

AGREEMENT AND DEVELOPMENT PLAN

RANDALL'S TOWN CENTRE

PUD NO. 56

Document No. 2002035296

Ord. No. Z-02-01-24-8B1

Adopted January 24, 2002

Amendments

	date	type	Document #
1.	July 1, 2002	minor	2002053541
2.	June 25, 2002	minor	2002063349
3.	Sept 8, 2004	minor	2004072443
4.	Aug 31, 2005	minor	2005077702
5.	Sept 26, 2005	minor	2005085691
6.	Jan 13, 2006	major	2006003963
7.	Sept 3, 2010	minor	2010063776
8.	May 13, 2011	major	2011031403
9.	Aug 23, 2013	minor	

I.

GENERAL PROVISIONS

1. CONFORMITY WITH DEVELOPMENT PLAN
2. CHANGES AND MODIFICATIONS
3. ZONING VIOLATION
4. LIENHOLDER CONSENT
5. MISCELLANEOUS PROVISIONS

II.

DEVELOPMENT PLAN

1. DEFINITIONS
2. PROPERTY
3. PURPOSE
4. APPLICABILITY OF CITY ORDINANCES
 - 4.1 Zoning and Subdivision Ordinances
 - 4.2 Other Ordinances
5. PERMITTED USES
6. DEVELOPMENT STANDARDS
7. BUILDINGS
8. LANDSCAPING AND BUFFERING
9. UNDERGROUND UTILITY SERVICE
10. DRIVEWAY ACCESS TO A. W. Grimes Boulevard and Gattis School Road
 - 10.1 Parcel 1 (Office Tract)
 - 10.2 Parcel 2 (Commercial Tract)
 - 10.3 Parcel 2 (Commercial Tract)
 - 10.4 Parcel 3A (Multi-family Tract)
 - 10.5 Parcel 3B (Multi-family Tract)
 - 10.6 Parcel 4 (Single-family Residential Tract)
 - 10.7 Parcel 5 (second Commercial Tract)
 - 10.8 Median Cuts on Gattis School Road & A. W. Grimes Boulevard
 - 10.9 Bryant Drive
11. WASTEWATER SERVICE
12. PHASING
13. PARKLAND DEDICATION
 - 13.1 Trail System
 - 13.2 Single family residential uses
14. STREET RIGHT OF WAY DEDICATION
 - 14.1 Gattis School Road
 - 14.2 Arterial "B"
15. SIGNS
16. CHANGES TO AGREEMENT AND DEVELOPMENT PLAN
 - 16.1 Minor Changes
 - 16.2 Major Changes
17. CONCEPT PLAN APPROVED
18. GENERAL PLAN 2000

I.

GENERAL PROVISIONS

1. CONFORMITY WITH DEVELOPMENT PLAN

That all uses and development within the Property shall conform to the Development Plan included in Section II herein.

2. CHANGES AND MODIFICATIONS

No changes or modifications will be made to this Agreement or the Development Plan unless all provisions pertaining to changes or modifications as stated in Section II.14 below are followed.

3. ZONING VIOLATION

The Owner understands that any person, firm, corporation or other entity violating any conditions or terms of the Development Plan shall be subject to any and all penalties for the violation of any zoning ordinance provisions as stated in Section 1.601, Code of Ordinances, (1995 Edition), City of Round Rock, Texas, as amended.

4. LIENHOLDER CONSENT

That the lien holder of record has consented to this Agreement and Development Plan, including any and all dedications to the public. Lien holder consent is attached hereto and incorporated herein as **Exhibit "B"**.

5. MISCELLANEOUS PROVISIONS

5.1 Assignment.

Neither party may assign its rights and obligations under this Agreement without having first obtained the prior written consent of the other which consent shall not be unreasonably withheld. This section shall not prevent the Owner from selling or leasing the Property or portions of the Property, together with all development rights and obligations contained in this Agreement and Development Plan, and no consent shall be required in connection with such sale or lease provided the purchaser or tenant assumes Owner's obligations in writing as to such portions of the Property.

5.1 Necessary Documents and Actions.

Each party agrees to execute and deliver all such other and further instruments and undertake such actions as are or may become necessary or convenient to effectuate the purposes and intent of this Agreement.

5.2 Severability.

In case one or more provisions contained herein are deemed invalid, illegal or unenforceable in any respect such invalidity, illegality or unenforceability shall not affect any other provisions hereof and in such event, this agreement shall be construed as if such invalid, illegal or unenforceable provision had never been contained herein.

5.4 Entire Agreement.

This Agreement constitutes the entire agreement of the parties and supersedes any prior or contemporaneous oral or written understandings or representations of the parties respecting the subject matter hereof.

5.5 Applicable Law.

This Agreement shall be construed under and in accordance with the laws of the State of Texas.

5.6 Venue.

All obligations of the parties created hereunder are performable in Williamson County, Texas and venue for any action arising hereunder shall be in Williamson County.

5.7 No Third Party Beneficiaries.

Nothing in this Agreement, express or implied, is intended to confer upon any person or entity, other than the parties hereto (and their respective successors and assigns), any rights, benefits or remedies under or by reason of this Agreement.

5.8 Duplicate Originals.

This Agreement may be executed in duplicate original, each of equal dignity.

5.9 Notices.

Until changed by written notice thereof any notice required under this Agreement may be given to the respective parties, by certified mail, postage prepaid or by hand delivery to the address of the other party shown below:

OWNER	CITY OF ROUND ROCK
TODAY PRA HICKERSON, L.P. 17440 N. Dallas Parkway, Suite 230 Dallas, Texas 75287 Attn: Leon J. Backes	City of Round Rock, Texas 221 East Main Street Round Rock, Texas 78664 Attn: Director of Planning

5.10 Effective Date.

This Agreement shall be effective from and after the date of due execution hereof by all parties.

5.11 Appeal of Administrative Decisions.

Administrative decisions provided for in this Agreement may be appealed to the City Council in writing within 90 days following receipt by the Owner of the written confirmation of the decision.

5.12 Binding Effect.

This Agreement and the Development Plan binds and benefits the Owner and its successors and assigns.

5.13 Sunset Provision

In the event that this Planned Unit Development is not recorded within four years from the date the Planned Unit Development is approved by the City Council, then the Planned Unit Development shall be automatically voided, and the property described herein shall be zoned Single Family-Residential (SF-1).

5.14 Termination of previous PUD

This Agreement and Development Plan supercedes the Agreements and Development Plans adopted by Ordinances Z-99-03-25-9C1 and Z-99-03-25-9C2 as they apply to the Property described in **Exhibit "A"** of this agreement only.

The original Agreements and Development Plans adopted by Ordinances Z-99-03-25-9C1 and Z-99-03-25-9C2 continue in effect for the portions of the property described in the original agreements that are not part of this Agreement and Development Plan.

II

DEVELOPMENT PLAN

1. DEFINITIONS

Words and terms used herein shall have their usual force and meaning, or as defined in the Code of Ordinances (1995 Edition) as amended, City of Round Rock, Texas, hereinafter referred to as "the Code"

2. PROPERTY

This Development Plan (hereinafter referred to as "Plan") covers approximately 106.55 acres of land, located within the city limits of Round Rock, Texas, and more particularly described by metes and bounds in **Exhibit "A"**, attached hereto.

3. PURPOSE

The purpose of this Plan is to insure a PUD that 1) is equal to or superior to development that would occur under the standard ordinance requirements, 2) is in harmony with the General Plan, as amended, 3) does not have an undue adverse effect upon adjacent property, the character of the neighborhood, traffic conditions, parking, utilities or any other matters affecting the public health, safety and welfare, 4) is adequately provisioned by essential public facilities and services, and 5) will be developed and maintained so as not to dominate, by scale or massing of structures, the immediate neighboring properties or interfere with their development or use in accordance with any existing zoning district.

4. APPLICABILITY OF CITY ORDINANCES

4.1 Zoning and Subdivision Ordinances

The Property shall be regulated for purposes of zoning and subdivision by this Plan. All aspects not specifically covered by this Plan shall be regulated by applicable sections of the Code. If there is a conflict between this Agreement and Plan and the Code this Agreement and Plan shall supersede the specific conflicting provisions of the Code.

4.2 Other Ordinances

All other Ordinances within the Code shall apply to the Property, except as clearly modified by this Plan.

5. PERMITTED USES

The Property shall be used and developed for the uses shown in **Exhibits "C"** and **"D"**, attached hereto and incorporated herein.

6. DEVELOPMENT STANDARDS

The Property shall be developed in accordance with the Development Standards set forth in **Exhibit "D"**, attached hereto and incorporated herein.

7. BUILDINGS

Building size, dimension, height and setbacks for all parcels shall be as modified in **Exhibit "D"**, attached hereto, as applicable to each parcel and its designated use.

8. LANDSCAPING AND BUFFERING

Landscaping and buffering shall be as modified in **Exhibit "D"**, attached hereto, as applicable to each parcel and its designated use.

9. UNDERGROUND UTILITY SERVICE

Except where approved in writing by the Director of Public Works, all electrical, telephone and cablevision distribution and service lines, other than overhead lines, which are, three phase or larger, shall be placed underground.

10. DRIVEWAY ACCESS TO A. W. Grimes Boulevard and Gattis School Road:

10.1 Parcel 1 (Office Tract), identified on **Exhibit "C"**, shall be permitted two driveways onto Gattis School Road. These access drives shall be located a minimum of two hundred feet (200') from the centerline of Joyce Lane. The most westerly driveway shall be located at the western boundary of Parcel 1 and shall provide a joint access drive with the most easterly drive permitted on Parcel 2. **Parcel 1** shall also have access to Gattis School Road from an extension of Joyce Lane, which shall be constructed by the Owner as a Public Street pursuant to City standards and, as generally shown on **Exhibit "C-1"** (additional access drives to Parcel 1 shall be permitted onto the extension of Joyce Lane)

10.2 Parcel 2 (Commercial Tract), identified on **Exhibit "C"**, shall be permitted four driveways to access Gattis School Road to be located as follows.

10.2.1 The most easterly driveway shall be located immediately abutting Parcel 1 and provide joint access to both the Commercial Tract and the Office Tract.

10.2.2 The most westerly driveway shall be located 200' west of South Creek Drive.

10.2.3 The third driveway shall be aligned with South Creek Drive.

10.2.4 The fourth driveway shall be located a minimum of two hundred feet (200') from any other driveway on the tract (measured between driveway centerlines).

10.3 Parcel 2 (Commercial Tract), identified on **Exhibit "C"**, shall be permitted six access points to A. W. Grimes Boulevard to be located as follows.

10.3.1 The most northerly access shall be located at minimum of two hundred feet (200') south of the Gattis School Road right of way (measured from the boundary after additional right of way dedication identified on **Exhibit C** of this agreement).

10.3.2 The second access shall be located to align with the median cut proposed for A. W. Grimes Boulevard approximately six hundred feet (600') south of Gattis School Road. The exact location shall be approved in writing by the City Traffic Engineer.

10.3.3 The third and fourth access points shall be provided by way of Town Centre Drive, a public street, which shall be aligned with the two median cuts designed for A. W. Grimes approximately as shown on **Exhibit C-1** to this agreement.

The exact location of the median cuts shall be approved in writing by the City Traffic Engineer.

- 10.3.4** The fifth and sixth access points shall be centered on the common lot lines of Lots 1 and 2 and Lots 3 and 4, as identified on Exhibit "C" of this agreement.
- 10.4 Parcel 3A** (Multi-family Tract), identified on **Exhibit "C"**, shall be permitted no direct access to either Gattis School Road or A. W. Grimes Boulevard. Driveway access shall be to Town Centre Drive. A minimum distance of two hundred feet (200') shall be maintained between all driveways and/or street intersections.
- 10.5 Parcel 3B** (Multi-family Tract), identified on **Exhibit "C"**, shall be permitted one access to A. W. Grimes Boulevard at the location generally shown on **Exhibit C**.
- 10.6 Parcel 4** (Single-family Residential Tract), identified on **Exhibit "C"**, shall access Gattis School Road by extending Joyce Lane as a public street. Joyce Lane shall be constructed, by the owner, to the northern boundary of Parcel 4 as part of the construction requirements for the first plat of Parcel 4 or at such earlier time chosen by the Developer. The intersection of this street shall be aligned with Joyce Lane north of Gattis School Road. Driveways onto Joyce Lane shall be located a minimum of 100 feet from Gattis School Road and 200 feet from any other driveway.
- 10.7 Parcel 5** (second Commercial Tract), identified on **Exhibit "C"**, shall be permitted two driveways to access A. W. Grimes Boulevard. The most northerly access drive shall be located to align with the median cut proposed for A. W. Grimes. The exact location of the median cut shall be approved in writing by the City Traffic Engineer. The most southerly access drive shall be located a minimum of two hundred feet (200') south of the median cut.
- 10.8 Median Cuts on Gattis School Road & A. W. Grimes Boulevard.**
- 10.8.1** Two median cuts shall be permitted to Gattis School Road at South Creek Drive and Joyce Lane as identified on **Exhibit C**.
- 10.8.2** Four median cuts shall be permitted to A. W. Grimes Boulevard as identified on **Exhibit C**.
- 10.8.3** The City Traffic Engineer shall approve the exact location of all median cuts in writing.
- 10.9 Bryant Drive**
- The owner shall construct Bryant Drive as generally shown on **Exhibit C-1** as a public street pursuant to City standards upon the later occurrence of 1) the acquisition of the entire right of way, by the Owner or the City, required to extend Bryant Drive from its existing western terminus west to A. W. Grimes Boulevard, or 2) the platting of any portion of Parcel 3B identified on **Exhibit C**.
- Following the construction of Bryant Drive the access from Parcel 3B to A. W. Grimes Boulevard permitted in Section 10.5 above, shall be from driveways connecting Parcel 3B to Bryant Drive. Any driveway access to Bryant Drive from Parcel 3B shall be located a minimum of 200 feet from its intersection with A. W. Grimes Boulevard.
- Prior to the construction of Bryant Drive, Parcel 3B shall be permitted driveway access to A. W. Grimes Boulevard from a private driveway to be constructed by the Owner at

the location referred to in Section 10.5 above. Said drive may remain open until Bryant Drive is connected to A. W. Grimes Boulevard, at which time the driveway shall be closed.

11. WASTEWATER SERVICE

Wastewater service to the Property is currently limited to a maximum of 482 Living Unit Equivalents (LUE). Development of the Property shall be restricted by this wastewater capacity until such time as the Owner provides for downstream wastewater improvements required by the Director of Public Works. To ensure that development does not exceed this capacity the Project design engineer shall identify the number of LUE required to serve each site plan submitted for approval and shall certify to the Director of Public Works that the cumulative total number of LUE has not been exceeded prior to the issuance of each building permit.

Following downstream improvements to the wastewater system the maximum number of LUE permitted on the Property shall be increased to reflect the increased capacity provided by such improvements, as certified by the Director of Public Works.

Upon receipt of written notice to the Director of Public Works of Owners intent to construct the above referenced downstream wastewater improvements together with all required plans, application forms and fees, the City will act in good faith and cooperate in a timely manner with Owner to complete design, budgeting, right-of-way acquisition, construction, testing and certification of the downstream wastewater improvements needed to provide the number of LUEs required for the development of the Property in accordance with the Agreement and Plan so as to not unduly delay said development due to lack of downstream wastewater capacity or the total number of LUEs required to serve development in accordance with the Plan. The total cost of all downstream wastewater improvements including, but not limited to, engineering and design, acquisition of easements or rights-of-way, financing, bonding, legal expenses, permitting, construction, revegetation and inspection shall be the sole responsibility of the Owner.

12. PHASING

The development of the Property may be phased.

13. PARKLAND DEDICATION

The parkland dedication requirements for the Property shall be met in full by providing the following:

13.1 Trail System

- a. The owner shall construct an 8 foot wide trail as generally shown on **Exhibit E**, attached hereto and incorporated herein, as part of the development of Parcel 3A. The construction plans for the trail and associated landscaping and irrigation shall be submitted to the Director of Parks & Recreation for approval with the first site plan for any portion of development on Parcel 3A.
- b. The Owner and the Property Owners Association shall provide a 25 foot wide, or such narrower width approved in writing by the Director of Parks and Recreation, permanent public access and landscape easement outside of the ultimate 25 year flood plain abutting the drainage area that divides Parcels 3A and 3B as part of the first plat on Parcel 3A.

- c. A Property Owners Association shall maintain the trail and landscaping within the permanent easement, described in **Exhibit E**. The Property Owners Association shall be established and all associated documentation shall be filed with both the Secretary of State and Williamson County prior to or with the recordation of the first final plat on Parcel 3A.

13.2 Single family residential uses:

Parkland dedication requirements shall be provided by payment of the current cash-in-lieu fee in effect at the time of final plat approval pursuant to City Code.

14. STREET RIGHT OF WAY DEDICATION

The Owner shall make the following right of way dedications.

14.1 Gattis School Road:

Prior to or simultaneously with recordation of the PUD, the Owner shall dedicate to the City of Round Rock, free of all monetary liens, right-of-way adjacent to existing Gattis School Road as identified on **Exhibit C** and described by metes and bounds in **Exhibit I** attached hereto and incorporated herein. The Owner shall provide a General Warranty deed to the City prior to the recording of the PUD.

14.2 Arterial "B":

Prior to or simultaneously with the recordation of the PUD, the Owner shall dedicate to the City, free of all monetary liens, the right-of-way required for Arterial B (A. W. Grimes (Boulevard)).

15. SIGNS

15.1 All freestanding signs shall be restricted to monument signs, as defined in the Code.

15.2 Freestanding monument signs shall not exceed six feet in height.

15.3 One freestanding monument sign shall be permitted for lots of less than three (3) acres in size. The maximum area of masonry monument signs, defined as the area contained within a polygon containing the actual lettering and any logo, shall be fifty (50) square feet on each side of the sign. The portions of a masonry structure on which the sign is located are not counted as part of the fifty square feet provided they are not contained within the polygon. The maximum area of all other signs shall be regulated by the Code. Provided however, a sign may identify more than one business whether or not that business is located on that lot, provided the business is located on the same development parcel identified on exhibit C.

15.4 More than one freestanding monument sign for lots of three (3) acres or larger shall be permitted in accordance with the regulations contained in the Code. However, each sign permitted shall be sized in accordance with Section 15.3 above.

15.5 Monument signs shall not be located so as to, in the opinion of the City Traffic Engineer, adversely restrict the vision of drivers entering or leaving the Property.

15.6 Directional signs solely for the purpose of directing traffic or identifying building numbers shall be permitted provided they are restricted to a size required by their function as determined by the Director of Planning.

15.7 One monument sign in the area designated as Town Centre shall be permitted to exceed the height and area requirements identified in Sections 15.2 and 15.3 above provided they are part of the site plan submitted for the Town Centre as required for Development Parcel 2 in Exhibit D, attached hereto. Larger signs (approximately 15 to 20 feet in height) shall be permitted but shall be designed as part of the overall architectural theme of the Town Centre. All such signs require the written approval of the Director of Planning. In no case shall the sign area, as defined in Section 15.3 above, exceed 100 square feet on each side of the sign. The maximum height shall be determined at the sole discretion of the Director of Planning based on the architectural feature. This sign may be constructed independently from the actual construction of the Town Centre.

16. CHANGES TO AGREEMENT AND DEVELOPMENT PLAN

16.1 Minor Changes

Minor changes to this Agreement or Plan, which do not substantially and adversely change this Plan, may be approved administratively, if approved in writing, by the Director of Public Works, the Director of Planning and Community Development, and the City Attorney.

16.2 Major Changes

All changes not permitted under section 16.1 above, shall be resubmitted following the same procedure required by the original PUD application.

17. CONCEPT PLAN APPROVED

Approval of this Agreement constitutes Concept Plan approval under the City Subdivision Ordinance.

18. GENERAL PLAN 2000

This Agreement amends the Round Rock General Plan 2000, which was adopted on June 10, 1999.

LIST OF EXHIBITS

DEVELOPMENT AGREEMENT

Exhibit	Description
A	Field Notes
B	Lien Holder consent
C	Land Use Map
C-1	Preliminary Plat
D	Plan: <i>"Development Standards"</i>
D-1	Town Centre Tracts
D-2	Alternative Local Streets
E	Trail Schematic
F	Gattis School Road Field Notes

EXHIBIT "A"

[Property Description]

EXHIBIT "B"

LIEN HOLDER'S CONSENT

EXHIBIT "C"
Land Use Map

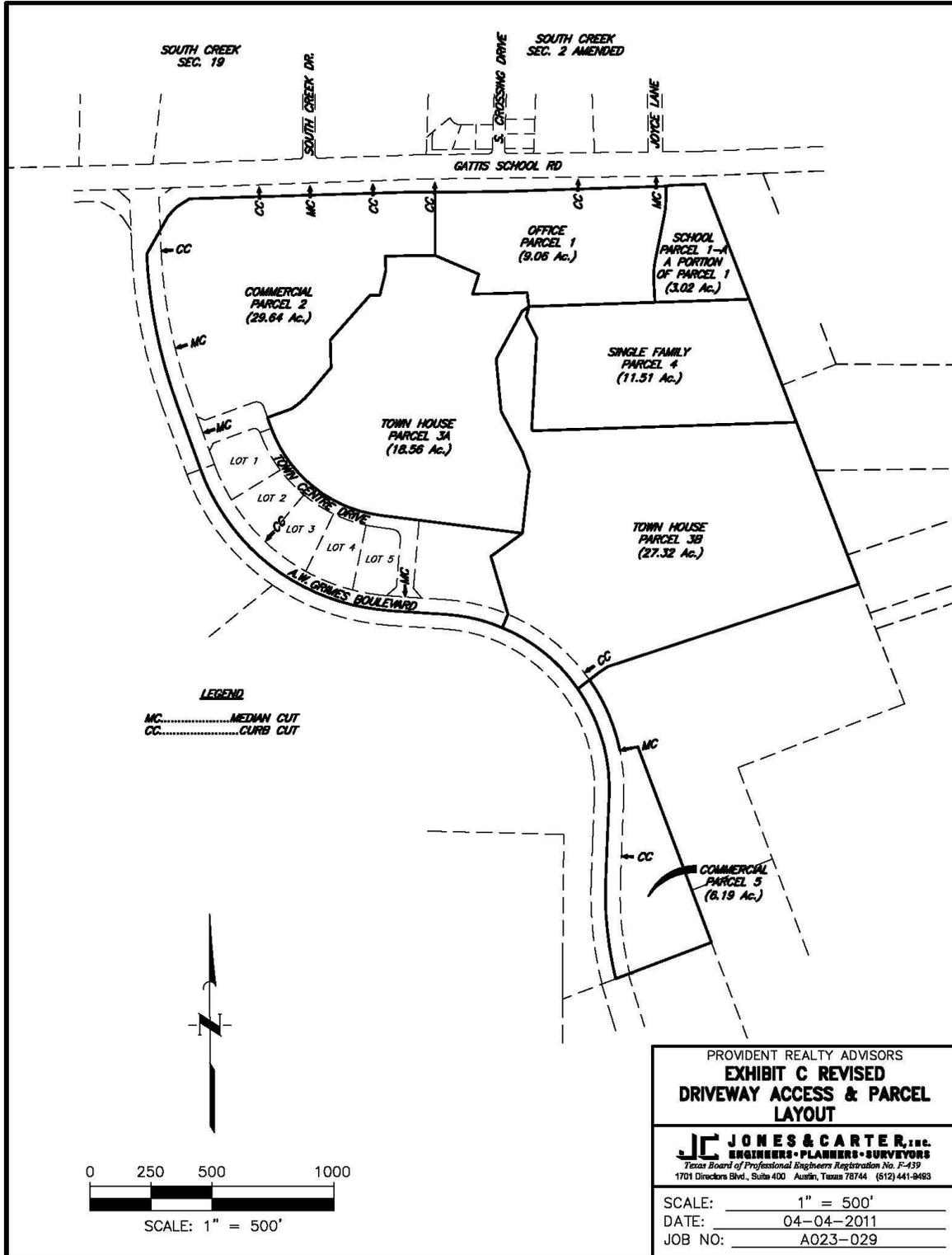


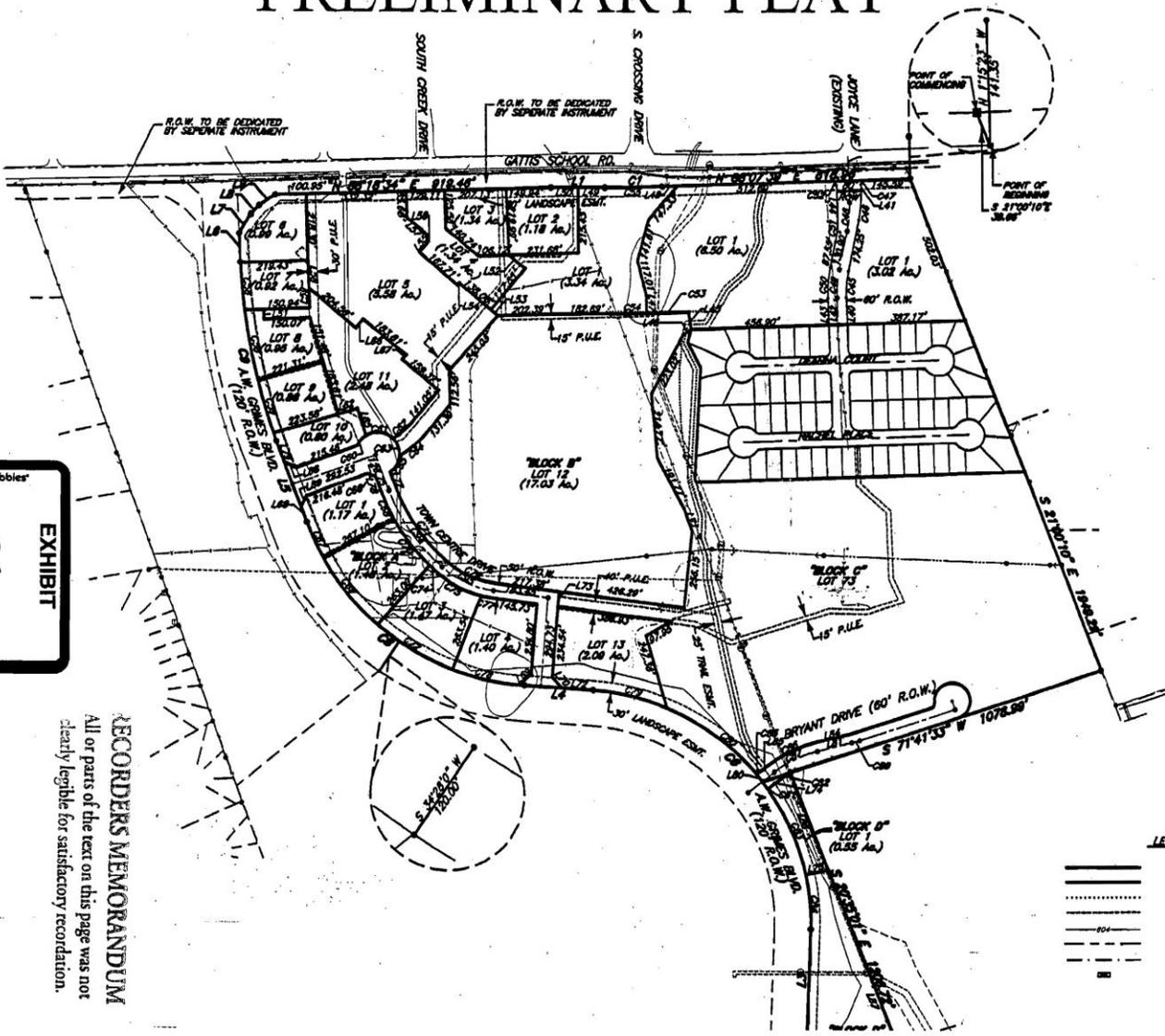
EXHIBIT "C-1"
Preliminary Plat

DATE: _____
OWNER: _____
ACREAGE: _____
SURVEY: _____
NO. OF BL: _____
NO. OF LD: _____
NEW STRE: _____
SURVEYOR: _____
ENGINEER: _____
BENCHMARK: _____

LEGEND

- PRELIMINARY BOUNDARY
- PROPOSED LOT LINE
- PROPOSED TRAIL ALLE
- EASEMENT LINE
- DISTING. CONTOUR
- 100-YR FLOOD PLAN
- 25-YR FLOOD PLAN
- NEIGHBORHOOD BOX

PRELIMINARY PLAT



SQUARE FOOTAGE

BL.	SQ. FT.
1	5,193.00
2	5,193.00
3	5,193.00
4	5,193.00
5	5,193.00
6	5,193.00
7	5,193.00
8	5,193.00
9	5,193.00
10	5,193.00
11	5,107.70
12	5,138.80
13	4,894.30
14	7,778.40
15	8,294.70
16	5,106.30
17	5,002.30
18	5,000.00
19	5,000.00
20	5,000.00
21	5,000.00
22	5,000.00
23	5,000.00
24	5,000.00
25	5,000.00
26	5,000.00
27	5,000.00
28	5,000.00
29	5,000.00
30	5,214.00
31	5,094.50
32	8,823.00
33	7,500.00
34	7,748.80
35	5,088.40
36	5,235.80
37	5,193.00
38	5,193.00
39	5,193.00
40	5,193.00
41	5,580.80
42	5,580.80

tabbles
EXHIBIT
C-1

RECORDERS MEMORANDUM
All or parts of the text on this page was not clearly legible for satisfactory recordation.

SCALE	DATE
1" = 40'	11/11/11

EXHIBIT "D"
DEVELOPMENT STANDARDS

PARCEL 3A: TOWNHOUSE DEVELOPMENT

1. PERMITTED USES
2. HEIGHT
3. DESIGN STANDARDS
4. BUILDING SETBACKS
5. PHASED DEVELOPMENT
6. SERVICE AREAS
7. LANDSCAPING
8. UTILITY LINES
9. FENCING
10. SITE PLAN REQUIRED
11. SIGNS
12. VEHICLES IN STREET YARDS
13. PARKING STANDARDS
14. PEDESTRIAN ACCESS TO SHOPPING CENTER

PARCEL 3B : TOWNHOUSE & SINGLE FAMILY

1. PERMITTED USES
2. HEIGHT
3. DESIGN STANDARDS
4. BUILDING SETBACKS
5. PHASED DEVELOPMENT
6. SERVICE AREAS
7. LANDSCAPING
8. UTILITY LINES
9. FENCING
10. SITE PLAN REQUIRED
11. SIGNS
12. VEHICLES IN STREET YARDS
13. PARKING STANDARDS

PARCELS 2 & 5: COMMERCIAL DEVELOPMENT

1. PERMITTED USES
2. PROHIBITED USES
3. OUTDOOR SALES & DISPLAYS
4. DEVELOPMENT STANDARDS
5. SERVICE & LOADING AREAS
6. LANDSCAPING
7. UTILITY LINES
8. DESIGN STANDARDS
9. DRIVEWAY THROAT LENGTH
10. PARKING LOT LIGHTING
11. TOWN CENTRE REQUIREMENT

PARCEL 1: OFFICE

1. DEVELOPMENT STANDARDS
2. PERMITTED USES
3. OUTDOORS SALES & DISPLAYS
4. PROHIBITED BUILDING MATERIALS
5. DESIGN STANDARDS
6. SERVICE & LOADING AREAS
7. LANDSCAPING
8. UTILITY LINES

PARCEL 1-A: PRIVATE SCHOOL

1. DEFINITIONS
2. PROPERTY
3. PERMITTED USES
4. DESIGN STANDARDS
5. LANDSCAPE EASEMENTS & STREET TREES
6. DRIVEWAYS AND DRIVEWAY THROAT LENGTH
7. TRANSPORTATION
8. GENERAL PLAN 2010
9. DEVELOPMENT PROCESS
10. UNDERGROUND UTILITY SERVICE

PARCEL 4: SINGLE FAMILY RESIDENTIAL PARCEL

1. DEVELOPMENT STANDARDS
2. STREET TREES

DEVELOPMENT PARCEL "3A"

TOWNHOUSE DEVELOPMENT

The following Development Standards shall apply to all development on portions of the Property which are identified as Development Parcel "3A" on the Plan attached hereto as Exhibit "C".

1. PERMITTED USES: The following principal uses are permitted:
 - 1.1. A maximum of two-hundred (200) residential dwelling units, including:
 - a) Townhouse residential dwelling units, together with accompanying recreational amenities.
 - 1) Townhouse residential dwelling units shall be defined as one or more dwelling units, either attached or detached, with any associated common areas.
 - 2) No Townhouse residential dwelling units may be constructed on top of any other dwelling units provided however, this does not prevent portions of any such two story dwelling unit(s) from partially encroaching over the top of or below another unit.
 - 3) All aspects not specifically covered by this Plan shall be regulated by the TH (Townhome) zoning district and other sections of the Code, as applicable and as amended. If there is a conflict between this Plan and the Code, this Plan shall supersede the specific conflicting provisions of the Code.
 - b) Senior independent living, assisted living or nursing homes licensed by the State of Texas.
 - 1) Senior housing shall be restricted to persons 55 years or older or those who qualify for a HUD exemption from the prohibition against familial status discrimination under the Fair Housing Act.
 - 2) A residential dwelling unit shall include individual independent living units, assisted living units or a room in a nursing home.
 - 3) All aspects not specifically covered by this Plan shall be regulated by the SR (Senior) zoning district and other sections of the Code, as applicable and as amended. If there is a conflict between this Plan and the Code, this Plan shall supersede the specific conflicting provisions of the Code.
 - 1.2. Any use permitted on Parcel 2, in accordance with the standards set forth for development in Exhibit "D" – Development Standards – Development Parcels "2" and "5" – Commercial Development Parcels. All aspects not specifically covered by this Plan shall be regulated by the C-1 (General Commercial) zoning district and other sections of the Code, as applicable and as amended. If there is a conflict between this Plan and the Code, this Plan shall supersede the specific conflicting provisions of the Code.
2. HEIGHT:

No building on the Property shall exceed two (2) stories in height, except as otherwise specified herein.

The requirements of this Agreement replace 11.310 (4), (b), (iii) and (iv) of the Code.
3. DESIGN STANDARDS:
 - 3.1 Exterior Finish:

The exterior finish of all buildings shall be 100 percent masonry, except for doors, windows, roofs, patios, balconies, awnings, gutters, special decorative features and trim. Masonry shall mean stone, simulated stone, brick, stucco, or cement based siding such as "Hardi Plank", or such other similar quality material approved in writing by the Director of Planning. Cement based siding or stucco shall not comprise more than a combined total of fifty percent (50%) of the exterior finish (breezeways, free standing garages and patio or balcony insets are not included in this calculation).

3.2 Roofing Materials:

Roofing materials shall consist of twenty-five (25) year architectural dimensional shingles, tile or pre-finished, non-reflective metal, or such other similar quality material approved in writing by the Director of Planning.

3.3 Building Elevations:

Any wall in excess of seventy-five (75') feet in length shall include off sets approved by the Director of Planning, to preclude a box design.

3.4 Special Design Features:

All buildings, other than garages, shall contain a minimum four (4) of the following design features, which shall be chosen by the Owner. The design features are as defined in *Identifying American Architecture*, by John Blumenson, 2nd Edition, Copyright 1981, W.W. Norton & Co., N.Y.

- 3.4.1 Bow window.
- 3.4.2 Bay window.
- 3.4.3 Arched window.
- 3.4.4 Gable window.
- 3.4.5 Oval or round windows.
- 3.4.6 Shutters.
- 3.4.7 Arched entry, balcony or breezeway entrance.
- 3.4.8 Stone or brick accent wall.
- 3.4.9 Decorative stone or brick band.
- 3.4.10 Decorative tile.
- 3.4.11 Veranda, terrace, porch or balcony.
- 3.4.12 Projected wall or dormer.
- 3.4.13 Variation of roof lines on the building.
- 3.4.14 Decorative caps on chimneys.

4. BUILDING SETBACKS:

4.1 Primary Building Setbacks:

- 4.1.2 Minimum building setbacks from any public street shall be twenty (20) feet.
- 4.1.3 Minimum building setbacks from all internal property lines shall be ten (10) feet.
- 4.1.4 Minimum setbacks from abutting single family residential lots (Parcel 4), measured from the abutting property line, shall be as follows:

- Minimum building setbacks for one-story portions of apartment buildings shall be 25 feet.
- Minimum building setbacks for two-story portions of apartment buildings shall be 50 feet.
- Minimum building setbacks for three-story portions of apartment buildings shall be 100 feet.

4.2 Carports and garages:

4.2.1 Street Yard setbacks: Carports and garages shall not be permitted within any street yard or within the landscape easements identified on Exhibit "C".

4.2.2 All other yard setbacks: Carport and garage setbacks for all other yards shall be fifteen (15') feet.

5. PHASED DEVELOPMENT:

When development is phased on the parcel and such phasing is designed to be part of a single development, setback requirements will not apply between development phases, unless access to any such development phase is provided directly from a public street, in which case the street yard setback shall apply to the frontage on such street.

6. SERVICE AREAS:

6.1 Trash Storage

Refuse storage enclosures are required for all residential buildings. Enclosures must be of sufficient height to visually screen all refuse containers. All enclosures must be constructed of permanent materials (concrete, masonry, split face block, wood, etc.), which are compatible with the building it serves. Refuse storage areas must be designed to contain all refuse generated on-site between collections. Gates shall be required only if required to achieve the required visual screening.

6.2 Street Level Mechanical Equipment:

All ground-mounted service equipment (e.g., air conditioners, transformers, trash collection equipment) related to each building shall be visually screened and landscaped. Large equipment shall be visually screened and landscaping shall be used to soften the visual appearance of the walls enclosing service areas. Service areas must be paved and drained.

6.3 Roof Mounted Mechanical Equipment:

All roof mounted mechanical equipment must be visually screened from view from the public streets and Development Parcel 4, from a height that is five (5) feet above grade measured at the lot line of the lot the building is located on. Screening must be compatible with the building design.

7. LANDSCAPING:

7.1 Landscape Easement:

A twenty (20) foot wide landscape easement shall be provided adjacent to all public streets.

All areas located within these landscape easements shall be used solely for the purpose of landscaping, except for sidewalks, driveways crossing the easement, lighting, monument

signs, irrigation, entry features, underground utilities, meters, utility structures and equipment required to provide utilities to the Property. Surface drainage swales may be placed within the landscape easements, provided that they are first approved by the Director of Planning as part of a comprehensive landscape plan.

Drainage detention and water quality structures are prohibited in landscape easements.

Landscaping within landscape easements shall be credited against Street Yard Landscape requirements.

7.2 Street Trees:

Street trees shall be planted within the landscape easement adjacent to all public streets. Street trees shall be planted in compliance with the following criteria

7.2.1 Spacing of and size of trees shall meet the following criteria:

- Large size tree species shall have a minimum caliper size of 3.5 inches and shall be spaced no more than 40 feet apart.
- Medium size tree species shall have a minimum caliper size of 2.5 inches and shall be spaced no more than 30 feet apart.
- Tree species size shall be determined by the Urban Forester.

7.2.2 Street trees shall be planted to avoid interference with street lights, signage and other fixtures.

7.2.3 Street trees shall be planted at least eight feet (8) from edge of driveways.

7.2.4 Street trees shall be kept out of street intersection triangles at a minimum of 35 feet by 35 feet measured from the face of curb.

7.2.5 Street trees shall be planted no less than 5 feet from underground utilities and 15 feet from overhead lines.

7.2.6 Street trees shall be planted no less than 5 feet from fire hydrants.

7.2.7 Street trees shall be planted no less than 8 feet from the back of curb along A. W. Grimes Boulevard and no less than 4 feet from back of curb along all other public streets.

7.2.8 Caliper size, height, measurement and other specifications shall be as specified in *American Standards for nursery stock* (ANSI260.1.).

7.2.9 Planting Plan: The Owner shall submit a street tree planting plan in conjunction with the submittal of construction plans for the first phase of each Development Parcel identified on Exhibit C.

7.2.10 Street trees shall be irrigated by a permanent automatic irrigation system constructed to City standards by the Owner.

7.2.11 Street trees and their associated irrigation system shall be planted and inspected prior to the issuance of the first Certificate of Occupancy for each Development Parcel identified on Exhibit C.

7.2.12 A fiscal maintenance guarantee shall be provided by the Owner, which provides for replacement of street trees and repair of irrigation systems for a period of two years following the initial inspection. The Urban Forester shall have the

authority to identify all trees and other plant materials, which require replacement within the two-year maintenance guarantee period. The fiscal guarantee period shall be extended for one year for all plants that are replaced.

- 7.2.13 A Property Owners Association (POA) shall be established, funded and assigned the responsibility for ongoing maintenance, repair and replacement of both street trees and irrigation. Irrigation shall be paid for by the POA.

7.3 Open Space:

All parcels for which a building permit and a Certificate of Occupancy have been issued and which do not contain buildings, structures, parking lots, sidewalks, fountains, site furniture or other improvements, including, but not limited to, front, side and rear building set back areas, and all areas between the curb line and the property line, must be planted, landscaped, and maintained in good condition. The landscape planting must provide for easy maintenance. Utility easements will be landscaped consistent with other landscape areas where allowed by the respective utility company.

All such landscaped areas not planted in groundcover or shrub beds will be planted in grasses, preferably sod. Over-seeding in fall with cool season native grasses is allowed.

The area located within the 25-year flood plain may be seeded for grass without requiring additional plant materials

7.4 Rights of Way:

Areas within public street rights-of-way must be landscaped and irrigated only in accordance with a license agreement with the City.

Utility easements will be landscaped consistent with other landscape areas where allowed by the respective utility company.

7.5 Irrigation:

An underground, automatic irrigation system must be installed in all landscaped areas, other than areas approved by the Director of Planning for plant materials that do not normally require irrigation. Sprinkler heads must be located to effectively water the landscaped areas with minimal spray onto roadways, parking areas and walkways.

All irrigation systems shall be inspected and approved prior to the issuance of a certificate of occupancy for the building for which the landscaping is required.

8. UTILITY LINES:

All utility service lines must be underground to connection points provided by the utility service provider. All transformers must be visually screened.

9. FENCING:

Fencing may be constructed in any yard and along any property line for the purpose of screening or security. When fencing is constructed it shall meet the following standards:

- 9.2 Street Yard: Fencing in street yards shall be constructed of wrought iron with stone or brick columns. All columns shall be set in concrete to ensure a sturdy and durable fence. Street yard fence materials shall wrap around and extend a minimum of fifty feet (50') alongside property lines.

9.3 Other Yards: Fencing in yards other than street yards shall be constructed of wood, woodcrete, masonry or wrought iron. All fence posts shall be either masonry or rust resistant steel, treated wood or similar material set in concrete. The finished side of all perimeter fencing shall face the outside of the development.

9.4 Fencing adjacent to trail: Fencing adjacent to the trail shall be constructed of wrought iron with stone or brick columns. All columns shall be set in concrete to a sufficient depth to ensure a sturdy and durable fence.

10. SITE PLAN REQUIRED:

A site plan for each phase of development shall be submitted to the City to ensure compliance with the terms of this Agreement prior to the issuance of each building permit.

11. SIGNS:

All freestanding signs shall be Monument Signs, as defined by the Code and modified by this Agreement.

12. VEHICLES IN STREET YARDS:

No recreational vehicles, boats, trailers or commercial trucks shall be permitted to be parked in any street yard. Standard Sport Utility Vehicles are not restricted by this section.

13. PARKING STANDARDS:

The following parking requirements shall be provided with each phase of development.

Parking spaces for each one bedroom dwelling unit.	1.5 spaces
Parking spaces for each two bedroom dwelling unit.	2.0 spaces
Parking spaces for each three bedroom dwelling unit.	2.5 spaces

Additional parking in the amount equal to five percent (5%) of the combined parking required for the dwelling units shall be provided to accommodate guest parking.

All parking spaces shall be a minimum of nine feet (9') wide.

No tandem parking shall be permitted except where garages are provided, which are attached directly to the apartment unit they serve and the tandem space is located behind the garage door and assigned to the same unit s as the garage.

Alternative parking standards or requirements may be approved by the Director of Planning for senior independent living, assisted living and nursing homes based on a specific site plan.

14. PEDESTRIAN ACCESS TO SHOPPING CENTER

A sidewalk, which provides pedestrian access from the apartments constructed on Parcel 3A to the shopping center and Town Center constructed on Parcel 2, shall be constructed as part of each phase of apartment development. This sidewalk shall connect to the sidewalks to be constructed along Town Centre Drive.

DEVELOPMENT PARCEL " 3B"

TOWNHOUSE & SINGLE FAMILY

The following Development Standards shall apply to all development on portions of the Property which are identified as Development Parcel " 3B " on the Plan attached hereto as Exhibit "C".

1. PERMITTED USES:

The following principal uses are permitted:

A maximum of two-hundred (200) townhouse residential dwelling units, together with accompanying recreational amenities, shall be permitted on Parcel 3B. Townhouse residential dwelling units shall be defined as two or more dwelling units constructed with common or abutting walls together with any associated common areas. No Townhouse residential dwelling units may be constructed on top of any other dwelling units, provided however, this does not prevent portions of any such two story dwelling unit(s) from partially encroaching over the top of or below another unit.

Senior independent living, assisted living or nursing homes licensed by the State of Texas. The total number of living units for independent living or assisted living shall not exceed two-hundred (200) dwelling units. The total number of patient rooms in a nursing home shall not exceed two-hundred (200).

Senior housing shall be restricted to persons 55years of age or older or those who qualify for a HUD exemption from the prohibition against familial status discrimination under the Fair Housing Act.

The total number of units, whether townhouse residential, senior independent living, assisted living, nursing home or any combination of these uses shall not exceed two-hundred (200) units.

All Townhouse residential dwelling units shall either be established as Condominium units, pursuant to the Texas Uniform Condominium Act, Section 82.001 et. seq., Texas Property Code, or platted as subdivided lots in accordance with the provisions of the City Code in effect at the time of subdivision platting. The above requirements shall be completed prior to the issuance of certificate of occupancy. This does not prevent Townhouse units from being rented nor does it prevent one owner from owning two or more units.

In addition to the uses stated above, any portion of Parcel 3B may be developed into single family lots in accordance with all the standards set forth for development on Parcel 4 in this Exhibit D.

Portions of Parcel 3B not utilized for townhouse development may be developed into single family lots in accordance with the standards set forth in this Agreement for Parcel 4.

The requirements of this Agreement replace 11.320 (3), (q) and (r) of the Code.

2. HEIGHT:

No building on the Property shall exceed two (2) stories in height, except as otherwise specified herein.

The requirements of this Agreement replace 11.310 (4), (b), (iii) and (iv) of the Code.

3. DESIGN STANDARDS:

3.1 Exterior Finish:

The exterior finish of all buildings shall be 100 percent masonry, except for doors, windows, roofs, patios, balconies, awnings, gutters, special decorative features and trim. Masonry shall mean stone, simulated stone, brick, stucco, or cement based siding such as "Hardi Plank", or such other similar quality material approved in writing by the Director of Planning. Cement based siding or stucco shall not comprise more than a combined total of fifty percent (50%) of the exterior finish (breezeways, free standing garages and patio or balcony insets are not included in this calculation).

3.2 Roofing Materials:

Roofing materials shall consist of twenty-five (25) year architectural dimensional shingles, tile or pre-finished, non-reflective metal, or such other similar quality material approved in writing by the Director of Planning.

3.3 Building Elevations:

Any wall in excess of seventy-five (75') feet in length shall include off sets approved by the Director of Planning, to preclude a box design.

3.4 Special Design Features:

All buildings, other than garages, shall contain a minimum four (4) of the following design features, which shall be chosen by the Owner. The design features are as defined in *Identifying American Architecture*, by John Blumenson, 2nd Edition, Copyright 1981, W.W. Norton & Co., N.Y.

- 3.4.1 Bow window.
- 3.4.2 Bay window.
- 3.4.3 Arched window.
- 3.4.4 Gable window.
- 3.4.5 Oval or round windows.
- 3.4.6 Shutters.
- 3.4.7 Arched entry, balcony or breezeway entrance.
- 3.4.8 Stone or brick accent wall.
- 3.4.9 Decorative stone or brick band.
- 3.4.10 Decorative tile.
- 3.4.11 Veranda, terrace, porch or balcony.
- 3.4.12 Projected wall or dormer.
- 3.4.13 Variation of roof lines on the building.
- 3.4.14 Decorative caps on chimneys.

3.5 Access for townhouse development:

Access drives for all development other than single family development shall be to Bryant Drive or Town Centre Drive.

4. BUILDING SETBACKS:

4.1 Primary Building Setbacks for townhouse development:

- 4.1.2 Minimum building setbacks from A. W. Grimes Boulevard shall be thirty (30) feet and minimum building setbacks from Bryant Drive shall be twenty (20) feet.
- 4.1.3 Minimum building setback from any other public street shall be twenty (20) feet.
- 4.1.4 Minimum rear yard building setbacks shall be twenty (20) feet.

- 4.1.5 Minimum spacing between buildings shall be twenty (20) feet.
- 4.1.6 Minimum setbacks from abutting single family residential lots (Parcel 4), measured from the abutting property line, shall be as follows:
 - Minimum building setbacks for one-story portions of townhouses shall be 25 feet.
 - Minimum building setbacks for two-story portions of townhouses shall be 50 feet.

4.2 Carports and garages:

- 4.2.1 Each townhouse dwelling unit containing only one bedroom shall include an attached or detached one car garage.
- 4.2.2 Each townhouse dwelling unit containing two or more bedrooms shall include an attached or detached two car garage.
- 4.2.3 Street Yard setbacks: Garages shall not be permitted within any street yard or within the landscape easements identified on Exhibit "C".
- 4.2.4 All other yard setbacks: Garage setbacks for all other yards shall be fifteen (15') feet.

5. PHASED DEVELOPMENT:

When development is phased on the parcel and such phasing is designed to be part of a single development, setback requirements will not apply between development phases, unless access to any such development phase is provided directly from a public street, in which case the street yard setback shall apply to the frontage on such street.

6. SERVICE AREAS:

6.1 Trash Storage

Refuse storage enclosures are required for all residential buildings. Enclosures must be of sufficient height to visually screen all refuse containers. All enclosures must be constructed of permanent materials (concrete, masonry, split face block, wood, etc.), which are compatible with the building it serves. Refuse storage areas must be designed to contain all refuse generated on-site between collections. Gates shall be required only if required to achieve the required visual screening.

6.2 Street Level Mechanical Equipment:

All ground-mounted service equipment (e.g., air conditioners, transformers, trash collection equipment) related to each building shall be visually screened and landscaped. Large equipment shall be visually screened and landscaping shall be used to soften the visual appearance of the walls enclosing service areas. Service areas must be paved and drained.

6.3 Roof Mounted Mechanical Equipment:

All roof mounted mechanical equipment must be visually screened from view from the public streets and Development Parcel 4, from a height that is five (5) feet above grade measured at the lot line of the lot the building is located on. Screening must be compatible with the building design.

7. LANDSCAPING:

7.1 Landscape Easement:

A thirty (30) foot wide landscape easement shall be provided adjacent to A. W. Grimes Boulevard and Bryant Drive.

A twenty (20) foot wide landscape easement shall be provided adjacent to all other public streets.

All areas located within these landscape easements shall be used solely for the purpose of landscaping, except for sidewalks, driveways crossing the easement, lighting, monument signs, irrigation, entry features, underground utilities, meters, utility structures and equipment required to provide utilities to the Property. Surface drainage swales may be placed within the landscape easements, provided that they are first approved by the Director of Planning as part of a comprehensive landscape plan.

Drainage detention and water quality structures are prohibited in landscape easements.

Landscaping within landscape easements shall be credited against Street Yard Landscape requirements.

7.2 Street Trees:

Street trees shall be planted within the landscape easement adjacent to all public streets. Street trees shall be planted in compliance with the following criteria

7.2.1 Spacing of and size of trees shall meet the following criteria:

- Large size tree species shall have a minimum caliper size of 3.5 inches and shall be spaced no more than 40 feet apart.
- Medium size tree species shall have a minimum caliper size of 2.5 inches and shall be spaced no more than 30 feet apart.
- Small size tree species shall have a minimum caliper size of 1.5 inches and shall be spaced no more than 20 feet apart.
- Tree species size shall be determined by the Urban Forester.

7.2.2 Street trees shall be planted to avoid interference with street lights, signage and other fixtures.

7.2.3 Street trees shall be planted at least eight feet (8) from edge of driveways.

7.2.4 Street trees shall be kept out of street intersection triangles at a minimum of 35 feet by 35 feet measured from the face of curb.

7.2.5 Street trees shall be planted no less than 5 feet from underground utilities and 15 feet from overhead lines.

7.2.6 Street trees shall be planted no less than 5 feet from fire hydrants.

7.2.7 Street trees shall be planted no less than 8 feet from the back of curb along A. W. Grimes Boulevard and no less than 4 feet from back of curb along all other public streets.

7.2.8 Caliper size, height, measurement and other specifications shall be as specified in *American Standards for nursery stock (ANSI260.1.)*.

- 7.2.9 Planting Plan: The Owner shall submit a street tree planting plan in conjunction with the submittal of construction plans for the first phase of each Development Parcel identified on Exhibit C.
- 7.2.10 Street trees shall be irrigated by a permanent automatic irrigation system constructed to City standards by the Owner
- 7.2.11 Street trees and their associated irrigation system shall be planted and inspected prior to the issuance of the first Certificate of Occupancy for each Development Parcel identified on Exhibit C.
- 7.2.12 A fiscal maintenance guarantee shall be provided by the Owner, which provides for replacement of street trees and repair of irrigation systems for a period of two years following the initial inspection. The Urban Forester shall have the authority to identify all trees and other plant materials, which require replacement within the two-year maintenance guarantee period. The fiscal guarantee period shall be extended for one year for all plants that are replaced.
- 7.2.13 Owners Association (POA) shall be established, funded and assigned the responsibility for ongoing maintenance, repair and replacement of both street trees and irrigation. Irrigation shall be paid for by the POA.

7.3 Open Space:

All parcels for which a building permit and a Certificate of Occupancy have been issued and which do not contain buildings, structures, parking lots, sidewalks, fountains, site furniture or other improvements, including, but not limited to, front, side and rear building set back areas, and all areas between the curb line and the property line, must be planted, landscaped, and maintained in good condition. The landscape planting must provide for easy maintenance. Utility easements will be landscaped consistent with other landscape areas where allowed by the respective utility company.

All such landscaped areas not planted in groundcover or shrub beds will be planted in grasses, preferably sod. Over-seeding in fall with cool season native grasses is allowed.

The area located within the 25-year flood plain may be seeded for grass without requiring additional plant materials

7.4 Rights of Way:

Areas within public street rights-of-way must be landscaped and irrigated only in accordance with a license agreement with the City.

Utility easements will be landscaped consistent with other landscape areas where allowed by the respective utility company.

7.5 Irrigation:

An underground, automatic irrigation system must be installed in all landscaped areas, other than areas approved by the Director of Planning for plant materials that do not normally require irrigation. Sprinkler heads must be located to effectively water the landscaped areas with minimal spray onto roadways, parking areas and walkways.

All irrigation systems shall be inspected and approved prior to the issuance of a certificate of occupancy for the building for which the landscaping is required.

8. UTILITY LINES:

All utility service lines must be underground to connection points provided by the utility service provider. All transformers must be visually screened.

9. FENCING:

Fencing may be constructed in any yard and along any property line for the purpose of screening or security. When fencing is constructed it shall meet the following standards:

9.1 Street Yard:

Fencing in street yards shall be constructed of wrought iron with stone or brick columns. All columns shall be set in concrete to ensure a sturdy and durable fence. Street yard fence materials shall wrap around and extend a minimum of fifty feet (50') alongside property lines.

9.2 Other Yards:

Fencing in yards other than street yards shall be constructed of wood, woodcrete, masonry or wrought iron. All fence posts shall be either masonry or rust resistant steel, treated wood or similar material set in concrete. The finished side of all perimeter fencing shall face the outside of the development.

9.3 Fencing adjacent to trail:

Fencing adjacent to the trail shall be constructed of wrought iron with stone or brick columns. All columns shall be set in concrete to a sufficient depth to ensure a sturdy and durable fence.

10. SITE PLAN REQUIRED:

A site plan for each phase of development shall be submitted to the City to ensure compliance with the terms of this Agreement prior to the issuance of each building permit.

11. SIGNS:

All freestanding signs shall be Monument Signs, as defined by the Code and modified by this Agreement.

12. VEHICLES IN STREET YARDS:

No recreational vehicles, boats, trailers or commercial trucks shall be permitted to be parked in any street yard. Standard Sport Utility Vehicles are not restricted by this section.

13. PARKING STANDARDS:

The following parking requirements shall be provided with each phase of development.

Parking spaces for each one bedroom dwelling unit. 1.5 spaces

Parking spaces for each two bedroom dwelling unit. 2.0 spaces

Parking spaces for each three bedroom dwelling unit. 2.5 spaces

Additional parking in the amount equal to five percent (5%) of the combined parking required for the dwelling units shall be provided to accommodate guest parking.

All parking spaces shall be a minimum of nine feet (9') wide.

No tandem parking shall be permitted except where garages are provided, which are attached directly to the apartment unit they serve and the tandem space is located behind the garage door and assigned to the same unit as the garage.

Staff Review Master Version (through Amendment No. 9)

Page 28 of 51

Alternative parking standards or requirements may be approved by the Director of Planning for senior independent living, assisted living and nursing homes based on a specific site plan.

DEVELOPMENT PARCELS "2 & 5"

COMMERCIAL DEVELOPMENT

The Following Development Standards shall apply to all development on portions of the Property, which are identified as Development Parcels "2 and 5" on the Plan attached hereto as Exhibit "C".

1. PERMITTED USES:

The following principal uses are permitted:

All C-1 General Commercial uses identified in the City of Round Rock Zoning Ordinance except for uses listed in Paragraph 2, below.

2. PROHIBITED USES:

The following uses are prohibited on the Property:

- cell towers and other free standing towers over thirty (30') feet in height,
- mini-warehouses,
- flea markets,
- sexually oriented businesses,
- portable buildings sales, except as incidental to other retail sales,
- outdoor amusement parks or carnivals,
- wholesale nurseries,
- recreational vehicle parks,
- outdoor shooting ranges,
- pawn shops,
- heavy equipment sales,
- kennels (but not prohibiting pet shops and veterinary clinics with overnight facilities),
- vehicle sales,
- auto body and paint shops and truck stops.

3. OUTDOOR SALES & DISPLAYS

Outdoor sales and displays are permitted as accessory uses in conjunction with the principal use of a building only in areas designated on the site plan approved by the Director of Planning for such building or an amended site plan approved at a later date. All outdoor sales and display areas shall be located and operated as part of the principal use, and shall not comprise a separate business use. Parking requirements contained in the Code shall apply to all outdoor cafes and dining areas in the same manner that such requirements apply to enclosed buildings.

4. DEVELOPMENT STANDARDS:

The following materials are prohibited on the exterior walls and roofs of all buildings and structures:

- Asbestos
- Mirrored Glass (reflectivity of 20% or more)
- Corrugated metal

4.2 The following materials are prohibited on all exterior walls of all buildings and structures. This section does not apply to trim or minor decorative features.

- Unfinished sheet metal.

4.3 Primary shopping center buildings:

The following development standards apply to the primary shopping center buildings. The definition of primary shopping center buildings for the purpose of this section shall be all buildings that contain more than ten thousand (10,000) square feet of gross floor area (heated and air conditioned space) or such smaller buildings, which are physically attached to such a building. It shall also include all buildings on Parcel 5, identified on Exhibit C.

4.3.1 The front and side elevations shall be 100 percent masonry, except for doors, windows, roofs, patios, balconies, awnings, gutters, special decorative features and trim. Masonry shall mean brick, stone, stucco or such other similar quality material approved in writing by the Director of Planning. Stucco shall not comprise more than fifty (50) percent of this exterior finish. All other elevations shall be constructed of brick, stone, stucco, split face concrete block or concrete tilt wall, or such other similar quality material approved in writing by the Director of Planning.

4.3.2 Primary shopping center buildings shall be permitted flat roofs only when the building contains segments with pitched roof lines that are part of an overall architectural design approved by the Director of Planning. Roofing materials for pitched roof sections shall be limited to tile or pre-finished, non-reflective metal or such other similar quality material approved in writing by the Director of Planning.

4.4 Buildings other than primary shopping center buildings:

The following development standards apply to all buildings not defined as primary shopping center buildings in section 4.3 above.

4.4.1 All building elevations shall be 100 percent masonry except for doors, windows, roofs, patios, balconies, awnings, gutters, special decorative features and trim. Masonry shall mean brick, stone or stucco or such other similar quality material approved in writing by the Director of Planning. Stucco shall not comprise more than fifty (50) percent of this exterior finish.

4.4.2 All buildings shall be permitted flat roofs only when the building contains segments with pitched roof lines that are part of an overall architectural design approved by the Director of Planning. Roofing materials for pitched roof sections shall be limited to tile or pre-finished, non-reflective metal or such other similar quality material approved in writing by the Director of Planning.

5. SERVICE & LOADING AREAS:

5.1 Screening Required:

No dock high loading area is permitted unless such area is visually screened from public streets.

5.2 Delivery Vehicles:

All delivery and utility vehicles parked on-site (other than when being actively loaded or unloaded) shall be parked within an area visually screened from public streets.

5.3 Service Areas:

Service areas will be visually screened from all public rights-of-way. Methods of screening include walled entrances, evergreen landscaping, and depressed service areas.

5.4 Loading areas:

All loading and service areas must be clearly signed. Loading spaces must be clearly denoted on the pavement and designed so as not to prohibit on-site vehicular circulation when occupied. Loading spaces will be located directly in front of or adjacent to a loading door. Loading areas must be designed to accommodate backing and maneuvering on-site, not from a public street. Regardless of orientation, loading doors may not be located closer than fifty feet (50') from a public street. This provision does not prevent the location of doors that provide common entry to a building from being used for minor deliveries and courier service by vehicles with six or less wheels.

5.5 Trash Storage

Refuse storage enclosures are required for all buildings. Enclosures must be of sufficient height to visually screen all refuse containers, so as to provide visual screening of views from adjacent lots and public rights-of-way. All enclosures must be constructed of permanent materials (concrete, masonry, split face block, etc.), which are compatible with the building it serves. Refuse storage areas must be designed to contain all refuse generated on-site between collections. Gates shall be required only if required to achieve the needed visual screening.

5.6 Street Level Mechanical Equipment:

All ground-mounted service equipment (e.g., air conditioners, transformers, trash collection equipment) related to each building shall be visually screened and landscaped. Large equipment shall be visually screened and landscaping shall be used to soften the visual appearance of the walls enclosing service areas. Service areas must be paved and drained.

5.7 Roof Mounted Mechanical Equipment:

All roof mounted mechanical equipment must be visually screened from view from the public streets from a height of five (5) feet above grade measured at the lot line of the site on which the building is located. Screening must be compatible with the building design.

6. LANDSCAPING:

6.1 Landscape and sidewalk easement:

A thirty-foot (30') wide landscape easement shall be provided adjacent to A. W. Grimes Boulevard and Gattis School Road as generally identified on Exhibit "C".

A twenty (20) foot wide landscape easement shall be provided along all other public streets.

All areas located within these easements shall be used solely for the purpose of landscaping, and sidewalks, except for, driveways crossing the easement, lighting, monument signs, irrigation, entry features, underground utilities, meters, utility structures and equipment required to provide utilities to the Property.

Surface drainage swales may be placed within these easements, provided they are approved by the Director of Planning as part of a comprehensive landscape plan.

Drainage detention and water quality structures are prohibited in these easements.

Landscaping within these easements shall be credited against street yard landscape requirements.

6.2 Street Trees:

Street trees shall be planted within the landscape easement adjacent to all public streets. Street trees shall be planted in compliance with the following criteria

- 6.2.1 Spacing of and size of trees shall meet the following criteria:
- Street trees along A. W. Grimes Boulevard and Gattis School Road shall be large size tree species with a minimum caliper size of 3.5 inches and shall be spaced no more than 40 feet apart.
 - Street trees along all other public streets may also include medium size tree species with a minimum caliper size of 2.5 inches planted no more than 30 feet apart; and small size tree species with a minimum caliper size of 1.5 inches planted no more than 20 feet apart
 - Tree species size shall be determined by the Urban Forester.
- 6.2.2 Street Trees: Street trees shall be planted to avoid interference with streetlights, signage and other fixtures.
- 6.2.3 Street trees shall be planted at least eight feet (8') from edge of driveways.
- 6.2.4 Street trees shall be kept out of street intersection triangles at a minimum of 35 feet by 35 feet measured from the face of curb.
- 6.2.5 Street trees shall be planted no less than 5 feet from underground utilities and 15 feet from overhead lines.
- 6.2.6 Street trees shall be planted no less than 5 feet from fire hydrants.
- 6.2.7 Street trees shall be planted no less than 8 feet from the back of curb along A. W. Grimes Boulevard and Gattis School Road. Street trees shall be planted no less than 4 feet from back of curb along all other streets.
- 6.2.8 Caliper size, height, measurement and other specifications shall be as specified in *American Standards for nursery stock (ANSI260.1)*
- 6.2.9 Planting Plan: The Owner shall submit a street tree planting plan for A. W. Grimes Boulevard and Gattis School Road with the submittal of construction plans for the first phase of development on Development Parcel 2 identified on Exhibit C.
- 6.2.10 Street trees shall be irrigated by a permanent automatic irrigation system constructed to City standards by the Owner
- 6.2.11 Street trees and their associated irrigation system, along A. W. Grimes Boulevard and Gattis School Road, shall be planted and inspected prior to the issuance of the first Certificate of Occupancy for any development on Development Parcel 2 identified on Exhibit C.
- 6.2.12 Street trees and their associated irrigation system, along Town Centre Drive, shall be planted and inspected as part of the street construction for each portion of Town Centre Drive prior to street improvements being accepted by the City.
- 6.2.13 A fiscal maintenance guarantee shall be provided by the Owner, which provides for replacement of trees and repair of irrigation systems for a period of two years following the initial inspection. The Urban Forester shall have the authority to identify all trees and other plant materials, which require replacement within the two-year maintenance guarantee period. The fiscal guarantee period shall be extended for one year for all plants that are replaced.

6.2.14 A Property Owners Association (POA) shall be established, funded and assigned the responsibility for ongoing maintenance, repair and replacement of both street trees and irrigation. Irrigation shall be paid for by the POA.

6.3 Open Space:

All parcels for which a building permit and a Certificate of Occupancy have been issued and which do not contain buildings, structures, parking lots, sidewalks, fountains, site furniture or other improvements, including, but not limited to, front, side and rear building set back areas, and all areas between the curb line and the property line, must be planted and landscaped,. All such landscaped areas not planted in groundcover or shrub beds will be planted in grasses, preferably sod. Over seeding in fall with cool season native grasses is allowed.

All plantings shall be maintained in good condition. The landscape planting must provide for easy maintenance.

Utility easements will be landscaped consistent with other landscape areas where allowed by the respective utility company.

6.4 Rights of Way:

Areas within the public street right-of-way must be landscaped and irrigated only in accordance with a license agreement with the City.

6.5 Irrigation:

An underground, automatic irrigation system must be installed in all landscaped area, other than areas approved by the Director of Planning for plant materials that do not normally require irrigation. Sprinkler heads must be located to effectively water the landscaped areas with minimal spray onto roadways, parking areas and walkways.

All irrigation systems shall be inspected and approved prior to the issuance of a certificate of occupancy for the building for which the landscaping is required.

6.6 Parking Areas:

In all vehicular use areas and parking areas, landscaped medians shall be provided along primary access drives, as determined by the Director of Planning. Additional landscape medians shall be provided for every eight (8) single rows of parking. All landscape medians shall be a minimum of 8 feet in width and trees shall be planted in accordance with the same specifications established for street trees in section 6.2.5 above unless otherwise approved by the Director of Planning. This shall be credited against Street Yard Landscape requirements and other applicable landscape requirements. Caliper size, height, measurement and other specifications shall be as specified in *American Standards for nursery stock (ANSI260.1)*

6.7 Planting Plan:

The Owner shall submit a planting plan for parking lot and other on-site landscaping with the submittal of construction plans for each phase of development .

7. UTILITY LINES:

All utility service lines must be underground to connection points provided by the utility service provider. All transformers must be visually screened.

8. DESIGN STANDARDS:

8.1 Height:

The maximum height of buildings on the Property shall be 3 floors.

8.2 Building Setbacks:

8.2.1 Minimum building setbacks from the A. W. Grimes Boulevard and Gattis School Road, identified on Exhibit "C" shall be, thirty (30') feet.

8.2.2 Minimum building setbacks from any other public streets shall be twenty (20) feet.

8.2.3 Parcel 2: Minimum building setbacks from all internal property lines shall be twenty-five (25) feet. However, this may be reduced to fifteen (15) feet when a joint-access fire lane with the abutting property is approved by the Fire Marshall.

Parcel 5: Minimum building setbacks from all internal property lines shall be ten (10) feet, except that common walls are not required to have a setback, in accordance with Section 11.409(3)(a) of the Zoning Code. The setback may be increased based on current fire and building codes.

8.3 Phased Development:

When development is phased on the Property and such phasing is designed to be part of a single development, setback requirements will not apply between development phases, unless access to any such development phase is provided directly from a public street, in which case the street yard setback shall apply to the frontage on such street.

9. DRIVEWAY THROAT LENGTH

All driveways that access A. W. Grimes Boulevard or Gattis School Road (except the driveway that accesses the fuel center at the corner of Gattis School Road and A. W. Grimes Boulevard) shall provide a minimum driveway throat of 100 feet. No parking spaces or internal access drives shall intersect with access driveways within this 100- foot throat. Throat length shall be measured from the property line along the street right-of-way.

The driveway from A. W. Grimes Boulevard abutting the fuel center shall provide a minimum throat length of 40 feet on both sides of the driveway. Throat length shall be measured from the property line along the street right of way.

The most westerly driveway from Gattis School Road shall provide a minimum throat length of 100 feet unless the length is reduced in writing by the City Traffic Engineer. In no case shall this throat length be less than 50 feet. No parking spaces or internal access drives shall intersect with access driveways within this 100- foot throat. Throat length shall be measured from the property line along the street right of way.

9.1 PARCEL 5 DRIVEWAY THROAT LENGTH

All driveways that access A.W. Grimes Boulevard shall provide a minimum throat length of 50 feet. No parking spaces or internal access drives shall intersect with access driveways within this 50-foot throat. Throat length shall be measured from the edge of pavement to the first conflict point.

10. PARKING LOT LIGHTING

All light fixtures shall be shielded or hooded so that light is directed downward to minimize excessive glare and sky glow pollution. Light standards shall be metal poles.

11. TOWN CENTRE REQUIREMENTS

The area identified as Town Centre on the Exhibit D-1, attached hereto shall be constructed in

accordance with the following design criteria and a site plan that includes architectural elevations shall be required to be approved by the Director of Planning prior to the issuance of a building permit for any building or structure within the area designated as Town Centre.

The purpose of these design criteria is to create a pedestrian oriented Town Centre, which utilizes the traditional “main street” building forms.

11.1 Building setback from Town Centre Drive.

- Buildings shall be set back between 20 and 22 feet from the edge of the street right-of-way.
- The street yard shall be designated as a sidewalk and landscape easement. Sidewalks shall be constructed along the entire frontage of the block within a minimum of 50 percent of this easement. Sidewalks shall be paved with decorative paving materials and all sidewalk paving materials shall be submitted to the Director of Planning for approval.
- Sidewalks within the sidewalk and landscaping easements shall be connected to on-street parking within the abutting right-of-way using the same paving materials as the abutting sidewalk, as generally illustrated in **Exhibit G** attached hereto.

On street parking:

- On street parking shall be provided within the right-of-way of Town Centre Drive (100 foot ROW) within the designated Town Centre as generally illustrated in **Exhibit G**, attached hereto.
- The first parking stalls shall be located a minimum of forty feet (40') from street intersections.
- Street parking shall be credited against all parking requirements for development within the designated Town Centre.
- The remainder of the required parking shall be located behind the buildings fronting onto Town Centre Drive or east of the buildings within the Town Centre area.

11.2 Building design

The following development standards apply to all buildings within the Town Center area.

- All building elevations shall be 100 percent masonry except for doors, windows, roofs, patios, balconies, awnings, gutters, special decorative features and trim. Masonry shall mean brick, stone or stucco or such other similar quality material approved in writing by the Director of Planning. Stucco shall not comprise more than fifty (50) percent of this exterior finish.
- All buildings shall be permitted flat roofs only when the building contains segments with pitched roof lines that are part of an overall architectural design approved by the Director of Planning. Roofing materials for pitched roof sections shall be limited to tile or pre-finished, non-reflective metal or such other similar quality material approved in writing by the Director of Planning.
- All exterior finishes and roofs shall be comprehensively designed and submitted to the Director of Planning for approval.

11.3 Upper story uses

- Upper story uses may include second floor retail or restaurant uses.

- Upper story uses may include studios for artist and craftsmen with galleries on the first floor.
- Upper story offices are permitted without restriction.
- No residential uses shall be permitted on any floor.

11.4 Building height

- Building heights shall be limited to a maximum of three floors.

11.5 Street tree and landscaping requirements

- Street trees shall be planted in the locations generally identified on **Exhibit G** attached hereto. These trees shall comply with the standards set forth in section 6.2 above, except that smaller tree species may be permitted by the Urban Forester for trees planted on Town Centre Drive. Street trees shall be all of the same species.
- Median trees shall be planted in the median in the center of Town Centre Drive. These trees shall comply with the standards set forth in section 6.2 above. Median trees shall be all the same species or groupings of several species. Median trees need not be the same species as other street trees.
- Street trees within the Town Centre shall be planted, in accordance with the provisions of Section 6.2 above, prior to the issuance of the first Certificate of Occupancy for any portion of the Town Centre.

11.6 Site Plan required

A comprehensive site plan for each side of Town Centre Drive within the designated Town Centre shall be submitted to the Director of Planning, for his approval, prior to the issuance of a building permit for any portion of that side of the Town Centre. The site plan shall include the following:

- A site plan showing the size and location of all buildings, parking, sidewalks, landscaping, loading areas, dumpster locations and signs, including areas within the Town Centre Drive right-of-way.
- Elevations for all buildings including specifications for exterior building and roofing materials.
- Sidewalk paving materials.
- Landscaping location, plant size and species.

11.8 Phasing of Town Centre

The Town Centre shall be constructed prior to the construction of the fifth pad site including the fuel center. The Town Centre may be constructed in phases.

DEVELOPMENT PARCEL "1"

OFFICE PARCEL

1. DEVELOPMENT STANDARDS:

The Following Development Standards shall apply to all development on portions of the Property, which are identified as Development Parcel "1" on the Master Plan attached hereto as Exhibit "C".

2. PERMITTED USES:

The following principal uses are permitted: Offices

3. OUTDOORS SALES & DISPLAYS

Outdoor sales and displays are prohibited.

4. PROHIBITED BUILDING MATERIALS:

4.1 The following materials are prohibited on the exterior walls and roofs of all buildings and structures.

- Asbestos
- Mirrored Glass (reflectivity of 20% or more)

4.2 The following materials are prohibited on the exterior walls of all buildings and structures (this section does not apply to roofs, windows, doors and trim):

- Sheet metal, corrugated metal, and unfinished Aluminum
- Galvanized Steel

4.3 Sheet metal may be approved, at the sole discretion of the Director of Planning, for other minor components such as awnings or special design features.

4. DESIGN STANDARDS:

4.1. All building elevations shall be 100 percent masonry except for doors, windows, roofs, patios, balconies, awnings, gutters, special decorative features and trim. Masonry shall mean brick, stone or stucco or such other similar quality material approved in writing by the Director of Planning. Stucco shall not comprise more than fifty (50) percent of this exterior finish.

4.2. All buildings shall require pitched roofs, with a minimum 6/12 pitch, for a minimum distance of 15 feet inward from all sides of the building. Flat roofs may be permitted for the portions of the roof contained within the pitched roof sections provided they are sufficiently lower than the highest point of the pitched roof required to visually screen roof mounted mechanical equipment. All roof mounted mechanical elements must be visually screened from view from the public from a height that is five (5) feet above grade measured at the lot line of the site on which the building is located. Screening must be compatible with the building design.

4.3. Roofing materials for pitched roof sections shall be limited to tile or pre-finished, non-reflective metal or such other similar quality material approved in writing by the Director of Planning.

4.4. Any wall in excess of seventy-five (75') feet in length shall include off sets approved by the Director of Planning, to preclude a box design.

5. SERVICE & LOADING AREAS:

6.1 Screening Required:

No dock high loading area is permitted unless such area is visually screened from public streets.

6.2 Delivery Vehicles:

All delivery and utility vehicles parked on-site (other than when being actively loaded or unloaded) shall be parked within an area visually screened from public streets.

6.3 Service Areas:

Service areas shall be visually screened from all public rights-of-way. Methods of screening may include walled entrances, evergreen landscaping, and depressed service areas.

6.4 Loading areas:

All loading and service areas must be clearly signed. Loading spaces must be clearly denoted on the pavement and designed so as not to prohibit on-site vehicular circulation when occupied. Loading spaces will be located directly in front of or adjacent to a loading door. Loading areas must be designed to accommodate backing and maneuvering on-site, not from a public street. Regardless of orientation, loading doors may not be located closer than fifty feet (50') from a public street. This provision does not prevent the location of doors that provide common entry to a building from being used for minor deliveries and courier service by vehicles with six or less wheels.

6.5 Trash Storage

Refuse storage enclosures are required for all buildings. Enclosures must be of sufficient height to visually screen all refuse containers, so as to provide visual screening of views from adjacent lots and public rights-of-way. All enclosures must be constructed of permanent materials (concrete, masonry, split face block, wood, etc.), which are compatible with the building it serves. Refuse storage areas must be designed to contain all refuse generated on-site between collections. Gates shall be required only if required to achieve the needed visual screening.

6.6 Ground Mounted Mechanical Equipment:

All ground-mounted service equipment (e.g., air conditioners, transformers, trash collection equipment) related to each building shall be visually screened and landscaped. Large equipment shall be visually screened and landscaping shall be used to soften the visual appearance of the walls enclosing service areas. Service areas must be paved, and drained.

6.7 Roof Mounted Mechanical Equipment:

All roof mounted mechanical elements must be visually screened from view from a height that is five (5) feet above grade measured at the lot line of the site on which the building is located. Screening must be compatible with the building design.

7. LANDSCAPING:

7.1 Landscape and sidewalk easement:

A thirty-five foot (30') wide landscape easement shall be provided adjacent to A. W. Grimes Boulevard and Gattis School Road as generally identified on Exhibit "C".

A twenty (20) foot wide landscape easement shall be provided along all other public streets.

All areas located within these easements shall be used solely for the purpose of landscaping, and sidewalks, except for, driveways crossing the easement, lighting, monument signs,

irrigation, entry features, underground utilities, meters, utility structures and equipment required to provide utilities to the Property.

Surface drainage swales may be placed within these easements, provided they are approved by the Director of Planning as part of a comprehensive landscape plan.

Drainage detention and water quality structures are prohibited in these easements.

Landscaping within these easements shall be credited against street yard landscape requirements.

7.2 Street Trees:

Street trees shall be planted within the landscape easement adjacent to all public streets. Street trees shall be planted in compliance with the following criteria:

- Street trees along Gattis School Road shall be large size tree species with a minimum caliper size of 3.5 inches planted no more than 40 feet apart.
- Street trees along all other public streets may also include medium size tree species with a minimum caliper size of 2.5 inches planted no more than 30 feet apart; and small size tree species with a minimum caliper size of 1.5 inches planted no more than 20 feet apart.
- Tree species size shall be determined by the Urban Forester.

7.2.1 Street Trees: Street trees shall be planted to avoid interference with streetlights, signage and other fixtures.

7.2.2 Street trees shall be planted at least eight feet (8) from edge of driveways.

7.2.3 Street trees shall be kept out of street intersection triangles at a minimum of 35 feet by 35 feet measured from the face of curb.

7.2.4 Street trees shall be planted a no less than 5 feet from underground utilities and 15 feet from overhead lines.

7.2.5 Street trees shall be planted no less than 5 feet from fire hydrants.

7.2.6 Street trees shall be planted no less than 4 feet from the back of curb.

7.2.7 Caliper size, height, measurement and other specifications shall be as specified in *American Standards for nursery stock (ANSI260.1)*

7.2.8 Planting Plan: The Owner shall submit a street tree planting plan with the submittal of construction plans for the first phase of development on Development Parcel 1 identified on Exhibit C.

7.2.9 Street trees shall be irrigated by a permanent automatic irrigation system constructed to City standards by the Owner

7.2.10 Street trees and their associated irrigation system, along Gattis School Road, shall be planted and inspected prior to the issuance of the first Certificate of Occupancy for any development on Development Parcel 1 identified on Exhibit C.

7.2.11 Street trees and their associated irrigation system, along Joyce Lane, shall be planted and inspected as part of the street construction of Joyce Lane prior to street improvements being accepted by the City.

7.2.12 A fiscal maintenance guarantee shall be provided by the Owner, which provides for replacement of street trees and repair of irrigation systems for a period of two years. The Urban Forester shall have the authority to identify all trees or other plant materials, which require replacement. The fiscal guarantee shall be extended for one year for plants that are replaced.

7.2.13 A Property Owners Association (POA) shall be established, funded and assigned the responsibility for ongoing maintenance, repair and replacement of both street trees and irrigation. Irrigation shall be paid for by the POA.

7.3 Open Space:

All parcels for which a building permit and a Certificate of Occupancy have been issued and which do not contain buildings, structures, parking lots, sidewalks, fountains, site furniture or other improvements, including, but not limited to, front, side and rear building set back areas, and all areas between the curb line and the property line, must be planted, landscaped, and maintained in good condition. The landscape planting must provide for easy maintenance. Utility easements will be landscaped consistent with other landscape areas where allowed by the respective utility company.

All such landscaped areas not planted in groundcover or shrub beds will be planted in grasses, preferably sod. Over seeding in fall with cool season native grasses is allowed.

The area located within the 25-year flood plain may be seeded for grass without requiring additional plant materials

7.4 Rights of Way:

Areas within public road rights-of-way must be landscaped and irrigated only in accordance with a license agreement with the City.

7.5 Irrigation:

An underground, automatic irrigation system must be installed in all landscaped areas other than areas approved by the Director of Planning for plant materials that do not normally require irrigation. Sprinkler heads must be located to effectively water the landscaped areas with minimal spray onto roadways, parking areas and walkways.

All irrigation systems shall be inspected and approved prior to the issuance of a certificate of occupancy for the building for which the landscaping is required.

7.6 Parking Areas:

In all vehicular use areas and parking areas, landscaped strips, islands, peninsulas, medians, or other landscaped areas shall be provided in accordance with the requirements of the Code at the time that a Building Permit is issued.

8. UTILITY LINES:

All utility service lines must be underground to connection points provided by the utility service provider. All transformers must be visually screened.

DEVELOPMENT PARCEL 1-A

PRIVATE SCHOOL

1. DEFINITIONS

Words and terms used herein shall have their usual force and meaning, or as defined in the Round Rock City Code, as amended, hereinafter referred to as “the Code.”

2. PROPERTY

This Plan covers approximately 3.017 acres of land, located within the city limits of Round Rock, Texas, and more particularly described in Exhibit “A-1 – Field Notes 3.017-Acre Tract”.

3. PERMITTED USES

3.1 The following uses are permitted. Unless otherwise described below, the definitions of all terms used to describe uses in this document shall be those found in the Zoning Code of the City of Round Rock, as amended.

- (1) Private School for elementary school students. The school is to operate with all-day and half-day sessions, utilizing two, three and five day per week programs. The building shall be limited to 16,000 square feet, with a capacity of 200 students.

4. DESIGN STANDARDS

4.1 The Property shall be regulated for purposes of zoning and subdivision by this Plan. All aspects not specifically covered by this Plan shall be regulated by the OF (Office) zoning district and other sections of the Code, as applicable, and as amended. If there is a conflict between this Plan and the Code, this Plan shall supersede the specific conflicting provisions of the Code.

4.2 All other Ordinances within the Code, as amended, shall apply to the Property, except as clearly modified by this Plan. In the event of a conflict, the terms of this Plan shall control.

4.3 For the purpose of establishing setbacks and compatibility buffer requirements, the abutting portion of PUD 56, Parcel 4 – Single Family, shall be considered SF (Single Family) zoned property.

4.4 All building elevations shall be one-hundred percent (100%) masonry, except for doors, windows, roofs, patios, balconies, awnings, gutters, special decorative features and trim. Masonry shall mean brick, stone or stucco or such other similar quality material approved in writing by the Development Services Manager. Stucco shall not comprise more than fifty percent (50%) of the exterior finish.

4.5 All buildings shall require pitched roofs, with a minimum 6/12 pitch, for a minimum distance of 15 feet inward from all sides of the building. Flat roofs may be permitted for portions of the roof contained within the pitched roof sections provided they are sufficiently lower than the highest point of the pitched roof required to visually screen roof mounted mechanical equipment. All roof mounted mechanical elements must be visually screened from view from the public from a height that is five feet (5') above grade measured at the lot line of the site on which the building is located. Screening must be compatible with building design.

- 4.6 Roofing materials for pitched roof sections shall be limited to tile or pre-finished, non-reflective metal or such other similar quality material approved in writing by the Development Services Manager.
- 4.7 Any wall in excess of seventy-five feet (75') in length shall include off-sets approved by the Development Services Manager, to preclude a box design.
- 4.8 Setbacks shall be as follows:
 - (1) Minimum building setbacks from all public streets, identified in Exhibit "C" shall be thirty feet (30').
 - (2) Minimum building setbacks from all internal property lines shall be twenty-five feet (25'), with a reduction to fifteen feet (15') upon approval by the Fire Marshall when there is a joint-access fire line with an abutting property.

5. LANDSCAPE EASEMENTS & STREET TREES

5.1 In addition to the landscaping requirements of the OF (Office) district, located in Section 46-195 of the Code, as amended, the following shall apply:

(1) Landscape Easements

- (a) A thirty foot (30') wide landscape easement shall be provided adjacent to Gattis School Road, as identified on Exhibit 'C'.
- (b) All areas located within these easements shall be used solely for the purpose of landscaping and sidewalks, except for driveways crossing the easement, lighting, monument signs, irrigation, entry features, underground utilities, meters, utility structures and equipment required to provide utilities to the Property.
- (c) Surface drainage swales may be placed within these easements, provided they are approved by the Development Services Manager as part of a comprehensive landscape plan.
- (d) Drainage detention and water quality structures are prohibited in these easements.
- (e) Landscaping within these easements shall be credited against street yard landscape requirements.

(2) Street Trees

- (a) Street trees shall be planted within the landscape easement adjacent to Gattis School Road. Street trees shall be planted in compliance with the following criteria:
 - i. Large species trees with a minimum caliper size of 3.5 inches, planted no more than 40 feet apart.
- (b) Street trees shall comply with the following standards:
 - i. Avoid interference with street lights, signage and other features;
 - ii. No plantings in street intersection triangles, a minimum of 35 feet by 35 feet, as measured from the face of the curb;
 - iii. Planted no less than five feet (5') from underground utilities and fifteen feet (15') from underground utilities;
 - iv. Planted no less than five feet (5') from fire hydrants;

- v. Planted no less than four feet (4') from the back of curb;
- vi. Irrigated by a permanent automatic irrigation system;
- (c) The Owner shall submit a street tree planting plan with the submittal of a site plan for development on Parcel 1-A, as identified on Exhibit 'C'.
- (d) Street trees and their associated irrigation system along Gattis School Road shall be installed to the satisfaction of the Development Services Manager prior to the issuance of a Certificate of Occupancy for any development on Development Parcel 1-A, as identified on Exhibit 'C'.
- (e) A fiscal maintenance guarantee shall be provided by the Owner, providing for replacement of the street trees and repair of the irrigation systems for a period of two years. The Development Services Manager shall have the authority to identify all trees or other plant materials which require replacement. The fiscal guarantee shall be extended for one year for plants that are replaced.
- (f) A Property Owners Association (POA) shall be established, funded and assigned the responsibility for ongoing maintenance, repair and replacement of both street trees and irrigation. Irrigation shall be paid for by the POA.

6. DRIVEWAYS AND DRIVEWAY THROAT LENGTH

- 6.1 No driveways will be permitted from the Property onto Gattis School Road.
- 6.2 Driveway throat lengths for Joyce Lane driveways shall be subject to the approval of the Director of Infrastructure or his designee.

7. TRANSPORTATION

- 7.1 A Traffic Impact Analysis (TIA) for this site has been approved by the City. The TIA identified that a right turn lane to Joyce Lane will be required on Gattis School Road as a result of this development. The TIA also indicates that the Owner's pro rata share of this improvement is 40% of the total cost (including but not limited to engineering, construction, utility relocation, environmental, right of way acquisition, etc.). Prior to site plan permitting, a cost participation agreement between the Owner and the City, detailing the Owner's share of the right turn lane improvements, must be in executed.

8. GENERAL PLAN 2010

This Development Plan amends the Round Rock General Plan 2020, which was adopted on July 22, 2010.

9. DEVELOPMENT PROCESS

This Plan serves as the Concept Plan required by the Code and approval of this Plan substitutes as a Concept Plan approval. Utility, drainage and other infrastructure information required by the Code are not approved with the approval of this Plan. Subsequent review and approval by the City of this infrastructure information shall be necessary. As required by City Code, the Owner shall be required to complete the remaining steps in the City's development process. This may include subdivision platting and site plan review. The subdivision platting process includes a Preliminary Plat and a Final Plat. A site development plan must be approved. No site development plan approval on the Property shall be granted until a Final Plat is recorded. No building permit on the Property shall be issued until the site development plan is approved by the Development Services Office.

10. UNDERGROUND UTILITY SERVICE

Except where approved in writing by the Chief of Public Works Operations, all electrical, telephone and cablevision distribution and service lines, other than overhead lines that are three phase or larger, shall be placed underground. This requirement shall not apply to existing overhead lines.

DEVELOPMENT PARCEL "4"

SINGLE FAMILY RESIDENTIAL PARCEL

1. DEVELOPMENT STANDARDS:

The purpose of the following development standards is to provide for quality single-family residential development on with standard sized homes on small lots with reduced yard areas. The housing product placed on these lots will be required to provide designs that reflect a unique character and provide a varied streetscape.

Development Parcel "4", as generally identified on Exhibit "C", shall be developed for Single family Residential uses as permitted in the City of Round Rock SF-2 Zoning District. Development standards for this development shall be those contained in the SF-2 Zoning District with the following exception.

- 1.1 Minimum Lot area shall be 5000 square feet.
- 1.2 Maximum height shall be thirty-five (35) feet.
- 1.3 All homes shall contain a two-car garage.
- 1.4 Maximum building site coverage 2750 square feet. (includes all areas under roof).
- 1.5 Minimum building setbacks:
 - Street Yards - Street yard setbacks shall be varied from 10 feet to 20 feet, provided that in all cases the face of a garage door shall have a minimum setback of 22 feet. Additionally the face of the garage door shall be setback five or more feet from the front wall of the house.
 - Rear Yards - 10 feet
 - Side Yards - 5 feet
- 1.6 The exterior finish of all homes shall be a minimum of sixty (60) percent stone, brick or cultured stone. Additionally, one hundred (100) percent of all elevations that front a public street shall be stone, brick or cultured stone and shall extend around both sides of the home a minimum of seven (7) feet. Windows, doors, trim and gables above garages are exempt from the requirement.
- 1.7 All homes shall contain a minimum of sixteen-hundred (1,600) square feet. The calculation of minimum square footage shall include only areas served by central air conditioning.

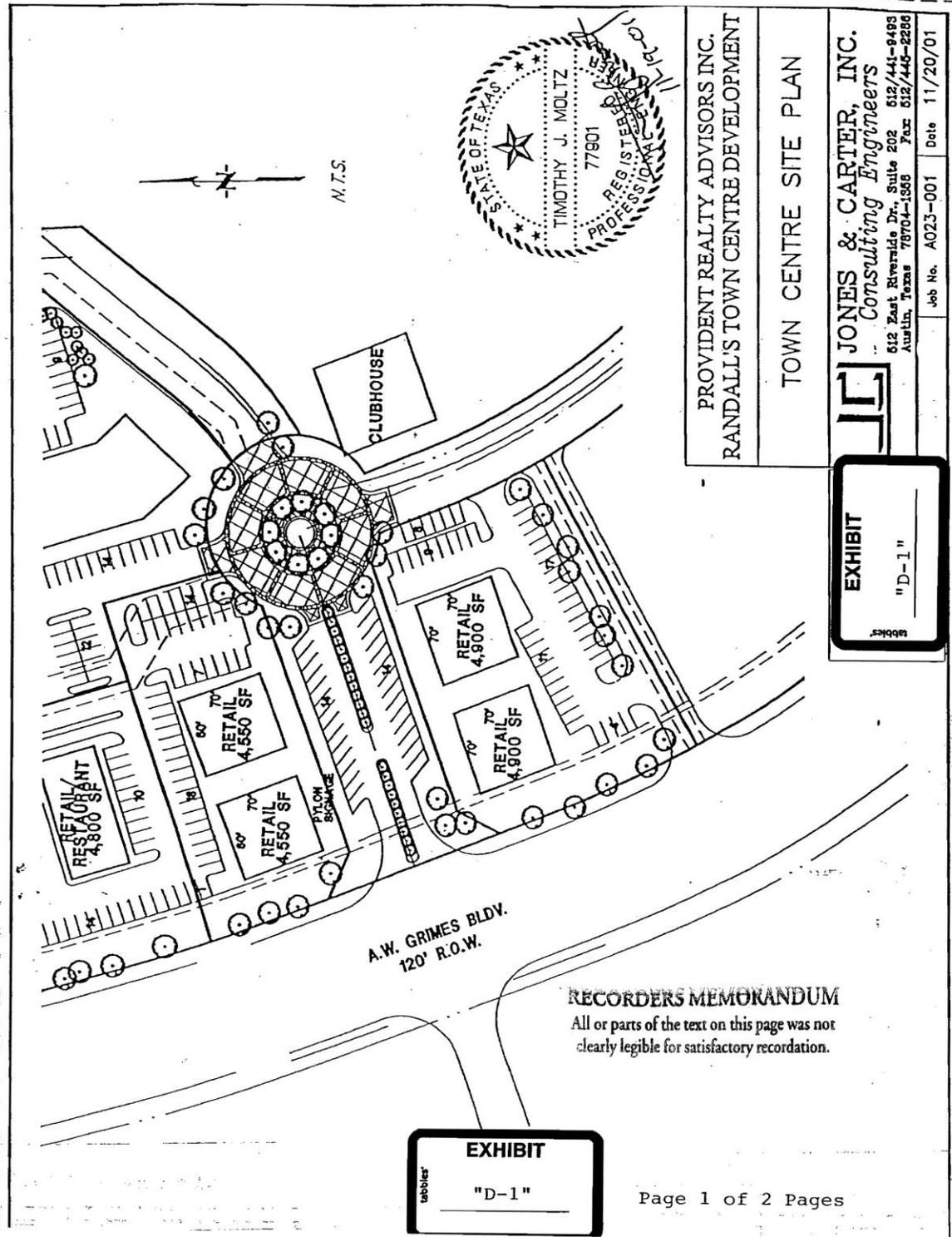
2. STREET TREES:

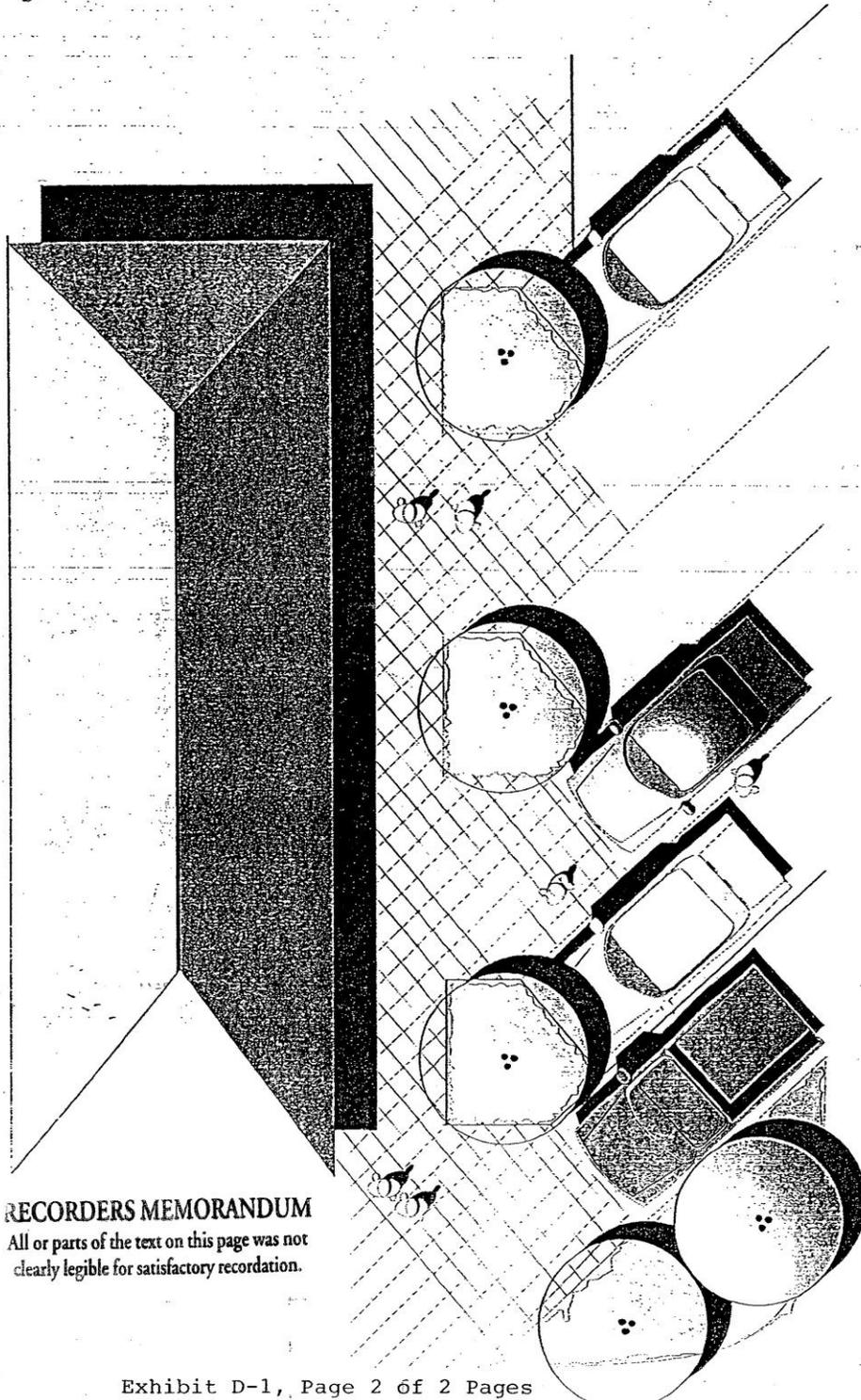
Street trees shall be planted within a 52 foot wide right of way in accordance with the sketch attached hereto as **Exhibit D-2**. Street trees shall be planted in accordance with the following standards:

- 2.1 Street trees shall be planted to avoid interference with streetlights, signage and other fixtures.
- 2.2 Street trees shall be planted at least five feet (5') from edge of driveways.
- 2.3 Street trees shall be kept out of street intersection triangles at a minimum of 35 feet by 35 feet measured from the face of curb.

- One tree with a minimum caliper size of 2.5 inches shall be planted between the sidewalk and the street curb of each lot as specified in Exhibit D-2. The Urban Forester shall specify the appropriate species to be used.
- 2.4 Street trees shall be planted a no less than 5 feet from underground utilities and 15 feet from overhead lines.
 - 2.5 Street trees shall be planted no less than 5 feet from fire hydrants.
 - 2.6 Street trees shall be planted no less than 4 feet from the back of curb.
 - 2.7 Caliper size, height, measurement and other specifications shall be as specified in *American Standards for nursery stock* (ANSI260.1)
 - 2.8 Planting Plan: The Owner shall submit a street tree planting plan in conjunction with the submittal of construction plans for each final plat.
 - 2.9 Street trees shall be irrigated by a permanent irrigation system constructed on each lot by the home builder.
 - 2.10 Street trees for each lot and their associated irrigation system shall be planted and inspected prior to the issuance of a Certificate of Occupancy for each individual home.
 - 2.12 Property Owners Association (POA) shall be established, funded and assigned the responsibility to ensure the ongoing maintenance, repair and replacement of both street trees and the cost of irrigation. The POA shall be provided an easement on each lot to accommodate access to the irrigation system for each lot and shall have the authority to enter onto each lot to turn on irrigation to street trees.
 - 2.13 A maintenance agreement shall be provided to the City by the POA, which provides for replacement of trees and repair of irrigation systems for a period of two years

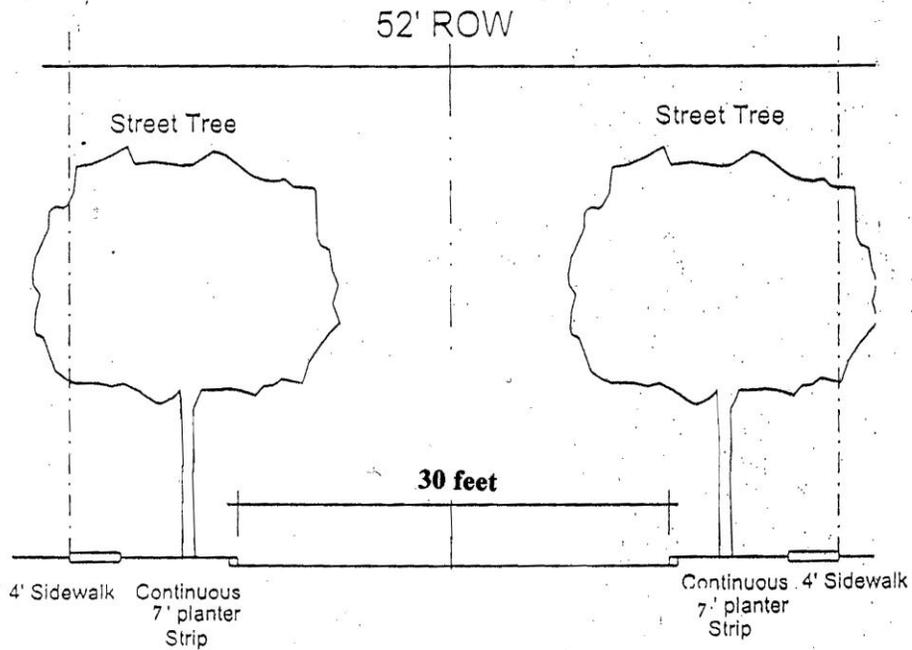
EXHIBIT "D-1"
Town Centre Tracts





RECORDERS MEMORANDUM
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EXHIBIT "D-2"
Alternative Local Street



Alternative Local Street

RECORDERS MEMORANDUM
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EXHIBIT
"D-2"

EXHIBIT
"D-2"

EXHIBIT "E"
Trail Schematic

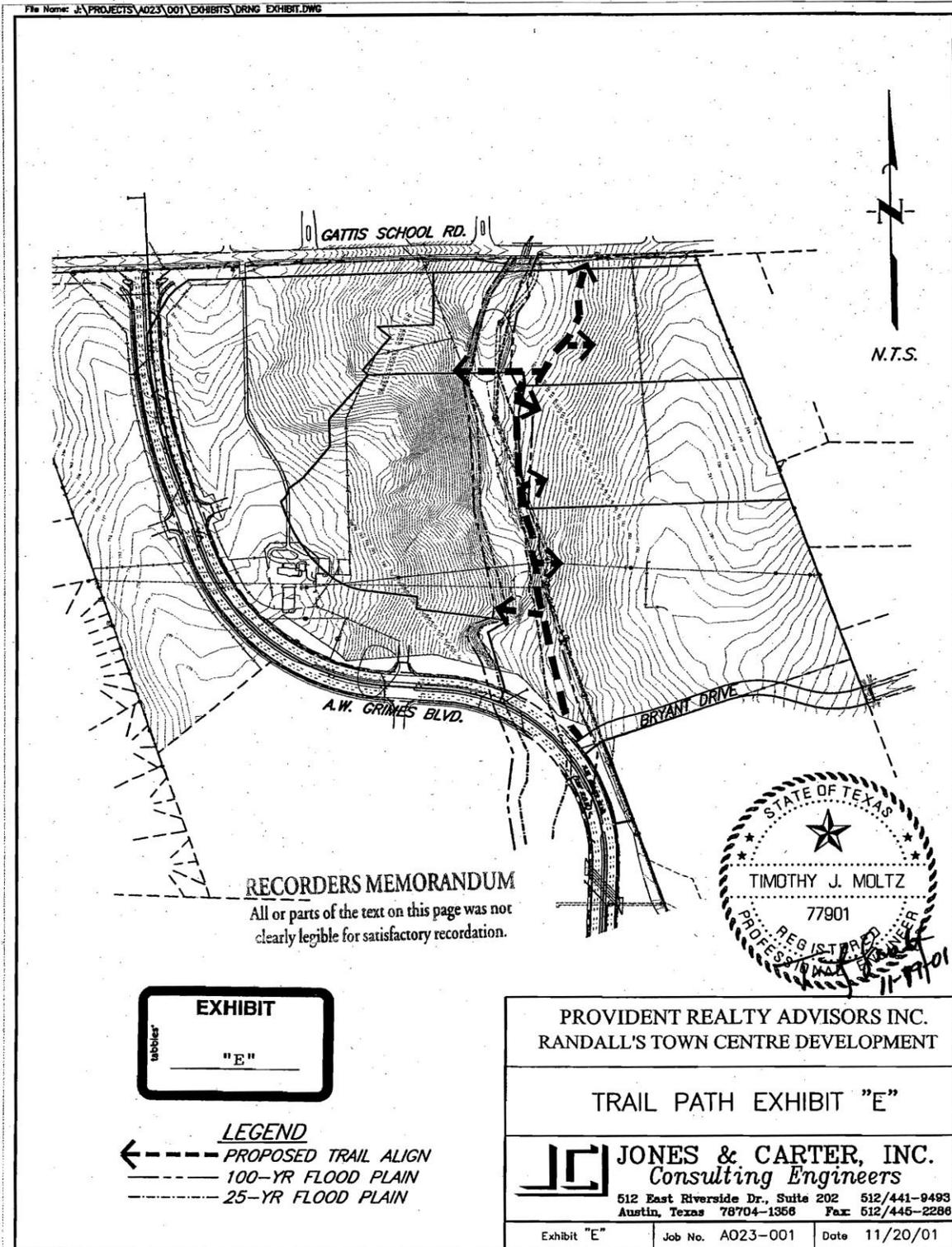


EXHIBIT "F"
Gattis School Road Field Notes