

THE STATE OF TEXAS)

COUNTY OF TRAVIS)

TRV 2001105860
117 pgs

**ORDER
OF THE SPECIAL BOARD OF REVIEW
REGARDING THE TRIANGLE SQUARE DEVELOPMENT PLAN**

This Order, with the exhibits hereto, approves a substantial amendment and revision of the Triangle Square Development Plan established by the Special Board of Review to govern the use of a tract of land located in the city of Austin, Travis County, Texas, consisting of approximately 22.144 acres, (the "Triangle Tract"), as provided in Texas Natural Resources Code, Sec. 31.161 et seq. (Vernon 2001)

WHEREAS, pursuant to Chapter 533, Texas Health and Safety Code, the Texas Legislature authorized the lease for non-governmental purposes of certain property belonging to the Texas Department of Mental Health and Mental Retardation ("TDMHMR"), including the Triangle Tract, which is more fully described by metes and bounds in Exhibit "A" attached hereto and incorporated herein,

WHEREAS, on May 15, 1997, the State of Texas, acting by and through TDMHMR, as Lessor, entered into a Lease of the Triangle Tract with Triangle Retail, Ltd., as Lessee,

WHEREAS, on October 13, 1998 the Special Board of Review entered its Order establishing a development plan for the Triangle Tract in accordance with the Texas Natural Resources Code, Sec. 31.166 (Vernon 1998),

WHEREAS, the Texas Board of Mental Health and Mental Retardation on October 26, 2000, authorized the Commissioner of TDMHMR to recommend to the Special Board of Review a substantially amended and revised development plan,

WHEREAS, on March 1, 2001, the Texas Board of Mental Health and Mental Retardation adopted a resolution which recognized that subsequent actions by the Special Board of Review regarding the development plan would be deemed to be approved by the Texas Board of Mental Health and Mental Retardation,

WHEREAS, a majority of the members of the Special Board of Review duly requested a meeting of the Special Board of Review to review the substantially amended and revised development plan of the Triangle Tract,

WHEREAS, public hearing before the Special Board of Review was held on June 18, 2001 and all six members of the Board were present at the hearing,

WHEREAS, the political subdivisions in which the land is located (i.e. Travis County, the City of Austin, and the Austin Independent School District) were duly notified of the public hearing,

WHEREAS, the Triangle Tract is located in only one city, the City of Austin, and only one county, Travis County, Texas,

WHEREAS, the Special Board of Review considered at its June 18, 2001 the Substantial Amendment of the Triangle Square Development Plan as revised through the date of that hearing (the "Plan"), in accordance with rules promulgated by the General Land Office for conduct of such special review,

WHEREAS, the hearing was conducted in Austin, Travis County, Texas, the county where the Triangle Tract is located, and the Board invited and discussed public and governmental input, and

WHEREAS, following testimony and discussion at the June 18, 2001 hearing described in this Order, a majority of the members of the Special Board of Review (hereinafter, the "Board") voted to adopt a resolution and order to approve the Substantial Amendment of the Triangle Square Development Plan, and to delegate to staff of the General Land Office the authority to reduce the resolution and order to a recordable form,

NOW THEREFORE, the Board hereby issues this Order in conformance with its Resolution and with the Texas Natural Resources Code, Sections 31 161-167 (Vernon 2001)

1 The Triangle Square Development Plan as Substantially Amended and Revised in the form attached to this Order as Exhibit "B" together with all of its exhibits, and incorporated herein, (the "Revised Development Plan") is hereby approved and adopted

2 Development of the Land shall be in accordance with the Revised Development Plan and this Order, and must comply with all local rules, regulations, orders, or ordinances except as specifically identified in the Plan and this Order

3 Pursuant to Section 31 167, Tex Nat Res Code Ann, the Revised Development Plan is final and binding on the state, its lessees, successors in interest and assigns, and affected local governments or political subdivisions unless revised by the Board

4 The Revised Development Plan may not be modified by a local government, political subdivision, owner, builder, developer, or any other person without (1) specific approval by the Board, or (11) as otherwise permitted pursuant to the plan adopted by this Order

5 A copy of the Revised Development Plan shall be filed in the Official Public Records of Travis County, Texas

Given under my hand and seal of office this the 25 day of June, 2001

SPECIAL BOARD OF REVIEW
for the Triangle Square Revised Development Plan

By: David Dewhurst
David Dewhurst, Chairman, Special Board of Review
Commissioner, Texas General Land Office
Chairman, School Land Board

Exhibit "A" Legal Description of Land
Exhibit "B" Revised Development Plan

Exhibit "A"
Legal Description of Land

22.539 ACRES
POST PROPERTIES
TRIANGLE TRACT

FN. NO. 01-024(MJJ)
JANUARY 19, 2001
BPI JOB NO. 856-05

DESCRIPTION

OF A 22.539 ACRE TRACT OF LAND OUT OF THE FOLLOWING SURVEYS: THE GEORGE W. SPEAR SURVEY ABSTRACT NO. 697, THE JAMES P. WALLACE SURVEY ABSTRACT NO. 789, THE THOMAS GRAY SURVEY ABSTRACT NO. 310 AND THE JAMES ROGERS SURVEY, SITUATED IN THE CITY OF AUSTIN, TRAVIS COUNTY, TEXAS, BEING ALL OF THAT CERTAIN 9.00 ACRE TRACT OF LAND CONVEYED TO THE TEXAS DEPARTMENT OF MENTAL HEALTH AND RETARDATION BY DEED OF RECORD IN VOLUME 12765, PAGE 12 OF THE REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS AND ALSO BEING A PORTION OF THE FOLLOWING TRACTS OF LAND: THAT CERTAIN 19 1/2 ACRE TRACT OF LAND CONVEYED TO THE STATE OF TEXAS BY DEED OF RECORD IN VOLUME 55, PAGE 247, THAT CERTAIN 88 4/5 ACRE TRACT OF LAND CONVEYED TO THE STATE OF TEXAS BY DEED OF RECORD IN VOLUME 55, PAGE 246 BOTH OF THE DEED RECORDS OF TRAVIS COUNTY, TEXAS AND THAT CERTAIN 2.25 ACRE TRACT OF LAND CONVEYED TO THE TEXAS DEPARTMENT OF MENTAL HEALTH AND RETARDATION BY DEED OF RECORD IN VOLUME 12765, PAGE 12 OF SAID REAL PROPERTY RECORDS; SAID 22.539 ACRES ALSO BEING A PORTION OF THAT CERTAIN 21.26 ACRE LEASE TRACT OF RECORD IN VOLUME 12980, PAGE 277 OF SAID REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS; SAID 22.539 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING, at a brass disc found in concrete at the intersection of the westerly line of Guadalupe Street (100' R.O.W.) with the easterly line of Lamar Boulevard (100' R.O.W.), being the northernmost corner of said 9.00 acre tract and the northernmost corner hereof;

THENCE, along the westerly line of Guadalupe Street, being the easterly line hereof, the following two (2) courses and distances:

- 1) Along a curve to the left having a radius of 1202.30 feet, a central angle of 10°31'19", an arc length of 220.79 feet and a chord which bears S07°58'59"W, a distance of 220.48 feet to a brass disc found in concrete for the end of said curve;
- 2) S02°45'07"W, a distance of 1358.55 feet to the southeasterly corner hereof, from which a 3/8 inch iron rod found for the point of curvature of a curve to the left bears S02°45'07"W, a distance of 45.93 feet;

THENCE, leaving the westerly line of Guadalupe Street, over and across said 19 1/2 acre tract, said 2.25 acre tract and said 88 4/5 acre tract, along the irregular southerly line hereof, the following six (6) courses and distances:

- 1) N87°15'05"W, a distance of 257.93 feet to an angle point;

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- 2) N62°37'05"W, a distance of 123.78 feet to an angle point;
- 3) N30°23'39"W, a distance of 195.56 feet to an angle point;
- 4) N62°37'05"W, a distance of 165.00 feet to an angle point;
- 5) N27°22'31"E, a distance of 362.94 feet to an angle point;
- 6) N59°47'07"W, a distance of 757.25 feet to a point in the curving easterly line of Lamar Boulevard, for the westernmost southwesterly corner hereof;

THENCE, along the easterly line of Lamar Boulevard, being the westerly line hereof, the following two (2) courses and distances:

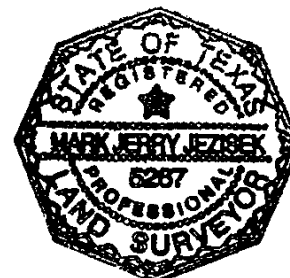
- 1) Along a curve to the right having a radius of 1078.83 feet, a central angle of 22°55'41", an arc length of 431.72 feet and a chord which bears N57°14'46"E, a distance of 428.84 feet to a brass disc found in concrete for the end of said curve;
- 2) N68°41'04"E, a distance of 897.04 feet to the POINT OF BEGINNING, containing an area of 22.539 acres (981,804 sq. ft.) of land, more or less, within these metes and bounds.

THE BEARING BASIS FOR THIS SURVEY IS TEXAS STATE PLANE COORDINATES CENTRAL ZONE NAD 83.

I, MARK J. JEZISEK, A REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY CERTIFY THAT THE PROPERTY DESCRIBED HEREIN WAS DETERMINED BY A SURVEY MADE ON THE GROUND UNDER MY DIRECTION AND SUPERVISION. A SURVEY EXHIBIT WAS PREPARED TO ACCOMPANY THIS FIELDNOTE DESCRIPTION.

BURY & PARTNERS, INC.
ENGINEERS-SURVEYORS
3345 BEE CAVES ROAD, SUITE 200
AUSTIN, TEXAS 78746

Mark J. Jezisek 1/19/01
MARK J. JEZISEK, R.P.L.S.
NO. 5267
STATE OF TEXAS



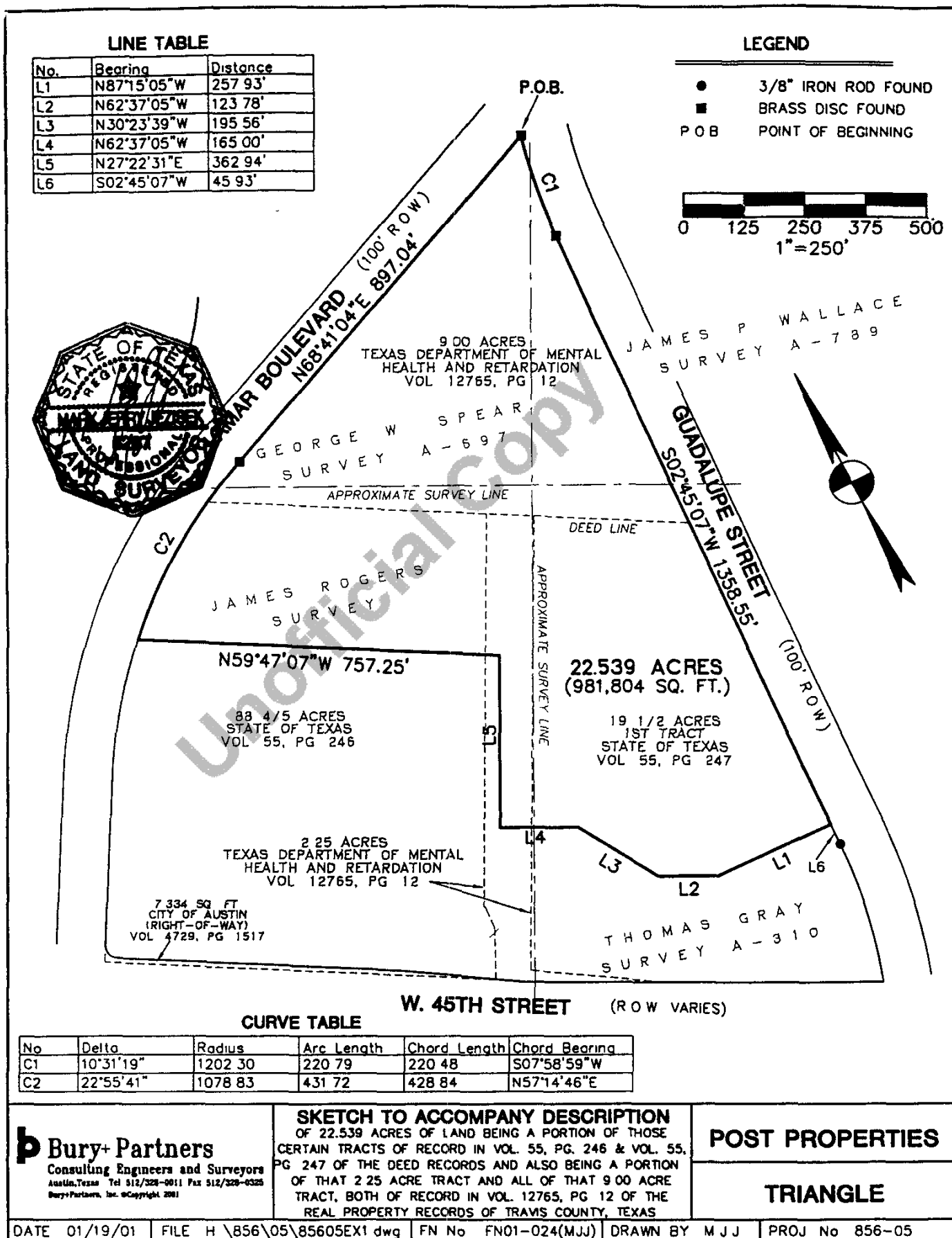




Exhibit "B"
Revised Development Plan

Unofficial Copy

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**ORDER
EXHIBIT "B"**

SUBSTANTIAL AMENDMENT TO TRIANGLE SQUARE DEVELOPMENT PLAN

A REGULATING DOCUMENT OF THE SPECIAL BOARD OF REVIEW PURSUANT TO SECTION 31.161 OF THE TEXAS NATURAL RESOURCES CODE IN THE NATURE OF A MUNICIPAL ORDINANCE ESTABLISHING A SUBSTANTIAL AMENDMENT TO THE DEVELOPMENT PLAN FOR APPROXIMATELY 22 ACRES OUT OF THE GEORGE W. SPEAR, JAMES P. WALLACE, THOMAS GRAY AND JAMES ROGERS SURVEYS, AS MORE PARTICULARLY DESCRIBED IN THIS REGULATING DOCUMENT, LOCALLY KNOWN AS THE TRIANGLE LOCATED BETWEEN GUADALUPE STREET, N. LAMAR BLVD., AND W. 45TH STREET, AUSTIN, TRAVIS COUNTY TEXAS, APPROVED PURSUANT TO THAT CERTAIN ORDER OF THE SPECIAL BOARD OF REVIEW APPROVED ON OCTOBER _____, 1998, AND FILED IN VOL. 13290, PAGE 18, OF THE REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS.

PART 1. This Substantial Amendment to the Development Plan (the "Original Development Plan") attached as Exhibit "B" to that Order (the "Order") of the Special Board of Review approved on October _____, 1998, and filed in Volume 13290, Page 18 of the Real Property Records of Travis County, Texas shall be effective as of the date reflected in Part 13 below and shall be deemed to replace and substitute for the Original Development Plan in its entirety

PART 2. The Zoning Map established by Chapter 13-2-22 of the Austin City Code is amended to establish a "GR-MU-CO" Community Commercial-Mixed Use-Conditional Overlay Combining District, on the property described in the City of Austin Development Review and Inspection Department File No. C14-97-0146 as follows.

22.144 acres (964,584 square feet) out of the George W Spear Survey A-697, the James P. Wallace Survey A-789, the Thomas Gray Survey A-310 and the James Rogers Survey A-600, situated in the City of Austin, Travis County, Texas, and more particularly described in the metes and bounds description attached hereto as Exhibit A,

locally known as "The Triangle" and comprising a portion of the tract of land located between Lamar Boulevard and Guadalupe Street north of 45th Street, in the City of Austin, Travis County, Texas and referred to in this Regulating Document and all attached exhibits as the "Property" The Property is depicted on the Concept Plan

PART 3. The following uses shall be permitted on the Property in addition to any uses generally

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permitted in the GR-MU base District.

- (1) Art & Craft Studio (General),
- (2) Home Occupation; and
- (3) Liquor Sales (no drive through)

Notwithstanding the foregoing, the following uses are prohibited on the Property within the boundaries of the Conditional Overlay Combining District established by this Regulating Document

- (1) Automotive Rentals,
- (2) Automotive Repair Service,
- (3) Automotive Sales,
- (4) Automotive Washing (Automatic or Mechanical),
- (5) Commercial Off-Street Parking (except to the extent of any parking structures shared by public transit authorities);
- (6) Exterminating Service,
- (7) Pawn Shop Services,
- (8) Restaurant with Drive-In Window, and
- (9) Service Station

Except as specifically restricted under this Regulating Document, the Property may be developed and used in accordance with the regulations established for the GR-MU base district and other applicable requirements of the Austin City Code

PART 4. Words not defined in this ordinance have the meaning assigned in the Austin City Code In this ordinance

- (1) **CONCEPT PLAN** means the illustrative site plan and design sections attached as Exhibit B.
- (2) **DEPARTMENT** means the City of Austin Development Review and Inspection Department.
- (3) **DEVELOPER** means the lessee under that certain ground lease dated May 15, 1997 with the State of Texas acting by and through the Texas Department of Mental Health and Mental Retardation, as the same may be amended from time to time, together with any assignees or transferees of the lessee's interest permitted thereunder.
- (4) **DEVELOPMENT PLAN** means the Development Plan described in Sections 31 161-167 of the Texas Natural Resources Code and includes this Regulating Document and attached Exhibits A through M.

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- (5) **DIRECTOR** means the Director of the Development Review and Inspection Department of the City of Austin or successor department
- (6) **PROJECT** means the project to be constructed on the Property
- (7) **SUBSTANTIAL AMENDMENT**, as used in 31 TAC, Section 13.31, for purpose of this Development Plan means any change, amendment, or modification that is not a change, amendment, or modification that may be approved administratively by the City, or is not a change, amendment or modification permitted in this Development Plan. Notwithstanding the foregoing, each of the following shall be considered a Substantial Amendment: (i) any modification, change or amendment to this Development Plan allowing greater shifting of building footprints than that permitted by Subpart G1 of the Development Guidelines Section of Exhibit I, (ii) any modification, change or amendment to this Development Plan which reduces the minimum "Total Civic Open Space" requirement contained in the Site Regulations Section of Exhibit I, (iii) any modification, change or amendment to this Development Plan which changes the permitted uses of Building Blocks provided in Subpart G16 of the Development Guidelines Section of Exhibit I; (iv) any modification, change or amendment to this Development Plan which increases the maximum number of 24 hour two-way volume trips per day permitted by Subpart (B)(3) of Part 5 of this Regulating Document; (v) any modification, change or amendment to this Development Plan allowing greater movement of driveways than that permitted by Subpart G10 of the Development Guidelines Section of Exhibit I, and (vi) any modification, change or amendment to this Development Plan which would increase the volume of stormwater discharge from the Project from the level which exists prior to development of the Project

PART 5 The Property shall conform to the Development Plan, the limitations and conditions set forth in this Regulating Document, and all applicable City of Austin regulations and ordinances, except to the extent modified by this Regulating Document. The Development Plan shall be the basis for review by the City of Austin of all site plans or other development approvals for the Property as long as the provisions of Part 6 are satisfied. Under Section 31.167(a) of the Texas Natural Resources Code, the provisions of the Development Plan shall be binding on the State and the City of Austin unless revised by the Special Board of Review as provided in Section 31.167(a) of the Texas Natural Resources Code. If the text of this Regulating Document and the attached exhibits conflict with one another, the more restrictive provision controls.

PART 6 The following attached exhibits are copies of originals on file with the Department in File No. C14-97-0146 and are incorporated into this Regulating Document.

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Exhibit A:	Description of the Property by Metes and Bounds
Exhibit B.	Concept Plan
Exhibit C	Stormwater and Drainage Plan
Exhibit D.	Traffic Impact Analysis
Exhibit E	Wetlands Mitigation Plan
Exhibit F	Water and Wastewater Plan
Exhibit G	Sketch of Water and Wastewater Connections
Exhibit H	Landscape Alternative Compliance Guidelines
Exhibit I	Site Regulations and Development Guidelines
Exhibit J	The Adjacent Five Acre Parcel
Exhibit K	Ordinance #000817-48-B and Ordinance #000817-49
Exhibit L	Dimensions for Parking Garages
Exhibit M.	Equivalencies

- (A) Attached Exhibit A describes the Property
- (B) Exhibits B through I and Exhibits K through M contain the development standards for the Property with the following additions or exceptions. All approvals, exceptions, or amendments are subject to the development on the Property complying with the requirements of Part 7 of this Regulating Document
- (1) All site plan applications and other development applications for the Property and the maximum density and intensity of development on the Property shall conform to the Concept Plan attached as Exhibit B and the Site Regulations and Development Guidelines attached as Exhibit I
- (2) All site plan applications and other development applications for the Property shall comply with the Austin City Code and regulations regarding stormwater and detention except to the extent provided in the Stormwater and Drainage Plan contained in Exhibit C; no additional detention of the two year storm event shall be required other than as provided in Exhibit C. All drainage improvements in public right-of-way or drainage easements shall be designed and constructed in accordance with the current version of the City of Austin's Drainage Criteria Manual. The Developer may propose amendments to the Stormwater and Drainage Plan which shall be subject to administrative approval by the Director of the City of Austin Watershed Protection Utility or successor department
- (3) No site plan for the Property shall be approved or released, and no building permit for the construction of a building on the Property shall be issued, if the completed development or uses authorized by the proposed site plan or development approval, considered cumulatively with all previously

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authorized development and uses for the Property, would generate traffic exceeding 21,350 24 hour two-way volume trips per day as determined by a traffic impact analysis (the "Final TIA") submitted to the City of Austin in conjunction with an application for a site development permit for the Project. No site plan, building permit or other development approval for the Property, including applications for future special exceptions, shall be denied on the basis of traffic or trip generation, or any requirements or standards relating to traffic or trip generation, so long as the proposed development considered cumulatively with all previously authorized development and uses for the Property does not generate traffic exceeding 21,350 24 hour two-way volume trips per day as determined by the Final TIA. The trips shall be calculated using the Sixth Edition, Trip Generation. The Final TIA shall be submitted solely for showing compliance with the above-described trips per day limitation and shall be subject to the same qualifications and assumptions contained on that certain Traffic Impact Analysis for the Project attached as Exhibit D hereto (the "Original TIA"). The City of Austin shall not require the construction of traffic improvements, the payment of fiscal deposits, the payment of additional fees, or impose additional design criteria or other requirements or standards relating to traffic as a condition to any development approval for the Property, except as set forth in the following paragraph.

The Developer's sole payment obligation with respect to traffic improvements or requirements is as follows. the Developer shall contribute to the City of Austin the sum of \$25,000 in order to fund a portion of the costs of a study of traffic in the general vicinity of the Property (the "District Traffic Study"). Such contribution shall be made concurrently with the posting of fiscal by the Developer with the City of Austin for release of a site development permit. The City of Austin will determine the scope and nature of the District Traffic Study after input from the Primary Stakeholders (as defined in Part 9 below). The City of Austin will administer the District Traffic Study.

Notwithstanding anything to the contrary set forth in the Original TIA, the Developer's sole construction obligation with respect to traffic improvements or requirements is as follows: the Developer shall construct the required median in Lamar Boulevard prior to the initial opening of the grocery store reflected on the Concept Plan. The Developer's obligations to pay or participate in paying for other improvements and fees have been waived pursuant to Ordinance #00817-48-B and the Development Guidelines attached as Exhibit I.

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- (4) All site plan applications and other development applications shall comply with the Austin City Code and regulations regarding wetlands mitigation and critical water quality zones except to the extent provided in Exhibit E. The Developer may propose amendments to the Wetlands Mitigation Plan which shall be subject to administrative approval by the Director of the City of Austin Watershed Protection Utility or successor department.
- (5) All site plan applications and other development applications must comply with the Austin City Code and regulations regarding water and wastewater services except as provided in Exhibit F.
- (6) All site plan applications and other development applications shall comply with the Austin City Code and regulations regarding alternative landscaping requirements because of the unique urban and pedestrian uses of the Property as described in Exhibit H. The alternative plan described in Exhibit H adequately achieves, or is an improvement on, the intent of the landscaping requirements contained in Chapter 13-7 of the Austin City Code.
- (7) The Project will comply with the parking requirements in the Austin City Code, except that (i) the parking required for the residential component in the Project shall be (x) one (1) space for the first bedroom in each apartment unit and one-half (5) space for each additional bedroom in each apartment unit and (y) two (2) parking spaces for each townhouse unit, and (ii) off-site parking on Triangle Avenue (the name of which may be changed in the future to "King Avenue"), 46th Street and 47th Street between Lamar and Guadalupe Streets and on Guadalupe Street will be permitted and be included in the calculation of the required parking for the Project. To the extent necessary for the Project to comply with the parking requirements of the Austin City Code, calculations of required parking for the Project shall be made in accordance with a shared parking report prepared in accordance with the applicable provisions of the Austin City Code.
- (8) Notwithstanding anything to the contrary in the Austin City Code, the Developer will not be required to contribute any funds or dedicate any property in satisfaction of any parkland dedication requirement for the Project.
- (9) Notwithstanding anything to the contrary in this Regulating Document, driveway approaches constructed by the Developer onto Guadalupe Street, W. 45th Street, and Lamar Boulevard shall comply with the standards therefor set out in the Austin City Code.

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- (C) Attached Exhibit J is a description of an approximately five acre tract of land adjacent to the Property and is for informational purposes only and does not contain development standards for the Property

PART 7 The following schedule is in satisfaction of Section 31.161 of the Texas Natural Resources Code

- (1) Whenever there is a reference in the Development Plan to the Austin City Code, the City of Austin Land Development Code, or any other rule, procedure, manual, standard, ordinance or regulation of the City of Austin, then (except as expressly provided in Exhibit G attached hereto) such reference shall be deemed to refer only to the code, rule, procedure, manual, standard, ordinance or regulation in effect as of November 14, 1997 (the "Submission Date")
- (2) The State or its lessee shall submit a site plan application or applications for the Property in accordance with the requirements of Division 2 of Chapter 13-1 of the Austin Land Development Code within two (2) years from the date of approval of the Substantial Amendment to the Development Plan by the Special Board of Review
- (3) Notwithstanding anything to the contrary contained in City of Austin Ordinance No. 970905-A (as the same may be amended, replaced or supplemented) or any other provision in the Austin City Code, the site plan(s) approved for the Property shall have a life of nine (9) years from the date of approval of the Substantial Amendment. All building permits and notices of construction for the Property shall be obtained or filed on or before nine (9) years after the date of approval by the Special Board of Review of the Substantial Amendment to the Development Plan.
- (4) Notwithstanding anything to the contrary contained in City of Austin Ordinance No. 970905-A (as the same may be amended, replaced or supplemented) or any other provision in the Austin City Code, as long as the deadlines set forth in subparts (2) and (3) above are met, all permits, licenses or approvals of any type governing development of the Property pursuant to the Development Plan shall be governed by the Austin Land Development Code in effect as of the Submission Date. If the deadlines set forth in subparts (2) and (3) are not met, however, all applications for permits, licenses or approvals from the City of Austin for development of the Project which do not comply with such deadlines shall be governed by the Austin City Code in effect on the date of such application.

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PART 8. To satisfy the substantial progress requirements of Section 31.166 of the Texas Natural Resource Codes, the Project must have received all building permits and filed all notices of construction for the development described in the Development Plan within nine (9) years after the date of approval by the Special Board of Review of the Substantial Amendment to the Development Plan.

PART 9 Any application for a special exception, variance, or waiver shall not be construed as an amendment or modification of the Development Plan unless the special exception, variance, or waiver is a Substantial Amendment.

PART 10

- (1) Site Development and Architectural Guidelines. Specific site development and architectural guidelines for the Project will be developed using a collaborative planning process similar to that employed for this Development Plan. The Primary Stakeholders will meet as a group to formulate the proposed guidelines. As used herein, the term "Primary Stakeholders" shall mean the following eight (8) individuals: a representative from the Texas Department of Mental Health and Mental Retardation ("MHMR"), a representative from the General Land Office of the State of Texas (the "GLO"), a representative from the Developer, a representative from Post Properties (or its successor), Sabrina Burmeister (or another Neighborhood Representative designated by her), Clare Barry (or another Neighborhood Representative designated by her), Jennifer Vickers (or another Neighborhood Representative designated by her), and Patrick Dyson (or another Neighborhood Representative designated by him). As used herein, the term "Neighborhood Representative" shall mean the following five (5) individuals: Sabrina Burmeister, Clare Barry, Jennifer Vickers, Patrick Dyson or Catharine Echols, it being acknowledged that if the same individual holds more than one of the eight Primary Stakeholder positions (as the result of being designated as the Neighborhood Representative of another Primary Stakeholder), then that individual will have one vote for each Primary Stakeholder position it holds for purposes of reaching a consensus as provided below.

The proposed guidelines shall be reviewed and commented upon by the Stakeholders in accordance with the timeline set forth in the Amended and Restated Lease Agreement by and between Triangle Retail Limited and the State of Texas acting by and through the Texas Department of Mental Health and Mental Retardation, which specifies a minimum of fifteen (15) working days following receipt of such proposal for review and comment. A draft of

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the guidelines will be made available to the community in whatever form the Neighborhood Representatives shall decide is appropriate. The GLO shall facilitate (with the assistance of the Neighborhood Representatives) the public notification process. A final draft of those guidelines, if any, shall be agreed to by a consensus (meaning 6 out of 8) of the Primary Stakeholders and will be submitted to MHMR for final approval. Notwithstanding the foregoing, it is hereby acknowledged that the MHMR Board or its designee shall have final approval rights over the site development guidelines and architectural guidelines described in this subpart (1) of Part 9.

At the request of the Developer, the above-described process may be bifurcated so that the consensus site development guidelines and the consensus architectural guidelines are formulated under two separate processes which may or may not run concurrently. In such event, the above-described process will apply in the same manner to the formulation of each set of guidelines.

Nothing contained herein shall make the Project exempt from complying with current electrical, plumbing or other technical building codes of the City of Austin; provided, however, the equivalences set forth on Exhibits L and M shall be accepted as complying with such codes.

- (2) Smart Growth Incentive Funds. The Primary Stakeholders have met in order to discuss specific uses of any funds that the City of Austin might make available to the Project as part of the smart growth incentives program. Those uses agreed to by a consensus (meaning 6 out of 8) of the Primary Stakeholders were submitted to the City of Austin as a recommendation to the City of Austin on how any such funds are to be used.

Pursuant to Ordinance #000817-48-B and Ordinance #000817-49, copies of which are attached hereto as Exhibit K, on August 17, 2000, the City Council agreed to make a support package available to the Project totaling approximately \$7,570,257.00.

- (3) Site and Building Plan Compliance Review. Prior to submitting any application for a site development permit or building permit to the City of Austin, the Developer will submit a copy of such application (including any plans associated therewith) to the Primary Stakeholders. The GLO will coordinate review of such applications by the Primary Stakeholders for conformance with this Development Plan and site development and/or architectural guidelines, as applicable, approved by the MHMR in accordance with subpart (1) above (the "Guidelines"). The review will consist solely of

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determining whether the plans or drawings (e.g., building elevations, street sections and similar drawings) comply with this Development Plan and the Guidelines. The review will not address other plan details such as building codes

The GLO will provide instruction on review, including a schedule which is consistent with the terms of the Amended and Restated Master Lease, to the Primary Stakeholders. At the Primary Stakeholder review meeting, each Primary Stakeholder will be provided an opportunity to identify elements of the applications that do not comply with the Development Plan and the Guidelines, citing the specific section(s). GLO shall make a determination, either at the meeting or a subsequently scheduled meeting of the Primary Stakeholders, regarding conformance and/or acceptable cures. Any Primary Stakeholders may appeal such determination to the MHMR; provided, however, that in connection with such appeal, the MHMR will obtain a recommendation from Calthorpe Associates or its successor or designee regarding compliance.

The GLO will issue a report to the Developer citing any specific non-compliance determined during the above-described process, if there are items not in compliance, within thirty (30) days after the date scheduled for the initial Primary Stakeholder meeting for the application in question. If the GLO has not issued a report of non-compliance within the foregoing 30-day period, then the application shall be deemed to be in compliance. If the GLO issues a non-compliance report, then Developer may revise the application as provided in its lease with the MHMR. The Developer shall have the right to revise its application as hereinafter described, or to appeal such determination to the MHMR, provided, however, that in connection with such appeal, the MHMR will obtain a recommendation from Calthorpe Associates or its successor or designee regarding compliance. If the Developer revises its application, then the foregoing Primary Stakeholder review process shall be repeated (as many times as the Developer revises and resubmits its application until the application is determined to be in compliance or the Developer terminates its lease), except that any such review must be completed within fifteen (15) days after the application in question is resubmitted. If the GLO has not issued a report of non-compliance for any revised application within the foregoing 15-day period, then the revised application shall be deemed to be in compliance. If an application is in full compliance initially or upon revision, the GLO will certify compliance in writing to the Developer and City of Austin. Neighborhood participation in the compliance review process for any given application is complete upon the earlier of (i) certification by the GLO that the application in question is in compliance and is ready for submission to the City of Austin, or (ii) expiration of the foregoing 30-day or 15-day periods, as applicable.

PART 11. With regard to on-site and off-site water, storm water, and/or wastewater

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improvements, and any other category of improvements for which the City of Austin has or will make smart growth incentive funds available to the Developer and/or the Project, the Developer and the City of Austin shall enter into a Master Development Agreement, or sub-agreement thereof, and the terms of such Master Development Agreement or sub-agreement thereof shall govern the terms regarding use of such funds

PART 12 The Development Plan shall be recorded in the Real Property Records of Travis County, Texas by the City at the Developer's expense

PART 13 The Development Plan takes effect on _____, 2001, the date approved by the Special Board of Review. For purposes of this Regulating Document, any reference to the date of approval of this Development Plan shall mean the date referenced above rather than the date of approval of the Original Development Plan by the Special Board of Review

TRIANGLE SQUARE DEVELOPMENT PLAN

EXHIBIT "A"

Metes and Bounds Description of the Property

Unofficial Copy

22.539 ACRES
POST PROPERTIES
TRIANGLE TRACT

FN. NO. 01-024(MJJ)
JANUARY 19, 2001
BPI JOB NO. 856-05

DESCRIPTION

OF A 22.539 ACRE TRACT OF LAND OUT OF THE FOLLOWING SURVEYS: THE GEORGE W. SPEAR SURVEY ABSTRACT NO. 697, THE JAMES P. WALLACE SURVEY ABSTRACT NO. 789, THE THOMAS GRAY SURVEY ABSTRACT NO. 310 AND THE JAMES ROGERS SURVEY, SITUATED IN THE CITY OF AUSTIN, TRAVIS COUNTY, TEXAS, BEING ALL OF THAT CERTAIN 9.00 ACRE TRACT OF LAND CONVEYED TO THE TEXAS DEPARTMENT OF MENTAL HEALTH AND RETARDATION BY DEED OF RECORD IN VOLUME 12765, PAGE 12 OF THE REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS AND ALSO BEING A PORTION OF THE FOLLOWING TRACTS OF LAND: THAT CERTAIN 19 1/2 ACRE TRACT OF LAND CONVEYED TO THE STATE OF TEXAS BY DEED OF RECORD IN VOLUME 55, PAGE 247, THAT CERTAIN 88 4/5 ACRE TRACT OF LAND CONVEYED TO THE STATE OF TEXAS BY DEED OF RECORD IN VOLUME 55, PAGE 246 BOTH OF THE DEED RECORDS OF TRAVIS COUNTY, TEXAS AND THAT CERTAIN 2.25 ACRE TRACT OF LAND CONVEYED TO THE TEXAS DEPARTMENT OF MENTAL HEALTH AND RETARDATION BY DEED OF RECORD IN VOLUME 12765, PAGE 12 OF SAID REAL PROPERTY RECORDS; SAID 22.539 ACRES ALSO BEING A PORTION OF THAT CERTAIN 21.26 ACRE LEASE TRACT OF RECORD IN VOLUME 12980, PAGE 277 OF SAID REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS; SAID 22.539 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING, at a brass disc found in concrete at the intersection of the westerly line of Guadalupe Street (100' R.O.W.) with the easterly line of Lamar Boulevard (100' R.O.W.), being the northernmost corner of said 9.00 acre tract and the northernmost corner hereof;

THENCE, along the westerly line of Guadalupe Street, being the easterly line hereof, the following two (2) courses and distances:

- 1) Along a curve to the left having a radius of 1202.30 feet, a central angle of $10^{\circ}31'19''$, an arc length of 220.79 feet and a chord which bears $S07^{\circ}58'59''W$, a distance of 220.48 feet to a brass disc found in concrete for the end of said curve;
- 2) $S02^{\circ}45'07''W$, a distance of 1358.55 feet to the southeasterly corner hereof, from which a 3/8 inch iron rod found for the point of curvature of a curve to the left bears $S02^{\circ}45'07''W$, a distance of 45.93 feet;

THENCE, leaving the westerly line of Guadalupe Street, over and across said 19 1/2 acre tract, said 2.25 acre tract and said 88 4/5 acre tract, along the irregular southerly line hereof, the following six (6) courses and distances:

- 1) $N87^{\circ}15'05''W$, a distance of 257.93 feet to an angle point;

FN 01-024 (MJJ)
JANUARY 19, 2001
PAGE 2 OF 2

- 2) N62°37'05"W, a distance of 123.78 feet to an angle point;
- 3) N30°23'39"W, a distance of 195.56 feet to an angle point;
- 4) N62°37'05"W, a distance of 165.00 feet to an angle point;
- 5) N27°22'31"E, a distance of 362.94 feet to an angle point;
- 6) N59°47'07"W, a distance of 757.25 feet to a point in the curving easterly line of Lamar Boulevard, for the westernmost southwesterly corner hereof;

THENCE, along the easterly line of Lamar Boulevard, being the westerly line hereof, the following two (2) courses and distances:

- 1) Along a curve to the right having a radius of 1078.83 feet, a central angle of 22°55'41", an arc length of 431.72 feet and a chord which bears N57°14'46"E, a distance of 428.84 feet to a brass disc found in concrete for the end of said curve;
- 2) N68°41'04"E, a distance of 897.04 feet to the **POINT OF BEGINNING**, containing an area of 22.539 acres (981,804 sq. ft.) of land, more or less, within these metes and bounds.

THE BEARING BASIS FOR THIS SURVEY IS TEXAS STATE PLANE COORDINATES CENTRAL ZONE NAD 83.

I, MARK J. JEZISEK, A REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY CERTIFY THAT THE PROPERTY DESCRIBED HEREIN WAS DETERMINED BY A SURVEY MADE ON THE GROUND UNDER MY DIRECTION AND SUPERVISION. A SURVEY EXHIBIT WAS PREPARED TO ACCOMPANY THIS FIELDNOTE DESCRIPTION.

BURY & PARTNERS, INC.
ENGINEERS-SURVEYORS
3345 BEE CAVES ROAD, SUITE 200
AUSTIN, TEXAS 78746

Mark J. Jezisek
MARK J. JEZISEK, R.P.L.S.
NO. 5267
STATE OF TEXAS

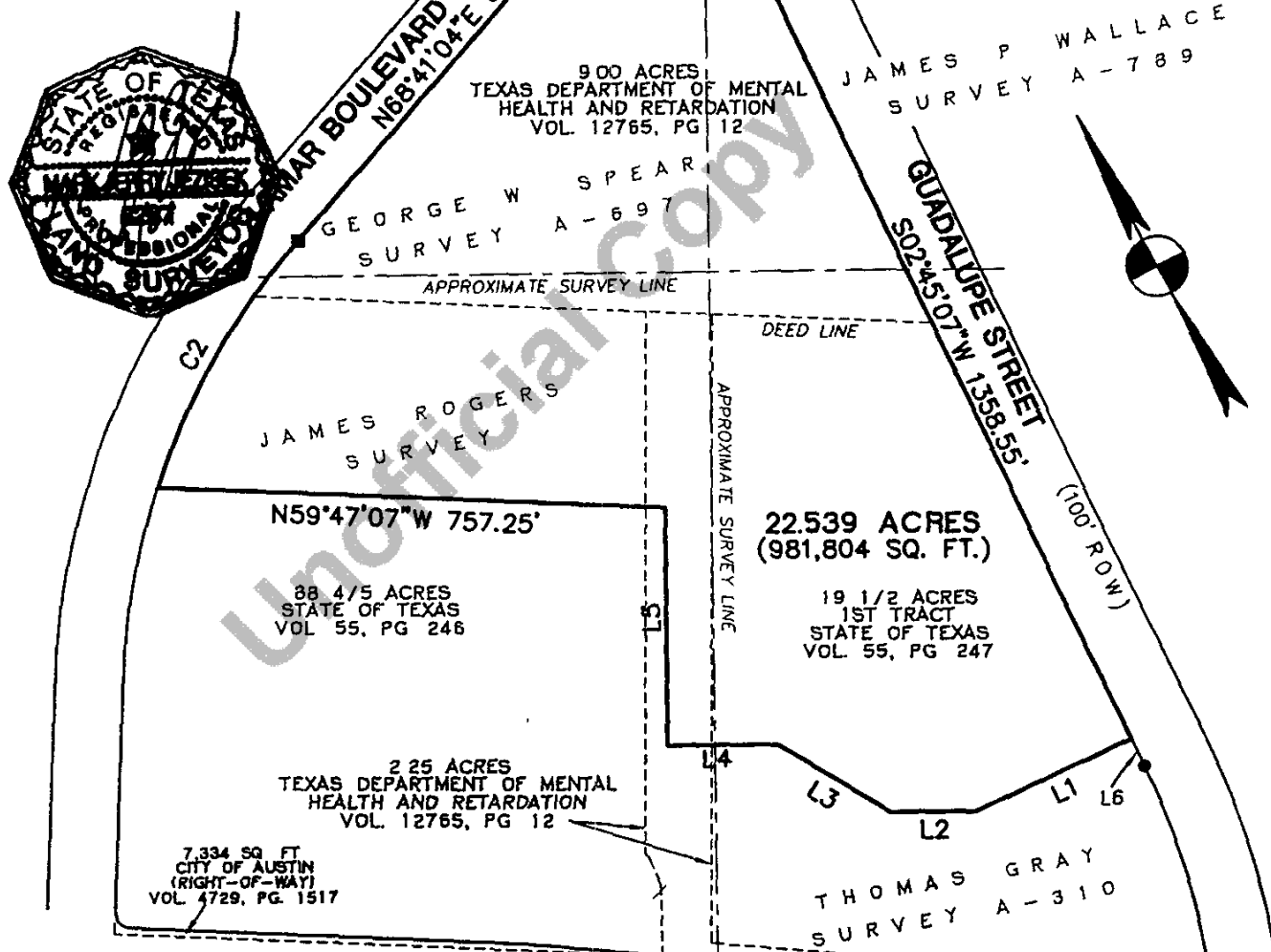
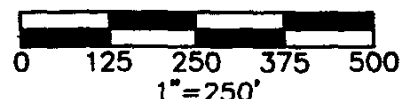


LINE TABLE

No.	Bearing	Distance
L1	N87°15'05"W	257.93'
L2	N62°37'05"W	123.78'
L3	N30°23'39"W	195.56'
L4	N62°37'05"W	165.00'
L5	N27°22'31"E	362.94'
L6	S02°45'07"W	45.93'

LEGEND

- 3/8" IRON ROD FOUND
- BRASS DISC FOUND
- P.O.B. POINT OF BEGINNING



CURVE TABLE

No.	Delta	Radius	Arc Length	Chord Length	Chord Bearing
C1	10°31'19"	1202.30	220.79	220.48	S07°58'59"W
C2	22°55'41"	1078.83	431.72	428.84	N57°14'46"E

SKETCH TO ACCOMPANY DESCRIPTION

OF 22.539 ACRES OF LAND BEING A PORTION OF THOSE CERTAIN TRACTS OF RECORD IN VOL. 55, PG. 246 & VOL. 55, PG. 247 OF THE DEED RECORDS AND ALSO BEING A PORTION OF THAT 2.25 ACRE TRACT AND ALL OF THAT 9.00 ACRE TRACT, BOTH OF RECORD IN VOL. 12765, PG. 12 OF THE REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS.

POST PROPERTIES

TRIANGLE

Bury+ Partners

Consulting Engineers and Surveyors
Austin, Texas Tel 512/338-9911 Fax 512/338-9325
Bury+Partners, Inc. ©Copyright 2001

TRIANGLE SQUARE DEVELOPMENT PLAN

EXHIBIT "B"

Concept Plan

Unofficial Copy

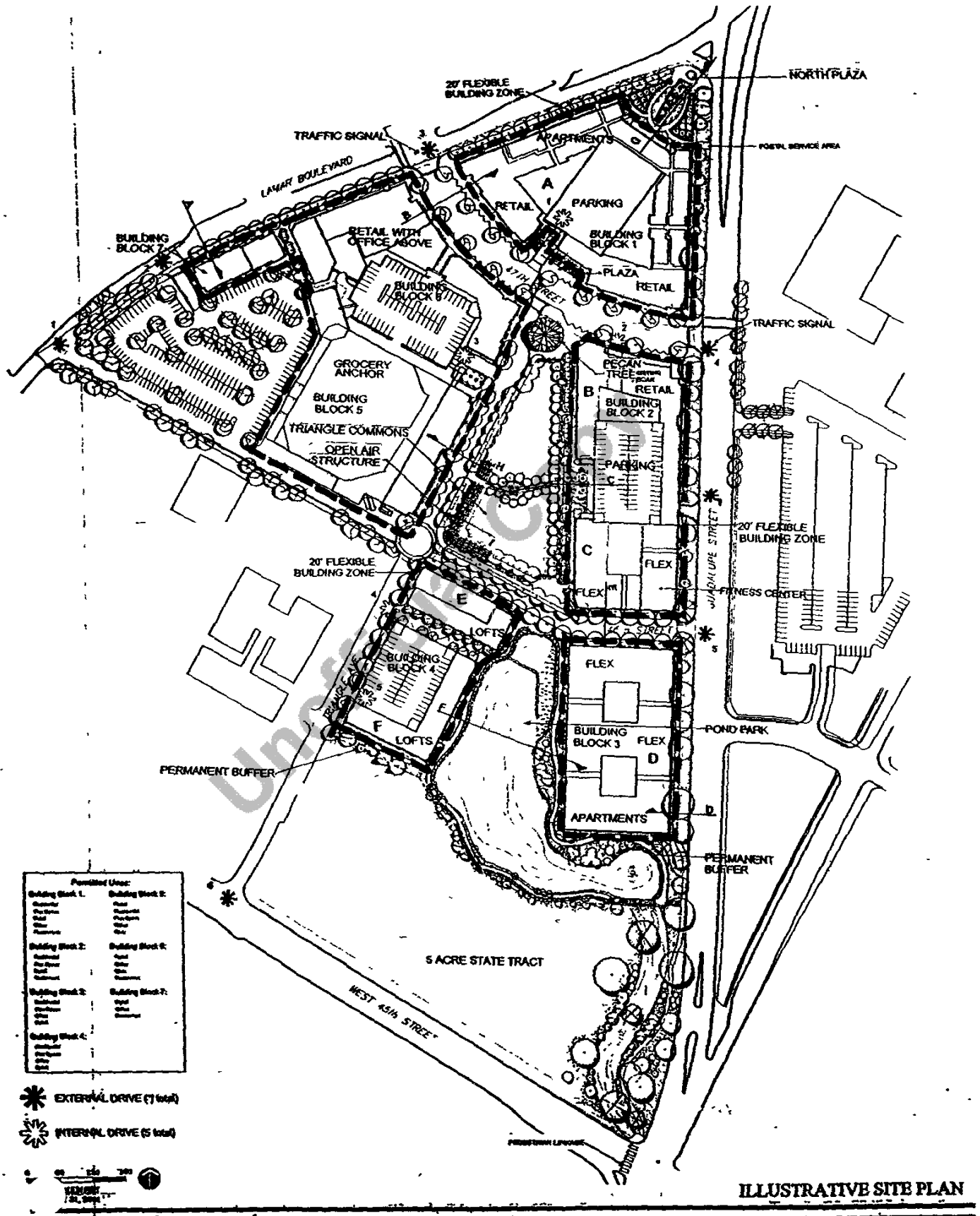
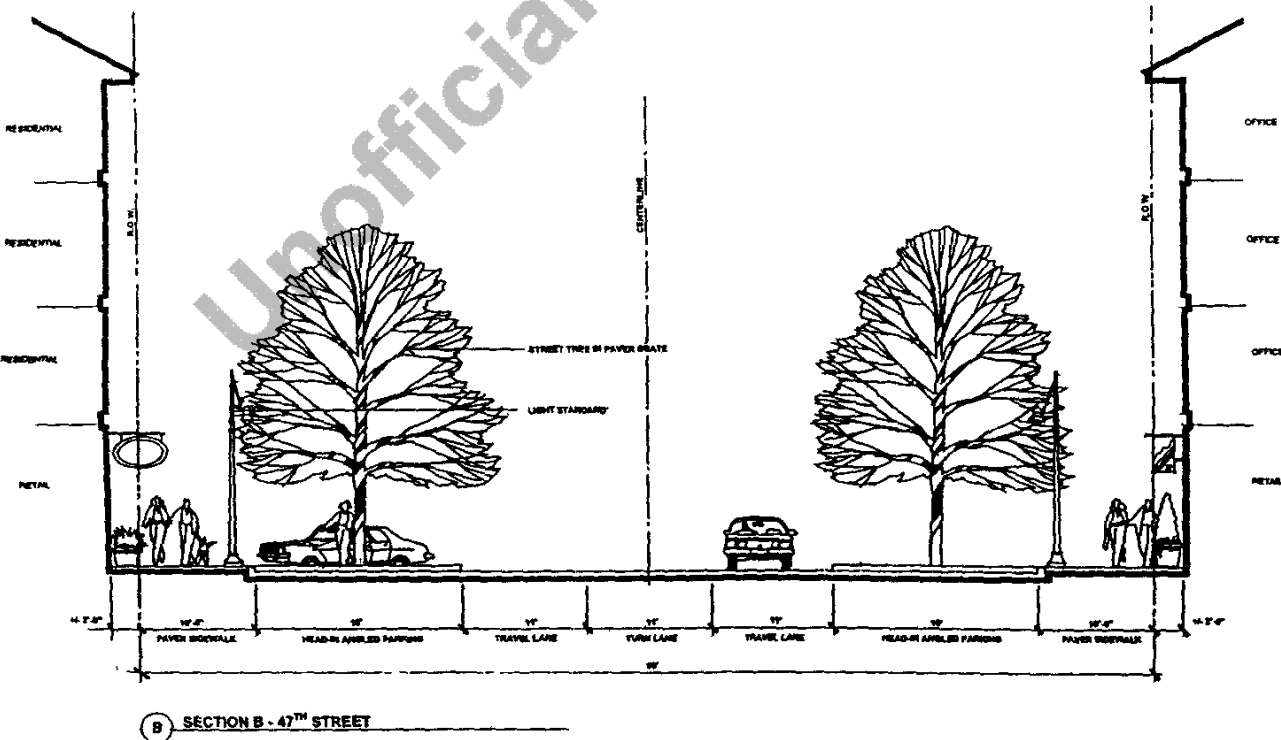
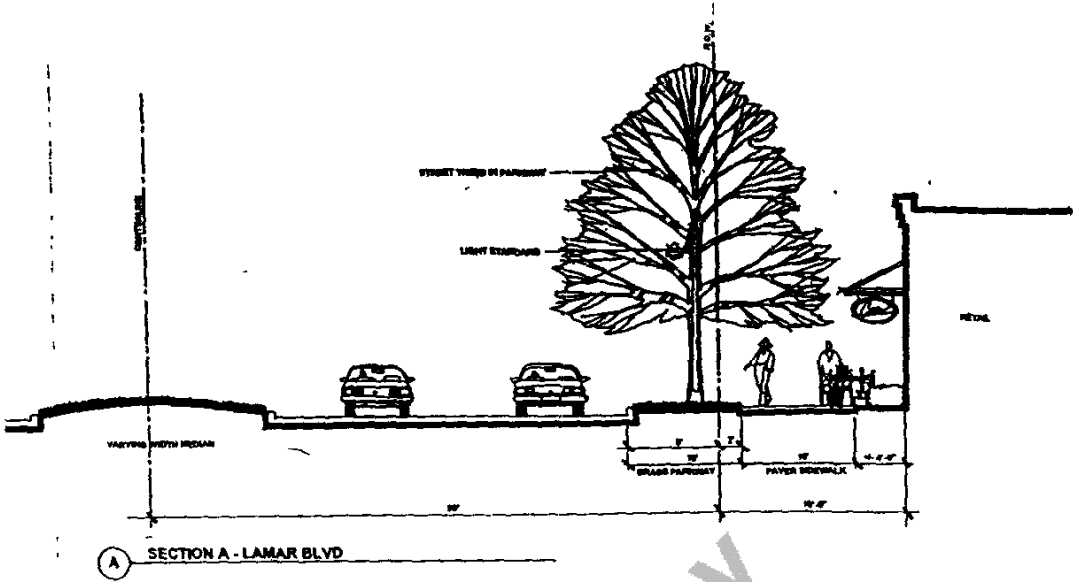


EXHIBIT 'B' TO THE SPECIAL BOARD OF REVIEW
TRIANGLE DEVELOPMENT
AUSTIN, TEXAS

HUTT-ZOLLARS
ARCHITECTS
1000 N. MICHIGAN AVE., SUITE 1000
ANN ARBOR, MI 48106-1500
PH: 734.769.1000 FAX: 734.769.1001

Post Properties
Censor
Texas General Land Office
Texas Department of Mental
Health and Mental Retardation



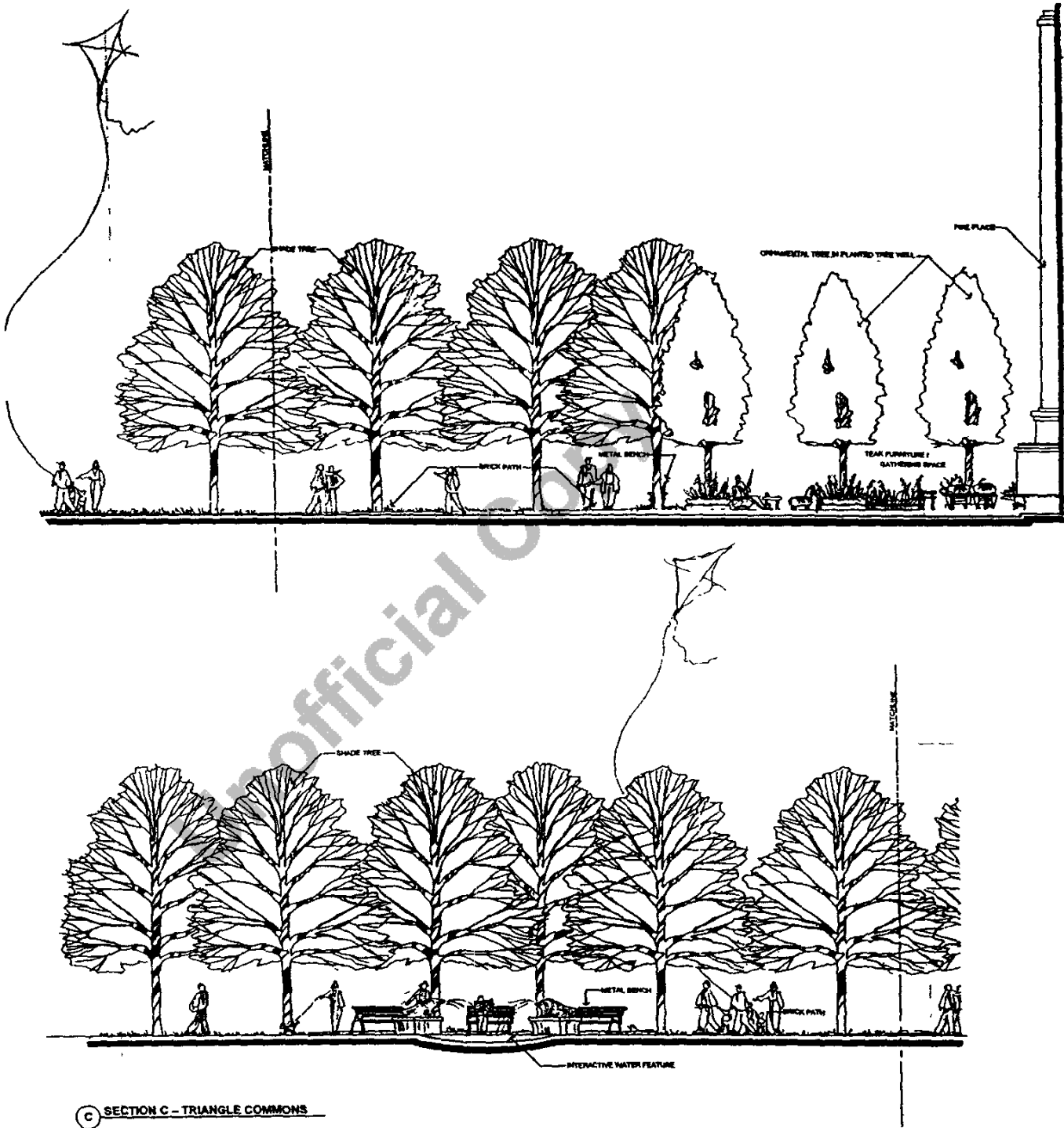
1" = 20'-0"
SCALE IN FEET
DATE: 11/1/2009

SITE SECTIONS

HUNT-ZOLIARS
Hunt-Zoliars Inc. 11000 Highway 100, Suite 200
Dallas, Texas 75244
Phone: (214) 511-1111 Fax: (214) 511-9757

TRIANGLE DEVELOPMENT
AUSTIN, TEXAS

Post Properties
Censor
Texas General Land Office
Texas Department of Mental
Health and Mental Retardation



C SECTION C - TRIANGLE COMMONS

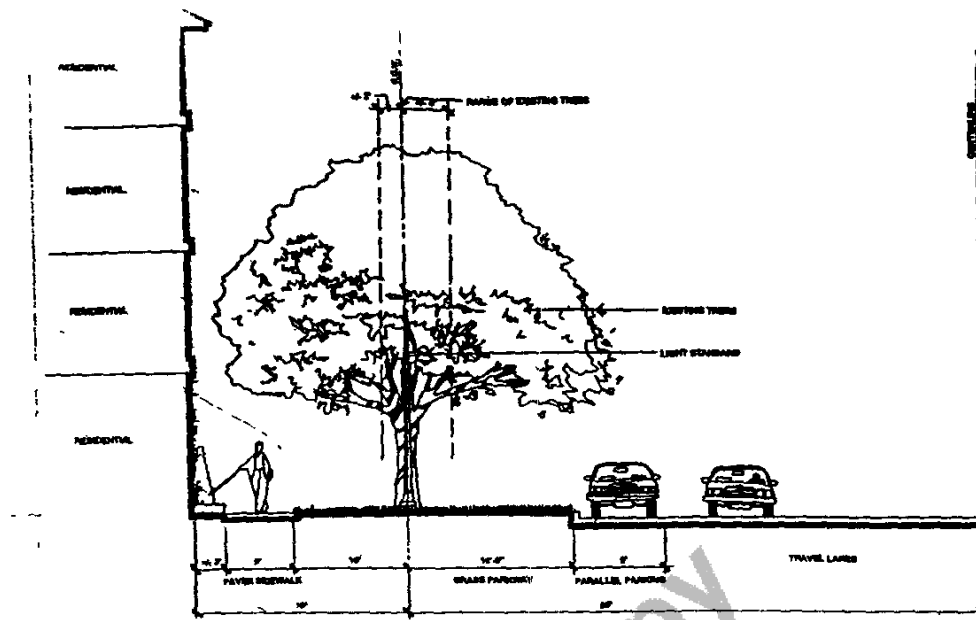
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1" = 10'

SITE SECTIONS

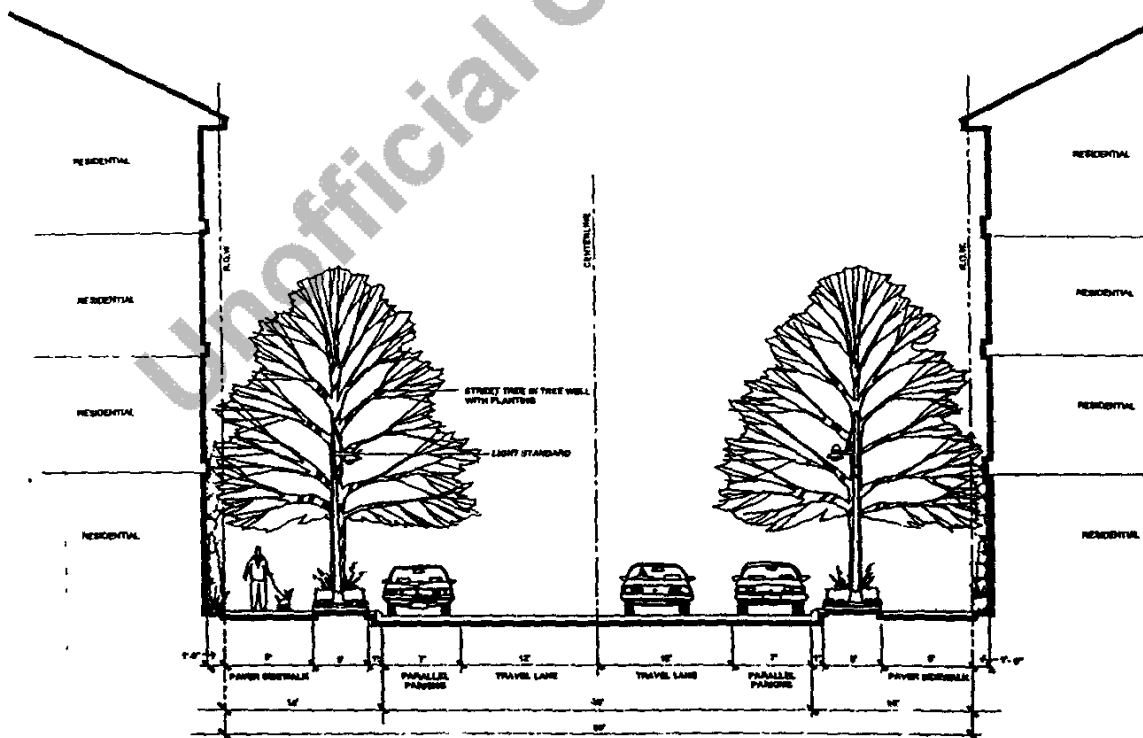
HUITT-ZOLLARS
Landscape Architects
2000 University Ave., Suite 200 Dallas, Texas 75201
Phone 214 497-0200 Fax 214 497-0201

TRIANGLE DEVELOPMENT
AUSTIN, TEXAS

Post Properties
Cesar
Texas General Land Office
Texas Department of Mental
Health and Mental Retardation



(D) SECTION D - GUADALUPE STREET



(E) SECTION E - 46TH STREET

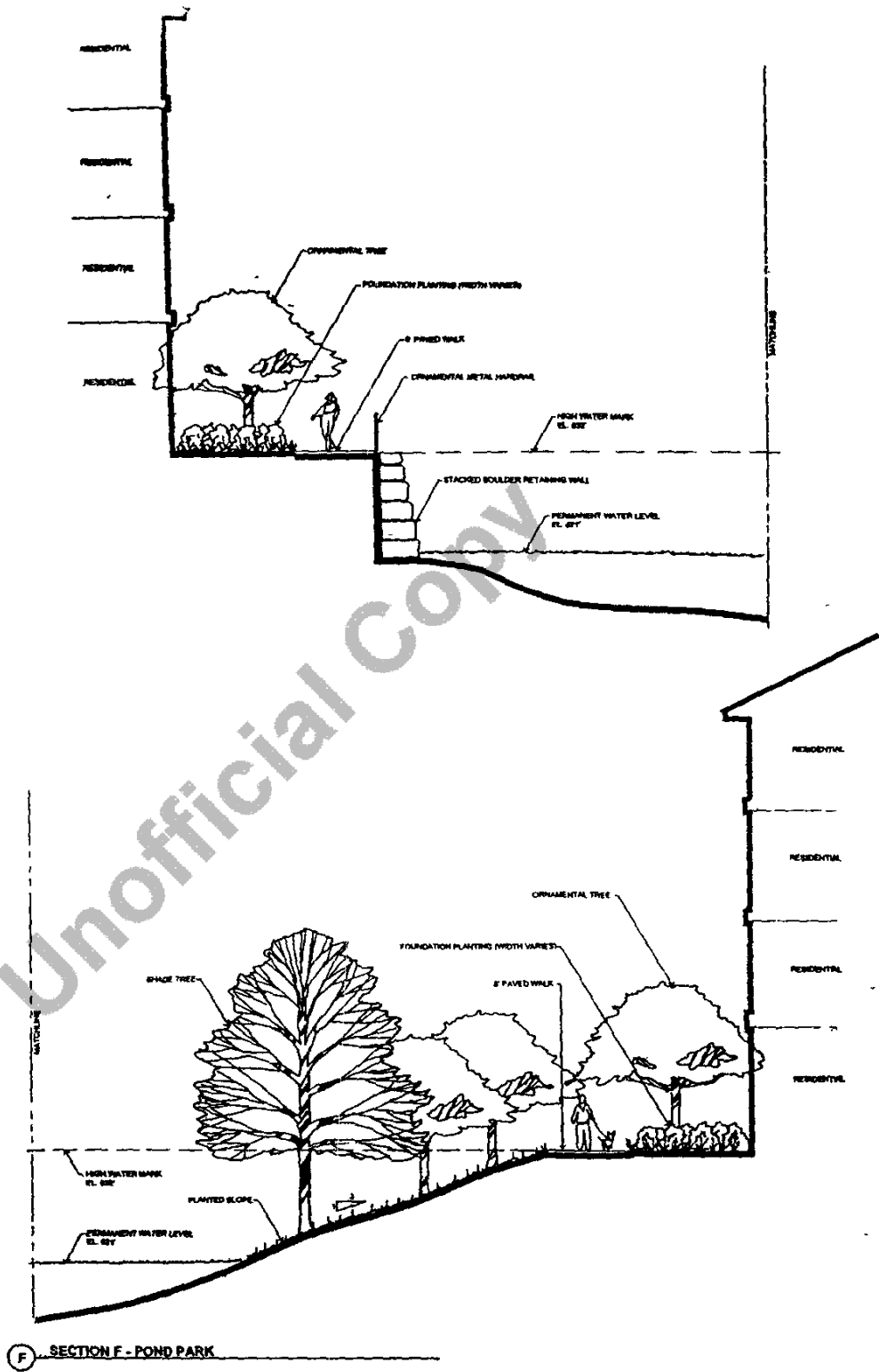
0' 2' 4' SCALE
3/16" = 1' HORIZONTAL
3/16" = 1' VERTICAL
MAY 16, 2005

SITE SECTIONS

HUITZ-ZOLIARS
7401 E. 24th St., Suite 100, Dallas, Texas 75244
Phone (214) 511-3241 Fax (214) 511-0927

TRIANGLE DEVELOPMENT
AUSTIN, TEXAS

Point Properties
Crescor
Texas General Land Office
Texas Department of Mental
Health and Mental Retardation



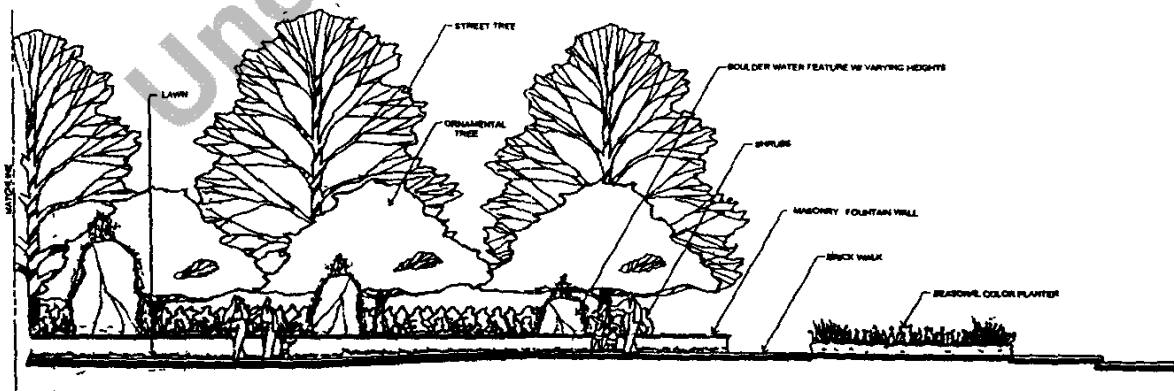
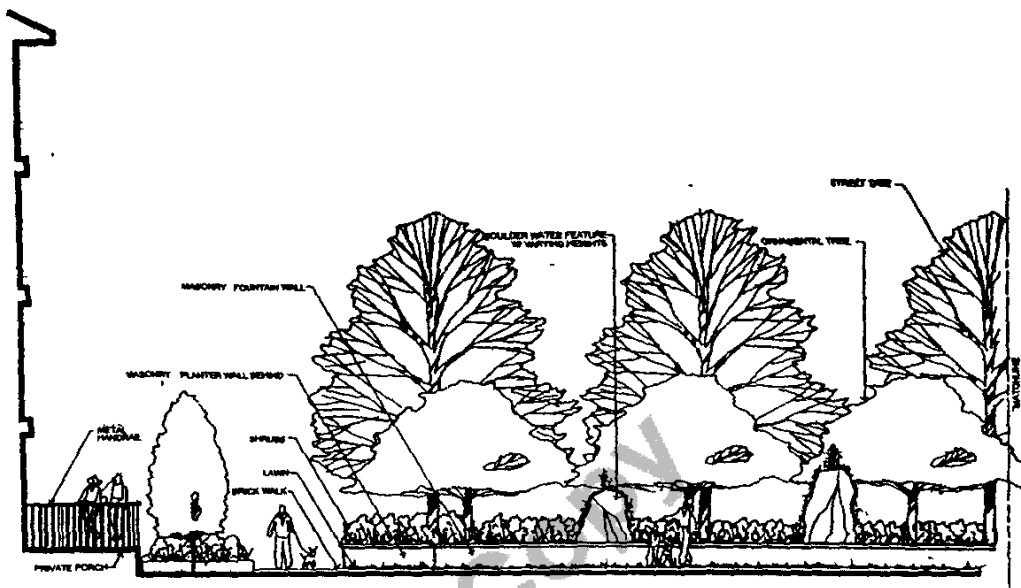
0 2 4 6
FEET
DATE: 8/2002
MAY 10, 2004

SITE SECTIONS

HUTT-ZOLIARS
2000 South Loop West, Suite 1000, Dallas, Texas 75219
Phone: 214-741-1000 Fax: 214-741-1001

TRIANGLE DEVELOPMENT
AUSTIN, TEXAS

Post Properties
Crescent
Texas General Land Office
Texas Department of Mental
Health and Mental Retardation



SECTION G - NORTH PARK

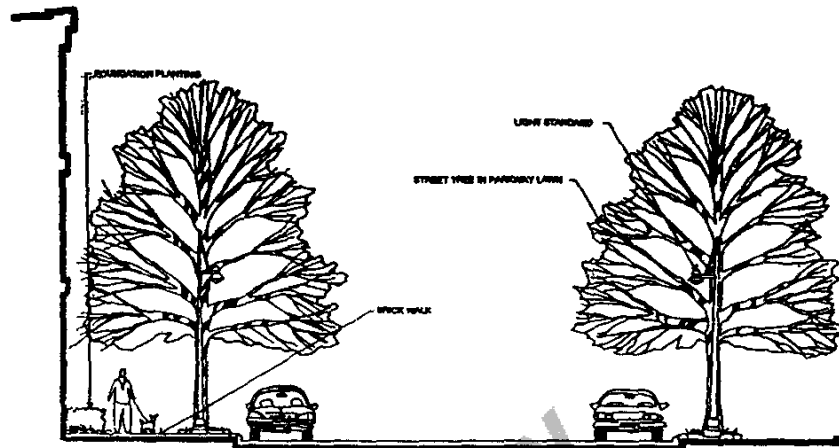
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MAY 24, 2007

SITE SECTIONS

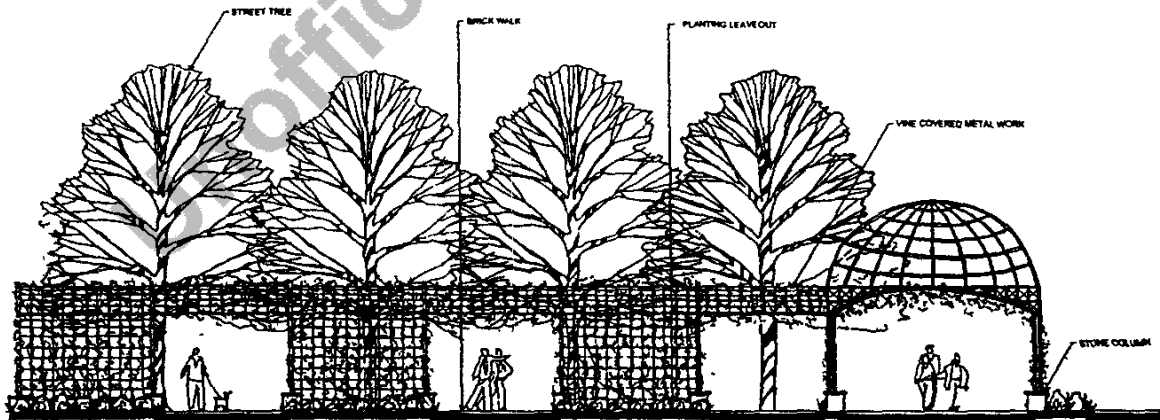
HUNT-ZOLIARS
Landscape Architects
1000 North Loop West, Suite 1000
Austin, Texas 78703
Phone: 512.476.1111
Fax: 512.476.1112
www.hunt-zoliars.com

TRIANGLE DEVELOPMENT
AUSTIN, TEXAS

Post Properties
Cecor
Texas General Land Office
Texas Department of Mental
Health and Mental Retardation



SECTION H - TRIANGLE AVENUE



SECTION I - SECTION/ELEVATION METAL PERGOLA

SCALE BY 1/8" = 1'-0"

SITE SECTIONS

HUTT-ZOLARS
ARCHITECTS, INC.
10000 N. Mopac Expressway, Suite 1000
Austin, Texas 78753
Phone: 512.452.1234

TRIANGLE DEVELOPMENT
AUSTIN, TEXAS

Post Properties
Censor
Texas General Land Office
Texas Department of Mental
Health and Mental Retardation

TRIANGLE SQUARE DEVELOPMENT PLAN

EXHIBIT "C"

Storm Water and Drainage Plan

Unofficial Copy

EXHIBIT C
THE STORM WATER AND DRAINAGE PLAN
FOR
THE TRIANGLE
AT 45TH AND GUADALUPE

Prepared by

BURY+PARTNERS, INC
3345 Bee Caves Road, Suite 200
Austin, Texas 78746

JUNE 2001

Introduction

The Triangle is a proposed 22 acre mixed-use development located on the property commonly known as the "Triangle Property" between Lamar Boulevard, West Guadalupe Street and 45th Street in the City of Austin. The project, as currently proposed, will consist of a grocery store, retail shops, restaurants, residential units and office.

As shown on Exhibit B, a proposed detention pond is to be located on the southern portion of the project. This pond will be sized to replace the existing detention pond on the north end of the property, as well as provide the necessary detention storage for the proposed development. The new pond will be designed such that the peak flows for the developed condition do not exceed the existing flow rates for the 2, 10, 25 and 100 year storms.

The Corps of Engineer's HEC-1 computer model, the Soil Conservation Service (SCS) unit hydrograph method and the SCS Curve Number loss rate method was used to analyze the watershed hydrology.

Hydrology**Existing Conditions**

As shown on the attached copy of the drainage area map, this project is located upstream of the Hemphill Branch of the Waller Creek watershed. The project site drains to an existing 42-inch diameter reinforced concrete pipe (RCP) at the intersection of 45th and Guadalupe which connects to an underground drainage network that eventually discharges to the Hemphill Branch of Waller Creek at 33rd Street. The total drainage area contributing to this 42 inch RCP is approximately 147 acres. Approximately 109 acres drains to the site from upstream via 5-5'x2' box culverts under Lamar Boulevard, 10 acres drains onto the site from the adjacent Children's Psychiatric facility, 5 acres drains from the State owned land to the south not included with this project, and the site itself is about 22 acres. There is an existing detention pond located on this property with a 100 year peak volume of approximately 15 acre-feet.

There is an existing detention basin located across Guadalupe Street from the site that currently holds approximately 1.5 acre-feet in volume. The existing 12-acre state building site is the sole contributor to this pond. If the flows from this site are added to the 147 acre drainage basin, the existing flows of these two areas combined at the corner of 45th and Guadalupe Street area as follows:

Size (acres)	2-year Q (cfs)	10-year Q (cfs)	25-year Q (cfs)	100-year Q (cfs)
159	119	469	656	1015

These existing discharge rates were approved by the Watershed Engineering Division by letter dated May 2, 2001.

Proposed Conditions

Under proposed developed conditions, the 5-5'x 2' box culverts under Lamar will discharge to a box culvert and will be routed to a detention pond located at the South end of the project. The runoff from this development will also drain into the detention pond. The adjacent Children's Psychiatric Facility which drains directly to the 42" RCP at 45th and Guadalupe Street will be taken into account in the HEC runs along with the 5 acre State-owned tract assuming 80% impervious cover as fully developed.

The data for the HEC-1 model for the proposed conditions consists of two watershed areas that contribute directly to the new pond. The Child Services and State land area is routed through the discharge channel below the detention pond. Note: Flows from the 12-acre site along Guadalupe are routed directly to the 42" RCP at 45th Street and Guadalupe Street.

The pond will be sized to provide storage for the relocated existing pond, as well as to detain additional stormwater runoff from the newly developed project site. The detention basin's outlet structure will be constructed to regulate the 2 year, 10 year, 25 year, and 100 year storm events not to exceed the existing discharge rates as shown above.

Soil Types

Soil types are HsC and HsD soils belonging to Hydraulic Soils Group D.

Time of Concentration

Due to the highly developed nature of the surrounding watershed, the time of concentration values used for this study were determined by sheet flow and shallow concentrated flow only. These were the same values that were used in the preliminary flood study for Triangle Square prepared by Doucet & Associates, Inc., dated 9-23-97.

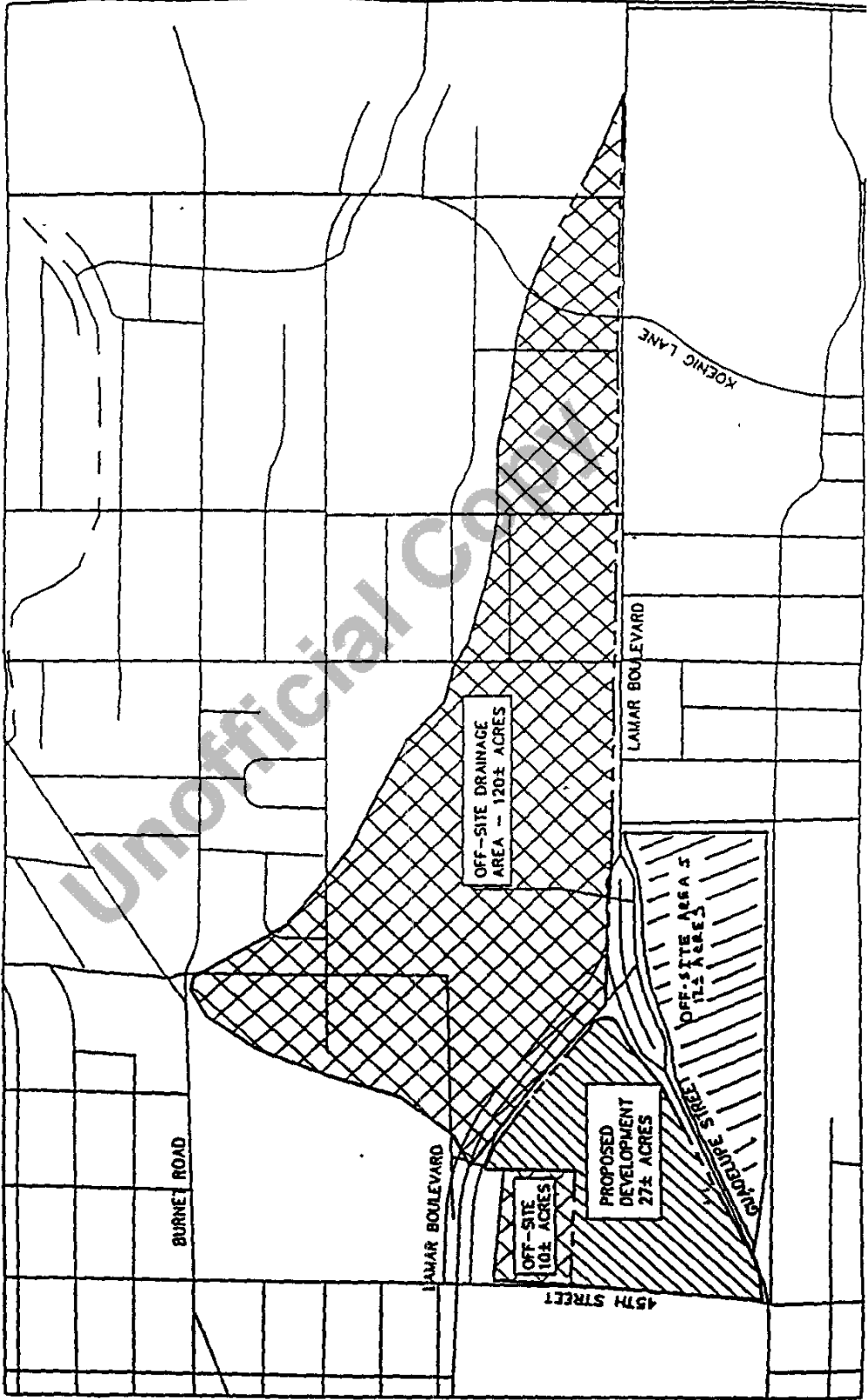
Summary

The new pond will be designed such that the peak flows for the developed conditions do not exceed the existing flow rates for the 2, 10, 25 and 100 year storms.

Drainage Map Exhibit



Dorsett & Associates, Inc.
2001 Capitol of Texas Highway, Suite 200, Austin, Texas 78704, Phone (512) 340-0000 Fax (512) 340-0001



TRIANGLE SQUARE DEVELOPMENT PLAN

EXHIBIT "D"

Traffic Impact Analysis

Unofficial Copy

TRIANGLE SQUARE

TRAFFIC IMPACT ANALYSIS

Prepared For:

Triangle Retail, Ltd.

December 1, 2000

TRIANGLE SQUARE

TRAFFIC IMPACT ANALYSIS

Prepared For

Triangle Retail, Ltd.

Prepared by

WHM Transportation Engineering Consultants, Inc.

2717 Rio Grande Street

Austin, Texas 78705

Phone: 512-473-8343

Fax: 512-473-8237

December 1, 2000

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CERTIFICATION STATEMENT

I hereby certify that this report complies with Ordinance requirements and applicable technical requirements of the City of Austin and is complete and accurate to the best of my knowledge.

I do hereby certify that the engineering work being submitted herein complies with all provisions of the Texas Engineering Practice Act, including Section 131.152(e). I hereby acknowledge that any misrepresentation regarding this certification constitutes a violation of the Act, and may result in criminal, civil and/or administrative penalties against me, as authorized by the Act.

John M. Mc Inturff 42461
(Signature of Responsible Engineer) Texas P.E. #

12/1/00
Date

John M. Mc Inturff
Signature of Submitter

12/1/00
Date

JOHN M. MCINTURFF
Printed Name of Submitter

12/1/00
Date



TRIANGLE SQUARE TRAFFIC IMPACT ANALYSIS

SYNOPSIS

Triangle Square is a proposed 22.144 acre multiuse project located in central Austin, north of the intersection of Lamar Boulevard and 45th Street as shown in Figure 1. All construction is planned to be commenced within two years of site plan approval. For purposes of this analysis, the buildout year is assumed to be 2003.

Traffic Impact Analysis (TIA) reports were submitted in March 1998 and October 1998 for review by the City of Austin. Following completion of the City review process, subsequent discussions with the State, and completion of neighborhood workshops with the firm of Peter Calthorpe and Associates, planned land uses were modified to reflect ultimate development consisting of the following facilities:

- 1 A supermarket 62,000 square feet in size
- 2 A shopping center with 73,000 square feet of retail space
- 3 Quality restaurants comprised of 15,000 square feet
- 4 Office space in the amount of 64,000 square feet
- 5 Residential housing consisting of the following: Apartments - 794 dwelling units, and 65 units for home office use

The project is bounded on the northeast by Guadalupe Street, on the northwest by Lamar Boulevard, and on the south side by 45th Street. Access for this tract is proposed through four driveways along the tract's perimeter as well as two new public streets as shown in Figure 2.

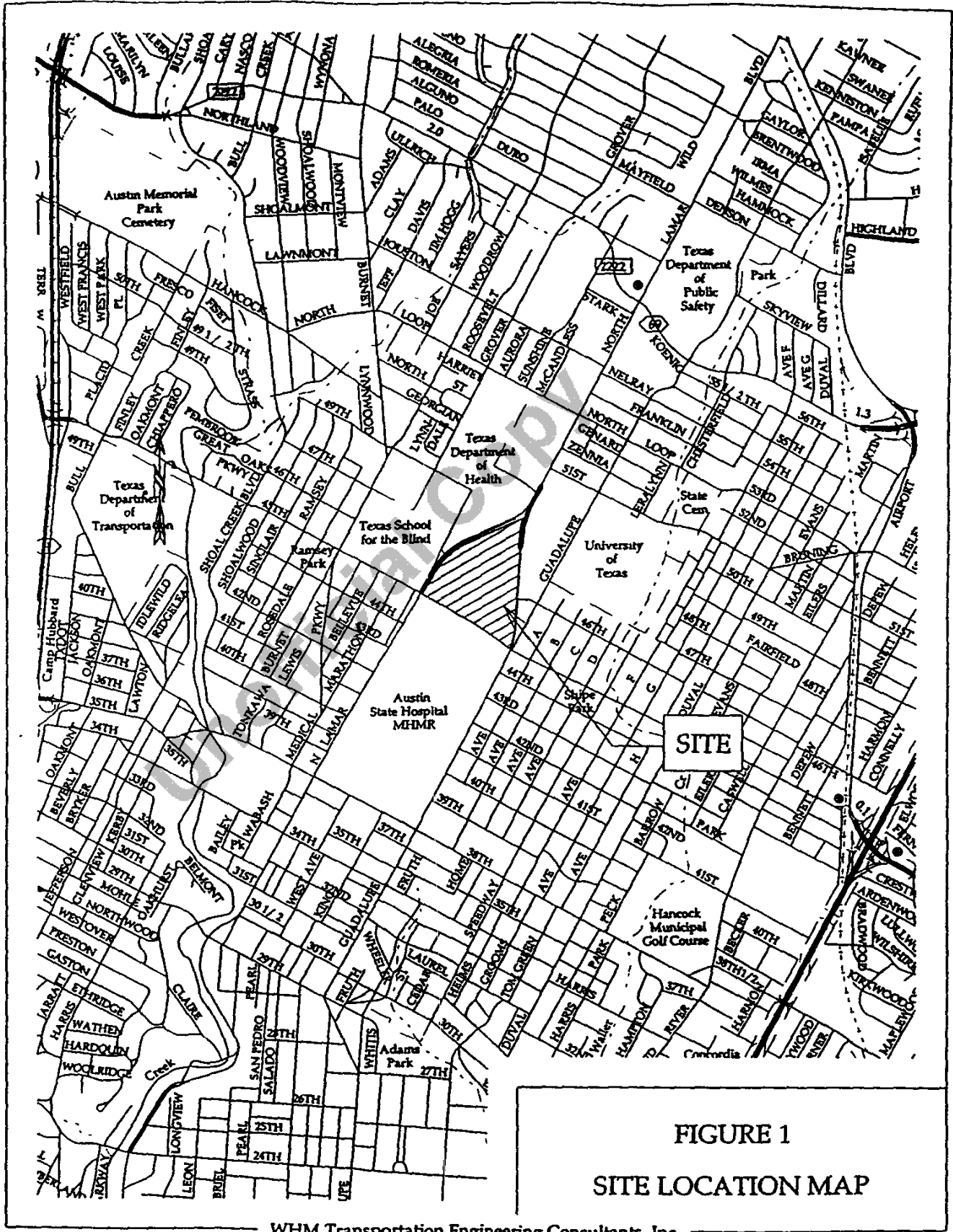
The purpose of the Traffic Impact Analysis and this supplement is to examine the interaction of existing and programmed land use activities, their intensity and traffic characteristics, and identify actions that would create a successful, effective, and safe development program under both existing and future traffic conditions.

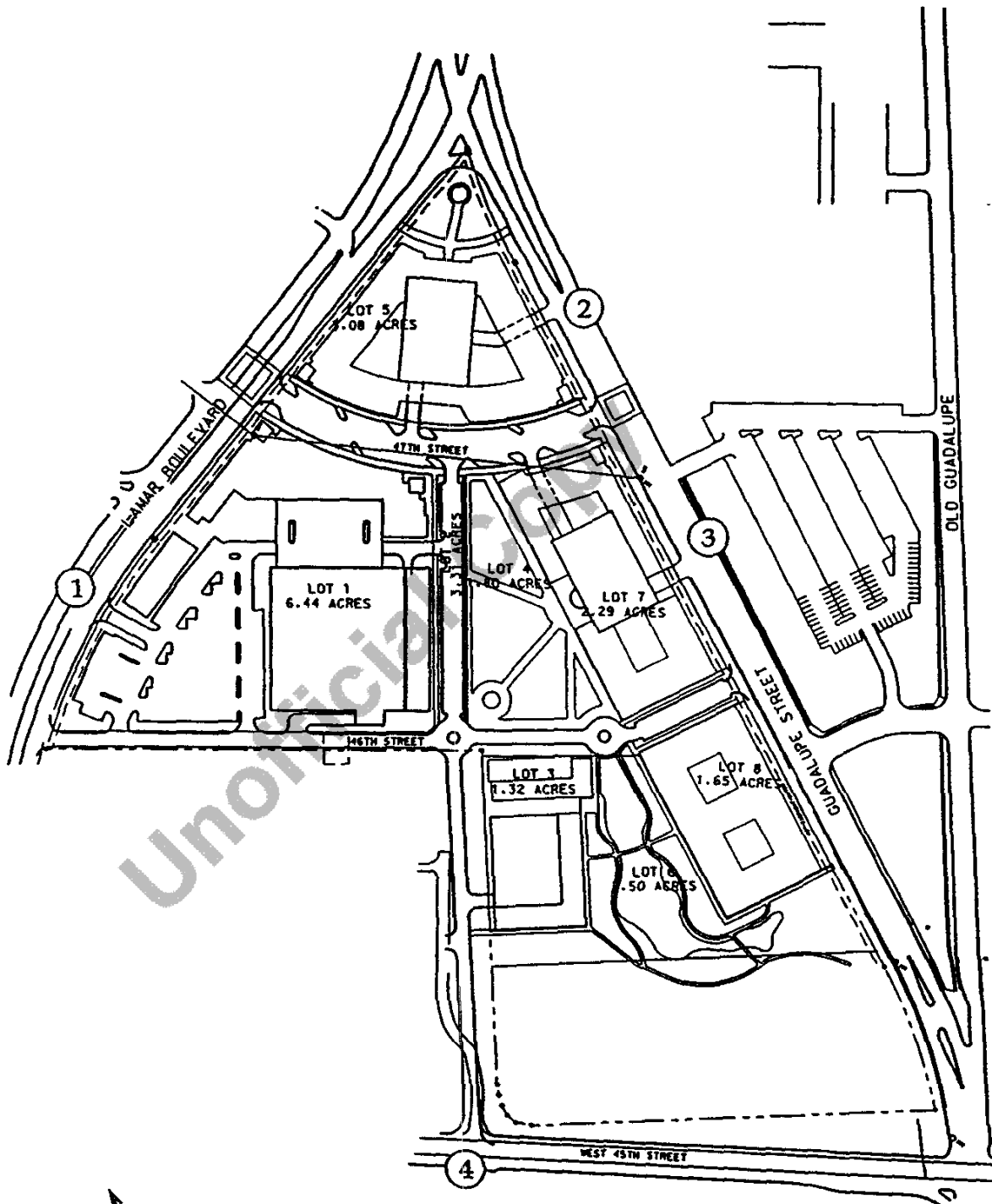
By utilizing accepted traffic engineering methods and techniques, a TIA for the project was conducted. Existing traffic conditions were examined on area roadways and at selected intersections and compared with traffic conditions that could be expected in 2003 considering both site generated and external (background) traffic. Based on the analysis, recommended actions were identified, and are summarized as follows:

- 1 Recommendations at the intersection of Lamar Boulevard and Guadalupe Street consist of the addition of pedestrian signals, signal/timing phasing improvements,

curb ramps, and sidewalks to improve connections to the existing pedestrian network adjacent to the site.

2. Construct a right turn lane on 45th Street on the westbound approach at Lamar Boulevard.
3. Widen 45th Street on the north side for the addition of left-turn lanes on the eastbound and westbound approaches at the intersection of Guadalupe Street and 45th Street. Optimize signal timing and phasing plans to allow protected and permissive left turns for all the approaches.
4. 46th Street will operate as right-in and right-out only at its intersection with Lamar Boulevard and will have one lane each for entering and exiting the site.
5. At the intersection of Lamar Boulevard and Driveway 1, the proposed geometry for the westbound approach is one right turn lane and one left turn lane. The proposed change for the southbound approach includes the addition of a left turn lane at the intersection.
6. Signalize the intersection of Lamar Boulevard and 47th Street to accommodate project traffic and provide pedestrian signals. The westbound (47th Street) approach should have one left-turn lane and one right turn lane. Construct left turn lane for the southbound approach at the intersection.
7. Signalize the intersection of Guadalupe Street and 47th Street to accommodate project traffic and provide pedestrian signals. The eastbound (47th Street) approach should have one left turn lane and one right turn lane.
8. At the intersections of Guadalupe Street with 46th Street and Driveways 2 and 3, the proposed approach geometry is one right turn lane and one left turn lane.
9. At the intersection of 45th Street and Driveway 4, the proposed geometry for the southbound approach is one right turn lane and one left turn lane.





(X) SITE DRIVEWAY

FIGURE 2
SITE PLAN

INTRODUCTION

Triangle Square is a proposed 22 1/4 acre multuse project located in central Austin, north of the intersection of Lamar Boulevard and 45th Street as shown in Figure 1. All construction is planned to be commenced within two years of site plan approval. For purposes of this analysis, the buildout year is assumed to be 2003. The ultimate development will consist of the following facilities:

1. A supermarket 62,000 square feet in size
2. A shopping center with 73,000 square feet of retail space
3. Quality restaurants comprised of 15,000 square feet
4. Office space in the amount of 64,000 square feet
5. Residential housing consisting of the following: Apartments - 794 dwelling units and 65 units for home office use

Site and Access Characteristics

Figure 2 consists of a site plan for the project. Access for this tract is proposed through four driveways along the tract's perimeter as well as two new public streets. Examining the interaction of existing and programmed land use activities, their intensity and traffic characteristics is necessary to render an appreciation of appropriate actions required to create a successful, efficient, and safe program. This report on the analysis of the traffic conditions, present and future, responds to these objectives.

EXISTING THOROUGHFARE SYSTEM

As indicated on the site location map shown in Figure 1, the project is bounded by Guadalupe Street, Lamar Boulevard, and 45th Street. The interrelationship of these roadways and others in the area is shown on Figure 1. To adequately define the significance of these roadways, a further characterization is provided for each:

- (1) Lamar Boulevard - This roadway forms the northwestern boundary of the site. The Austin Metropolitan Area Transportation Plan classifies Lamar Boulevard as a four-lane divided major arterial in the project's vicinity (Ref. 1). Lamar Boulevard is an important roadway for the proposed project. It serves as the access route for a large percentage of the project related traffic. The traffic volume on Lamar Boulevard in the vicinity of the site was approximately 28,670 and 30,910 vehicles per day in 1997 north and south of 45th Street, respectively (Ref. 2).

- (2) **Guadalupe Street** - This roadway is the northeastern boundary of the site. It is classified as a four-lane undivided major arterial. Guadalupe Street is an important roadway for the proposed project. It also serves as the access route for a large percentage of the project related traffic. The traffic volume on this roadway is approximately 12,295 vehicles per day north of 45th Street based on traffic counts conducted during the study.
- (3) **45th Street** - This roadway forms the southern boundary of the site. It is classified as a four-lane divided major arterial from Lamar Boulevard to Guadalupe Street and a four lane minor arterial west of Lamar Boulevard and east of Guadalupe Street (Ref. 1). 45th Street is an important roadway for the proposed project. It serves as the access route for a significant percentage of the project-related traffic. The traffic volume on 45th Street for year 1997 east and west of Guadalupe Street is 16,490 and 20,300 vehicles per day (vpd), respectively (Ref. 2).

FUTURE ROADWAY IMPROVEMENTS

Several pertinent roadway improvements have been recommended and approved by the Austin City Council, Travis County Commissioner's Court, and the Texas Department of Transportation. The Austin Metropolitan Area Transportation Plan catalogs the classifications of these major roadways and documents proposed improvements (Ref. 1).

There are currently no roadway improvements planned for the roadways in the vicinity of the site.

TRAFFIC ANALYSIS

In order to assess the traffic implications of the proposed development, two time periods and travel conditions were evaluated:

- (1) 1997 - Existing Conditions
- (2) 2003 - Forecasted Conditions with Site Generated Traffic

Intersections in the vicinity of the site are considered the locations of principal concern because they are the locations of highest traffic conflict and delay. The standard used to evaluate traffic conditions at intersections is Level of Service (LOS), which is a

qualitative measure of the effect of a number of factors such as speed, volume of traffic, geometric features, traffic interruptions, freedom to maneuver, safety, driving comfort, convenience, and operating cost. Two types of intersections to be evaluated are signalized and unsignalized, which use different criteria for assessment of operating levels. These are described in the following sections.

Signalized Intersection Level of Service

Signalized intersection LOS is defined in terms of delay, which is a direct and/or indirect measure of driver discomfort, frustration, fuel consumption, and lost travel time. The levels of service have been established based on driver acceptability of various delays. A benefit of using delay as the basis for intersection LOS is the ease with which the public can relate to delay as opposed to the previous concept which related LOS to the volume to capacity ratio. The delay for each approach lane group is calculated based on a number of factors including lane geometrics, percent of trucks, peak hour factor, number of lanes, signal progression, volume, signal green time to total cycle time ratio, roadway grades, parking conditions, and pedestrian flows.

Because delay is a complex measure, its relationship to capacity is also complex. Analysis was performed using the microcomputer program "Highway Capacity Software" by the Federal Highway Administration (Ref. 3), which is based on the procedures contained in the Highway Capacity Manual (Ref. 4). Table 1 summarizes the levels of service that are appropriate for different levels of average stopped delay and a qualitative description for each. In urban areas, levels of service for signalized intersections of A to D are acceptable, while LOS E or F is unacceptable. The intersection LOS is computed as a weighted average of the vehicle delay; therefore, an intersection may have a LOS C or D and have individual movements which are LOS E or F.

Table 1. Signalized Intersection: Level of Service Measurement and Qualitative Descriptions (Ref. 4)

<u>Level of Service</u>	<u>Stopped Delay per Vehicle (sec)</u>	<u>Qualitative Description</u>
A	<5.0	Good progression and short cycle lengths
B	5.1 to 15.0	Good progression or short cycle lengths, more vehicle stops
C	15.1 to 25.0	Fair progression and/or longer cycle lengths, some cycle failures
D	25.1 to 40.0	Congestion becomes noticeable, high volume to capacity ratio
E	40.1 to 60.0	Limit of acceptable delay, poor progression, long cycles, and/or high volume
F	>60.0	Unacceptable to drivers, volume greater than capacity

Unsignalized Intersection Level of Service

Unsignalized intersection LOS is defined in terms of average total delay. Total delay is defined as the total elapsed time from when a vehicle stops at the end of the queue until the vehicle departs from the stop line; this time includes the time required for the vehicle to travel from the last in-queue position to the first-in-queue position.

The analysis method assumes that major street through traffic is not affected by minor street flows. Major street left-turning traffic and the traffic on the minor approaches will be affected by opposing movements. Stop or yield signs are used to assign the right-of-way to the major street. This designation forces drivers on the controlled street to judgmentally select gaps in the major street flow through which to

execute crossing or turning maneuvers. Thus, the capacity of the controlled legs is based upon two factors:

1. The distribution of gaps in the major street traffic stream.
2. Driver judgment in selecting gaps through which to execute their desired maneuvers.

The LOS procedure computes a capacity for each movement based upon the critical time gap required to complete the maneuver and the volume of traffic which is opposing the movement. The average total delay for any particular movement is calculated as a function of the capacity of the approach and the degree of saturation. The degree of saturation is defined as the volume for a movement, expressed as an hourly flow rate, divided by the capacity of the movement, expressed as an hourly flow rate. Table 2 shows the relationship between the average total delay and the LOS. The overall intersection LOS is computed as a weighted average of the vehicle delay for each movement; therefore, an intersection may have a LOS C or D and have individual movements which are LOS E or F.

Analysis was performed using the microcomputer program "Highway Capacity Software" by the Federal Highway Administration (Ref. 3), which is based on the procedures contained in the Highway Capacity Manual (Ref. 4). In general, levels of service for intersection movements of A to D are acceptable, while a LOS of E or F is unacceptable.

**Table 2. Unsignalized Intersection:
Level of Service Measurement (Ref. 4)**

<u>Level of Service</u>	<u>Average Total Delay (sec/veh)</u>
A	<5.1
B	5.1 to 10.0
C	10.1 to 20.0
D	20.1 to 30.0
E	30.1 to 45.0
F	>45.0

1997 Existing Conditions

The analysis of existing traffic required the acquisition of secondary data from the City of Austin, as well as the collection of primary data on adjacent roadways and intersections. A field survey was designed through discussions with City of Austin staff and implemented to obtain the necessary data and to verify the trends established by data available from previous years.

Signalized Intersection

The following intersections within the study area are signalized:

- Lamar Boulevard and Guadalupe Street
- Lamar Boulevard and 45th Street
- Guadalupe Street and 45th Street

Existing roadway geometrics of the above intersections are presented in Figures 3, 4, and 5 along with their current turning movement counts and levels of service (LOS). These intersections are signalized with traffic signal controllers that are capable of providing multiple signal cycle lengths. A brief description of the intersections follows.

Lamar Boulevard and Guadalupe Street

This is a three-legged (or Y) intersection; Lamar Boulevard and Guadalupe Street merge and become Lamar Boulevard north of the intersection. The Guadalupe Street approach is marked to provide two travel lanes. The northbound and southbound Lamar Boulevard approaches provide two travel lanes. Medians separate major traffic movements. Parking is not permitted along any leg of the intersection. All movements occur as shown in Figure 3. Current overall level of service is C for the PM peak period.

Lamar Boulevard and 45th Street

This intersection consists of four approaches. The north, south and eastbound approaches to the intersection provide two through lanes, a left turn lane and a right turn lane. The westbound approach provides a left turn lane, a through lane and a through/right shared lane. The north and eastbound right turns are channelized and yield controlled. All movements occur as shown in Figure 4. Current overall level of service is D for the PM peak period.

Guadalupe Street and 45th Street

This intersection has four approaches. The eastbound approach to the intersection provides a left and through shared lane, a through lane and a right turn lane. The westbound approach provides a left/ through shared lane and a through/ right shared lane. The Guadalupe Street approaches are marked to provide three approach lanes in each direction. All movements occur as shown in Figure 5. Current overall level of service is D for the PM peak period.

Unsignalized Intersection

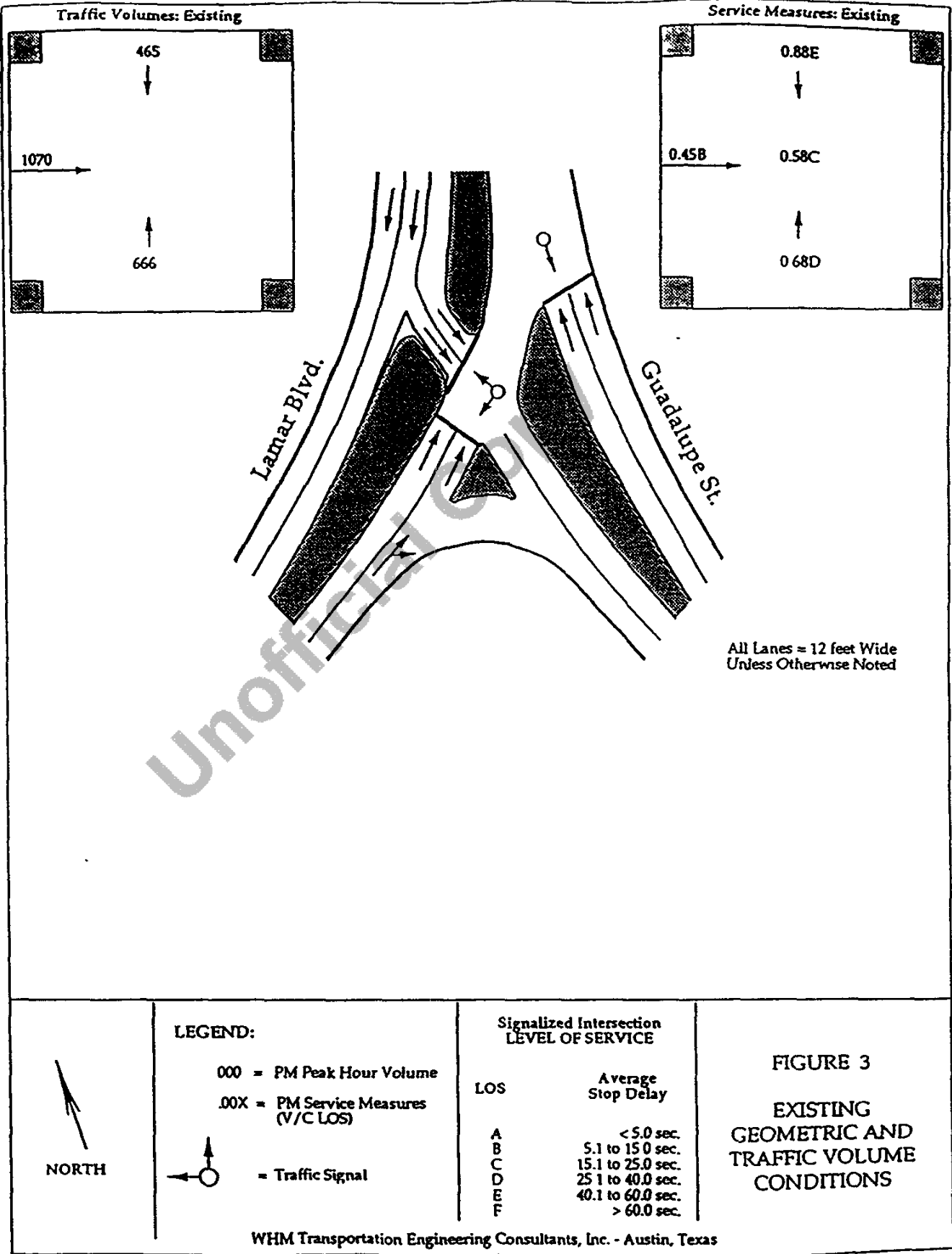
The following intersection within the study area is unsignalized:

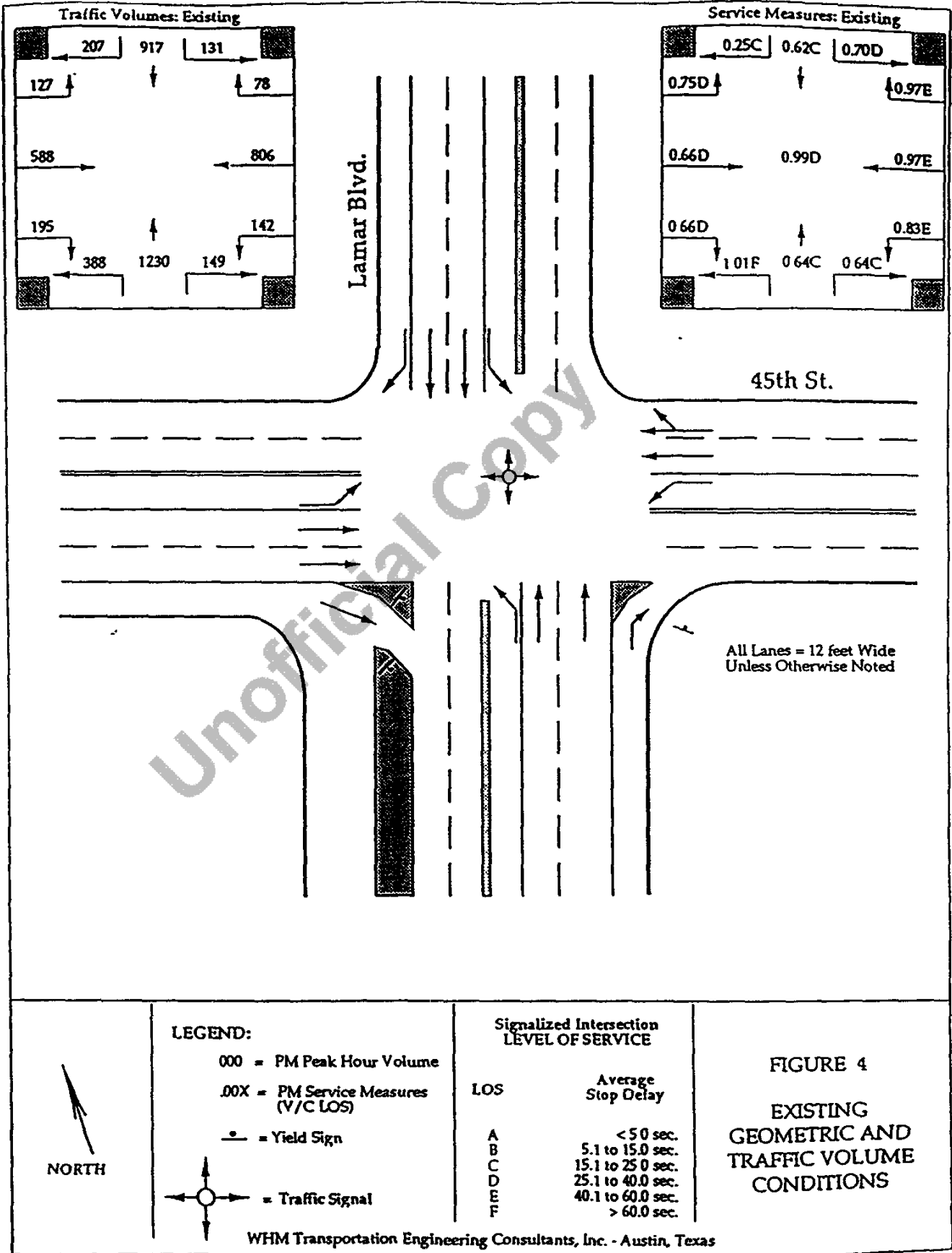
- Guadalupe Street and 46th Street

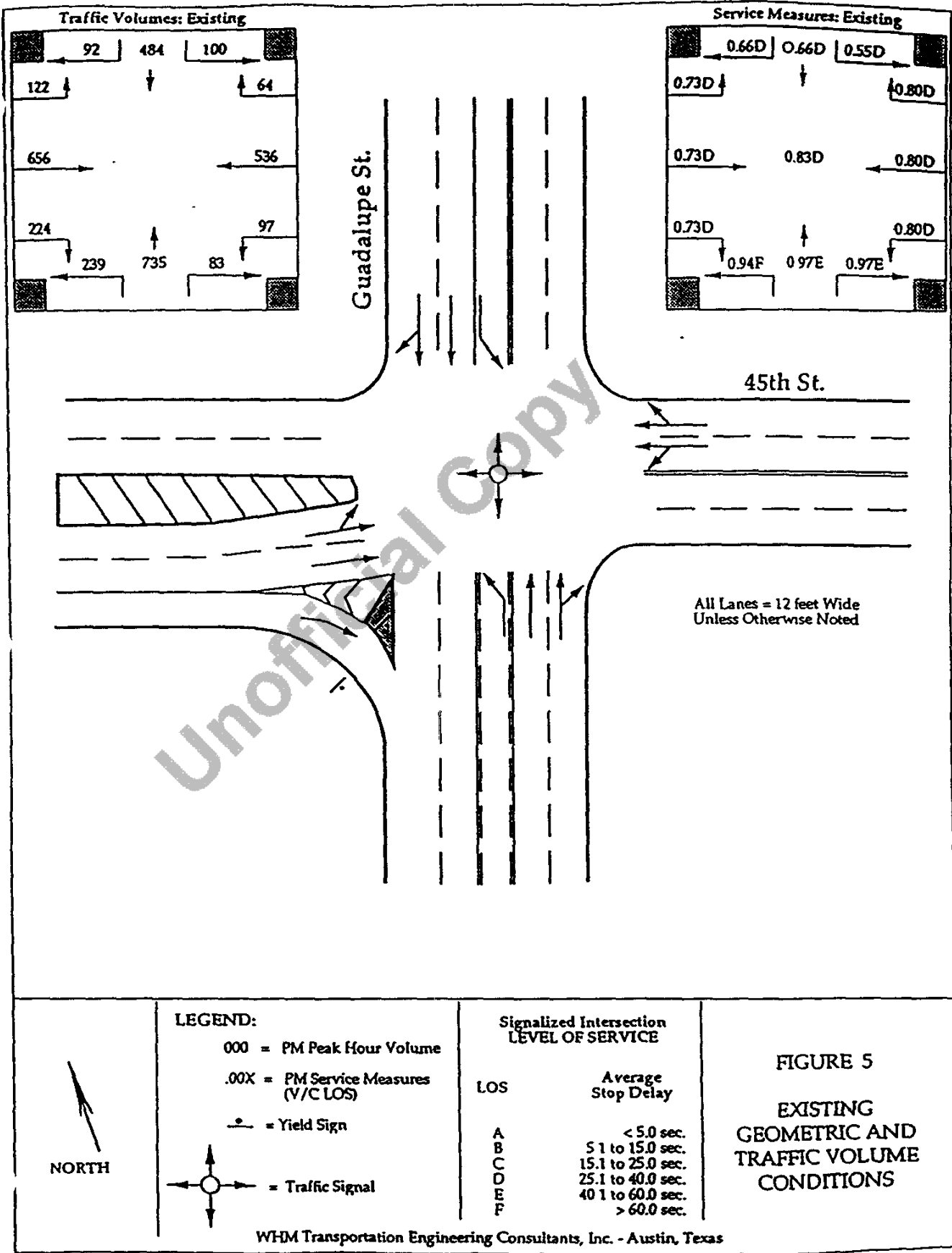
Existing roadway conditions at the above intersection are presented in Figure 6 along with turning movement counts, LOS, and intersection geometry. A brief description of each of these intersections is presented in the following paragraphs.

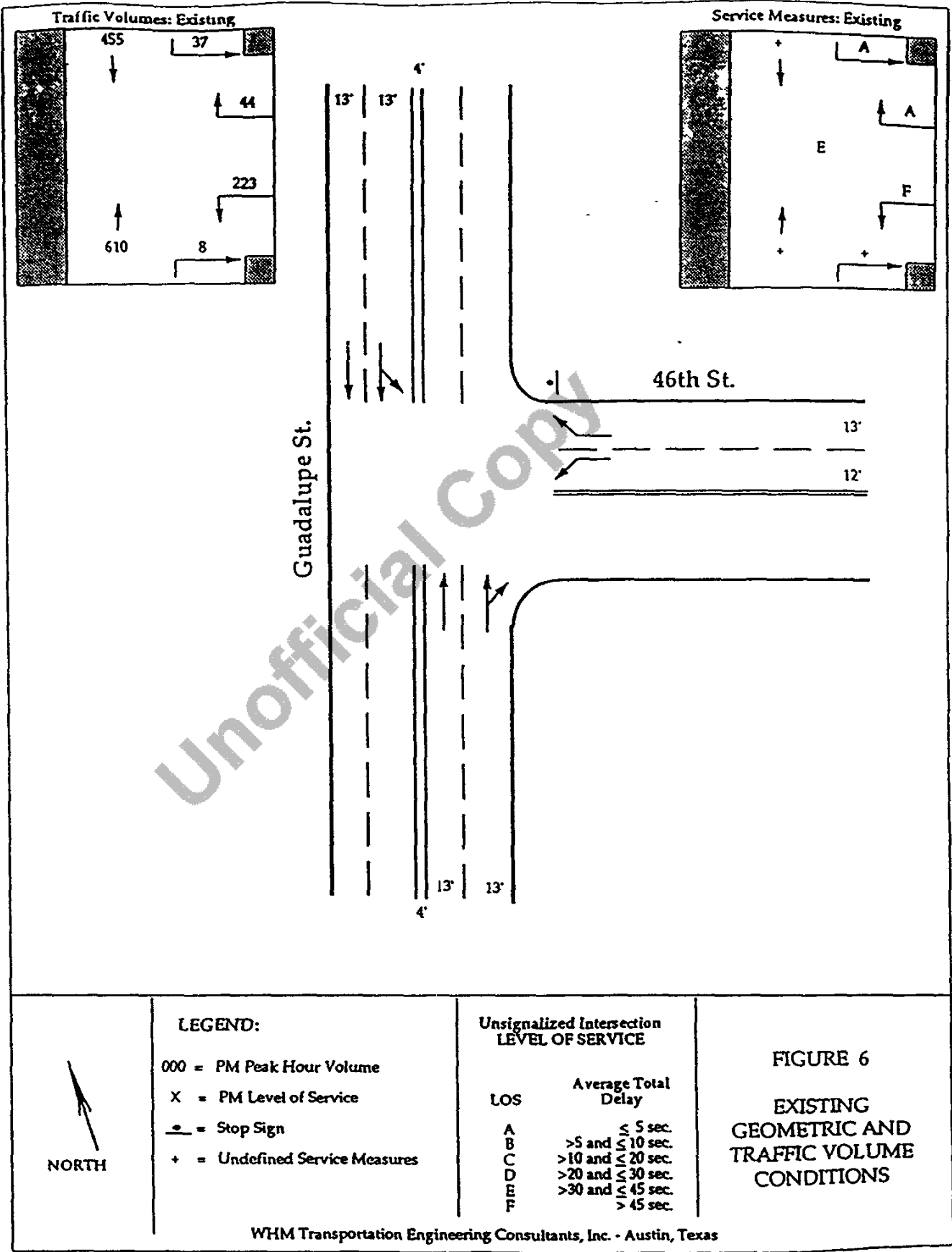
Guadalupe Street and 46th Street

This is a three-approach intersection controlled by a stop sign for the minor leg, 46th Street, as shown in Figure 6. There are two lanes for the westbound approach at this intersection. The Guadalupe Street approach consists of two travel lanes. Currently this unsignalized intersection is operating at LOS E during the PM peak period.









2003 Forecasted Conditions With Site Generated Traffic

The year 2003 was established as the year in which the project would become fully operational. This time frame was used to assess the major roadway effects and to facilitate the evaluation of alternative improvements. The forecasted traffic was projected using available information. This process was facilitated by using trends established by prior data for the major roadways in the immediate vicinity of the project site.

Site Generated Traffic

Determining the generated traffic or the traffic which is considered to be contributed by development of the proposed project was a major analysis process element. Unadjusted total trips per day as well as the peak hour traffic associated with the project were estimated using the microcomputer program "Trip Generation" by Microtrans Corporation (Ref 5), which is based on recommendations and data contained in the Institute of Transportation Engineers report Trip Generation (Ref 6). Table 3 provides a detailed summary of the traffic production which is directly related to the assumed land use activity. As a point of reference, the unadjusted total trips per day were estimated at 20,561. Table 4 summarizes trip generation estimates which have been adjusted in accordance with analysis assumptions discussed in the following section. The adjusted total daily trip generation is 16,503.

Following completion of the City review process, subsequent discussions with the State, and completion of neighborhood workshops, planned land uses were determined as shown in Tables 3 and 4.

Table 3. Summary of Unadjusted Daily and Peak Hour Trip Generation

<u>Proposed Land Use</u>	<u>Size</u>	24 Hour Two-Way <u>Volume</u>	AM Peak Hour		PM Peak Hour	
			<u>Enter</u>	<u>Exit</u>	<u>Enter</u>	<u>Exit</u>
Supermarket	62,000 SF	6,914	123	79	364	350
Shopping Center	73,000 SF	5,568	81	52	245	265
Quality Restaurant	15,000 SF	1,349	0	0	75	37
General Office	64,000 SF	942	115	16	26	125
Apartment	794 DU	5,264	65	340	330	162
Home Office	65 DU	524	6	30	36	18
Total		20,561	390	517	1,076	957

Table 4. Summary of Adjusted Daily and Peak Hour Trip Generation

<u>Proposed Land Use</u>	<u>Size</u>	24 Hour Two-Way <u>Volume</u>	AM Peak Hour		PM Peak Hour	
			<u>Enter</u>	<u>Exit</u>	<u>Enter</u>	<u>Exit</u>
Supermarket	62,000 SF	6,103	109	70	321	309
Shopping Center	73,000 SF	3,511	51	33	155	167
Quality Restaurant	15,000 SF	1,060	0	0	59	29
General Office	64,000 SF	777	95	13	22	103
Apartment	794 DU	4,595	57	297	288	141
Home Office	65 DU	457	5	26	31	16
Total		16,503	317	439	876	765

Directional Distribution

Once site generated trips were known, the next step involved distribution of those trips to appropriate geographic directions and logical connecting roadways. The major thoroughfares which have a direct bearing on the accessibility of the project have been previously identified.

The distribution of site traffic was based upon intersection approach traffic counts conducted during the study as well as the fact that the Triangle Square Development has the ability to influence travel paths of facility users, most of whom live in central Austin. These data provided the basis for the directional distribution of traffic approaching and departing the project site. The directional distribution information derived from this process is summarized in Table 5.

Table 5. Forecast Directional Distribution of Site-Oriented Traffic

<u>Direction</u>	<u>% of Traffic</u>	
	<u>Entering</u>	<u>Exiting</u>
North on Lamar Boulevard	19	19
South on Lamar Boulevard	27	27
South on Guadalupe Street	17	17
East on 45th Street	15	15
East on 46th Street	2	2
West on 45th Street	20	20
Total	100	100

Given the total site generated traffic and the directional distribution by approach, the next step in the process was to assign the traffic destined to and from the project to the most likely travel paths. This was done by investigating a number of alternative travel patterns as well as ingress/egress points along the project boundaries. Primary consideration was given to the traffic flow and safety of the major roadways.

Analysis Assumptions

The traffic impact analysis process involves the use of primary data and engineering judgment on transferable parameters. Specifically, engineering judgment is required for estimation of background traffic growth, pass-by capture, internal capture, and transit trip reductions, all of which are further described below.

Background Traffic

Based on historical growth trends and discussions with the City of Austin transportation staff, an annual growth rate of three percent was assumed for the traffic. Background traffic volumes for 2003 included estimated traffic volumes for the following projects: Texas Health Credit Union (C14-96-0138) and Walgreens.

Pass-By Capture

Studies have shown that retail land uses will capture from 20 to 60 percent of their traffic as pass-by trips, depending upon their size (Ref. 6). It is well documented that many other land uses also experience significant pass-by trip capture, such as fast food restaurants. The amount of trip reduction which each tract may attribute to the pass-by phenomenon will depend directly on the type of land use which is developed. Pass-by capture reductions for the land uses of the project are summarized in Table 6. Larger values were used previously based on available data, but have been reduced to provide a conservative estimate of trip reductions and respond to neighborhood and City Council input.

Table 6. Pass-By Trip Reduction of Site-Oriented Traffic

<u>Land Use</u>	<u>Pass-By Reductions</u>
	<u>%</u>
Supermarket	9
Shopping Center	35
Quality Restaurant	10

Internal Capture

Once the total buildout of proposed land uses occurs, there will be interaction among the uses within this development. Internal capture is accounted for in two ways. First, to account for internal capture among similar retail land uses in adjacent areas, the sizes may be combined during the trip generation process. Because the equations used in trip generation estimations are logarithmic, the number of trips generated by a site does not

increase in direct proportion to an increase in the square footage of a development. By combining retail projects in close proximity to each other, a lower number of trips will be estimated, thereby taking into account the internal capture factor. The second way to account for internal capture is to reduce the expected number of trips directly by some percentage which reflects expected multipurpose trip-making among different types of land uses which are in close proximity. However, as with pass-by trip reductions, internal capture depends on the type and quantity of land uses. Internal capture reductions for the proposed land uses within the project are summarized in Table 7. Larger values were used previously based on available data, but have been reduced to provide a conservative estimate of trip reductions and respond to neighborhood and City Council input.

Table 7. Internal Capture Reduction of Site-Oriented Traffic

<u>Land Use</u>	<u>Internal Capture Reductions, %</u>
Quality Restaurant	10
Office	15
Apartment	10
Home Office	10

Transit/Pedestrian/Bicycle Trips

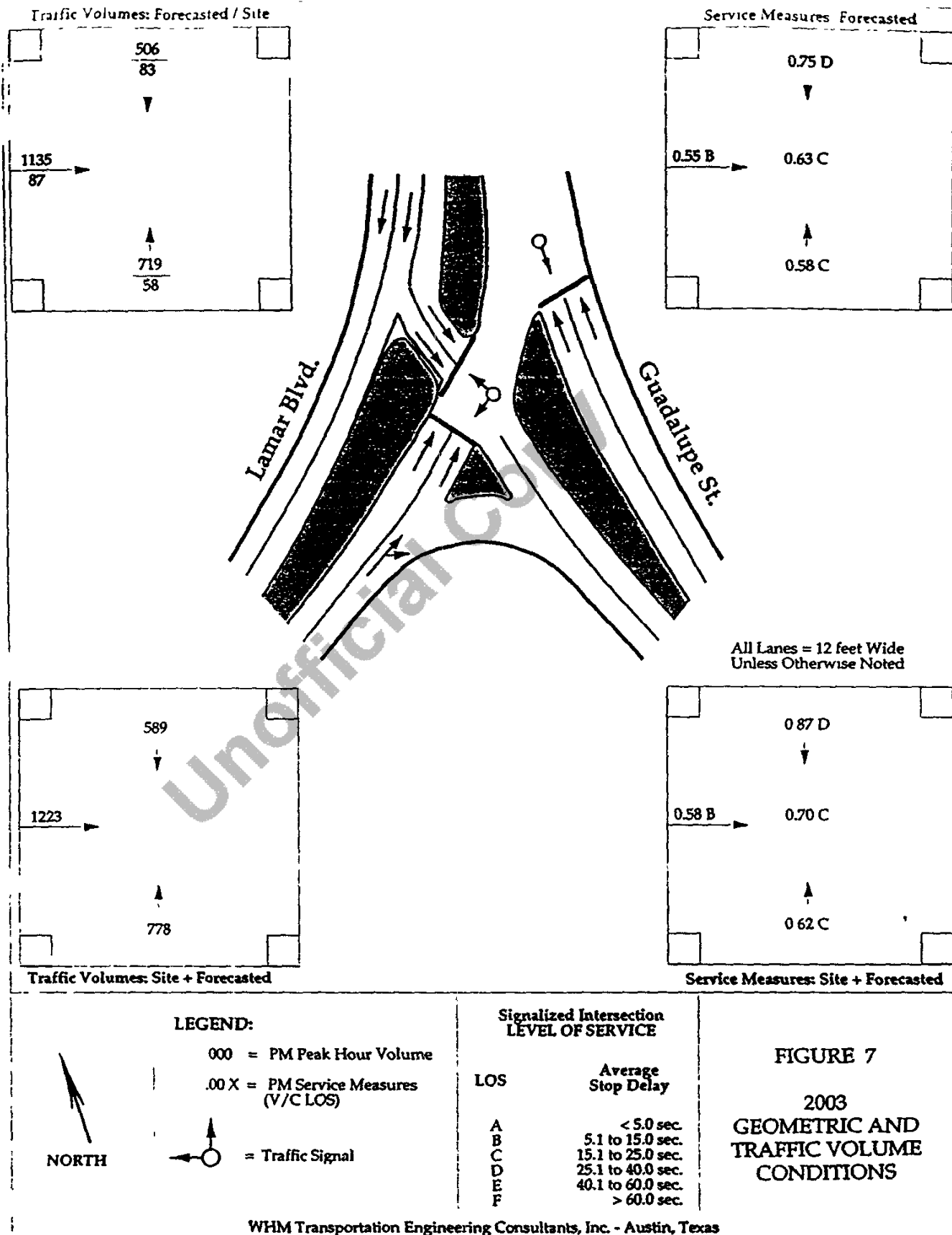
The provision of transit service and the availability to the site for pedestrians and bicyclists will reduce the expected number of trips by providing an alternative mode of travel to the private automobile. The reduction may be in two forms, either a reduction in site generated trips or a reduction in background trips. Current transit service provided by Capital Metro consists of Route 1 along Guadalupe Street and the north section of Lamar Boulevard, Route 5 along 45th Street, and the Leander Express along Lamar Boulevard and Guadalupe Street on Saturday. Other standard route service as well as the UT Shuttle operates in the vicinity of the site. Due to the existing and planned transit availability and proximity of the site to state office buildings and adjacent residential areas, it is assumed that three percent of site trips will consist of non-vehicular traffic.

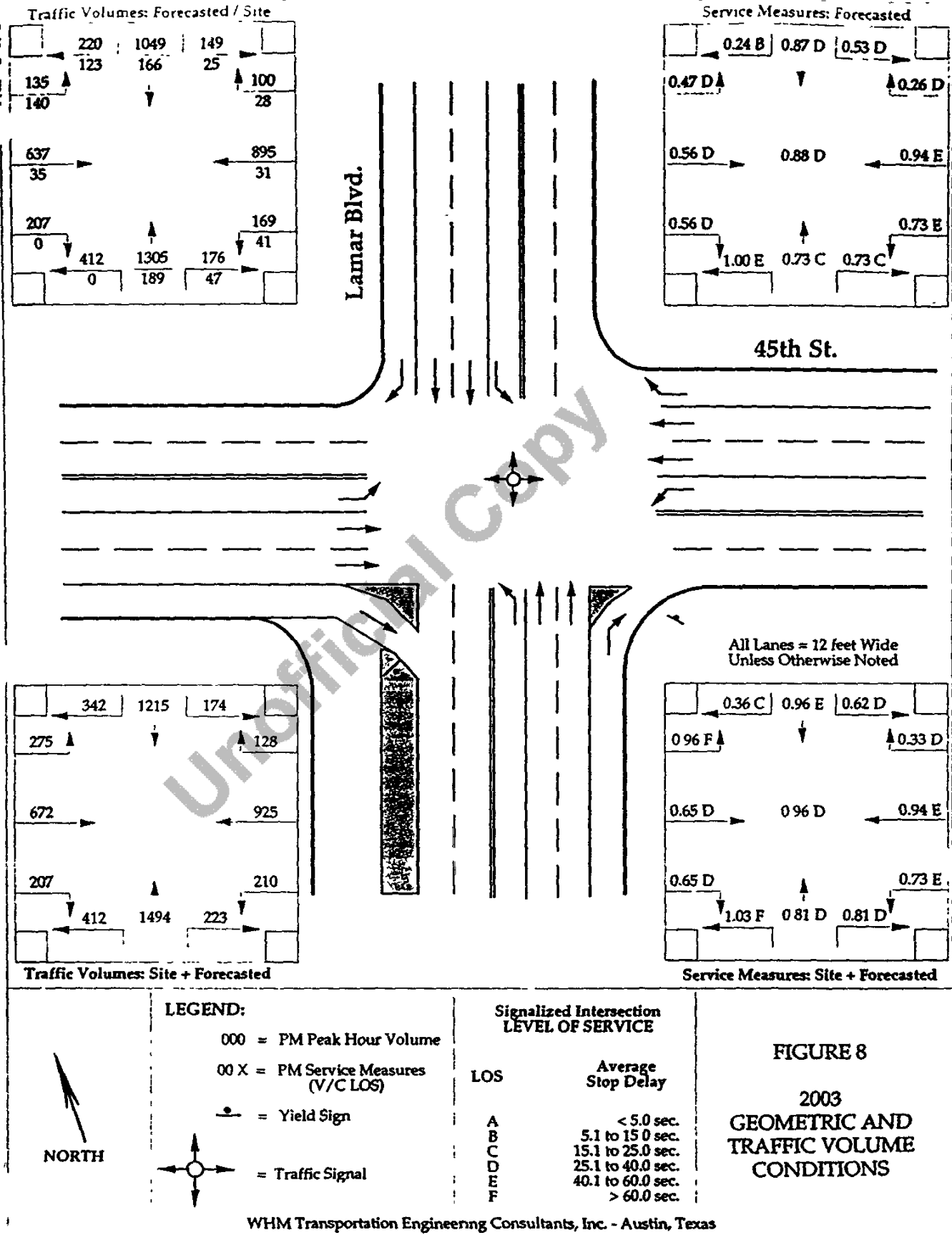
Intersection Analysis

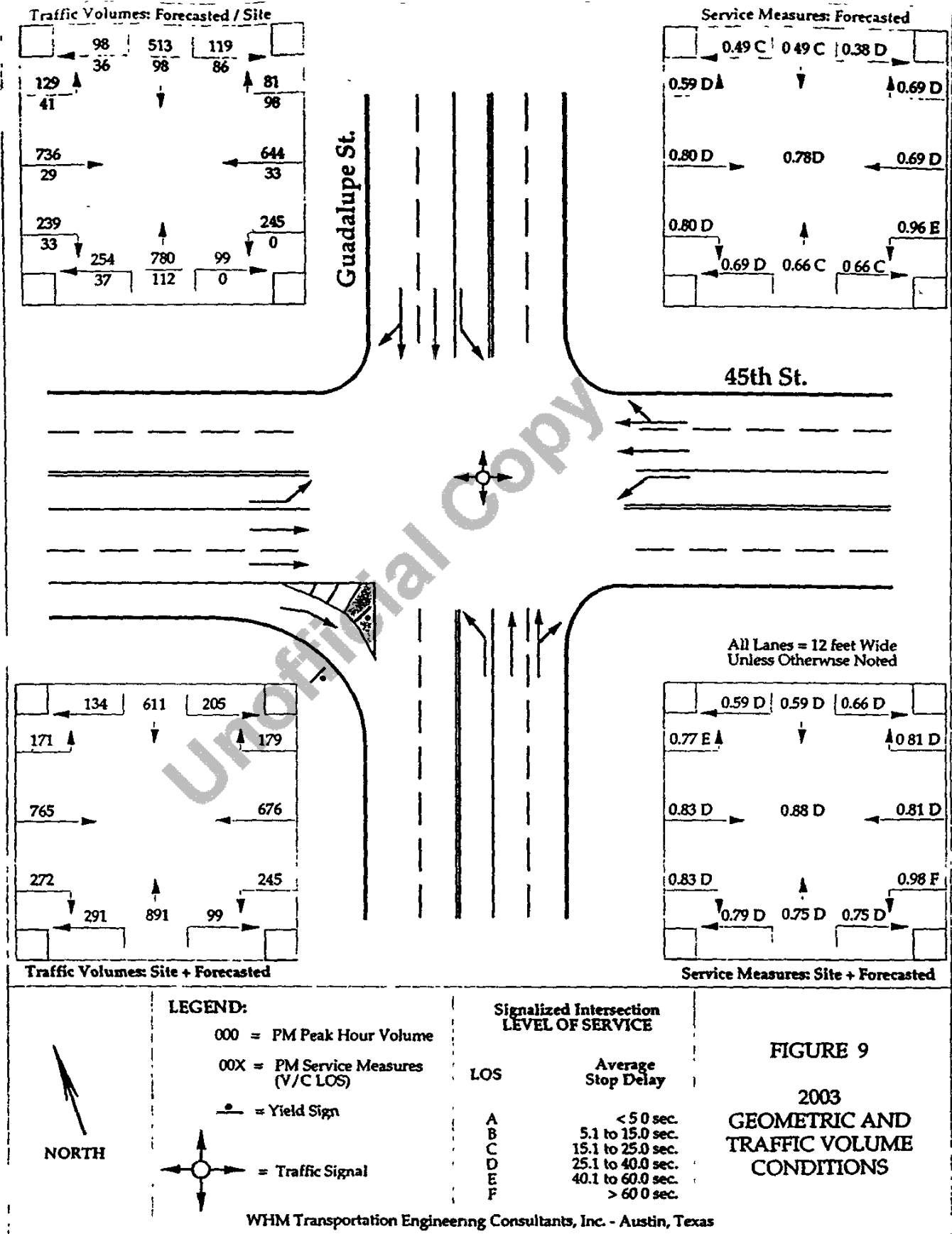
The total 2003 traffic demand will be the sum of traffic generated by this proposed development, traffic generated by other development projects, and changes in existing traffic. Buildout year 2003 roadway geometrics of the study area intersections are presented in Figures 8 through 18 along with forecast turning movement counts and levels of service (LOS). Assuming the recommended improvements shown in these figures and discussed in the recommendations section are implemented, all levels of service fall within an acceptable range for each intersection. A brief description of the intersections follows.

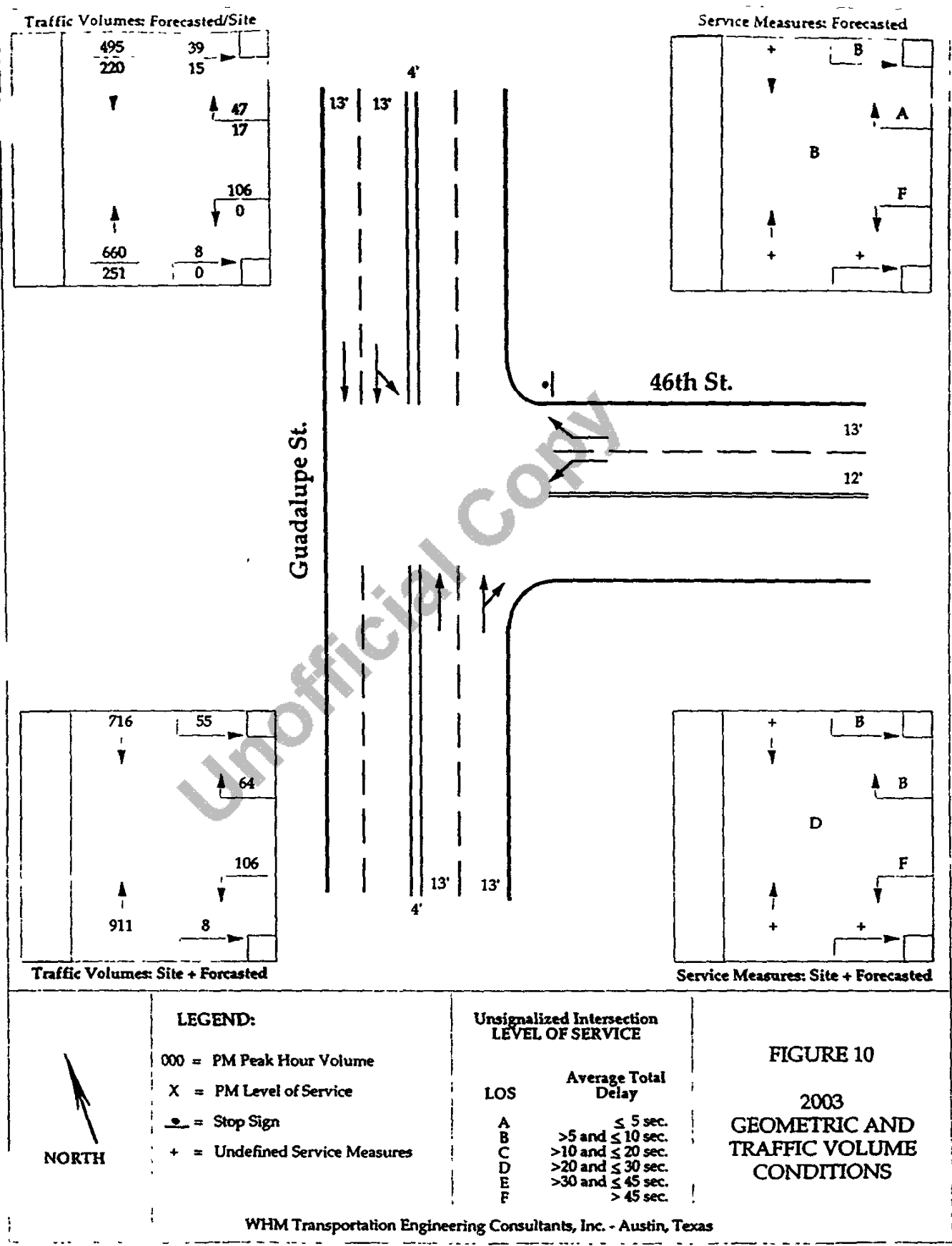
1. Lamar Boulevard and Guadalupe Street - Signal timing and phasing optimization yields LOS C at this intersection as shown in Figure 7.
2. Lamar Boulevard and 45th Street - A combination of proposed geometric improvements and signal timing optimization yields LOS D for site plus forecasted traffic conditions at this intersection. The proposed geometric improvements include adding a right turn lane to the westbound approach. The proposed geometry is shown in Figure 8.
3. Guadalupe Street and 45th Street - This intersection will operate at LOS D for site plus forecasted traffic conditions with geometric improvements and signal timing optimization. The geometric improvements include the addition of left turn lanes for both the eastbound and westbound approaches. The signal timing changes include protected and permitted left turns for all approaches. The proposed geometry is shown in Figure 9.
4. Guadalupe Street and 46th Street - This unsignalized intersection would operate at LOS D for site plus forecasted traffic conditions as shown in Figure 10. The analysis assumed that a significant portion of the existing westbound left turns at this intersection will be diverted to 45th Street once the improvements at the intersection of Guadalupe Street and 45th Street are implemented.
5. Lamar Boulevard and 46th Street - This unsignalized intersection would operate at LOS A. 46th is proposed to be right-in and right-out only at this intersection and is stop sign controlled as shown in Figure 11.

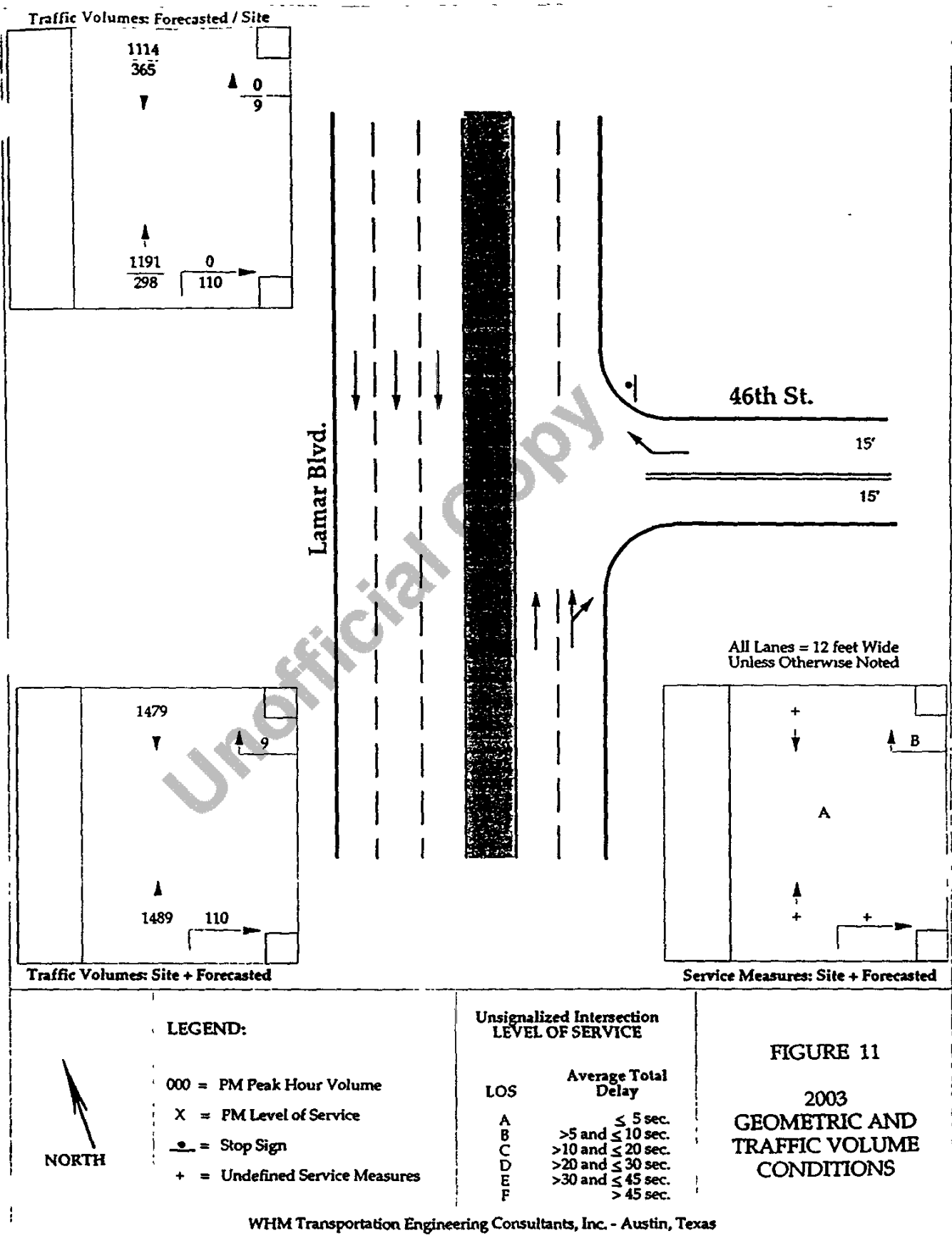
6. Lamar Boulevard and Driveway 1 - This unsignalized intersection would operate at LOS D. The proposed geometry for the westbound approach is one left turn lane and one right turn lane. Proposed change for the southbound approach includes the addition of a left turn lane at the intersection as shown in Figure 12.
7. Lamar Boulevard and 47th Street - This intersection is proposed to be signalized to accommodate project traffic. As a signalized intersection, Lamar Boulevard and 47th Street function at LOS B. The westbound approach is proposed as one left turn lane and one right turn lane as shown in Figure 13.
8. Guadalupe Street and Driveway 2 - This unsignalized intersection would operate at LOS A. The proposed geometry for the eastbound approach is one left turn lane and one right turn lane. The driveway is stop sign controlled as shown in Figure 14.
9. Guadalupe Street and 47th Street - This intersection is proposed to be signalized to accommodate project traffic. As a signalized intersection, Guadalupe Street and 47th Street function at LOS A. The eastbound approach is proposed as one left turn lane and one right turn lane as shown in Figure 15.
10. Guadalupe Street and Driveway 3 - This unsignalized intersection would operate at LOS A. Driveway 3 will consist of left and right turn only lanes at this intersection. The driveway is stop sign controlled as shown in Figure 16.
11. Guadalupe Street and 46th Street - This unsignalized intersection would operate at LOS A. 46th Street will consist of left and right turn only lanes at this intersection and is stop sign controlled as shown in Figure 17.
12. 45th Street and Driveway 4 - This unsignalized intersection would operate at LOS C. The proposed geometry for the southbound approach is one right turn lane and one left turn lane. The driveway is stop sign controlled as shown in Figure 18.

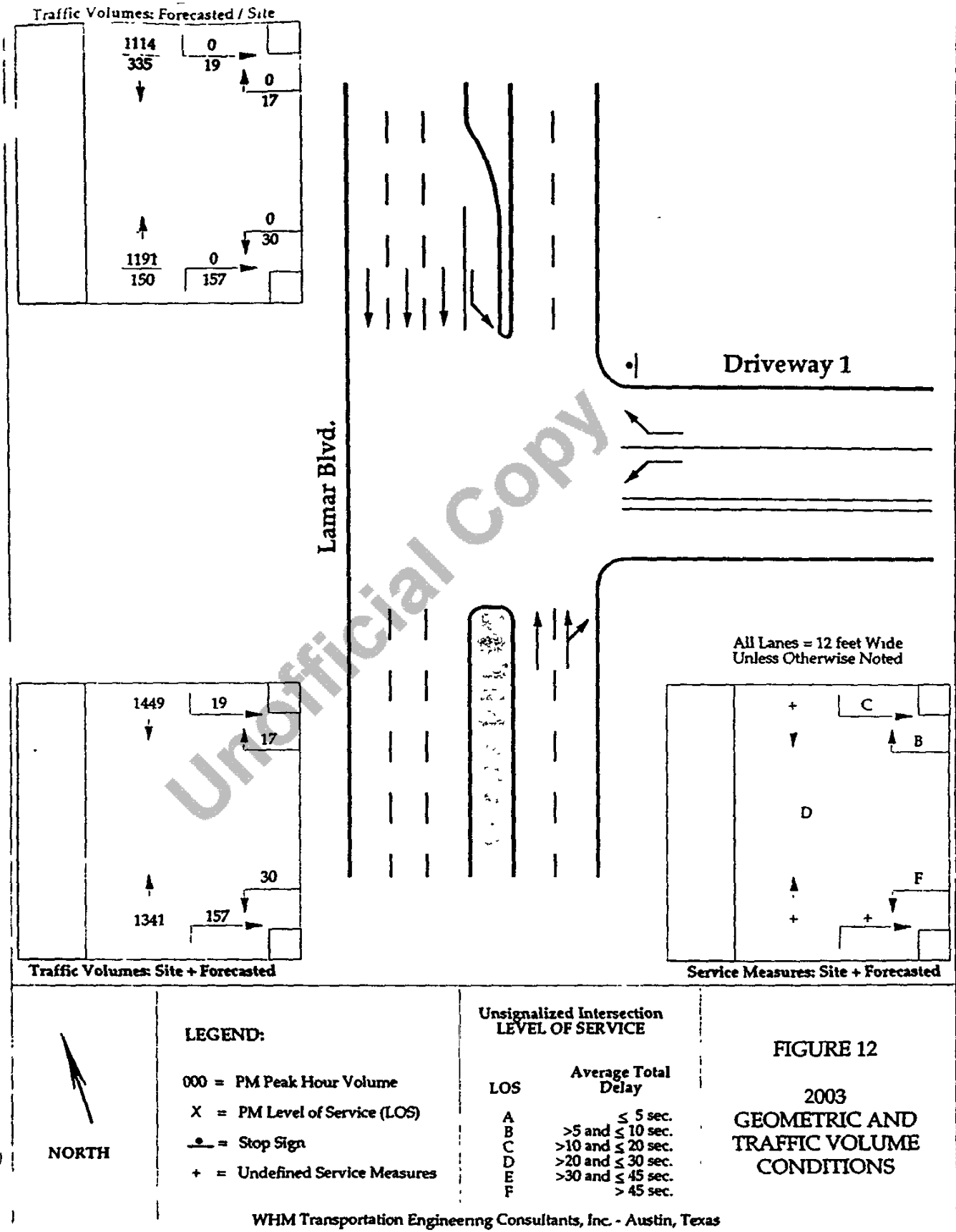


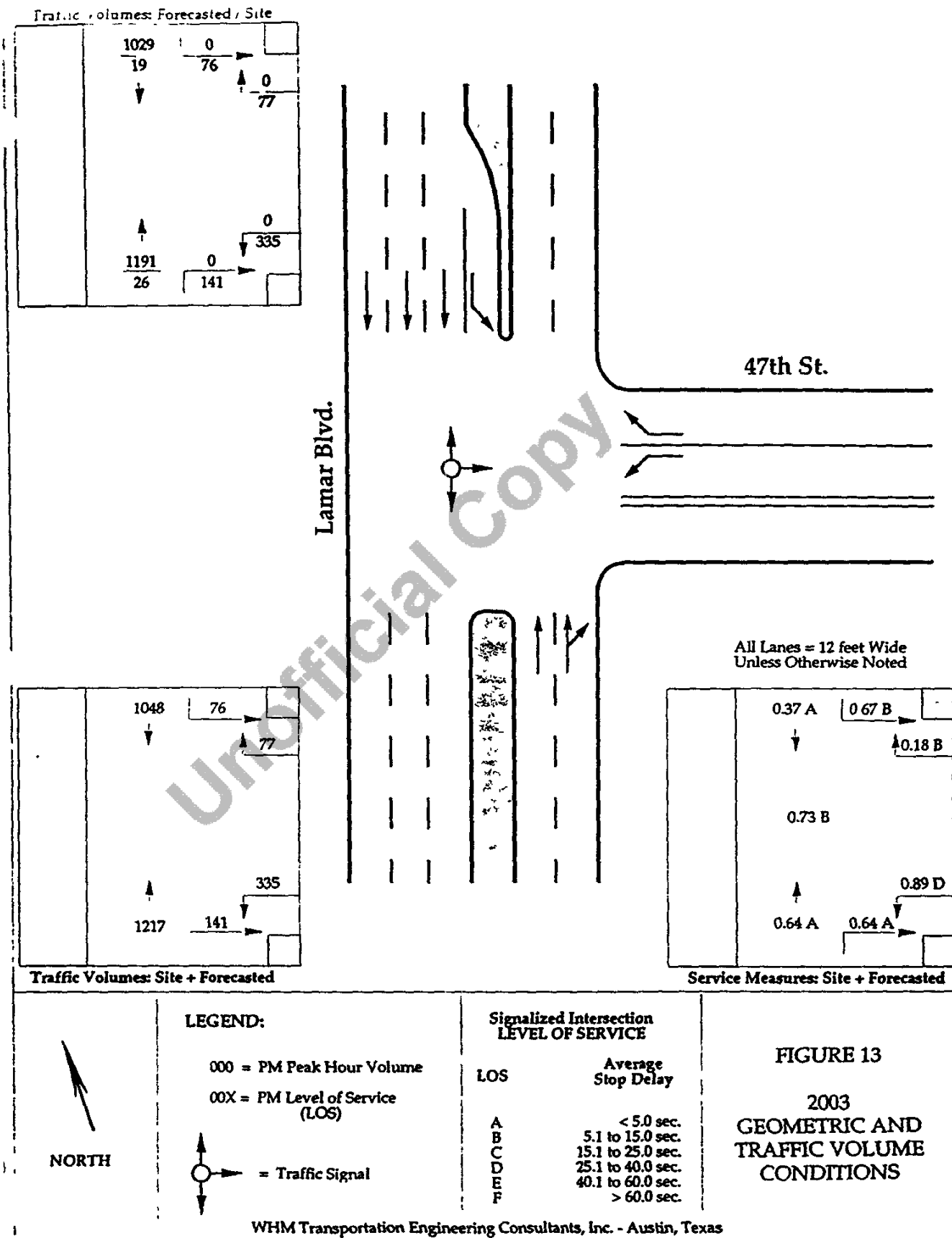


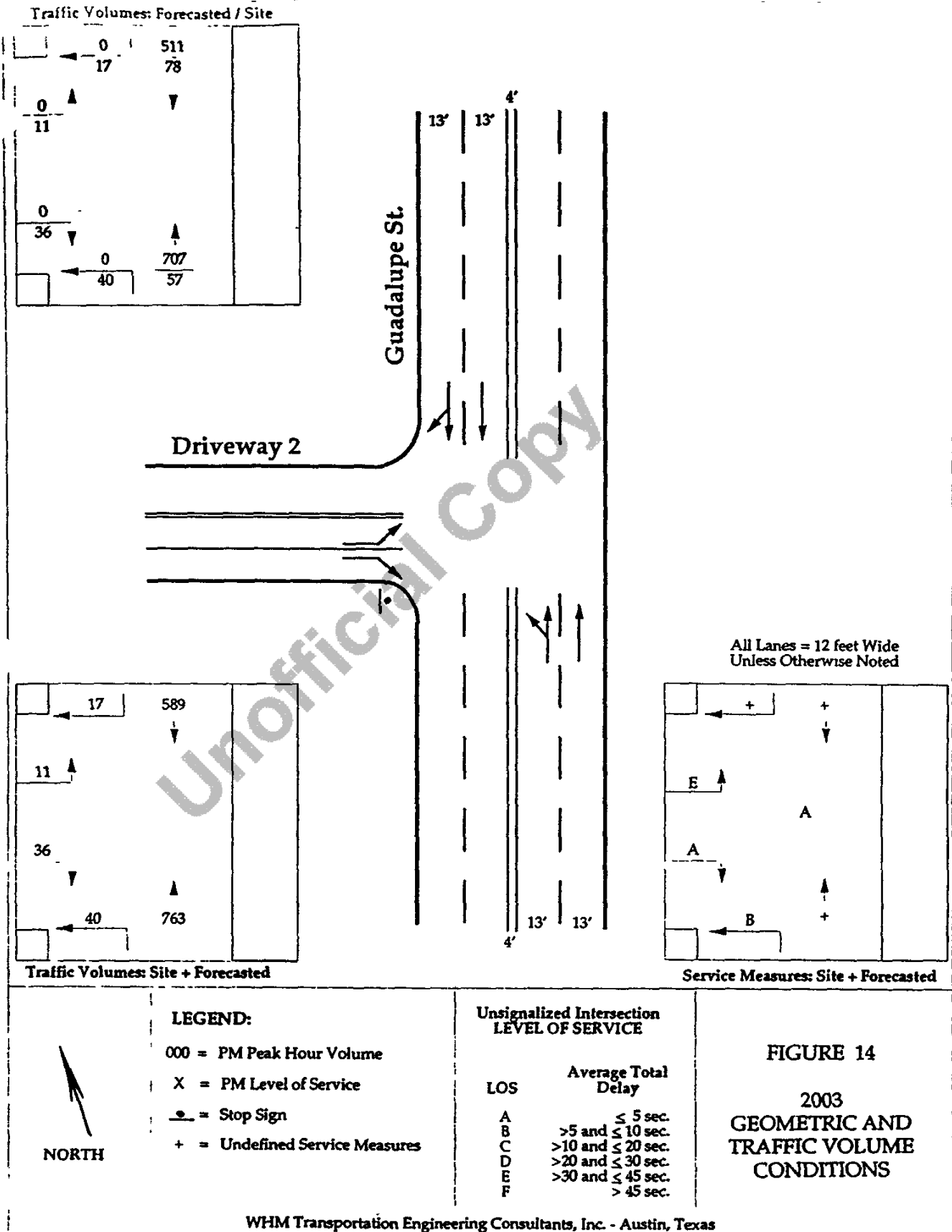


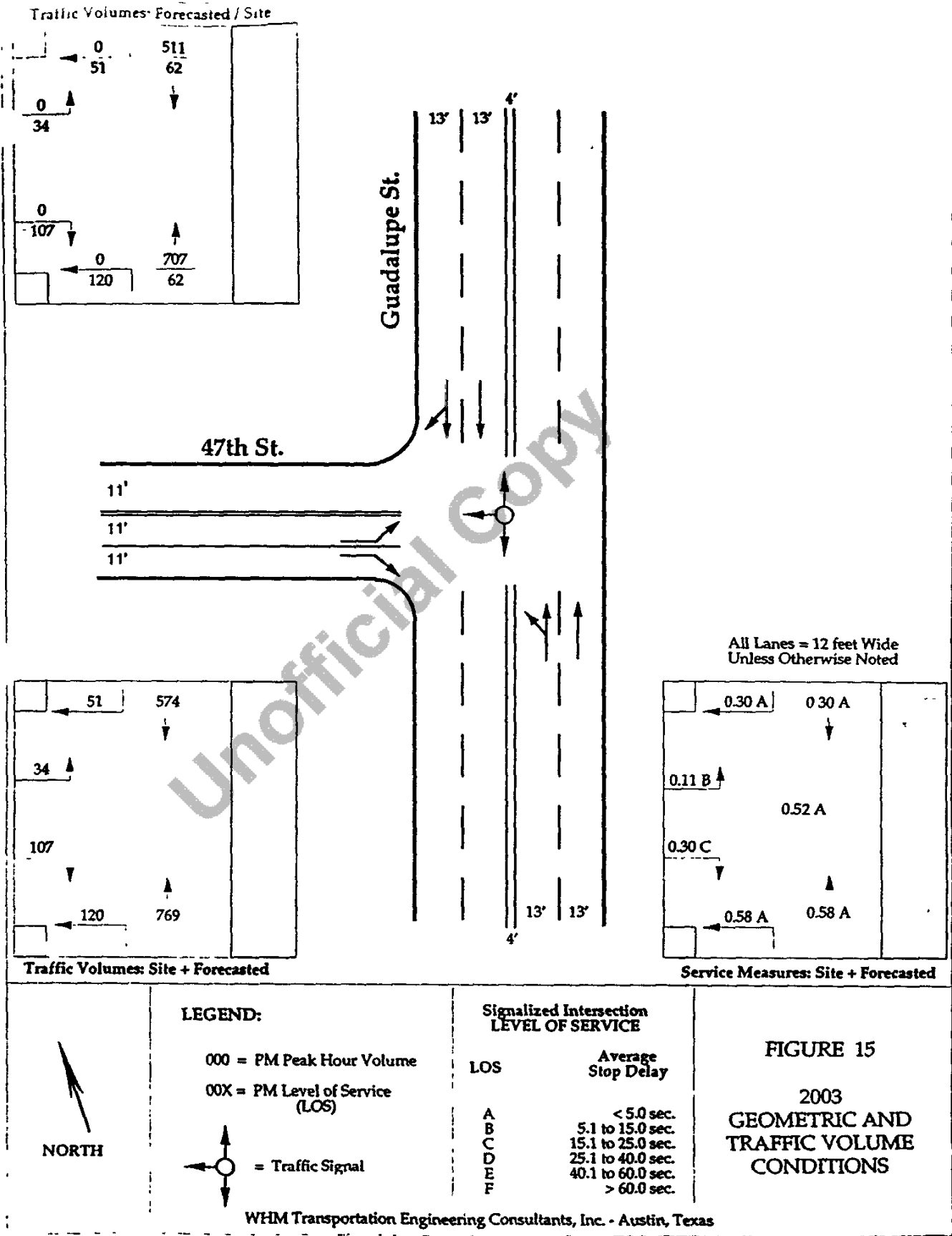


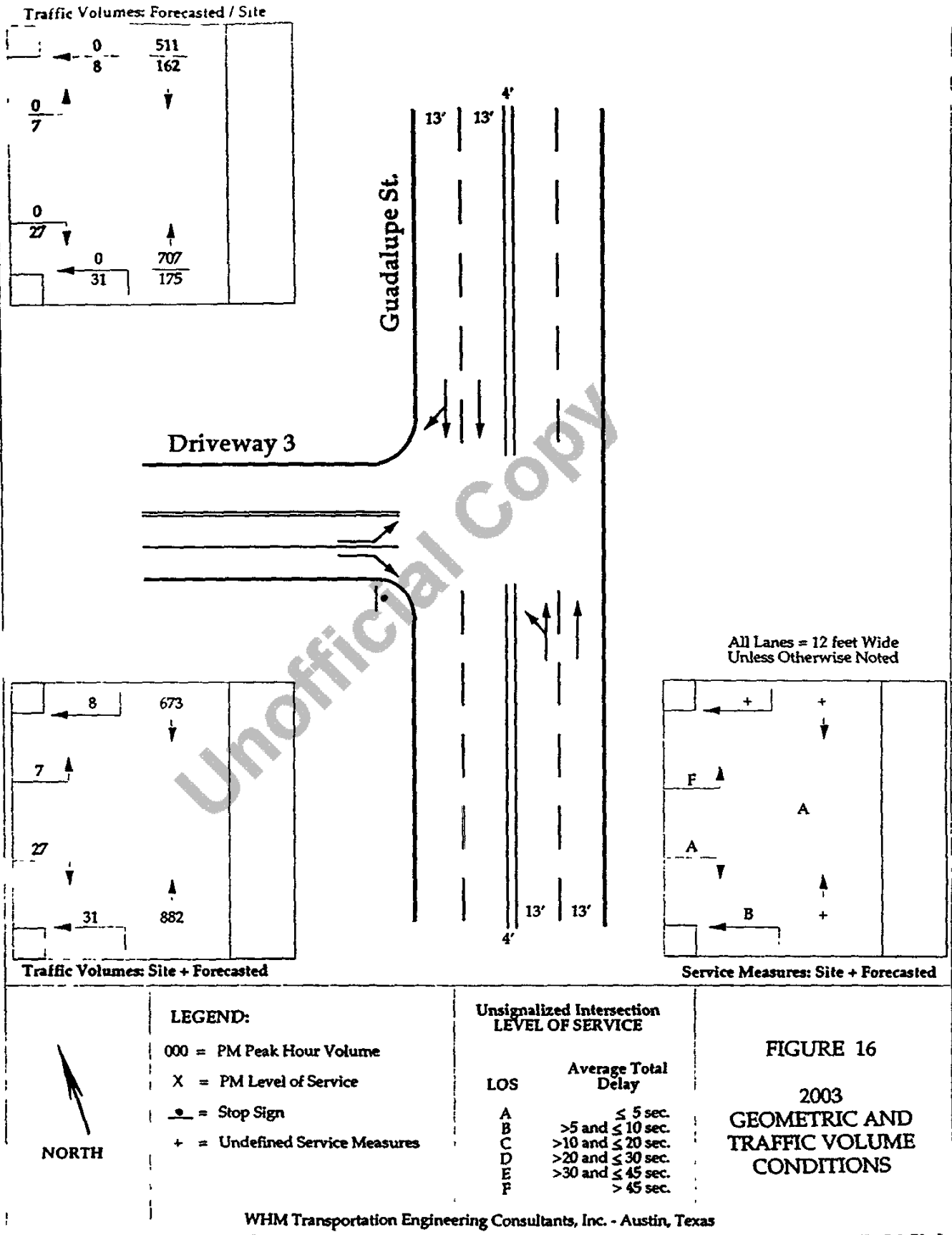


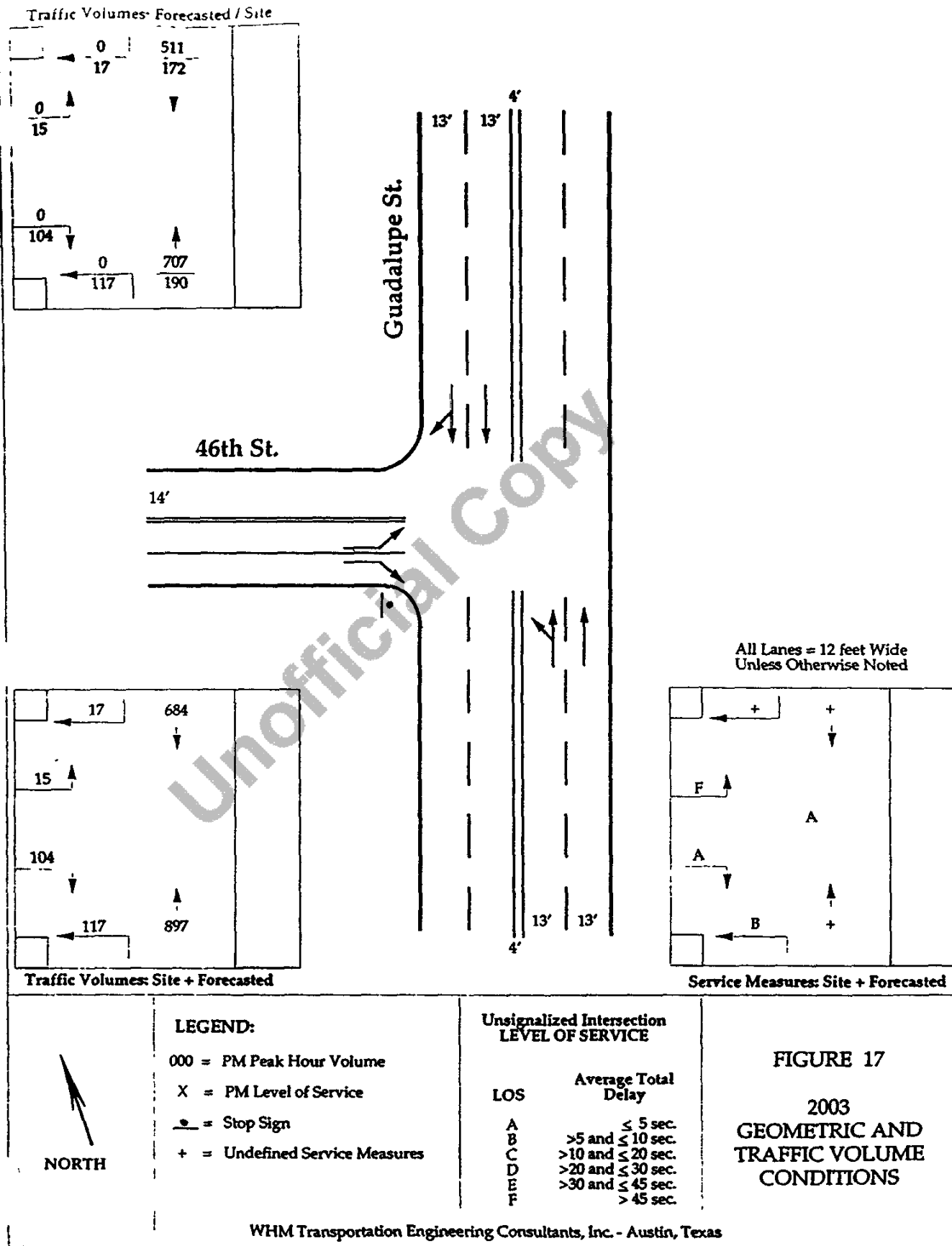


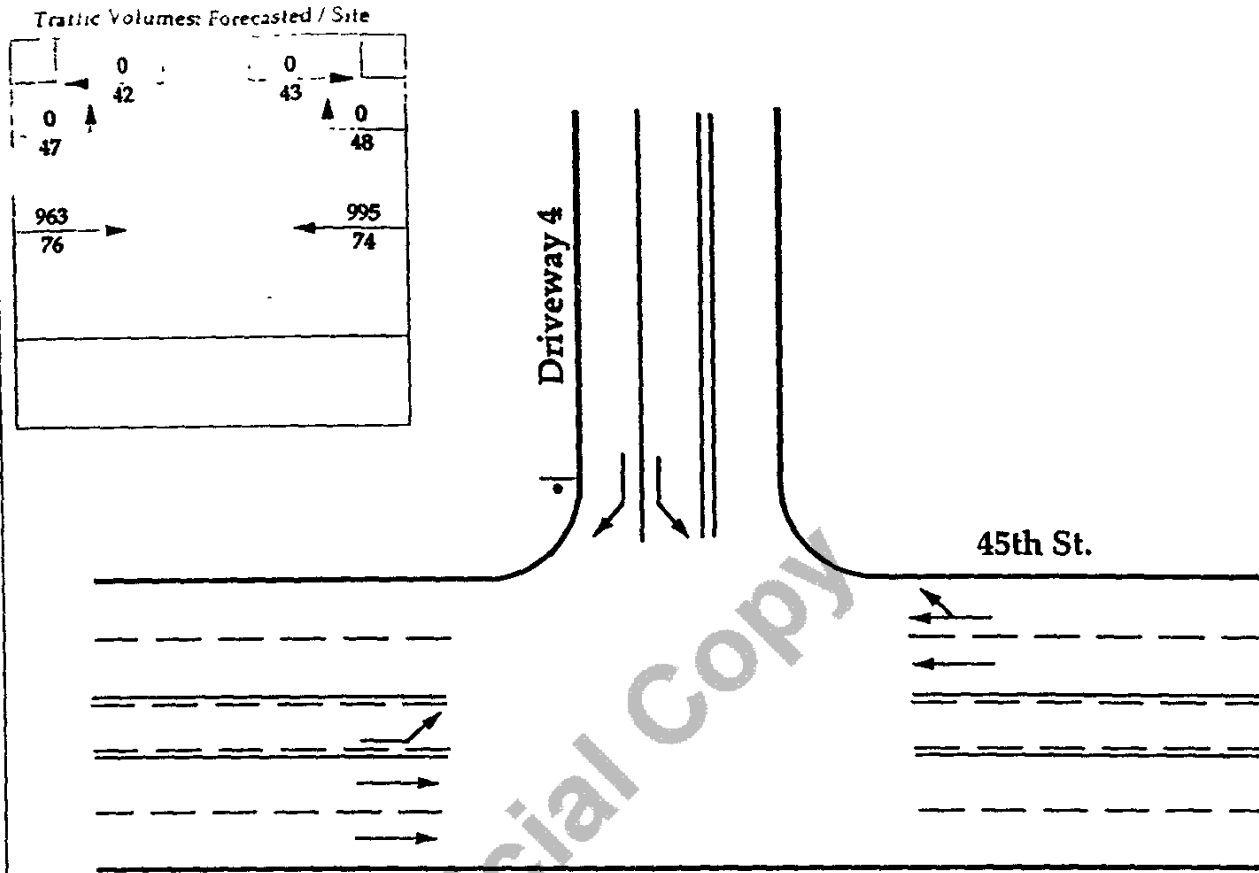




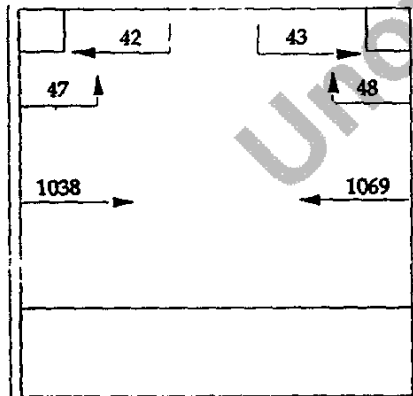




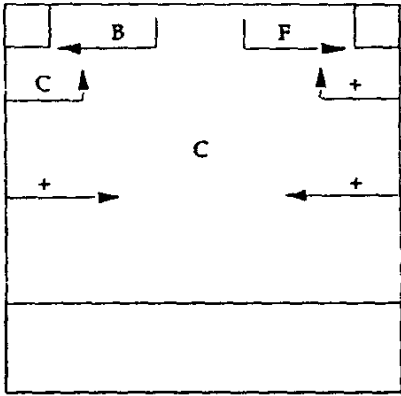




All Lanes = 12 feet Wide
Unless Otherwise Noted



Traffic Volumes: Site + Forecasted



Service Measures: Site + Forecasted



- LEGEND:**
- 000 = PM Peak Hour Volume
 - X = PM Level of Service
 - = Stop Sign
 - + = Undefined Service Measures

Unsignalized Intersection LEVEL OF SERVICE	
LOS	Average Total Delay
A	≤ 5 sec.
B	>5 and ≤ 10 sec.
C	>10 and ≤ 20 sec.
D	>20 and ≤ 30 sec.
E	>30 and ≤ 45 sec.
F	> 45 sec.

FIGURE 18
2003
GEOMETRIC AND
TRAFFIC VOLUME
CONDITIONS

NEIGHBORHOOD STREET IMPACTS

Section 13-5-44(a) of the Code of the City of Austin (Ref. 7) defines a residential local or collector street as one along which 50 percent or more of the frontage within 1,500 feet of the proposed project's property lines is zoned for SF-5 or more restrictive uses. Application of this definition to 46th Street east of Old Guadalupe Street results in a 67 percent residential frontage.

46th Street east of Old Guadalupe Street

46th Street from Old Guadalupe Street to the east is a two-way, two lane roadway that serves residential development. The two-way traffic volume is currently 2,969 vehicles per day (vpd) in this section. 46th Street is 46 feet wide within the study area. The existing volume is 26 percent less than the undesirable operating level of 4,000 vpd for its pavement width as defined in the Code of the City of Austin (Ref. 7).

Based on assumed distribution of site traffic along 46th Street to the east, an increase of 412 vpd is estimated, resulting in a total of 3,381 vpd. For this reason, the proposed Triangle Square development is not projected to result in a significant deterioration of the undesirable operating level on 46th Street.

GUADALUPE STREET MODIFICATIONS

In order to implement "traffic calming" measures along Guadalupe Street, the following modifications are proposed for consideration by the City of Austin:

1. Provision of parallel parking along the west side of Guadalupe Street from Driveway 2 to the south end of the site.
2. Provision of enhanced pedestrian crossings at the driveways.

SUMMARY AND RECOMMENDATIONS

The preceding analyses have illustrated the effects of site generated and forecasted traffic demand upon the street and network adjacent to and in the vicinity of the project site. Generated traffic volumes were developed in a conservative scenario and assuming complete site development by 2003. Based on analysis of existing and projected conditions and in order to provide the safest and most effective movement into and out of the site, the following recommendations were developed.

1. Recommendations at the intersection of Lamar Boulevard and Guadalupe Street consist of the addition of pedestrian signals, signal/timing phasing improvements, curb ramps, and sidewalks to improve connections to the existing pedestrian network adjacent to the site.
2. Construct a right turn lane on 45th Street on the westbound approach at Lamar Boulevard.
3. Widen 45th Street on the north side for the addition of left-turn lanes on the eastbound and westbound approaches at the intersection of Guadalupe Street and 45th Street. Optimize signal timing and phasing plans to allow protected and permissive left turns for all the approaches.
4. 46th Street will operate as right-in and right-out only at its intersection with Lamar Boulevard and will have one lane each for entering and exiting the site.
5. At the intersection of Lamar Boulevard and Driveway 1, the proposed geometry for the westbound approach is one right turn lane and one left turn lane. The proposed change for the southbound approach includes the addition of a left turn lane at the intersection.
6. Signalize the intersection of Lamar Boulevard and 47th Street to accommodate project traffic and provide pedestrian signals. The westbound (47th Street) approach should have one left-turn lane and one right turn lane. Construct left turn lane for the southbound approach at the intersection.

7. Signalize the intersection of Guadalupe Street and 47th Street to accommodate project traffic and provide pedestrian signals. The eastbound (47th Street) approach should have one left turn lane and one right turn lane.
8. At the intersections of Guadalupe Street with 46th Street and Driveways 2 and 3, the proposed approach geometry is one right turn lane and one left turn lane.
9. At the intersection of 45th Street and Driveway 4, the proposed geometry for the southbound approach is one right turn lane and one left turn lane.

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REFERENCES

1. Austin Metropolitan Area Transportation Plan, Austin Transportation Study, December 12, 1994.
2. 1997 Traffic Volume Report, Compiled by the Capital Area Metropolitan Planning Organization for roadways within the CAMPO study, in cooperation with the Texas Department of Transportation, Travis County and the City of Austin, September 1998.
3. "Highway Capacity Software," United States Department of Transportation, Federal Highway Administration, January 1995.
4. Highway Capacity Manual, (SR 209), Transportation Research Board, Washington, D C., 1994
5. Buttke, Carl H., "Trip Generation," Microtrans Corporation, Portland, Oregon, 1997.
6. Trip Generation, 6th Edition, Institute of Transportation Engineers, Washington, D C , 1997
7. The Code of The City of Austin, Volume II, Sections 13-5-44 and 13-5-47, City of Austin, Texas, July 31, 1995.

TRIANGLE SQUARE DEVELOPMENT PLAN

EXHIBIT "E"

Wetlands Mitigation Plan

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EXHIBIT E

Wetlands Mitigation Plan

No site plan or other development approval for the Property, including future applications for special exceptions, shall be denied on the basis of wetlands being located on the Property or under the provisions of §13-7-23(e) of the Austin City Code so long as the proposed development includes the wetlands mitigation described in this Wetlands Mitigation Plan or an amended Wetlands Mitigation Plan prepared by the applicant and approved by the Director of the City of Austin Watershed Protection Utility. The City of Austin shall not require additional mitigation or the payment of additional fees or other costs relating to wetlands mitigation as a condition to any development approval for the Property except as set forth in this Wetlands Mitigation Plan or an amended plan.

As mitigation for removal of approximately 0.2 acres of limited quality wetlands on the site, the applicant shall construct a landscape water quality wet pond on site which will be planted with vegetation as described in Item No. 5a, Wetland Plantings, §1.6.3 Maintenance and Construction Requirements of Wet Ponds in the City of Austin Environmental Criteria Manual. The minimum quantity of wetland plant material will also meet the criteria in the Environmental Criteria Manual (multiply surface area of the permanent pool by three percent to determine the minimum quantity of plants to be installed on the vegetative bench).

This wet pond may be constructed at the location shown as open space on Exhibit B. The exact location and configuration of the feature within the open spaces shall be shown on the civil engineering drawings to be submitted in the Consolidated Site Plan submittal.

TRIANGLE SQUARE DEVELOPMENT PLAN

EXHIBIT "F"

Water and Wastewater Plan

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EXHIBIT "F"
WATER AND WASTEWATER PLAN

The Project is a proposed mixed use development consisting of approximately 1,000,000 square feet of grocery, office, retail, residential and restaurant uses. The largest single building on the Property will require a fire flow demand of approximately 3,500 gallons per minute for the Project. So long as the State or its lessee constructs the 16 inch waterline described below, the City of Austin will provide at least 3,500 gallons per minute at 20 psi residual pressure to the Property at all times. Water service for the Property shall be provided by the City of Austin from an existing 20 inch water main in the east side of Guadalupe Street, and from an existing 12 inch waterline in 45th Street. These two existing lines will be connected by a new 16 inch waterline, of approximately 2,400 linear feet, to be constructed by the State or its lessee, as depicted on Exhibit "G".

The City of Austin will provide wastewater service to the Property from an existing 12 inch wastewater main in Guadalupe Street. This line will be tapped at up to three locations along Guadalupe Street, as designated on the attached Exhibit "G". The wastewater demand for the project to be constructed on the Property is approximately 796 LUEs. The City of Austin agrees to provide at least 796 LUEs to serve the wastewater needs of the Property, so long as the State or the Developer (i) constructs an 18 inch wastewater gravity main, consisting of approximately 3,400 linear feet, along Guadalupe Street from existing manhole station 66+70.9 (just north of West 38th Street) to existing manhole station 100+68 (just north of West 45th Street), in order to replace the corresponding portion of the existing 12 inch main in Guadalupe Street, as depicted on Exhibit "G"-1 and (ii) relocates the existing 12 inch wastewater line running across the northern portion of the Property from Lamar Boulevard to Guadalupe Street from its current location to the approximate location depicted on Exhibit "G".

All water and wastewater improvements, relocations, additions, and service connections shall be in accordance with the City of Austin Water and Wastewater Design Criteria and Standard Specifications and other related City of Austin standards in effect on the date the respective plans for such improvement, relocation or additions are submitted to the City of Austin. The above-described services shall be provided at no cost to the State, the Developer, or any other party.

The State (at its expense) shall dedicate to the City of Austin (i) a waterline easement for the new 16 inch waterline to be constructed, by the State or its lessee, on the Property and (ii) a wastewater line easement for the relocation of the existing 12 inch wastewater line running across the northern portion of the Property in the approximate locations shown on Exhibit "G". The exact location of such waterline, wastewater line and corresponding easements shall be subject to approval by the City of Austin.

In order to provide adequate service to the Property, additional on-site water and wastewater utility improvements other than those described on this Exhibit "F" and/or shown on Exhibit "G" hereto may be required. If additional improvements are required, the State, or the Developer (at their expense), will provide the improvements.

TRIANGLE SQUARE DEVELOPMENT PLAN

EXHIBIT "G"

Sketch of Water and Wastewater Plan

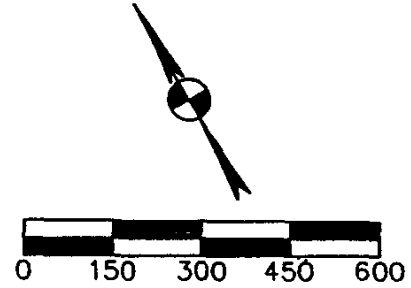
Unofficial Copy

NOTE:

THE 18" WASTEWATER LINE EXTENSION IN THE GUADALUPE ROW WILL BE FROM EXISTING MANHOLE STATION 66+70.9 TO EXISTING MANHOLE STATION 100+68.

▲ WATER TIE-IN

● WASTEWATER TIE-IN



PROPOSED 12" WASTEWATER LINE EXTENSION

PROPOSED 16" WATER LINE EXTENSION

EXISTING STATION 100+68

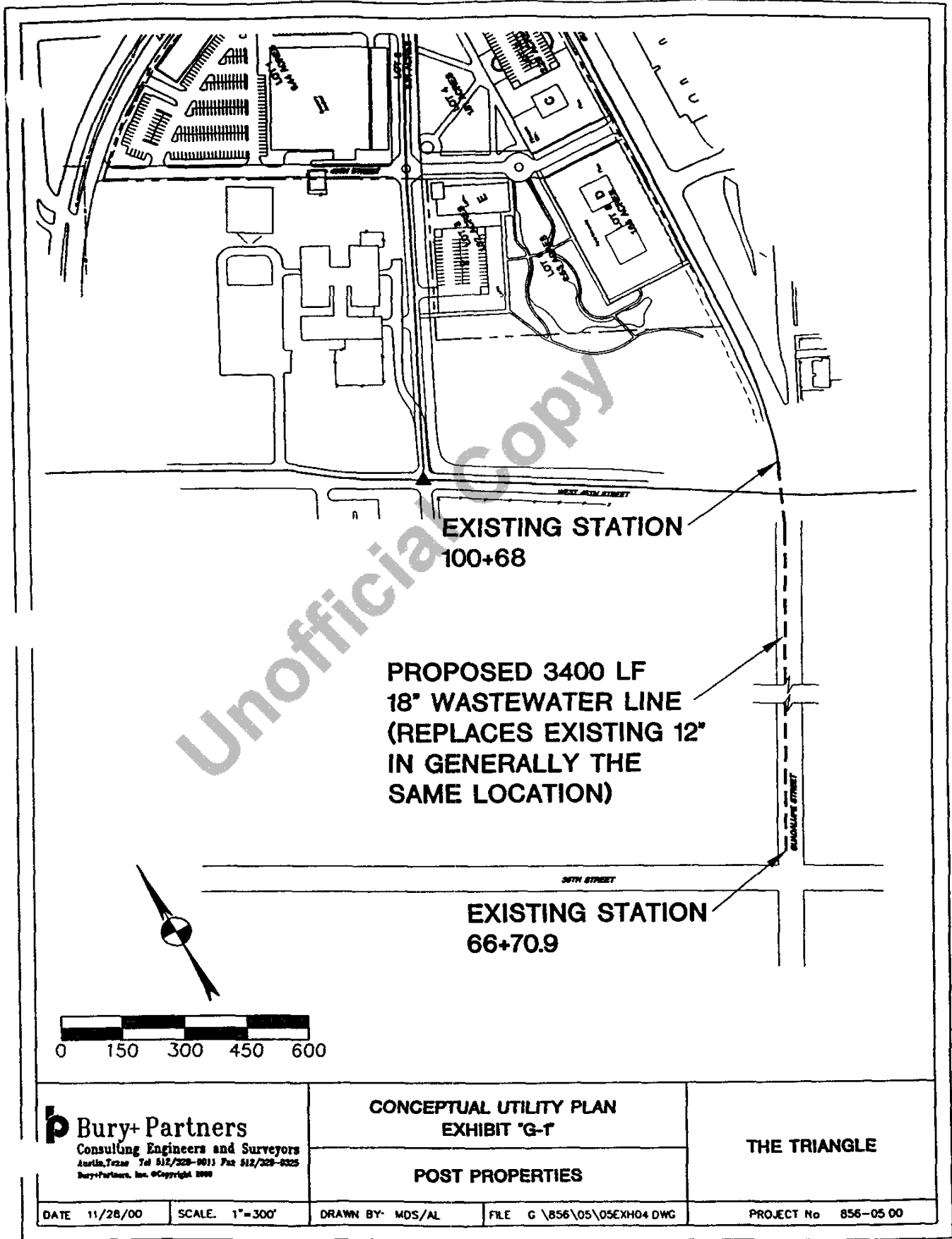
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Consulting Engineers and Surveyors
Austin, Texas Tel 512/328-0011 Fax 512/328-0325
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**CONCEPTUAL UTILITY PLAN
EXHIBIT "G"**

THE TRIANGLE

POST PROPERTIES

DATE 11/28/00	SCALE 1"=300'	DRAWN BY MDS/AL	FILE G \856\05\05EXH03 DWG	PROJECT No. 856-05 00
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TRIANGLE SQUARE DEVELOPMENT PLAN

EXHIBIT "H"

Landscape Alternative Compliance Guidelines

Unofficial Copy

EXHIBIT H**Landscape Alternative Compliance Guidelines**
The Triangle
Austin, Texas

The following Landscape Alternative compliance proposal will outline the approach and criteria to be followed in the development of the Landscape Plans for The Triangle project. These requirements have been designed to meet the specific needs of a highly urban and high-pedestrian use project. The unique layout of the site plan and the pedestrian spaces for circulation, gathering, and amenities require that the landscape guidelines take into consideration that the hardscape and landscape improvements be viewed as a singular, unified element.

1.0 Street Yard

The entire site will be considered as a single streetyard. At least 20% of the entire area of the Property shall be landscaped. This 20% landscaped area will utilize shrubs, groundcovers, trees, and grasses. All 20% of the landscape area shall be pervious landscape cover. All landscape materials selected shall be from the City of Austin Preferred Plant List (Appendix N of the City Code – 2.4.0). All pervious area in public spaces, including right-of-way, pedestrian access easements and City of Austin/State parkland, shall be included to count toward this 20% requirement.

2.0 Street Yard Trees

The site will contain at least 50 trees for the first 110,000 square feet of the area in the streetyard, plus at least 1 tree per 5,000 square feet for all area over 110,000 square feet.

3.0 Landscape in Parking Lots – Landscape Area

Within the parking lot envelope, landscape areas (pervious cover) shall be provided, this landscape area shall be in aggregate the equivalent of 90 square feet per 12 parking spaces. These areas shall be in the form of medians, peninsulas, pedestrian mall space, outdoor gathering spaces or planters. The distribution of these spaces shall be a function of the site plan.

4.0 Existing Tree Credit

All existing trees which are preserved over ten (10) inches in trunk diameter, measured 48" from the ground, within the Property or the right-of-way shall be pruned, fertilized, and

maintained by the owner or lessee of The Triangle and shall count as 2 trees for the purpose of fulfilling the Street Yard Tree requirement in section 2.0 above.

All preserved trees shall meet the requirements detailed in the City of Austin's Environmental Criteria Manual , Section 3 – TREE AND NATURAL AREA PRESERVATION

5 0 Specimen Tree Credit

Any trees planted over six (6) inches in trunk diameter within the Property or the right-of-way shall count as 2 trees for the purpose of fulfilling the Street Yard Tree requirement in Section 2 0 above

6 0 Location of Trees

Trees shall be planted along street frontage, pedestrian malls, outdoor gathering areas, as a buffering element (as one of two or more elements as required) and within landscaped islands and peninsulas in the parking lot The location of these trees shall be reflected on the site plan

7 0 Buffering

Buffering of surface parking lots, dumpsters, loading docks and loading areas, and similar conditions shall be accomplished through the use of two or more of the following elements

- Shrubs
- Trees
- Ornamental walls
- Ornamental Fences

At least 75% of the area to be buffered shall contain two or more of these elements Buffering shall not be required for storefronts, along streets or pedestrian walks, plazas or gathering spaces

8 0 Irrigation System

The entire site will be irrigated with an automatic irrigation system (conventional spray, bubblers, drip, emitters, drip tubing, porous pipe and the like) with turf zones separated from planting zones. The following guidelines will be followed:

- 1 Adjustable flow controls shall be used on remote control valves. Pressure regulation components shall be used where static pressure exceeds manufacturer's recommended operation range.
2. Sprinkler heads shall have matched precipitation rates within each control valve circuit
- 3 Sprinkler head spacing shall be designed for head-to-head coverage. The

- system shall be designed for minimum run-off and minimum overspray
4. The irrigation system shall be equipped with a controller capable of multiple programming, a rain and freeze sensor will also be utilized

9.0 Special Landscape Features

Special Landscape Features including plazas, planters, outdoor seating and gathering spaces, special paving areas, and/or water features located within common areas shall be incorporated into the site plan. All pervious area (vegetated areas) contained within special landscape features shall be credited towards the 20% landscaping requirement.

10.0 Tree Preservation

The one (1) large existing pecan tree immediately south of 47th Street shall be preserved. In addition, the provisions of subsection G5 of Section II of Exhibit "I", pertaining to the preservation of trees along Guadalupe Street and 45th Street, shall be complied with.

TRIANGLE SQUARE DEVELOPMENT PLAN

EXHIBIT "I"

Site Regulations and Development Guidelines

Unofficial Copy

**SITE REGULATIONS &
DEVELOPMENT GUIDELINES for
The Triangle Square Development**

I. SITE REGULATIONS

Gross Square Footage:

RETAIL* 150,000 sf (maximum)

- a) grocery anchor: 62,000 sf
- b) quality restaurants 15,000 sf
- c) shopping center: 73,000 sf

RESIDENTIAL (maximum units) 800,000 sf (maximum)

- a) Apartments/Lofts 794 units
- b) Live/work 65 units

OFFICE* 64,000 sf (maximum)

Total: 1,014,000 sf (maximum)

* Note. The gross square footages listed above for "Retail" uses and "Office" uses may be reallocated among such uses as long as (i) no specified amount of square footage may be increased by more than 17,000 square feet and (ii) any increase in a specified amount of square footage must be offset by an equivalent decrease in square footage in another category. The maximum units for apartments/lofts and live/work units may be reallocated among each use.

Total Civic Open Space: Minimum of 6.31 acres; 5.29 acres dedicated as a stormwater detention facility and open space

Maximum Impervious Cover: 80%**

Maximum FAR. 1.25**

Maximum Height: 65 feet on all buildings other than Building E; 120 feet for Building E (excluding, for all buildings, mechanicals, screening walls, chimneys, etc.)

Maximum Lot Coverage: None.

****Note:** These calculations are based on the entire Property, prior to deeding of a portion of the Property from the State of Texas to the City of Austin for use as a stormwater detention facility, accessory uses to the Project and as open space

Structure Setbacks None Encroachments for balconies, awnings, stoops, private utilities, private stormwater drainage, or other similar items are permitted into rights of way, easements, open spaces, etc

Streetscape, Landscape and Tree Preservation on Site See Exhibit H and the Development Guideline Section of this Exhibit I No off-site landscaping will be required

Compatibility Issues In order to facilitate the development of mixed uses throughout the Property, no compatibility standards, whether pursuant to Sections 13-2-730 - 13-2-739 of the Austin City Code, or otherwise, will be applicable to the location, height or setbacks of buildings or uses developed within the Property

Smart Growth Pursuant to Ordinance #000817-48-B and Ordinance #000817-49, copies of which are attached hereto as Exhibit K, the City Council agreed to make a support package available to the Project totaling approximately \$7,570,257.00. The Developer and the City of Austin shall enter into a Master Development Agreement, and sub-agreements thereto, further describing the terms of such support package.

**One Site Plan/
Phasing:** The project shall be reviewed as one site plan, notwithstanding the location of public right-of-way in the locations shown on Exhibit B. Additionally, the Project may be developed in phases, however, each phase does not need to independently satisfy the Site Regulations or other requirements of the Development Plan as long as the Development Plan considered as a whole satisfies such Site Regulations or other requirements of the Development Plan. Each phase must be submitted for review and approval in

accordance with the requirements of Part 10 of this Substantial Amendment to Triangle Square Development Plan.

Parking Garages:

Notwithstanding any conflicts with the terms of the Austin City Code, any parking garage within the Project may be designed with the minimum dimensions shown on Exhibit L

Equivalencies

Review by the City of Austin of any development applications (including applications for building permits) for the Project shall be consistent with the City of Austin Code interpretations set forth on Exhibits L and M

Unofficial Copy

II. DEVELOPMENT GUIDELINES

G1 BUILDING FLEXIBILITY ZONE

A 20-foot Building Flexibility Zone, surrounding each building block as shown on the Concept Plan, will allow the shifting of building footprints within such zones, as the development drawings evolve from the current conceptual phase through schematics, design development phase and finally construction documents. The allowed generalized uses within each building as specified on the Development Plan and in this Exhibit 'I', will not change. For example, a residential building will not be allowed to become a retail building.

Although civic open space edges and limits may shift to accommodate changes in building footprints, such change shall not result in a loss of total area of open space below the established minimum of 6.31 acres.

G2 CIVIC OPEN SPACE NETWORK

A network of civic open spaces, running north-south, has been developed to ensure that open green spaces and urban plazas are an integral component of the development. To varying degrees of intensity, and with various mixes of features, street furnishings within the open spaces should include benches, soft-surfaced trails, pavers, pedestrian-scaled lights, landscaping with an emphasis on native plant material, bicycle racks, shade trees, interactive public art, fountains, and other site features. Civic Open Space Zones identify the locations of the primary open spaces on site. Final open space configuration, and their respective limits, will be determined once the final location of the building footprints has been established, see G1-Building Flexibility Zone. As a minimum, 6.31 acres of the site will be used for civic open space.

Although some or all of the Civic Open Space Zones will be acquired by the City of Austin in fee simple, the Civic Open Space Zones, whether any such particular area is a sidewalk, an open space, or other space, may nevertheless be used by the Developer for activities associated with the Project, such as, but not limited to, electric transformers and similar structures, street festivals, outdoor entertainment, outdoor dining (including permanent tables), and sidewalk sales, without in any such event the need of a permit or other separate authorization from the City of Austin, to the extent such activities are open to the public. In the event that such activities are intended to be private then the person or entities conducting such activities shall be required to conform to the normal City of Austin permitting procedures.

The following is a conceptual description of the main civic open spaces beginning at the north end of the site. All are an integral part of the plan's commitment to a well developed network of civic open spaces.

- Civic Open Space Area 'A' - "North End Plaza"

The North End Plaza Area is located at the confluence of Lamar Boulevard and Guadalupe Street. This predominately-landscaped space is intended to serve as a landmark and visual gateway to the Property. Site elements, which may include water feature(s) in the way of fountain(s), and/or installation of public art, will provide an urban focal point for both pedestrians as well as for those driving by the site.

The space itself is defined by a residential building to its south and the confluence of Lamar and Guadalupe Street on the west and east all the way to the point. Centered on the residential building's north facade, an architectural element will be introduced on the building's design to serve as the terminus for Axis 'A' (see G3), as seen from North Lamar looking south toward the site. The building shall have windows facing onto the plaza, preferably at every level. Street and surface parking are not allowed within the plaza. A small "pull-in court" incorporating the same paving materials of the plaza will be allowed off Guadalupe Street to serve the Post Office delivery needs. General loading will not be allowed at this location.

– Civic Open Space Area 'B' "Triangle Commons"

Located near the geographical center of the site, this triangular space is bounded by 47th Street to the north, residential buildings to the east and interior streets to the south and west. It is the main internal civic open space of the Project.

Site elements within this triangular space include a wide sidewalk or Promenade (see G4), along the western edge of the residential buildings, that will serve to reinforce pedestrian and bicycle connectivity between the commercial main street and uses to its north, with uses located at the south end of the Project. Located at the north end of the park, a large pecan tree will anchor that end of the open space. This tree should be preserved and integrated into the plan. In addition, abundant native shade trees should be incorporated into the overall scheme of this area.

An open air structure (e.g.: a gazebo or pergola) should be provided at the southwest corner in order to help define this open space along this edge. Other site elements could include a playscape/tot lot area, public art, amphitheater, etc. Kiosks, food carts, temporary arts and crafts displays, etc., serve to create additional pedestrian activity within this area and should be encouraged. Please refer to Section D-D, for further description of this open space and its surroundings.

– Civic Open Space Area 'C' "Ponds Open Space"

This irregularly-shaped open space at the south end of the Property will serve as both a stormwater detention facility and open space area. A permanent water feature, involving a designed ponding system will provide, as a minimum, sufficient detention to comply with Exhibit C to the Development Plan. These pond(s) will be bordered, on most of their

frontage, by open areas with connecting trails, public furnishings and other site amenities. Because it functions as the main pedestrian gateway from neighborhoods to the south/southeast of the site, its design should focus on providing easy access from the corner of 45th Street and Guadalupe, into the rest of the Project via foot and bicycle. An informal landscaping concept, with an emphasis on native vegetation, should be integrated into the design of this open space

G3 AXIS 'A'

Axis 'A' defines an uninterrupted visual corridor as seen from North Lamar looking south into the site. The North End Plaza (see G2), and its associated amenities will be placed centerlined to the axis

G4 PROMENADE

A Promenade, on the eastern edge of Civic Open Space Area 'B' "Triangle Commons", is intended to be a pedestrian and bicycle path that connects the network of civic open spaces throughout the site. This path, 12-15 feet in width, shall not be accessible for motorized vehicles. Its surface material should be pavers or a similar quality material. Street furnishings provided within the Promenade should match those mentioned in Guideline G2. Refer to Section D-D, which further illustrates the Promenade and Civic Open Space 'B'

G5 GREEN BUFFER

The green buffer, with its distinctive pattern as provided by the existing trees along 45th Street and Guadalupe Street, will be preserved, as much as possible, by the development. Removal of existing trees along this edge should be limited to the need to provide access and essential services to the development and/or due to diseased or declining trees (as determined by the City of Austin arborist) that need to be removed.

An abundant number of shade trees, creating a distinct pattern, will be placed along the Lamar frontage

G6 47TH STREET

The Project's primary east-west connector will serve as its commercial/retail main street. 47th Street is defined by two rows of buildings, all of which shall be vertically integrated, except for the small anchor pad on Building Block 7. The uses on these buildings will include ground floor retail, offices, restaurants and/or entertainment uses and second floor offices and/or upper floors residential units. The intermittent use of canopies is strongly suggested as a means of providing shade for sidewalk areas. An urban plaza, approximately half-way between Lamar and Guadalupe, will provide a venue for outdoor activities such as sidewalk cafes and sitting areas. Shade trees will be placed on both sides of the street, along the sidewalks, and in the plaza area, in order to provide relief

from the weather. The approximate size of the plaza is 45 feet x 90 feet

Notwithstanding anything to the contrary contained in the Development Plan, the commercial main street will have an approximate width of 58-69 feet, from curb to curb. Pedestrian crossings will clearly indicate where pedestrians have the right-of-way. Pavers or a similar quality material will be used as frequent accent surface material within the street

The Developer may block some or all of 47th Street within the Project at any time for festivals, fairs, and any other activities, and provided that such activities are open to the public, the Developer shall not be required to comply with City of Austin permitting procedures nor required to pay any fees for such closure

Section B illustrate building massing and landscaping along 47th Street and how these all relate to the street itself, to parking areas and sidewalks. Dimensions provided illustrate the desired proportions for each element found between building fronts/edges

G7 46th STREET

Conceived as a residential-dominant urban space, it runs on a east-west axis defined by residential buildings and Triangle Commons to its north and residential buildings to its south. Notwithstanding anything to the contrary contained in the Development Plan, the residential lane will have an approximate width of 36-46 feet, from curb to curb. Please refer to Section F-F, as an illustrative example of this street. Benches, shade trees, pedestrian-scaled lighting, landscaping, and other amenities will be provided along the residential lane

Midway along the street, across from Triangle Commons, a roundabout or traffic circle, will provide additional traffic calming. Pavers or similar quality material will be used as frequent accent surface material within the street. Immediately south of the grocery anchor, the residential street may become a restricted alley/loading zone.

G8 REQUIRED RETAIL BUILDING FRONTAGE

In order to ensure that the development will preserve the urban character of the Concept Plan, required retail building frontage zones have been developed. Please refer to Building Block 7 in the Concept Plan for the retail frontage configuration. The placement of the retail buildings along the Lamar frontage was determined in order to: a) create an urban character that would provide enough activity on external as well as internal corridors, b) provide visual screening from Lamar of the large surface parking areas associated with the retail portion of the development. The intermittent use of canopies on retail building frontage is strongly suggested as a means of providing shade for sidewalk areas. Refer to the Concept Plan for maximum width of View Corridors into the Property from Lamar Boulevard

Buildings fronting Lamar and Guadalupe will address, architecturally, both the interior of the site

as well as the surrounding streets, in order to create an active pedestrian edge along interior as well as exterior pedestrian and vehicular corridors. Wherever practical, stores will provide entrances from Lamar Boulevard.

G9 PROJECT ENTRANCES

The two intersections of Guadalupe and Lamar and 47th Street, should clearly indicate their importance as primary entrances to the development. To accomplish this, the Project will incorporate architectural elements at those entrances (e.g. increase in building height, facade indentations, etc.) which will clearly indicate the importance of these entrances when compared to how secondary intersections are treated.

G10 PROJECT DRIVEWAYS

Project Driveways #1,3,4,5,6,7, and 8, are considered fixed except to allow for building footprints to shift as permitted under the Building Flexibility Zone guideline (see G1). Final location of Driveway #2 will be allowed to change, if necessary, in order to provide better freight access to the grocery anchor or if required for other technical or aesthetic reasons. As a general approach to locating driveways, the location of mature trees along the Guadalupe and 45th Street frontage should be considered as a major criteria prior to selecting the final entryways locations.

Notwithstanding the above, entrances to parking garages may be added, deleted or shifted to accommodate the final design.

G11 BUFFER ZONE FOR EXISTING STATE USES

A visual and physical buffer zone will be provided in order to create a transitional area between the existing Children's Psychiatric Unit (CPU) and the commercial development. This buffer may consist of landscaping, a fence or a wall, or a combination of both. The development will limit, as much as possible, late night activity along this edge of the Property and views into the yard areas of the CPU.

G12 DELINEATION OF STATE OFFICE TRACT

A physical delineation of the northern boundary of the State's 5-acre tract will be part of the landscape/hardscape plan for the site. This delineation could take the form of a trail of stones or other appropriate material, in combination with landscaping, sculpture, or other site amenities.

G13 NOISE POLLUTION & VISUAL INTRUSION CONTROL

Mechanical rooms, rooftop A/C unit systems, dumpsters, etc., create visual and noise pollution that, if not contained, will affect the ambiance and the quality of the Triangle development. Thus, it is required that any at-ground or rooftop mechanical systems or dumpsters be visually screened from

public view from the adjacent right-of-way at the street level. In addition, noise abatement wall construction will be required around mechanical rooms/systems to the extent necessary in order to prevent unreasonable, objectionable or annoying noise levels filtering out to the Civic Open Space Zones, adjacent structures or adjoining neighborhoods creating a public nuisance. Also, all utility transformers and aboveground utility lines will be located within 20 feet of buildings within the Project.

G14 ARCHITECTURE DESIGN CONCEPT

In order to ensure compatibility between the Triangle Square development and its surrounding commercial and residential neighborhoods, the architecture style of all buildings will incorporate design elements that will enhance the pedestrian experience by incorporating human-scale proportions (e.g., building facades should recognize a base, a body and a top, as distinct elements of the structure). In addition, modulation along street facades will enhance building elevations and create a more interesting and varied pedestrian experience. These facade variations may include building recesses and/or projections, distinct building entrances, the use of canopies that extend across the sidewalk, etc. Long, uninterrupted wall facades, typical of strip mall development, will not be permitted. MHMR will be the final arbiter of the architecture style of the development.

G15 LANDSCAPE DESIGN CONCEPT

The landscape design guidelines proposed for Triangle Square will provide the same or more landscape area, street trees, buffering and irrigation components as are required in the typical City of Austin Landscape Ordinance Plan. The difference between the guidelines for Triangle Square and the City of Austin Code is the location and configuration of the landscape areas and the streetyard trees. Due to the highly urban nature of this Project, the tree placement and location of the landscape areas are designed to support the need for public spaces, street tree plantings, raised planters over underground parking structures, the additional landscape areas (shrub, groundcover and annual color plantings), pedestrian-scaled furniture and planters, and the substantially upgraded size of most of the proposed trees will provide for a landscape improvement that exceeds City of Austin Code. The mechanism for this is via alternate compliance as described in Exhibit H.

G16 BUILDING BLOCKS - GENERALIZED PERMITTED USES

In order to activate the streetscape along Guadalupe Street and Lamar Boulevard, the residential building blocks that front these streets are strongly encouraged to incorporate live/work (Flex Space) units at ground level. In order to provide certainty regarding issues concerning vertical integration, compatibility between adjacent structures, and overall land use mix, the following building blocks with their permitted uses have been identified:

Building Block 1	Residential including multifamily (dominant use), flex space, retail, office, restaurants.
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Building Block 2:	Residential including multifamily (dominant use), flex space, retail, office, restaurants.
Building Block 3	Residential including multifamily (dominant use), flex space, theater, retail, office, restaurants
Building Block 4	Residential including multifamily (dominant use), flex space, retail, office, restaurants
Building Block 5	Retail (dominant use/no individual liquor store allowed), residential, flex space, office, civic
Building Block 6	Retail (dominant use), office, civic
Building Block 7	Retail (dominant use/no liquor stores allowed), office

G17 PEDESTRIAN ENVIRONMENT

In addition to the development's commercial, residential and open space uses, the development is intended to become a significant pedestrian district within the City. Every effort should be made to make the pedestrian environment safe, accessible and comfortable. Pedestrian features shall include such amenities as durable, high quality sidewalk materials, shade trees and structures, benches, canopies and highly visible crossings. Areas where vehicular traffic and pedestrian traffic are in conflict (i.e. where parking garage entries cross the sidewalk, and in the section of 47th Street, where the urban plaza and the Triangle Commons are located directly across from each other), the design of such areas shall clearly indicate that the pedestrians have the right-of-way. This may be indicated through the choice of paving materials (i.e. continuing the sidewalk material across the driveway or street), signage, etc.

TRIANGLE SQUARE DEVELOPMENT PLAN

EXHIBIT "J"

The Adjacent Five Acre Parcel

Unofficial Copy

EXHIBIT J

5.000 ACRES
POST PROPERTIES
TRIANGLE TRACT

FN. NO. 01-226(ALM)
APRIL 27, 2001
BPI JOB NO. 856-05

DESCRIPTION

OF A 5.000 ACRE TRACT OF LAND OUT OF THE THOMAS GRAY SURVEY ABSTRACT NO. 310 AND THE JAMES ROGERS SURVEY, SITUATED IN THE CITY OF AUSTIN, TRAVIS COUNTY, TEXAS, BEING A PORTION OF THE THAT CERTAIN 19 1/2 ACRE TRACT OF LAND CONVEYED TO THE STATE OF TEXAS BY DEED OF RECORD IN VOLUME 55, PAGE 247 OF THE DEED RECORDS OF TRAVIS COUNTY, TEXAS AND BEING A PORTION THAT CERTAIN 88 4/5 ACRE TRACT CONVEYED TO THE STATE OF TEXAS BY DEED OF RECORD IN VOLUME 55, PAGE 246 OF SAID DEED RECORDS AND ALSO BEING A PORTION OF THAT CERTAIN 2.25 ACRE TRACT CONVEYED TO THE TEXAS DEPARTMENT OF MENTAL HEALTH AND RETARDATION BY DEED OF RECORD IN VOLUME 12765, PAGE 12 OF THE REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS; SAID 5.000 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING, at a brass disc found in concrete at the intersection of the westerly line of Guadalupe Street (100' R.O.W.) with the easterly line of Lamar Boulevard (100' R.O.W.), being the northernmost corner of that certain 9.00 acre tract of land conveyed to the Texas Department of Mental Health and Retardation by deed of record in Volume 12765, Page 12 of said Real Property Records;

THENCE, along the westerly line of Guadalupe Street the following two (2) courses and distances:

- 1) Along a curve to the left having a radius of 1202.30 feet, a central angle of 10°31'19", an arc length of 220.79 feet and a chord which bears S07°58'59"W, a distance of 220.48 feet to a brass disc found in concrete for the end of said curve;
- 2) S02°45'07"W, a distance of 1358.55 feet to the POINT OF BEGINNING and northeasterly corner hereof;

THENCE, continuing along the westerly line of Guadalupe Street, being the easterly line hereof the following two (2) courses and distances:

- 1) S02°45'07"W, a distance of 45.93 feet to 3/8 inch iron rod found at the point of curvature of a non-tangent curve to the right;
- 2) Along said non-tangent curve to the right having a radius of 1099.10 feet, a central angle of 15°58'33", an arc length of 306.47 feet and a chord which bears S10°40'23"W, a distance of 305.47 feet to the northwesterly intersection of westerly line of Guadalupe Street with the northerly line of West 45th Street (R.O.W. Varies), for the southeasterly corner hereof;

FN 01-226(ALM)

APRIL 27, 2001

PAGE 2 OF 2

THENCE, with the northerly line of West 45th Street, being southerly line hereof, the following two (2) courses and distances:

- 1) N62°15'50"W, a distance of 744.14 feet to an angle point;
- 2) N57°02'32"W, a distance of 44.99 feet to the southwesterly corner hereof;

THENCE, leaving the northerly line of West 45th Street, over and across said 88 4/5 acre tract, said 19 1/2 acre tract and said 2.25 acre tract, being the westerly and northerly lines hereof, the following seven (7) courses and distances:

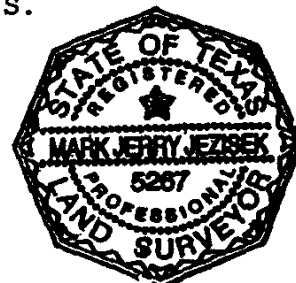
- 1) N15°11'33"W, a distance of 36.25 feet to the point of curvature of a curve to the left;
- 2) Along said curve to the left having a radius of 790.00 feet, a central angle of 06°36'15", an arc length of 91.06 feet and a chord which bears N30°41'04"E, a distance of 91.01 feet to the end of said curve;
- 3) N27°22'55"E, a distance of 204.57 feet to the northwesterly corner hereof;
- 4) S62°37'05"E, a distance of 177.54 feet to an angle point;
- 5) S30°23'39"E, a distance of 192.27 feet to an angle point;
- 6) S62°37'05"E, a distance of 130.37 feet to an angle point;
- 7) S87°15'05"E, a distance of 253.73 feet to the POINT OF BEGINNING, containing an area of 5.000 acres (217,821 sq. ft.) of land, more or less, within these metes and bounds.

THE BEARING BASIS FOR THIS SURVEY IS TEXAS STATE PLANE COORDINATES CENTRAL ZONE NAD 83.

I, MARK J. JEZISEK, A REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY CERTIFY THAT THE PROPERTY DESCRIBED HEREIN WAS DETERMINED BY A SURVEY MADE ON THE GROUND UNDER MY DIRECTION AND SUPERVISION. A SURVEY EXHIBIT WAS PREPARED TO ACCOMPANY THIS FIELDNOTE DESCRIPTION.

BURY & PARTNERS, INC.
ENGINEERS-SURVEYORS
3345 BEE CAVES ROAD, SUITE 200
AUSTIN, TEXAS 78746

Mark J. Jezisek 4-27-01
MARK J. JEZISEK, R.P.L.S.
NO. 5267
STATE OF TEXAS

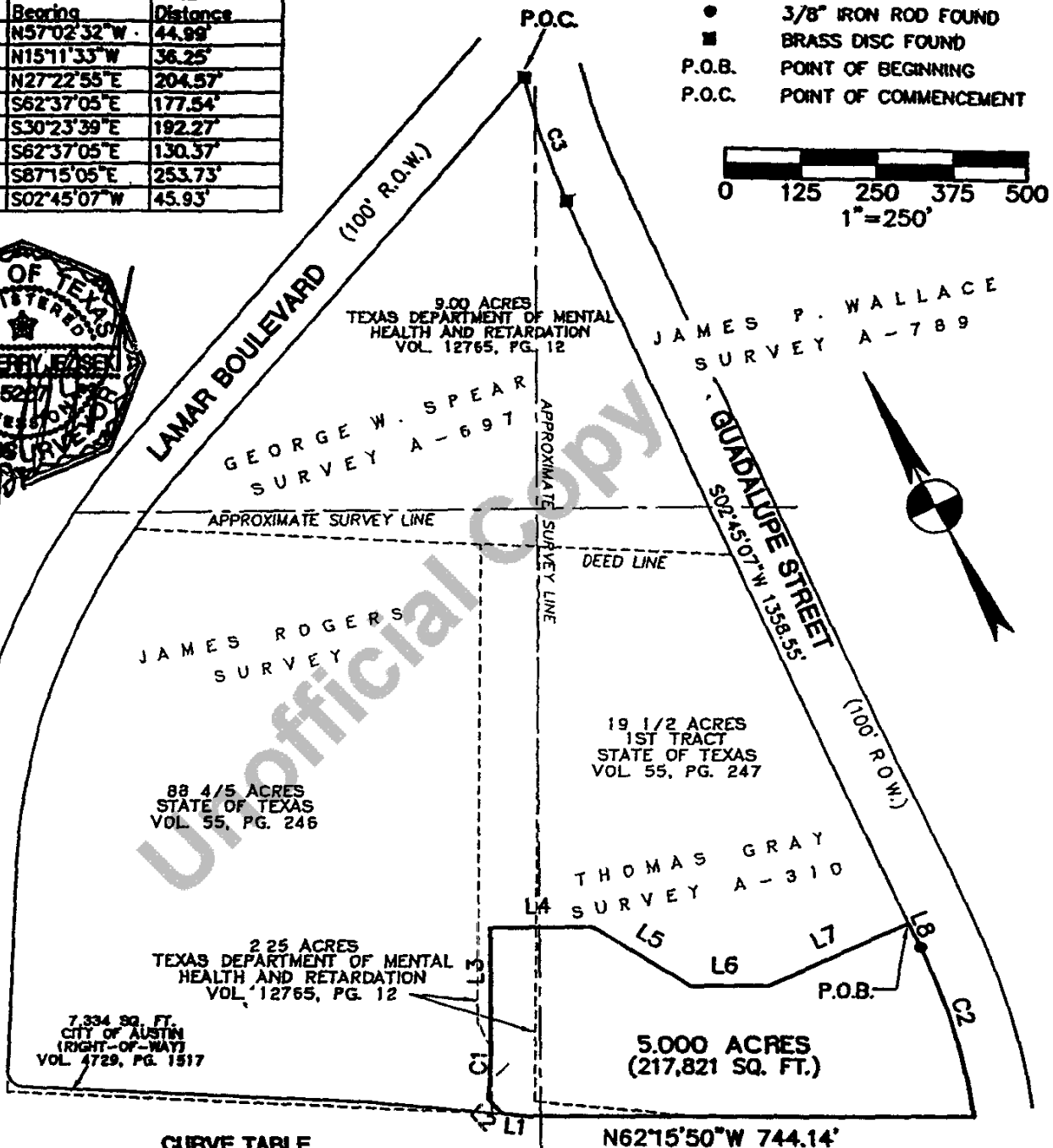
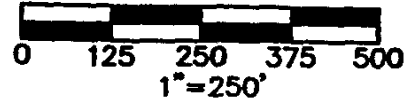


LINE TABLE

No.	Bearing	Distance
L1	N57°02'32"W	44.99'
L2	N15°11'33"W	36.25'
L3	N27°22'55"E	204.57'
L4	S62°37'05"E	177.54'
L5	S30°23'39"E	192.27'
L6	S62°37'05"E	130.37'
L7	S87°15'05"E	253.73'
L8	S02°45'07"W	45.93'

LEGEND

- 3/8" IRON ROD FOUND
- BRASS DISC FOUND
- P.O.B. POINT OF BEGINNING
- P.O.C. POINT OF COMMENCEMENT



CURVE TABLE

No.	Delta	Radius	Arc Length	Chord Length	Chord Bearing
C1	06°36'15"	790.00	91.06	91.01	N30°41'04"E
C2	15°58'33"	1099.10	306.47	305.47	S10°40'23"W
C3	10°31'19"	1202.30	220.79	220.48	S07°58'59"W

N62°15'50"W 744.14'

W. 45TH STREET
(R.O.W. VARIES)

Survey Partners
Consulting Engineers and Surveyors
Austin, Texas Tel 512/388-8811 Fax 512/388-8825
SurveyPartners, Inc. ©Copyright 2001

SKETCH TO ACCOMPANY DESCRIPTION
OF 5.00 ACRES OF LAND OUT OF THOSE CERTAIN TRACTS
OF LAND OF RECORD IN VOLUME 55, PAGE 246 AND
VOLUME 55, PAGE 247 BOTH OF THE DEED RECORDS OF
TRAVIS COUNTY, TEXAS AND ALSO BEING A PORTION OF THAT
TRACT OF LAND OF RECORD IN VOLUME 12765, PAGE 12 OF
THE REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS.

POST PROPERTIES

TRIANGLE

ATE: 04/27/01 FILE: H:\856\05\85605EX9.dwg FN No.: FN01-226(ALM) DRAWN BY: ALM PROJ. No: 856-05

TRIANGLE SQUARE DEVELOPMENT PLAN

EXHIBIT "K"

Ordinance #000817-48-B and Ordinance #000817-49

Unofficial Copy

ORDINANCE NO. ~~000817-48-B~~

AN ORDINANCE WAIVING CERTAIN FEES, AUTHORIZING COST REIMBURSEMENTS AND CITY FUNDED IMPROVEMENTS AND CONTRIBUTIONS FOR TREE PLANTING, A STORMWATER DETENTION FACILITY AND PARKLAND ACQUISITION, AND WAIVING CERTAIN REQUIREMENTS UNDER CHAPTER 25-9 OF THE CITY CODE FOR DEVELOPMENT OF THE TRIANGLE SQUARE PROJECT.

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF AUSTIN:

PART 1. FEE WAIVERS.

The Council waives the following fees for the development of the Triangle Square Project ("Project") in the City of Austin's Desired Development Zone by Cencor Realty ("Developer"):

- (1) site plan fees and environmental review fees in an amount not to exceed \$10,769;
- (2) building plan review fees in an amount not to exceed \$15,278;
- (3) building permit fees in an amount not to exceed \$90,060;
- (4) electric permit fees in an amount not to exceed \$41,265;
- (5) plumbing permit fees in an amount not to exceed \$39,915;
- (6) mechanical permit fees in an amount not to exceed \$32,390;
- (7) driveway permit fee in an amount not to exceed \$289;
- (8) sidewalk/curb/gutter permit fees in an amount not to exceed \$34;
- (9) water and wastewater inspection, taps, and CRF/Inspection fees on nine domestic meters and 12 irrigation meters in an amount not to exceed \$294,943;
- (10) temporary use of right of way fees under Section 15-12-135 of the City Code in an amount not to exceed \$300,000; and

(11) traffic signalization participation fees for the 45th and Guadalupe, the Lamar and Guadalupe, and the 45th and Lamar Street intersections in an amount not to exceed \$23,800.

PART 2. COST REIMBURSEMENTS.

The City Manager may negotiate and execute cost reimbursement agreements with the Developer for the construction of on-site water and wastewater improvements at the Project in an amount not to exceed \$789,883 and off-site 18-inch wastewater line improvements in an amount not to exceed \$816,000.

PART 3. CITY FUNDED IMPROVEMENTS.

The City Manager may incorporate the Lamar Boulevard entrance driveway into the Traffic System Management program in an amount not to exceed \$70,300.

PART 4. CONTRIBUTION TRANSFERS.

The City Manager may make the following transfers for the development of the Project:

- (1) a maximum of \$250,000 from Watershed Protection for regional flood control in the Project;
- (2) a maximum of \$339,000 from Redevelopment Services for the installation of street lights in the Project in fiscal year 2001; and
- (3) a maximum of \$173,580 from the Future Trust and Agency Fund for tree planting in the rights-of-way adjacent to the Project.

PART 5. GENERAL FUND TRANSFERS.

The City Manager may transfer from the General Fund to the Public Works and Transportation Department an amount not to exceed \$1,082,751 for public street construction in the project and an amount not to exceed \$3,200,000 to the Parks and Recreation Department for the acquisition of approximately 5.9 acres of open space to be dedicated as parkland and a stormwater detention facility in the Project. This is a dual purpose acquisition for park and recreational purposes and a stormwater detention facility.

PART 6. CODE WAIVERS.

The Council waives the following City Code requirements for the Project:

- (1) Section 25-9-39 that fiscal security be posted;
- (2) Section 25-9-61 relating to eligible projects for cost reimbursement;
- (3) Section 25-9-63 relating to amount of cost reimbursement;
- (4) Section 25-9-65 relating to the approval process of cost reimbursement projects;
- (5) Section 25-9-67 relating to the reimbursement schedule;
- (6) Section 25-9-325 requiring that water and wastewater meter and capital recovery be paid before a tap permit is issued; and
- (7) the procedural requirements of Sections 2-2-3 and 2-2-7 of the City Code.

PART 7. This ordinance takes effect on August 28, 2000.

PASSED AND APPROVED

August 17, 2000

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§
§

Kirk Watson

Kirk Watson
Mayor

APPROVED:

Andrew Martin
Andrew Martin
City Attorney

ATTEST:

Shirley A. Brown
Shirley A. Brown
City Clerk

ORDINANCE NO. 000817-49

AN ORDINANCE AMENDING THE FY 1999-2000 PARKS AND RECREATION DEPARTMENT CAPITAL BUDGET, THE DEPARTMENT OF PUBLIC WORKS AND TRANSPORTATION CAPITAL BUDGET AND THE WATER AND WASTEWATER UTILITY CAPITAL BUDGET OF ORDINANCE NO. 990913-2 TO CREATE ACCOUNTS AND APPROPRIATE FUNDS; AND DECLARING AN EMERGENCY.

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF AUSTIN:

PART 1. The City Council amends the FY 1999-2000 Parks and Recreation Department Capital Budget of Ordinance No. 990913-2 to create a "Triangle Square Parkland" account and appropriate \$3,200,000 to that account.

PART 2. The City Council amends the FY 1999-2000 Department of Public Works and Transportation Capital Budget of Ordinance No. 990913-2 to create a "Triangle Square Streets" account and appropriate \$1,082,751 to that account.

PART 3. The City Council amends the FY 1999-2000 Department of Water and Wastewater Utility Capital Budget of Ordinance No. 990913-2 to create a "Triangle Square Water and Wastewater Infrastructure" account and appropriate \$1,605,883 to that account.

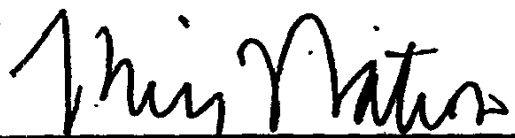
PART 4. The Council waives the requirements of Sections 2-2-3 and 2-2-7 of the City Code for this ordinance.

PART 5. The Council finds that the need to amend the budget constitutes an emergency, a grave public necessity, and an unusual and unforeseen condition that could not, by reasonable diligence, have been included in the original budget for the current fiscal year. Because of this emergency, this ordinance takes effect immediately on its passage for the immediate preservation of the public peace, health, and safety.

PASSED AND APPROVED.

August 17, 2000

§
§
§




Kirk Watson
Mayor

APPROVED:



Andrew Martin
City Attorney

ATTEST:



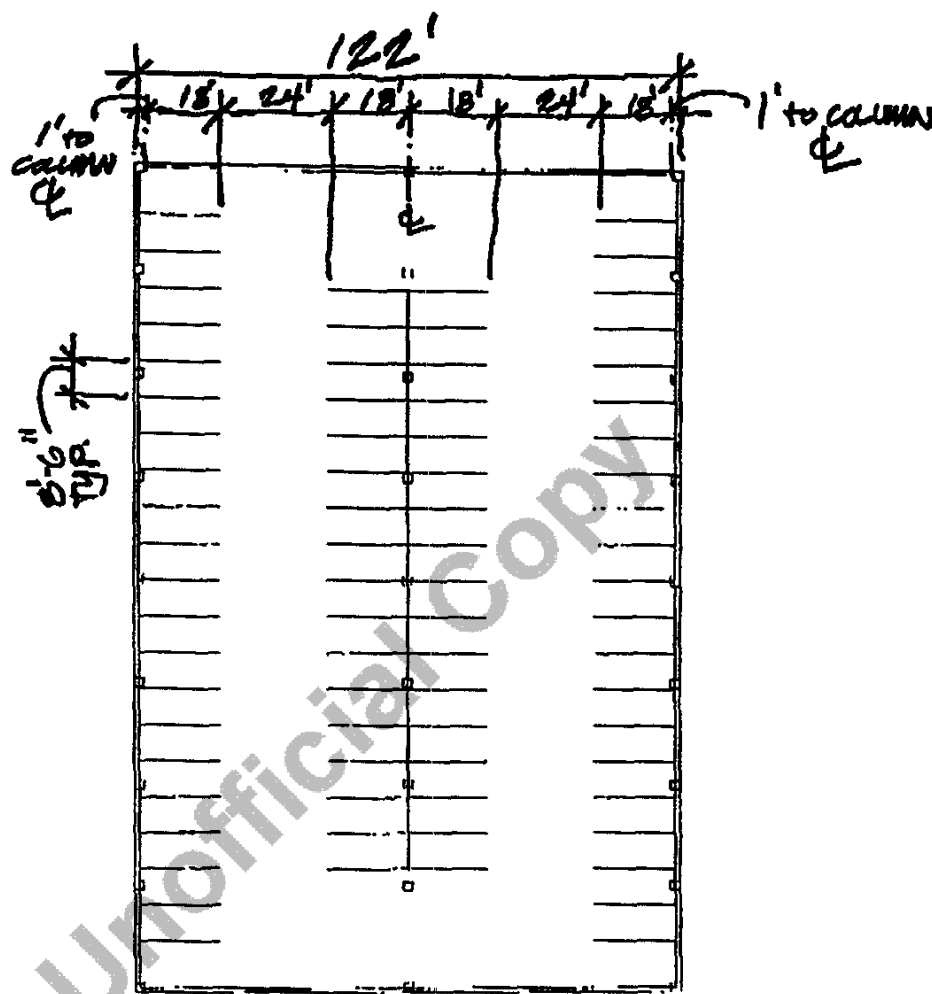
Shirley A. Brown
City Clerk

TRIANGLE SQUARE DEVELOPMENT PLAN

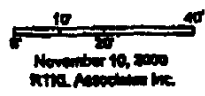
EXHIBIT "L"

Dimensions for Parking Garages

Unofficial Copy



TYPICAL GARAGE PLAN
The Triangle
Austin, Texas



TRIANGLE SQUARE DEVELOPMENT PLAN

EXHIBIT "M"

Equivalencies

Unofficial Copy

EXHIBIT "M"

City of Austin Code Interpretations

1. The following Code interpretations relate only to those buildings which are four story wood framed, type V one-hour fire rated construction per the Uniform Building Code
2. Buildings may be constructed up to a total height of 55 feet as long as the entire building is equipped with quick response sprinklers
3. In accordance with the City of Austin's Code amendments, polyvinyl chloride drain-waste-vent piping will be permitted for use in this Project
4. These buildings are to be equipped throughout with automatic sprinklers in accordance with NFPA 13 Quick response type sprinklers will be utilized throughout in accordance with their listings Sprinklers will be deleted from the floor/ceiling spaces per NFPA 13 paragraph 4-5.1 1 exception #5. Open web floor trusses (18" deep) filled with blown non-combustible insulation complies with this exception Open web floor trusses (16" deep) with 12" of non-combustible batt insulation with no source of ignition above the insulation also complies with this exception
5. The concrete parking garage, meeting the open air requirements per the Uniform Building Code, will not require automatic sprinkler protection
6. Area separation walls provided within the Project will not automatically be considered as horizontal exits Exiting within each building will be evaluated and should any area separation wall also be utilized as a horizontal exit, this area separation wall and its protection features will meet all code requirements for horizontal exits
7. The elevators will be permitted to be separated from corridors with 20-minute WOI doors An elevator lobby will not be required.
8. Exit stair enclosures in the Project will be two-hour rated construction; all other shafts, trash chutes or elevator shaftways will be one-hour
9. Dead end breezeways that are 29 feet long on the upper levels of the buildings at the ends of corridors are permitted if they are open to the outside and there are no turndowns at the ceiling that would trap smoke.
10. Dryer vent length runs over 25 feet using 5" diameter ducts will be permitted if an alternate method of compliance is submitted
11. Temporary Certificates of Occupancy will be allowed for tranches (areas between area separation walls) provided they meet exiting and fire separation for each individual tranche

- 12 Non-Metallic cable will be used from the unit sub panels only in the apartment units. Risers from the main switchboard to the sub panels will be in conduit. All other areas including corridors, stairwells and exteriors, will be in conduit as required by the National Electrical Code
- 13 The dimensions for a garage parking level may be as per Exhibit L

FILED AND RECORDED

OFFICIAL PUBLIC RECORDS

Dana Debeauvoir

06-29-2001 11 53 AM 2001105860
BENAVIDESV \$241 00
DANA DEBEAUVOIR, COUNTY CLERK
TRAVIS COUNTY, TEXAS

G:\Client\Post Properties sod\Exhibit M 0607 WPD

Recorders Memorandum-At the time of recordation this instrument was found to be inadequate for the best reproduction, because of illegibility, carbon or photocopy, discolored paper, etc. All blockouts, additions and changes were present at the time the instrument was filed and recorded

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Attorney at law
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Texas General Land Office
Stephen F. Austin Bldg
1700 N. Congress Ave
Austin, TX 78701-1495