

**Village of Royal Palm Beach
Village Council
Agenda Item Summary**

Agenda Item:

APPROVAL AND AUTHORIZATION FOR THE VILLAGE MANAGER TO EXECUTE THE FIRST AMENDMENT TO AGREEMENT FOR PURCHASE AND SALE AGREEMENT TO PROVIDE A SEVEN-MONTH EXTENSION TO ARTEMIS INVESTMENTS LLC TO OBTAIN THE REQUIRED APPROVALS UNDER THE AGREEMENT.

Issue:

The Village of Royal Palm Beach (“Village”) and Artemis Investments LLC (“Artemis”) entered into an Agreement for the Purchase and Sale of Real Property (“Agreement”) on September 1, 2022 for the sale of a 0.235± acre parcel on Seminole Palms Drive. Section 7.01 of the Agreement requires Artemis to obtain the Approvals for the Intended Use of the Property within eighteen (18) months of Closing. Section 1.03 of the Agreement defines the Approvals to include: (1) a Comprehensive Plan Amendment to change the Future Land Use Designation from current Open Space (“OS”) to Industrial (“IND”); (2) a Rezoning to change the Zoning Designation from current Public Ownership (“PO”) to Industrial General (“IG”); (3) a Special Exception approval for a “Public or private academic institution”; (4) a Site Plan Modification approval; (5) Architectural and Aesthetic approval, and (6) building permit (collectively, the “Approvals”).

To date, Artemis is in the Technical Staff Review and public hearing process for items (1)-(2), with applications forthcoming for items (3)-(5) as well as a Preliminary Plat application. The building permit cannot be issued until items (1)-(5) and the Preliminary Plat are approved by the Village. Artemis submitted an extension request to the Village on April 8, 2024 (attached) to extend the date upon which all required Approvals must be obtained from the current deadline of May 30, 2024 to December 30, 2024 (a seven-month extension).

Recommendation:

Upon Council review, Staff is requesting that the Village Council authorize the Village Manager to execute the First Amendment to the Agreement for Purchase and Sale of Real Property to provide the seven-month extension and require all Approvals be obtained by December 30, 2024.

Initiator:	Village Manager Approval	Agenda Date	Village Council Action
Village Manager		4-18-24	



April 8, 2024

Amity Barnard, *Assistant Village Attorney*
Village of Royal Palm Beach
c/o Davis & Associates, P.A.
701 Northpoint Parkway, Suite 205
West Palm Beach, Florida 33407

RE: Request for Extension of Deadline for Obtaining Development Approvals for the Eastern Parcel of the Property Located at 6846 Seminole Palms Drive as Specified in the Agreement for the Purchase and Sale of Real Property dated September 1, 2022 (“Agreement”)

Dear Ms. Barnard:

As you know, this firm represents Artemis Investments LLC with respect to the land use and zoning issues associated with the property located at 300 Royal Commerce Road (Southeastern College) and 400 Royal Commerce Road (Primrose School of Royal Palm Beach) (hereinafter collectively referred to as the “Primrose School Property”) as well as the eastern 0.235 acres of the parcel located at 6846 Seminole Palms Drive (“Eastern Parcel”). Please accept this letter as a request for Village Council approval of an extension of the eighteen (18) month deadline for obtaining the development approvals associated with the Eastern Parcel as provided for in Section 8.05(A)(2) of the Agreement.

Since purchasing the Primrose School Property in July of 2021, our client has been working diligently to implement its vision of revitalizing the existing preschool use and of creating an innovative partnership between Primrose School of Royal Palm Beach and Southeastern College. Combined, these efforts will create an educational, workforce training program in early learning that allows for hands-on training through a faculty-guided, clinical program on the Primrose School Property. The purpose of the Eastern Parcel acquisition was to provide additional parking for the adjacent Primrose School Property.

The Agreement requires our client to obtain development approvals for the Eastern Parcel within eighteen (18) months of closing (the date the funds were transferred, which officially marked the closing). Thus, the closing occurred on November 30, 2022. As such, the deadline for obtaining the required development approvals for the Eastern Parcel is May 30, 2024. Our client is respectfully requesting an extension of this deadline pursuant to Section 8.05(A)(2) of



the Agreement as well as the Village Council approval on April 21, 2022, which authorized the Village Council to grant an extension when it authorized the Village Manager to negotiate the sale of the Eastern Parcel.

As outlined below, our client has been processing a number of separate development approvals, each of which builds upon the previous approval. Due to the interdependence of these various approvals, it was necessary for our client to finalize these preceding approvals before obtaining the development approvals associated with the Eastern Parcel:

- On *June 3, 2022*, my client submitted Application No. 22-81 (SPM, AAR) seeking major site plan modification and architectural review and approval for modifications to existing parking, landscaping, playground areas, and existing buildings all to support the Primrose School of Royal Palm Beach and was granted approval by the Village Council on **November 16, 2023**, pursuant to Resolution No. 23-41;
- On *June 25, 2023*, my client submitted Application No. 23-093 (VAR) seeking variance approval for allow for a variance to Village Code Section 23-49(b)(6)b. to provide a 4.7 foot wide sidewalk where a six foot wide pedestrian access way is required when parking is provided in the rear of a building and was granted approval by the Village Council on **November 16, 2023**, pursuant to Case No. VC-23-07; and
- On *October 31, 2023*, my client submitted Application No. 23-164 (SPM, SE, AAR) seeking a major site plan modification to modify the site plan approved pursuant to Resolution No. 23-41, special exception approval to modify the use of the 300 Building to allow for college use as part of the existing Private Academic Institution in lieu of the existing middle school use, and architectural review and approval of new wall signage all to support the Southeastern College early learning clinical program and was granted approval by the Village Council on **March 21, 2024**.

As noted above, our client received final Village Council approval associated with its vision for the Primrose School Property on March 21, 2024, and is currently moving forward with the development approvals for the Eastern Parcel as follows:

- On December 13, 2023, our client submitted Application No. 23-186 (SCPA) seeking approval of a comprehensive plan amendment from Open Space to Industrial. This application was reviewed by the Local Planning Agency on February 27, 2024, and received a unanimous recommendation of approval. First reading of this application occurred at the March 21, 2024, Village Council meeting and second reading and approval is scheduled for the April 18, 2024, Village Council meeting;



- On December 13, 2023, our client also submitted Application No. 23-187 (RZ) seeking approval of a rezoning to change the Property's zoning designation from Public Ownership to Industrial General. This application was reviewed by the Local Planning Agency on March 26, 2024 and received a unanimous recommendation of approval, and it scheduled for first reading at the April 18, 2024, Village Council meeting, and second reading and approval at the May 16, 2024, Village Council meeting; and
- Because all of the site plan modifications have been approved for the entirety of the Primrose School Property, our client can and is currently preparing the special exception, site plan modification, and architectural review and approval application package that will incorporate the Eastern Parcel into the Primrose School Property.

As demonstrated above, our client has been diligently moving forward with numerous development approvals necessary to implement its vision for the Primrose School Property with the incorporation of the Eastern Parcel and needs additional time. Please accept this letter as a request for an additional seven (7) months to obtain the approval of the special exception, site plan modification, and architectural review and approval applications as well as the building permit for the parking improvements contemplated for the Eastern Parcel, and please place this extension request on the next available Village Council Agenda. Thank you.

Sincerely,

Heather Jo Allen, Esq. AICP
Keiser Legal, PLLC

cc: Raymond C. Liggins, *Village Manager*, Village of Royal Palm Beach
Bradford O'Brien, *Director of Planning & Zoning*, Village of Royal Palm Beach

**FIRST AMENDMENT TO AGREEMENT FOR PURCHASE AND SALE OF REAL
PROPERTY**

THIS FIRST AMENDMENT TO AGREEMENT FOR PURCHASE AND SALE OF REAL PROPERTY (“First Amendment”) is hereby entered into this ____ day of April, 2024, effective May 30, 2024, by and between the Village of Royal Palm Beach, a municipal corporation, (“Village”) having its principal office located at 1050 Royal Palm Beach Boulevard, Royal Palm Beach, Florida, 33411; and Artemis Investments LLC, a Florida limited liability company (“Artemis”).

WHEREAS, the Village and Artemis entered into an Agreement for the Purchase and Sale of Real Property (“Agreement”) on September 1, 2022; and

WHEREAS, Section 7.01 of the Agreement requires Artemis to obtain the Approvals for the Intended Use of the Property within eighteen (18) months of Closing. Section 1.03 of the Agreement defines the Approvals to include: (1) a Comprehensive Plan Amendment to change the Future Land Use Designation from current Open Space (“OS”) to Industrial (“IND”); (2) a Rezoning to change the Zoning Designation from current Public Ownership (“PO”) to Industrial General (“IG”); (3) a Special Exception approval for a “Public or private academic institution”; (4) a Site Plan Modification approval; (5) Architectural and Aesthetic approval, and (6) building permit (collectively, the “Approvals”); and

WHEREAS, to date, Artemis is in the Technical Staff Review and public hearing process for items (1)-(2), with applications forthcoming for items (3)-(5) as well as a Preliminary Plat application. The building permit cannot be issued until items (1)-(5) and the Preliminary Plat are approved by the Village; and

WHEREAS, Artemis submitted an extension request to the Village on April 8, 2024 to extend the date upon which all required Approvals must be obtained from the current deadline of May 30, 2024 to December 30, 2024 (a seven-month extension).

NOW, THEREFORE, and in consideration of mutual terms, conditions, promises, covenants and payments hereinafter set forth, the Village and Artemis agree as follows:

Section 1: The Agreement is hereby amended to effectuate the intent of this Amendment. This Amendment supersedes and shall control over any inconsistent provisions of the Agreement. The Parties agree to amend the Agreement as set forth herein, including as follows:

Section 7.01 of the Agreement is hereby deleted in its entirety and replaced with the following:

Section 7.01. Approval Process.

(A) After Buyer's issuance of the Notice to Proceed, Buyer shall initiate and diligently pursue the process of obtaining the Approvals for the Intended Use of the Property as provided in Section 1.03 above beyond all applicable appeal periods (collectively, the "Approvals") in order for Closing on the Property to occur within three (3) months of the Effective Date of this Agreement and simultaneously with the Closing of the western portion of the Parcel (the "West Parcel") to AMG Business Enterprises LLC. Buyer shall obtain the Approvals for the Intended Use of the Property within twenty-five (25) months of Closing. Seller shall have no claim against Buyer if Buyer is unable to obtain the Approvals. The Approvals shall not include any variances, landscape waivers, or final engineering design and permitting approvals. Buyer acknowledges and agrees that although final engineering design and permitting approvals are not considered a condition precedent to Closing, such items must be obtained by Buyer prior to the issuance of a building permit. Buyer may, at its sole option and risk, initiate and pursue the process of obtaining the Approvals for the Intended Use of the Property prior to Buyer's issuance of the Notice to Proceed.

(B) Buyer shall pay all costs and expenses associated with obtaining the Approvals.

Section 2: All other Sections and recitals of the above-referenced Agreement shall remain in full force and effect.

Section 3: This First Amendment shall be attached to the current Agreement and shall become a part thereof.

[SIGNATURE PAGES BELOW]

IN WITNESS WHEREOF, the parties have executed this First Amendment on the date set forth above.

WITNESSES:

By: _____

Print Name: _____

By: _____

Print Name: _____

ARTEMIS INVESTMENTS LLC

By: _____

Print Name: _____

Title: _____

Date: _____

WITNESSES:

By: _____

Print Name: _____

By: _____

Print Name: _____

VILLAGE OF ROYAL PALM BEACH

By: _____

Print Name: _____

Title: _____

Date: _____