





SUBJECT TRACT





ZONING CASE#: C814-2014-0120

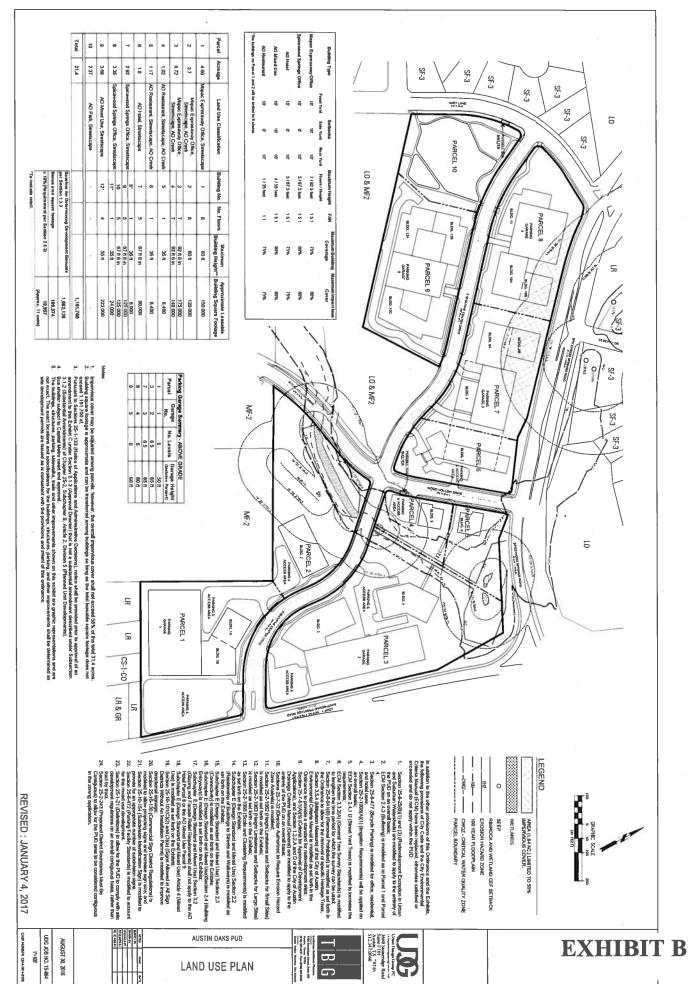


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## **EXHIBIT C**

## PHASING PLAN

- A. The Austin Oaks PUD is divided into ten (10) separate parcels identified on the PUD Land Use plan as specific classifications. The Austin Oaks PUD shall be developed in phases to accommodate the redevelopment of the existing office building and parking improvements. Any one or more parcels may be included in a phase.
- B. Within one (1) year of the Effective Date of this Ordinance, the amount of \$420,000.00 shall be deposited with the City which must be used for the installation of a traffic signal at the intersection of Hart Lane and Spicewood Springs Road.
- C. The following shall be developed as part of the first phase of the development of the Austin Oaks PUD and shall be completed prior to, and as a condition to, the issuance of a permanent Certificate of Occupancy for the first new building to be constructed within the Austin Oaks PUD:
  - (1) Subject to the approval of Texas Department of Transportation ("TxDOT"), the Landowner will offer to enter into an agreement with TxDOT to complete the work for the following three projects that were identified in the TIA: (i) a free eastbound right-turn movement from Spicewood Springs Road to Loop 1 SBFR, (ii) construct a southbound right-turn deceleration lane on Loop 1 SBFR (upstream of Executive Center Drive), and (iii) construct a southbound acceleration lane on Loop 1 SBFR (downstream of Executive Center Drive). The implementation of the construction will be done through an agreement with TxDOT that either (i) allows for the Landowner to design and construct the improvements with TxDOT approval or (ii) permits the Landowner to pay TxDOT to construct the improvements. If TxDOT refuses to enter into such agreement, the Landowner will contribute \$325,000 to the City for the City's implementation of transportation improvements within the area of the Property to provide alternative mitigation.
  - (2) Subject to the City's approval, the Landowner will complete the work for the following two projects within the City's right-of-way that were identified in the TIA: (i) extend the westbound left-turn bay of Spicewood Springs Road to Wood Hollow Drive and (ii) provide a right-turn overlap operation at the northbound right-turn movement of Wood Hollow Drive to Spicewood Springs Road. If the City refuses or cannot approve the work set forth in this paragraph, the Landowner will contribute \$60,000 to the City for the City's implementation of transportation improvements within the area of the Property to provide alternative mitigation.
- D. The development of the AO Mixed Use Parcel 9 shall occur prior to the construction of 500,000 leasable square feet of commercial space within any one or more new

buildings on the other Parcels within the Austin Oaks PUD and, further, the buildings on AO Mixed Use Parcel 9 must have residential above the ground floor.

- E. The park on Parcel 10 shall be dedicated after improvements shown on a site plan are constructed and approved by the City; and prior to the issuance of either (1) a certificate of occupancy for any of the 250 multi-family units or (2) of a building containing the 500,000th square foot of constructed leasable space calculated across all parcels of the Austin Oaks PUD.
- F. The Landowner will spend up to \$1,546,500 to redevelop Parcel 10 as a public park. Redevelopment costs may include, but are not limited to, additional soil, landscaping, and shade structures; but may not include costs related to demolition. The Landowner will be responsible for demolition of the building and removal of building infrastructure, including surface parking, and such cost shall not be included in the \$1,546,500 allocated amount. Any remaining portion of the \$1,546,500 not spent on Parcel 10 shall be used to develop parkland to be dedicated on Parcel 8, including for the placement of historic markers or interpretative signage related to the heritage trail as shown in **Exhibit E: Park Plan and Park Space**.
- G. Prior to construction of any park facilities on Parcels 8 and 10, the Landowner shall develop a Park Master Plan for Parcels 8 and 10 to submit for approval to the Parks and Recreation Board. The Park Master Plan will be developed with input from neighbors surrounding the Austin Oaks PUD and the Parks and Recreation Department. The Park Master Plan approved by the Parks and Recreation Board may include costs exceeding \$1,546,500; however, the Landowner will only construct a combination of improvements on the public park on Parcel 10 or the heritage park on Parcel 8 totaling \$1,546,500. Proposed utility lines and systems, and necessary connections to such lines and systems to provide services to the buildings and improvements within the Austin Oaks PUD must be shown on the Park Master Plan submitted to the Parks and Recreation Board for approval
- H. The AO Creek shall be restored consistent with **Exhibit F: Creek Plan** in phases as follows:
  - (1) The parking areas on the southern portion of the creek, south of Executive Center Drive, shall be restored prior to or concurrently with the development of the office on Parcel 2. Such restoration of the parking areas shall be completed prior to, and as a condition to, the issuance of a temporary or permanent Certificate of Occupancy for the primary building constructed on Parcel 2. The southern portion of the creek shown in **Exhibit E: Park Plan and Park Space** as parkland shall be conveyed to the City as a condition to the issuance of the permanent Certificate of Occupancy for the first building to be constructed on Parcel 2.
  - (2) The northern portion of the creek, north of Executive Center Drive, that is located on Parcels 4 and 5 shall be restored prior to or concurrently with the development of improvements on all or any part of either Parcel 4 or 5, and shall be completed prior to, and as a condition to, the issuance of a temporary or permanent Certificate of Occupancy for the first building to be constructed on

either Parcel 4 or 5. The northern portion of the creek that is located on Parcels 4 and 5 and shown in **Exhibit E: Park Plan and Park Space** as parkland shall be conveyed to the City as a condition of issuance of the permanent Certificate of Occupancy for the first building to be constructed on Parcel 4 or 5.

- (3) The northern portion of the creek, north of Executive Center Drive, that is located on Parcel 3, including the pedestrian bridge with any necessary support piers over the unnamed branch of the creek, shall be restored prior to or concurrently with the development of improvements on all or any part of Parcel 3, and shall be completed prior to, and as a condition to, the issuance of a temporary or permanent Certificate of Occupancy for the first building to be constructed on Parcel 3. The Landowner of Parcel 3 will be responsible for the maintenance of the hard surfaced trails and pedestrian bridge within the creek park for 10 years from the date of the permanent Certificate of Occupancy for the first building to be constructed on Parcel 3; and thereafter the City will be responsible for such maintenance. The pedestrian bridge will be a preengineered steel frame bridge with a minimum width of 8 feet. The northern portion of the creek that is located on Parcel 3 and shown in Exhibit E: Park Plan and Park Space as parkland shall be conveyed to the City as a condition of issuance of the permanent Certificate of Occupancy for the first building to be constructed on Parcel 3.
- I. The Streetscape shall be developed in phases as follows:
- (1) The portion of the Streetscape within the northern right-of-way of Executive Center Drive from Hart Lane to Wood Hollow Drive and within the western right-of-way of Wood Hollow Drive from Executive Center Drive to Spicewood Springs Road shall be developed prior to or concurrently with the development of the improvements on all or any part of the AO Hotel Parcel 6 or either of the Spicewood Springs Office Parcels 7 or 8, and shall be completed prior to, and as a condition to, the issuance of the permanent Certificate of Occupancy for the first building to be constructed on AO Hotel Parcel 6 or either of the Spicewood Springs Office Parcels 7 or 8.
- (2) The portion of the Streetscape within the southern right-of-way of Executive Center Drive from Hart Lane to Wood Hollow Drive shall be developed prior to or concurrently with the development of the improvements on all or any part of the AO Mixed Use Parcel 9, and shall be completed prior to, and as a condition to, the issuance of the permanent Certificate of Occupancy for the primary building to be constructed on the AO Mixed Use Parcel 9.
- (3) The portion of the Streetscape within the eastern right-of-way of Wood Hollow Drive from Executive Center Drive to Spicewood Springs Road shall be developed prior to or concurrently with the development of the improvements on all or any part of either AO Restaurant Parcels 4 or 5, and shall be completed prior to, and as a condition to, the issuance of the permanent Certificate of

Occupancy for the first building to be constructed on either AO Restaurant Parcel 4 or 5.

- (4) The portion of the Streetscape within the eastern right-of-way of Wood Hollow Drive from Executive Center Drive to the southern boundary of the Austin Oaks PUD shall be developed prior to or concurrently with the development of the improvements on all or any part of the MoPac Expressway Office Parcel 2, and shall be completed prior to, and as a condition to, the issuance of the permanent Certificate of Occupancy for the primary building to be constructed on the MoPac Expressway Office Parcel 2.
- (5) The portion of the Streetscape located outside of the right-of-way of Executive Center Drive and Wood Hollow Drive within each Parcel shall be developed prior to or concurrently with the development of the improvements on each such Parcel, and shall be completed prior to, and as a condition to, the issuance of the permanent Certificate of Occupancy for the primary building constructed on each such Parcel.
- J. During construction of any phase, the required parking for then existing uses shall be provided on a cumulative basis on the entire Austin Oaks PUD property.
- K. During construction of any phase of the Austin Oaks PUD, a construction office and a sales and leasing office may be located in the retail or garage portions of the building(s) within such phase.

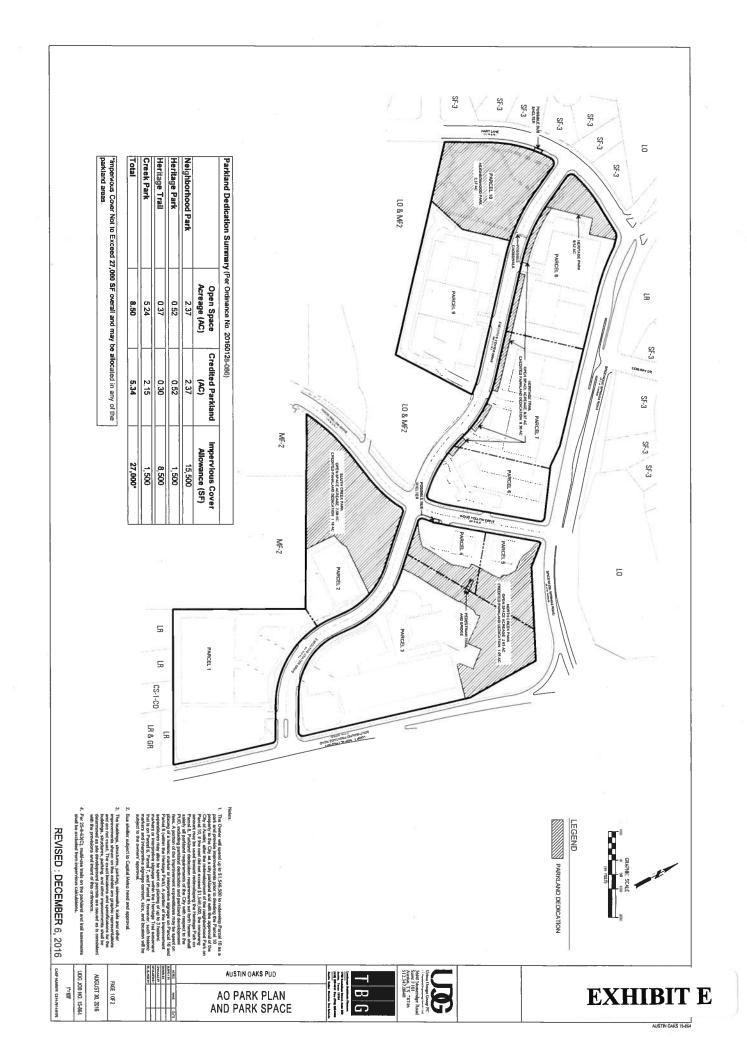
# **EXHIBIT D**

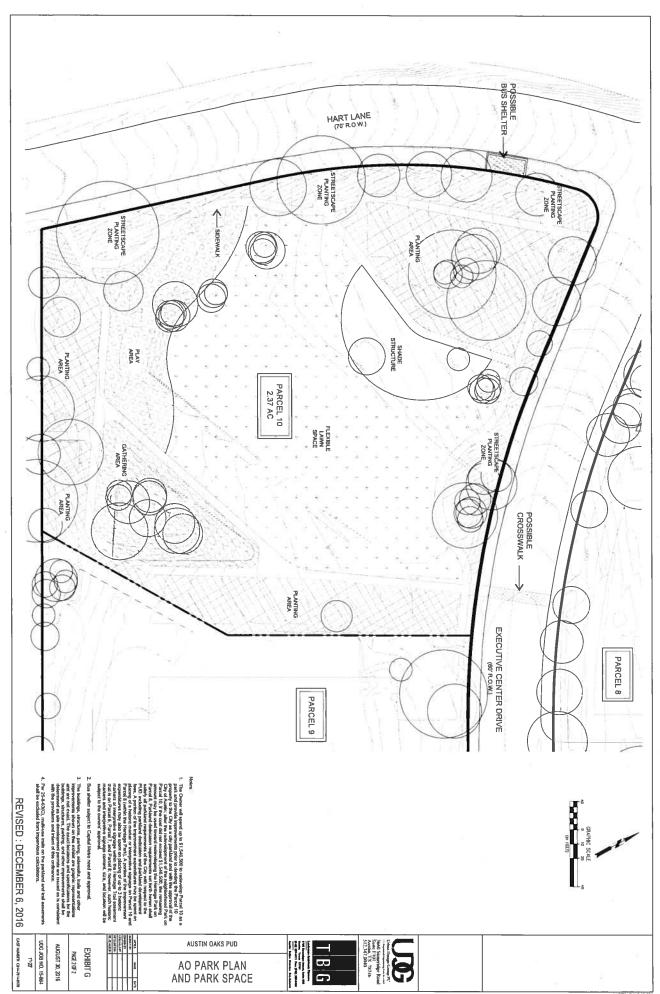
# PERMITTED USES TABLE

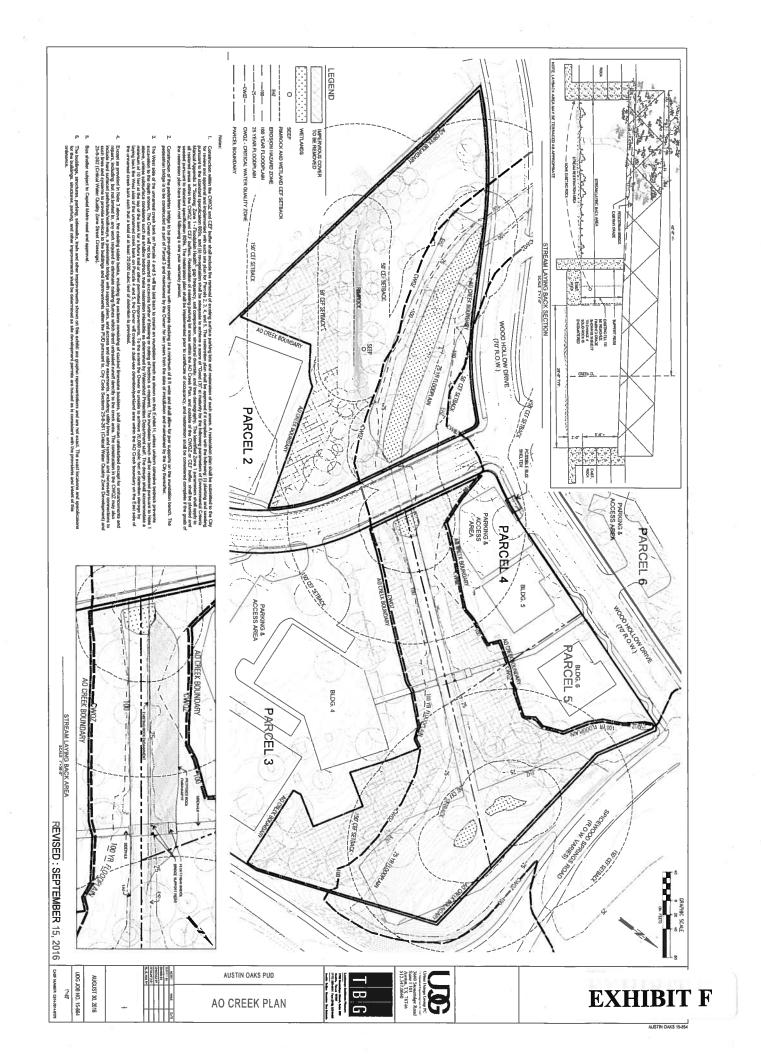
LAND USE CLASSIFICATION:	Mopac Expressway Office	Spicewood Springs Office	AO Hotel	AO Mixed l	Use AO Restaurant
RESIDENTIAL USES					
Condominium Resident	ial N	N	P	P	N
Multifamily Residential	N	N	N	P	N
COMMERCIAL USES					
Administrative &					
<b>Business Office</b>	P	P	N	P	N
Art Gallery	N	P	P	P	N
Art Workshop	N	P	P	P	N
Business or Trade School	ol P	P	N	N	N
Business Support Service	ces P	P	N	N	N
Cocktail Lounge (maxir	num				
Of 5,000 sq ft)	N	N	P	N	N
Commercial Off-Street					
Parking	P	P	P	P	P
Communication Service	es P	P	N	P	N
Consumer Convenience					
Services	P	P	N	P	N
Consumer Repair Service	ces P	P	N	P	N
Financial Services	P	P	N	P	N
Food Preparation	P	P	P	P	P
Food Sales	P	P	P	P	P
General Retail Sales					
(Convenience)	N	P	P	P	N
General Retail Sales					
(General) (any one ve	nue N	P	P	P	N
shall not exceed 15,00	00 sq. ft.)				
Hotel-Motel	N	N	P	N	N
Indoor Entertainment	P	P	P	P	N
Indoor Sports & Recrea	tion N	P	N	P	N

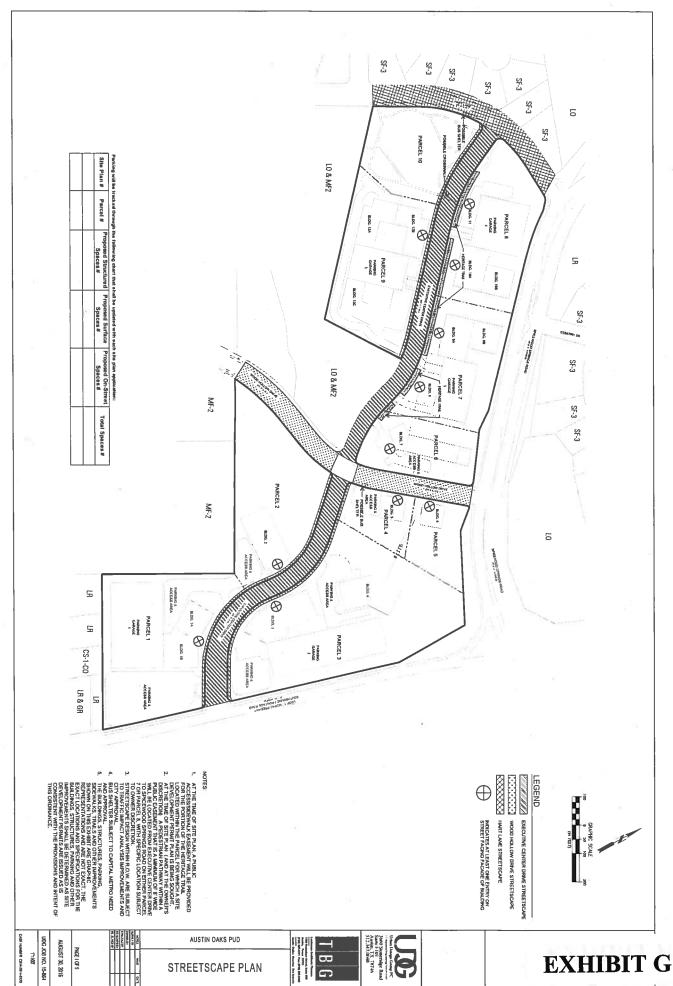
LAND USE: Mo CLASSIFICATION	Pac Expressway Office	Spicewood Springs Office	AO Hotel A	AO Mixed U	Jse AO Restau	rant
COMMERCIAL USES (cor	ntinued)					
Liquor Sales Medical Office (exceeding 5,000 sq. ft.	o N	N	N	N	N	
gross floor area) Medical Office (not exceeding 5,000 sq.	P	P	N	N	N	
ft. gross floor area)	P	P	N	N	N	
Off-Site Accessory Parking	× P	P	P	P	P	
Personal Improvement					_	
Services	P	P	P	P	N	
Personal Services	P	P	P	P	N	
Pet Services	P	P	P	P	N -	
Printing & Publishing	P	P	P	P	N	
Professional Office	P	P	N	P	N	
Research Services	P	P	N	N	N	
Restaurant (General)	P	P	P	P	P	
Restaurant (Limited)	P	P	P	P	P	
Software Development	P	P	P	P	N	
CIVIC USES						
College and University						
Facilities	P	P	N	N	N	
Communication Services			- '	2.		
Facilities	P	P	N	N	N	
Counseling Services	P	P	N	P	N	
Cultural Services	P	P	N	P	N	
Day Care Services			- '			*
(Commercial)	P	P	N	P	Ν	
Day Care Services				_		
(General)	P	P	N	P	N	
Day Care Services			_	_		
(Limited)	P	P	N	P	N	
Employee Recreation	P	P	N	N	N	
Guidance Services	P	P	N	P	N	
Hospital Services (General)		P	N	N	N	
Hospital Services (Limited)		P	N	N	N	
Park and Recreation (Gener		P	P	P	P	
Religious Assembly	P	P	P	P	P	
· =						

Note: "P" means a use is a permitted use, "N" means a use is prohibited.

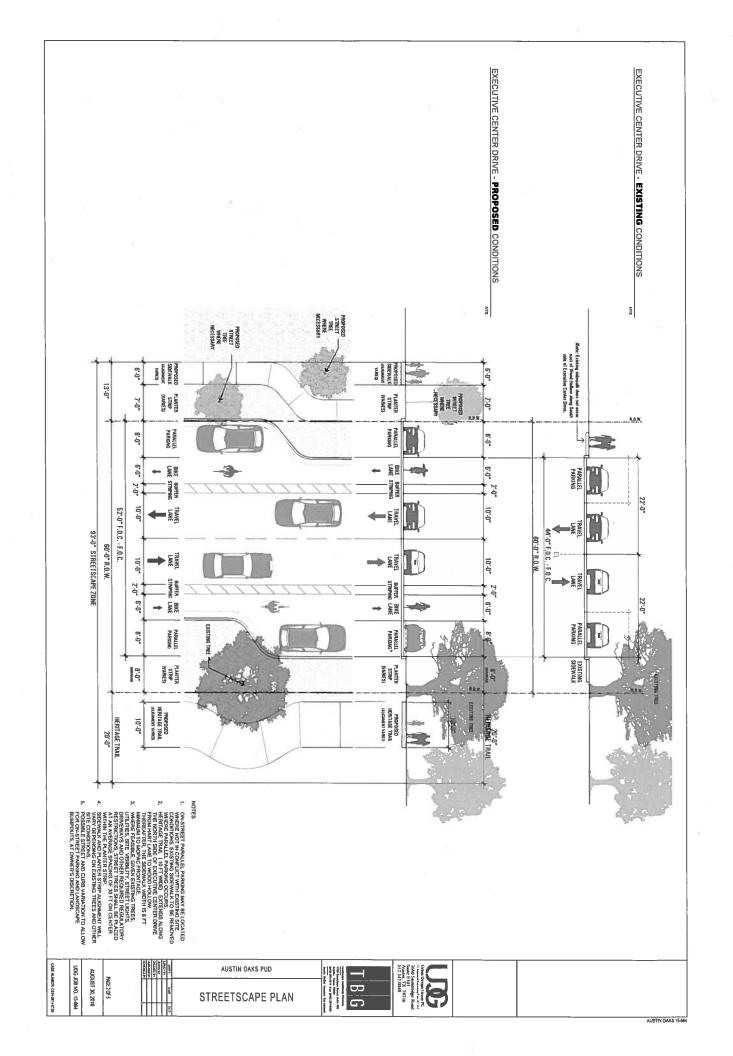


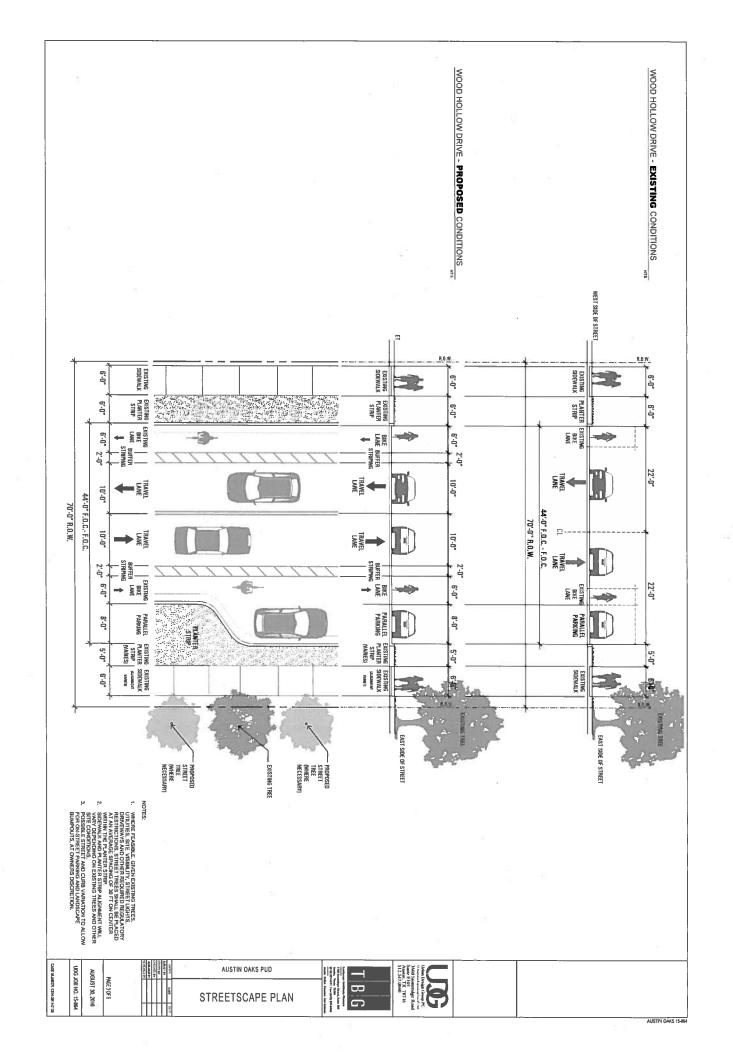


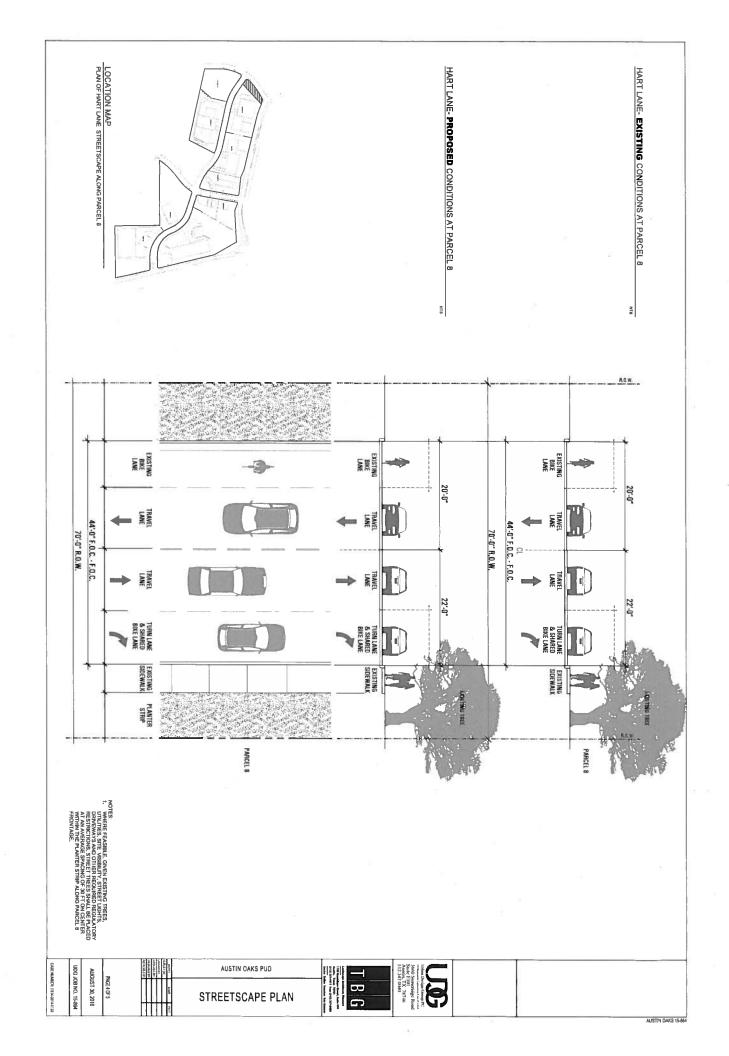


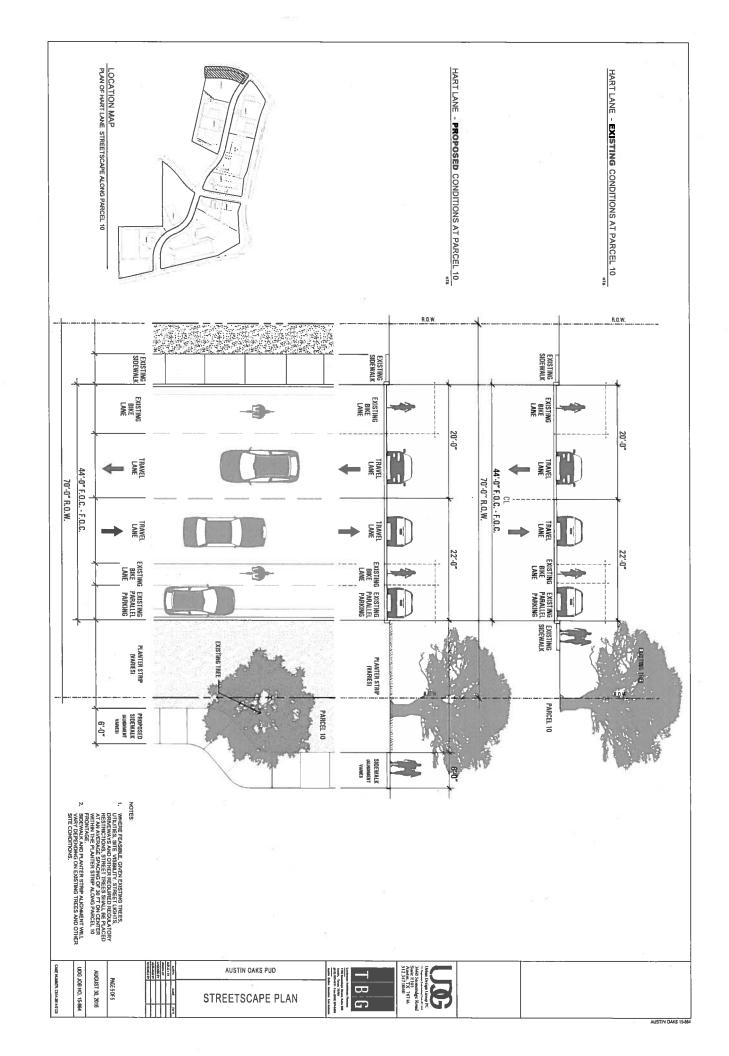


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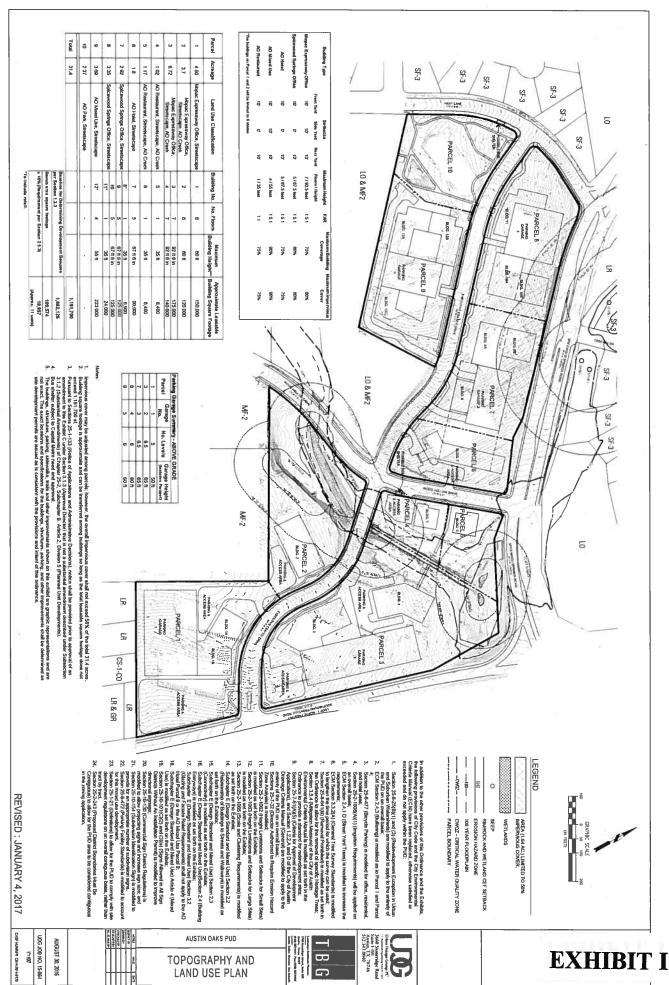


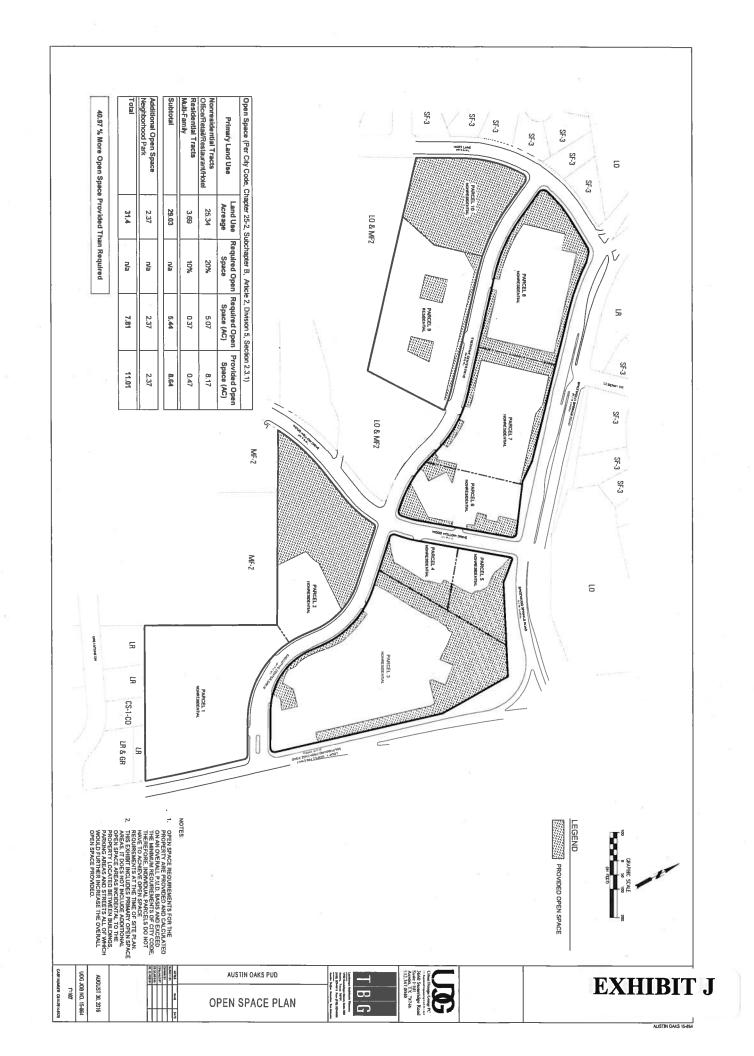


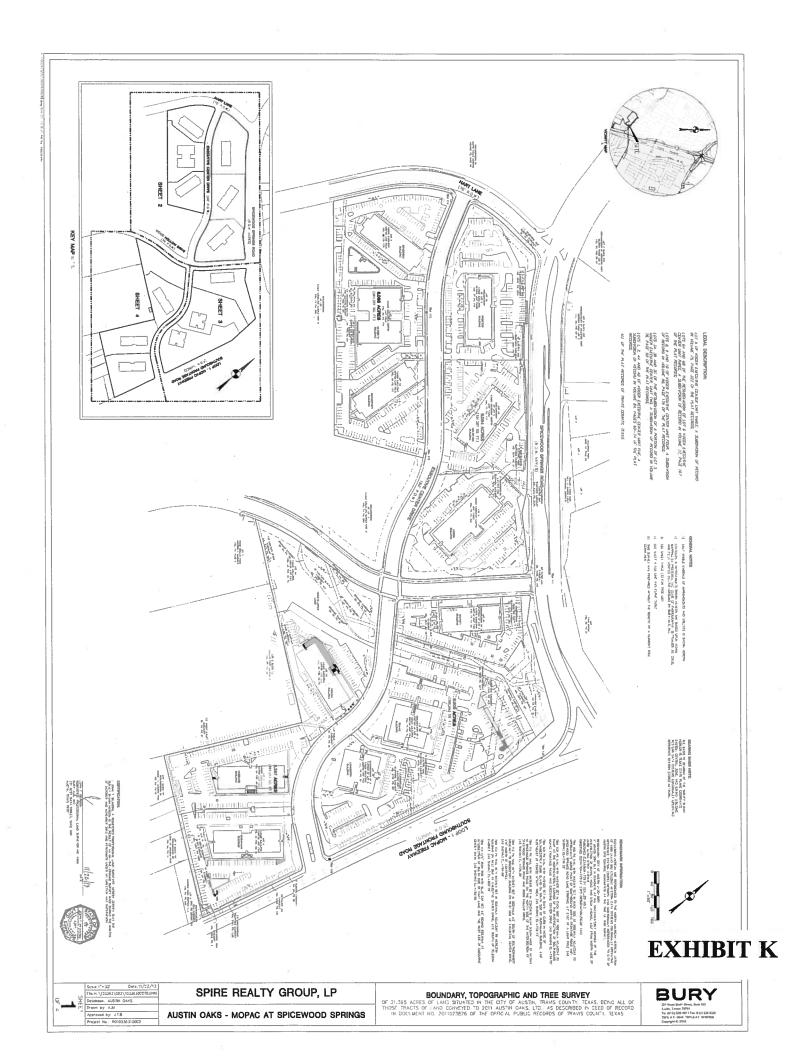


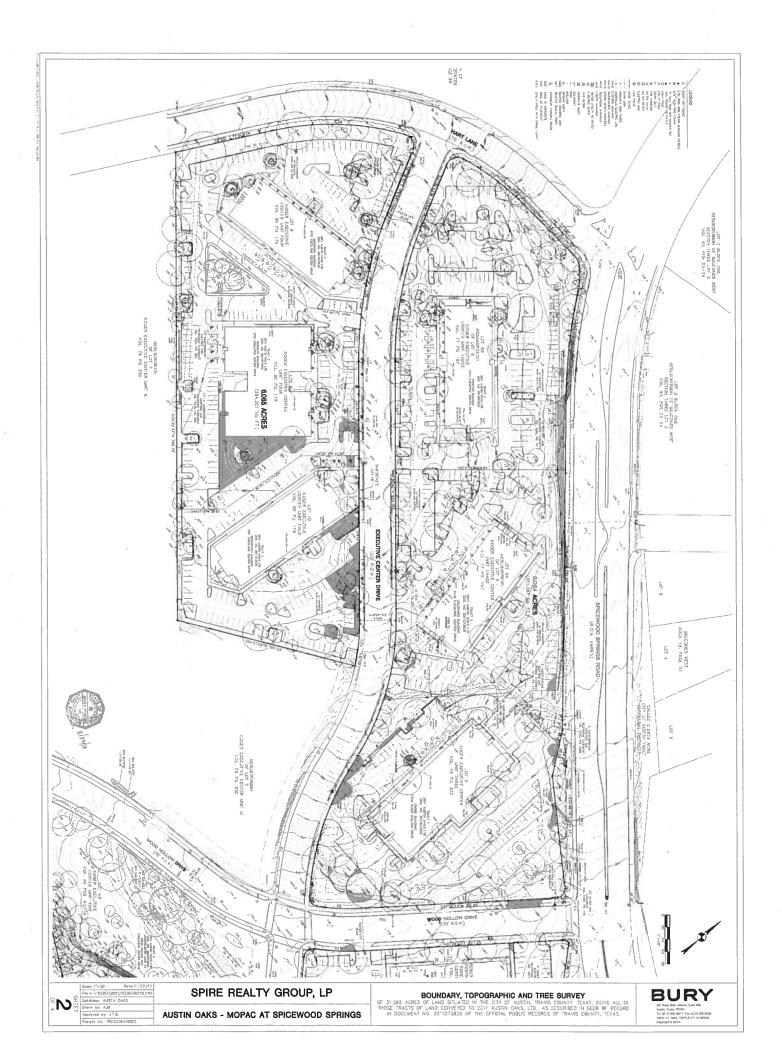


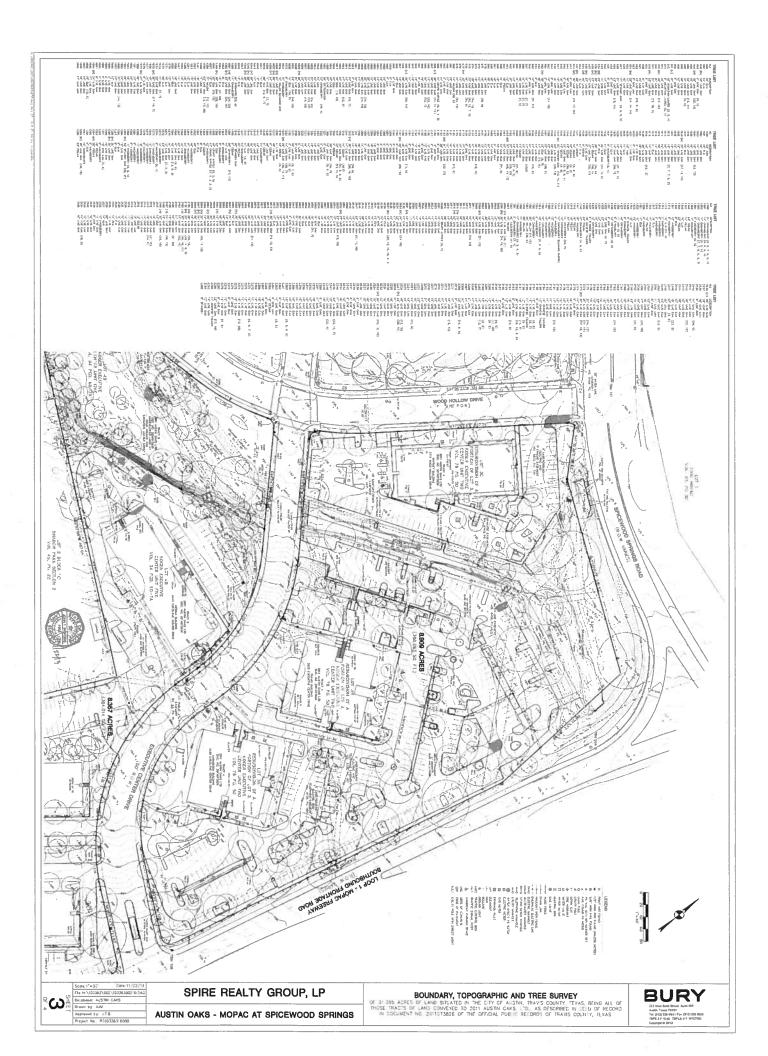


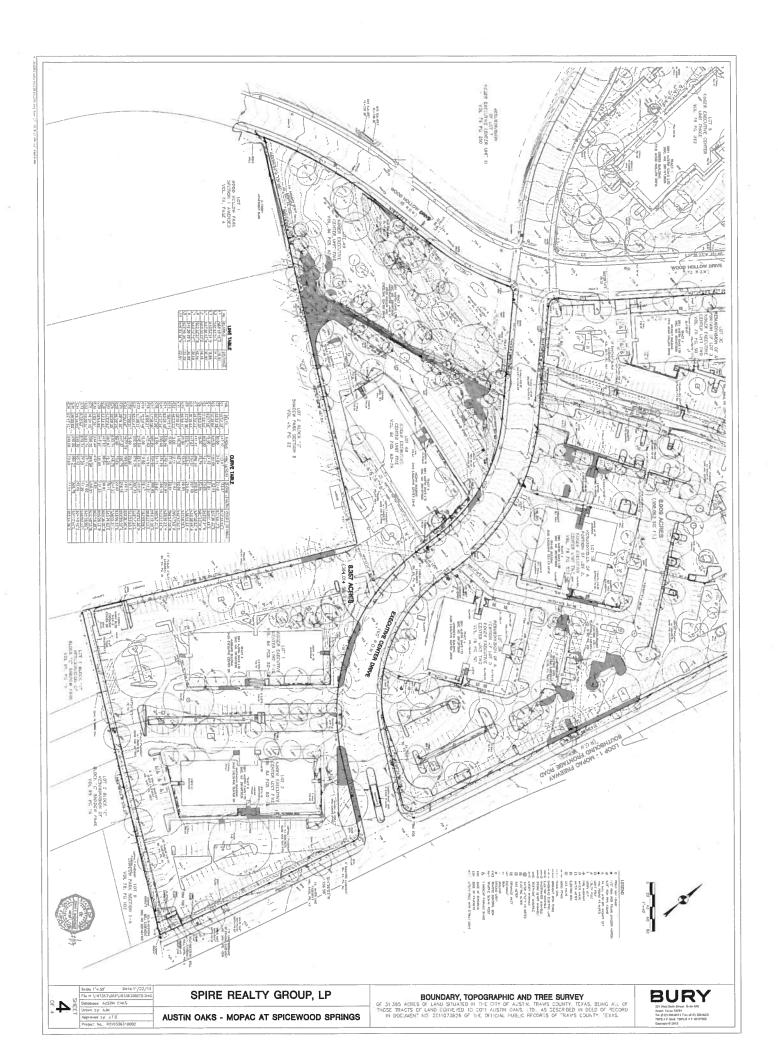












# EXHIBIT L AFFORDABLE HOUSING RESTRICTIVE COVENANTS (PENDING)

EXHIBIT M (PENDING)