




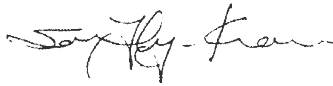
Interoffice Memorandum

CAPITAL PROJECTS ITEM 1

**DATE:** May 3, 2023

**TO:** Mayor Jerry Demings  
-AND-  
County Commissioners

**THROUGH:** Anne Kulikowski, Director  
Administrative Services Department 

**FROM:** Sara Flynn-Kramer, Manager  
Capital Projects Division 

**CONTACT PERSON:** Sara Flynn-Kramer, Manager

**DIVISION:** Capital Projects  
Phone: 407-836-0048

**SUBJECT:** Conservation Credit Purchase Agreement by and between the Southern States Land and Timber LLC and Orange County

The Horizon West Regional Park Phase 1 project is a 41.04 acre site in western Orange County. The project will have a playground, pathways, restroom facility, and infrastructure for the park. The project impacts occupied sand skink habitat, which require 23.46 mitigation credits. The sand skink is a species listed as threatened under the Endangered Species Act. Impacts to occupied sand skink habitat require mitigation to offset potential impacts as part of the US Fish and Wildlife Service Section 10 Habitat Conservation Plan application process. The mitigation bank is permitted to provide a long-term conservation tract to maintain and/or enhance sand skink habitat and population levels for Florida.

The County is proposing to purchase conservation credits/sand skink mitigation credits from the Lake Wales Ridge Conservation Bank/ Southern States Land and Timber LLC. The Bank is located outside of Orange County. Other alternatives such as land acquisition, preservation and enhancement were investigated, but were determined not to be feasible. The Bank has a service area that includes the Horizon West Regional Park site.

The Capital Projects Division, Public Works Engineering Division and County Attorney's Office have reviewed the agreement and finds the terms acceptable.

**Action Requested:** Approval and execution of Conservation Credit Purchase Agreement by and between Southern States Land and Timber LLC and Orange County, Florida. District 1.

Attachment



**Southern States**  
Land & Timber LLC

**Lake Wales Ridge Conservation Bank – Sullivan Road Tract**

This CONSERVATION CREDIT PURCHASE AGREEMENT (“Agreement”) is made and entered into this 27th day of April, 2023 (the Effective Date) by and between Southern States Land and Timber LLC, having an address of 203 Main Street Franklin, Louisiana 70538 (the “Seller”) and Orange County, Florida, (the “Buyer”) having an address of 400 East South Street, IOc11, 5th Floor, Orlando, Florida 32801.

**Recitals**

Seller is the Sponsor the Lake Wales Ridge Conservation Bank – Sullivan Road Tract (“Conservation Bank”) in Polk County, Florida, Permit No. 04EF2000-2015-CPA-0046 approved by the U.S. Fish and Wildlife Service (the “Service”). Buyer desires to buy from Seller conservation credits to meet the compensatory mitigation requirements of U.S. Fish and Wildlife Service Permit No. TBD, to be issued, and Seller agrees to sell such conservation mitigation credits to Buyer, under the terms and conditions set out in this Agreement.

**Payment of Deposit and Purchase Price:** Buyer shall pay to Seller a forty percent (40%) non-refundable deposit, due 06/30/2023, applicable to the Purchase Price, in exchange for a reservation period which will expire on 12/10/2023. Final balance will then be due from

Buyer to Seller on 12/10/2023. If Buyer wishes to forego paying a Deposit, Buyer may pay the full purchase Price up front.

**Payment Method:** All payments shall be made to Southern States Land & Timber, LLC. Buyer shall pay the Deposit(s), Purchase Price, and or/ Balance of Purchase by wire transfer, Automated Clearing House (ACH) transfer or Cashier's Check. In no instance shall Credits be transferred by Seller prior to Seller having received full payment of the Purchase Price. The wiring instructions are attached to this contract.

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## Agreement

NOW, THEREFORE, Seller and Buyer agree as follows:

1. **SELLER'S SERVICES:**

- A. Seller shall perform or has performed restoration to Sand Skink habitat Conservation (the "credits").
- B. In consideration of the sum of \$434,010.00 Seller: (1) sells to Buyer 23.46 Credits to meet the compensatory mitigation requirements of the Permit; and (2) assumes Buyer's responsibility to perform the conservation mitigation specified in Paragraph A above in accordance with the terms and conditions of the Interagency Agreement approving the Mitigation Bank.

2. **WARRANTY:**

- A. Seller's Warranty: Seller represents and warrants that it has the authority and approval from the U.S. Fish and Wildlife Service pursuant the Lake Wales Ridge – Sullivan Road Tract Conservation Banking Instrument. Seller shall be responsible for the development and maintenance for the Credits and the Conservation Bank in accordance with the requirements of the Conservation Banking Instrument.
- B. Buyer's Warranty: (1) Buyer represents and warrants that the U.S. Fish and Wildlife Service and/or Buyer have calculated and determined the appropriate number of credits that are necessary to compensate for the impacts to the and take of habitat attributed to the Permit; that Seller is relying on Buyer with respect thereto; and that Seller has made no representations or warranties to Buyer with respect to the necessary number

of acres or credits for Buyer's needs; and (2) Buyer acknowledges and agrees that it does not have and shall not hereafter have:

(a) any rights to any monies generated by or related to the Conservation Bank (whether the surface or the subsurface of the Conservation Bank); or (b) any rights of ownership, use, or otherwise in the Conservation Bank.


3. **ASSIGNMENT:**

This Agreement and the credits the subject here of are not assignable.

**IN WITNESS WHEREOF**, the Seller and the Buyer have executed this Credit Sale Agreement this 12th day of July, 2023.

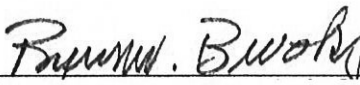
SELLER:

Southern States Land and Timber LLC

By:   
Aaron Landry  
Director of Environmental Services


BUYER:

Orange County, Florida  
By: Board of County Commissioners

By:   
for Jerry L. Demings  
Orange County Mayor



ATTEST: Phil Diamond, CPA, County Comptroller  
As Clerk of the Board of County Commissioners

By:   
Deputy Clerk

## **Wiring Instructions for Payments**

Regions Bank  
Birmingham, Alabama

Routing [REDACTED]  
Account [REDACTED]

Customer Name: Southern States Land & Timber LLC