

EXHIBIT A

Draft Conditions of approval of Windermere Preliminary Plat

City Engineering recommend approval of the project, with the conditions as follow:

The following items need to be addressed/completed prior to release of the Final Plat for recording:

1. Execution of a Developer's Agreement, which needs to include provisions for security for public improvements within the subdivision and payment of the Street and Utility Fee and the Watermain Fee.
2. Payment of all Storm Water Management Plan Review Fees need to be made, as required by the most current City of Shakopee Fee Schedule.
3. Payment of the Trunk Sanitary Sewer Charge needs to be made, as required by the most current City of Shakopee Fee Schedule.
4. Payment of the Trunk Storm Water Charge needs to be made, as required by the most current City of Shakopee Fee Schedule.
5. Payment of the Sign Installation Fee needs to be made, as required by the most current City of Shakopee Fee Schedule.
6. Payment of the Bituminous Sealcoat Fee needs to be made, as required by the most current City of Shakopee Fee Schedule.
7. The applicant will submit a detailed contractor's bid for all public improvements associated with this subdivision.
8. The applicant will submit a detailed lot area drawing showing the total plat area, the total drainage and utility easement area encompassing high water levels of wetlands/storm water basins, the total area of right-of-way, the total area of conservation easements and outlots, the total area of bituminous street and the total area of lots.
9. The applicant will submit a detailed wetland delineation report/review and application to document the existence/nonexistence of wetlands onsite. This application needs to be reviewed by members of a TEP and needs to be approved by the City of Shakopee acting in its role as the LGU for administration of the WCA.
10. Should wetlands exist in the subdivision, the applicant will provide the required buffers, dedicate adequate outlots or conservations easements to encompass the buffers and wetlands and provide signage per requirements set forth in Chapter 54.32 of the City of Shakopee Code of Ordinances.
11. The applicant will need conditional approval of the subdivision's storm water management plan.
12. The applicant will submit a detailed geotechnical report outlining any groundwater encountered as well as infiltration rates in appropriate locations.
13. The applicant will move the proposed retaining wall in Outlot D to the north so it is not located in the drainage and utility easement adjacent to Windermere Way.

14. The applicant will provide additional right-of-way in the form of sight triangles 15 feet in dimension at every intersection.
15. The proposed extension of Outlot A to Linwood Circle and Willow Circle needs to be eliminated and incorporated into the adjacent lots. A trail will be required in these locations therefore a trail easement document shall be created and recorded.
16. Easements will be shown on the Final Plat as approved by the City Engineer. They include, but are not limited to the following:
 - Once adequate utility plan and profile sheets are prepared, the applicant will verify appropriate drainage and utility easements for public sanitary sewer and storm sewer systems are provided. The minimum widths of drainage and utility easements are set forth in Section 10.1 (A-D) of the City of Shakopee Design Criteria.
 - Provide a minimum of 15 feet of drainage and utility easement adjacent to all of County Road 15 (Marystown Road) and County Road 16 (17th Avenue) rights-of-way.
 - Provide a minimum of 10 feet of drainage and utility easement adjacent to the Windermere Way right of way, even in the outlots.
 - Provide a minimum of 5 feet of trail/sidewalk easement adjacent to the entire length of the westerly right of way of Windermere Way and also a 15-foot trail/sidewalk easement along the entire length of both sides of County Road 16 (17th Avenue).
 - Provide a drainage and utility easement to encompass the storm sewer which runs northerly from Benton Drive to Belmont Drive and thence easterly on Belmont Drive to the pond located in Outlot L.
17. Provide electronic files (AutoCAD and Portable Document Format – PDF) of the Final Plat to be recorded with datum on the Scott County coordinate system.

The following items need to be addressed/completed prior to approval of a grading permit, a street and utility plan and/or a building permit:

1. The applicant will need final approval of the subdivision's storm water management plan.
2. The applicant will grade the entire site, as proposed on the approved plans, in one phase within one year from the date of approval of the grading permit application. Grading is defined as bringing the site to the proposed finished grade with materials deemed acceptable by the City of Shakopee engineering department, providing topsoil per City requirements and applying seed, mulch and/or sod per City requirements and providing an as-built record grading plan per Section 2.5 of the City of Shakopee Design Criteria.
3. Class IV fieldstone riprap and geotextile fabric will be placed at each flared end section. The riprap and fabric will be installed to the bottom of the storm water basin.
4. The proposed storm sewer in the rear of Blocks 4 and 5 needs to be located entirely within Outlot A.

5. The proposed storm sewer in the rear of Block 1 needs to be eliminated. Any needed catch basins should drain to the County Road 16 (17th Avenue) storm sewer system.
6. In order to minimize/eliminate storm sewer located on side lot lines, reroute the storm sewer from between Lots 1 and 2, Block 4 to the storm sewer system on Windermere Way.
7. The applicant will work with the City of Shakopee to verify whether or not storm sewer needs to be extended in Tamarack Road to serve future developments to the west.
8. The applicant will work with the City of Shakopee to verify whether or not storm sewer needs to be extended in Windermere Way to serve future developments to the south.
9. The applicant will work with the City of Shakopee to eliminate lots with public utilities on both side lot lines.
10. Storm manholes will need to be added in order to reduce flow velocities at flared end sections to an acceptable rate. This rate will be determined by the engineering division.
11. The applicant will seed the disturbed storm water basin area with a native vegetation. The seed mixture, application and maintenance requirements will be determined by the City Engineer or their assign.
12. The applicant shall provide adequate permanent erosion control, as approved by the City Engineer, for the ravine draining to pond 3 and also the upstream slopes of pond 3. There is a large tributary area to the southwest draining to this pond that has the potential to create long term erosion and maintenance issues.
13. The applicant shall fill in the ditch along County Road 15 (Marystown Road). All field accesses will be removed as part of this project. Storm sewer and a bituminous trail will be required.
14. The applicant will install trunk sanitary sewer to the west and south property lines as directed and approved by the city engineer.
15. The sanitary sewer extended from the existing Metropolitan Council's trunk facility will need to be of a material approved by the city engineer.
16. Retaining walls 4 feet or greater in height must have a design certified by a registered professional engineer.
17. The applicant will install a maintenance trail 12 feet in width over or near the required trunk sanitary sewer in Outlot A. This trail, if possible, will be connect to the trail system near the storm basin in Outlot A to the southwest.
18. The applicant is showing several streets that do not comply with the minimum back of curb to back of curb width. Local streets shall be 34 feet back of curb to back of curb with the exception of Windermere Way which shall be 37 feet back of curb to back of curb.
19. The applicant will provide vertical street curves that comply with city requirements, unless otherwise approved by the city engineer.
20. The typical section for County Road 16 (17th Avenue) needs to be determined by the city and the county.
21. The applicant will submit detailed pavement design calculations.

22. The applicant will submit a landscaping plan in compliance with the most recent version of the City of Shakopee's Easement Fencing and Landscaping Policy. If the applicant wishes to vary from these requirements, a detailed subdivision-wide utility service corridor plan will need to be submitted for review.
23. Record plans need to be provided per the City of Shakopee Design Criteria, Section 2.5 and Section 11.2 (A-L). The record plans need to be submitted to the engineering department.

Scott County Highway Department (Water Resources) recommend approval, with conditions as follow:

1. Scott County is not reviewing the overall drainage system for the development, nor conformance with City of Shakopee standards. We understand the City will conduct its review to ensure the development as a whole, including the construction of the County Road improvements, meets City Water Resources design criteria.
2. Per our drainage meeting on March 22nd, 2017, Scott County is comfortable with the construction of a temporary storage pond on the South Side of the proposed County Road adjacent to Pond #3. The purpose of the pond is to reduce the need for oversized trunk storm sewer facilities down stream of Pond #3 accommodate existing conditions upstream of the development that will be required to reduce their discharge rate as future development occurs. Scott County will require this design to not overflow onto the County Road in storms less than a 50-year event. The analysis will need to include running the 100-year storm in this scenario to show its impact on all other downstream resources.
3. We understand that WSB has been or will be hired to complete the design of the County Road meeting all County Construction requirements.
4. We draw attention to the proposed 100 year HWL of Pond #4, which as proposed exceeds the Rim elevation of the storm sewer structures to the north that are supposed to direct their runoff to the this pond. Per County design criteria, we require the 100 year HWL to be at least 1 foot below the rim elevation. This may require changing the size or grading of that proposed pond to meet this criteria if the outlet size cannot be increased.

WSB recommends approval of the Preliminary Plat, with conditions as follow:

1. Detailed design issues will need to be addressed by the applicant prior to approval of the stormwater management plan and issuance of a grading permit.
2. The recent plans indicate a gas station use. The applicant needs to be aware that runoff from a gas station site cannot be routed to an infiltration basin, per MPCA requirements. If that use is to move forward, the stormwater management needs to be revised accordingly to meet city rate, quality, and volume control.
3. Drainage and utility easements must encompass all drainage infrastructure and 100-year HWLs around any stormwater basins.
4. A final stormwater analysis and HydroCAD model demonstrating rate, volume and water quality standards are met. It should be noted that the City does not

- allow orifices smaller than 8-inches. Currently the stormwater management plan includes 6-inch orifices. The proposed stormwater design should replace the 6-inch orifices with 8-inch.
5. Final grading plan with legends that contain all symbology and more contour labeling. Also, the grading around Willow Circle between Lots 7 & 8 and Lots 14 & 15 appears to create flooding situation within the street and driveway areas. Westwood should reconsider grading in this area, and others with a similar situation.
 6. Stormwater Report that summarizes the phasing of this development, including a description and proposed drainage that includes the development of the upstream tributary area.
 7. Utility plans and plan/profile for all sanitary and stormsewer.

The Parks and Recreation Advisory Board reviewed the preliminary plat proposal application for Windermere development on February 13, 2017. The PRAB moved to recommend to the Planning Commission and City Council, approval of the Preliminary Plat with the following conditions:

1. Park Dedication as outlined in City Code 150.65 shall be met. The applicant shall meet park dedication requirements by providing the land consistent with the following formulas:
Single Family Homes: 53 lots (66-13) X 3 persons per lot/75 people/acre = 2.12 acres
Multi Family: 131 Units X 1 person per unit/75 people/acre = 1.75 acres

Total acreage = 3.87 acres
2. Of the land proposed as open space, Outlot J may be acceptable as dedicated park property excluding the ponding area. All other outlots would not be acceptable for Park Dedication.
3. The applicant to provide a trail connection from 17th Avenue south into Outlot J.
4. The applicant is required to install sidewalk on one side of all residential streets.
5. The applicant is required to install a trail along the north side of 17th Avenue.
6. The applicant shall provide and install park, open space, and trail boundary signage as determined to be needed by the city. The city shall provide the signage and posts for the park, and the applicant provide the installation of the signage. The city shall provide the signage for open space and trail boundary, and the applicant provide the posts and installation of the signage.
7. Land conveyed or dedicated to the city shall not be used in calculating density requirements of the city zoning ordinance, and shall be in addition to and not in lieu of open space requirements for planned unit developments.
8. Wetland, ponding areas, drainageways, and utility easements accepted by the city shall not be considered in the park land and/or cash contribution to the city.

Shakopee Public Utilities (SPUC) recommend approval of the request, subject to the following conditions:

1. Municipal water service is available subject to their standard terms and conditions. These include, but are not limited to: installing a lateral water main distribution system in accordance with utility policy, paying the associated inspections costs, granting any necessary easements, paying the Trunk Water Charge, and paying the Water Connection Charge.
2. Underground electric service is available subject to their standard terms and conditions. These include, but are not limited to: entering into an Underground Distribution Agreement, granting any necessary easements, and paying the associated fees.
3. Street lighting installation is available subject to their standard terms and conditions. These are contained in the current City of Shakopee Street lighting Policy. Applicant must pay the associated fees.
4. The applicant shall work with SPUC regarding a site for a Water Pressure Booster Station to enable service to the 2nd High Elevation Service District (project is located within the 1st and 2nd High Elevation Service Districts).

Minnesota Department of Transportation (MnDot) recommend approval of the request, subject to the development complying with conditions noted in their January 19, 2017 letter.

Scott County Community Services Division provided comments, generally as follow:

1. At time of Final Plat review, the road design shall comply with their design standards, including providing the required public right-of-way and easements for 17th Avenue and County Hwy. 15.
2. At time of Final Plat review, the storm water management plan shall comply with their design standards.
3. A trail along County Hwy. 15 be constructed and trails are constructed along 17th Ave.
4. Right of way sight triangles shall be dedicated on the plat at intersections with the County roadway and at the County Hwy. 15/17th Avenue intersection that mirror the Countryside plat.
5. No ponding, berming, signing, or landscaping shall be permitted within the County right-of-way.
6. Any field accesses to County Hwy. 15 shall be completely removed from the county right-of-way and graded to match the existing ditch.
7. Any work within the County right-of-way shall require the appropriate County permit.
8. Noise levels will increase as traffic levels increase in the area. Noise attenuation for the homes along the County Roads is the responsibility of the City and/or developer.

City Natural Resources recommend approval of the request, subject to the following conditions:

1. Windermere Way and 17th Avenue shall have a minimum eight feet between the back of curb and trail/sidewalk. A trail easement shall be given for any portion of the trail which is outside of the city right-of-way, plus an additional two feet beyond the trail.
2. Soil modification within the planting strips on Windermere Way and 17th Avenue is required as approved by the city engineer.
3. Tree planting/landscaping done within the city right-of-way or easements must be approved by the city engineer. This includes but is not limited to species selection, location, quantity, sizing, maintenance, installation schedule, and warranty. Trees are required to be planted at a minimum 40-foot spacing on each side of the street on Windermere Way and 17th Avenue, as approved by the city engineer.
4. A joint trench is required for all underground wire utilities. The location of the joint trench, utility coordination plan, and installation schedule is to be approved by the city engineer.
5. A right-of-way permit is required before installation of any utilities within city right-of-way or easements.
6. The applicant must meet all vegetation establishment requirements within stormwater areas and city outlots, as approved by the city engineer.
7. Proposed impacts to the bluff impact zone along the trail located in Outlot A, adjacent to Block 3, Lot 1, are acceptable due to previous agricultural disturbance.
8. Landscaping within the project shall comply with the standards listed in the City Code.
9. Landscaping (including trees, shrubs and soils) design/details shall be approved by the City Engineer or designee prior to issuance of a grading permit.