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ORDINANCE NO. \_

AN ORDINANCE REZONING AND CHANGING THE ZONING MAP FOR THE PROPERTY LOCATED AT 3409, 3420, 3429, 3445, 3520, 3636, 3701, 3721, 3724 AND 3737 EXECUTIVE CENTER DRIVE AND 7601, 7718 AND 7719 WOOD HOLLOW DRIVE FROM LIMITED OFFICE (LO), NEIGHBORHOOD COMMERCIAL (LR), COMMUNITY COMMERCIAL (GR), AND FAMILY RESIDENCE (SF-3) TO PLANNED UNIT DEVELOPMENT (PUD) DISTRICT.

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

**PART 1.** Austin Oaks Planned Unit Development (Austin Oaks PUD) is comprised of approximately 31.4 acres of land. The zoning map established by Section 25-2-191 of the City Code is amended to change the base district from limited office (LO), neighborhood commercial (LR), community commercial (GR), and family residence (SF-3) district to planned unit development (PUD) district on the property described in Zoning Case No. C814-2014-0120, on file at the Planning and Zoning Department, as follows:

### Tract 1:

Lot 5, Koger Executive Center Unit Three, a subdivision in Travis County, Texas, according to the map or plat of record in Volume 75, Page 322 of the Plat Records of Travis County, Texas, and;

#### Tract 2:

Lots 6A and 6B, Resubdivision Lot 6, Koger Executive Center Unit Three, a subdivision in Travis County, Texas, according to the map or plat of record in Volume 77, Page 167 of the Plat Records of Travis County, Texas, and;

### Tract 3:

Lots 8, 9 and 10, Koger Executive Center Unit Four, a subdivision in Travis County, Texas, according to the map or plat of record in Volume 80, Page 176 of the Plat Records of Travis County, Texas, and;

## Tract 4:

Lots 3A, 3B and 3C, Resubdivision of a Portion of Lot 3, Koger Executive Center Unit Two, a subdivision in Travis County, Texas, according to the map or plat of record in Volume 76, Page 50 of the Plat Records of Travis County, Texas, and;

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Tract 5:

Lot(s) 1, 2, 4A and 4B, Koger Executive Center Unit Five, a subdivision in Travis County, Texas, according to the map or plat of record in Volume 84, Pages 6D-7A of the Plat Records of Travis County, Texas (cumulatively, tracts referred to as Austin Oaks PUD),

and locally known as 3409, 3420, 3429, 3445, 3520, 3636, 3701, 3721, 3724 and 3737 Executive Center Drive and 7601, 7718 and 7719 Wood Hollow Drive, in the City of Austin, Travis County, Texas, and generally identified in the map attached as **Exhibit A: Zoning Map**.

**PART 2.** This ordinance, including exhibits, constitutes the land use plan for the Austin Oaks PUD. Development of and uses within the Austin Oaks PUD shall conform to the limitations and conditions set forth in this ordinance and in the land use plan. If this ordinance and an attached exhibit conflicts, this ordinance controls. Except as otherwise provided by this ordinance, all other rules, regulations, and ordinances of the City in effect at the time of permit application apply to development within the Austin Oaks PUD. In this ordinance, Landowner means the owner of property located within the 31.4 acres of land described in Part 1, and the owner's successors and assigns.

**PART 3.** The attached exhibits are incorporated into this ordinance in their entirety as though set forth fully in the text of this ordinance. The exhibits are as follows:

Exhibit A. Zoning Map

Exhibit B. Land Use Plan

Exhibit C. Phasing Plan

Exhibit D. Permitted Use Table

Exhibit E. Park Plan and Park Space

Exhibit F. Creek Plan

Exhibit G. Streetscape Plan

Exhibit H. Tree Plan

Exhibit I. Topography and Land Use Plan

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Exhibit J. Open Space Plan

Exhibit K. Tree Survey

Exhibit L. Affordable Housing Restrictive Covenants

Exhibit M. Affordable Housing Agreement

#### PART 4. Definitions.

- A. Section 25-1-21 is modified to add or revise the following terms:
  - 1. AO Hotel is a classification for Parcel 6 as shown in **Exhibit B: Land Use Plan**.
  - 2. AO Mixed Use is a classification for Parcel 9 as shown in **Exhibit B**.
  - 3. AO Restaurant is a classification for Parcels 4 and 5 as shown in **Exhibit B**.
  - 4. Mopac Expressway Office Mixed Use is a classification for Parcels 1, 2 and 3 as shown in **Exhibit B**.
  - 5. Parcel means one of ten separate parcels as shown on **Exhibit B.**
  - 6. Phasing Plan means the plan of development for the Austin Oaks PUD as shown in **Exhibit C: Phasing Plan**. Any portion of any parcel may be developed as a phase and any phase may be implemented at any time.
  - 7. Site is modified to mean that a site within the Austin Oaks PUD may cross a public street or right-of-way.
  - 8. Spicewood Springs Office Mixed Use is a classification for Parcels 7 and 8 as shown in **Exhibit B**.
  - 9. Streetscape is a classification for the portions of all parcels as shown in **Exhibit B** and **Exhibit G: Streetscape Plan** and for the public rights-of-way for Executive Center Drive, Wood Hollow Drive, and Hart Lane located within, or adjacent to, the Austin Oaks PUD.

#### PART 5. Land Use.

## The following conditions apply:

- A. A mixed-use development is required on Parcel 9 with a commercial ground floor use and multifamily residential above the ground floor.
- B. Automotive washing shall be considered an accessory use for office uses, may be used solely for employees or patrons of the buildings, and shall occur only within structured parking.
- C. The minimum size of any lot within any parcel within the Austin Oaks PUD is 20,000 square feet.
- D. The minimum width of any lot within any parcel within the Austin Oaks PUD is 100 feet.
- E. Total impervious cover within the Austin Oaks PUD is limited to 58% of the PUD's gross site area. This total impervious cover limit applies to the PUD overall, not on an individual subdivision or site plan basis. In addition to the overall limit, land uses within the PUD shall comply with the impervious cover limits in **Exhibit B**. Impervious cover is limited to 50% within 300 feet of the offsite springs as shown in **Exhibit B**. Impervious cover in dedicated parkland is limited to a combined total for all dedicated parkland of 27,000 square feet. Each subdivision or site plan application shall track the Austin Oaks PUD's compliance with the impervious cover limits.
- F. No more than a combined total of 250 residential dwelling units shall be permitted within Parcel 9 and Parcel 6 (a hotel/motel room is not considered a residential dwelling unit). The maximum number of each type of residential unit shall be as follows:
  - 1. The number of efficiency units shall not exceed 125 units.
  - 2. The number of one-bedroom units shall not exceed 125 units.
  - 3. The number of two-bedroom units shall not exceed 100 units.
- G. Any cell towers or similar communications or information relay facilities constructed on any parcel within the Austin Oaks PUD shall be screened concurrently with the construction of, or architecturally incorporated into, a building to be constructed on such parcel.

## PART 6. Open Space and Parkland.

- A. The Austin Oaks PUD shall include (1) open space and (2) dedicated parkland for park and recreational purposes in accordance with **Exhibit E: Park Plan and Park Space**. Development of the dedicated parkland will follow the Phasing Plan as shown in **Exhibit C**. Parkland dedication requirements set forth in this ordinance shall satisfy all City parkland requirements, including parkland development fee requirements, for the Austin Oaks PUD, as set forth in **Exhibit E**.
- B. The Austin Oaks PUD shall include at least 11.01 acres of open space, as generally shown on **Exhibit J: Open Space Plan**, which shall satisfy open space requirements for any subdivision or site plan submitted within the Austin Oaks PUD. Areas designated as open space may include, but are not limited to:
  - 1. Natural and undeveloped areas, landscaped areas, plazas, patios, open air gathering places, multi-use trails, and detention or water quality facilities designed and maintained as an amenity;
  - 2. Vegetative roofs and other landscaped areas on roofs, if accessible to building occupants and designed as an amenity; and
  - 3. All courtyards and other areas located within any building that are open and unobstructed from the surface to the sky and that are covered by grass, ground cover, or other landscaping.

#### PART 7. Environmental.

A. All buildings in the Austin Oaks PUD will achieve a two-star or greater rating under the Austin Energy Green Building program using the applicable rating version in effect at the time a rating registration application is submitted for the building.

# B. Landscaping

1. At least 75% of trees planted within the street yard shall be from the Environmental Criteria Manual (ECM) Appendix N (City of Austin Preferred Plant List). Trees planted within the street yard shall be no less than three inch caliper in size and eight feet in initial height. If more than ten trees are required in the street yard, pursuant to the ECM, no more than 30% of planted trees shall be from the same species.

2. At least 75% of all non-turf plant materials shall be native to Central Texas or included in the 5<sup>th</sup> Edition of City of Austin's "Grow Green Native and Adapted Landscape Plants" guide (revised 2016). This requirement shall not apply to plantings within dedicated parkland.

### C. Tree Protection

- 1. The Landowner shall preserve a minimum of 3,150 caliper inches of Protected and Heritage Trees, calculated together, which represents 75% of the total caliper inches of Protected and Heritage Trees within the Austin Oaks PUD. The Landowner shall also preserve a minimum of 7,137 caliper inches of all trees eight inches in diameter at breast height or larger, which represents 63% of the total caliper inches of regulated trees within the Austin Oaks PUD. These requirements apply to the Austin Oaks PUD as a whole and not on an individual subdivision or site plan basis. Each subdivision, site plan, and building permit application that includes a tree removal request shall demonstrate that the Austin Oaks PUD is in compliance with these requirements.
- 2. The Landowner shall remove existing impervious cover and no new impervious cover shall be placed within the full critical root zone (CRZ) of Protected and Heritage Trees, except as follows:
  - a. Structures and access drives may be located within the outer half of the CRZ in compliance with ECM Section 3.5.2;
  - b. For Parcels 1, 2, 3, 4 and 6, internal drive aisles and surface parking may be located within the outer half of the CRZ in compliance with ECM Section 3.5.2 or within the inner half of CRZ as long as at least 75% of the entire area of the full CRZ is free of impervious cover;
  - c. Existing areas of impervious cover may remain within the CRZ of trees identified as tag numbers 1029, 1038, 1288, 1333, 1334, 2000, 2001, 2016, 2052, 2074, 2094, 2136, and 2173, but no additional impervious cover may be added within the CRZ;
  - d. Sidewalks and multi-use trails are allowed within the CRZ in compliance with ECM Section 3.5.2.
- 3. Mitigation credit shall be granted for removing existing impervious cover from the CRZ of preserved trees. Mitigation credit shall be defined as the

dollar value of the arboricultural services provided to remove the impervious cover, improve soil health and composition, and reduce compaction within the CRZ.

## D. Drainage

- 1. The Landowner shall provide a minimum of 20,000 cubic feet of on-site flood detention, as described in **Exhibit F: Creek Plan**.
- 2. Each subdivision or site plan shall demonstrate no adverse flooding impact to the confluence with Shoal Creek for the 2, 10, 25, and 100-year frequency storms, based on a PUD-wide analysis utilizing existing impervious cover as described in Part 10.B.4.

## E. Riparian Restoration

- 1. The Landowner shall remove existing, non-compliant impervious cover from the critical water quality zone and critical environmental feature buffers within the Austin Oaks PUD, as illustrated in **Exhibit F**. The areas shall be restored as described in **Exhibit F**.
- 2. The Landowner shall lay back the west creek bank on Parcels 4 and 5, as illustrated in **Exhibit F**. The resulting inundation bench shall be restored as described in **Exhibit F**. Laying back the bank as described is a permitted floodplain modification within the critical water quality zone.
- F. An integrated pest management (IPM) plan that complies with Section 1.6.9.2 (D) and (F) of the ECM shall be submitted for approval with each site plan application. The Landowner shall provide copies of the IPM plan to all property owners within the Austin Oaks PUD.

# **PART 8. Affordable Housing Program.**

In this Part 8, MFI means median family income for the Austin-Round Rock metropolitan statistical area, as determined annually by the United States Department of Housing and Urban Development. In order to meet the City's affordable housing goals and to ensure long term affordability, the Landowner agrees to the following:

# A. Multifamily Rental Housing

At least 10% of the total number of multifamily rental housing units located within the Austin Oaks PUD will be set aside for occupancy by households with

incomes at 60% of or below the MFI for a rental affordability period of forty years from the date the development achieves full compliance with the terms of the affordable housing program. The 10% set aside under this section constitutes the "Affordable Rental Units." In addition the Landowner agrees to comply with the following:

- 1. Each lot sold or developed for multifamily development use that will include Affordable Rental Units shall be subject to a restrictive covenant using the form shown in **Exhibit L: Affordable Housing Restrictive Covenants** recorded at the time of sale or development in the official public records of the county where the affordable development is located. The form of the restrictive covenant may be revised by agreement of the Director of Neighborhood Housing and Community Development (NHCD) and the Landowner.
- 2. At least 50% of the Affordable Rental Units must contain 2 or more bedrooms and shall have the same minimum average unit size as the market rate units located in the same building.
- 3. Income qualifications and rents must comply with NHCD compliance guidelines. For each Affordable Rental Unit, income qualifications shall include a requirement that households spend no more than 30% of the household's gross monthly income on utilities and rental payments. Compliance with the affordable housing requirements will be monitored by NHCD.

# B. Owner-occupied Housing

At least 10% of the total number of units sold as owner-occupied residential housing units located within the Austin Oaks PUD will be set aside for occupancy by households with incomes at 80% of or below MFI for an affordability period of ninety-nine years for fee-simple ownership units and community land trust units. The 10% set aside under this section constitutes the Affordable Ownership Units. In addition the Landowner agrees to comply with the following:

1. The Affordable Ownership Units shall have substantially similar architectural design and restrictions as other residential units offered for sale to the general public.

2. At least 50% of the Affordable Ownership Units must contain 2 or more bedrooms and shall have the same minimum average unit size as the market rate units located in the same building.

## 3. Affordable Ownership Units:

- a. Must be sold to an income eligible household at 80% of or below MFI; and
- b. Shall be secured through a restrictive covenant using a form shown in **Exhibit L** and recorded at the time of sale in the official public records of the county where the Affordable Ownership Unit is located. The form of the restrictive covenant may be revised by agreement of the Director of NHCD and the Landowner. The restrictive covenant shall include, but not be limited to the following:
  - i. Resale restrictions that require that resale of the affordable unit must be to a household at 80% of or below MFI;
  - ii. Restrictions that will cap the equity gain to the homeowner that can be realized upon resale of the affordable unit to maintain the unit's long term affordability in accordance with NHCD guidelines;
- iii. Right of First Refusal to the Austin Housing Finance Corporation (AHFC) or other entity designated by the City that is assignable to an income-qualified buyer, to ensure long term affordability.
- C. The Landowner shall execute a blanket restrictive covenant in a form substantially similar to the form attached in **Exhibit L.** To ensure that Affordable Ownership and Rental Units are set aside in compliance with Part 8 of this ordinance, the Landowner shall execute the agreement with the City attached as **Exhibit M: Affordable Housing Agreement** that establishes the terms for releasing the blanket restrictive covenant once the Affordable Ownership Units and Affordable Rental Units have been identified within the Austin Oaks PUD.
- D. The Landowner shall submit a condo declaration to the Director of NHCD for review and approval and the declaration shall include provisions related to the affordable units.
- E. The Landowner shall file a written report, in a format approved by NHCD, with the Director of NHCD including the number and location of each Affordable

Ownership Unit and Affordable Rental Unit meeting the Affordable Housing Requirements within the Austin Oaks PUD. The initial report shall be filed not later 15 calendar days following the date of recordation of a plat or site plan within the Austin Oaks PUD and shall be updated every six months until the Austin Oaks PUD is complete.

F. NHCD shall monitor compliance with the requirements of this ordinance, at a minimum, through annual audits.

# PART 9. Transportation.

- A. The Landowner shall mitigate transportation impacts as set forth in the Development Services Department, Transportation Review Section's Transportation Impact Analysis (TIA) memo dated October 6, 2016, **Exhibit C**, and **Exhibit G**. The Landowner shall pay 100% of costs, including design and overhead, of the improvements specified in **Exhibit C**.
- B. The portions of the public rights-of-way of Executive Center Drive, Wood Hollow Drive, and Hart Lane within, or adjacent to, the Austin Oaks PUD shall be developed in accordance with **Exhibit G** and as may be required by the TIA memo and **Exhibit C**.
- C. Cumulative parking tables shall be maintained as shown in **Exhibit B**.

**PART 10.** Code Modifications. In accordance with Chapter 25-2, Subchapter B, Article 2, Division 5 (*Planned Unit Development*) of the Code, the following site development regulations apply to the Austin Oaks PUD instead of otherwise applicable City regulations:

# A. Zoning

- 1. Chapter 25-2, Subchapter E (*Design Standards and Mixed Use*) is modified as follows:
  - a. Subsections 2.2.2.B.–E. of Article 2 (*Site Development Standards*), Section 2.2 (*Relationship of Buildings to Streets and Walkways*) are modified so that regulations for the construction of sidewalks, the supplemental zone, building placement, and off-street parking do not apply within the Austin Oaks PUD;
  - b. Subsection 2.3.1.B. (Standards) of Article 2 (Site Development Standards), Section 2.3 (Connectivity Between Sites) is modified to allow

- building placement and pedestrian, bicycle, and vehicular connectivity within the Austin Oaks PUD as designated in **Exhibit B**;
- c. Section 2.4 (*Building Entryways*) is modified to allow entrances within the Austin Oaks PUD as designated in **Exhibit G**;
- d. Subsections 3.2.2.A.–C. of Article 3 (*Building Design Standards*), Section 3.2 (*Glazing and Facade Relief Requirements*) are modified so that the regulations do not apply to the AO Hotel on Parcel 6 or the AO Mixed Use on Parcel 9;
- e. Subsection 3.3.2. (Building Design Options) of Article 3 (Building Design Standards), Section 3.3 (Options to Improve Building Design) is modified to require a minimum total of five base points in the aggregate for all buildings within the Austin Oaks PUD; and
- f. Subsection 4.2.1.D. (*District Standards*) of Article 4 (*Mixed Use*), Section 4.2 (*Mixed Use Zoning Districts*) is modified so that the minimum site area requirements for each dwelling unit within the zoning districts do not apply within the Austin Oaks PUD.
- 2. Section 25-2-243 (*Proposed District Boundaries Must Be Contiguous*) is modified to provide that the boundaries of the Austin Oaks PUD may be noncontiguous.
- 3. Section 25-2-1062 (*Height Limitations and Setbacks for Small Sites*) is modified to waive compatibility standards to allow for increased heights as shown on **Exhibit B**.
- 4. Section 25-2-1063 (*Height Limitations and Setbacks for Large Sites*) modified to waive compatibility standards to allow for increased heights as shown on **Exhibit B**.
- 5. Section 25-2-1065 (A)-(D) (*Scale and Clustering Requirements*) is modified to allow massing, clustering, and building placement within the Austin Oaks PUD as designated in **Exhibit B**.
- 6. Pursuant to Section 25-1-133 (*Notice of Applications and Administrative Decisions*), notice shall be provided prior to approval of an amendment to Exhibit B under Section 3.1.3 (*Approval Director*) that is not a substantial amendment described under Subsection 3.1.2 (*Substantial Amendments*) of

Chapter 25-2, Subchapter B, Article 2, Division 5 (*Planned Unit Developments*).

#### B. Environmental

- 1. ECM Section 2.4.3 (*Buffering*) is modified to allow shrubs used as buffering elements on Parcels 1 and 4 to be planted in a permeable landscape area at least three feet wide.
- 2. Section 25-2-1008(A) (*Irrigation Requirements*) is modified such that natural areas and existing trees where impervious cover is removed shall be considered undisturbed for purposes of this requirement. Portions of a site within the Austin Oaks PUD that cannot comply with this code section using a gravity fed conveyance system are exempt from its requirements.
- 3. Section 25-7-32 (*Director Authorized to Require Erosion Hazard Zone Analysis*) shall not apply to the Austin Oaks PUD. An erosion hazard zone analysis prepared by Urban Design Group, consisting of a report dated March 30, 2016 and an addendum dated August 15, 2016, was submitted with the Austin Oaks PUD application and the identified erosion hazard zone shall be used for future development applications.
- 4. Section 25-7-61(A)(5) (Criteria for Approval of Development Applications) and Drainage Criteria Manual Section 1.2.2.D (General) are modified such that the drainage analysis shall be based on the Austin Oaks PUD boundary rather than the parcel boundaries. The drainage analysis shall utilize the Austin Oaks PUD's existing impervious cover, which is 66% of gross site area, as the benchmark for identifying additional adverse impacts.
- 5. Section 25-8-25(B)(1) and (3) (Redevelopment Exception in Urban and Suburban Watersheds) is modified such that impervious cover and vehicle trip limits shall apply to the Austin Oaks PUD overall rather than by site plan. For purposes of Section 25-8-25(B)(5), non-compliant development may be relocated within the critical water quality zone and critical environmental feature buffers if the degree of encroachment (total square footage and minimum distance to the protected feature) and overall impact to the protected feature do not increase.
- 6. Sections 25-8-621 (Permit Require for Removal of Protected Trees: Exceptions) and 25-8-641(B) (Removal Prohibited) are modified to allow the

removal of trees identified in **Exhibit H: Tree Plan**, including those trees identified as tag numbers 904, 952, 1075, 1094, 1163, 1289, 2008, 2031, 2033, 2037, 2107, 2227 and 2233.

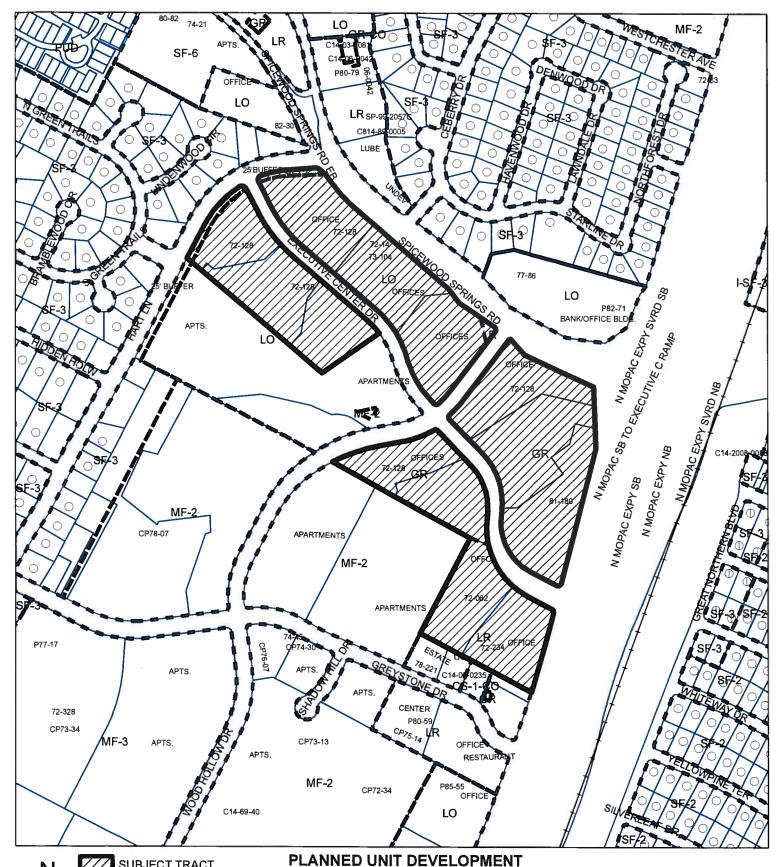
7. ECM Section 3.3.2.A (*General Tree Survey Standards*) is modified to allow **Exhibit K: Tree Survey** to be used for 20 years from the survey date. Development applications submitted after November 22, 2033 shall require a new tree survey that complies with the rules and regulations in effect at the time of application.

## C. Transportation

- 1. Section 25-6-472(A) (*Parking Facility Standards*) is modified to allow the following minimum parking requirements within the Austin Oaks PUD:
  - a. 3.5 parking spaces per 1,000 square feet of office;
  - b. 5 parking spaces per 1,000 square feet of retail uses;
  - c. 8 parking spaces per 1,000 square feet of restaurant uses; and
  - d. 1 parking space per each multifamily dwelling unit.
- 2. For office, residential, and hotel uses, off-street bicycle parking shall comply with the requirements of Section 25-6-477 (*Bicycle Parking*), except that a minimum of 20% of all required bicycle parking spaces shall be located within 50 feet of any principal building entrance and shall not be obscured from public view.
- 3. Section 25-6-531 (Off-Street Loading Facility Required) is modified to provide that no off-street loading spaces shall be required for buildings in the AO Restaurant use classification on Parcels 4 and 5.
- **PART 11.** Code Incorporations. The following code sections, as they exist on the effective date of this ordinance are (1) incorporated herein as if set forth in full; and (2) shall be considered as regulations adopted as part of this ordinance.

#### A. Environmental

1. Section 25-8-25 (Redevelopment Exception in Urban and Suburban Watersheds), except as modified in Part 10.B.5;





**SUBJECT TRACT** 

PENDING CASE

ZONING CASE#: C814-2014-0120

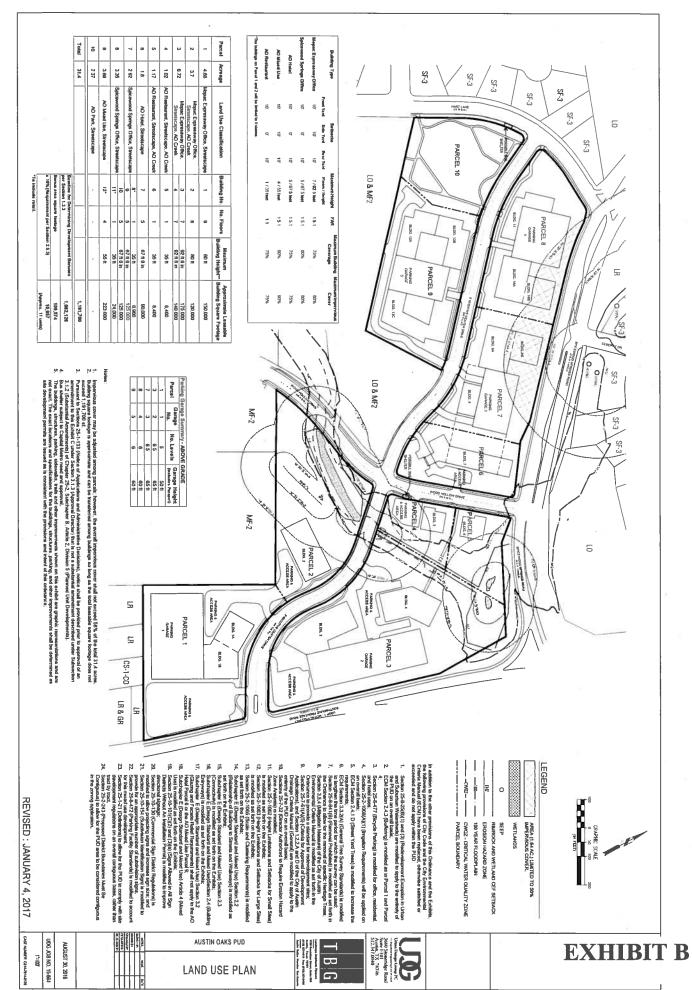
ZONING BOUNDARY

This product is for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. It does not represent an on-the-ground survey and represents only the approximate relative location of property boundaries.



This product has been produced by CTM for the sole purpose of geographic reference. No warranty is made by the City of Austin regarding specific accuracy or completeness.





#### 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 south of Executive Center Drive, as shown in Exhibits E 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, north of Executive Center Drive, that is located on Parcels 4 and 5 and shown in **Exhibits E** 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, north of Executive Center Drive, which is located on Parcel 3 and shown in Exhibits E 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	Use AO Restaurant
RESIDENTIAL USES					
Condominium Residentia Multifamily Residential	al N N	N N	P N	P P	N 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		P	N	N	N
Business Support Service		P	N	N	N
Cocktail Lounge (maxim	num				
Of 5,000 sq ft)	N	N	P	N	N
Commercial Off-Street					
Parking	P	P	P	P	P
Communication Services	s P	P	N	P	N
Consumer Convenience					
Services	P	P	N	P	N
Consumer Repair Servic	es 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 ver	nue N	P	P	P	N
shall not exceed 15,00	0 sq. ft.)				
Hotel-Motel	N	N	P	N	N
Indoor Entertainment	<b>P</b> ,,	P	P	P	N
Indoor Sports & Recreat	ion N	P	N	P	N

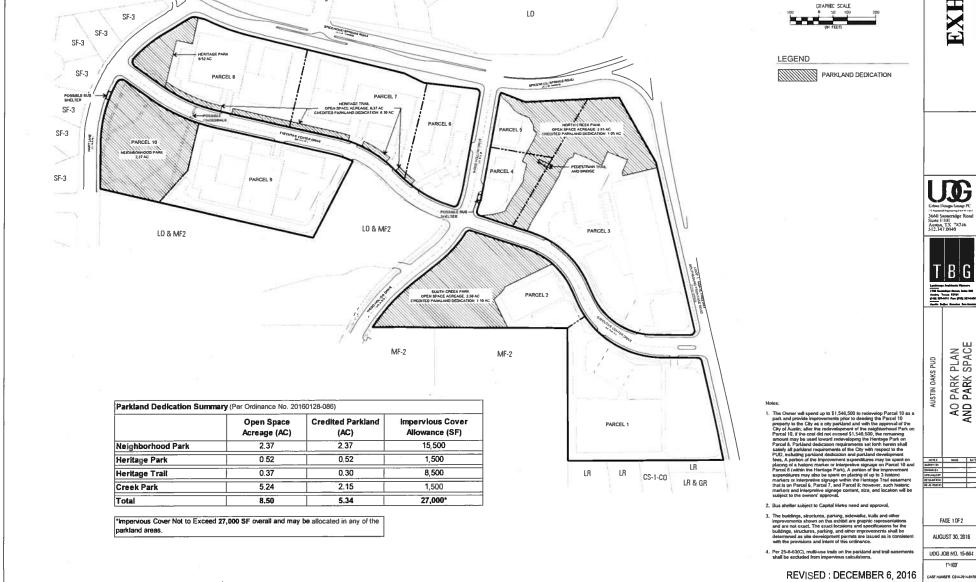
LAND USE: Mo CLASSIFICATION	Pac Expressway Office	Spicewood Spring Office	gs AO Hotel A	.O Mixed U	Jse AO Restaur	ant		
COMMERCIAL USES (continued)								
Liquor Sales Medical Office (exceeding 5,000 sq. ft.	N	N	N	N	N			
gross floor area)  Medical Office  (not exceeding 5,000 sq.	P	P	N	N	N			
ft. gross floor area)	P	P	N	N	N			
Off-Site Accessory Parking		P	P	P	P			
Personal Improvement	2	1	1	1	1			
Services	P	P	P	P	N			
Personal Services	P	P	P	P	N			
Pet Services	P	P	P	P	N			
Printing & Publishing	n P	P	P	P	N			
Professional Office	P	P	r N	P	N			
Research Services	P	P	N	r N	N			
	P	P P	P	P	P			
Restaurant (General)	P	P	P					
Restaurant (Limited)	P P	P	P P	P	P			
Software Development	Ρ	P	P	P	N			
CIVIC USES								
College and University								
Facilities	P	P	N	N	N			
Communication Services	_	_			- '			
Facilities	P	P	N	N	N			
Counseling Services	P	P	N	P	N			
Cultural Services	P	P	N	P	N			
Day Care Services	-	-	- '	•	• •	33		
(Commercial)	P	P	N	P	N			
Day Care Services	-	- v		-	11			
(General)	P	P	N	P	N			
Day Care Services	-	•		•	11			
(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	N			
Hospital Services (Limited)		P	N	N	N			
Park and Recreation (Gener		P	P	P	P			
Religious Assembly	P	P	P	P	P			
1201161040 1 1000111019		•	75 T	1	1			

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





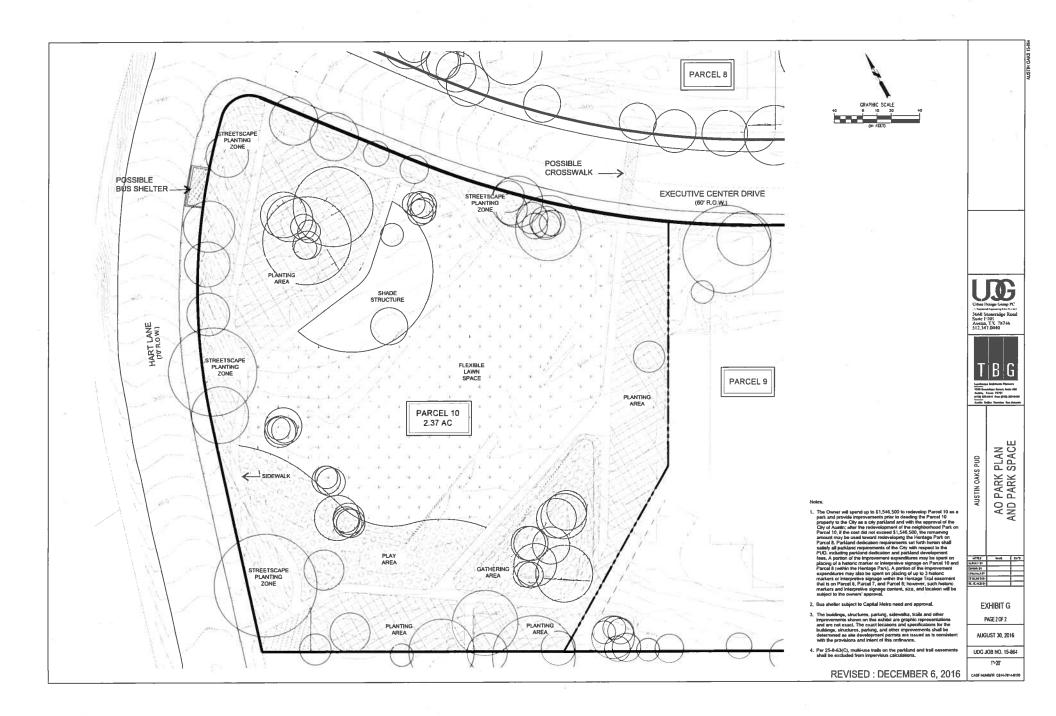
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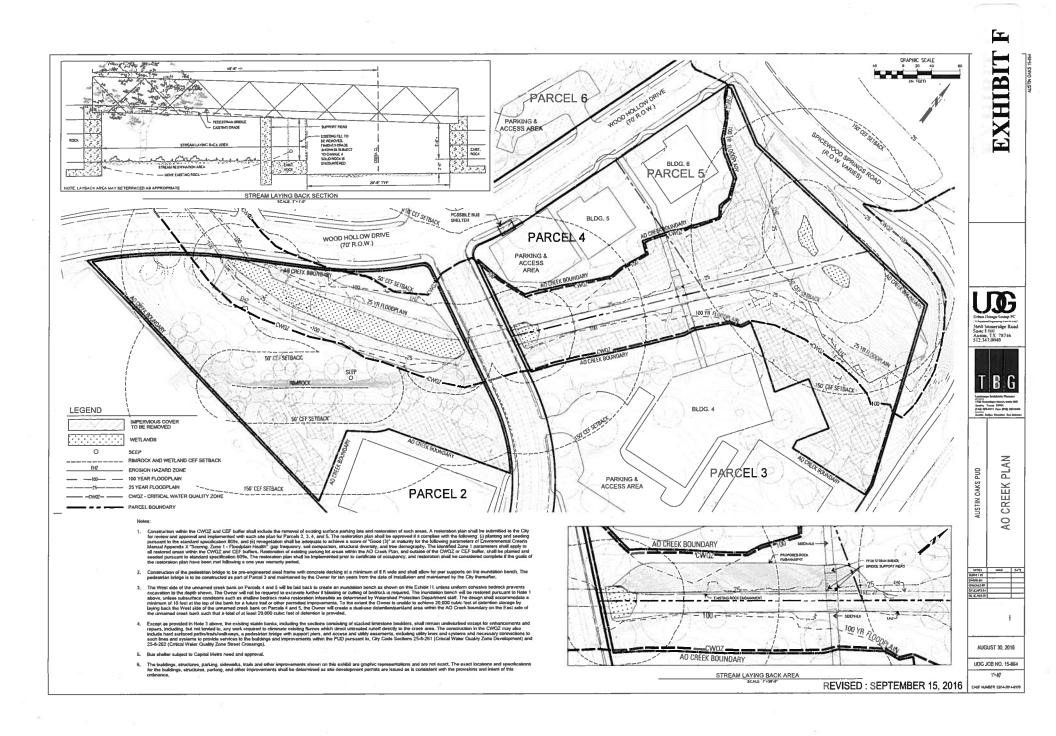


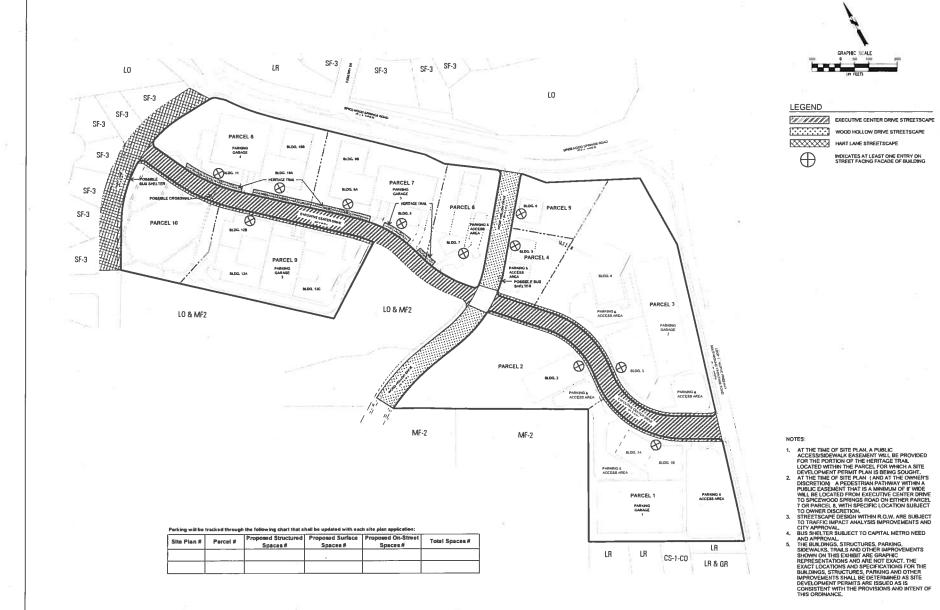
SF-3

SF-3

LO









LEGEND

EXECUTIVE CENTER DRIVE STREETSCAPE

WOOD HOLLOW DRIVE STREETSCAPE

HART LANE STREET SCAPE

INDICATES AT LEAST ONE ENTRY ON STREET FACING FACADE OF BUILDING

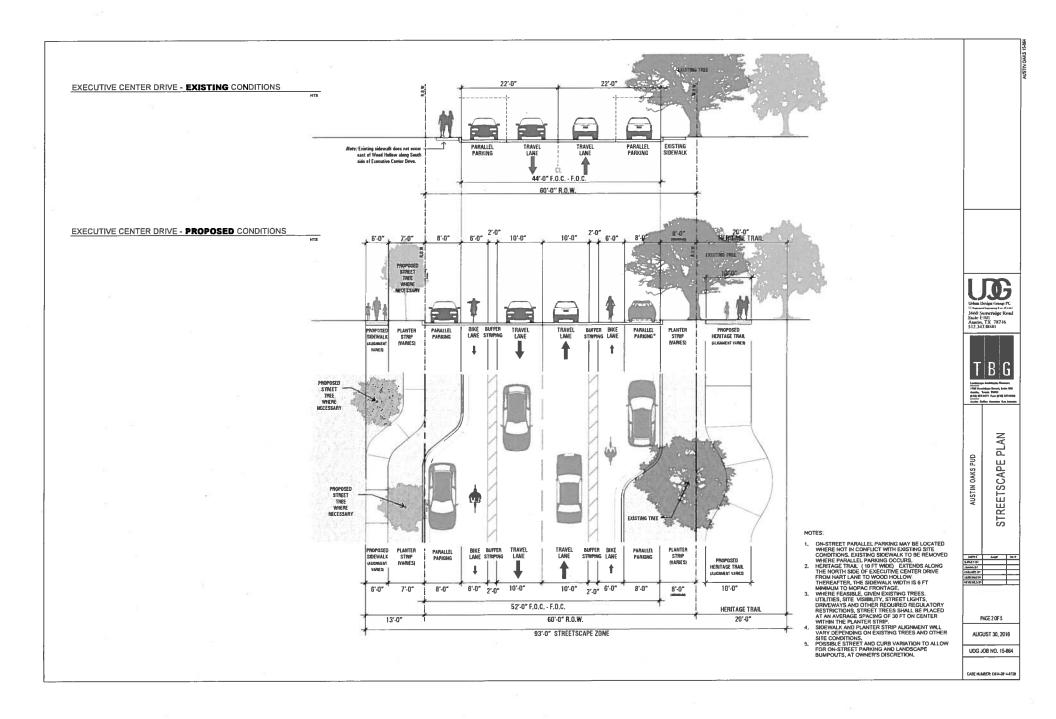
3660 Stonersige Roa Suite I-103 Austin, TX 78746 512,347,0040

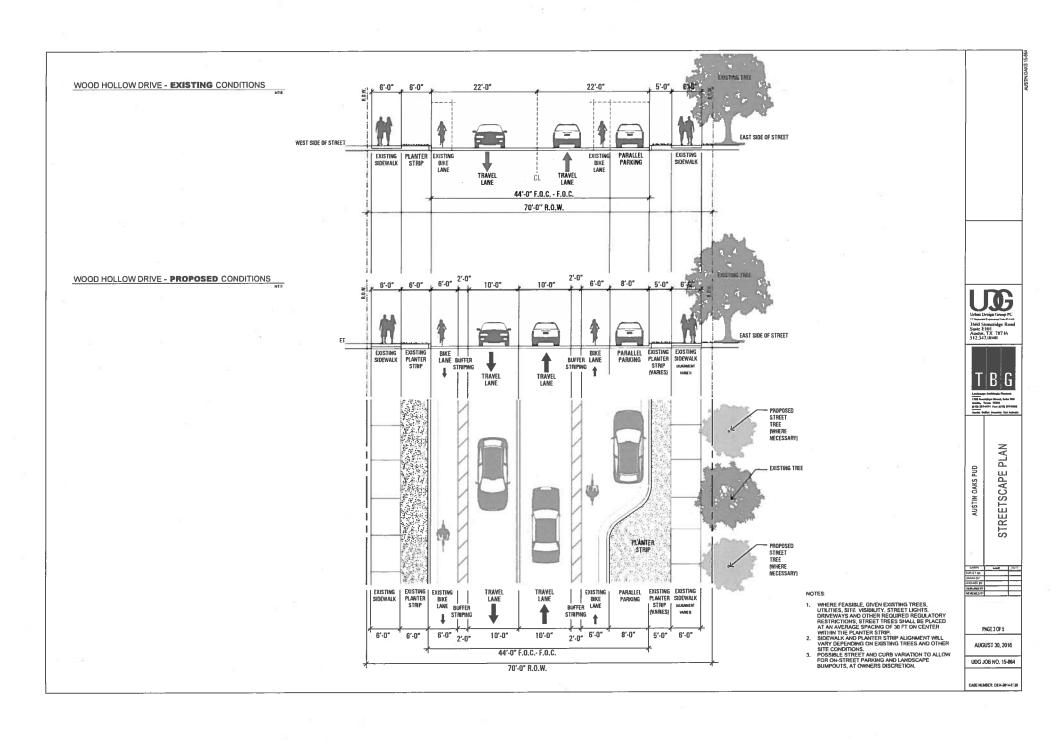
PLAN AUSTIN DAKS PUD STREETSCAPE

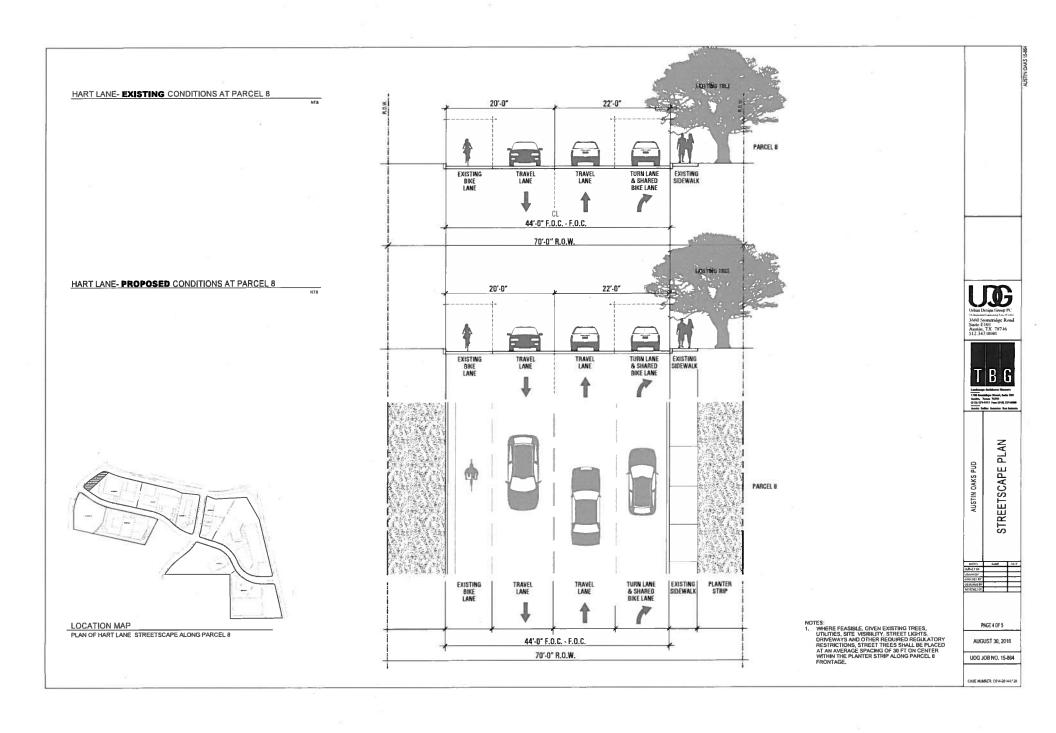
PAGE 1 OF 5

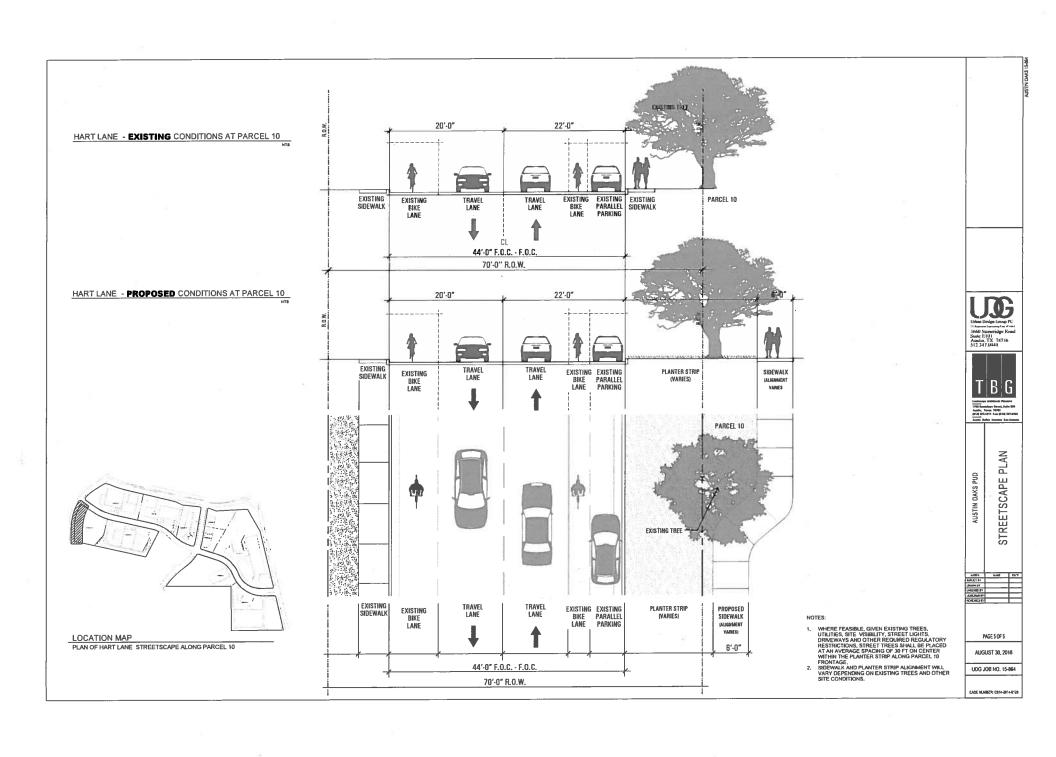
AUGUST 30, 2016 LIDG JOB NO. 15-864

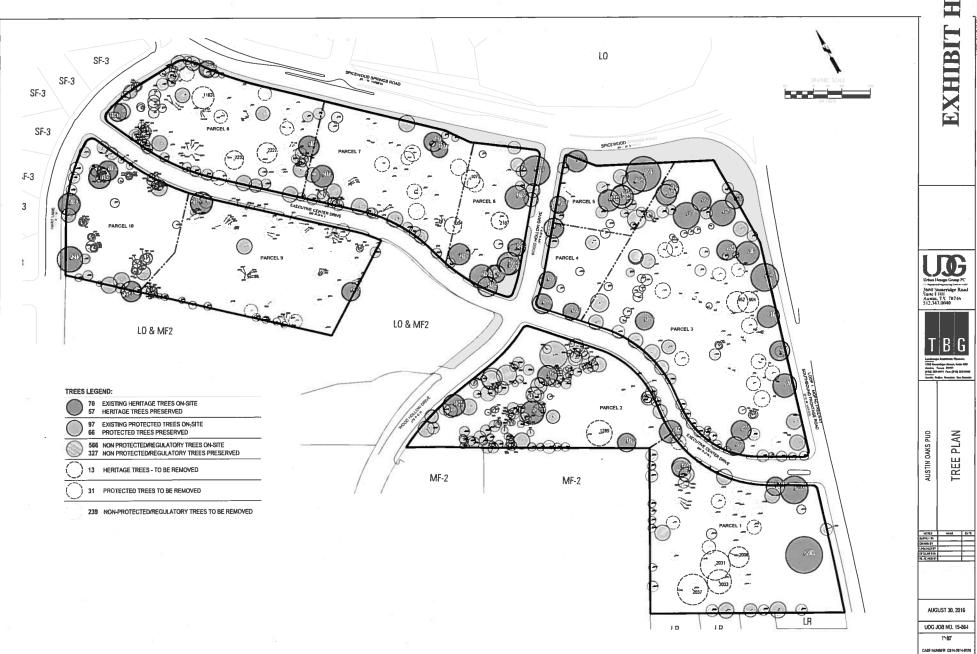
1"=100"











TOPOGRAPHY AND LAND USE PLAN

AUSTIN OAKS PUD

AREA (1,64 AC.) LIMITED TO 50% IMPERVIOUS COVER.

- EROSION HAZARD ZONE

RIMROCK AND WETLAND CEF SETBACK

0

EHZ

Zone Analysis) is modified:

Section 25-1062 (Height Limitations and Setbacks for Small Sites) is modified as set loth on the Exhibits:

Section 25-2-1063 (Height Limitations and Setbacks for Large Sites) is modified as set loth on the Exhibits;

Section 25-2-1065 (Sicela end Clustering Requirements) is modified.

as set forth on the Exhibits; Subchapter E (Design Standard and Mixed Use) Section 2.2 (Relationship of Buildings to Streets and Walkways) is modified as set forth on the Exhibits

(Relaboratin) of Buildings in Streets and Wallways) is modified as sel frint in the Enhibits.

5. Subchaylar E (Design Standard and Mend Live) Section 2.3.

6. Subchaylar E (Design Standard and Mend Live) Section 2.4 (Building Enhyways) is modified as set forth on the Enhibits.

6. Subchaylar E (Design Standard and Miand Live) Section 2.2 (Building Enhyways) is modified as set forth on the Enhibits.

7. Subchaylar E (Design Standard and Miand Live) Section 3.2.

6. Subchaylar E (Design Standard and Miand Live) Section 3.2.

8. Subchaylar E (Design Standard and Miand Live) Articla 4 (Miand Live) is modified as set forth on the Enhibits.

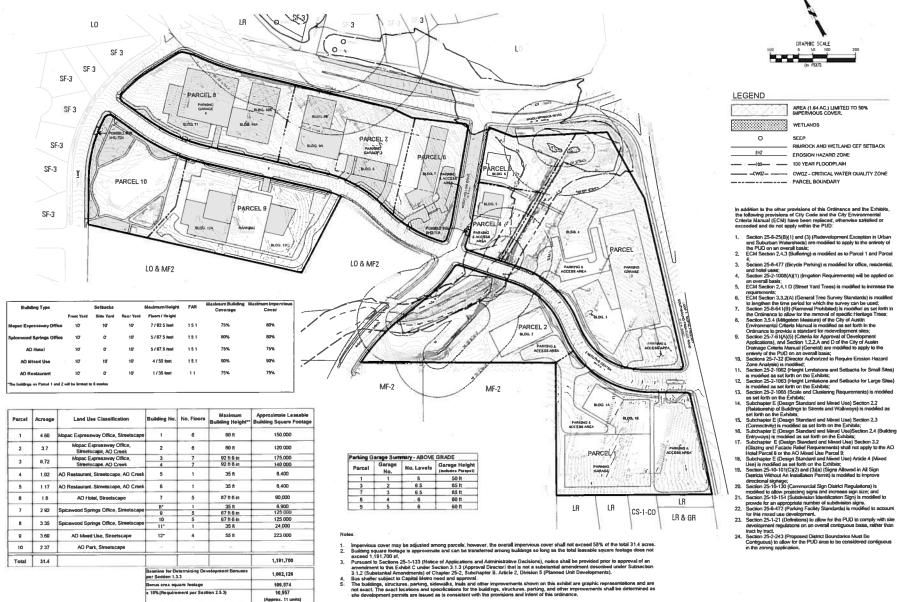
19. Socion 25-10-10 (CPC) and (3(a) (Sign Allowed in All Sign Section 25-10-10) (Communical Sign District Regulations) is modified to allow projecting signs and increase says size, and 21. Section 25-10-15 (Subdivision Identification Sign) is modified for appropriate furnities of subdivision literations (Sign) is modified to provide for appropriate furnities of subdivision literations (Sign) is modified to provide for appropriate furnities of subdivision literations (Sign) is modified to provide for appropriate furnities of subdivision literations (Sign) is modified to provide for appropriate furnities of subdivision literations (Sign) is modified to account for the subdivision sign.

for this mixed use development, 23. Section 25-1-21 (Definitions) to allow for the PUD to comply with site

Development regulations on an overall consignous status, valett shall be tract. by tract. Section 25-2-243 (Proposed District Boundaries Must Be Configuous) to allow for the PUD area to be considered configuous in the zoning application.

AUGUST 30, 2016 UOG JOB NO. 15-864 1"=1007

REVISED: JANUARY 4, 2017



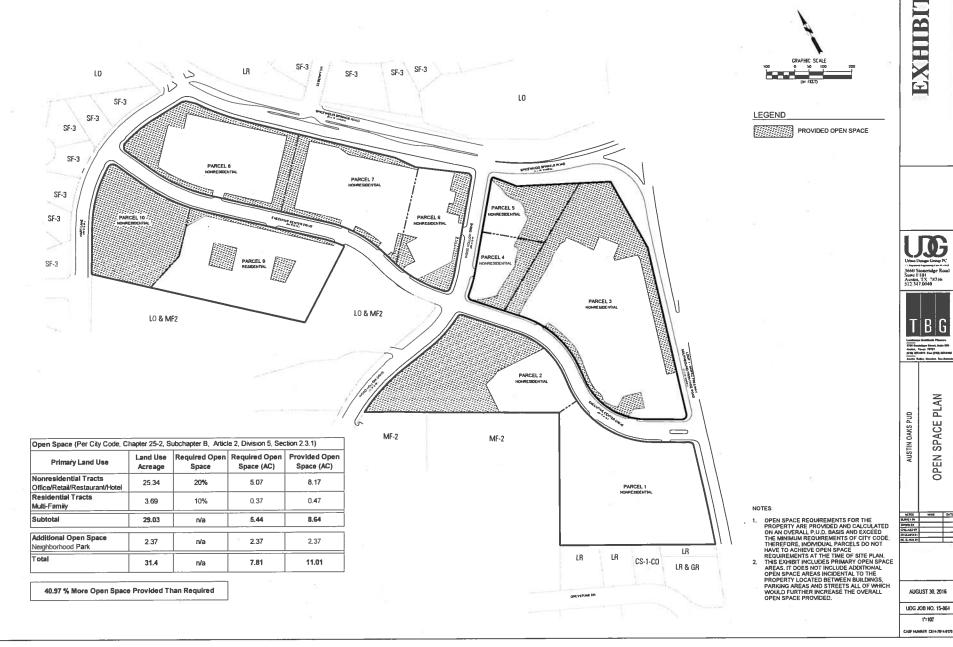
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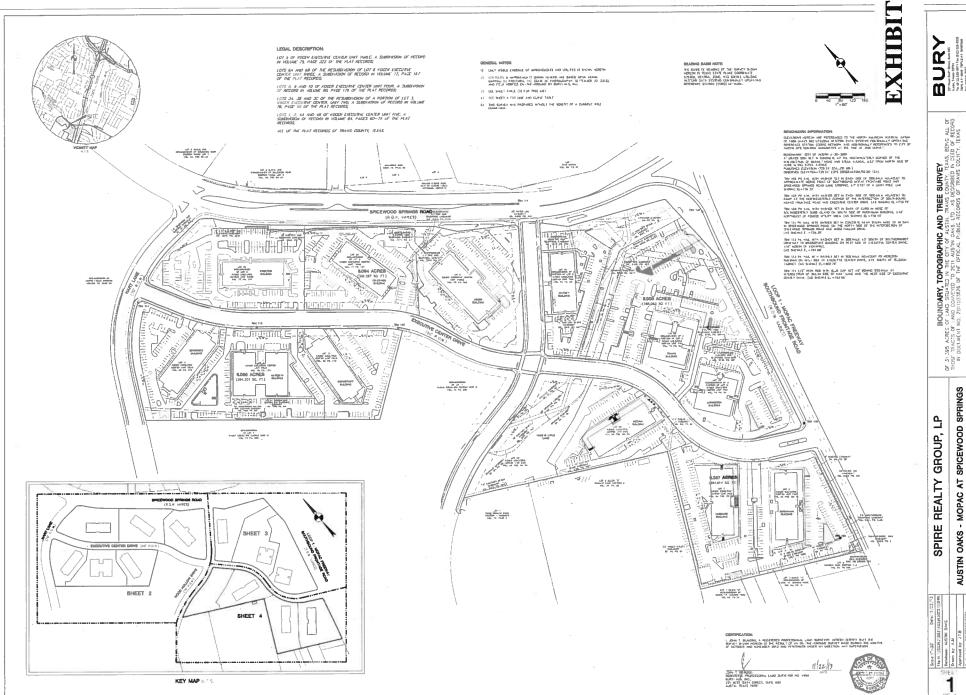
109,574

(Approx. 11 units)

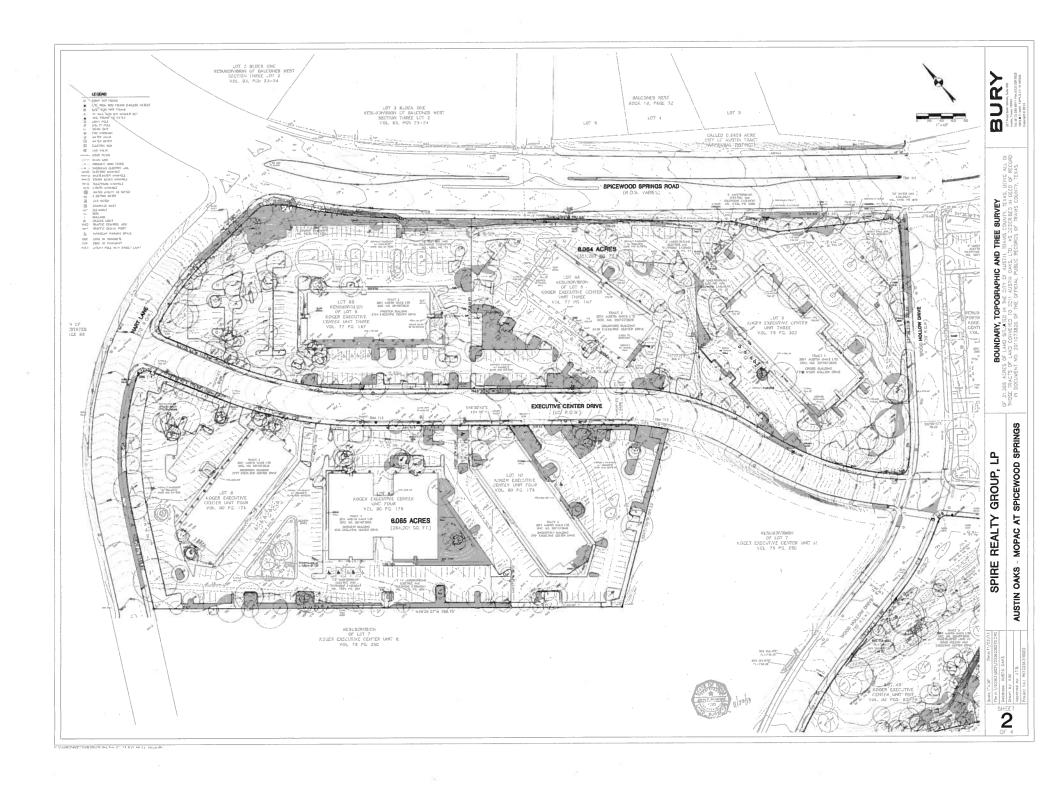
per Section 1.3.3 nus area square feetage

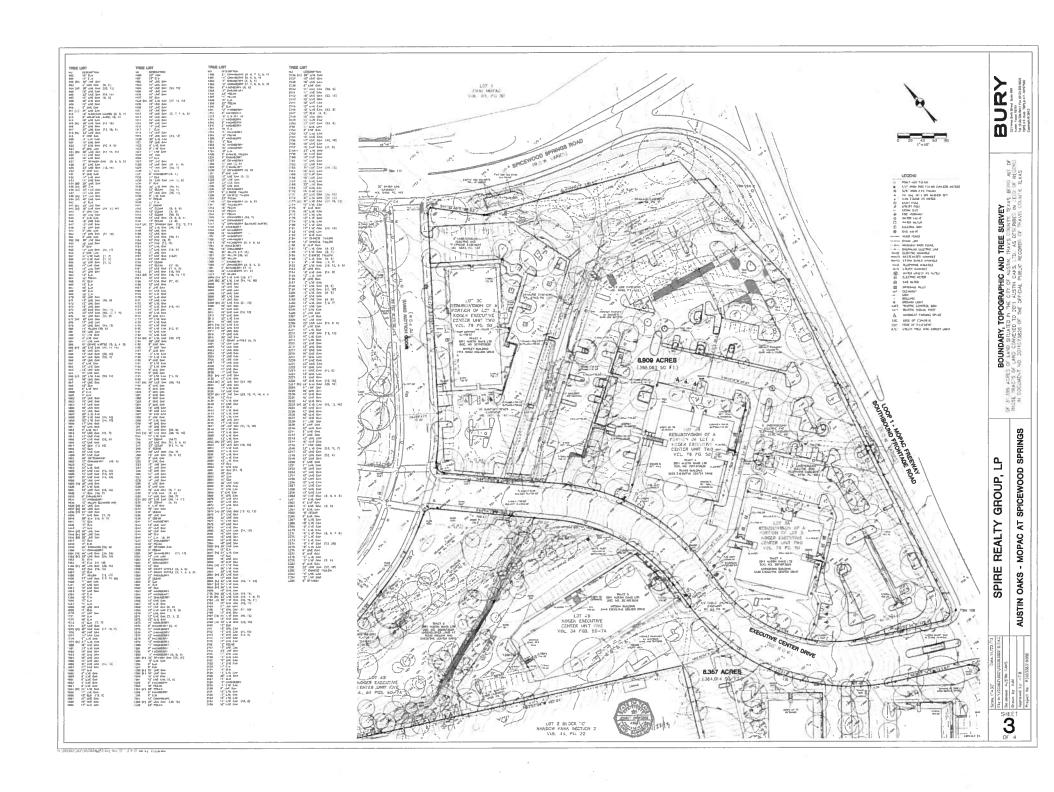


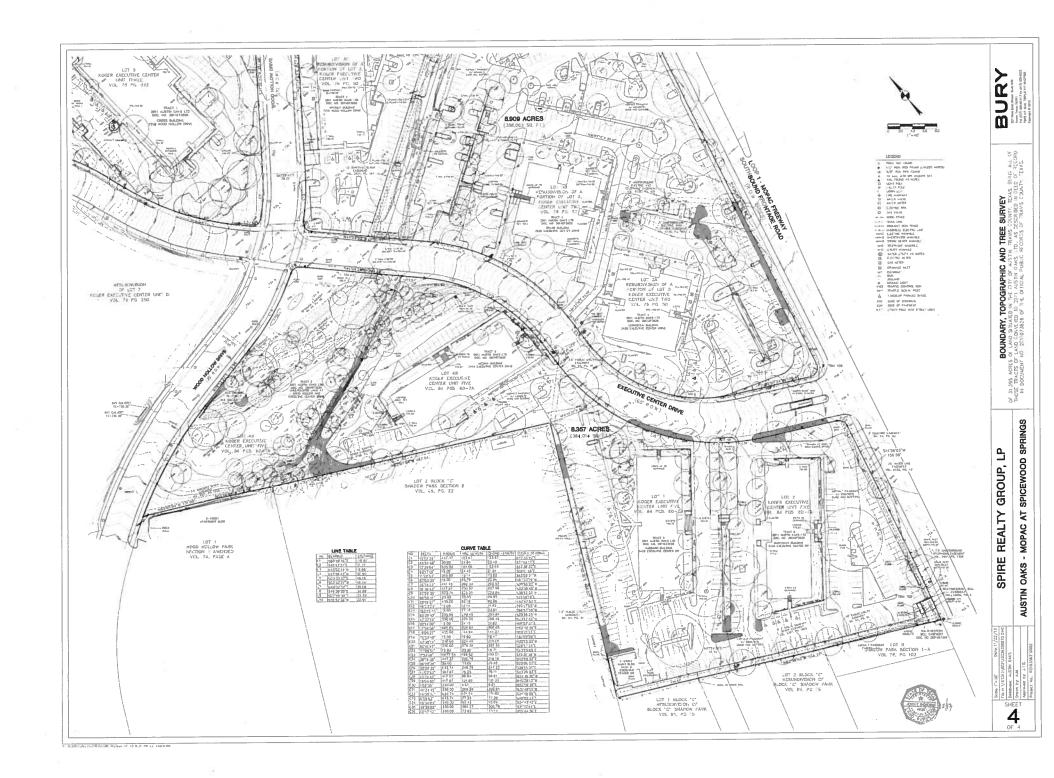




\* 19228395775625800253 and No. 27, 12 8 21 FM by 18228466

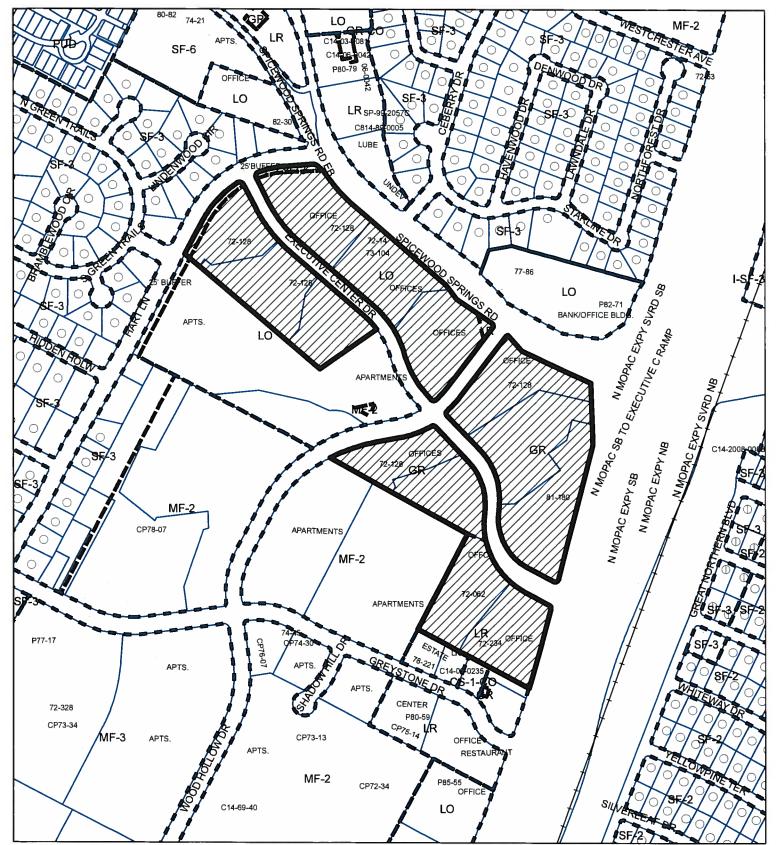






# EXHIBIT L AFFORDABLE HOUSING RESTRICTIVE COVENANTS (PENDING)

EXHIBIT M (PENDING)







SUBJECT TRACT





ZONING CASE#: C814-2014-0120



This product is for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. It does not represent an on-the-ground survey and represents only the approximate relative location of property boundaries.

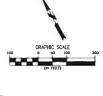


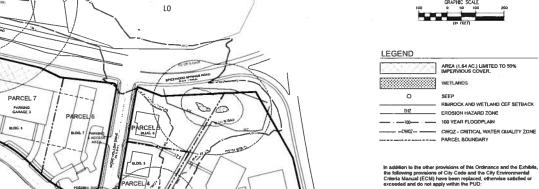
This product has been produced by CTM for the sole purpose of geographic reference. No warranty is made by the City of Austin regarding specific accuracy or completeness.



AUGUST 30, 2016 UDG JOB NO. 15-864

1'=107





PARKING & ACCESS AREA

BLDG. 1

PARCEL 3

PARKING DARAGE

PARKING & ACCESS AREA

Building Type	Settracks			Maximum Height	FAR	Maximum Building Ceverage	Maximum impervious Cover
	Front Yard	Side Yard	Rear Yard	Floors / thright			
Mapac Espressway Office	107	10	10"	7 / 92 5 feet	1.5.1	75%	80%
Spicewood Springe Office	107	σ	10"	5 / 67.5 feet	151	80%	80%
AD Hotel	107	σ	107	5 / 67.5 feet	1.51	75%	75%
AO Mixed Use	107	10	107	4 / 55 feet	151	90%	90%
AD Restaurant	10"	σ	10"	1 / 35 feet	11	75%	75%

LO & MF2

LΟ

SF-3 SF-3

SF-3

SF-3

SF-3

SF-3

SF-3

PARCEL 10

PARCEL 8

BLDG, 12A

Parcel	Acreage	Land Use Classification	Building No.	No. Floors	Maximum Building Height**	Approximate Leasable Building Square Footag 150,000	
3	4.66	Mopac Expressway Office, Streetscape	opac Expressway Office, Streetscape 1 6	6	80 ft		
2	3.7	Mopac Expressway Office, Streetscape, AO Creek	2	8	80 ft	120,000	
3 6.72		Monac Expressway Office.	3	7	92 ft 6 in	175.000	
3	6.72 Sineetscape, AO Creek		4	7	92 ft 6 in	140 000	
4	1.02	AD Restaurant, Streetscape, AO Creek	5	1	35 ft	6,400	
5	1.17	AO Restaurant, Streetscape, AO Creek	6	1	36 ft	6,400	
8	1.8	AO Hotel, Streetscape	7	5	87 ft 6 in	90,000	
_			8,	1	35 ft	6,900	
7	2 92	Spicewood Springs Office, Streetscape	9	5	67 ft 6 m	125 000	
	3.35	Salar and Salar Office Streets and	10	5	67 ft 6 in	125.000	
	3.35 Spicewood Springs Office, Streetsca		11*	1	35 R	24,000	
9	3.60	AO Mxed Use, Streetscape	12*	4	56 ft	223,000	
10	2 37	AO Park, Streetscape		-	E 15%	8	
Total	31,4					1,191,700	
			Baseline for De per Section 1.3		relepment Benuses	1,082,126	

x 19% (Requirement per Section 2.5.3)

Parking 0	arage Sum	rmary - ABOVE	GRADE		PARCEL 1		PARKING & ACCESS AREA
Parcel	Garage No.	No. Levels	Garage Height (Includes Parapel)		PARKING GARAGE		
1	1	5	50 ft		1	- 11	
3	2	6.5	65 ft				
7	3	6.5	65 ft				
B	4	6	60 ft	_	7	1 1	LR
			60 ft				

PARCEL 2 BLDG, 2

109,574

18 957 (Approx. 11 units)

SF-3)

POLITICA DESCRIPTION DESCRIPTION

BLDG. 108

PARCEL 9

SF-3

LO & MF2

OHRN

B(00.86

SF-3 SF-3

MF-2

MF-2

- Impenvious cover may be adjusted among parcels: however, the overall impenvious cover shall not exceed 55% of the total 31.4 acres. Building square location is approximate and can be transferred among buildings so long as the total lessable square flootage does not exceed 1.191.700 25.1-133 (likelite of Applications and Administrative Doctaions), notice shall be provided prior to approval of an Pursuant to Sections 2.5-1-33 (likelite of Applications and Administrative Doctaions), notice shall be provided prior to approval of an 1.2 (Substantial amendment) of Chapter 252. Substantial Substantial amendment described under Subsection 31.12 (Substantial Amendment) of Chapter 252. Substantial Substantial amendment described under Subsection 31.12 (Substantial Amendment) of Chapter 252. Substantial Substantial amendment described under Subsection 13.12 (Substantial Amendment), selevation and substantial amendment described under Subsection 13.12 (Substantial Amendment), selevation and substantial amendment described under Subsection 17.12 (Substantial Amendment), selevation and substantial amendment described under Subsection 17.12 (Substantial Amendment) and substantial amendment described under Subsection 17.12 (Substantial Amendment) and substantial amendment described under Subsection 17.12 (Substantial Amendment) and substantial amendment described under Subsection 17.12 (Substantial Amendment) and substantial amendment described under Subsection 17.12 (Substantial Amendment) and substantial amendment described under Subsection 17.12 (Substantial Amendment) and substantial amendment described under Subsection 17.12 (Substantial Amendment) and substantial amendment described under Subsection 17.12 (Substantial Amendment) and substantial amendment described under Subsection 17.12 (Substantial Amendment) and substantial amendment described under Substantial Amendment) and substantial amendment described under Substantial amendment described under Substantial amendment described under Substantial amendment described

Zone Analysis) is modified; 11. Section 25-2-1062 (Height Limitations and Setbacks for Small Sites) 11. Section 25-2-1065 (Roble Interference and Section and Section 25-2-1063 (Height Limitations and Setbacks for Large Sites) Is modified as set forth on the Exhibits;

13. Section 25-2-1065 (Scale and Clustering Requirements) is modified.

Section 25-8-25(B)(1) and (3) (Rodervolopment Exception in Urban and Suburban Watersheets) are modified to apply to the entirely of the PUD on an overall basis;
 ECM Soction 2.4.2 (Bullering) is modified as so Parcel 1 and Parcel

Section 25-8-477 (Bicycle Parking) is modified for office, residential, and hotel uses;
 Section 25-2-1008(A)(1) (Impation Requirements) will be applied on an exempt basis:

an overall basis;

5. ECM Section 2,4,1 D (Street Yard Trees) is modified to increase the

as set forth on the Exhibits;

14. Subchapter E (Design Standard and Mixed Use) Section 2.2
(Relationship of Buildings to Streets and Walkways) is modified as set forth on the Exhibits;

(Ridationethip of Buldrings to Streets and Wallweye) is modified as set forth on the Eshibits;

15. Subchapter E (Design Standard and Milered Use) Section 2.3 (Connectively) is modified as as fel both on the Eshibits;

16. Subchapter E (Design Standard and Maed Use) Section 2.4 (Buldring Endystep) is modified as set forth on the Eshibits;

17. (Classing and Faceber Relief Requirements) shall not apply to the AO Hold Parcel E (Design Standard and Maed Use) Socian 2.4 (Buldring Endystep) is the AO Hold Parcel S of the AO Miled Use Parcel S (Socian 25-16-160 (C)(2) and (1)(4) (Signs Allowed Lin All Sign Boscian 25-16-160 (C)(2) and (1)(4) (Signs Allowed in All Sign Continued Signs Section 25-16-150 (Commercial Sign District Regulations) is modified to allow principling signs and increase says size, and 2. Socian 25-16-150 (Commercial Sign District Regulations) is modified to allow principling signs and increase says size, and 2. Socian 25-16-150 (Parking Facility Standards) is modified to account social signs and provide for an appropriate number of subdevision signs.

22. Socian 25-6-472 (Perking Facility Standards) is modified to account size of the signs and provide for a sign and provide for a sign and provide for a sign and provide signs.

23. Socian 25-6-472 (Perking Facility Standards) is modified to account size of the signs of th

REVISED: JANUARY 4, 2017

### **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	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 Restaur	rant
COMMERCIAL USES (cor	ntinued)					
Liquor Sales Medical Office (exceeding 5,000 sq. ft.	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	-	-	- 1	• •		
Facilities	P	P	N	N	N	
Counseling Services	P	P	N	P	N	
Cultural Services	P	P	N	P	N	
Day Care Services				5		96
(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	
· <del>-</del>						

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





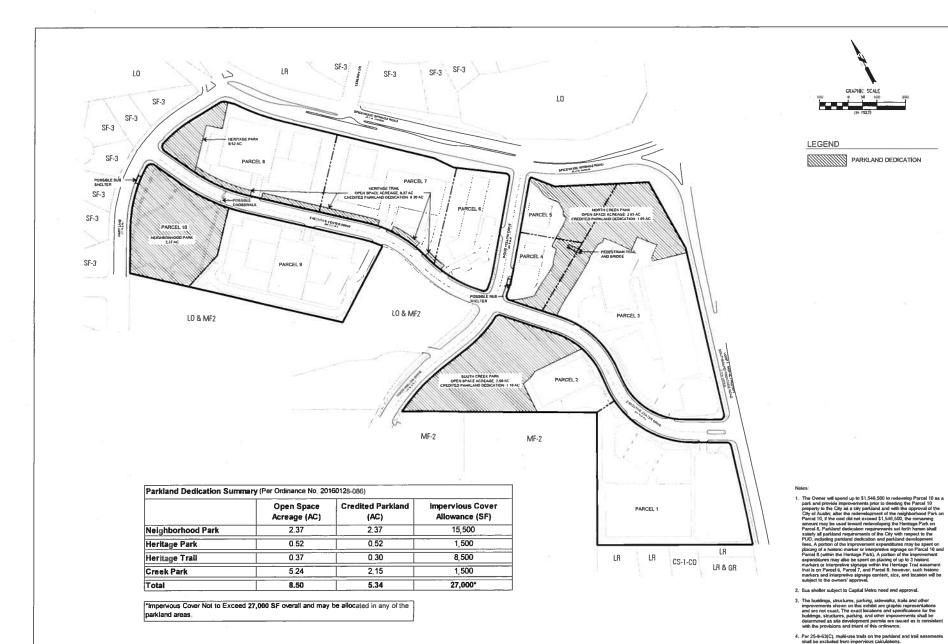
AO PARK PLAN AND PARK SPACE AUSTIN OAKS PUD

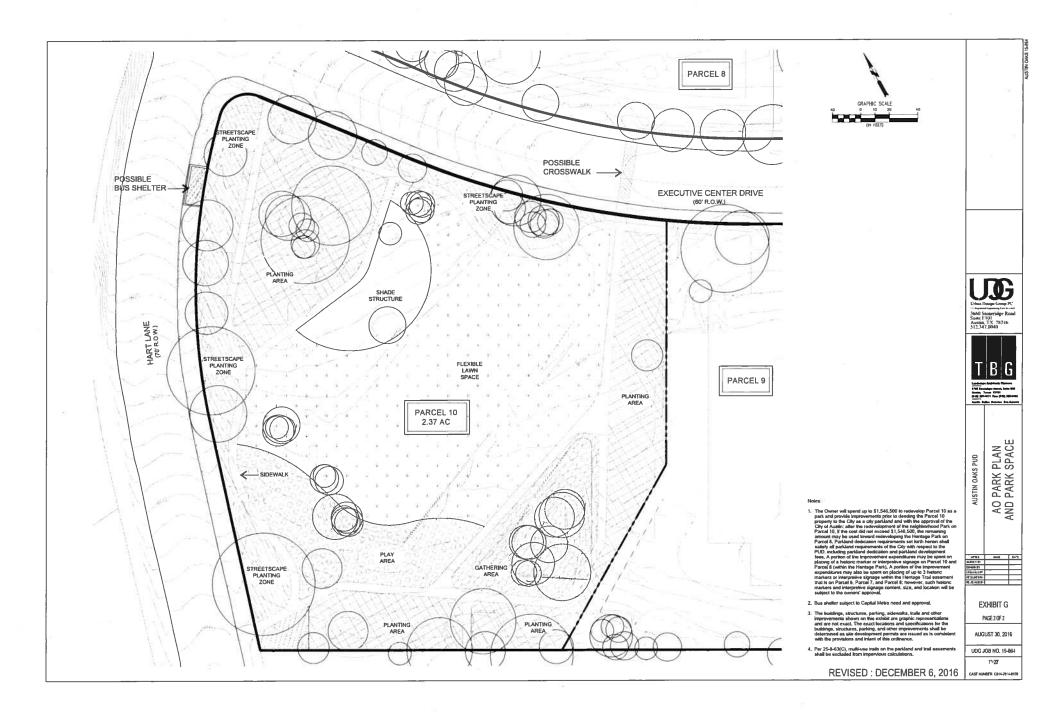
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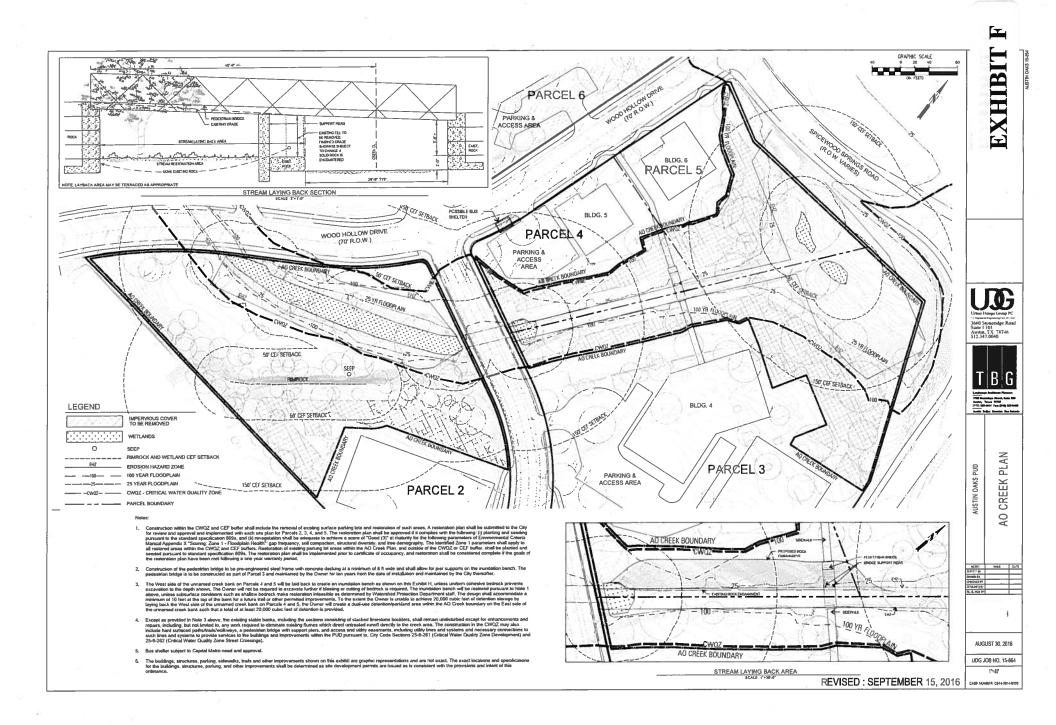
AUGUST 30, 2016 UDG JOB NO. 15-864

1'=100'

REVISED: DECEMBER 6, 2016









LEGEND

EXECUTIVE CENTER DRIVE STREETSCAPE

WOOD HOLLOW DRIVE STREETSCAPE

HART LANE STREETSCAPE

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INDICATES AT LEAST ONE ENTRY ON STREET FACING FACADE OF BUILDING

3660 Stonersige Road State F101 Austin, TX 78746 512,347,0040

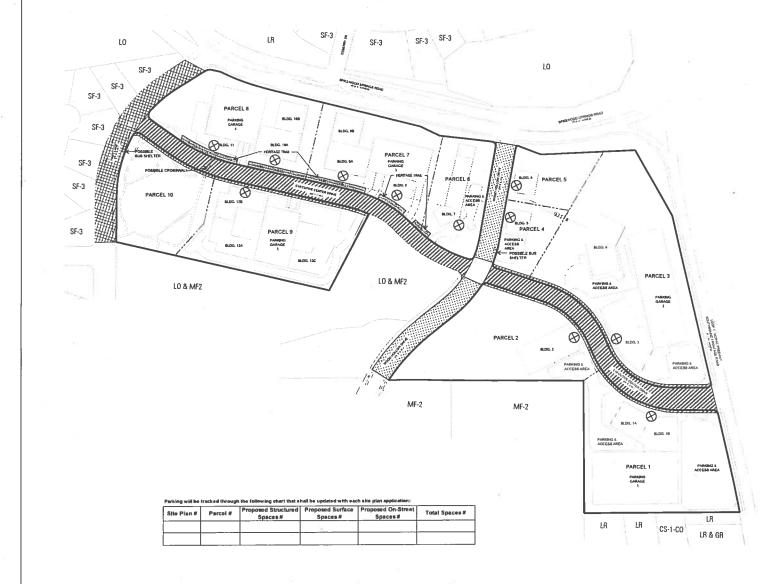
PLAN STREETSCAPE

PAGE 1 OF 5

AUGUST 30, 2016

UDG JOB NO. 15-864

1"-100"

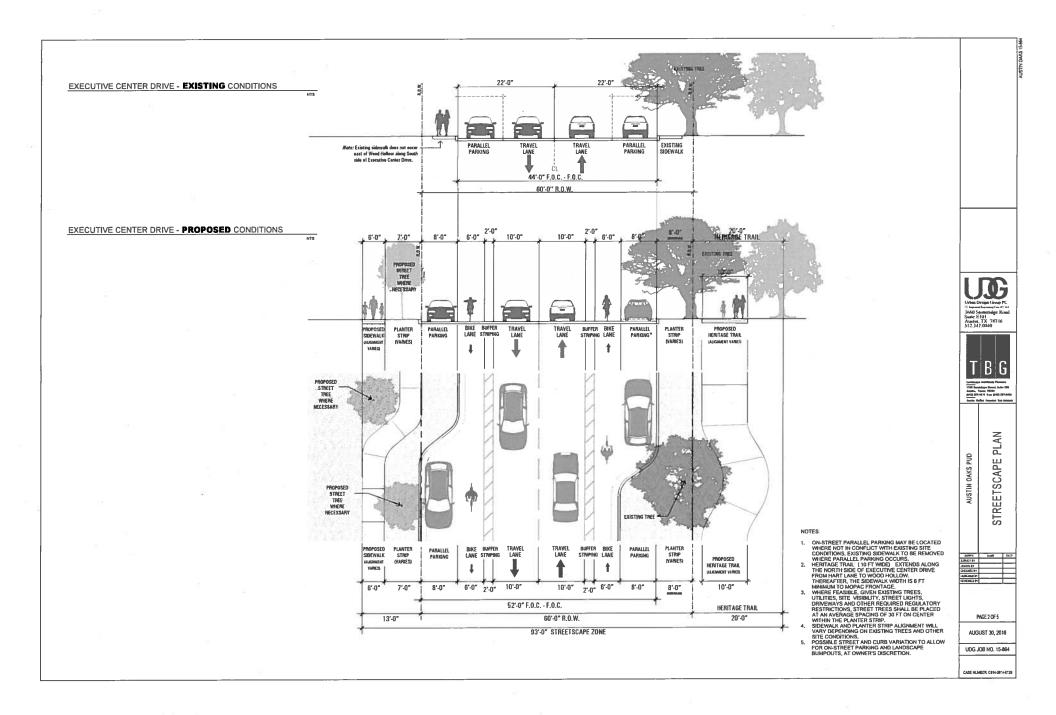


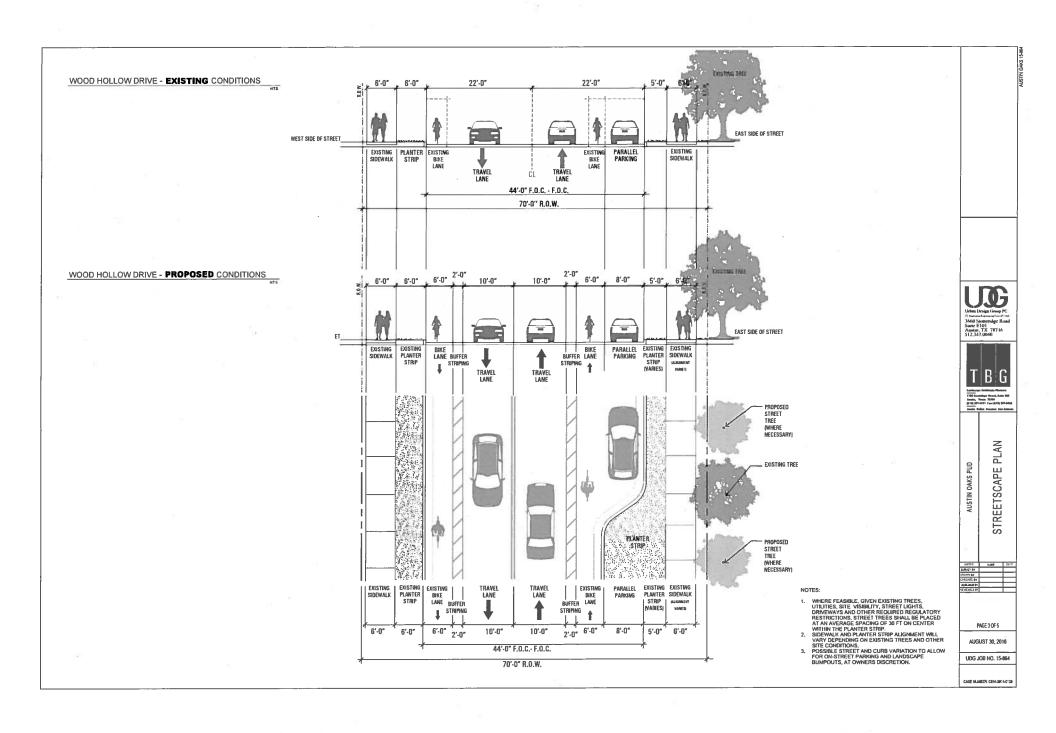
NOTES

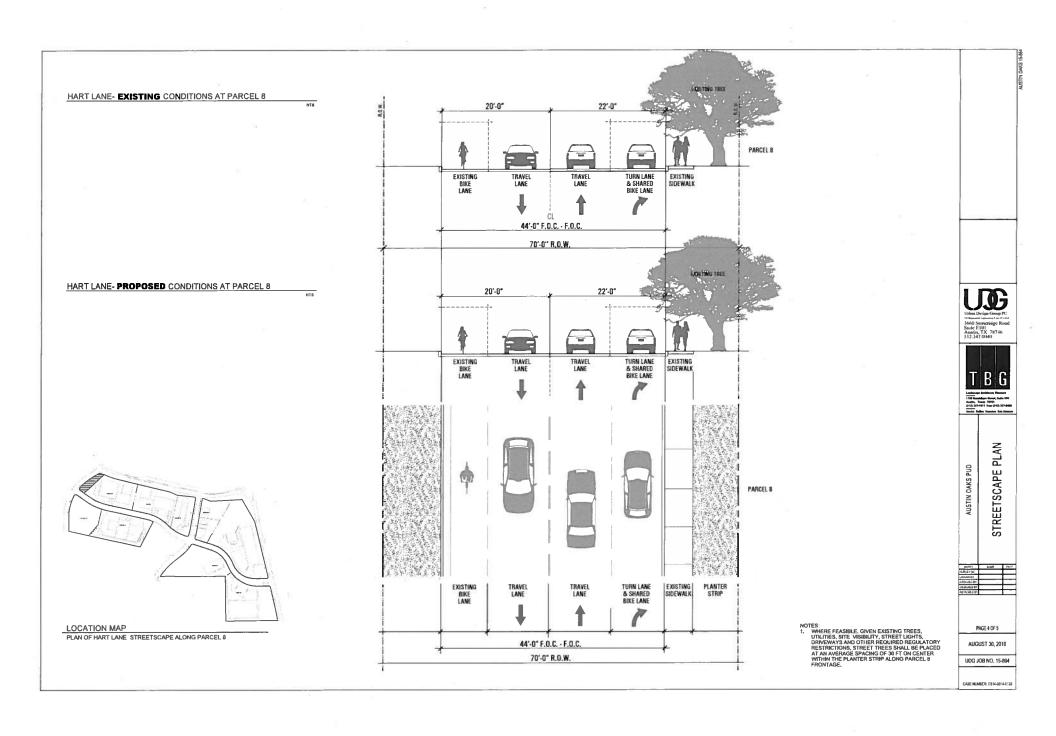
NOTES

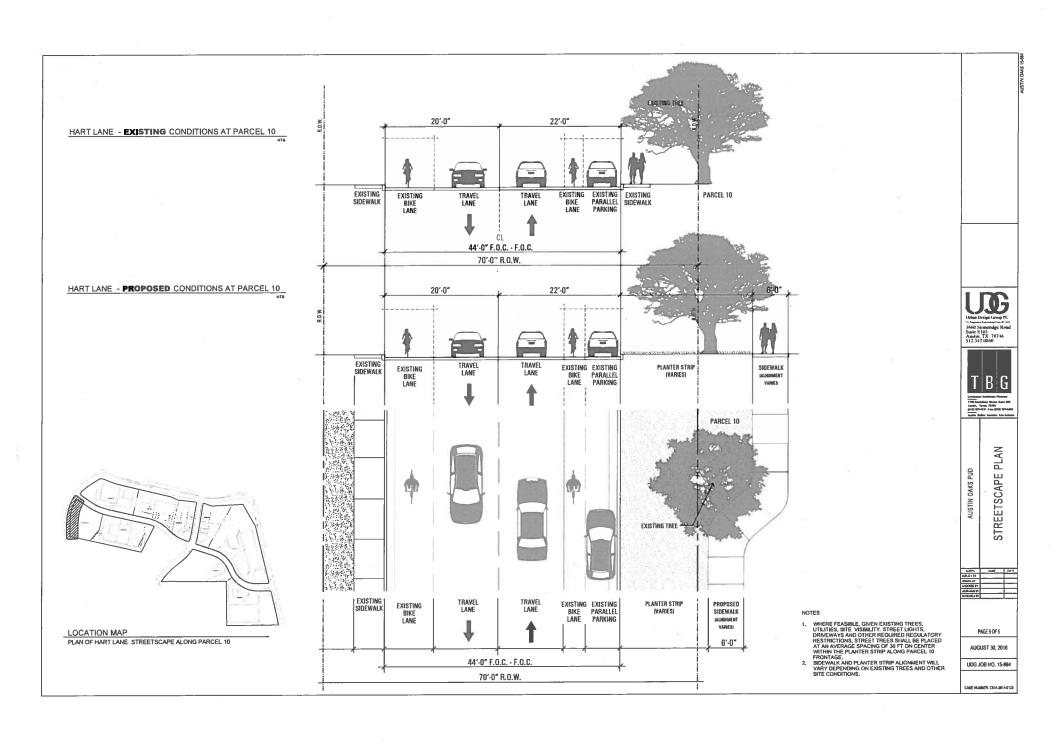
1. AT THE TIME OF SITE PLAN, A PUBLIC
ACCESSISSIDEWALK EASEMENT WILL BE PROVIDED FOR THE PORTION OF THE HERITAGE TRAIL
LOCATED WITHIN THE PARCEL FOR WHICH A SITE DEVELOPMENT PERMIT PLAN IS BEING SOUGHT.

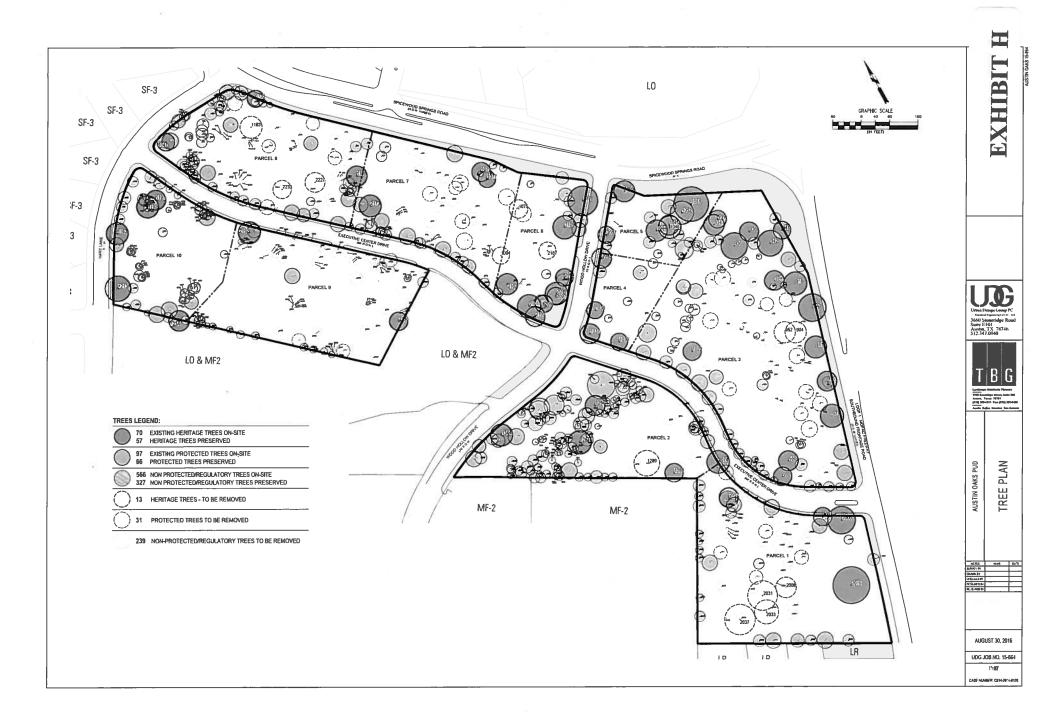
2. AT THE TIME OF SITE PLAN (AND AT THE OWNER'S WILL BE LOCATED FROM EASEMENT OF SITE OF SITE PLAN (AND AT THE OWNER'S WILL BE LOCATED FROM EASECHIT OF A PARCEL TO SPICEWOOD SPRINGS ROAD ON ETHER PARCEL TO REPORT OF SITE OF SIT











TOPOGRAPHY AND LAND USE PLAN

5. ECM Section 2.4.1 D (Street Yard Trees) in modified to increase the requirements;
6. ECM Section 3.2.8/1 (General Tree Survey Standards) is modified to Inrighten the time period for which the survey can be used, to Inrighten the time period for which the survey can be used, to lengthen the time period for the time of the survey can be used of the time of the survey can be used. The time of the ordinance to allow for the monoval of spoods Hestings Trees;
7. Section 3.5.4 (Allegation themselve) of the CCP of Austin Environmental Criterie Manual is modified as set forth in the Ordinance to provide a standard for produced provinced states.
7. Section 2.5.7.4.1 ((A)) (Culterial for Agroved of Development Mexical Company of the PUID on an overall basis;
8. Section 2.5.7.3.2 (Director Authorized to Require Enraison Hazard Zone Analysia) or modified;
9. Section 2.5.7.3.2 (Director Authorized to Require Enraison Hazard Zone Analysia) or modified:
9. Section 2.5.4.1033 (Peright Limitations and Setbacks for Small Stees) to consider a set forth on the Euthbet;
9. Section 2.5.4.1033 (Peright Limitations and Setbacks for Large Stees) is modified as set forth on the Euthbet;
9. Section 2.5.4.1033 (Scale) and Classianing Requirements) is modified as set forth on the Euthbet;
9. Section 2.5.4.1033 (Scale) and Classianing Requirements is modified as set forth on the Euthbet;
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9. Section 2.5.4.1033 (Scale) and Classianing Requirements is set forth on the Euthbet;
9. Section 2.5.4.1033 (Scale) and Classianing Requirements is set forth on

GRAPHIC SCALE

WETLANDS

FROSION HAZARD ZONE

In addition to the other provisions of this Ordinance and the Exhibits, the following provisions of City Code and the City Environmental Criteria Manual (ECM) have been replaced, otherwise satisfied or exceeded and do not apply within the PUD:

 Section 25-8-25(B)(1) and (3) (Redevelopment Exception in Urban and Suburban Watersheets) are modified to apply to the entirety of the PUO on an overall basis;
 ECM Section 2.4.2 (Buffering) is modified as to Parcel 1 and Parcel 4: Section 25-8-477 (Bicycle Parking) is modified for office, residential, and hotel uses; Socian 25-2-1008(A)(1) (Imgation Requirements) will be applied an an overall basis; an overall besis, ECM Section 2.4.1 D (Street Yard Trees) is modified to increase the

SEEP

- 100 YEAR FLOODPLAIN ----- PARCEL BOUNDARY

AREA (1,64 AC.) LIMITED TO 50% IMPERVIOUS COVER.

RIMROCK AND WETLAND CEF SETBACK

LEGEND

0

EH2

13. Section 22-2-1005 (Scale and Challeting Requirements) is modified
14. Subchapter E (Design Standard and Mared Use) Section 2.2
(Relationship of Buildings to Streets and Wallways) is modified as set forth on the Challetin Challetin

directional signage;
20. Section 25-10-130 (Commercial Sign District Regulations) is

modified to allow projecting signs and increase sign size; and 21. Section 25-10-154 (Subdivision Identification Sign) is modified to

provide for an appropriate number of subdivision signs.

22. Section 25-6-472 (Parking Facility Standards) is modified to account

Sacion 25-6-472 (Parking Facility Standards) is modified to account for this mass cause development.
 Sacion 25-1-27 (Delimitions) to allow for itin PUD to comply with side development regulations on an overall contiguous biasis, rather than fact by tract.
 Saction 25-2-43 (Proposed District Boundaries Must Be Contiguous) is allow for the PUD area to be considered contiguous in the comply application.

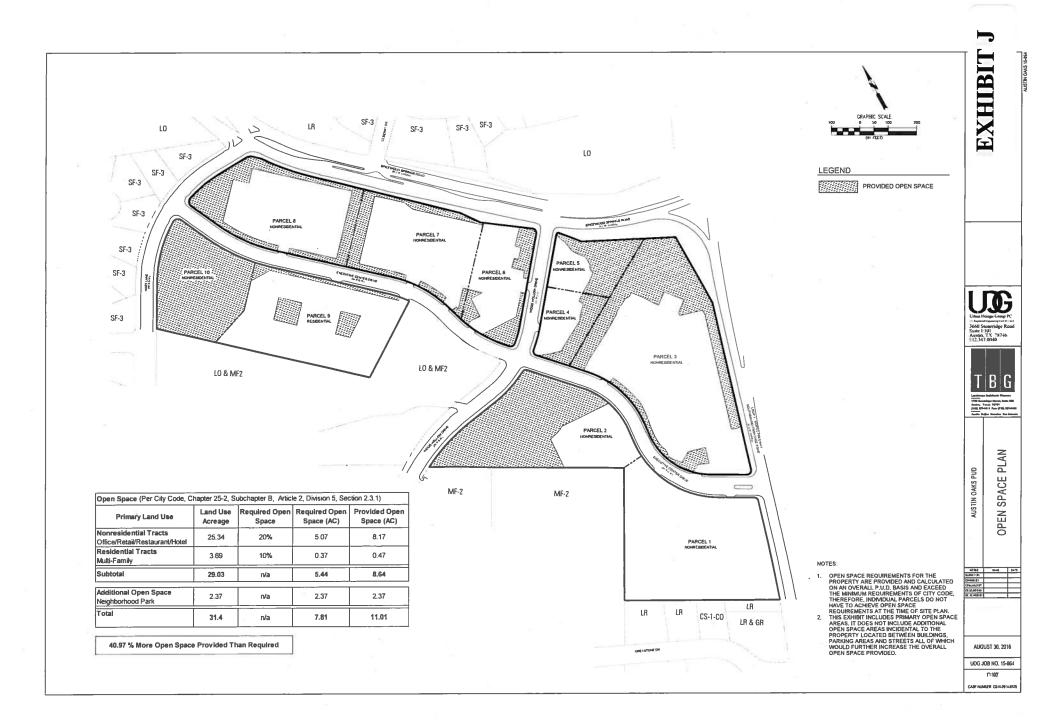
AUGUST 30, 2016
DG JOB NO. 15-864
1°=100′

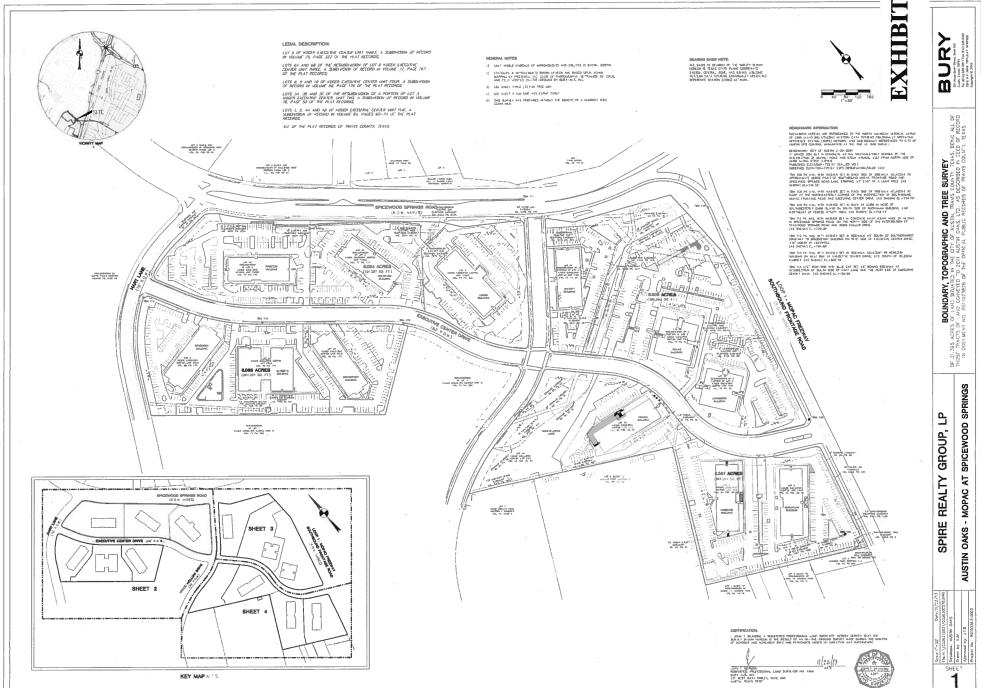
CASE NUMBER CB142014-0170

NETRE MALE DATS
BERKY IN
DAMES I
CHICAGO IV

REVISED: JANUARY 4, 2017

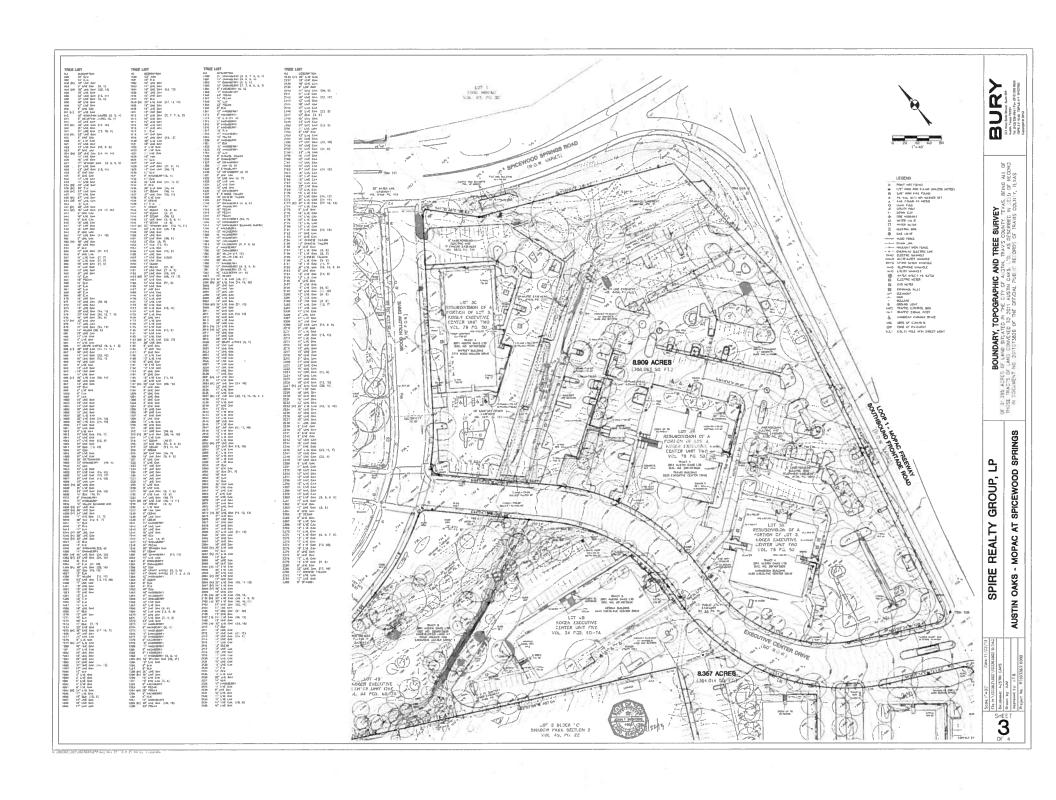
	SF-3	PARCEL 1	LO & MFZ	PARCE PARCE STATE OF THE STATE	m de marie	CEL 8	SF-3 SF-3 SF-3 LD  O STOCK OF STAND SF-3 SF-3 SF-3 SF-3 SF-3 SF-3 SF-3 SF-3
	dding Type	Front Yard Side Yard Rear Yard	Maximum Heigh Floors / Height 7 / 92.5 feet	151	Lazirsam Building N Coverage 75%	Lazirrum impervious Cover	PARCEL 2
Spicewo	ed Springs Of	Nee 10' 0' 10'	5 / 67 5 feet	151	80%	82%	MDG 2
	AO Hetel	10' 0' 10'	5 / 87.5 feet	1.5.1	75%	75%	ACCESSARIA ACCESSARIA
AO	Mixed Use	10' 10' 10'	4 / 55 feet	1 5.1	90%	90%	
	Restaurant	10' 0' 10'	1 / 35 feet	11	75%	75%	
"The builds	gs on Parcel I e	rd 2 will by limited to 6 stades					MF-2 MF-2
Parce	Acreage	Land Use Classification	Building No.	No. Floors	Maximum Building Height**	Approximate Leasable Building Square Footage	Publish a ALPA 19 ACCES AND
1	4.60	Mopac Expressway Office, Streetscape	1 -	6	80 ft	150,000	
2	3.7	Mopac Expressway Office, Structucapo, AO Creek	2	6	80 ft	120,000	PARCEL/1 PARCHIGA ACCESS AND ACCE
3	6.72	Mopac Expressway Office, Streetscape, AO Creek	3 4	7 7	92 ft 6 in 92 ft 6 in	175.000 140.000	Parking Garage Sunmary - ABOVE GRADE
4	1.02	AO Restaurant, Streetscape, AO Creek	5	1	35 ft	6,400	Parcel No. No. Levels (Incheses Parapet)
5	1.17	AO Restaurant, Streetscape, AO Creek	6	1	35 ft	6,400	3 2 65 65 1
8	1.8	AO Holel, Streetscape	7	5	67 ft 6 in	90,000	7 3 6.5 651
7	292	Spicewood Springs Office, Streetscape	B,	1	35 ft	6,900	9 5 6 60th
-	1		9	5	67 ft 6 in	125 000 125 000	LH CS-1-CO LR & GR
	3.35	Spicewood Springs Office, Streetscape	11*	1	35 ft	24,000	
9	3.69	AO Mixed Use, Streetscape	12*	4	55 ft	223 000	Notes
10	2 37	AO Park, Streetscape		•		-	<ol> <li>Impervious cover may be adjusted among parcels; however, the overall impervious cover shall not exceed \$8% of the total 31.4 acres.</li> <li>Building square tootage is approximate and can be transferred among buildings so long as the total leasable square footage does not</li> </ol>
Total	31.4					1,191,700	evened 1 191 700 of
			Baseline for D	stermining Dev	slepment Benuses	1,882,126	amendment to this Exhibit C under Section 3.1.3 (Approval Director) that is not a substantial amendment described under Subsection 3.1.2 (Substantial Amendments) of Chapter 25-5, Subchapter B. Anticle 2, Division 5 (Planned Unit Developments).
			per Section 1.3	L3 uare feetage		109,574	4. Rus shelter subject to Capital Metro need and approval.
				ment per Setti	on 2.5.3)	19,957	5. The buildings, situatures, parking, aldewalks, traits and other improvements shown on this exhibit are graphic representations and are not exact. The exact locations and specifications for the buildings, shutcures, parking, and other improvements shall be determined as also development parties are less can be consistent with the provisions and intent of this orderance.
			*Ye include rel	all		(Apprex, 11 units)	men mandermaris francismo m q. (sandang dal 74 Austrianners start a mil braktismost in an at sant an ana milan

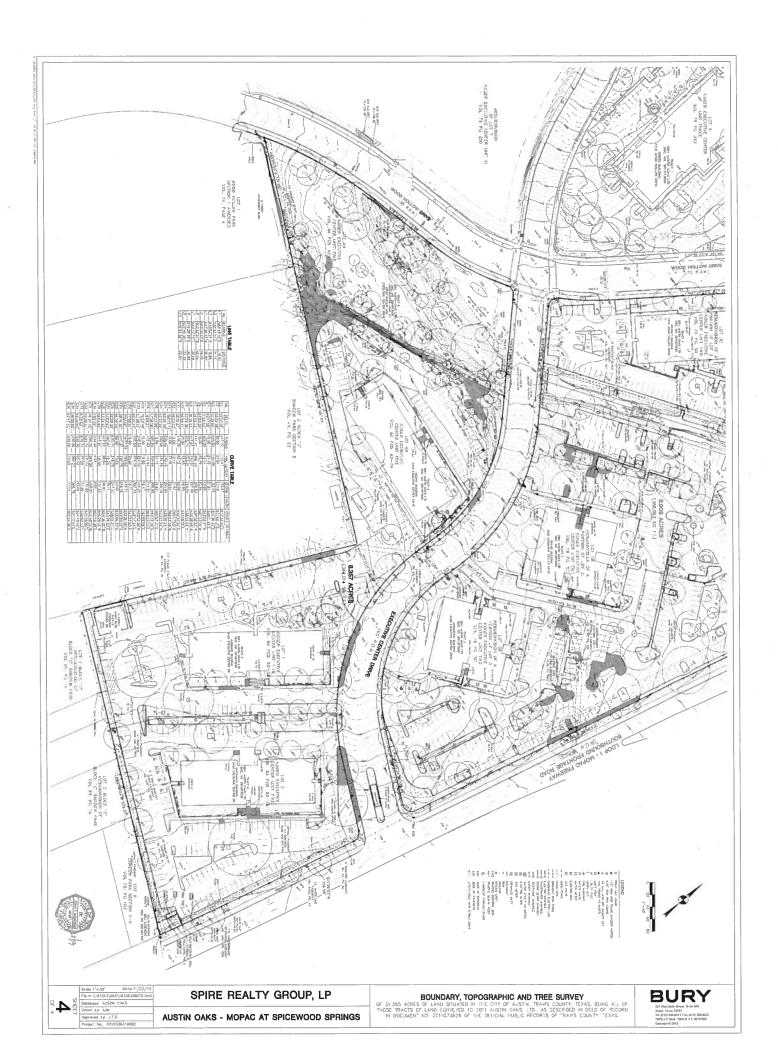




- 1/25/26/19/27/16/3/43/00/15 day How 17 18 8 /1 FM by toccurety







# EXHIBIT L AFFORDABLE HOUSING RESTRICTIVE COVENANTS (PENDING)

EXHIBIT M (PENDING)