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Form 24

Purpose: To change the registered interest, benefits or burdens

(Instrument code: 450)

(If change(s) requested relate(s) to one or more of the following and no other interests are being added or removed on this form: manner of tenure, description of manner of tenure, non-resident status, parcel access or NSFLB occupant. Note: This form cannot be used to correct an error in a parcel register.)

(Instrument code: 451)

(Change to existing servient or dominant tenement PID number in a parcel register as a result of subdivision or consolidation. Note: This form cannot be used to correct an error in a parcel register.)

Registration district:	Halifax
Submitter's user number:	3501
Submitter's name:	Lindsay Hawker/McInnes Cooper

For Office Use

HALIFAX COUNTY LAND REGISTRATION OFFICE
I certify that this document was registered or recorded
as shown here.
Kim MacKay, Registrar

In the matter of Parcel Identification Number (PID)

PID: 40288128	PID: 40834103
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93658731

LRE ROD

Document #
JUN 24 2009

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Time

(Expand box for additional PIDs. Maximum 9 PIDs per form.)

The following additional forms are being submitted simultaneously with this form and relate to the attached document: *(check appropriate boxes, if applicable)*

- Form 24(s)
- Form 8A(s)

Additional information: *(check appropriate boxes, if applicable.)*

- This Form 24 creates or is part of a subdivision or consolidation
- This Form 24 is a municipal or provincial street or road transfer
- This Form 24 is adding a corresponding benefit or burden as a result of an AFR of another parcel

Power of attorney *(Note: completion of this section is mandatory)*

- The attached document is signed by attorney for a person under a power of attorney, and the power of attorney is:
 - recorded in the attorney roll
 - recorded in the parcel register
 - incorporated in the document

OR

No power of attorney applies to this document

This form is submitted to make the changes to the registered interests, or benefits or burdens, and other related information, in the above-noted parcel register(s), as set out below.

The following recorded interests are to be added and/or removed in the parcel register(s):

Instrument type	Development Agreement
Interest holder and type to be removed (if applicable)	n/a
Interest holder and type to be added (if applicable) Note: include qualifier (eg. estate of, executor, trustee, personal representative) (if applicable)	Halifax Regional Municipality/Party to Agreement
Mailing address of interest holder to be added (if applicable)	P. O. Box 1749 Halifax, NS B3J 3A5
Reference to related instrument in names-based roll/parcel register (if applicable)	n/a
Reason for removal of interest (For use only when interest is being removed by operation of law) Instrument code: 443	n/a

Certificate of Legal Effect:

I certify that, in my professional opinion, it is appropriate to make the changes to the parcel register(s) as instructed on this form.

Dated at Halifax, in the County of Halifax, Province of Nova Scotia, on June 11th, 2009.



Signature of authorized lawyer

Name Lindsay Hawker/McInnes Cooper
Address PO Box 730, Halifax, Nova Scotia, B3J 2V1
Phone 902-425-6500
Email: lindsay.hawker@mcinnescooper.com
Fax: 902-425-6350

This document also affects non-land registration parcels. The original will be registered under the *Registry Act* and a certified true copy for recording under the *Land Registration Act* is attached.

THIS AGREEMENT made this 17 day of, June 2009,

BETWEEN:

CLAYTON DEVELOPMENTS LIMITED

a body corporate, in the Halifax Regional Municipality,
Province of Nova Scotia (hereinafter called the "Developer")

OF THE FIRST PART

-and-

HALIFAX REGIONAL MUNICIPALITY,

a municipal body corporate,
(hereinafter called the "Municipality")

OF THE SECOND PART

WHEREAS the Developer is the registered owner of certain lands located on the east side of the Bicentennial Highway, in Bedford and which said lands are identified by P.I.D #'s 40288128 and 40834103 as illustrated in Schedule A and further described in Schedule A-1 of this Agreement(hereinafter called the"Lands");

AND WHEREAS the Developer has requested that the Municipality enter into a development agreement to allow for the construction of a mixed use development, consisting of residential, institutional and commercial uses on the Lands pursuant to the provisions of the *Halifax Regional Municipality Charter*, and the Municipal Planning Strategy and Land Use By-law for Bedford;

AND WHEREAS a condition of the granting of approval of Council is that the Developer enter into an development agreement with the Halifax Regional Municipality;

AND WHEREAS North West Community Council approved this request at a meeting held on March 26, 2009, referenced as Municipal Case No. 01159;

THEREFORE in consideration of the benefits accrued to each party from the covenants herein contained, the Parties agree as follows:

APPROVED
AS TO FORM
Municipal Solicitor

PART 1: GENERAL REQUIREMENTS AND ADMINISTRATION

1.1 Applicability of Agreement

The Developer agrees that the Lands shall be developed and used only in accordance with and subject to the terms and conditions of this Agreement.

1.2 Applicability of Land Use By-law and Subdivision By-law

Except as otherwise provided for herein, the development and use of the Lands shall comply with the requirements of the Bedford Land Use By-law ("the Land Use By-law") and the Regional Subdivision By-law for Halifax Regional Municipality ("the Subdivision By-law"), as may be amended from time to time.

1.3 Applicability of Other By-laws, Statutes and Regulations

Further to Section 1.2, nothing in this Agreement shall exempt or be taken to exempt the Developer, lot owner or any other person from complying with the requirements of any by-law of the Municipality applicable to the Lands (other than the Land Use or Subdivision By-laws to the extent varied by this Agreement), or any statute or regulation of the Provincial or Federal Government and the Developer or Owner agrees to observe and comply with all such laws, by-laws and regulations in connection with the development and use of the Lands.

The Developer shall be responsible for securing all applicable approvals associated with the on-site and off-site servicing systems required to accommodate the development, including but not limited to the sanitary sewer system, water distribution system, storm drainage system and utilities. Such approvals shall be obtained in accordance with all applicable by-laws, standards, policies, and regulations of HRM and other approval agencies. All costs associated with the supply and installation of all servicing systems and utilities shall be the responsibility of the Developer except as provided for by an infrastructure charge collected under the provisions of the Subdivision By-law. All design drawings and information shall be certified by a Professional Engineer.

1.4 Conflict

Where the provisions of this Agreement conflict with those of any by-law of the Municipality applicable to the Lands (other than the Land Use or Subdivision By-laws to the extent varied by this Agreement) or any provincial or federal statute or regulation, the higher or more stringent requirements shall prevail.

Where the written text of this agreement conflicts with information provided in the Schedules attached to this Agreement, the written text of this agreement shall prevail.

1.5 Costs, Expenses, Liabilities and Obligations

The Developer shall be responsible for all costs, expenses, liabilities and obligations imposed under or incurred in order to satisfy the terms of this Agreement and all federal, provincial and municipal regulations, by-laws or codes applicable to the Lands.

1.6 Provisions Severable

The provisions of this Agreement are severable from one another and the invalidity or unenforceability of one provision shall not affect the validity or enforceability of any other provision.

PART 2: DEFINITIONS

- 2.1 All words unless otherwise specifically defined herein shall be as defined in the applicable Land Use By-law and Subdivision By-law.
- 2.2 In this Agreement, unless the context otherwise requires:
- (a) "Assisted Living Facility" means a building or part of a building where residents have access to 24 hour personal care and assisted living arrangements are provided for individual's living in self contained units. All assisted living facilities shall include a common dining room, personal care, housekeeping and laundry facilities and services.
 - (b) "building height" means the vertical distance between the average finished grade of a building to the soffit of a building, excepting gables.
 - (c) "community commercial uses" means uses identified in Schedule N.
 - (d) "general commercial uses" means uses identified in Schedule P.
 - (e) "lot frontage" means the distance between the side lot lines of a lot as measured in a perpendicular direction from the front lot line at a horizontal distance equal to 7.01 metres (23 feet).
"Master Stormwater Management Plan" means the document entitled *Master Stormwater Management Plan for Bedford South*, Project No. 1045671, prepared by Jacques Whitford NAWÉ Inc. in conjunction with Jacques Whitford Environment Ltd., for Clayton Developments Ltd., dated November 2008.
 - (f) "Secondary Planning Strategy" means the Bedford South Secondary Planning Strategy, adopted under the Bedford Municipal Planning Strategy, as amended from time to time.
 - (g) "Lifestyle Community" means a variety of housing forms which may include townhouse, semi-detached and multiple unit dwellings, assisted living as well as residential care facilities as per the Bedford Land Use By-law. These dwelling units shall be managed by a single entity. Services may include personal care and supportive services such as security, health related services, meals, housekeeping and laundry, recreational activities, transportation and social services.
 - (h) "Waters Advisory Board" means the Bedford Waters Advisory Board, as established by an administrative order of the Municipality.

PART 3 USE OF LANDS AND DEVELOPMENT PROVISIONS

3.1 SCHEDULES

The Developer shall develop the Lands in a manner, which, in the opinion of the Development Officer, is generally in conformance with the Schedules attached to this Agreement and the plans filed in the Halifax Regional Municipality as Case Number 01159:

The Schedules are:

Schedule A:	Illustration of the Lands
Schedule A-1:	Legal Description of the Lands
Schedule B:	Land Use Plan
Schedule C:	Parkland Plan
Schedule D:	Site Preparation Plan
Schedule E:	Sanitary Service Plan- Option 1
Schedule F:	Sanitary Service Plan- Option 2
Schedule G:	Stormwater Servicing Plan
Schedule H:	Water Service Plan
Schedule I:	Sidewalk and Walkways Plan
Schedule J:	Slope Map
Schedule K:	Environmental Constraints Plan
Schedule L:	Phasing Plan
Schedule M:	Design Guidelines for Townhouses and Multiple Unit Buildings
Schedule N:	Community Commercial Uses
Schedule O:	Community Commercial Requirements
Schedule P:	General Commercial Uses
Schedule Q:	General Commercial Requirements
Schedule R:	Lighting Guidelines
Schedule S:	UTGC - Option 2
Schedule T:	Density Chart
Schedule U:	Community Concept
Schedule V:	Bedford South/Wentworth Estates Master Plan Area

3.2 SUBDIVISION OF THE LANDS

- 3.2.1 This Agreement shall be deemed to meet the requirements of the Subdivision By-law with respect to concept plan approval.
- 3.2.2 The development of the Lands shall generally conform to the Schedules.
- 3.2.3 Unless otherwise acceptable to the Development Officer final subdivision applications shall be submitted to the Development Officer in accordance with the following:
- (a) The Developer may undertake the construction of all or a portion of Starboard Drive and Nine Mile Drive prior to the completion and connection of Larry Uteck Boulevard but Starboard Drive and Nine Mile Drive can not be accepted by HRM unless the construction of Larry Uteck Boulevard is completed and is connected and open for public use; and
 - (b) Applications for subdivision approval shall be submitted in the order of phasing, as set out in Schedule L.
- 3.2.4 Unless otherwise acceptable to Development Officer, prior to acceptance of any Municipal Service system, the Developer shall provide the following to the Development Officer:
- (a) Certification from a qualified professional engineer that the Developer has complied with the required Erosion and Sedimentation Control Plan as required pursuant to this Agreement (Section 5.1) ; and

- (b) Certification from a qualified professional engineer indicating that the Developer has complied with the Stormwater Management Plan required pursuant to this Agreement (Section 4.5).
- 3.2.5 Site construction for each Phase or portion thereof shall not occur until the Developer provides a subdivision grading plan to the Development Officer indicating where lot disturbance is to occur at the time of construction of municipal services, as set out in section 3.3 and 3.9 of this agreement. No site preparation shall occur until a pre construction meeting is held.
- 3.2.6 Each subdivision application for each phase shall include a table with the number of units permitted by this agreement, the number of dwelling units for which municipal development permit applications are expected to be sought and the number of dwelling units which have received or are expected to receive municipal development permit approvals from previous subdivision applications submitted for the development pursuant to the provisions of this Agreement. This table shall be attached to each subdivision application.
- 3.2.7 Each subdivision application for each phase shall include a table similar to Schedule T with the total sewer capacities permitted by this agreement, sewer calculations for which municipal development permit applications are expected to be sought and the sewer calculations for uses which have received or are expected to receive municipal development permit approvals from previous subdivision applications submitted for the development pursuant to the provisions of this Agreement. This table shall be attached to each subdivision application.

3.3 REQUIREMENTS PRIOR TO APPROVAL

- 3.3.1 Non-disturbance areas and watercourse buffers as required by this agreement shall be identified with snow fence or other appropriate method such as flagging tape, as approved by the Development Officer, prior to any site preparation (i.e. tree cutting, and excavation activity). The Developer shall provide confirmation to the Development Officer that the non-disturbance areas and watercourse buffers have been appropriately marked. Such demarcations shall be maintained by the Developer for the duration of the construction and may only be removed only upon the issuance of an Occupancy Permit for the lot or unless otherwise directed by the Development Officer.
- 3.3.2 No subdivision approvals shall be granted unless the following conditions have been met:
- (a) all required park site preparation and site development (trails) has been agreed upon in accordance with the requirements of Sections 3.7 of this Agreement;
 - (b) non-disturbance areas have been delineated on the final subdivision plan in accordance with the requirements of Section 3.9;
 - (c) a note for non-publicly owned or private driveways has been placed on the subdivision plan in accordance with the requirements of Section 4.3;
 - (d) an erosion and sedimentation control plan has been complied with in accordance with the requirements of Section 5.1;
 - (e) certification of the subdivision grading plan has been complied with in accordance with the requirements of Section 5.2;

- (f) copies for all required watercourse and wetland alteration permits for the subdivision phase have been provided to the Development Officer;
- (g) if required, approval of Nova Scotia Transportation and Infrastructure Renewal; and

3.3.3 No municipal development permit shall be granted unless:

- (a) a lot grading plan has been prepared in accordance with the requirements of Sections 5.2 of this Agreement and the plan has been approved by the Development Engineer; and
- (b) for all commercial, multiple unit residential and institutional land uses a landscaping plan has been prepared by a Professional Landscape Architect in accordance with the requirements of Section 3.10.
- (c) a lighting plan for commercial and multiple unit residential buildings has been prepared by a qualified person in accordance with the requirements of Section 3.6.
- (d) verification that the number of dwelling units and sewer flows have not been exceeded in accordance with the requirements of Section 4.5.

3.3.4 No development permit application shall be submitted to the Municipality for any multiple unit, commercial or institutional development unless the Developer has completed the Municipality's MICI (Multiple unit/Industrial/Commercial/Institutional) process.

3.3.5 Notwithstanding any other provision of this Agreement, the Developer shall not occupy or use the Lands for any of the uses permitted by this Agreement unless an Occupancy Permit has been issued by the Municipality. No Occupancy Permit shall be issued by the Municipality unless and until the Developer has complied with all applicable provisions of this Agreement and the Land Use By-law (except to the extent that the provisions of the Land Use By-law are varied by this Agreement) and with the terms and conditions of all permits, licenses, and approvals required to be obtained by the Developer pursuant to this Agreement.

3.3.6 No Occupancy Permit shall be granted:

- (a) for any multiple unit, assisted living facility, general and community commercial or institutional development unless a certification has been received from a Professional Landscape Architect in accordance with Section 3.10 of this Agreement (Landscaping);
- (b) for any multiple unit, assisted living facility, general and community commercial, or institutional development unless a certification has been received from a qualified person in accordance with Section 3.6 of this Agreement (Lighting) ;
- (c) trees have been planted or a security provided in accordance with the requirements of Clause 3.5; and
- (d) lot grading approval has been received or financial security provided for completion of the work in accordance with Section 5.2.

3.3.7 Prior to the acceptance of any streets and municipal services within any phase of subdivision, the Developer shall provide the Development Officer with certification from a Professional Engineer that the Developer has complied with the required Erosion and Sedimentation Control Plan as required by Section 5.1 of this Agreement and that there is permanent and/or temporary stabilization of all disturbed areas.

3.4 GENERAL DESCRIPTION OF LAND USE

3.4.1 The use(s) of the Lands permitted by this Agreement are the following:

- (a) A mixed use development as enabled by this Agreement and as generally illustrated on the Schedules;
- (b) Use of the Lands in the development shall be limited to the following as defined in this agreement or the Bedford Land Use By-law:
 - i) single unit dwellings;
 - ii) semi-detached dwellings;
 - iii) townhouse dwellings;
 - iv) multiple unit dwellings, assisted living and residential care facilities;
 - v) institutional uses;
 - vi) lifestyle community;
 - vii) community commercial uses as defined in Schedule N
 - viii) general commercial uses as defined in Schedule O
 - ix) parkland and open space uses;
 - x) home occupations in single unit, semi-detached, townhouse and multiple unit dwellings subject to the requirements of the Land Use By-law for Bedford, Part 5, Section 8 (a) through l) as amended from time to time.
 - xi) day care facilities, nursery schools, early learning centres, and after school care in single unit dwellings subject to the requirements of the Land Use By-law for Bedford, Part 5, Section 9 a) through l) as amended from time to time.

3.4.2 The location of land uses shall generally comply with Schedule B, C and U.

3.4.3 The number of dwelling units permitted by this agreement shall conform with Schedule T and Section 4.5.

Dwelling Units Prior to the Interchange

3.4.4 The Development Officer shall not grant Development Permits for any dwellings units on the Lands until the interchange has been constructed and connected to Larry Uteck Boulevard. Development and building permits for a community commercial (Schedule N) or general commercial (Schedule P) use may be issued, however, Occupancy Permits shall only be issued once the interchange has been constructed and connected to Larry Uteck Boulevard and open to the public.

3.5 DETAILED PROVISIONS FOR LAND USE

Land Use Requirements

3.5.1 No subdivision approval or municipal development permit shall be granted for any designated "singles" development except in accordance with the following provisions:

- (a) Minimum lot frontage: 12.19 metres (40 feet)
- (b) Minimum lot area: 371.6 square metres (4,000 square feet)
- (c) Minimum front yard: 4.57 metres (15 feet)
- (d) Minimum rear yard: 6.10 metres (20 feet)
- (e) Minimum side yard: 1.82 metres (6 feet)

- (f) Minimum separation between buildings: 3.66 metres (12 feet) except for garages permitted under Section 3.5.7
- (g) Minimum flankage yard: 4.57 metres (15 feet)
- (h) Maximum lot coverage: 35%
- (i) Maximum building height: 9.14 metres (30 feet)

3.5.2 No subdivision approval or municipal development permit shall be granted for any designated "semi-detached" development except in accordance with the following provisions:

- (a) Minimum lot frontage: 9.14 metres (30 feet) per dwelling unit
- (b) Minimum lot area: 278.7 square metres (3,000 square feet) per dwelling unit
- (c) Minimum front yard: 4.57 metres (15 feet)
- (d) Minimum rear yard: 6.10 metres (20 feet)
- (e) Minimum side yard: 1.82 metres (6 feet), 0 on common boundary between units
- (f) Minimum flankage yard: 4.57 metres (15 feet)
- (g) Maximum lot coverage: 35%
- (h) Maximum building height: 9.14 metres (30 feet)

3.5.3 No subdivision approval or municipal development permit shall be granted for any designated "townhouse" development except in accordance with the following provisions:

- (a) Minimum lot frontage: 6.10 metres (20 feet) per dwelling unit
- (b) Minimum lot area: 185.8 square metres (2,000 square feet) per dwelling unit
- (c) Minimum front yard: 4.57 metres (15 feet)
- (d) Minimum rear yard: 6.10 metres (20 feet)
- (e) Minimum side yard: 2.44 metres (8 feet) per block, 0 on common boundary between units
- (f) Minimum flankage yard: 4.57 metres (15 feet)
- (g) Maximum lot coverage: 35%
- (h) Maximum building height: 9.14 metres (30 feet)
- (i) Maximum driveway width: 3.65 metres (12 feet)
- (j) each dwelling shall be served with a hard surface driveway that extends from the street curb cut to the front facade of the building and a parking space for an automobile in the dwelling (i.e. garage) measuring not less than 3.05 metres (10 feet) in width and 5.49 metres (18 feet) in length.
- (k) the development conforms with the architectural design criteria for townhouses under Schedule M.
- (l) Access easement shall be required for internal units in each block.

3.5.4 No subdivision approval or municipal development permit shall be granted for any "institutional" use except in accordance with the provisions and requirements of the Institutional (SI) Zone of the Bedford Land Use By-law and this agreement.

3.5.5 No subdivision approval or municipal development permit shall be granted for any designated "multiple" or "assisted living facility" or "residential care facility" development except in accordance with the following provisions:

- (a) Minimum lot frontage: 30.48 metres (100 feet)
18.28 metres (60 feet) on a curve
- (b) Minimum lot area: 929 square metres (10,000 square feet)
- (c) Minimum front yard: 4.57 metres (15 feet) or one half the height of the building, whichever is greater
- (d) Minimum flankage yard: 4.57 metres (15 feet) or one half the height of the building, whichever is greater
- (e) Maximum lot coverage: 35%
- (f) buildings shall conform with the height restrictions shown on Schedule U. Where a building is not anticipated by the Schedules, the height shall not exceed six habitable storeys above grade facing the street. Where multi unit buildings are permitted in the General commercial area, the maximum building height shall be 12 habitable stories.
- (g) the minimum rear or side yard shall be the greater of 6.10 metres (20 feet) or one half the height of the building; and
- (h) underground parking shall be provided to satisfy a minimum of fifty percent (50)% of the parking requirements of the Land Use By-law. Where the number of units in a building exceeds 48, this requirement may be met through the construction of a parking structure.
- (i) the development conforms with the architectural design criteria under Schedule M.
- (j) buildings shall have a minimum 30m (100 feet) setback from Highway 102 right of way, where applicable.
- (k) Multiple buildings shall be permitted on one lot in any "lifestyle community" development.

3.5.6 No subdivision approval or municipal development permit shall be granted for any "community commercial" development except in accordance with the following provisions:

- (a) Minimum lot frontage: 30.48 metres (100 feet)
- (b) Minimum lot area: 929 square metres (10,000 square feet)
- (c) Minimum front yard: 0 metres (0 feet)
- (d) Minimum side yard: 6.096 metres (20 feet)
- (e) Minimum rear yard: 4.57 metres (15 feet) or one half the height of the building, whichever is greater;
- (f) Minimum flankage yard: 6.096 metres (20 feet); 7.6 metre (25 feet) vision triangle for corner lots)
- (g) Maximum lot coverage: 50%
- (h) Building height: six stories
- (i) the development conforms with the Community Commercial Uses under Schedule N and the Community Commercial Requirements under Schedule O.
- (j) no residential permitted on the ground floor of any building within 50 feet (15.24m) of a public street.

3.5.7 No subdivision approval or municipal development permit shall be granted for any "general commercial" development except in accordance with the following provisions:

- (a) Minimum lot frontage: 30.48 metres (100 feet)
- (b) Minimum lot area: 929 square metres (10,000 square feet)
- (c) Minimum front yard: 6.096 metres (20 feet)
- (d) Minimum side yard: 6.096 metres (20 feet)
- (e) Minimum rear yard: 4.57 metres (15 feet) or one half the height of the building, whichever is greater;

- (f) Minimum flankage yard: 6.096 metres (20 feet); 7.6 metre (25 feet) vision triangle for corner lots)
- (g) Maximum lot coverage: 50%
- (h) Building height 12 stories.
- (i) the development conforms with the General Commercial Uses under Schedule P and General Commercial Requirements under Schedule Q.

Encroachments

3.5.8 The Developer Officer may approve unenclosed structures attached to a main building such as verandas, decks, porches, steps and mobility disabled ramps to be located within the minimum front, side and rear yards provided the provisions of the Bedford Land Use Bylaw as amended from time to time for such structures as adhered to. In addition to the provision of the Bedford Land Use Bylaw, the following encroachments may be approved for the Lands:

Structural Element	Location	Maximum Encroachment
fire place inserts	any yard	0.61 metres (2.0 feet)
window bays	front, side and rear yards	0.60 metres (2 feet)
Open, roofed porches not exceeding 1 storey in height	front and rear yards	1.22 metres (4 feet). 3 metres (10 feet) in a rear yard.
attached garage (not including habitable space)	side yard	0.61 metres (2 feet) except for townhouses

General Provisions

3.5.9 Unless other wise stated by this agreement, the Lands shall conform with the provisions and requirements of Part 5 of the Land Use By-law . For the purposes of Part 5, an RCDD Zone shall be deemed to apply to all residential and multiple unit residential land uses on the Lands and a CGB Zone shall be deemed to apply to all general commercial and community commercial land uses on the Lands.

Tree Planting

3.5.10 The Developer shall plant a minimum of one (1) tree on each lot designated for single, semi-detached or townhouse dwelling unit and two (2) trees for every lot designated for a single unit dwelling which is greater than or equal to 15.24 metres (50 feet)in width. Each tree shall be a type which is indigenous to Nova Scotia with a minimum height of 1.52 metres (5 feet) and a minimum diameter of 5 centimeters (2 inches). The location of the tree shall not interfere with services. The Development Officer may vary or waive the standard where it is determined that placement of tree(s) are not possible. No Occupancy Permit shall be granted unless this requirement has been satisfied or a security has been provided, in form acceptable to the Development Officer, in the amount of one hundred and twenty percent (120%) of the estimated cost of planting the required tree or trees as the case may be.

Variance

- 3.5.11 The Municipality agrees that the variance provisions and procedures made under the Halifax Regional Municipality Charter shall apply to the development of the Lands permitted under this Agreement as established under the Bedford MPS with the exception of building height.

Road Frontage

- 3.5.12 Notwithstanding the Regional Subdivision By-law, road frontage on Larry Ueck Boulevard, classified as "control of access" may be considered road frontage subject to the approval of Nova Scotia Transportation and Infrastructure Renewal.

3.6 BUILDING AND SITE LIGHTING

- 3.6.1 Lighting shall be directed to driveways, parking areas, loading area, building entrances and walkways and shall be arranged so as to divert the light away from streets, adjacent lots and buildings.
- 3.6.2 Lighting fixtures for all commercial and multiple unit developments shall be fully shielded except as identified in Schedule R.
- 3.6.3 The Developer shall prepare an exterior lighting plan for any multiple unit building, assisted living facilities, institutional, community commercial or general commercial building and submit it to the Development Officer for review to determine compliance with this Agreement. The lighting plan shall contain, but shall not be limited to, the following:
- (a) Plans indicating the location on the premises, and the type of illuminating devices, fixtures, lamps, supports, other devices;
 - (b) Description of the illuminating devices, fixtures, lamps, supports and other devices. This description may include, but is not limited to, manufacturers' catalog cuts and drawings including sections where required;
 - (c) The lighting plan and description shall be sufficient to ensure compliance with the requirements of this section of the agreement. If such plan and description cannot enable this ready determination, by reason of the nature or configuration of the devices, fixtures or lamps proposed, the Developer shall submit evidence of compliance by certified test reports as performed by a recognized testing lab;
 - (d) The lighting plan and all lighting fixtures shall comply with Schedule R Lighting Guidelines;
 - (e) Should the Developer desire to substitute outdoor light fixtures or lamps and install them on the Lands after a permit has been issued, the Developer shall submit all changes to the Development Officer for approval, with adequate information to assure compliance with this clause;
 - (f) The lighting plan shall include certification from a qualified person that the lighting design meet the requirements of this Agreement; and
 - (g) Prior to Occupancy Permits being issued the Developer shall provide to the Development Officer a letter from a qualified person that the installation of lighting meets the requirements of this Agreement;

3.7 PARK DEDICATION

- 3.7.1 The Park Dedication shall include the identified land, site improvements (as described by this agreement), site preparation (grading, topsoil, and sod) and site development (trails).
- 3.7.2 Park Dedication through the land acquisition shall substantially conform with the classification, location and dimensions illustrated on Schedules B & C which complies with the overall Park Dedication for the Bedford South Master Plan area. The land is to be considered a Primary Service.
- 3.7.3 Site Preparation (Schedule C and D) and Site Development of Trails (Schedule C) design and construction shall be approved by the Development Officer prior to Final Subdivision approval. The Site Preparation and Site Development shall be a Secondary Service and must be 110% bonded if not complete at the time of land acquisition. All construction shall meet the design, construction, and approval requirements of the Municipality.
- 3.7.4 The Developer agrees, at their expense, to design and construct 1253 metre (4111 ft) of Secondary Trail System with a 1.5 metre (4.92 ft) wide granular travel surface to the Points of Interest (entrances and high point) generally identified on Schedule C. Detailed design specifications shall be included in the Final Subdivision Application. Final centreline location of the trail system shall be determined on site.
- 3.7.5 Site Preparation of Schedule D shall be at the expense of the Developer and shall include be reinstated/finished with 150mm topsoil and sod or approved equivalent.
- 3.7.6 The Municipality agrees that fulfillment of the requirements of Clauses 3.7.1 and 3.7.2 of this Agreement shall be deemed to satisfy all park dedication requirements of the Subdivision By-law for any subdivision approvals sought for the Lands.

3.8 WATERCOURSE PROTECTION

- 3.8.1 Part 5, Section 21 of the Bedford Land Use By-law shall apply. For the purposes of this clause the Environmental Constraints Map (Schedule J and K) shall act as the equivalent of the environmental sensitivities map.
- 3.8.2 Except as required for safety reasons or to allow for the installation of a municipal service systems or to allow for the construction of a park facility such as a trail, no lands shall be disturbed within the required setback from a watercourse unless a management plan has been prepared by a qualified consultant and submitted to the Community Council for approval. The plan shall be submitted to the Waters Advisory Board for recommendation for approval prior to the Community Council making a decision.
- 3.8.3 Notwithstanding Section 3.8.1, the required setback from a watercourse for Commercial uses on UTGC-2 and 3 may be reduced to 20m (66 ft) in accordance with the detailed Stormwater Management Plan.

3.9 NON-DISTURBANCE AREAS

3.9.1 The Developer agrees that non-disturbance areas as shown on Schedule K shall be identified on all survey plans and submitted to the Municipality. Further, the plan shall identify all watercourse setbacks required under clause 3.8.1 and all wetlands greater than or equal to 2000 square metres, as defined by Nova Scotia Environment. Further, no development, tree cutting or grade alteration shall be permitted within any non-disturbance area except where approved in writing by the Development Officer under one of the following circumstances:

- (a) To install municipal service systems. In these cases, the location, size and extent of the disturbance shall be identified on a plan prepared and endorsed by a qualified professional which shall identify measures to minimize disturbance within the non-disturbance area to the satisfaction of the Development Officer. Further where the disturbance is related to the construction of the interchange and related infrastructure at Highway 102, the Development Officer shall permit disturbance as permitted by Nova Scotia Environment.
- (b) To remove a tree that is dead, dying or in decline and which represents a danger to private property, public infrastructure or other natural trees and vegetation. Prior to granting approval for the removal of such a tree, the Development Officer shall have the discretion to require that the landowner engage a Certified Arborist, Landscape Architect, Landscape Technologist, Urban Forester or other person with equivalent credentials to certify in writing that the tree poses a danger to people or property or is in severe decline. If trees are removed or tree habitat damaged beyond repair, with the exception of those to be removed in accordance with Section 3.9.1, the Developer shall replace each tree with a new tree of 1½ inch (38mm) caliper for every one removed or damaged, as directed by the Development Officer; or
- (c) To remove fallen timber and dead debris where a fire or safety risk is present. The Development Officer may require verification in writing by a qualified professional (i.e., Arborist, Forester or Forestry Technician, Landscape Architect) prior to granting approval under this clause.
- (d) Where wetlands and watercourses have been identified within the construction boundaries for the proposed interchange and adjacent infrastructure and such boundaries are identified by Nova Scotia Infrastructure Transportation and Renewal as interchange infrastructure, disturbance shall be permitted as approved by Nova Scotia Environment.

3.9.2 Where a non-disturbance area is established over lots intended for development, the area shall be shown on a plan of subdivision and a lot grading plan for each individual property as a non-disturbance area with a note on the plan that no vegetation or soils are to be removed or altered unless undertaken in accordance with a management plan approved pursuant to the requirements of this Agreement.

3.10 LANDSCAPING

3.10.1 Any municipal development permit submitted for a multiple unit building, assisted living facility, institutional, general commercial or community commercial development pursuant to the provisions of Section 3.5 of this Agreement shall include a landscaping plan, prepared by a Professional Landscape Architect in good standing, which illustrates:

- (a) landscaping to be introduced to all areas disturbed during construction;
- (b) natural vegetation, landscaping or screening is to be employed around parking areas and measures are to allow for safe and convenient pedestrian access to public entrances of buildings;
- (c) walkways extending from the entrances of buildings to a public sidewalk in front of the building and to any public trail system abutting the property; and
- (d) the applicable requirements of Schedule M, O, Q.

3.10.2 No Occupancy Permit shall be granted unless a Professional Landscape Architect certifies that the landscaping has been undertaken in accordance with the landscaping plan submitted for approval, as required by Section 3.10.1, or a security has been provided, in form acceptable to the Development Officer, in the amount of one hundred and twenty percent (120%) of the estimated cost of completing the landscaping plan.

3.11 TEMPORARY DEVELOPMENTS

3.11.1 A maximum of one ground sign shall be permitted at each street entrance to the Lands and at the street entrance to any Phase to denote the community or subdivision name. The locations of such signs shall require the approval of the Development Officer. The maximum height of any such sign inclusive of support structures shall not exceed 3.05 metres (10 feet) and the face area of any sign shall not exceed 4.65 square metres (50 square feet). All such signs shall be constructed of natural materials such as wood, stone, brick, enhanced concrete or masonry. The only illumination permitted shall be low wattage, shielded exterior fixtures. Any sign erected pursuant to this provision shall be removed within one (1) month of the date of the final municipal development permit being issued pursuant to the provisions of this Agreement. This section shall not preclude the construction of decorative permanent entrance gates.

3.11.2 A sales office may be located on the Lands provided that the location has been approved by the Development Officer. The sales office shall be closed or removed from the Lands within one (1) month of the final municipal development permit being issued pursuant to the provisions of this Agreement. Siting of a sales office shall be as per section 3.5.1 of this agreement. Any signs associated with the sales office shall not exceed 9.29 square metres (100 square feet). Temporary sales signs shall be permitted to denote specific phases and or buildings. Such signs shall be permitted for a period of one year from time of placement and may be renewed at the discretion of the Development Officer for up to two additional one year time periods. All signs shall be removed at the end of the permitted time period or any extension permitted by this agreement. Temporary signs shall not exceed 9.29 square metres (100 square feet).

3.12 CIVIC ADDRESSING

3.12.1 Street Naming and Addressing shall meet the requirements of By-law C-300 respecting civic addressing and the HRM Civic Addressing Policy.

3.12.2 The driveway for Parcel UTGC-1 as identified on Schedule U shall be signed as a private lane and all units in this complex shall be addressed off the private driveway.

3.13 BICYCLE FACILITIES

- 3.13.1 Bicycle facilities shall be provided as required in the Bedford Land Use By-law, Part 5, clauses 37a) through c), as amended from time to time.

3.14 MAINTENANCE

- 3.14.1 The Developer shall maintain and keep in good repair all portions of the development on the Lands, including but not limited to, the interior and exterior of buildings, fencing, walkways, recreational amenities, parking areas and driveways, and the maintenance of all landscaping including the replacement of damaged or dead plant stock, trimming and litter control, garbage removal and snow removal/salting of walkways and driveways.

PART 4 STREETS AND MUNICIPAL SERVICES

4.1 General

- 4.1.1 All construction shall satisfy Municipal Service Systems Design Guidelines (MSS) unless otherwise provided for in this Agreement and shall receive written approval from the Development Engineer prior to undertaking the work.

4.2 Off-Site Disturbance

- 4.2.1 Any disturbance to existing off-site infrastructure resulting from the development, including but not limited to, streets, sidewalks, curbs and gutters, street trees, landscaped areas and utilities, shall be the responsibility of the Developer, and shall be reinstated, removed, replaced or relocated by the Developer as directed by the Development Officer.

- 4.2.2 Nothing in this Agreement shall preclude the Developer from storing or removing rocks, soils or grubbing materials from other development phases established under the Secondary Planning Strategy, provided that all permission has been granted by the Engineer and all required municipal and provincial approvals have been obtained.

4.3 Streets

- 4.3.1 Unless otherwise acceptable to the Municipality, streets, sidewalks and walkways shall generally conform with the locations and alignments illustrated on Schedule I. Further, the street system may include round-a-bouts, subject to the approval of the Development Engineer.
- 4.3.2 All roads internal to the development shall include turning lanes and, or other transportation infrastructure as required. The Developer shall provide a statement by a Transportation Engineer outlining upgrades required as a result of the full build out of the Lands.
- 4.3.3 The Parties agree that traffic calming measures may be considered in the street design but any such proposal will only be accepted if recommended for approval by the Development Engineer;

- 4.3.4 Where any private driveway is proposed to service more than one building, no subdivision approvals shall be granted with lot frontage on the private driveway and a note shall be placed on the subdivision plan that the Municipality does not own or maintain the private driveway. All private driveways shall be constructed with roll over curbs and be capable of supporting emergency vehicles and their navigation.
- 4.3.5 Driveway access to Larry Uteck Boulevard shall be restricted to general commercial and community commercial developments, multiple unit dwellings, assisted living facilities, institutional and clustered housing developments comprised of at least eight housing units with one shared driveway access.
- 4.3.6 Nine Mile Drive and Starboard Drive shall be constructed with a minimum right-of-way width of 59 feet (18m) and additional width for turning lanes. Larry Uteck Boulevard shall be constructed as a Minor Collector in accordance with the Municipal Service System Specifications. Notwithstanding, between the interchange and the Nine Mile Drive/Starboard Drive intersection, Larry Uteck Boulevard shall have sufficient right-of-way width for four lanes of traffic, turning lanes and pedestrian connections.
- 4.3.7 Driveways may be considered as shown on the plans subject to a review of the Development Engineer, the Province of Nova Scotia (where applicable) and all applicable By-laws. Driveways shall be located and designed for safe access.

4.4 Water Distribution System

- 4.4.1 The water distribution system shall conform with the Halifax Water Design and Construction Specifications and, unless otherwise required by Halifax Water, the water distribution system shall conform with the Bedford South Capital Cost Contribution Analysis, prepared by CBCL and Schedule H. Further, where the water system crosses private land, appropriate easements shall be provided to Halifax Water.

4.5 Sanitary Sewer System and Storm Drainage System

- 4.5.1 The sanitary sewer system and the storm drainage system shall conform with the MSS and Schedule E or F, unless otherwise acceptable to the Engineer.
- 4.5.2 General Commercial lands as generally illustrated on Schedule B shall be designed for a maximum population of 50 persons per acre. Density within General Commercial lands may be transferred from lot to lot within these lands provided the overall maximum population does not exceed 50 persons per acre.
- 4.5.3 Community Commercial lands as generally illustrated on Schedule B shall be designed for a maximum population of 30 persons per acre. Density within Community Commercial lands may be transferred from lot to lot within these lands provided the overall maximum population does not exceed 30 persons per acre.
- 4.5.4 The remainder of the lands within Neighbourhood D and E as identified on Schedule B, shall be designed for a maximum population of 6 units per acre per each Neighbourhood.

- 4.5.5 The total lands of the Bedford South Master Plan area shall not exceed an overall density of twenty (20) persons per acre.
- 4.5.6 In accordance with subsections 4.5.1 to 4.5.5, the Developer shall with each application for subdivision, submit to the Municipality a summary of the total number of lots approved to date, by category, and the number of persons per acre as illustrated in Schedule T. This shall also show any outstanding applications for which approvals have not been granted.
- 4.5.7 Within the General and Community Commercial lands, the maximum population per acre may be increased by transferring density which has not been allocated or constructed in other residential neighbourhoods and commercial areas provided Sections 4.5.4, 4.5.5 and 4.5.6 have been met.
- 4.5.8 Changes to the phasing or transfer of density shall be subject to a review of the impact on infrastructure charges. Any change which will have a negative impact may be declined by the Municipality.
- 4.5.9 For the purposes of calculating sewer allocation, the following conversion factors shall be used:

Land Use Type	Equivalent per Unit
Single unit, semi-detached townhouse	3.35 persons per unit
Multiple	2.25 persons per unit
Lifestyle Community	Multiple Unit Building - 2 persons per unit Assisted Living Building - 1 persons per unit Townhouse - 2 persons per unit
Other	As determined by the Development Engineer

- 4.5.10 A qualified consultant shall provide professional certification that the storm drainage system conforms with the recommendations of the Master and Detailed Stormwater Management Plan and Schedule G, unless otherwise acceptable to the Development Officer .
- 4.5.11 Where mitigative measures are proposed along a watercourse, no mitigative measure shall be located in a location which would negatively impact the 1 in 100 year floodplain for the watercourse. All stormwater plans shall indicate the 1 in 100 year floodplains as determined by a qualified professional.
- 4.5.12 No subdivision approvals shall be granted under this Agreement unless the Engineer is satisfied that there is sufficient capacity remaining in the downstream sanitary sewer system directly affected by the Bedford South Development area.
- 4.5.13 The Developer agrees to maintain all public stormwater treatment units proposed for the storm sewer system for a minimum of three (3) years from the date of receiving subdivision approval for the development phase in which the stormwater treatment units are located.

- 4.5.14 Roof leaders (downspouts) for residential properties shall not directly connect to the Municipal storm drainage system.
- 4.5.16 Storm drainage systems shall include Best Management Practices to minimize storm flows and provide treatment of stormwater. Further these systems may include bioretention facilities as a component and shall be shown on individual storm water management plans for each lot. For the purposes of this clause bioretention may include but not be limited to rain gardens (bioretention cell), filter strips, vegetated swales and other similar facilities.

4.6 Solid Waste Facilities

For all land uses (except single unit, two unit and townhouses), the buildings shall include a designated space for three stream (refuse, recycling and composting) source separation services. This designated space for source separation services shall be shown on the building plans and approved by the Development Officer. This solid waste storage area shall be screened from public view by means of opaque fencing or masonry walls with suitable landscaping.

5.0 ENVIRONMENTAL PROTECTION MEASURES

5.1 Erosion and Sedimentation Control Plans

- 5.1.1 The Developer agrees to have prepared by a Professional Engineer and submitted to the Municipality and the Department of the Environment (if applicable) a detailed Erosion and Sedimentation Control Plan for all development on the Lands. The plans shall comply with the Erosion and Sedimentation Control Handbook for Construction Sites as prepared and revised from time to time by the Nova Scotia Environment. Notwithstanding other Sections of this Agreement, no work is permitted on the Lands until the requirements of this clause have been met and implemented.
- 5.1.2 The Developer agrees to undertake all construction activities in accordance with the erosion and sedimentation control plan, unless otherwise directed by the Nova Scotia Environment and also agrees to assume sole responsibility for compliance with all environmental regulations of the Nova Scotia Environment. Nova Scotia Environment may direct the Developer and/or the Developer's agents to remedy any and all environmental problems that may result from development of the Lands. The developer shall be responsible for all costs in this regard;

5.2 Subdivision and Lot Grading Plans

- 5.2.1 Any Subdivision Grading Plan submitted for subdivision approval shall be certified by a qualified professional that the plan conforms with the recommendations of the Master Stormwater Management Plan;
- 5.2.2 Any non-disturbance area established pursuant to Section 3.9 of this Agreement shall be shown on any lot grading plan submitted pursuant to the requirements of the Municipality's Grade Alteration By-law.

- 5.2.3 The Developer shall prepare lot grading plans which comply with the Subdivision Grading Plan. Modifications to the site grading and proposed finished elevations may be approved by the Development Engineer. The Developer shall provide written confirmation of compliance that the lot has been graded in accordance with the lot grading plan and, where it has been determined that any lot grading has not been properly carried out, remedial or corrective measures shall be carried out by the Developer at its cost.
- 5.2.4 No occupancy permit shall be granted unless the requirements of Section 5.2.3 have been satisfied or a security deposit for the completion of the work has been provided in accordance with the requirements of Part 6 of the Municipality's Lot Grading By-law

PART 6: AMENDMENTS

6.1 Substantive Amendments

Amendments to any matters not identified under Section 6.2 shall be deemed substantive and may only be amended in accordance with the approval requirements of the Halifax Regional Municipality Charter.

6.2 Non-Substantive Amendments

The following items are considered by both parties to be not substantive and may be amended by resolution of the Council:

- (a) The granting of an extension to the date of commencement of construction as identified in Section 8.3 of this Agreement;
- (b) The granting of an extension to the length of time for the completion of the development as identified in Section 8.4 of this Agreement;
- (c) amendments to the Schedules E, F, G, H, I, M, O, Q, R of this Agreement ;
- (d) number of dwelling units that can be constructed before the interchange has been constructed and connected to Larry Uteck Boulevard provided compliance with the subsections of MS-7in accordance with the Bedford Municipal Planning Strategy as amended from time to time; and
- (e) issuance of occupancy permits for a Community or General Commercial Use (Schedule N and P) prior to the interchange being constructed and connected to Larry Uteck Boulevard.
- (f) signage.

PART 7: ENFORCEMENT AND RIGHTS AND REMEDIES ON DEFAULT

7.1 Enforcement

The Developer agrees that any officer appointed by the Municipality to enforce this Agreement shall be granted access onto the Lands during all reasonable hours without obtaining consent of the Developer. The Developer further agrees that, upon receiving written notification from an officer of the Municipality to inspect the interior of any building located on the Lands, the Developer agrees to allow for such an inspection during any reasonable hour within one day of receiving such a request.

7.2 Failure to Comply

If the Developer fails to observe or perform any covenant or condition of this Agreement after the Municipality has given the Developer fourteen days written notice of the failure or default, except that such notice is waived in matters concerning environmental protection and mitigation, then in each such case:

- (a) Where trees or other vegetation are removed in contravention to the requirements of section 3.7 of this Agreement, the Development Officer may direct that a site rehabilitation plan be prepared with measures including but not limited to, the replanting of trees or vegetation of a similar size, age, and appearance within the disturbed area. The property owner shall pay all expenses associated with preparing and undertaking the plan and shall submit the plan to the Waters Advisory Board for a recommendation of approval and to the Community Council for approval before work being undertaken;
- (b) the Municipality shall be entitled to apply to any court of competent jurisdiction for injunctive relief including an order prohibiting the Developer from continuing such default and the Developer hereby submits to the jurisdiction of such Court and waives any defence based upon the allegation that damages would be an adequate remedy;
- (c) the Municipality may enter onto the Lands and perform any of the covenants contained in this Agreement or take such remedial action as is considered necessary to correct a breach of the Development Agreement, whereupon all reasonable expenses whether arising out of the entry onto the lands or from the performance of the covenants or remedial action, shall be a first lien on the Lands and be shown on any tax certificate issued under the Assessment Act;
- (d) the Municipality may by resolution discharge this Agreement whereupon this Agreement shall have no further force or effect and henceforth the development of the Lands shall conform with the provisions of the Land Use By-law; and
- (e) in addition to the above remedies the Municipality reserves the right to pursue any other remediation under the *Halifax Regional Municipality Charter* or Common Law in order to ensure compliance with this Agreement.

PART 8: REGISTRATION, EFFECT OF CONVEYANCES AND DISCHARGE

8.1 Registration

A copy of this Agreement and every amendment and/or discharge of this Agreement shall be recorded at the office of the Registry of Deeds or Land Registry Office at Halifax, Nova Scotia and the Developer shall incur all cost in recording such documents.

8.2 Subsequent Owners

- 8.2.1 This Agreement shall be binding upon the parties thereto, their heirs, successors, assigns, mortgagees, lessees and all subsequent owners, and shall run with the lands which is the subject of this Agreement until this Agreement is discharged by the Council.
- 8.2.2 Upon the transfer of title to any lot, the subsequent owner(s) thereof shall observe and perform the terms and conditions of this Agreement to the extent applicable to the lot.

8.3 Commencement of Development

- 8.3.1 In the event that development of the Lands has not commenced within five years from the date of registration of this Agreement at the Registry of Deeds or Land Registry Office, as indicated herein, the Municipality may, by resolution of Council, either discharge this Agreement, whereupon this Agreement shall have no further force or effect, or upon the written request of the Developer, grant an extension to the date of commencement of construction.
- 8.3.2 For the purposes of this section, commencement shall mean approval of Final Subdivision of the first phase of the Lands.

8.4 Completion of development

Upon the completion of the development or portions thereof, or within/after fifteen years from the date of registration of this Agreement with the Registry of Deeds or Land Registry Office, whichever time period is less, Council may review this Agreement, in whole or in part, and may:

- (a) retain the Agreement in its present form;
- (b) negotiate a new Agreement; and
- (c) discharge this Agreement on the condition that for those portions of the development that are deemed complete by Council, the Developer's rights hereunder are preserved and the Council shall apply appropriate zoning pursuant to the Municipal Planning Strategy and Land Use By-law for Planning Bedford, as may be amended from time to time.

IN WITNESS WHEREOF the parties hereto have hereunto set their hands and seals on the day and year first above written:

**SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:**

per: [REDACTED]

per: [REDACTED]

**Sealed, Delivered and Attested
by the proper signing officers of
Halifax Regional Municipality
duly authorized on that behalf
in the presence of:)**

per: [REDACTED]

per: [REDACTED]

) **CLAYTON DEVELOPMENTS LIMITED**

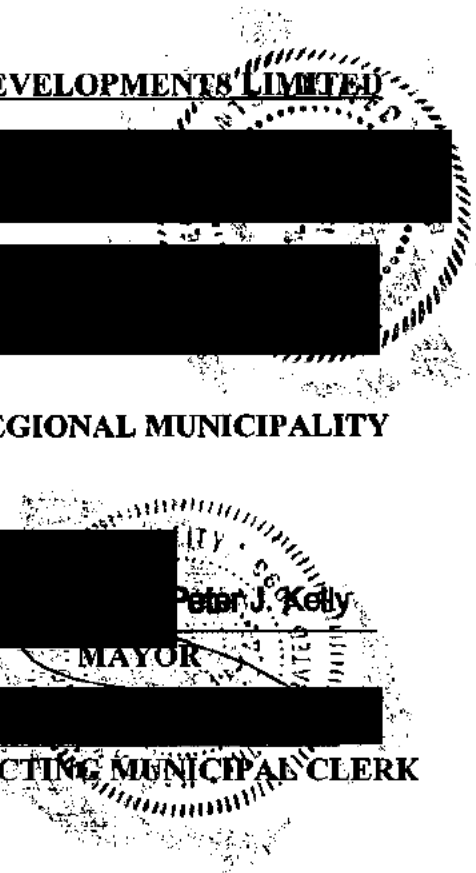
) [REDACTED]
) per: [REDACTED]

) [REDACTED]
) per: [REDACTED]

) **HALIFAX REGIONAL MUNICIPALITY**

) [REDACTED]
) [REDACTED]
) [REDACTED]
) per: [REDACTED]
) [REDACTED]
) [REDACTED]

) per: [REDACTED]
[Signature]
ACTING MUNICIPAL CLERK



PROVINCE OF NOVA SCOTIA
COUNTY OF HALIFAX, NOVA SCOTIA

ON THIS 11th day of June, A.D., 2009, before me, the subscriber personally came and appeared [REDACTED] a subscribing witness to the within and foregoing Indenture, who, having been by me duly sworn, made oath and said that **CLAYTON DEVELOPMENTS LIMITED**, one of the parties thereto, signed, sealed and delivered the same in her presence.

[REDACTED]

A Commissioner of the Supreme Court
of Nova Scotia

MARLENE HOLDEN
A Commissioner of the Supreme
Court of Nova Scotia

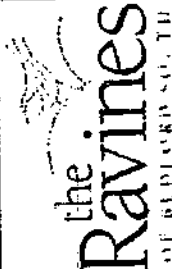
PROVINCE OF NOVA SCOTIA
COUNTY OF HALIFAX, NOVA SCOTIA

ON THIS 17th day of June, A.D., 2009, before me, the subscriber personally came and appeared before me Kelly McNamee and Sena Greve the subscribing witness to the within and the foregoing Indenture, who, having been by me duly sworn, made oath and said that the Halifax Regional Municipality, one of the parties thereto, caused the same to be executed and its Corporate Seal to be thereunto affixed by the hands of Peter Kelly, its Mayor, and Julia Horncastle, its Acting Municipal Clerk, its duly authorized officers in his presence.

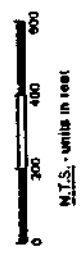
[REDACTED]
A Commissioner of the Supreme Court
of Nova Scotia

ANITA CHRISTINE NEWSON
A Commissioner of the Supreme
Court of Nova Scotia

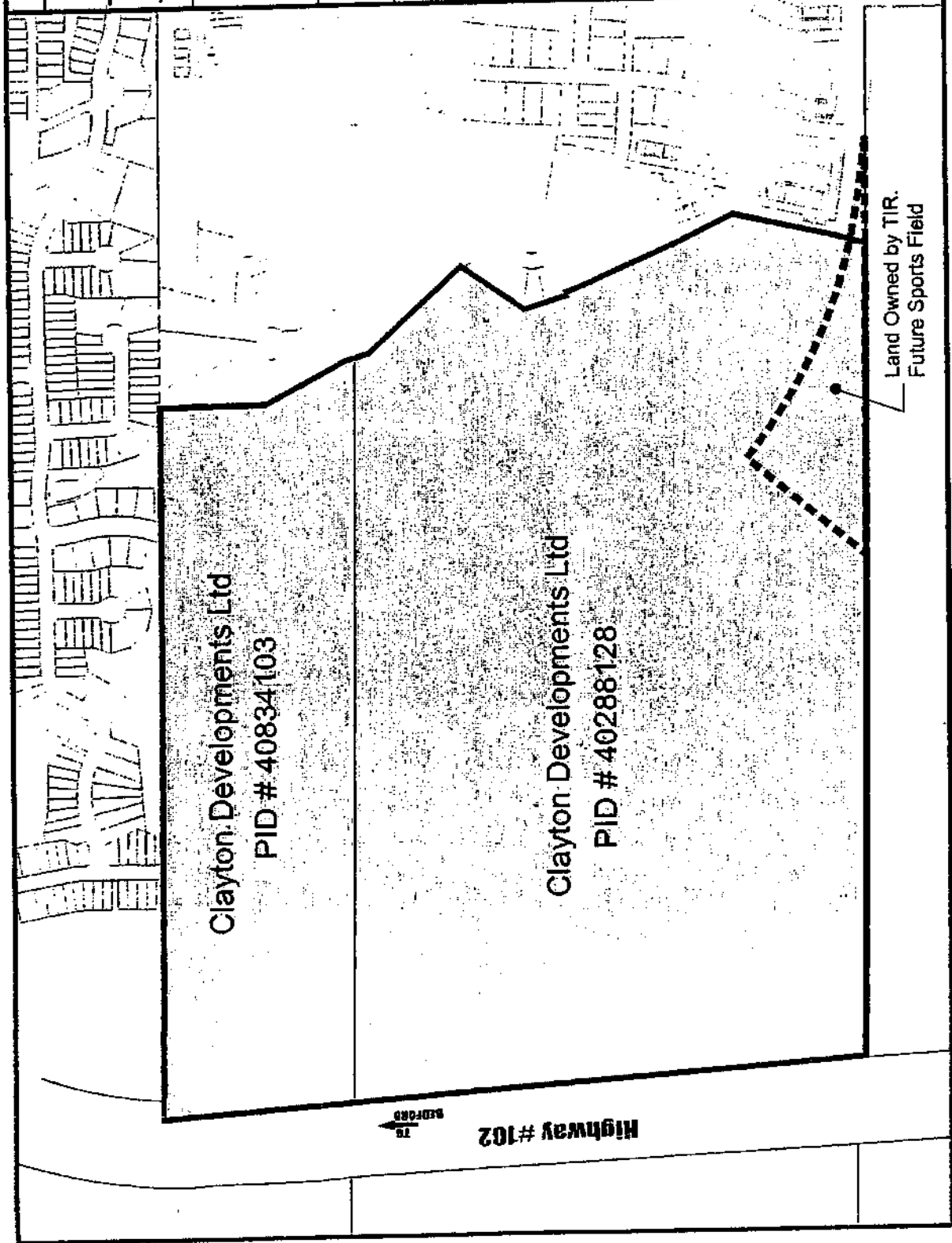
Schedule A



Development Area



Development Area
(146± acres)



Schedule A-1

**PORTIONS OF BLOCK 9 & BLOCK A
(PID 40288128 & PID 40834103)
BEDFORD SOUTH SUBDIVISION**

BICENTENNIAL DRIVE

BEDFORD, HALIFAX COUNTY, NOVA SCOTIA

ALL that certain parcel of land situated on the northeastern side of Bicentennial Drive - Route No. 102 in Bedford, County of Halifax, Province of Nova Scotia and being more particularly described as follows:

BEGINNING on the northeastern boundary of Bicentennial Drive - Route No. 102 at the western corner of Block 4-R1, lands conveyed to 3030726 Nova Scotia Limited by Indenture recorded at the Registry of Deeds for the County of Halifax in Book 6453, Page 185 as Block 4-R1 is shown on Servant, Dunbrack, McKenzie & MacDonald Ltd. Plan No. 13-1946-0, dated July 21, 2008;

THENCE N 37 degrees 10 minutes 49 seconds W, 1738.38 feet along the northeastern boundary of Bicentennial Drive - Route No. 102;

THENCE N 37 degrees 10 minutes 34 seconds W, 518.93 feet along the northeastern boundary of Bicentennial Drive - Route No. 102 to a point of curvature;

THENCE northwesterly along a curve to the right having a radius of 1332.68 feet for a distance of 131.50 feet along the curved northeastern boundary of Bicentennial Drive - Route No. 102 to the southern corner of Open Space (Parcel OS-10) as Open Space (Parcel OS-10) is shown on Registry of Deeds for the County of Halifax Plan No. 32004, Drawer 353;

THENCE N 55 degrees 46 minutes 48 seconds E, 2339.00 feet along the southeastern boundary of Open Space (Parcel OS-10), Armenia Drive (Parcel AD-1), Parkland (Parcel P-2) and Nine Mile Drive (Parcel NMD-1) as shown on Registry of Deeds for the County of Halifax Plan No. 31926, Drawer 350, Open Space (Parcel OS-7) as shown on Registry of Deeds for the County of Halifax Plan No. 32008, Drawer 353, and Lot 233B as shown on Registry of Deeds for the County of Halifax Plan No. 31927, Drawer 350, to the eastern corner of Lot 233B;

THENCE S 36 degrees 46 minutes 11 seconds E, 352.57 feet;

THENCE S 61 degrees 56 minutes 10 seconds E, 312.95 feet;

THENCE S 23 degrees 08 minutes 05 seconds E, 38.50 feet;

THENCE S 77 degrees 07 minutes 38 seconds E, 431.77 feet;

THENCE S 07 degrees 39 minutes 51 seconds E, 271.91 feet;

THENCE S 51 degrees 14 minutes 58 seconds E, 146.21 feet;

THENCE S 66 degrees 16 minutes 50 seconds E, 89.19 feet to the western corner of Lot WR35 as Lot WR35 is shown on Servant, Dunbrack, McKenzie & MacDonald Ltd. Plan No. 14-1392-0, dated December 5, 2008;

THENCE S 57 degrees 13 minutes 18 seconds E, 561.15 along the southwestern boundary of Lots WR35 to WR29 inclusive to the northwestern corner of Block UTCC1 as Block UTCC1 is shown on Servant, Dunbrack, McKenzie & MacDonald Ltd. Plan No. 14-1338-0, dated October 9, 2008, Halifax County Land Registration Office Plan No. 92249227;

THENCE S 21 degrees 34 minutes 23 seconds E, 330.00 feet along the western boundary of Block UTCC1 to the northern boundary of Larry Uteck Boulevard (Proposed);

THENCE westerly, along a curve to the right which has a radius of 1610.50 feet for a distance of 4.44 feet along the curved northern boundary of Larry Uteck Boulevard (Proposed);

THENCE S 22 degrees 56 minutes 06 seconds E, 59.00 feet to the southern boundary of Larry Uteck Boulevard (Proposed), being the northern boundary of Block ESH, lands conveyed to Her Majesty the Queen in Her Right of the Province of Nova Scotia by Indentures recorded at the Halifax County Land Registration Office as Document Nos. 91365784 and 91365834, as Block ESH is shown on Servant, Dunbrack, McKenzie & MacDonald Ltd. Plan No. 13-1946-0, dated July 21, 2008;

THENCE westerly, along a curve to the right, which has a radius of 508.864 meters (1669.50 feet), for a distance of 35.119 meters (115.22 feet) along the curved northern boundary of Block ESH to the northeastern corner of Block ESH-SF, lands conveyed to Her Majesty the Queen in Right of the Province of Nova Scotia by Indentures recorded at the Halifax County Land Registry Office as Document Nos. 92653162 and 92661421 as Block ESH-SF is shown on Servant, Dunbrack, McKenzie & MacDonald Ltd. Plan No. 13-1946-1, dated December 10, 2008, Halifax County Land Registration Office Plan No. 92425611;

THENCE westerly, along a curve to the right, which has a radius of 508.864 meters (1669.50 feet), for a distance of 216.920 meters (711.68 feet) along the curved northern boundary of Block ESH-SF;

THENCE S 05 degrees 23 minutes 48 seconds W, 158.929 meters (521.42 feet) along the western boundary of Block ESH-SF to the northern corner of Block 4-R1;

THENCE S 55 degrees 59 minutes 14 seconds W, 537.69 feet along the northwestern boundary of Block 4-R1 to an angle therein;

THENCE S 55 degrees 42 minutes 03 seconds W, 1111.30 feet along the northwestern boundary of Block 4-R1 to an angle therein;

THENCE S 56 degrees 51 minutes 21 seconds W, 49.33 feet along the northwestern boundary of Block 4-R1 to the place of beginning.

CONTAINING 139 Acres more or less

ALL bearings are Nova Scotia Coordinate Survey System Grid Bearings and are referred to Central Meridian, 64 degrees 30 minutes seconds West.

THE above described lands being a portion of Block 9 lands conveyed to Clayton Developments Limited by Indenture recorded at the Registry of Deeds for the County of Halifax in Book 7322, Page 205 and a portion of Block A lands conveyed to Clayton Developments Limited by Indenture recorded at the Registry of Deeds for the County of Halifax in Book 7283, Page 970.



Carl K. Hartlen, N.S.L.S.
January 26, 2009








Schedule B

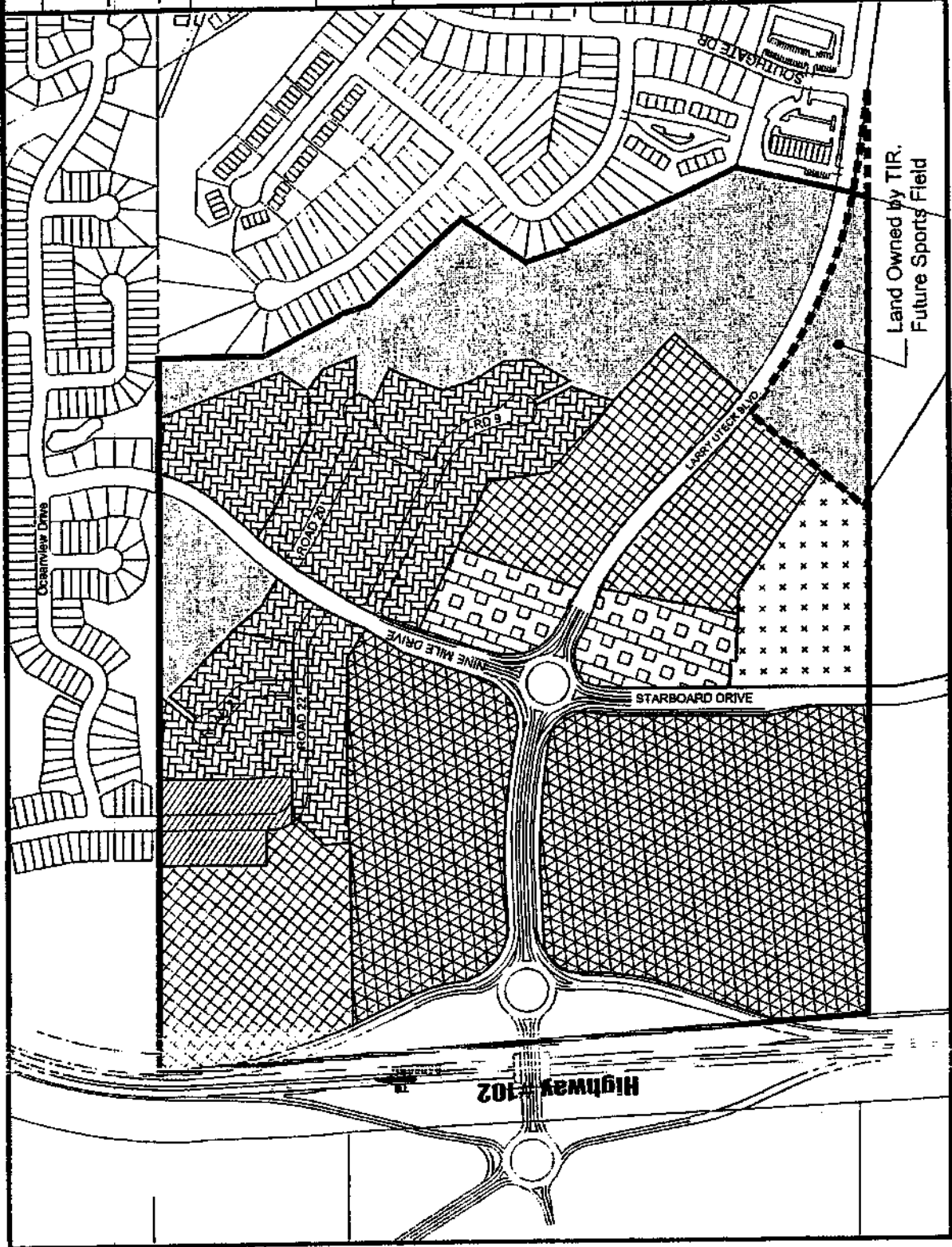


Land Use Plan

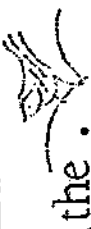


N.T.S. - units in feet

-  SINGLES (min 40')
-  TOWNHOUSE/SEMI-DETACHED SINGLES
-  MULTIPLE
-  COMMUNITY COMMERCIAL
-  PARKLAND (PRM)
-  GENERAL COMMERCIAL
-  LIFESTYLE COMMUNITY



Schedule D



the
Ravines

OF BEDFORD SOUTH

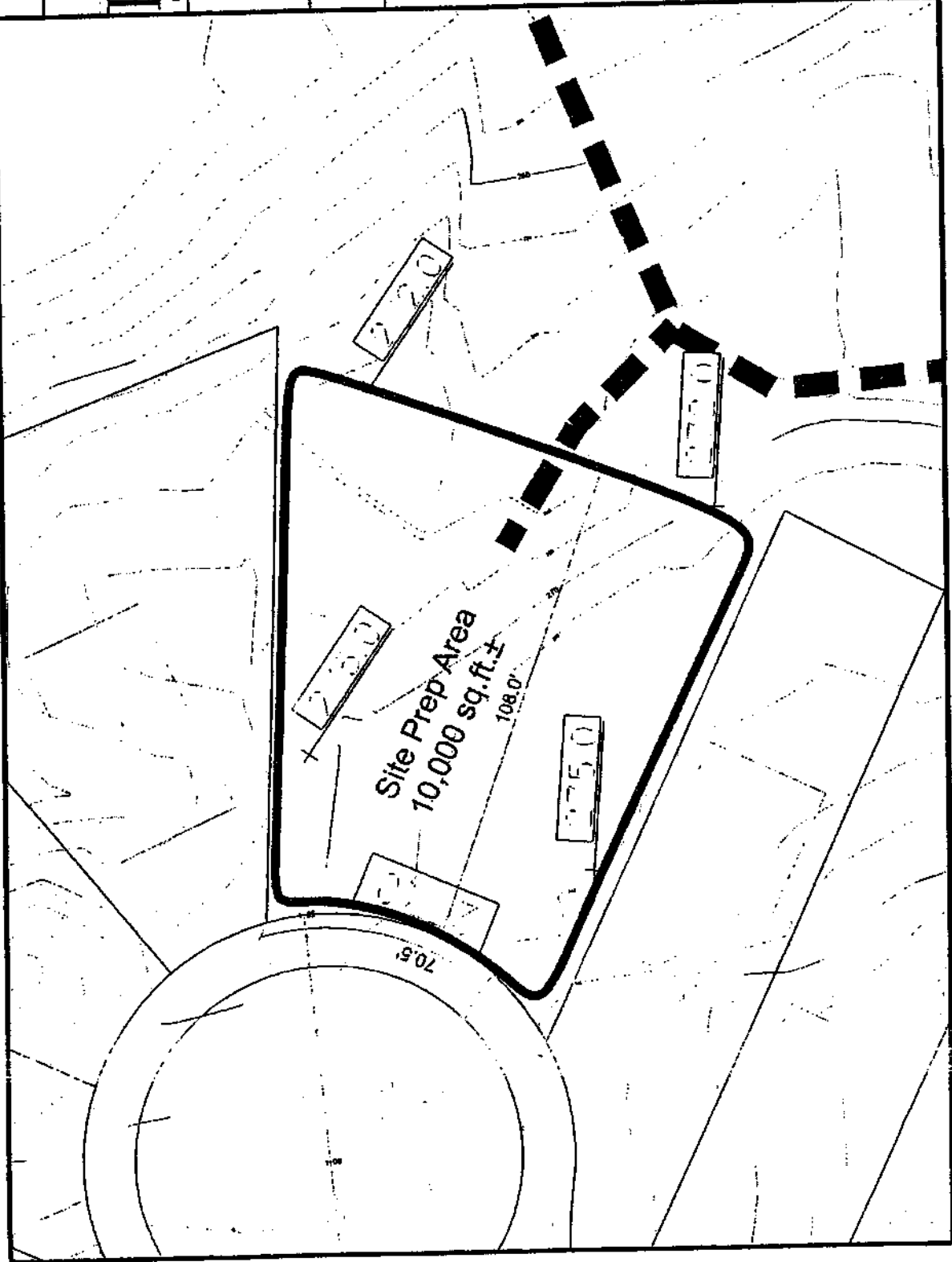
Site Preparation Plan



N.T.S. - units in feet

Prepared site area, Road 20

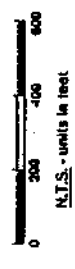
Note: Final adjustments to configuration and grade are to be determined on site.



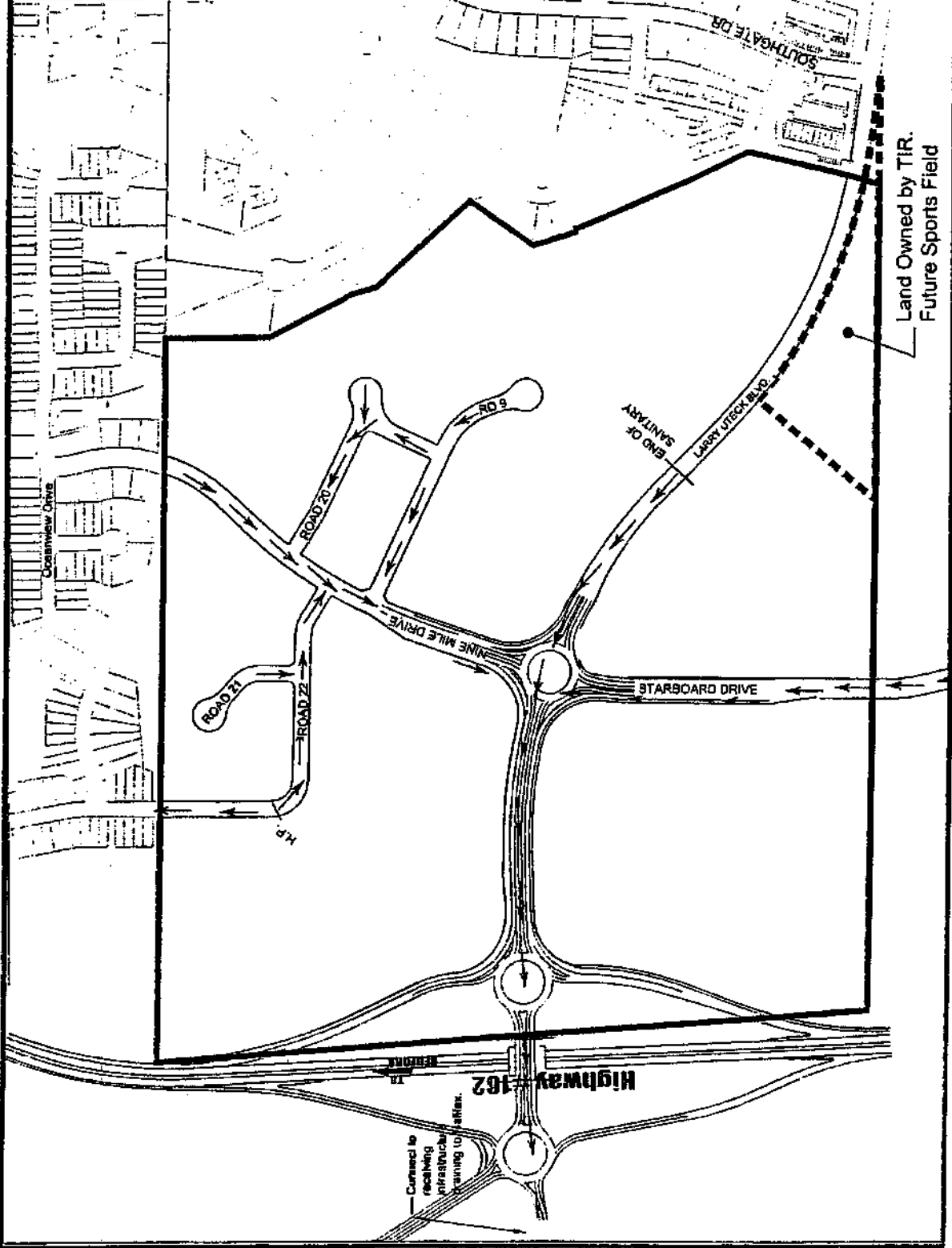
Schedule E

the Ravines
OF BENTON COUNTY, THE

Sanitary Service Plan
Option #1



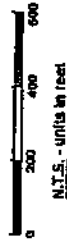
Sanitary Flow






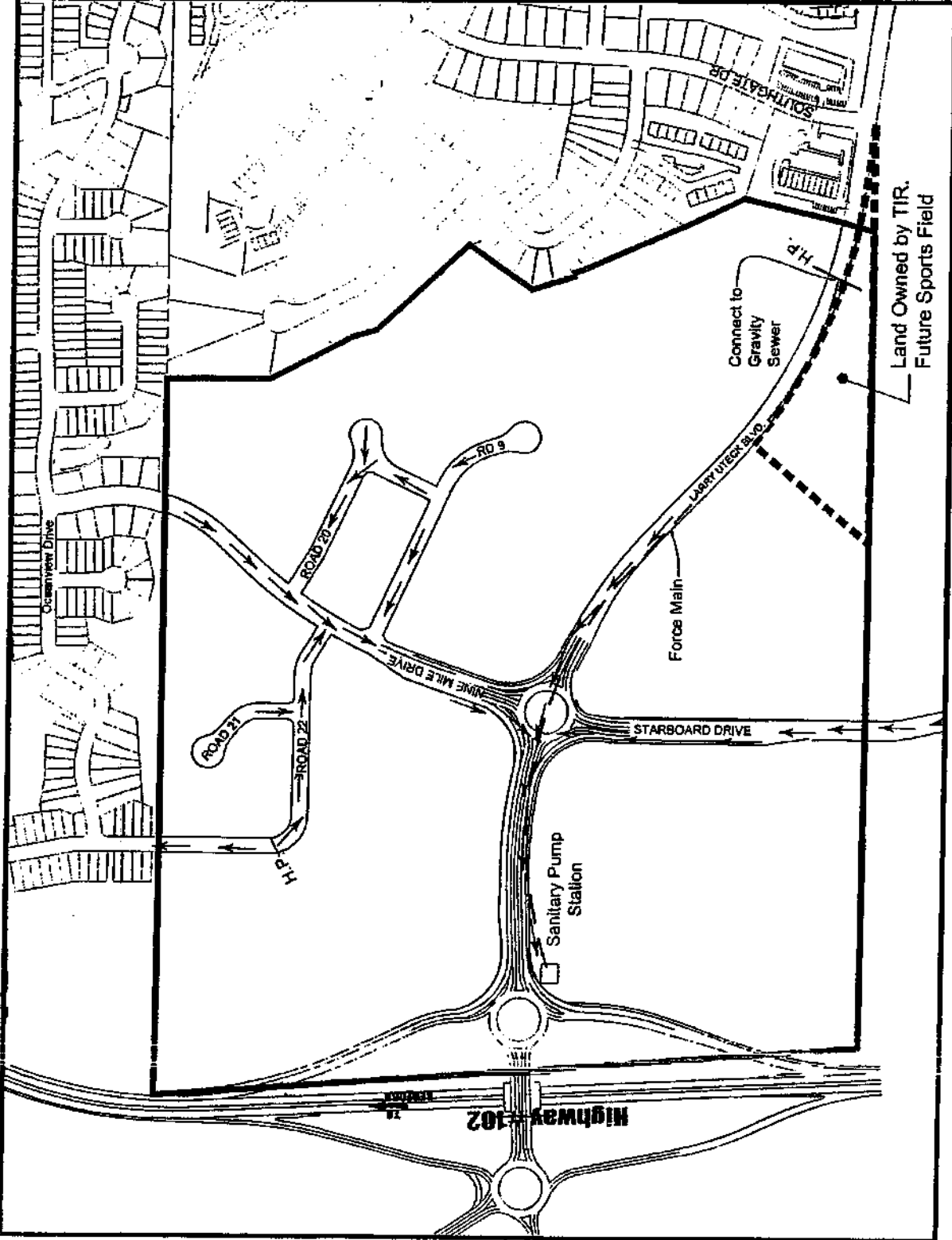
Schedule F



Sanitary Service Plan
Option #2



-  Sanitary Flow
 -  Force Main
 -  Pump Station
- Note: Final pump station location to be determined at detailed design stage.



Schedule G

the Ravines

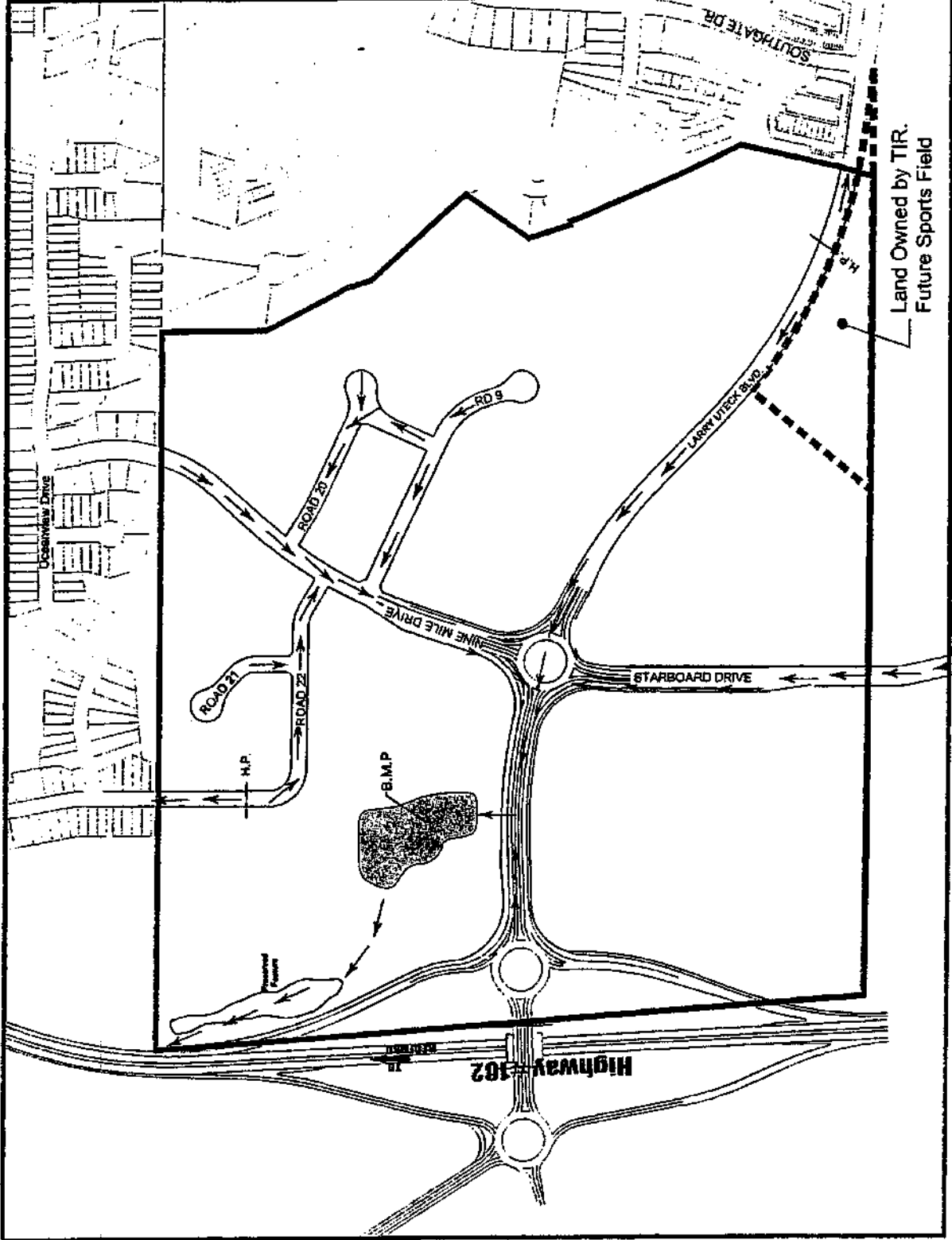
OF BEVERLY SOUTH

Stormwater Servicing Plan



Stormwater Flow
B.M.P. Best Management Practice

Note: Final size of B.M.P.s to be determined at detailed design stage.

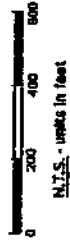


Land Owned by TIR.
Future Sports Field

Schedule H

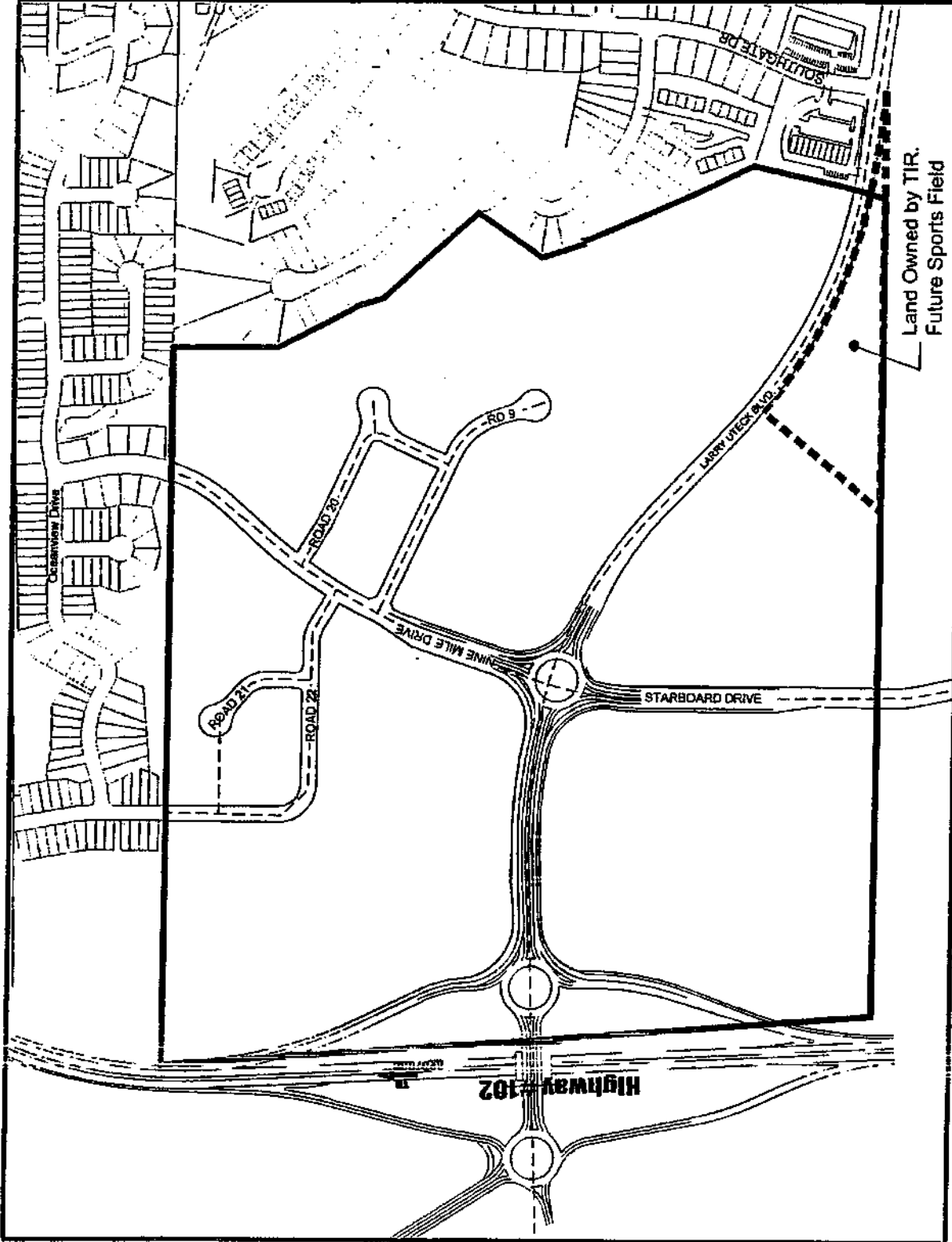


Water Service Plan



--- WATERLINE

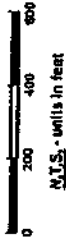
Note: See Terrain Group's
Municipal Water Servicing
Schematic, Dec, 2004,
DWG# W02376204 for
detailed water zone
information



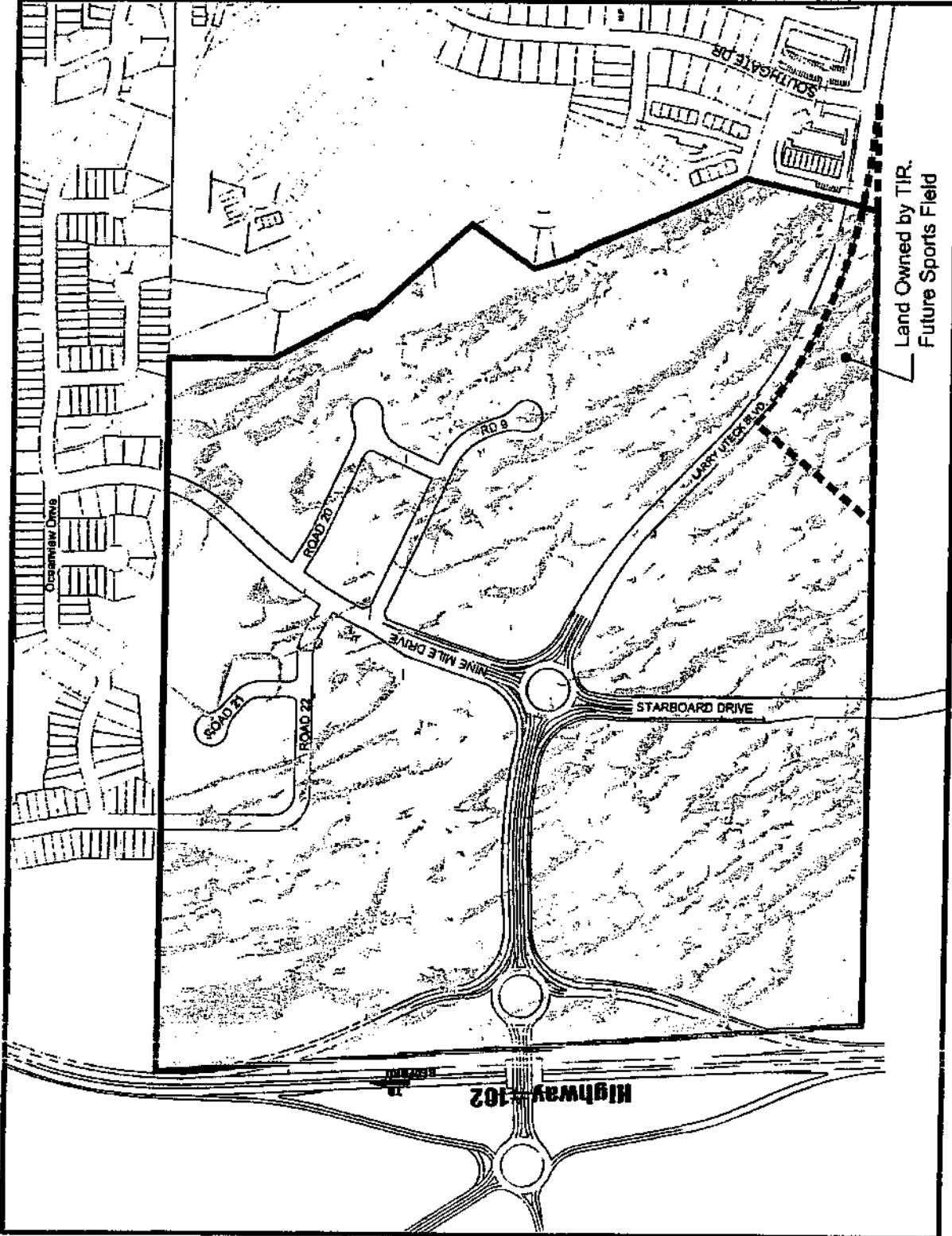
Schedule J

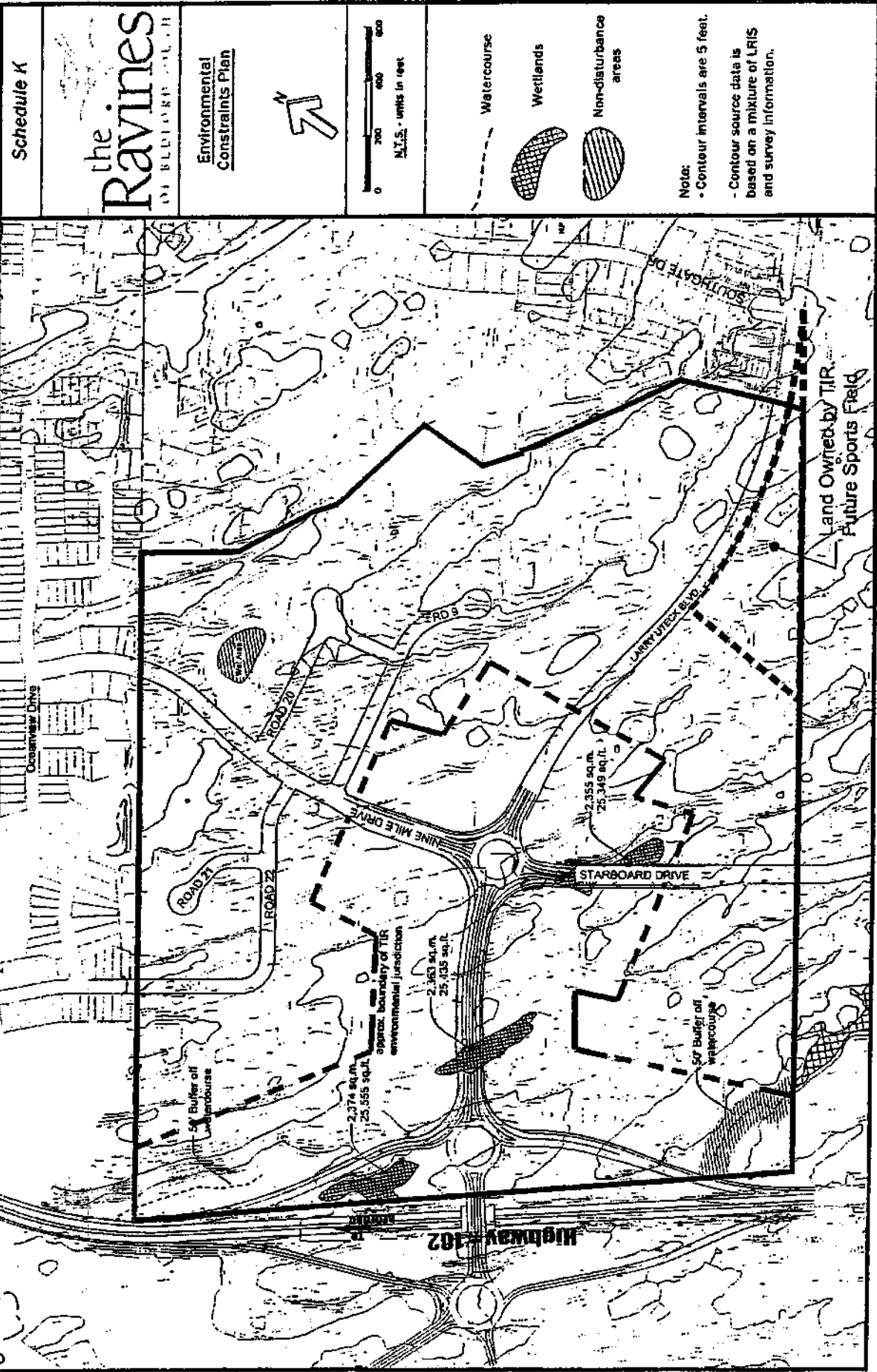
the Ravines
OF BEDFORD SOUTH

Slope Map



Slopes > 25%





Schedule M
Design Criteria for Townhouses and Multiple Unit Buildings

All townhouse developments shall conform with the following design criteria:

- (a) Architectural detailing including, but not limited to, lintels, pediments, pilasters, columns, porticos, overhangs, cornerboards, frieze, fascia boards, shall be incorporated.
- (b) Architectural treatment shall be continued around the sides of the building.
- (c) Vinyl siding may be utilized to a maximum of forty percent (40%) on front elevations. Vinyl siding may be permitted along the side and rear of the units.
- (d) Propane tanks and electrical transformers and all other exterior utility boxes shall be located and secured in accordance with the applicable approval agencies. These facilities shall be screened by means of opaque fencing, structural walls or suitable landscaping if located in side yard.
- (e) Electrical power, telephone, cable and similar utilities shall be brought by underground conduit to the building.
- (f) Any exposed lumber on the front facade of any townhouse shall be painted, stained or clad in metal or vinyl.
- (g) Any exposed foundation in excess of 1 metre (3.28 feet) in height shall be architecturally detailed, veneered with stone or brick, painted, stucco, or an equivalent.
- (h) Buildings should be oriented with the main entrance facing a public street where possible.

Multiple unit building developments shall conform with the following design criteria:

- (a) Architectural detailing including, but not limited to, lintels, pediments, pilasters, columns, porticos, overhangs, cornerboards, frieze, fascia boards, shall be incorporated.
- (b) Architectural treatment shall be continued around all sides.
- (c) Propane tanks and electrical transformers and all other exterior utility boxes shall be located and secured in accordance with the applicable approval agencies. These facilities shall be screened by means of opaque fencing, structural walls or suitable landscaping.
- (d) Electrical power, telephone, cable and similar utilities shall be brought by underground conduit to the building if location in the side or rear yard.
- (e) Any exposed foundation in excess of 0.61 metres (2 feet) in height and 1.86 square metres (20 square feet) in total area shall be architecturally detailed or veneered with stone or brick.
- (f) Any exposed lumber on the exterior shall be painted, stained or clad in metal or vinyl.
- (g) Mechanical equipment shall be screened from view by a combination of architectural treatments, fencing and landscaping.

Schedule N
Community Commercial Uses

No development permit shall be issued in a Community Commercial area except for one or more of the following uses:

- a) All Age/Teen Clubs
- b) Banks and Financial Institutions
- c) Billiard and Snooker Clubs
- d) Commercial Photography
- e) Daycare Facilities, Nursery Schools, Early Learning Centres
- f) Drycleaning Depots
- g) Funeral Homes
- h) Garden Markets
- l) General Retail exclusive of mobile home dealerships
- j) Ice cream stands
- k) Medical Clinics
- l) Neighbourhood Convenience Stores
- m) Office Uses
- n) Private Clubs (social)
- o) Full Service and Take Out Restaurants
- p) Service, Personal Service Shops, Health and Wellness Centres exclusive of massage parlours
- q) Veterinary clinics
- r) Institutional (SI) uses, excluding cemeteries
- s) parking lots and structures
- t) Multiple Unit Dwellings
- u) Uses accessory to the foregoing uses

(All uses shall be defined as found in the Bedford Land Use By-law)

Schedule O
Community Commercial Requirements

Multiple Unit Residential: Where a multiple unit dwelling is proposed in a Community Commercial area with no commercial space, the requirements of this agreement are exempt from the requirements identified below but are subject to all other applicable requirements of the agreement.

Pedestrian Access, Circulation and Parking

Applicants shall submit a detailed pedestrian circulation and parking plan with all development applications that provides safe, efficient and convenient pedestrian access and circulation patterns within and between developments. All applications shall comply with the following:

Required Pedestrian Connections - An on-site system of pedestrian walkways shall be designed to provide direct access and connections to and between the following:

- (a) The primary entrance or entrances to each individual commercial building,
- (b) Any sidewalks or walkways on adjacent properties that extend to the boundaries shared with community commercial development;
- (c) Any public sidewalk system along the perimeter streets adjacent to the commercial development ; and

Minimum Walkway Width - All site walkways shall be a minimum of 1.5 metres in width.

Walkways Along Buildings- Continuous pedestrian walkways shall be provided along the full length of a building along any facade featuring a customer entrance and along any facade abutting customer parking areas. Such walkways shall be located at least 1.8 metres from the facade of the building to provide planting beds for foundation landscaping, except where features such as arcades or entryways are part of the facade.

Location and Amount of Parking: No parking or loading areas shall be located between a public street and a building. Parking shall be provided in accordance with the parking provisions of the Bedford Land Use By-law, as amended from time to time. Notwithstanding, parking requirements for a Take Out/Drive-Thru Restaurant shall be calculated at 8 spaces per 1,000 square feet of gross floor area. The Development Office may permit a reduction in the required parking by 30 percent where parking is to serve multiple tenants or uses.

Parking Lot Landscaping:

Any development on the Lands shall conform with the provisions and requirement of Part 5 Section 32 and 35 of the Bedford Land Use Bylaw as amended from time to time, unless otherwise stated by this agreement. Notwithstanding, Section 32 Landscaping Requirements for Commercial Zones shall not apply to the Community Commercial lands.

Building Design

Minimum Wall Articulation for Commercial Buildings

- (a) building walls that face public streets, connecting walkways, or adjacent development shall include features such as but not limited to windows, entrances, arcades, arbors,

- awnings, trellises with vines, or alternate architectural detail along no less than sixty percent (60%) of the façade.
- (b) No interrupted length of any facade facing a public street shall exceed 30.5 horizontal metres (100 feet). Wall plane projections or recesses shall be incorporated into all facades greater than 30.5 horizontal metres (100 feet) in length, measured horizontally, having a depth of at least 3 of the length of the facade and extending at least 20% of the length of the facade.
 - (c) One clearly defined, visible entrance way shall be provided on the facade oriented to the public street shall be provided. The entrance way and front facade shall include no less than three of the following elements:
 - i) canopies or porticos
 - ii) overhangs
 - iii) recesses/projections
 - iv) arcades
 - v) raised corniced parapets over the door
 - vi) peaked roof forms
 - vii) display windows
 - viii) architectural details such as tile work, and moldings which are integrated into the building
 - ix) integral planters or wing walls that incorporate landscaped areas and sitting places; and
 - x) or any other similar architectural treatment deemed to be an acceptable equivalent;
 - (d) Rooftop equipment, including, but not limited to, satellite and other telecommunication equipment, air handling units, elevator equipment, cooling towers and exhaust fans shall to be screened (visually). The screening shall include but not limited to parapets and enclosures. Building screens shall be part of the architectural design with similar detailing and materials and not appear as add-ons.

Windows Adjacent Walkways, Sidewalks and Parking areas - In addition to the above, building walls that face public and private sidewalks, connecting walkways, shall include windows which provide natural surveillance over these public areas.

Other Requirements

- (a) All buildings with commercial occupancies shall be located within in 6.01 metres (20ft) of the street line;
- (b) Architectural treatment shall be continued around all sides.
- (c) Propane tanks and electrical transformers and all other exterior utility boxes shall be located and secured in accordance with the applicable approval agencies. These facilities shall be screened by means of opaque fencing, structural walls or suitable landscaping .
- (d) Electrical power, telephone, cable and similar utilities shall be brought by underground conduit to the building.
- (e) Any exposed foundation in excess of 0.61 metres (2 feet) in height and 1.86 square metres (20 square feet) in total area shall be architecturally detailed or veneered with stone or brick.
- (f) Any exposed lumber on the exterior shall be painted, stained or clad on metal or vinyl.
- (g) Mechanical equipment shall be screened from view be a combination of architectural treatments, fencing and landscaping.

Signage

Signage shall be provided in accordance with the sign provisions of the Bedford Land Use By-law, as amended from time to time.

**Schedule P
General Commercial Uses**

No development permit shall be issued in a General Commercial area except for one or more of the following uses:

- a) All Age/Teen Clubs
- b) Banks and Financial Institutions
- c) Billiard and Snooker Clubs, Bowling Alleys, Theatres
- d) Commercial Photography
- e) Daycare Facilities, Nursery Schools, Early Learning Centres
- f) Drycleaning Depots
- g) Funeral Homes
- h) Garden Markets
- l) General Retail exclusive of mobile home dealerships
- j) Hotels and Motels
- k) Ice cream stands
- l) Medical Clinics
- m) Neighbourhood Convenience Stores
- n) Office Uses
- o) Private Clubs (social)
- p) Full Service, Take Out and Drive-Thru Restaurants, Taverns and Lounges
- q) Service, Personal Service Shops, Health and Wellness Centres exclusive of massage parlours
- r) Service stations and gas bars
- s) Veterinary clinics
- t) Institutional (SI) uses, excluding cemeteries
- u) mixed use commercial/multiple unit residential buildings
- v) transit terminals and park and ride facilities
- w) parking lots and structures
- x) Multiple unit dwellings
- y) Self Storage Facilities
- z) Uses accessory to the foregoing uses

(All uses shall be defined as found in the Bedford Land Use By-law)

Schedule Q
General Commercial Requirements

Pedestrian Access, Circulation and Parking

Applicants shall submit a detailed pedestrian circulation and parking plan with all development applications that provides safe, efficient and convenient pedestrian access and circulation patterns within and between developments. All applications shall comply with the following:

Required Pedestrian Connections - An on-site system of pedestrian walkways shall be designed to provide direct access and connections to and between the following:

- (a) The primary entrance or entrances to each individual commercial building,
- (b) Any sidewalks or walkways on adjacent properties that extend to the boundaries shared with community commercial development; and
- (c) Any public sidewalk system along the perimeter streets adjacent to the commercial development.

Minimum Walkway Width - All site walkways shall be a minimum of 1.5 metres in width.

Walkways Along Buildings- Continuous pedestrian walkways shall be provided along the full length of a building along any facade featuring a customer entrance and along any facade abutting customer parking areas. Such walkways shall be located at least 1.8 metres from the facade of the building to provide planting beds for foundation landscaping, except where features such as arcades or entryways are part of the facade.

Location and Amount of Parking: Parking shall be provided in accordance with the parking provisions of the Bedford Land Use By-law, as amended from time to time. Notwithstanding, parking requirements for a Take Out/Drive-Thru Restaurant shall be calculated at 8 spaces per 1,000 square feet of gross floor area. The Development Office may permit a reduction in the required parking by 30 percent where parking is to serve multiple tenants or uses.

Parking Lot Landscaping:

Any development on the Lands shall conform with the provisions and requirement of Part 5 Section 32 and 35 of the Bedford Land Use Bylaw as amended from time to time, unless otherwise stated by this agreement.

Building Design

Minimum Wall Articulation for Commercial Buildings

- (a) building walls that face public streets, connecting walkways, or adjacent development shall include features such as but not limited to windows, entrances, arcades, arbors, awnings, trellises with vines, or alternate architectural detail along no less than sixty percent (60%) of the façade.
- (b) No interrupted length of any facade facing a public street shall exceed 30.5 horizontal metres (100 feet). Wall plane projections or recesses shall be incorporated into all facades greater than 30.5 horizontal metres (100 feet) in length, measured horizontally, having a depth of at least 3 of the length of the facade and extending at least 20% of the length of the facade.

- (c) One clearly defined, visible entrance way shall be provided on the main facade. The entrance way and front facade shall include no less than three of the following elements:
- i) canopies or porticos
 - ii) overhangs
 - iii) recesses/projections
 - iv) arcades
 - v) raised corniced parapets over the door
 - vi) peaked roof forms
 - vii) display windows
 - viii) architectural details such as tile work, and moldings which are integrated into the building
 - ix) integral planters or wing walls that incorporate landscaped areas and sitting places; and
 - x) or any other similar architectural treatment deemed to be an acceptable equivalent;
- (d) Rooftop equipment, including, but not limited to, satellite and other telecommunication equipment, air handling units, elevator equipment, cooling towers and exhaust fans shall to be screened (visually). The screening shall include but not limited to parapets and enclosures. Building screens shall be part of the architectural design with similar detailing and materials and not appear as add-ons.

Other Requirements

- (a) Architectural treatment shall be continued around all sides.
- (b) Propane tanks and electrical transformers and all other exterior utility boxes shall be located and secured in accordance with the applicable approval agencies. These facilities shall be screened by means of opaque fencing, structural walls or suitable landscaping
- (c) Electrical power, telephone, cable and similar utilities shall be brought by underground conduit to the building.
- (d) Any exposed foundation in excess of 0.61 metres (2 feet) in height and 1.86 square metres (20 square feet) in total area shall be architecturally detailed or veneered with stone or brick
- (e) Any exposed lumber on the exterior shall be painted, stained or clad on metal or vinyl.
- (f) Mechanical equipment shall be screened from view by a combination of architectural treatments, fencing and landscaping.
- (g) no outdoor storage or outdoor display and sales shall be permitted

Signage

Signage shall be provided in accordance with the sign provisions of the Bedford Land Use By-law, as amended from time to time. Notwithstanding these provisions, multi-tenant ground signs shall be permitted in addition to the permitted number of signs in accordance with the following:

Block UTGC-1

- a) one multi-tenant ground sign adjacent to Highway 102 and shall not exceed 18.3 metres (60 ft) in height and not exceed 37.16 m (400 sq ft) in size per face.
- b) one multi-tenant ground sign adjacent to Larry Uteck Boulevard and shall not exceed 12.2 metres (40 ft) in height and not exceed 23.22 metres (250 sq ft) in size per face.
- c) one multi-tenant ground sign adjacent to Starboard Drive and shall not exceed 6.1 metres (20 ft) in height and not exceed 9.3 metres (100 sq ft) in size per face.

Blocks UTGC 2

- a) one multi-tenant ground sign adjacent Larry Uteck Boulevard and shall not exceed 12.2 metres (40 ft) in height and not exceed 23.22 metres (250 sq ft) in size per face.
- b) one multi-tenant ground sign adjacent Nine Mile Drive and shall not exceed 6.1 metres (20 ft) in height and not exceed 9.3 metres (100 sq ft) in size per face.

Block UTGC 3

- a) one multi-tenant ground sign adjacent to Highway 102 and shall not exceed 18.3 metres (60 ft) in height and not exceed 37.16 metres (400 sq ft) in size per face.
- b) one multi-tenant ground sign adjacent Larry Uteck Boulevard shall not exceed 12.2 metres (40 ft) in height and not exceed 23.22 metres (250 sq ft) in size per face.

Schedule R Lighting Guidelines

1. Purpose

The intent of these guidelines are to establish lighting which is compatible with surrounding land uses.

2. Lighting Configuration

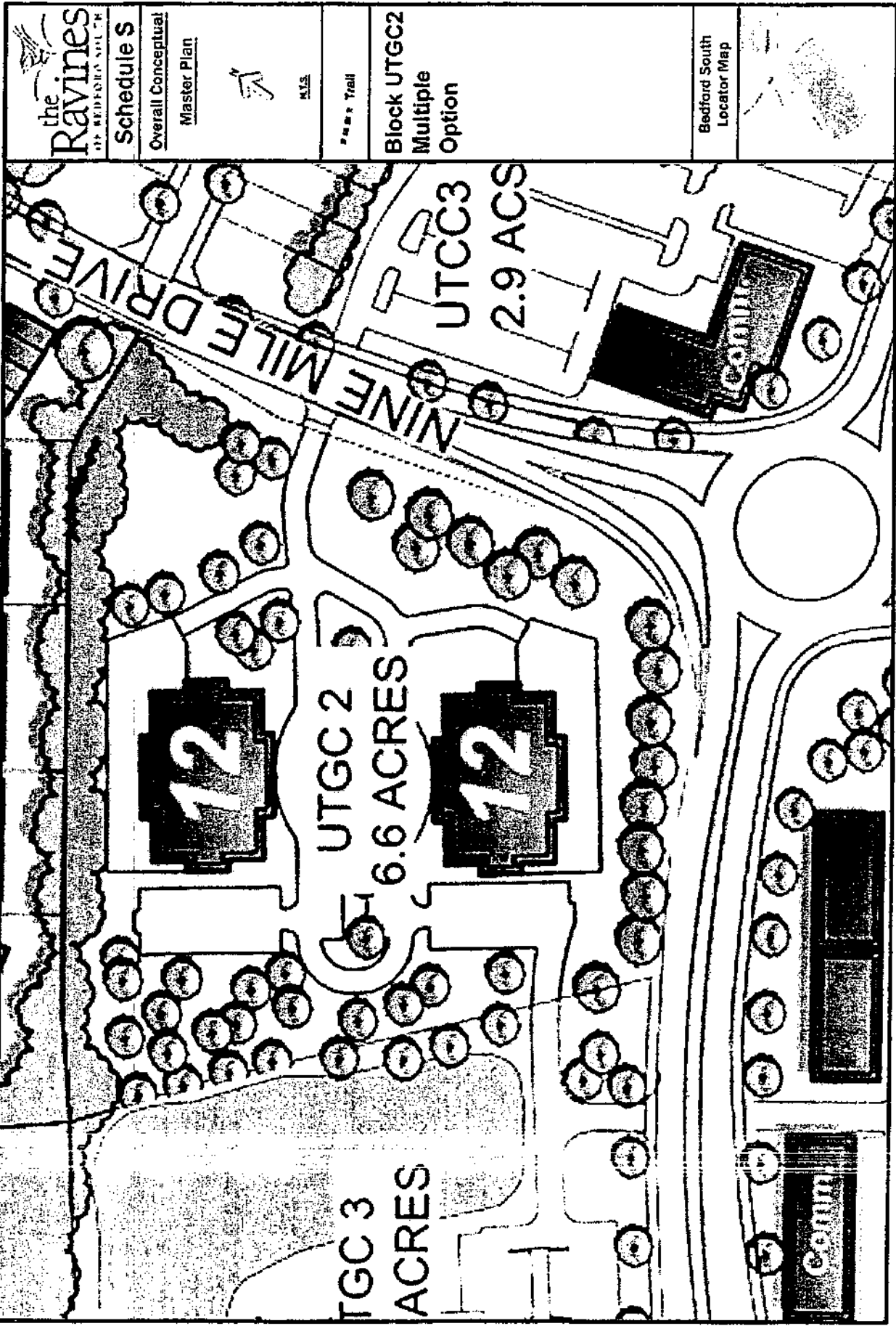
- (a) The mounting of light fixtures shall be governed by the following:
- (i) Building mounted light fixtures shall be attached only to walls and the top of the fixture shall not be higher than the top of the parapet or roof, whichever is greater; and
 - (ii) Freestanding light fixtures shall not exceed eighteen (18) feet in height in any residentially designated area or within fifty (50) feet of any area intended for single family, semi-detached or townhouses; and
 - (iii) Freestanding light fixtures shall not exceed twenty-five (25) feet in height within fifty (50) to one hundred fifty (150) feet of any area intended for single family, semi-detached or townhouses; and
 - (iv) Freestanding light fixtures shall not exceed thirty (30) feet in all other locations; and
 - (v) For the purpose of this requirement, height shall be measured from the top of a light fixture to the adjacent grade at the base of the support for that light fixture.
- (b) Transitional lighting shall be incorporated in exterior areas going to and from the building(s) or use(s) within the site.
- (c) All exterior lighting shall be directed downward and away from adjoining property, with luminaries shielded to prevent unnecessary glare.
- (d) Any exterior lighting device (luminaire) designed for security lighting shall be protected by weather and vandal-resistant covering, a managed light source, directed down, to minimize glare and intrusiveness.

5. Definitions.

- (a) Outdoor light fixtures shall mean outdoor artificial illuminating devices, outdoor fixtures, lamps and other devices, permanent or portable, used for illumination or advertisement. Such devices shall include, but are not limited to, search, spot or flood lights for:
- (1) Buildings and structures, including canopies and overhangs;
 - (2) Parking lot lighting;
 - (3) Landscape lighting;
 - (4) Billboards and signs;
 - (5) Display and service areas.
- (b) Fully shielded shall mean fixtures that are shielded in such a manner that light rays emitted by the fixture, either directly from the lamp or indirectly from the fixture, are projected below a horizontal plane running through the lowest point on the fixture where light is emitted.

6. Restrictions.

- (a) Outdoor building, landscaping and signs. The unshielded outdoor illumination of any building or landscaping is prohibited except with incandescent fixtures with lamps of one hundred (100) watts or less (or equivalent illumination level). Lighting fixtures used to illuminate an outdoor advertising sign shall be mounted on the top of the sign structure and shall comply with the shielding requirements.
- (b) Construction and emergency lighting. Lighting necessary for construction or emergencies is exempt from the provisions of these guidelines, provided said lighting is temporary and is discontinued immediately upon completion of the construction work or abatement of the emergency necessitating said lighting.



Schedule T

CLAYTON DEVELOPMENTS LTD.

BEDFORD SOUTH, FULL BUILD OUT- ESTIMATED DENSITY AND POPULATION PROJECTIONS

UDATED-02 03 09

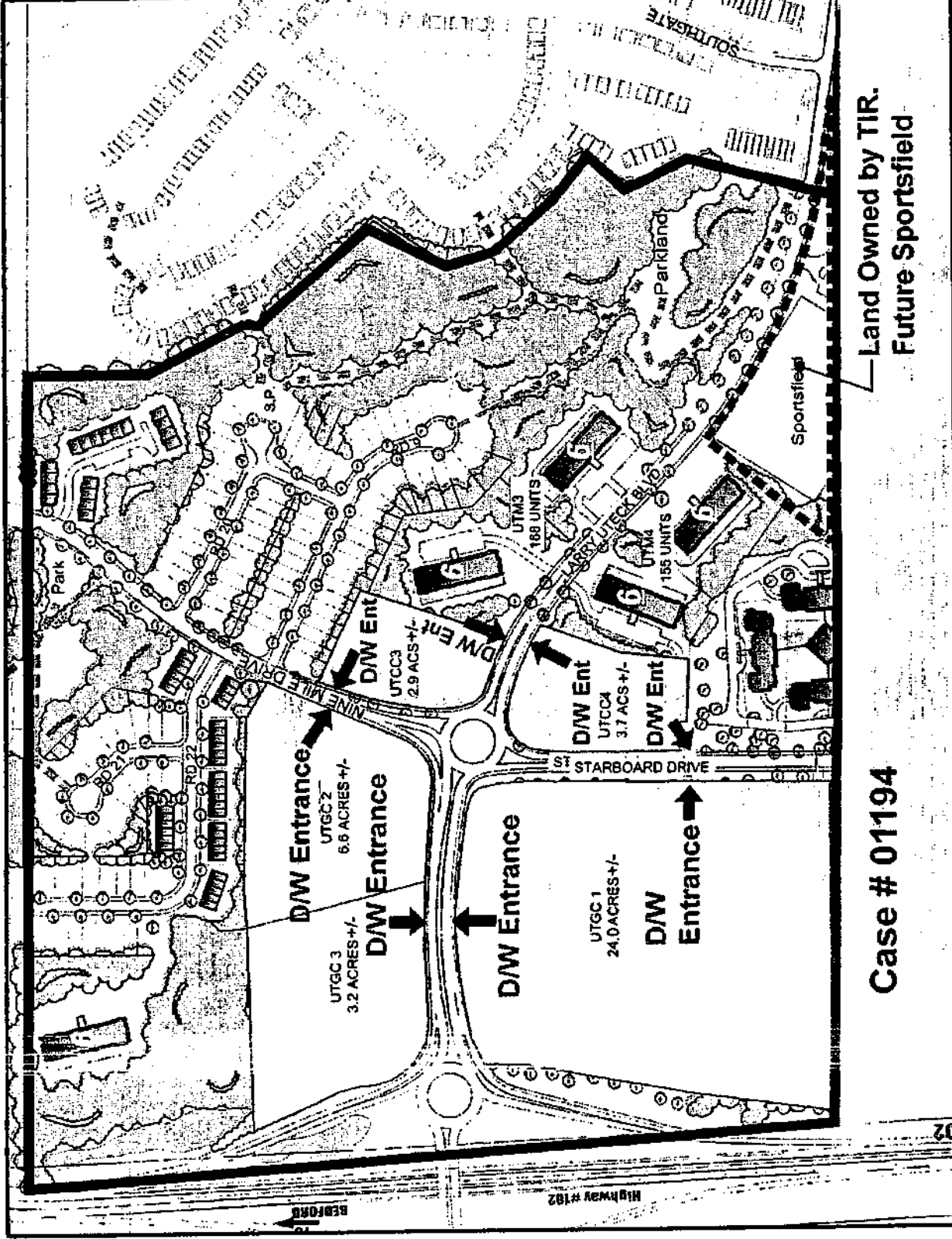
		Units	Persons	UPA	PPA
Neighbourhood's A & C	Total Low Density	428	1437		
	Total Multiple	134	302	16.4	
Area In Acres 155.6	Subtotal	563	1739		
	Total Commercial	3.21	100		
	Total		1839	3.6	11.8
	Neigh. A&C Population				1839
Neighbourhood B	Multiple Units	608	1368		
	Commercial	3.9	117		
Area In Acres 30					
	Neigh. B Population				1485
Neighbourhood D	Currently approved	148	496		
	Awaiting Approval	95	318	2.7	8
Area In Acres 64		243			
	Neigh. D Population				814
Neighbourhood E	Total S F / Thouse	78	255		
	Multiple	74	187		
Area In Acres 26		150	421	6.0	
	Neigh. E Population				421
Commercial	UTM 3	168	378		
	UTM 4	155	349		
	UTCC3	29	87		
	UTCC4	36	108		
	SBM1 - Shannex Village	192	341		
	UTGC 1	22.6	1130		
	UTGC 2	6.7	335		
	UTGC 3	3.2	150		
			2888		
	Commercial Population				2888
	Total Project Population				7447
	People per Acre				19.98
	Entitlement				7460
Bedford South Acreage 373					



RTS

Trails

Bedford South
Locator Map



Land Owned by TIR.
Future Sportsfield

Case # 01194

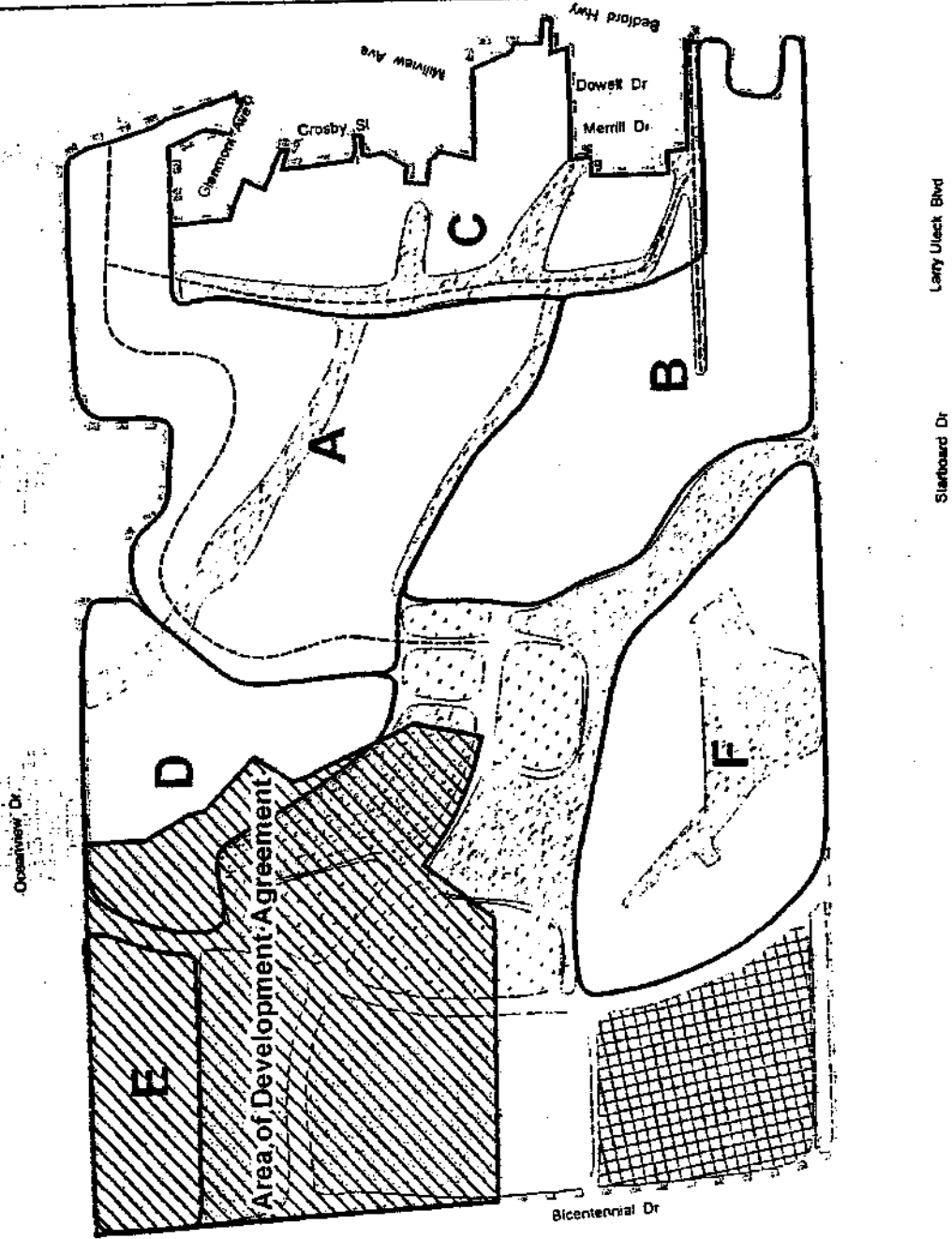
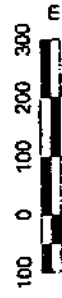
Schedule V

Total Lands maximum density
20 persons per acre

Proposed Land Use

- Residential Neighbourhoods
- General Commercial
- Community Commercial / Institutional
- Mixed Use / Business Campus
- Park / Open Space (Major Areas)

Note: Neighbourhood Parks to be confirmed
by Development Agreement.



Feb 18, 2009
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