning Associates

CARLSBAD RANCH SPECIFIC PLAN AMENDMENT

SPECIFIC PLAN 207(A)

Prepared for:

Carlsbad Ranch Company

Prepared by:

Hofman Planning Associates

February 27, 1995
Revised April 1995
Revised October 1995
Revised January 1996

Approved by:
Planning Commission Resolution No. 3848
December 6, 1995

Approved by:
City Council Ordinance No. NS-344
January 9, 1996

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- D. Airport Noise/Land Use Compatibility Matrix
- E. Williamson Act Contract
- F. Potential LEGOLAND Attractions

I. INTRODUCTION

A. INITIATION OF THE PLAN

The Carlsbad Ranch Specific Plan Amendment was prepared at the request of the major property owner, the Carlsbad Ranch Company. A portion of the subject property is within the Palomar Airport Influence Area which is designated a Special Treatment Area by the City's General Plan. As required by the General Plan's Special Treatment Area Guidelines, a specific plan must be processed and approved prior to development of this property. In addition, a combination district is proposed for the subject property which also necessitates the preparation of a specific plan pursuant to the General Plan. The property is also located within the boundary of the Mello II Segment of the Local Coastal Program (LCP) which also requires a specific plan for development of the site.

B. PROJECT LOCATION AND OWNERSHIP

The Carlsbad Ranch site is located within the northwest quadrant of the City of Carlsbad. The site is located entirely within the boundary of Local Facilities Management Zone 13. A regional map depicting the location of the property within the County and a city context map presenting the location of the property within the City of Carlsbad are provided in Figures 1 and 2 on pages 2 and 3 respectively. The specific project site is shown on Figure 3 on page 4.

The Carlsbad Ranch Specific plan is largely under the ownership of the Carlsbad Ranch Company. The Gemological Institute of America also owns approximately 29.0 acres within the specific plan.

C. SPECIFIC PLAN ACREAGE AND SITE DESCRIPTION

The Carlsbad Ranch Specific Plan Amendment area is 447.40 acres in size. This specific plan amendment increases the land area of the original specific plan by 23.89 acres. This increase includes the transfer of 20.56 acres from Zone 5 to Zone 13 which is located along the southeast boundary of the project. The remainder of this increase is due to the inclusion of additional right-of-way from Cannon Road along the northern boundary of the project. Of this area, 412.52 acres are considered developable pursuant to Section 21.53.230 of the Carlsbad Municipal Code. The site is composed of gently rolling topography and contains three north-south trending ridges. Almost all of the site has been disturbed by agricultural operations. Environmentally constrained areas of the site consist of steep slopes in the northeast and southeast corners of the property. Some of these slopes are covered with sensitive vegetation, including coastal sage scrub and mixed coastal chaparral.

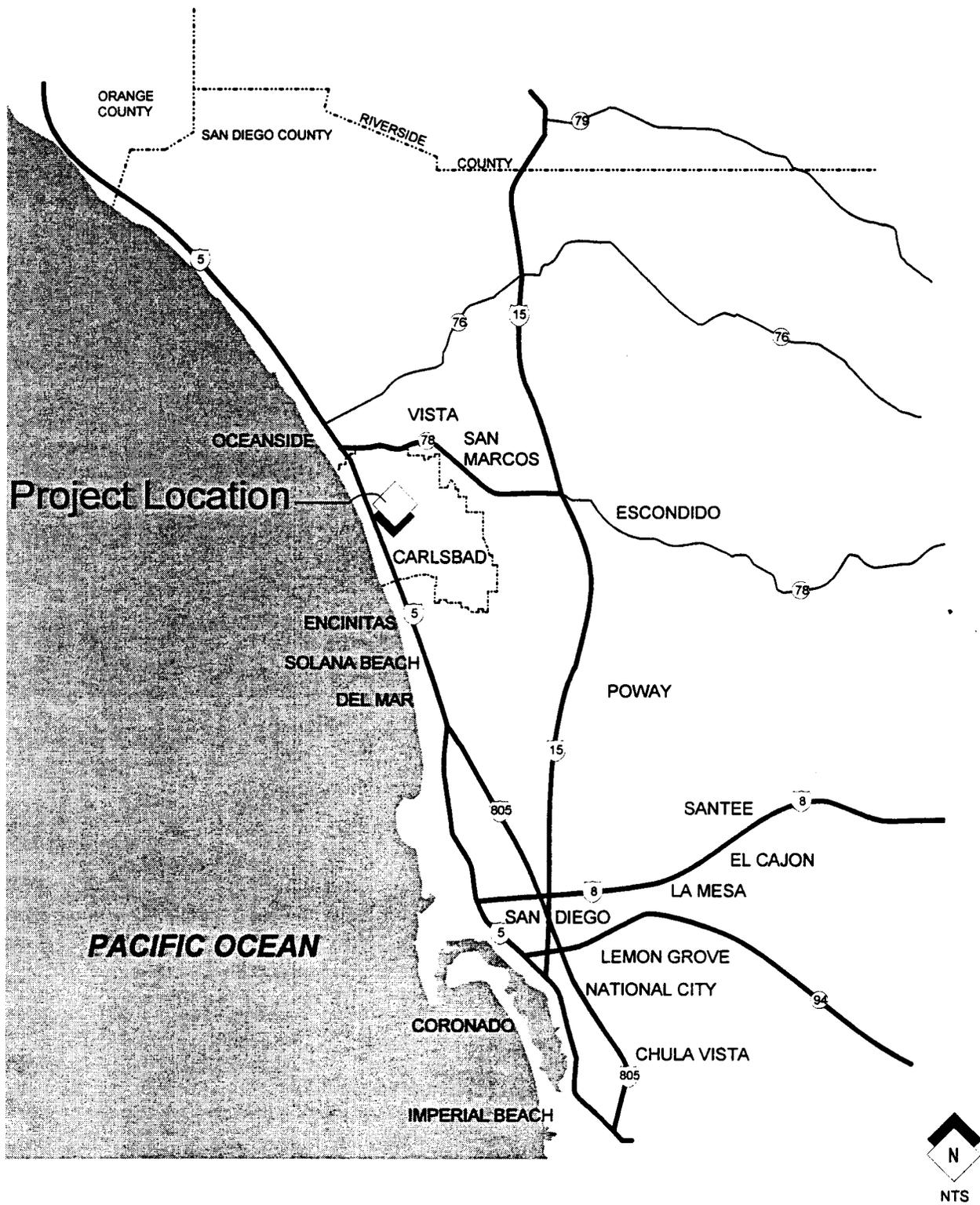


Figure 1
REGIONAL CONTEXT

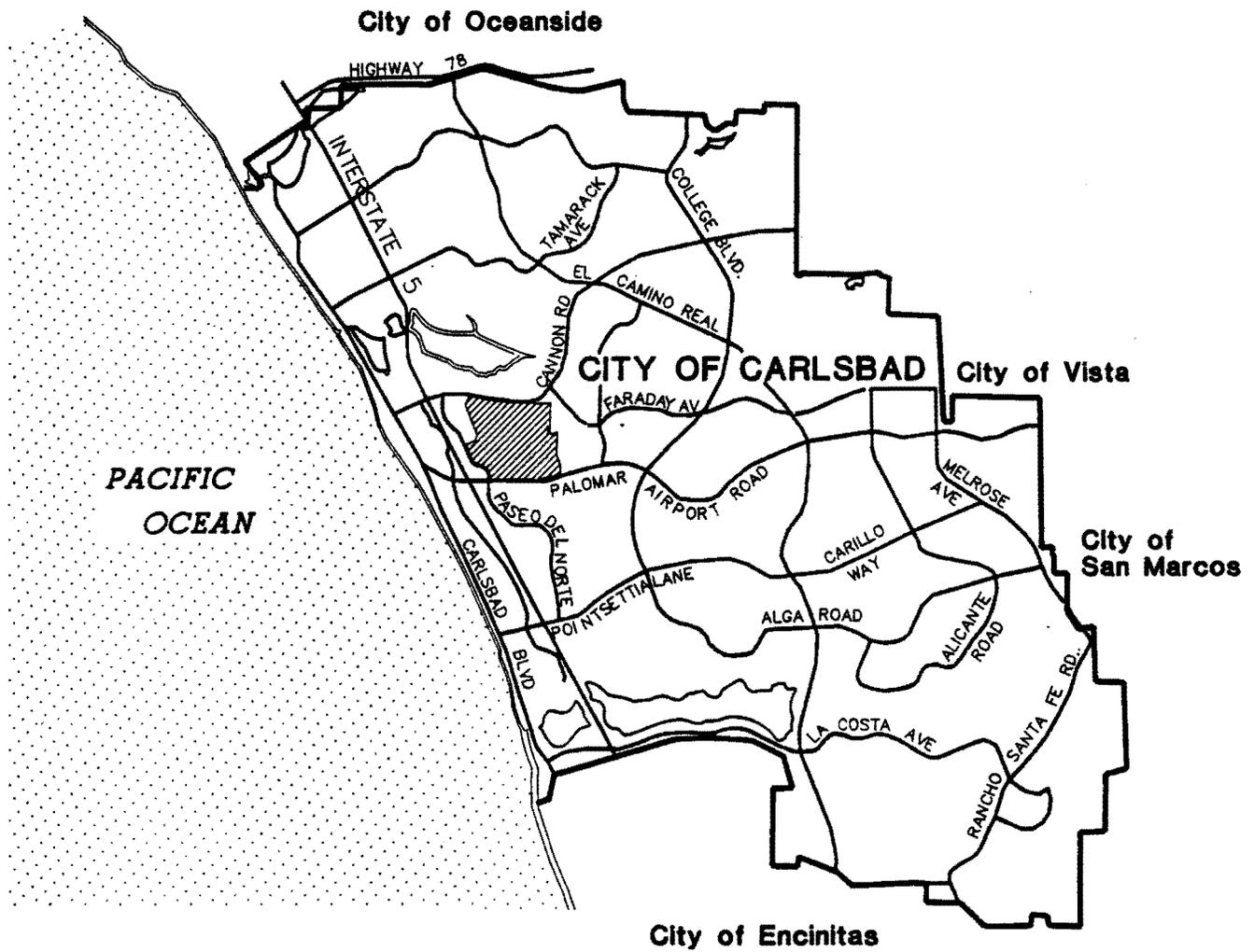


Figure 2
CITY CONTEXT



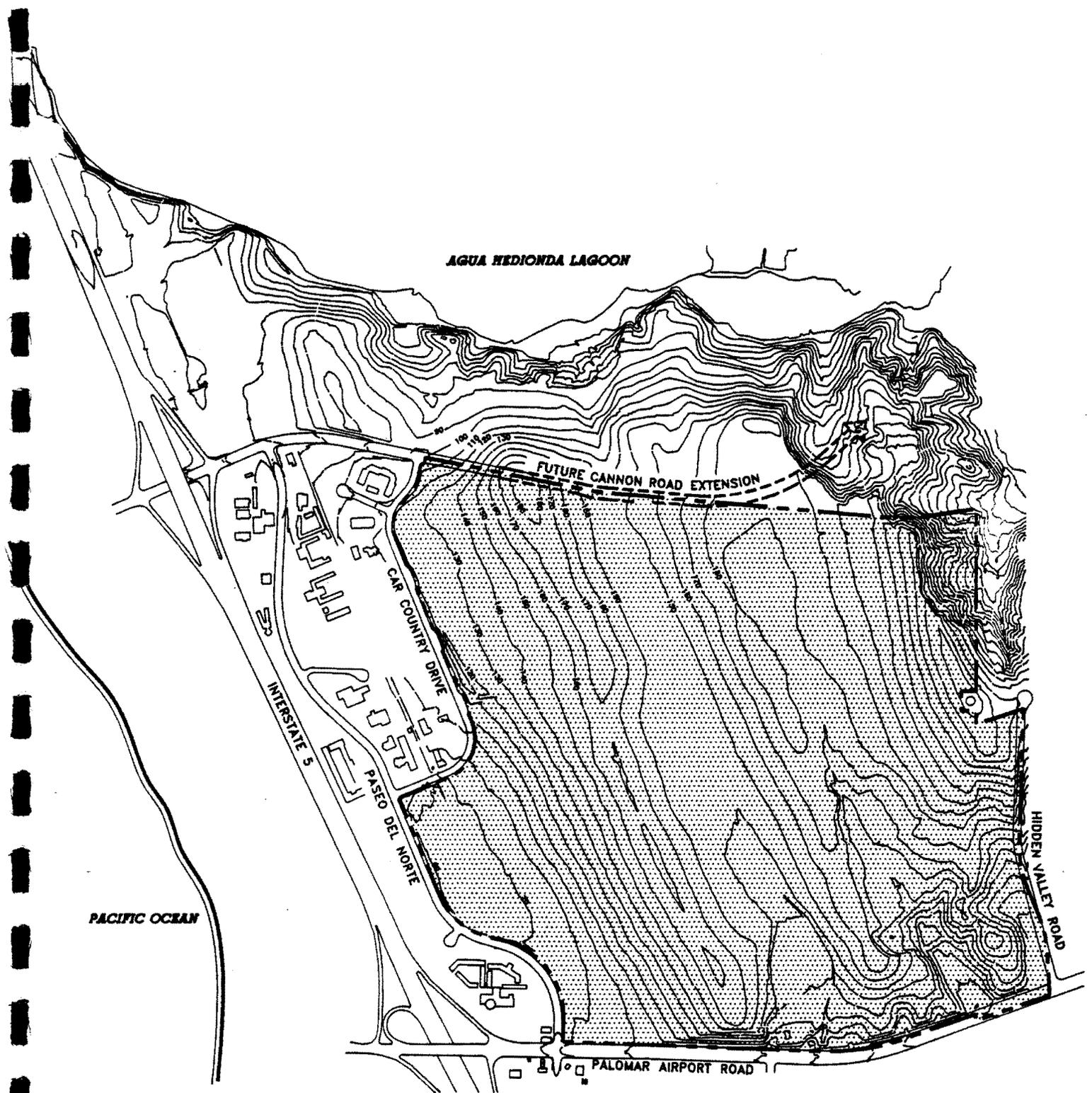
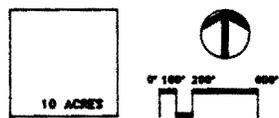


Figure 3
VICINITY MAP



D. PURPOSE OF THE PLAN

The purpose of the Carlsbad Ranch Specific Plan is to provide a comprehensive set of guidelines, regulations and implementation programs for guiding and ensuring the orderly development of the Carlsbad Ranch in accordance with the City's General Plan.

The specific plan defines the allowable type and intensity of land use, provides detailed development and design standards and criteria, and describes the method by which the Carlsbad Ranch Specific Plan will be implemented. City Council adoption of the Carlsbad Ranch Specific Plan will establish the zoning and development standards for this property. The Carlsbad Ranch Specific Plan Amendment will ensure that the subject property is developed in full accordance with the following:

- City of Carlsbad General Plan
- Local Coastal Program - Mello II Segment
- Zone 13 Local Facilities Management Plan
- McClellan-Palomar Airport Comprehensive Land Use Plan
- Land Conservation Contract 76-1

E. PROPOSED LAND USES

The proposed land uses for the Specific Plan Amendment will be similar in type to the original Carlsbad Ranch Specific Plan, but with a significantly reduced office/research & development component and the addition of recreational, retail, and visitor serving land uses. Proposed land uses for the Specific Plan Amendment reflect a mix of compatible and complementary non-residential uses, including office, research and development, related light manufacturing, commercial, hotel, destination resort, golf course, agriculture, a vocational school campus and LEGOLAND Carlsbad. The integrated uses will allow for the creation of a diverse, high quality development with appropriate recreational opportunities and services for the community. It will enhance the regional focus that the Carlsbad Ranch now holds as entry to the business and industrial corridor and as a visitor and community destination for its agricultural, aesthetic, retail and entertainment characteristics. A table detailing the proposed land uses and associated square footage is provided as Figure 4 on page 6.

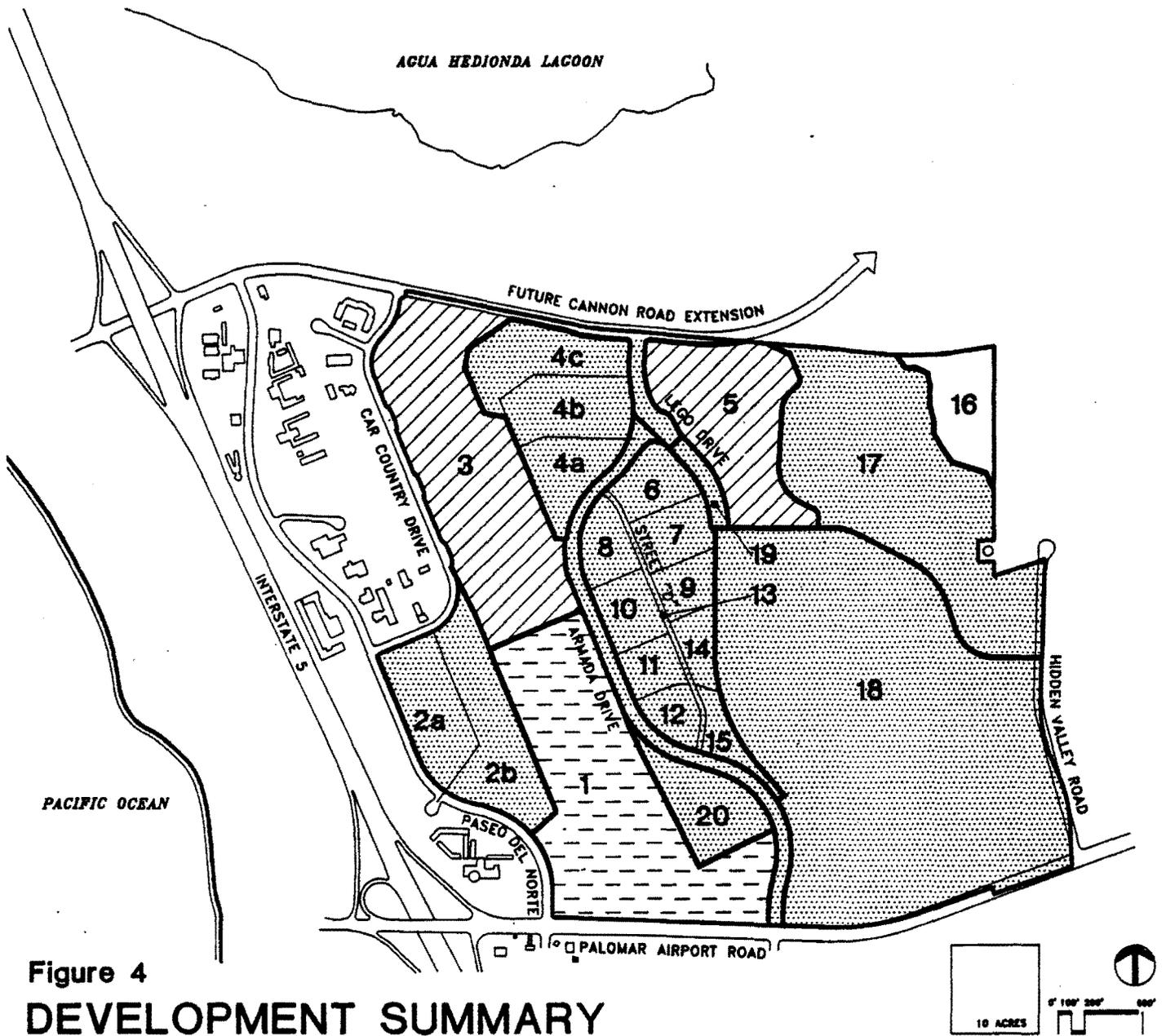


Figure 4
DEVELOPMENT SUMMARY



NUMBER	LAND USE	ACRES (NET)	DEVELOPMENT PROGRAM
1	AGRICULTURE	53.42	EXISTING FLOWER FIELDS
2a,b	SPECIALTY RETAIL	26.65	300,000 SF
3	GOLF	45.61	4 HOLES OF GOLF
4a,b,c	G.I.A. VOCATIONAL SCHOOL	28.93	550,000 SF
5	GOLF	26.46	3 HOLES OF GOLF
6-12,14-15	RESEARCH & DEV'T	40.01	800,000 SF
13	STREET "D" (PRIVATE)	1.97	
16	OPEN SPACE	10.00	PRESERVE IN NATURAL STATE
17	RESORT	52.80	700 SUITES; 647,000 SF
18	LEGO FAMILY PARK	128.32	425,750 S.F.
19	LEGO DRIVE (PRIVATE)	0.94	
20	COMMUNITY HOTEL & RETAIL	10.48	212,080 SF; 280 ROOMS
	PUBLIC ROADS	21.81	
TOTAL SPECIFIC PLAN:		447.40 AC	2,934,830 SF

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F. ISSUES ADDRESSED IN THE PLAN

Issues addressed by this plan include land use compatibility with the existing and future agricultural operations and Palomar Airport to the east, preservation of open space, visual aesthetics of the development, provision of adequate public facilities and improvements, and consistency with the General Plan, Local Coastal Plan - Mello II Segment and the Zone 13 Local Facilities Management Plan.

G. RELATIONSHIP OF THE PLAN'S POLICIES TO ITS REGULATIONS

The Carlsbad Ranch Specific Plan is both a policy and a regulatory document. The Plan will serve as the zoning ordinance for the subject property. Where the plan varies from existing City regulations, specific policy statements are presented to clarify the intent and purpose of the proposed regulation.

The specific plan goals, objectives and policies will serve to generally guide and direct development within the Carlsbad Ranch. The specific plan regulations will implement these goals, objectives and policies. Detailed regulations will control the type, location, intensity and appearance of development in Carlsbad Ranch. The illustrative plans contained in this document are conceptual in nature only. Specific project site design shall be subject to future City review and must conform to all applicable codes, standards and design requirements.

H. COMPLIANCE WITH THE GENERAL PLAN

The Carlsbad Ranch Specific Plan is consistent with and implements the Carlsbad General Plan. The following highlights some of the major General Plan goals applicable to Carlsbad Ranch and discusses the relationship between these goals and the Carlsbad Ranch Specific Plan.

1. LAND USE ELEMENT

Overall Land Use Pattern

- a. Goal A.1 - A City which preserves and enhances the environment, character and image of itself as a desirable residential, beach and open space-oriented community.

The Carlsbad Ranch Specific Plan is consistent with the intent of this goal, since the majority of the project will remain as a open family park, golf course and agricultural area. The project has been designed to concentrate development along Paseo Del Norte, the site's developable western ridge and the flatter portions of the eastern boundary, thus preserving significant amounts of open space including the well known "flower fields".

- b. Goal A.2 - A City which provides for an orderly balance of both public and private land uses.

The specific plan meets this goal by providing public recreational uses and amenities, including a family park, a golf course open to the public, a pedestrian promenade and a trail through the flower fields which will channel foot traffic through the fields. The private uses that contribute to balance the specific plan include LEGOLAND Carlsbad, the Resort, the Gemological Institute, the Hotel/Timeshare area and the Specialty Retail shops.

Growth Management And Public Facilities

- c. Goal A.1 - A City which ensures the timely provision of adequate public facilities and services to preserve the quality of life of the residents.

The Carlsbad Ranch Specific Plan includes provisions which ensure that all necessary public facilities will be available concurrent with need. The specific plan has been developed to be consistent with and to implement the Zone 13 Local Facilities Management Plan (LFMP) as identified in the Community Facilities (IV), Utilities and Infrastructure (V) and Specific Plan Implementation Measures (VI) chapters of this document.

The Zone 13 Local Facilities Management Plan Amendment is being processed concurrently with this Specific Plan Amendment. Development within the Carlsbad Ranch has been anticipated and provisions have been established to ensure the availability of public facilities.

Commercial

- d. Goal A.1 - A City that achieves a healthy and diverse economic base by creating a climate for economic growth and stability.

The Carlsbad Ranch Specific Plan will provide a family oriented theme park, destination resort and golf course, as well as a diverse range of commercial services including restaurants, specialty shops, regional retail, etc. The commercial uses of the specific plan will also serve to attract and accommodate local residents as well as meet the needs of the specific plan's tenants and guests.

Industrial

- e. Goal A - A City which develops an industrial base of light, pollution-free industries.

The Carlsbad Ranch Specific Plan incorporates research and development uses into the Specific Plan Program, thus maintaining consistency with the intent of this goal. The research and development uses contribute a light industrial component to the specific plan that will serve to strengthen the City's tax base as well as increase job opportunities for local residents.

Agriculture

- f. Goal A.2 - A city which supports agriculture while planning for possible transition to urban uses.

The proposed development on the site will provide supplemental income to help sustain agricultural operations in Planning Area 7, the Flower Fields. The specific plan will increase the amount of acreage preserved as permanent Open Space for agricultural purposes.

Environmental

- g. Goal A - A City which protects and conserve natural resources, fragile ecological areas, unique natural assets and historically significant features of the community.

The Carlsbad Ranch Specific Plan contains provisions to preserve the community landmark of the "Flower Fields". This is made possible by the revenue created by the other proposed uses.

Special Planning Considerations -- Airport

- h. Goal A - A City which maintains land use compatibility between McClellan-Palomar Airport and surrounding land uses.

The Carlsbad Ranch Specific Plan area is located within the Palomar Airport Special Treatment Area as defined by the "Comprehensive Land Use Plan for Palomar Airport". As discussed in the Land Use Element of the General Plan, specific plans should be developed for properties located within the Airport Influence Area to ensure definite work programs for those identified key areas that affect the character of the entire community. Through the development of comprehensive design guidelines, the Carlsbad Ranch Specific Plan shall ensure the orderly and consistent development of all properties within the specific plan.

2. OPEN SPACE & CONSERVATION ELEMENT

- a. Goal A.1 - Preserve and create an open space system

The first goal of the Open Space & Conservation Element identifies the need to preserve and create open space systems that maintain community identity, achieve a sense of natural spaciousness, and provide a certain degree of visual relief to the cityscape. The Carlsbad Ranch Specific Plan provides for the preservation of all existing General Plan Open Space in addition to proposing additional General Plan Open Space for a golf course open to the public. The open space areas also include an area of native vegetation in the northeast corner of the specific plan area.

3. CIRCULATION ELEMENT

Streets And Traffic Control

- a. Goal A.1 - A City with an integrated transportation network serving local and regional needs.

The Carlsbad Ranch Specific Plan shall provide a comprehensive circulation system that will serve the present and future traffic needs of Carlsbad and the region as a whole. The proposed internal circulation system of the project creates a circulation pattern which provides logical links with the existing system. The Carlsbad Ranch's internal circulation system is also intended to enhance the existing network by providing alternative routes for movement.

Signage will direct traffic generated by LEGOLAND Carlsbad and the resort to access these areas by using Cannon Road. This will preserve the capacity along Palomar Airport Road.

Alternate Modes Of Transportation

- b. Goal A - A City which promotes, encourages and accommodates a variety of transportation modes as alternatives to the automobile.

This specific plan proposes goals, objectives and policies to address potential transit services and opportunities provided for alternate modes of transportation for the tenants and guests of the Carlsbad Ranch Specific Plan Area.

The Carlsbad Ranch Specific Plan will provide a pedestrian circulation system which is both safe and comfortable thus encouraging non-vehicular traffic. The Carlsbad Ranch Specific Plan will provide a pedestrian oriented environment which will provide views of the surrounding open space and natural features while supplying access between the various uses. Sidewalk widths within the specific plan will be increased to 15 feet along portions of Armada Drive.

The Carlsbad Ranch Specific Plan also identifies potential locations for future bus stops within the specific plan area. The potential bus stop locations are as shown on Figure 15 on page 52.

4. NOISE ELEMENT

Airport

- a. Goal A - A City that achieves long-term compatibility between the airport and surrounding land use.

The subject property is impacted by noise from Palomar Airport and Interstate 5. The land uses proposed in the Carlsbad Ranch Specific Plan are in full compliance with the noise standards contained in the City's Noise Element and the Comprehensive Land Use Plan for Palomar Airport. (See Appendix E for the Airport Noise/Land Use Compatibility Matrix.) Noise impacts will be evaluated in the accompanying Environmental Impact Report. All future development within the specific plan shall incorporate the applicable noise mitigation measures identified in the EIR to reduce indoor noise levels to acceptable levels consistent with the Airport's Land Use Plan and the City's Noise Element.

I. AGRICULTURAL PRESERVE

Notice of Non-Renewal of the Williamson Contract was filed, effective January 1, 1992. Pursuant to the provisions of the Williamson Act Land Conservation Contract, the Contract will expire as to certain portions of the Agricultural Preserve on January 1, 2001 and January 1, 2006 as shown on Figure 5 on page 14. Prior to such expiration, use of the property, notwithstanding the specific plan, will be restricted to those uses permitted under the Contract with the City of Carlsbad.

Portions of the property which are subject to the terminating Contract are designated for use by LEGOLAND Carlsbad, GIA, the Specialty Retail area and the resort, together with related infrastructure and certain affected areas as shown on Figure 5 on page 14. It is anticipated that development of these areas for those uses prior to the normal expiration of the Contract will require cancellation of the Contract for the specific uses, reflecting the unique character and the limited opportunities for their location elsewhere within the city or in adjacent areas. Cancellation of the Act on these areas will require action by the City Council of the City of Carlsbad to make appropriate findings for purposes of tentative cancellation, and final cancellation will reflect the satisfaction of the conditions specified in the tentative cancellation.

So long as the Williamson Act is in effect on portions of Planning Areas 1, 2, 4, 5 & 6, the only uses permitted are agricultural and recreational as provided under the Williamson Act Contract. Figure 10 on page 27 provides the locations of the Planning Areas described.

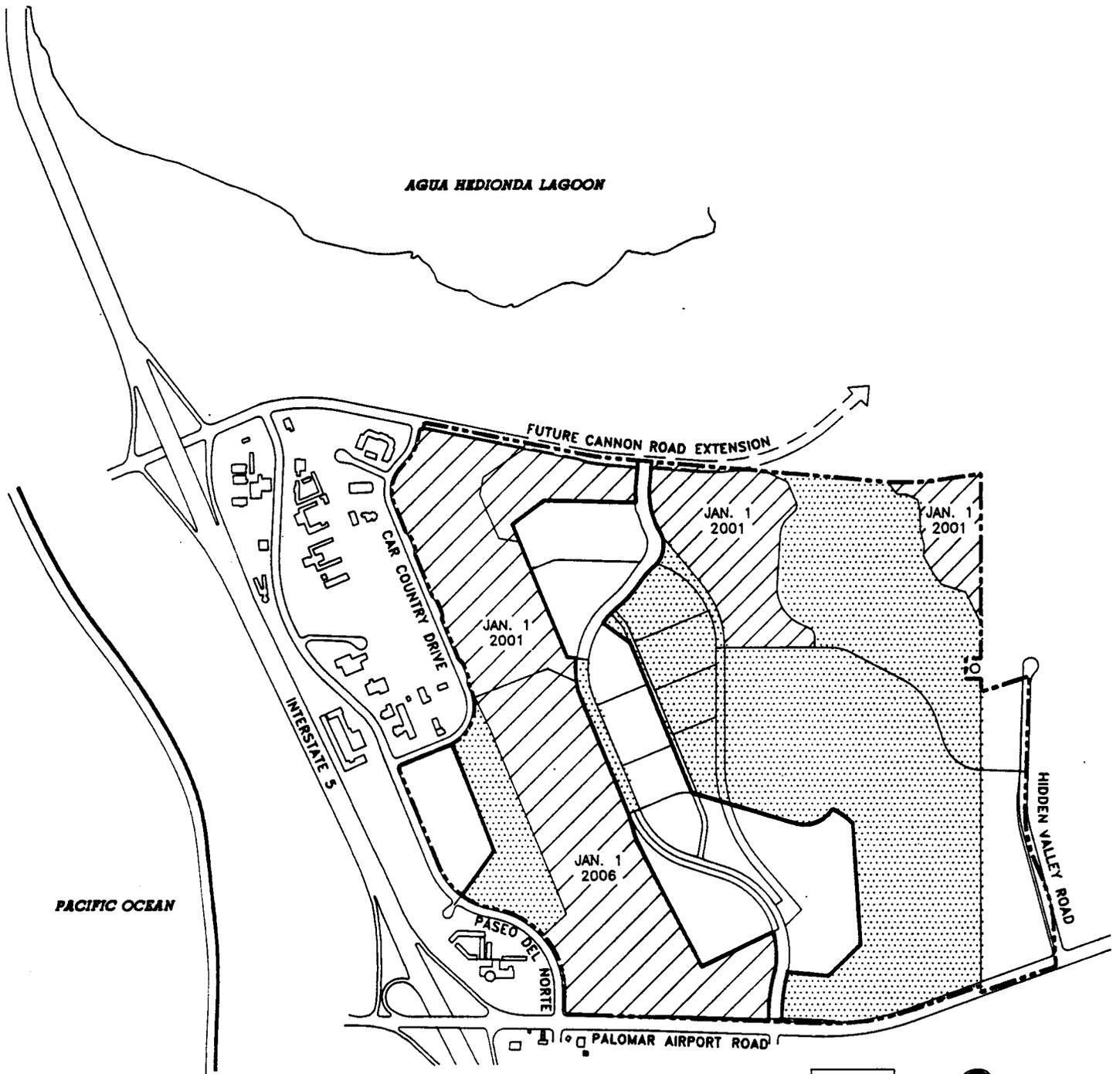
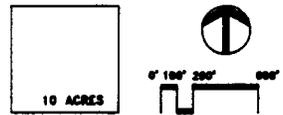


Figure 5

WILLIAMSON ACT LANDS



- 
NON-WILLIAMSON ACT LANDS
 118.58 Acres
- 
WILLIAMSON ACT LANDS REMAINING UNDER CONTRACT
 146.35 Acres
- 
WILLIAMSON ACT LANDS TO BE REMOVED
 182.49 Acres

J. ENTITLEMENT AND APPROVALS PERMITTED BY THE SPECIFIC PLAN

Approval of this specific plan establishes the zoning for the Carlsbad Ranch, setting forth permitted uses and regulatory criteria and guidelines. Approval of this plan does not vest any rights for future approvals of any licenses, discretionary acts or other entitlement necessary for future development within Carlsbad Ranch.

No person shall use or develop any property covered by this specific plan in a manner which is contrary to the provisions contained herein as established by the City Council. Development within the specific plan area shall be subject to all terms and conditions of the Carlsbad Ranch Specific Plan.

The Carlsbad Ranch Specific Plan is supplemental to the existing certified Mello II Land Use Plan. All the resource protection and land use provisions of the existing certified land use plan are applicable to the Carlsbad Ranch (LCP Amendment 1-93, Suggested Modification Number 2).

A General Plan Amendment, Local Coastal Plan Amendment, cancellation of a part of a Land Conservation Contract, an Agricultural Preserve Amendment, Zone Change, Local Facilities Management Plan Amendment, Tentative Map, Non-Residential Planned Development Permit, Hillside Development Permit, a Development Agreement and an Environmental Impact Report have been processed concurrently with this Specific Plan Amendment. Future discretionary approvals required prior to development in the specific plan area shall include one or more of the following:

Site Development Plan (*for each Planning Area or any lot within a Planning Area pursuant to the Qualified Development Overlay Zone - Chapter 21.06*)

Coastal Development Permit

Non-Residential Planned Development (*optional, at discretion of property owner*)

Conditional Use Permit (as appropriate)

K. SEVERABILITY CLAUSE

In the event that any regulation, condition, program, or portion of this specific plan is held invalid or unconstitutional by the California or Federal Court of competent jurisdiction, such portions shall be deemed separate, distinct and independent provisions, and the invalidity of such provisions shall not affect the validity of the remaining provisions thereof.

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II. LAND USE AND CIRCULATION

A. INTRODUCTION

This section describes the Carlsbad Ranch Specific Plan, its conservation and development goals and proposed land uses. It begins with an overview of the site features which present opportunities and constraints for development, followed by a description of the planning and design concepts for the site and the goals, objectives and policies which will provide the framework for future development of the Carlsbad Ranch.

B. OVERVIEW OF PLANNING AREA OPPORTUNITIES AND CONSTRAINTS

1. COMMUNITY CONTEXT

The City of Carlsbad lies within an area that has experienced rapid growth since the 1960's, due to the attractive environment and strong economy of the San Diego region. As with many California coastal communities, Carlsbad has been transformed from a primarily residential and visitor serving town to a much more diverse community which supports a growing employment and commercial base in addition to residential development. The development pattern of the Carlsbad community has changed dramatically in response to these basic shifts in land use. Originally structured as a residential neighborhood clustered around a compact village center located along the beach and railroad, Carlsbad now extends over a much larger area that includes within its corporate limits business parks, shopping areas, resort hotels, residential neighborhoods and large open space and agricultural areas.

Within this context, the Carlsbad Ranch has shifted from being in a location on the periphery of the community, to a position that is near the geographic heart of Carlsbad, with direct access to Interstate 5 along two major east - west corridors. Similarly, the site has shifted from a location within a primarily agricultural area, to a position within a developing sub-regional commercial and employment center. All of these factors make the Carlsbad Ranch well suited for land uses other than agriculture, and points to an important role for the Carlsbad Ranch Specific Plan in creating a framework for urban uses which integrates development with open space to maintain the scenic qualities of the site.

2. NATURAL AND CULTURAL FEATURES

The Carlsbad Ranch planning area encompasses approximately 447.40 acres of land bounded by Paseo Del Norte on the west, Palomar Airport Road on the south, future Cannon Road on the north and the amended boundary of Zone 13 on the east. The site is comprised of three gently sloping parallel ridges that traverse the site in a north-south direction as shown on Figure 6 on page 19. The highest point on the property, adjacent to the water tower along the eastern edge of the property, is approximately 200 feet higher than the lowest point on the property, the Specialty Retail Center. The site topography is gently sloping, with only a small portion of land, approximately 12.56 acres, achieving slopes of 40% or greater. Steep slopes are concentrated at the northeast corner of the site adjacent to Macario Canyon and within road cuts along the periphery of the site and drainage swale at the southern portion of the site.

The ridges that run through the site provide panoramic views of the ocean, Agua Hedionda Lagoon and the community of Carlsbad, and are prominent landforms that are highly visible from the west. Cultivation of flowers on the west facing slopes of the property create colorful landscape features that are unique visual resources of the Carlsbad community. The visibility of the site demands a high quality design response which will contribute positively to the image and character of the City of Carlsbad.

Natural plant communities that occur on the site are limited, due to the history of agricultural uses on the site. Coastal sage scrub and mixed chaparral communities occur in association with steeper slopes in two areas along the eastern perimeter of the site.

Nearby Agua Hedionda Lagoon provided rich and varied resources for prehistoric populations, including shellfish, fish, plants and game. Surveys conducted by the property owners indicate that archaeological resources are present on the Carlsbad Ranch site, although they have been disturbed by agricultural activity.

AGUA HEDIONDA LAGOON

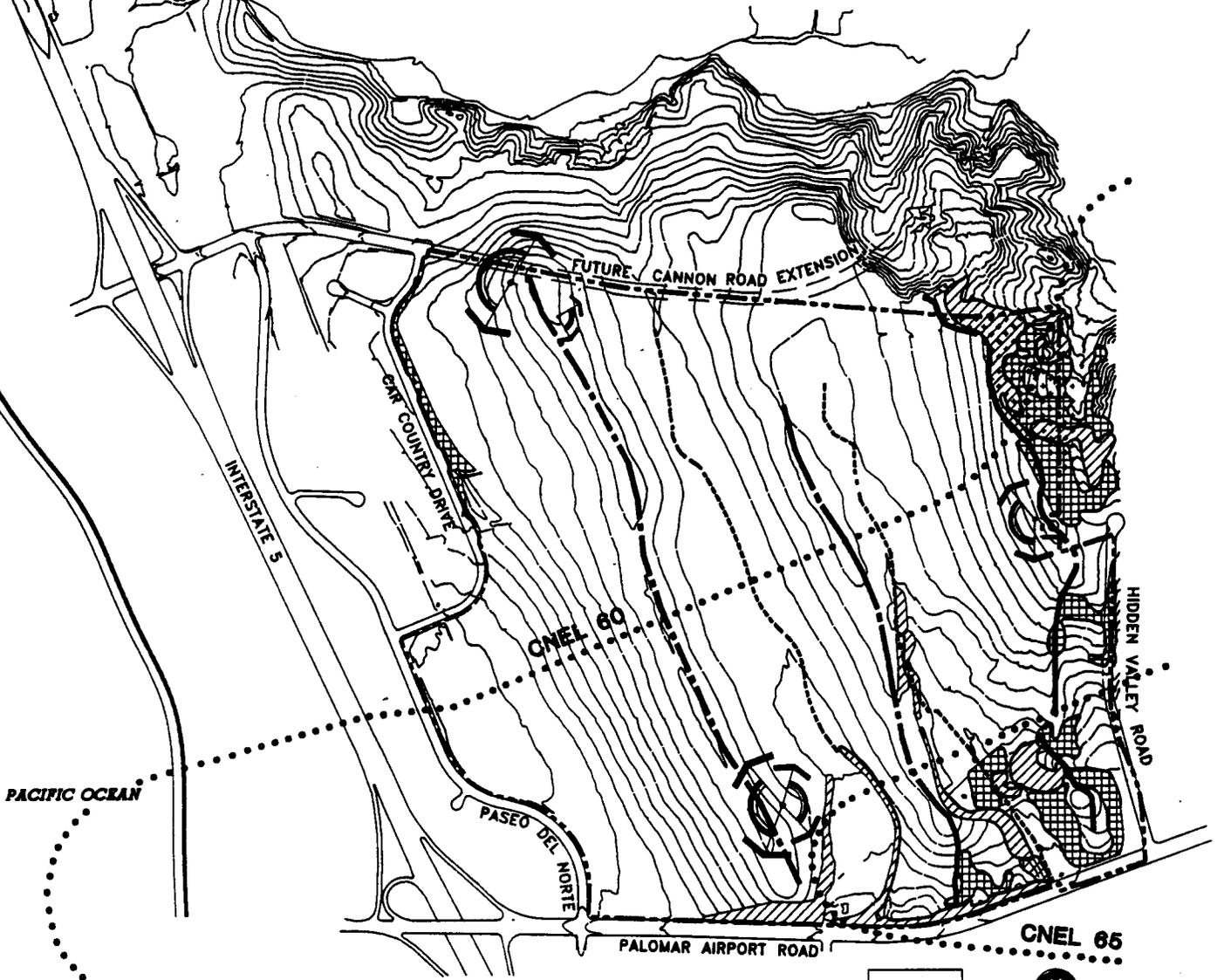


Figure 6

SITE FEATURES

- | | | | |
|--|---|--|---|
| | MAJOR RIDGELINES | | 25% - 40% SLOPES |
| | VIEWS | | GREATER THAN 40% SLOPES |
| | PROJECTED 1995 AIRPORT CONTOURS (IN CNEL) | | PLANT COMMUNITIES
COASTAL SAGE SCRUB AND MIXED COASTAL CHAPARRAL |
| | INTERMITTENT DRAINAGE CONTOURS | | |

3. INFRASTRUCTURAL CONSIDERATIONS

The Carlsbad Ranch site enjoys excellent vehicular access, due to its proximity to I-5 and accessibility from four circulation element roadways; Paseo Del Norte, Armada/LEGO Drive, Palomar Airport Road and future Cannon Road. The Carlsbad Ranch comprises the majority of Local Facilities Management Zone 13. The primary constraining infrastructural concern is the capacity of the circulation system to accommodate the traffic generated by new development. In order to maintain acceptable levels of service on the local circulation system, it has been determined that the total amount of traffic, measured in Average Daily Trips (ADT), that can be generated by Zone 13 is 69,376 ADT. Acceptable levels of service have been defined by the City's Growth Management Ordinance as follows: no road segment or intersection within the zone nor any road segment or intersection out of the zone which is impacted by development in the zone shall be projected to exceed a Service Level C during off-peak hours, nor Service Level D during peak hours. Impacted road segments and intersections occur when twenty percent or more of the traffic generated by the Local Facilities Management Zone will use the road segment or intersection.

4. INSTITUTIONAL AND JURISDICTIONAL CONSIDERATIONS

The Carlsbad Ranch is located within the incorporated territory of the City of Carlsbad, and is within the boundaries of the Coastal Zone as defined by the California Coastal Commission. The property is subject to the policies and ordinances of the City of Carlsbad as well as the requirements of the California Coastal Act of 1972. The Carlsbad Ranch is in three ownerships two of which has been held by the Ecke family since the 1950's, during which time the site has been in continuous agricultural production. Presently, approximately 329 acres of the property are under a Williamson Act Land Conservation Contract, as shown in Figure 5 on page 14; of this area, 135.49¹ acres are proposed as open space by this specific plan. A notice of non-renewal was filed in 1991 on the Williamson Act contract thus limiting urban development of this portion of the property until at least January 1, 2001 with the remainder under contract until January 1, 2006.

In 1988, a series of planning actions were approved by the City of Carlsbad and the California Coastal Commission which resulted in the current configuration of land designated for urban development. The site was designated 'Non-Residential Reserve' and 'Open Space' in the City's General

¹ Acreages in this specific plan are based on tentative map level of analysis. The acreages may vary from those shown in LFMP 13 due to slight differences in the geographic area described and in the constrain considered (e.g. non-circulation element streets).

Plan, providing for urban and continued agricultural use of the site, and the preservation of 39.1 acres of open space along the southwest facing slopes of the property currently used for growing flowers. Several measures aimed at reducing potential conflicts between urban and agricultural uses on Carlsbad Ranch were adopted by the Coastal Commission at the time approvals were granted. These measures have been refined, where appropriate, and incorporated into the specific plan policies and standards.

In 1993, the Carlsbad Ranch Specific Plan was approved by City Council (City Council Ordinance No. NS-227) for the development of 117.1 acres. A corresponding amendment to the City's General Plan which converted some Non-Residential Reserve to Open Space, Commercial, Office, Planned Industrial and Travel Service was also approved by the City Council.

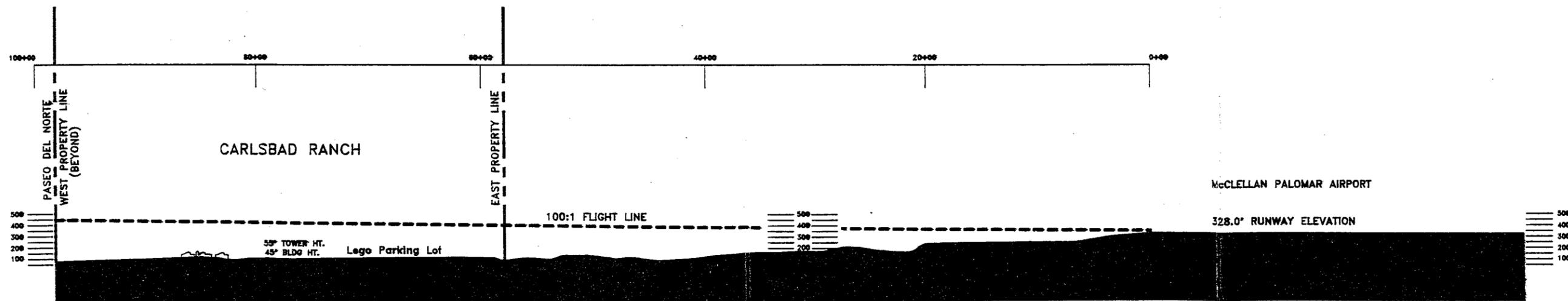
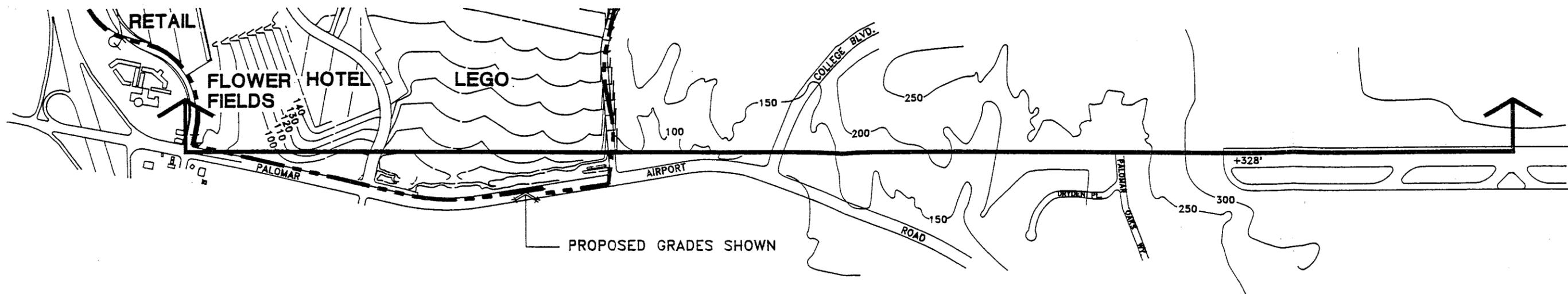
The proposed amendment to the Carlsbad Ranch Specific Plan will increase the size of the specific plan area from 423.51 acres to 447.40 acres. The amendment will change several of the previously approved land uses which will include the provisions for a golf course open to the public, a destination resort and LEGOLAND Carlsbad.

5. NOISE AND AIRPORT COMPATIBILITY

The site is also located in the Palomar Airport Influence Area. A portion of the site is within the projected 60 and 65 CNEL noise contours for Palomar Airport. Specific mitigation measures have been incorporated in this specific plan to ensure the compatibility of development with airport operations and consistency with the Palomar Airport Comprehensive Land Use Plan (see Chapter VII, Section B - Environmental Mitigation Measures). Building height, although a consideration, is not an issue in regard to airport operations as the proposed development lies well below the 100:1 flight line as illustrated by Figure 7 on page 22.

C. DESCRIPTION OF THE CARLSBAD RANCH PLAN CONCEPT

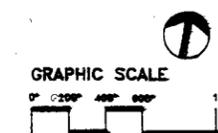
The concept underlying the plan for the Carlsbad Ranch is to create a mix of distinctive, complementary and compatible non-residential land uses including offices, research and development, commercial, destination resort, agriculture, golf, education institute and LEGOLAND Carlsbad. The mix of uses is supported by a pedestrian-scale circulation plan that encourages guests, employees, students and visitors to conveniently attend classes, work, shop, dine, exercise, golf and enjoy wholesome entertainment within walking distance. The plan concentrates building development within a limited area so that open space can be preserved and enhanced.



FLIGHT LINE @ 85+70	413.7
HOTEL TOWER ELEVATION	210.0
MAX. ROOF ELEVATION	200.0
MAX. FINISH GRADE	155.0

Figure 7

AIRPORT FLIGHT LINE ANALYSIS



Much of the most visible west-facing slope will maintain agricultural use of the site as flower fields. Formal elements will heighten the sense of the hillside landscape and will reinforce the visual importance of the ridgeline extending through the site and creating a prominent brow at the southwest end. A transitional wall will create an edge to the flower fields that will become a promenade providing scenic vistas to the fields, the city and the ocean.

Development will be concentrated within a limited area along the western-most ridge and areas to the east. A hotel/timeshare will occupy a prominent location at the southern end of the site. The hotel/timeshare will serve a role in Carlsbad much like the La Valencia Hotel in La Jolla and the Hotel Del Coronado in Coronado as a major landmark and social gathering place for the community. The use of courtyards, terraces, landscaping, sloping and tiled roofs, distinctive massing and many of the qualities characteristic of Mediterranean buildings are envisioned.

The focus of development in the north and central portion of the specific plan will be on Biotech, research/corporate users and a vocational campus housing the Gemological Institute of America. The development will be a mix of one, two and three-story buildings. Design standards will continue to require architectural articulation on all buildings, incorporating a vocabulary which is compatible with the overall Mediterranean character of the Carlsbad Ranch.

LEGOLAND Carlsbad will be situated on the southeast quadrant of the Carlsbad Ranch. It will consist of parking, an inner park of active and passive clusters, an outer park and service and administration area. All areas of the park will be heavily landscaped. The inner park will also contain water features. All areas of the park will be child and pedestrian oriented. All structures will be designed to blend in with the extensive landscaping in garden-like settings. LEGO models will be featured in LEGOLAND Carlsbad.

A full-service destination resort which may include up to 700 suites is proposed to be located on the northeast corner of the Ranch. The architecture will be compatible with the same Mediterranean vocabulary prevalent throughout the Ranch and features such as sloping tile roofs, terraces, arches, elevated walkways connecting the various buildings should be encouraged. A golf course, open to the public, will be situated below the resort adding to the open space in the Ranch.

The western-most portion of the Ranch below the flower fields and adjacent to Paseo Del Norte will be developed as a specialty retail center. Buildings will be designed and oriented to allow for views of the flower fields to the east. There will be a focus on food service at the end of the pedestrian access to the flower fields and ridge promenade.

Figures 8, 9, 10, 11 and 12, found on pages 25 through 29, identify the proposed location of land uses and the development program to be achieved on the developable portion of the Carlsbad Ranch, which is expected to build out over a 10 to 15 year time period.

The acreage contained in the Parcelization map on page 29 does not directly correspond with the land use acreage as contained in the Zone 13 LFMP. The Parcelization map provides separate lots for the developable land and the roadways. While the land use maps contained in the Zone 13 LFMP provides acreage that includes the adjacent roadways in the land use area.

The plans and maps provided in this specific plan are conceptual in nature only. Site Development Plans and/or Conditional Use Permits will be required prior to development in any of the Planning Areas within the Carlsbad Ranch Specific Plan.

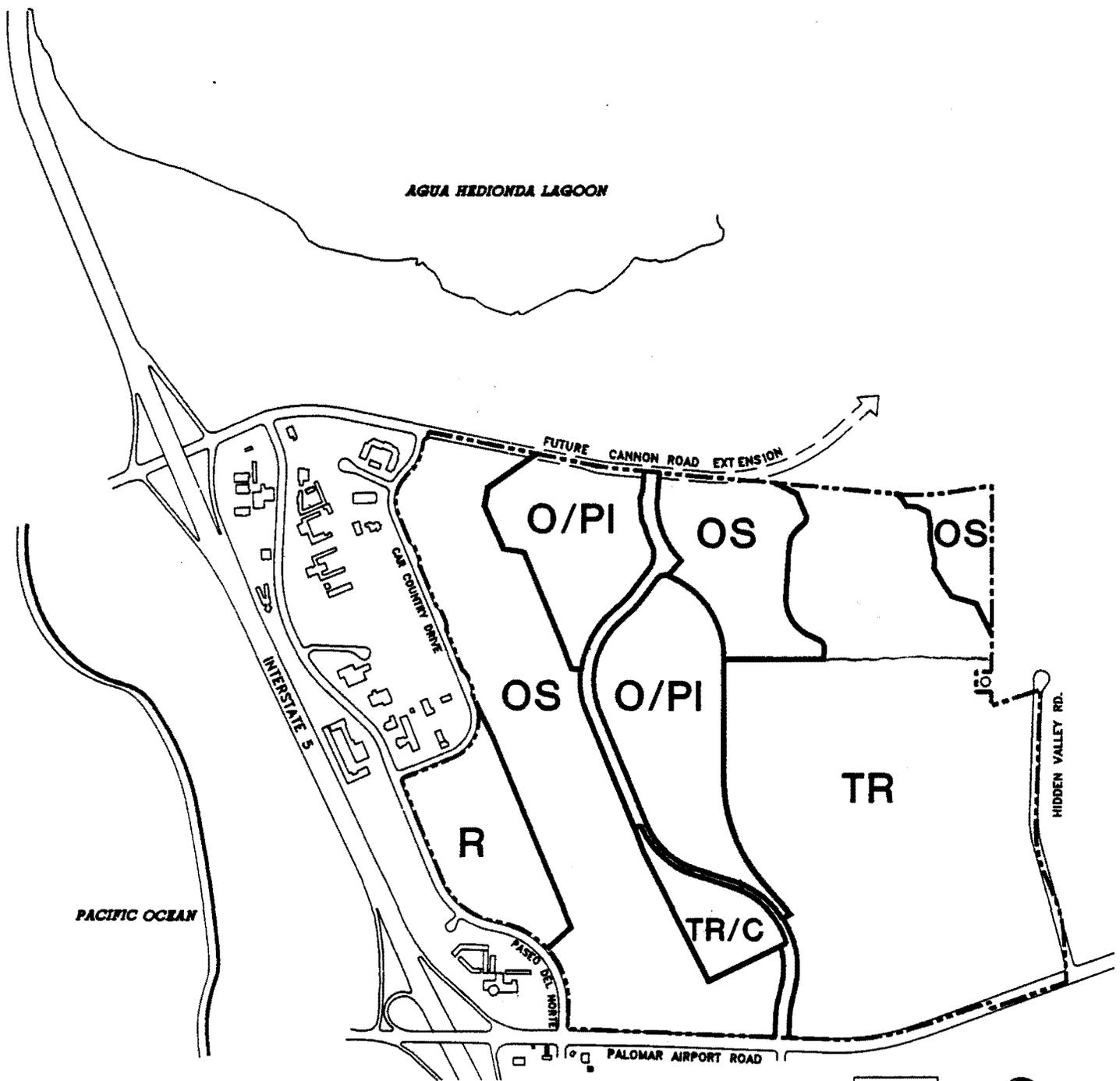


Figure 8

GENERAL PLAN LAND USES



- OS** OPEN SPACE
- R** REGIONAL COMMERCIAL
- O/PI** OFFICE/PLANNED INDUSTRIAL
- TR** TRAVEL RECREATION COMMERCIAL
- TR/C** COMMUNITY COMMERCIAL

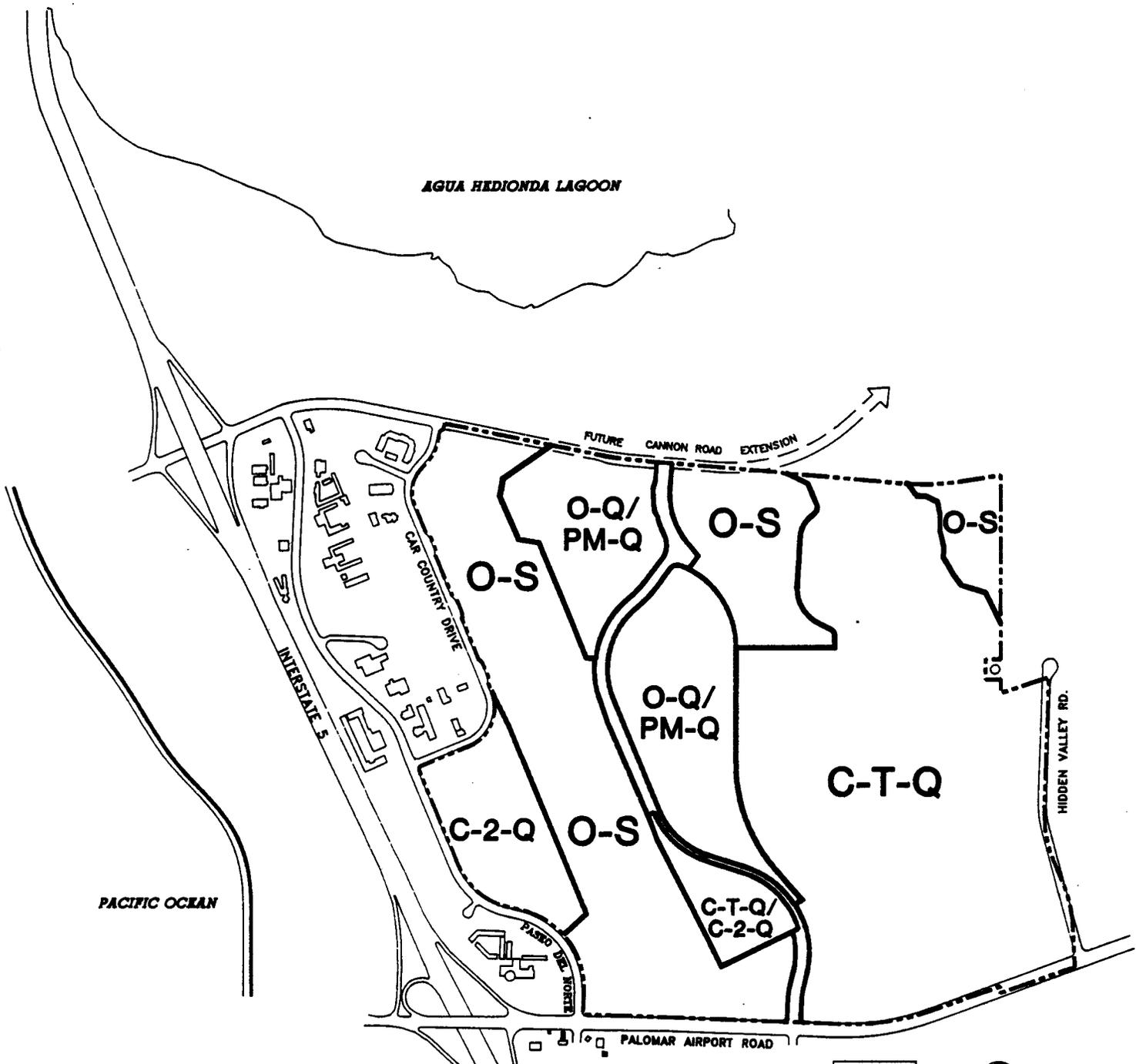
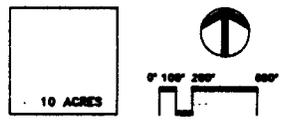


Figure 9

ZONING DESIGNATIONS



- | | | | |
|------------|--------------------|------------|-------------------------------|
| O | OFFICE | C-2 | GENERAL COMMERCIAL |
| PM | PLANNED INDUSTRIAL | O-S | OPEN SPACE |
| C-T | COMMERCIAL-TOURIST | Q | QUALIFIED DEVELOPMENT OVERLAY |

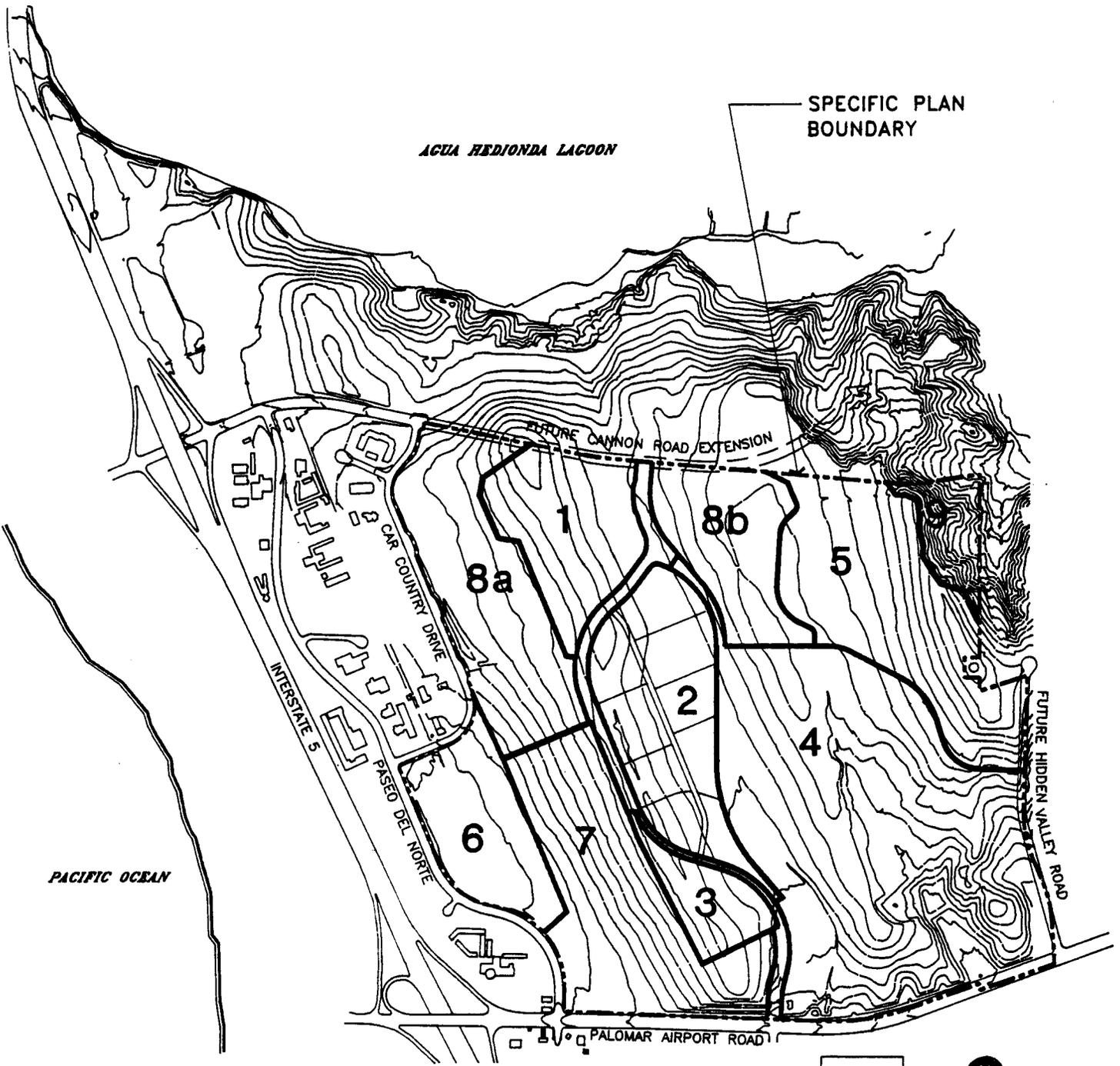
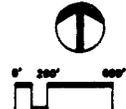
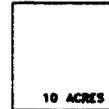


Figure 10

PLANNING AREAS

- | | |
|------------------------------------|---------------------|
| 1 GEMOLOGICAL INSTITUTE OF AMERICA | 6 SPECIALTY RETAIL |
| 2 RESEARCH & DEVELOPMENT/OFFICE | 7 FLOWER FIELDS |
| 3 COMMUNITY HOTEL & RETAIL | 8a GOLF COURSE |
| 4 LEGO FAMILY PARK | 8b GOLF COURSE |
| 5 RESORT | 9 NATURAL OPENSAPCE |



**CARLSBAD RANCH
Development Program**

Floor Area in Square Feet

<i>Planning Area</i>	<i>Acres</i>	<i>Land Use</i>	<i>Office</i>	<i>R&D</i>	<i>Office/ Campus</i>	<i>Regional Retail</i>	<i>Retail (Commercial)</i>	<i>Hotel Rooms</i>	<i>Meeting/ Ballrooms</i>	<i>Conference (Commercial)</i>	<i>Restaurant</i>	<i>Clubhouse Restaurant</i>	<i>Tourist Recreational</i>	<i>Total</i>
1	28.93	Vocational School			550,000									550,000
2	41.98	Research & Development	300,000	500,000										800,000
3	10.48	Hotel/Retail					20,000	192,080						212,080
4	128.32	LEGOLAND Carlsbad											425,750	425,750
5	52.80	Resort (700 Rooms)					6,000	576,000	24,000	16,000	19,000	6,000		647,000
6	26.65	Regional Retail				300,000								300,000
7	53.42	Agriculture												
8	72.07	Golf Course												
9	10.00	Open Space												
Roads	22.75	Roads												
Total	447.40		300,000	500,000	550,000	300,000	26,000	768,080	24,000	16,000	19,000	6,000	425,750	2,934,830

Figure 11

AGUA REDONDA LAGOON

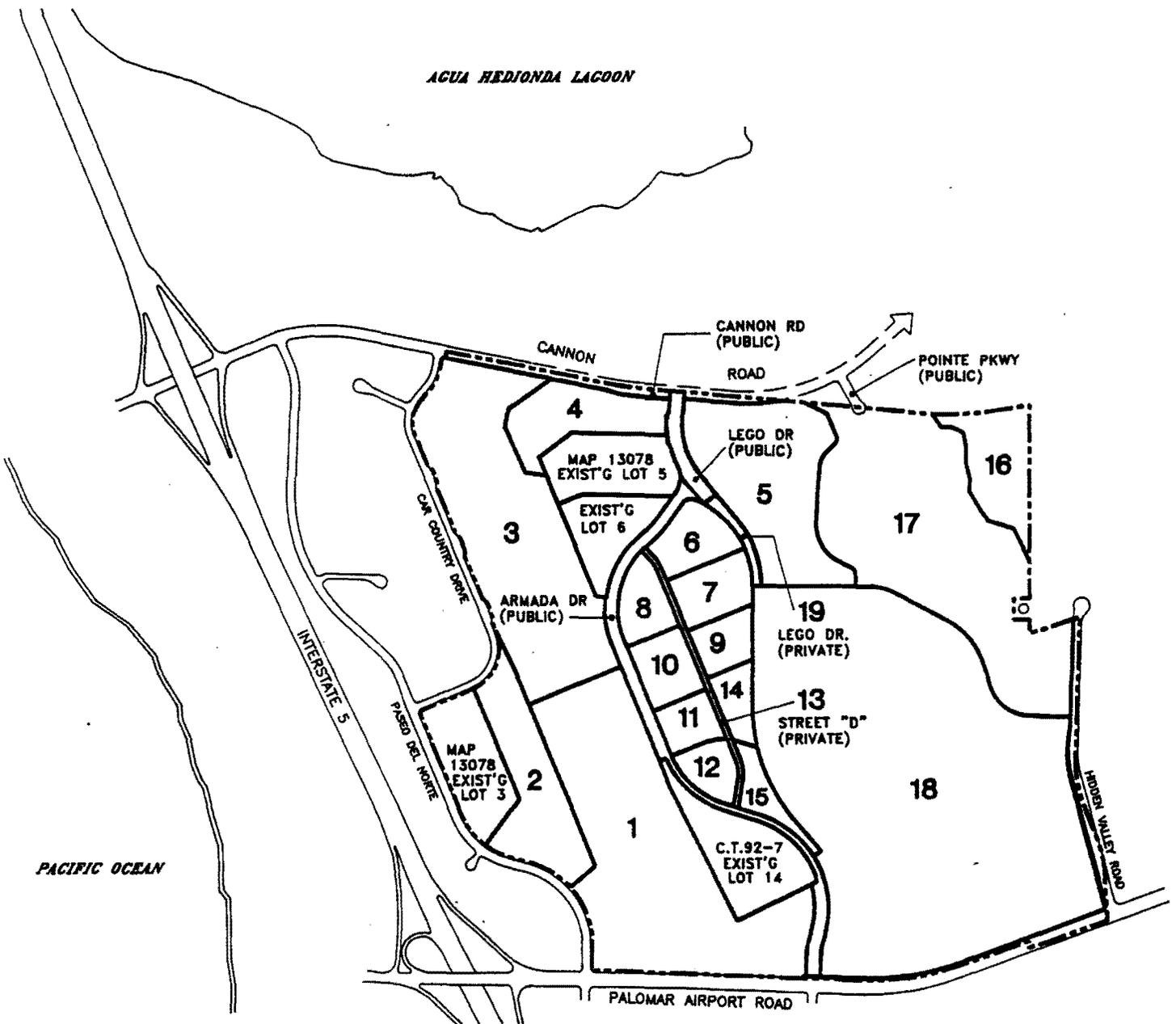


Figure 12

PARCELIZATION

NOTE: REFER TO TENTATIVE MAP FOR PRECISE PARCEL LINES AND ACREAGES.



Parcel	Acres (net)	Parcel	Acres (net)
1 - AGRICULTURE	53.42	16 - OPEN SPACE	10.00
2 - RETAIL	15.95	17 - RESORT	52.80
3 - GOLF	45.61	18 - LEGO	128.32
4 - G.I.A./ALT.	10.87	19 - LEGO DR. (PRIVATE)	0.94
5 - GOLF	26.46	MAP 13078, LOT 3 - RETAIL	10.70
6 - R&D	5.78	MAP 13078, LOT 5 - G.I.A.	10.30
7 - R&D	5.78	MAP 13078, LOT 6 - G.I.A.	7.76
8 - R&D	4.84	CT92-7, LOT 14 - HOTEL/RETAIL	10.48
9 - R&D	4.00	PASEO DEL NORTE	0.08
10 - R&D	4.95	POINTE PKWY.	0.10
11 - R&D	4.03	CANNON RD.	3.02
12 - R&D	3.79	LEGO DR.	2.49
13 - STREET "D"	1.97	ARMADA DR.	10.89
14 - R&D	3.38	HIDDEN VALLEY RD.	2.84
15 - R&D	3.46	PALOMAR AIRPORT RD.	2.39

TOTAL SPECIFIC PLAN:

447.40 ac

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D. GOALS, OBJECTIVES AND POLICIES

The following section presents the goals, objectives and policies which provide the basis of the land use plan and will serve as a guide for future development and use of the Carlsbad Ranch property.

GOAL 1

Create an open space system that builds upon the visual prominence and agricultural traditions of the site.

GOAL 2

Establish an attractive, mixed use development which preserves the open space character of the Carlsbad Ranch and enhances the scenic qualities and identity of the Carlsbad community.

GOAL 3

Intensify development within designated development areas to create an appropriate level of pedestrian activity and vitality; to provide increased opportunities for mass transit; and to preserve larger areas of recreational open space on the site.

GOAL 4

Create a business center and community destination at this significant location within the City of Carlsbad.

GOAL 5

Provide for a circulation system that facilitates movement and access needs of automobiles, pedestrians and bicyclists, and provides structure and amenity to the Carlsbad Ranch development.

GOAL 6

Encourage and facilitate the use of travel modes other than the private automobile for trips made to, from and within the Carlsbad Ranch.

GOAL 7

Ensure that new development and new roadways meet City of Carlsbad growth management standards for traffic levels of service.

GOAL 8

To establish a family oriented theme park and destination resort that will benefit both the citizens of and visitors to the City of Carlsbad.

The plan for the development of the Carlsbad Ranch property recognizes the prominent location and key role the site occupies within the larger Carlsbad community. Development on the Carlsbad Ranch is planned with a strong public orientation that will invite use by the community. Central to the proposed development is LEGOLAND Carlsbad which will focus on providing fun and creative, educational experiences for children in the 2-13 age group and their families. This will be complemented by a destination resort, golf course open to the public, hotel, retail and open space. Other uses such as professional office and research and development will be integrated in the site. Development of a golf course open to the public, provision of pedestrian paths and promenades that link to the planned citywide trail system, and integration of community serving retail uses with employment opportunities will encourage use of the site by the community.

OBJECTIVE 1: Plan for a variety of compatible land uses separated and buffered by open space areas and landscape setbacks.

POLICY 1-A: Allow for the development of approximately 2.93 million square feet of professional office, corporate headquarters, research and development, tourist recreational uses and a destination resort, which includes a 550,000 square foot vocational campus, a 700-suite destination resort (647,000 square feet), the 128-acre LEGOLAND Carlsbad, a 9-hole golf course open to the public, 326,000 square feet of retail uses, and one 280 room hotel (commercial living unit) (192,080 square feet), as shown on the Carlsbad Ranch Development Program (Figure 11 on page 28).

The land uses proposed by the Carlsbad Ranch Specific Plan are illustrated on the General Plan Designations Figure 8 on page 25. The specific plan divides this site into five land uses: Office/Planned Industrial, Regional Commercial, Travel/Recreation Commercial, Travel/Recreation Commercial/Community Commercial and Open Space. These proposed land uses are defined below:

OFFICE/PLANNED INDUSTRIAL (O/PI):

This category includes most business and administrative office uses. Research and development uses and their related manufacturing uses are also included within areas designated "O/PI" provided they are compatible in character with the business and administrative uses. The specific plan also allows for the development of a vocational campus in Planning Area 1.

REGIONAL COMMERCIAL (R)

This category applies to Planning Area 6 for a specialty retail center with a regional focus. Due to its location along Paseo Del Norte near the I-5 interchange, the Specialty Retail Area is planned as a more automobile oriented retail center. This would be an appropriate location for uses such as a factory outlet center, eating establishments, commercial uses related to agriculture, movie theaters, and other similar entertainment.

TRAVEL/RECREATION COMMERCIAL (TR):

These designations are applied to Planning Areas 4 and 5. The Travel/Recreation Commercial category includes establishments which serve business and industrial areas as well as the traveling public.

The Travel Recreation Commercial designation is applied to LEGOLAND Carlsbad and the resort area. The land uses will be primarily visitor serving commercial and recreational. Carlsbad Ranch is well situated for this use given its visibility from and proximity to Interstate 5, Palomar Airport Road and Cannon Road. Central to this use will be LEGOLAND Carlsbad in Planning Area 4 which will attract families from throughout the region. A destination resort in Planning Area 5 will be designed to complement LEGOLAND Carlsbad and provide accommodations and other services to those who visit the Park.

TRAVEL/RECREATION COMMERCIAL/COMMUNITY COMMERCIAL (TR/C):

The Travel/Recreation Commercial/Community Commercial designation is a split General Plan land use designation. This split land use designation is utilized only for Planning Area 3.

Planning Area 3 is well situated to serve interregional traffic given its visibility from Interstate 5 and Palomar Airport Road. It is also convenient to nearby business and industrial areas. A business-quality hotel or timeshare project and related retail uses could be developed within Planning Area 3 in addition to commercial retail and office uses.

OPEN SPACE (OS):

The Open Space category provides for agricultural and recreational uses. Approximately 39.1 acres of land near the southwestern corner of the property are presently designated as Open Space. This area (Planning Area 7) is proposed to increase in size to 53.42² acres and is intended to remain in floriculture to maintain the local landmark "Flower Fields".

An additional 72.07² acres is proposed for designation as Open Space to provide a golf course open to the public. The golf course open to the public, on a fee basis, will consist of two areas. A portion of the golf course will be located north of the flower fields between Car Country Carlsbad on the west and the Gemological Institute of America on the east. The other portion of the golf course area will be located north of LEGOLAND Carlsbad, south of future Cannon Road and between the Gemological Institute on the west and the resort on the east.

POLICY 1-B: Plan for the intensification of areas designated for development in order to maximize the amount of land retained in agriculture, recreation and open space uses.

The development program for the Carlsbad Ranch establishes levels of development that encourage the maximum utilization of land set aside for development, thereby preserving larger land areas for agriculture, recreation and open space use, as well as establishing a pedestrian environment.

OBJECTIVE 2: Establish a mixed-use development by combining complementary uses around LEGOLAND Carlsbad that will become a focus and activity center for the City of Carlsbad.

The focus of the Specific Plan Amendment is to establish a family oriented theme park and create a destination resort. LEGOLAND Carlsbad will gain inspiration from the original LEGO Family Park in Billund, Denmark and the LEGO Family Park in Windsor, UK, presently under design. The Resort will further contribute to the success of LEGOLAND Carlsbad by providing amenities which will interact directly with the Park, such as providing quality lodging.

² Acreages in this specific plan are based on tentative map level of analysis. The acreages may vary from those shown in LFMP 13 due to slight differences in the geographic area described and in the constraints considered (e.g. non-circulation element streets).

POLICY 2-A: Organize the office development in a compact pattern of buildings and streets. Adequately screen the parking areas from the primary cross streets.

POLICY 2-B: Emphasize pedestrian activities and linkages in the specific plan area.

OBJECTIVE 3: Establish recreational, agricultural and open space uses that maintain the open character and scenic quality of the Carlsbad Ranch property.

Build out of the specific plan will result in the utilization of a significant portion of the Carlsbad Ranch property in recreational, agricultural and open space uses. In contrast to more conventional development patterns which spread development over a site, and set aside fragmented pieces of land for open space uses, the planning and design of Carlsbad Ranch has balanced the research and development, the recreational uses and open space areas.

POLICY 3-A: Allow the development of a golf course open to the public on a fee basis and clubhouse on lands proposed as Open Space.

A privately owned golf course open to the public on a fee basis will be developed in Planning Area 8. This will be accomplished by a design allowing a portion of the golf course to be located on SDG&E land to the north of the specific plan area.

POLICY 3-B: Provide for the continuation of agricultural uses in Planning Area 7 (Flower Fields)

The continuation of agricultural uses is planned over the highly visible west facing slopes currently used for flower farming.

OBJECTIVE 4: Minimize conflicts between agricultural and urban uses.

There is the potential for conflicts between uses at the interface of urban and agricultural areas. The primary physical impacts that would be expected to occur in this area involve the drift of dust and pesticides from the agricultural to urban areas, inability of farm vehicles to move through the agricultural areas, and the transport of urban pollutants from the development area to the agricultural fields through storm and irrigation water runoff.

Previous planning actions on the Carlsbad Ranch identified a number of mitigation measures aimed at minimizing potential conflicts between agricultural and urban uses. Those measures have been refined, where appropriate, and incorporated as the following policies into the specific plan. Grading and storm water management concepts are also addressed in this chapter under Objective 6. More specific design

standards addressing the perimeter wall and berm treatment are discussed in the design guidelines.

LAND USE AND DESIGN MEASURES

POLICY 4-A: Establish a 25 foot building setback from adjoining agricultural areas.

Structures must be set back 25 feet from adjacent agricultural areas in order to ameliorate the impacts of agricultural dust, pesticides and noise on the commercial uses.

POLICY 4-B: A 6 foot solid wall or 3 foot high berm with 3 foot high landscaping on top shall be installed around the perimeter of the area designated for development adjacent to agricultural areas, to provide a physical barrier between urban and agricultural uses and to restrict access into agricultural areas. Construction of the perimeter wall and/or berms will occur concurrent with development. Installation of temporary barriers are required if the construction of Armada Drive precedes development on portions of the site.

A combination of a wall and landscaped berms are located around the perimeter of the development area to provide a barrier between agricultural and urban uses, as shown on Figures 28 and 29 on pages 79 and 80. Along the western edge of the ridge developable area, a solid wall is proposed as a barrier between uses. Due to the high visibility of the wall, design guidelines provided in the following chapter will ensure that the wall is treated to provide a positive contribution to the project design. An illustrative plan and section of the wall appears in Figure 50 on page 177.

Landscaped earth berms are proposed around the remainder of the developable areas and the agricultural area where a barrier which is softer in appearance is desirable. Berms will be 3 feet in height and supplemented with 3 feet of plant material, to achieve a 6 foot barrier. Typical berm treatment is illustrated in Figure 29 on page 80.

POLICY 4-C: Re-grade the road cut adjacent to Palomar Airport Road in the area designated as "Open Space" to allow agricultural use of the land. Soils in the regraded area should be amended to be equivalent to the existing Class III Marina soils.

The grading concept prepared for the specific plan regrades road cuts at the south edge of the property to a slope of 6:1 in order to allow agricultural use of the land. The grading concept is illustrated by Figure 13 on page 41.

POLICY 4-D: Require the disposal of irrigation and storm water runoff from the buildings, streets, parking lots and landscaped areas through a system of detention basins and storm drains so as to segregate urban and agricultural runoff and mitigate the potential water degradation associated with each land use.

The storm water management concept for the Carlsbad Ranch development collects urban water runoff and disposes of it through an integrated system of features which are designed to improve the quality of the storm water before it is discharged off site. Drainage facilities are planned to segregate urban runoff from agricultural areas. The storm water management concept is discussed more fully in the following section, beginning on page 40.

POLICY 4-E: Project landscaping shall incorporate windbreaks to aid in reducing the effects of farm spraying and dust generation.

The landscape concept for the Carlsbad Ranch includes generous landscaping which provides amenity and shelter from the sun, wind and rain. In other areas of the development, informal groupings of trees and shrubs are planted on berms and in setback areas to provide shelter from the wind.

POLICY 4-F: Landscape plant material shall be selected for resistance to pests, particularly aphids, thrips, whitefly and spider mites. The use of herbaceous plant material should be minimized. Landscaping should be inspected routinely for the presence of pests and treated to control them. All pests shall be eliminated by means that do not adversely impact agricultural crops.

Suggested plant material included in the Landscape Concept portion of the design guidelines (beginning on page 90), considers susceptibility to pests as well as suitability to the climate, drought tolerance and image.

OPERATIONAL AND FINANCIAL MEASURES

In addition to measures that address the physical planning and design of the Carlsbad Ranch development, the following policies address land use compatibility issues through operational and financial means:

POLICY 4-G: The project sponsor shall notify all future tenants, users or landowners of the developable area that the area is subject to dust, pesticides and odors associated with adjacent farm operations. The notification should specify that users occupy the area at their own risk. The notice shall be included on all deeds to parcels created, as well as in the rental and lease agreements.

POLICY 4-H: Farm operators shall regularly water dirt roads to minimize the drift of dust to adjoining uses. All agricultural leases for the property shall contain this requirement.

POLICY 4-I: Should water rates increase as a result of urban development on the Carlsbad Ranch, the project sponsor will subsidize water rates for agricultural operations so that they equal agricultural water rates. All leases for the property shall contain this requirement.

POLICY 4-J: The cost of all mitigation measures shall be borne by the project sponsor and not passed on to the agricultural operators. Should the property owners choose not to farm on a yearly basis, a reasonable effort shall be made to offer the agricultural land for lease or rent for agricultural uses at a value equal to or less than the average market rents for similarly situated coastal agricultural land within a 30 mile radius of the Carlsbad Ranch.

OBJECTIVE 5: Develop LEGOLAND Carlsbad to focus on providing fun and creative educational experiences for children in the 2-13 age group and their families.

POLICY 5-A: Establish the child as the focal point.

All of the attractions and rides within LEGOLAND Carlsbad will be designed and built at a scale to appeal to children in the 2-13 age group. No high speed thrill rides (those rides typically oriented towards the teenage and young adult audience) will be provided.

POLICY 5-B: Provide for family interaction and fun.

The attractions at LEGOLAND Carlsbad will be designed to ensure that a child and his or her family won't just observe, they will actually become involved and active in the attractions.

POLICY 5-C: Create a "park within a park".

The entire LEGOLAND Carlsbad will be heavily landscaped including the entrances and parking areas. The portion of the Park containing the attractions will appear as a park set within a heavily landscaped park setting.

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POLICY 5-D: Create a world of learning.

LEGOLAND Carlsbad will provide play opportunities and educational activities that actively engage children. Educational programs and opportunities will be designed to appeal to all age groups.

POLICY 5-E: Develop theme areas corresponding to LEGO brands.

A section of the Park will be developed with DUPLO products to appeal to the younger children. Other areas will be developed with LEGO products appealing to older children.

OBJECTIVE 6: Grading and drainage approaches for the site should build on the topographic character of the Carlsbad Ranch.

POLICY 6-A: Grading for the site should reflect and, where appropriate, enhance the site's topography.

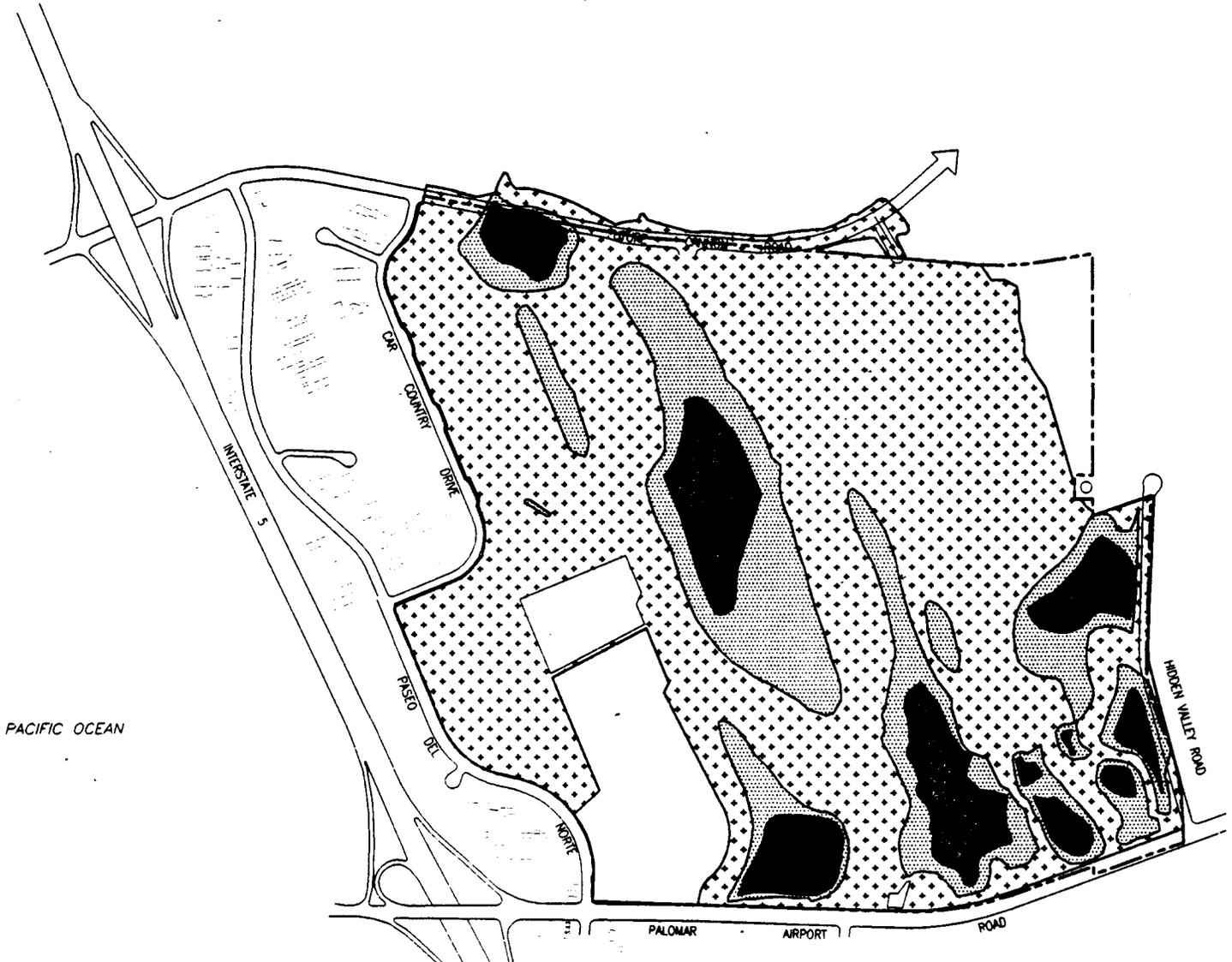
Through its history of agricultural use, the landforms of the Carlsbad Ranch property have been significantly altered from their natural state to accommodate field agricultural uses. In addition, development of roadways around the perimeter of the site have resulted in sharp road cuts which are among the steepest slopes on the site. The underlying topographic character of the site is legible, however, and provides the basis for the proposed grading approach.

All grading within the specific plan will be in accordance with the requirements of Carlsbad's Hillside Development Ordinance. The area around the intersection of Palomar Airport Road and Armada Drive shall be re-contoured to facilitate the use of this area for agriculture.

POLICY 6-B: Establish a storm water management system which utilizes, to the extent feasible, natural drainage courses and best management practices to improve environmental quality of water runoff prior to discharge from the site.

The Carlsbad Ranch Specific Plan proposes a comprehensive system of water detention basins and conveyance systems, as depicted in Figure 14 on page 42, which is intended to improve the quality of water runoff prior to being discharged off site and ensures that urban runoff does not flow over agricultural land. The concept calls for the development of an integrated system of detention ponds, grassed swales and catchment basins which filter storm water runoff before discharging it into the City's storm drainage system which eventually flows into the Agua Hedionda Lagoon and Encinas Creek.

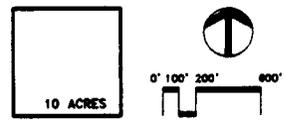
AGUA HEDIONDA LAGOON

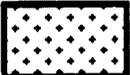


PACIFIC OCEAN

Figure 13

GRADING CONCEPT



-  LIGHT GRADING
(CUT OR FILL DEPTHS OF 1' TO 10')
-  MODERATE GRADING
(CUT OR FILL DEPTHS OF 10' TO 20')
-  EXTENSIVE GRADING
(CUT OR FILL DEPTHS OF 20' TO 50')

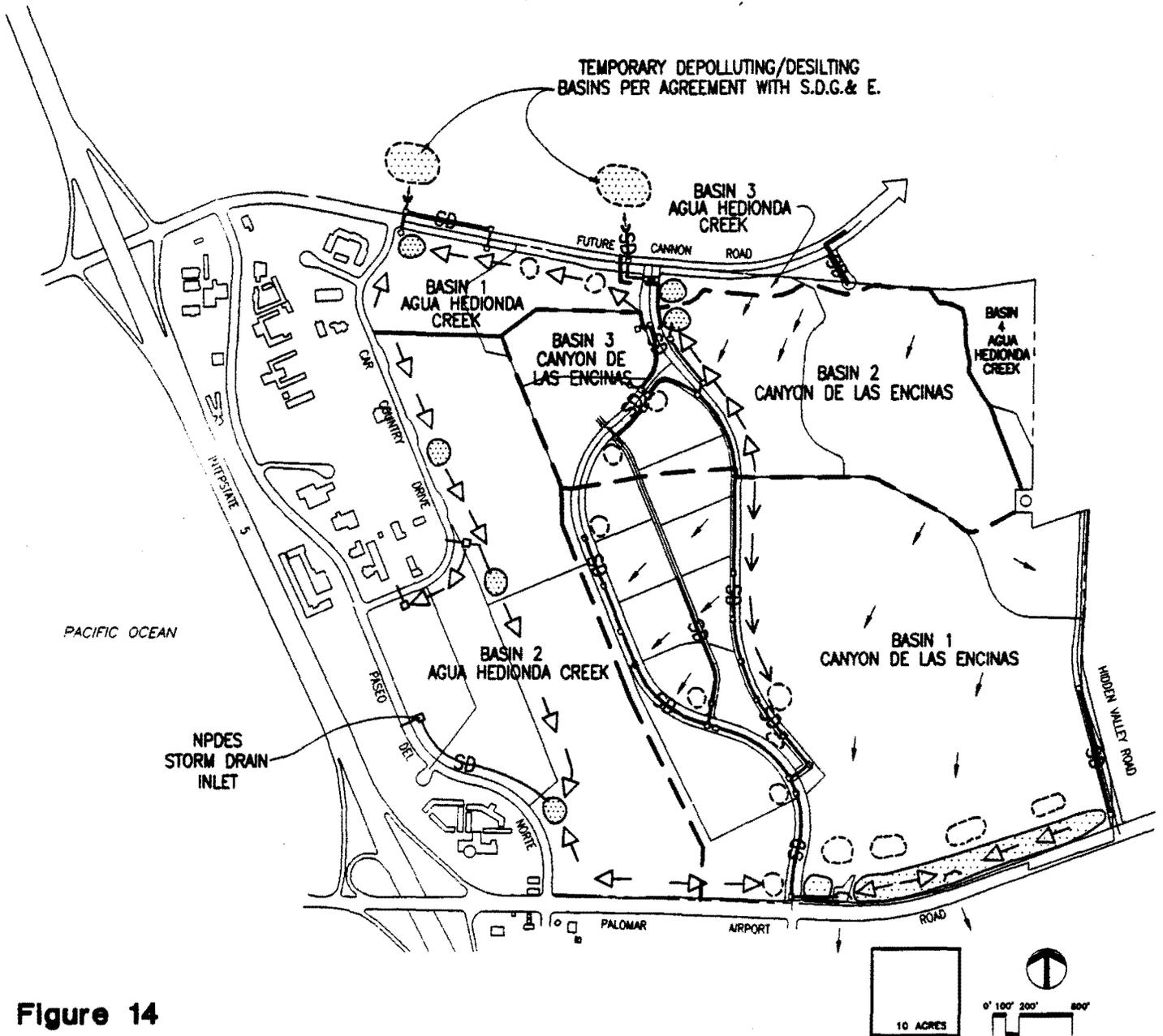


Figure 14

STORM WATER MANAGEMENT CONCEPT

	WATERSHED BOUNDARY		UNDERGROUND STORM DRAIN		NPDES FACILITY
	BASIN BOUNDARY		STORM DRAIN INLET		TEMPORARY SEDIMENT BASIN
	DIRECTION OF FLOW		STORM DRAIN OUTFALL		PERMANENT BASIN
	VEGETATED SWALE SYSTEM (NPDES SYSTEM)		LINED DITCH		

The proposed storm water management approach for the Carlsbad Ranch varies somewhat from the approach assumed by the Zone 13 Local Facilities Management Plan. The Zone Plan assumed runoff would be conveyed on-site through underground storm drains, whereas the specific plan advances the concepts of segregating flows based on land use and incorporating above ground flows on the golf course and extended detention in order to improve the quality of water runoff. The Carlsbad Ranch system works within the limitations set by the surrounding citywide drainage improvements. As allowed by the Zone 13 Local Facilities Management Plan, and subject to the approval of the City Engineer, alternative storm water facilities such as those proposed herein shall be acceptable to accommodate future development within the Carlsbad Ranch Specific Plan area.

The Carlsbad Ranch contributes storm runoff to two watersheds, the Agua Hedionda Creek Watershed, which discharges into Agua Hedionda Lagoon to the north, and the Canyon de las Encinas Watershed, discharging into the Pacific Ocean to the south and west of Carlsbad Ranch.

The potential for the degradation of water quality at storm water runoff discharge points is largely determined by land use. Moreover, the characteristics of pollutants contributed by different land uses, determine different facilities that are best suited to specific pollutant removal. To best address water quality degradation that may be associated with specific land uses, this storm water management plan segregates runoff based on land use. By doing so, different facilities that target particular pollutants can be most efficiently located in the system.

Distinctions have been made between three land use types: urbanized development, landscaped open space/golf course and agricultural land (Flower Fields).

The urbanized areas with increased impervious cover (streets, parking lots, roof tops) will contribute the highest increase in storm runoff compared to pre-development conditions. The increase in runoff quantity can be mitigated by providing permanent ponds that have sufficient added capacity to detain or hold back additional storm water, while only releasing water at pre-development rates. Pollutants that may potentially be introduced are primarily associated with streets and parking areas that collect oil-related and other automotive by-products on their hard surfaces. Leaves, dust, and accumulated litter also are often washed from these surfaces by storm water. Urban landscape areas have the potential for contributing nutrients and pesticides to runoff from fertilizers, soil amendments and spraying. Similarly, landscaped open space and golf course areas are potential sources for the introduction of increased nutrients and pesticides in storm water. Agricultural areas, due to their cultivated state, are known to be potential sources for suspended silts and sediment loads in storm water. Agricultural fertilizers and pesticides also present the potential for additional nutrient loads and pesticide-related tainting of storm runoff.

The primary goal of this storm water management plan is to prevent flooding and protect property by providing safe, effective site drainage. This plan also addresses the potential impacts that the proposed land uses may have on the environmental quality of the water.

To mitigate these potential impacts, this plan relies on a variety of facilities each specifically located within the system to provide incremental removal of urban pollutants. The applicant shall comply with the requirements of the National Pollutant Discharge Elimination System (NPDES) permit. The applicant shall provide *Best Management Practices* to control discharges of pollutants to the maximum extent practicable to waters of the United States. Plans for such improvements shall be approved by the City Engineer prior to, or concurrent with, approval of the final map, issuance of grading or building permit, whichever occurs first, in the affected area. Said plans shall include, but not be limited to the following, which shall be included in the project's CC&Rs:

The owner's association shall coordinate the use of the City's established program to assist owners with the removal and proper disposal of toxic and hazardous waste products.

Toxic chemicals or hydrocarbon compounds such as gasoline, motor oil, antifreeze, solvents, paints, paint thinners, wood preservatives, and other such fluids shall not be discharged into any street, public or private, or into storm drain or storm water conveyance systems. Use and disposal of pesticides, fungicides, herbicides, insecticides, fertilizers and other such chemical treatments shall meet Federal, State, county and City requirements as prescribed in their respective containers.

Best Management Practices shall be used to eliminate or reduce surface pollutants when planning any changes to the landscaping and surface improvements.

All parking and driving areas shall be swept and vacuumed on an established schedule to prevent the accumulation of dirt/oil/grease which could be washed into the storm drain system. The sweeping schedule shall be determined during the processing of the Site Development Plan for each Planning Area.

AGUA HEDIONDA CREEK WATERSHED

The proposed development establishes four drainage basins within the Agua Hedionda Creek Watershed. Basin One captures storm drainage from the golf course. Surface water will be conveyed through swales to an NPDES storm drain system which will connect with the existing system in Cannon Road. This system will empty

onto the SDGE property north of Cannon Road. A temporary depolluting/desilting basin will be constructed in November, 1995, to provide protection for SDGE.

Basin Two runoff is generated from the agricultural flower fields, a portion of the golf course and the Specialty Retail commercial area. Runoff from these three areas is treated independently prior to being combined and discharged from the site. Runoff from agricultural areas is proposed to be collected and conveyed through a swale system to the lower reaches of the site. Check dams and periodic NPDES sedimentation basins are proposed, as necessary, to reduce velocity of runoff and promote settling of suspended sediments, prior to reaching the Specialty Retail commercial area. Upon reaching this area, storm runoff will be conveyed in storm drains along Paseo del Norte and released to the west in an extension of the existing culverts under Paseo del Norte. Storm runoff generated from the Specialty Retail will be conveyed through a swale system in the landscaped setback incorporating *Best Management Practices* and to the satisfaction of the City Engineer prior to release into the storm drain system. These facilities are intended to capture urban runoff pollutants resulting from parking lot/automotive sources.

Basin Three runoff is generated from a small portion of the golf course area east of LEGO Drive and a small northerly portion of the resort site. Runoff will surface-flow to a basin just southeast of the Cannon/Armada intersection. . This facility will allow for elimination of urban pollutants, regulated release of the runoff, as well as reduction of velocity, and promotion of settlement of suspended sediments. After treatment, the water will be discharged into a storm drain system crossing both Armada Drive and Cannon Road and emptying onto the north side of Cannon Road within the SDGE property. A temporary depolluting/desilting basin will be constructed in November, 1995, to provide protection for SDGE.

Basin Four of the Agua Hedionda Creek Watershed is located in the extreme northeast corner of the site. As no development is proposed for this portion of the site, due to extreme slope conditions and habitat value, no storm drainage improvements are proposed. The proposed resort entrance drive must therefore be designed so as not to release storm water into this portion of the watershed.

CANYON DE LAS ENCINAS WATERSHED

The proposed development establishes three drainage basins within the Canyon De Las Encinas Watershed.

Basin One consists of the southern portion of the resort, the majority of the O/PI site, the hotel site, and all of LEGOLAND Carlsbad. Runoff will be conveyed by an underground storm drain system to a vegetated swale/detention system on the north side of Palomar Airport Road which will also provide depolluting before discharge into the existing culverts crossing Palomar Airport Road.

Basin Two consists of golf course and resort areas. Drainage will flow on the surface, either through swales or lined channels, to a basin just east of the Armada/Lego intersection. After depolluting in the basin, these flows will be carried into the underground system and carried south to join flows from Basin One and into Palomar Airport Road.

Basin Three consists of the GIA site and the northerly portion of the R & D lots. Flows will be carried in the underground system in Armada Drive, and then into the Lego Drive underground system to be carried south to join flows from Basins One and Two and into Palomar Airport Road. Removal of urban pollutants for Basins One and Three will be accomplished with long, flat grassy swale systems within the longitudinal basins north of Palomar Airport Road. The gentle slopes will allow for settling of the pollutants, and the vegetation will allow for some filtering. Periodic cleaning of basins to remove accumulated pollutants will be recommended.

DRAINAGE MAINTENANCE

The ongoing maintenance of facilities in the system and the surface areas that contribute runoff will be essential to the storm water system's success. The property owner shall be responsible for the maintenance of drainage facilities and parking area surfaces.

In urban areas, regular street and parking lot sweeping are important to prevent unnecessary loading of the system with dust and debris. Landscape and open space areas, including the golf course, shall institute integrated maintenance and pest control policies to avoid unnecessary application of fertilizers and pesticides. Soil conservation practices to minimize soil erosion and silt loading in runoff will contribute to the efficiency of the system.

Since the facilities of the system are intended to remove silt and other contaminants from storm water, they will require periodic cleaning to remove accumulations that could eventually render them ineffective. Vegetated filter strips, sediment basins and detention ponds will require periodic dredging, regrading and replanting as sediments they trap eventually reduce flow and storage capacities. Water quality inlets will also require periodic removal of the accumulated petroleum-based products that they capture. The final design of these facilities will need to consider these requirements, providing reasonable maintenance access. The property owner shall be responsible for the maintenance of drainage facilities.

Where the storm water management system relies on overland flow courses, its appearance must be carefully integrated into the overall landscape of the Carlsbad Ranch Specific Plan area. The coarse grasses and riparian plants that are best suited to nutrient uptake and variably wet conditions will offer a natural appearance that is desired as part of the landscape identity for the golf course.

CIRCULATION

In developing the specific plan for the Carlsbad Ranch, consideration has been given to the larger regional issues of automobile dependency, urban sprawl, and air quality as well as project specific circulation. Given the strategic location of the Carlsbad Ranch near the I-5 corridor, and within one-half mile of the San Diego Northern Railroad rail line, there are clear opportunities to develop a land use plan and circulation system for the planning area that will encourage the use of alternative modes of transportation, while conveniently accommodating automobiles. While the current mode of transportation is clearly dominated by private automobile use, there are indications that in the future there will be a greater reliance on alternative forms of transportation. The primary impetus for this change stems from the need to reduce air pollutants in order to achieve state and national standards for air quality.

This portion of the Carlsbad Ranch Specific Plan addresses internal project circulation systems within the context of the regional transportation setting of San Diego County. Policies and guidelines for the overall design and configuration of the project road system, transit accommodation, Transportation Demand Management (TDM), bicycle and pedestrian circulation are contained herein. Specific provisions regarding the phasing and implementation of circulation system improvements are contained within Chapter 6, Specific Plan Implementation Measures. Design Guidelines for the project roadways are found within Chapter 2, Land Use and Circulation.

Transportation Context

The Carlsbad Ranch is situated immediately east of I-5 and accessible via the Palomar Airport Road interchange to the south and the Cannon Road interchange to the north. The site is bounded by Palomar Airport Road, a 6 lane primary arterial on the south, and Paseo Del Norte, a 4 lane secondary arterial on the west. At the present time, Cannon Road terminates at the northwestern corner of the site.

In terms of the regional transit system, the City of Carlsbad is served by the North County Transit District (NCTD) which provides bus transit services to the north county coastal communities, including the Cities of Oceanside, Carlsbad, Encinitas, and Del Mar. The NCTD currently operates two local bus routes through the city of Carlsbad, two "corridor" bus routes which run along the coastal corridor and the El Camino corridor inland, and one express line that provides bus service from Oceanside to La Jolla and San Diego. The specific plan identifies potential locations for future bus stops within the specific plan area. These locations are shown on Figure 15 on page 52.

A commuter rail service has been established linking Oceanside with San Diego along the existing San Diego Northern Railroad rail line which connects Los Angeles and San Diego. Two station locations in the City of Carlsbad, on Grand Avenue and on Poinsettia Lane have been constructed along the proposed 42 mile transit line. Support transit service between the Carlsbad commuter rail stations and residential and employment centers is being developed.

Circulation Concept

The circulation plan for the Carlsbad Ranch has been designed to comfortably accommodate automobile, mass transit, pedestrian and bicycle needs. The plan recognizes that LEGOLAND Carlsbad in Planning Area 4 and the Resort and Hotel in Planning Area 5 will become a destination for visitors, recreational users and local residents in addition to the employees associated with these uses. This diversity of users and activities demands a circulation system that can accommodate a multiplicity of needs in a comfortable and attractive setting. The basic vehicular circulation system will route most of the visitor traffic for the park, resort and golf course via Cannon Road to LEGO Drive and Armada Drive. Access to the office/commercial uses may be via either Cannon Road or Palomar Airport Road to Armada Drive. Because most of the visitor trips are by choice, they will typically not coincide with the employment generated trips to the business section of the development. By separating the predominant visitor serving traffic from Palomar Airport Road, the overall projected levels of service of the roadways can be improved.

Roadway System

The primary circulation system of the Carlsbad Ranch includes a four lane north-south secondary arterial (LEGO Drive / Armada Drive) that links Cannon Road to the north and Palomar Airport Road to the south. A "roundabout" intersection is planned for the intersection of LEGO Drive and Armada Drive. A four lane private road is planned to provide access to the LEGO parking lot. Both of these roadways provide logical and direct connections to the larger city-wide circulation system. Each of these roadways is configured and designed to meet pedestrian and recreational needs, provide clear linkages between project activity areas, and create memorable public spaces which are comfortable for pedestrian use, in addition to providing efficient automobile circulation.

OBJECTIVE 7: Establish an attractive roadway system that provides access to the Carlsbad Ranch from the north and south.

POLICY 7-A: Provide a north-south arterial roadway (LEGO Drive / Armada Drive) linked to Palomar Airport Road on the south and Cannon Road on the north. Establish a pedestrian promenade along the central segment of the roadway that allows public use and enjoyment of the ocean views, and links the office sites with LEGOLAND Carlsbad and the resort.

POLICY 7-B: Provide parking pockets along the central portion of Armada Drive for visitors to the Carlsbad Ranch development. Punctuate parking lanes with landscaping to provide amenity and reduce the impact of the road on the adjoining walkways.

The primary roadway through the project area, (Armada Drive), will serve as the primary point of access to the development in Planning Areas 2 and 3 from Palomar Airport Road to the south and Cannon Road to the north, as shown in Figure 15 on page 52. Armada Drive will serve as a secondary arterial in the planning area, with four lanes to accommodate traffic flow.

Armada Drive has been carefully configured to provide a sequence of visual experiences as the visitor travels through the site. Along the southern portion of the roadway, views of the agricultural areas on the west side of the road will provide a dramatic entry to the project area. The central segment of the roadway is configured as a single loaded roadway which maximizes public views of the flower fields, the ocean and the City of Carlsbad. Along this leg of Armada Drive, a landscaped pedestrian promenade will invite passive (viewing, sitting, eating lunch, watching passersby) and active (strolling, jogging) recreational activities. Similar to the southern segment of the roadway, the northern section of Armada Drive that links to Cannon Road via LEGO Drive will derive its character from the views of the adjoining golf course. Prototypical roadway sections for Armada Drive are illustrated on Figures 20 and 21 on pages 57 and 58.

The parking pockets to be located along Armada Drive are permitted only on the west side of Armada Drive from the southerly boundary of Planning Area 1 to the northerly boundary of Planning Area 3.

The Carlsbad Ranch Specific Plan also provides for a private street within Planning Area 2. The private street will allow for the total separation of the adjacent office/research and development uses from the tourist recreational use. Although the two land uses are adjacent to each other, the people visiting LEGOLAND Carlsbad will not be required to interact with the people working in Planning Area 2.

The private street will provide special landscape treatment adjacent to the street which would not be possible along a public street. Since the City has strict requirements regarding landscaping within the public right-of-way, the private street will allow for a greater flexibility in the landscaping adjacent to the street. This flexibility will allow for an enhanced landscaping treatment along the private street.

The proposed private street is a workable solution to resolve the potential vehicular conflict between the two separate uses without providing a full public street through the middle of Planning Area 2.

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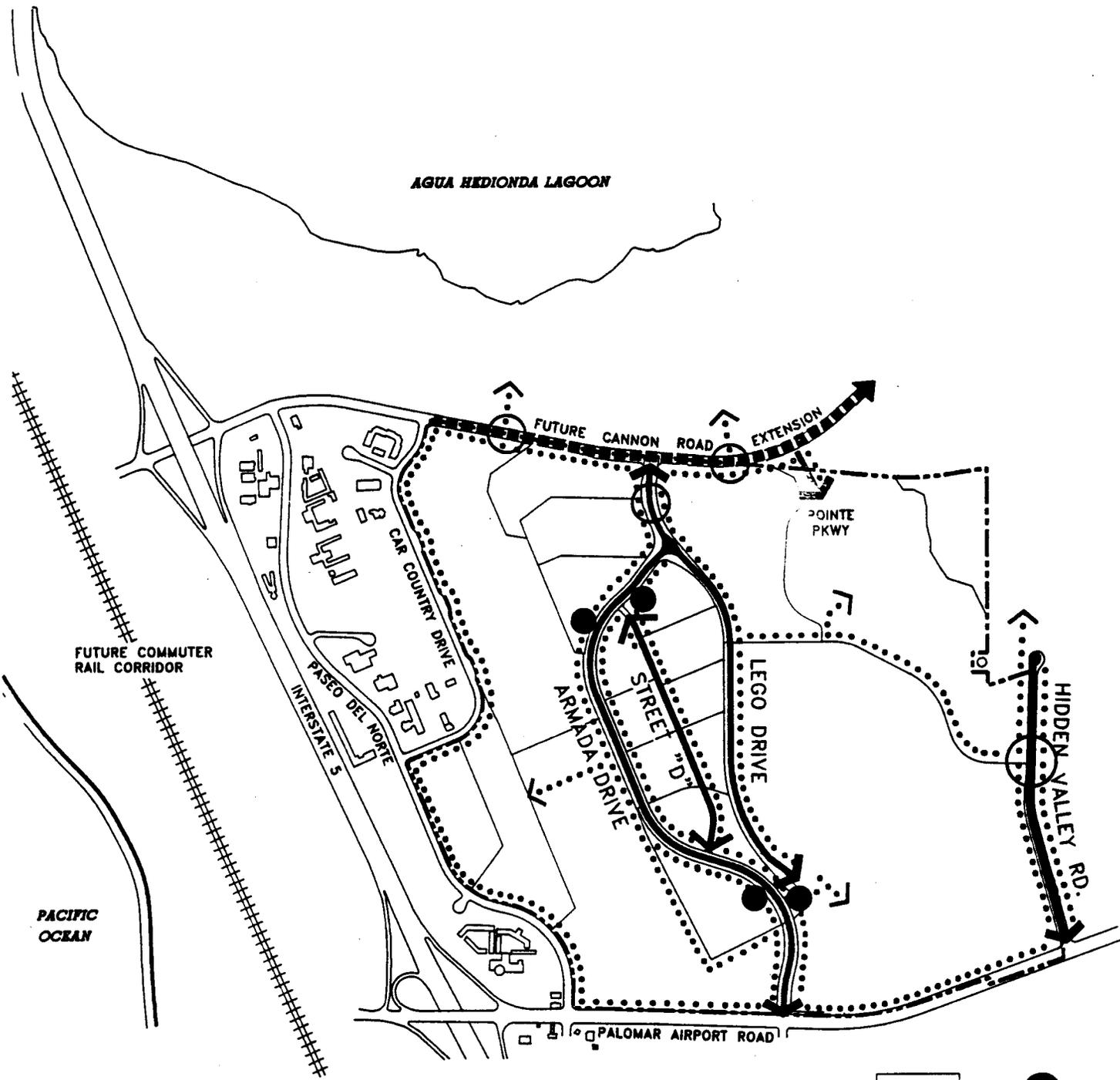
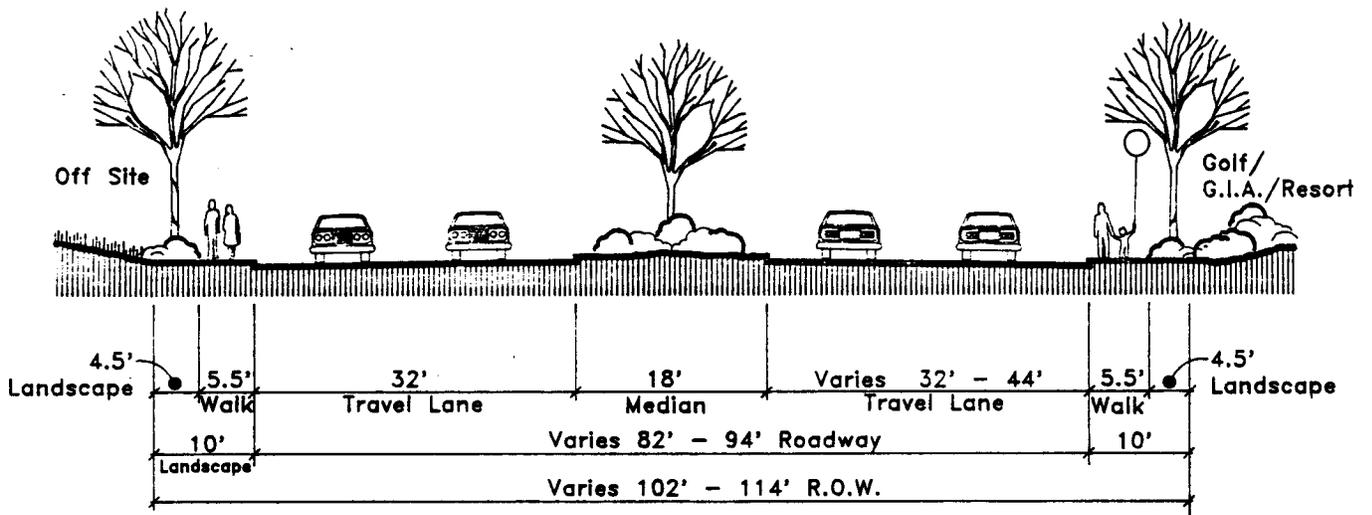


Figure 15

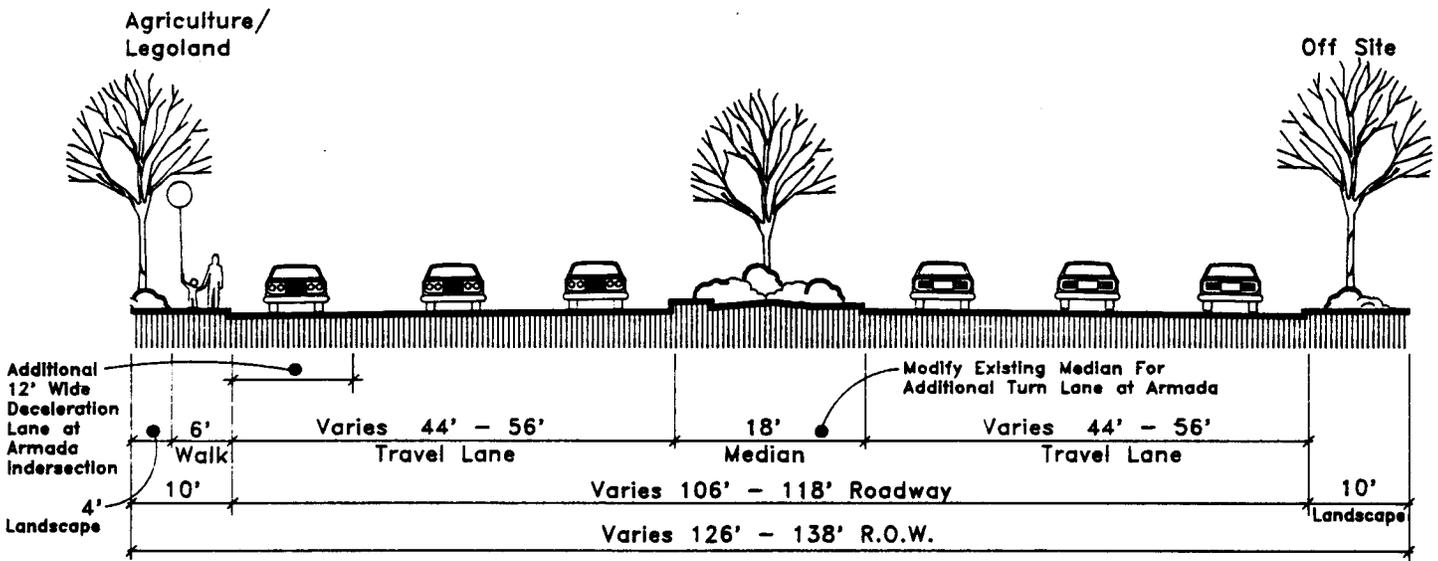
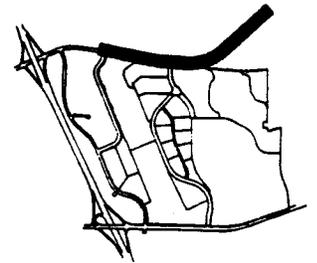
CIRCULATION PLAN



- | | | | |
|---|---------------------------------|---|--|
|  | EXISTING CIRCULATION |  | PROJECT PROPOSED
PEDSTRIAN WAYS & TRAILS |
|  | PLANNED CIRCULATION |  | GRADE SEPARATED CROSSING FOR
PEDESTRIANS & GOLF CARTS |
|  | PROJECT PROPOSED
CIRCULATION |  | POTENTIAL TRANSIT STOP LOCATION. THE
EXACT LOCATION TO BE DETERMINED AT THE
TIME OF SITE DEVELOPMENT PLAN APPROVAL |



EXISTING & PROPOSED CANNON ROAD (Public)
(looking east)



PROPOSED PALOMAR AIRPORT ROAD (Public)
(looking east)

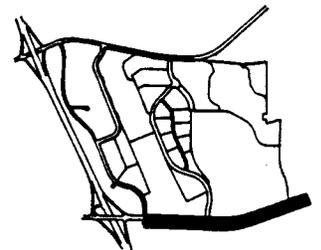
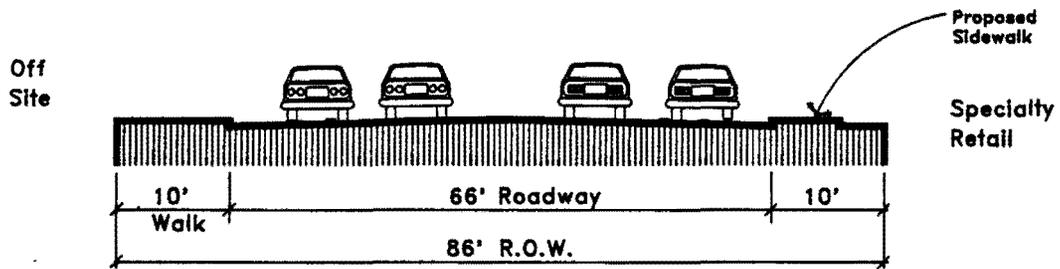


Figure 16

TYPICAL STREET CROSS SECTIONS



EXISTING PASEO DEL NORTE (Public)
 (looking north)

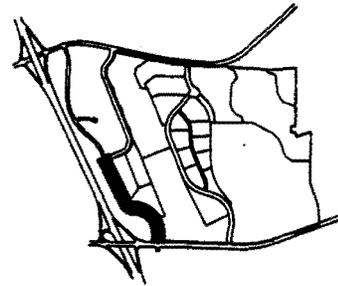
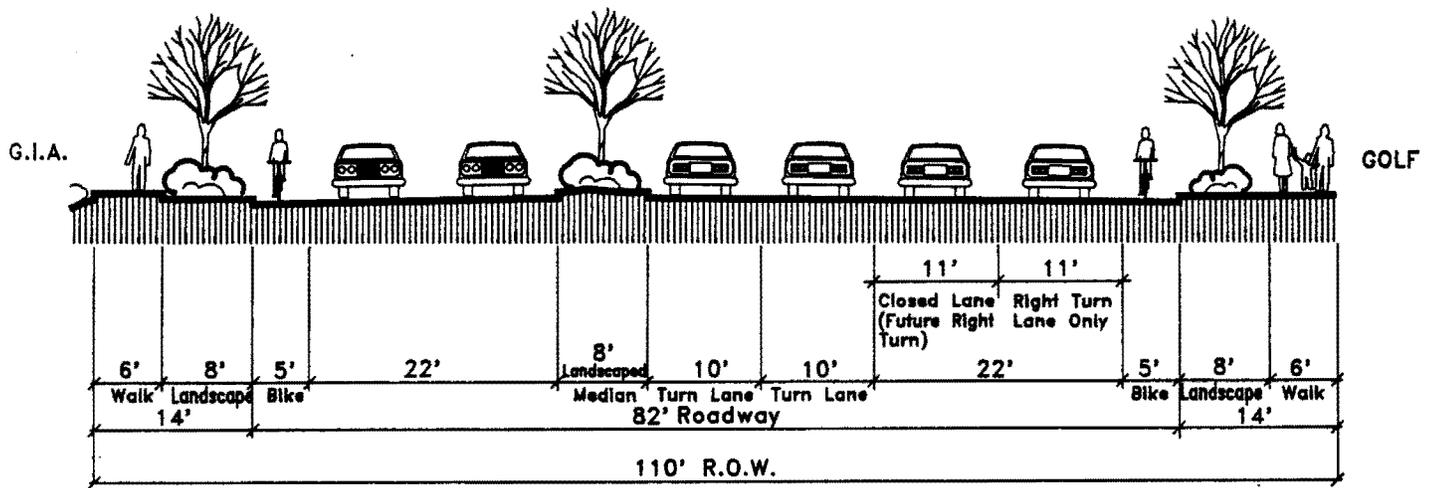
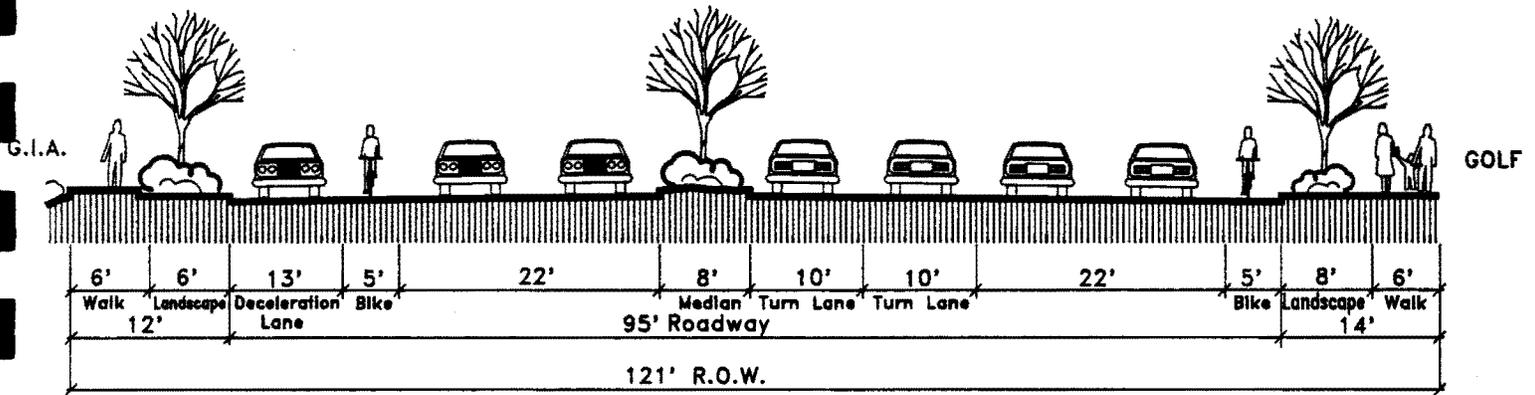
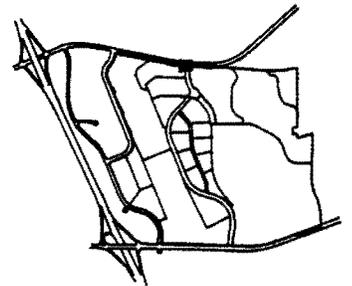


Figure 17

TYPICAL STREET CROSS SECTIONS



LEGO DRIVE (Public)
 From Cannon Road
 to Northerly Access to G.I.A.
 (looking north)



LEGO DRIVE (Public)
 From Northerly Access to G.I.A. to Roundabout
 (looking north)

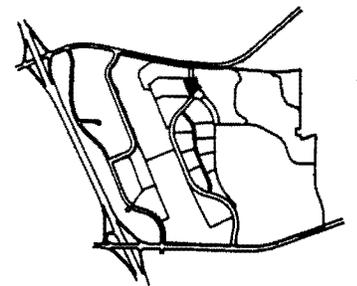
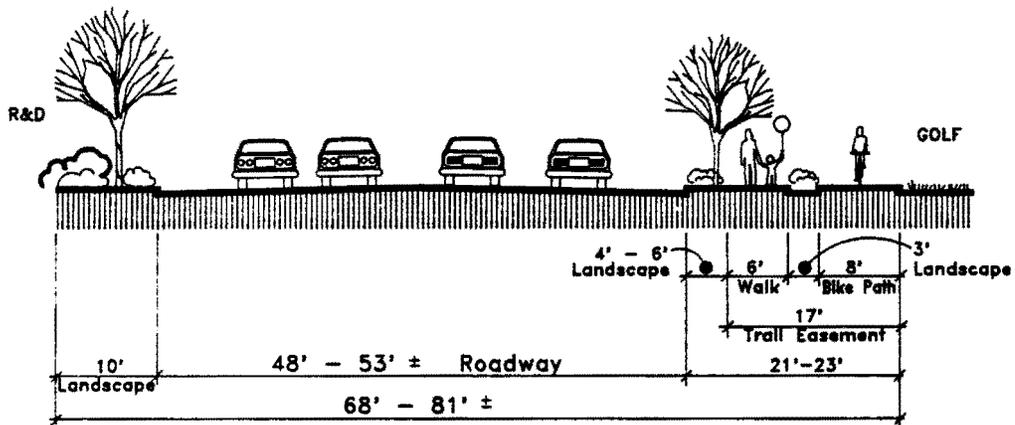
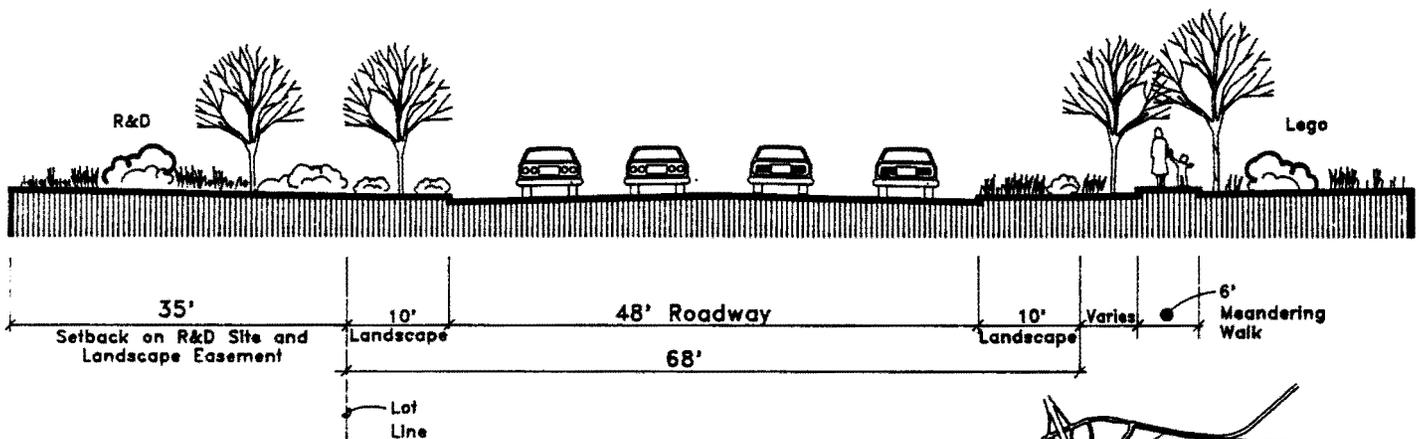
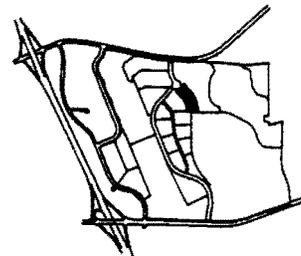


Figure 18
TYPICAL STREET CROSS SECTIONS



LEGO DRIVE (Private)
 From Roundabout
 to Northernly Boundary of Lego
 (looking north)



LEGO DRIVE (Private)
 Within Lego
 (looking north)

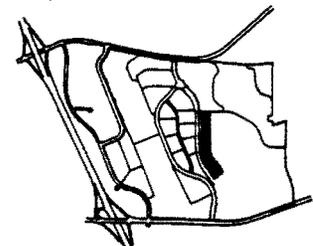
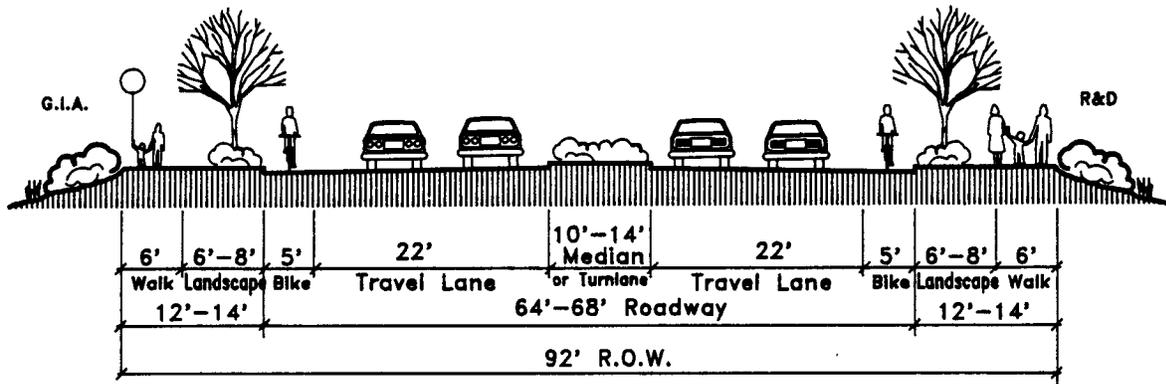
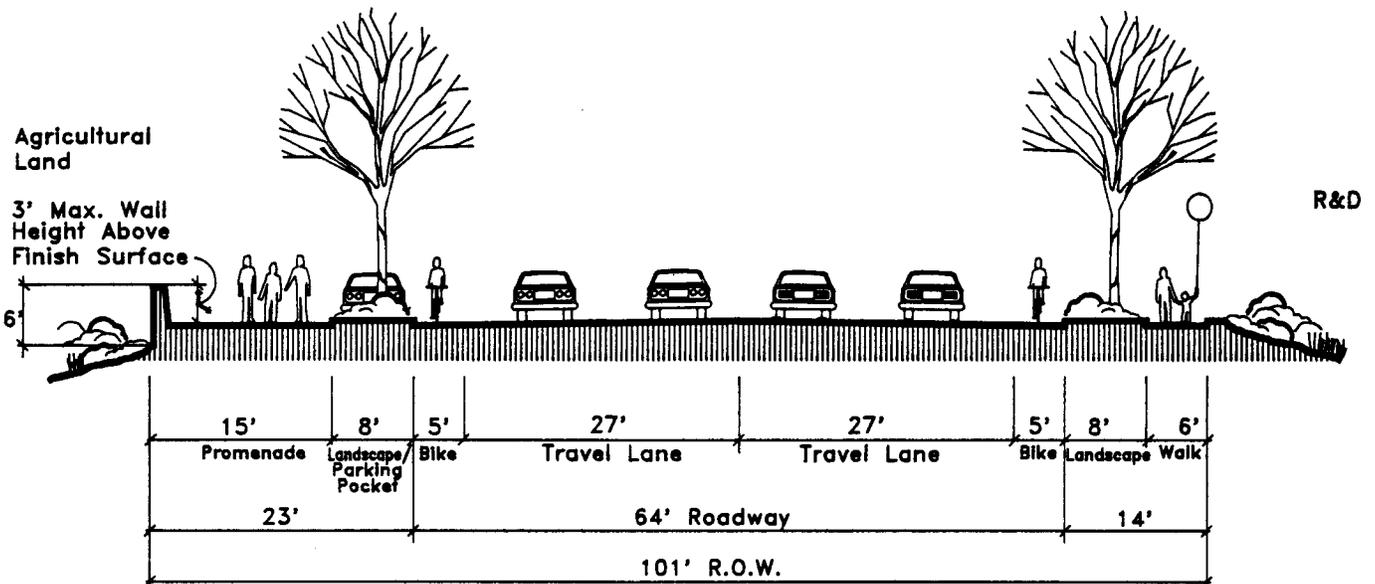
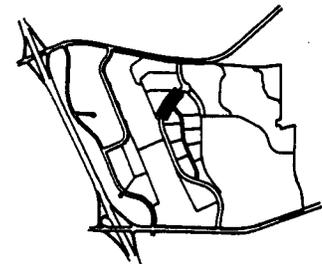


Figure 19

TYPICAL STREET CROSS SECTIONS



ARMADA DRIVE (Public)
 From Roundabout to Southerly Border of G.I.A.
 (looking north)



ARMADA DRIVE (Public)
 From Southerly Boundary of G.I.A.
 to Northerly Boundary of Hotel Retail
 (looking north)

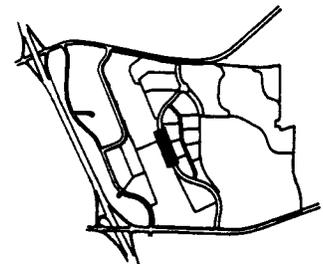
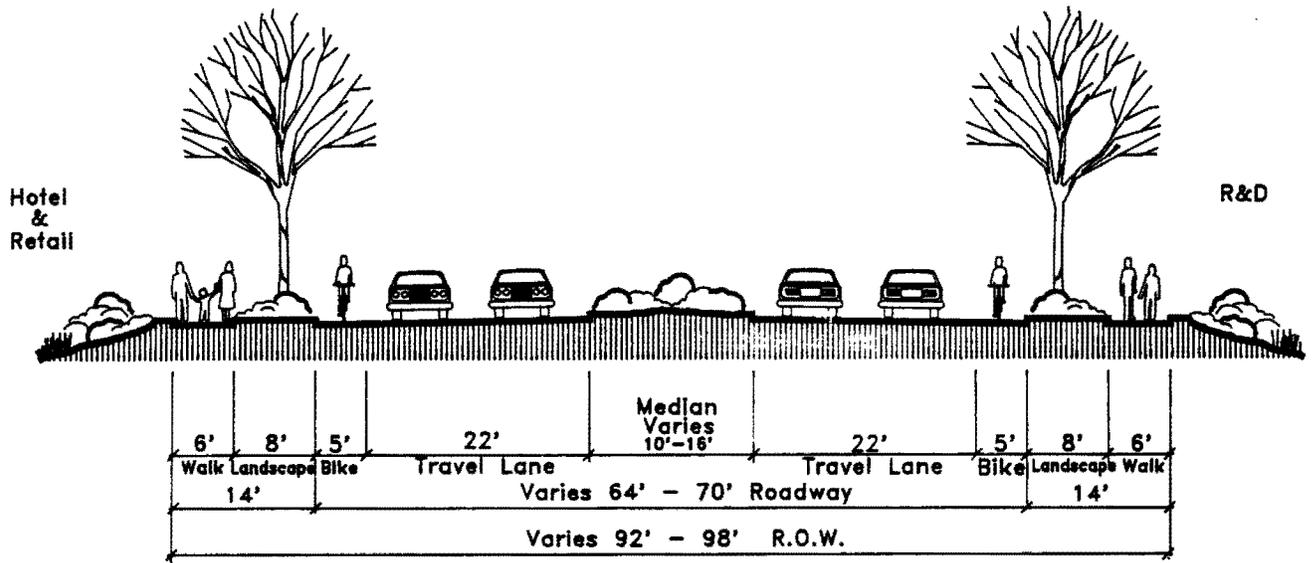
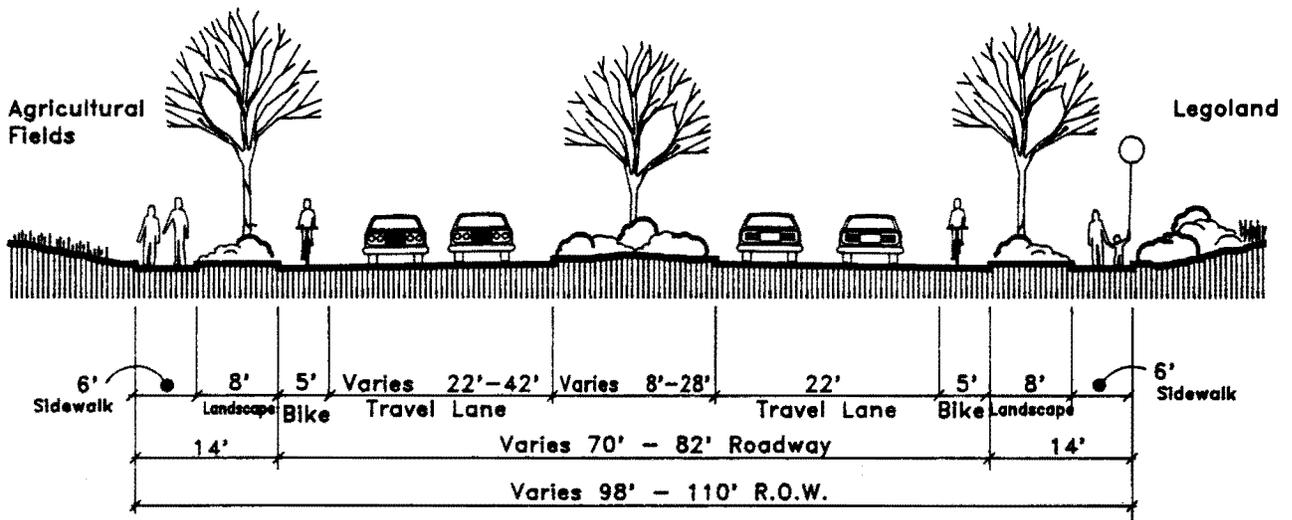
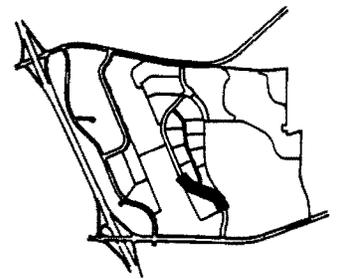


Figure 20

TYPICAL STREET CROSS SECTIONS



ARMADA DRIVE (Public)
 From Northerly Boundary of Hotel & Retail
 to Southerly boundary of Hotel & Retail
 (looking north)



ARMADA DRIVE (Public)
 From Southerly Boundary of Hotel & Retail
 To Palomar Airport Road
 (looking north)

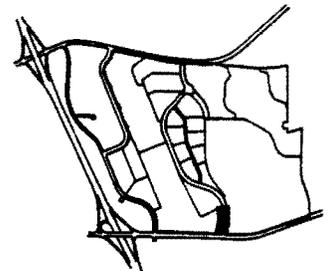
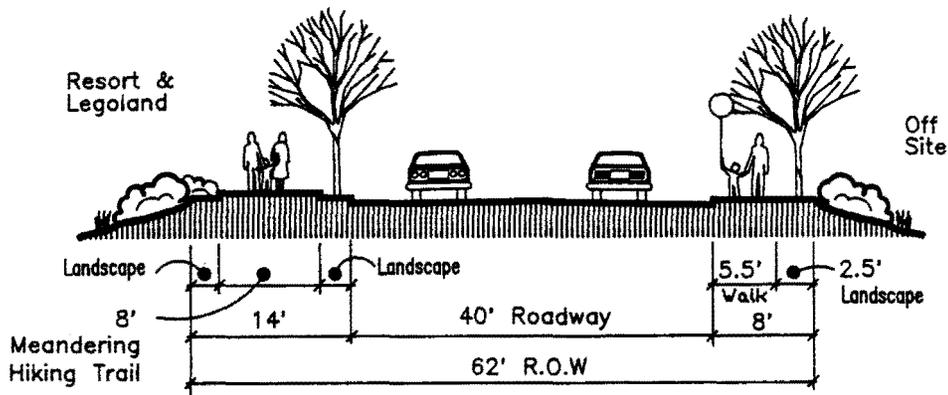
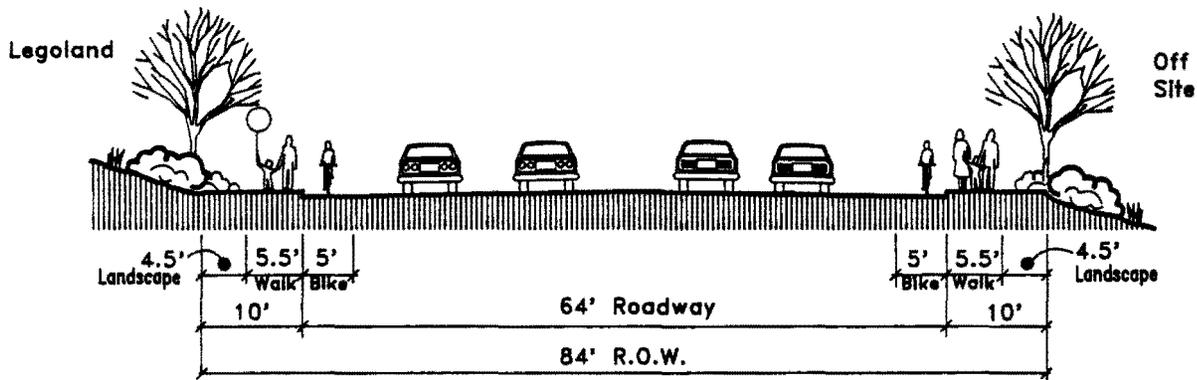
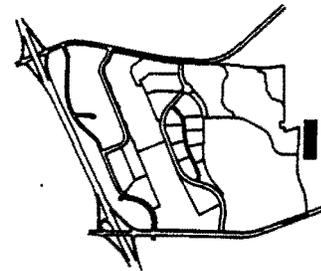


Figure 21

TYPICAL STREET CROSS SECTIONS



HIDDEN VALLEY ROAD (Public)
From Legoland Service Entrance
To End of Street
(looking north)



HIDDEN VALLEY ROAD (Public)
From Palomar Airport Road
To Legoland Service Entrance
(looking north)

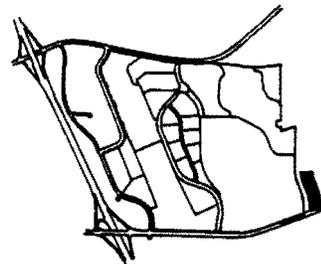
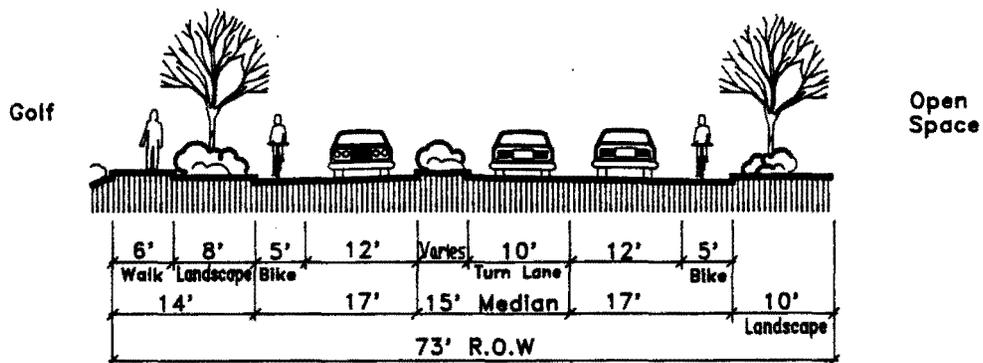
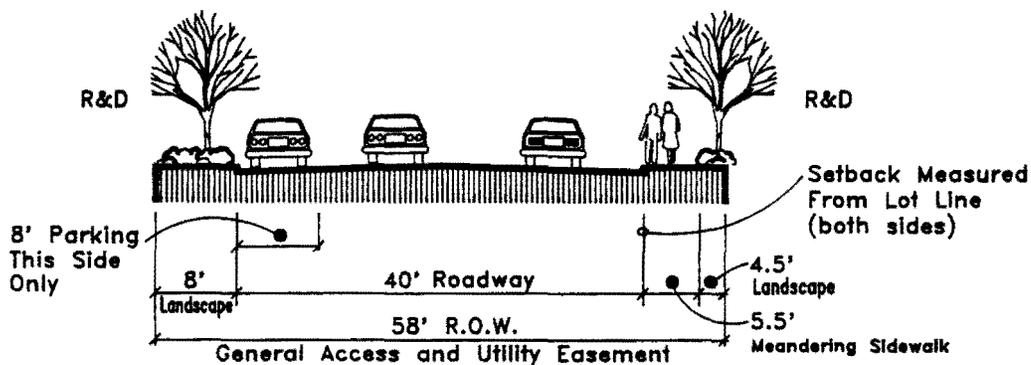
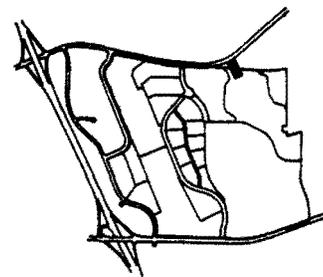


Figure 22

TYPICAL STREET CROSS SECTIONS



POINTE PARKWAY • CANNON ROAD
(looking north)



"D" STREET (Private)
(looking north)

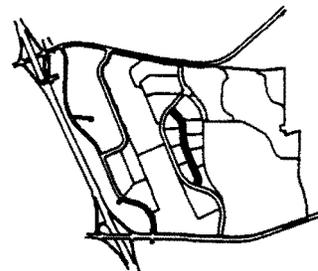
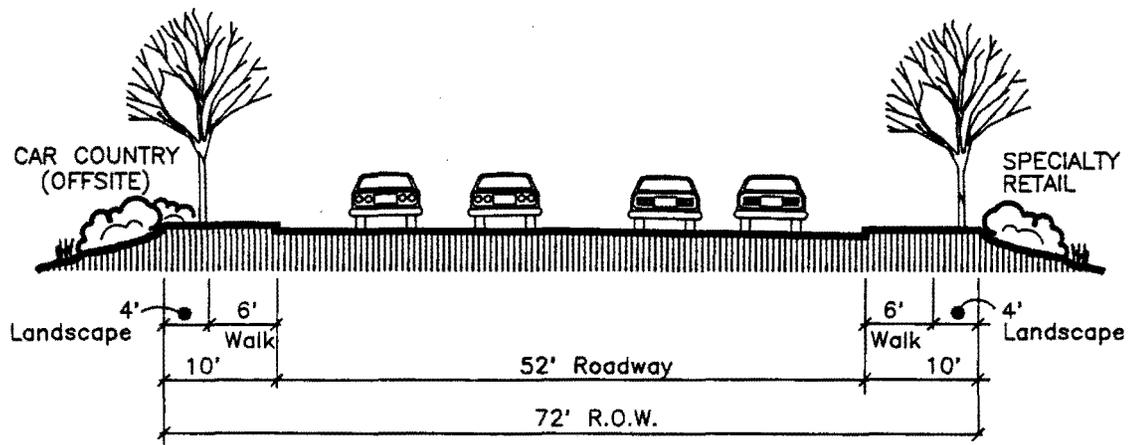


Figure 23

TYPICAL STREET CROSS SECTIONS



EXISTING CAR COUNTRY DRIVE
 (looking east)

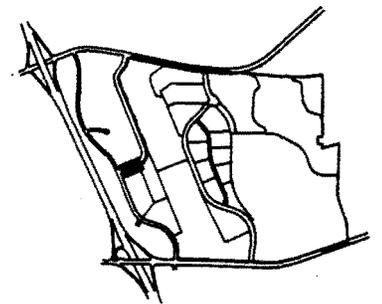


Figure 24
TYPICAL STREET CROSS SECTIONS

Transit

Currently, mass transit in the City of Carlsbad is primarily comprised of bus service that connects Carlsbad with Oceanside to the north and San Diego to the south. Amtrak operates daily inter-city train service between Los Angeles and San Diego eight times a day. The San Diego - Los Angeles train stops in Oceanside. Existing North County Transit District (NCTD) bus service provides connections between the Oceanside Transit Center and major destinations within North County. The primary transit focal points in Carlsbad include the Plaza Camino Real commercial center on Highway 78 and El Camino Real for the inland routes, and the Carlsbad Boulevard/Carlsbad Village Drive area for the coastal routes. At these points, regional and local bus transit lines converge, enabling riders to travel to several destinations from these areas. The transit district has considered extending an east-west route along Palomar Airport Road, however, existing levels of development are not sufficient to support such a line.

OBJECTIVE 8: Provide a circulation system that allows for efficient transit service to the Carlsbad Ranch

POLICY 8-A: Extend public transit service to serve employees, patrons and visitors to the Carlsbad Ranch.

With the development of the Carlsbad Ranch as a significant community focal point and destination, there are significant opportunities for this area to emerge, over time, as a local transit hub. NCTD bus service should be extended to serve the project area as soon as is feasible.

Transit stops may be established on Armada Drive near LEGOLAND Carlsbad entrance, at the Gemological Institute of America, within Planning Area 2 and at the Hotel/Retail area. The potential transit stops, illustrated on the Circulation diagram, would make all destinations in the Carlsbad Ranch within a convenient walking distance. The proposed system of pedestrian paths and walkways provide direct and attractive linkages between the transit stops and office and commercial destinations.

Feeder buses linking the Carlsbad Ranch with the commuter rail station near Poinsettia Lane should be considered.

Transportation Demand Management

OBJECTIVE 9: Cooperate with the regional planning and air quality agencies responsible for developing and maintaining the transportation control management plan and regional air quality plans.

Transportation Demand Management (TDM) is a term used to describe an assortment of strategies to reduce single occupant vehicle trips. TDM measures are aimed at reducing traffic congestion and motor vehicle emissions which contribute significantly to regional air quality problems. In response to the California Clean Air Act of 1988 and the Congestion Management Act, the San Diego Association of Governments (SANDAG) is charged with developing a regional transportation plan which will provide for reduction of vehicle emissions to meet air quality standards. SANDAG has developed a plan which sets forth transportation control measures designed to reduce vehicle emissions to levels that meet air quality standards. The plan includes a TDM program, along with recommendations for transportation capacity expansion (e.g., transit improvements, van pool, High Occupancy Vehicle (HOV) facilities, etc), Transportation System Management techniques (e.g., computerized signalization), and Indirect Source Control measures (e.g., integration of air quality considerations in local land use planning). Overall, the recommended transportation control measures recommended by SANDAG have been designed to achieve an average vehicle occupancy of 1.5 persons per vehicle during weekday commute hours by the year 1999, and no net increase in vehicle emissions after 1997.

POLICY 9-A: Provide incentives for the use of transit, carpools, vanpools and bicycles.

In order to meet regional goals to improve air quality, there is a need to reduce single-occupancy automobile use. New employment uses should be encouraged to provide incentives to their employees to use alternative modes of transportation. Priority parking spaces for car or vanpools shall be considered for new office development. Flexible work schedules and telecommuting should be offered to employees, in order to reduce peak hour trips. Larger employers may also consider hiring a transportation systems management coordinator to promote and coordinate the use of alternative modes of transportation, and monitor the project compliance with the regional Average Vehicle Ridership (AVR) goals. Transportation coordinators can distribute transit information, coordinate carpools and vanpools, sell transit passes and assist employers with flexible work hours and telecommuting programs.

Bicycle Circulation

OBJECTIVE 10: Provide bicycle facilities that promote the use of the bicycle as an alternative mode of transportation.

POLICY 10-A: Incorporate bikeways into the circulation system of the Carlsbad Ranch.

Development of the Carlsbad Ranch will also promote the use of bicycles for commute and recreational trips. A Class III (shared route) bicycle route is planned along Armada Drive and the north portion of LEGO Drive where the bicycle route would connect with Cannon and Palomar Airport Roads, both designated bicycle routes in the City's General Plan. Pedestrian/Bicycle trails within the specific plan shall be designed to connect into the Citywide Trail System.

POLICY 10-B: Provide facilities for bicycle parking at each development site

The Carlsbad Ranch will be an attractive destination for both commuter and recreational bicyclists. To accommodate and encourage the use of bicycles for these trips, conveniently located bicycle parking facilities should be provided within each development site.

Pedestrian Circulation

OBJECTIVE 11: Develop a strong pedestrian circulation network within the Carlsbad Ranch that connects with planned citywide trail systems.

POLICY 11-A: Establish a pedestrian promenade along the western perimeter of the planning area, which will serve as an active public gathering place for the development, and the City of Carlsbad.

In planning the Carlsbad Ranch, emphasis has been placed on developing a friendly environment for the pedestrian. The promenade along the main road (Armada Drive) will be the backbone of the Carlsbad Ranch pedestrian network that will link together the various destinations within the Ranch. Located along the western ridge of the development area with sweeping views of the Pacific Ocean and flower fields, the promenade will provide an attractive setting for pedestrian use. An illustrative section and plan of the pedestrian promenade can be found in Figure 50 on page 177.

POLICY 11-B: Provide a pedestrian walkway linking the Carlsbad Ranch to the planned city-wide trail system.

A pedestrian system in the specific plan is designed to allow connection between the Carlsbad Ranch and the City of Carlsbad's Citywide trail system.

POLICY 11-C: Establish a pedestrian trail connection between the Specialty Retail area (Planning Area 6) and the promenade along Armada Drive. Design the trail to allow movement of farm vehicles across the trail to adjoining agricultural uses.

A pedestrian path is planned to connect the Specialty Retail area (Planning Area 6) on Paseo del Norte with the promenade along Armada Drive. The pedestrian connection would serve to channel foot traffic which presently traverses the fields, particularly when flowers are in bloom. The path will be gated at both ends so that pedestrian access can be cut off completely, if warranted by the farming operations. A cross section of the pedestrian path is shown on Figure 25 on page 66.

Parking

OBJECTIVE 12: Provide adequate parking facilities to serve the needs of the commercial and recreational uses on the Carlsbad Ranch.

POLICY 12-A: Encourage the shared use of parking lots and structures.

POLICY 12-B: Review and update parking standards to respond to changes in transportation modes.

Development within the specific plan is required to comply with the requirements of the Carlsbad Municipal Code. In the future there may be a need to reduce the current parking standards in order to encourage the use of alternative commute modes, such as transit, bicycle and carpools. Most transit experts agree that an abundance of free parking is one of the most significant deterrents to reducing drive alone vehicle trips.

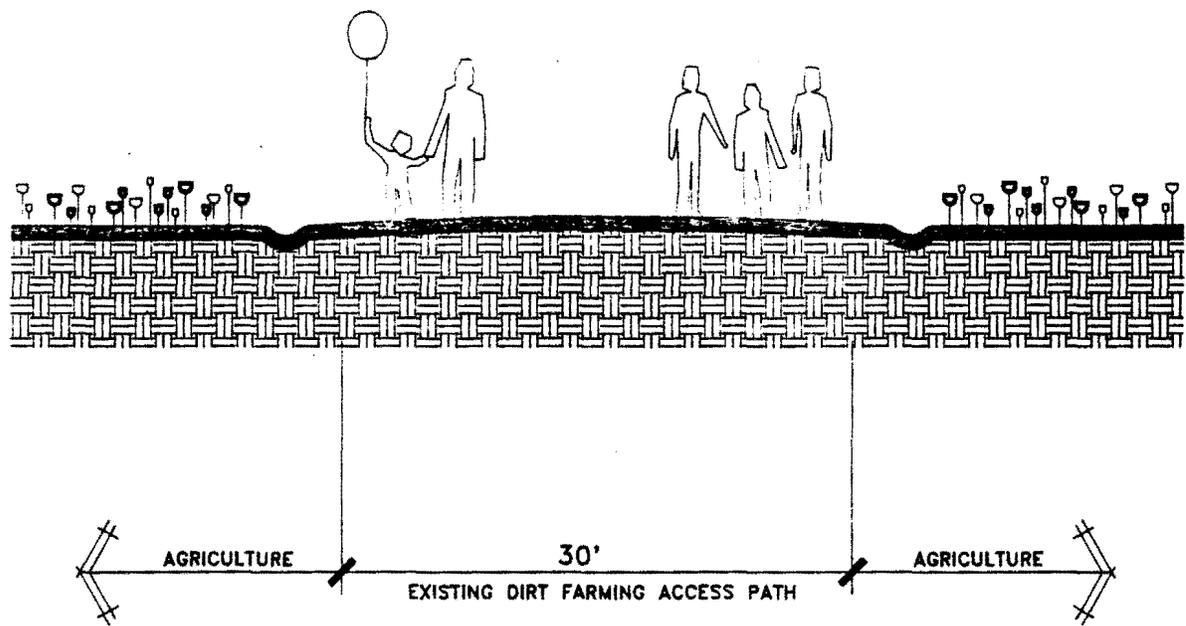


Figure 25

**ILLUSTRATIVE SECTION
PEDESTRIAN WALK IN FLOWER FIELD**

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III. DEVELOPMENT STANDARDS AND DESIGN GUIDELINES

The purpose of this chapter is to establish the development standards and design guidelines that address the critical issues of visual quality and urban design for the Carlsbad Ranch. The standards and guidelines shall serve as the planning regulations for the Carlsbad Ranch development, and as such shall serve as the zoning for the site upon adoption of the specific plan. The following standards and guidelines are based on land use and zoning standards contained within the Carlsbad General Plan and Zoning Ordinance and are specifically adapted to suit development on the Carlsbad Ranch.

The regulations included within the City's zoning code will apply unless otherwise stated herein.

The Carlsbad Ranch Specific Plan has been divided into the following 9 Planning Areas as depicted in Figure 10 on page 27.

Planning Area 1 - Gemological Institute of America, located at the southeast corner of Armada Drive and Cannon Road;

Planning Area 2 - Office/Research and Development, located in the central portion of the specific plan area, south of Planning Area 1 on the east side of Armada Drive;

Planning Area 3 - Hotel/Retail, located south of Planning Area 2 on the west side of Armada Drive overlooking the Flower Fields;

Planning Area 4 - LEGOLAND Carlsbad, located in the southeast corner of the specific plan area;

Planning Area 5 - Resort, located north of Planning Area 4 at the eastern edge of the specific plan area;

Planning Area 6 - Specialty Retail, located on the east side of Paseo Del Norte;

Planning Area 7 - Flower Fields, located east of Planning Area 6, west of Planning Areas 2 and 3 and north of Palomar Airport Road;

Planning Area 8 - Golf Course, located on the south side of Cannon Road;

Planning Area 9 - Open Space, located east of Planning Area 5 in the northeast corner of the specific plan area.

Plans contained herein are conceptual in nature only. Specific project site design shall be subject to future City review and must conform to all applicable codes, standards and design requirements. The requirements of the following General Development Standards and Design Guidelines shall apply to each individual Planning Area unless review of a Planning Area's Development Standards and Design Guidelines indicate that they are not applicable.

A. GENERAL DEVELOPMENT STANDARDS AND DESIGN GUIDELINES

1. BUILDING HEIGHT

Building heights shall conform to the building height standards of the City's Zoning Ordinance (Chapters 21.04 and 21.29.060 of the Carlsbad Municipal Code) except as modified in this section.

All buildings within the Carlsbad Ranch Specific Plan shall not exceed the height of thirty-five feet or three levels. Additional building height may be permitted to a maximum of forty-five feet through a Site Development Plan approved by the City Council provided that:

- a. The building does not contain more than three levels;
- b. All required setbacks shall be increased at a ratio of one horizontal foot for every one foot of vertical construction beyond thirty-five feet. The additional setback area will be maintained as landscaped open space;
- c. The building conforms to the requirements of Section 18.04.170 of the Carlsbad Municipal Code;
- d. The allowed height protrusions as described in Section 21.46.020 of the Carlsbad Municipal Code do not exceed 45 feet; with the exception of architectural features and exhibits which may be permitted up to 55 feet in height if the City Council makes the specific findings that the protruding architectural features or exhibits (1) do not function to provide usable floor area; (2) do not accommodate and/or screen building equipment; (3) do not adversely impact adjacent properties; (4) are necessary to ensure a building's or exhibit's design excellence; and (5) are restricted to no more than 3 percent of the total roof surface area of the structure from which it protrudes, or in the case of exhibits within Planning Area 4, that they be restricted to no more than 3% of the aggregate of the exhibit as measured from each exhibit's

base, upon review of a Site Development Plan approved by the City Council.

2. BUILDING COVERAGE

For developments which utilize surface parking, all structures shall not cover more than fifty percent of the lot on which they are located.

For developments which include a parking structure or parking is located within or under the building it serves, the total coverage of all structures shall not exceed seventy-five percent of the lot. This provision shall apply only if seventy-five percent of the required parking is located in the parking structure or within or under the building it serves.

3. PARKING STANDARDS

Parking spaces for all permitted and ancillary uses shall be provided consistent with the parking standards and parking ratios set forth in this specific plan. Facilities for bicycle parking shall be provided within all planning areas. The parking requirements for LEGOLAND Carlsbad are provided in the development standards for Planning Area 4.

If the parking standards or parking ratios are not specifically addressed in this specific plan then Chapter 21.44 of the Carlsbad Municipal Code shall be utilized.

a. Parking Ratios

Parking ratios shall conform with the following standards:

Art Galleries/Museums	1 space per 500 GSF
Financial Institutions	1 space per 250 GSF
Gyms and Health Clubs	1 space per 35 GSF
Hotels	1.2 spaces per room
Manufacturing	1 space per 400 GSF plus 1 space for each vehicle used in conjunction with the use
Medical Offices	1 space per 200 GSF
Pre-schools/Daycare Facilities	1 space per employee and 1 space per 10 students
Professional Offices	1 space per 250 GSF
Research and Development	1 space per 250 GSF
Bio Industrial -	
Research and Development	1 space per 300 GSF
Restaurants - <4000 sq.ft.	1 space per 100 GSF
Restaurants - >4000 sq.ft.	40 spaces plus 1 space per 50 sq.ft. over 4000 sq.ft.

Retail	1 space per 200 GSF
Timeshare	1.2 spaces per each room
Vocational School	1 space per employee plus 1 space for each three students
Warehouse	1 space per 1000 GSF plus 1 space for each vehicle used in conjunction with the use

b. Size and Access

The size and access of all parking spaces and aisle-ways shall follow the standards as provided in Section 21.44.050(a)(1) of the Carlsbad Municipal Code.

c. Parking Overhang

1. No parking overhang will be allowed into any required setback area.
2. Parking overhang will be allowed only in special, specific situations as reviewed and approved by the Planning Director on a case by case basis.
3. In no case shall parking overhang be allowed for compact car spaces.

d. Landscaping

Section 9.b. of this chapter identifies the landscaping standards within the parking lot areas. Also see Figure 27 regarding the landscape concept for parking structures.

e. Parking Structures

Parking structures shall be located away from LEGO Drive and Armada Drive and shall be screened from public view to the maximum extent possible. Above ground structures should utilize landscaped earth berms around the edges to reduce the apparent height of the structures. Architectural treatment, building materials and colors shall be consistent with surrounding buildings. Architectural treatment (e.g., moldings and joints) should be utilized to provide relief on large walls. Decorative screen and trellis elements of durable high quality materials and vine planting are also required on each level to screen and soften the appearance of parking structures, as shown in Figure 27 on page 73.

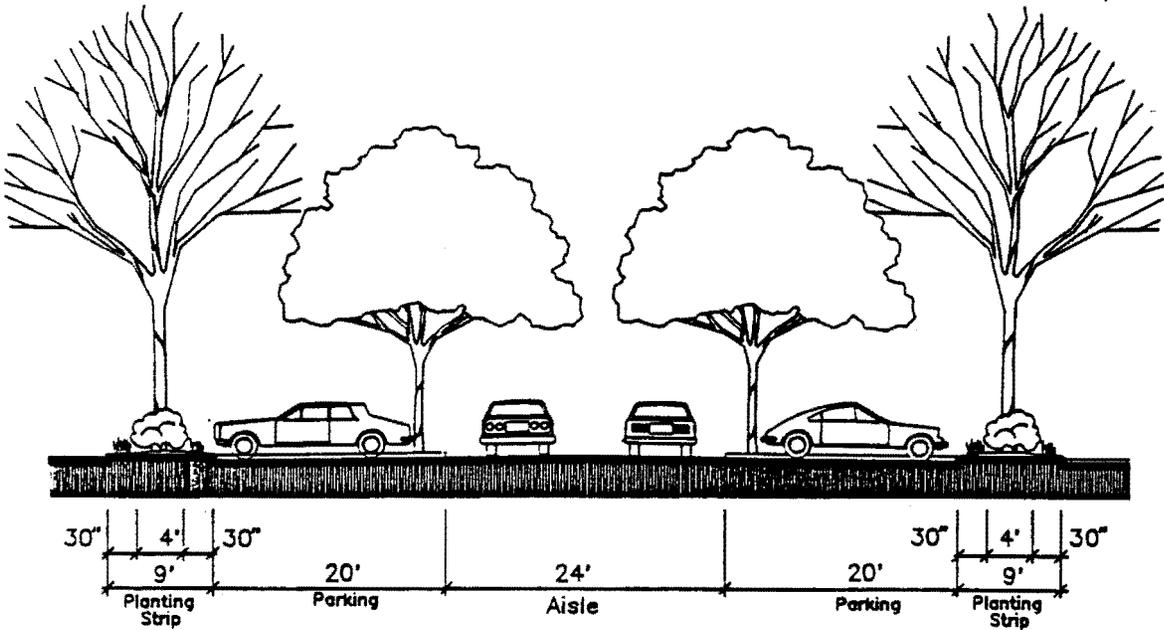
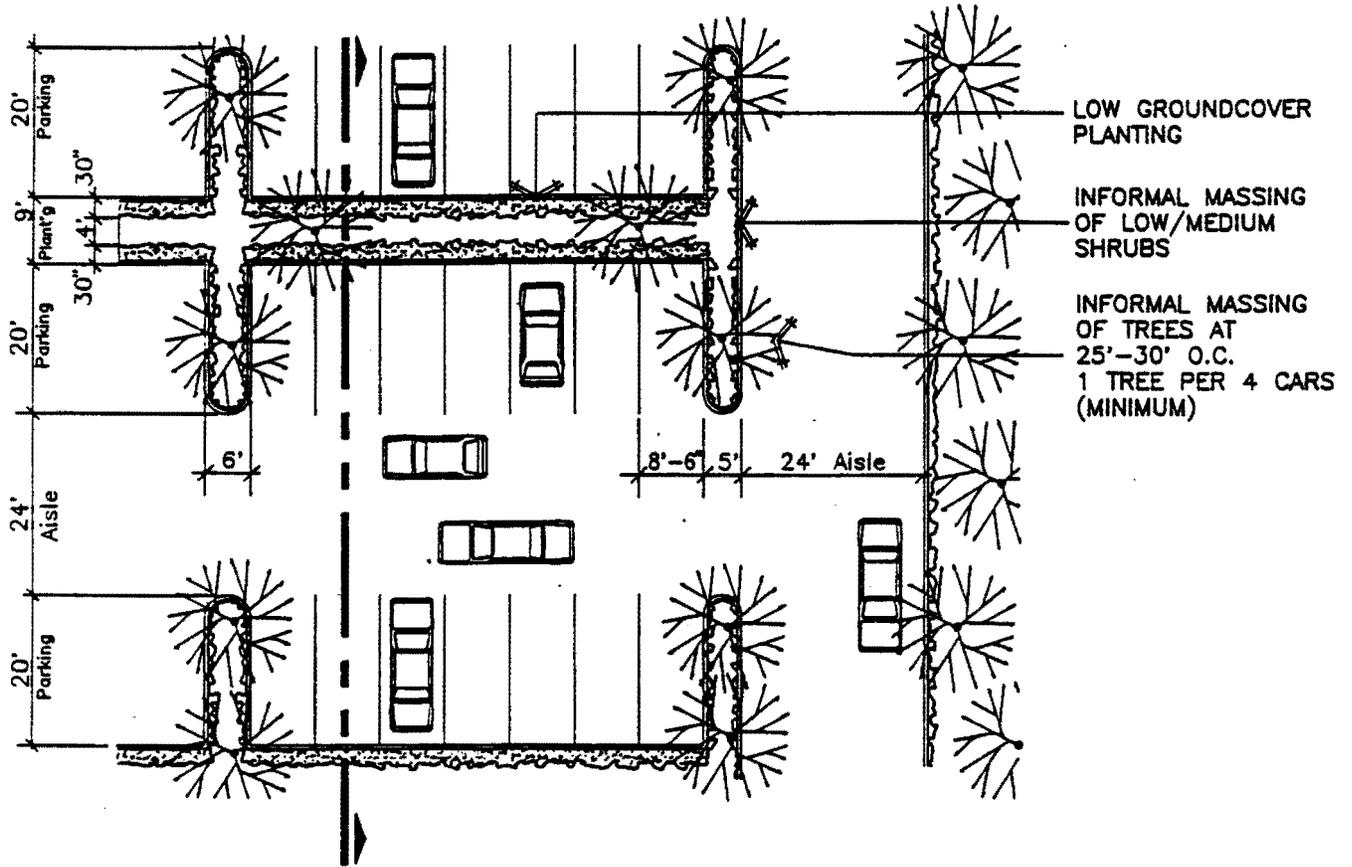
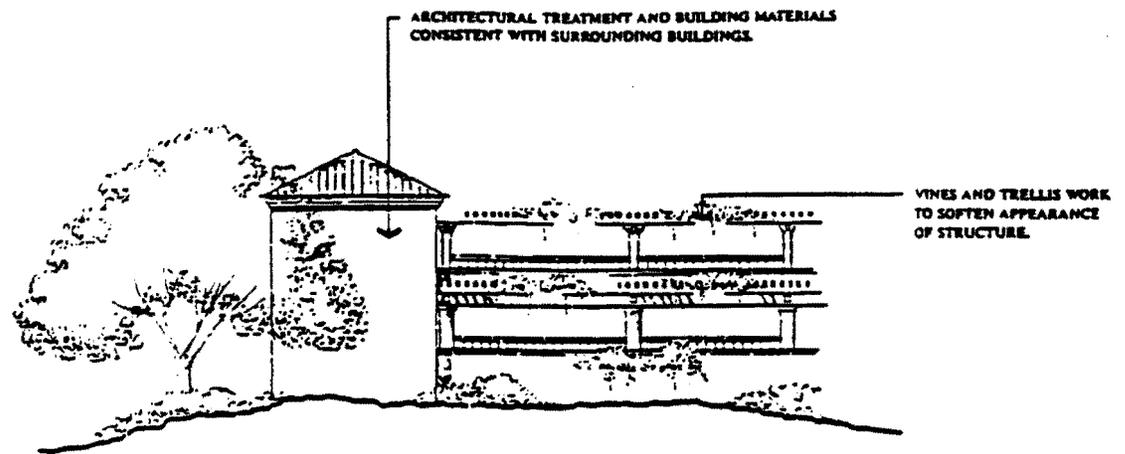


Figure 26

TYPICAL SURFACE PARKING TREATMENT



Elevation : Typical Parking Structure



Detail : Parking Structure

Figure 27

TYPICAL PARKING STRUCTURE TREATMENT

4. SIGNAGE

Signage shall conform to the requirements of the City's zoning regulations (Chapter 21.41 of the Carlsbad Municipal Code), the Mello II segment of the LCP, as well as the following guidelines:

- Signage design should be integrated within the site and building design to create a unified appearance for the total property.
- Signage should be designed to be viewed by the pedestrian or motorist on the immediately adjacent street. Freeway oriented signage is not allowed.
- Signage which is illuminated by projecting light onto a sign face is encouraged. Backlit plastic "box" signs, flashing or moving signs are not allowed.
- Monument project directional and community identity signs shall be permitted at the locations shown on Figure 30 on page 91. These signs shall have a maximum height of 8 feet. Monument project directional and community identity signs shall be constructed of materials that are compatible with the architectural styles of the Carlsbad Ranch. Monument project directional signs shall not block vehicular sight distance and placement must be approved by the City Engineer.
- The aggregate sign area of all signs in the specific plan project directional and community identity sign program shall not exceed a total of one hundred square feet, plus three square feet per acre of property within the specific plan (1,342.2 square feet). No individual sign shall have an area larger than one hundred and fifty feet.
- A sign program shall be approved by the Planning Director for the specific plan project directional and community identity sign program prior to the issuance of any permits to construct any such signs.
- Each Planning Area shall provide a detailed sign program to be approved along with the Site Development Plan for that area. The sign program shall provide guidelines for the size, locations, materials and structure of all signs within that particular Planning Area. The sign program must conform with the requirements of this section as well as the Mello II portion of the Local Coastal Program.

5. EMPLOYEE EATING AREAS

Outdoor eating facilities for employees shall be provided outside all industrial/office buildings containing more than five thousand square feet, as follows, except as noted below:

- A minimum of three hundred square feet of outdoor eating facilities shall be provided for each five thousand square feet of building area. Credit towards the required amount of square footage will be given for indoor eating facilities on a 1:1 basis, as determined by the Planning Director.
- The area shall be easily accessible to the employees of the building.
- The area shall be located such that a sense of privacy is apparent.
- The area shall be landscaped and provided with attractive outdoor furniture (i.e., metal, wood, or concrete picnic tables, benches/chairs and trash receptacles).
- The site, size, location, landscaping and furniture required above shall be approved as part of the required discretionary action (site development plan or planned unit development) required under Title 21 of the Carlsbad Municipal Code.
- These standards shall not apply to industrial/office buildings which are located within one thousand feet of an approved mini-park or city park which is accessible by walking as determined by the Planning Director.

6. SERVICE LOADING AREAS AND TRASH ENCLOSURES

Most buildings on the Carlsbad Ranch will be in public view from every direction. Service and loading areas shall be architecturally detailed so as to not appear as a service area and shall be designed in accordance with City Engineering standards and design requirements. All loading areas shall be screened by berming and/or landscaping or other methods acceptable to the Planning Director.

Trash collection containers shall be completely screened and located as inconspicuously as possible. Trash receptacle areas shall be enclosed by a six-foot high masonry wall with gates, as required by City standards. The enclosure shall be of similar colors and/or materials as the project, subject to review and approval by the Planning Director.

7. OPEN SPACE TRANSITION AREAS

The Carlsbad Ranch Specific Plan provides for the continuation of agricultural uses along with the development of urban uses. The following design guidelines are intended to provide for the establishment of transitional elements and other mitigation measures that will minimize conflicts between agriculture and urban uses. The primary impacts that may occur include the drift of dust and pesticides from agricultural operations and runoff from urban uses to agricultural fields.

a. Perimeter Wall

A 6 foot wall shall be provided along the majority of the western edge of Planning Areas 2 and 3, adjacent to the flower fields, as illustrated on Figure 28 on page 79. The wall should be situated with the hillside topography in a manner that will allow views over the wall from the roadway and development sites east of the wall. The design character of the wall shall complement the architectural character of the larger development, incorporating a Mediterranean style, utilizing light colored sandblasted concrete, stucco or slump block building material.

The perimeter wall is conceived as an element that will make a positive design contribution to the project, by providing a hard edge that clearly defines the open space areas. In addition to providing a buffer between agricultural uses and urban uses, a landscaped pedestrian promenade is planned along the wall, to provide connections between the Hotel/Retail and Research and Development areas, and allow public views of Carlsbad and the ocean. Landscaping along the promenade shall incorporate evergreen and flowering accent trees to provide screening from dust and pesticides, shade in the summer months and seasonal interest. An illustrative plan and typical cross section of the wall and landscaped promenade are presented in Figure 50 on page 177.

b. Berms

Where perimeter walls are not planned, densely landscaped earth berms should be provided along the edge of the developed area, as illustrated by Figure 29 on page 80. Earth berms should be a minimum of three feet in height and planted with 3' shrubs to create a 6' barrier. Variations in the height and slope of the berms are required to create a more natural appearance. Trees and shrubs should be planted along the berms in an informal, natural pattern.

Landscaping around the perimeter of the development at the agricultural interface shall utilize shrubs in addition to trees to create a buffer suitable to reduce conflicts between agricultural and urban land uses. The proposed landscaping shall be approved by the Planning Director prior to issuance of a grading permit.

c. Drainage

Each parcel shall collect all storm water and irrigation runoff and release it in an approved point or points in the drainage system serving the development area. Drainage systems are to be designed to ensure that runoff from the development area does not flow to the surrounding agricultural areas.

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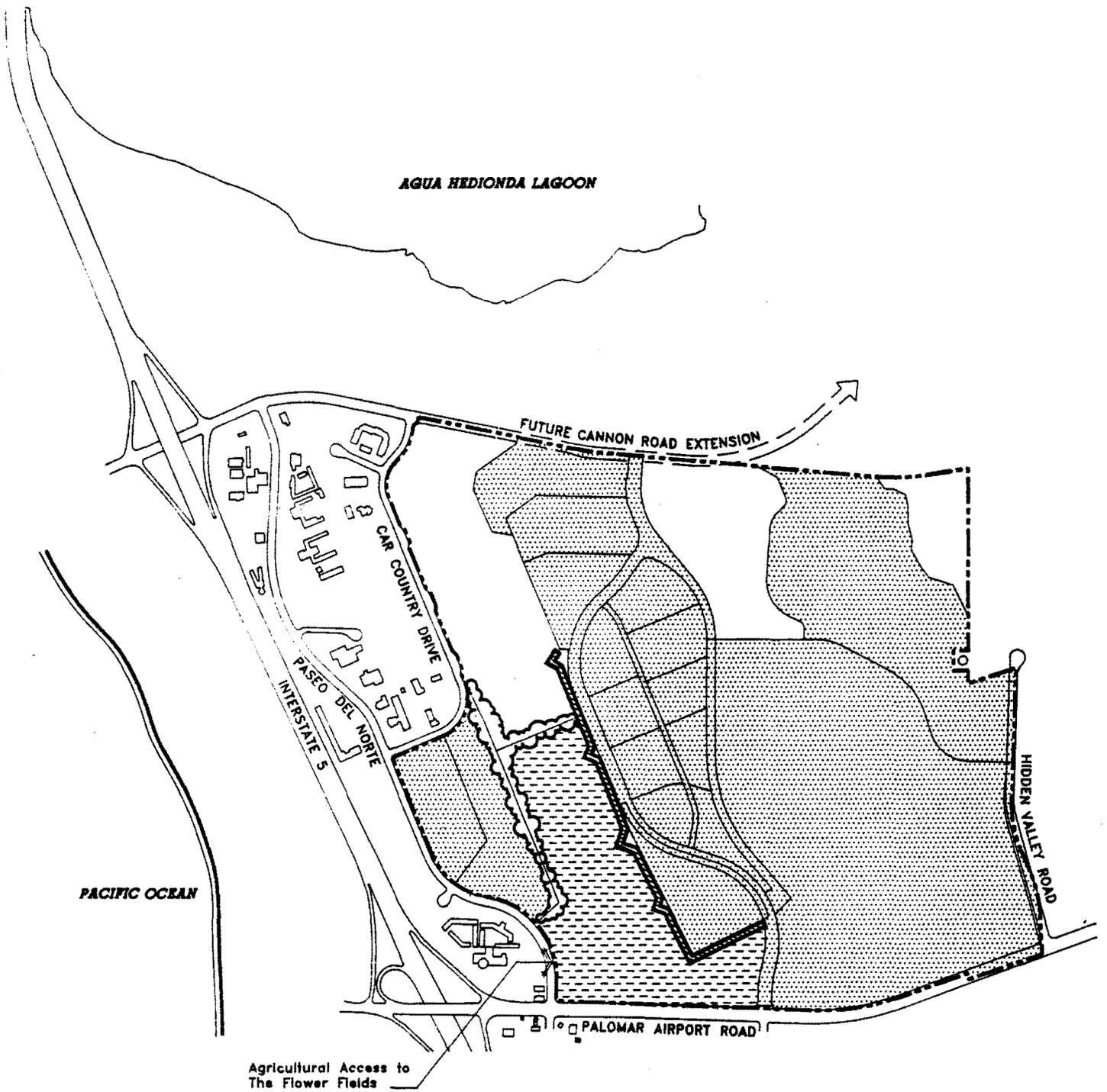
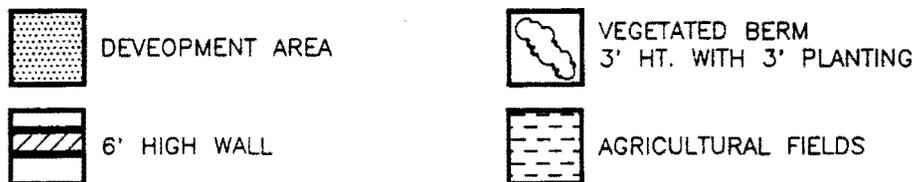
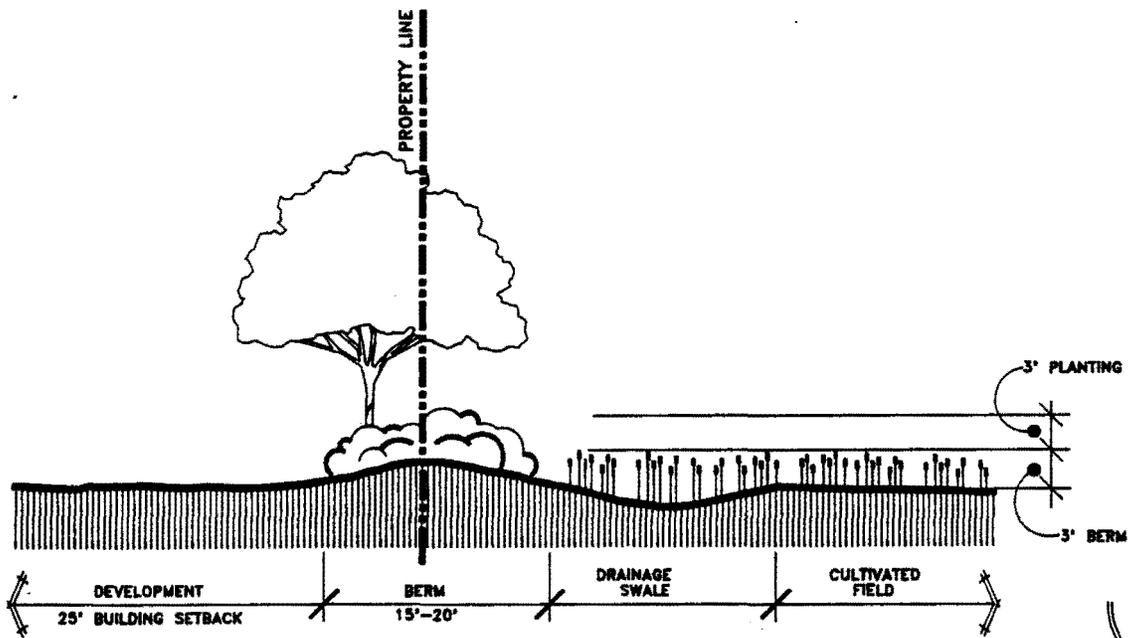


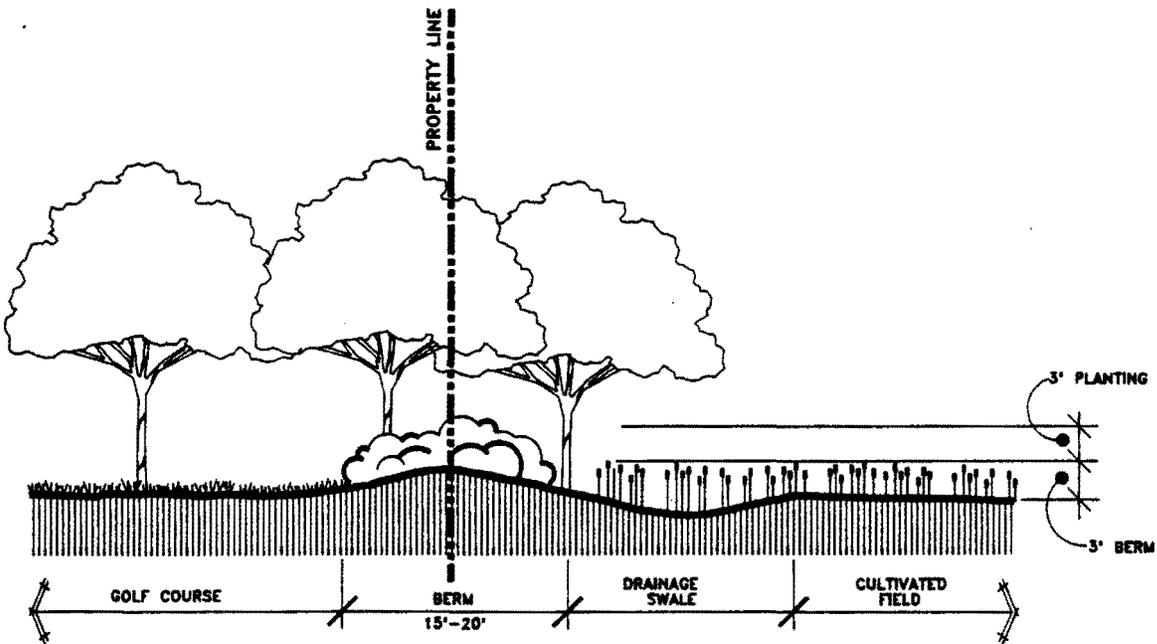
Figure 28

AGRICULTURAL BUFFER





Typical Berm Treatment Between Development and Agricultural Land



Typical Berm Treatment Between Golf Course and Agricultural Land

Figure 29

TYPICAL BERM TREATMENTS

8. ROADWAYS

The primary objectives of the roadway design guidelines are to encourage the development of roads which link activity areas, unify the project design and create memorable public spaces which are comfortable for the pedestrian. A diagram illustrating the circulation network (Figure 15) and cross-sections which describe the dimensions of each roadway are included on Figures 15 through 24 on pages 52 through 61.

a. Palomar Airport Road

i. Roadway Character

The City of Carlsbad has adopted guidelines which are intended to enhance the visual quality and character of the City's designated scenic corridors. Palomar Airport Road is one of two scenic corridors that is adjacent to the Carlsbad Ranch. Palomar Airport Road is considered a Community Theme Corridor.

The agricultural fields along the north side of Palomar Airport Road corridor will provide a visual amenity to motorists using this roadway. Due to the configuration of the development area, buildings located in Planning Area 3 that are potentially visible from PAR will be at least 400 feet from the road and separated from PAR by the agricultural fields. This exceeds the 50 foot setback requirement of the Scenic Corridor Guidelines. Along the LEGOLAND Carlsbad frontage, a 140 foot setback will separate the park from Palomar Airport Road right-of-way also exceeding the 50 foot setback requirement. Due to the topography, the Lego parking area will be approximately 30' above PAR which will effectively screen it from view from the road. The slope within the setback will be "contour graded" with undulations varying from 3:1 to 4:1. A 6' sidewalk shall be provided along the north side of Palomar Airport Road.

ii. Landscaping/Street Trees

The landscaping of this road and within the landscape setback of development parcels fronting Palomar Airport Road shall conform to the *Scenic Corridor Guidelines* and the *City of Carlsbad Landscape Manual*. These documents state that the landscape theme of the PAR corridor is "oak grove woodland."

Oak, sycamore, alder and London plane trees shall be planted within the landscape setback consistent with this theme. In order to ensure screening of slopes and the LEGO site, a quick growing evergreen tree and pine tree species will be added to this plant mix. Trees shall be a minimum of 15 gallon size with at least 25% being 24" box or larger and shall be planted 25' to 40' o.c. in informal massing. An understory of shrubs and groundcovers planted in informal drifts shall be planted in the setback per the *City of Carlsbad Landscape Manual* requirements.

iii. Lighting

Light fixtures should be 30' in height and should be spaced to meet City standards for luminosity. High pressure sodium vapor fixtures should be utilized for the best representation of natural tones.

b. Cannon Road

i. Roadway Character

Cannon Road is considered a Community Scenic Corridor. The 30 foot landscape setback along Cannon Road at the Gemological Institute of America's expansion site shall be landscaped to conform with the City's *Scenic Corridor Guidelines* and *Landscape Manual*. A 6' wide sidewalk shall be provided along the south side of Cannon Road.

ii. Landscaping/Street Trees

I-5/Cannon Road Intersection

The proposed widening of the on/off ramps will require the removal of some of the existing landscaping adjacent to the ramps. Caltrans will require mitigation for the removal of the trees at the ratio of 5:1, five trees planted for each tree removed. The planting scheme for this area should be informal in keeping with the regional freeway landscape. Trees shall be a minimum of 15 gallon with at least 25% being 24" box or larger and should be grouped in sufficient numbers to create a visual impact within 3-5 years.

Flowering groundcover or low (20-30") shrub massing should also be planted in this area. Ice plants or Myoporum are recommended with a mix of Caltrans approved shrubs. Primary tree species will include pines, Melaleuca, California Pepper Tree, Erythrina, palms and Chorisia Speciosa for a softer, richer effect.

Cannon Road Corridor

The theme for this section of Cannon Road is "lagoon vistas and wetlands". Torrey pines, palms and melaleuca trees shall be planted in the setback in an informal manner to express the theme and screen the development. Trees shall be a minimum of 15 gallon size with at least 25% being 24" box or larger and shall be planted 25' to 40' o.c. in informal massing. An understory of shrubs and groundcovers planted in informal drifts shall be planted in the setback in accordance with the *Landscape Manual* requirements.

iii. Lighting

Light fixtures should be 30' in height and should be spaced to meet City standards for luminosity. High pressure sodium vapor fixtures should be utilized for the best representation of natural tones.

c. Armada Drive

i. Roadway Character

Armada Drive will branch off of LEGO Drive at the roundabout and provide the primary access to Planning Areas 2 & 3. In addition to accommodating vehicular access, Armada Drive will serve as an active public open space where employees and visitors to the Carlsbad Ranch can stroll, enjoy views of the ocean and the flower fields, eat lunch, read or watch passers-by in an outdoor setting. As such, design features which ensure that the roadway will comfortably accommodate these activities are an important planning consideration. As illustrated on the Circulation Plan diagram, Figure 15 on page 52, Armada Drive is planned as a four lane roadway along its entire length. At the center of the development, the roadway will provide views to the west and separate agricultural and urban uses. Six foot wide walkways shall be provided along both sides of Armada Drive. Along the pedestrian promenade walkways shall be a minimum of 15 feet in

width on the west side of Armada Drive to accommodate pedestrian activity. An illustrative plan and section of the pedestrian promenade appears as Figure 50 on page 177.

ii. Landscaping/Street Trees

Landscaping shall be installed adjacent to the curbs along both sides of the roadway to separate the walkways from the traffic lanes. In areas without on-street parking, continuous landscaping shall be installed adjacent to the curb. Street side landscaped areas shall be a minimum of 6 feet in width. The property owner shall be responsible for the maintenance of these landscaped areas.

Street trees shall be provided along Armada Drive through the development area. Along this road, trees shall be planted in a formal, urban arrangement to clearly define the streetscape and indicate the importance of Armada Drive in the circulation system hierarchy. Street tree planting at the southerly project entry shall take into consideration the needs of the adjoining agricultural lands. Near Palomar Airport Road, for example, street trees shall be placed in the road median, but shall not be placed within the flower fields.

iii. Lighting

Street lighting should reflect the design objectives of the roadways. Along the pedestrian promenade through the central portion of Armada Drive, pedestrian scale lighting fixtures should be used. Light fixtures should be 30' in height and should be spaced to meet City standards for luminosity. High pressure sodium vapor fixtures shall be utilized for the best representation of natural tones. The light fixtures will be consistent with City lighting standards unless modification to the height of the light fixtures is approved by the City Engineer.

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d. LEGO Drive

i. Roadway Character

LEGO Drive will serve as the primary point of access to the Carlsbad Ranch development from Cannon Road. Approximately 1,200 feet south of Cannon Road, LEGO Drive will intersect with Armada Drive at a roundabout intersection. The segment of LEGO Drive between Cannon Road and the roundabout will be dedicated as a public roadway. The proposed right-of-way for the public portion of LEGO Drive between Cannon Road and the roundabout ranges from 110 to 121 feet with 74 feet to 85 feet of pavement and a 8 foot wide landscaped median.

The private portion of LEGO Drive from south of the roundabout to the LEGOLAND Carlsbad site ranges from 68 to 73 feet which includes 48 - 53 feet of pavement and a 6 foot sidewalk on the east side only. LEGO Drive is designed to meet the City of Carlsbad's collector street standards from the roundabout south to LEGOLAND Carlsbad. It is designed to meet the City's secondary arterial standards from Cannon Road south to the roundabout.

The proposed paved width for the portion of LEGO Drive from the LEGOLAND Carlsbad property line to the guest parking area is 48 feet, which includes 10 foot parkways on each side. This portion of LEGO Drive will be a four lane private roadway and will be maintained by LEGO in addition to the private portion of LEGO Drive beginning south of the roundabout.

A walkway shall be provided along both sides of LEGO Drive from Cannon Road to the beginning of the private portion of LEGO Drive. The 6 foot wide walkway will be separated from the curb by an 8 foot wide landscaped area along the public portion of LEGO Drive between Cannon Road and the roundabout intersection. The private portion of LEGO Drive will provide a sidewalk on the east side of the private road from the roundabout to the entrance of LEGOLAND Carlsbad. This walkway will be 6 feet in width along the roadway, and will be within the landscape setback which will be a minimum of 35 feet. The walkway will be a meandering trail (within the landscape setback) along the roadway south of the roundabout to the entrance to LEGOLAND Carlsbad.

A series of walkways/pedestrian paths will also be provided within the LEGO Inner Park. These walkways/pedestrian paths will provide easy and safe access to LEGO activity areas, unify the project design and create memorable public spaces which are comfortable for the pedestrian.

Trail links/connections to the overall Carlsbad Ranch will be provided on the southwestern boundary of the park on LEGO Drive, adjacent to Armada Drive and on the eastern boundary of the Park off of Hidden Valley at the entrance to the employee parking or service administration area. Figure 15 on page 52 of this document illustrates the overall trail plan for the Carlsbad Ranch Specific Plan.

ii. Landscaping/Street Trees

A defined landscape theme shall be provided along the vehicular route to LEGOLAND Carlsbad along Cannon Road and LEGO Drive. Special landscaping emphasis shall be placed at the intersection of LEGO Drive and Armada Drive. This will ensure that visitors easily find their way to the Park and begin the LEGO "experience" before the visitors leave their cars. Street trees shall be provided in accordance with the City's minimum standards. As a guideline, one tree should be provided for every 40 linear feet of road frontage. Trees shall be planted in informal massing adjacent to the roadway. See Section IV.E.4 for a detailed discussion of landscaping along LEGO Drive.

iii. Lighting

Street lighting shall be provided at a pedestrian scale and should reflect the design objectives of the roadways. Along the pedestrian walkways, pedestrian scale lighting fixtures may be used. Light fixtures along the public portion of LEGO Drive shall be 30' in height unless a lesser height is approved by the City Engineer and shall be spaced to meet City standards for luminosity. High pressure sodium vapor fixtures shall be utilized for the best representation of natural tones. The private segment of LEGO Drive may be designed to accommodate seasonal lighting (e.g.Christmas, etc.).

e. Hidden Valley Road

i. Roadway Character

Hidden Valley Road will provide emergency and service access to Planning Areas 4 & 5, LEGOLAND Carlsbad and the Resort. Hidden Valley Road will end outside the northeastern boundary of the specific plan and may provide secondary access to the future Veteran's Memorial Park. From Palomar Airport Road to the entrance to LEGOLAND Carlsbad, Hidden Valley Road will have a Right-of-Way width of 84', with a curb to curb width of 64'. From the LEGOLAND Carlsbad Entrance to its northern terminus it will have a 62' Right-of-Way with a curb to curb width of 40'.

Sidewalks in conformance with City standards shall be constructed on both sides of Hidden Valley Road from Palomar Airport Road to the entrance to LEGOLAND Carlsbad. From the entrance to LEGOLAND Carlsbad to the northern edge of the specific plan, an 8' wide meandering trail in 14' landscaped area shall be provided along the western edge of Hidden Valley Road. This will accommodate Segment 28 of the City's Trail Plan. A standard 5.5' wide sidewalk shall be provided along the easterly side of this portion of Hidden Valley Road.

If the City of Carlsbad develops the property to the east of Hidden Valley Road as a public golf course, Segment 28 of the Citywide Trail System may be located along the eastern side of Hidden Valley Road, subject to the approval of the City.

ii. Landscaping/Street Trees

Landscaping shall be installed concurrent with the development of the roadway in conformance with all applicable City standards. The Landscaping of Hidden Valley Road shall be compatible with the landscaping of LEGOLAND Carlsbad. As a guideline, one tree should be provided for every 40 linear feet of road frontage, to comply with the City's minimum standards.

iii. Lighting

Street lighting should be compatible with the lighting provided in LEGOLAND Carlsbad. Lighting fixtures should be 30' in height and should be spaced to meet City standards for luminosity. High pressure sodium vapor fixtures shall be used for the best representation of natural tones.

f. Street "D"

i. Roadway Character

Street "D" will provide the primary access to the lots in Planning Area 2 that do not have frontage on Armada Drive, and secondary access to those lots with frontage on Armada Drive. This street is being developed as a private street with a curb-to-curb width of 40' with parking on the west side only.

A 6' wide sidewalk will be provided along the east side of Street "D". This sidewalk will provide access to the pedestrian walkways along Armada Drive. A 6' wide sidewalk will be provided on the west side of Street "D" from its northern intersection with Armada Drive to the first driveway on Street "D" south of this intersection.

ii. Landscaping/Street Trees

Landscaping shall be provided in accordance with the requirements of the City of Carlsbad's Landscape Guidelines Manual.

As a guideline, one street tree should be provided for every 40 linear feet of road frontage to meet the City's minimum standards.

iii. Lighting

Light fixtures should be 30' in height unless a lower height is approved by the City Engineer and should be spaced to meet City standards for luminosity. High pressure sodium vapor fixtures should be utilized for the best representation of natural tones.

9. LANDSCAPE CONCEPT

The landscape concept for the Carlsbad Ranch Specific Plan is illustrated in Figure 30 on page 91. Key elements of the landscape are arranged to heighten the contrasts between urban and rural features, cultivated and natural, formal and informal:

- The golf course will be landscaped in an informal fashion, making reference to the large open spaces that surround the property.
- Landscaping within the various development parcels will be more manicured and urban in character. Landscaping is used to enhance architecture and create a pedestrian scale with defined entries, walkways and outdoor spaces.
- Parking areas will be planted in an informal manner with an emphasis on screening and reducing the impact of large expanses of pavement.
- In contrast to the informal pattern of the golf course and parking areas, streets and pedestrian paths through the development area are given a formal landscape treatment which clearly marks the importance and public nature of these spaces.
- The Landscape Guidelines provided in this section are applicable to all portions of the specific plan except for LEGOLAND Carlsbad. See the Landscape Guidelines for LEGOLAND Carlsbad provided in Planning Area 4 for additional information.

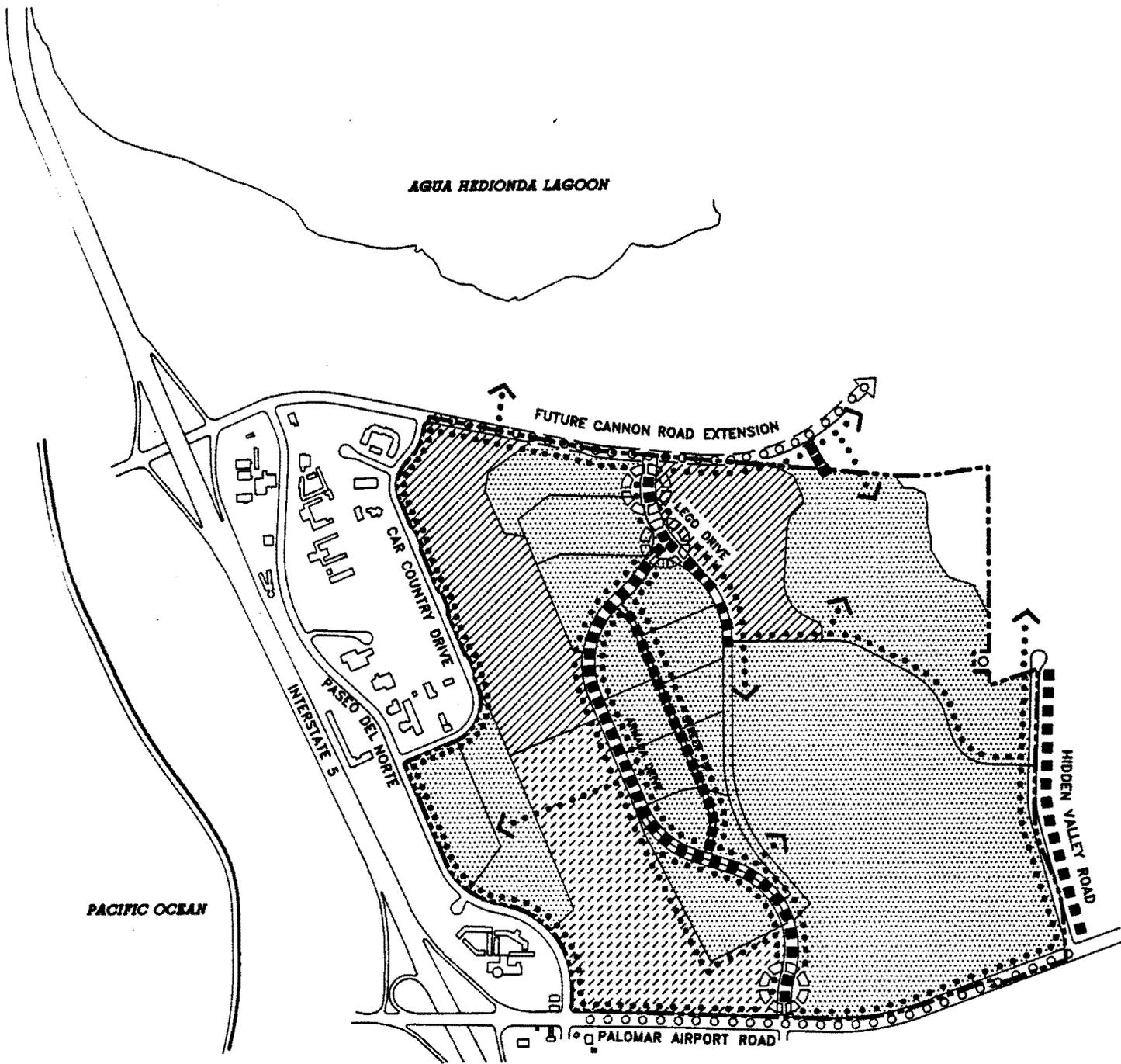
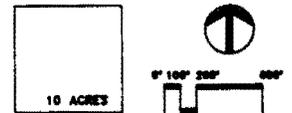


Figure 30

LANDSCAPE CONCEPT



- | | | | |
|--|---|--|---|
| | SCENIC CORRIDORS: PLANTING PER CITY GUIDELINES | | AGRICULTURAL |
| | STREETSCAPES: FORMAL PLANTING | | GOLF COURSE: INFORMAL PLANTING |
| | PEDESTRIAN WAYS: FORMAL/INFORMAL PLANTING DEPENDING ON LOCATION | | DEVELOPMENT PARCELS: PLANTING PER LANDSCAPE CHAPTER, LEGO CHAPTER & CITY LANDSCAPE MANUAL |
| | PROJECT ENTRIES: ACCENT PLANTING/DIRECTIONAL MONUMENT SIGNS | | |

Landscape Zones & Guidelines

"Landscape zones" will be established within the Carlsbad Ranch as defined in the *City of Carlsbad Landscape Manual*. Plant species, methods of arrangement (formal vs. informal), water use and maintenance requirements are some of the elements used to define the zones. Four "landscape zones" are defined in the *Landscape Manual* and are briefly summarized as follows:

Zone 1 - Lush Landscape: a traditional landscape, green, lush and flowering, requiring large amounts of water and intensive maintenance. Should be used only in areas of high use or visual importance (entries, courtyards, pedestrian ways, recreation areas, etc.).

Zone 2 - Refined Landscape: an unmanicured appearance, not unkept, but requiring less water and maintenance. Ornamental, low water using plants suited to the climate and soils and used in areas of moderate use and visual importance.

Zone 3 - Naturalizing Landscape: a "self-sufficient" landscape characterized by plants (not necessarily native) that can adapt to the region's natural rainfall, climate and soils. Planted in low use areas whose visual character need not have a refined appearance.

Zone 4 - Native Landscape: areas of existing natural, native or naturalized vegetation which will remain with very little disturbance from site improvements. May be wildlife habitat or open space areas where passive recreation or other low activity uses may occur. No irrigation and a minimal level of upkeep required.

The landscape zones that will occur within the Carlsbad Ranch (excluding agricultural lands) will be primarily composed of Refined and Naturalizing Landscape (Zones 2 and 3). Lush (Zone 1) landscaping will occur within the golf course and areas within the development parcels that are of intensive use or visual importance such as entries, courtyards, pedestrian and recreational areas. The landscape of the golf course and parking areas will be informal in appearance using "refined" and "naturalizing" plant materials. In contrast, the streets and pedestrian paths in the development will be planted in an urban and formal manner to provide clarity and orientation to visitors to the site. Streets and pedestrian paths are within the Refined Landscape (Zone 2), as appropriate to their use in highly visible, pedestrian oriented areas.

The main entry into the Carlsbad Ranch from Palomar Airport Road will be dominated by the landscape of the cultivated agricultural fields. The entry from Cannon Road will be characterized by the golf course landscape and views to Agua Hedionda Lagoon. Informal massing of flowering accent trees are planned near the project entries to provide an informal yet distinct entry image. The informal planting of the project entries and suggested plant material for these areas are consistent with the guidelines for arterial streets included within the City of Carlsbad Landscape Manual.

The following landscaping guidelines address the framework elements for the Carlsbad Ranch; parking areas, golf course and project entries. The recommended plant palettes given for these areas will be the dominant, reoccurring species providing for project unity, but may be supplemented with other species for variety and interest. Planting palettes are not specified for each development parcel. Landscaping within development parcels may have a wider range of plant material than described in these guidelines, but should incorporate material used in the framework elements to unify the development. LEGOLAND Carlsbad will be extensively landscaped and has special landscape objectives and guidelines of its own as detailed in the text for Planning Area 4.

a. Golf Course

i. Landscaping Objectives:

Planting, excluding turf areas, should be informal, unmanicured, and natural looking; designed to require low maintenance. Plant material should be drought resistant and tolerant of marine exposure.

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ii. Recommended Plant Material:

(a) Dominant trees (15 gallon minimum):

Turfed areas:

<i>Pinus torreyana</i>	Torrey Pine
<i>Pinus halepensis</i>	Aleppo Pine
<i>Pinus canariensis</i>	Canary Island Pine
<i>Pinus pinea</i>	Italian Stone Pine
<i>Platanus racemosa</i>	California Sycamore
<i>Melaleuca leucadendra</i>	Cajeput Tree
<i>Metrosideros excelsus</i>	New Zealand Christmas Tree

Transition areas--not turfed (15 gallon minimum):

<i>Quercus species</i>	Oak
<i>Platanus racemosa</i>	California Sycamore
<i>Pinus torreyana</i>	Torrey Pine
<i>Schinus molle</i>	California Pepper
<i>Acacia melanoxylon</i>	Black Acacia

(b) Accent trees (24" box minimum):

<i>Jacaranda acutifolia</i>	Jacaranda
<i>Tipuana tipu</i>	Tipu Tree
<i>Erythrina caffra</i>	Coral Tree
<i>Cocos plumosa</i>	Queen Palm
<i>Washingtonia robusta</i>	Mexican Fan Palm

Planting should be 25' to 40' o.c., informal massing, with a mix of 15 gallon through 48" box. Some 60" box trees should be used in key areas (e.g., entries).

Accent trees should be planted in specific locations to emphasize view corridors through the golf course and around greens and tees.

(c) **Shrubs:**

Informal massing of both large and medium size shrubs (see Shrub List on page 102) should occur around golf fairways mixed with native ornamental grasses. A hydroseed California coastal range wildflower mix should be applied between shrub massing and grasses for accent. Shrubs shall be a mix of 5 gallon (75%) and 15 gallon (25%) sizes.

b. **Parking Areas**

i. **Landscaping Objectives**

Parking areas will be screened using a combination of berms and landscape treatment. Planting and irrigation shall conform to guidelines within the *City of Carlsbad Landscape Manual* and as described below. Landscaping shall establish a densely planted informal massing of plant material to screen parking lots from adjacent property and streets.

Plant material should promote low maintenance, be drought resistant, and tolerant of marine exposure.

Parking lot landscaping shall meet the following guidelines:

- One tree for every four parking spaces shall be provided. No less than 3% of the parking area shall be planted and maintained with trees listed on the Recommended Plant Material palette contained on page 97 in this specific plan.
- Trees planted in parking areas shall be contained in planting areas with a minimum dimension of four feet and bounded by a concrete or masonry curb of a minimum of six inches in height.
- Planting should be 25' to 30' o.c., with informal massing in and around parking areas, at a minimum rate of 1 tree for every 4 parking spaces. An even mix of 15 gallon (50%) and 24" box (50%) sizes minimum should be included.

- All landscape areas shall be served by an automatic irrigation system and be supplied with bubblers, spray type sprinklers or drip irrigation.
- All landscaping shall be approved as a part of the Site Development Plan.

ii. Recommended Plant Material

(a) Dominant trees (15 gallon minimum):

<i>Quercus species</i>	Oak
<i>Ulmus parvifolia</i>	Evergreen Elm
<i>Alnus rhombifolia</i>	Alder
<i>Metrosideros excelsus</i>	New Zealand Christmas Tree
<i>Populus fremontii</i>	Western Cottonwood
<i>Cupaniopsis anacardiodes</i>	Carrotwood

(b) Accent Trees (24" box minimum):

<i>Cassia leptophylla</i>	Golden Medallion Tree
<i>Chorisia speciosa</i>	Floss Silk Tree
<i>Jacaranda acutifolia</i>	Jacaranda
<i>Prunus "Krauter Vesuvius"</i>	Purpleleaf Plum
<i>Magnolia grandiflora</i>	Southern Magnolia
<i>Tipuana tipu</i>	Tipu Tree
<i>Erythrina caffra</i>	Coral Tree
<i>Cocos plumosa</i>	Queen Palm
<i>Washingtonia robusta</i>	Mexican Fan Palm

(c) Shrubs:

Informal massing of both medium and small size shrubs/groundcover (see Shrub List on page 102) should occur. 50% of the shrubs (except on slopes 3:1 or steeper) shall be a minimum of five (5) gallons in size. The remaining 50% of the shrubs shall be a minimum of one (1) gallon in size.

Vine planting for trellis on walls and roof of parking structures should be provided.

c. Project Entries

The two main project entries to the Carlsbad Ranch are at the intersections of Cannon Road with LEGO Drive at the north and Palomar Airport Road with Armada Drive at the south. Special landscape treatment will be used at these areas to help the motorist identify the development, provide character and a sense of arrival.

i. Landscape Objectives

(a) Intersection of Palomar Airport Road and Armada Drive:

Provide an informal yet distinct entry into the Carlsbad Ranch.

Provide a continuation of cultivated flower color across Armada Drive so that the visual character of the cultivated fields becomes part of the entry image.

Provide a backdrop of large accent trees adjacent to the Community Hotel/Retail parcel and LEGOLAND Carlsbad parcel flanking Armada Drive to create an informal gateway.

Do not use landscape elements to identify this intersection as an entry to LEGOLAND Carlsbad.

(b) Intersection of Cannon Road and LEGO Drive:

Provide an informal yet identifiable entry into the Carlsbad Ranch, continuing the landscape theme of the golf course and Cannon Road Scenic Corridor.

Provide clear identification of this intersection as the access route to LEGOLAND Carlsbad through the use of signage and landscape treatment.

Provide informal massing of evergreen trees (pines, and/or melaleuca) and a clean ground plane of groundcover as a base for project signage. Limit use of accent trees and bedding color at this entry.

(c) Intersection of LEGO Drive and Armada Drive (Roundabout):

Provide an enhanced landscape treatment and LEGO theme signage for the main entry into LEGOLAND Carlsbad.

Directional and identification sign(s) shall be permitted in and around this intersection (roundabout). Said sign(s) shall be subject to the approval of a detailed sign program by the Planning Director prior to the issuance of a building permit for the first project that proposes such signing.

Use planting and signage to clearly distinguish for the motorist the LEGO entry vs. the Armada Drive entry to the other developed parcels.

Provide specimen size accent trees (minimum 36" box size) at the intersection. Allow filtered views into the golf course landscape beyond.

All signs and landscaping in the roundabout shall be designed so that they do not create obstructions to vehicular sight distance through the roundabout.

(d) Individual Parcel Entries:

In addition to the two main Carlsbad Ranch entries and the LEGOLAND Carlsbad entry described above, there are various driveway entries to individual development parcels which may be embellished with special landscape treatment consistent with the theme of each parcel.

Provide accent trees, landscape color, low walls, signage, lighting, decorative paving surfaces, or other landscape elements to direct the motorist and add significance to the main entries. Creative design of such features can reflect the architectural design themes of the individual parcels as long as general compatibility is maintained with the overall Carlsbad Ranch landscape and signage concepts presented in this specific plan.

De-emphasize secondary service and emergency access driveways.

ii. Recommended Plant Material

(a) Accent Trees - (36" box minimum):

<i>Cassia leptophylla</i>	Golden Medallion Tree
<i>Tipuana tipu</i>	Tipu Tree
<i>Chorisia speciosa</i>	Floss Silk Tree
<i>Jacaranda acutifolia</i>	Jacaranda
<i>Erythrina caffra</i>	Coral Tree
<i>Prunus "Krauter Vesuvius"</i>	Purpleleaf Plum
<i>Magnolia grandiflora</i>	Southern Magnolia
<i>Cocos plumosa</i>	Queen Palm
<i>Washingtonia robusta</i>	Mexican Fan Palm
<i>Phoenix dactylifera</i>	Date Palm
<i>Phoenix canariensis</i>	Canary Island Palm

Plant 20' to 25' o.c., informal massing, 36" box minimum.

(b) Bedding Color:

Similar to flower fields (in season).

(c) Shrubs:

The following plant list is intended to provide a basis for developing a planting palette. This list only suggests some of the shrubs, groundcovers, and vines that could be used for the project. Other species may be used subject to the approval of the City's Landscape Architect and/or Planning Director. Also see the shrub list beginning on page 102.

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LARGE SHRUBS (Over 4')			
Botanical Name	Common Name	Size (gal.)	Spacing (o.c.)
<i>Arbutus unedo</i>	Strawberry Tree	5	3' to 6'
<i>Cistus purpureus</i>	Orchid Rockrose	5	4' to 6'
<i>Leptospermum scoparium</i>	New Zealand Tea Tree	5	8' to 10'
<i>Melaleuca nesophila</i>	Pink Melaleuca	5	6' to 8'
<i>Nerium oleander</i>	Oleander	5	6' to 8'
<i>Pittosporum tobira</i>	Pittosporum	5	4' to 6'
<i>Heteromeles arbutifolia</i>	Toyon	5	4' to 6'

MEDIUM SHRUBS (2' to 4')			
Botanical Name	Common Name	Size (gal.)	Spacing (o.c.)
<i>Ceanothus griseus horizontalis</i>	Carmel Creeper	5	5'
<i>Cistus corbariensis</i>	White Rockrose	5	3' to 5'
<i>Dietes vegeta</i>	Fortnight Lily	5	3' to 5'
<i>Hemerocallis hybrids</i>	Day Lily	5	2'
<i>Kniphofia uvaria</i>	Red Hot Poker	5	2'
<i>Lantana camara</i>	Lantana	5	3' to 5'
<i>Raphiolepis indica</i>	Indian Hawthorn	5	2'

SMALL SHRUBS AND GROUNDCOVERS (Under 2')			
Botanical Name	Common Name	Size (gal)	Spacing (o.c.)
<i>Coprosma kirkii</i>	Coprosma	1	2'
<i>Dietes bicolor</i>	Fortnight Lily	1	2'
<i>Gazania</i>	Gazania	flat	1'
<i>Lantana montevidensis</i>	Trailing Lantana	1	4'
<i>Myoporum parvifolium</i>	Myoporum	flat	2'
<i>Trachelospermum jasminoides</i>	Star Jasmine	1	2'
<i>Rosmarinus officinalis 'Prostratus'</i>	Rosemary	1	4'
<i>Hedera helix (small leaved)</i>	English Ivy	1	2'
<i>Lonicera japonica</i>	Honeysuckle	1	4'

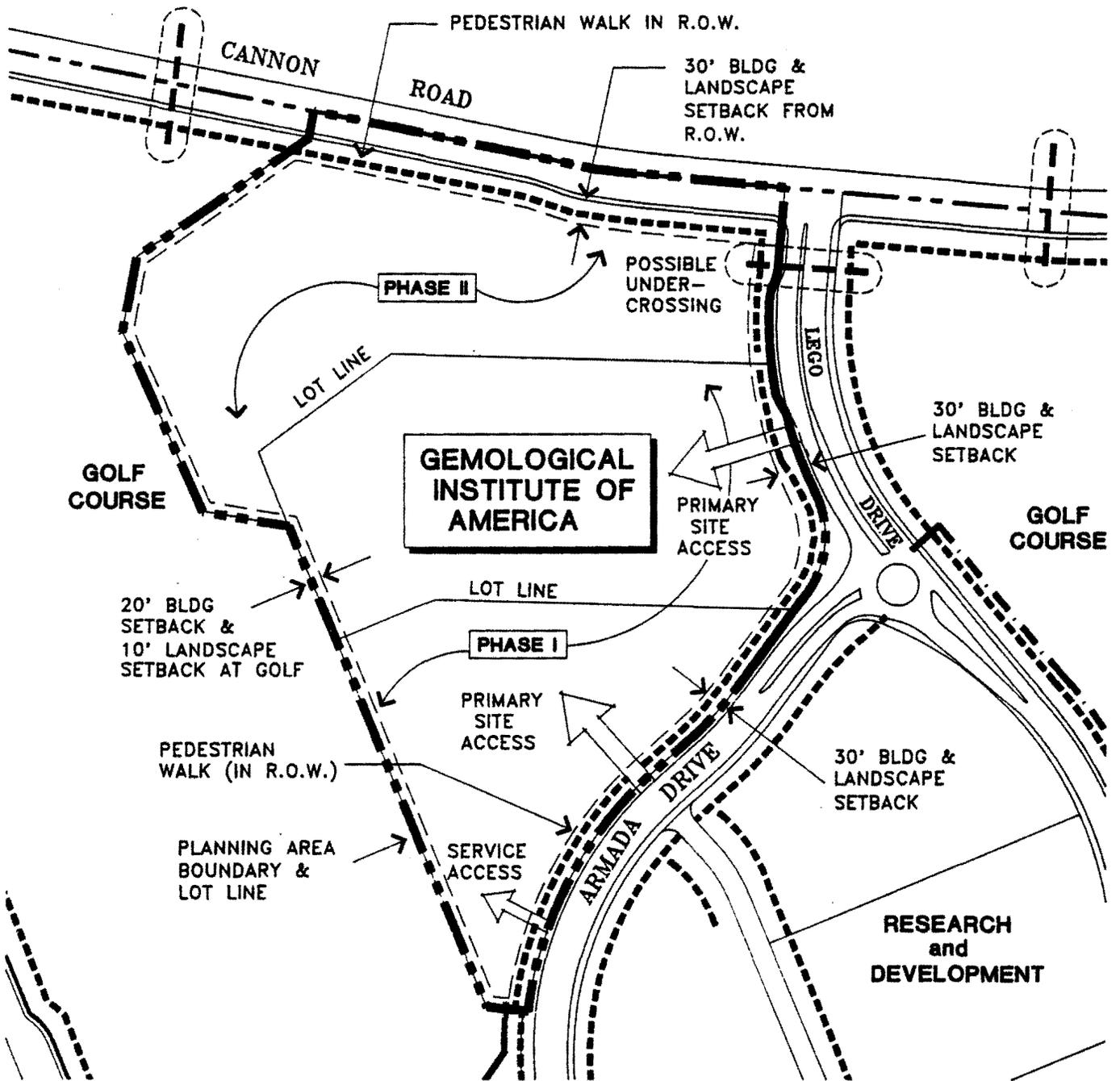
VINES			
Botanical Name	Common Name	Size (gal.)	Spacing (o.c.)
<i>Bougainvillea</i>	Bougainvillea	5	20'
<i>Jasminum polyanthum</i>	Jasmine	5	15'
<i>Wisteria sinensis</i>	Wisteria	5	20'

B. PLANNING AREA 1 - GEMOLOGICAL INSTITUTE OF AMERICA

Planning Area 1 is being developed as a vocational campus for the Gemological Institute of America. The campus would generally include classroom facilities, auditoriums, research and laboratory facilities, libraries, administrative offices, warehousing, museum, bookstore, dining and recreational facilities and dormitories. Given the location of this Planning Area outside of the 60 CNEL contour and beyond the airport influence area, this is an appropriate location for a campus. The vocational campus would be compatible with and complement the research and development, hotel and retail uses to the south and could potentially attract similar or related users to Planning Area 2. The development standards and design guidelines for the vocational campus shall be compatible with the guidelines for the research and development uses in Planning Area 2 with the exceptions of permitted uses, as noted below.

Planning Area 1 consists of three lots. The Gemological Institute of America has processed and obtained approval of a Site Development Plan that covered the two southern lots of Planning Area 1. This Site Development Plan was approved by the City of Carlsbad in December of 1994 and this area could be one of the first areas of the specific plan to be developed.

The northern most lot in Planning Area 1 is currently under a Williamson Act Land Conservation Contract and will not be available for development until after December 31, 2001. It is possible that this lot will be used for an expansion of the GIA campus that was approved for development on the southern lots in Planning Area 1. This would require an amendment to the Site Development Plan for this area. Any development that occurred on this lot would have to be designed to share access from LEGO Drive. No additional access point would be allowed on LEGO Drive or Cannon Road for this lot.



LAND USE: VOCATIONAL SCHOOL
 NET PARCEL AREA: 28.93 ACRES (3 PARCELS)
 DEVELOPMENT PROGRAM:
 PHASE 1: 325,000 SF (18.06 ACRES)
 PHASE 2: 225,000 SF (10.87 ACRES)
 TOTAL: 550,000 SF

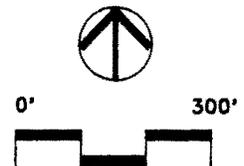


Figure 31

**PLANNING AREA 1
 GEMOLOGICAL INSTITUTE OF AMERICA**

1. DEVELOPMENT STANDARDS

The following are specific development standards and design guidelines applicable to this Planning Area. However, Chapter III., Section A. GENERAL DEVELOPMENT STANDARDS AND DESIGN GUIDELINES beginning on page 69, contains additional development standards and design guidelines that are applicable to all Planning Areas within this Specific Plan Amendment.

a. Permitted Uses

(1). Principal permitted uses within Planning Area 1 are as follows:

- Professional, business, administrative and financial service uses;
- Research and development uses; such as research and testing enterprises, which function within buildings whose general characteristics are compatible with facilities for office uses, as determined by the Planning Director;
- Educational institutions including all related facilities such as classrooms, auditoriums, research and laboratory facilities, libraries, administrative offices, dining and recreational facilities and dormitories. A Conditional Use Permit will not be required for the educational institution. A Site Development Plan, however, will be required to be approved prior to issuance of any building permits on these parcels;
- Related manufacturing, processing, storage, wholesale, and distribution facilities which are an integral and/or essential component of the vocational school.

(2) Daycare facilities for child care are permitted by a Conditional Use Permit within Planning Area 1.

b. Building and Landscape Setbacks

Building setbacks shall conform with the requirements of the Office (O) Zone requirements (Chapter 21.27 of the Carlsbad Municipal Code) and the setback requirements of the Building Height Ordinance (Chapter 21.04 of the Carlsbad Municipal Code), which apply to the project as follows:

Building Setbacks

Front or Side Yard on an Arterial (LEGO Drive, Armada Drive and Cannon Road)	30 feet
Interior Side Yard	10 feet
Rear Yard (Golf Course)	20 feet

Landscape Setbacks

Front or Side Yard on an Arterial (LEGO Drive, Armada Drive and Cannon Road)	30 feet
Interior Side Yard	10 feet
Rear Yard (Golf Course)	10 feet

These base setback requirements assume 2 to 3 story buildings up to 35 feet. For buildings which exceed 35 feet in height, all required setbacks shall be increased at a ratio of one horizontal foot for every one foot of vertical construction above 35 feet. The additional setback area must be maintained as landscaped open space.

c. Parking Areas

Office buildings and parking areas in Planning Area 1 shall be sited and designed to minimize unfavorable views of the development from the west. Parking areas shall be sited between the public street section of LEGO Drive and Armada Drive and the buildings, to screen views of parking from the west. Berms and landscaping shall be utilized to screen parking areas to the maximum extent possible while still meeting other City ordinances and standards for sight distances.

2. DESIGN GUIDELINES

a. Building Orientation

Primary building entrances shall be oriented to the onsite parking area and not facing Armada Drive. Secondary building entrances are permitted to be oriented toward Armada Drive; however, as each office building is visible from all sides, no building elevation can appear as a "backside". Special landscaping treatment shall be used to define project entries at LEGO Drive and Armada Drive. Provision for comfortable pedestrian as well as vehicular linkages between LEGO Drive and Armada Drive and the buildings shall be provided.

b. Building Form and Massing

Office buildings shall be well articulated by changes in height and vertical planes to reduce the appearance of bulk and create interesting building silhouettes. The use of special architectural features such as dormers, cupolas, loggias, balconies, arcades and window and entry recesses, are encouraged to provide visual interest and detail.

c. Architectural Character

Architectural features such as tower, roof and courtyard elements, that provide building articulation, diversity and pedestrian amenity shall be provided. Building design shall incorporate or be generally compatible with a mediterranean vocabulary.

d. Building Materials

Building materials shall incorporate or be generally compatible with a mediterranean architectural vocabulary and shall use durable, high quality building and roofing materials. Exterior wall and roof colors shall be low intensity earth tones. Stucco with accent materials such as tile, natural stone, or other compatible natural building materials shall be preferred. Roof colors shall be low intensity colors which blend with the environmental setting of the project.

Glass curtain walls and other highly reflective building materials are considered inappropriate for building walls. Substantial use of mirrored, reflective or darkly tinted glass should be avoided as it would give the appearance of a glass curtain wall.

e. Roofs

Sloping roofs, varying roof heights and forms are encouraged to provide interesting building silhouettes. As a guideline, roof planes should be broken in height or form every 75 to 100 feet. Rooftop mechanical equipment shall be screened, enclosed and architecturally incorporated into visually interesting building tops.

C. PLANNING AREA 2 - RESEARCH AND DEVELOPMENT

A combination of approximately 300,000 square feet of office and approximately 500,000 square feet of research and development uses will be developed in Planning Area 2, east of Armada Drive. As the nine lots in Planning Area 2 are developed, the City will monitor the square footage of the different uses. This monitoring will ensure that the square footages proposed by the Site Development Plans do not exceed the estimates of the Zone 13 Local Facilities Management Plan, unless a future amendment to the LFMP would allow for a greater amount.

The development standards and design guidelines of Planning Area 2 are compatible with the Gemological Institute of America's campus in Planning Area 1, with the exceptions of the permitted uses listed below. Buildings within Planning Area 2 should be oriented towards Armada Drive or LEGO Drive to provide screening of the parking areas from these access points.

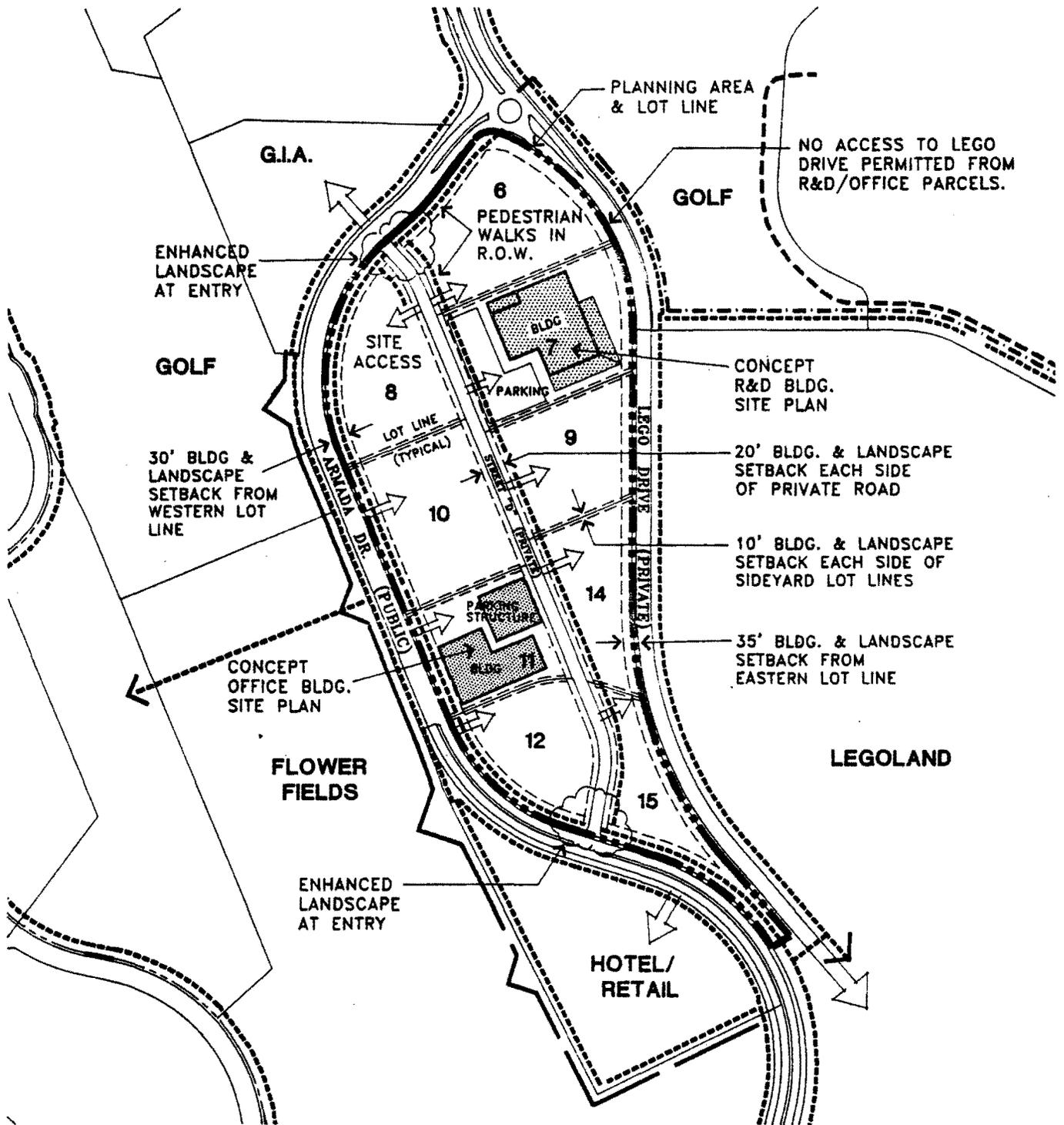
1. DEVELOPMENT STANDARDS

The following are specific development and design guidelines applicable to this Planning Area. However, Chapter III., Section A. GENERAL DEVELOPMENT STANDARDS AND DESIGN GUIDELINES beginning on page 69, contains additional development standards and design guidelines that are applicable to all Planning Areas within this Specific Plan Amendment.

a. Permitted Uses

(1). Principal permitted uses within the parcels designated Professional Office and Research and Development are as follows:

- Professional, business, administrative and financial service uses;
- Research and development uses; such as research and testing enterprises, which function within buildings whose general characteristics are compatible with facilities for office uses, as determined by the Planning Director;



LAND USE: RESEARCH & DEVELOPMENT / OFFICE
 NET PARCEL AREA: 40.01 ACRES (9 PARCELS PLUS STREET "D")
 DEVELOPMENT PROGRAM: 800,000 sf (500,000 sf R&D
 300,000 sf office)

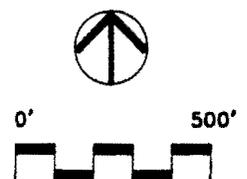


Figure 32

PLANNING AREA 2 RESEARCH and DEVELOPMENT

- Limited commercial uses located within the same building as the principal permitted use, such as deli/mini-convenience stores or other similar uses, limited to the sales of goods and services intended to satisfy the needs of the occupants of the Research and Development parcels. Restaurants, other than limited service delicatessens, shall not be permitted within Planning Area 2;
- Related manufacturing, processing, storage, wholesale, and distribution facilities which are an integral and/or essential component of principal permitted uses occurring within the Office/Research and Development area. These ancillary operations shall be located on the same parcel as the principal permitted use which they support;
- The proposed mixing of light manufacturing with other diverse uses may require that measures be taken to mitigate the possibility of exposure of commercial and other less intense uses to accidents involving hazardous materials.

(2) Daycare facilities for child care are permitted by a Conditional Use Permit within parcels designated Research and Development.

c. Building and Landscape Setbacks

Building setbacks shall conform with the requirements of the Office (O) Zone requirements (Chapter 21.27 of the Carlsbad Municipal Code) and the setback requirements of the Building Height Ordinance (Chapter 21.04 of the Carlsbad Municipal Code), which apply to the project as follows:

Building and Landscape Setbacks -

Front or Side Yard on Armada Drive	30 feet
Rear Yard on LEGO Drive	35 feet
Interior Side Yard	10 feet
Interior Private Street "D"	20 feet

These base setback requirements assume 2 to 3 story buildings up to 35 feet. For buildings which exceed 35 feet in height, all required setbacks shall be increased at a ratio of one horizontal foot for every one foot of vertical construction above 35 feet. The additional setback area must be maintained as landscaped open space. Setbacks from the Interior Private Street shall be measured from the face of curb. Due to the unusual shape of Lot 15, setbacks will not have to be increased for buildings over 35 feet in height.

Special landscape treatment shall be provided on the first 50 feet of the interior street (Street "D") serving Planning Area 2 as it separates from Armada Drive. This treatment shall be designed to create a sense of entry into the research and development area. This area shall be maintained by the Carlsbad Ranch Maintenance Association.

d. Access and Internal Circulation

Lots within Planning Area 2 may gain access from driveways off Armada Drive or the private internal street "D" as shown on Figure 32 on page 111. As shown by Figure 32 Lots 10,11 & 12 will take their primary access off of Armada Drive. Lots 6,7,8,9,14 & 15 will take their primary access off of Street "D". Access points must comply with all applicable Engineering design standards of the City of Carlsbad.

Through access from Armada Drive to the internal street via the parking areas approved as a part of the Site Development Plan may be permitted as long as it meets with all applicable Engineering design standards. The private street within Planning Area 2 shall have a curb-to-curb width of 40 feet with parking allowed on the west side only. The first 50 feet of the internal street as it branches off Armada Drive shall receive enhanced landscaping and create an entryway into the internal portion of Planning Area 2. No access to LEGO Drive shall be permitted from Planning Area 2.

screened from public view with landscaping or other materials finished to match the building to which they relate. The use of recessed windows and the expression of columns and beams that create shadow and texture shall be encouraged to create a sense of human scale.

d. Building Materials

Building materials shall incorporate or be generally compatible with a mediterranean architectural vocabulary and shall use durable, high quality building and roofing materials. Exterior wall and roof colors shall be low intensity earth tones. Stucco with accent materials such as tile, natural stone, or other compatible natural building materials shall be preferred. Roof colors shall be low intensity colors which blend with the environmental setting of the project.

Glass curtain walls and other highly reflective building materials are considered inappropriate for building walls. Substantial use of mirrored, reflective or darkly tinted glass should be avoided as it would give the appearance of a glass curtain wall.

e. Roofs

Sloping roofs, varying roof heights and forms are encouraged to provide interesting building silhouettes. For large buildings, flat roofs with appropriate parapet treatment to provide relief may be acceptable. As a guideline, roof planes should be broken in height or form every 75 to 100 feet. Rooftop mechanical equipment shall be screened, enclosed and architecturally incorporated into visually interesting building tops.

D. PLANNING AREA 3 - HOTEL/RETAIL

Located along the southern portion of Armada Drive, within close proximity to the adjoining Research and Development area and Palomar Airport Road, Planning Area 3 will be developed with Hotel/Retail uses which include a mixture of retail, lodging and office uses. Development in Planning Area 3 will be designed to take advantage of views to the west over the flower fields. At some future date, Planning Area 3 may be re-subdivided to create separate legal parcels for the hotel/timeshare and retail uses.

1. DEVELOPMENT STANDARDS

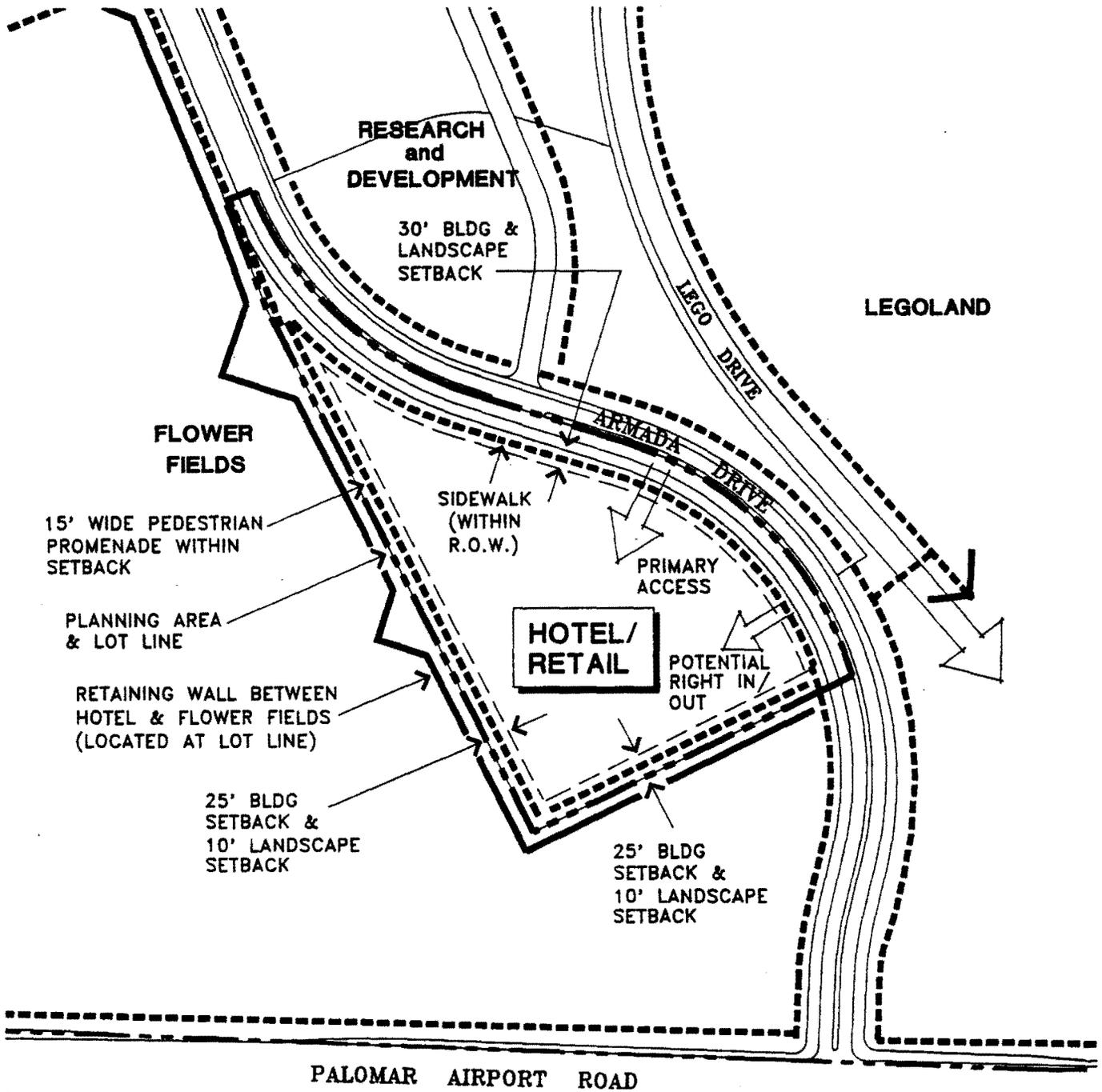
The following are specific development and design guidelines applicable to this Planning Area. However, Chapter III., Section A. GENERAL DEVELOPMENT STANDARDS AND DESIGN GUIDELINES beginning on page 69, contains additional development standards and design guidelines that are applicable to all Planning Areas within this Specific Plan Amendment.

a. Permitted Uses

- Hotels;
- Commercial Living Units (Timeshare) may be permitted by the City Council in conjunction with a hotel project;

Accessory Uses - The following uses are permitted only as accessory uses to the hotel and/or timeshare.

- Retail, wholesale or service businesses catering directly to the consumer, except new or used car sales;
- Restaurants, not including drive-up or drive in services;
- Health and Fitness Clubs;
- Daycare facilities for child care;
- Personal Services; barbers, beauty shops etc.;
- Art Galleries/Museums;
- Professional, business, administrative and financial offices;
- Bars and nightclubs as part of hotel or restaurant;



LAND USE: HOTEL & RETAIL
 PARCEL AREA: 12.20 GROSS AC./10.48 NET AC.
 DEVELOPMENT PROGRAM: 212,080 SF
 HOTEL - 280 ROOMS
 RETAIL - 20,000 SF

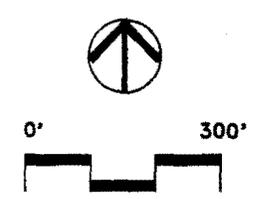


Figure 33
PLANNING AREA 3 - HOTEL/RETAIL

b. Building and Landscape Setbacks

Building setbacks shall conform with the requirements of the Commercial Tourist (CT) Zone requirements (Chapter 21.29 of the Carlsbad Municipal Code) and the setback requirements of the Building Height Ordinance (Chapter 21.04 of the Carlsbad Municipal Code), which apply to the project as follows:

Building Setbacks -

Front or Side Yard on Armada Drive: 30 feet
Rear or Side Yard From Flower Fields: 25 feet

Landscape Setbacks -

Front or Side Yard on Armada Drive: 30 feet
Rear or Side Yard From Flower Fields: 10 feet

As noted above, development in Planning 3 is required to conform with the requirements of the C-T Zone which does not require any setbacks from the property lines. Planning Area 3 is providing a 30 foot front yard setback and 25 foot rear and side yard setbacks. Since these setbacks are far greater than the requirements of the C-T Zone, buildings that exceed the 35 foot height limit are not required to increase the setbacks described above.

c. Parking

The joint use of parking facilities is allowed within the Hotel/Retail area, based on the potential for off-peak uses, and the establishment of a pedestrian oriented environment which will encourage multi-purpose trips. Specific reductions of parking requirements shall be determined based on the provisions set forth in section 21.44.050(a)(4) of the Carlsbad Municipal Code.

2. DESIGN GUIDELINES

a. Building Orientation

Buildings should be oriented to take advantage of views overlooking the flower fields and the Pacific Ocean. Buildings in Planning Area 3 adjacent to Armada Drive should have pedestrian oriented architecture.

People oriented activities (i.e. recreation, restaurants with outdoor seating, retail shops, lobbies, ballrooms) should be established adjacent to the pedestrian promenade to enliven and reinforce the public nature of the space.

b. Building Form and Massing

A variety of building size, form and height is encouraged for Planning Area 3.

Within Planning Area 3, an architectural feature (e.g., tower) which exceeds 35 feet in height is encouraged for the hotel only to enhance the building silhouette. The architectural feature must meet the criteria listed under building height in Section III.A.1. of this specific plan.

c. Architectural Character

Architectural features such as tower, roof and courtyard elements, that provide building articulation, diversity and pedestrian amenity shall be provided. Variation in design should incorporate several or all of these elements. Building design shall incorporate or be generally compatible with a mediterranean vocabulary.

Ground level building facades in Planning Area 3 shall be rich in architectural detail. Architectural features such as window sills and moldings, window panes, columns, arcades and awnings are encouraged.

d. Building Materials

Building materials shall incorporate or be generally compatible with a mediterranean architectural vocabulary and shall use durable, high quality building and roofing materials. Exterior wall and roof colors shall be of low intensity earth tones. Stucco with accent materials such as tile, natural stone, or other compatible natural building materials shall be preferred. Roof colors shall be low intensity colors which blend with the environmental setting of the project.

The material utilized for the sloping roofs shall be clay roof tiles with mottled tones or metal roof panels of copper, aluminum or steel.

Glass curtain walls and other highly reflective building materials are considered inappropriate for building walls. Substantial use of mirrored, reflective or darkly tinted glass should be avoided as it would give the appearance of a glass curtain wall.

e. Roofs

Sloping roofs, varying roof heights and forms are encouraged to provide interesting building silhouettes. Rooftop mechanical equipment shall be screened, enclosed and architecturally incorporated into visually interesting building tops.

f. Access

Primary building entrances may be oriented toward Armada Drive. A prominent building entrance should be established using architectural and landscape features (e.g., special entry landscaping and hardscape and awnings or canopies.). Clear, un-tinted glass shall be used at street level for retail uses to foster direct visual interaction between indoor and outdoor areas. Mirrored, highly reflective or darkly tinted glass shall not be permitted.

Pedestrian access from Planning Area 3 to LEGO may be provided in accordance with all applicable City standards. If warranted by the amount of traffic on Armada Drive a grade separated crossing may be constructed. If a grade separated crossing of Armada Drive is provided the construction and maintenance of this crossing shall be the responsibility of the developer of Planning Area 3. The design and location of a grade separated crossing shall be reviewed as a part of the Site Development Plan for Planning Area 3.

E. PLANNING AREA 4 - LEGOLAND Carlsbad

The focus of LEGOLAND Carlsbad will be on the provision of fun and creative, educational experiences for children in the age group 2 through 13 and their families. The planning and design shall comply with the following criteria:

- Establish the child as the focal point
- Provide for family interaction and fun
- Provide Environmental sensitivity including designing with nature, energy conservation, reuse, and recycling
- Create a "park within a park"
- Facilitate participation and creativity
- Create a world of learning
- Develop theme areas corresponding to LEGO brands
- Provide comfort and quality for guests and staff
- Create synergy with the local community and environment

The overall concept of LEGOLAND Carlsbad may be described as a "park within a park". A significant portion of LEGOLAND Carlsbad will consist of attractive landscape areas with an emphasis on native and water conserving landscapes. Figure 36 on page 128 provides an overall planning summary of LEGOLAND Carlsbad.

1. PLANNING AREAS

The general planning areas and acreages which make up LEGOLAND Carlsbad are shown on Figure 35 on page 127. The approximately 128 acre site consists of four (4) distinct planning areas. These consist of the Inner Park, the Outer Park, the Parking and Circulation and the Service and Administration. A brief description of the approximate size and location of each of the planning areas is provided below.

a. Inner Park

The Inner Park is approximately 35 acres in size and includes both Active Clusters and Passive Clusters. The Inner Park planning area is located in the central portion of the LEGO property and serves as the core of LEGOLAND Carlsbad.

The Inner Park is accessed through an entrance structure with ticketing booths and turnstiles, an entrance building with guest related facilities and retail uses, restaurant/cafe buildings, public toilets and comfort rooms, and the themed attractions buildings.

The key elements of LEGOLAND Carlsbad are the "Active Clusters" and "Passive Clusters". These key elements are shown on Figure 36 on page 128.

Active Clusters will include LEGO attraction areas such as MINILAND and will be distinguished by plantings, paving, site furnishings, water features, pedestrian trails and landscape lighting. Rides created for these areas will be designed to allow the child and his/her family to view and interact with the LEGO models and attractions. High speed thrill rides will not be a part of LEGOLAND Carlsbad.

It is anticipated that LEGOLAND Carlsbad will include approximately five (5) Active Clusters. The size of each Active Cluster is expected to be at the range of 2 and 5 acres. Examples of activities which may occur in the Active Clusters include the following:

Miniland - Miniland will be the heart of LEGOLAND Carlsbad. This area will illustrate the creative uses of LEGO bricks in a garden setting. Miniland will be alive with movement and sound and will create landmarks and scenes from the world, North America and California. It will include famous buildings and towns surrounded by landscape settings.

DUPLO Play Town - DUPLO Play Town will focus on younger children. Children can enjoy attractions that will feature DUPLO theme areas and will offer plenty of creative play opportunities. Rides designed for and controlled by small children will allow them to interact with DUPLO model creations. DUPLO buildings will allow children to explore and interact with their surroundings in unique ways.

LEGO Building Workshops - LEGO building workshop areas will be incorporated in several areas of the Park to allow children at different age levels to build their own LEGO creations. Master-classes led by LEGO model designers will offer groups of children and families opportunities to participate in guided building tasks with LEGO bricks and elements.

LEGO Driving School - Among other educational elements will be a driving school for children to learn the rules of the road. The driving school will offer group instructions and testing of skills on a driving course with LEGO instructors. Following this driving experience, children will be awarded their own LEGO driver's license.

LEGO Attraction Areas - Other attractions in LEGOLAND Carlsbad emphasize LEGO themes such as Town, Castle, and Pirates. Activities created for these areas will be designed to allow the child and his/her family to view and interact with the theme LEGO models and attractions.

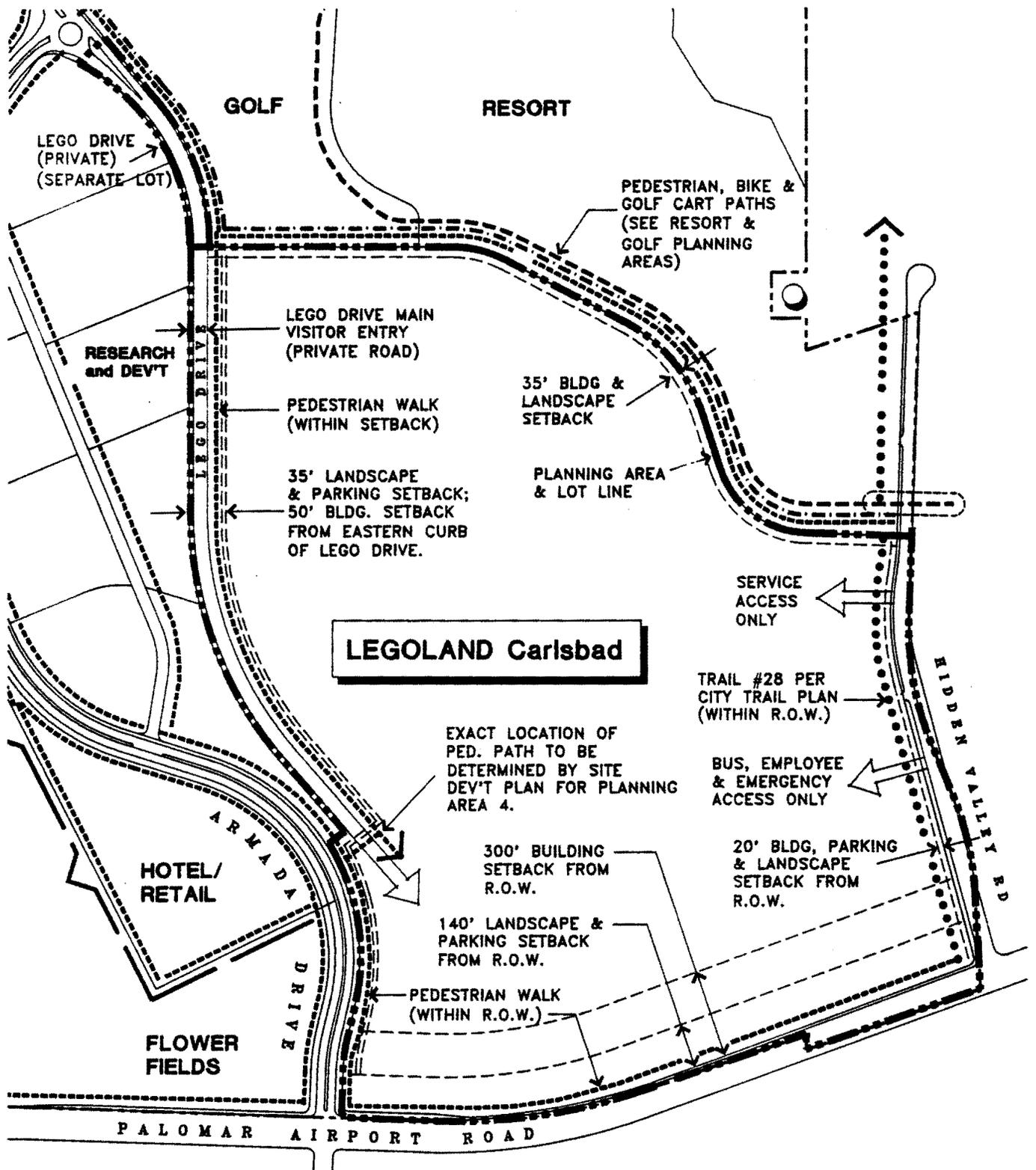
Passive Clusters will be located next to the Active Clusters within the Inner Park. The Passive Clusters are characterized by unobstructed park like plantings with occasional walkways and limited paving, site furnishings, garden features and landscape lighting. The key objective of the passive clusters is to allow families to picnic, relax, and enjoy the park atmosphere.

b. Outer Park

The Outer Park contains landscape areas which may accommodate future Inner Park expansion. The Outer Park also contains landscaped buffers which lie between LEGOLAND Carlsbad and the adjacent LEGO Drive. The landscaped service road will be located within the Outer Park.

The actual boundaries of both the Inner Park and Outer Park as well as the acreage of the Planning Areas may vary and will be precisely determined at the time of the Site Development Plan review.

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LAND USE: LEGOLAND
 PARK PARCEL AREA: 131.62 ACRES (GROSS); 128.32 ACRES (NET)
 LEGO DRIVE (PRIVATE) PARCEL AREA: 0.94 ACRES (GROSS/NET).
 DEVELOPMENT PROGRAM: 425,750 s.f.

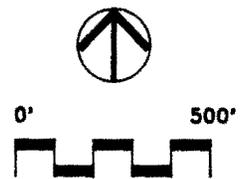
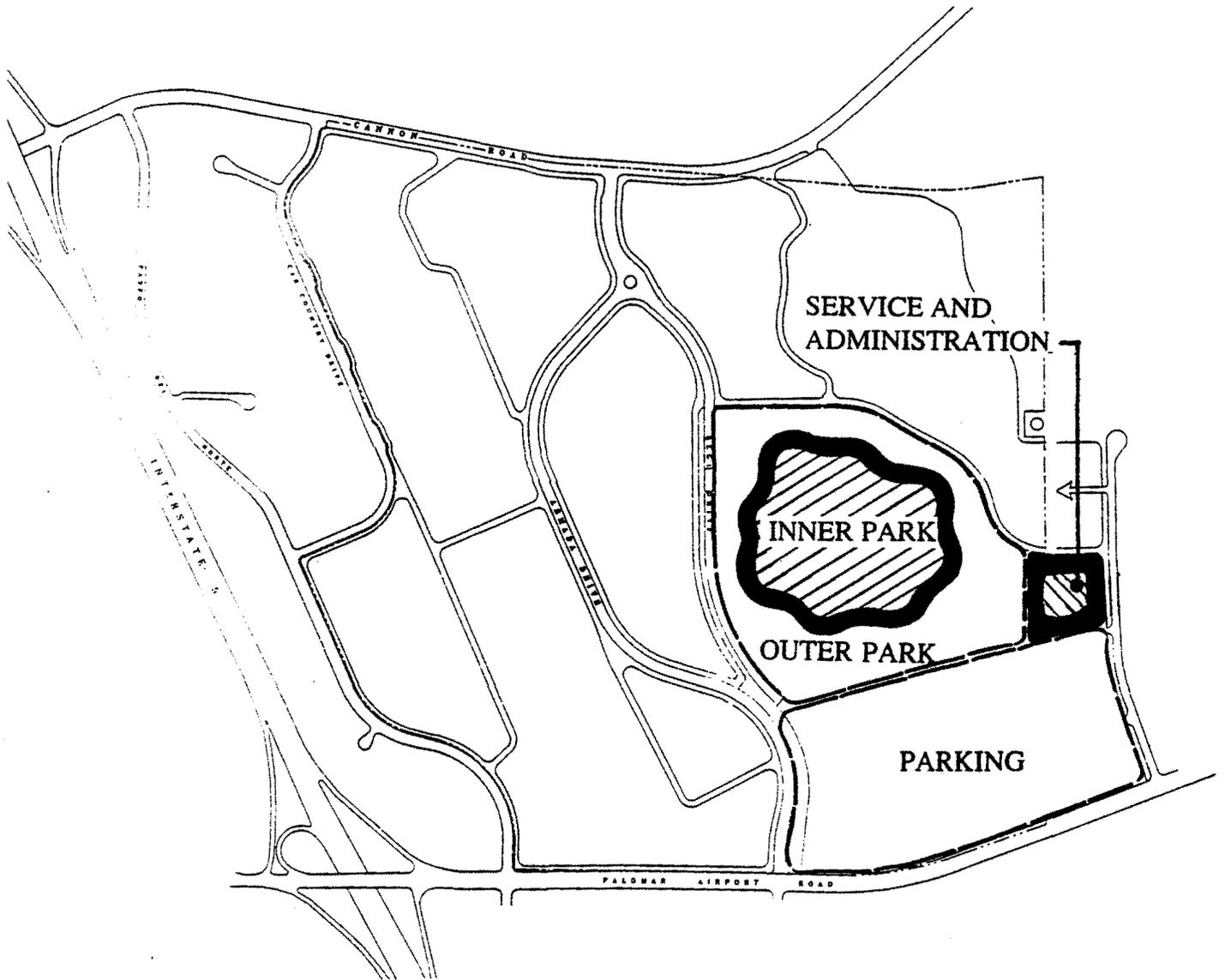


Figure 34

PLANNING AREA 4 - LEGOLAND CARLSBAD



STATISTICS

INNER PARK 35 AC.
 OUTER PARK 30.8 AC.
 PARKING & CIRCULATION 55.52 AC.
 SERVICE AND ADMINISTRATION 7 AC.

TOTAL 128.32 AC.

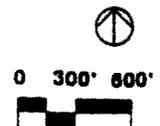
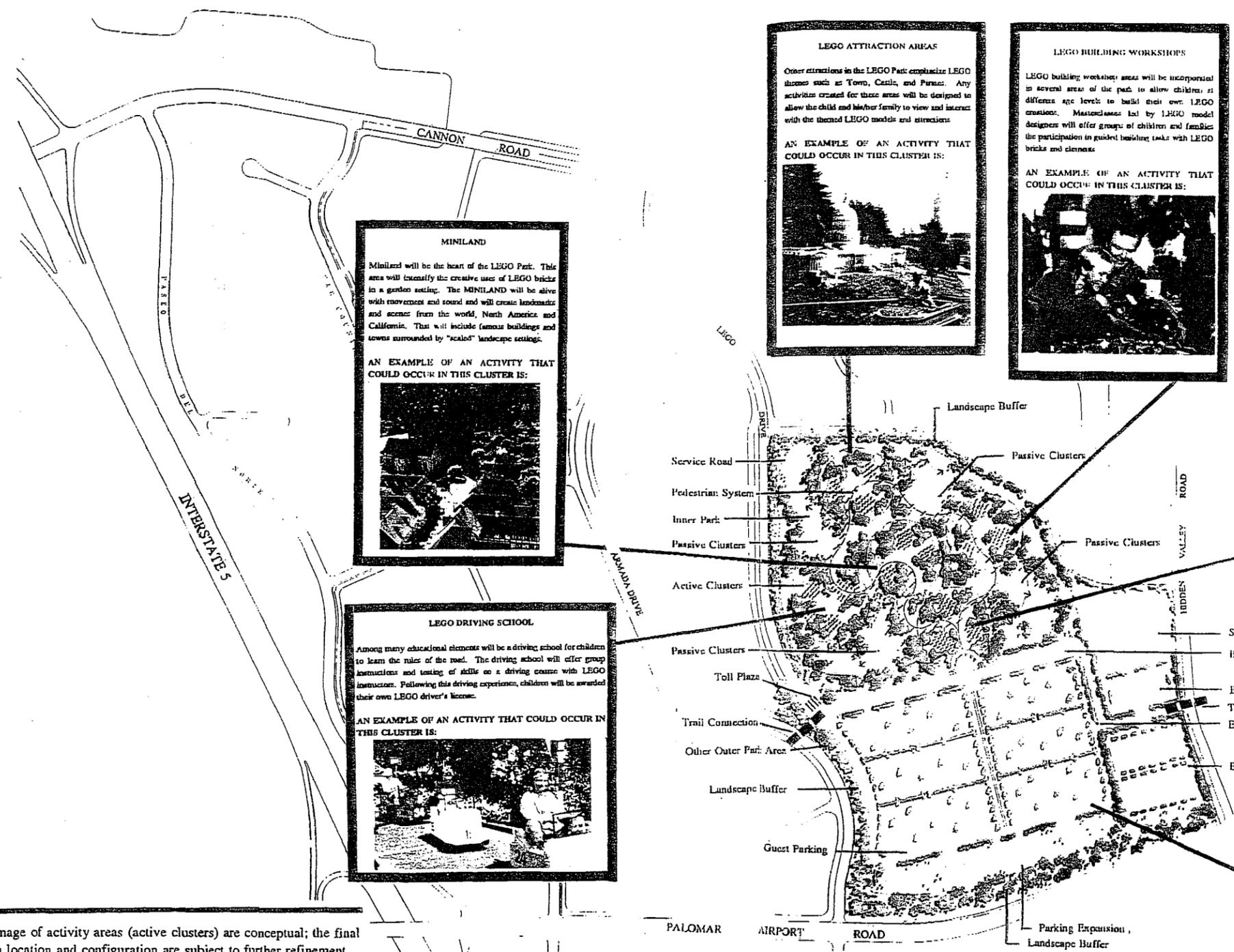


Figure 35
LEGOLAND Carlsbad-PLANNING AREAS



MINILAND

Miniland will be the heart of the LEGO Park. This area will intensify the creative uses of LEGO bricks in a garden setting. The MINILAND will be alive with movement and sound and will create landmarks and scenes from the world, North America and California. That will include famous buildings and towns surrounded by "scaled" landscape settings.

AN EXAMPLE OF AN ACTIVITY THAT COULD OCCUR IN THIS CLUSTER IS:

LEGO ATTRACTION AREAS

Other attractions in the LEGO Park emphasize LEGO themes such as Town, Castle, and Pirates. Any activities created for these areas will be designed to allow the child and his/her family to view and interact with the themed LEGO models and structures.

AN EXAMPLE OF AN ACTIVITY THAT COULD OCCUR IN THIS CLUSTER IS:

LEGO BUILDING WORKSHOPS

LEGO building workshop areas will be incorporated in several areas of the park to allow children at different age levels to build their own LEGO creation. Masterclasses led by LEGO model designers will offer groups of children and families the participation in guided building tasks with LEGO bricks and elements.

AN EXAMPLE OF AN ACTIVITY THAT COULD OCCUR IN THIS CLUSTER IS:

PASSIVE CLUSTERS

Several passive clusters will be incorporated into the park which will create a "park within a park" atmosphere. These areas will be landscaped to create a garden-like setting. They will provide families the opportunity to enjoy the shade, picnic, rest, and relax.

EXAMPLES OF LANDSCAPING THAT COULD OCCUR WITHIN THE PASSIVE CLUSTER ARE:

LEGO DRIVING SCHOOL

Among many educational elements will be a driving school for children to learn the rules of the road. The driving school will offer group instructions and testing of skills on a driving course with LEGO instructors. Following this driving experience, children will be awarded their own LEGO driver's license.

AN EXAMPLE OF AN ACTIVITY THAT COULD OCCUR IN THIS CLUSTER IS:

DUPLO PLAY TOWN

DUPLO Play Town will focus on the younger children, age 2-6. Children can enjoy attractions that will focus DUPLO themed areas and will offer plenty of creative play opportunities. Rides designed for and controlled by small children will allow them to interact with DUPLO model creations. DUPLO buildings will allow children to explore and interact with their surroundings in unique ways.

AN EXAMPLE OF AN ACTIVITY THAT COULD OCCUR IN THIS CLUSTER IS:

PARKING LANDSCAPE CONCEPT

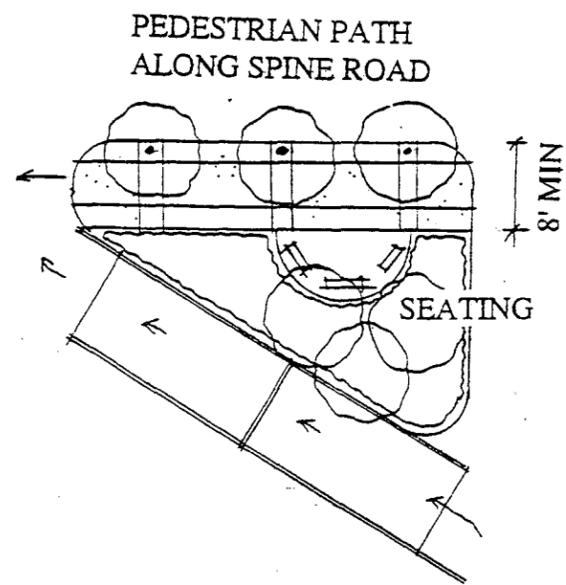
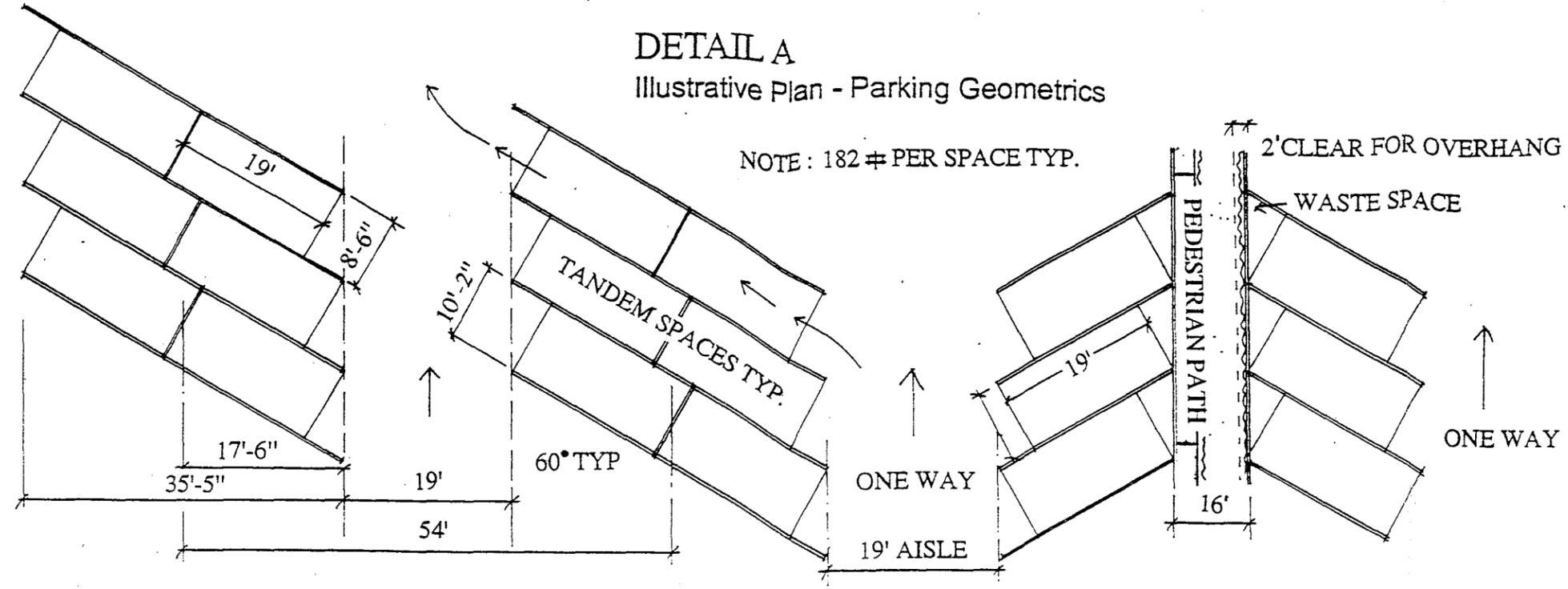
The Guest Parking Concept offers a unique layout which meets or exceeds the City's parking landscape requirements and standards. This concept will allow for maximum visual screening through the use of large landscaped areas, while providing for efficient parking operation and control. All parking needs will be provided for on-site.

AN EXAMPLE OF THE PARKING LANDSCAPE CONCEPT IS:

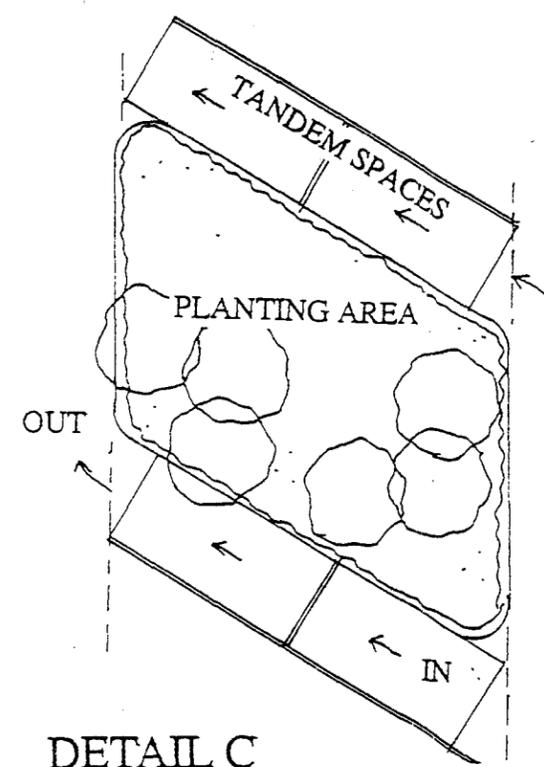
NOTES:

1. The image of activity areas (active clusters) are conceptual; the final design location and configuration are subject to further refinement.
2. The proposed plan includes five (5) active clusters (approximate).
3. The active clusters are approximately 2-5 acres in size.
4. ↑↑↑ Depicts potential Inner Park Expansion.
5. The Parking Concept layout is conceptual and subject to further refinement.

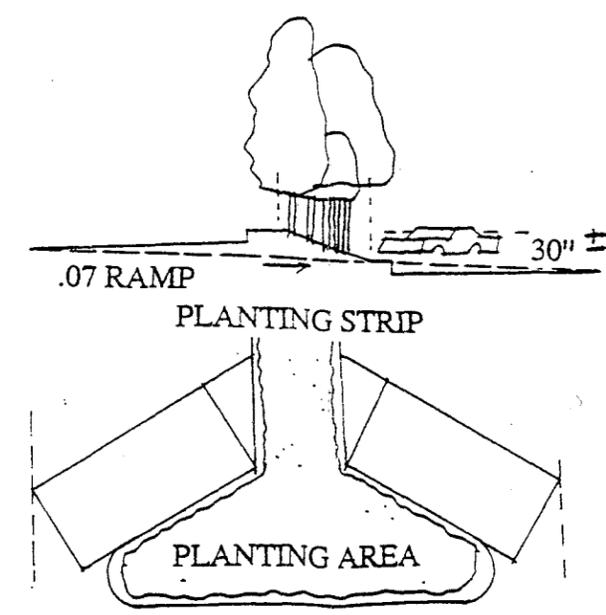
Figure 36
LEGOLAND Carlsbad-CONCEPTUAL SITE PLAN



DETAIL B
Pedestrian Spine with Seating Pockets
(Details to be resolved with City at the time of Site Development Plan review")



DETAIL C
Parking Lot Planting Island (900 Sq. Ft.)



DETAIL D
Continuous Landscape Planting Strip

Figure 39
LEGOLAND Carlsbad-PARKING GEOMETRICS

c. Parking and Circulation

Proposed parking consists of areas for guest parking, bus parking, recreation vehicle and employee parking. Guest parking includes provisions for handicap parking in accordance with the Americans with Disabilities Act. In an effort to work with the existing topography of the site and maximize views within LEGOLAND Carlsbad, the parking area is designated for the southern portion of the LEGO site. Access to the guest parking will be taken from LEGO Drive by way of Cannon Road. All directional signage including freeway signs, signs on Palomar Airport Road and promotional advertisements shall direct motorists towards Cannon Road. Parking expansion space will be provided within the LEGO park site adjacent to the parking lot on the south. This will also provide space for parking overflow should it be needed during peak visitor days.

Employee and bus parking facilities will be provided at the southeastern portion of the site. Access to these areas will be from Palomar Airport Road via Hidden Valley Road. Emergency vehicle access is also provided via Hidden Valley Road. Details of the parking areas will be provided as a part of the application for the Site Development Plan.

d. Service and Administration

The Service and Administration planning area is proposed to be located on the eastern end of the project site. The service and administrative buildings will include storage, workshops, staff, educational and administrative facilities. External waste and storage facilities will be established in connection with the storage building.

2. DEVELOPMENT STANDARDS

The following are specific development and design guidelines applicable to this Planning Area. However, Section III.A. GENERAL DEVELOPMENT STANDARDS AND DESIGN GUIDELINES beginning on page 69 contains additional development standards and design guidelines that are applicable to all Planning Areas within this Specific Plan Amendment.

a. Permitted uses within LEGOLAND Carlsbad are as follows:

- Entrance facility;
- Toll "plaza";
- Retail shops, not including drive-up or drive-in services;
- Restaurants, not including drive-up or drive-in services;
- Service buildings associated with Park activities;
- Offices related to Park activities, business and administration;
- Ancillary uses related to LEGO park;
- Indoor and outdoor facilities for children related to entertainment and education, but not including high speed thrill rides (those rides typically oriented towards the teenage and young adult audience);
- Water features, lakes;
- Picnic areas;
- Landscaped areas;
- Guest services and facilities;
- Accessory uses which are clearly incidental or necessary to principal permitted uses;
- People moving systems;
- Signs related to Park activities;
- Parking;
- Any other uses as determined by the Planning Director to be of the same general character as the uses listed above.

b. Permitted temporary uses within LEGOLAND Carlsbad which are limited in duration, but occur from time to time, are as follows:

- Festivals;
- Craft fairs;
- Markets;
- Construction facilities; trailers, equipment and material storage areas; ancillary uses related to project construction.

c. LEGOLAND Carlsbad Setbacks

Figure 37 on page 133 depicts the proposed setback conditions for LEGOLAND Carlsbad at four key locations.

i. LEGO Drive (Area 1)

Building Setbacks

- No building shall be closer than 50 feet from the eastern curb of LEGO Drive.

Landscape Setbacks

- Landscaping shall extend a minimum of 35 feet from the eastern curb of LEGO Drive.

Parking Setbacks

- No parking area shall be allowed closer than 35 feet from the eastern curb of LEGO Drive.

ii. Northeast Boundary of the Park (Area 2)

Building Setbacks

- No building shall be closer than 35 feet from the property line of LEGOLAND Carlsbad.

Landscape Setbacks

- Landscaping shall extend a minimum of 35 feet from the property line into Planning Area 4.

Parking Setbacks

- Not Applicable.

iii. Hidden Valley Road (Area 3)

Building Setbacks

- No building shall be closer than 20 feet from the right-of-way line.

Landscape Setbacks

- Landscaping shall extend a minimum of 20 feet from the right-of-way line.

Parking Setbacks

- No parking area shall be allowed closer than 20 feet from the right-of-way line.

iv. Palomar Airport Road (Area 4)

Building Setbacks

- No building shall be closer than 300 feet from the northern right-of-way line along Palomar Airport Road.

Landscape Setbacks

- Landscaping shall extend a minimum of 140 feet from the northern right-of-way line along Palomar Airport Road (150 feet from the curb).

Parking Area Setbacks

- No parking area shall be allowed closer than 140 feet from the northern right-of-way line along Palomar Airport Road (150 feet from the curb).

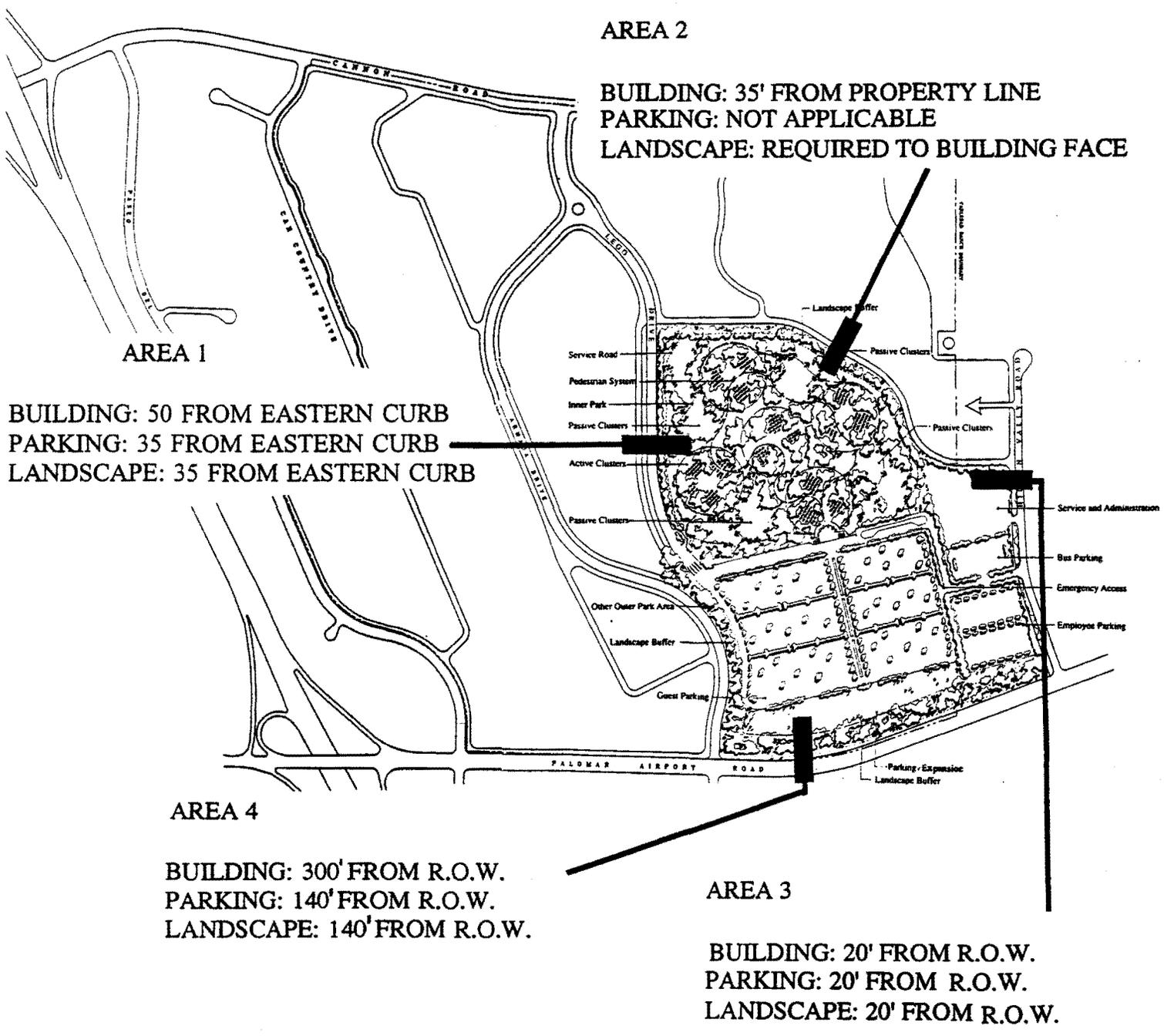


Figure 37
LEGOLAND Carlsbad-KEY SETBACKS

d. Building Height

Building heights shall conform to the building height standards of the City's Zoning Ordinance (Chapters 21.04 and 21.29.060 of the Carlsbad Municipal Code), which apply to the LEGOLAND Carlsbad parcel except as modified in this section.

All buildings within LEGOLAND Carlsbad shall not exceed the height of thirty-five feet or three levels and allowed height protrusions, as described in Section 21.46.020 of the Carlsbad Municipal Code, shall not exceed forty-five feet. Additional building height may be permitted to a maximum of forty-five feet through a Site Development Plan approved by the City Council provided that:

- i. The building does not contain more than three levels;
- ii. All required setbacks shall be increased at a ratio of one horizontal foot for every one foot of vertical construction beyond thirty-five feet. The additional setback area will be maintained as landscaped open space;
- iii. The building conforms to the requirements of Section 18.04.170 of the Carlsbad Municipal Code;
- iv. The allowed height protrusions as described in Section 21.46.020 of the Carlsbad Municipal Code do not exceed 45 feet; with the exception of architectural features and exhibits may be permitted up to 55 feet in height if the City Council makes the specific findings that the protruding architectural features or exhibits (1) do not function to provide usable floor area; (2) do not accommodate and/or screen building equipment; (3) do not adversely impact adjacent properties; (4) are necessary to ensure a building's or exhibit's design excellence; and (5) are restricted to no more than 3 percent of the total roof surface area of the structure from which it protrudes, or in the case of exhibits within Planning Area 4, that they be restricted to no more than 3% of the aggregate of the exhibit as measured from each exhibit's base, upon review of a Site Development Plan approved by the City Council.

e. Parking Standards³

The following parking spaces will be provided on the opening day of LEGOLAND Carlsbad:

Visitor Parking	
Automobiles	3410 spaces
Handicapped	45 spaces
RV Parking	45 spaces
Employee Parking	600 spaces
<u>Bus Parking</u>	<u>60 spaces</u>
TOTAL	4160 spaces

Guest parking stall sizes shall be a minimum size of 8'6" x 19'. All aisles shall be a minimum of 19' feet in width (single direction with the parking stalls oriented at 60 degrees). Employee parking stalls shall be a minimum of 9' x 20'. Recreation Vehicle parking stalls shall be 34' x 11'. Bus parking stalls shall be 40' x 12'. All bus aisles shall be a minimum of 75 feet in width. If tandem bus parking occurs, there shall be a minimum of 3 feet between buses. All handicapped parking stalls shall meet the requirements of the Americans With Disabilities Act. The proposed parking concept shall meet or exceed the City of Carlsbad landscape requirements of 1 tree per 4 parking stalls. Bicycle access to the parking lot shall be provided at the trail connections off LEGO Drive and off Hidden Valley Road. Bicycle racks shall be provided within the parking area.

Parking expansion will be provided within the LEGO site adjacent to the Palomar Airport Road buffer zone. This area will be landscaped, and parking will occur in the grass/turf portions of this area which will also serve as space as needed for parking overflow. The City may require the paving of the parking overflow area when warranted by traffic usage, but not before. This overflow parking area will accommodate an additional 1,150 parking spaces. The City will conduct traffic counts periodically to determine the adequacy of the parking lot with respect to health and safety standard to determine if this overflow area needs to be paved. The City shall advise LEGO of any health and/or safety problems and, at the direction of the City Engineer, may require any necessary remedies to correct the problems.

³ The City of Carlsbad does not have a specific parking standard for a theme park such as LEGO. These standards are derived based on the justification and analysis contained in the traffic report prepared by KAKU Associates, Inc. (Traffic Study for the Carlsbad LEGOLAND Carlsbad, dated April 1994, pages 59 to 62). This report is available at the City of Carlsbad Planning Department and is incorporated herein by reference.

The parking lot layout and design are shown on Figure 38 on page 138 and the parking lot geometrics are illustrated in Figure 39 on page 139. These Figures are intended to show that it is feasible to design a parking layout to accommodate the required parking on the LEGO site. It is not intended to be a final design. The actual design may vary subject to the review of the Site Development Plan. The final parking lot layout shall be subject to City approval at the time of Site Development Plan review.

Directed parking may be necessary during certain peak season days. A requirement for directed parking will be based on the final design of the parking lot and determined if necessary at the time of the Site Development Plan review.

f. Circulation Plan

The Circulation Plan is shown in Figure 40 on page 140. The Circulation Plan establishes the roadway network and the basic standards for safe automotive, bicycle and pedestrian movement within the LEGO site and as it relates to the proposed circulation system of the adjacent Carlsbad Ranch Planning Areas. Figure 40 on page 140 of this document illustrates the overall circulation plan for the Carlsbad Ranch Specific Plan. In order to comply with the established performance standard for circulation facilities contained in the Local Facilities Management Plan, Zone 13, the only directional signing allowed on Palomar Airport Road will be a directional sign for west bound vehicles directing them to go north on Armada Drive to LEGO Drive. All directional signage located along the I-5 corridor shall direct visitors to the Cannon Road off ramps.

All promotional material, television and radio advertising, shall direct visitors to access the Park using the I-5 and Cannon Road interchange.

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- GUEST PARKING AREA (4.6 ACRE LANDSCAPE AREA INCLUDED) 29.0 ACRES
- CIRCULATION (INCLUDES BUS DROP-OFF AND BUS CIRC.) 8.3 ACRES
- PARKING EXPANSION AND OVERFLOW PARKING AREA 7.0 ACRES
- EMPLOYEE PARKING 5.6 ACRES
- BUS PARKING 2.3 ACRES
- TOTAL 52.2 ACRES

TOTAL PARKING SPACES

- GUEST PARKING
 - AUTOS 3410 SPACES
 - HANDICAPPED 45 SPACES
 - RECREATIONAL VEHICLES 45 SPACES
 - TOTAL GUEST PARKING 3500 SPACES
- PARKING EXPANSION AND OVERFLOW PARKING 1150 SPACES
- EMPLOYEE PARKING 600 SPACES
- BUS PARKING 60 SPACES

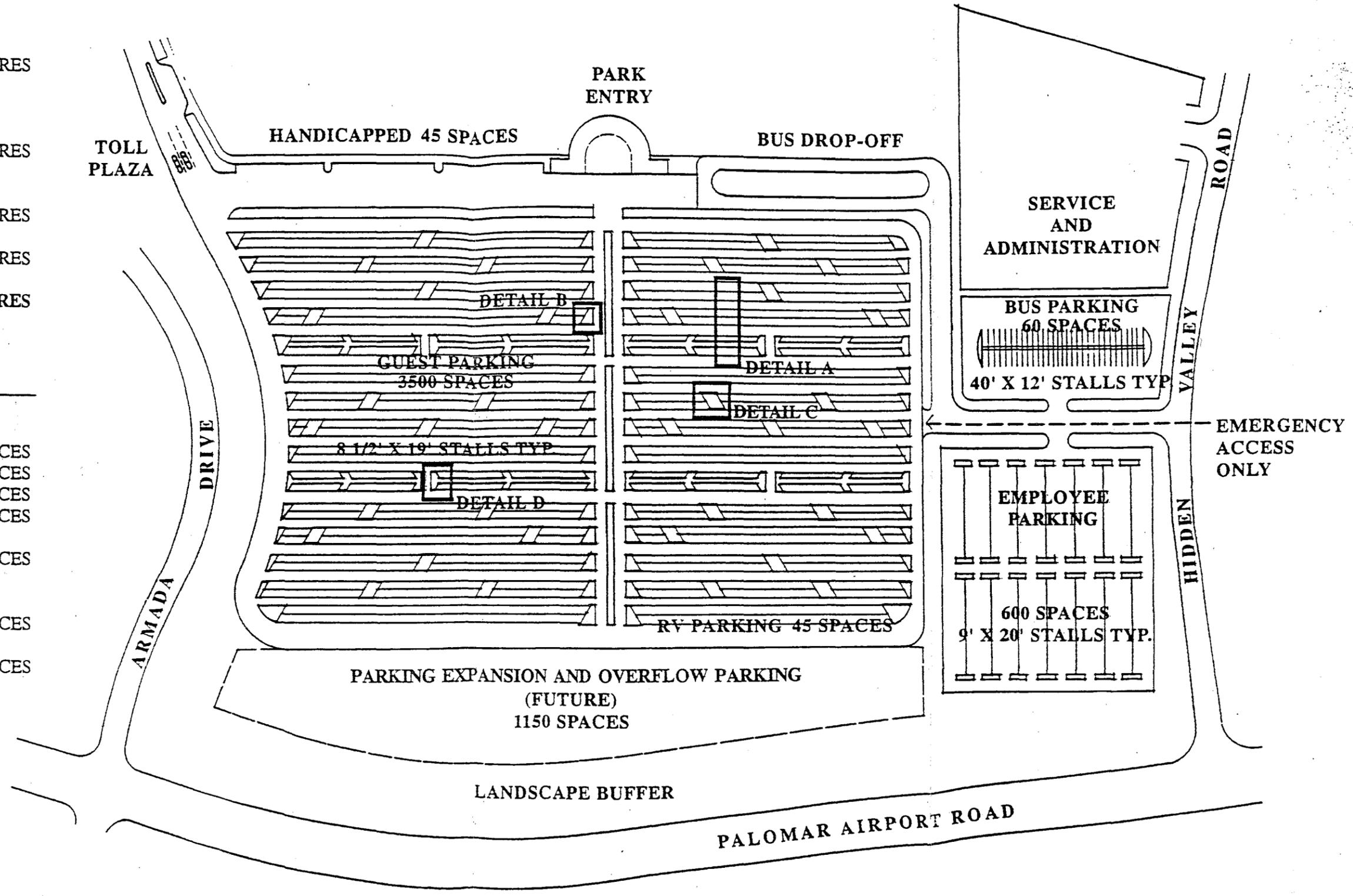
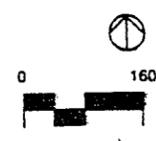


Figure 38
LEGOLAND Carlsbad-PARKING CONCEPT PLAN



- GUEST PARKING AREA 29.0 ACRE
(4.6 ACRE LANDSCAPE AREA INCLUDED)
- CIRCULATION 8.3 ACRE
(INCLUDES BUS DROP-OFF AND BUS CIRC.)
- PARKING EXPANSION AND OVERFLOW PARKING AREA 7.0 ACRE
- EMPLOYEE PARKING 5.6 ACRE
- BUS PARKING 2.3 ACRE
- TOTAL 52.2 ACRE**

TOTAL PARKING SPACES

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 - AUTOS 3410 SPACES
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- BUS PARKING 60 SPACES

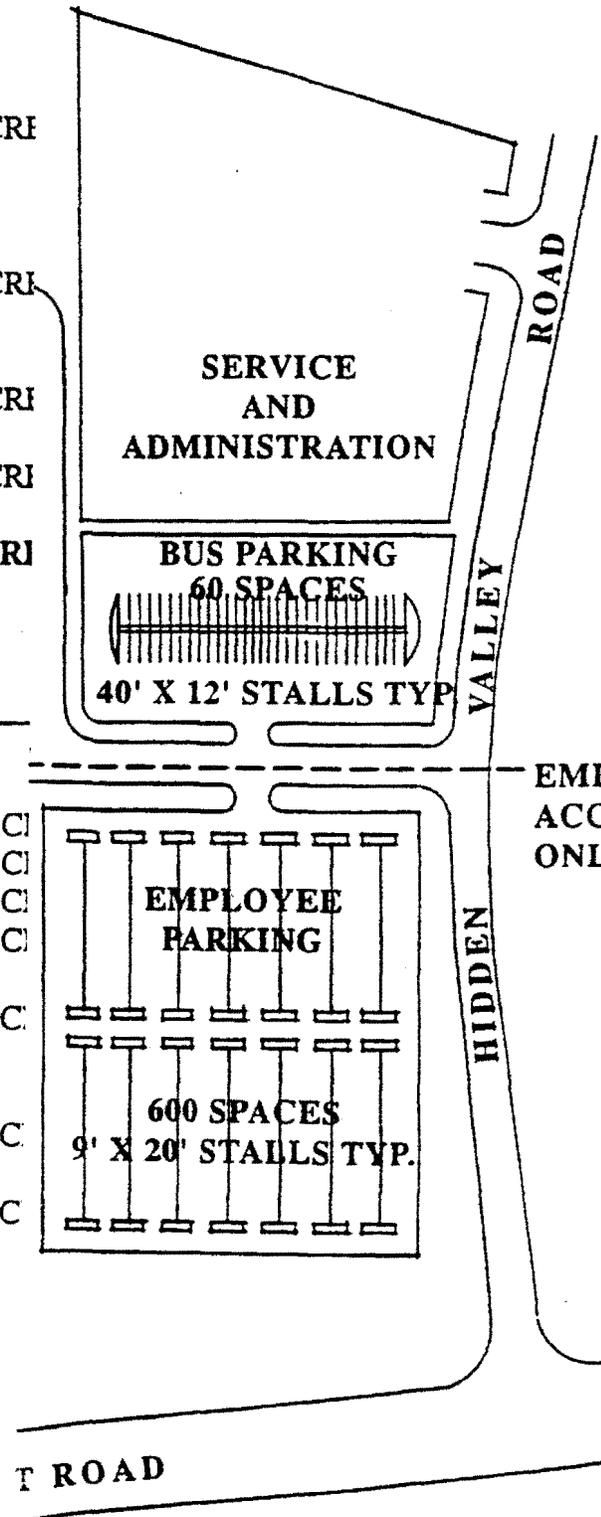
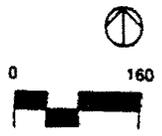
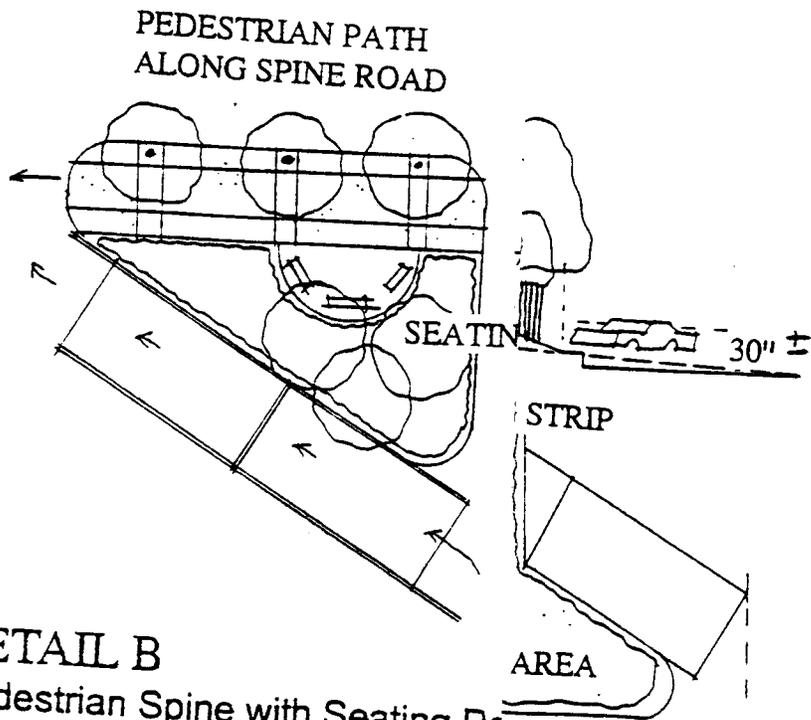
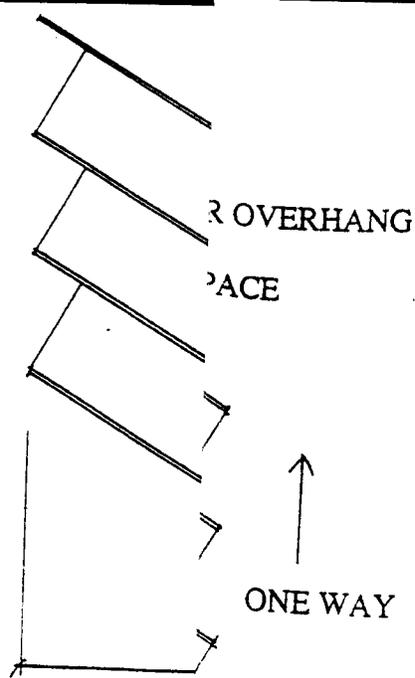


Figure 38
LEGOLAND Carlsbad-PARKING





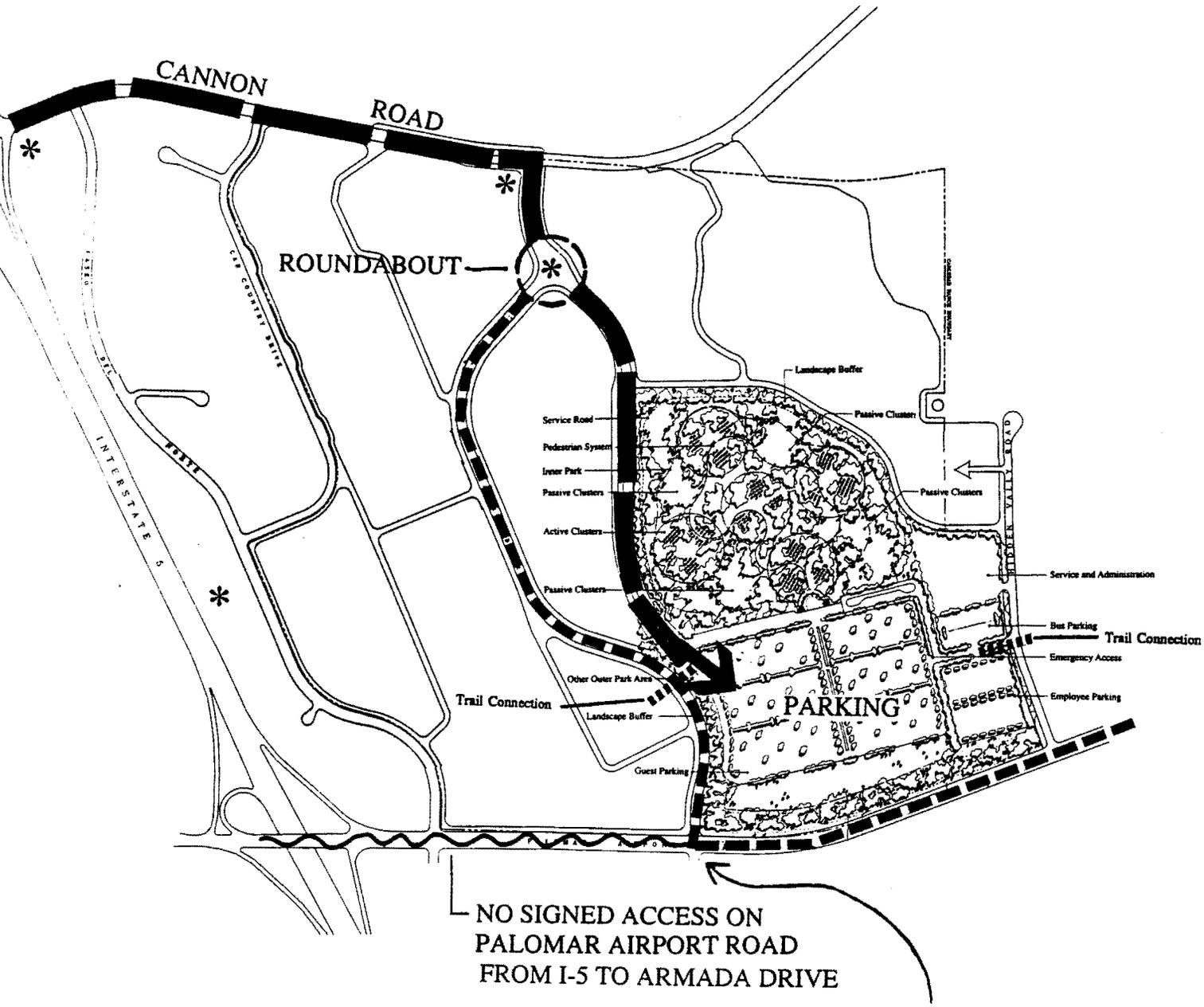
DETAIL B

Pedestrian Spine with Seating

(Details to be resolved with City
at the time of Site Development Plan review)

Figure 39
LEGOLAND Carlsbad-PARK

SIGNED ACCESS TO THEME PARK
FROM CANNON ROAD



* PROJECT IDENTITY AND
DIRECTIONAL SIGNAGE
(APPROXIMATE LOCATION)

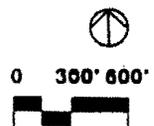


Figure 40
LEGOLAND Carlsbad-CIRCULATION PLAN

Visitor traffic will approach the Park heading east on Cannon Road from the I-5 interchange, then make a right turn at LEGO Drive.

A roundabout will be located at the intersection of LEGO Drive and Armada Drive. This roundabout will guide visitors to LEGOLAND Carlsbad. LEGO Drive empties directly into the private driveway leading to the LEGO visitor parking lot.

Access to the bus, employee parking and service areas only shall be provided from Hidden Valley Road via Palomar Airport Road.

The service road will be landscaped and screened to prevent public view from Park visitors. Vehicles shall be separated from the Active and Passive Clusters of the Park to avoid pedestrian contact. The service road shall be constructed to meet the City of Carlsbad standards to accommodate emergency vehicles.

Pedestrian access is provided through a system of circulation which links a series of Active Clusters. This system provides a main circulation route with opportunity to return to clusters of particular interest. Trail links/connections to adjacent portions of the Carlsbad Ranch will be provided on the southwestern boundary of the park on LEGO Drive, adjacent to Armada Drive and on the eastern boundary of the Park off of Hidden Valley at the entrance to the employee parking or service administration area.

g. Operation and Safety

LEGO Drive shall comply with the operation and safety standards and criteria as provided in the Standards for Design and Construction of Public Works Improvements in the City of Carlsbad. Lighting shall be provided that will conform with the City lighting standards.

The LEGO parking concept allows for the maximization of landscape opportunities, while providing for the required amount of parking in a safe and efficient manner. If it is required that the parking area be lit, it will conform to the City lighting standards. The LEGO parking lot will be loaded from front to back, allowing for minimal contact between pedestrian and vehicular movement. Visitor parking will be controlled and directed by parking attendants during peak attendance days. The service access road will be separate from pedestrian traffic within the main portion of LEGO Park.

h. Signs

Signage within LEGOLAND Carlsbad shall conform to the requirements of the City's zoning regulations (Chapter 21.41 of the Carlsbad Municipal Code) and the Mello II segment of the LCP.

Signage for LEGOLAND Carlsbad will consist of both permanent and temporary signs which will fall into two categories:

- Off Site Signage
- On Site Signage

The approximate location of the project identity and directional signs is shown on Figure 40 on page 140. The exact location, size and design of these signs will be determined when the Site Development Plan for LEGOLAND Carlsbad is submitted for review by the City of Carlsbad.

i. Off-Site Signage

- (a) Freeway Identification/Directional Signage on Interstate-5:

The function of the Freeway Identification signs are to identify the Cannon Road exit as the access to LEGOLAND Carlsbad. A minimum of four ground-mounted signs indicating the LEGOLAND Carlsbad exit point will be provided by Caltrans along Interstate 5. These signs will be designed in accordance with all applicable Caltrans standards.

- (b) Project Identity and Directional Signage Within The Carlsbad Ranch Specific Plan

Primary Park Identification

The function of the Primary Park Identification sign is to create a sense of project entry and establish the park image and character. This signage will be located at the main park entrance at the roundabout intersection of Armada Drive and LEGO Drive. Directory signage for the other uses within the Carlsbad Ranch may also be located on this sign. This sign shall be designed so that it does not create obstructions to vehicular sight distance through the roundabout.

The aggregate sign area of all signs in the specific plan community identity sign program shall not exceed a total of one hundred square feet, plus three square feet per acre of property within the development (1,342.2 square feet). No individual sign shall have an area larger than one hundred and fifty feet.

Secondary Project Identification

The function of the Secondary Project Identification sign is to direct vehicular traffic from Cannon Road on to LEGO Drive. Additionally, this sign will announce park closures, and activities that are not in operation. The Secondary Project Identification sign will be located at the Cannon Road and LEGO Drive intersection.

ii. On Site Signage

The exact locations and size of the on site signs will be determined as a part of the Site Development Plan for LEGOLAND Carlsbad. The design and size of these signs will be kept in character with LEGOLAND Carlsbad. The following text provides a description of the various types of signs that will be provided and their function.

(a) Auto/Directional

The function of the Auto/Directional signs is to direct visitors to the specific areas of LEGOLAND Carlsbad, including pedestrian entrances and auto/parking lot exits.

(b) Pedestrian

The function of the Pedestrian signage is to direct visitors to various portions of the Park.

(c) Gateways

The function of the Gateway signage is to delineate "districts" by marking the entrance to a new "experience" within LEGOLAND Carlsbad.

(d) Regulatory

The function of Regulatory signs is to enforce existing Municipal Code, State and/or Federal Regulations, and LEGOLAND Carlsbad imposed regulations(i.e., Do Not Enter, No Smoking).

(e) Attractions

The function of Attraction signs is to provide information about the subject attraction or ride, or point of interest in the Park.

(f) Educational and Informative

The function of Educational and Informative signs is to provide general and specific information about various educational features within the Park.

(g) Service

The function of Service signs is to direct service vehicles and service and administration related vehicles to Service and Administration areas of the Park.

(h) Marketing/Promotional

The function of Marketing signs is to announce forthcoming attractions ("coming soon"). The purpose of promotional signs is to announce upcoming special events at the site that may occur during special times of the year.

(i) Construction/Construction Traffic

The function of the Construction signs is to disclose construction site rules, warnings and information.

i. Service/ Loading Areas and Trash Enclosures

Service/loading areas and trash enclosures shall be located behind buildings and screened in such a manner that they are not visible from the street and the pedestrian walkways. Service and loading areas shall be designed so as to not appear as a service area and shall be designed in accordance with City Engineering standards and design requirements.

Trash collection containers shall be completely screened and located as inconspicuously as possible. Trash receptacle areas shall be enclosed by a six-foot high masonry wall with gates as required by City standards. The enclosure shall be of similar colors and/or materials as the buildings, subject to the approval of the Planning Director. All equipment stored outdoors shall be visually screened from adjacent streets and property. Equipment shall be screened by a solid concrete or masonry wall not less than six feet in height.

j. Fencing and Walls

LEGOLAND Carlsbad will be surrounded by a variety of fences and walls to prohibit entry into the park by non-paying or unauthorized visitors. The actual design and the exact location of the fences and walls will be addressed during the processing of the Site Development Plan for LEGOLAND Carlsbad.

k. Lighting

Lighting within Planning Area 4 shall be designed to provide adequate illumination for visitors to LEGOLAND Carlsbad, while avoiding adverse impacts on adjacent properties. A detailed lighting plan shall be reviewed and approved as a part of the Site Development Plan for LEGOLAND Carlsbad. The following principles should be considered in the design of a lighting plan for Planning Area 4:

- i. Lighting should be designed so that it does not spill over into adjacent areas.
- ii. Lighting should be directed downwards to avoid impacting aircraft approach or takeoff from Palomar Airport.
- iii. All lights should be of a type which conserves energy.
- iv. Lighting will be provided at a pedestrian scale and should reflect the design objectives of the roadways as well as complementing the character of the environment in which they are placed. Along the pedestrian walkways pedestrian scale lighting fixtures shall be used. Light fixtures shall not exceed 22' in height and shall be spaced to meet City standards for luminosity. High pressure sodium vapor fixtures shall be utilized for the best representation of natural tones.

- v. The private segment of LEGO Drive shall be designed to accommodate seasonal lighting (e.g. Christmas, etc.).
- vi. Parking lot lighting shall be designed in conformance with City standards.
- vii. Lighting should provide a safe and desirable level of illumination for both pedestrians and motorists without intruding into adjacent areas.
- viii. Project signage should be illuminated on the sign face only, in such a way as to minimize light overflow.
- ix. Search lights and lasers directed towards the sky should not be permitted.

3. DESIGN GUIDELINES

The following are specific development and design guidelines applicable to this Planning Area. However, Section III.A. GENERAL DEVELOPMENT STANDARDS AND DESIGN GUIDELINES beginning on page 69 contains additional development standards and design guidelines that are applicable to all Planning Areas within this Specific Plan Amendment.

The purpose of the following section is to provide sufficient design guidelines and descriptive text to give the City an idea of the appearance and feeling of LEGOLAND Carlsbad when it is developed. The exact details of LEGOLAND Carlsbad will be provided when the Site Development Plan is processed for this area.

a. General Building Orientation

LEGOLAND Carlsbad Building Orientation

The LEGOLAND Carlsbad entrance structures will be oriented toward the guest parking area. Other Park buildings and structures will be oriented, in general, toward a main pedestrian pathway system linking the various Activity Clusters. Entrance to the various buildings and structures should in general be from the main pathway system. Secondary entrances and service entrances will be from a secondary pathway system and the outer ring service road surrounding the Inner Park. Buildings and structures should be of various masses and orientation in a "village/town landscape" arrangement. Provisions for comfortable service and emergency vehicular access will be established

combined staff service road and pathway will connect the service yard with the service road around the Park. The service area will be screened from the surroundings by planting.

c. General Architectural Character

Architectural features, such as facades, roofs and courtyard plaza elements that provide building articulation, diversity and pedestrian amenity shall be provided. Variations in design are anticipated and should incorporate some of the features described below. Building design should be generally compatible with a variety of theme characters.

Building Form

LEGOLAND Carlsbad and service/administration building facades shall be well articulated by changes in height and vertical planes to reduce the appearance of bulk and create interesting building silhouettes. The typical facade will be asymmetrical and building elevations will be varied and staggered to suggest a "village" character. In some areas, theme building and structures may incorporate decorative details borrowed from architecture in connection with some attraction.

Roofs

Roofs will be generally low pitch or flat. Gable roof materials shall be of suitable roof sheet material or tiles, with subdued colors. Roof planes shall be varied for visual interest and to achieve intimate scale. Overhangs will be short and rakes will be tight, except porches and verandas. Roof planes will be varied for visual interest.

Entries

Entrances to general buildings in the Park will generally be recessed and covered. Entrances to theme attraction buildings will be of various types. Arches above the doorways will be established where it is compatible with the theme and character of the building. Materials will include rendered facades, tiles and decorative doorways, and strong features. Entries to service and administration buildings will usually be the focal point of the building and will typically be recessed or covered.

Windows

Windows may commonly appear recessed on general buildings. Detail treatments include the use of architectural accents. Shutters will be common where suitable. A variety of styles and sizes will typically be used together to form a random pattern.

Balconies & Verandas

Balconies and verandas will be used as strong ornamental elements, in order to add interest to the elevation and shade to the buildings and outdoor areas.

Public Spaces

Shaded areas will be established park-wide through the use of pergola structures, etc. A warm, relaxed atmosphere will be created to enhance the guest's comfort.

d. Potential Building Materials

Building materials utilized in the LEGOLAND Carlsbad buildings shall incorporate or be generally compatible with a theme architectural vocabulary and shall use durable, high quality building and roofing materials. The Inner Park will include a variety of architectural themes which will delineate different activity areas of the Park. Exterior wall and roof colors shall be carefully selected. Stucco with accent materials are preferred. Roof colors shall be low intensity colors which blend with the environmental setting of the project.

e. Citywide Trail Segment

Trails within Planning Area 4 shall be designed to link into the Citywide Trail System along Hidden Valley Drive. Trail Segment 28 of the Citywide Trail System may be located on the east side of Hidden Valley Road if that area is developed as a public golf course by the City of Carlsbad and its relocation is approved by the City.

4. LANDSCAPE AREAS

The following have been identified as the key landscape areas for LEGOLAND Carlsbad. A total of twelve distinct landscape areas have been identified as shown on Figure 41 on page 152. Some of these areas fall outside of the 128 acre LEGO property. The landscape treatment of these "outside areas" (which include areas a-e) is further described in Chapter III, Section A.9. LANDSCAPE CONCEPT of the Carlsbad Ranch Specific Plan. The following provides a brief description of landscape character and planting scheme for each of the twelve areas.

The proposed tree and plant palette for the entire LEGOLAND Carlsbad site is provided on page 161 and follows the concept statements provided below.

a. Area A - I-5 Intersection

Concept Statement

The Caltrans landscaping shall be upgraded and a minimum of 4 signs identifying LEGO Family park access shall be incorporated along I-5 in locations approved by Caltrans. An informal planting scheme with the potential for color ground plane treatment shall be utilized. Primary tree species in accordance with Caltrans guidelines are to be Melaleuca, Pines, Palms, California Pepper Trees, Jacarandas, Erythrina and Chorisia Speciosa.

b. Area B - Cannon Road

Concept Statement

An informal planting scheme per the City of Carlsbad's scenic corridor guidelines shall be used along Cannon Road. This informal scheme will create an open character with views to the lagoon and adjacent golf course. Primary tree species in accordance with City guidelines are to be Melaleuca, and Pines. Mass planting of shrubs and potential for flowering ground plane treatment should also be considered.

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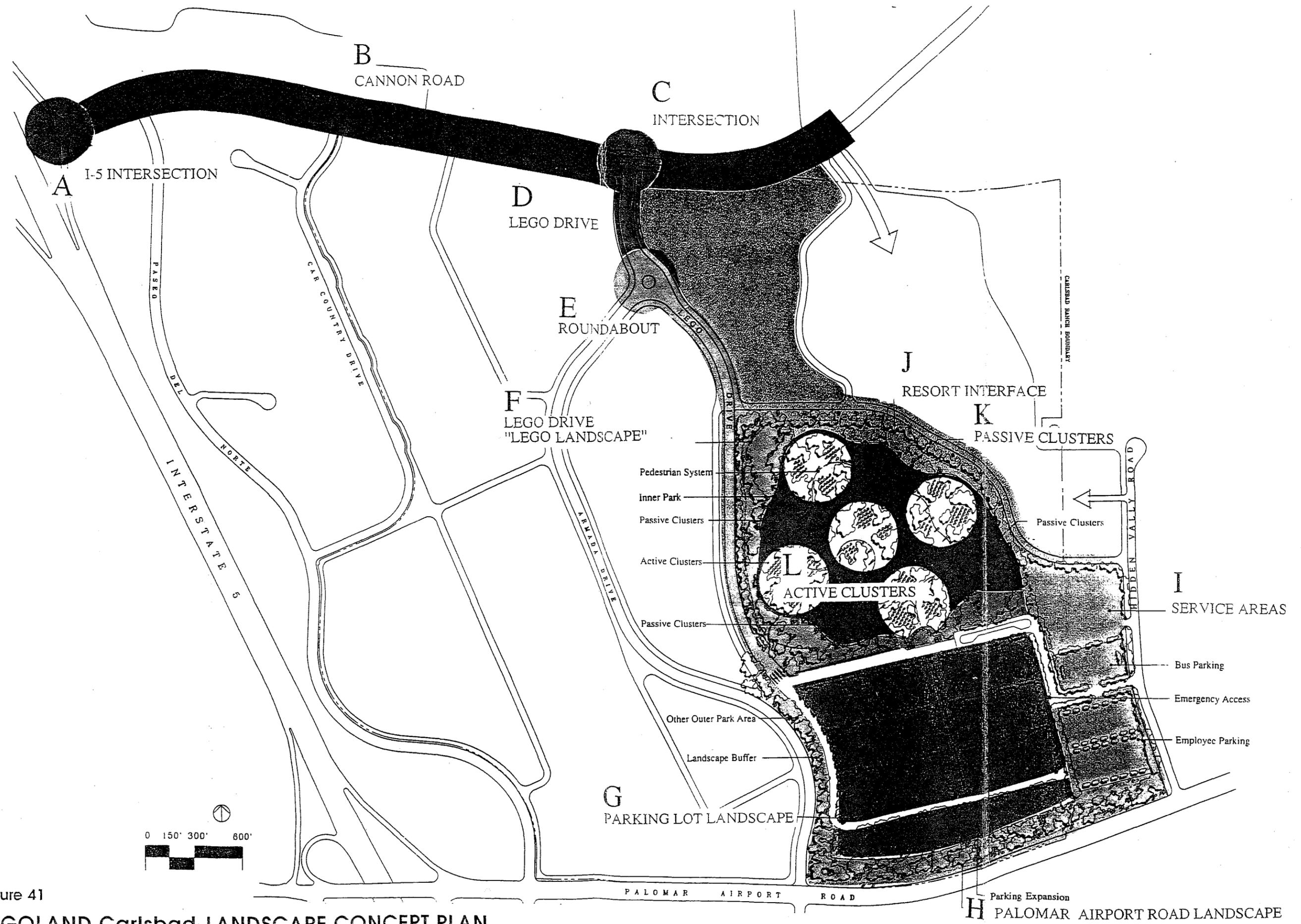
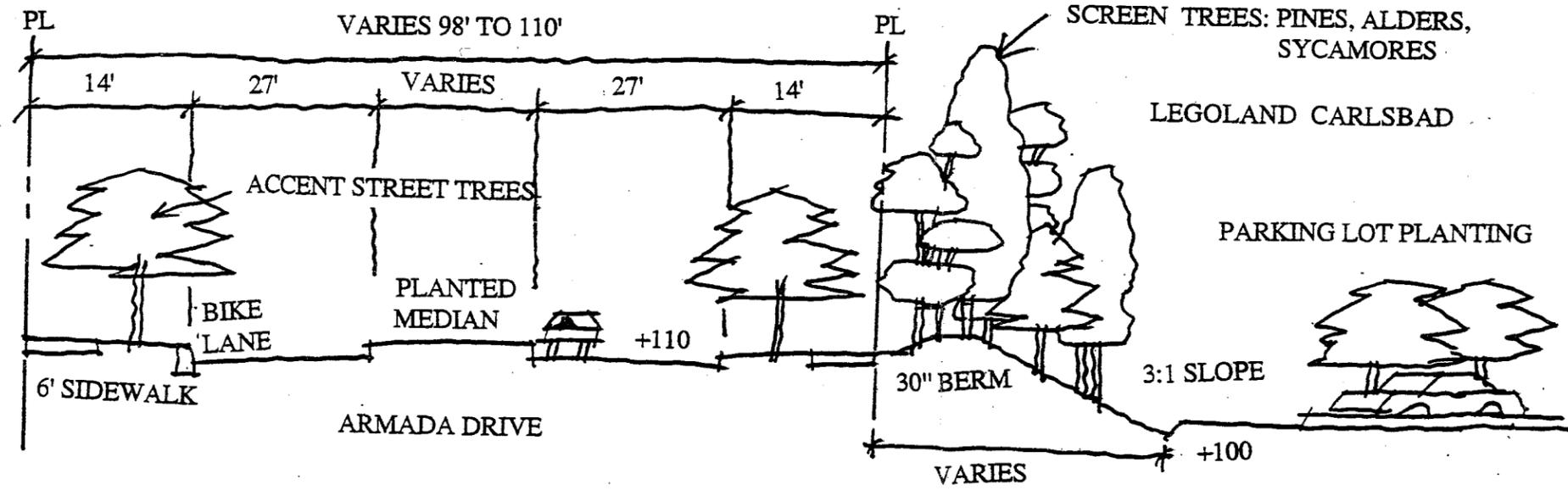
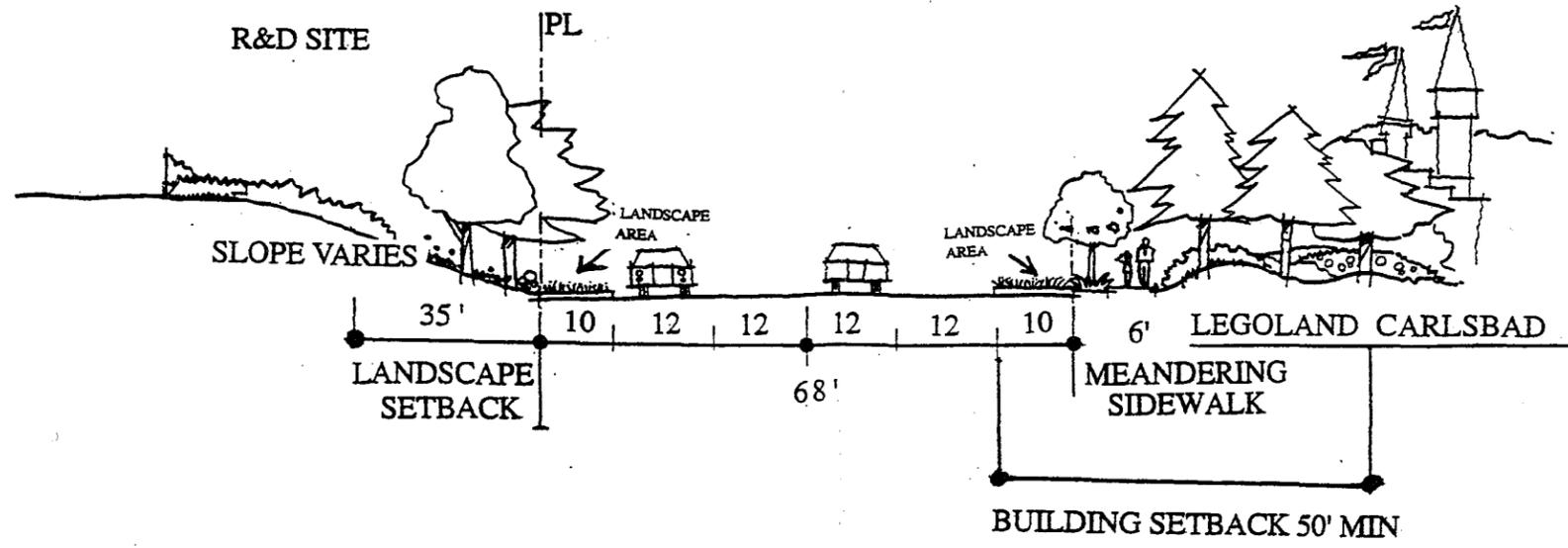
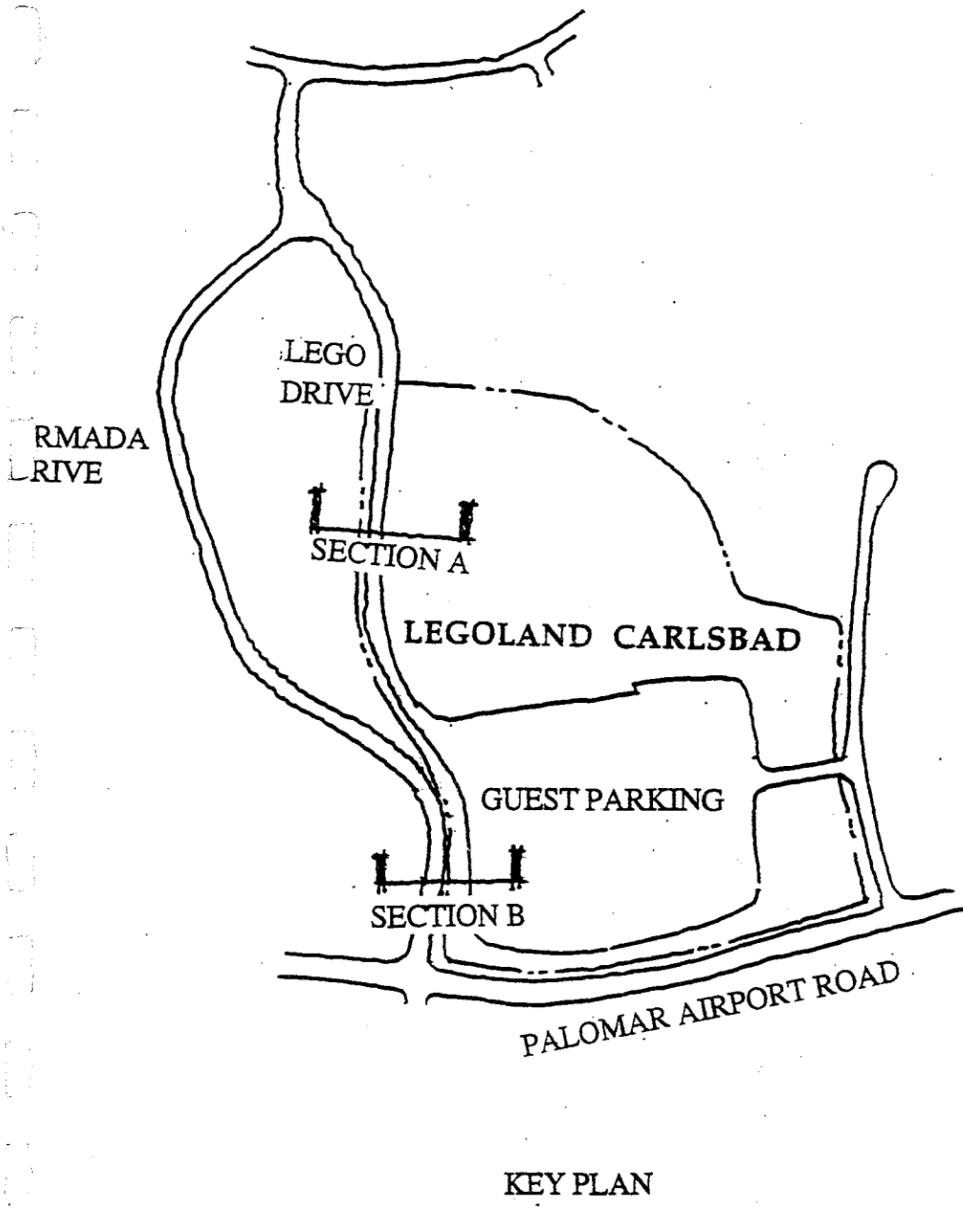


Figure 41
LEGOLAND Carlsbad-LANDSCAPE CONCEPT PLAN

H Parking Expansion
 PALOMAR AIRPORT ROAD LANDSCAPE

SECTION A



SECTION B

Figure 42
LEGOLAND Carlsbad-CROSS SECTIONS

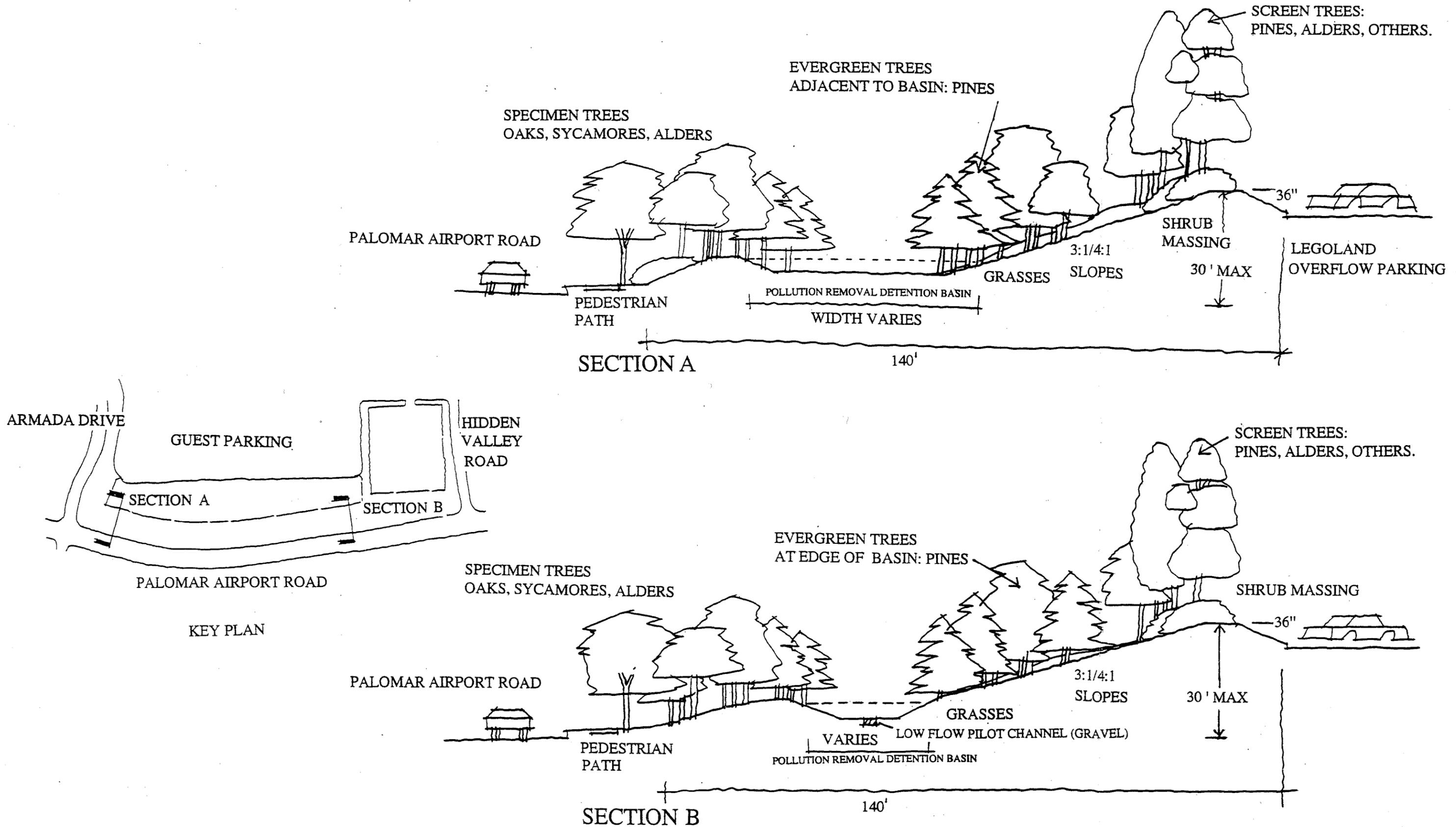
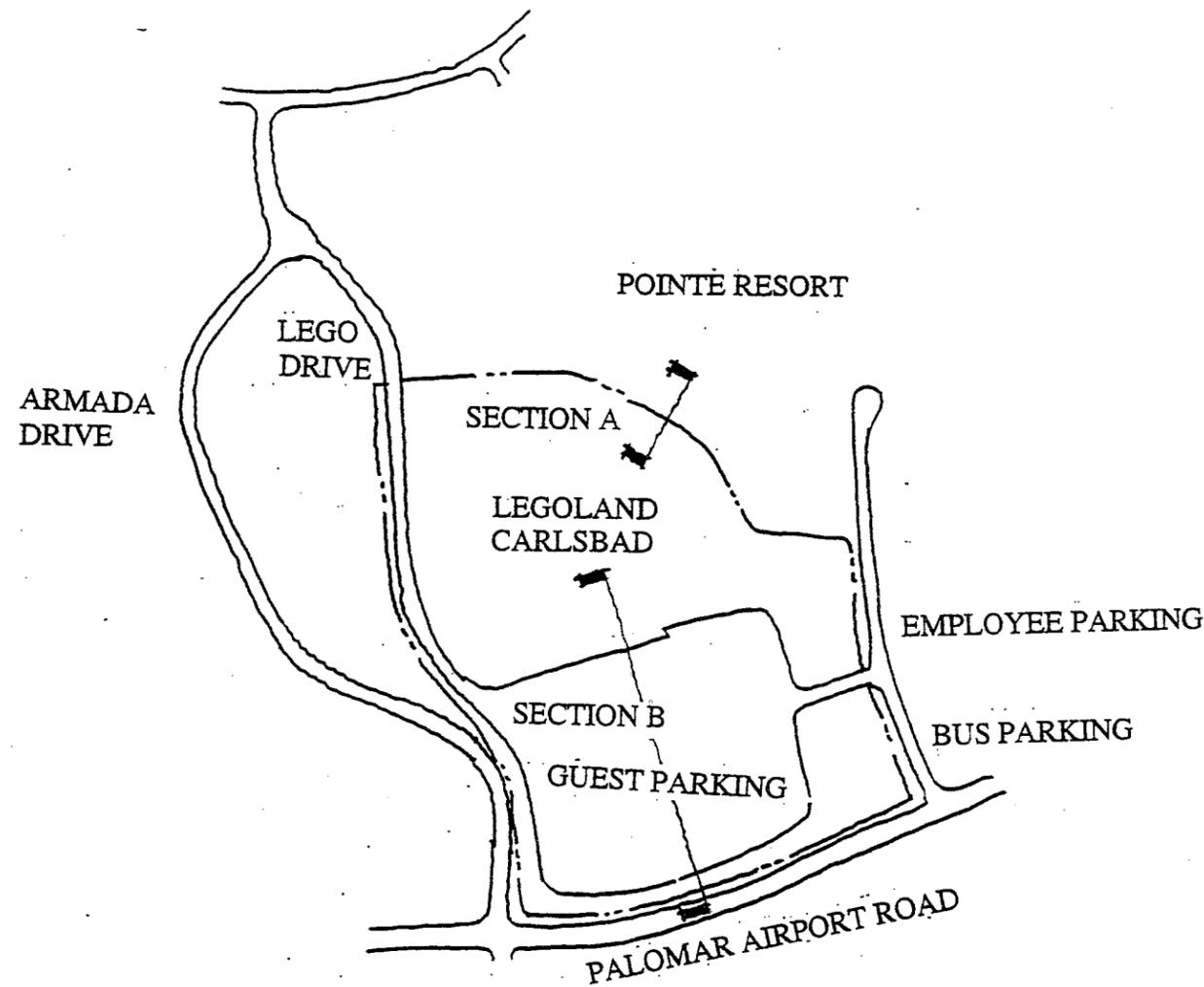
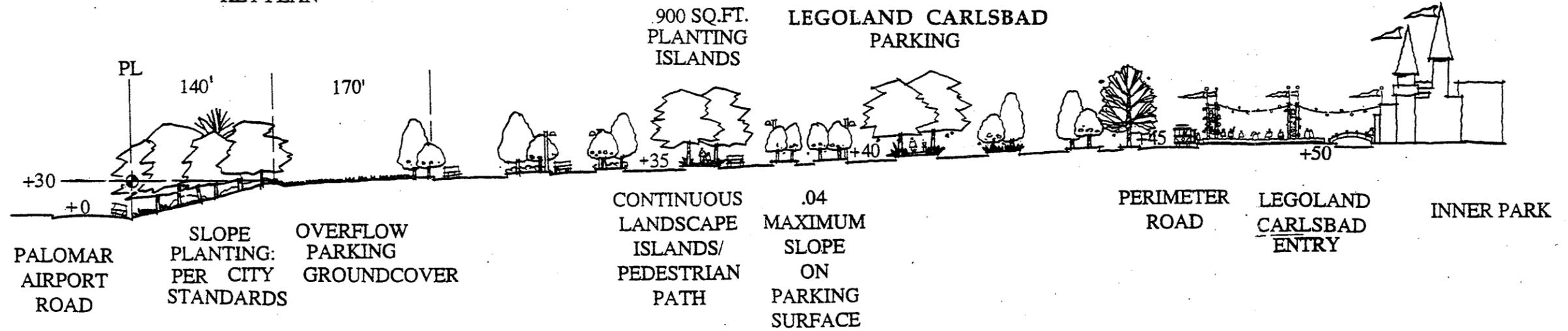
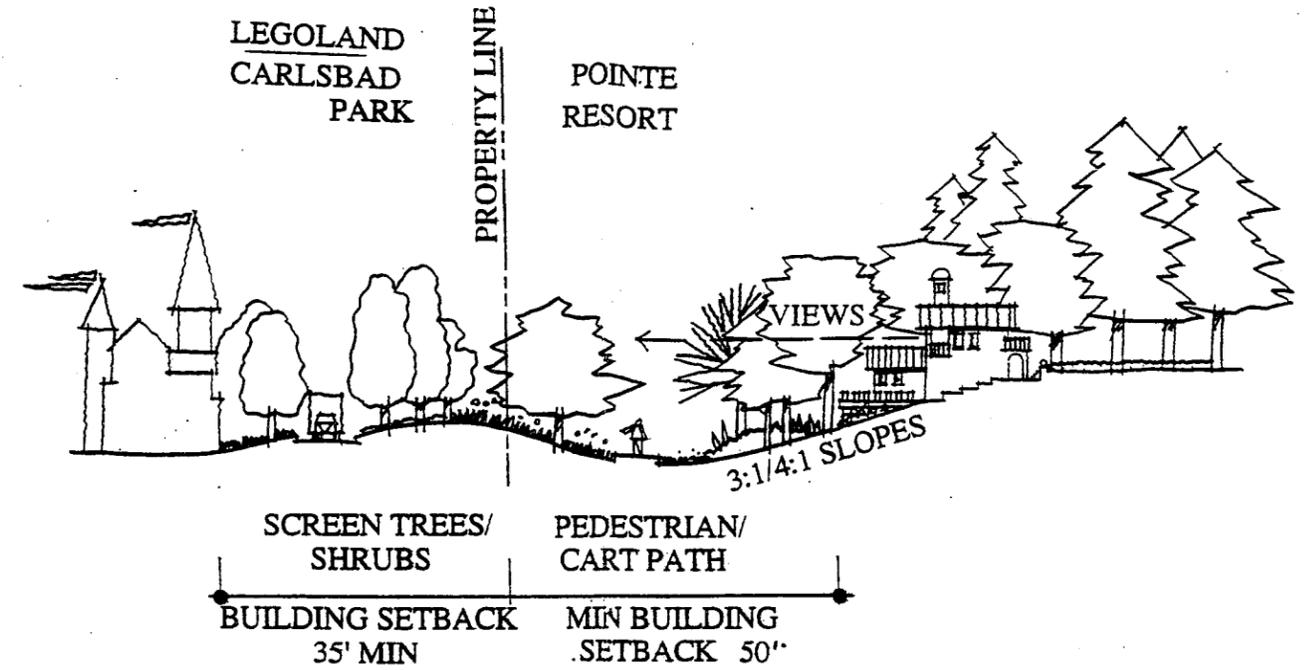


Figure 43
LEGOLAND Carlsbad-CROSS SECTIONS



KEY PLAN

SECTION A



SECTION B

Figure 44
LEGOLAND Carlsbad-CROSS SECTIONS

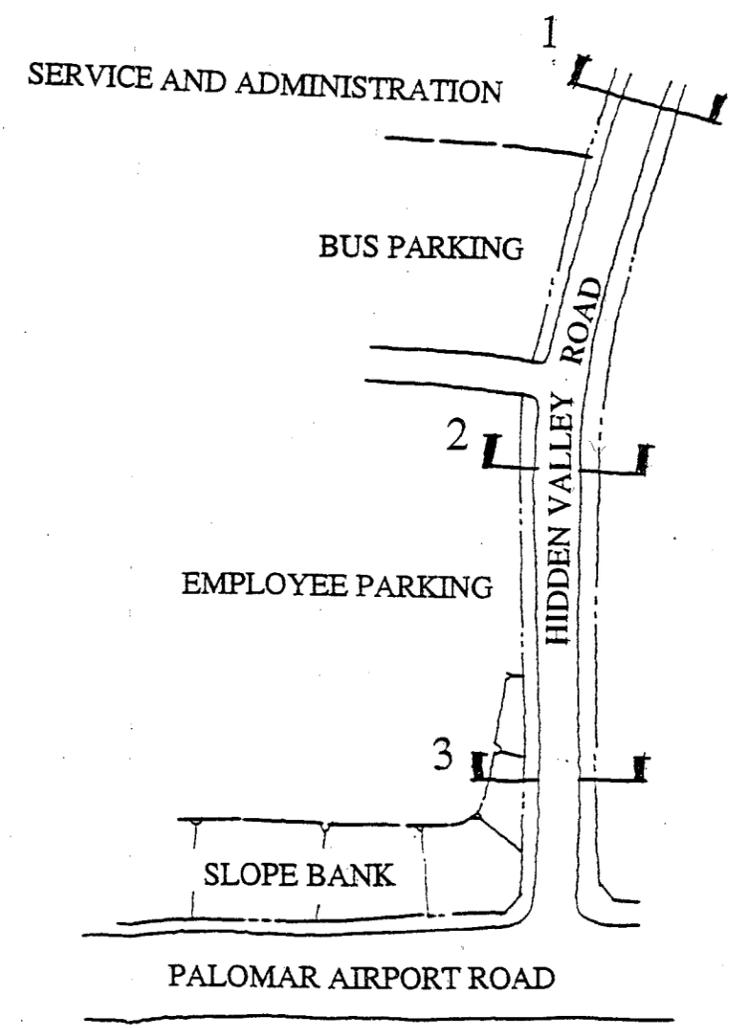
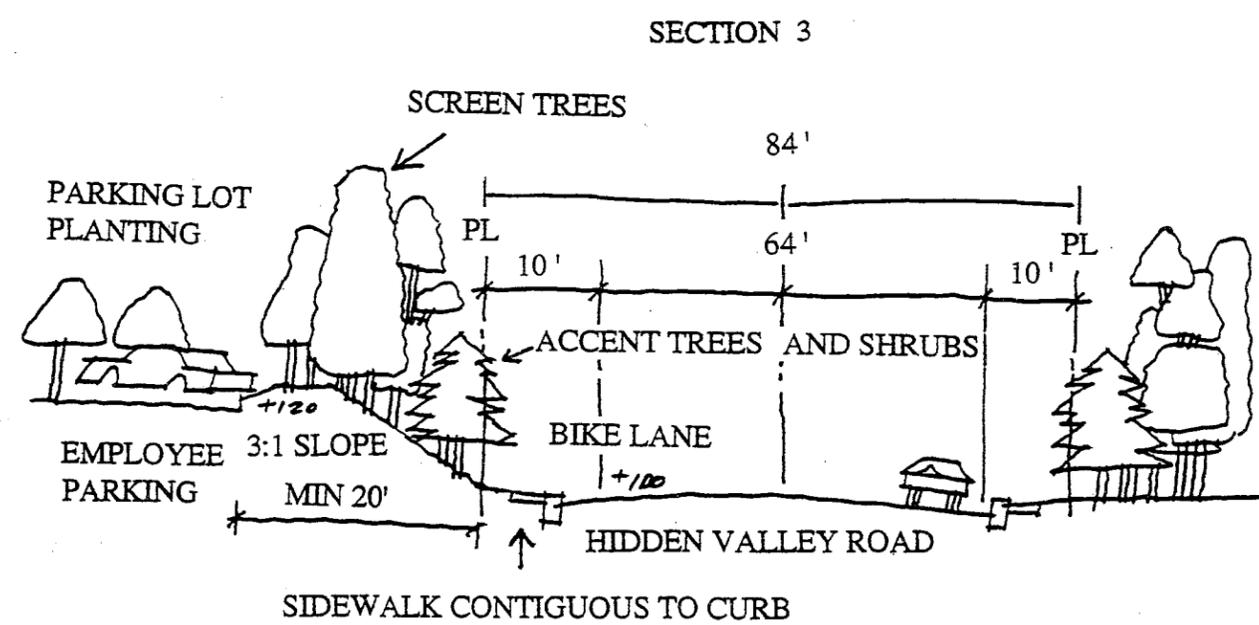
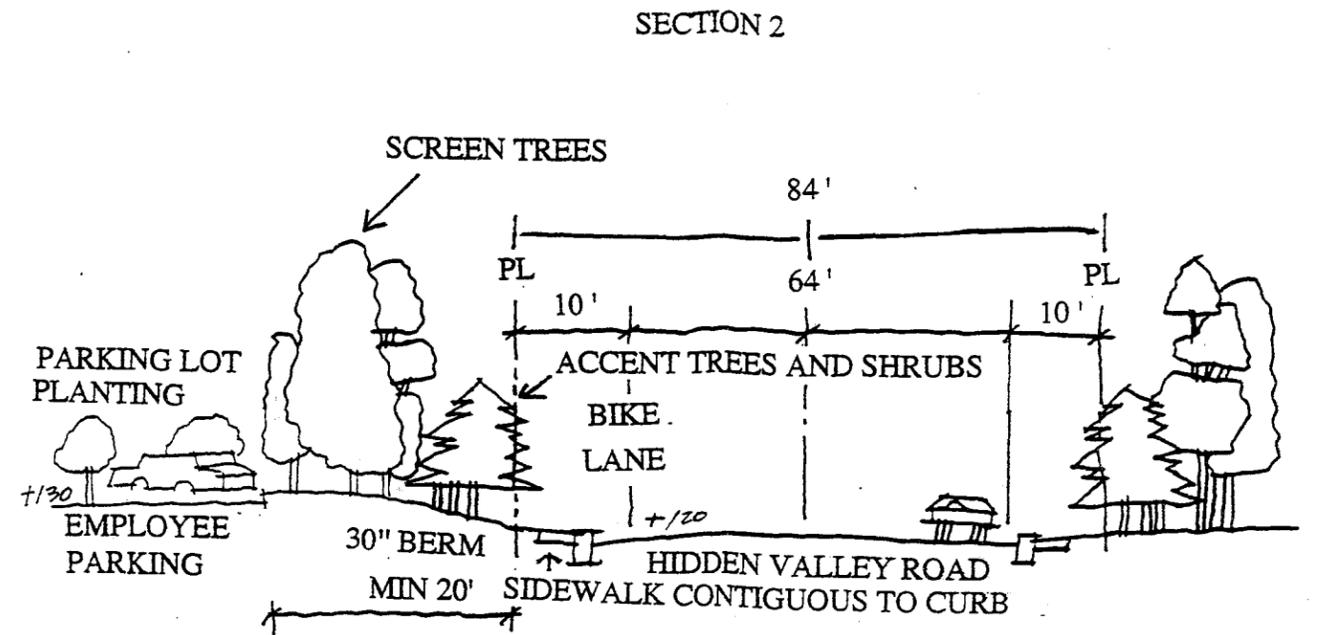
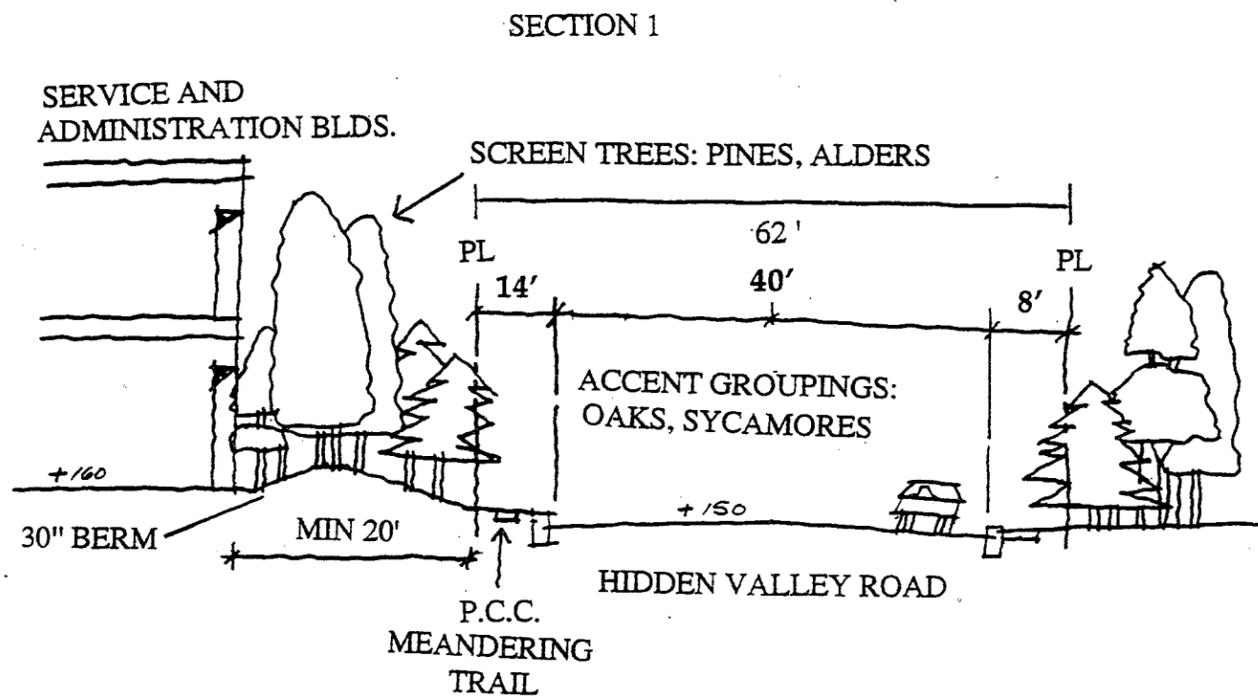


Figure 45
LEGOLAND Carlsbad-CROSS SECTIONS

KEY PLAN

c. Area C - Cannon Road/LEGO Drive Intersection

Concept Statement

Informal massing of pines shall occur at this intersection. This will serve as a transition landscape with no color. A clean ground cover will create a base for secondary LEGO signage. Primary tree species are to be Carrotwood and Queen Palm which are consistent with the landscape improvement plans approved for CT 92-07 Units I and II.

d. Area D - LEGO Drive

Concept Statement

LEGO Drive landscaping will be a continuation of the theme of Area C. The landscape concept addresses and includes only the portion of LEGO Drive from Cannon to the roundabout intersection. The informal massing of this landscape will serve as a transition from Cannon Road to the roundabout. No other color will be used in this area. The open character of this landscaping will allow views to the adjacent golf course. Views to the adjacent Gemological Institute parking areas will be screened. The primary tree species could include Pines and others.

e. Area E - Roundabout/LEGOLAND Carlsbad Entry

Concept Statement

This area serves as the primary entry into LEGOLAND Carlsbad. Color massing shall be used in the center island of the "roundabout" with specimen trees around perimeter. The primary LEGO signage as well as signage for other uses within the specific plan shall appear in this area. Landscaping in this area will be located and sized to avoid creating obstructions to vehicular sight distance through the roundabout. Landscaping shall create filtered views of the golf course. This landscaping begins the distinct LEGO Drive landscape treatment. Primary tree species could include Melaleuca and Pines.

f. Area F - LEGO Drive (Private Section)

Concept Statement

The primary entrance sequence into LEGOLAND Carlsbad occurs in this area. The west side of LEGO Drive shall be landscaped with evergreen trees to create a visual buffer to adjacent office/R&D uses. The east side of LEGO Drive will create an introduction to LEGOLAND Carlsbad. Flower fields may be used in this area to create broad vistas with filtered views of LEGOLAND Carlsbad attractions. Primary tree species could include Melaleuca, and Pines. Figure 42 Cross Sections depicts the relationship between LEGO Drive and the landscape setback areas.

g. Area G - Parking Area

Concept Statement

Landscaping shall be designed to provide visual mitigation of the parking area from adjacent uses. Landscaping shall include planting islands, evergreen trees, and a pedestrian system channeling visitors to the LEGOLAND Carlsbad main entrance. Primary tree species are to be Melaleuca and Pines. The City requirement of 1 tree per 4 stalls may be accommodated in larger planting areas which will permit larger tree sizes. Figures 44 and 45 on pages 155 and 156 contain Cross Sections depicting the relationship between the parking area, the Outer Park, and Palomar Airport Road.

h. Area H - Palomar Airport Road Buffer

Concept Statement

The landscape concept addresses only the portion of the 150' Palomar Airport Road buffer along the LEGO site. An "oak woodland theme" is proposed for this roadway. Screen trees will be located at the top of slope. There will be a mix of deciduous and evergreen trees, flowering shrubs and groundcovers. The primary tree species will be in accordance with City standards contained in the Landscape Manual and supplemented with pines, oaks, sycamores, and alders for screening purposes. Figures 43 and 44 contain cross sections depicting the relationship between Palomar Airport Road, the parking area and the Outer Park areas.

i. Area I - Service Areas

Concept Statement

Service areas shall be screened from public view as shown in Figure 45 on page 156. This area will be a continuation of the Area H plant palette utilizing evergreen trees throughout for continuity. Trees can include pines, oaks, sycamores, alders and others.

j. Area J - The Resort Edge

Concept Statement

Transitional landscape from the resort to LEGOLAND Carlsbad will be planted in this area. Landscaping will create a park-like character, with an undefined edge through the use of informal tree and shrub massing. Screening will be provided where necessary. Trees can include Melaleuca, and Pines. Figure 44 Cross Sections depicts the relationship between the LEGO property and resort property.

k. Area K - Passive Clusters

Concept Statement

Canopy trees combined with evergreen massing shall be used to create a park-like character. Turf shall be planted in passive use areas. Trees can include Melaleuca and Pines.

l. Area L - Active Clusters

Concept Statement

A unique identity for each active cluster will be created with a unified planting scheme. Small scale accent trees and shrubs combined with evergreen massing, flowering shrubs and ground covers and bedding/bulbs shall be used in these areas. Trees can include Melaleuca and Pines.

m. Plant Material Size, Spacing and Quality

Plant material size, spacing and quantity shall be consistent with the City of Carlsbad's Landscape Guidelines Manual.

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PROPOSED TREE AND PLANT PALETTE

Tree List

Common Name	Botanical Name
Torrey Pine	<i>Pinus torreyana</i>
California Sycamore	<i>Platanus racemosa</i>
Cajeput Tree	<i>Melaleuca quinquenervia</i>
New Zealand Christmas Tree	<i>Metrosideros excelsus</i>
Oak	<i>Quercus species</i>
California Pepper	<i>Schinus molle</i>
Black Acacia	<i>Acacia melanoxylon</i>
Honey Locust	<i>Gleditsia triacanthos</i>
Jacaranda	<i>Jacaranda acutifolia</i>
Tipu Tree	<i>Tipuana tipu</i>
Coral Tree	<i>Erythrina caffra</i>
Queen Palm	<i>Cocos plumosa</i>
Mexican Fan Palm	<i>Washington robusta</i>
Camphor	<i>Cinnamomum camphora</i>
Alleppo Pine	<i>Pinus halepensis</i>
Senegal Date Palm	<i>Phoenix reclinata</i>
Evergreen Elm	<i>Ulmus parvifolia</i>
Western Cottonwood	<i>Populus fremontii</i>
Golden Medallion Tree	<i>Cassia leptophylla</i>
Floss Silk Tree	<i>Chorisia speciosa</i>
Carrotwood	<i>Cupaniopsis anacardioides</i>
American Sweet Gum	<i>Liquidambar styraciflua</i>
Lombardy Poplar	<i>Populus nigra 'Italica'</i>
Chinese Flame Tree	<i>Koelreuteria bipinnata</i>
Pistache	<i>Pistacia chinensis</i>
Olive	<i>Olea europaea 'Swan Hills'</i>
Brazilian Pepper	<i>Schinus terbebinthifolius</i>
Canary Island Pine	<i>Pinus canariensis</i>
Canary Island Date Palm	<i>Phoenix canariensis</i>

Shrub List⁴

Large Shrubs

Common Name

Botanical Name

Strawberry Tree
Orchid Rockrose
New Zealand Tee Tree
Pineapple Guava
Pink Melaleuca
Oleander
Pittosporum
Toyon
Giant Bird-of-Paradise
Rose of Sharon
Pride of Madeira

Arbutus unedo
Cistus purpureus
Leptospermum scoparium
Feijoa sellowiana
Melaleuca nesophila
Nerium oleander
Pittosporum tobira
Heteromeles arbutifolia
Strelitzia nicolai
Hibiscus syriacus
Echium fastuosum

Medium Shrubs

Ceanothus
White Rockrose
Fortnight Lily
Sage
Flax
Lily-of-the-Nile
Day Lily
Red-Hot Poker
Lantana
Indian Hawthorne
Matilija Poppy
Bird-of-Paradise
Camellia Species
Ferns

Ceanothus species
Cistus corbariensis
Diets vegeta
Salvia species
Phormium terax
Agapanthus orientalis
Hemerocallis hybrids
Kniphofia uvaria
Lantana species
Raphiolepis indica
Romneya coulteri
Strelitzia reginae
Camellia species
Fern species

⁴ This list is comprised of the greatest percentage of plants which will occur in the aforementioned areas.

Small Shrubs and Groundcovers

Common Name	Botanical Name
Coprosma	Coprosma kirkii
Fortnight Lily	Dietes bicolor
Gazania	Gazania
Trailing Lantana	Lantana montevidensis
Myoporum	Myoporum parvifolium
Sage	Sage species
Dwarf Oleander	Oleander petite species
Lily Turf	Liriope and Ophiopogon
Star Jasmine	Trachelospermum jasminoides
Rosemary	Rosmarinus officinalis 'Prostratus'
English Ivy	Hedera helix
Japanese Honeysuckle	Lonicera japonica
Lavender Cotton	Santolina chamaecyparissus
Mexican Evening Primrose	Oenothera berlandieri
Blue Fescue	Festuca ovina glauca
Fushia	Fushia Species
Prostate Acacia	Acacia redolens

Vines

Bougainvillea	Bougainvillea species
Giant Burmese Honeysuckle	Lonicera hildebrandiana
Boston Ivy	Parthenocissus tricuspidata
Angelwing Jasmine	Jasminum nitidum
Vining Roses	Rosa species
Cup-of-Gold Vine	Solandra maxima
Blood-Red Trumpet Vine	Distictis buccinatoria
Creeping Fig	Ficus pumila

F. PLANNING AREA 5 - RESORT

A full-service destination resort is proposed on an approximately 52.8 acre parcel in the northeast corner of the Carlsbad Ranch. This resort will include up to 700 suites and will target the large group professional and business meeting market. These meetings typically combine business with recreation and are increasingly including family members of the business representative. The surrounding uses of Carlsbad Ranch including LEGOLAND Carlsbad, golf course, retail facilities and nearby beaches make this a particularly desirable meeting destination.

Accommodations at the resort will generally be two-room suites integrated into the topography using terraced buildings and featuring ocean views, overlooking extensively landscaped open areas and courtyards. Elevated walkways may be used to connect resort buildings linking meeting facilities, suites, and a selection of dining experiences. A sports club may combine a fitness center and dining with an emphasis on healthy, light cuisine. This facility could provide sports medicine, tennis pro shop, weight training, racquetball, steam rooms, saunas and aerobics. A golf club house could be incorporated into the sports club to serve the adjacent golf course.

The meeting and conference center will offer function space with the ability to mix and match agendas to accommodate groups from 10 to 2,700 guests. Adjacent gardens and landscaped terraces will provide additional meeting and function areas. Most resort facilities including the golf course, tennis center, sports club and dining will be designed to encourage use by the general public as well as the resort guest. Figure 46 on page 165 shows some of the planning features for the resort.

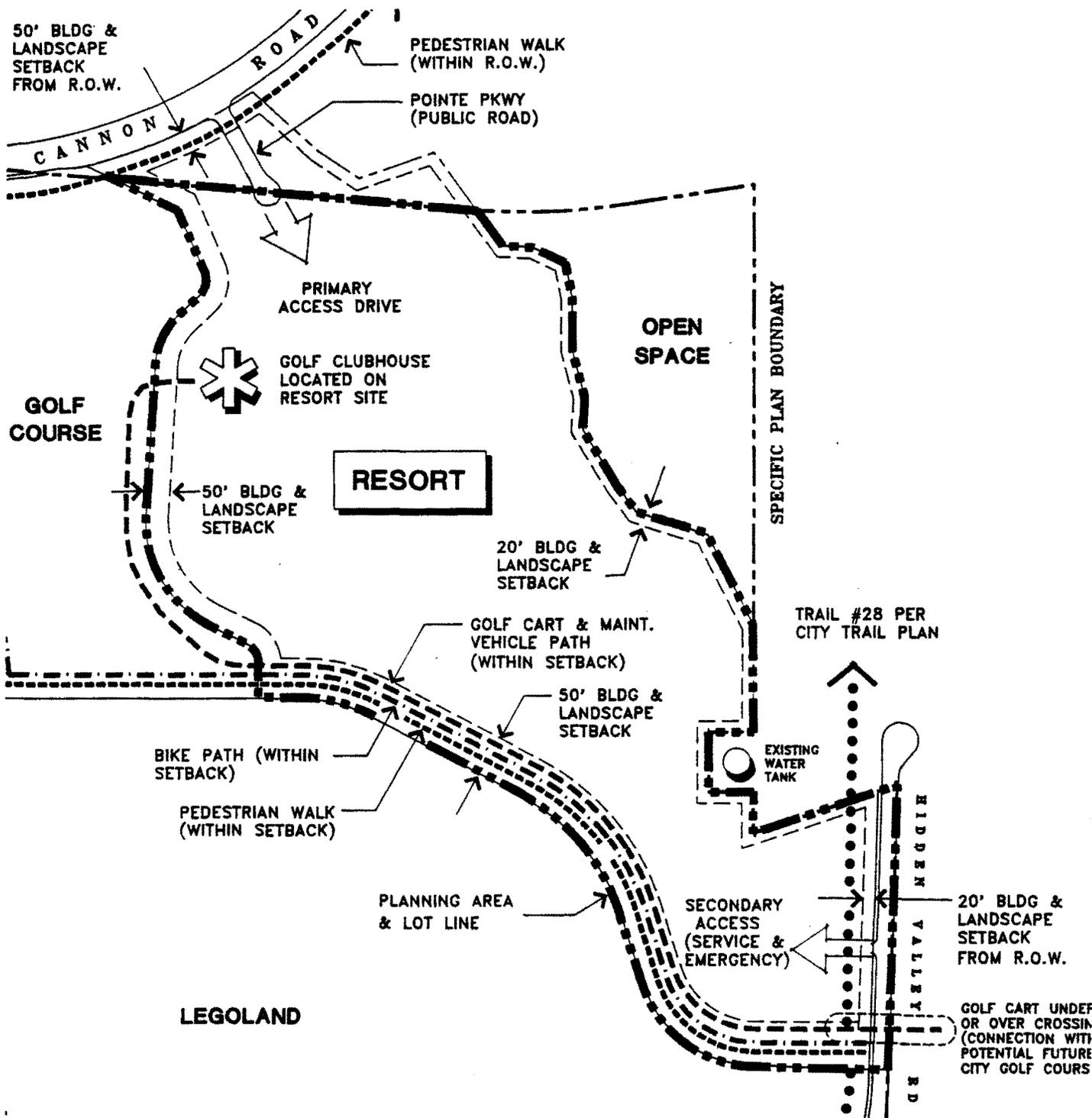
A pedestrian/bike/golf cart trail shall be provided from the eastern portion of the golf course along the southerly edge of Planning Area 5 to provide a link from the specific plan golf course to the future City golf course to the east of the specific plan. The trail shall be designed as shown on Figure 52 on page 182.

1. DEVELOPMENT STANDARDS

The following are specific development and design guidelines applicable to this Planning Area. However, Section III.A. GENERAL DEVELOPMENT STANDARDS AND DESIGN GUIDELINES beginning on page 69 contains additional development standards and design guidelines that are applicable to all Planning Areas within this Specific Plan Amendment.

a. Permitted Uses

- Hotels;
- Commercial Living Units (Timeshare) may be permitted by the City Council in conjunction with a hotel project;



LAND USE: RESORT
 NET PARCEL AREA: 52.80 ACRES
 DEVELOPMENT PROGRAM: DESTINATION RESORT HOTEL, 700 ROOMS,
 MEETING SPACE, RESTAURANTS, RECREATION AND ASSOCIATED
 FACILITIES; TOTAL 647,000 SF.

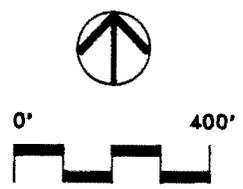


Figure 46
PLANNING AREA 5 - RESORT

Accessory Uses - The following uses are permitted only as accessory uses to the resort.

- Retail related to the resort;
- Restaurants, not including drive-up or drive-in services;
- Health and Fitness Clubs;
- Daycare facilities for child care;
- Personal Services; Barbers, Beauty Shops, etc.;
- Art Galleries/Museums;
- Administrative and Business Offices for the resort;
- Bars and Nightclubs as a part of the resort or restaurant;
- Horse Stables - provided that all stables are located at least 40' from any building used for human habitation and 25' from any property line. In addition, Carlsbad's Citywide Trail System must be revised to allow equestrian use of the portions of the trail adjacent to the resort.

b. Building and Landscape Setbacks

Building setbacks shall conform with the requirements of the Commercial Tourist (CT) Zone requirements (Chapter 21.29 of the Carlsbad Municipal Code) and the setback requirements of the Building Height Ordinance (Chapter 21.04 of the Carlsbad Municipal Code), which apply to the project as follows:

Building and Landscape Setbacks -

Front Yard on Cannon Road:	50 feet
Front Yard on Hidden Valley Road:	20 feet
Rear or Side Yard From Golf Course or LEGOLAND Carlsbad	50 feet
Rear or Side Yard From Open Space	20 feet

For building heights over 35 feet, see the building setback requirements contained in Chapter III., Section A.1. BUILDING HEIGHT on page 69.

c. Parking Standards

The joint use of parking facilities is allowed within the resort based on the potential for shared/off-peak uses. Specific reductions in parking requirements shall be determined based on provisions set forth in Section 21.44.050(a)(4) of the Carlsbad Municipal Code.

2. DESIGN GUIDELINES

a. Building Orientation

The main building will be located near the resort entrance off Cannon Road. It will be oriented to provide views of Carlsbad Ranch and the ocean beyond from a maximum number of suites. Likewise, the other lodging buildings will be sited on the steeper terrain to the south of the main building to maximize views.

b. Architectural Character

All buildings shall reflect a Mediterranean vocabulary. Distinctive architectural features characteristic of this style such as courtyards, arcades, balconies, terraces, arches and arbors shall be encouraged to create richness and visual interest to the buildings.

c. Building Materials

Building materials should incorporate or be generally compatible with a Mediterranean architectural vocabulary and shall be durable and high quality. Exterior wall and roof colors should be of low intensity earth tones. The buildings should be predominantly stucco walls with sloping tile roofs. Other materials which are permitted as accents for exterior walls are ceramic tile, ornamental wrought iron, natural stone, decorative block, wood or other compatible natural building materials.

d. Building Form and Massing

The resort buildings shall be well-articulated by changes in horizontal and vertical planes to reduce the appearance of bulk and create interesting building silhouettes. Features such as arches, loggias, balconies, elevated walkways and window and entry recesses will be used to provide additional visual interest and detail.

e. Building Roof Tops

Sloping roofs, varying roof heights and forms shall be used to provide interesting building silhouettes. Rooftop mechanical equipment shall be screened, enclosed and architecturally incorporated into visually interesting building tops.

G. PLANNING AREA 6 - SPECIALTY RETAIL

Located along Paseo Del Norte at the western edge of the planning area, the Specialty Retail area is planned as a more traditional automobile oriented retail center, in keeping with the surrounding uses along this road corridor. Special design guidelines are recommended to ensure that the center is a visually interesting and high quality commercial development. Figure 47 on page 169 shows some of the planning features for the specialty retail area.

Figure 48 on page 173 represents a conceptual plan only intended to show how driveway locations, building locations, etc. could be arranged. The actual site plan could vary and would be approved as part of the Site Development Plan required for Planning Area 6. Any future site plan changes with regards to building and/or parking layout within the approved boundaries of Planning Area 6 will not necessitate a revision to the Carlsbad Ranch Specific Plan.

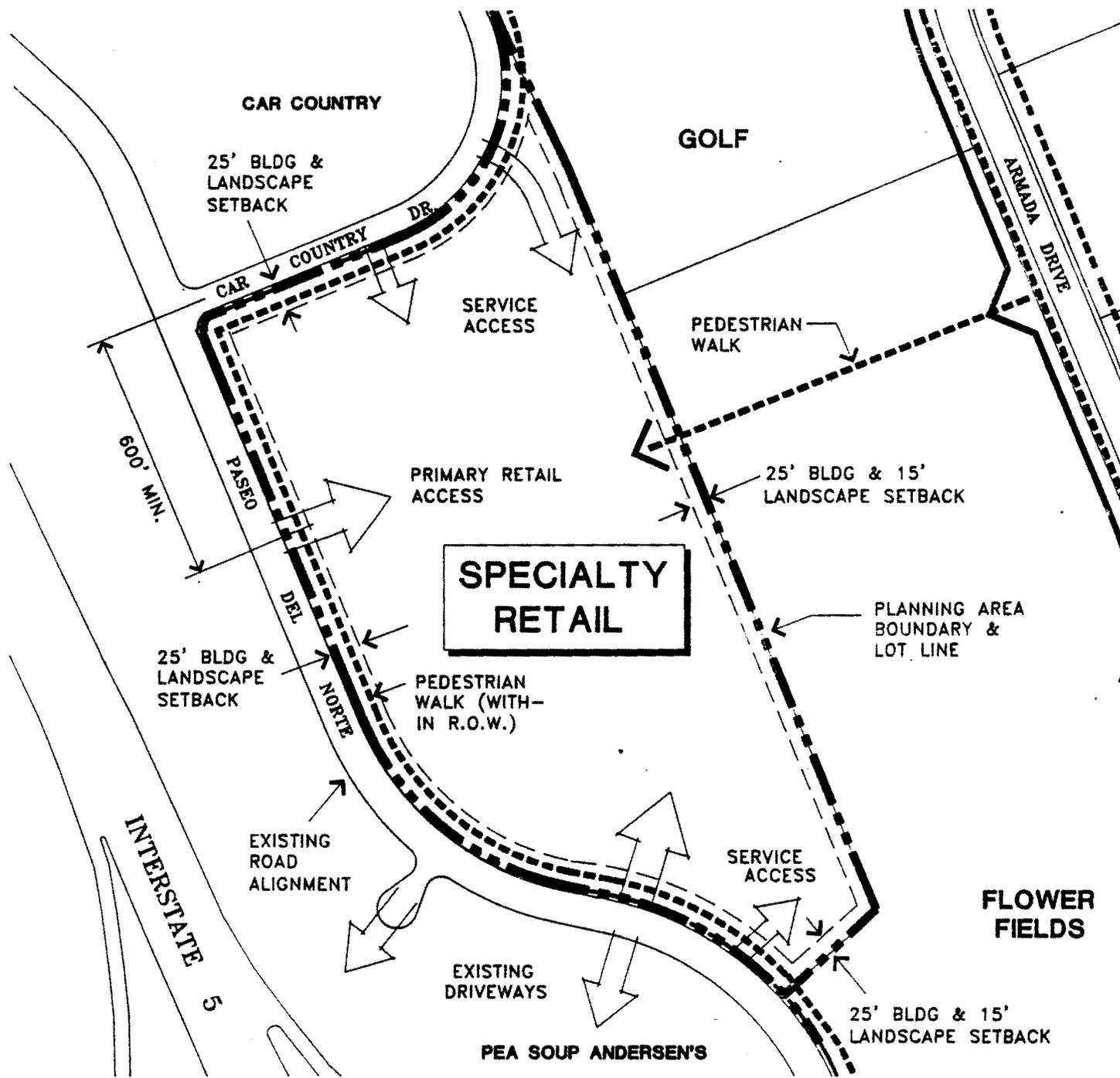
1. DEVELOPMENT STANDARDS

The following are specific development and design guidelines applicable to this Planning Area. However, Section III.A. GENERAL DEVELOPMENT STANDARDS AND DESIGN GUIDELINES beginning on page 69 contains additional development standards and design guidelines that are applicable to all Planning Areas within this Specific Plan Amendment.

a. Permitted Uses

Within the Specialty Retail area, the following uses are permitted:

- Retail business uses;
- Garden centers and nurseries;
- Restaurants;
- Professional, business and administrative office uses;
- Medical offices;
- Personal services, such as barbers shops, beauty shops and exercise studios;
- Other retail services and administrative uses, except new or used car sales, determined by the Planning Director to be consistent with the general character of the above listed uses.

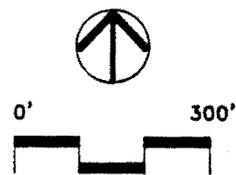


NOTE: THE EXACT LOCATION OF DRIVEWAYS FOR PLANNING AREA 6 WILL BE DETERMINED AT THE TIME OF SITE DEVELOPMENT PLAN REVIEW.

LAND USE: SPECIALTY RETAIL
 NET PARCEL AREA: 26.65 ACRES
 DEVELOPMENT PROGRAM: 300,000 Sq.Ft.

Figure 47

PLANNING AREA 6 SPECIALTY RETAIL



b. Building and Landscape Setbacks

Building Setbacks -

Front Yard on Paseo Del Norte	25 feet
Street Side Yard	25 feet
Interior Side Yard (Agricultural Setback)	25 feet
Rear Yard (Agricultural Setback)	25 feet

Landscape Setbacks -

Front Yard on Paseo Del Norte	25 feet
Street Side Yard	25 feet
Interior Side Yard (Agricultural Setback)	15 feet
Rear Yard (Agricultural Setback)	15 feet

c. Access

Planning Area 6 shall gain its main access from Paseo Del Norte. The location of this driveway and other driveways providing access to Planning Area 6 may be changed during the processing of the Site Development Plan to comply with all requirements of Carlsbad's Engineering Standards.

A 32 foot wide service access road from Car Country Drive to the northeast corner of this site may be permitted if it can be designed in conformance with the requirements of Carlsbad's Engineering Standards. This 32 foot wide service road may extend along the entire easterly boundary of Planning Area 6. A 15 foot wide heavily landscaped strip shall be planted between this road and the agricultural areas and golf course to the east of this Planning Area.

d. Building Height

In order to preserve the views of the flower fields from I-5 and Paseo Del Norte, special height restrictions are necessary for Planning Area 6.

In addition to the height requirements as specified in Chapter III. Section A.1., Planning Area 6 shall comply with the following requirements:

- i. The single story parapet height of any building shall not exceed 28 feet.

- ii. The two-story parapet height of any building shall not exceed 38 feet. No building shall have more than two stories of usable floor area.
- iii. Architectural features, such as towers having no usable floor area, shall not exceed 42 feet.
- iv. No more than 2% of the total building square footage built within Planning Area 6 may be utilized as usable second story floor area or architectural features.

2. DESIGN GUIDELINES

a. Building Orientation

A continuous covered walkway or arcade shall be developed along the building frontage facing the parking area. A focus at the juncture of the pedestrian walkway and the Specialty Retail area must be created with gardens or a plaza with benches for foot traffic.

Building massing, two-story elements and any architectural features shall be sensitive to views of the flower fields from I-5 and Paseo Del Norte, retaining view corridors with single story uses where feasible.

b. Architectural Character

Retail buildings shall reflect a Mediterranean vocabulary. Distinctive architectural features characteristic of Mediterranean style buildings, such as courtyards, arcades, loggias, balconies, and arbors are encouraged to add richness and visual interest to the buildings.

c. Building Materials

Building materials shall be those associated with Mediterranean style architecture. Buildings shall be predominately stucco walls with tile roofs. Other materials which are permitted as accents for exterior walls are colorful ceramic tiles, ornamental iron work, natural stone, decorative block, wood or other compatible natural building materials.

The material utilized for the sloping roofs shall be clay roof tiles with mottled tones or metal roof panels of copper, aluminum or steel. Exterior wall colors shall be white or earth tones. Roof colors shall be mottled tones of terracotta or low intensity colors which blend with the Mediterranean style architecture.

Glass curtain walls and other highly reflective building materials are considered inappropriate for building walls. The use of mirrored, reflective or darkly tinted glass should be avoided.

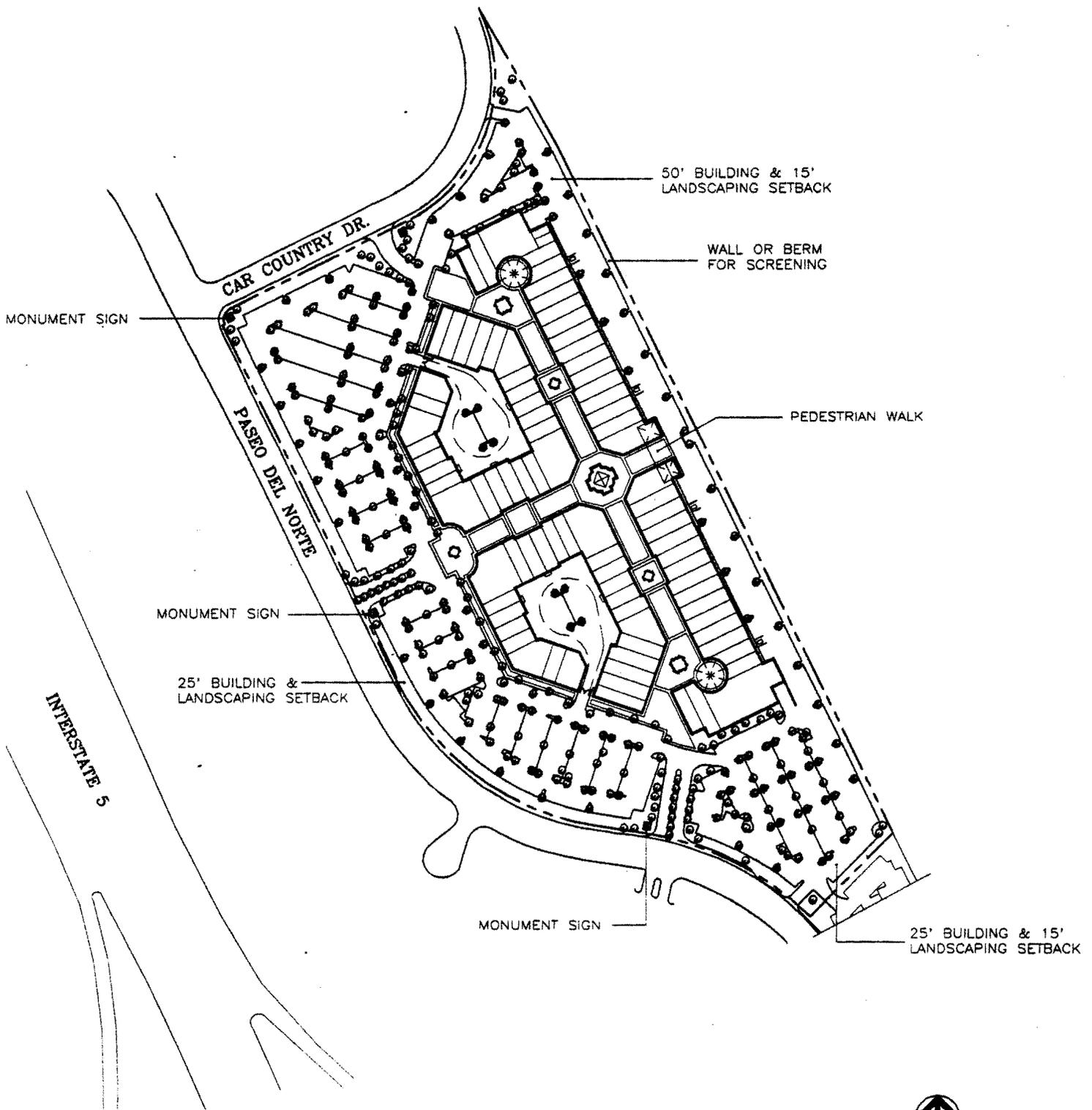
d. Roofs

Roof planes shall be varied to create interesting building silhouettes. As a guideline, roof planes should be broken every 50 to 75 feet.

e. Circulation

Planning Area 6 shall be designed such that there is full integration of the parking lot and internal access roads. A complete layout of the building placement, site uses, circulation and parking layout shall be submitted with the Site Development Plan.

Concurrent with the development of the site if developed in phases under separate ownership, the property owner shall place a covenant over the property agreeing to grant reciprocal access rights over the parking lot and internal circulation roads to the satisfaction of the City Engineer. The covenant shall include provision for shared maintenance and liability over the internal circulation roads and driveways.



LAND USE: SPECIALTY RETAIL
 PARCEL AREA: 26.7 ACRES
 BUILDING AREA: 300,000 SF

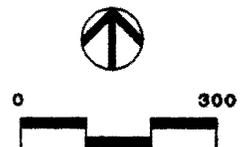


Figure 48
PLANNING AREA 6
SPECIALTY RETAIL

NOTE: This site plan is a conceptual plan only intended to show how driveway locations, building locations, etc. could be arranged. The actual site plan could vary and would be approved as a part of the Site Development Plan required for Planning Area 6.

H. PLANNING AREA 7 - FLOWER FIELDS

Planning Area 7 is located on the site's western ridge; this area has traditionally been known as the "Flower Fields". Figure 49 on page 176 shows the Flower Fields planning features and Figure 50 on page 177 displays features of the wall and promenade. This area shall be planted annually as long as it is economically feasible. To minimize impacts on surrounding land uses, agricultural activities in Planning Area 7 shall comply with the Policies of Objective 4 of this specific plan, pages 35 - 38.

1. DEVELOPMENT STANDARDS

The following are specific development and design guidelines applicable to this Planning Area. However, Section III.A. GENERAL DEVELOPMENT STANDARDS AND DESIGN GUIDELINES beginning on page 69 contains additional development standards and design guidelines that are applicable to all Planning Areas within this Specific Plan Amendment.

a. Permitted Uses

- i. The Flower Fields shall remain in flower production in perpetuity. The landowner will plant an open-field flowering crop every year, substantially in the area as shown in the Flower Field Figure 49(A). If the landowner desires to change or modify this obligation, landowner will provide a five-year advance notice to the City Council, accompanied by an alternative agricultural use proposal which landowner intends to initiate at the end of said five years. The City Council shall hold a hearing to review and approve the proposed alternative. Additionally, the City and landowner shall investigate and may implement any methods available to allow the continuation of flower production in accordance with the General Plan. This Condition shall be evidenced by a deed restriction and inclusion of notice in the CC&R's restricting Planning Area 7 to agricultural use.

Subject to any Right of First Offer held by LEGO Park Planning, Inc., Landowner shall grant to City an exclusive Right of First Offer ("First Offer Right") to acquire the Flower Fields at a purchase price and upon such other terms and conditions as Landowner would be willing to accept from any third party. Landowner shall not sell all or any portion of the Flower Fields (other than to a party purchasing for purposes of continuing the open field flower business with a continued obligation to provide this First Offer) without (i) first offering the property to City by written notice at a purchase price and upon such other terms and

conditions that Landowner would be willing to accept from any third party, and (ii) City's failure to elect to purchase on such terms and conditions by written notice to Landowner within 90 days of said notice. Any sale at a purchase price of less than 90% of the price at which the property has been offered to the City shall not be made without first offering the City the right to purchase at this price upon 60 days notice, to purchase the property.

The foregoing First Offer Right shall survive any transfer by the Landowner to any affiliate of Landowner and shall be included in a deed restriction for Planning Area 7.

ii. Principal permitted uses within Planning Area 7 designated as Open Space are as follows:

- Bicycle/Pedestrian Paths;
- Open Space Easements;
- Public Parks;
- City Picnic Areas;
- City Playgrounds;
- Public Access easement, non vehicular;
- Public Lands;
- Scenic Easement;
- Slope Easement;
- Transportation Right-of-Way;
- Vista Points;
- Agricultural uses as follows:
 - Green houses of 2,000 sq.ft. or less;
 - Field and seed crops;
 - Truck crops;
 - Horticulture crops;
 - Orchards and vineyards;
 - Pasture and rangeland;
 - Tree farms;
 - Fallow lands;
 - Produce sheds.

iii. Accessory uses and structures permitted:

- Public Rest Rooms, Changing Rooms;
- Playground Equipment;
- Fencing, Patios, Stairways, Barbecue and Fire Pits;
- Parking, Staging, Processing and Storage Areas for agricultural crops;
- Shade Houses;
- Facilities for the sale of flowers, produce and other items related to the promotion of the "Flower Fields";
- Other similar accessory uses and structures, determined by the Planning Director to be required for the conduct of the principal uses.

iv. The following uses and structures are permitted by a conditional use permit:

- Farmers markets;
- Private picnic area;
- Green houses greater than 2,000 sq.ft.;

b. Parking Standards

Parking spaces for all permitted and ancillary uses shall be provided consistent with Section 21.44 of the Carlsbad Municipal Code.

c. Building Height

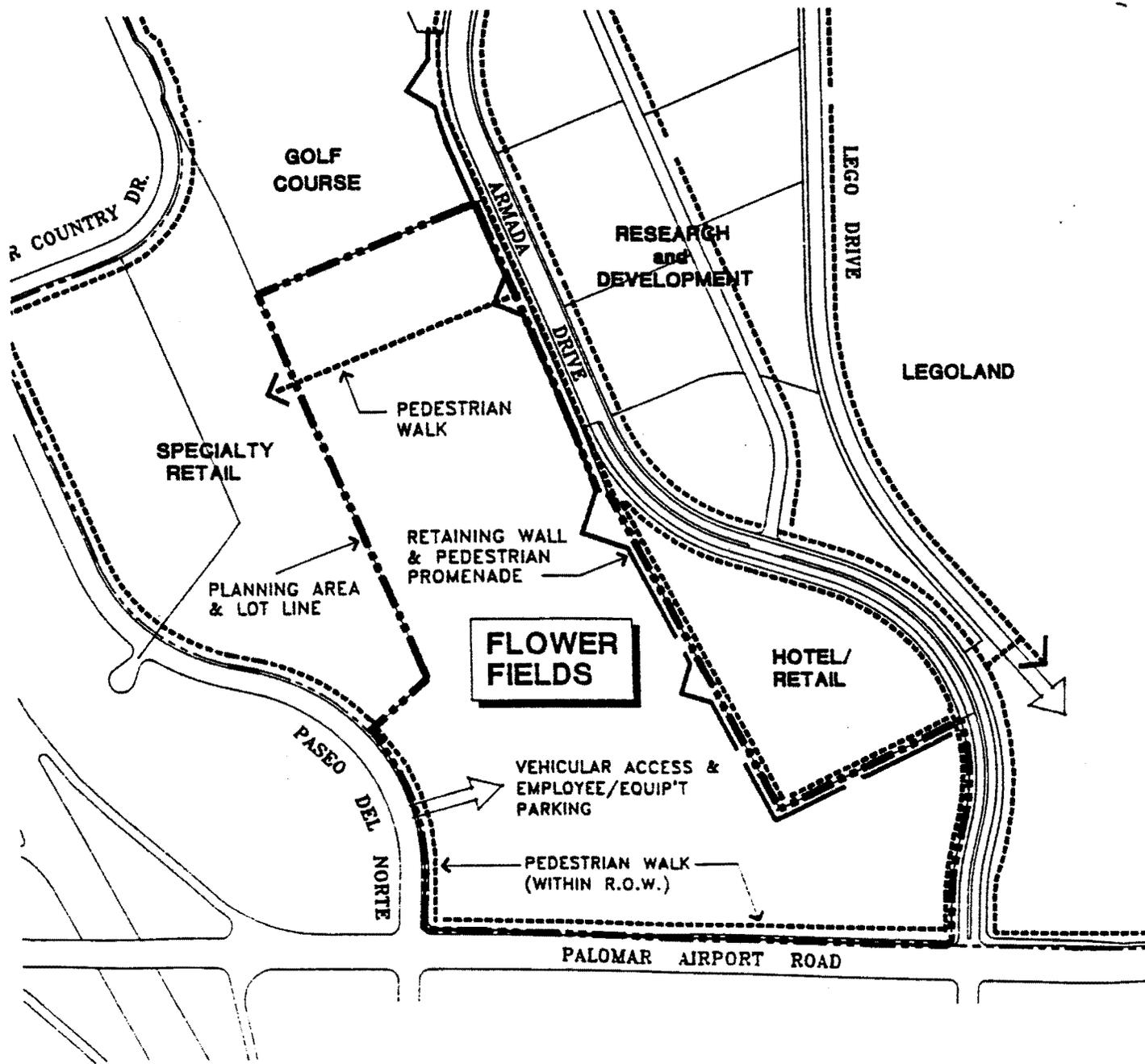
Building Height for all structures within the open space parcels shall not exceed twenty-five feet in height, unless a higher elevation is approved by a conditional use permit issued by the Planning Commission.

d. Signs

Signs consistent with the style and character of the specific plan shall be utilized for all agricultural, recreational and accessory uses on Open Space Area 7. Signs shall be consistent with Carlsbad Municipal Code Chapter 21.41.

e. Access

Vehicular access to Planning Area 7 shall be at a City Engineer approved location on the east side of Paseo del Norte north of the intersection of Paseo del Norte and Palomar Airport Road.



LAND USE: AGRICULTURE
 NET PARCEL AREA: 53.42 ACRES
 DEVELOPMENT PROGRAM: CONTINUATION OF CURRENT USE-
 FLOWER BULB, CUT FLOWER PRODUCTION.

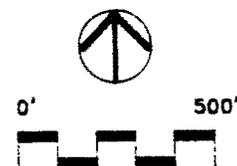
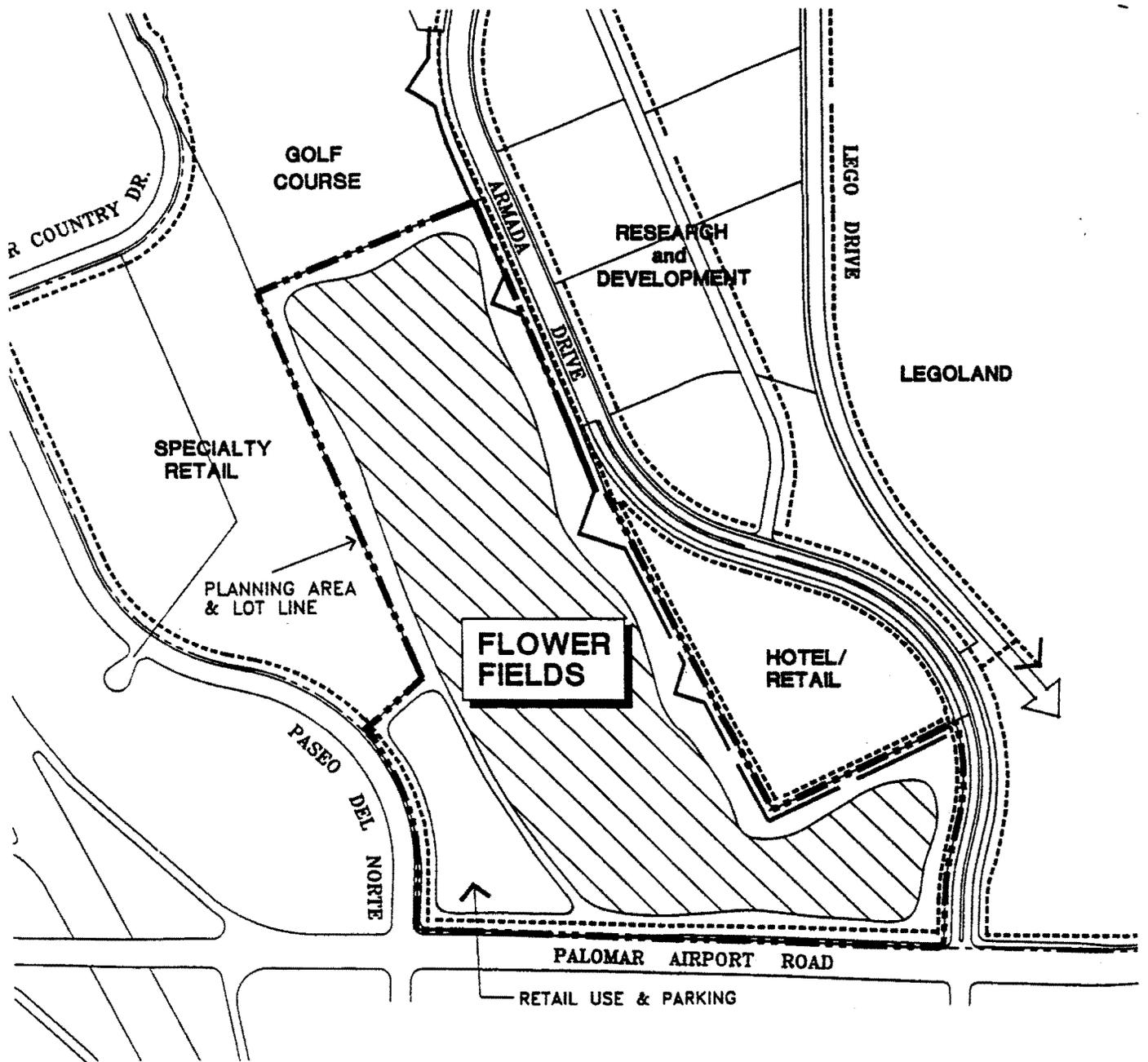
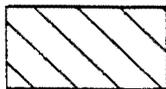


Figure 49

PLANNING AREA 7 - FLOWER FIELDS



LAND USE: AGRICULTURE
 GROSS PARCEL AREA: 53.42 ACRES
 DEVELOPMENT PROGRAM: CONTINUATION OF CURRENT USE -
 FLOWER BULB, CUT FLOWER PRODUCTION.



APPROXIMATE PLANTING AREA (INCLUDING FARM
 ROADS AND PEDESTRIAN PATHS).

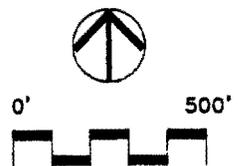


Figure 49A

**PLANNING AREA 7 - FLOWER FIELDS
 PLANTING AREA**

I. PLANNING AREA 8 - GOLF COURSE

The golf course will be a 9-hole course and will cover over 70 acres in the northern portion of the specific plan. As proposed, the golf course will provide desirable open space buffers in the Carlsbad Ranch Specific Plan between Car Country, the Gemological Institute and the resort. A clubhouse, golf pro shop and parking lot will be located adjacent to the resort in Planning Area 5.

Access between the eastern and western parts of the golf course shall be provided on the SDG&E property on the north side of Cannon Road as shown on Figure 51 on page 181. One to two holes of the golf course may be located in this area. Golf cart overcrossings or under crossings of Cannon Road shall provide access to this area. If an overcrossing is determined to be the most viable alternative, then the design of the overcrossing shall be similar to the design shown on Figure 53 on page 183. An amendment to the SDG&E Specific Plan shall be required for this area to be used for a golf course. The portion of SDG&E property used for this section of the golf course will not be a part of the Carlsbad Ranch Specific Plan. The design and layout of the holes in this area as well as the rest of the golf course shall be determined as a part of the Site Development Plan for Planning Area 8.

A pedestrian/bike/golf cart trail shall be provided along the southerly edge of Planning Area 5 to provide a link from the specific plan golf course to the future City golf course to the east of the specific plan. This trail shall be designed as shown on Figure 52 on page 182. A golf cart undercrossing on Hidden Valley Road shall be provided to facilitate the joint use of the two golf courses.

Sophisticated computerized weather and water monitoring and delivery systems and reclaimed water will be used for irrigation. The course will be managed by the resort and be open to the public on a fee basis.

1. DEVELOPMENT STANDARDS

The following are specific development and design guidelines applicable to this Planning Area. However, Section III.A. GENERAL DEVELOPMENT STANDARDS AND DESIGN GUIDELINES beginning on page 69 contains additional development standards and design guidelines that are applicable to all Planning Areas within this Specific Plan Amendment.

a. Permitted Uses

- i. Agricultural Uses -
 - Field and seed crops;
 - Truck crops;
 - Horticulture crops;

- Orchards and vineyards;
- Pasture and rangeland;
- Tree farms;
- Fallow lands;
- Produce sheds.

ii. **Non-Agricultural Uses -**

- Golf course, driving range, putting green;
- Public parks;
- City picnic areas;
- City playgrounds;
- Public Trails;
- Public access easements and right-of-way;
- Public rest rooms;
- Fencing;
- Transportation right-of-way;
- Vista Points;

- Other similar accessory uses and structures, determined by the Planning Director to be required for the conduct of principal use.

iii. **Accessory uses and structures permitted:**

- Public Rest Rooms, Changing Rooms;
- Playground Equipment;
- Fencing, Patios, Stairways, Barbecue and Fire Pits;
- Parking, Staging, Processing and Storage Areas for agricultural crops;
- Shade Houses;

- Other similar accessory uses and structures, determined by the Planning Director to be required for the conduct of the principal uses.

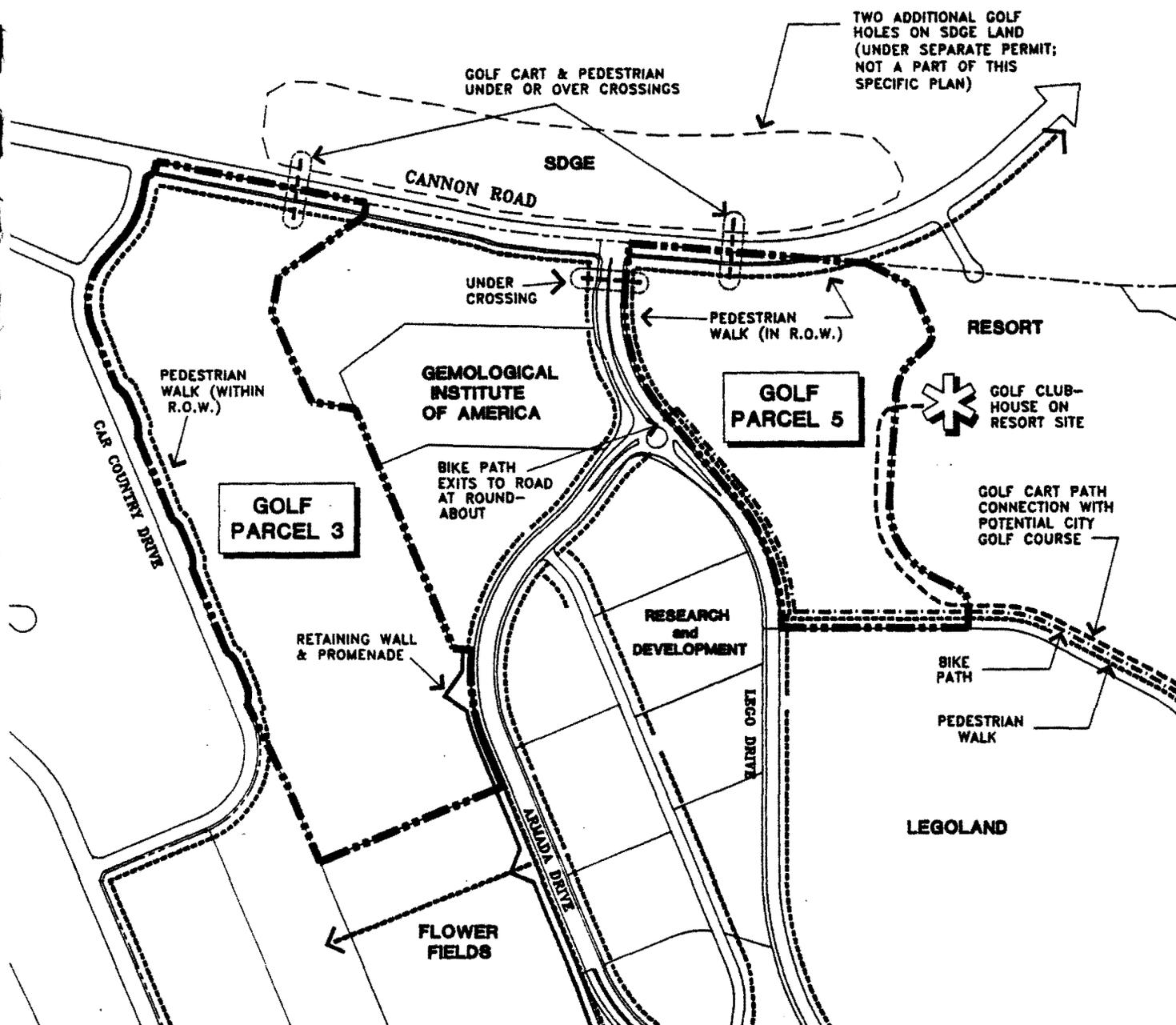
b. **Parking Standards**

Parking spaces for all permitted and ancillary uses shall be provided consistent with Section 21.44 of the Carlsbad Municipal Code. Parking for the golf course will be accommodated in the resort parcel, Planning Area 5, adjacent to the fitness center/clubhouse. Joint use of parking facilities is allowed based on the potential for shared/off-peak uses. Specific reductions in parking requirements shall be determined

based on provisions set forth in Section 21.44.050(a)(4) of the Carlsbad Municipal Code.

c. Building Height

Building Height for all structures within Planning Area 8 shall not exceed twenty-five feet in height, unless a higher elevation is approved by a conditional use permit issued by the Planning Commission.



LAND USE: GOLF COURSE
 NET PARCEL AREA: 72.07 ACRES (2 PARCELS)
 DEVELOPMENT PROGRAM: 7 HOLES GOLF (2 ADDITIONAL HOLES
 PROPOSED ON SDG&E LAND UNDER SEPARATE PERMIT)

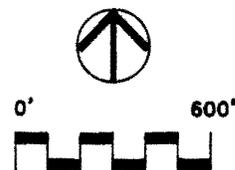


Figure 51

PLANNING AREA 8 - GOLF COURSE

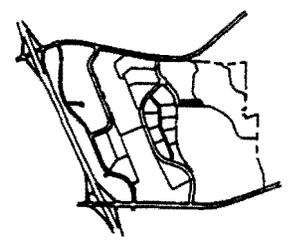
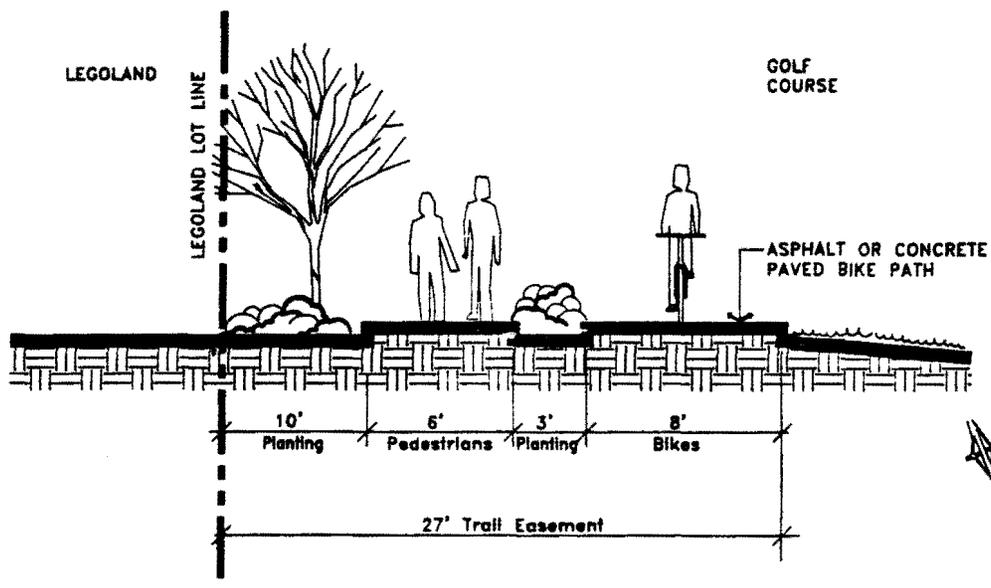
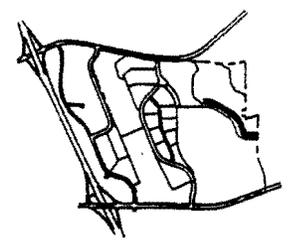
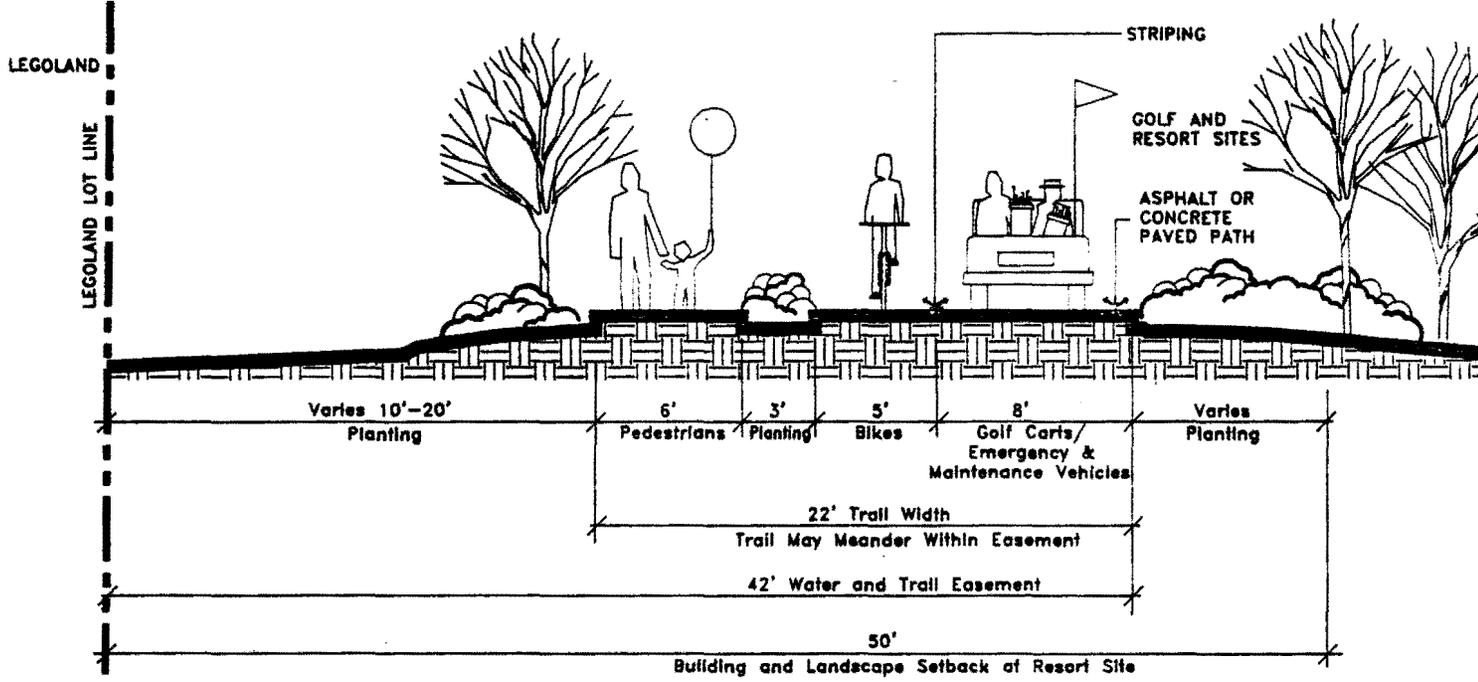


Figure 52

TRAIL AT LEGO/GOLF BOUNDARY

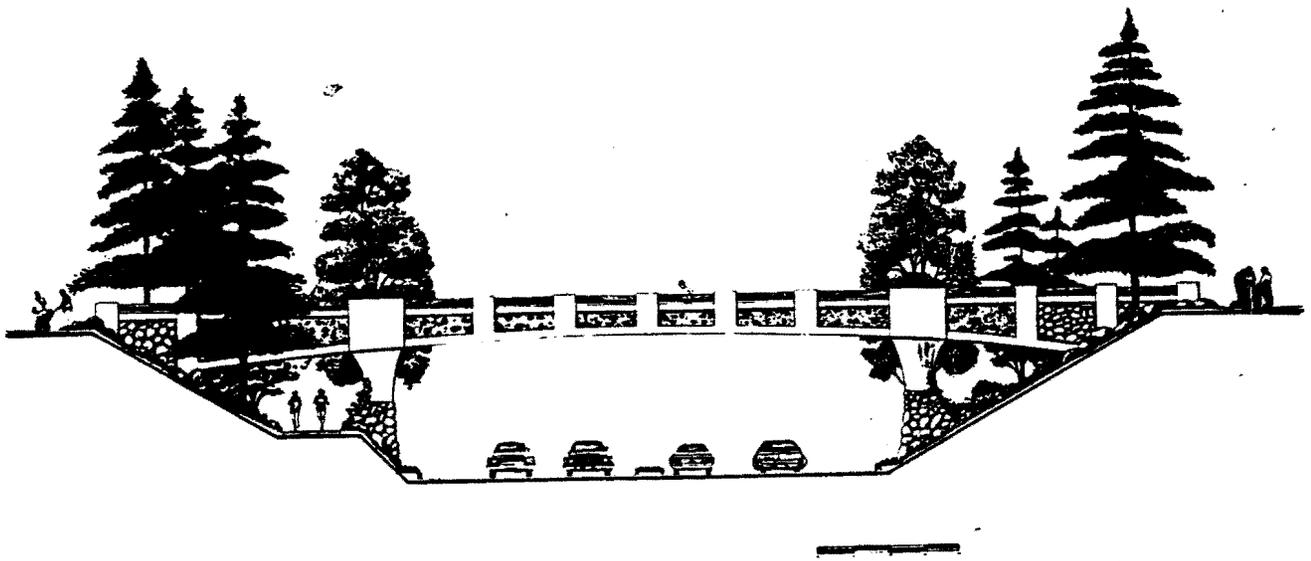


Figure 53

CANNON ROAD GOLF COURSE CROSSING ILLUSTRATIVE

J. PLANNING AREA 9 - NATURAL OPEN SPACE

Planning Area 9 consists of steep slopes covered with native vegetation. No grading or construction is anticipated in this area by the specific plan. Planning Area 9 will remain in its existing condition.

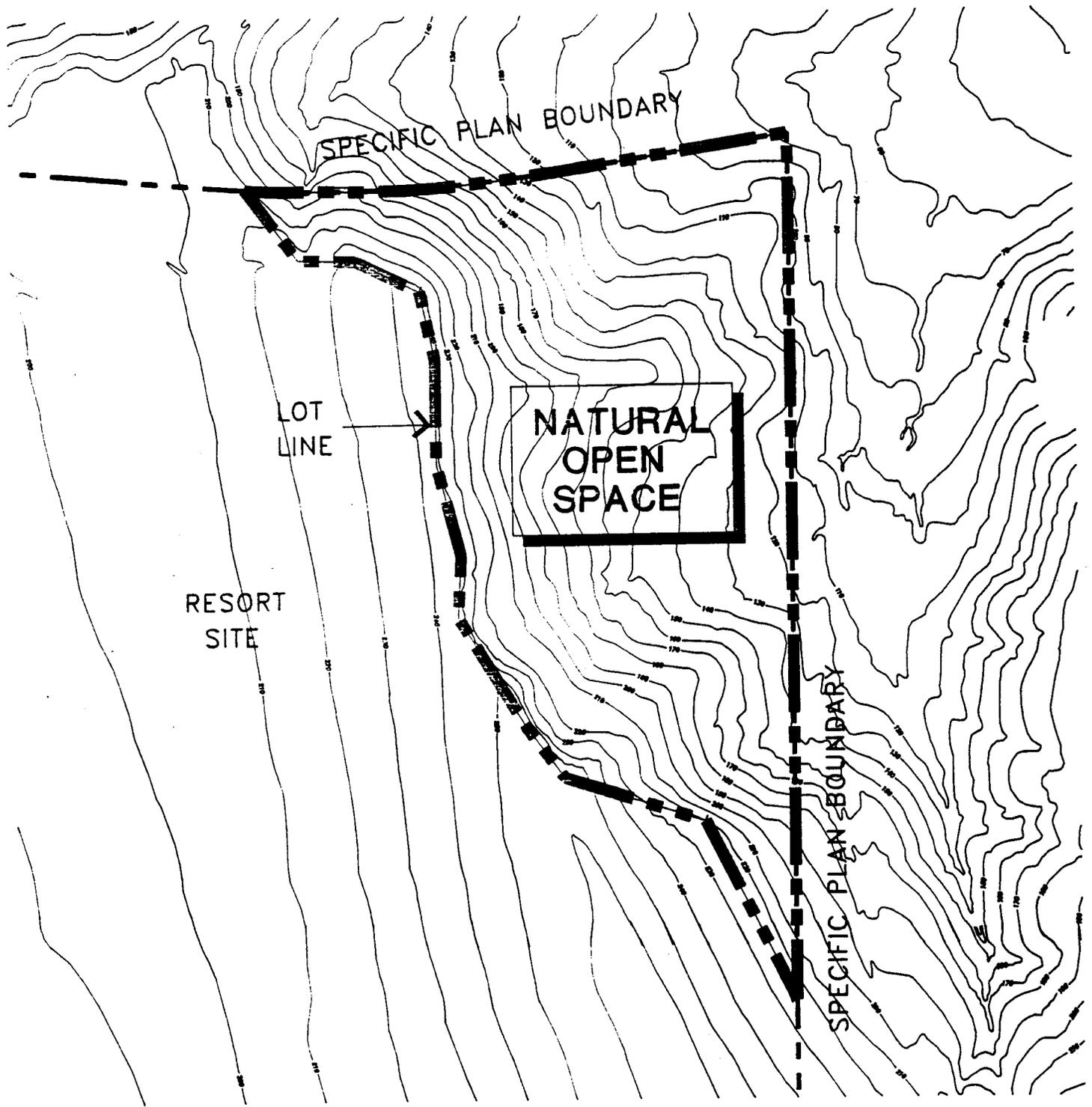
1. DEVELOPMENT STANDARDS

a. Principal permitted uses within Planning Area 9 are as follows:

- Open Space Easements;
- Bicycle & Pedestrian Trails;
- Vista Point.

b. Accessory uses and structures permitted in Planning Area 9 are as follows:

- Fencing;
- Other similar structures and uses required for the maintenance of this area.



LAND USE: OPEN SPACE
 PARCEL AREA: 10.00 GROSS/NET ACRES
 DEVELOPMENT PROGRAM: PRESERVE IN NATURAL STATE.

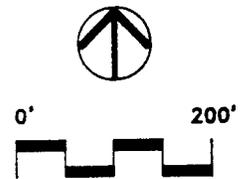


Figure 54

PLANNING AREA 9 - NATURAL OPEN SPACE

IV. COMMUNITY FACILITIES

A. INTRODUCTION

The Carlsbad Ranch Specific Plan land area lies entirely within Local Facilities Management Zone 13. The public facility requirements for this property are fully addressed in the Zone 13 Local Facilities Management Plan (LFMP). The approved Zone 13 LFMP was prepared pursuant to the City's Growth Management Program. The Zone 13 LFMP: (1) provides a detailed description of how the zone will develop, (2) demonstrates how and when each required facility and improvement will be constructed to accommodate phased development within the zone, and (3) provides a complete description of how each facility and improvement will be financed when mitigation is necessary.

The Carlsbad Ranch Specific Plan implements, but does not supersede the Zone 13 Local Facilities Management Plan. The specific plan has been designed to be consistent with the purpose and intent of the Zone Plan. The following are the development policies as they pertain to the community facilities identified in the Zone 13 Local Facilities Management Plan. The following also identifies specific mitigation requirements of the Zone 13 LFMP. Development within the Carlsbad Ranch Specific Plan shall be responsible for providing its fair share of required facilities within Zone 13 as well as impacted facilities outside of Zone 13.

B. CITY ADMINISTRATIVE FACILITIES

Zone 13, including the Carlsbad Ranch Specific Plan Area, will be developed with entirely non-residential uses. Therefore, no impacts will be generated by development in Zone 13 to the City's adopted performance standard, which requires that 1,500 square feet of City Administrative Facilities per 1,000 population must be scheduled for construction within a five year period.

Although the specific plan's non-residential uses include a vocational campus and associated dormitories, the City's Growth Management Ordinance does not count dormitory rooms as dwelling units nor are they considered to be permanent residences. For this reason, the vocational campus will not be subject to the City Administrative Facility Performance Standard. The landowner is compensating for any impacts generated by the dormitory uses through the payment of public facility fees and participation in the Citywide Mello-Roos Community Facilities District which contribute toward the construction of City Administrative Facilities.

As concluded in the Zone 13 LFMP, no mitigation is required for Zone 13 to meet the adopted performance standard.

C. LIBRARY FACILITIES

Zone 13, including the Carlsbad Ranch Specific Plan Area, will be developed with entirely non-residential uses. Therefore, no impacts will be generated by development in Zone 13 to the City's adopted performance standard, which requires that 800 square feet of Library Facilities per 1,000 population must be scheduled for construction within a five year period.

As mentioned under the City Administrative Facilities section, the City's Growth Management Ordinance does not count dormitory rooms as dwelling units nor are they considered to be permanent residences. For this reason the vocational campus will not be subject to the Library Facility Performance Standard. The landowner is compensating for any impacts generated by the dormitory uses through the payment of public facility fees and participation in the Citywide Mello Roos Community Facilities District which contribute toward the construction of Library Facilities.

As concluded in the Zone 13 LFMP, no mitigation is required for Zone 13 to meet the adopted performance standard.

D. PARK FACILITIES

Since the Carlsbad Ranch Specific Plan and the entire Zone 13 LFMP will be developed for non-residential uses, the established performance standard of 3 acres of Community Park or Special Use Area per 1,000 population within the Park District does not apply to Zone 13 or the Carlsbad Ranch Specific Plan. However, the City has concluded that non-residents who work in the City also have an impact on the City's recreational facilities.

This specific plan proposes the development of a golf course open to the public and accessory uses as well as various trails and pedestrian walkways. These facilities will contribute to the recreational needs of the employees working within the specific plan area.

Recreation facilities will be implemented by the specific plan. A brief description of the recreation uses and facilities are as follows:

1. GOLF COURSE

A 9-hole golf course will be developed in Planning Area 8 concurrent with the development of the resort in Planning Area 5. Although privately owned, this golf course will be open to the public.

2. TRAIL SYSTEM/PEDESTRIAN WALKWAY

The proposed trail and pedestrian system have been incorporated into the design of the Plan to encourage pedestrian movement within the specific plan. These trails allow occupants to move freely within the Carlsbad Ranch and to access both the open space and recreational amenities provided. They are also designed to tie in to the future citywide trail system. Signage for the specific plan's proposed trail system will be consistent and meet the signage requirements for the Future Citywide Trail System. Figure 15 on page 52 identifies the location of trails which will be provided.

An extensive pedestrian walkway will be located along the developable ridge's western wall. The pedestrian walkway will be separated from Armada Drive by a planting area. The wall will serve a dual purpose by functioning as a barrier between the agricultural and developed portion of the specific plan as well as providing a walkway with scenic views of the flower fields and the ocean.

3. PARK MITIGATION RECOMMENDATIONS

The Zone 13 LFMP recommendation for park mitigation is to establish a park fee of \$0.40 per square foot on the zone's non-residential development. This fee would be collected at the time of building permit issuance and would be used to construct recreational facilities to offset the demand created by employees within Zone 13.

E. OPEN SPACE

The Growth Management performance standard requires that 15% of the total land area in the zone exclusive of environmentally constrained non-developable land be set aside for permanent open space and must be available concurrent with development. There are 531.33 net acres per the LFMP constraints analysis in Zone 13, therefore, at build out, Zone 13 will require 79.70 acres of performance standard open space. This demand is satisfied by the provision of 119.03 acres (Zone 13 LFMP: OS-1, OS-3 and OS-5) of performance standard open space. The performance standard open space does not include the areas to be utilized for the golf course (Zone 13 LFMP: OS-2 and OS-4). In addition, approximately 19 acres of OS-1 are proposed as a part of the 9-hole golf course at Point Resort and this acreage is not included in the performance standard open space supply.

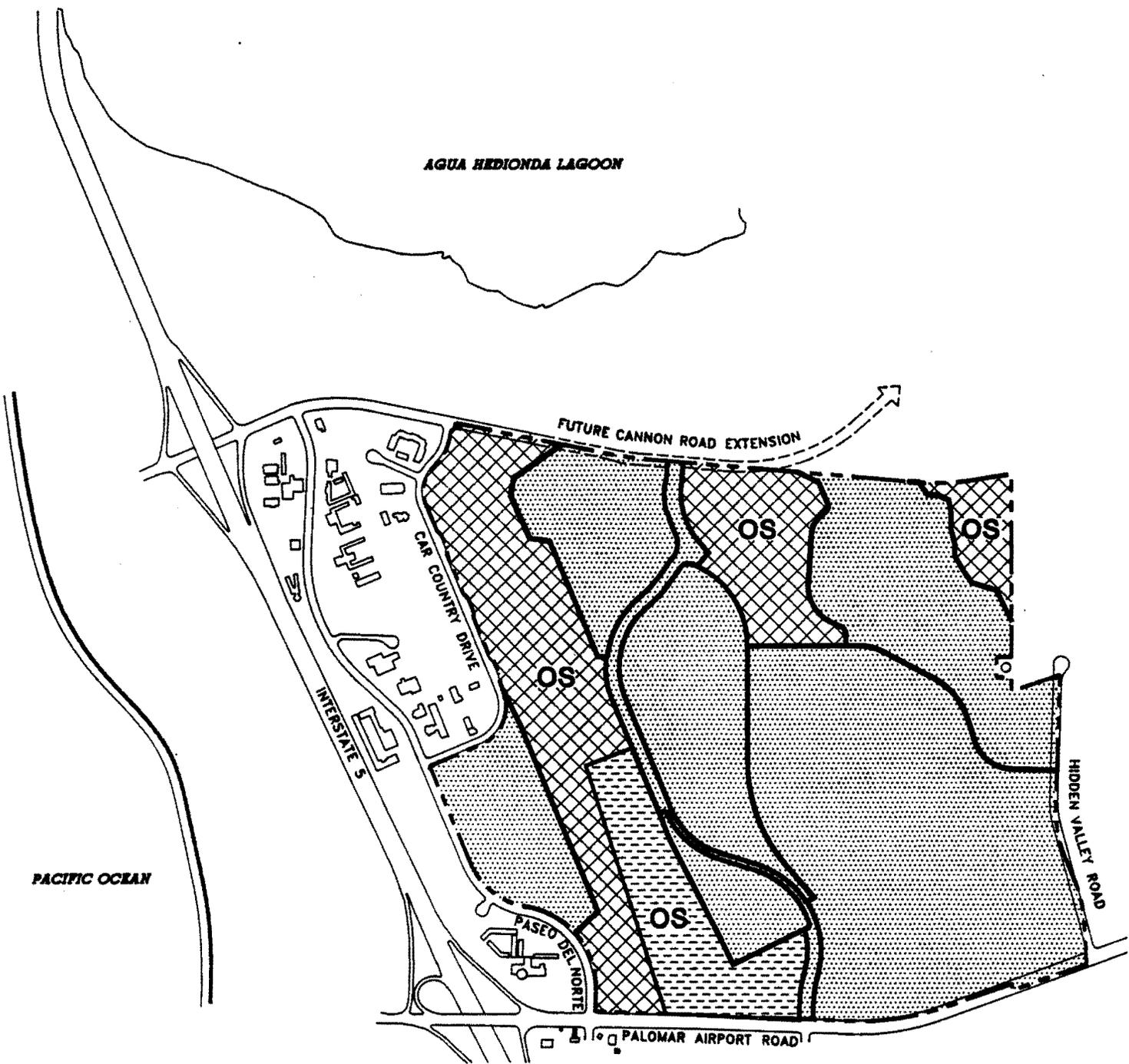


Figure 55

OPEN SPACE



- | | | | |
|---|----------------------------------|---|--------------------------------|
|  | EXISTING GENERAL PLAN OPEN SPACE |  | SPECIFIC PLAN DEVELOPMENT AREA |
|  | PROPOSED GENERAL PLAN OPEN SPACE | | |

F. FIRE

Within the Growth Management Program, a fire performance standard for non-residential uses is not identified. However, a fire performance standard was adopted for the non-residential uses in Zone 5. The Carlsbad Ranch Specific Plan does not exceed any of the three thresholds applied to Zone 5 as discussed below:

1. Daily work force in excess of 12,000 people.

At build out, it is estimated that the daily work-force in the Carlsbad Ranch plus the SDG&E property will be much less than the threshold identified for Zone 5.

2. Specific plan is beyond the five-minute response time for fire protection.

All of the Carlsbad Ranch Specific Plan falls within the five minute response time of Fire Station #4.

3. The Fire Department is unable to provide 1,000 gallon per minute of fire flow in 10 minutes or less.

The Carlsbad Fire Department would need three engine companies on the scene in less than ten minutes to provide 1,000 gallons per minute of fire flow. Fire Stations 2, 3, 4 and 5 can currently reach the Carlsbad Ranch Specific Plan within ten minutes; adequately addressing the third threshold.

Zone 13, and the Carlsbad Ranch currently and at build out, meet all three non-residential fire-service thresholds. For this reason the specific plan and all development in Zone 13 is not required to provide additional fire facilities. However, the specific plan will be required to meet the landscaping restrictions identified in the City of Carlsbad's Landscape Manual as well as provide required sprinkler systems in all proposed development.

G. SCHOOLS

Under the Growth Management Program, a performance standard for non-residential uses is not identified. However, a school performance standard was adopted for the non-residential uses in Zone 5 which assumed that non-residential zones would be required to pay a school fee based on the square footage of development. The fee is based on legislation which determined that employees can educate their children in the same school district in which their place of employment is located. The fee is intended to offset the cost of the construction of school facilities required to accommodate children of parents working within the school district.

The Carlsbad Ranch Specific Plan is within the Carlsbad Unified School District. Applicable non-residential school fees will be paid to the Carlsbad Unified School District at the time of Building Permit issuance.

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V. UTILITIES AND INFRASTRUCTURE

A. INTRODUCTION

Of the utilities required to serve the project the most critical are water and storm drainage. Facilities for reclaiming water are now being implemented along with the facilities for transmission, distribution and storage. Storm drainage runoff must employ *Best Management Practices* to control flooding, detention, desiltation and urban pollution removal prior to being discharged into natural watersheds, wetlands and coastal lagoons.

Sewage from the project will be received by the Encina Water Pollution Control Facility through existing sewer mains and trunk lines and the extension of an existing 10" line in Cannon Road. San Diego Gas and Electric Company will provide both gas and electric services to the site. Water service is provided by the Carlsbad Municipal Water District. The project is within the service boundaries of Pacific Bell for telephone, and Daniel's Cablevision for cable television services. Solid waste removal will be provided by Coast Waste Management, a local private company.

B. DOMESTIC WATER

The City of Carlsbad is divided into three water districts: the Carlsbad Municipal Water District, the Vallecitos Water District and the Olivenhain Municipal Water District. The Carlsbad Ranch is entirely within the Carlsbad Municipal Water District.

As discussed in the Growth Management Ordinance, the Carlsbad Municipal Water District has established two performance standards to ensure adequate water services. The performance standards serve to: 1) ensure line capacity to meet demand and 2) require that a minimum 10-day average storage capacity be provided. These performance standards must be met prior to any development occurring within the zone. The line capacity will be provided with development. Minimum average storage capacity shall be determined by the local agencies; of these the requirement for fire flow is the most demanding.

The project lies entirely within Local Facilities Management Zone 13. Currently, the citywide storage capacity is 12.9 days. The projected storage capacity at build out is 254.5 million gallons with an average daily demand estimated to be 24.54 million gallons. This will provide for a projected storage at build out of 10.4 days.

The specific plan area will be served by two water pressure zones. Parcels 1, 2 and 3 will be provided water service from the lower 255 Pressure Zone. The remaining Parcels numbered 4 through 23 will be provided service from the higher 375 Pressure Zone.

The existing water facilities for the 255 Pressure Zone include:

- A 1.5 MG steel tank reservoir located adjacent to the east boundary of the specific plan.
- Two pressure reducing stations, one at the 1.5 MG steel tank, and the other at the intersection of Palomar Airport Road and Armada Drive.
- A 16-inch and 12-inch pipeline from the 1.5 MG steel tank aligned southwesterly to Palomar Airport Road.
- A 10-inch pipeline in Palomar Airport Road from Armada Drive to Paseo Del Norte.
- A 12-inch pipeline in Paseo Del Norte and Car Country Drive.

The existing water facilities for the 375 Pressure Zone include:

- One 8.5 MG steel tank reservoir (now under construction to replace 1.25 MG).
- A 16-inch pipeline in Palomar Airport Road.
- A 16-inch pipeline from the existing 1.5 MG reservoir to Palomar Airport Road.
- Removal of the existing 12-inch and 16-inch transmissions lines.

The existing water facilities are shown on Figure 57 on page 197.

To provide adequate water service, the following facilities are required in the 375 Pressure Zone only:

- A 16-inch pipeline in Hidden Valley Road extending from Camino de Los Ondas north to the vicinity of the existing 1.5 MG reservoir. This will enable the fire flow to be provided to the area from the 8.5 MG reservoir now under construction.
- A 12-inch pipeline extending in on easement across Parcel 11 from Hidden Valley Road to Cannon Road.
- A 16-inch pipeline in Armada Drive from Palomar Airport Road to Cannon Road.
- A 10-inch pipeline in LEGO Drive.
- A minimum 8-inch pipeline in "D" Street.

- A minimum 12-inch pipeline east of Car Country Drive to the easterly boundary of Zone 13 in Cannon Road.
- A pressure reducing station east of Car Country Drive.

The location and sizes of the above facilities have been approximated. Figure 57 on page 197 provides a conceptual recommendation of where these facilities shall be located. The exact sizes and locations will be determined as areas within the specific plan develop. The water distribution system interior to the project site will be designed at the time of the development of final engineering plans.

This specific plan lies entirely within the boundaries of Zone 13 which currently conforms with the adopted performance standards. Since the water district requires development to install domestic water and fire flow needs as conditions of approval to future development, conformance with the adopted standards will be maintained to ultimate development of the project.

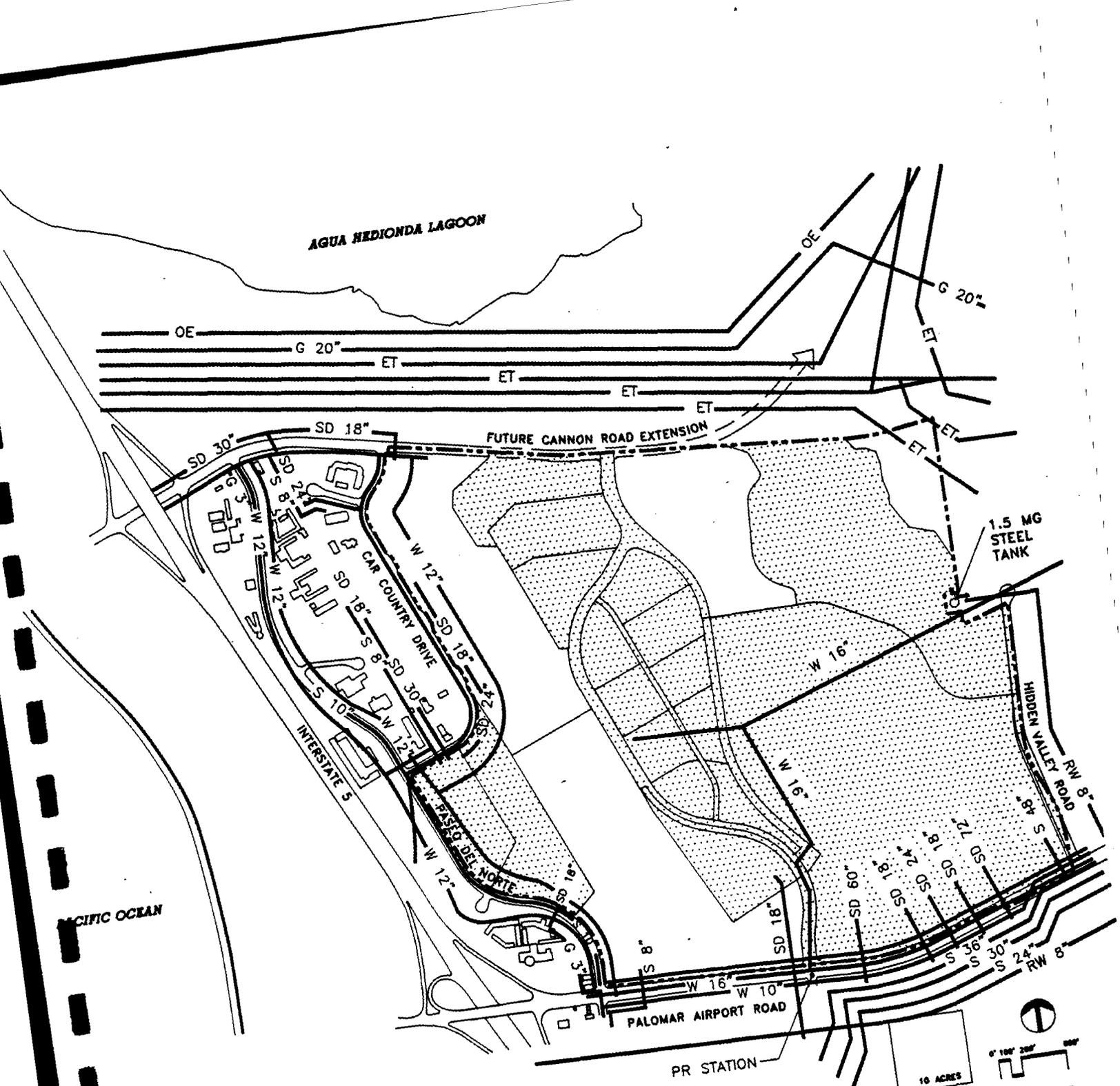


Figure 56
EXISTING UTILITIES

- ET- MAJOR ELECTRICAL TRANSMISSION
- W- POTABLE WATER MAIN
- RW- RECLAIMED WATER MAIN

- SD- STORM DRAIN
- OE- OVERHEAD ELECTRIC

- G- NATURAL GAS
- S- SEWER MAIN

NOTE: PLAN IS DIAGRAMMATIC. SHOWN NOT EXACT.



C. RECLAIMED WATER

On March 21, 1989 the City of Carlsbad adopted an interim Reclaimed Water Use Policy for new land development projects. The policy specified that all new development shall use reclaimed water when reasonably available and that the installation of dual irrigation systems may be required subject to the terms of the Water Reclamation Master Plan.

The Carlsbad Municipal Water District operates and maintains two reclaimed water pipelines in the specific plan area. There is an existing 8-inch pipeline in Palomar Airport Road. Another 8-inch pipeline is in Hidden Valley Road extending from Palomar Airport Road north to the vicinity of an existing 1.5 MG steel tank. The water pressure in these pipelines is the same as the 375 Pressure Zone for domestic water. However, it is noted that the pipeline in Hidden Valley Road may need to be relocated based on proposed site grading plans.

To utilize the reclaimed water supply will require the following:

- A 12-inch pipeline in Hidden Valley Road and an easement from Palomar Airport Road to Cannon Road. (There is an existing temporary 8-inch water line in Hidden Valley Road from Palomar Airport Road to the reservoir.)
- A 20-inch pipeline in Cannon Road from Car Country Drive to the proposed 12-inch pipeline described above.
- An 8-inch pipeline in Armada Drive from Palomar Airport Road to Cannon Road (Carlsbad Ranch Unit No. 1 has been designed and approved as a part of CT 92-07 on December 23, 1993.)
- An 8-inch pipeline in LEGO Drive.
- An 8-inch pipeline in Paseo Del Norte from Palomar Airport Road to Car Country Drive.

There also exists a 16" line located within and south of Palomar Airport Road belonging to the Vallecitos Water District. The City of Carlsbad has the rights to use reclaimed water from that line. That line has the capacity of two million gallons per day. As long as there is a surplus of reclaimed water available, development within this project could use this pipeline as a source of reclaimed water.

The Encina Water Pollution Control Facility currently does not have the capability to generate reclaimed water and no transmission or distribution lines have been constructed from the facility. Studies are now being performed regarding the construction of such facilities. The generating capacity requirements or the location of such a facility have not yet been determined.

As mentioned earlier, new development must agree to use reclaimed water when feasible and available. The existing pipeline in Palomar Airport Road makes access to reclaimed water feasible and readily available as long as surplus reclaimed water capacity exists. Although reclaimed water will be used in the landscape irrigation of the commercial and office complexes, its greatest use will be for the proposed golf course and agricultural fields. Therefore, a dual irrigation system shall be installed for this project.

D. STORM DRAINAGE

In the past, the major concern when designing storm drainage systems was flooding. Today, with the growth of urban areas and concerns over the protection of wetlands and habitat areas, the need for the removal of urban pollutants from urban drainage has increased.

Storm drainage facilities required to prevent flooding will be constructed concurrent with development. Currently, there are no major facilities within the project area. All major facilities outside the project boundaries have been constructed except one which will be constructed when development occurs in that area. This facility is a 51" storm drain and the double 60" storm drain and channel grading collectively referred to as line BAA.

The primary components of the storm drainage system are the subsurface pipes, overland drainage swales and detention basins. As for storm water management, the basins serve three purposes: flood prevention, detention, and desiltation and removal of urban pollutants. Detention requirements have been imposed to regulate the volumes of water being discharged into the downstream wetland areas of the watershed.

The desiltation and removal of urban pollutants will also be factors of the storm drainage systems. Water quality control guidelines have recently been adopted by the State Water Quality Control Board and Environmental Protection Agency. These guidelines will be implemented in the proposed system. The applicant shall comply with the requirements of the National Pollutant Discharge Elimination System (NPDES) permit. The applicant shall provide *Best Management Practices* to control discharges of pollutants to the maximum extent practicable to waters of the United States. Plans for such improvements shall be approved by the City Engineer prior to, or concurrent with, approval of the final map, issuance of grading or building permit, whichever occurs first, in the affected area.

Construction of the above facilities will occur concurrent with development.

E. SEWER AND WASTEWATER FACILITIES

The site is divided into two sewer basins. The existing and proposed facilities are illustrated on Figure 58 on page 202. To the north is a 10" sewer line within existing Cannon Road. This line is adequate in size and remaining capacity to serve the northerly sewer basin of the specific plan. This line travels westerly and is eventually intercepted by the Vista-Carlsbad Interceptor which transports wastewater to the treatment plant. The line in existing Cannon Road shall be extended easterly to Armada Drive within Cannon Road.

There are plans for the future development of the South Agua Hedionda Interceptor which will serve development to the east. This line will replace the existing and proposed sewer main in Cannon Road, however, it is not required for development within the specific plan. The Carlsbad Municipal Water District is presently preparing a preliminary design on the interceptor and may schedule construction within Cannon Road. In addition, the South Agua Hedionda sewer force main is located across the SDG&E property and serves development outside Zone 13.

The portion of the South Agua Hedionda sewer line adjacent to Zone 13 is known as SAHI 3 and 4. These lines flow to the west into the Vista Carlsbad Interceptor sections VC 13, 14 and 15, beginning at Cannon Road and terminating at the Encina Water Pollution Control Facility.

To the south, the Buena/Vallecitos Interceptor runs in a westerly direction on the south side of Palomar Airport Road. This existing line is in use and is sufficient in size and available capacity to serve the southerly and central development phases of the specific plan. The project will be required to extend the 8" sewer from Armada Drive across Palomar Airport Road to the existing sewer at Price Club. The Buena/Vallecitos line also transports wastewater through to the treatment plant without being intersected by other lines. The line has sufficient capacity to sewer the

entire sewer basin at ultimate build out. Therefore, no additional improvements are needed for this line.

No major facilities are required off-site within either sewer drainage basin for development within this project.

An internal sewer system will be required to be designed consisting of 8" sewer mains as shown on Figure 58 on page 202. These lines will connect to the existing sewer main and interceptor located adjacent to the project boundaries. As a condition of approval for future development the design of this system will be required to be in conformance with the adopted standards and to be maintained through ultimate development of the project. No lift stations are anticipated to be constructed to serve the Carlsbad Ranch's internal sewer system. Where ever practical, the sewer system shall be constructed within the public right-of-way.

AGUA HEDIONDA LAGOON

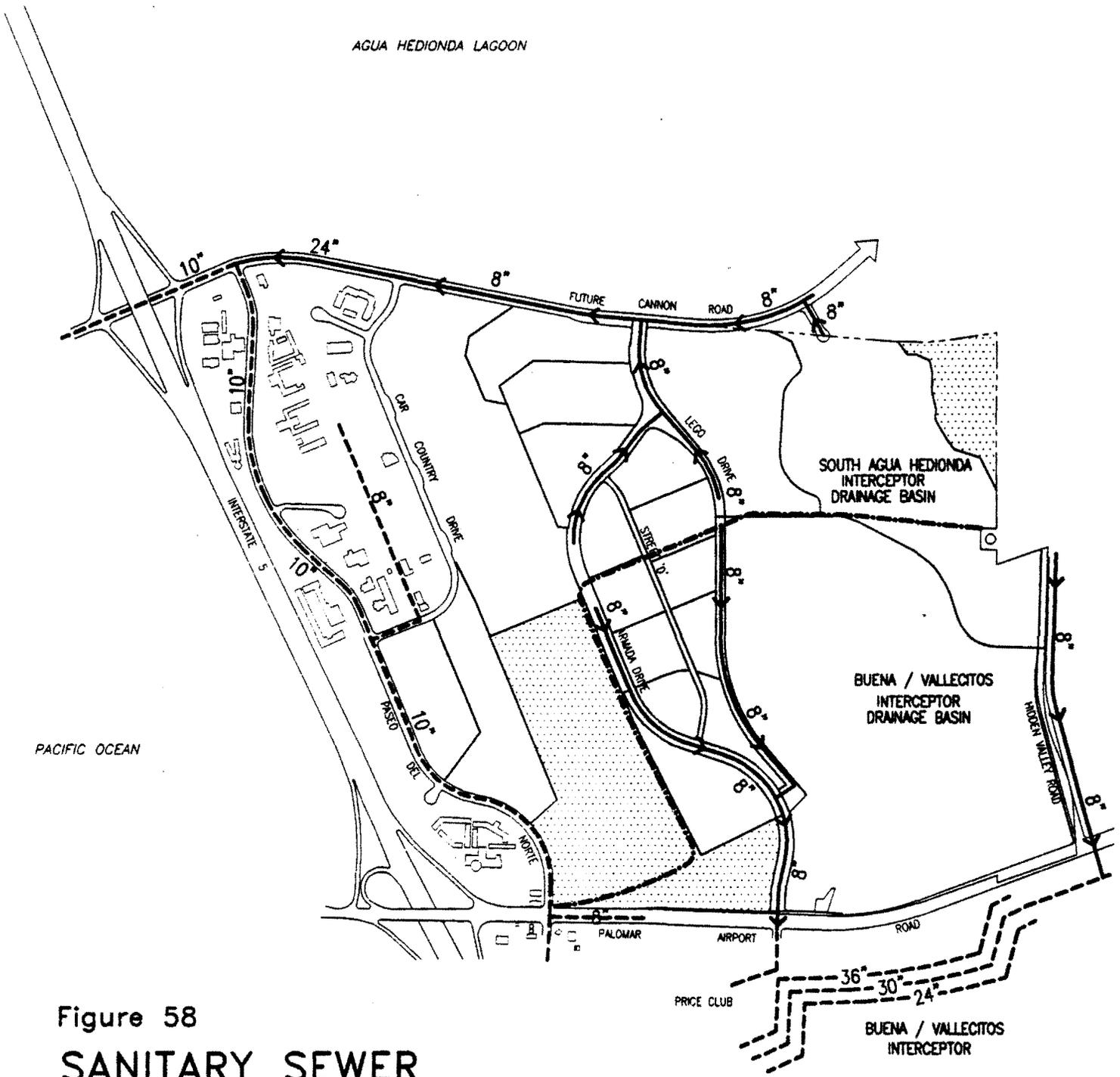
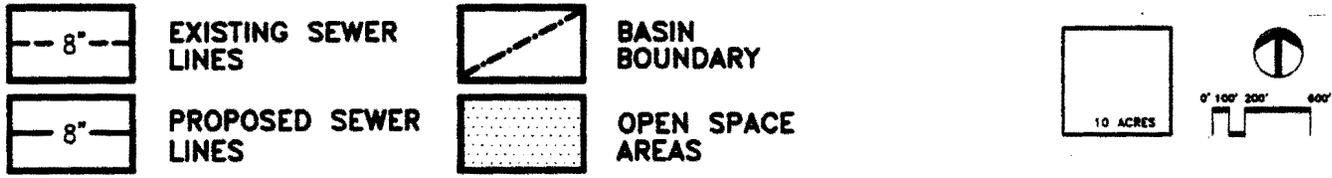


Figure 58
SANITARY SEWER



F. SOLID WASTE

Solid Waste collection and disposal services are provided by the City of Carlsbad. The City contracts these services with Coast Waste Management, a private company.

G. ELECTRICITY

Electricity will be provided to the site by San Diego Gas and Electric Company. There currently exists circuit points along Palomar Airport Road and Paseo del Norte which are adequate to service the site.

H. NATURAL GAS

Natural gas will also be provided by San Diego Gas and Electric Company. There exist 3" high pressure gas lines within Palomar Airport Road, Cannon Road, Car Country Road and Paseo del Norte. The line within Palomar Airport Road will need to be extended easterly and then northerly into the site at the time of development. Also, the project lies within the service area of an existing 20 inch high pressure gas line.

I. TELEPHONE

Pacific Bell provides telephone service to this area. No service problems are anticipated with the development of this service area.

The planning and design of "dry" utilities (electricity, natural gas and telephone) are typically not started until the initial stages of the final design of the project site improvement and grading plans. Utility lines will be located underground and construction will be concurrent with development since these utilities are usually "joint trenched" within the public right-of-way. The costs of providing these improvements are typically passed onto the consumer via initial hookup fees and monthly charges.

J. CIRCULATION

The primary factors influencing and guiding development in the Carlsbad Ranch Specific Plan are the project's circulation impacts. The proposed development for the Carlsbad Ranch Specific Plan has been primarily constrained by a maximum generation of 69,376 Average Daily Trips (ADT's) for the Zone 13 area based on projected traffic intensity in the circulation system affected by the Carlsbad Ranch Specific Plan. This figure represents the maximum ADT's which can be accommodated by the build out design of the surrounding circulation facilities in particular, the I-5 interchanges with current peak hour assumptions related to the proposed land uses. The volume and

distribution of traffic generated from the Carlsbad Ranch has been carefully analyzed to maintain conformance with the Zone 13 LFMP. Specific land uses, development locations and square footages for the specific plan were determined as a result of the site's traffic considerations. The City of Carlsbad's Growth Management Program sets a Circulation Performance Standard which prohibits any impacted road segment or intersection within or outside of the zone to exceed Service Level C during off-peak hours or Service Level D during peak hours.

To maintain an acceptable Level of Service on all roadways impacted by the Carlsbad Ranch Specific Plan, specific mitigation measures and circulation improvements have been identified.

The circulation improvements identified are categorized into projected improvements needed now, during development of Zone 13 and at build out. These time frames represent milestones as opposed to actual completion dates. The milestones are based on assumed traffic intensity from projected growth assumptions and therefore are intended to be used for planning purposes only.

As a means of ensuring facility adequacy, the City of Carlsbad has established the Growth Management Monitoring Program to monitor the City's growth and identify those facilities which fail to meet the City's Facility Performance Standards. If the City determines that the timing of the necessary improvements needs to be accelerated, then the required improvements must be adjusted to ensure conformance with the adopted Performance standard. However, if the proposed project is delayed or other traffic generating uses within the affected area are not developed, then the required construction or financial guarantee required to meet the Performance Standard may be delayed as long as the facilities are provided concurrent with need and a financing program guaranteeing their construction is in place.

A traffic report has been prepared concurrent with this specific plan to identify mitigation measures and circulation improvements needed as a result of development within the Carlsbad Ranch Specific Plan. To ensure consistency between mitigation measures in the specific plan and other concurrent applications, this report is also the basis for the circulation improvements identified for the entire Zone 13 area in the Zone 13 Local Facilities Management Plan Amendment. In addition, the report is also the basis for the traffic section of the Carlsbad Ranch Specific Plan EIR.

The construction of the following circulation improvements shall be financially guaranteed, as set forth in the finance chapter of the Zone 13 LFMP:

1. IMPROVEMENTS NEEDED NOW

a. Cannon Road/I-5 Northbound and Southbound Ramps

Install traffic signals. Also, at the Southbound Ramps widen the ramp and add a southbound left-turn lane. Restripe the westbound through lane for an additional left-turn lane.

Estimated Cost - \$232,000

Timing:

The I-5 Ramps at Cannon Road are not within the City of Carlsbad's jurisdiction, however, Carlsbad's adopted Capital Improvement Program has scheduled TIF and PFF funds for the City's share of the improvements to the ramps. The timing for these improvements is controlled by CalTrans, the responsible jurisdiction for completing the work. This dedication of funds guaranteed the specific improvement needed to bring this intersection into conformance with the City's adopted performance standard. For these reasons, no further action is required prior to development within Zone 13.

2. INTERIM YEAR IMPROVEMENTS

a. Cannon Road from I-5 to Car Country Drive - Add an additional westbound through lane for a total of three westbound lanes.

Estimated Cost - \$150,000

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-1, TR-2, TR-3, O/PI-1, O/PI-2 of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- b. Cannon Road from Car Country Drive to the eastern Zone Boundary - Construction of Cannon Road to full major arterial standards except for the sidewalk on the north side adjacent to undeveloped areas.

Estimated Cost - \$8,467,000

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-1, TR-2, TR-3, O/PI-1, or O/PI-2 of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP. Reimbursement from SDG&E will be required for proportional share of improvements.

- c. Armada Drive/Lego Drive from Cannon Road to Palomar Airport Road - Construction of Armada Drive/Lego Drive to two lanes in each direction.

Estimated Cost - \$2,573,000

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-2, TR-3, O/PI-1, O/PI-2, TR/C or R of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- d. Paseo del Norte/Cannon Road - Install traffic signal. Also, provide an exclusive left-turn lane and a shared through/right-turn lane in the southbound direction. In the northbound direction, add a left-turn lane and restripe the exclusive right-turn lane for a shared through/right-turn lane. Also, add an eastbound left-turn lane and westbound shared through/right-turn lane.

Estimated Cost - \$169,000

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-1, TR-2, O/PI-1, O/PI-2 or R of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- e. Car Country Drive/Cannon Road - Install traffic signal. Provide an exclusive left-turn lane and two through lanes in the westbound direction. In the northbound direction, add an exclusive right-turn lane.

Estimated Cost - \$110,000

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-1, TR-2, O/PI-1, O/PI-2 or R of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- f. Paseo del Norte/Palomar Airport Road - Provide a westbound exclusive right-turn lane.

Estimated Cost - \$185,000

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-3, O/PI-2, TR/C or R of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- g. Lego Drive/Cannon Road - Install traffic signal. Provide two left-turn lanes and an exclusive right-turn lane in the northbound direction; two through lanes and an exclusive right-turn lane in the eastbound direction; and two left-turn lanes and two through lanes in the westbound direction.

Estimated Cost - \$5,000 (signal cost included in LEGO Drive/Armada Drive cost estimate)

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-1, TR-2, TR-3, O/PI-1 or O/PI-2 of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- h. Armada Drive/Palomar Airport Road - Install traffic signal modifications as necessary. Restripe the northbound approach for two left-turn lanes and a shared through/right-turn lane. In the southbound direction, provide two left-turn lanes, one shared through/right-turn lane, and an exclusive right-turn lane. Also, add an eastbound left-turn lane and a westbound exclusive right-turn lane.

Estimated Cost: \$205,000

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea O/PI-2, TR-3 or TR/C of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- i. Hidden Valley Road/Palomar Airport Road - Construction of intersection to include two through lanes, one shared right/through lane and one left turn lane in the eastbound and westbound directions. Provide one shared southbound left/right/through lane. Provide a shared right-turn/through lane and one left-turn lane in the northbound direction.

Estimated Cost - \$155,000

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea O/PI-2, TR-3 or TR/C of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- j. One of the following two groups of improvements dependent upon whether Cannon Road is constructed between Zone 13 and El Camino Real:

Conditions if Cannon Road is not Extended:

- i. Palomar Airport Road/I-5 Northbound Ramps - Restripe the westbound Palomar Airport Road approach for the following: two through lanes, one shared through/right-turn lane, and one exclusive right-turn lane.

Estimated Cost: \$1,725

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea O/PI-2, TR-3, TR/C or R of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- ii. College Boulevard/Palomar Airport Road - Provide two left-turn lanes, one through lane, and one shared through/right-turn lane in the northbound direction. Restripe the southbound College Boulevard approach for the following: one left-turn lane, one shared through/right-turn lane, and one exclusive right-turn lane.

Estimated Cost: \$1,150

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-1, TR-2, TR-3, O/PI-1, O/PI-2, TR/C or R of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

Conditions if Cannon Road is Extended:

- i. Cannon Road/I-5 Northbound Ramps - Widen the northbound on ramps and restripe the westbound Cannon Road approach to provide one through lane, one shared through/right-turn lane, and one exclusive right-turn lane.

Estimated Cost - \$1,150

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-1, TR-2, O/PI-1, O/PI-2 or R of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- ii. Palomar Airport Road/I-5 Northbound Ramps - Restripe the westbound Palomar Airport Road approach to provide two through lanes, one shared through/right-turn lane, and one exclusive right turn lane.

Estimated Cost - \$1,725

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-3, O/PI-2, TR/C or R of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- iii. College Boulevard/Palomar Airport Road - Provide two left-turn lanes, one through lane, and one shared through/right lane in the northbound direction. Restripe the southbound approach for a left-turn lane, a through lane, and a shared through/right-turn lane.

Estimated Cost - \$1,150

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-3, O/PI-2, TR/C or R of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- iv. Cannon Road from eastern Zone boundary to El Camino Real - Construction of Cannon Road to two lanes in each direction.

Estimated Cost - \$3,247,000

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-1, TR-2, TR-3, O/PI-1 or O/PI-2 of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- v. El Camino Real/Cannon Road - Provide three through lanes, one exclusive right-turn, and two exclusive left-turn lanes in the southbound direction. Provide two through lanes, one shared through/right-turn lane, and two exclusive left-turn lanes in the northbound direction. In the eastbound direction, provide one through lane, one shared through/right-turn lane and two exclusive left-turn lanes. In the westbound direction, provide one through lane, one shared through/right-turn lane, and two exclusive left-turn lanes. Install a traffic signal.

Estimated Cost - \$340,000

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-1, TR-2, TR-3, O/PI-1 or O/PI-2 of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

3. IMPROVEMENTS NEEDED BY BUILD OUT

- a. Cannon Road/I-5 Northbound Ramps - Restripe the westbound Cannon Road approach to provide one through lane, one shared through/right-turn lane, and one exclusive right-turn lane. In addition, widen the on ramp and provide an additional eastbound Cannon Road left-turn lane. Also, widen the off ramp and add a northbound exclusive right-turn lane.

Estimated Cost - \$4,600

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-1, TR-2, O/PI-1, O/PI-2 or R of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- b. Paseo del Norte/Cannon Road - Construction of an additional eastbound left-turn lane for a total of two exclusive left-turn lanes, one through lane, and one through/right-turn lane. In addition, at a point east of the intersection, an additional westbound Cannon Road through lane would be required. At the intersection, this would result in the following lane configuration in the westbound direction: one exclusive left-turn lane, two through lanes, and a shared through/right-turn lane.

Estimated Cost - \$27,000

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-1, TR-2, O/PI-1, O/PI-2 or R of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- c. Paseo del Norte/Palomar Airport Road - Restripe the northbound and southbound Paseo del Norte approaches to provide two exclusive left-turn lanes, one shared through/right-turn lane, and one exclusive right-turn lane. Provide an eastbound exclusive right-turn lane.

Estimated Cost - \$2,300

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-3, O/PI-2, TR/C or R of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- d. El Camino Real/Cannon Road - Restripe the southbound El Camino Real approach to provide for two left-turn lanes, two through lanes, one shared through/right turn lane, and one exclusive right-turn lane. In addition, provide an exclusive right-turn lane on the eastbound Cannon Road approach. [Note: Improvements listed in Condition 2.i.v. (Cannon Road extended) may be built prior to the above improvements. If they are not built, then they must be constructed with the above improvements.]

Estimated Cost - \$6,325

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-1, TR-2, O/PI-1, O/PI-2 or R of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

- e. Cannon Road from eastern Zone boundary to El Camino Real - Construction of Cannon Road to full major arterial standards from the eastern Zone boundary to El Camino Real.

Estimated Cost - \$3,247,000

Timing:

Prior to recordation of a final map, issuance of a grading or building permit, whichever occurs first for any project within subarea TR-1, TR-2, O/PI-1 or O/PI-2 of Zone 13, if the City Engineer determines that this improvement is necessary to maintain the Growth Management Circulation Performance Standard, the developer of that subarea shall financially guarantee its construction as set forth in the Finance section of the Zone 13 LFMP.

In addition to the facilities identified in the Zone 13 LFMP, the Carlsbad Ranch Specific Plan, and the EIR, Figure 15 on page 52 illustrates the envisioned internal Circulation Program of the Carlsbad Ranch property. Development of the identified internal roadways will occur prior to or concurrent with the appropriate phase of development they will serve.

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VI. SPECIFIC PLAN IMPLEMENTATION MEASURES

A. ORDINANCES TO BE ADOPTED

As this specific plan is both a policy and regulatory document, it is to be adopted by ordinance to legally serve as the zoning for the Carlsbad Ranch. Unless otherwise stated in the Carlsbad Ranch Specific Plan, the requirements of the underlying zone and the City of Carlsbad's Municipal Code shall apply.

The Carlsbad Ranch Specific Plan is supplemental to the existing certified Mello II Implementing Ordinances. Unless otherwise stated in the Carlsbad Ranch Specific Plan, all of the municipal code provisions and implementing ordinances of the existing Mello II Implementation Plan are applicable to the Carlsbad Ranch.

B. SUBSEQUENT APPROVALS NECESSARY TO IMPLEMENT THE SPECIFIC PLAN

The Carlsbad Ranch Specific Plan is accompanied by a General Plan Amendment, Local Coastal Program Amendment, Local Facilities Management Plan Amendment, Land Conservation Contract Cancellation, Zone Change, Tentative Map, Non-Residential Planned Unit Development, Hillside Development Permit and an Environmental Impact Report. Prior to development of any property within the Carlsbad Ranch Specific Plan, a Coastal Development Permit must be obtained. The Coastal Development Permit must be provided to the City of Carlsbad prior to the issuance of a grading or building permit.

Subsequent permits and approvals shall be required prior to development within the individual planning areas as follows:

1. Planning Area 1

Any development of the property shall be subject to the approval of a Site Development Plan pursuant to Section 21.06 (Qualified Overlay Zone) of the Carlsbad Municipal Code. Contained within the Carlsbad Ranch Specific Plan, the Environmental Impact Report, Local Facilities Management Plan for Zone 13 and a Site Development Plan application submitted to the City of Carlsbad Planning Department is sufficient information to make the following findings with respect to a vocational school for the Gemological Institute of America:

- a. The requested use, a vocational school, is desirable for the development within the City of Carlsbad and is essentially in harmony with the elements and objectives of the General Plan. In addition, the development of a vocational school is not detrimental to the health, safety and welfare of the citizens and visitors of

Carlsbad, to the existing uses within this portion of the City of Carlsbad or to uses specifically permitted in the zone that the proposed use will be located.

- b. Planning Area 1 of the Carlsbad Ranch Specific Plan is of adequate size and shape to accommodate the use of this site for a vocational school.
- c. All yards, setbacks, walls, fences, landscaping and any other features necessary for the intended use of a portion of Planning Area 1 as a vocational school will be provided and maintained in accordance with the Carlsbad Ranch Specific Plan and the Municipal Code for the City of Carlsbad.
- d. The street system serving the site is adequate to handle all traffic generated from this use.

These findings are supported by the facts, findings, conditions and mitigation measures of this specific plan, the Environmental Impact Report (EIR 94-01), the Local Facilities Management Plan for Zone 13 and an approved Site Development Plan (SDP 94 -06). These documents are incorporated herein by reference.

Any other uses proposed for this site that are not specifically addressed herein shall be subject to all applicable processing requirements of the underlying zone and Title 21 (Zoning) of the Carlsbad Municipal Code.

2. Planning Area 2

Any development of the property shall be subject to the approval of a Site Development Plan pursuant to Section 21.06 (Qualified Overlay Zone) of the Carlsbad Municipal Code. A Site Development Plan application may be submitted for the entire planning area, for any combination of contiguous lots or for any individual lot as may be requested by the property owner or his authorized agent, subject to the approval of the Planning Director.

Any other uses proposed for this site that is not specifically addressed herein shall be subject to all applicable processing requirements of the underlying zone and Title 21 (Zoning) of the Carlsbad Municipal Code.

3. Planning Area 3

Any development of the property including hotels and/or commercial living units (timeshares) shall be subject to the approval of a Site Development Plan pursuant to Section 21.06 (Qualified Overlay Zone) of the Carlsbad Municipal Code. In addition, a hotel or commercial living unit (timeshare) project shall be subject to the requirements of Section 21.42.010(10) of the Carlsbad Municipal Code. In addition to the above requirements, the City Council shall make the final decision to approve or disapprove the Site Development Plan.

Any other uses proposed for this site that is not specifically addressed herein shall be subject to all applicable processing requirements of the underlying zone and Title 21 (Zoning) of the Carlsbad Municipal Code.

4. Planning Area 4 (LEGOLAND Carlsbad)

Any development of the property shall be subject to the approval of a Site Development Plan pursuant to Section 21.06 (Qualified Overlay Zone) of the Carlsbad Municipal Code. Due to the unique nature of LEGOLAND Carlsbad, the Site Development Plan shall be submitted to both the Planning Commission and City Council for review. The City Council shall make the final decision to approve or disapprove the Site Development Plan. This specific plan authorizes and approves a LEGOLAND family park as a permitted use of this Planning Area for zoning purposes and, therefore, a conditional use permit shall not be required pursuant to Section 21.42.010(5)(F) of the Carlsbad Municipal Code.

Development Agreement

Additionally, a Development Agreement may be entered into between the City of Carlsbad and LEGO. This Development Agreement shall not conflict with the requirements of this specific plan.

Amendments to the Site Development Plan

The following types of minor amendments may be approved administratively by the Planning Director:

- a. Changes to the design and location of landscaping within the interior of the park.
- b. Revisions to the design and landscaping of the parking area that will not substantially impact vehicular or pedestrian access.

- c. The relocation of attractions within the interior of the park that will not substantially alter the appearance of the park from any adjacent public road.
- d. Revisions to the architecture of buildings as long as the revisions are in conformance with the Design Guidelines of Section IV.E.3 (LEGOLAND Carlsbad Design Guidelines) of this specific plan.
- e. Any other similar type of revisions determined to be minor in nature by the Planning Director.

All other amendments to the Site Development Plan shall be reviewed and approved by the Planning Commission pursuant to the procedures contained within Chapter 21.06 of the Carlsbad Municipal Code and, additionally, the Planning Commission shall have the right to refer any substantial amendments of a controversial nature to the City Council.

5. Planning Area 5

Any development of the property including hotels and/or commercial living units (timeshares) shall be subject to the approval of a Site Development Plan pursuant to Section 21.06 (Qualified Overlay Zone) of the Carlsbad Municipal Code. In addition, a hotel or commercial living unit (timeshare) shall be subject to the requirements of Section 21.42.010(10) of the Carlsbad Municipal Code. In addition to the above requirements, the City Council shall make the final decision to approve or disapprove the Site Development Plan.

Any other uses proposed for this site that are not specifically addressed herein shall be subject to all applicable processing requirements of the underlying zone and Title 21 (Zoning) of the Carlsbad Municipal Code.

6. Planning Area 6

Any development of the property shall be subject to the approval of a Site Development Plan pursuant to Section 21.06 (Qualified Overlay Zone) of the Carlsbad Municipal Code. Any other uses proposed for this site that are not specifically addressed herein shall be subject to all applicable processing requirements of the underlying zone and Title 21 (Zoning) of the Carlsbad Municipal Code.

In addition to the above requirements, the City Council shall make the final decision to approve or disapprove the Site Development Plan for Planning Area 6.

7. Planning Area 8

A Site Development Plan in lieu of a Conditional Use Permit may be allowed for the development of a golf course in this Planning Area.

C. CAPITAL IMPROVEMENT PROGRAM

The matrix presented in Figure 59 on page 222, identifies the estimated costs of the public works projects contained as special conditions in the Zone 13 Local Facilities Management Plan and described in the Public Facility and Infrastructure chapter of this plan, the measures by which each public works project will be financed, and the persons or agencies responsible for financing and carrying out each proposed improvement.

These improvements are categorized into projected improvements needed for specific years. These years represent milestones as opposed to actual completion dates. The milestones are based on projected growth assumptions and therefore are intended to be used for planning purposes only.

D. PHASING PROGRAM

Although this specific plan is regulatory in nature, it does not regulate the rate of development within Carlsbad Ranch. Other than general market conditions and contractual limitations set forth in the Land Conservation Contract, development within Carlsbad Ranch will be controlled by the availability of adequate public facilities.

Figures 60, 61, 62 and 63 on pages 228 through 231 depict the potential sub-phases of development on the Carlsbad Ranch that might occur if the property owners choose not to grade the site and provide the infrastructure in a single phase. The phasing diagrams do not suggest the sequence or suggested timing of new development, but rather identify the grading and circulation improvements that would occur with the development of portions of the project. See the text beginning on page 237 for a detailed description of the phasing of grading and development.

A phasing program was developed for public facility planning purposes. The phasing program, which is consistent with the Zone 13 LFMP analysis, is presented in Figure 64 on page 232. Other than the scheduling of needed public facilities, the specific plan is not influenced by this phasing program. Development within Carlsbad Ranch may differ from the schedule presented in Figure 64 given the availability of adequate public facilities and services.

Figure 59

**CAPITAL IMPROVEMENT PROGRAM
Per Zone 13 LFMP**

PROJECT	COST	TIMING	FINANCING
DRAINAGE FACILITIES (The following facilities are subject to change depending on the specific drainage program proposed by future development)			
Canyon de las Encinas Watershed:			
42" - 48" Storm Drain Line CB	\$795,667	Concurrent w/ Development	Developer
42" - 51" Storm Drain Line CC	\$855,945	" "	" "
Agua Hedionda Creek Watershed:			
51" - 60" Storm Drain Line BAA	\$873,439	" "	" "
Total Drainage Costs	\$2,525,051		

PROJECT	COST	TIMING	FINANCING
CIRCULATION FACILITIES (Phasing of Circulation Facilities has been updated pursuant to phasing identified in the EIR)			
IMPROVEMENTS NEEDED NOW:			
<u>Cannon Road/I-5 Northbound and Southbound Ramps</u> - Install traffic signals. At southbound ramps, widen the ramps and add a southbound left-turn lane. Restripe the westbound through lane for an additional left-turn lane.	\$232,000	As Indicated	City - PFF/TIF
INTERIM YEAR IMPROVEMENTS:			
<u>Cannon Road from I-5 to Car Country Drive</u> - Provide additional westbound lane	\$150,000	As Indicated	TIF/CFD No. 3
<u>Cannon Road from Car Country Drive to eastern zone boundary</u> - Construction of 2 lanes, each direction	\$8,467,000	" "	CFD No. 1/ Transnet / CFD No. 3 / Fee Program
<u>Armada/Lego Drive from Cannon Road to Palomar Airport Road</u> - Construction of 2 lanes, each direction	\$2,573,000	" "	CFD No. 3
<u>Paseo del Norte/Cannon Road</u> - Install traffic signal. Provide an exclusive left-turn lane and a shared through right-turn lane in the southbound direction. In the northbound direction, add a left-turn lane and restripe the exclusive right-turn lane for a shared through/right-turn lane. Also, add an eastbound left-turn lane and a westbound shared through/right turn lane.	\$169,000	" "	PFF / Developer Funding
<u>Car Country Drive/Cannon Road</u> - Install traffic signal. Provide an exclusive left-turn lane and two through lanes in the westbound direction. In the northbound direction, add an exclusive right-turn lane.	\$110,000	" "	Developer Funding
<u>Paseo Del Norte/Palomar Airport Road</u> - Provide westbound exclusive right turn lane	\$185,000	" "	CFD No. 3

PROJECT	COST	TIMING	FINANCING
<u>Lego Drive/Cannon Road</u> - Install traffic signal and provide two left-turn lanes and an exclusive right-turn lane in the northbound direction; two through lanes and an exclusive right-turn lane in the eastbound direction; and two left-turn lanes and two through lanes in the westbound direction. (Signal cost included in LEGO/Armada Drive cost estimate)	\$5,000	" "	CFD No. 3
<u>Armada Drive/Palomar Airport Road</u> - Install traffic signal modifications as necessary. Restripe the northbound approach for two left-turn lanes and a shared through/right-turn lane. In the southbound direction, provide two left-turn lanes, one shared through/right-turn lane, and an exclusive right-turn lane. Also, add an eastbound left-turn lane and a westbound exclusive right-turn lane.	\$205,000	" "	CFD No. 3
<u>Hidden Valley Road/Palomar Airport Road</u> - Construction of intersection to include two through lanes, one shared right/through lane and one left turn lane in the eastbound and westbound directions. Provide one shared southbound left/right/through lane. Provide a shared right-turn/through land and one left-turn lane in the northbound direction.	\$155,000	" "	CFD No. 3
W/O Cannon Road Extension			
<u>Palomar airport Road/I-5 Northbound Ramps</u> - Re-striping	\$1,725	As Indicated	Developer
<u>College Boulevard/ Palomar Airport Road</u> - Re-striping and construct south leg.	\$1,150	" "	" "
With Cannon Road Extension			
<u>Cannon Road/I-5 Northbound Ramps</u> - Re-striping and widening of northbound on ramp.	\$1,150	As Indicated	TIF / Developer
<u>Palomar Airport Road/I-5 Northbound Ramps</u> - Re-striping	\$1,725	" "	Developer
<u>College Blvd/Palomar Airport Road</u> - Restriping	\$1,150	" "	Developer

PROJECT	COST	TIMING	FINANCING
With Cannon Road Extension			
<u>Cannon Road from eastern zone boundary to El Camino Real</u> - Two lanes, each direction	\$3,247,000	" "	CFD No. 1 / Fee Program / Transnet
<u>El Camino Real/Cannon Road</u> - Construct intersection, signal installation	\$340,000	As Indicated	TIF/PFF / Developer
IMPROVEMENTS NEEDED AT BUILD OUT:			
<u>Cannon Road/I-5 Northbound Ramps</u> - Re-striping and widening	\$4,600	As Indicated	TIF/PFF / Developer
<u>Paseo del Norte/Cannon Road</u> - Lane Construction, east and west	\$27,000	" "	Developer
<u>Paseo del Norte/Palomar Airport Road</u> - Re-striping	\$2,300	" "	" "
<u>El Camino Real/Cannon Road</u> - Re-striping	\$6,325	" "	" "
<u>Cannon Road</u> - Construction from eastern zone boundary to El Camino Real	\$3,247,000	" "	CFD No. 1 / Fee Program / Developer
Total Circulation Costs without Cannon Road Extended	\$15,540,500		
Total Circulation Costs with Cannon Road Extended	\$15,495,250		

PROJECT	COST	TIMING	FINANCING
WATER FACILITIES			
Service Area A:			
16" Water Main	\$112,500	Concurrent w/ Development	Developer
12" Water Main	\$172,800	" "	" "
10" Water Main	\$48,000	" "	" "
8" Water Main	\$56,700	" "	" "
8" Reclaimed Water Main	\$101,250	" "	" "
Pressure Regulating Station	\$75,000	" "	" "
Service Area B:			
16" Water Main	\$325,000	Concurrent w/ Development	Developer
8" Reclaimed Water Main	\$190,350	" "	" "
Total Water Cost	\$1,081,600		

PROJECT	COST	TIMING	FINANCING
SEWER FACILITIES			
10" PVC	\$234,600	Concurrent w/ Development	Developer
Total Sewer Cost	\$234,600		

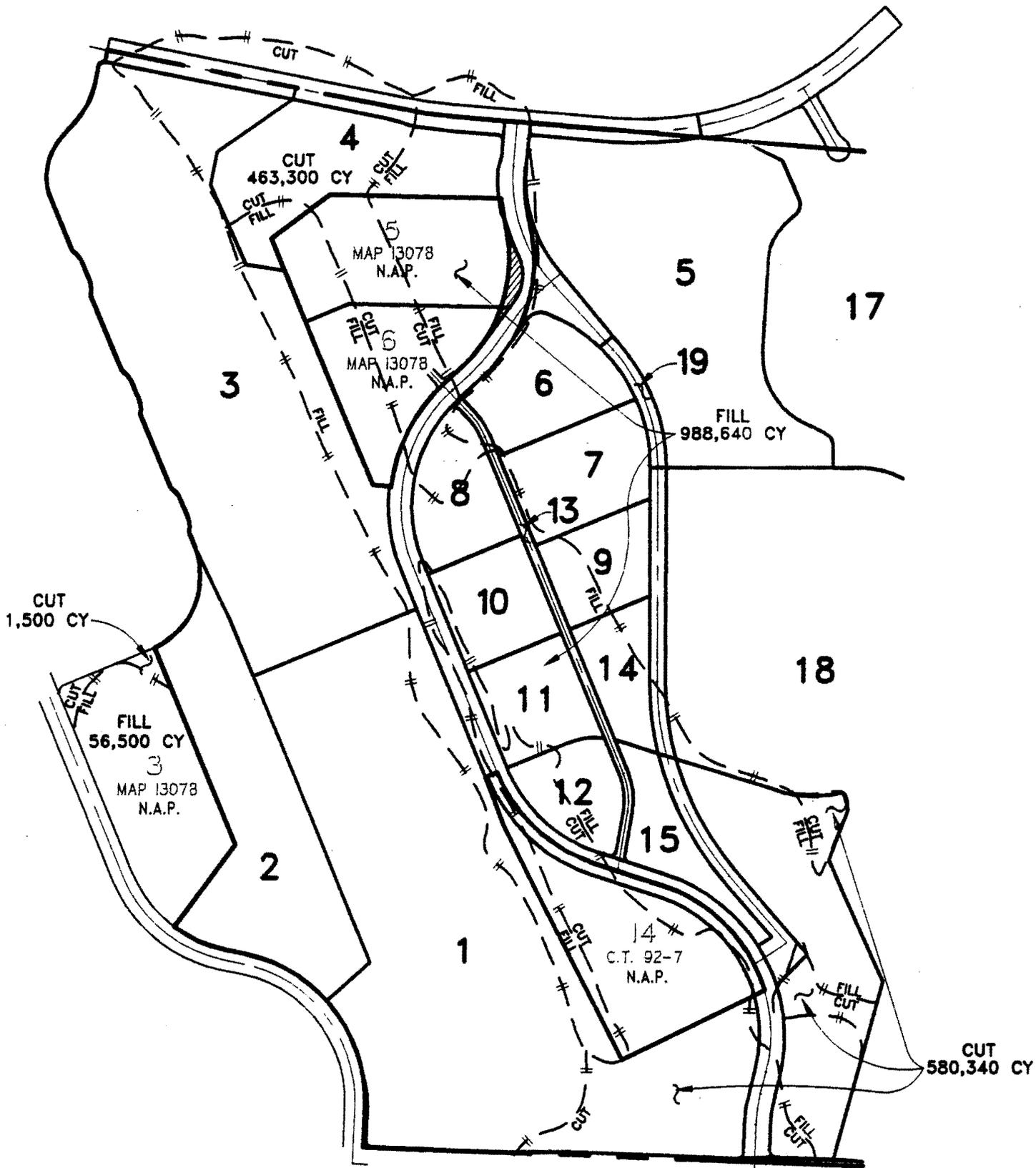
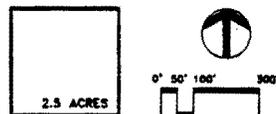


Figure 60

EARTHWORK PHASING - PREVIOUS GRADING DONE FOR CT 92-07



CUT / FILL = 1,045,140 cy

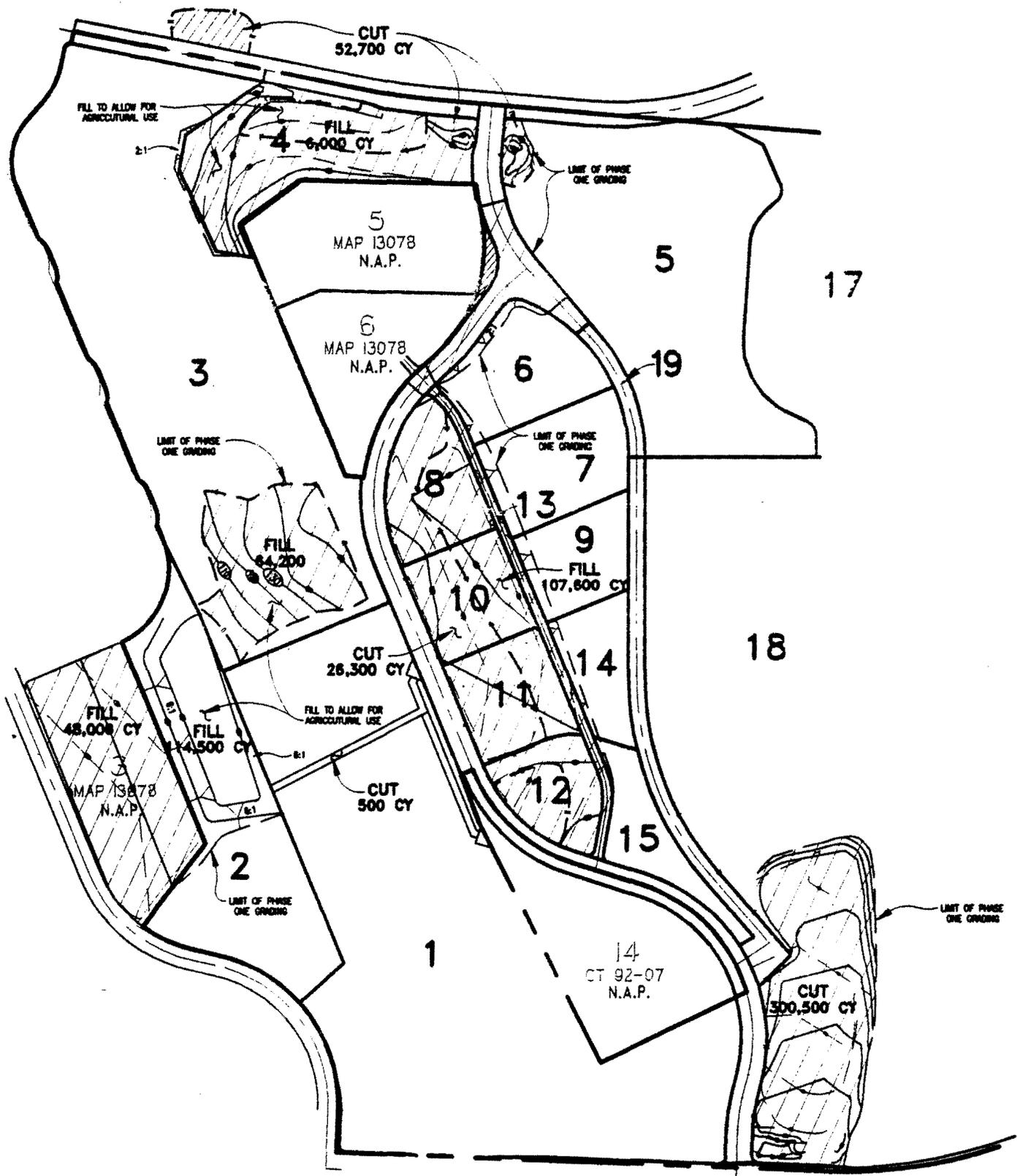
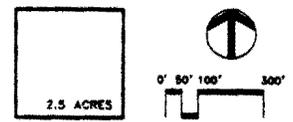


Figure 61

EARTHWORK PHASING — PHASE 1 CT 94-09



CUT = 380,000 cy FILL = 340,300 cy
 TOP SOIL SHRINKAGE = 39,700 cy
 ADJUSTED FILL = 380,000 cy

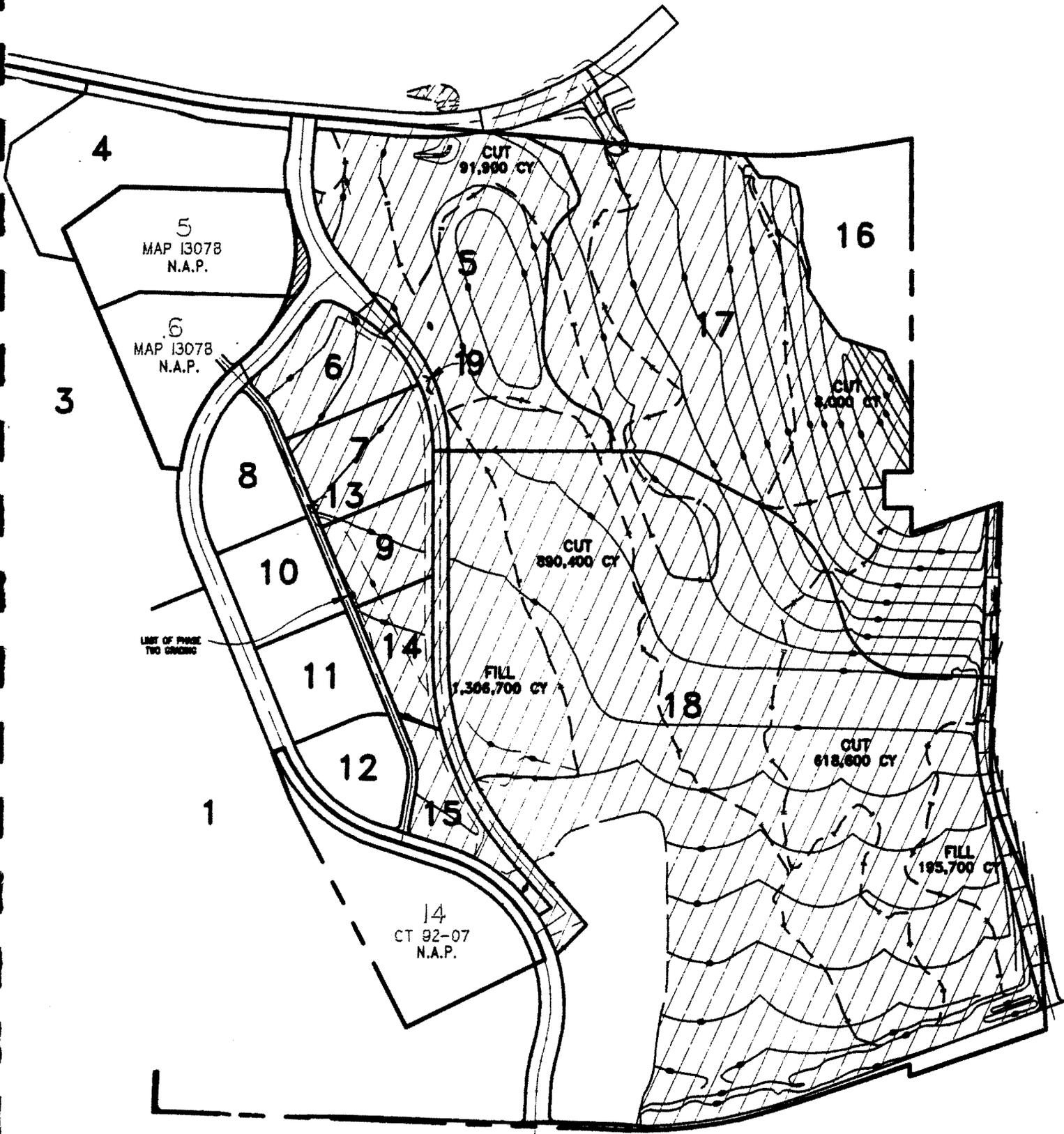
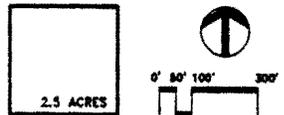


Figure 62

EARTHWORK PHASING — PHASE 2 CT 94-09



CUT = 1,608,900 cy FILL = 1,502,400 cy
 TOP SOIL SHRINKAGE = 106,500 cy
 ADJUSTED FILL = 1,608,900 cy

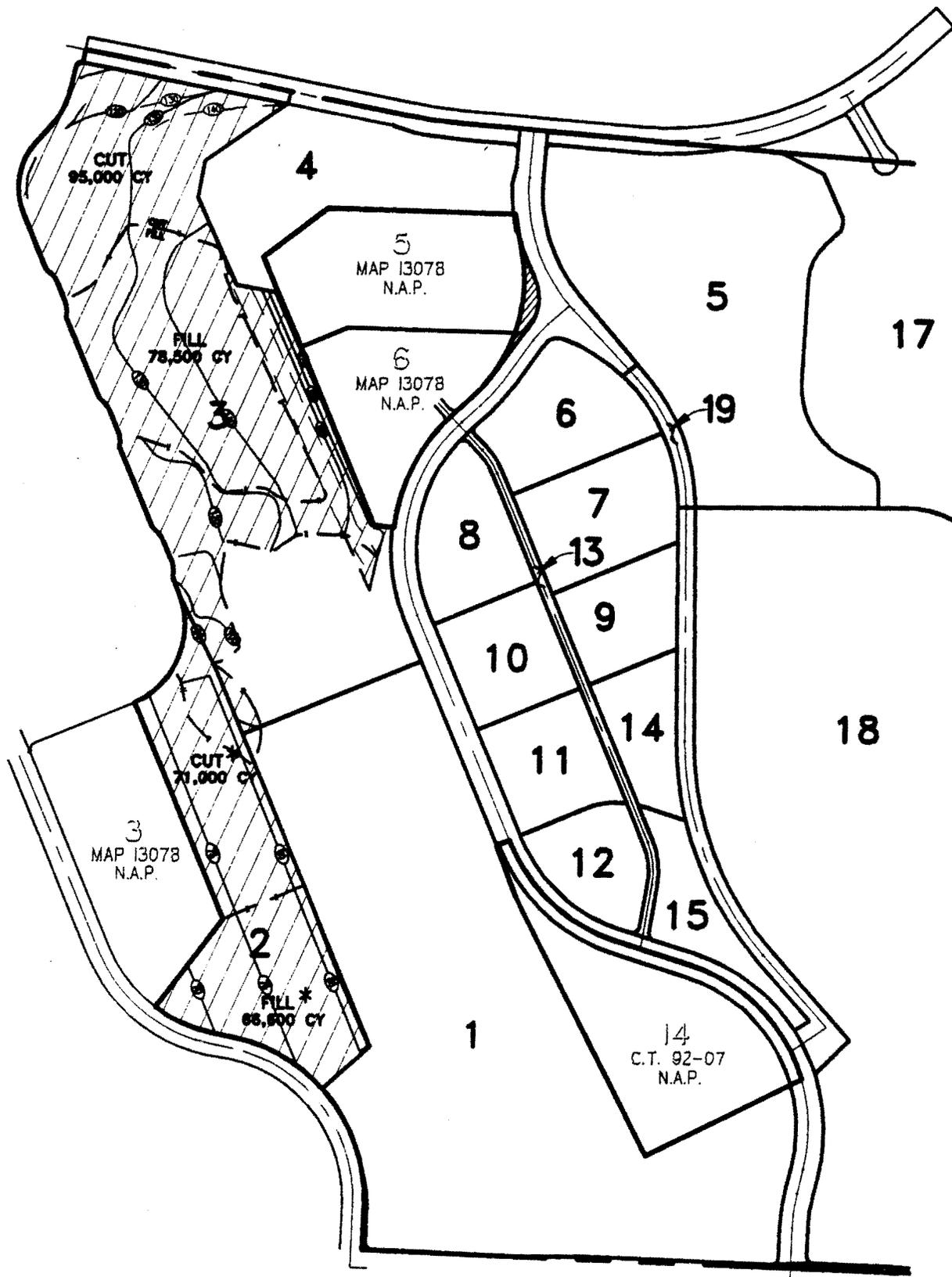
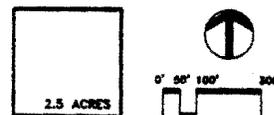


Figure 63

EARTHWORK PHASING — PHASE 3 CT 94-09



CUT = 95,000 cy FILL = 78,500 cy
 TOP SOIL SHRINKAGE = 16,500 cy
 ADJUSTED FILL = 95,000 cy

*EARTHWORK QUANTITY AT LOT 2 IN THIRD PHASE IS NOT COUNTED IN THE TOTAL EARTHWORK AS IT WAS PREVIOUSLY PLACED IN PHASE 1.

Figure 64
CARLSBAD RANCH SPECIFIC PLAN
 PHASING *

Land Use (Planning Area)	1994	1995	1996	1997	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	TOTALS **
LEGOLAND Carlsbad (4) ***						****												425,750
Resort (5),(8)																		
Hotel Suites - 700 Suites						576,000												576,000
Retail						6,000												6,000
Conference Facilities						16,000												16,000
Meeting/Ballrooms						24,000												24,000
Restaurant						19,000												19,000
Golf Course - 9 Holes																		
Restaurant in Club House						6,000												6,000
Gemological Institute (1)																		
Office/R&D/Lab			46,500			56,600			311,500									414,600
Light Manufacturing			18,300															18,300
Warehouse			38,600															38,600
Vocational School/Library						40,000												40,000
Cafeteria/Museum/Auditorium									38,500									38,500
Specialty Retail (6)			100,000		100,000			100,000										300,000
Travel Service (6A)																		
Office (2)			30,000	30,000	30,000	30,000	30,000	15,000	15,000	15,000	15,000	15,000	15,000	15,000	15,000	15,000	15,000	300,000
Research and Development (2)			50,000	50,000	50,000	50,000	50,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	500,000
Hotel/Retail (3)																		
Hotel/Commercial Living Units - 280 Rooms						96,040	96,040											192,080
Retail						20,000												20,000
TOTAL **			283,400	80,000	276,040	1,365,390	80,000	140,000	390,000	40,000	40,000	40,000	40,000	40,000	40,000	40,000	40,000	2,934,830

* This schedule is for the purpose of facility planning only. Actual development may occur sooner or later than shown, so long as adequate facilities are provided concurrent with development in accordance with the Zone 13 Local Facilities Management Plan.

** The numbers in this column are square footage "TOTALS" unless otherwise noted.

*** The square footage for LEGOLAND Carlsbad may vary, but will not have any impact on the demand for public facilities since the planned attendance facilities rather than the square footage of the park will determine facility demands.

**** The exact square footage for the 1999 opening of LEGOLAND Carlsbad will be determined at the time of Site Development Plan approval.

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E. GRADING/EROSION CONTROL

1. INTRODUCTION

The purpose of this section is to establish appropriate guidelines for the grading of the Carlsbad Ranch Specific Plan Area. Since the intent of the specific plan process is to review the area in question in a comprehensive manner, this plan proposes a comprehensive review of the grading for the entire specific plan area.

2. GUIDELINES

The following guidelines are hereby established to assure appropriate grading designs for the Carlsbad Ranch Specific Plan Area. These guidelines incorporate programs and policies from the Mello II segment of Carlsbad's Local Coastal Program as well as City policies and programs dealing with grading and erosion control.

- a. Grading Plans shall conform to the requirements of Chapter 21.95 Hillside Development and Chapter 11.06 Excavation and Grading of the Carlsbad Municipal Code. Preliminary and final grading plans will be prepared in accordance with the Municipal Code for review by the City Engineer.
- b. Manufactured slopes shall be contoured to simulate natural terrain, except where such contouring will conflict with the recommendations of the soils engineer and be supported with the appropriate technical data.
- c. All grading and land alteration activities shall be subject to the provisions of the Master Drainage Plan.
- d. All permanent manufactured slopes, shall be constructed at a gradient of 2 to 1 (horizontal to vertical) or less. Any exceptions to the gradient must be approved by the City Engineer and Planning Director.
- e. Grading within each planning area shall provide for the safety and maintenance of other planning areas already developed or under construction.

- f. All graded areas shall have erosion control measures installed within 30 days after rough grading is completed. If permanent vegetation can not be installed within the 30 day period, temporary erosion control measures shall be installed, if required for maintenance of the public health, safety and welfare. However, permanent planting is preferred.
- g. All temporary slopes not scheduled for development within 60 days shall be hydroseeded from April 16 through August 14 and juted from August 15 through April 15. All graded pad areas not scheduled for construction within 6 months must be hydroseeded. Ninety percent (90%) germination within 30 days is required by means of rainfall or with an irrigation system if rainfall is insufficient.
- h. Grading shall be phased so that all onsite irrigation water and erosion control basins are installed concurrent with or prior to any grading activities.
- i. Runoff and erosion shall be reduced by the construction of temporary and/or permanent desiltation basins within each area of development. Provision for maintenance and final removal of temporary desiltation basins must be made prior to final map approval. The plans for these basins must be approved by the City of Carlsbad Engineering Department. Provisions for maintenance of permanent basins must be made prior to final map approval.
- j. The application for grading permits must provide assurance to the Planning Director that manufactured slope banks will be properly landscaped.
- k. All slopes shall be planted per the requirements of Carlsbad's Landscape Manual and Chapter 11.06 of the Carlsbad Municipal Code. Drought tolerant xeriscape shall be used whenever possible to reduce the need for irrigation.
- l. Grading should direct runoff toward planned drainages and, if possible, away from cut and fill areas.
- m. Development should preserve, as feasible, natural drainage swales and landforms.

- n. Grading activity shall be prohibited during the rainy season: from October 1st to April 1st of each year, unless approved by the City of Carlsbad and the Coastal Commission.
- o. All graded areas shall be landscaped prior to October 1st of each year with either temporary or permanent landscaping materials, to reduce erosion potential. Such landscaping shall be maintained and replanted if not well-established by December 1st following the initial planting.
- p. Slopes of 25% grade and over that possess endangered species and/or Coastal sage scrub and Chaparral plant communities shall be preserved in their natural state, unless the application of this policy would preclude any reasonable use of the property.
- q. Slopes and areas remaining undisturbed as a result of the hillside review process, shall be placed in a permanent open space easement as a condition of development approval.
- r. Appropriate measures shall be taken on and/or offsite to prevent siltation of lagoons and other environmentally sensitive areas.
- s. Slope disturbance shall not result in substantial damage or alteration to major wildlife habitat or native vegetation areas.
- t. No development shall be permitted except pursuant to submittal of a runoff control plan prepared by a licensed engineer qualified in hydrology and hydraulics; such approved plans shall assure that there would be no increase in peak runoff rate from the developed site over the greatest discharge expected from the existing undeveloped site as a result of a 10-year frequency storm. Runoff control shall be accomplished by a variety of measures, including, but not limited to, onsite catchment basins, detention basins, siltation traps, and energy dissipators, and shall not be concentrated in one area.
- u. When topography changes are required and natural vegetation is removed, the area and duration of exposure shall be kept at a minimum.
- v. Soil erosion control practices shall be used against "onsite" soil erosion. These include keeping soil covered with temporary or permanent vegetation or with mulch materials, special grading procedures, diversion structures to divert surface runoff from

exposed soils, and grade stabilization structures to control surface water.

- w. The applicant may submit a revised Grading Plan for the inner and outer park area of Lot 18. The revision is subject to approval of the City Engineer and Planning Director under the guidelines of the Substantial Conformance Policy.

3. CONFORMANCE WITH CITY OF CARLSBAD ORDINANCES

All grading proposed by any grading design intended to implement this plan shall also conform to the following City of Carlsbad ordinances, policies and/or guidelines unless otherwise permitted within this specific plan:

- a. Excavation and Grading Ordinance (Chapter 11.06 Carlsbad Municipal Code)
- b. Hillside Development Regulations (Chapter 21.95, Carlsbad Municipal Code)
- c. Zone 13 Local Facilities Management Plan
- d. City of Carlsbad Landscape Manual
- e. City of Carlsbad Master Drainage Plan
- f. City of Carlsbad Planning Department Policies
- g. City of Carlsbad Engineering Department Policies
- h. Mello II segment of the Carlsbad Local Coastal Program.

4. PHASING OF GRADING

The comprehensive grading plan provides for an overall balanced grading operation, as well as a balanced grading operation in each of the 4 phases that is in compliance with the City of Carlsbad's Hillside Development Ordinance.

The phased grading concept was developed considering the following criteria:

- The grading shown on approved plans for the previous tentative map for Carlsbad Ranch (CT 92-07), Units 1, 2 and 3) would be completed prior to CT 94-09 grading.

- Each phase of the new tentative map must balance.
- Once LEGO Drive and Armada Drive are constructed, grading operations would not cross the roadway.
- Any rough grading material placed in agricultural areas must allow for continued agricultural use until final grading operations begin. This requires fill slopes no steeper than 6:1.

A total of 1,045,140 cubic yards will be moved during the CT 92-07 grading. A total of 2,083,900 cubic yards of material will be moved during the CT 94-09 three phases of grading.

Figure 60 shows the previous balanced grading for CT 92-07.

Figures 61, 62 and 63 show grading for Phases 1, 2 and 3 respectively for CT 94-09.

5. LANDSCAPE MITIGATION

All graded areas shall be landscaped per the requirements of the City of Carlsbad's Landscape Manual, Chapter 11.06 of the Carlsbad Municipal Code and the Final EIR for this specific plan.

When possible, slopes shall be planted with drought tolerant native species using temporary irrigation systems. Once the vegetation has been established these temporary irrigation systems shall be removed if above ground or abandoned if buried.

VII. SPECIFIC PLAN ENVIRONMENTAL REVIEW

ENVIRONMENTAL IMPACT REPORT (94-01)

As required by the California Environmental Quality Act, a Program Environmental Impact Report (EIR) was prepared as a separate document concurrently with the Carlsbad Ranch Specific Plan Amendment.

B. OPPORTUNITIES AND CONSTRAINTS

The Program Environmental Impact Report prepared by Cotton/Beland/Associates, Inc. analyzed the Specific Plan Amendment in regard to impacts associated with Agricultural Resources, Air Quality, Archeological and Paleontological Resources, Biological Resources, Traffic/Circulation, Hazardous Waste/Pesticide Residue, Land Use Compatibility, Noise, Public Services & Utilities, Solid Waste, Visual Aesthetics/Grading and Water Quality. The EIR's mitigation measures for each of the above impacts are as follows:

1. AGRICULTURAL RESOURCES

No mitigation measures are proposed as impacts will be reduced to a level less than significant through the payment of fees consistent with the coastal program, the preservation of 53 acres on-site, and through implementation of policies contained in the specific plan.

2. AIR QUALITY

Individual development projects within the specific plan area shall be required to implement the following mitigation measures, as determined feasible on a project-by-project basis by the City. These measures include:

- Provide preferential parking spaces for carpools and vanpools and provide 7'2" minimum vertical clearance in parking facilities for van access unless surface parking is provided for vans.
- Implement on-site circulation plan in parking lots to reduce vehicle queuing (stacking-up).
- Provide shade trees to reduce building heating/cooling needs.
- Use energy efficient and automated controls for air conditioning.
- Use energy-efficient low-sodium parking lot lights.

- Provide adequate ventilation systems for enclosed parking facilities.
- Use light colored roof materials to reflect heat.
- Synchronize traffic lights on streets impacted by development.
- Schedule truck deliveries and pickups for off-peak hours.
- Require on-site truck loading zones.
- Require employers to provide commuter information areas.
- Implement compressed work week schedules where weekly work hours are compressed into fewer than five days:
 - 9/80
 - 4/40
 - 3/36
- Develop a trip reduction plan to achieve 1.5 AVR for businesses with less than 100 employees or multi-tenant worksites.
- Construct on-site or off-site bus turnouts, passenger benches, or shelters as deemed necessary by the North County Transit District.
- Construct off-site pedestrian facility improvements such as overpasses and wider sidewalks.
- Provide shuttles to major rail transit centers, multi-modal stations, and other local destinations for all uses within the specific plan.
- Contribute to regional transit systems (e.g., right-of-way, capital improvements, etc.).
- Site Development Plan applications should contain the following:
 - Bicycle parking facilities, such as bicycle lockers.
 - Showers for bicycling employees' use.

3. ARCHAEOLOGICAL AND PALEONTOLOGICAL RESOURCES

- a. Prior to issuance of a grading permit for the area north of Cannon Road, a data recovery program shall be completed for CA-SDI-6132 for the portion impacted north of Cannon Road. The data recovery program shall be completed in compliance with the City of Carlsbad's "Cultural Resource Guidelines".
- b. A portion of site CA-SDI-8797 within the Carlsbad Ranch was identified as significant/important under City of Carlsbad and CEQA criteria and was recommended to be mitigated of impacts through avoidance (Gallegos and Kyle 1992). This site shall be placed within an open space easement and capped. Capping shall include placement of 1-2" of sand followed by 12 to 24 inches of sterile fill soil. Vegetation allowed within the fill soil should include grasses and other shallow rooted plants that will not penetrate the underlying prehistoric site. This area could also be used for a parking area, upon completion of capping. Placement of utility lines or other underground lines shall be placed outside this sensitive area.
- c. Mitigation of impacts for that portion of CA-SDI-8797 within the additional survey area shall be achieved through avoidance or the completion of a City of Carlsbad approved data recovery program. If a data recovery program is conducted for this site, the program shall be completed in compliance with the City of Carlsbad's "Cultural Resource Guidelines".
- d. Prior to the issuance of a grading permit, the applicant shall provide written evidence that a certified archaeologist has been retained, shall be present at the pregrading conference, shall establish procedures for archaeological resource surveillance, and shall establish, in cooperation with the project proponent, procedures for temporarily halting or redirecting work to permit the sampling, identification, and evaluation of artifacts as appropriate. If additional or unexpected archaeological features are discovered, the archaeologist shall report such findings to the applicant and to the City. If the archaeological resources are found to be significant, the archaeological observer shall determine appropriate actions, in cooperation with the applicant for exploration and/or salvage. These actions, as well as final mitigation and disposition of the resources, shall be subject to the review of the City.
- e. Prior to issuance of a mass-grading permit the developer shall present a letter to the City of Carlsbad indicating that a qualified paleontologist has been retained to carry out an appropriate mitigation program. (A qualified paleontologist is defined as an individual with a MS or Ph.D. in paleontology or geology who is familiar with paleontological procedures and techniques.)

A qualified paleontologist shall be present at the pre-construction meeting to consult with the grading and excavation contractors.

A paleontological monitor shall be on-site at all times during the original cutting of previously undisturbed sediments of the Santiago Formation to inspect cuts for contained fossils. Periodic inspections of cuts involving the Lindavista Formation is also recommended. In the event that fossils are discovered in the Lindavista Formation it may be necessary to increase the per/day in field monitoring time. Conversely, if fossils are not being found then the monitoring should be reduced. (A paleontological monitor is defined as an individual who has experience in the collection and salvage of fossil materials. The paleontological monitor shall work under the direction of a qualified paleontologist.)

When fossils are discovered, the paleontologist (or paleontological monitor) shall recover them. In most cases this fossil salvage can be completed in a short period of time. However, some fossil specimens (such as a complete large mammal skeleton) may require an extended salvage period. In these instances the paleontologist (or paleontological monitor) shall be allowed to temporarily direct, divert, or halt grading to allow recovery of fossil remains in a timely manner. Because of the potential for the recovering of small fossil remains, such as isolated mammal teeth, it may be necessary in certain instances, to set up a screen-washing operation on the site.

Fossil remains collected during the monitoring and salvage portion of the mitigation program shall be cleaned, repaired, sorted, and cataloged.

Prepared fossils, along with copies of all pertinent field notes, photos, and maps, shall be deposited (as a donation) in a scientific institution with permanent paleontological collections such as the San Diego Natural History Museum. Donation of the fossils shall be accompanied by financial support for initial specimen storage.

A final summary report shall be completed that outlines the results of the mitigation program. This report shall include discussions of the methods used, stratigraphic sections(s) exposed, fossils collected, and significance of recovered fossils.

- f. A certified paleontologist shall monitor all grading activity associated with the improvements to the I-5/Cannon Road interchange. If buried cultural materials are unearthed during construction, work shall be halted in the vicinity of the find until a qualified paleontologist can assess its significance. If the testing demonstrates that a resource is significant, then a data recovery program will be necessary. Compliance with this measure shall be verified by Caltrans.

4. BIOLOGICAL RESOURCES

a. Direct Impacts

- Diegan coastal sage scrub impacts should be mitigated by creation or restoration at ratios of 2:1 and 1:1, respectively, and within Preserve Planning Area 3 or the purchase or preservation at a 1:1 ratio within the HMP area of Carlsbad.
- To avoid direct impacts to the area proposed as natural open space and to the proposed open space deed restriction, the boundaries of these areas should be surveyed and fenced. The erection of fencing and its proper location should be verified by a biologist or planning department representative. After project completion, permanent fencing may need to be established to prevent human intrusion into the areas.

b. Indirect Impacts

- It is anticipated that the gnatcatcher pair located immediately off-site to the east of the project will be taken during construction of the municipal golf course being proposed by the City of Carlsbad. As a result, no mitigation for construction noise impacts that may occur to this pair are proposed. If through final design of the City proposed golf course it is determined that this gnatcatcher pair is not taken, the following mitigation measure for noise impacts shall be implemented:

During the gnatcatcher breeding season (February 15 through August 15), noise levels during grading shall not exceed 65 decibels, averaged over a one-hour period on an A-weighted decibel (dBA), measured at the edge of Diegan coastal sage scrub habitat that is occupied by the coastal California gnatcatcher. Grading could be initiated in areas adjacent to occupied gnatcatcher habitat prior to August 15 if the pair has successfully fledged young and the fledglings are at least three weeks out of the nest. Grading will be allowed adjacent to habitat occupied by unpaired individual birds.

- Lighting should be selectively placed, shielded, and directed away from the areas listed above, in particular to avoid potential impacts to the coastal California gnatcatcher(s) east of the future LEGOLAND Carlsbad and any that may occur in the proposed open space.
- During project construction and operation, measures should be implemented to control erosion, sedimentation, and pollution (fertilizers and pesticides from the proposed golf courses) that

could impact the proposed natural open space or that could impact Agua Hedionda Lagoon. These measures could include berms, interceptor ditches, sandbags, filtered inlets, debris basins, and silt traps.

- Landscaping adjacent to the open space shall include non-invasive plant species.

5. TRAFFIC/CIRCULATION

- a. The following mitigation measures shall be implemented by the applicant to reduce significant impacts on two intersections under the Year 2000 conditions and seven intersections under Buildout conditions to a level of less than significant.

The required street improvements and their phasing, based on ultimate buildout conditions, are as follows:

1997	<u>I-5 Northbound Ramps & Palomar Airport Road (CMP Location)</u> - Restripe the westbound Palomar Airport Road approach for the following: two through lanes, one shared through/right-turn lane, and one exclusive right turn lane.
2000	<u>I-5 Northbound Ramps & Cannon Road (CMP Location)</u> - Restripe the westbound Cannon Road approach for the following: one through lane, one shared through/right-turn lane, and one exclusive right-turn lane.
2006	<u>El Camino Real & Cannon Road (CMP Location)</u> - Restripe the southbound El Camino Real approach for the following: one left-turn lane, two through lanes, one shared through/right-turn lane, and one exclusive right-turn lane.
2007	<u>Avenida Encinas & Palomar Airport Road (CMP Location)</u> - Restripe the northbound Avenida Encinas approach to provide the configuration: one exclusive left-turn lane, one through lane, and one right-turn lane (already done).
2008	<u>El Camino Real & Palomar Airport Road (CMP Location)</u> - Restripe the northbound El Camino Real approach for the following: one left-turn lane, two through lanes, one shared through/right-turn lane, and one exclusive right-turn lane.

2008 I-5 Northbound Ramps & Cannon Road (CMP Location) - Restripe the westbound Cannon Road approach for the following: one through lane, one shared through/right-turn lane, and one exclusive right-turn lane. In addition, provide an additional eastbound Cannon Road left-turn lane. The resulting lane configuration on the eastbound approach would be two exclusive left-turn lanes and two through lanes.

Buildout Paseo del Norte & Cannon Road (CMP Location) - The southbound approach (SDG&E driveway) should be constructed and striped as follows: one exclusive left-turn lane, one shared through/right-turn lane, and one exclusive right-turn lane. In addition, the eastbound Cannon Road approach would require an additional left-turn lane. The resulting lane configuration in the eastbound direction would be two exclusive left-turn lanes, one through lane, and one through/right turn lane. Also, at a point east of the intersection, an additional westbound Cannon Road through lane would be required. At the intersection, this would result in the following lane configuration in the westbound direction: one exclusive left-turn lane, two through lanes, and a shared through/right-turn lane.

Buildout Paseo del Norte & Palomar Airport Road - Restripe the northbound and southbound Paseo del Norte approaches to provide the following: two exclusive left-turn lanes, one shared through/right-turn lane, and one exclusive right-turn lane.

If Cannon Road is not extended to El Camino Real by the Year 2000 the developer shall implement the following improvements:

1997 I-5 Northbound Ramps & Palomar Airport Road (CMP Location) - Restripe the westbound Palomar Airport Road approach for the following: two through lanes, one shared through/right-turn lane, and one exclusive right turn lane.

1997 College Boulevard & Palomar Airport Road (CMP Location) - Restripe the southbound College Boulevard approach for the following: one left-turn lane, one shared through/right-turn lane, and one exclusive right-turn lane.

b. In addition, the Congestion Management Plan (CMP) prepared for the project requires the development and implementation of a deficiency plan for freeway segments. The deficiency plan shall include the following:

- **Assist in Funding Other Improvements** - This option would involve providing funds which would be utilized in the construction of other improvements. Several funding mechanisms already exist in the City of Carlsbad and are listed in the Zone 13 Local Facilities Management Plan Finance Plan for impacted facilities. These include:
 - Traffic Impact Fees
 - Transnet Funds
 - Public Facilities Fees
 - Community Facility District Moneys
 - Private Developer Construction

The Carlsbad Ranch development project is already conditioned on financial participation in four of the above five funding mechanisms.

- **Implement Transportation Demand Management (TDM) Measures** - For applicable land uses within the development, implementation of a TDM program would be a way of reducing the peak hour trips and thus lessening the impacts on the affected facilities. These TDM measures could include but are not limited to: incentives for employees to carpool/vanpool; telecommuting and flex-time; and providing a shuttle from the commuter rail station at Poinsettia Lane.

6. HAZARDOUS WASTE/PESTICIDE RESIDUE

- a. During grading, observations shall be made by a qualified hazardous materials specialist for areas of possible contamination such as the presence of underground facilities, buried debris, stained soils, waste drums, and tanks or odorous soils. Should such materials be encountered, further investigation and analysis shall be required to identify the significance of the potentially contaminated area. Soil remediation measures to address any potentially contaminated areas shall be implemented based on the recommendations of the hazardous materials specialist.
- b. Randomly selected surface samples shall be collected after each phase of grading and chemically tested for pesticides to verify that toxaphene and DDT plus its derivatives are below the established TTLC and STLC action levels.

- c. During site development, soils contaminated with petroleum hydrocarbons shall be mitigated. Mitigation techniques shall include:
- Place the affected soil beneath a proposed road/parking area as a base material;
 - Recycle the affected soil; or
 - Bio remediate the affected soil on site.
- d. The applicant shall prepare a report documenting results of any future testing shall be prepared. This report shall indicate the measures taken to mitigate contamination, as appropriate. The report shall be submitted to the City of Carlsbad Engineering Department. All recommendations contained in the report shall be complied with by the applicant.

Compliance with these measures shall be approved by the City of Carlsbad in conjunction with the review and approval by the San Diego County Department of Health Services and the Regional Water Quality Control Board as applicable.

7. LAND USE COMPATIBILITY

Any future site development permit associated with the specific plan or 21.16 acre SDG&E parcel (golf course) shall be reviewed for consistency with the specific plan and related discretionary actions including the general plan and local coastal plan amendment, zone change, local facilities management plan amendment, and hillside development permit. The Planning Department shall make a determination that the site development plan is consistent with these plans, prior to approval of the permit.

8. NOISE

- a. The interior noise level of the proposed community hotel building(s) (planning area 3), and resort hotel buildings (planning area 5) shall not exceed 45 dBA CNEL. As stated in the McClellan-Palomar Airport's Noise/Land Use Compatibility Implementation Directives, all transient lodging buildings, within the airport's 60-70 CNEL contours must be subjected to an acoustical study to determine that interior levels do not exceed CNEL 45.
- b. An avigation easement for noise shall be required to be recorded with the County Recorder as a condition of approval of the project. A copy of the recorded easement is to be filed with the affected airport operator. For all property transactions, appropriate legal notice shall be given to all purchasers, lessees and renters of property in "conditionally compatible" or "interior only, conditionally compatible" areas which clearly describes the potential for impacts from airplane noise associated with airport operations. Notice also will be provided as required on the state Real Estate Disclosure form.

9. PUBLIC SERVICES AND UTILITIES

a. Fire Protection Services

Existing City requirements will adequately reduce impacts. No additional mitigation measures are necessary.

b. Police Protection Services

In addition to complying with the existing City requirements, individual projects within the specific plan amendment area shall implement the following mitigation measure:

Prior to Site Development Plan approval, developers shall submit security plans for review and approval by the Carlsbad Police Department. The plans shall be submitted prior to Site Development Plan approval, and shall include information about internal security programs, security systems and devices and any other information required by the Police Department.

c. Sewer and Wastewater Treatment Facilities

Existing City requirements will adequately reduce impacts. No additional mitigation measures are required.

d. Schools

No mitigation measures are proposed, as no significant impact has been identified.

e. Water Supply/Reclaimed Water

- Reclaimed water shall be utilized for all agriculture, golf course, and landscaping on the project site to the extent feasible. The reclaimed water facilities shall be installed in accordance with the conceptual reclaimed water facility plan as proposed in the specific plan, and City of Carlsbad requirements.
- Dual plumbing shall be required for office, commercial, and industrial uses, and the LEGOLAND Carlsbad project as deemed feasible by the Carlsbad Municipal Water District.

10. SOLID WASTE

a. As a condition of any future site development plans for the project, the applicant shall submit a solid waste management plan for review and approval by the City of Carlsbad. This plan shall provide the following:

- The approximate location, type and number of containers to be used to collect refuse and recyclables.
- Refuse and recyclable collection methods to be used in each planning area.
- A description and site plan for any planned on-site processing facilities or equipment (balers, compactors).
- A description of the types of recycling services to be provided and contractual relationships with vendors to provide these services.
- The estimated quantity of waste generated and estimated quantities of recyclable materials in each planning area.

This plan shall also evaluate the feasibility of the following diversion programs/measures:

- Source separated green waste collection for specific plan areas designated for agriculture, golf and developed areas with substantial landscaping (in particular the LEGOLAND Carlsbad planning area).
- Cardboard recycling in office, retail, and warehousing areas.
- Office and retail programs which provide for the separation of wet (disposable) and dry (recoverable) materials.
- Where feasible, providing compactors for non-recyclables to reduce the number of trips to disposal facilities.
- Glass recycling in restaurants.
- Providing on-site recycling containers accessible to the public to encourage the diversion of glass, and aluminum in LEGOLAND Carlsbad.
- Where feasible, implement source reduction measures such as reducing excess packaging, paper and polystyrene cups.

11. VISUAL AESTHETICS/GRADING

No mitigation measure is proposed for the specific plan portion of the project as no significant impact has been identified.

For the I-5/Cannon Road Interchange project area the following mitigation measures shall be followed:

- a. Trees shall be replaced at a 5:1 ratio. These trees shall be planted at Cannon Road and Palomar Airport Road, with supplemental water systems. Shrubs shall be replaced at a 1:1 ratio at Cannon Road only. Replacement trees shall be 15 gallon and replacement shrubs shall be 5 gallon. Species selection shall be determined by the Caltrans project landscape architect.
- b. I-5/Cannon Road landscaping shall be installed concurrently with the interchange construction project in order to allow the planting to become established in time for the opening of LEGOLAND Carlsbad in 1999.
- c. A plantable wall system (e.g. crib wall) shall be utilized to reduce the visibility and aid in graffiti deterrence of the proposed retaining walls. If cast-in-place type walls are used, a form-liner texture (e.g. "ripped rope") shall be incorporated into the design. Furthermore, the walls shall be aligned to allow the planting of vines and shrubs at the base of the walls for graffiti deterrence and to help blend the walls into the surrounding landscape. An agreement shall be reached with the property owner immediately adjacent to this area to plant and maintain on the owner's property.

12. WATER QUALITY

Erosion, sedimentation and urban runoff filtration systems proposed in the specific plan are adequate to reduce potential water quality impacts. No additional mitigation measures are required.

C. SUBSEQUENT ENVIRONMENTAL REVIEW

As detailed planning progresses, it is anticipated that Site Development Plans, Non-Residential Planned Unit Developments and/or Tentative Maps will be submitted for City review in accordance with the Specific Plan. A Program Environmental Impact Report was required for the Carlsbad Ranch Specific Plan to determine and evaluate the project's potential impacts. If subsequent activities are proposed outside of the scope of the Program Environmental Impact Report, then an Initial Study shall be used to determine whether an additional California Environmental Quality Act (CEQA) document must be prepared. Potential additional CEQA documents include Negative Declarations, Mitigated Negative Declarations, Project, Supplemental and Subsequent EIR's. Subsequent CEQA documents may be tiered with the original EIR and may incorporate and reference aspects and elements of the original EIR.

VIII. SPECIFIC PLAN ADMINISTRATION

A. INTRODUCTION

Amendments to the Carlsbad Ranch Specific Plan shall be subject to the review and approval of the City Council provided public input has been solicited through public hearings. The Planning Commission shall first hear and consider all applications for an amendment to the specific plan. The Planning Commission shall prepare a recommendation and findings on all applications for an amendment to the City Council. As required by the Government Code and the California Environmental Quality Act all agencies significantly affected by the amendment to the plan shall also be notified of the proposed action prior to approving the amendment of the specific plan.

Depending on the extent and impact of the Specific Plan Amendment, a subsequent Environmental Impact Report or mitigated negative declaration which focuses on the new impacts may be warranted.

B. STATE REQUIREMENTS

As contained in Section 65450, et. seq. of the California Government Code, a specific plan shall be prepared, adopted, and amended in the same manner as a general plan, except that a specific plan may be adopted by resolution or by ordinance and may be amended as often as deemed necessary by the legislative body. No specific plan may be adopted or amended unless the proposed plan or amendment is consistent with the City's General Plan.

C. LOCAL REQUIREMENTS

It is anticipated that certain amendments to the specific plan may be necessary during the development of the area. Any amendments to the specific plan shall occur in accordance with the Carlsbad General Plan. The amendment process is described below. Amendments may be initiated by the City Council or the property owner.

All amendments shall be submitted to the California Coastal Commission for their review and approval, prior to their enactment, in accordance with the Coastal Act of 1976 and the California Code of Regulations.

1. AMENDMENTS

This Specific Plan was prepared pursuant to California Government Code Section 65450, et. seq. and is partial implementation of the Mello II Segment of the Local Coastal Program. Amendments to the Specific Plan shall be processed in accordance with the applicable requirements of law which include Section 65450, et. seq. of the California Government Code, the California Coastal Act of 1976, and the California Code of Regulations (Title 14, Division 5.5; California Coastal Commission Administrative Regulations).

IX. SPECIFIC PLAN ENFORCEMENT

The Carlsbad Ranch Specific Plan shall constitute the orderly development and the zoning for the property. Consistent with the City of Carlsbad Municipal Code, any violation to the standards and regulations identified in the Carlsbad Ranch Specific Plan adopted by the City of Carlsbad's City Council shall be considered a violation to the Zoning Ordinance. Where the specific plan is silent on an issue, the requirements of the Carlsbad Municipal Code shall apply.

APPENDIX A

CARLSBAD RANCH SPECIFIC PLAN SUMMARY SHEET

Project Name: Carlsbad Ranch Specific Plan

Application Types: Specific Plan Amendment
General Plan Amendment
Local Coastal Plan Amendment
Zone Change
Local Facilities Management Plan Amendment
Non-Residential Tentative Tract Map
Non-Residential Planned Unit Development
Hillside Development Permit
Environmental Impact Report
Cancellation of a portion of the Land Conservation Contract

Sewer District: Carlsbad Sewer Service District

Water district: Carlsbad Municipal Water District

School District: Carlsbad Unified School District

Street Address: Not Applicable

Assessor
Parcel Numbers: 211-022-01, 02, 03, 04, 05, 06
211-023-01, 02, 03, 04, 05, 06
212-041-05

Site Acreage: 447.40

Existing General Plan: Community Commercial (C)
Travel Recreation Commercial/Community Commercial (TR/C)
Unplanned Area (UA)
Open Space (OS)
Professional & Related Commercial/Planned Industrial (O/PI)
Community Commercial/Professional & Related
Commercial/Planned Industrial (C/O/PI)
Travel Recreation Commercial (TR)

Proposed General Plan: Regional Retail (R)
 Open Space (OS)
 Office/Planned Industrial (O/PI)
 Tourist Recreational Commercial (TR)

Existing Zoning: Open Space (O-S)
 Office - Qualified Overlay / Planned Industrial - Qualified
 Overlay (O-Q/PM-Q)
 Commercial Tourist - Qualified Overlay / General Commercial -
 Qualified Overlay (C-T-Q/C-2-Q)
 General Commercial - Qualified Overlay / Office - Qualified
 Overlay / Planned Industrial - Qualified Overlay
 (C-2-Q/O-Q/PM-Q)
 Exclusive Agriculture (E-A)

Proposed Zoning: Open Space (O-S)
 Office - Qualified Development Overlay/Planned Industrial
 Qualified Development Overlay
 (O-Q/PM-Q)
 Commercial Tourist - Qualified Development
 Overlay/General Commercial - Qualified Overlay
 (C-T-Q/C-2-Q)
 Commercial Tourist Qualified Development Overlay (C-T-Q)
 General Commercial Qualified Development Overlay (C-2-Q)

Estimated ADT:
 (At Build Out)

(Source: KAKU, April 1994)

G.I.A.	4,700 ADT
Specialty Retail	15,000 ADT
Office	6,000 ADT
R & D	4,000 ADT
Hotel	3,600 ADT
Resort	8,100 ADT
LEGO	8,182 ADT
TOTAL	48,582 ADT

Earthwork Quantities:	Cut -	2,083,900 CY
	Fill -	2,083,900 CY

	Import/Export	Balanced
	Graded Area	340.6 Acres
	Grading/Graded Area	6,118 CY / Acre

Constraints Information: All the constraints information can be found in Chapter II., Section B. OVERVIEW OF PLANNING AREA OPPORTUNITIES AND CONSTRAINTS beginning on page 17 of the Carlsbad Ranch Specific Plan and on the Constraints Map that accompanies the Hillside Development Permit and the Local Facilities Management Plan Amendment for Zone 13.

APPENDIX B

LEGAL DESCRIPTION

PARCEL A:

ALL THAT PORTION OF LOT "H" OF RANCHO AGUA HEDIONDA, IN THE CITY OF CARLSBAD, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP THEREOF NO. 823, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, NOVEMBER 16, 1892, AS SHOWN ON RECORD OF SURVEY MAP NO. 13995, FILED NOVEMBER 25, 1992, AS FILE NO. 1992-0762198 OF OFFICIAL RECORDS, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

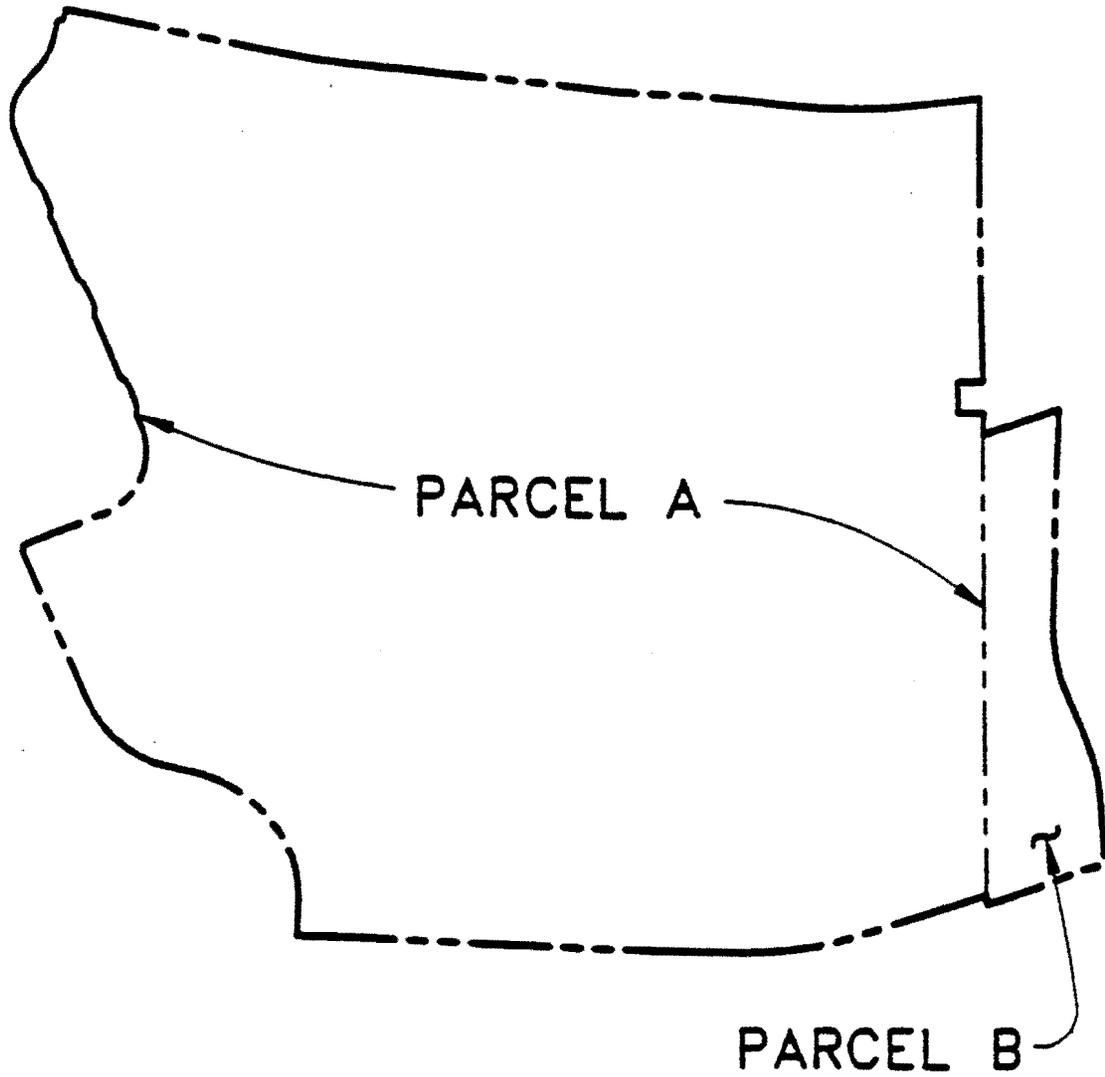
BEGINNING AT THE SOUTHEAST CORNER OF SAID RECORD OF SURVEY MAP NO. 13995; THENCE ALONG THE BOUNDARY THEREOF SOUTH $70^{\circ} 45' 09''$ WEST 584.73 FEET (RECORD SOUTH $70^{\circ} 45' 53''$ WEST 582.56 FEET) TO THE BEGINNING OF A TANGENT 1950 FOOT RADIUS CURVE, CONCAVE NORTHERLY; THENCE WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF $21^{\circ} 24' 53''$ A DISTANCE OF 728.83 FEET; THENCE TANGENT TO SAID CURVE NORTH $87^{\circ} 49' 58''$ WEST (RECORD NORTH $87^{\circ} 50' 28''$ WEST) 2066.72 FEET TO THE INTERSECTION OF THE NORTHERLY LINE OF PALOMAR AIRPORT ROAD AND THE EASTERLY LINE OF PASO DEL NORTE AS SHOWN ON SAID RECORD OF SURVEY MAP NO. 13995; THENCE CONTINUING ALONG THE BOUNDARY THEREOF, NORTH $2^{\circ} 08' 40''$ EAST 177.33 FEET (RECORD NORTH $2^{\circ} 09' 37''$ EAST 177.29 FEET) TO THE BEGINNING OF A TANGENT 643 FOOT RADIUS CURVE, CONCAVE SOUTHWESTERLY; THENCE NORTHERLY, NORTHWESTERLY AND WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF $80^{\circ} 01' 11''$ A DISTANCE OF 898.02 FEET (RECORD $79^{\circ} 58' 45''$, 897.56 FEET); THENCE TANGENT TO SAID CURVE NORTH $77^{\circ} 52' 31''$ WEST 99.28 FEET (RECORD 100.00 FEET) TO THE BEGINNING OF A TANGENT 557 FOOT RADIUS CURVE, CONCAVE NORTHEASTERLY; THENCE NORTHWESTERLY AND NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF $55^{\circ} 23' 05''$ A DISTANCE OF 538.42 FEET; THENCE TANGENT TO SAID CURVE NORTH $22^{\circ} 29' 26''$ WEST 828.00 FEET (RECORD NORTH $22^{\circ} 29' 10''$ WEST 828.02 FEET); THENCE NORTH $67^{\circ} 30' 34''$ EAST 5.14 FEET (RECORD NORTH $67^{\circ} 30' 50''$ EAST 5.20 FEET) TO THE BEGINNING OF A NON-TANGENT 25.00 FOOT RADIUS CURVE, A RADIAL LINE TO SAID POINT BEARS SOUTH $67^{\circ} 30' 34''$ WEST (RECORD SOUTH $67^{\circ} 30' 50''$ WEST); THENCE NORTHERLY, NORTHEASTERLY AND EASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF $90^{\circ} 00' 03''$ (RECORD $89^{\circ} 59' 47''$) 39.27 FEET; THENCE TANGENT TO SAID CURVE NORTH $67^{\circ} 30' 37''$ EAST 410.20 FEET (RECORD 410.14 FEET) TO THE BEGINNING OF A TANGENT 336.00 FOOT RADIUS CURVE, CONCAVE NORTHWESTERLY; THENCE EASTERLY, NORTHEASTERLY AND NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF $89^{\circ} 59' 59''$ A DISTANCE OF 527.79 FEET (RECORD $89^{\circ} 59' 59''$, 527.79 FEET); THENCE TANGENT TO SAID CURVE NORTH $22^{\circ} 29' 22''$ WEST 61.38 FEET (RECORD NORTH $22^{\circ} 29' 22''$ WEST 61.43 FEET) TO THE BEGINNING OF A TANGENT 10.00 FOOT RADIUS CURVE, CONCAVE EASTERLY; THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF $33^{\circ} 55' 23''$ A DISTANCE OF 5.92 FEET TO THE BEGINNING OF A REVERSE 107.50 FOOT RADIUS CURVE, CONCAVE WESTERLY; THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF $33^{\circ} 55' 23''$ A DISTANCE OF 63.65 FEET; THENCE TANGENT TO SAID CURVE NORTH $22^{\circ} 29' 22''$ WEST 79.99 FEET (RECORD NORTH $22^{\circ} 29' 22''$ WEST 80.00 FEET) TO THE BEGINNING OF A TANGENT 107.50 FOOT RADIUS CURVE, CONCAVE SOUTHWESTERLY; THENCE NORTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF $33^{\circ} 55' 23''$ A DISTANCE OF 63.65 FEET TO THE BEGINNING OF A REVERSE 10.00 FOOT RADIUS CURVE, CONCAVE NORTHEASTERLY; THENCE NORTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF $33^{\circ} 55' 23''$ A DISTANCE OF 5.92 FEET; THENCE TANGENT TO SAID CURVE NORTH $22^{\circ} 29' 22''$ WEST 338.88 FEET (RECORD NORTH $22^{\circ} 29' 22''$ WEST 338.85 FEET) TO THE BEGINNING OF A TANGENT 10.00 FOOT RADIUS CURVE, CONCAVE EASTERLY; THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF $33^{\circ} 55' 23''$ A DISTANCE OF

5.92 FEET TO THE BEGINNING OF A REVERSE 107.50 FOOT RADIUS CURVE, CONCAVE WESTERLY; THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 33° 55' 23" A DISTANCE OF 53.65 FEET; THENCE TANGENT TO SAID CURVE NORTH 22° 29' 22" WEST 79.99 FEET (RECORD NORTH 22° 29' 22" WEST 80.00 FEET) TO THE BEGINNING OF A TANGENT 107.50 FOOT RADIUS CURVE, CONCAVE SOUTHWESTERLY; THENCE NORTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 33° 55' 23" A DISTANCE OF 53.65 FEET TO THE BEGINNING OF A REVERSE 10.00 FOOT RADIUS CURVE, CONCAVE NORTHEASTERLY; THENCE NORTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 33° 55' 23" A DISTANCE OF 5.92 FEET; THENCE TANGENT TO SAID CURVE NORTH 22° 29' 22" WEST 338.88 FEET (RECORD NORTH 22° 29' 22" WEST 338.85 FEET), TO THE BEGINNING OF A TANGENT 10.00 FOOT RADIUS CURVE, CONCAVE EASTERLY; THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 33° 55' 23" A DISTANCE OF 5.92 FEET TO THE BEGINNING OF A REVERSE 107.50 FOOT RADIUS CURVE, CONCAVE WESTERLY; THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 33° 55' 23" A DISTANCE OF 53.65 FEET; THENCE TANGENT TO SAID CURVE NORTH 22° 29' 22" WEST 79.97 FEET (RECORD NORTH 22° 29' 22" WEST 80.00 FEET) TO THE BEGINNING OF A TANGENT 107.50 FOOT RADIUS CURVE, CONCAVE SOUTHWESTERLY; THENCE NORTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 33° 55' 23" A DISTANCE OF 53.65 FEET TO THE BEGINNING OF A REVERSE 10.00 FOOT RADIUS CURVE, CONCAVE NORTHEASTERLY; THENCE NORTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 33° 55' 23" A DISTANCE OF 5.92 FEET; THENCE TANGENT TO SAID CURVE NORTH 22° 29' 22" WEST 234.47 FEET (RECORD NORTH 22° 29' 22" WEST 234.48 FEET) TO THE BEGINNING OF A TANGENT 264.00 FOOT RADIUS CURVE, CONCAVE SOUTHEASTERLY; THENCE NORTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 63° 41' 21" A DISTANCE OF 293.46 FEET; THENCE TANGENT TO SAID CURVE NORTH 41° 11' 59" EAST 99.91 FEET (RECORD NORTH 41° 11' 41" EAST 100.00) TO THE BEGINNING OF A TANGENT 336.00 FOOT RADIUS CURVE, CONCAVE WESTERLY; THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 29° 41' 08" A DISTANCE OF 174.09 FEET (RECORD 29° 40' 24", 174.01 FEET); THENCE TANGENT TO SAID CURVE NORTH 11° 30' 51" EAST 73.96 FEET (RECORD 74.00 FEET) TO THE BEGINNING OF A TANGENT 25.00 FOOT RADIUS CURVE, CONCAVE SOUTHERLY; THENCE NORTHERLY, NORTHEASTERLY AND EASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 90° 00' 12" (RECORD 90° 00' 00") A DISTANCE OF 39.27 FEET; THENCE RADIAL TO SAID CURVE NORTH 11° 30' 51" EAST (RECORD NORTH 11° 31' 17" EAST) 51.00 FEET TO A POINT ON THE NORTH LINE OF SAID RECORD OF SURVEY MAP NO. 13995; THENCE ALONG SAID NORTH LINE SOUTH 78° 28' 57" EAST 1286.67 FEET (RECORD SOUTH 78° 28' 43" EAST 1286.67 FEET) TO THE BEGINNING OF A TANGENT 2000 FOOT RADIUS CURVE, CONCAVE NORTHERLY; THENCE EASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 6° 24' 19" A DISTANCE OF 223.59 FEET (RECORD 6° 24' 19", 223.59 FEET); THENCE TANGENT TO SAID CURVE SOUTH 84° 53' 16" EAST 2170.45 FEET (RECORD SOUTH 84° 53' 03" EAST 2171.00 FEET) TO THE BEGINNING OF A TANGENT 2000 FOOT RADIUS CURVE, CONCAVE NORTHERLY; THENCE EASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 13° 48' 04" A DISTANCE OF 481.75 FEET (RECORD 13° 48' 19", 481.89 FEET); THENCE TANGENT TO SAID CURVE NORTH 81° 18' 40" EAST 322.18 FEET TO A POINT ON THE EASTERLY LINE OF SAID RECORD OF SURVEY MAP NO. 13995; THENCE ALONG SAID EASTERLY LINE, SOUTH 0° 03' 31" WEST (RECORD SOUTH 0° 30' 59" WEST) 1465.19 FEET; THENCE NORTH 89° 56' 29" WEST 120.00 FEET; THENCE SOUTH 0° 03' 31" WEST 160.00 FEET; THENCE SOUTH 89° 56' 29" EAST 120.00 FEET; THENCE SOUTH 0° 03' 31" WEST (RECORD SOUTH 0° 03' 59" WEST) 110.00 FEET; THENCE SOUTH 0° 01' 34" WEST 2332.52 FEET (RECORD SOUTH 0° 02' 00" WEST 2332.51 FEET) TO THE POINT OF BEGINNING.

PARCEL B:

THAT PORTION OF LOT "G" OF THE RANCHO AGUA HEDIONDA, IN THE CITY OF CARLSBAD, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, AS SHOWN ON THE PARTITION MAP THEREOF NO. 823, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, NOVEMBER 16, 1896, DESCRIBED AS FOLLOWS:

BEGINNING AT CORNER NO. 12 OF SAID LOT "G" OF THE RANCHO AGUA HEDIONDA, ACCORDING TO PARTITION MAP THEREOF NO. 823 AND SHOWN ON RECORD OF SURVEY MAP NO. 5715, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY; THENCE ALONG THE NORTHERLY LINE OF SAID LOT "G", NORTH 70° 56' 06" EAST -RECORD NORTH 71° 25' EAST- 406.80 FEET; THENCE LEAVING SAID NORTHERLY LINE ALONG THE CENTER LINE OF A 66 FOOT EASEMENT RESERVED FOR ROADWAY AND UTILITY PURPOSES AS SHOWN ON SAID RECORD OF SURVEY MAP NO. 5715, SOUTH 1° 20' 35" WEST 1053.08 FEET TO THE BEGINNING OF A 1000 FOOT RADIUS CURVE, CONCAVE EASTERLY; THENCE SOUTHERLY ALONG SAID CURVE, 430.81 FEET THROUGH AN ANGLE OF 24° 41' 03"; THENCE TANGENT TO SAID CURVE, SOUTH 23° 20' 28" EAST 183.62 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE WESTERLY; THENCE SOUTHERLY ALONG SAID CURVE, 339.94 FEET THROUGH AN ANGLE OF 19° 28' 38" THENCE TANGENT TO SAID CURVE, SOUTH 3° 51' 50" EAST 335.70 FEET TO THE CENTER LINE OF ROAD SURVEY NO. 1534, FILED IN THE OFFICE OF THE COUNTY SURVEYOR OF SAID SAN DIEGO COUNTY; THENCE ALONG THE CENTER LINE OF SAID ROAD SURVEY, SOUTH 70° 12' 37" WEST -SOUTH 70° 45' 53" WEST PER ROAD SURVEY NO. 1534- 631.92 FEET TO THE SOUTHWEST CORNER OF SAID DESCRIPTION NO. 2, AS SHOWN ON SAID RECORD OF SURVEY MAP NO. 5715; THENCE ALONG THE WESTERLY LINE OF SAID DESCRIPTION NO. 2, NORTH 0° 31' 16" WEST 2385.97 FEET TO THE TRUE POINT OF BEGINNING.



PLAT FOR LEGAL DESCRIPTION



APPENDIX C

GLOSSARY OF TERMS

ADT - Average Daily Trip

CEQA - California Environmental Quality Act

CNEL - Community Noise Equivalent Level

EIR - Environmental Impact Report

Grade Separated Crossing - Underpass below Armada Drive and Hidden Valley Road and overpass or underpass on Cannon Road which allow for the circulation of golf carts.

LFMP - Local Facilities Management Plan

Mixed Use - Development characterized by more than one land use type.

Major Arterial - Four lane roadway with raised median and 102' right-of-way.

O.C. - On Center

Primary Arterial - Six lane roadway with raised median and 128' right-of-way.

Set Back - Distance of structure from property line or other specified point.

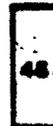
APPENDIX D

**FIGURE 3
McCLELLAN-PALOMAR AIRPORT
NOISE/LAND USE COMPATIBILITY MATRIX**

LAND USE	Annual Community Noise Equivalent Level (CNEL) in Decibels				
	55	60	65	70	75
1. OUTDOOR AMPHITHEATERS					
2. NATURE PRESERVES, WILDLIFE PRESERVES, LIVESTOCK FARMING, NEIGHBORHOOD PARKS AND PLAYGROUNDS					
3. SCHOOLS, PRESCHOOLS, LIBRARIES		45			
4. RESIDENTIAL-SINGLE FAMILY, MULTIPLE FAMILY MOBILE HOMES, RESIDENTIAL HOTELS, RETIREMENT HOMES, INTERMEDIATE CARE FACILITIES, HOSPITALS NURSING HOMES		45			
5. HOTELS AND MOTELS, OTHER TRANSIENT LODGING, AUDITORIUMS, CONCERT HALLS, INDOOR ARENAS, CHURCHES		45	45		
6. OFFICE BUILDINGS-BUSINESS, EDUCATIONAL, PROFESSIONAL AND PERSONAL SERVICES, R&D OFFICES AND LABORATORIES			50		
7. RIDING STABLES, WATER RECREATION FACILITIES, REGIONAL PARKS AND ATHLETIC FIELDS, CEMETERIES, AND OUTDOOR SPECTATOR SPORTS					
8. COMMERCIAL-RETAIL; SHOPPING CENTERS, RESTAURANTS, MOVIE THEATERS			50	50	
9. COMMERCIAL-WHOLESALE, INDUSTRIAL, MANUFACTURING					
10. AGRICULTURE (EXCEPT RESIDENCES AND LIVESTOCK), EXTRACTIVE INDUSTRY, FISHING, UTILITIES, & PUBLIC R-O-W, AND GOLF COURSES					



COMPATIBLE
The outdoor community noise equivalent level is sufficiently attenuated by conventional construction that the indoor noise level is acceptable, and both indoor and outdoor activities associated with the land use may be carried out with essentially no interference from aircraft noise.



CONDITIONALLY COMPATIBLE
The outdoor community noise equivalent level will be attenuated to the indoor level shown, and the outdoor noise level is acceptable for associated outdoor activities.



INCOMPATIBLE
The community noise equivalent level is severe. Although extensive mitigation techniques could make the indoor environment acceptable for performance of activities the outdoor environment would be intolerable for outdoor activities associated with the land use.

This matrix should be used with reference to the implementation Directives shown on the reverse.

AIRPORT NOISE/LAND USE COMPATIBILITY MATRIX IMPLEMENTATION DIRECTIVES

All the uses specified are "compatible" up to the noise level indicated. Specified uses are also allowed as "conditionally compatible" or "interior only, conditionally compatible" in the noise levels shown if two specific conditions are met and certified by the local general purpose agency:

- Proposed buildings will be noise attenuated to the level shown on the matrix based on an acoustical study submitted along with building plans.
- In the case of discretionary actions, such as approval of subdivisions, zoning changes, or conditional use permits, an avigation easement for noise shall be required to be recorded with the County Recorder as a condition of approval of the project. A copy of the recorded easement is to be filed with the affected airport operator. For all property transactions, appropriate legal notice shall be given to all purchasers, lessees and renters of property in "conditionally compatible" or "interior only, conditionally compatible" areas which clearly describes the potential for impacts from airplane noise associated with airport operations. Notice also will be provided as required on the state Real Estate Disclosure form.

Identified uses proposed in noisier areas than the level indicated on the matrix are considered "incompatible."

The directives below relate to the specific "conditionally compatible" land use categories identified by number on the matrix.

3. New schools, preschools and libraries located within the CNEL 60-65 contours must be subjected to an acoustical study to assure that interior levels will not exceed CNEL 45.
4. New residential and related uses located within the CNEL 60-65 contours must be subjected to an acoustical study to assure that interior levels will not exceed CNEL 45. Appropriate legal notice shall be provided to purchasers, lessees, and renters of properties in this conditionally compatible zone.

"Residential hotels" are defined as those that have 75% or more of accommodations occupied by permanent guests (staying more than 30 days) or those hotels which have at least 50 percent of their accommodations containing kitchens.

5. Transient Lodging is defined as hotels and motels, membership lodgings (Y's, etc.), suite or apartment hotels, hostels, or other temporary residence units, not defined as residential hotels, above. Within the CNEL 60-70 contours, buildings must be subjected to an acoustical study to assure that interior levels do not exceed CNEL 45. Appropriate legal notice shall be provided to purchasers, lessees, and renters of properties in this conditionally compatible zone.
6. Office buildings include many types of office and service uses: business and business services; finance, insurance, real estate; personal services; professional (medical, legal and educational); and government, research and development and others. Within the CNEL 65-70 contours, buildings must be subjected to an acoustical study to assure that interior levels do not exceed CNEL 50. Appropriate legal notice shall be provided to purchasers, lessees, and renters of properties in this conditionally compatible zone.
8. For new commercial retail uses located within the CNEL 65-75 contours, buildings must be subjected to an acoustical study to assure that interior levels do not exceed CNEL 50. Appropriate legal notice shall be provided to purchasers, lessees, and renters of properties in this conditionally compatible zone.

- 7) Packing sheds or small processing plants for farm crops, similar to those being grown on the premises, provided no such processing plant is located within fifty feet of any lot line;
- 8) Public works projects;
- 9) Sanitary landfills, temporary;
- 10) Stables and riding academies, public;

Section 2. Notwithstanding the provisions of Section 1, no dwelling, guest house, farm employee housing or farm labor camp shall be constructed, erected or maintained upon any premises containing an area of less than 10 acres; provided, however, one single family dwelling may be constructed and maintained on the premises subject to this Contract.

Section 3. Nothing herein shall be construed to authorize the establishment or continuation of a use of real property contrary in any provision of the Zoning Ordinance of the City of Carlsbad including any amendments thereto, heretofore or hereafter adopted.

Section 4. The premises subject to this Contract shall not be divided so as to create a parcel of land having an area of less than 10 acres, provided that this restriction shall not be construed as prohibiting the owner of premises having an area of more than 10 acres (hereinafter referred to as the Grantor) from conveying to the owner of contiguous premises subject to a Contract of equal or longer unexpired term a parcel containing less than 10 acres for the purpose of enlarging such contiguous premises where the remainder of the Grantor's premises after such conveyance has an area of not less than 10 acres.

Section 5. "Area" means an area of land inclusive of that land within easements or rights of way for roads, streets and/or highways.

Section 6. Definitions. The definition of words set forth in the Zoning Ordinance of the City of Carlsbad shall apply to the words used herein unless otherwise specifically defined herein.

APPENDIX E

LAND CONSERVATION CONTRACT

Agricultural Preserve No. 76-1

THIS CONTRACT, made and entered into this 10th day of February 1976, by and between CARLTAS CORPORATION

hereinafter referred to as "Owner", and the City of Carlsbad, a political subdivision of the State of California, hereinafter referred to as "City":

W I T N E S S E T H:

WHEREAS, the Owner represents that he is the owner of certain land located in the City of Carlsbad, County of San Diego, State of California, which land is presently devoted to agricultural uses, recreational uses, open space, or combination thereof, as authorized in Exhibit "B" attached hereto and lies within an agricultural preserve heretofore established or to be established and designated the ECKE (CARLTAS) Agricultural Preserve No. 76-1, said land being more particularly described in Exhibit "A" attached hereto and hereinafter referred to as the Premises; and

WHEREAS, the Owner and the City desire to limit the use of Premises to agricultural and compatible uses, recreational uses or open space uses or some combination thereof:

IT IS AGREED by and between the Owner and the City as follows:

Section 1. CONTRACT. This is a "Contract" made pursuant to the California Land Conservation Act of 1965, as amended as of the date first above written, including amendments enacted at the 1970 Regular Session of the California Legislature, (hereinafter referred to as the "Act") and is applicable to the Premises.

Section 2. TERM. This Contract shall take effect on February 17, 1976, and shall remain in effect for a period of ten years therefrom and during any renewals of this Contract.

Section 3. RENEWAL. NOTICE OF NONRENEWAL. This Contract shall be automatically renewed for a period of one year on the first day of the first January after the effective date and on the first day of each January thereafter unless written notice of nonrenewal is served by the Owner on the City at least 90 days prior to said date or written notice of nonrenewal is served by the City on the Owner at least 60 days prior to said date. Under no circumstances shall a notice of renewal to either party be required to effectuate the automatic renewal of this Contract.

Upon receipt by Owner of a notice from City of nonrenewal, the Owner may make written protest of such nonrenewal. City may at any time prior to the renewal date withdraw the notice of nonrenewal. Upon request of Owner,

EXHIBIT A

the City Council may authorize Owner to serve a notice of nonrenewal on a portion of the land which is the subject of this Contract. If either party serves notice of intent in any year not to renew this Contract, this Contract shall remain in effect for the balance of the period remaining on the term since the original execution or the last renewal of this Contract as the case may be.

Section 4. AUTHORIZED USES. During the term of this Contract and any and all renewals thereof, the Premises shall be devoted to agricultural uses and compatible uses and shall not be used for any purposes other than agricultural uses or compatible uses as specified in Exhibit "B" attached hereto.

Section 5. ADDITION OR ELIMINATION OF AUTHORIZED USES. The City Council of the City, by resolution, may from time to time during the term of this Contract or any renewals thereof amend the resolution establishing said Agricultural Preserve to add to those authorized uses or eliminate a use listed in Exhibit "B" which authorized uses shall be uniform throughout said Agricultural Preserve; provided, however, no amendment of such resolution during the term of this Contract or any renewal thereof so as to eliminate any use shall be applicable to this Contract unless the Owner consents to such elimination.

Section 6. POLICE POWER. Nothing in the Contract shall be construed to limit the exercise by the City Council of the police power or the adoption or readoption or amendment of any zoning ordinance or land use ordinance, regulation or restriction pursuant to the Planning and Zoning Law (Sections 65000 et seq., Government Code) or otherwise.

Section 7. ZONING. This Contract shall not be construed to authorize the establishment or continuation of a use of real property contrary to any provision of the Zoning Ordinance (Title 21 of the Carlsbad Municipal Code), any amendments thereto, heretofore or hereafter adopted.

Section 8. EMINENT DOMAIN. (a) Except as provided in subdivision (d) of this Section 8, when any action in eminent domain for the condemnation of the fee title of an entire parcel of land subject to this Contract is filed or when such land is acquired in lieu of eminent domain for a public improvement by a public agency or person or whenever there is any such action or acquisition by the Federal government or any person, instrumentality or agency acting under authority or power of the Federal government, this Contract shall be deemed null and void as to the land actually being condemned or so acquired as of the date the action is filed and for the purposes of establishing the value of such land, this Contract shall be deemed never to have existed. Upon the termination of such proceeding, this Contract shall be null and void as to all land actually taken or acquired.

(b) Except as provided in subdivision (d) of this Section 8, when such an action to condemn or acquire less than all of a parcel of land subject to this Contract is commenced, this Contract shall be deemed null and void as to the land actually condemned or acquired and shall be disregarded in the valuation process only as to the land actually being taken, unless the remaining land subject to this Contract will be adversely affected by the condemnation, in which case the value of that damage shall be computed without regard to this Contract.

(c) The land actually taken shall be removed from this Contract. Under no circumstances shall land be removed that is not actually taken, except as otherwise provided in the Act.

(d) The provisions of subdivision (a) and (b) of this Section 8 shall not apply to or have any force or effect with respect to (1) the filing of any action in eminent domain for the condemnation of any easement for the erection, construction, alteration, maintenance, or repair of any gas, electric, water or communication facilities by any public agency (including the City) or public utility or to the acquisition of any such easement by any public agency (including the City) or public utility, or (2) the filing of any action in eminent domain by any public agency (including the City) for the condemnation of the fee title or lesser estate for the establishment, construction (including the widening and realignment) and maintenance of any road, street or highway, whether existing or planned for the future, depicted on the Circulation Element of the City of Carlsbad General Plan adopted by the City Council (including any amendments thereto adopted by said Council prior to the date of this Contract) or depicted on the plat attached to this Contract and marked Exhibit "C" or to the acquisition of any such fee title or lesser estate for such purposes by the State of California or any public agency (including the City); and the filing of any such action in eminent domain for the condemnation of or the acquisition of any such easement, fee title or lesser estate shall not terminate, nullify or void this Contract and in the event of the filing of any such action in eminent domain or acquisition this Contract shall be considered in the valuation process.

Section 9. NO PAYMENT BY CITY. The Owner shall not receive any payment from the City in consideration of the obligations imposed hereunder, it being recognized and agreed that the consideration for the execution of the Contract is the substantial public benefit to be derived therefrom, and the advantage which will accrue to the Owner as a result of the effect on the assessed valuation of land described herein due to the imposition of the limitations on its use contained herein.

Section 10. CANCELLATION. (a) The Owner may petition the City Council for cancellation of this Contract as to all or any portion of the land which is subject to this contract but this Contract may not be canceled in whole or in part except by mutual agreement of the Owner and City pursuant to Section 51282 of the Act (Government Code). City may only consent to the cancellation of this Contract in whole or in part when, after a public hearing has been held in accordance with the provisions of Section 51284 of the Act (Government Code), the Council finds (1) that the cancellation is not inconsistent with the purposes of the Act, (2) that the cancellation is in the public interest, and (3) that it is neither necessary nor desirable to continue the restrictions imposed by this Contract; provided, however, this Contract shall not be canceled until the hereinafter specified cancellation fee has been paid, unless such fee or some portion thereof is waived or deferred pursuant to subdivision (c) of Section 51283 of the Act (Government Code). As provided in said Section 51282, the existence of an opportunity for another use of the land involved (Premises) shall not be sufficient reason for cancellation and a potential alternative use of the land may be considered only if there is no proximate, noncontracted land suitable for the use to which it is proposed the land (Premises) be put. The uneconomic character of an existing agricultural use shall likewise not be sufficient reason for cancellation and the

uneconomic character of an existing agricultural use shall likewise not be sufficient reason for cancellation and the uneconomic character of the existing use may be considered only if there is no other reasonable or comparable agricultural use to which the land (Premises) may be put.

(b) Prior to any action by the City Council giving tentative approval to the cancellation of this Contract, the County Assessor shall determine the full cash value of the land as though it were free from the restrictions of this Contract. The Assessor shall multiply such value by the most recent County ratio announced pursuant to Section 401 of the Revenue and Taxation Code and shall certify the product to the City Council as the cancellation valuation of the land for the purpose of determining the cancellation fee hereinafter specified.

(c) Prior to giving tentative approval to the cancellation of this Contract the City Council shall determine and certify to the County Auditor the amount of the cancellation fee which the Owner must pay the County Treasurer as deferred taxes upon cancellation. Notwithstanding the provisions of subdivision (b) of Section 51283 of the Act (Government Code), if cancellation occurs within the first five-year period of the term of this Contract, the cancellation fee shall be 100% of the cancellation valuation of the land; if cancellation occurs after the expiration of the first five-year period of this Contract the cancellation fee shall be an amount equal to 100% of the cancellation valuation of the land less 5% of said cancellation valuation of each year this Contract has remained in effect in excess of the aforementioned first five-year period; provided, however, in no event shall the cancellation fee be less than an amount equal to 50% of the cancellation valuation of the land. If after the date this Contract is initially entered into the publicly announced County ratio of assessed to full cash value is changed, the percentage payment specified in this paragraph shall be changed so no greater percentage of full cash value will be paid than would have been paid had there been no change in such ratio.

(d) The City Council may waive or defer payment of the cancellation fee or any portion thereof in accordance with subdivision (c) of Section 51283 of the Act (Government Code).

(e) Upon approval by the City Council of the above mentioned cancellation petition and payment of the cancellation fee, the City Clerk shall record in the office of the County Recorder a certificate which shall set forth the name of the owner of such land at the time the Contract is canceled with the amount of the cancellation fee specified by the City Council pursuant to Article 5 of the Act (Section 51281 et seq., Government Code) and a legal description of the property. From the date of recording of such certificate, this Contract or such portion thereof as is appropriate shall be finally canceled.

(f) Upon approval by the City Council of the above mentioned cancellation petition and waiver or deferment in whole or in part of the cancellation fee, the City Clerk shall record in the office of the County Recorder a certificate which shall set forth the name of the owner of such land at the time the contract is canceled with the amount of the cancellation fee specified by the City Council as being due pursuant to Article 5 of the Act (Section 51281 et seq., Government Code), the contingency of such waiver or deferment of payments, and a legal description of the property. From the date of recording of such certificate the Contract shall be finally canceled,

and to the extent the cancellation fee has not yet been paid or waived, a lien shall be created and attached against the real property described therein and any other real property owned by the person named therein as the owner and located within this City. Such lien shall be in favor of the City, shall have the force, effect and priority of a judgment lien and shall remain in effect until the unwaived portion of the cancellation fee is paid in full. Upon the payment of the cancellation fee or any portion thereof, the City Clerk shall record with the County Recorder a written certificate of the release in whole or in part of said lien.

Section 11. DIVISION OF LAND - MINIMUM SIZE PARCELS. The Owner shall not divide the Premises contrary to the restrictions on the division of Premises as set forth in Exhibit "B" attached hereto.

Section 12. CONTRACT BIDS SUCCESSORS. The term "Owner" as used in this Contract shall include the singular and plural and this Contract shall be binding upon the inure to the benefit of all successors in interest of the Owner including but not limited to heirs, executors, administrators, and assignees. In the event the land under this Contract or any portion thereof is divided, the Owner of any parcel may exercise, independent of any other owner of a portion of the divided land, any of the rights of the Owner in the original Contract including the right to give notice of non-renewal and to petition for cancellation. The effect of any such action by the owner of a parcel created by the division of land or any portion thereof subject to this Contract shall not be imputed to the owners of the remaining parcels and shall have no effect on this Contract as it applies to the remaining parcels of the divided land.

Section 13. REMOVAL OF LAND FROM PRESERVE. Removal of any land under this Contract from an agricultural preserve, either by change of boundaries of the preserve or disestablishment of the preserve shall be the equivalent of a notice of nonrenewal by the City; provided, however, that the City shall, at least 60 days prior to the next renewal date following the removal, serve a notice of nonrenewal as provided in Section 51245 of the Act (Government Code). Such notice of nonrenewal shall be recorded as provided in Section 51248 of the Act (Government Code).

Section 14. CONVEYANCE CONTRARY TO CONTRACT. Any conveyance, contract or authorization (whether oral or written) by the Owner or his successors in interest which would permit the use of the Premises or create a division of the Premises contrary to the terms of this Contract, or any renewal thereof may be declared void by the City Council; such declaration or the provisions of this Contract may be enforced by the City by an action filed in the Superior Court of the County for the purpose of compelling compliance or restraining a breach thereof.

Section 15. OWNER TO PROVIDE INFORMATION. The Owner, upon request of the City, shall provide information relating to the Owner's obligations under this Contract.

STATE OF CALIFORNIA
COUNTY OF SAN DIEGO

} SS.

On FEBRUARY 10, 1976 before me,
the undersigned, a Notary Public in and for said County and State,
personally appeared PAUL ECKE, JR.
known to me to be the VICE President, and
R. L. BLICKENSTAFF known to me to be

TREASURER Secretary of the corporation that executed the
within instrument, known to me to be the persons who executed the
within instrument on behalf of the corporation therein named, and
acknowledged to me that such corporation executed the within
instrument pursuant to its by-laws or a resolution of its board of
directors.

Signature _____

R. L. Blickenstaff

FOR NOTARY SEAL OR STAMP



OFFICIAL SEAL
R. A. WHITE
NOTARY PUBLIC CALIFORNIA
PRINCIPAL OFFICE III
SAN DIEGO COUNTY
My Commission Expires June 21, 1979

Misc. 165 (G.S.) Ack. Corporation (rev. 12-63)

Staple

Staple



Section 16. NOTICE. Any notice given pursuant to this Contract may, in addition to any other method authorized by law, be given by United States mail, postage prepaid. Notice to the City shall be addressed as follows:

City Clerk
City of Carlsbad
1200 Elm Avenue
Carlsbad, CA 92008

Notice to the Owner shall be addressed as follows:

Carlitas Corp.
P.O. Box 488
Envinitas, CA 92024

IN WITNESS WHEREOF, the Owner and the City have executed this Contract on the day first above written.

CARLITAS COMPANY

Paul Foke Jr.
Paul Foke Jr. Vice President

R.L. Blickenstaff
R.L. Blickenstaff Treasurer

Owner

Robert C. Frazee

ROBERT C. FRAZEE, Mayor of the
City of Carlsbad, California

This is to certify that the foregoing contract is hereby executed on behalf of the City Council of said City of Carlsbad pursuant to authority conferred by City Council Resolution No. 3853 adopted on February 17, 1976 and the City consents to recordation thereof by its duly authorized officer.

Date February 26, 1976 By *Margaret E. Adams*
City Clerk

NOTE: All signatures of owners must be acknowledged before a notary public or public officer authorized to take acknowledgements.

EXHIBIT A

LEGAL DESCRIPTION

That portion of Lot F, Lot G and Lot H of the Rancho Agua Hedionda, in the County of San Diego, State of California, according to Map thereof No. 823 on file in the Office of the County Recorder of said County lying Northerly of Road Survey No. 1534 (Palomar Airport Road) on file in the Office of the County Engineer of said County and located within the following described line:

COMMENCING at Engineers Station 43+46.41 as shown on said Road Survey No. 1534 (Palomar Airport Road); thence along the centerline of said Road Survey North $87^{\circ} 50' 28''$ West, 565.00 feet to the TRUE POINT OF BEGINNING; thence leaving said centerline North $12^{\circ} 00' 00''$ West, about 2625.00 feet; thence South $67^{\circ} 30' 38''$ West, 132.00 feet; thence North $69^{\circ} 05' 00''$ West, 990.00 feet; thence South $67^{\circ} 30' 38''$ West, 1160.00 feet to an intersection with the Westerly line of land conveyed to Carlitas Corporation; thence along said line North $22^{\circ} 35' 15''$ West, about 2748.00 feet to an intersection with the centerline of Cannon Road, said intersection being the Northwesterly corner of land conveyed to Carlitas Corporation; thence continuing along a convex curve with a radius of 1000.00 feet, about 290.00 feet (said radius being the Easterly extension of the centerline of Cannon Road and a portion of the Northerly line of land conveyed to Carlitas Corporation); thence continuing along said Northerly line South $79^{\circ} 05' 50''$ East, 2067.22 feet to the beginning of a concave curve with a radius of 2000.00 feet; thence along said curve, 232.49 feet to the end of said curve; thence South $85^{\circ} 28' 16''$ East, 2157.69 feet to the beginning of a concave curve with a radius of 2000.00 feet; thence continuing along said curve, 481.59 feet to the end of said curve; thence North $80^{\circ} 43' 25''$ East, 321.54 feet to the Northeasterly corner of land conveyed to Carlitas Corporation; thence along the Easterly line of said conveyed land South $0^{\circ} 32' 00''$ East, 4083.00 feet to an intersection with the centerline of said Road Survey No. 1534 (Palomar Airport Road); thence along said centerline South $70^{\circ} 45' 53''$ West, 515.18 feet to the beginning of a convex curve with a radius of 2000.00 feet; thence continuing along said curve, 746.79 feet to the end of said curve; thence along said centerline North $87^{\circ} 50' 28''$ West, 620.00 feet to the TRUE POINT OF BEGINNING.

EXHIBIT B

AGRICULTURAL PRESERVE NO. 76-1

Section 1. In the above named Agricultural Preserve only the following uses are permitted:

a) The following agricultural uses:

- 1) Cattle, sheep, goats and swine production, provided that the number of any one or combination of said animals shall not exceed one animal per half acre of lot area. Said animals shall not be located within fifty feet of any habitable structure, nor shall they be located within three hundred feet of habitable structure on an adjoining parcel zoned for residential uses, nor shall they be located within one hundred feet of a parcel zoned for residential uses where a habitable structure is not involved. In any event, the distance from the parcel zoned for residential uses shall be the greater of the distances so indicated;
- 2) Crop production;
- 3) Floriculture;
- 4) Greenhouses;
- 5) Horses, private use;
- 6) Nursery crop production;
- 7) Poultry, rabbits, chinchillas, hamsters and other small animals provided not more than twenty-five of any one or combination thereof shall be kept within fifty feet of any habitable structure, nor shall they be located within three hundred feet of a habitable structure on an adjoining parcel zoned for residential uses, nor shall they be located within one hundred feet of a parcel zoned for residential uses when a habitable structure is not involved. In any event, the distance from the parcel zoned for residential uses shall be the greater of the distances so indicated;
- 8) Roadside stand for display and sale of products produced on the same premises, provided that the floor area shall not exceed two hundred square feet and is located not nearer than twenty feet to any street or highway;
- 9) Tree farms;
- 10) Truck farms;
- 11) Wildlife refuges and game preserves;

- 12) Other uses or enterprises similar to the above customarily carried on in the field of general agriculture.
- 13) The following uses if necessary and incidental to the agricultural use of the land:

- a) Accessory uses and accessory buildings and structures, including but not limited to private garages, children's playhouses, radio and television receiving antennas, windmills, silos, tank houses, shops, barns, offices, coops, lath houses, stables, pens, corrals, and other similar accessory uses and structures required for the conduct of the permitted uses;
- b) Dogs, cats and other domestic pets, provided not more than four dogs or four cats older than six months or any combination thereof shall be kept on any lot or parcel of land;
- c) Farmhouse, single-family dwelling;
- d) Guest house;
- e) Home occupation.

b) The following compatible uses, provided a conditional use permit authorizing such use is issued by the Planning Commission or City Council of the City of Carlsbad. Such conditional use permit shall be applied for, considered, granted or denied in the manner prescribed by the Zoning Ordinance of the City of Carlsbad for the application for, consideration, granting or denying of applications for conditional use permits under that ordinance.

- 1) Apiary, provided that all hives or boxes housing bees shall be placed at least four hundred feet from any street, school, park, "R" zone, or from any dwelling or place of human habitation other than that occupied by the owner or caretaker of the apiary;
- 2) Aviaries;
- 3) Poultry, rabbits, chinchillas, hamsters and other small animals in excess of the number specified in Section 21.07.020;
- 4) Farm employee housing for persons working on site, provided the number of units shall not exceed two per gross acre of land area and no such housing is located closer than fifty feet from any lot line;
- 5) Hay and feed stores;
- 6) Nurseries, retail and wholesale;

- 7) Packing sheds or small processing plants for farm crops, similar to those being grown on the premises, provided no such processing plant is located within fifty feet of any lot line;
- 8) Public works projects;
- 9) Sanitary landfills, temporary;
- 10) Stables and riding academies, public;

Section 2. Notwithstanding the provisions of Section 1, no dwelling, guest house, farm employee housing or farm labor camp shall be constructed, erected or maintained upon any premises containing an area of less than 10 acres; provided, however, one single family dwelling may be constructed and maintained on the premises subject to this Contract.

Section 3. Nothing herein shall be construed to authorize the establishment or continuation of a use of real property contrary in any provision of the Zoning Ordinance of the City of Carlsbad including any amendments thereto, heretofore or hereafter adopted.

Section 4. The premises subject to this Contract shall not be divided so as to create a parcel of land having an area of less than 10 acres, provided that this restriction shall not be construed as prohibiting the owner of premises having an area of more than 10 acres (hereinafter referred to as the Grantor) from conveying to the owner of contiguous premises subject to a Contract of equal or longer unexpired term a parcel containing less than 10 acres for the purpose of enlarging such contiguous premises where the remainder of the Grantor's premises after such conveyance has an area of not less than 10 acres.

Section 5. "Area" means an area of land inclusive of that land within easements or rights of way for roads, streets and/or highways.

Section 6. Definitions. The definition of words set forth in the Zoning Ordinance of the City of Carlsbad shall apply to the words used herein unless otherwise specifically defined herein.

EXHIBIT B

AGRICULTURAL PRESERVE NO. 76-1

Section 1. In the above named Agricultural Preserve only the following uses are permitted:

a) The following agricultural uses:

- 1) Cattle, sheep, goats and swine production, provided that the number of any one or combination of said animals shall not exceed one animal per half acre of lot area. Said animals shall not be located within fifty feet of any habitable structure, nor shall they be located within three hundred feet of habitable structure on an adjoining parcel zoned for residential uses, nor shall they be located within one hundred feet of a parcel zoned for residential uses where a habitable structure is not involved. In any event, the distance from the parcel zoned for residential uses shall be the greater of the distances so indicated;
- 2) Crop production;
- 3) Floriculture;
- 4) Greenhouses;
- 5) Horses, private use;
- 6) Nursery crop production;
- 7) Poultry, rabbits, chinchillas, hamsters and other small animals provided not more than twenty-five of any one or combination thereof shall be kept within fifty feet of any habitable structure, nor shall they be located within three hundred feet of a habitable structure on an adjoining parcel zoned for residential uses, nor shall they be located within one hundred feet of a parcel zoned for residential uses when a habitable structure is not involved. In any event, the distance from the parcel zoned for residential uses shall be the greater of the distances so indicated;
- 8) Roadside stand for display and sale of products produced on the same premises, provided that the floor area shall not exceed two hundred square feet and is located not nearer than twenty feet to any street or highway;
- 9) Tree farms;
- 10) Truck farms;
- 11) Wildlife refuges and game preserves;

- 12) Other uses or enterprises similar to the above customarily carried on in the field of general agriculture.
- 13) The following uses if necessary and incidental to the agricultural use of the land:
 - a) Accessory uses and accessory buildings and structures, including but not limited to private garages, children's playhouses, radio and television receiving antennas, windmills, silos, tank houses, shops, barns, offices, coops, lath houses, stables, pens, corrals, and other similar accessory uses and structures required for the conduct of the permitted uses;
 - b) Dogs, cats and other domestic pets, provided not more than four dogs or four cats older than six months or any combination thereof shall be kept on any lot or parcel of land;
 - c) Farmhouse, single-family dwelling;
 - d) Guest house;
 - e) Home oppuation.
- b) The following compatible uses, provided a conditional use permit authorizing such use is issued by the Planning Commission or City Council of the City of Carlsbad. Such conditional use permit shall be applied for, considered, granted or denied in the manner prescribed by the Zoning Ordinance of the City of Carlsbad for the application for, consideration, granting or denying of applications for conditional use permits under that ordinance.
 - 1) Apiary, provided that all hives or boxes housing bees shall be placed at least four hundred feet from any street, school, park, "R" zone, or from any dwelling or place of human habitation other than that occupied by the owner or caretaker of the apiary;
 - 2) Aviaries;
 - 3) Poultry, rabbits, chinchillas, hamsters and other small animals in excess of the number specified in Section 21.07.020;
 - 4) Farm employee housing for persons working on site, provided the number of units shall not exceed two per gross acre of land area and no such housing is located closer than fifty feet from any lot line;
 - 5) Hay and feed stores;
 - 6) Nurseries, retail and wholesale;

- 7) Packing sheds or small processing plants for farm crops, similar to those being grown on the premises, provided no such processing plant is located within fifty feet of any lot line;
- 8) Public works projects;
- 9) Sanitary landfills, temporary;
- 10) Stables and riding academies, public;

Section 2. Notwithstanding the provisions of Section 1, no dwelling, guest house, farm employee housing or farm labor camp shall be constructed, erected or maintained upon any premises containing an area of less than 10 acres; provided, however, one single family dwelling may be constructed and maintained on the premises subject to this Contract.

Section 3. Nothing herein shall be construed to authorize the establishment or continuation of a use of real property contrary in any provision of the Zoning Ordinance of the City of Carlsbad including any amendments thereto, heretofore or hereafter adopted.

Section 4. The premises subject to this Contract shall not be divided so as to create a parcel of land having an area of less than 10 acres, provided that this restriction shall not be construed as prohibiting the owner of premises having an area of more than 10 acres (hereinafter referred to as the Grantor) from conveying to the owner of contiguous premises subject to a Contract of equal or longer unexpired term a parcel containing less than 10 acres for the purpose of enlarging such contiguous premises where the remainder of the Grantor's premises after such conveyance has an area of not less than 10 acres.

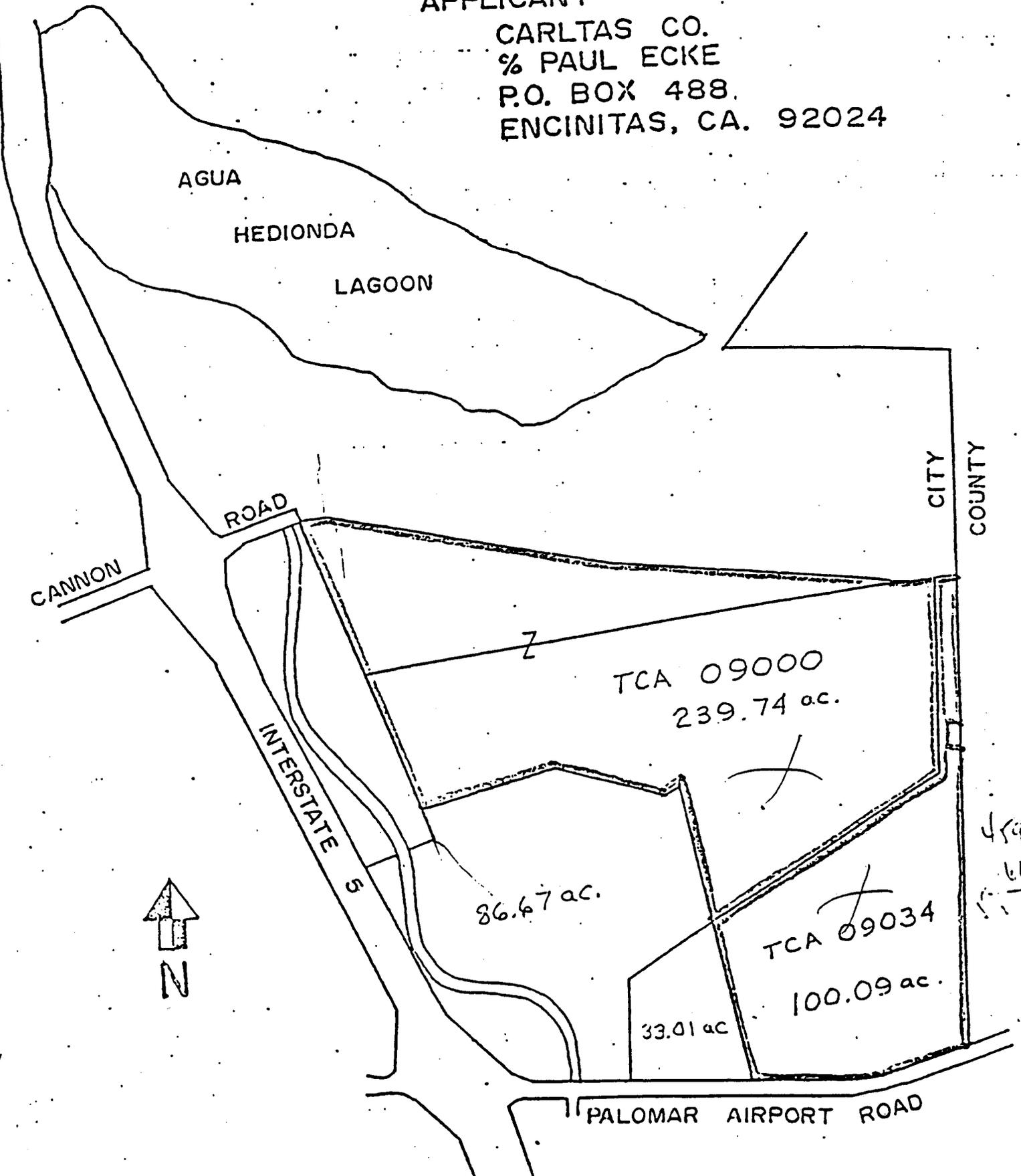
Section 5. "Area" means an area of land inclusive of that land within easements or rights of way for roads, streets and/or highways.

Section 6. Definitions. The definition of words set forth in the Zoning Ordinance of the City of Carlsbad shall apply to the words used herein unless otherwise specifically defined herein.

AGRICULTURAL PRESERVE NO. 76-1

TAX CODE AREAS & ACREAGE
APPLICANT:

CARLTAS CO.
% PAUL ECKE
P.O. BOX 488.
ENCINITAS, CA. 92024



**FIRST AMENDMENT TO
LAND CONSERVATION CONTRACT**

Agricultural Preserve No. 76-1

By this first amendment dated December 15, 1987, Caritas Company, a California Limited Partnership, successor in interest as owner to Caritas Corporation, (hereinafter referred to as "Owner") and the City of Carlsbad, a political subdivision of the State of California, (hereinafter referred to as "City"), the Land Conservation Contract dated February 10, 1976, by and between Caritas Corporation and the City of Carlsbad (the "Contract") is hereby amended pursuant to the provisions of Section 51257 of the Government Code of the State of California in light of the following facts and circumstances:

- A. Pursuant to the provisions of Section 51257 of the Government Code of the State of California, subdivision (c), the Owner has petitioned the City to permit a boundary adjustment to add properties to Agricultural Preserve No. 76-1 and to delete other properties of identical acreage from said preserve.
- B. The City and California Coastal Commission have made all determinations required under Section 51257 that such boundary adjustment should be made and that the amendment stated herein is appropriate, and is consistent with the intent of Section 51257 in the development of a Local Coastal Program with provision for long term preservation of agricultural lands.
- C. Owner and City desire to further amend the contract to specify certain conditional uses permitted under the Williamson Act.

THEREFORE, it is agreed between Owner and City as follows:

Section 1. ADJUSTMENT TO CONTRACT BOUNDARY. Effective on the date of this amendment, the land depicted on the attached Exhibit "D1", dated, November 4, 1987, as "New Contract Land" shall hereinafter be subject to the Contract and the land designated as "Carlsbad Car Country Phase II" shall be deleted and no longer subject to the Contract. There shall be no net loss of land under Land Conservation Contract Agricultural Preserve No. 76-1 due to this boundary amendment.

Section 2. TERM. For purposes of the determination of the term of this agreement with respect to the New Contract Land, hereinmade subject to the Contract and previously not subject to the Contract, the term shall be for 15 years from the effective date of this amendment and Owner hereby waives the right to cancel this agreement as to such property for a period of five years commencing on the effective date of this amended contract.

Section 3. SPECIFIC USES. The list of uses delineated in subpart of B of Exhibit "B" to the Contract are hereby amended to add the following:

- (11) Botanical Gardens, arboretums, and other related and supporting facilities for the display, and education about, agricultural and floral products produced within Carlsbad and surrounding region;
- (12) Farmer's markets or similar facilities for the exclusive sale of agricultural and floral products produced within Carlsbad and surrounding region;
- (13) A floral auction and related facilities which provide financial support of flower growers within Carlsbad and the surrounding region.

Section 4. CHANGE IN NOTICE. Pursuant to the provisions of Section 16 of the Contract, notice to Owner shall be addressed as follows:

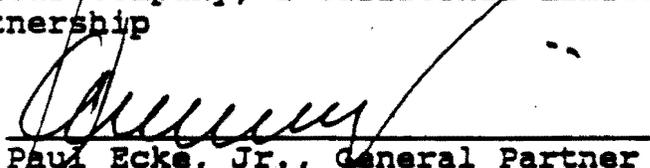
Carlitas Company, a California limited partnership
4401 Manchester Avenue, Suite 206
Encinitas, California 92024

Section 5. RATIFICATION AND AFFIRMATION OF CONTRACT. Except as hereinabove set forth, the land conservation contract dated February 10, 1976, is hereby ratified and confirmed. Executed on the date first written above.

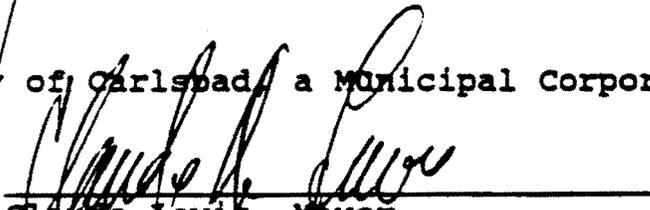
Section 6. RECORDATION. The Owner shall record this amendment as per Section 51283.4 of the California Government Code.

Section 7. AMENDMENT PROCEDURES. Amendment of this amendment of Land Conservation Contract Agricultural Preserve No. 76-1 shall not occur until all conditions and contingencies specified in the agreements have been satisfied.

Carlitas Company, a California Limited Partnership

By: 
Paul Ecke, Jr., General Partner
"OWNER"

City of Carlsbad, a Municipal Corporation

By: 
Claude Lewis, Mayor
"CITY"

[Notarial Acknowledgements]

State of California
County of San Diego

2104

OPTIONAL SECTION

CAPACITY CLAIMED BY SIGNER

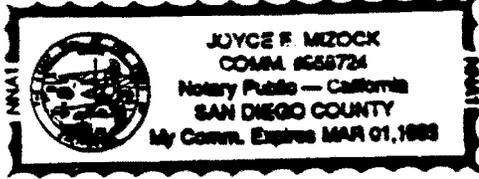
Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the document.

- INDIVIDUAL
- CORPORATE OFFICER(S)
- TITLE(S) _____
- PARTNER(S) LIMITED GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: _____

4-20-93 before me, Joyce E. Mizock, Notary Public,
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared Paul Ecke, Jr.
NAME(S) OF SIGNER(S)

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Joyce E. Mizock
SIGNATURE OF NOTARY

SIGNER IS REPRESENTING:

NAME OF PERSON(S) OR ENTITY(IES)
Carlitas Company, a
California limited
partnership

OPTIONAL SECTION

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:

TITLE OR TYPE OF DOCUMENT First Amendment to Land Conservat
Contract
NUMBER OF PAGES 4 DATE OF DOCUMENT _____
SIGNER(S) OTHER THAN NAMED ABOVE Claude Lewis, Mayor

Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form.

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ALL-PURPOSE ACKNOWLEDGMENT

State of California
County of San Diego

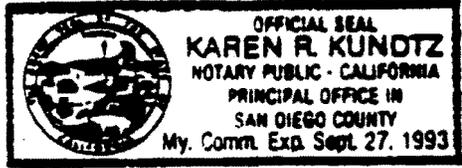
CAPACITY CLAIMED BY SIGNER:

- INDIVIDUAL(S)
- CORPORATE Mayor
OFFICER(S) _____
TITLE(S) _____
- PARTNER(S)
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- SUBSCRIBING WITNESS
- GUARDIAN/CONSERVATOR
- OTHER: _____

On April 29, 1993 before me, Karen R. Kundtz, Notary Public
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared Claude A. Lewis
NAME(S) OF SIGNER(S)

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

SIGNATURE OF NOTARY

SIGNER IS REPRESENTING:

NAME OF PERSON(S) OR ENTITY(IES)
City of Carlsbad, A
Municipal Corporation

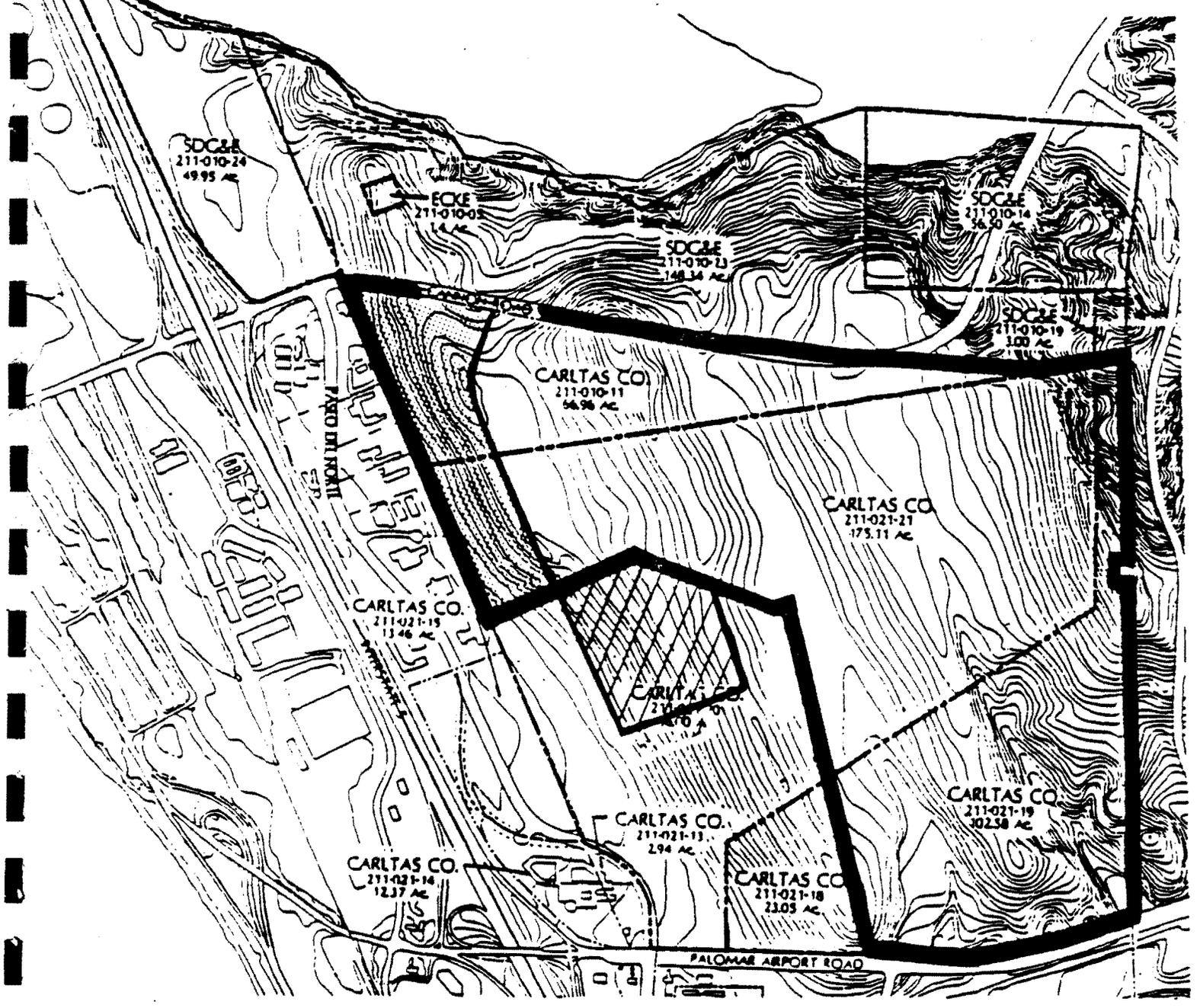
ATTENTION NOTARY: Although the information requested below is OPTIONAL, it could prevent fraudulent attachment of this certificate to unauthorized document.

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:

Title or Type of Document First Amendment to Land Conservation Contract
Number of Pages 4 Date of Document December 15, 1987
Signer(s) Other Than Named Above Paul Ecke, Jr.

11/4/87

AGUA HEDIONDA LAGOON

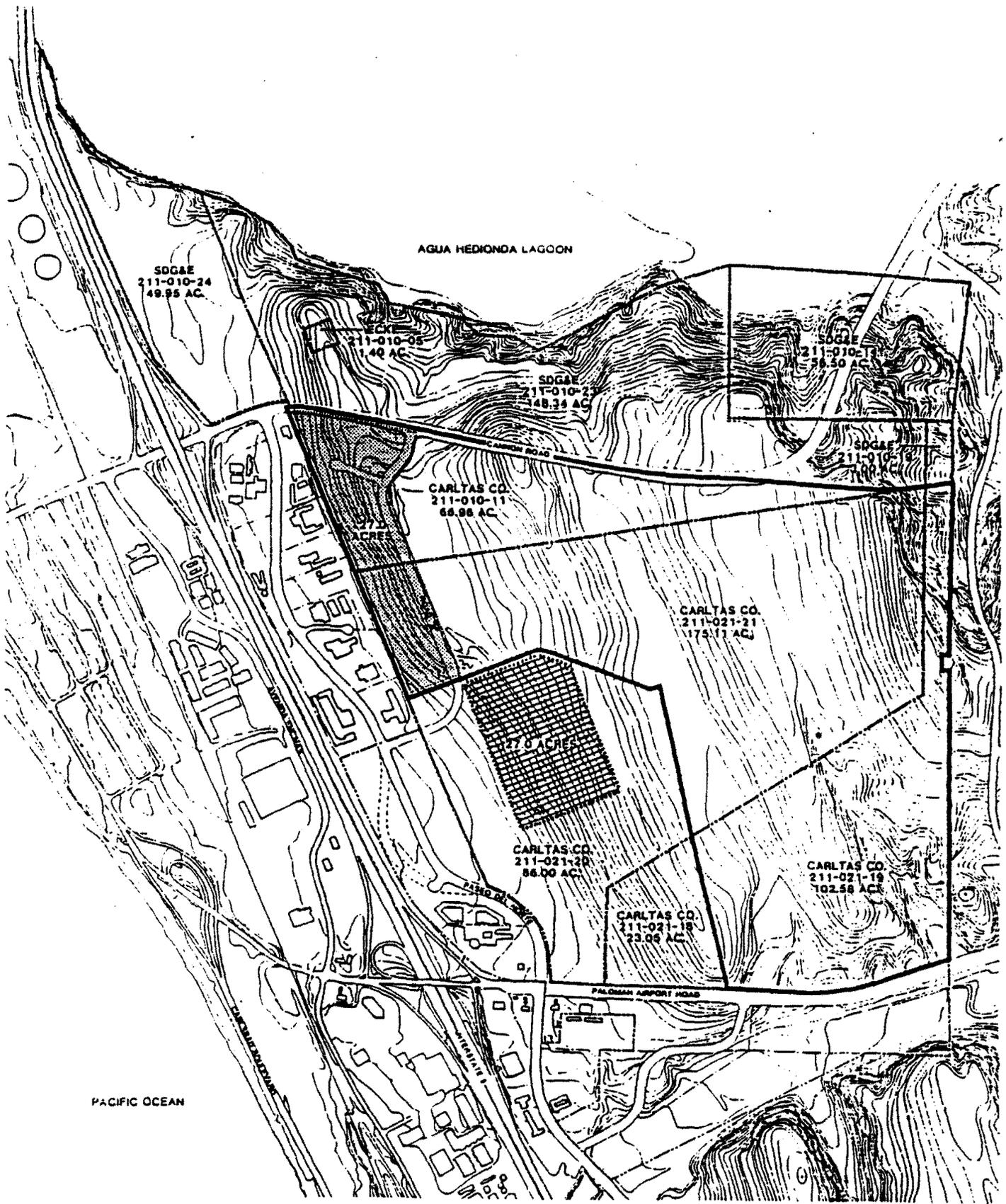


Proposed Agricultural Preserve 76-1 Boundary Amend.

Original 1976 Agricultural Preserve Contract Boundary

BOUNDARY AMENDMENT
Added to the Preserve (New Contract Land)

Removed from the Preserve



LEGEND

- ORIGINAL 1976 AGRICULTURAL PRESERVE CONTRACT BOUNDARY
- BOUNDARY AMENDMENT**
- ADDED TO THE PRESERVE (NEW CONTRACT LAND)
- REMOVED FROM THE PRESERVE

**PROPOSED
AGRICULTURAL PRESERVE
76-1 BOUNDARY AMENDMENT**

CASPER ROAD, PALOMAR



LEGAL DESCRIPTION

THE LAND REFERRED TO IN THIS REPORT IS SITUATED IN THE STATE OF CALIFORNIA, COUNTY OF SAN DIEGO, AND IS DESCRIBED AS FOLLOWS:

PARCEL 1:

THAT PORTION OF RANCHO AGUA MEDIUMA, IN THE CITY OF CARLSBAD, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP NO. 823, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, NOVEMBER 16, 1896, DESCRIBED AS FOLLOWS:

BEGINNING AT THE INTERSECTION OF THE NORTHERLY BOUNDARY OF LOT "H" OF SAID RANCHO AGUA MEDIUMA WITH THE CENTER LINE OF THE 100.00 FOOT RIGHT OF WAY GRANTED TO THE STATE OF CALIFORNIA BY DEED RECORDED AUGUST 30, 1935 IN BOOK 432, PAGE 60 OF OFFICIAL RECORDS BY DOCUMENT NO. 46278 IN A PORTION OF SAID NORTHERLY BOUNDARY OF LOT "H" BEARING SOUTH 78°03' EAST 1149.32 FEET (RECORD 1148.08) AND NORTH 72°21'30" EAST 2036.33 FEET (RECORD NORTH 72°24' EAST 2036.30 FEET) FROM CORNER NO. 1 OF SAID RANCHO AGUA MEDIUMA, ACCORDING TO LICENSED SURVEY MAP NO. 173 FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, DECEMBER 16, 1913; THENCE SOUTHEASTERLY ALONG SAID CENTER LINE OF RIGHT OF WAY 6664.92 FEET TO ENGINEER'S STATION 334 PLUS 79.00 AS SHOWN ON THE MAP OF SAID 100.00 FOOT HIGHWAY RIGHT OF WAY OF ROAD XI-60-2-B ON FILE IN THE OFFICE OF THE DISTRICT STATE HIGHWAY ENGINEER, SAID ENGINEER'S STATION 334 PLUS 79.00 BEING IN THAT COURSE OF SAID CENTER LINE OF RIGHT OF WAY HAVING A BEARING OF SOUTH 30°38'50" EAST (ACCORDING TO SAID HIGHWAY MAP AND ACCORDING TO SAID BOOK 432, PAGE 60, THE BEARING IS RECORDED AS SOUTH 30°43'30" EAST); THENCE NORTH 59°21'10" EAST 1097.36 FEET TO THE CENTER LINE OF THE RIGHT OF WAY OF THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY AS SAID RIGHT OF WAY IS DESCRIBED IN DEED RECORDED MARCH 10, 1881 IN BOOK 38, PAGE 171 OF DEEDS; THENCE ALONG SAID CENTER LINE OF RAILWAY RIGHT OF WAY NORTH 23°06' WEST 962.84 FEET; THENCE LEAVING SAID CENTER LINE NORTH 66°54'10" EAST 1770.00 FEET TO THE MOST WESTERLY CORNER OF THAT LAND DESCRIBED IN PARCEL 2 OF DEED TO PAUL ECKE AND WIFE, RECORDED APRIL 15, 1953 AS DOCUMENT NO. 51682 IN BOOK 4821, PAGE 209 OF OFFICIAL RECORDS, BEING THE TRUE POINT OF BEGINNING; THENCE ALONG THE EASTERLY AND NORTHEASTERLY LINE OF SAID LAND AS FOLLOWS:

SOUTH 85°28'16" EAST 770.00 FEET; SOUTH 23°05'05" EAST 282.14 FEET; SOUTH 85°28'16" EAST 2802.96 FEET; AND SOUTH 23°05'05" EAST 325.77 FEET TO THE NORTHERLY LINE OF THAT PARCEL OF LAND DESCRIBED IN DEED TO PAUL ECKE AND WIFE RECORDED APRIL 29, 1948 AS FILE NO. 43669 IN BOOK 2778 PAGE 348 OF OFFICIAL RECORDS; THENCE ALONG SAID NORTHERLY LINE NORTH 80°43'25" EAST TO THE EASTERLY BOUNDARY OF THAT LAND DESCRIBED IN DEED TO SAN DIEGO COUNTY WATER COMPANY RECORDED JUNE 17,

ORDER NO. 937263-15

1940 AS FILE NO. 28815 IN BOOK 1035, PAGE 301 OF OFFICIAL RECORDS; THENCE ALONG SAID EASTERLY LINE SOUTH 0°32' EAST 4855.00 FEET MORE OR LESS, TO THE SOUTHEASTERLY CORNER THEREOF; THENCE ALONG THE SOUTHERLY LINE THEREOF SOUTH 89°59' WEST TO A LINE WHICH BEARS SOUTH 23°05'05" EAST FROM THE TRUE POINT OF BEGINNING, SAID LINE BEING THE SOUTHERLY PROLONGATION OF THE WESTERLY LINE OF SAID PARCEL 2 OF ECKE LAND ABOVE DESCRIBED; THENCE NORTH 23°05'05" WEST ALONG SAID PROLONGATION AND SAID WESTERLY LINE TO THE TRUE POINT OF BEGINNING.

EXCEPTING THEREFROM THAT PORTION LYING WITHIN PARCELS 1 AND 2 OF PARCEL MAP NO. 11284, IN THE CITY OF CARLSBAD, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, MAY 11, 1981 AS FILE NO. 81-145557 OF OFFICIAL RECORDS.

ALSO EXCEPTING THEREFROM THAT PORTION LYING SOUTHERLY OF THE NORTHERLY BOUNDARY OF PALOMAR AIRPORT ROAD AS DESCRIBED IN DEED TO THE CITY OF CARLSBAD, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, DECEMBER 7, 1959 IN BOOK 8030, PAGE 716 OF OFFICIAL RECORDS.

ALSO EXCEPTING THEREFROM THAT PORTION LYING NORTHERLY OF THE FOLLOWING DESCRIBED LINE;

BEGINNING AT THE INTERSECTION OF THE NORTHERLY BOUNDARY OF LOT "H" OF SAID RANCHO AGUA MEDIONDA WITH THE CENTER LINE OF THE 100 FOOT RIGHT OF WAY GRANTED TO THE STATE OF CALIFORNIA BY DEED RECORDED AUGUST 30, 1935 IN BOOK 432, PAGE 60 OF OFFICIAL RECORDS BY DOCUMENT NO. 46278, IN A PORTION OF SAID NORTHERLY BOUNDARY OF LOT "H" BEARING SOUTH 78°03' EAST 1149.32 FEET (RECORD 1148.08 FEET) AND NORTH 72°21'30" EAST 2036.33 FEET (RECORD NORTH 72°24' EAST 2036.30 FEET) FROM CORNER NO. (1) OF SAID RANCHO AGUA MEDIONDA, ACCORDING TO LICENSED SURVEY MAP NO. 173, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY DECEMBER 16, 1913; THENCE SOUTHEASTERLY ALONG SAID CENTER LINE OF RIGHT OF WAY 6,664.92 FEET TO ENGINEER'S STATION 334 PLUS 79.00 AS SHOWN ON THE MAP OF SAID 100 FOOT HIGHWAY RIGHT OF WAY OF ROAD XI-60-2-B ON FILE IN THE OFFICE OF THE DISTRICT STATE HIGHWAY ENGINEER, SAID ENGINEER'S STATION 334 PLUS 79.00 BEING IN THAT COURSE OF SAID CENTER LINE OF RIGHT OF WAY HAVING A BEARING OF SOUTH 30°38'50" EAST (ACCORDING TO SAID HIGHWAY MAP AND ACCORDING TO SAID BOOK 432, PAGE 60, THE BEARING IS RECORDED AS SOUTH 30°43'30" EAST); THENCE SOUTH 59°21'10" WEST TO THE ORDINARY MEAN HIGH TIDE LINE OF THE PACIFIC OCEAN AND THE TRUE POINT OF BEGINNING; THENCE RETRACING NORTH 59°21'10" EAST TO SAID ENGINEER'S STATION 334 PLUS 79.00 IN SAID CENTER LINE OF HIGHWAY RIGHT OF WAY; THENCE CONTINUING NORTH 59°21'10" EAST 1097.36 FEET TO THE CENTER LINE OF THE RIGHT OF WAY OF THE ATCHISON TOPEKA AND SANTA FE RAILWAY COMPANY AS SAID RIGHT OF WAY IS DESCRIBED IN DEED RECORDED MARCH 10, 1881 IN BOOK 38, PAGE 171 OF DEEDS; THENCE ALONG SAID CENTER LINE OF RAILWAY RIGHT OF WAY NORTH 23°06' WEST 962.84 FEET; THENCE LEAVING SAID CENTER LINE NORTH

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64°54'10" EAST 1770 FEET; THENCE SOUTH 23°05'05" EAST 1485.87 FEET TO THE POINT OF BEGINNING OF SAID LINE; THENCE NORTH 80°43'25" EAST TO THE EASTERLY BOUNDARY OF SAID LAND DESCRIBED IN SAID DEED TO SAN DIEGO COUNTY WATER COMPANY IN BOOK 1035, PAGE 301 OF OFFICIAL RECORDS, SAID POINT BEING THE POINT OF TERMINUS.

EXCEPTING THEREFROM THAT PORTION DESCRIBED AS FOLLOWS:

BEGINNING AT POINT 9 OF LOT "F" AS SHOWN ON SAID PARTITION MAP NO. 823, SAID POINT 9 BEING A POINT IN THE EASTERLY BOUNDARY COURSE OF SAID LOT "H" CONNECTING POINTS 13 OF LOT "C" AND POINT 8 OF LOT "F" AS SHOWN ON SAID MAP NO. 823; THENCE NORTH 0°07'28" EAST ALONG THE SAID EASTERLY BOUNDARY COURSE OF SAID LOT "H" 110.00 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING NORTH 0°07'21" EAST ALONG SAID EASTERLY BOUNDARY COURSE 160.00 FEET; THENCE LEAVING SAID BOUNDARY COURSE NORTH 89°52'32" WEST 120.00 FEET; THENCE SOUTH 00°07'28" WEST 160.00 FEET; THENCE SOUTH 89°52'32" EAST 120.00 FEET TO THE TRUE POINT OF BEGINNING.

PARCEL 2:

THAT PORTION OF RANCHO AGUA HEDIONDA, IN THE CITY OF CARLSBAD, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO MAP NO. 823, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, NOVEMBER 16, 1896, DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEASTERLY CORNER OF CARLSBAD TRACT NO. 72-3 ACCORDING TO MAP THEREOF NO. 7492 FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAID SAN DIEGO COUNTY; THENCE ALONG AN EXISTING PROPERTY LINE SOUTH 22°29'22" EAST A DISTANCE OF 1,426.93 FEET TO THE POINT OF INTERSECTION OF SAID LINE WITH THE NORTHERLY LINE OF THE PUBLIC ROAD EASEMENT GRANTED BY PAUL ECKE AND MAGDALENA ECKE TO THE CITY OF CARLSBAD BY INSTRUMENT RECORDED IN THE OFFICE OF THE RECORDER OF SAID SAN DIEGO COUNTY NOVEMBER 30, 1972, FILE PAGE 320457, BOOK 1972, SAID POINT OF INTERSECTION BEING ON THE ARC OF A 643 FOOT RADIUS CIRCULAR CURVE CONCAVE SOUTHWESTERLY, A RADIAL LINE OF SAID POINT BEARS NORTH 10°00'57" EAST; THENCE WESTERLY ALONG SAID CURVE AND SAID NORTHERLY LINE THROUGH A CENTRAL ANGLE OF 4°39'15" FOR AN ARC DISTANCE OF 52.23 FEET; THENCE CONTINUING ALONG SAID LINE NORTH 84°38'18" WEST A DISTANCE OF 239.30 FEET TO THE BEGINNING OF 557 FOOT RADIUS TANGENT CIRCULAR CURVE CONCAVE EASTERLY; THENCE NORTHWESTERLY AND NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 88°08'18" FOR AN ARC DISTANCE OF 856.83 FEET; THENCE NORTH 3°30'00" EAST A DISTANCE OF 296.12 FEET TO THE BEGINNING OF A 643 FOOT RADIUS TANGENT CIRCULAR CURVE CONCAVE WESTERLY; THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 25°59'22" FOR AN ARC DISTANCE OF 291.67 FEET; THENCE NORTH 22°29'22" WEST A DISTANCE OF 4.38 FEET TO THE SOUTHERLY LINE OF SAID CARLSBAD TRACT 72-3; THENCE NORTH 67°30'38" EAST ALONG SAID SOUTHERLY LINE A DISTANCE OF 302.39 FEET TO THE POINT OF BEGINNING.

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No 220104

PARCEL 31

ALL THAT PORTION OF RANCHO AGUA HEDIONDA, IN THE CITY OF CARLSBAD, IN THE COUNTY OF SAN DIEGO, STATE OF CALIFORNIA, ACCORDING TO PARTITION MAP THEREOF NO. 823, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, NOVEMBER 16, 1896, SITUATED WITHIN THAT PORTION THEREOF DESCRIBED IN DEED TO SAN DIEGO COUNTY WATER COMPANY, RECORDED JUNE 17, 1940 IN BOOK 1035, PAGE 301 OF OFFICIAL RECORDS BY DOCUMENT NO. 28815, BOUNDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT THE POINT OF INTERSECTION OF A LINE WHICH IS PARALLEL WITH AND DISTANT 2000 FEET AT RIGHT ANGLES SOUTHERLY FROM THE SOUTHERLY LINE OF BLOCK "V" OF PALISADES NO. 2, ACCORDING TO MAP THEREOF NO. 1803, FILED IN THE OFFICE OF THE COUNTY RECORDER OF SAN DIEGO COUNTY, AUGUST 25, 1924, THE BEARING OF WHICH PARALLEL LINE AND ITS WESTERLY PROLONGATION THEREOF IS RECORDED AS NORTH 72°25' EAST ON SAID MAP OF PALISADES NO. 2, WITH THE WESTERLY LINE OF THE RIGHT OF WAY OF THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY AS SAID RIGHT OF WAY WAS ESTABLISHED ON SEPTEMBER 22, 1948, SAID POINT OF BEGINNING BEING ALSO THE MOST NORTHERLY CORNER OF THE LAND DESCRIBED IN THE DEED FROM W. D. CANNON, ET AL, TO THE SAN DIEGO GAS AND ELECTRIC COMPANY, A CORPORATION, RECORDED OCTOBER 8, 1948, IN BOOK 2974, PAGE 493 OF OFFICIAL RECORDS; THENCE SOUTHERLY ALONG SAID WESTERLY LINE OF THE RIGHT OF WAY OF THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY, A DISTANCE OF 2755.18 FEET; THENCE PARALLEL WITH A PORTION OF THE SOUTHERLY BOUNDARY OF THE JACOBSEN LAND HEREINAFTER DESCRIBED NORTH 66°54'10" EAST 50 FEET TO THE CENTER LINE OF SAID RAILWAY RIGHT OF WAY; THENCE ALONG SAID CENTER LINE SOUTH 23°06' EAST, 60 FEET TO AN ANGLE POINT IN THE SOUTHERLY BOUNDARY OF THE LAND DESCRIBED IN QUIT CLAIM DEED FROM PAUL ECKE, ET UX, TO GROVER C. JACOBSEN, ET AL, RECORDED APRIL 29, 1948, AS FILE NO. 43667 IN BOOK 2778, PAGE 341 OF OFFICIAL RECORDS; THENCE ALONG SAID SOUTHERLY BOUNDARY OF SAID LAND SO DESCRIBED, NORTH 66°54'10" EAST, 1770 FEET TO A SECOND ANGLE POINT IN SAID BOUNDARY AND THE TRUE POINT OF BEGINNING OF THE PROPERTY HEREIN DESCRIBED SAID TRUE POINT OF BEGINNING BEING ALSO DESIGNATED AS POINT "A" IN A DEED FROM W. D. CANNON TO SAN DIEGO GAS AND ELECTRIC COMPANY RECORDED IN BOOK 4722, PAGE 350 OF OFFICIAL RECORDS; THENCE FROM SAID TRUE POINT OF BEGINNING ALONG A PORTION OF THE SOUTHWESTERLY BOUNDARY OF THE ABOVE DESCRIBED JACOBSEN LAND SOUTH 23°05'05" EAST 1485.87 FEET TO A THIRD ANGLE POINT IN THE BOUNDARY OF THE ABOVE DESCRIBED JACOBSEN LAND; THENCE NORTH 80°43'25" EAST ALONG THE SOUTHERLY BOUNDARY OF THE SAID JACOBSEN LAND 3260.20 FEET; THENCE LEAVING SAID SOUTHERLY BOUNDARY NORTH 23°05'05" WEST A DISTANCE OF 325.77 FEET; THENCE NORTH 85°28'16" WEST A DISTANCE OF 2802.96 FEET; THENCE NORTH 23°05'05" WEST A DISTANCE OF 282.14 FEET; THENCE NORTH 85°28'16" WEST A DISTANCE OF 770 FEET TO THE TRUE POINT OF BEGINNING.

TOGETHER WITH THAT PORTION OF LOT H OF SAID MAP NO. 823 DESCRIBED AS FOLLOWS:

ORDER NO. 937263-15

COMMENCING AT THE CORNER COMMON TO LOTS "F", "H", AND "I" OF SAID RANCHO AGUA HEDIONDA, ACCORDING TO SAID MAP NO. 823; THENCE SOUTH 0°34'51" EAST ALONG THE WESTERLY LINE OF LOT "F", BEING ALSO, THE WESTERLY BOUNDARY OF THE LAND, DESCRIBED IN DEED TO SAN DIEGO GAS AND ELECTRIC COMPANY, REGISTERED JUNE 16, 1953 AS TORRENS AS FILE NO. 30674, IN THE OFFICE OF THE REGISTRAR OF LAND TITLES, FOR SAN DIEGO COUNTY, A DISTANCE OF 1318.39 FEET; THENCE NORTH 89°28'00" EAST, ALONG THE SOUTHERLY BOUNDARY LINE OF SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S LAND, A DISTANCE OF 1865.00 FEET TO CORNER NO. 8, OF SAID LOT "F", OF MAP NO. 823; THENCE SOUTH 0°32'00" EAST, ALONG THE COMMON BOUNDARY LINE OF LOTS "F" AND "H", BEING THE EASTERLY LINE OF SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S LAND, DESCRIBED IN BOOK 4456, PAGE 49, A DISTANCE OF 625 FEET, MORE OR LESS, TO THE SOUTHEASTERLY CORNER OF THE LAND DESCRIBED IN QUITCLAIM DEED FROM PAUL ECKE, ET UX, TO GROVER C. JACOBSEN, ET AL, RECORDED APRIL 29, 1948, AS FILE NO. 43667, IN BOOK 2778, PAGE 341 OF OFFICIAL RECORDS; THENCE SOUTH 80°43'25" WEST, ALONG THE SOUTHERLY BOUNDARY LINE OF SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S LAND, DESCRIBED IN BOOK 4456, PAGE 49, A DISTANCE OF 321.54 FEET TO A POINT IN SAID SOUTHERLY BOUNDARY LINE SAID POINT BEING THE TRUE POINT OF BEGINNING OF THE LAND HEREIN DESCRIBED IN PARCEL 1; THENCE FROM SAID TRUE POINT OF BEGINNING, CONTINUING SOUTH 80°43'25" WEST, ALONG THE SOUTHERLY LINE OF SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S LAND, A DISTANCE OF 1451.85 FEET TO AN ANGLE POINT IN SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S BOUNDARY LINE; THENCE NORTH 23°05'05" WEST, ALONG SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S BOUNDARY LINE, A DISTANCE OF 325.77 FEET TO AN ANGLE POINT THEREIN, SAID ANGLE POINT BEING HEREINAFTER KNOWN AND DESIGNATED AS POINT "A" THENCE FROM SAID POINT "A", SOUTH 85°28'16" EAST, A DISTANCE OF 1083.64 FEET TO THE BEGINNING OF A TANGENT CURVE, CONCAVE NORTHERLY, HAVING A RADIUS OF 2000.00 FEET; THENCE EASTERLY, ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 13°48'19" A DISTANCE OF 481.89 FEET TO THE TRUE POINT OF BEGINNING.

ALSO TOGETHER WITH THAT PORTION OF SAID LOT H DESCRIBED AS FOLLOWS:

COMMENCING AT AN ANGLE POINT IN THE BOUNDARY LINE OF SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S LAND DESCRIBED ABOVE AS POINT "A"; THENCE FROM SAID POINT "A", NORTH 85°28'16" WEST ALONG THE SAID BOUNDARY LINE OF SAN DIEGO GAS AND ELECTRIC COMPANY'S LAND, A DISTANCE OF 1074.05 FEET TO A POINT IN SAID BOUNDARY LINE, SAID POINT BEING THE TRUE POINT OF BEGINNING OF THE PARCEL OF LAND HEREIN DESCRIBED IN PARCEL 2; THENCE FROM SAID TRUE POINT OF BEGINNING OF PARCEL 2, CONTINUING NORTH 85°28'16" WEST ALONG SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S BOUNDARY LINE, A DISTANCE OF 1755.91 FEET TO AN ANGLE POINT IN SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S BOUNDARY LINE; THENCE NORTH 23°05'05" WEST ALONG SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S BOUNDARY LINE, A DISTANCE OF 216.63 FEET; THENCE LEAVING SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S BOUNDARY LINE, SOUTH 79°05'50" EAST, A DISTANCE OF 1617.28 FEET TO THE BEGINNING OF A TANGENT CURVE

PAGE 25

27
No 220104

ORDER NO. 937263-15

CONCAVE NORTHERLY, HAVING A RADIUS OF 2000.00 FEET; THENCE EASTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CONTROL ANGLE OF $6^{\circ}22'26''$, A DISTANCE OF 222.49 FEET TO THE TRUE POINT OF BEGINNING.

EXCEPTING THEREFROM THAT PORTION DESCRIBED AS FOLLOWS:

COMMENCING AT THE CORNER COMMON TO LOTS "F", "H" AND "I" OF SAID PANCHO AGUA MEDICINA, ACCORDING TO SAID MAP NO. 823; THENCE SOUTH $0^{\circ}34'51''$ EAST, ALONG THE WESTERLY LINE OF SAID LOT "F", DESCRIBED IN DEED TO SAN DIEGO GAS AND ELECTRIC COMPANY RECORDED IN BOOK 5055, PAGE 447 OF SAID OFFICIAL RECORDS, A DISTANCE OF 1318.39 FEET; THENCE NORTH $89^{\circ}28'00''$ EAST, ALONG THE SOUTHERLY BOUNDARY LINE OF SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S LAND, DESCRIBED IN BOOK 5055 AT PAGE 447, A DISTANCE OF 1865.00 FEET TO CORNER NO. 8 OF SAID LOT "F" OF MAP 823; THENCE SOUTH $0^{\circ}32'00''$ EAST, ALONG THE COMMON BOUNDARY LINE OF LOTS "F" AND "H", BEING THE EASTERLY LINE OF SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S LAND DESCRIBED IN BOOK 4456, PAGE 49, A DISTANCE OF 625 FEET, MORE OR LESS, TO THE SOUTHEASTERLY CORNER OF THE LAND DESCRIBED IN QUITCLAIM DEED FROM PAUL ECKE ET UX, TO GROVER C. JACOBSEN ET AL, RECORDED APRIL 29, 1948 AS FILE NO. 43667 IN BOOK 2778, PAGE 341 OF OFFICIAL RECORDS; THENCE SOUTH $80^{\circ}43'25''$ WEST ALONG THE BOUNDARY LINE OF SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S LAND DESCRIBED IN BOOK 4456 PAGE 49, A DISTANCE OF 1773.39 FEET TO AN ANGLE POINT THEREIN; THENCE NORTH $23^{\circ}05'05''$ WEST, ALONG SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S LINE, A DISTANCE OF 325.77 FEET TO AN ANGLE POINT THEREIN; THENCE NORTH $85^{\circ}28'16''$ WEST, ALONG SAID BOUNDARY LINE OF SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S LAND, A DISTANCE OF 2802.96 FEET TO AN ANGLE POINT THEREIN; THENCE NORTH $23^{\circ}05'05''$ WEST, ALONG SAID BOUNDARY LINE OF SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S LAND, A DISTANCE OF 216.63 FEET TO A POINT IN SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S BOUNDARY LINE, WHICH SAID POINT IS THE TRUE POINT OF BEGINNING; THENCE FROM SAID TRUE POINT OF BEGINNING NORTH $79^{\circ}05'50''$ WEST, A DISTANCE OF 449.94 FEET TO THE BEGINNING, OF A TANGENT CURVE, CONCAVE SOUTHERLY, HAVING A RADIUS OF 1000.00 FEET; THENCE NORTHWESTERLY, WESTERLY AND SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF $34^{\circ}00'00''$, A DISTANCE OF 593.41 FEET TO A POINT OF CUSP, SAID POINT OF CUSP BEING THE INTERSECTION WITH THE SOUTHEASTERLY BOUNDARY LINE OF THAT CERTAIN PORTION OF SAID LOT "H" DESCRIBED IN DEED TO SAN DIEGO GAS AND ELECTRIC COMPANY RECORDED JANUARY 21, 1953 IN BOOK 4722, PAGE 350 OF SAID OFFICIAL RECORDS AS FILE NO. 9010; THENCE FROM SAID POINT OF CUSP NORTH $66^{\circ}54'10''$ EAST ALONG SAID SOUTHEASTERLY BOUNDARY LINE OF SAN DIEGO GAS AND ELECTRIC COMPANY'S LAND DESCRIBED IN BOOK 4722, PAGE 350, A DISTANCE OF 250.00 FEET TO A POINT OF INTERSECTION WITH THE SOUTHERLY BOUNDARY LINE OF SAID SAN DIEGO GAS AND ELECTRIC COMPANY'S LAND DESCRIBED IN BOOK 4456, PAGE 49; THENCE SOUTH $85^{\circ}28'16''$ EAST ALONG SAID SOUTHERLY BOUNDARY LINE, A DISTANCE OF 770.00 FEET TO AN ANGLE POINT THEREIN; THENCE CONTINUING ALONG SAID BOUNDARY LINE OF SAN DIEGO GAS AND ELECTRIC COMPANY'S LAND SOUTH

PAGE 26

27 No 220104



ORDER NO. 937263-15

23°05'05" EAST, A DISTANCE OF 65.51 FEET TO THE TRUE POINT OF BEGINNING.

PAGE 27

27
No 220101

8879-87-05

LEGAL DESCRIPTION - AGRICULTURAL PRESERVE

THAT PORTION OF LOT H OF RANCHO AGUA HEDIONDA ACCORDING TO MAP THEREOF NO. 823 ON FILE WITH THE COUNTY RECORDER OF SAN DIEGO COUNTY, STATE OF CALIFORNIA, DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF LOT 9 OF CARLSBAD TRACT NO. 72-3, MAP NO. 7492 RECORDED IN THE OFFICE OF SAID COUNTY RECORDER; THENCE ALONG THE EAST LINE OF SAID LOT 9, NORTH 22°29'22", WEST, 264.00 FEET; THENCE NORTH 67°30'38" EAST, 402.00 FEET TO THE TRUE POINT OF BEGINNING; THENCE NORTH 22°29'22" WEST, 1607.06 FEET TO THE BEGINNING OF A 336.00 FOOT RADIUS CURVE CONCAVE SOUTHEASTERLY; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE 373.46 FEET THROUGH A CENTRAL ANGLE OF 63°41'03"; THENCE NORTH 41°11'41" EAST, 100.00 FEET TO THE BEGINNING OF A 264.00 FOOT RADIUS CURVE CONCAVE NORTHWESTERLY; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE 136.73 FEET, THROUGH A CENTRAL ANGLE OF 29°40'24"; THENCE NORTH 11°31'17" EAST, 150.00 FEET; THENCE SOUTH 78°28'43" EAST, 1398.31 FEET TO THE BEGINNING OF A 2000.00 FOOT RADIUS CURVE CONCAVE NORTHEASTERLY; THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 222.34 FEET THROUGH A CENTRAL ANGLE OF 6°22'10"; THENCE SOUTH 84°50'53" EAST, 2144.34 FEET TO THE BEGINNING OF A 2000.00 FOOT RADIUS CURVE CONCAVE NORTHEASTERLY; THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 483.16 FEET, THROUGH A CENTRAL ANGLE OF 13°50'29"; THENCE NORTH 81°18'38" EAST, 334.05 FEET TO THE EAST LINE OF SAID LOT H; THENCE ALONG SAID EAST LINE SOUTH 0°00'27" EAST, 1466.29 FEET; THENCE LEAVING SAID LINE SOUTH 89°59'33" WEST, 120.00 FEET; THENCE SOUTH 0°00'27" EAST, 160.00 FEET; THENCE NORTH 89°59'33" EAST 120.00 FEET TO THE AFOREMENTIONED EAST LINE OF SAID LOT H; THENCE

EXHIBIT "B"

20104

ALONG SAID LINE SOUTH $0^{\circ}00'27''$ EAST, 2443.00 FEET TO THE NORTHERLY
SIDELINE OF PALOMAR AIRPORT ROAD; THENCE ALONG SAID SIDELINE SOUTH
 $70^{\circ}46'54''$ WEST, 582.97 FEET TO THE BEGINNING OF A 1950.00 FOOT RADIUS
CURVE CONCAVE NORTHWESTERLY; THENCE WESTERLY ALONG THE ARC OF SAID CURVE
728.10 FEET THROUGH A CENTRAL ANGLE OF $21^{\circ}23'36''$; THENCE NORTH $87^{\circ}49'30''$
WEST, 559.62 FEET; THENCE LEAVING SAID SIDELINE NORTH $12^{\circ}00'00''$ WEST,
2588.44 FEET; THENCE SOUTH $67^{\circ}30'38''$ WEST, 132.00 FEET; THENCE NORTH
 $69^{\circ}05'00''$ WEST, 722.97 FEET; THENCE SOUTH $22^{\circ}29'22''$ EAST, 1140.56 FEET;
THENCE SOUTH $67^{\circ}30'38''$ WEST, 880.00 FEET; THENCE NORTH $22^{\circ}29'22''$ WEST
1392.27 FEET; THENCE SOUTH $67^{\circ}30'38''$ WEST, 72.00 FEET TO THE TRUE POINT
OF BEGINNING.

(LDO106-Q)

27
No 220104

RECORDATION, RETURN TO:
City Clerk
1200 Elm Ave.
Carlsbad, CA 92008

WHEN FILED OF THIS DOCUMENT WAS RECORDED
OR DEC 29 1988 FILE/PAGE NO. 28-672
VERA L. LYLE, COUNTY RECORDER
* 11 recording fee

SECOND AMENDMENT TO
LAND CONSERVATION CONTRACT

By this second amendment dated December 23, 1988, Carlitas Company, a California Limited Partnership, successor in interest as owner to Carlitas Corporation, (hereinafter referred to as "Owner") and the City of Carlsbad, a political subdivision of the State of California, (hereinafter referred to as "City"), the Land Conservation Contract dated February 10, 1976, by and between Carlitas Corporation and the City of Carlsbad (the "Contract") is hereby amended pursuant to the provisions of Section 51257 of the Government Code of the State of California in light of the following facts and circumstances: *recorded 3/11 #059753*

- A. Pursuant to the provisions of Section 51257 of the Government Code of the State of California, subdivision (c), the Owner has petitioned the City to permit a boundary adjustment to add properties to Agricultural Preserve No. 76-1 and to delete other properties of identical acreage from said preserve.
- B. The City and California Coastal Commission have made all determinations required under Section 51257 that such boundary adjustment should be made and that the amendment stated herein is appropriate, and is consistent with the intent of Section 51257 in the development of a Local Coastal Program with provision for long term preservation of agricultural lands.

THEREFORE, it is agreed between Owner and City as follows:

Section 1. ADJUSTMENT TO CONTRACT BOUNDARY. Effective on the date of this amendment, the land depicted on the attached Exhibit "A", dated November 1, as "New Contract Land" shall hereinafter be subject to the Contract and the land located along the north/south trending ridge/valley system shall be deleted and no longer subject to the Contract, all shown on Exhibit A. There shall be no net loss of land under Land Conservation Contract Agricultural Preserve No. 76-1 due to this boundary amendment.

Section 2. TERM. For purposes of the determination of the term of this agreement with respect to the new contract land, herein made subject to the contract and previously not subject to the Contract, the term shall be for 15 years from the effective date of this amendment and Owner hereby waives the right to cancel this agreement as to such property for a period of five years commencing on the effective date of this amended contract.

Section 3. CHANGE IN NOTICE. Pursuant to the provisions of Section of the Contract, notice to Owner shall be addressed as follows:

Caritas Company, a California Limited Partnership
4401 Manchester Avenue, Suite 206
Encinitas, California 92024

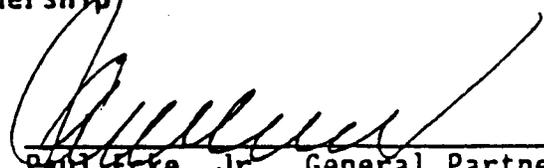
Section 4. RATIFICATION AND AFFIRMATION OF CONTRACT. Except hereinabove set forth, the land conservation contract dated February 10, 197 is hereby ratified and confirmed. Executed on the date first written above.

Section 5. RECORDATION. The Owner shall record this amendment as p Section 52183.4 of the California Government Code.

Section 6. AMENDMENT PROCEDURES. Amendment of this amendment of La Conservation Contract Agricultural Preserve No. 76-1 shall not occur until a conditions and contingencies specified in the agreements have been satisfied

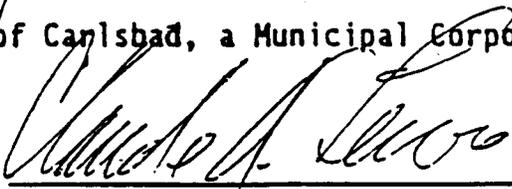
Caritas Company, a California Limited Partnership

By:


PAUL Ecke, Jr., General Partner
"OWNER"

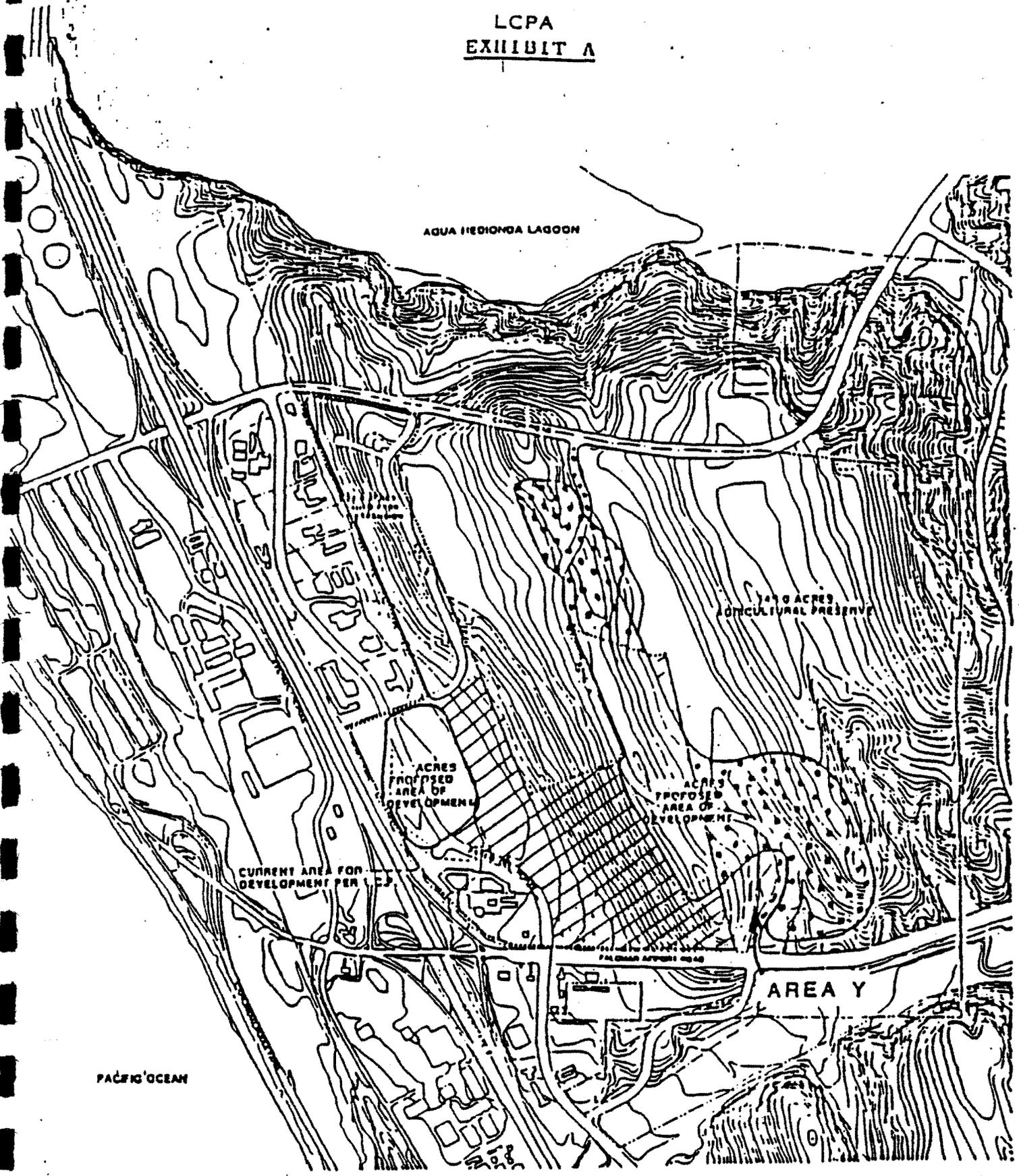
City of Carlsbad, a Municipal Corporation

By:


Claude A. Lewis, Mayor
"CITY"

(Notarial Acknowledgements)

LCPA
EXHIBIT A



AGRICULTURAL PRESERVE BOUNDARY AMENDMENT

-  Added to the Preserve (52 ac.) (New Contract Land)
-  Removed from the Preserve (5 ac.)
-  Existing Developable Area (outside preserve)

#18

DOC # 1991-0518507
04-OCT-1991 10:54 AM

760

RECORDING REQUESTED BY
WHEN RECORDED,
MAIL THIS INSTRUMENT TO:

CITY CLERK
City of Carlsbad
1200 Elm Avenue
Carlsbad, California 92008-1989

.....
.....
.....
.....
.....

APH: 211-021-18, 19, 27, 28, 29; 211-010-25; 900-000-08, 09

----- SPACE ABOVE FOR RECORDER'S USE -----

NOTICE OF NON-RENEWAL

Agricultural Preserve 76-1

NOTICE IS HEREBY GIVEN:

WHEREAS, the undersigned Carlitas Company, a California Limited Partnership is the owner of that certain real property described in the attached Exhibit "A," a portion of which is subject to that certain Land Conservation Contract No. 76-1 recorded March 1, 1976, Document No. 059758, in the Office of the County Recorder of San Diego County, and

WHEREAS, said owner desires a non-renewal of said Contract as to all properties subject to said Contract.

NOW, THEREFORE, said owner does hereby declare its intent not to renew said Contract No. 76-1, effective January 1, 1992 as to all properties subject to said Contract.

CARLITAS COMPANY, a California Limited Partnership

By: *Paul Ecke, Jr.*
Paul Ecke, Jr., General Partner

Dated: 92591

Clerk
OF CARLSBAD
Carlsbad Village Drive
Carlsbad, California 92008-1989

540

DOC # 1993-024390E
21-APR-1993 10:20

OFFICIAL RECORDS
SAN DIEGO COUNTY RECORDER'S OFFICE

ARLETTE STANIS COUNTY RECORDER

THIRD AMENDMENT TO
LAND CONSERVATION CONTRACT

RF: 6.00 FEES:
RF: 7.00
1.00

AGRICULTURAL PRESERVE NO. 76-01
APPLICATION NO. AP 76-01(C)

By this third amendment dated APRIL 12, 1993,

Carltas Company, a California Limited partnership, successor in interest as owner to Carltas Corporation, (hereinafter referred to as "OWNER") and the City of Carlsbad, a political subdivision of the State of California, (hereinafter referred to as "CITY"), the Land Conservation Contract dated February 10, 1976, by and between Carltas Corporation and the City of Carlsbad (the "Contract") is hereby amended pursuant to the provisions of Section 51257 of the Government Code of the State of California in light of the following facts and circumstances:

A. OWNER and CITY desire to further amend the contract to specify certain conditional uses permitted under the Williamson Act.

THEREFORE, it is agreed between OWNER and CITY as follows:

SECTION 1. SPECIFIC USES. The list of uses delineated in sub-part B of Exhibit "B" to the contract are hereby amended to add the following:

(16) Public recreational uses (including golf courses) otherwise consistent with open space uses.

SECTION 2. CHANGE IN NOTICE. Pursuant to the provisions of Section 16 of the Contract, notice to OWNER shall be addressed as follows:

Carltas Company, a California Limited Partnership
5600 Avenida Encinas, Suite 100
Carlsbad, California 92008

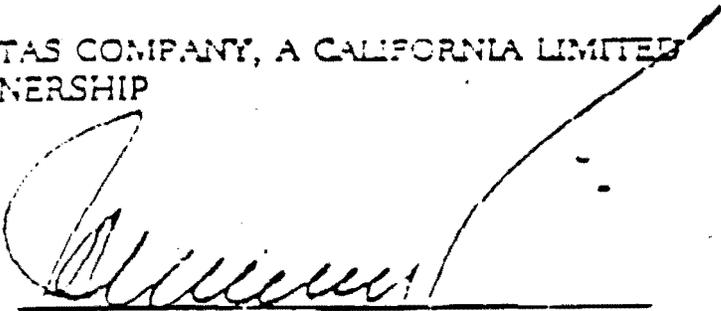
SECTION 3. RATIFICATION AND AFFIRMATION OF CONTRACT. Except as hereinabove set forth, the land conservation contract dated February 10, 1976, is hereby ratified and confirmed. Executed on the date first written above.

SECTION 4. RECORDATION. The OWNER shall record this amendment.

SECTION 5. AMENDMENT PROCEDURES. Amendment of this amendment of Land Conservation Contract Agricultural Preserve No. 76-01 shall not occur until all conditions and contingencies specified in the agreements have been satisfied.

CARLTAS COMPANY, A CALIFORNIA LIMITED PARTNERSHIP

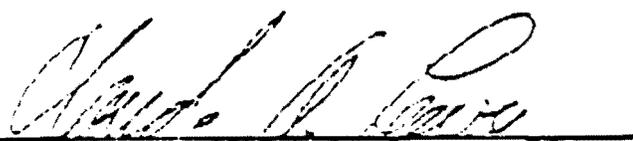
By:



PAUL ECKE, JR., GENERAL PARTNER
"OWNER"

CITY OF CARLSBAD, A MUNICIPAL CORPORATION

By:



CLAUDE A. LEWIS, MAYOR
"CITY"

(Notarial Acknowledgements)

City of San Diego

042

04-09-93 before me, Diane S. Fischer, Notary Public
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared PAUL ECKE, JR.
NAME(S) OF SIGNER(S)

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Diane S. Fischer
SIGNATURE OF NOTARY

CAPACITY CLAIMED BY SIGNER
 Though statute does not require the Notary to fill in the data below, doing so may be available to persons relying on the document.

INDIVIDUAL
 CORPORATE OFFICER(S)
 TITLE(S): _____

PARTNER(S) LIMITED GENERAL
 ATTORNEY-IN-FACT
 TRUSTEE(S)
 GUARDIAN/CONSERVATOR
 OTHER: _____

SIGNER IS REPRESENTING
 NAME OF PERSON(S) OR ENTITY(ES):
Carlitas Company, a California limited partnership

OPTIONAL SECTION

CERTIFICATE MUST BE ATTACHED TO DOCUMENT DESCRIBED AT RIGHT:

TITLE OR TYPE OF DOCUMENT 3rd Amend. to Land Conservation Cont
 NUMBER OF PAGES 2 DATE OF DOCUMENT _____
 SIGNER(S) OTHER THAN NAMED ABOVE Claude A. Lewis, Mayor

21992 NATIONAL NOTARY ASSOCIATION • 8236 Remmet Ave., P.O. Box 7184 • Canoga Park, CA

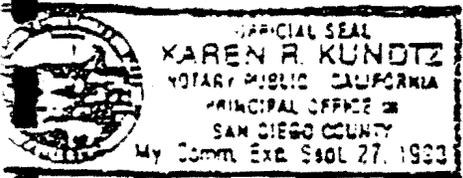
PROPOSED AMENDMENT TO DOCUMENT

City of California
City of San Diego

April 13, 1993 before me, Karen R. Kundtz, Notary Public
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared Claude A. Lewis
NAME(S) OF SIGNER(S)

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

Karen R. Kundtz
SIGNATURE OF NOTARY

CAPACITY CLAIMED BY SIGNER

INDIVIDUAL(S)
 CORPORATE OFFICER(S)
 TITLE(S): _____

PARTNER(S)
 ATTORNEY-IN-FACT
 TRUSTEE(S)
 SUBSCRIBING WITNESS
 GUARDIAN/CONSERVATOR
 OTHER: Mayor City of Carlsbad

SIGNER IS REPRESENTING
 NAME OF PERSON(S) OR ENTITY(ES):
City of Carlsbad

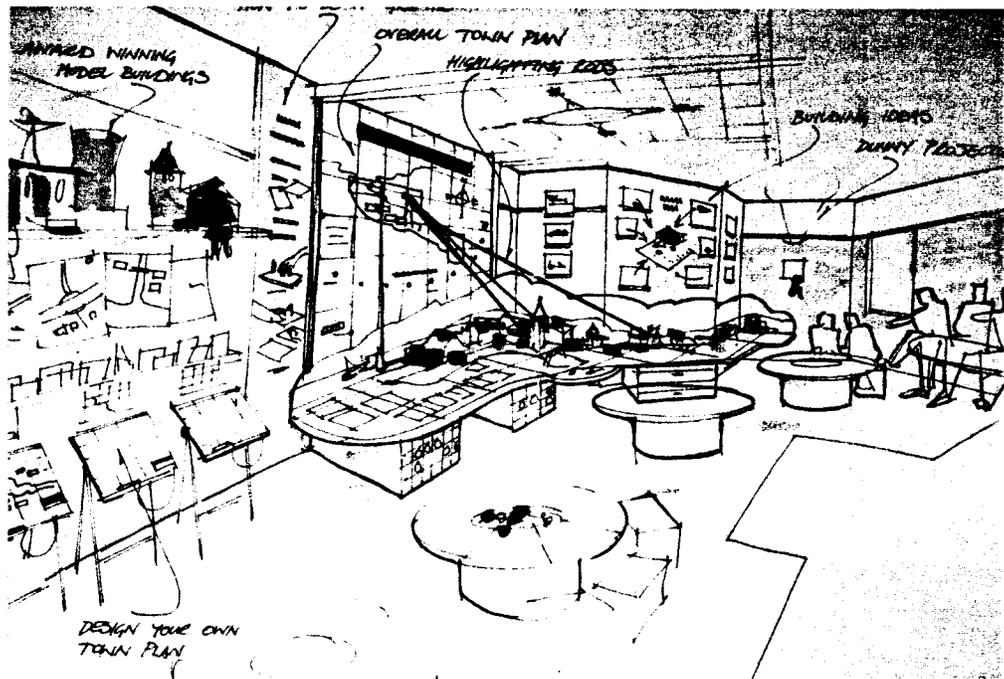
NOTARY: Although the information requested below is OPTIONAL, it could prevent fraudulent attachment of this certificate to unauthorized document.

CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:

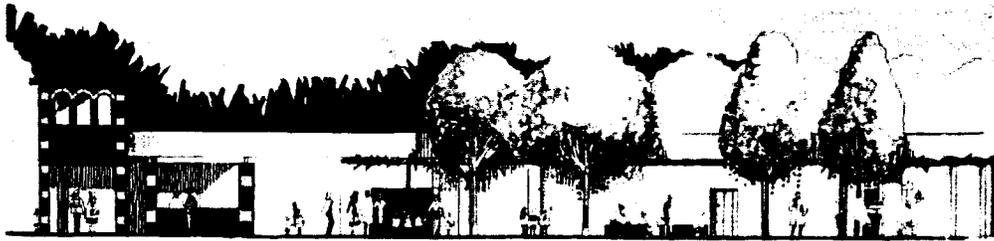
Title or Type of Document 3rd. Amendment to Land Conservation Contract
 Number of Pages 2 Date of Document 4/12/93
 Signer(s) Other Than Named Above Paul Ecke, Jr.

APPENDIX F

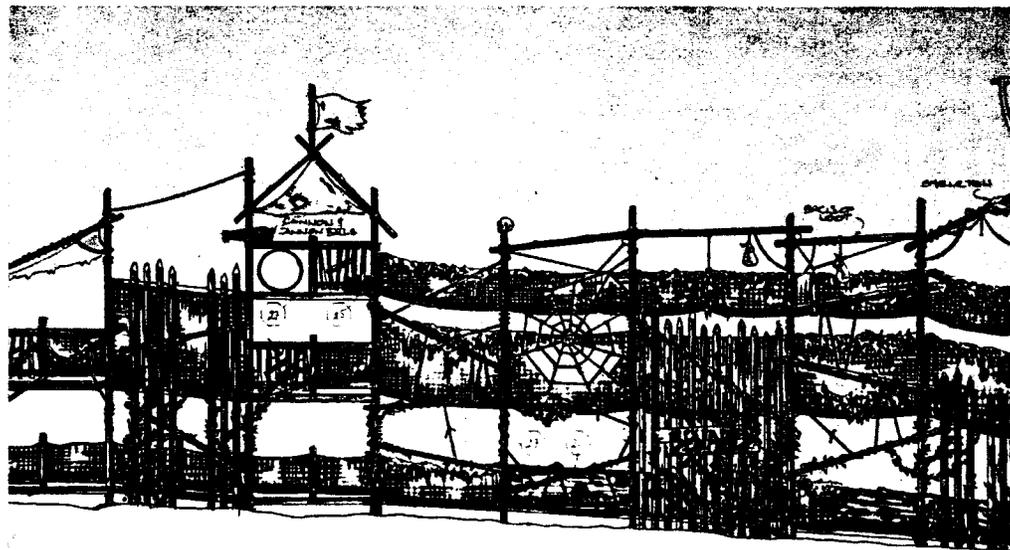
This appendix contains photos and drawings illustrating the types of attractions that have been provided in the LEGOLAND parks in Billund, Denmark and Windsor, England. The purpose of these exhibits is to show the types of attractions that could be offered at LEGOLAND, Carlsbad. The exact details of the various attractions for LEGOLAND, Carlsbad will be determined as a part of the City's review of the Site Development Plan for this portion of the Specific Plan.



"Design Your Own Town"

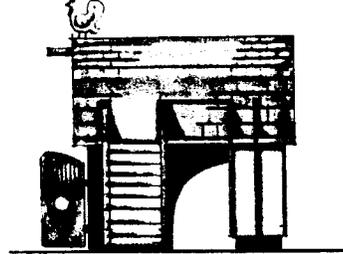
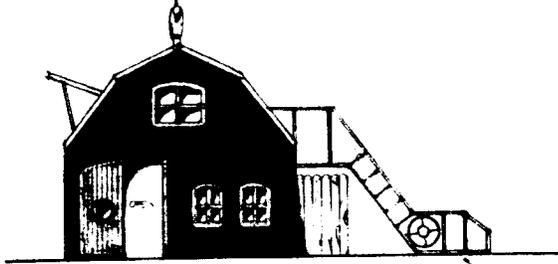
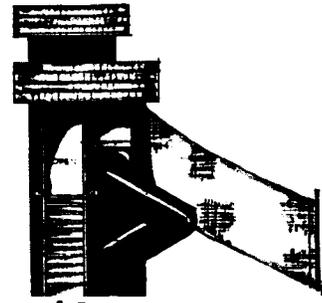
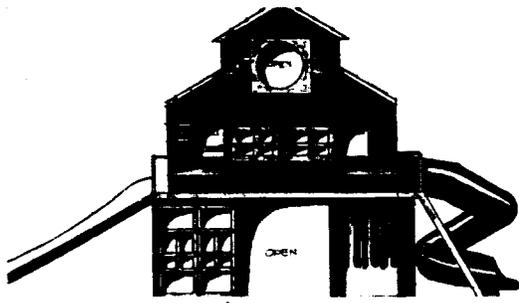


"Entry Ticketing Area"



LEGO Park Project - Windsor
 Detail Design Schedule
 Title: 11.1.1. Tree and Rope Climb
 Project No.: 11.1.1.1
 Date: 11.1.1.1

"Tree and Rope Climb Playground"



FRONT ELEVATION

RIGHT SIDE ELEVATION

"Duplo Playground"



"Theme Feature"



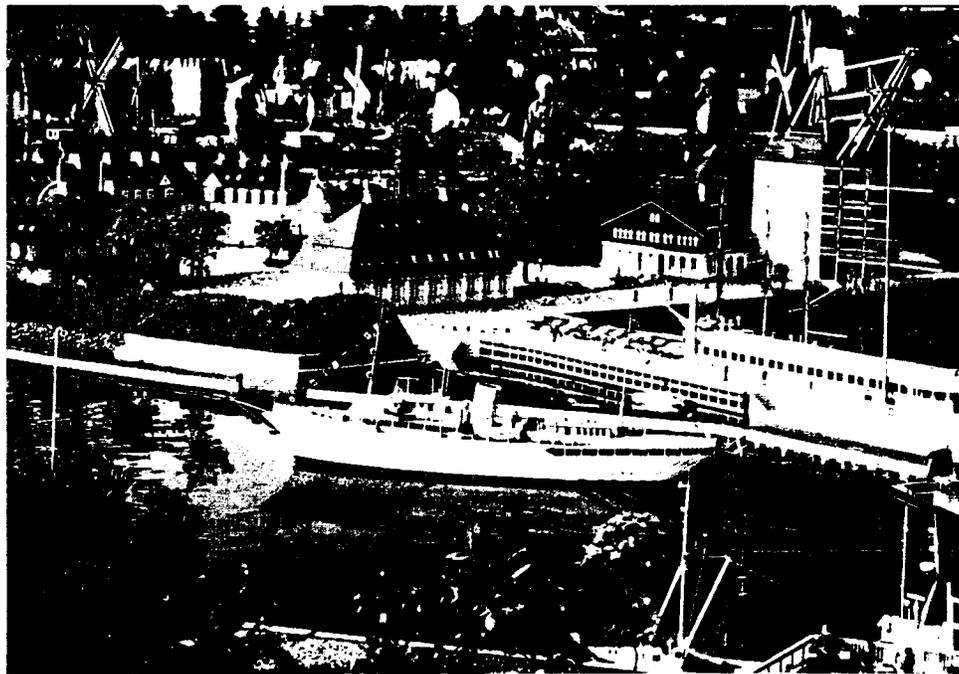
"Miniland"



"Picnic Family building with LEGO bricks"



"Statue of Liberty in Miniland"



"Scenery in Miniland"



"Family Ride"



"Helicopter Ride"



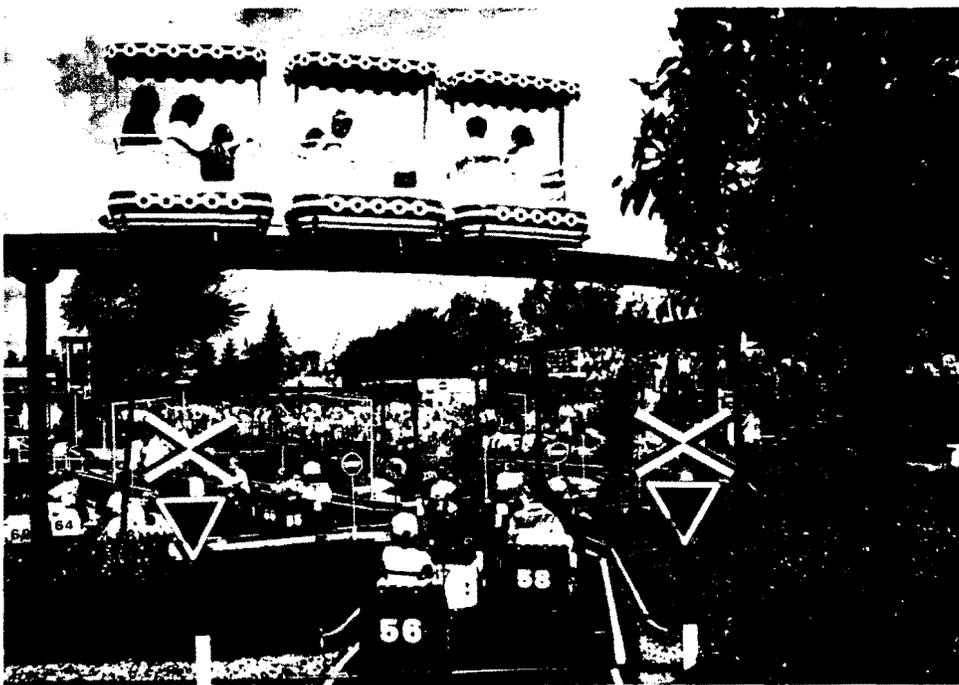
"Building Area"



"Educational Facility"



"LEGO Driving School"



"Mono Rail"



"Family Flume Ride"



"Family Coaster"



"Train"



"LEGOLAND Retail"