

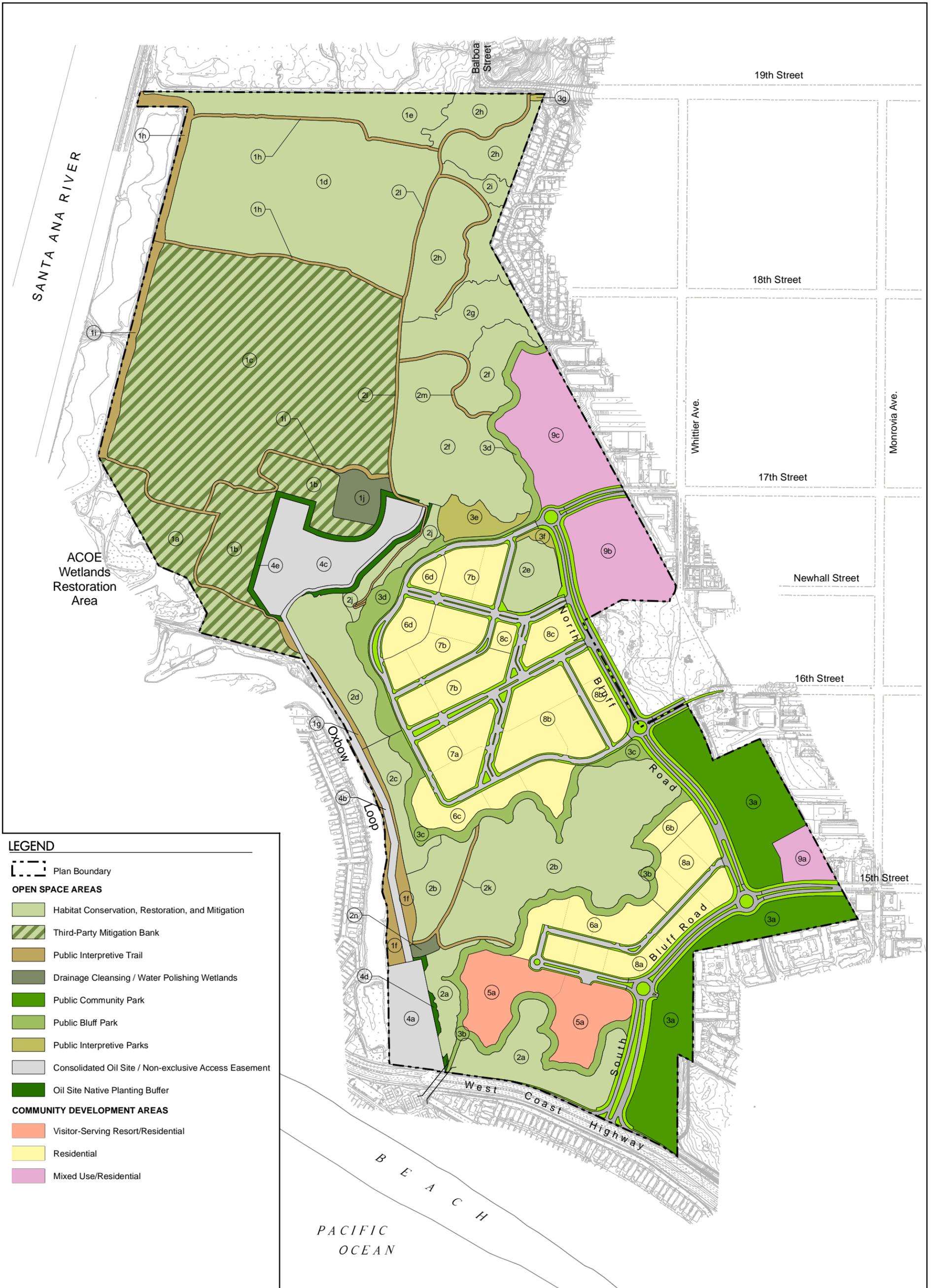
1.1 Master Site Plan

The Master Site Plan for the Newport Banning Ranch is illustrated on Exhibit II.1-1. It is composed of 49 Site Planning Areas, which are subareas of the Open Space, Visitor-Serving Resort/Residential, Residential, and Mixed-Use/Residential Land Use Districts, as well as Backbone Roadways, identified in the Newport Banning Ranch Planned Community (PC) Development Plan.

As summarized in Exhibit II.1-2, Master Site Plan Table, the Master Site Plan encompasses the entire 402.3 acres within the Newport Banning Ranch Planned Community. The planned gross acreage, dwelling units, commercial square footage, and number of overnight accommodations for each of the Site Planning Areas are shown in this Master Site Plan Table.

The Newport Banning Ranch PC Development Plan contains the permitted land uses, standards, and regulations for the development of the Site, including the maximum number of residential units, the maximum commercial square footage, and the maximum overnight accommodations that will be permitted within the community.

This Master Site Plan is consistent with the permitted level of development and proposes 1,375 residential units, 75,000 square feet of commercial, and 75 overnight accommodations, all distributed within the Site as shown on the Site Plan and Table Exhibits II.1-1 and II.1-2.



II. MASTER SITE PLAN

1. DEVELOPMENT AND PHASING PLAN

Exhibit II.1-2

MASTER SITE PLAN TABLE
NBR Master Site Plan

| LAND USE DISTRICT | SPA # | SITE PLANNING AREA | GROSS ACRES ⁽¹⁾ | PLANNED DENSITY DU/Ac. (Gross) ⁽²⁾ | PLANNED DWELLING UNITS | PLANNED COMMERCIAL SQUARE FOOTAGE ⁽⁷⁾ | PLANNED OVERNIGHT ACCOMMODATIONS |
|---|-------|---|----------------------------|---|------------------------|--|----------------------------------|
| OPEN SPACE AREAS | | | | | | | |
| HABITAT CONSERVATION, RESTORATION, AND MITIGATION AREAS | | | | | | | |
| LLOS/PTF | 1d | South Wet Meadow Area | 34.4 | -- | 0 | 0 | 0 |
| LLOS/PTF | 1e | North Wet Meadow Area | 8.1 | -- | 0 | 0 | 0 |
| UOS/PTF | 2a | West Coast Highway Bluff Area | 10.0 | -- | 0 | 0 | 0 |
| UOS/PTF | 2b | Large Arroyo CSS / Grassland Area | 26.3 | -- | 0 | 0 | 0 |
| UOS/PTF | 2c | Oil Road Bluff CSS / Grassland Area - Phase 1 | 2.9 | -- | 0 | 0 | 0 |
| UOS/PTF | 2d | Oil Road Bluff CSS / Grassland Area - Phase 2 | 6.4 | -- | 0 | 0 | 0 |
| UOS/PTF | 2e | Vernal Pool Preservation Area | 3.2 | -- | 0 | 0 | 0 |
| UOS/PTF | 2f | South Upland Grassland Area | 18.5 | -- | 0 | 0 | 0 |
| UOS/PTF | 2g | Medium Arroyo Grassland Area | 5.9 | -- | 0 | 0 | 0 |
| UOS/PTF | 2h | North Upland CSS / Grassland Area | 15.5 | -- | 0 | 0 | 0 |
| UOS/PTF | 2i | Small Arroyo Grassland Area | 1.2 | -- | 0 | 0 | 0 |
| UOS/PTF | 2j | Scenic Bluff CSS / Grassland Area | 2.0 | -- | 0 | 0 | 0 |
| Subtotal Habitat Conservation, Restoration, and Mitigation Areas | | | 134.5 | -- | 0 | 0 | 0 |
| THIRD-PARTY MITIGATION BANK | | | | | | | |
| LLOS/PTF | 1a | South Wetland Area | 8.8 | -- | 0 | 0 | 0 |
| LLOS/PTF | 1b | Central Wetland Area | 10.9 | -- | 0 | 0 | 0 |
| LLOS/PTF | 1c | North Wetland Area | 56.8 | -- | 0 | 0 | 0 |
| Subtotal Third-party Mitigation Bank | | | 76.5 | -- | 0 | 0 | 0 |
| PUBLIC INTERPRETIVE TRAILS | | | | | | | |
| LLOS/PTF | 1f | Bluff Toe Trail - Phase 1 | 2.7 | -- | 0 | 0 | 0 |
| LLOS/PTF | 1g | Bluff Toe Trail - Phase 2 | 0.6 | -- | 0 | 0 | 0 |
| LLOS/PTF | 1h | Lowland Interpretive Trail - Phase 1 | 3.2 | -- | 0 | 0 | 0 |
| LLOS/PTF | 1i | Lowland Interpretive Trail - Phase 2 | 4.0 | -- | 0 | 0 | 0 |
| UOS/PTF | 2k | Large Arroyo Trail | 0.7 | -- | 0 | 0 | 0 |
| UOS/PTF | 2l | Upland Interpretive Trail - Phase 1 | 2.4 | -- | 0 | 0 | 0 |
| UOS/PTF | 2m | Upland Interpretive Trail - Phase 2 | 0.5 | -- | 0 | 0 | 0 |
| Subtotal Public Interpretive Trails | | | 14.2 | -- | 0 | 0 | 0 |
| DRAINAGE CLEANSING AND WATER POLISHING AREAS | | | | | | | |
| LLOS/PTF | 1j | Wetlands Restoration / Drainage Cleansing Area | 1.5 | -- | 0 | 0 | 0 |
| UOS/PTF | 2n | Wetlands Restoration / Drainage Cleansing Area | 0.4 | -- | 0 | 0 | 0 |
| Subtotal Drainage Cleansing and Water Polishing Areas | | | 1.9 | -- | 0 | 0 | 0 |
| PUBLIC COMMUNITY PARK | | | | | | | |
| PP/R | 3a | Public Community Park | 22.9 | -- | 0 | 0 | 0 |
| Subtotal Community Park | | | 22.9 | -- | 0 | 0 | 0 |
| PUBLIC BLUFF PARK | | | | | | | |
| PP/R | 3b | Public Bluff Park - Phase 1 (South) | 6.6 | -- | 0 | 0 | 0 |
| PP/R | 3c | Public Bluff Park - Phase 1 (North) | 4.6 | -- | 0 | 0 | 0 |
| PP/R | 3d | Public Bluff Park - Phase 2 | 7.3 | -- | 0 | 0 | 0 |
| Subtotal Public Bluff Park | | | 18.5 | -- | 0 | 0 | 0 |
| PUBLIC INTERPRETIVE PARKS | | | | | | | |
| PP/R | 3e | Interpretive Center ⁽³⁾ | 2.2 | -- | 0 | 0 | 0 |
| PP/R | 3f | Vernal Pool Interpretive Area | 0.4 | -- | 0 | 0 | 0 |
| PP/R | 3g | Talbert Trailhead / Staging Area | 0.1 | -- | 0 | 0 | 0 |
| Subtotal Public Interpretive Parks | | | 2.7 | -- | 0 | 0 | 0 |
| CONSOLIDATED OIL SITES (Interim Use) | | | | | | | |
| OF | 4a | Oil Operations Site (South Area) | 4.8 | -- | 0 | 0 | 0 |
| OF | 4b | Oil Access Road (Non-exclusive Access Easement) | 3.1 | -- | 0 | 0 | 0 |
| OF | 4c | Oil Consolidation Site (North Area) | 8.6 | -- | 0 | 0 | 0 |
| Subtotal Consolidated Oil Sites | | | 16.5 | -- | 0 | 0 | 0 |
| OIL SITE NATIVE PLANTING BUFFERS | | | | | | | |
| OF | 4d | Oil Operations Site Native Planting Buffer | 0.3 | -- | 0 | 0 | 0 |
| OF | 4e | Oil Consolidation Site Native Planting Buffer | 2.6 | -- | 0 | 0 | 0 |
| Subtotal Oil Site Native Planting Buffers | | | 2.9 | -- | 0 | 0 | 0 |
| SUBTOTAL OPEN SPACE AREAS | | | 290.6 | -- | 0 | 0 | 0 |

II. MASTER SITE PLAN

1. DEVELOPMENT AND PHASING PLAN

Exhibit II.1-2 (continued)

MASTER SITE PLAN TABLE
NBR Master Site Plan

| LAND USE DISTRICT | SPA # | SITE PLANNING AREA | GROSS ACRES ⁽¹⁾ | PLANNED DENSITY DU/Ac. (Gross) ⁽²⁾ | PLANNED DWELLING UNITS | PLANNED COMMERCIAL SQUARE FOOTAGE ⁽⁷⁾ | PLANNED OVERNIGHT ACCOMMODATIONS |
|--|-------|---|----------------------------|---|------------------------|--|----------------------------------|
| COMMUNITY DEVELOPMENT AREAS | | | | | | | |
| VISITOR-SERVING RESORT / RESIDENTIAL AREAS | | | | | | | |
| VSR/R | 5a | Resort Hotel (75 Guest Rooms / Spa / Fitness Center / Restaurants / Commercial) and Resort Condominiums | 10.7 | 10.8 | 116 | 0 | 75 |
| Subtotal Visitor-Serving Resort / Residential Areas | | | 10.7 | 10.8 | 116 | 0 | 75 |
| RESIDENTIAL AREAS | | | | | | | |
| L | 6a | Attached / Detached Residential | 5.1 | 4.7 | 24 | 0 | 0 |
| L | 6b | Attached / Detached Residential | 1.2 | 4.9 | 6 | 0 | 0 |
| L | 6c | Attached / Detached Residential | 5.3 | 4.4 | 23 | 0 | 0 |
| L | 6d | Attached / Detached Residential | 3.7 | 3.2 | 12 | 0 | 0 |
| LM | 7a | Attached / Detached Residential | 7.0 | 5.5 | 39 | 0 | 0 |
| LM | 7b | Attached / Detached Residential/Convenience Commercial ⁽⁸⁾ | 14.0 | 8.8 | 124 | 2,500 | 0 |
| M | 8a | Attached / Detached Residential | 10.4 | 9.4 | 98 | 0 | 0 |
| M | 8b | Attached / Detached Residential | 12.5 | 8.1 | 101 | 0 | 0 |
| M | 8c | Attached / Detached Residential | 4.3 | 6.1 | 26 | 0 | 0 |
| Subtotal Residential Areas | | | 63.6 | 7.1 | 453 | 2,500 | 0 |
| MIXED-USE / RESIDENTIAL AREAS⁽⁴⁾ | | | | | | | |
| MU/R | 9a | Attached Residential | 2.2 | 48.7 | 108 | 0 | 0 |
| MU/R | 9b | Attached Residential/Mixed-Use Commercial | 8.6 | 32.4 | 280 | 72,500 | 0 |
| MU/R | 9c | Attached Residential | 10.3 | 40.7 | 418 | 0 | 0 |
| Subtotal Mixed-Use / Residential Areas | | | 21.1 | 38.2 | 806 | 72,500 | 0 |
| SUBTOTAL COMMUNITY DEVELOPMENT AREAS | | | 95.4 | 14.4 | 1,375 | 75,000 | 75 |
| BACKBONE ROADWAYS⁽⁵⁾ | | | | | | | |
| -- | -- | South Bluff Road (4-Lane Arterial) | 6.4 | -- | 0 | 0 | 0 |
| -- | -- | North Bluff Road (2-Lane Enhanced Collector) ⁽⁶⁾ | 7.3 | -- | 0 | 0 | 0 |
| -- | -- | 15th Street (4-Lane Arterial) | 1.3 | -- | 0 | 0 | 0 |
| -- | -- | 16th Street (2-Lane Enhanced Collector) ⁽⁶⁾ | 0.5 | -- | 0 | 0 | 0 |
| -- | -- | 17th Street (2-Lane Enhanced Collector) | 0.8 | -- | 0 | 0 | 0 |
| SUBTOTAL BACKBONE ROADWAYS | | | 16.3 | -- | 0 | 0 | 0 |
| TOTAL PROJECT | | | 402.3 | -- | 1,375 | 75,000 | 75 |

(1) Gross land use acres are generally measured to centerlines of adjacent local road rights-of-way where such roads are shown on the plan.

(2) Planned densities (DU/Ac.) reflect the Planned Dwelling Units for each Planning Area shown on this table.

(3) Interpretive Center includes: Nature Center / Native Plant Nursery / Seasonal Yurt Retreat.

(4) Up to 180 affordable housing units (i.e., 15% of 1,195 market rate units) will be included within Mixed Use / Residential Land Use District.

(5) Rights-of-way for Backbone Roadways are treated as a distinct land use acreage.

(6) Includes half-width rights-of-way from adjacent parcels for small portions of North Bluff Road and 16th Street as shown in Exhibit I.5-1, Site Planning Areas Map.

(7) Planned Commercial Square Footage excludes accessory visitor-serving commercial uses such as the spa, restaurant(s), etc. that are part of Visitor-Serving Resort.

(8) Convenience Commercial within Low-Medium Density Residential District per Section 3.1.5 of the NBR P.C. Development Plan.

1.2 Conceptual Development Plan

Exhibit II.1-3 provides the Conceptual Development Plan for Newport Banning Ranch. This Plan illustrates the complete local circulation system and footprints of the buildings that are proposed for the Project. As shown, the community contains five development villages or colonies, which – beginning at Coast Highway and moving generally from south to north within the community – are:

1. **Resort Colony** looking over Coast Highway toward the ocean;
2. **South Family Village** (i.e., south of the Large Arroyo);
3. **Park Flats**, attached housing area adjacent to the northern portion of the proposed Community Park;
4. **North Family Village** (i.e., north of the Large Arroyo; and
5. **The Urban Colony**, on either side of 17th Street along the boundary with Costa Mesa’s MesaWest Bluffs Urban Plan Area.

Each village/colony contains a range of residential units and other architectural elements which are shown on Exhibit II.1-4, Master Architecture Key Map, and Exhibit II.1-5, Master Architecture Table. This architecture is described in more detail in Chapter II.11, Architectural Design.

The building footprints, local roads, and alleys are shown in their conceptual location. Minor refinements will be made to these items at the more detailed Project Site Plan level following approval of this Master Site Plan by all regulatory agencies and issuance of a Master Coastal Development Permit.

Section I.3, Existing Conditions, in Part I identifies and maps some of the more important development constraints for the Site. Newport Banning Ranch is premised on the avoidance of environmental constraints wherever practicable. The following Project design features have been incorporated into the Master Site Plan and Conceptual Development Plan to ensure a community that is compatible with identified constraints:

1. Maintain a 50-foot-wide buffer around mapped ESHA wherever possible;
2. Maintain a 100-foot-wide buffer around all mapped wetlands wherever possible;
3. Maintain a 50-foot-wide setback from mapped bluff tops;
4. Site all habitable structures to avoid the GIS mapped geotechnical setback zones; and
5. Site all habitable structures to respect a 10-foot-wide setback from all known and GPS mapped oil well locations (which will be abandoned per all State and local laws and regulations).



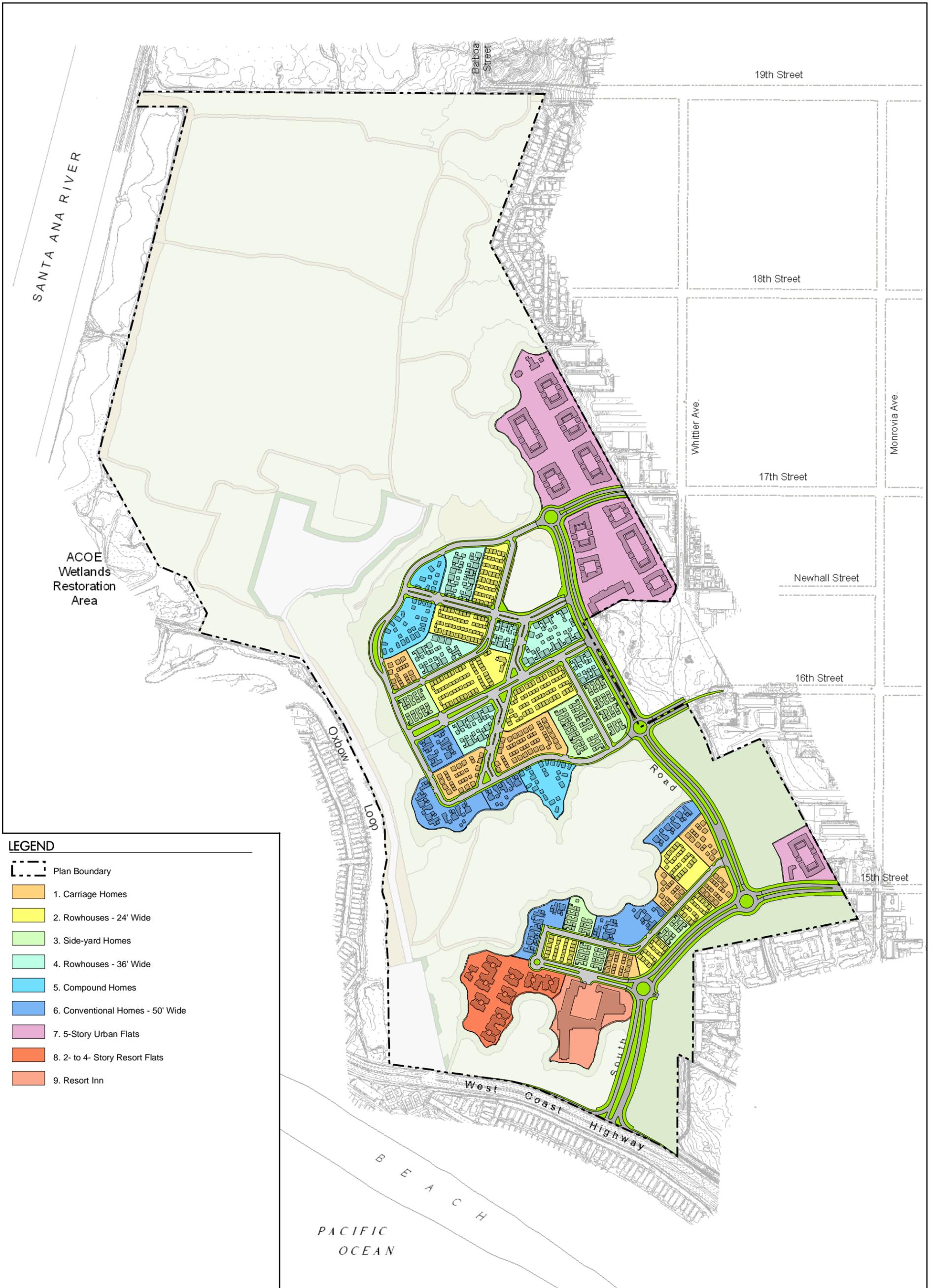


Exhibit II.1-5

Master Architecture Table
NBR Master Site Plan

| VILLAGE / COLONY | ARCHITECTURE PRODUCT | GROSS ACRES | PLANNED UNITS |
|-------------------------------|--------------------------------------|-------------|---------------|
| Family Village - North | | 46.8 | 325 |
| | 1. Carriage Homes | 6.7 | 59 |
| | 2. Rowhouses - 24' Wide | 11.0 | 101 |
| | 3. Side-yard Homes | 5.7 | 43 |
| | 4. Rowhouses - 36' Wide | 12.5 | 79 |
| | 5. Compound Homes | 5.7 | 20 |
| | 6. Conventional Homes - 50' Wide | 5.3 | 23 |
| Family Village - South | | 16.8 | 128 |
| | 1. Carriage Homes | 4.2 | 42 |
| | 2. Rowhouses - 24' Wide | 4.4 | 42 |
| | 3. Side-yard Homes | 2.8 | 22 |
| | 6. Conventional Homes - 50' Wide | 5.3 | 22 |
| Park Flats | | 2.2 | 108 |
| | 7. 5-Story Urban Flats | 2.2 | 108 |
| Resort Colony | | 10.7 | 116 |
| | 8. 2- to 4-Story Resort Condominiums | 5.6 | 116 |
| | 9. Resort Inn(1) | 5.1 | 0 |
| Urban Colony | | 18.9 | 698 |
| | 7. 5-Story Urban Flats | 18.9 | 698 |
| Grand Total | | 95.4 | 1,375 |

II. MASTER SITE PLAN

1. OVERVIEW OF MASTER SITE PLAN

1.3 Master Phasing Plan

1.3.1 Overview

The Newport Banning Ranch Project will be implemented in multiple phases not only to respond to market conditions and home-buyer/renter absorption at the time of development but, equally important, to allow for the proper sequencing and coordination of interrelated environmental and public-benefit activities. These activities include, but are not limited to, oil facility consolidation, clean-up and remediation, habitat protection, restoration and/or mitigation, roadway and infrastructure construction, and the progressive dedication and improvement of public parks, trails, interpretive areas, and other public rights-of-way consistent with the future Pre-Annexation Development Agreement (PADA).

The Landowner/Master Developer anticipates that the Project will be progressively improved and developed in two major phases, as shown in Exhibit II.1-6, Master Phasing Plan, and Exhibit II.1-7, Master Phasing Table.

Both the exhibit and the table are subject to future refinement in response to a variety of considerations – including market conditions and national and local economic conditions – all of which are beyond the Landowner/Master Developer's control. For these reasons, the Master Phasing Plan and Table shall be viewed as guidelines, but not requirements, of the Project.

Once begun, development phases may overlap with one another. For example, the Phase 1 development of Mixed-Use/Residential could, depending upon market absorption, continue into Phase 2 development of Medium Density Residential.

Geographic phases could also occur in a different sequence than described, provided that requirements and conditions related to oil abandonment and remediation, public infrastructure and facilities, open space dedications, PADA obligations, and environmental mitigations continue to be satisfied.

It is assumed that EIR Mitigation Measure required for a particular phase will be tied to the development of that phase so that impacts and related mitigations can occur regardless of the actual timing or sequencing of development within each phase. Therefore, resequencing of all or portions of development phases will not result in additional impacts. Impacts and corresponding mitigation measures will be presented in the certified Final Environmental Impact Report for the Project.

As shown, phasing is anticipated to begin with the southern portion of the Site closest to West Coast Highway, which is proposed for visitor-serving resort and residential development, and include construction of a signalized Project roadway access and internal/external circulation, and a significant portion of the proposed Community Park. Concurrently, the Master Phasing Plan contemplates the protection, clean-up, remediation, and restoration of specified Lowland open space areas and the improvement of public trails in the northern portion of the Site.

II. MASTER SITE PLAN

Subsequent subsections explain the phasing concept in terms of private land use development phasing, phasing of Upland and Lowland open space dedications, and phasing of public park dedications and improvements.

1.3.2 Private Development Phasing

Private land use development phasing will begin with the connection of West Coast Highway to 15th Street, and follow a logical sequence, generally from south to north. The phases are designed to ensure efficient use of soil movement to balance landform grading and bluff/slope restoration, and to capitalize on existing infrastructure locations and connection points within and adjacent to the Site. Project design features and mitigation requirements identified in the Project EIR will be completed in conjunction with the corresponding development phase where and when the impacts occur.

1. Master Developer Responsibilities

The Landowner/Master Developer will be responsible for terraforming and remedial grading, constructing backbone roads and infrastructure, local park implementation, habitat restoration and mitigation, and wildland fire management for the community.

Each phase will have functioning infrastructure and satisfy its corresponding requirements for local parks.

1. OVERVIEW OF MASTER SITE PLAN

2. Project Developer Responsibilities

Once the backbone roadways and infrastructure systems are in place or are bonded for, home builders and/or apartment site developers, as well as the builder(s) and/or developer(s) for the resort and neighborhood commercial facilities within the community, will be responsible for construction of individual Project-level residential and visitor-serving improvements (collectively referred to as "Project builders").

These Project builders will be responsible for obtaining the necessary Project Site Plan/Project CDP approvals, use permits, conditional use permits, and subdivision maps, and will assume responsibility for construction and implementation of the local infrastructure, homes, common areas, and similar improvements within each of the villages and neighborhoods consistent with this Master Site Plan.

II. MASTER SITE PLAN

1. OVERVIEW OF MASTER SITE PLAN

1.3.3 Phasing of Upland and Lowland Habitat Dedications

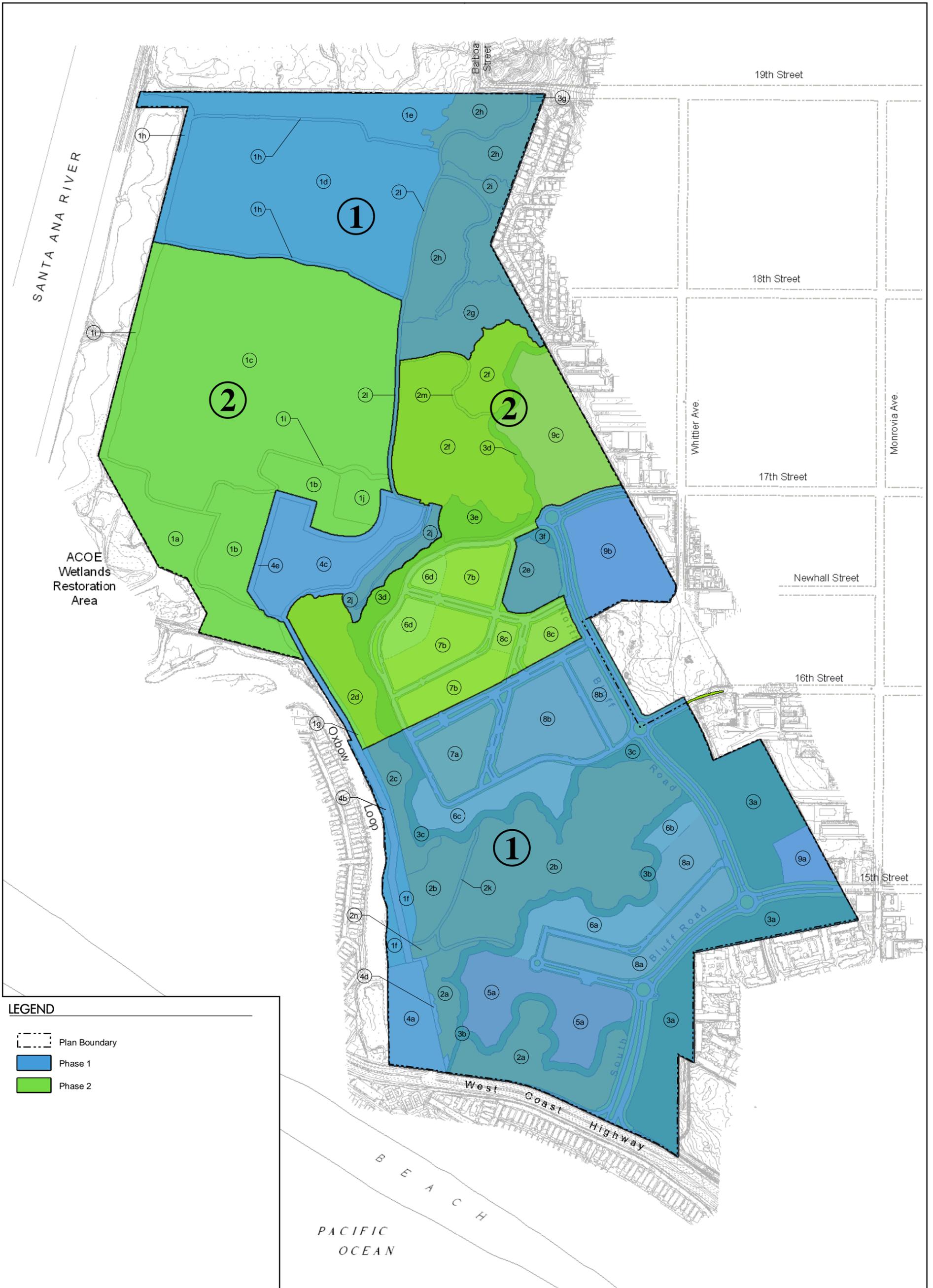
The offer of dedication of lands that comprise the Lowland and Upland Open Space/Public Trails and Facilities Land Use Districts will be phased in conjunction with oil facilities abandonment and remediation, and private land use development, in accordance with the PADA.

If mutually determined to be necessary open space habitat areas may be divided into smaller geographic subareas on future Tentative and Final Tract Maps and/or Parcel Maps to allow for sequenced dedications in lock-step with development and/or the requirements of the PADA.

The timing and limits of the open space dedications will be coordinated with oil facilities abandonment and remediation activities.

1.3.4 Phasing of Public Park Dedications and Improvements

Public parks, trails, and recreation areas will be offered for dedication and/or physically improved and offered for dedication to the City of Newport Beach in conjunction with the City-approved land use development sequence and in accordance with the PADA and Local Park Implementation Plan (LPIP).



LEGEND

- Plan Boundary
- Phase 1
- Phase 2

Exhibit II.1-7

MASTER PHASING TABLE
NBR Master Site Plan

| SPA # | SITE PLANNING AREA | GROSS ACRES ⁽¹⁾ | PLANNED DWELLING UNITS | PHASE | | | | | | | | |
|--|--|----------------------------|------------------------|--------------|------------------------|---------------------------|-------------------------|-------------|------------------------|---------------------------|-------------------------|----------|
| | | | | 1 | | | | 2 | | | | |
| | | | | Gross Acres | Planned Dwelling Units | Commercial Square Footage | Overnight Accomodations | Gross Acres | Planned Dwelling Units | Commercial Square Footage | Overnight Accomodations | |
| OPEN SPACE LAND USE DISTRICT | | | | | | | | | | | | |
| 1. LOWLAND OPEN SPACE / PUBLIC TRAILS AND FACILITIES DISTRICT | | | | | | | | | | | | |
| 1a | South Wetland Area | 8.8 | 0 | 0.0 | 0 | 0 | 0 | 0 | 8.8 | 0 | 0 | 0 |
| 1b | Central Wetland Area | 10.9 | 0 | 0.0 | 0 | 0 | 0 | 0 | 10.9 | 0 | 0 | 0 |
| 1c | North Wetland Area | 56.8 | 0 | 0.0 | 0 | 0 | 0 | 0 | 56.8 | 0 | 0 | 0 |
| 1d | South Wet Meadow Area | 34.4 | 0 | 34.4 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 1e | North Wet Meadow Area | 8.1 | 0 | 8.1 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 1f | Bluff Toe Trail - Phase 1 | 2.7 | 0 | 2.7 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 1g | Bluff Toe Trail - Phase 2 | 0.6 | 0 | 0.0 | 0 | 0 | 0 | 0 | 0.6 | 0 | 0 | 0 |
| 1h | Lowland Interpretive Trail - Phase 1 | 3.2 | 0 | 3.2 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 1i | Lowland Interpretive Trail - Phase 2 | 4.0 | 0 | 0.0 | 0 | 0 | 0 | 0 | 4.0 | 0 | 0 | 0 |
| 1j | Wetlands Restoration / Drainage Cleansing Area | 1.5 | 0 | 0.0 | 0 | 0 | 0 | 0 | 1.5 | 0 | 0 | 0 |
| Subtotal Lowland Open Space / Public Trails and Facilities | | 131.1 | 0 | 48.5 | 0 | 0 | 0 | 0 | 82.6 | 0 | 0 | 0 |
| 2. UPLAND OPEN SPACE / PUBLIC TRAILS AND FACILITIES DISTRICT | | | | | | | | | | | | |
| 2a | West Coast Highway Bluff Area | 10.0 | 0 | 10.0 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 2b | Large Arroyo CSS / Grassland Area | 26.3 | 0 | 26.3 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 2c | Oil Road Bluff CSS / Grassland Area - Phase 1 | 2.9 | 0 | 2.9 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 2d | Oil Road Bluff CSS / Grassland Area - Phase 2 | 6.4 | 0 | 0.0 | 0 | 0 | 0 | 0 | 6.4 | 0 | 0 | 0 |
| 2e | Vernal Pool Preservation Area | 3.2 | 0 | 3.2 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 2f | South Upland Grassland Area | 18.5 | 0 | 0.0 | 0 | 0 | 0 | 0 | 18.5 | 0 | 0 | 0 |
| 2g | Medium Arroyo Grassland Area | 5.9 | 0 | 5.9 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 2h | North Upland CSS / Grassland Area | 15.5 | 0 | 15.5 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 2i | Small Arroyo Grassland Area | 1.2 | 0 | 1.2 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 2j | Scenic Bluff CSS / Grassland Area | 2.0 | 0 | 2.0 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 2k | Large Arroyo Trail | 0.7 | 0 | 0.7 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 2l | Upland Interpretive Trail - Phase 1 | 2.4 | 0 | 2.4 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 2m | Upland Interpretive Trail - Phase 2 | 0.5 | 0 | 0.0 | 0 | 0 | 0 | 0 | 0.5 | 0 | 0 | 0 |
| 2n | Wetlands Restoration / Drainage Cleansing Area | 0.4 | 0 | 0.4 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| Subtotal Upland Open Space / Public Trails and Facilities | | 96.0 | 0 | 70.6 | 0 | 0 | 0 | 0 | 25.4 | 0 | 0 | 0 |
| 3. PUBLIC PARKS / RECREATION DISTRICT | | | | | | | | | | | | |
| 3a | Public Community Park | 22.9 | 0 | 22.9 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 3b | Public Bluff Park - Phase 1 (South) | 6.6 | 0 | 6.6 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 3c | Public Bluff Park - Phase 1 (North) | 4.6 | 0 | 4.6 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 3d | Public Bluff Park - Phase 2 | 7.3 | 0 | 0.0 | 0 | 0 | 0 | 0 | 7.3 | 0 | 0 | 0 |
| 3e | Interpretive Center | 2.2 | 0 | 0.0 | 0 | 0 | 0 | 0 | 2.2 | 0 | 0 | 0 |
| 3f | Vernal Pool Interpretive Area | 0.4 | 0 | 0.4 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 3g | Talbert Trailhead / Staging Area | 0.1 | 0 | 0.1 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| Subtotal Public Parks / Recreation | | 44.1 | 0 | 34.6 | 0 | 0 | 0 | 0 | 9.5 | 0 | 0 | 0 |
| 4. OIL FACILITIES DISTRICT (Interim Use) | | | | | | | | | | | | |
| 4a | Oil Operations Site (South Area) | 4.8 | 0 | 4.8 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 4b | Oil Access Road | 3.1 | 0 | 3.1 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 4c | Oil Consolidation Site (North Area) | 8.6 | 0 | 8.6 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 4d | Oil Operations Site Native Planting Buffer | 0.3 | 0 | 0.3 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 4e | Oil Consolidation Site Native Planting Buffer | 2.6 | 0 | 2.6 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| Subtotal Oil Facilities | | 19.4 | 0 | 19.4 | 0 | 0 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| SUBTOTAL OPEN SPACE | | 290.6 | 0 | 173.1 | 0 | 0 | 0 | 0 | 117.5 | 0 | 0 | 0 |

Exhibit II.1-7 (continued)

MASTER PHASING TABLE
NBR Master Site Plan

| SPA # | SITE PLANNING AREA | GROSS ACRES ⁽¹⁾ | PLANNED DWELLING UNITS | PHASE | | | | | | | |
|---|--|----------------------------|------------------------|--------------|------------------------|---------------------------|--------------------------|--------------|------------------------|---------------------------|--------------------------|
| | | | | 1 | | | | 2 | | | |
| | | | | Gross Acres | Planned Dwelling Units | Commercial Square Footage | Overnight Accommodations | Gross Acres | Planned Dwelling Units | Commercial Square Footage | Overnight Accommodations |
| VISITOR-SERVING RESORT / RESIDENTIAL LAND USE DISTRICT | | | | | | | | | | | |
| 5. VISITOR-SERVING RESORT / RESIDENTIAL DISTRICT | | | | | | | | | | | |
| 5a | Resort Hotel (75 Guest Rooms / Spa / Fitness Center / Restaurants / Commercial), Resort Condominiums | 10.7 | 116 | 10.7 | 116 | 0 | 75 | 0.0 | 0 | 0 | 0 |
| Subtotal Visitor-Serving Resort / Residential | | 10.7 | 116 | 10.7 | 116 | 0 | 75 | 0.0 | 0 | 0 | 0 |
| TOTAL VISITOR-SERVING RESORT / RESIDENTIAL | | 10.7 | 116 | 10.7 | 116 | 0 | 75 | 0.0 | 0 | 0 | 0 |
| RESIDENTIAL LAND USE DISTRICT | | | | | | | | | | | |
| 6. LOW DENSITY RESIDENTIAL DISTRICT | | | | | | | | | | | |
| 6a | Attached / Detached Residential | 5.1 | 24 | 5.1 | 24 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 6b | Attached / Detached Residential | 1.2 | 6 | 1.2 | 6 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 6c | Attached / Detached Residential | 5.3 | 23 | 5.3 | 23 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 6d | Attached / Detached Residential | 3.7 | 12 | 0.0 | 0 | 0 | 0 | 3.7 | 12 | 0 | 0 |
| Subtotal Low Density Residential | | 15.3 | 65 | 11.6 | 53 | 0 | 0 | 3.7 | 12 | 0 | 0 |
| 7. LOW-MEDIUM DENSITY RESIDENTIAL DISTRICT | | | | | | | | | | | |
| 7a | Attached / Detached Residential | 7.0 | 39 | 7.0 | 39 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 7b | Attached / Detached Residential/Convenience Commercial | 14.0 | 124 | 0.0 | 0 | 0 | 0 | 14.0 | 124 | 2,500 | 0 |
| Subtotal Low-Medium Density Residential | | 21.1 | 163 | 7.0 | 39 | 0 | 0 | 14.0 | 124 | 2,500 | 0 |
| 8. MEDIUM DENSITY RESIDENTIAL DISTRICT | | | | | | | | | | | |
| 8a | Attached / Detached Residential | 10.4 | 98 | 10.4 | 98 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 8b | Attached / Detached Residential | 12.5 | 101 | 12.5 | 101 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 8c | Attached / Detached Residential | 4.3 | 26 | 0.0 | 0 | 0 | 0 | 4.3 | 26 | 0 | 0 |
| Subtotal Medium Density Residential | | 27.2 | 225 | 22.9 | 199 | 0 | 0 | 4.3 | 26 | 0 | 0 |
| SUBTOTAL RESIDENTIAL | | 63.6 | 453 | 41.6 | 291 | 0 | 0 | 22.0 | 162 | 2,500 | 0 |
| MIXED-USE / RESIDENTIAL LAND USE DISTRICT | | | | | | | | | | | |
| 9. MIXED-USE / RESIDENTIAL DISTRICT | | | | | | | | | | | |
| 9a | Attached Residential | 2.2 | 108 | 2.2 | 108 | 0 | 0 | 0.0 | 0 | 0 | 0 |
| 9b | Attached Residential/Mixed-Use Commercial | 8.6 | 280 | 8.6 | 280 | 72,500 | 0 | 0.0 | 0 | 0 | 0 |
| 9c | Attached Residential | 10.3 | 418 | 0.0 | 0 | 0 | 0 | 10.3 | 418 | 0 | 0 |
| Subtotal Mixed-Use / Residential | | 21.1 | 806 | 10.8 | 388 | 72,500 | 0 | 10.3 | 418 | 0 | 0 |
| SUBTOTAL MIXED-USE / RESIDENTIAL | | 21.1 | 806 | 10.8 | 388 | 72,500 | 0 | 10.3 | 418 | 0 | 0 |
| BACKBONE ROADWAYS⁽²⁾ | | | | | | | | | | | |
| -- | South Bluff Road (4-Lane Arterial) | 6.4 | -- | 6.4 | -- | -- | -- | 0.0 | -- | -- | -- |
| -- | North Bluff Road (2-Lane Enhanced Collector) ⁽³⁾ | 7.3 | -- | 7.3 | -- | -- | -- | 0.0 | -- | -- | -- |
| -- | 15th Street (4-Lane Arterial) | 1.3 | -- | 1.3 | -- | -- | -- | 0.0 | -- | -- | -- |
| -- | 16th Street (2-Lane Enhanced Collector) ⁽³⁾ | 0.5 | -- | 0.5 | -- | -- | -- | 0.0 | -- | -- | -- |
| -- | 17th Street (2-Lane Enhanced Collector) | 0.8 | -- | 0.8 | -- | -- | -- | 0.0 | -- | -- | -- |
| SUBTOTAL BACKBONE ROADWAYS | | 16.3 | 0 | 16.3 | -- | -- | -- | 0.0 | -- | -- | -- |
| TOTAL PROJECT | | 402.3 | 1,375 | 252.5 | 795 | 72,500 | 75 | 149.8 | 580 | 2,500 | 0 |

(1) Gross land use acres are generally measured to centerlines of adjacent local road rights-of-way where such roads are shown on the plan.

(2) Rights-of-way for Backbone Roadways are treated as a distinct land use acreage.

(3) Includes half-width rights-of-way from adjacent parcels for small portions of North Bluff Road and 16th Street as shown in the Master Phasing Plan.

1.4 Future Site Plans/CDPs

1.4.1 Overview of Future Site Plans and CDPs Required

The level of detail provided in this Master Site Plan, in conjunction with the future Master Coastal Development Permit that will be required by the California Coastal Commission, is sufficient to demonstrate consistency of development with the California Coastal Act for most Site Planning Areas within the Newport Banning Ranch Planned Community.

For many Site Planning Areas, the Master Site Plan plus a related detailed implementation plan and/or program submitted with this Master Site Plan (see Part V, Appendices) satisfies the requirements for a Project Site Plan and/or CDP, in which case an additional Project Site Plan and/or Coastal Development Permit shall not be required.

Consistent with the NBR PC Development Plan, this Master Site Plan sets forth these future Site Plan/CDP requirements based on the level of detail contained in this submittal, which will be confirmed by the City and Coastal Commission in their review and approval respectively, of the Master Site Plan and Master Coastal Development Permit.

These requirements are summarized in the Exhibit II.1-8, Future Site Plan/CDP Matrix, and explained below.

1.4.2 Development Requiring a Project Site Plan and Subsequent CDP

The following projects shall, in addition, to this Master Site Plan, require a Project Site Plan and Coastal Development Permit because of their location, size, and complexity:

1. Development within Visitor-Serving Resort / Residential Site Planning Area (SPA) 5a because of its architectural/operational complexity, proximity to the Upland open space protection and restoration, and mitigation area north of Coast Highway.
2. Development within Mixed-Use/Residential Site Planning Area 9c not only because of its attached architectural details but its proximity to the Upland open space protection, restoration, and mitigation area.
3. Development within Open Space Planning Areas 1a, 1b, and 1c because of they comprise the Third Party Mitigation Bank portion of the Lowland open space protection and restoration, and mitigation area, for which restoration plans have not yet been prepared at a construction level of detail.

II. MASTER SITE PLAN

1. DEVELOPMENT PLAN

1.4.3 Development Requiring a Project Site Plan but not an Additional CDP

The following projects shall, in addition, to this Master Site Plan, require a Project Site Plan approved by the City to cover mixed-use/attached architectural details and single-family lotting details, but not a CDP because the Master Site Plan/Master CDP implement applicable Coastal Act policies:

1. Development within Mixed-Use/Residential Site Planning Areas 9a and 9b because the development envelopes and densities and the architectural character, footprints, and maximum heights are established in the Master Site Plan, and they adjoin major backbone roadways and urban development, and are physically removed from open space protection, restoration, and mitigation areas.
2. Development within Residential Site Planning Areas 6a, 6b, 6c, 6d, 7a, 7b, 8a, 8b, and 8c because the development envelopes and densities, and architectural character, footprints, and heights are established in the Master Site Plan, they adjoin major backbone and collector roadways and urban development, and are physically removed from open space protection, restoration, and mitigation areas.

1.4.4 Development not Requiring a Project Site Plan or Additional CDP

The following projects are primarily if not entirely for lands that will be offered for public dedication and covered both by the Master Site Plan/Master CDP, including a related implementation plan and/or program submitted with this Master Site Plan (see Part V, Appendices), and thus fully implement the PC Development Plan and applicable Coastal Act policies at a level of detail sufficient for construction-level permits and approvals without additional City or Coastal Commission review and approvals:

1. Habitat conservation, restoration and mitigation within Open Space Planning Areas 1d, 1e and 2a through 2j which is fully described in the Master Site Plan and Habitat Restoration Plan (Appendix A).
2. Public interpretive trail improvements within Open Space Planning Areas 1f through 1i, and 2k through 2n which are fully described in the Master Site Plan and Habitat Restoration Plan (Appendix A).
3. Drainage Cleansing/Water Quality Wetlands within Open Space Planning Areas 1j and 2n which are fully described in the Master Site Plan, Watershed Assessment Report (Appendix D), and Habitat Restoration Plan (Appendix A).

II. MASTER SITE PLAN

1. DEVELOPMENT PLAN

4. The Public Community Park, Public Bluff Park, and Public Interpretive Parks in the within Open Space Planning Areas 3a through 3g which is fully described in the Master Site Plan, Local Park Implementation Plan, and Habitat Restoration Plan (Appendix A).
5. The oil site native planting buffers within Open Space Planning Areas 4d and 4e which are fully described in the Master Site Plan and the Habitat Restoration Plan (Appendix A).

6. The two oil consolidation areas and non-exclusive access easement with Open Space Planning Areas 4a, 4b, and 4c which are covered by State DOGGR regulations, Regional Water Quality Control Board and County of Orange Health Department requirements, and which are exempted from CDP requirements by Coastal Commission Permit Exemption E-7-27-73-144.

A map illustrating the different Site Plan and CDP requirements for different Site Planning Areas as described above is provided as Exhibit II.1-9.

Exhibit II.1-8

SUBSEQUENT SITE PLAN/CDP MATRIX
NBR Master Site Plan

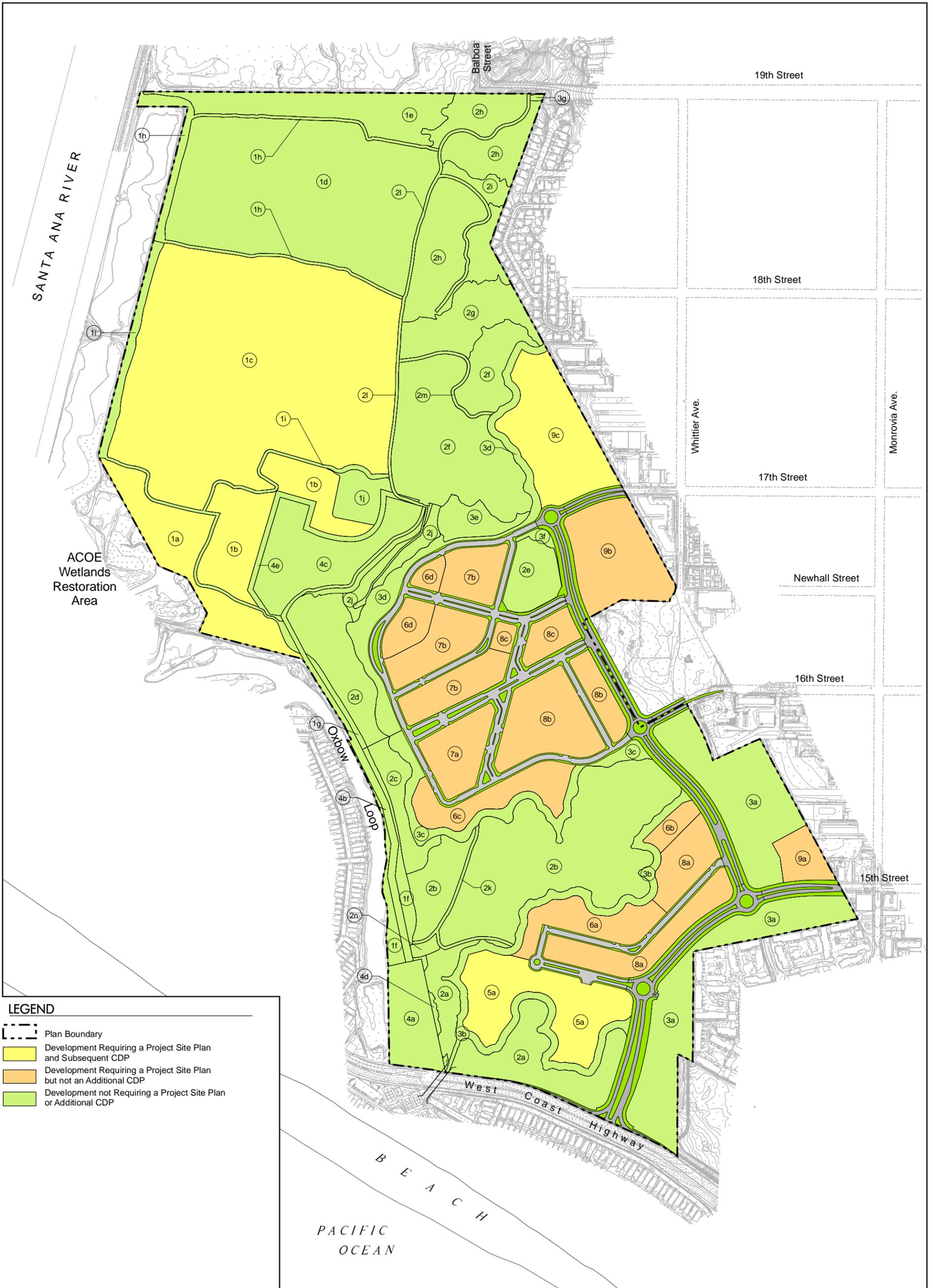
| SITE PLANNING AREAS/ PROJECT TYPE | MASTER SITE PLAN AND COASTAL DEVELOPEMETHN PERMIT (with Project-Level Implementation Plan Identified if Applicable) | | SUBSEQUENT PROJECT SITE PLAN AND CDP (with Project-Level Implementation Plan Identified if Applicable) | | CONSTRUCTION PERMITS (e.g., Grading/Building) |
|---|---|--|---|--|---|
| | Master Site Plan | Master CDP | Project Site Plan | Project CDP ¹ | |
| OPEN SPACE SITE PLANNING AREAS 1d, 1e, and 2a through 2j <i>(Habitat Preservation, Restoration, and Mitigation)</i> | Part II of this Master Site Plan Habitat Restoration Plan (Appendix A) as approved by City of Newport Beach | Part II of this Master Site Plan Habitat Restoration Plan (Appendix A) as approved by Coastal Commission | Habitat Restoration Plan (Appendix A) as approved by City of Newport Beach | Habitat Restoration Plan (Appendix A) as approved by Coastal Commission | Required |
| OPEN SPACE SITE PLANNING AREAS 1a, 1b, and 1c <i>(Third-party Mitigation Bank)</i> | Part II of this Master Site Plan as approved by City of Newport Beach | Part II of this Master Site Plan as approved by Coastal Commission | Future restoration plan(s) to be prepared and funded by a qualified third-party, and processed as Subsequent Project Site Plans(s) per PC Development Plan Section 4.4 | Future restoration plan(s) to be prepared and funded by a qualified third-party, and processed as Subsequent Project CDP(s) per PC Development Plan Chapter 4 and CCC Requirements | Required |
| OPEN SPACE SITE PLANNING AREAS 1f through 1i, and 2k through 2n <i>(Public Interpretive Trails)</i> | Part II of this Master Site Plan Habitat Restoration Plan (Appendix A) as approved by City of Newport Beach | Part II of this Master Site Plan Habitat Restoration Plan (Appendix A) as approved by Coastal Commission | Habitat Restoration Plan (Appendix A) as approved by City of Newport Beach | Habitat Restoration Plan (Appendix A) as approved by Coastal Commission | Required |
| OPEN SPACE SITE PLANNING AREAS 1j, 2o, and 2p <i>(Drainage Cleansing and Water Polishing)</i> | Part II of this Master Site Plan Habitat Restoration Plan (Appendix A) Watershed Assessment Report (Appendix C) as approved by City of Newport Beach | Part II of this Master Site Plan Habitat Restoration Plan (Appendix A) Watershed Assessment Report (Appendix C) as approved by Coastal Commission | Habitat Restoration Plan (Appendix A) Watershed Assessment Report (Appendix C) as approved by City of Newport Beach | Habitat Restoration Plan (Appendix A) Watershed Assessment Report (Appendix C) as approved by Coastal Commission | Required |
| OPEN SPACE SITE PLANNING AREAS 3a through 3i <i>(Public Parks and Recreation)</i> | Part II of this Master Site Plan Local Park Implementation Plan as approved by City of Newport Beach | Part II of this Master Site Plan Local Park Implementation Plan as approved by Coastal Commission | Local Park Implementation Plan as approved by City of Newport Beach | Local Park Implementation Plan as approved by Coastal Commission | Required |
| OPEN SPACE SITE PLANNING AREAS 4a, 4b, and 4c <i>(Consolidated Oil Sites)</i> | Part II of this Master Site Plan Oil Facility Consolidation, Abandonment, and Remediation Program as approved by City of Newport Beach | Coastal Commission CDP Exemption E-7-27-73- 144 | Oil Facility Consolidation, Abandonment, and Remediation Program as approved by City of Newport Beach | Coastal Commission CDP Exemption E-7-27-73- 144 | Required |
| OPEN SPACE SITE PLANNING AREAS 4d and 4e <i>(Oil Site Native Planting Buffers)</i> | Part II of this Master Site Plan Habitat Restoration Plan (Appendix A) as approved by City of Newport Beach | Part II of this Master Site Plan Habitat Restoration Plan (Appendix A) as approved by Coastal Commission | Habitat Restoration Plan (Appendix A) as approved by City of Newport Beach | Habitat Restoration Plan (Appendix A) as approved by Coastal Commission | Required |

¹ Upon approval of the Master Site Plan/Master Coastal Development Permit package by the Coastal Commission, permitting authority for future Project Site Plans and Project Coastal Development Permits within the Newport Banning Ranch Site may be transferred to the City by the Coastal Commission per Section 30600(b) of the Coastal Act. Subsequent Project Site Plans/Project CDPs must be filed in a manner consistent with: the California Coastal Act and Chapter 4, Implementation and Administration, of the PC Development Plan.

Exhibit II.1-8

SUBSEQUENT SITE PLAN/CDP MATRIX
NBR Master Site Plan

| SITE PLANNING AREAS/ PROJECT TYPE | MASTER SITE PLAN AND COASTAL DEVELOPEMETHN PERMIT (with Project-Level Implementation Plan Identified if Applicable) | | SUBSEQUENT PROJECT SITE PLAN AND CDP (with Project-Level Implementation Plan Identified if Applicable) | | CONSTRUCTION PERMITS (e.g., Grading/Building) |
|--|--|--|---|---|---|
| | Master Site Plan | Master CDP | Project Site Plan | Project CDP ¹ | |
| VISITOR-SERVING RESORT/ RESIDENTIAL SITE PLANNING AREA 5a <i>(Resort Inn and Condominiums)</i> | Part II of this Master Site Plan as approved by City of Newport Beach | Part II of this Master Site Plan as approved by Coastal Commission | Subsequent Project Site Plan Required per PC Development Plan Section 4.4 | Subsequent Project CDP Required per PC Development Plan Chapter 4 and CCC Requirements Required | Required |
| RESIDENTIAL SITE PLANNING AREAS 6a, 6b, 6c, 6d, 7a, 7b, 8a, 8b, and 8c <i>(Single-family Attached and Detached Homes)</i> | Part II of this Master Site Plan as approved by City of Newport Beach | Part II of this Master Site Plan as approved by Coastal Commission | Subsequent Project Site Plan Required per PC Development Plan Section 4.4 | Subsequent CDP Not Required if consistent with Part II of this Master Site Plan as approved by Coastal Commission | Required |
| MIXED-USE/RESIDENTIAL SITE PLANNING AREAS 9c <i>(Attached Residential in Proximity to Upland Open Space Habitat Areas)</i> | Part II of this Master Site Plan Affordable Housing Implementation Program as approved by City of Newport Beach | Part II of this Master Site Plan As approved by City of Newport Beach | Subsequent Project Site Plan Required per PC Development Plan Section 4.4 | Subsequent Project CDP required per PC Development Plan Chapter 4 and CCC Requirements | Required |
| MIXED-USE/RESIDENTIAL SITE PLANNING AREAS 9a and 9b <i>(Attached Residential and Mixed Use Development Removed from Upland Open Space Habitat Areas)</i> | Part II of this Master Site Plan Affordable Housing Implementation Program as approved by City of Newport Beach | Part II of this Master Site Plan As approved by City of Newport Beach | Subsequent Project Site Plan Required per PC Development Plan Section 4.4 | Subsequent CDP Not Required if consistent with Part II of this Master Site Plan as approved by Coastal Commission | Required |



LEGEND

- Plan Boundary
- Development Requiring a Project Site Plan and Subsequent CDP
- Development Requiring a Project Site Plan but not an Additional CDP
- Development not Requiring a Project Site Plan or Additional CDP