

## THIRD READING SUMMARY SHEET

ZONING CASE NUMBER: C814-2020-0104 - Springdale Green PUD

DISTRICT: 3

REQUEST: Approve third reading of an ordinance amending City Code Title 25 by rezoning property locally known as 1011 and 1017 Springdale Road (Boggy Creek and Tannehill Branch Watersheds). Applicant's Request: To rezone from community commercial-mixed use-conditional overlay-neighborhood plan (GR-MU-CO-NP) combining district zoning and rural residence-conditional overlay-neighborhood plan (RR-CO-NP) combining district zoning to planned unit development-neighborhood plan (PUD-NP) combining district zoning. This ordinance may include waiver of fees, alternative funding methods, modifications of City regulations, and acquisition of property. First reading approved planned unit development-neighborhood plan (PUD-NP) combining district zoning on April 22, 2021. Vote: 7-0. Second reading approved planned unit development-neighborhood plan (PUD-NP) combining district zoning on June 3, 2021. Vote: 10-0. Owner/Applicant: AUS Springdale LLC (Phillip A. Verinsky). Agent: Armbrust and Brown, PLLC (Michael Whellan). City Staff: Heather Chaffin, 512-974-2122.

DEPARTMENT COMMENTS: The following conditions were added at second reading: 1. Increase PUD contribution toward stormwater infrastructure improvements if diversion/modification of existing pond isn't feasible from \$400,000 to \$425,000. 2. Affordable housing fee-in-lieu will be dedicated for use in a designated geographic area near the property. 3. Reducing permitted building height from 75' to 64' at 85' from residential property line.

OWNER/APPLICANT: AUS Springdale LLC (Phillip A. Verinsky)

AGENT: Armbrust & Brown, LLP (Michael Whellan)

DATE OF FIRST READING: First reading approved on April 22, 2021.

DATE OF SECOND READING: Second reading approved on June 3, 2021.

CITY COUNCIL HEARING DATES/ACTION:

June 10, 2021:

June 3, 2021: To close public hearing and approve PUD-NP on second reading only. Council added the following conditions: 1. Increase PUD contribution toward stormwater infrastructure improvements if diversion/modification of existing pond isn't feasible from \$400,000 to \$425,000. 2. Affordable housing fee-in-lieu will be dedicated for use in a designated geographic area near the property. 3. Reducing permitted building height from 75' to 64' at 85' from residential property line. Vote: 10-0. [Council member Renteria- 1st, Council Member Ellis- 2nd; Council member Kelly- Off the dais.]

May 20, 2021: To postpone to June 3, 2021 as requested by Neighborhood, on consent.

April 22, 2021: To leave public hearing open and approve PUD-NP on first reading only. Council added the following conditions: 1. Vehicular access to Saucedo Street is prohibited. 2. Compatibility standards were modified to allow a building to reach 75 feet in height at 85 feet from the closest residential property line and 93 feet in height at 140 feet from the closest residential property line. Vote: 7-0. [Council member Renteria- 1st, Mayor Pro-Tem Harper-Madison- 2nd; Council members Alter, Fuentes, and Kitchen- Abstained; Council member Kelly- Off the dais.]

ORDINANCE NUMBER:

ASSIGNED STAFF: Heather Chaffin  
e-mail: [heather.chaffin@austintexas.gov](mailto:heather.chaffin@austintexas.gov)

## SECOND AND THIRD READING SUMMARY SHEET

ZONING CASE NUMBER: C814-2020-0104 - Springdale Green PUD

DISTRICT: 3

REQUEST: Conduct a public hearing and approve second and third reading of an ordinance amending City Code Title 25 by rezoning property locally known as 1011 and 1017 Springdale Road (Boggy Creek and Tannehill Branch Watersheds). Applicant's Request: To rezone from community commercial-mixed use-conditional overlay-neighborhood plan (GR-MU-CO-NP) combining district zoning and rural residence-conditional overlay-neighborhood plan (RR-CO-NP) combining district zoning to planned unit development-neighborhood plan (PUD-NP) combining district zoning. This ordinance may include waiver of fees, alternative funding methods, modifications of City regulations, and acquisition of property. First reading approved planned unit development-neighborhood plan (PUD-NP) combining district zoning on April 22, 2021. Vote: 7-0. Owner/Applicant: AUS Springdale LLC (Phillip A. Verinsky). Agent: Armbrust and Brown, PLLC (Michael Whellan). City Staff: Heather Chaffin, 512-974-2122.

DEPARTMENT COMMENTS: The public hearing was left open at 1<sup>st</sup> reading. Council added the following conditions: 1. Vehicular access to Saucedo Street is prohibited. 2. 2) Compatibility standards were modified to allow a building to reach 75 feet in height at 85 feet from the closest residential property line and 93 feet in height at 140 feet from the closest residential property line.

OWNER/APPLICANT: AUS Springdale LLC (Phillip A. Verinsky)

AGENT: Armbrust & Brown, LLP (Michael Whellan)

DATE OF FIRST READING: First reading approved on April 22, 2021.

CITY COUNCIL HEARING DATES/ACTION:

June 3, 2021:

May 20, 2021: To grant postponement to June 3, 2021 as requested by Neighborhood, on consent. (10-0) [Council member Pool- 1<sup>st</sup>, Council member Renteria- 2<sup>nd</sup>; Mayor Pro tem Harper-Madison- Absent.]

April 22, 2021: To leave public hearing open and approve PUD-NP on first reading only. Council added the following conditions: 1. Vehicular access to Saucedo Street is prohibited. 2. 2) Compatibility standards were modified to allow a building to reach 75 feet in height at 85 feet from the closest residential property line and 93 feet in height at 140 feet from the closest residential property line. Vote: 7-0. [Council member Renteria- 1<sup>st</sup>, Mayor Pro-Tem Harper-Madison- 2<sup>nd</sup>; Council members Alter, Fuentes, and Kitchen- Abstained; Council member Kelly- Off the dais.]

ORDINANCE NUMBER:

ASSIGNED STAFF: Heather Chaffin  
e-mail: [heather.chaffin@austintexas.gov](mailto:heather.chaffin@austintexas.gov)

## ZONING CHANGE REVIEW SHEET

CASE: C814-2020-0104

DISTRICT: 3

ZONING FROM: GR-MU-CO-NP and RR-CO-NP

TO: PUD-NP

ADDRESS: 1011 and 1017 Springdale Road

SITE AREA: 30.18 acres

PROPERTY OWNER:

Jay Paul Company

AGENT:

Armbrust & Brown, PLLC  
(Michael Whellan)

CASE MANAGER: Heather Chaffin (512-974-2122, [heather.chaffin@austintexas.gov](mailto:heather.chaffin@austintexas.gov))

### STAFF RECOMMENDATION:

**Staff supports the Applicant's request for rezoning to PUD-NP. In addition to the superiority items outlined in Exhibit D- Tier One and Tier Two Requirements Matrices, Staff recommends that the following land uses be prohibited on the property: Automotive rental, Automotive repair services, Automotive sales, Automotive washing (of any type), Drop-off recycling collection, Equipment repair services, Equipment sales, Exterminating services, Funeral services, Kennels, Community garden, and Service station. The Applicant is in agreement with these conditions.**

*For a summary of the basis of staff's recommendation, see case manager comments on page 2.*

### ENVIRONMENTAL COMMISSION ACTION:

February 3, 2020: To recommend PUD-NP zoning as recommended by Staff, with conditions as follows: 1. Staff work with the applicant to meet LEED and Sustainable Site Certification for the project. 2. Street yard trees will be a minimum of 3 caliper inches (in lieu of the staff recommendation of 2 caliper inches). (8-0) [Commissioner Ramberg- 1<sup>st</sup>, Commissioner Coyne- 2<sup>nd</sup>; Commissioner Maceo- Absent] ***Please see Exhibit G- Environmental Commission Recommendation.***

### PLANNING COMMISSION ACTION / RECOMMENDATION:

March 23, 2021: To grant PUD-NP with the condition that 93 feet in height is permitted only in the building locations as shown on the Land Use Plan. (7-4) [Commissioner Shieh- 1<sup>st</sup>, Commissioner Azhar- 2<sup>nd</sup>; Commissioners Cox, Flores, Llanes-Pulido, and Schneider-Nay]

### CITY COUNCIL ACTION:

April 22, 2021:

### ORDINANCE NUMBER:

ISSUES:

The subject property is currently undeveloped but is in the area generally known as the former East Austin Tank Farm. The Tank Farm area was used for storage of petrochemicals for decades before the uses were removed and environmental remediation occurred. This site was remediated in the 1990s but not to a level that would allow redevelopment with residential land uses; only office, commercial, and limited industrial land uses are permitted. The property is also significantly constrained by waterways, floodplain, and water quality buffer zones. There are heritage trees on the site. ***Please see Exhibit C- 1987 Aerial Exhibit.***

CASE MANAGER COMMENTS:

The property owner is proposing to rezone a 30.18-acre parcel from GR-MU-CO-NP and RR-NP to PUD-NP zoning to allow redevelopment of the property with office and commercial land uses. The property is located east of the intersection of Springdale Road and Airport Boulevard. Railroad right-of-way (ROW) forms the southern boundary. The subject property was previously used for religious assembly and automotive sales but is currently vacant. As stated above, the site is significantly constrained by creek buffers and floodplain. Surrounding land uses include Springdale General- a development with a wide mix of office and commercial land uses- to the north. Springdale General is zoned CS-CO-NP. North and to the east of the subject property is a SF-3-NP zoned residential neighborhood. Immediately to the south is GR-MU-CO-NP property with automotive sales land use. Further south, across the railroad ROW are properties zoned GR-MU-CO-NP, and PUD-NP. These are developed primarily with multifamily land uses, but also a few office, commercial and limited industrial uses. Further south is Govalle Neighborhood Park, zoned P-NP. To the southwest is Springdale Station, a PUD-NP zoned development similar to Springdale General. To the west and northwest are properties zoned CS-MU-NP, CS-CO-NP, and SF-3-NP. These are developed with multifamily, limited industrial, and single family land uses, respectively. ***Please see Exhibits A and B- Zoning Map and Aerial Exhibit.***

The railroad ROW that forms the southern boundary of the subject property is part of the proposed Capital Metro Green Line, and Capital Metro bus stops are located adjacent to the property along Springdale Road. The Property is located within an Imagine Austin Neighborhood Center and along two Imagine Austin Activity Corridors.

The applicant has stated that the project will comply with all Tier One PUD development standards, as well as several Tier Two standards. Tier Two standards proposed include green infrastructure, 3-star Green Building rating, revegetation and restoration of environmentally sensitive areas. The applicant is proposing to reduce the permittable impervious coverage from 90% to 50% and provide tree mitigation at 50% more caliper inches than required by code. The applicant will pay a fee-in-lieu of onsite affordable housing based on increased building square footage since residential land uses are not permitted on the property. A more detailed list of proposed superiority items is attached. ***Please see Exhibit D- Tier One and Tier Two Requirements Matrices.***

As required, the applicant has provided a Carbon Impact Statement identifying some carbon offset features of the proposed PUD-NP rezoning. ***Please see Exhibit E- Carbon Impact Statement.***

The applicant proposes the following Code modifications: increase permitted building height from 60 feet to 93 feet, relax Compatibility Standards, and modify Critical Water Quality Zone requirements. The proposed Land Use Plan is attached, showing the location of the buildings and environmental features, as is a more detailed list of proposed code modifications. *Please see Exhibits F and G- Land Use Plan and Code Modifications.*

The proposed PUD was reviewed February 3, 2021 by the Environmental Commission. The commission voted to support the request with additional conditions that Staff work with the Applicant on LEED certification and to increase street yard trees from 2 to 3 caliper inches. *Please see Exhibits H and I- Environmental Commission Presentation and Environmental Commission Recommendation.*

Staff has received correspondence in support of the PUD-NP rezoning. *Please see Exhibit J- Correspondence.*

Staff supports the applicant's request of PUD-NP, with additional conditions that are supported by the Applicant. Staff recommends prohibiting land uses that may contribute additional pollutants to the property (automotive uses, etc.) and land uses that are inappropriate for a brownfield site (community garden, etc.). The rezoning will remove the Mixed Use (MU) conditional overlay that exists on GR-MU-CO-NP portion of the site; removing the MU will reflect the fact that the brownfield has not been remediated to residential standards. The proposed height increase from 60 feet to 93 feet requires code modification of some Compatibility Standards, but the environmental constraints of the site dictate that development would be at least 675 feet from the single family neighborhood to the north and 700 feet to the neighborhood to the east. Additionally, Springdale General is located between the subject property and the neighborhood to the north; significant floodplain is located between the developable area of the site and the neighborhood to the east. The location of an office-commercial land use on the site is also appropriate adjacent to the proposed Green Line and the intersection of two arterials. The proposed PUD development is suitable for its location in an Imagine Austin Neighborhood Center and along two Imagine Austin Activity Corridors.

**BASIS FOR RECOMMENDATION:**

1. *The proposed zoning should be consistent with the purpose statement of the district sought.*
2. *Zoning should allow for reasonable use of the property.*
3. *Zoning changes should promote the health, welfare, and safety, and otherwise fulfill the purposes of zoning as set forth in the Texas Local Government Code or the zoning ordinance.*

The 30.18 property is a remediated brownfield site, and PUD-NP zoning will allow redevelopment with a much lower impact office/commercial use. Since the site cannot be developed with residential uses, the existing mixed use (MU) and rural residence (RR) zoning categories are not appropriate. The applicant has also agreed to prohibit certain land uses that may contribute pollutants, like automotive uses, etc. The applicant has also agreed to address some of the drainage and environmental issues on the site, which will improve

offsite drainage problems and onsite erosion. By developing the site with office/limited commercial uses and addressing drainage issues, the site can be reasonably used and contribute to improving the health and safety of the area.

**EXISTING ZONING AND LAND USES:**

	ZONING	LAND USES
Site	GR-MU-CO-NP, RR-NP	Vacant
North	CS-CO-NP, SF-3-NP	Mixed office/commercial/light industrial, Single family residential
South	GR-MU-CO-NP, PUD-NP	Automotive sales, CapMetro ROW, Mixed office/commercial/light industrial, Multifamily
East	SF-3-NP	Single family residential
West	CS-MU-NP, CS-CO-NP, SF-3-NP	Multifamily, Automotive rental, Single family residential

**NEIGHBORHOOD PLANNING AREA:** East MLK Combined (MLK-183)

**TIA/NTA:** A TIA was filed with an associated site plan, SP-2019-0512C and approved. Any development on the property will have to comply with the approved TIA.

**WATERSHEDS:** Boggy Creek and Tannehill Branch

**NEIGHBORHOOD ORGANIZATIONS:**

- |   |                               |
|---|-------------------------------|
| Homeless Neighborhood Association                       | AISSD                         |
| Capital Metro Transportation Authority                  | SELTexas                      |
| Preservation Austin                                     | Neighbors United for Progress |
| Del Valle Community Coalition                           | Sierra Club                   |
| Claim Your Destiny Foundation                           | Bike Austin                   |
| Friends of Austin Neighborhoods                         | Austin Neighborhoods Council  |
| Guadalupe Neighborhood Development Corporation          | East Austin Conservancy       |
| El Concilio Mexican American Neighborhood               | Austin Lost and Found Pets    |
| Govalle Neighborhood Association                        |                               |
| Springdale-Airport Neighborhood Association             |                               |
| East MLK Combined Neighborhood Plan Contact Team        |                               |
| Govalle/Johnston Terrace Neighborhood Plan Contact Team |                               |

**AREA CASE HISTORIES:**

NUMBER	REQUEST	PLANNING COMMISSION	CITY COUNCIL
C14-2021-0001 3707 Goodwin	CS-MU-NP to CS-MU-V-NP	March 23, 2021:	TBD
C14-2019-0041 3706 Goodwin	CS-MU-NP to CS-MU-V-NP	July 23, 2019: Approved CS-MU-V-NP. Anderson, Kenny 2nd. Vote: 9-0. Llanes-Pulido abstained. Shaw,	August 8, 2020: Approved Ord. No. 20190808-123 for CS-MU-V-NP. (8-1) Harper-Madison- 1 <sup>st</sup> , Pool- 2 <sup>nd</sup> .

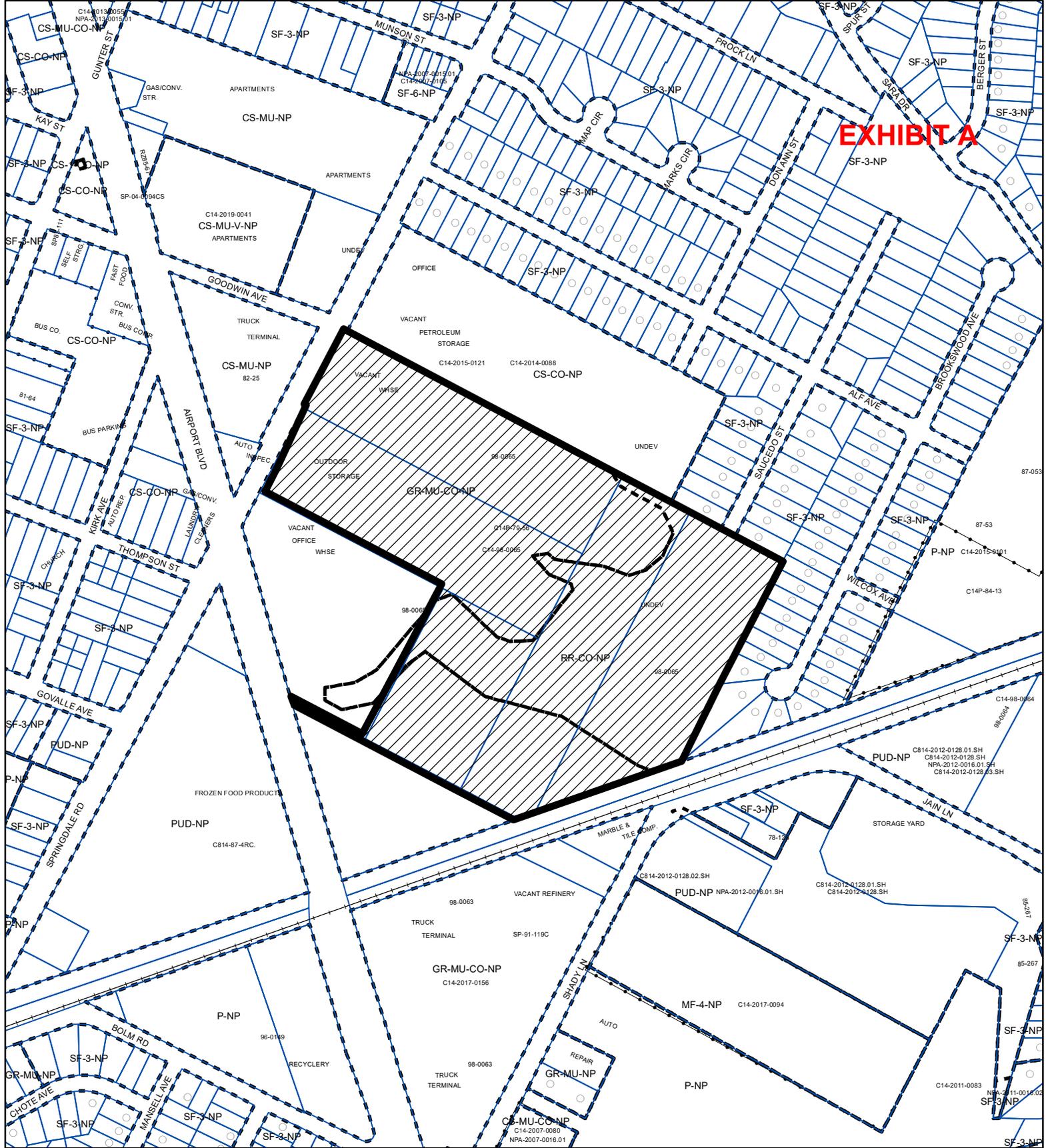
		Thompson and Schneider absent.	Casar- Nay; Garza, Alter-Off the dais
C14-2015-0121 1023 Springdale Road	CS-CO-NP to CS-CO-NP, to increase to 600 vpd	11/10/2015: to grant as rec. (11-0)	12/10/2015: to grant as rec. Ord. 20151210-066
C14-2014-0088 1023 Springdale	RR-CO-NP, GR-MU-CO-NP to CS-CO-NP Prohibit many land uses; 2,000 vpd	09/09/2014: To grant as rec. (6-0)	11/06/2014: 1st reading appvd with reduction to 400 vpd and 25' vegetative buffer to north; 2/3 appvd 11/20/2014, Ord . 20141120-138

EXISTING STREET CHARACTERISTICS:

NAME	ROW	PAVEMENT WIDTH	CLASS	SIDEWALK	BUS	BILE ROUTE
Springdale Road	66'	37'	Arterial	Yes, both sides	300-Govalle	#63

INDEX OF EXHIBITS TO FOLLOW

- A: Zoning Map
- B. Aerial Exhibit
- C. 1987 Aerial Exhibit
- D. Tier One and Tier Two Requirements Matrices
- E. Carbon Impact Statement
- F. Land Use Plan
- G. Code Modifications
- H. Environmental Commission Presentation
- I. Environmental Commission Recommendation
- J. Correspondence



**EXHIBIT A**



-  SUBJECT TRACT
-  PENDING CASE
-  ZONING BOUNDARY

**PLANNED UNIT DEVELOPMENT**  
**ZONING CASE#: C814-2020-0104**

1" = 400'

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.





- C814-2020-0104
- Creek Buffers
- ZONING BOUNDARY

**Springdale Green PUD**

ZONING CASE#: C814-2020-0104  
 LOCATION: 1011 and 1017 Springdale Rd.  
 SUBJECT AREA: 30.2 Acres  
 GRID: L22  
 MANAGER: Heather Chaffin



1" = 400'

This map has been produced by the Communications Technology Management Dept on behalf of the Planning Development Review Dept for the sole purpose of geographic reference. No warranty is made by the City of Austin regarding specific accuracy or completeness.

**Figure 1. Site Aerial (1987)**



Tier One Requirements Matrix

EXHIBIT D

SECTION	REQUIREMENT	MET	DISCUSSION
2.3.1.A.	Meet the objectives of City Code.	Yes	Springdale Green is an office project that addresses and corrects for Austin’s “tank farm” past by providing an environmentally superior proposal with less than 50 percent impervious cover on a site that is in an Imagine Austin center and along two Imagine Austin corridors.
2.3.1.B.	Provide for development standards that achieve equal or greater consistency with the goals for PUDs outlined in City Code than development under the regulations in the Land Development Code generally.	Yes	Adopting the Springdale Green PUD will allow the City to deliver on its goals for correcting past environmental mistakes and directing growth in Imagine Austin centers and corridors in a way that would not be possible on this site under the existing Land Development Code.
2.3.1.C.	Provide open space that equals or exceeds 10 percent of the residential tracts, 15 percent of the industrial tracts, and 20 percent of the nonresidential tracts within the PUD. <sup>1</sup>	Yes	Springdale Green envisions extensive open space across the entire eastern portion of the site that meaningfully exceeds these baseline requirements and integrates environmental efforts. An open space plan has been submitted with the rezoning application and shows that 200 percent more open space is being provided.
2.3.1.D.	Provide a two-star Austin Energy Green Building Rating.	Yes	Springdale Green would provide a three-star Austin Energy Green Building rating for development.
2.3.1.E.	Be consistent with applicable neighborhood plans, neighborhood conservation combining district regulations, historic area and landmark regulations, and compatible with adjacent property and land uses.	Yes	The East MLK Combined Plan identified the sites at Airport and Springdale as “underused” and a “prime spot” for future growth. The plan also values environmental sensitivity and open space. Springdale Green would implement this vision.

<sup>1</sup> Except that (1) a detention or filtration area is excluded unless designed and maintained as an amenity, and (2) open space may be reduced for urban property with characteristics that make open space infeasible if other community benefits are provided.

SECTION	REQUIREMENT	MET	DISCUSSION
2.3.1.F.	Provide for environmental preservation and protection relating to air quality, water quality, trees, buffer zones and greenbelt areas, critical environmental features, soils, waterways, topography, and the natural and traditional character of the land.	Yes	Springdale Green addresses Austin’s “tank farm” past by providing an environmentally enhanced project that provides native revegetation, restores woodlands, preserves and adds trees, and incorporates green infrastructure.
2.3.1.G.	Provide for public facilities and services that are adequate to support the proposed development including school, fire protection, emergency service, and police facilities.	Yes	As an infill project, the improvements Springdale Green makes will provide increased tax revenue to the City on an ongoing basis without adding any new land into its service area, helping fund public services in this area and across the City.
2.3.1.H.	Exceed the minimum landscaping requirements of the City Code.	Yes	Springdale Green will provide an environmentally enhanced project that, among other things, uses silva cells for tree plantings, and harvests rainwater and condensate to reduce water usage by 50% for irrigation.
2.3.1.I.	Provide for appropriate transportation and mass transit connections to areas adjacent to the PUD district and mitigation of adverse cumulative transportation impacts with sidewalks, trails, and roadways.	Yes	Springdale Green will support a robust public transit system by providing a quality office project that is served by four CapMetro bus lines, including two high-frequency routes and an existing bus stop at the site itself.
2.3.1.J.	Prohibit gated roadways.	Yes	Springdale Green will prohibit gated roadways.
2.3.1.K.	Protect, enhance and preserve areas that include structures or sites that are of architectural, historical, archaeological, or cultural significance.	N/A	There are no identified historic structures or landmarks on this site.

SECTION	REQUIREMENT	MET	DISCUSSION
<b>2.3.1.L.</b>	Include at least 10 acres of land, unless the property is characterized by special circumstances, including unique topographic constraints.	Yes	Springdale Green will include over 30 acres of land.
<b>2.3.2.A.</b>	Comply with Chapter 25-2, Subchapter E.	Yes	Springdale Green will comply with Subchapter E or will provide Alternative Equivalent Compliance, including large plazas and restaurant space with an outdoor patio facing Springdale.
<b>2.3.2.B.</b>	Inside the urban roadway boundary, comply with the sidewalk standards in Section 2.2.2. of Subchapter E.	Yes	Springdale Green will comply with Subchapter E or will provide Alternative Equivalent Compliance, including large plazas and restaurant space with outdoor patio facing Springdale.
<b>2.3.2.C.</b>	Pay the tenant relocation fee if approval of the PUD would allow multi-family redevelopment that may result in tenant displacement.	N/A	Springdale Green does not contain existing multi-family and thus redevelopment would not result in displacement.
<b>2.3.2.D.</b>	Contain pedestrian-oriented uses (as defined in the Waterfront Overlay) on the first floor of a multi-story commercial or mixed-use building.	Yes	Springdale Green will include ground-floor pedestrian-oriented uses in Building C identified on the Land Use Plan.

**Tier Two Requirements Matrix**

<b>SECTION</b>	<b>REQUIREMENT</b>	<b>MET</b>	<b>DISCUSSION</b>
<b>Open Space</b>	Provides open space at least 10 percent above the minimum requirements. Alternatively, within the urban roadway boundary, provide for proportional enhancements to existing or planned trails, parks, or other recreational common open space.	Yes	Springdale Green envisions a comprehensive and extensive open space plan featuring more than 200 percent more open space than the minimum requirements and seamlessly integrating key revegetation and environmental efforts.
<b>Environment/ Drainage</b>	Complies with current code instead of asserting entitlement to follow older code provisions by application of law or agreement.	Yes	Springdale Green is using the current Land Development Code as the baseline for its PUD proposal.
<b>Environment/ Drainage</b>	Provides water quality controls superior to those otherwise required by code.	Yes	Subject to TCEQ approval, 100 percent of water quality will be provided through Innovative Management Practices per Section 25-8-151 of City Code and the Environmental Criteria Manual. Springdale Green will also include environmentally enhanced elements, such as green infrastructure, cisterns, and low impact design with rain gardens, wet meadows, silva cells, and woodland restoration.
<b>Environment/ Drainage</b>	Uses green water quality controls as described in the Environmental Criteria Manual to treat at least 50 percent of the water quality volume required by code.	Yes	Subject to TCEQ approval, Springdale Green’s use of water quality controls (such as rain gardens, biofiltration devices, stormwater capture and reuse, and more) will treat 100 percent of the water quality volume.
<b>Environment/ Drainage</b>	Provides water quality treatment for currently untreated, developed off-site areas of at least 10 acres in size.	No	Springdale Green addresses the site’s “tank farm” history by putting forward a vision of sustainability and environmental stewardship. A key part of this vision is addressing these extensive issues on site rather than requesting off-site alternatives.

SECTION	REQUIREMENT	MET	DISCUSSION
Environment/ Drainage	Reduces impervious cover by five percent below the maximum otherwise allowed by code or includes off-site measures that lower overall impervious cover within the same watershed by five percent below that allowed by code.	Yes	Springdale Green envisions a forward-looking development distinguished by its commitment to sustainability. Along with stormwater reuse and other efforts, Springdale Green will also significantly reduce impervious cover below current entitlements, at less than 50 percent impervious cover overall.
Environment/ Drainage	Provides minimum 50-foot setback for at least 50 percent of all unclassified waterways with a drainage area of 32 acres.	N/A	There are no known unclassified waterways on the site.
Environment/ Drainage	Provides volumetric flood detention as described in the Drainage Criteria Manual.	Yes	Subject to TCEQ approval, Springdale Green will provide extensive on-site stormwater management strategies where none exist today, including significantly limiting impervious cover as well as detaining stormwater across the site through cisterns (for later irrigation use), meadows, rain gardens, and more.
Environment/ Drainage	Provides drainage upgrades to off-site drainage infrastructure that does not meet current criteria in the Drainage or Environmental Criteria Manuals, such as storm drains and culverts that provide a public benefit.	No	Springdale Green envisions a project in which all parts of the site – from the buildings to the open space – work together to provide superior stormwater management and water quality. This will be done on-site, without any applicant requests for alternative off-site measures.
Environment/ Drainage	Proposes no modifications to the existing 100-year floodplain.	Yes	Springdale Green is not proposing to amend the 100-year floodplain through the PUD. A Letter of Map Revision (LOMR) has been submitted in order to better define the location of the 100-year floodplain.

SECTION	REQUIREMENT	MET	DISCUSSION
<b>Environment/ Drainage</b>	Uses natural channel design techniques as described in the Drainage Criteria Manual.	Yes	Subject to City staff approval, Springdale Green could provide natural channel design techniques, including removing invasive species, providing native revegetation, soil amendment and habitat enhancement, and implementing an ongoing sustainable management plan.
<b>Environment/ Drainage</b>	Restores riparian vegetation in existing, degraded Critical Water Quality Zone areas.	Yes	Springdale Green will provide native revegetation within on-site existing Critical Water Quality Zone areas, such as the woodland and riparian woodland areas in the 25-year floodplain.
<b>Environment/ Drainage</b>	Removes existing impervious cover from the Critical Water Quality Zone.	Yes	Springdale Green will remove existing impervious cover from the Critical Water Quality Zone.
<b>Environment/ Drainage</b>	Preserves all heritage trees; preserves 75% of the caliper inches associated with native protected size trees; and preserves 75% of all of the native caliper inches.	Yes	Springdale Green will provide superior tree preservation and will restore and manage its existing woodlands, including removing invasive species. It will also meet the listed heritage and native protected tree standards with the exception of a single heritage tree determined to be in poor condition, for which mitigation will be provided.
<b>Environment/ Drainage</b>	Tree plantings use Central Texas seed stock native and with adequate soil volume.	Yes	Springdale Green will preserve on-site trees, as well as plant native trees, as part of its broader vision for the project's native wildflower meadows, and woodland restoration.
<b>Environment/ Drainage</b>	Provides at least a 50 percent increase in the minimum waterway and/or critical environmental feature setbacks required by code.	No	Springdale Green will extensively restore the meadows and woodlands within the 25-year floodplain. The only improvements proposed for the 100-year floodplain are elevated trails and elevated open space, which will be designed in a way that is environmentally sensitive and minimizes disturbance.

SECTION	REQUIREMENT	MET	DISCUSSION
Environment/ Drainage	Clusters impervious cover and disturbed areas in a manner that preserves the most environmentally sensitive areas of the site that are not otherwise protected.	Yes	Springdale Green will live up to its name by both restoring the natural beauty of the site's green spaces (to the east) and clustering the impervious cover – featuring integrated green infrastructure – along Springdale Road (to the west).
Environment/ Drainage	Provides porous pavement for at least 20 percent or more of all paved areas for non-pedestrian in non-aquifer recharge areas.	No	Springdale Green plans to use porous pavement strategies where feasible, such as using an approved grass-reinforced paving system in fire-lane construction. All parking is contained in a single parking structure and no surface parking is provided on the property.
Environment/ Drainage	Provides porous pavement for at least 50 percent or more of all paved areas limited to pedestrian use.	No	Springdale Green plans to use porous pavement strategies where feasible, and will use silva cells (with porous paving or gravel) more extensively than almost any other project in the City to date. It will also dedicate a large amount of site area to landscape planters featuring native shrubs, trees, and grasses.
Environment/ Drainage	Provides rainwater harvesting for landscape irrigation to serve not less than 50% of the landscaped areas.	Yes	Springdale Green will primarily use rainwater harvesting and condensate recovery for irrigation, ultimately achieving at least 50 percent reduction of irrigation water.
Environment/ Drainage	Directs stormwater runoff from impervious surfaces to a landscaped area at least equal to the total required landscape area.	Yes	Springdale Green will be designed to capture stormwater and reuse it on site for landscape irrigation. As noted above, we project this will help achieve a 50 percent reduction of irrigation water.
Environment/ Drainage	Employs other creative or innovative measures to provide environmental protection.	Yes	Springdale Green will address this site's "tank farm" past by not only restoring its natural spaces and sustaining them through an ongoing management plan, but also through integrating green infrastructure (including silva cells, rain gardens, and more) into the more developed areas of the project.

SECTION	REQUIREMENT	MET	DISCUSSION
<b>Austin Energy Green Building</b>	Provides an Austin Energy Green Building Rating of three stars or above.	Yes	Springdale Green will provide a three-star Austin Energy Green Building rating for development.
<b>Art</b>	Provides art approved by the Art in Public Places Program in open spaces, either by providing the art directly or by making a contribution to the City's Art in Public Places Program or a successor program.	No	While Springdale Green envisions incorporating private art into its overall plan at some point, the landowner is not participating in the Art in Public Places Program.
<b>Great Streets</b>	Complies with City's Great Streets Program, or a successor program. Applicable only to commercial, retail, or mixed-use development that is not subject to the requirements of Subchapter E.	N/A	Springdale Green is subject to Subchapter E.
<b>Community Amenities</b>	Provides community or public amenities, which may include spaces for community meetings, community gardens or urban farms, day care facilities, non-profit organizations, or other uses that fulfill an identified community need.	No	Springdale Green will contribute towards the City's Urban Trail system along Airport Blvd, specifically for that portion that connects Bolm Road with the trail along the railroad tracks.
<b>Community Amenities</b>	Provides publicly accessible multi-use trail and greenway along creek or waterway.	No	Springdale Green will contribute towards the City's Urban Trail Master Plan system along Airport Blvd, specifically for that portion that connects Bolm Road with the trail along the railroad tracks.
<b>Transportation</b>	Provides bicycle facilities that connect to existing or planned bicycle routes or provides other multi-modal transportation features not required by code.	Yes	Springdale Green will provide a unique, separated bicycle lane along Springdale Road, which is safer than what is otherwise required. In addition, Springdale Green will contribute towards the Urban Trails Master Plan.

SECTION	REQUIREMENT	MET	DISCUSSION
<b>Building Design</b>	Exceeds the minimum points required by the Building Design Options of Section 3.3.2. of Subchapter E.	Yes	Springdale Green will provide a building design that exceeds that required in Section 3.3.2. of Subchapter E, featuring a three-star AEGB rating and quality building materials, among other things.
<b>Parking Structure Frontage</b>	In a commercial or mixed-use development, at least 75 percent of the building frontage of all parking structures is designed for pedestrian-oriented uses (as defined in the Waterfront Overlay) in ground floor spaces.	Yes	Parking will be built to meet current and future project needs, with vine screens for visual buffering. Parking structures will be separate from other buildings to allow that space to be reutilized in the future if parking needs change. In the interim, at least 75 percent of the parking structure's Springdale frontage will include pedestrian-oriented uses.
<b>Affordable Housing</b>	Provides for affordable housing or participation in programs to achieve affordable housing.	Yes	Springdale Green is a commercial project. Although residential uses are prohibited on the property by deed restriction due to its environmentally challenged past, the applicant will make a contribution to the City of Austin's Housing Trust Fund in order to help produce affordable units.
<b>Historic Preservation</b>	Preserves historic structures, landmarks, or other features to a degree exceeding applicable legal requirements.	N/A	There are no identified historic structures or landmarks on this site.
<b>Accessibility</b>	Provides for accessibility for persons with disabilities to a degree exceeding applicable legal requirements.	Yes	In addition to complying with the ADA and all other legal requirements, Springdale Green will add electric assist doors to all main building entrances.
<b>Local Small Business</b>	Provides space at affordable rates to one or more independent retail or restaurant small businesses whose principal place of business is within the Austin metropolitan statistical area.	Yes	Springdale Green will strive to provide space to an Austin-area restaurant or small business in the pedestrian-oriented space fronting Springdale Road in Building C.



# Carbon Impact Statement

**Project:**

**EXHIBIT E**

**Scoring Guide:**

1-4: Business as usual

5-8: Some positive actions

9-12: Demonstrated leadership



	Response: Y=1, N=0	Documentation: Y/N
<b><u>Transportation</u></b>		
T1: Public Transit Connectivity	<input checked="" type="checkbox"/> Y	<input type="checkbox"/>
T2: Bicycle Infrastructure	<input checked="" type="checkbox"/> Y	<input type="checkbox"/>
T3: Walkability	<input checked="" type="checkbox"/> N	<input type="checkbox"/>
T4: Utilize TDM Strategies	<input checked="" type="checkbox"/> Y	<input type="checkbox"/>
T5: Electric Vehicle Charging	<input checked="" type="checkbox"/> Y	<input type="checkbox"/>
T6: Maximize Parking Reductions	<input checked="" type="checkbox"/> N	<input type="checkbox"/>
<b><u>Water + Energy</u></b>		
WE1: Onsite Renewable Energy	<input checked="" type="checkbox"/> N	<input type="checkbox"/>
WE2: Reclaimed Water	<input checked="" type="checkbox"/> Y	<input type="checkbox"/>
<b><u>Land Use</u></b>		
LU1: Imagine Austin Activity Center or Corridor	<input checked="" type="checkbox"/> Y	<input type="checkbox"/>
LU2: Floor-to-Area Ratio	<input checked="" type="checkbox"/> N	<input type="checkbox"/>
<b><u>Food</u></b>		
F1: Access to Food	<input checked="" type="checkbox"/> Y	<input type="checkbox"/>
<b><u>Materials</u></b>		
M1: Adaptive Reuse	<input checked="" type="checkbox"/> N	<input type="checkbox"/>
<b><u>Total Score: 7/12</u></b>		

The Carbon Impact Statement calculation is a good indicator of how your individual buildings will perform in the Site Category of your Austin Energy Green Building rating.

Notes: Brief description of project, further explanation of score and what it means

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T1. Is any functional entry of the project within 1/4 mile walking distance of existing or planned bus stop(s) serving at least two bus routes, or within 1/2 mile walking distance of existing or planned bus rapid transit stop(s), or rail station(s)?

T2. Is there safe connectivity from the project site to an “all ages and abilities bicycle facility” as listed in the Austin Bicycle Master Plan?

T3. Is the property location “very walkable” with a minimum Walk Score of 70 (found at [walkscore.com](https://www.walkscore.com)), or will the project include at least five new distinct basic services (such as a bank, restaurant, fitness center, retail store, daycare, or supermarket)?

T4. Does the project utilize two or more of the following Transportation Demand Management strategies: unbundling parking costs from cost of housing/office space, providing shower facilities, providing secured and covered bicycle storage, and/or providing 2+ car sharing parking spaces for City-approved car share programs?

T5. Will the project include at least one DC Fast Charging electric vehicle charging station?

T6. Does the project utilize existing parking reductions in code to provide 20% less than the minimum number of parking spaces required under the current land development code (or 60% less than the code’s base ratios if there is no minimum parking capacity requirement)?

WE1. Will the project include on-site renewable energy generation to offset at least 1% of building electricity consumption?

WE2. Will the project include one or more of the following reclaimed water systems: large scale cisterns, onsite grey or blackwater treatment, and reuse or utilization of Austin Water Utility’s auxiliary water system to eliminate the use of potable water on landscape/irrigation?

LU1. Is the proposed project site located within one of the centers or corridors as defined in the Imagine Austin Comprehensive Plan Growth Concept Map?

LU2. If located in an Imagine Austin activity center or corridor, will the proposed project use at least 90% of its entitled amount of floor-to-area ratio?

F1. Will the project include a full service grocery store onsite, or is one located within 1 mile of the project, or will the project integrate opportunities for agriculture to the scale as defined by Austin Energy Green Building?

M1. Will the project reuse or deconstruct existing buildings on the project site?

## Carbon Impact Statement: Springdale Green

### **Project Description:**

Springdale Green envisions a Planned Unit Development project that can address mistakes from Austin’s “tank farm” past and deliver on the vision of sustainability and managed growth contained in *Imagine Austin*.

The property is located on a former “tank farm” site, which housed environmentally challenging chemicals for decades. Springdale Green proposes addressing this past through meaningful environmental restoration, sustainable landscaping strategies, and sustainable building practices – while also offering quality open space and contributing to affordable housing efforts.

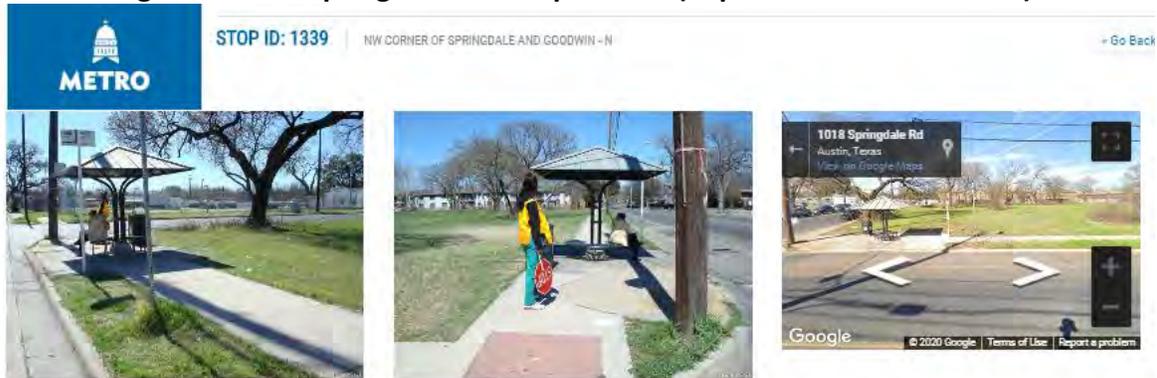
This proposal would also help deliver on the City’s planning vision through a more sustainable development pattern. Springdale Green would provide managed growth within an Imagine Austin Center and along two Imagine Austin Corridors, and would connect with existing public transit routes and roadways designated on the Austin Bicycle Master Plan’s All Ages and Abilities Network.

## Carbon Impact Statement Documentation

- T1. Is any functional entry of the project within 1/4 mile walking distance of existing or planned bus stop(s) serving at least two bus routes, or within 1/2 mile walking distance of existing or planned bus rapid transit stop(s), or rail station(s)?

Yes. Springdale Green is located within walking distance of four CapMetro bus lines, including two high-frequency routes. Two of these bus lines stop at the site itself (See Figure 1).

**Figure 1. 1018 Springdale Bus Stop Routes (Capital Metro Screenshot)**



### Service for Monday, August 10th

#### Route 2-Rosewood - Westbound

06:02am	07:47am	09:17am	10:48am	12:18pm	1:48pm	3:18pm	4:48pm	6:18pm	8:02pm
06:32am	08:02am	09:32am	11:03am	12:33pm	2:03pm	3:33pm	5:03pm	6:33pm	8:32pm
06:47am	08:17am	09:48am	11:18am	12:48pm	2:18pm	3:48pm	5:18pm	6:47pm	9:02pm
07:02am	08:32am	10:03am	11:33am	1:03pm	2:33pm	4:03pm	5:33pm	7:02pm	9:32pm
07:17am	08:47am	10:18am	11:48am	1:18pm	2:48pm	4:18pm	5:48pm	7:17pm	10:02pm
07:32am	09:02am	10:33am	12:03pm	1:33pm	3:03pm	4:33pm	6:03pm	7:32pm	10:32pm

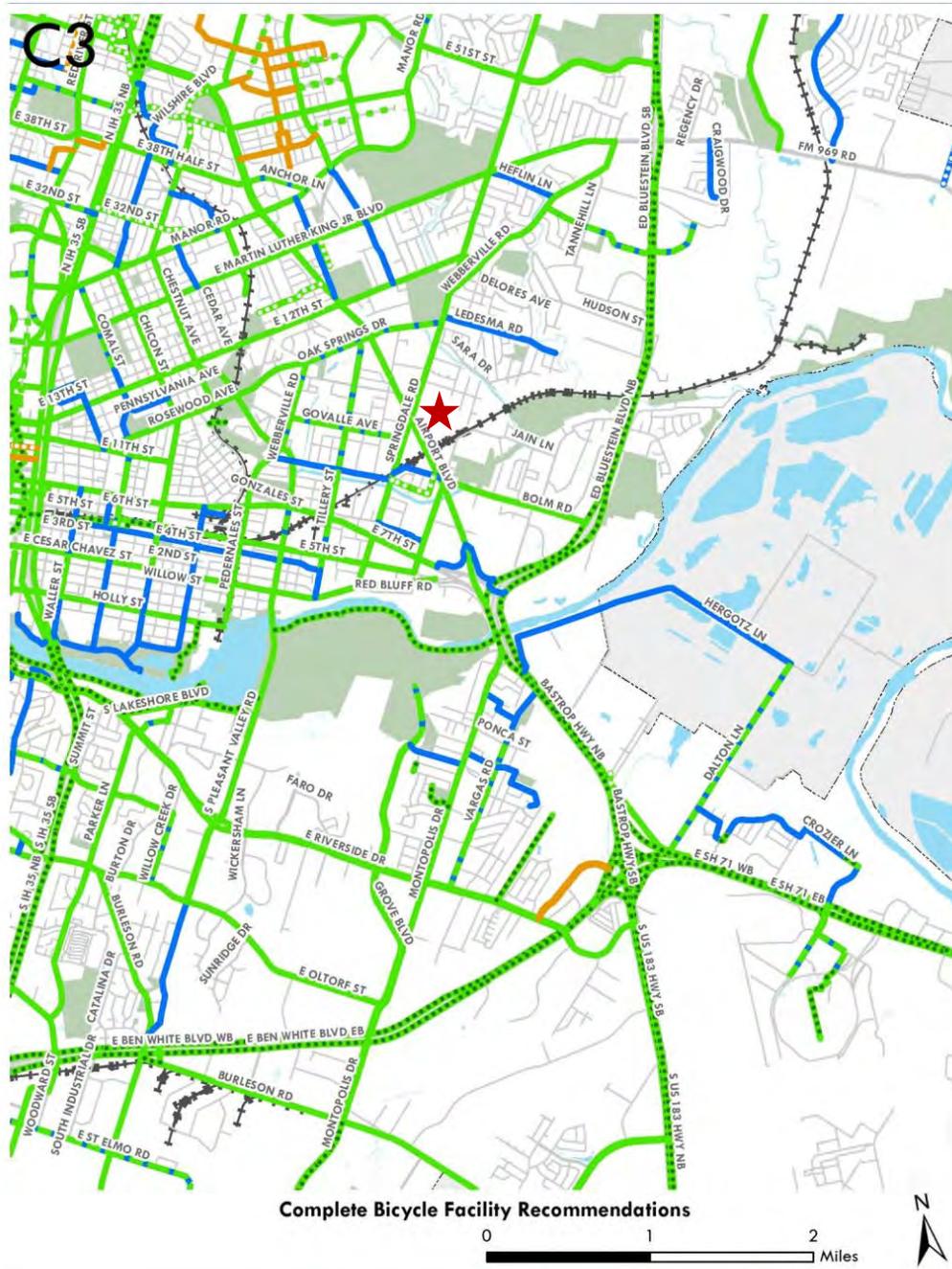
#### Route 300-Springdale/Oltorf - Southbound

06:16am	08:01am	09:30am	11:00am	12:30pm	2:00pm	3:30pm	5:00pm	6:31pm	8:16pm
06:46am	08:16am	09:45am	11:15am	12:45pm	2:15pm	3:45pm	5:15pm	6:46pm	8:46pm
07:01am	08:31am	10:00am	11:30am	1:00pm	2:30pm	4:00pm	5:30pm	7:01pm	9:16pm
07:16am	08:45am	10:15am	11:45am	1:15pm	2:45pm	4:15pm	5:46pm	7:16pm	9:51pm
07:31am	09:00am	10:30am	12:00pm	1:30pm	3:00pm	4:30pm	6:01pm	7:31pm	10:21pm
07:46am	09:15am	10:45am	12:15pm	1:45pm	3:15pm	4:45pm	6:16pm	7:46pm	

- T2. Is there safe connectivity from the project site to an “all ages and abilities bicycle facility” as listed in the Austin Bicycle Master Plan?

Yes. The property is located on Springdale Road and connects to Airport Boulevard, both of which are identified in the Austin Bicycle Master Plan for “All Ages and Abilities Bicycle Facilities,” as shown in Figure 2 below.

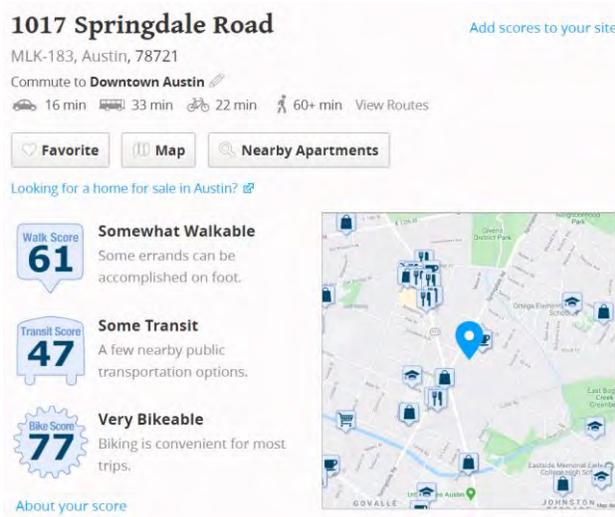
Figure 2. Bicycle Master Plan Page 105



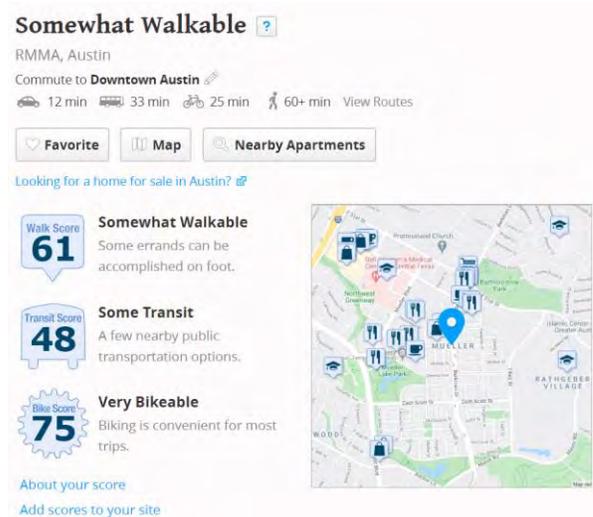
- T3. Is the property location “very walkable” with a minimum Walk Score of 70 (found at [walkscore.com](http://walkscore.com)), or will the project include at least five new distinct basic services (such as a bank, restaurant, fitness center, retail store, daycare, or supermarket)?

No. While the area is considered “Very Bikeable,” its Walk Score is 61 (See Figure 3) – roughly the same Walk Score as Mueller (See Figure 4).

**Figure 3. Springdale Green Walk Score**



**Figure 4. Mueller Walk Score**



- T4. Does the project utilize two or more of the following Transportation Demand Management strategies: unbundling parking costs from cost of housing/office space, providing shower facilities, providing secured and covered bicycle storage, and/or providing 2+ car sharing parking spaces for City-approved car share programs?

Yes. Springdale Green plans to offer tenants secured bicycle storage space and shower facilities within the fitness center.

- T5. Will the project include at least one DC Fast Charging electric vehicle charging station?

Yes, numerous electric vehicle stations are planned for the parking garage, including at least one DC Fast-Charging electric vehicle charging station.

- T6. Does the project utilize existing parking reductions in code to provide 20% less than the minimum number of parking spaces required under the current land development code (or 60% less than the code’s base ratios if there is no minimum parking capacity requirement)?

No, below-market parking ratios are not planned at this time. However, Springdale Green does plan to provide structured parking facilities rather than surface parking.

- *WE1. Will the project include on-site renewable energy generation to offset at least 1% of building electricity consumption?*

No, on-site renewable energy generation is not planned at this time.

- *WE2. Will the project include one or more of the following reclaimed water systems: large scale cisterns, onsite grey or blackwater treatment, and reuse or utilization of Austin Water Utility's auxiliary water system to eliminate the use of potable water on landscape/irrigation?*

Yes. Springdale Green plans to reduce irrigation water usage by at least 50 percent through stormwater and condensate capture and reuse strategies, including cisterns.

**Figure 5. Development Assessment Matrix Excerpt: Irrigation**

Environment/ Drainage	Provides rainwater harvesting for landscape irrigation to serve not less than 50% of the landscaped areas.	Yes	Springdale Green will primarily use rainwater harvesting and condensate recovery for irrigation, ultimately achieving at least 50 percent reduction of irrigation water.
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**Figure 6. Development Assessment Matrix Excerpt: Cistern Use**

Environment/ Drainage	Provides water quality controls superior to those otherwise required by code.	Yes	Springdale Green will provide an environmentally superior project, with green infrastructure, cisterns, and low impact design with rain gardens, wet meadows, silva cells, and creek and woodland restoration.
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- *LU1. Is the proposed project site located within one of the centers or corridors as defined in the Imagine Austin Comprehensive Plan Growth Concept Map?*

Yes. Springdale Green is located within an Imagine Austin Center (Springdale Station) and along two Imagine Austin Corridors (Springdale Road and Airport Boulevard), as seen in Figure 7 below.

**Figure 7. Imagine Austin Centers and Corridors (Property Profile Tool)**

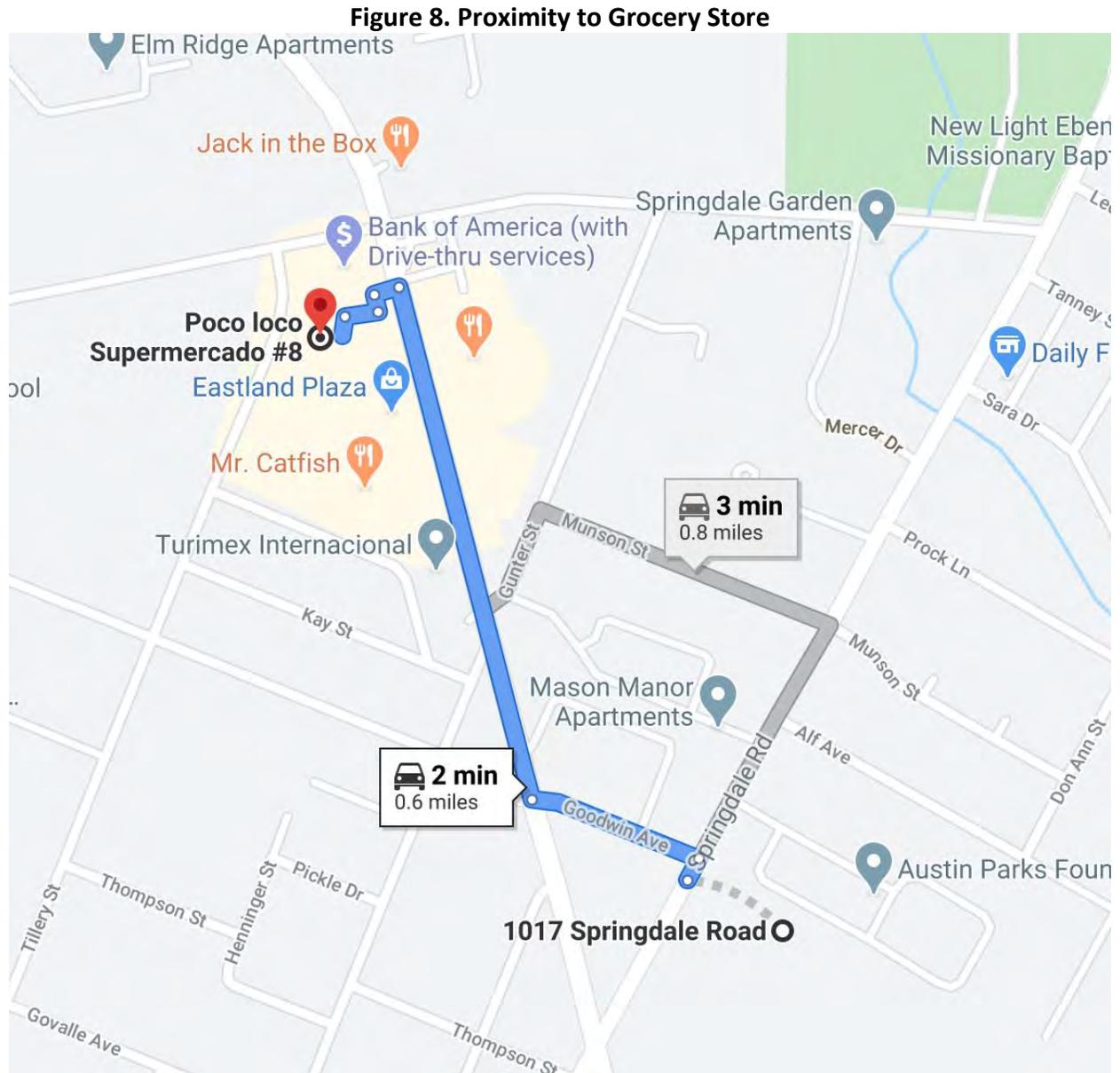


- *LU2. If located in an Imagine Austin activity center or corridor, will the proposed project use at least 90% of its entitled amount of floor-to-area ratio?*

No. Springdale Green is proposing meaningful environmental restoration and other measures that necessitate a large portion of the land be used as green space. At the same time, the project balances these efforts with a request for additional height along the corridor in order to deliver on the type of project envisioned in the City's policies and plans.

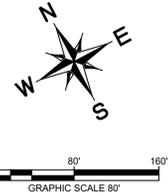
- F1. Will the project include a full service grocery store onsite, or is one located within 1 mile of the project, or will the project integrate opportunities for agriculture to the scale as defined by Austin Energy Green Building?

Yes, a full-service grocery store (Poco Loco Supermercado) is located within one mile of Springdale Green, as identified in Figure 8.



- M1. Will the project reuse or deconstruct existing buildings on the project site?

No. Reuse and/or deconstruction are not planned at this time.



**EXHIBIT F**

**LEGEND**

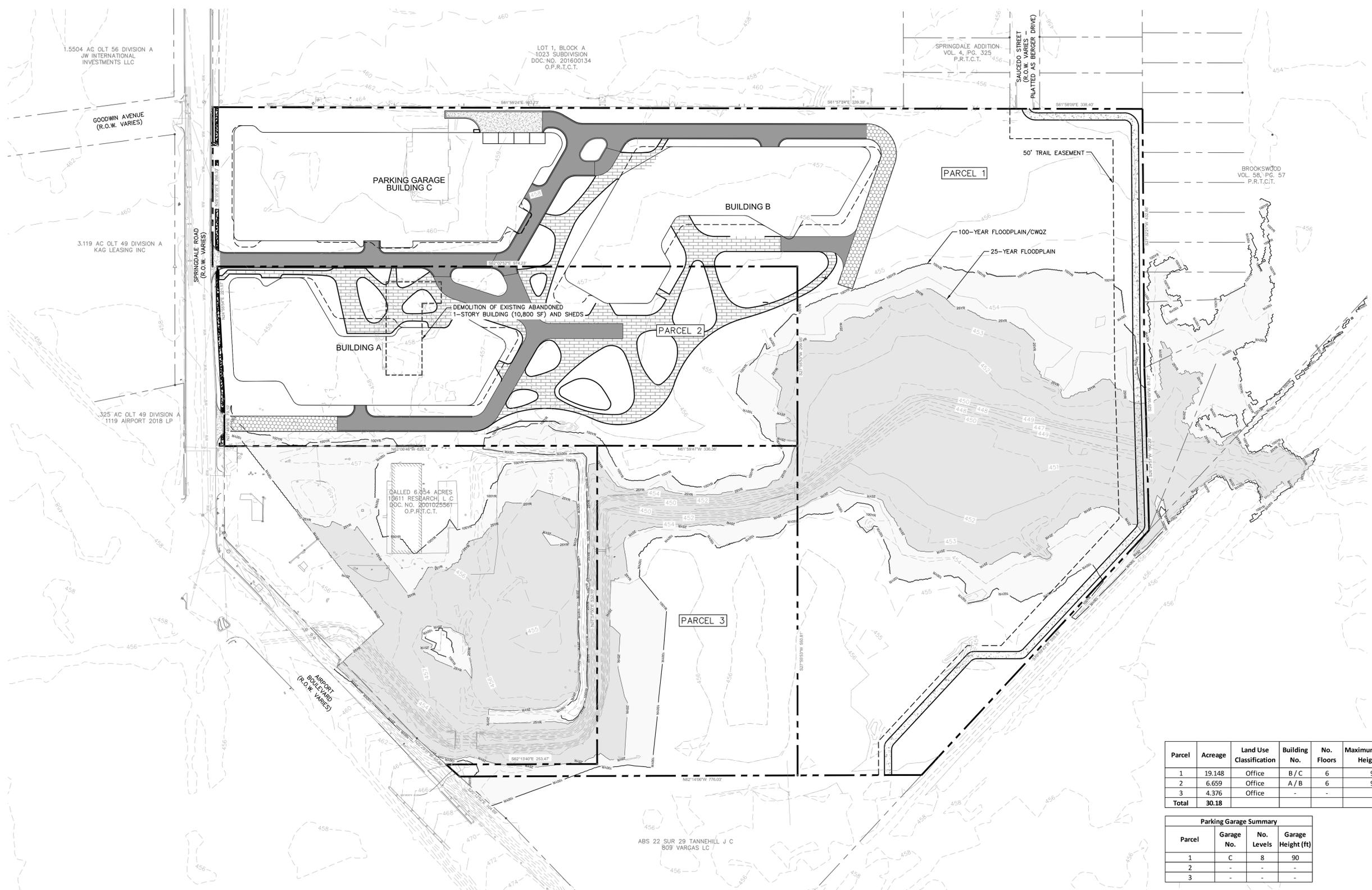
	PARCEL BOUNDARY
	100-YEAR FLOODPLAIN
	25-YEAR FLOODPLAIN
	EXISTING CONTOUR

**NOTES:**

- BUILDING SQUARE FOOTAGE IS APPROXIMATE AND CAN BE TRANSFERRED AMONG BUILDINGS SO LONG AS THE TOTAL LEASABLE SQUARE FOOTAGE DOES NOT EXCEED 880,000 SQUARE FEET.
- OVERALL IMPERVIOUS COVER WILL NOT EXCEED 50% AND FAR WILL NOT EXCEED 0.8:1.
- THE BUILDINGS, STRUCTURES, PARKING, SIDEWALKS, TRAILS AND OTHER IMPROVEMENTS SHOWN ON THIS EXHIBIT ARE GRAPHIC REPRESENTATIONS AND ARE NOT EXACT. THE EXACT LOCATIONS AND SPECIFICATIONS FOR THE BUILDINGS, STRUCTURES, PARKING AND OTHER IMPROVEMENTS SHALL BE DETERMINED AS SITE DEVELOPMENT PERMITS ARE ISSUED AS IS CONSISTENT WITH THE PROVISIONS AND INTENT OF THIS ORDINANCE.

**UTILITY NOTES:**

- WATER SERVICE TO CONNECT TO CITY OF AUSTIN EXISTING 8" CI PUBLIC WATER LINE IN SPRINGDALE ROAD.
- WASTEWATER SERVICE TO EXTEND AND CONNECT TO CITY OF AUSTIN EXISTING 8" CONC. WASTEWATER LINE IN SAUCEDO STREET.
- WATER QUALITY AND DETENTION TO BE PROVIDED BY A MIXTURE OF RAIN GARDENS AND BIORETENTION PONDS.



Parcel	Acreage	Land Use Classification	Building No.	No. Floors	Maximum Building Height (ft)	Building Height (ft)	Approximate Building Square Footage (sf)
1	19.148	Office	B / C	6	90	90	383,257
2	6.659	Office	A / B	6	90	90	463,000
3	4.376	Office	-	-	-	-	-
<b>Total</b>	<b>30.18</b>						<b>846,257</b>

Parking Garage Summary			
Parcel	Garage No.	No. Levels	Garage Height (ft)
1	C	8	90
2	-	-	-
3	-	-	-

# SPRINGDALE COMMERCIAL

Austin, Texas  
May 2020

## LAND USE PLAN

# DRAFT

# Springdale Green Code Modifications

## EXHIBIT G

In accordance with City Code Chapter 25-2, Subchapter B, Article 2, Division 5 (*Planned Unit Development*), the following site development regulations apply to the Springdale Green Property instead of otherwise applicable City regulations:

A. Zoning.

1. Chapter 25-2, Subchapter E (*Design Standards and Mixed Use*) is modified as follows:
  - a. Because only approximately 20 feet of the property fronts Airport Boulevard and to avoid any future confusion, Subsections 2.2.2.B.-E. (Core Transit Corridors: Sidewalks and Building Placement) 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 Springdale Green Property.
  - b. Subsection 2.2.3.C. (Urban Roadways: Supplemental Zone) of Article 2 (Site Development Standards), Section 2.2 (Relationship of Buildings to Streets and Walkways) is modified so that regulations related to the supplemental zone do not apply within the Springdale Green Property, and the Landowner may provide a supplemental zone of any width and with any elements.
  - c. Subsection 2.2.5.E.1 (Internal Circulation Routes: Sidewalks) of Article 2 (Site Development Standards), Section 2.2 (Relationship of Buildings to Streets and Walkways) is modified so that regulations for the construction of sidewalks on Internal Circulation Routes do not apply within the Springdale Green Property, because a sidewalk and larger supplemental zone area are being provided on one side of the Internal Circulation Route.
  - d. Subsection 2.3.1.B.1 (Improvements to Encourage Pedestrian, Bicycle, and Vehicular Connectivity: Vehicular and Pedestrian Connections Between Sites) of Article 2 (Site Development Standards), Section 2.3 (Connectivity Between Sites) is modified so that regulations for the connection to an existing public street do not apply within the Springdale Green Property.

- e. Subsection 3.2.2.E of Article 3 (Building Design Standards), Section 3.2.2 (Glazing and Façade Relief on Building Facades) is modified so that at least one-half of the total area of all glazing on facades that face the principal street shall have a Visible Transmittance (VT) of 0.3 or higher.
  - f. 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 four base points in the aggregate for all buildings within the Springdale Green Property.
2. Section 25-2-531 (*Height Limit Exceptions*) is modified to add light poles to subsection (B)(1), and a new subsection (B)(3) that includes an elevator lobby and restrooms appurtenant to outdoor amenities; and to further allow a structure described in Subsection (B) to exceed the zoning district height limit set forth in this PUD Ordinance by the greater of: (a) 18 percent; (b) the amount necessary to comply with a federal or state regulation; (c) for a stack or vent, the amount necessary to comply with generally accepted engineering standards; (d) for a light pole, 35 feet, or (e) for a spire, light pole, or an elevator penthouse with enclosed equipment, 30 percent.
  3. Section 25-2-1063 (*Height Limitations and Setbacks for Large Sites*) is modified to waive compatibility standards to allow for increased heights as shown on the Land Use Plan.
  4. Section 25-2-1065 (*Scale and Clustering Requirements*) is modified to allow massing, clustering, and building placement within the Springdale Green Property as shown on the Land Use Plan.
  5. Community commercial (GR) district shall serve as the base zoning district, subject to the modifications set forth in the PUD and the PUD exhibits, including the following:
    - a. All uses in effect on the date of this ordinance specified as permitted uses and conditional uses in the community commercial (GR) district, and Electronic Prototype Assembly, Electronic Testing, Research Assembly Services, and Research Testing Services uses, as provided in the City Code are permitted uses in the Springdale Green PUD.

- b. The following land uses are prohibited in the Springdale Green PUD: Automotive rental, Automotive repair services, Automotive sales, Automotive washing (of any type), Drop-off recycling collection, Equipment repair services, Equipment sales, Exterminating services, Funeral services, Kennels, Community garden, and Service station.
- c. The site development regulations of City Code Section 25-2-492 are modified to reduce the Maximum Impervious Cover to 50% and reduce the Maximum Floor Area Ratio to 0.8:1.
- d. Section 25-1-21 (46) (Definition) is modified so “Gross Floor Area” does not include balconies and outdoor terraces.

B. Environmental

- 1. Sections 25-8-261 (*Critical Water Quality Zone Development*) and 25-8-262 (*Critical Water Quality Zone Crossings*) are modified to allow for the construction in the Critical Water Quality Zone of elevated boardwalks with shaded areas and support piers (that are larger than 12 feet wide in some places); however, the areas augmented by expanded decks (open space) that are greater than 12 feet wide shall not exceed 25% of the total linear feet of the boardwalk within the Critical Water Quality Zone.
- 2. During construction at the Springdale Green Property, the requirements under Sections 25-8-261 (*Critical Water Quality Zone Development*) and 25-8-262 (*Critical Water Quality Zone Crossings*) are modified to allow the following:
  - a. Construction staging areas, including laydown areas for building materials, temporary construction offices, storage of building construction equipment and vehicles, and daytime parking of personal vehicles, shall be permitted within the Critical Water Quality Zone outside the 25-year floodplain.
  - b. Within the 25-yr floodplain, construction activities associated with permitted structures, temporary access roads, and no more than three bridges (no greater than 16' wide) to provide crossings of the Boggy Creek Tributary 1.
- 3. Sections 25-8-621 (Permit Required for Removal of Protected Trees: Exceptions) and 25-8-641(B) (Removal Prohibited) are modified to allow the removal of the following trees identified in the Tree Survey dated

April 21, 2020 prepared by 4Ward Land Surveying and filed in connection with site plan application No. SP-2019-0512C: 5214, 5241, 5245, 5258, 5293, 5303, 5305, and 5309.

C. Sign Regulations

1. Section 25-10-101(B)(1) (*General On-Premise Signs*) is modified to provide that freestanding or wall signs, such as those typically used to direct the movement or placement of vehicular, bicycle, or pedestrian traffic that are within 20 feet of the public right-of-way are allowed, provided that:
  - a. no more than five signs are allowed for each building;
  - b. sign area may not exceed 18 square feet; and
  - c. sign height may not exceed six feet, for a freestanding sign; or the height of the building façade, for a wall sign.

The Landowner may otherwise provide freestanding or wall signs, such as those typically used to direct the movement or placement of vehicular, bicycle, or pedestrian traffic, with as much frequency, height, and sign area as the Landowner deems necessary within Springdale Green Property.

2. The provisions of Section 25-10-130 (*Commercial Sign District Regulations*) apply to the Springdale Green Property.
3. Section 25-10-191(B), (C), (D), (E), and (F) (*Sign Setback Requirements*) are replaced to provide that any sign may be located within twelve feet of a street right-of-way, so long as the sign is not located within 10 feet of a driveway entrance or exit.

- D. During construction of any phase of the Springdale Green Property, a construction office and a sales and leasing office may be located in the commercial or garage portions of the building within such phase.



**ITEM FOR ENVIRONMENTAL COMMISSION AGENDA**

COMMISSION MEETING  
DATE: February 3, 2021

NAME & NUMBER OF PROJECT: Springdale Green PUD  
C814-2020-0104

NAME OF APPLICANT OR ORGANIZATION: Michael Whellan  
Armbrust & Brown, PLLC

LOCATION: 1011 AND 1017 Springdale Road

COUNCIL DISTRICT: 3

WPD/ENVIRONMENTAL STAFF: Atha Phillips, Environmental Officer's Office  
(512) 974-2132, Atha.Phillips@austintexas.gov

WATERSHED: Boggy Creek and Tannehill Branch Watersheds, Urban Watershed  
Classification, Desired Development Zone

ORDINANCE: Watershed Protection Ordinance

REQUEST: To create a Planned Unit Development (PUD)

STAFF RECOMMENDATION: Staff recommends the PUD with conditions.

STAFF CONDITIONS: PUD will provide the following:

1. Street yard trees will be a minimum of 2 caliper inches.
2. Street yard landscape area shall be increased to a minimum of 30% of street yard area.
3. Code required tree mitigation will be increased by 50%.
4. A minimum will be 15 trees will utilize silva cell technology.
5. 15 acres of creek and floodplain will be restored per exhibits.
6. 100% Green Stormwater Infrastructure for water quality.
7. Modify watershed boundaries to redirect flow of storm water away from the single-family homes located on Saucedo Street.
8. Cap impervious cover at 50% gross site area.
9. Provide 20.71 acres of Open Space.

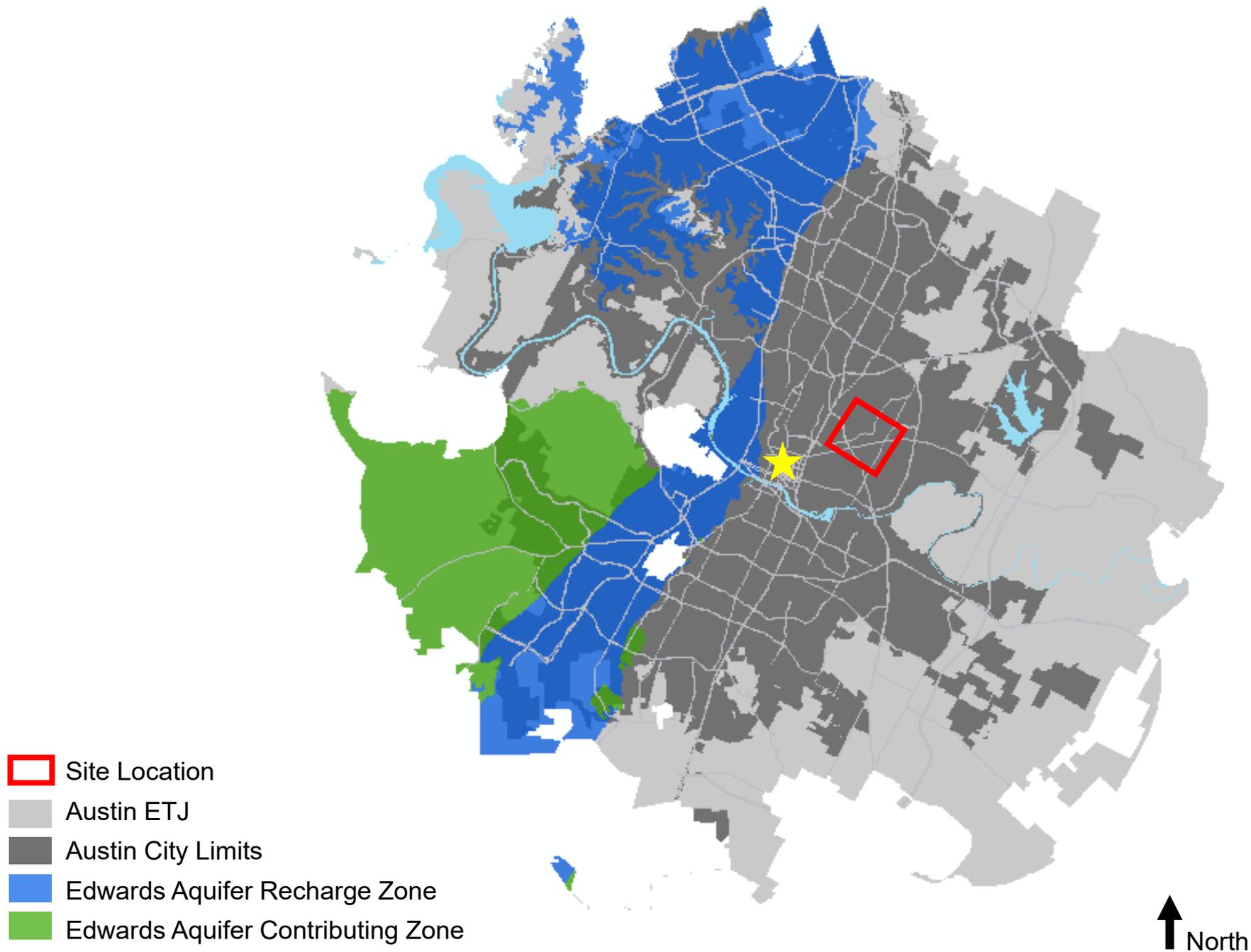
10. Remove existing impervious cover from the critical water quality zone and restore with native vegetation.
11. Capture rainwater and condensate to reduce landscape water usage by 50%.
12. Meet 3-Star green building rating for all buildings on-site.

# Springdale Green PUD

C814-2020-0104

Atha Phillips

Environmental Officer's Office



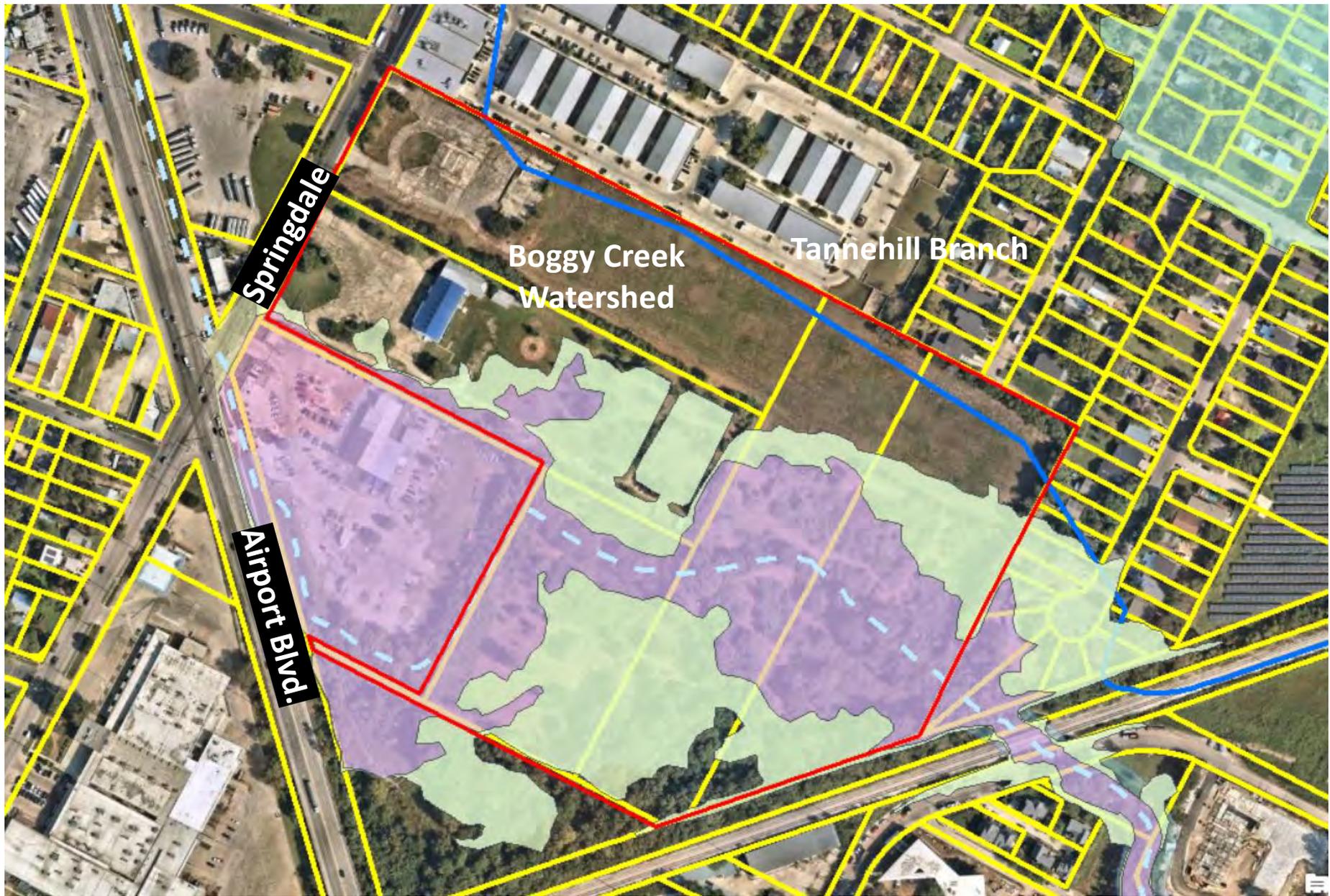


# Background:

- 30.18 acres
- Boggy Creek and Tannehill Branch Watersheds
- Urban Watershed Classification
- Desire Development Zone
- Brown Field site
- Proposed Use: Office
- Council District: 3



1987 Aerial – Tank Farm



COA 25-year floodplain

COA 100-year floodplain

Watershed Boundary

Site Location

North



 Site Location  North



View from Springdale

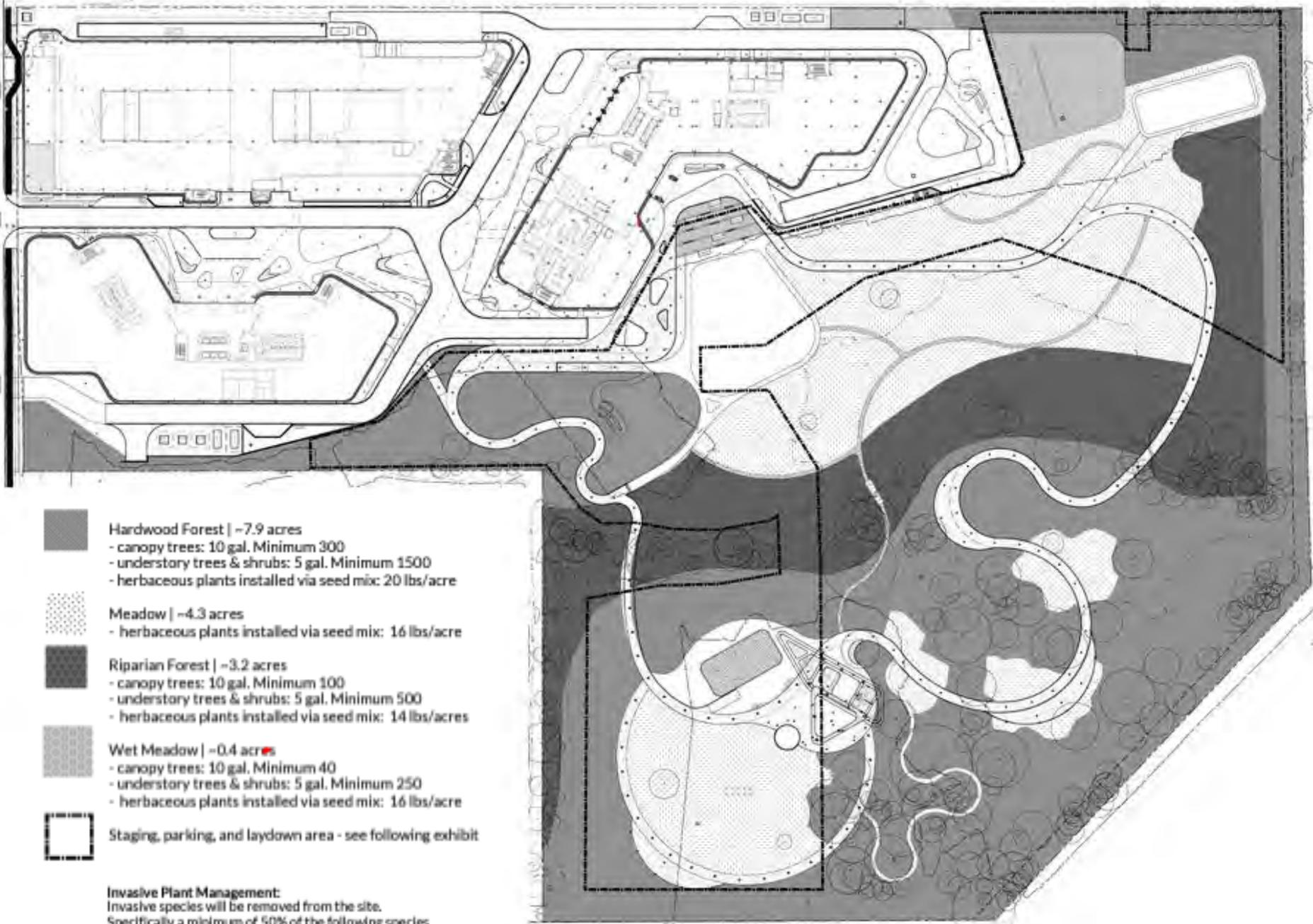


View from Airport Blvd.



Required Open Space: 6.04 acres  
 Provided: 19.82 acres

# Open Space Plan



- Hardwood Forest | ~7.9 acres**  
 - canopy trees: 10 gal. Minimum 300  
 - understory trees & shrubs: 5 gal. Minimum 1500  
 - herbaceous plants installed via seed mix: 20 lbs/acre
  
- Meadow | ~4.3 acres**  
 - herbaceous plants installed via seed mix: 16 lbs/acre
  
- Riparian Forest | ~3.2 acres**  
 - canopy trees: 10 gal. Minimum 100  
 - understory trees & shrubs: 5 gal. Minimum 500  
 - herbaceous plants installed via seed mix: 14 lbs/acre
  
- Wet Meadow | ~0.4 acres**  
 - canopy trees: 10 gal. Minimum 40  
 - understory trees & shrubs: 5 gal. Minimum 250  
 - herbaceous plants installed via seed mix: 16 lbs/acre
  
- Staging, parking, and laydown area - see following exhibit**

**Invasive Plant Management:**  
 Invasive species will be removed from the site. Specifically a minimum of 50% of the following species will be removed: Ligustrum, Chinaberry, Chinese Tallow, and Japanese Honeysuckle.

# Comparison:

	Existing Code	Proposed PUD	
<b>Water Quality</b>	100% capture volume or payment in lieu	100% Green Stormwater Infrastructure	✓
<b>Drainage</b>	No adverse impact	No adverse impact. Site will modify watershed boundaries to pull flow of storm water away the single-family homes located on Saucedo Street	✓
<b>Impervious Cover</b>	90% Commercial	Less than 50%	✓
<b>Open Space</b>	20% of non-residential tracts (Tier 1) Additional 20% (Tier 2) 6.04 acres	20.71 acres	✓
<b>Floodplain &amp; CWQZ Restoration</b>	Restored as required in the ECM.	Open space areas and critical water quality zones shall be restored with appropriate native vegetation outlined in the PUD. Restoration goes beyond what is required by code.	✓
<b>CWQZ</b>	Commercial impervious cover is not allowed within the buffer.	PUD will remove existing impervious cover and restore the creek buffer with native vegetation.	✓

# Comparison:

	Existing Code	Proposed PUD	
<b>Critical Water Quality Zone</b>	Trails within the buffer are limited to 12'	Trails within the CWQZ will be wider in some places and should match the Open Space exhibit.	
<b>Critical Water Quality Zone</b>	Staging within the CWQZ buffer	Temporary staging will be allowed within the CWQZ during construction in the areas designated on the plan. After construction, the site will be de-compacted and restored per the restoration plan.	
<b>Landscape Irrigation</b>	Potable water	Capture rainwater and condensate to reduce water usage by 50%	✓
<b>Landscape</b>	Current code	<ul style="list-style-type: none"> <li>-Will provide silva cells for a minimum of 15 trees</li> <li>-Street yard trees increased by ½" caliper</li> <li>-Will provide trees and vegetation for 30% of street yard</li> </ul>	✓
<b>Dark Sky Initiative</b>	Full cut-off or shielded per Subchapter E	Full cut-off or shielded per Subchapter E	
<b>Green Building</b>	2-Star Certified	3-Star Certified	✓

# Environmental Code Modifications

## 25-8-261 Critical Water Quality Zone Development

1. 25-8-261(B)(3)(C) is modified to allow a trail wider than 12 feet as shown on the Creek Plan.
2. 25-8-261 is modified to allow temporary construction staging within the CWQZ buffer per the Construction Laydown and Staging Limits exhibit.

# Recommendation

## Recommended with the following conditions:

1. Street yard trees will be a minimum of 2 caliper inches.
2. Street yard landscape area shall be increased to a minimum of 30% of street yard area.
3. Code required tree mitigation will be increased by 50%.
4. A minimum will be 15 trees will utilize silva cell technology.
5. 15 acres of creek and floodplain will be restored per exhibits.
6. 100% Green Stormwater Infrastructure for water quality.
7. Modify watershed boundaries to redirect flow of storm water away from the single-family homes located on Saucedo Street.
8. Cap impervious cover at 50% gross site area.
9. Provide 20.71 acres of Open Space.
10. Remove existing impervious cover from the critical water quality zone and restore with native vegetation.
11. Capture rainwater and condensate to reduce landscape water usage by 50%.
12. Meet 3-Star green building rating for all buildings on-site.

# Questions?

Atha Phillips

Environmental Officer's Office

(512) 974-2132

[Atha.Phillips@austintexas.gov](mailto:Atha.Phillips@austintexas.gov)



## EXHIBIT I

### ENVIRONMENTAL COMMISSION MOTION 20210203 003b

**Date:** February 3, 2021

**Subject:** Springdale Green Planned Unit Development (PUD), C814-2020-0104

**Motion by:** Kevin Ramberg

**Seconded by:** Katie Coyne

#### **RATIONALE:**

**WHEREAS**, the Environmental Commission recognizes the applicant is requesting rezoning to PUD-NP; and

**WHEREAS**, the Environmental Commission recognizes the proposed PUD would require two environmental code modifications:

1. from 25-8-261(B)(3)(C) is modified to allow a trail wider than 12 feet as shown on the Creek Plan; and
2. from 25-8-261 is modified to allow temporary construction staging within the CWQZ buffer per the Construction Laydown and Staging Limits exhibit; and

**WHEREAS**, the Environmental Commission also recognizes that Staff recommends the rezoning to PUD-NP (with conditions).

**THEREFORE**, the Environmental Commission recommends the requested rezoning to PUD-NP with the following Staff Conditions:

1. Street yard trees will be a minimum of 2 caliper inches.
2. Street yard landscape area shall be increased to a minimum of 30% of street yard area.
3. Code required tree mitigation will be increased by 50%.
4. A minimum of 15 trees will utilize silva cell technology and provide 1000 cubic feet of soil volume, which can be shared between a maximum of two trees. Adjacent landscape areas can also count towards the requirement.
5. 15 acres of creek and floodplain will be restored per exhibits.
6. 100% Green Stormwater Infrastructure for water quality.
7. (a) Modify watershed boundaries and neighboring property pond to redirect flow of storm water away from the single-family homes located on Saucedo Street (b) If solution in (a) is not feasible due to impasse with neighbor, PUD will donate \$400,000 towards a stormwater infrastructure solution that will benefit the houses on Saucedo Street.
8. Cap impervious cover at 50% gross site area.
9. Provide 19.82 acres of Open Space.
10. Remove existing impervious cover not associated with Boggy Creek armoring from the critical water quality zone and restore with native vegetation.
11. Capture rainwater and condensate to reduce landscape potable water usage by 50%.

12. Meet 3-Star green building rating for all buildings on-site.
13. Staff recommends that the following land uses be prohibited on the property: Automotive rental, Automotive repair services, Automotive sales, Automotive washing (of any type), Drop-off recycling collection, Equipment repair services, Equipment sales, Exterminating services, Funeral services, Kennels, Community garden, and Service station.

**and the following Environmental Commission Conditions:**

1. Staff work with the applicant to meet LEED and Sustainable Site Certification for the project.
2. Street yard trees will be a minimum of 3 caliper inches (in lieu of the staff recommendation of 2 caliper inches)

**VOTE 8-0**

For: Creel, Thompson, Ramberg, Guerrero, Bedford, Coyne, Gordon, and Barrett Bixler

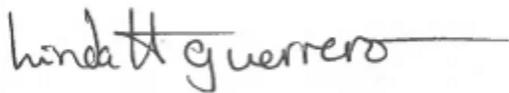
Against: None

Abstain: None

Recuse: None

Absent: Maceo

Approved By:

A handwritten signature in black ink that reads "Linda Guerrero". The signature is written in a cursive style with a horizontal line extending to the right.

Linda Guerrero, Environmental Commission Chair

January 11, 2021

**EXHIBIT J**

Subject: Springdale Green Rezoning -- Case C814-2020-0104; Neighbors' Support Letter

Dear Mayor, Mayor Pro Tem, and Council Members:

We are residents of the Springdale-Airport Neighborhood who live on Saucedo Street, directly adjacent to the proposed Springdale Green PUD. As Saucedo Street residents, we not only neighbor the Springdale Green site, but we are the closest residents to its proposed buildings.

We support the Springdale Green PUD, with the conditions outlined below, and would respectfully ask you to support the PUD with these conditions, as well.

The applicant has presented us with a project that would allow additional height while also providing important environmental and community benefits. Specifically, it would allow up to 75 ft. of height at 85 ft. from the closest single-family lot line – which are our Saucedo Street properties – and up to 93 ft. of height at 140 ft. from the closest single-family property lot line.

In return, Springdale Green would provide, among other things, native revegetation, rainwater harvesting and reuse, silva cells, tree preservation, woodland restoration, and less than 50 percent impervious cover. While the project is prohibited from providing housing due to its past use as a tank farm, the applicant has indicated they would contribute to help the city fund affordable housing.

We support these efforts. In addition, the applicant has engaged with Saucedo Street residents extensively to hear and address our concerns. Two of our highest-priority items have been addressing flooding that we experience as well as ensuring that Saucedo Street does not become an entrance into the property after construction is complete and the buildings are occupied. The applicant has committed to the following to address these items:

- **Interbasin Transfer.** The applicant has committed to seeking an interbasin transfer and coordinating with Springdale General to allow Springdale Green's detention facility to receive stormwater from north of their site. This would help directly address our flooding issues.
- **Saucedo Street Access.** The applicant has agreed that, after construction is complete and the buildings are occupied, the Springdale Green property will not use Saucedo Street as an entrance and the Land Use Plan attached to the PUD rezoning ordinance will reflect this.

We support the applicant's requested Springdale Green PUD, including their requested height, conditional upon City approval of the interbasin transfer and the restriction on access through Saucedo Street once the buildings are constructed and occupied.

Thank you for your consideration, and we hope we can count on your support.

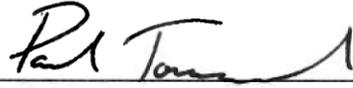
Signed,

Saucedo Street Residents

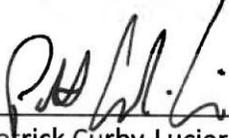
*(See Next Page for Names and Signatures)*



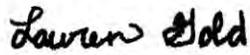
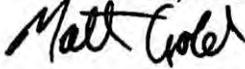
Christopher Marroquin  
1100 Saucedo St., Unit A  
1101 Saucedo St.



Paul Townsend  
1100 Saucedo St., Unit B



Patrick Curby-Lucier & Mona H. Ashour  
1102 Saucedo St., Unit A



Matthew & Lauren Gold  
1103 Saucedo St., Unit A



Powell Kellen & Kristen Hemmi  
1102 Saucedo St., Unit B



Sam & Gracé Rodriguez  
1103 Saucedo St., Unit B



Robin West  
1104 Saucedo St.

**From:** ben ramirez

**Sent:** Friday, March 19, 2021 11:36 AM

**To:** Chaffin, Heather <Heather.Chaffin@austintexas.gov>

**Subject:** 1011 &1017 Springdale Rd

\*\*\* External Email - Exercise Caution \*\*\*

My name is Ben Ramirez and I am a member of GoValle/ Johnston Terrance neighborhood contact team and also a member of SANA. This case is coming before the planning commission on Tuesday the 23. I just want to make sure you know that the developer has no community support. SANA sent a letter stating that we were in support of the project so long as it stayed under the current zoning of 60 Ft tall. There has been absolutely 0% support of the community for this project at the proposed 90 feet. My number is 512-557-8919 please give me a call at your earliest convenience. Thank you

**From:** Daniel Llanes

**Sent:** Tuesday, March 23, 2021 10:21 AM

**To:** Thompson, Jeffrey - BC <bc-Jeffrey.Thompson@austintexas.gov>; Schneider, Robert - BC <BC-Robert.Schneider@austintexas.gov>; Llanes, Carmen - BC <bc-Carmen.Llanes@austintexas.gov>; Shaw, Todd - BC <BC-Todd.Shaw@austintexas.gov>; Shieh, James - BC <bc-James.Shieh@austintexas.gov>; Hempel, Claire - BC <BC-Claire.Hempel@austintexas.gov>; Connolly, Joao - BC <BC-Joao.Connolly@austintexas.gov>; Howard, Patrick - BC <BC-Patrick.Howard@austintexas.gov>; Flores, Yvette - BC <bc-Yvette.Flores@austintexas.gov>; Cox, Grayson - BC <BC-Grayson.Cox@austintexas.gov>; Teich, Ann - BC <BC-Ann.Teich@austintexas.gov>

**Cc:** Chaffin, Heather <Heather.Chaffin@austintexas.gov>; Ben Ramirez ;Michael Floyd

**Subject:** Springdale/Airport zoning case # 814-2020-0104

\*\*\* External Email - Exercise Caution \*\*\*

Dear Commissioners,

I am writing on behalf of the Govalle/Johnston Terrace Neighborhood Plan Contact team to clarify the Neighborhood position on this project.

The developer made a presentation to our contact team some time last year regarding this project and seeking our support. We realized that the developer had not mention the 90' issue to the SANA Neighborhood association and did not mention that they were seeking at 90' height limit extension.

It was only when the G/JTNP contact team asked the question about the height did it become known that the developer was asking for the 90' extension.

We communicated to SANA about the height discrepancy. Consequently SANA wrote a second letter (included below) stating what our Contact Team had also come up with:

We only **support** the project **at the 60'** height limit.

We **oppose** the project **at the 90'** height limit.

Thank you for your attention to this issue and please feel free to contact me directly with any question or comment.

Daniel Llanes, Chair  
G/JTNP Contact Team  
512-431-9665

**From:** Michael Whellan

**Sent:** Tuesday, March 23, 2021 11:09 AM

**To:** Shaw, Todd - BC <BC-Todd.Shaw@austintexas.gov>; Hempel, Claire - BC <BC-Claire.Hempel@austintexas.gov>; Shieh, James - BC <bc-James.Shieh@austintexas.gov>; Llanes, Carmen - BC <bc-Carmen.Llanes@austintexas.gov>; Schneider, Robert - BC <BC-Robert.Schneider@austintexas.gov>; Azhar, Awais - BC <BC-Awais.Azhar@austintexas.gov>; Cox, Grayson - BC <BC-Grayson.Cox@austintexas.gov>; Thompson, Jeffrey - BC <bc-Jeffrey.Thompson@austintexas.gov>; Connolly, Joao - BC <BC-Joao.Connolly@austintexas.gov>; Flores, Yvette - BC <bc-Yvette.Flores@austintexas.gov>; Howard, Patrick - BC <BC-Patrick.Howard@austintexas.gov>

**Cc:** Chaffin, Heather <Heather.Chaffin@austintexas.gov>; Daniel Llanes; Ben Ramirez; Michael Whellan

**Subject:** Chronology of neighborhood discussions - - Tank Farm Case - Agenda Item #3 - - 3/23 PC hearing

\*\*\* External Email - Exercise Caution \*\*\*

I thought it would be helpful to layout the sequence of events and correspondence, so we would all be on the same page tonight. I have copied Daniel Llanes and Ben Ramirez.

1. June 27, 2020 Springdale Airport Neighborhood Association (SANA) Letter of Support specifically identified the 90' of height in the letter itself; this was a topic of discussion and has been on all the materials we have provided during the development assessment process (**as early as May 18, 2020 East MLK Combined Contact Team Meeting materials**) and the subsequent rezoning case. [SAN Letter attached]
2. November 12, 2020 SANA sends another letter supporting all the community benefits, but asking that the height remain at 60' [Springdale Commercial memo, attached and Mr. Llanes sent earlier]
3. January 11, 2021 letter of support from the Saucedo Street residents who reside closest to the site that explicitly specifies the 93' of height and the distance of the building [Saucedo Residents Support Letter attached and in staff backup].
4. February 22, 2021 Letter of support from Pete Rivera in his individual capacity identifying the 93' of height and the distance of the buildings. [PR letter attached and at the end of the staff back-up].

We understand that height is an issue for some, not all, of the neighbors; and it is the way in which we are able to deliver meaningful environmental, ecological, and community benefits.

I want to specifically thank Daniel Llanes and Ben Ramirez for their willingness to allow us to speak to stakeholders and engage in a good discussion over the past several months about the different benefits of the project; in fact, Ben Ramirez directed us to a portion of the Urban Trail effort that needed funding which we have added as a community benefit.

I will be happy to answer any questions during tonight's hearing.

Michael Whellan.

**From:** Gilberto Rivera

**Sent:** Tuesday, March 23, 2021 12:37 PM

**To:** Thompson, Jeffrey - BC <bc-Jeffrey.Thompson@austintexas.gov>; Schneider, Robert - BC <BC-Robert.Schneider@austintexas.gov>; Llanes, Carmen - BC <bc-Carmen.Llanes@austintexas.gov>; Shaw, Todd - BC <BC-Todd.Shaw@austintexas.gov>; Shieh, James - BC <bc-James.Shieh@austintexas.gov>; Hempel, Claire - BC <BC-Claire.Hempel@austintexas.gov>; Connolly, Joao - BC <BC-Joao.Connolly@austintexas.gov>; Howard, Patrick - BC <BC-Patrick.Howard@austintexas.gov>; Flores, Yvette - BC <bc-Yvette.Flores@austintexas.gov>; Cox, Grayson - BC <BC-Grayson.Cox@austintexas.gov>; Teich, Ann - BC <BC-Ann.Teich@austintexas.gov>

**Cc:** Chaffin, Heather <Heather.Chaffin@austintexas.gov>; 'Ben Ramirez' 'Michael Floyd'

**Subject:** 1011 Springdale Rd. Case # 814-2020-0104

\*\*\* External Email - Exercise Caution \*\*\*

Dear Commissioners,

We are in support of the proposed PUD for 1011 Springdale Rd. Given the past history of the toxic “tank farm” this proposed development is a welcome improvement for our community.

We however do not support the 90’ height limit. We support the project at the 60’ height limit.

Gilbert and Jane Rivera  
512-971-8307

\*\*\* External Email - Exercise Caution \*\*\*

I want to see if this letter and other letters of opposition can be put in the backup for city council.  
Thankyou.

----- Forwarded message -----

**From:** Michael Floyd  
**Date:** Tue, Mar 23, 2021, 4:30 PM  
**Subject:** Fw: Springdale/Airport zoning case # 814-2020-0104  
**To:** ben ramirez <

Hi, Ben. Here's my letter. Michael

----- Forwarded Message -----

**From:** Michael Floyd  
**To:** [bc-awais.azhar@austintexas.gov](mailto:bc-awais.azhar@austintexas.gov) <[bc-awais.azhar@austintexas.gov](mailto:bc-awais.azhar@austintexas.gov)>; [bc-jeffrey.thompson@austintexas.gov](mailto:bc-jeffrey.thompson@austintexas.gov) <[bc-jeffrey.thompson@austintexas.gov](mailto:bc-jeffrey.thompson@austintexas.gov)>; [bc-robert.schneider@austintexas.gov](mailto:bc-robert.schneider@austintexas.gov) <[bc-robert.schneider@austintexas.gov](mailto:bc-robert.schneider@austintexas.gov)>; [bc-carmen.llanes@austintexas.gov](mailto:bc-carmen.llanes@austintexas.gov) <[bc-carmen.llanes@austintexas.gov](mailto:bc-carmen.llanes@austintexas.gov)>; [bc-todd.shaw@austintexas.gov](mailto:bc-todd.shaw@austintexas.gov) <[bc-todd.shaw@austintexas.gov](mailto:bc-todd.shaw@austintexas.gov)>; [bc-james.shieh@austintexas.gov](mailto:bc-james.shieh@austintexas.gov) <[bc-james.shieh@austintexas.gov](mailto:bc-james.shieh@austintexas.gov)>; [bc-claire.hempel@austintexas.gov](mailto:bc-claire.hempel@austintexas.gov) <[bc-claire.hempel@austintexas.gov](mailto:bc-claire.hempel@austintexas.gov)>; [bc-joao.connolly@austintexas.gov](mailto:bc-joao.connolly@austintexas.gov) <[bc-joao.connolly@austintexas.gov](mailto:bc-joao.connolly@austintexas.gov)>; [bc-patrick.howard@austintexas.gov](mailto:bc-patrick.howard@austintexas.gov) <[bc-patrick.howard@austintexas.gov](mailto:bc-patrick.howard@austintexas.gov)>; [bc-yvette.flores@austintexas.gov](mailto:bc-yvette.flores@austintexas.gov) <[bc-yvette.flores@austintexas.gov](mailto:bc-yvette.flores@austintexas.gov)>; [bc-grayson.cox@austintexas.gov](mailto:bc-grayson.cox@austintexas.gov) <[bc-grayson.cox@austintexas.gov](mailto:bc-grayson.cox@austintexas.gov)>; [bc-ann.teich@austintexas.gov](mailto:bc-ann.teich@austintexas.gov) <[bc-ann.teich@austintexas.gov](mailto:bc-ann.teich@austintexas.gov)>  
**Sent:** Tuesday, March 23, 2021, 4:29:16 PM CDT  
**Subject:** Springdale/Airport zoning case # 814-2020-0104

With regard to the upcoming zoning case 814-2020-0104, I would like to reiterate the position taken by various neighbors and neighborhood groups. Local sentiment is in favor of giving qualified support to this proposal. The concept of making good use of the old tank farm land and restoring the area environmentally is commendable. The sticking point is the request for a variance allowing a 90-foot height. This is about twice as high as the tallest buildings in the vicinity, buildings of whatever sort, and totally out of keeping with the scale of the neighborhood. This would set a dangerous precedent. We strongly urge that this proposal be approved only if it retains the 60-foot height limit.

Thanks for your consideration of this matter and for your service to our city.

Michael Floyd  
5505 B Stuart Circle  
Austin, TX 78721

**From:** Jon Hagar  
**Sent:** Saturday, March 27, 2021 3:49 PM  
**To:** Chaffin, Heather <Heather.Chaffin@austintexas.gov>  
**Subject:** C814-2020-0104 Springdale Green PUD

\*\*\* External Email - Exercise Caution \*\*\*

Hi Lauren,

I learned recently that there are apparently several nearby Contact Teams - including Govalle/JT, Rosewood, and maybe Montopolis - who are providing letters of opposition to the Springdale Green PUD (C814-2020-0104) even though that site falls within the East MLK Combined Neighborhood Plan and doesn't require a FLUM change. I didn't realize a Contact Team could provide a letter for a case outside of their planning area; does Planning Commission or City Council take those kinds of letters in to account? Our group, the East MLK NPCT, decided not to submit a letter one way or the other because the case isn't a Plan Amendment and there seemed to be some disagreement among the immediate neighbors about whether to support the height increase.

If letters from other Contact Teams are going to be included as backup when this goes to Council then I'd like to write something explaining our neutral stance so that there's no assumption that other groups are speaking on our behalf.

Thanks,

Jon Hagar  
Chair, East MLK NPCT

1 April 2021

To: Heather Chaffin, Members of City Council

Re: C814-2020-0104 Springdale Green PUD

**The East MLK Combined Neighborhood Plan Contact Team (EMLK NPCT) takes a neutral position on the proposed zoning change from *GR-MU-CO-NP* to *PUD-NP*.**

The East MLK NPCT discussed this project several times during the fall/winter of 2020-21, and the owner's representative, Michael Whellan, presented the project and provided us with all the relevant case information.

Based on feedback we received from residents in the immediate area -- both members of the Springdale/Airport Neighborhood Association (SANA) and residents not affiliated with that NA -- we determined that there was general consensus among the neighborhood in support of the development and the promise to ameliorate the ugly environmental situation at the "tank farm" site. The only disagreement seems to be over the proposed height. Some neighbors have shown support for the height increase, including residents of Saucedo Street who, in addition to being those most closely situated to the proposed buildings, would benefit the most from the environmental improvements being offered by the owner. Others, including members of SANA, have shown support but only if the height is capped at 60 feet. The NPCT feels that any discussion by City Council should focus on the nuances of this disagreement among the immediate neighbors of the project. Because of that, we choose not to side with either position, as doing so would necessarily pit us against some of the residents we're charged with representing. Considering that there is broad support for the project in general (aside from the height issue), and considering that there is no Neighborhood Plan Amendment at play (the proposed zoning is compatible with the "Mixed Use" FLUM designation), we choose not to "pick sides" and unbalance the discussion. Instead, we choose to yield the floor to those residents most immediately affected by the proposed project. I request that members of City Council interpret our position not as one of disinterest, but as one of deference and respect to our neighbors who have the most at stake.

Sincerely,

A handwritten signature in black ink, appearing to read "J. Hagar", written over a printed name and title.

Jon Hagar

Co-Chair, EMLK NPCT

(512) 739-4101



June 27, 2020

Dear Mayor, Mayor Pro Tem, and Council Members:

The Springdale-Airport Neighborhood Association (SANA) supports the request for Planned Unit Development (PUD) zoning at 1011 and 1017 Springdale Rd.

The developer has presented SANA with a proposal that includes, among other things, increased height, while also providing environmental and community benefits. These include restoring much of the vegetation and creek areas, providing a public trail easement, staying significantly below allowable impervious cover, and helping fund affordable housing.

For years, this property was a tank farm, until the community successfully pushed to have it closed. By restoring many of the natural areas here, we believe this development is helping address the tank farm's legacy of environmental damage.

In addition, we also support the proposal's consideration of the community's current and future needs. While the fact that this property was a tank farm prevents a residential development here, the developer has proposed to help fund affordable housing for the community and to provide a 50 ft. trail easement to connect the neighborhood to a future City trail south of the property.

SANA supports this request for PUD zoning, which would secure these environmental and community benefits, and in return would grant the applicant's request for the ability to build up to 75 ft. of height at 85 ft. from nearby single-family lots and up to 90 ft. of height at 140 ft.

On a personal note, as someone who saw firsthand what the tank farm did to friends and family, I look forward to seeing this site turned into a project focused on sustainability and the environment.

We appreciate your consideration.

Sincerely,

A handwritten signature in blue ink that reads "Pete R. Rivera".

Pete Rivera, President



FROM: Springdale-Airport Neighborhood Association  
Austin, Texas

TO: The Mayor, City Council, and Planning Commission

RE: Proposed PUD at 1011 Springdale Road, C814-2020-0104  
Supplement to Letter of support dated July 27, 2020

DATE: November 12, 2020

Our neighborhood association previously wrote a letter of support for Springdale Commercial, the proposed PUD at 1011 Springdale Road. We wish to reaffirm our support for this development in general terms. In view of the sad history of this former tank farm in our community, a proposal to make the best possible use of this land, restore the natural environment, and provide amenities for public use is most welcome.

However, there is one aspect of the proposal that we have had second thoughts about. When we previously expressed our support, we did not fully realize the extent to which the proposed height of ninety plus feet for part of the complex far exceeds the height of all other major developments in the area, whether commercial, residential, or mixed use. We can see the negative effects of ninety-foot buildings in other rapidly changing areas of East Austin, and they are not conducive to the ambience that is envisioned in our neighborhood plans.

We would therefore like to amend our endorsement of this otherwise excellent proposal to say that we support it subject to a sixty-foot height limit.

Sincerely,

A handwritten signature in blue ink that reads "Pete Rivera". The signature is written in a cursive, flowing style.

Pete Rivera, President

cc: Heather Chappin  
Ben Ramirez  
Michael Whellan

Pete Rivera  
5405 Prock Ln.  
Austin, TX 78721

February 22, 2021

Subject: Springdale Green Rezoning (PUD) -- Case C814-2020-0104; Letter of Support

Dear Mayor, Mayor Pro Tem, and Council Members,

I am writing to you to ask you to approve the Springdale Green PUD. I am writing to you as a private citizen – not as president the Springdale Airport Neighborhood Association – and the views in this letter are my personal views.

For years, this property was a tank farm – and I saw firsthand what that tank farm did to my family and friends. Even years after the community succeeded in closing the tank farm, the property still has not been restored.

It is time for the City to fully put the tank farm behind us, and help restore this property environmentally. I believe the Springdale Green PUD will do that.

The Springdale Green developer has put forward a proposal that provides environmental and community benefits, including restoring much of the property's natural vegetation, and paying into the City's affordable housing fund (housing is not allowed on the site due to its past as a tank farm). The developer has also listened to residents on Saucedo Street who are experiencing flooding problems today, and has proposed a plan that would help improve those pre-existing flooding issues.

In return, the Springdale Green developer is proposing to build two office buildings and asking for the ability to build up to 75 ft. of height at 85 ft. from nearby single-family lots and up to 93 ft. of height at 140 ft. from those lots. I support these requests because of the significant work that the developer will be doing to restore the property, provide sustainable building and landscaping, address neighbors' existing flooding issues, and help fund affordable housing.

This is a chance to put the tank farm fully behind us. Please vote to approve the Springdale Green PUD. Thank you for your consideration.

Sincerely,



Pete Rivera

**From:** Jessica Eley  
**Sent:** Wednesday, April 14, 2021 1:28 PM  
**To:** Chaffin, Heather <Heather.Chaffin@austintexas.gov>  
**Cc:** Candi Fox  
**Subject:** Object to C814-2020-0104 Comment by Govalle NA

\*\*\* External Email - Exercise Caution \*\*\*

Hi Heather,

This is Jessica with the Govalle NA. I'd like to submit the following comment for the record of this case...

"Govalle Neighborhood Association strongly opposes the proposed PUD at 1011 and 1017 Springdale.

1) The building height of 90ft is inappropriate for our residential neighborhood. We don't want a second downtown in our backyard. The current allowed max height is plenty.

2) The proposed community benefit of having the land restored and a boardwalk installed is not actually a community benefit because we will not have access. If the community was allowed access say (sunrise to sunset) it would be considered but restoring the land for exclusive use by the tenants of the office park is NOT a community benefit.

3) The proposed donations to parks funds, etc are not worth it to us. We'd rather have neighborhood sized development than additional money for the parks. There's so much development currently contributing to parks funding, applicant's proposed donations aren't worth the sacrifice of a downtown in our backyard."

--

Thanks,  
Jessica L. Eley  
Co-Chair

Govalle Neighborhood Association

[www.govalle.org](http://www.govalle.org)

**CAUTION:** This email was received at the City of Austin, from an EXTERNAL source. Please use caution when clicking links or opening attachments. If you believe this to be a malicious and/or phishing email, please forward this email to [cybersecurity@austintexas.gov](mailto:cybersecurity@austintexas.gov).

**From:** ben ramirez

**Sent:** Monday, May 17, 2021 10:59 AM

**To:** Chaffin, Heather <Heather.Chaffin@austintexas.gov>

**Cc:** Harden, Joi <Joi.Harden@austintexas.gov>; Tovo, Kathie <Kathie.Tovo@austintexas.gov>; Kitchen, Ann <Ann.Kitchen@austintexas.gov>; Pool, Leslie <Leslie.Pool@austintexas.gov>; Alter, Alison <Alison.Alter@austintexas.gov>; Ellis, Paige <Paige.Ellis@austintexas.gov>; Harper-Madison, Natasha <Natasha.Madison@austintexas.gov>; Renteria, Sabino <Sabino.Renteria@austintexas.gov>; Casar, Gregorio <Gregorio.Casar@austintexas.gov>; Kelly, Mackenzie <Mackenzie.Kelly@austintexas.gov>; Fuentes, Vanessa <Vanessa.Fuentes@austintexas.gov>

**Subject:** Re: Missing letters in the city staff back-up for Springdale Green project

This email should clarify SANA's position clearly. Thank you.

On Mon, May 17, 2021, 10:55 AM ben ramirez wrote:

Please also include Govalle's Neighborhood Association's letter of opposition of the project at 93-feet. It also states they would support the PUD at the current zoning height of 60ft. Thank you!

On Mon, May 17, 2021, 10:47 AM ben ramirez <> wrote:

From my understanding Pete Rivera requested all letters of support for the project at 93-feet be pulled from the backup. The letter that I am speaking about is the letter dated November 12, 2020 that I just emailed everyone in the previous email. Thank you for your follow up and please notify me once corrected.

On Mon, May 17, 2021, 10:28 AM Chaffin, Heather <[Heather.Chaffin@austintexas.gov](mailto:Heather.Chaffin@austintexas.gov)> wrote:

Hi Ben,

I'm not sure what happened with the letters, since I know I had them in earlier drafts of the report. I apologize, and will get the SANA and Govalle correspondence to the City Clerk today. I am in meetings this morning but can call you after 12:00.

Again, my apologies,

Heather

**From:** ben ramirez

**Sent:** Monday, May 17, 2021 10:12 AM

**To:** Chaffin, Heather <[Heather.Chaffin@austintexas.gov](mailto:Heather.Chaffin@austintexas.gov)>; Harden, Joi <[Joi.Harden@austintexas.gov](mailto:Joi.Harden@austintexas.gov)>; Tovo, Kathie <[Kathie.Tovo@austintexas.gov](mailto:Kathie.Tovo@austintexas.gov)>; Kitchen, Ann <[Ann.Kitchen@austintexas.gov](mailto:Ann.Kitchen@austintexas.gov)>; Pool, Leslie <[Leslie.Pool@austintexas.gov](mailto:Leslie.Pool@austintexas.gov)>; Alter, Alison <[Alison.Alter@austintexas.gov](mailto:Alison.Alter@austintexas.gov)>; Ellis, Paige <[Paige.Ellis@austintexas.gov](mailto:Paige.Ellis@austintexas.gov)>; Harper-Madison, Natasha <[Natasha.Madison@austintexas.gov](mailto:Natasha.Madison@austintexas.gov)>; Renteria, Sabino <[Sabino.Renteria@austintexas.gov](mailto:Sabino.Renteria@austintexas.gov)>; Casar, Gregorio <[Gregorio.Casar@austintexas.gov](mailto:Gregorio.Casar@austintexas.gov)>; Kelly, Mackenzie <[Mackenzie.Kelly@austintexas.gov](mailto:Mackenzie.Kelly@austintexas.gov)>; Fuentes, Vanessa <[Vanessa.Fuentes@austintexas.gov](mailto:Vanessa.Fuentes@austintexas.gov)>

**Subject:** Missing letters in the city staff back-up for Springdale Green project

I am a little confused as to why I don't see SANA'S letter of opposition to Springdale Green's project at 93-feet . I talked with Mr Pete Rivera and he told me our neighborhood's position should still be in there. Also I think it is very important that you include Govalle's letter of opposition to the project at 93-feet. Let me be clear both neighborhood associations will support the PUD at the current zoned level of 60ft with community benefits. Heather please call me so we can fix this issue. Thank you.

Ben Ramirez

May 10, 2021

Re: Springdale Green 30-acre PUD (aka Tank Farm development)

To Austin City Council:

Govalle Neighborhood Association strongly opposes the proposed 30-acre PUD at 1011 and 1017 Springdale at 93 ft. We support the 30-acre PUD with Community Benefits commensurate with the scope of the project, Compatibility standard and the legal height of 60ft.

- 1) The building height of 90ft is inappropriate for our residential neighborhood. We don't want a second downtown in our backyard. The current allowed max height of 60 ft. is plenty.
- 2) The initial proposed "Community Benefit" of having land restoration and a raised boardwalk installed will actually be a private amenity and not accessible by the community and thus are not Community Benefits.
- 3) The proposed donations to affordable housing, parks etc. are not commensurate with the scope of this project.

-A 3-acre V-MU project offered \$150k to East Austin Conservancy, applicant is offering the same amount despite the fact that this is a 30-acre development.

-Trailhead Phase II (adjacent property development) offered benefits equivalent to 12\$ per sq ft. Being generous and including Springdale Greens full original amount, still only gives the community benefits equivalent to \$8 per sq. ft.

Jay Paul Co. has routinely offered Palo Alto \$30-50M in Community Benefits. This is their first development in Austin and it's located in the middle of the census tracts with the highest minority population concentrations. In order to get support from the community, we ask the donations to Guadalupe Neighborhood Development Corporation and East Austin Conservancy be commensurate with the scope of the project.

Sincerely,

*/Jessica L. Eley/*

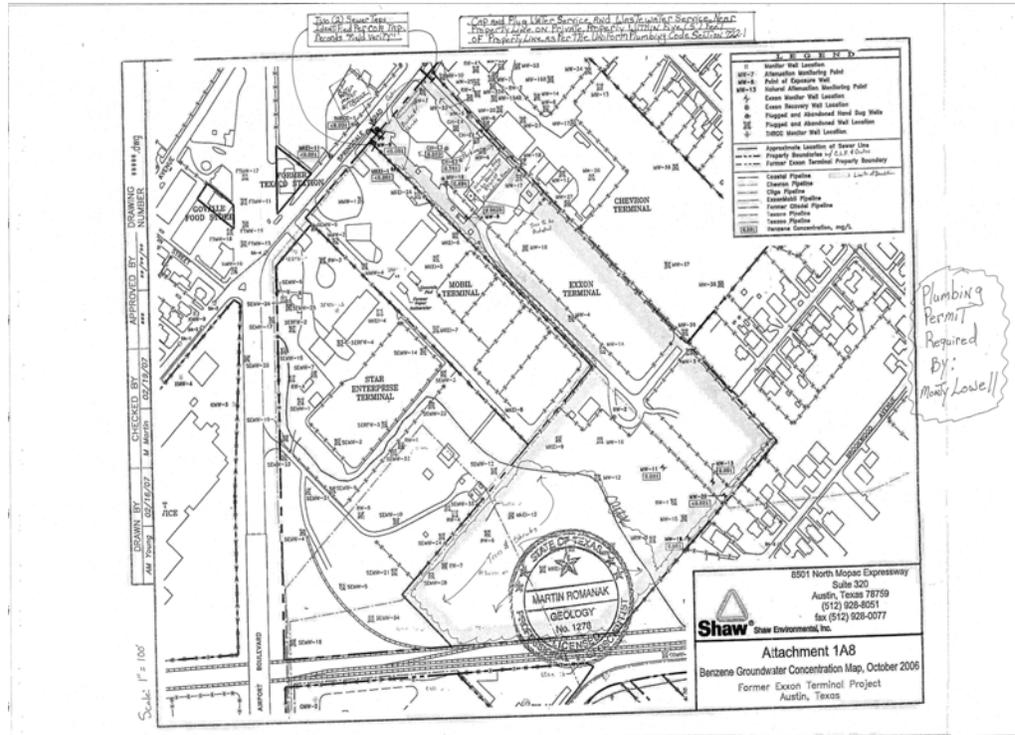
Co-Chair GNA



Below is a list of questions and concerns that community leaders have received in regards to the development of the tank farm site development known as Springdale Green.

Answers to these questions should be made public and included in the background for this case.

1. When was the last environmental impact assessment of the “tank farm” property at the NE corner of Springdale and Airport?
2. Can you provide the EPA type 1 assessment? Can someone provide an assessment that was performed for the TCEQ?
3. Will the location of the retention pond be specifically tested for contamination? Will there be remediation of the retention pond site? How contaminated is the area where the retention pond will be located?
4. What standards will have to be met for water quality of water leaving the retention pond going downstream?
5. Has there been periodic testing of the water quality around this site? If not, why hasn't there been an established agreement to periodically test and publish the water quality or pay to have WPD do it?
6. Has there been periodic testing of the ground water on and around this site?
7. What will happen to the water quality of the water leaving this site if a 100 year flood comes and overwhelms the system?
8. What is the current toxicity levels of the land? Are there any updated contamination maps like this one?



9. What level of environmental remediation has been achieved for this site? Are their plans with the redevelopment to do more remediation?
10. According to TCEQ, this site is withdrawn from voluntary remediation. Why?
11. Will COA Tier 1 requirement of at least a fifty percent increase in setback delineation be met?
12. The water quality measures proposed for this project are not considered to be superior by City of Austin staff. Will these be changed to demonstrate superiority?
13. Proposed development as it relates to Floodplain mitigation is not equal to nor superior to COA Floodplain Modification rules, will this be remedied?
14. Are there any native or any endemic species of this area that we need to consider or plan for?

**1011 & 1017 Springdale Rd.**  
Responses to Questions from Govalle Neighborhood Association  
June 3, 2021 Council Agenda #70 – Tank Farm Site

The following document responds to Govalle Neighborhood Association inquiries related to environmental characteristics of the site at 1011 and 1017 Springdale Rd. (currently under consideration for Planned Unit Development zoning as the “Springdale Green PUD”).

Please note that the Texas Commission on Environmental Quality (TCEQ) has issued closure letters for the site. The owner has obtained copies of the TCEQ closure letters from 2007, which provided that the site was remediated to commercial/industrial standards. Furthermore, the site has additional land use restrictions and requirements that govern the type and method of development that can occur on the site. These restrictions are set forth in recorded deeds that must be adhered to by any owner of this site. (Copies of the closure letters and the deeds are attached to this document.)

The groundwater was tested for a period of time after the clean-up and prior to the issuance of the TCEQ closure letters. Once the corrective actions were taken as required by the TCEQ, and the groundwater contamination levels reached the standard required for commercial/industrial use of the property, the groundwater monitoring wells were plugged and abandoned as required by the TCEQ. Additionally, the deed restrictions do not allow groundwater uses.

TCEQ documents related to the property have been available to the public at the following link throughout the time that this zoning case has been pending: <https://tinyurl.com/tceqspringdalegreen>.

**1. When was the last environmental impact assessment of the “tank farm” property at the NE corner of Springdale and Airport?**

Answer: As part of the rezoning process, no regulatory agency (including the City of Austin) required any environmental impact assessment of the property.

**2. Can you provide the EPA type 1 assessment? Can someone provide an assessment that was performed for the TCEQ?**

Answer: This site does not fall under the jurisdiction of the EPA and we are unaware of an “EPA type 1 assessment.” However, the site does fall under the jurisdiction of the TCEQ, which has issued closure letters for the site (see attached).

**3. Will the location of the retention pond be specifically tested for contamination? Will there be remediation of the retention pond site? How contaminated is the area where the retention pond will be located?**

Answer: Pursuant to the deed restriction mentioned above, the retention pond will have an impervious liner to act as an effective barrier. No additional testing of the retention pond is required pursuant to the TCEQ closure letters.

**4. What standards will have to be met for water quality of water leaving the retention pond going downstream?**

Answer: Current City of Austin Water Quality Standards will be met.

**5. Has there been periodic testing of the water quality around this site? If not, why hasn't there been an established agreement to periodically test and publish the water quality or pay to have WPD do it?**

Answer: The groundwater was tested for a period of time after the clean-up. Once the corrective actions were taken as required by the TCEQ, and the groundwater contamination levels reached the standard required for commercial/industrial use of the property, the groundwater monitoring wells were plugged and abandoned as required by the TCEQ, and no further action is required.

**6. Has there been periodic testing of the ground water on and around this site?**

Answer: Pursuant to the 2007 TCEQ letters, the groundwater monitoring wells were plugged and abandoned, and no further action is required. However, in connection with the owner filing a Request for TCEQ Concurrence with Proposed Soil Reuse Plan, dated November 11, 2020, which is available on the TCEQ website, a plan was developed in accordance with 30 Texas Administrative Code §350.36, and included maps of limited groundwater sampling locations which confirmed that conditions had not significantly changed since the time of closure. The TCEQ approved the proposed plan. Please see the attached TCEQ approval letter dated December 11, 2020.

**7. What will happen to the water quality of the water leaving this site if a 100 year flood comes and overwhelms the system?**

Answer: Water quality treatment will comply with the current City of Austin Environmental Criteria Manual.

**8. What is the current toxicity levels of the land? Are there any updated contamination maps like this one?**

Answer: To the best of our knowledge, site conditions have not changed since the TCEQ issued the closure letters in 2007. However, during the normal course of construction some soil on the site will be excavated and used as structural fill. The owner filed a Request for TCEQ Concurrence with Proposed Soil Reuse Plan, dated November 11, 2020, which is available on the TCEQ website. The plan was developed in accordance with 30 Texas Administrative Code §350.36, and included maps of limited sampling locations which confirmed that conditions had not significantly changed since the time of closure. The TCEQ approved the proposed plan. Please see the attached TCEQ approval letter dated December 11, 2020.

**9. What level of environmental remediation has been achieved for this site? Are their plans with the redevelopment to do more remediation?**

Answer: As set forth in the TCEQ closure letters, the site has been remediated to commercial/industrial standards and no further remediation is required.

**10. According to TCEQ, this site is withdrawn from voluntary remediation. Why?**

Answer: The TCEQ closure letters from 2007 officially closed the clean-up for 1011 and 1017 Springdale Rd. In 2008, the owner of 1023 Springdale Rd. (not affiliated with the 1011 and 1017 property owner) filed a voluntary clean-up program application that was subsequently withdrawn. Per the TCEQ, the 1023 Springdale Rd. site was required to use the same TCEQ solid waste registration number as 1011 and 1017 Springdale Rd., as all former tank farm properties were consolidated into one TCEQ registration number.

**11. Will COA Tier 1 requirement of at least a fifty percent increase in setback delineation be met?**

Answer: This is not a Tier 1 Requirement under Section 2.3 (“Tier One Requirements”) of Chapter 25-2, Subchapter B, Article 2, Division 5.

**12. The water quality measures proposed for this project are not considered to be superior by City of Austin staff. Will these be changed to demonstrate superiority?**

Answer: They are superior since we are installing 100% Green Storm Water Quality systems, which are not otherwise required.

**13. Proposed development as it relates to Floodplain mitigation is not equal to nor superior to COA Floodplain Modification rules, will this be remedied?**

Answer: The project is not seeking a floodplain modification variance; instead, the PUD Ordinance includes an extensive restoration plan, which exceeds floodplain modification requirements.

**14. Are there any native or any endemic species of this area that we need to consider or plan for?**

Answer: The project will be removing invasive species within the floodplain and this requirement will be in the PUD Ordinance; the Restoration Plan, which is also an exhibit to the PUD Ordinance, requires over 400 canopy trees and over 2,000 understory trees and shrubs be planted in the floodplain area after implementation of the invasive species removal plan.

Kathleen Hartnett White, *Chairman*  
Larry R. Soward, *Commissioner*  
H. S. Buddy Garcia, *Commissioner*  
Glenn Shankle, *Executive Director*



## TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

*Protecting Texas by Reducing and Preventing Pollution*

August 3, 2007

Ms. Deborah Edwards  
Project Manager, Global Remediation  
ExxonMobile Corporation  
2800 Decker Drive, NW-61  
Baytown, Texas 77520

Re: Approval of Remedy Standard B – Commercial/Industrial  
Response Action Completion Report (RACR), dated April 2007  
Former Mobile Terminal  
1111-B Springdale Road, Austin, Travis County, Texas  
TCEQ SWR No. 52113  
Agreed Order issued April, 22, 1992

Dear Ms. Edwards:

The Texas Commission on Environmental Quality (TCEQ) has reviewed the above referenced submittal, dated April 2007. Soil contamination occurred at this site as a result of a release of fuel from the fuel storage facility. The TCEQ's Enforcement Division issued an Agreed Order on April 22, 1992, which directed certain corrective actions necessary to address any soil contamination associated with the operation of the facility. A Response Action Plan, approved on April 27, 2005, addressed soil contamination. The RACR documents the completion of response action activities associated with contamination of soil.

Based on the TCEQ review of the report, Texas Risk Reduction Program (TRRP) Remedy Standard B – Commercial/Industrial has been attained such that no post-response action care is required. The report contains a document that fulfills the institutional control requirements of 30 Texas Administrative Code (TAC) §350.111.

In order to attain TRRP Remedy Standard B – Commercial/Industrial, all industrial solid waste and municipal hazardous waste and waste residues must be removed, decontaminated, and/or controlled such that receptors will not be exposed to contaminants in excess of the applicable human health and ecological based standards and criteria as specified in 30 TAC §350.33.

This RACR fulfills the reporting requirements of the Agreed Order issued on April 1, 1992. Contact Tim Haase, TCEQ Order Compliance Team Leader, to discuss termination of the agreed order.

Ms. Deborah Edwards  
Page 2  
August 3, 2007  
SWR No. 52113

Please be advised that all monitor wells which are not now in use and/or will not be used in the next 180 days must be properly plugged and abandoned pursuant to Chapter 32.017 of the Texas Water Code and in accordance with Title 16, Texas Administrative Code (TAC), Section 76.1004. A State of Texas Plugging Report (Form No. TCEQ-0055) is required to be submitted to the Water Well Drillers Section of the Texas Department of Licensing and Regulation, P.O. Box 12157, Capitol Station, Austin, Texas 78711, within thirty (30) days of plugging completion. If you have any questions regarding the future use of an existing monitor well, please contact the Texas Department of Licensing and Regulation at 512/463-7880 or 800/803-9202.

Please be aware that it is the continuing obligation of persons associated with a site to ensure that municipal hazardous waste and industrial solid waste are managed in a manner which does not cause the discharge or imminent threat of discharge of waste into or adjacent to waters in the state, a nuisance, or the endangerment of the public health and welfare as required by 30 TAC §335.4. If the actual response action fails to comply with these requirements, please take any necessary and authorized action to correct such conditions. A TCEQ field inspector may conduct an inspection of your site to determine compliance with the report.

Questions concerning this letter should be directed to me at (512) 239-1059. When responding by mail, please submit an original and one copy of all correspondence and reports to the TCEQ Environmental Cleanup Section at Mail Code MC-127 with an additional copy submitted to the local TCEQ Region Office. The information in the reference block should be included in all submittals.

Sincerely,



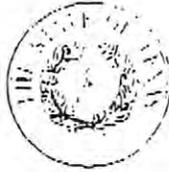
Scott Lawless, Project Manager  
Team 1, Environmental Cleanup Section I  
Remediation Division  
Texas Commission on Environmental Quality

SEL/hmw

cc: Waste Program Manager, TCEQ Region 11 Office, Austin  
Mr. Martin Romanak, Shaw Environmental, Inc.  
Mr. Chuck Lesniak, Environmental Program Coordinator, Watershed Protection Department,  
City of Austin  
Mr. Tim Haase, TCEQ Enforcement Division at Mail Code MC-219  
Oak Springs Branch of the Austin Public Library

S Lawless

Kathleen Hartnett White, *Chairman*  
Larry R. Soward, *Commissioner*  
H. S. Buddy Garcia, *Commissioner*  
Glenn Shankle, *Executive Director*



## TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

*Protecting Texas by Reducing and Preventing Pollution*

August 14, 2007

Ms. Adrienne Robinson  
Project Manager  
Chevron Environmental Management Company  
4800 Fournace Place  
Houston, Texas 77401

Re: **Approval of Remedy Standard B – Commercial/Industrial**  
**Response Action Completion Report (RACR), dated April 2007**  
**Former Star Terminal**  
1123 Springdale Road, Austin, Travis County, Texas  
TCEQ SWR No. 52113  
Agreed Order issued April, 22, 1992

Dear Ms. Robinson:

The Texas Commission on Environmental Quality (TCEQ) has reviewed the above referenced submittal, dated April 2007. Soil and groundwater contamination occurred at this site as a result of a release of fuel from the fuel storage facility. The TCEQ's Enforcement Division issued an Agreed Order on April 22, 1992, which directed certain corrective actions necessary to address any soil and groundwater contamination associated with the operation of the facility. A Response Action Plan, approved on April 27, 2005, addressed groundwater contamination by establishing a plume management zone. The RACR documents the completion of response action activities associated with contamination of Class II groundwater.

Based on the TCEQ review of the report, Texas Risk Reduction Program (TRRP) Remedy Standard B – Commercial/Industrial has been attained such that no post-response action care is required. The report contains a document that fulfills the institutional control requirements of 30 Texas Administrative Code (TAC) §350.111.

In order to attain TRRP Remedy Standard B – Commercial/Industrial, all industrial solid waste and municipal hazardous waste and waste residues must be removed, decontaminated, and/or controlled such that receptors will not be exposed to contaminants in excess of the applicable human health and ecological based standards and criteria as specified in 30 TAC §350.33.

This RACR fulfills the reporting requirements of the Agreed Order issued on April 1, 1992. Contact Tim Haase, TCEQ Order Compliance Team Leader, to discuss termination of the agreed order.

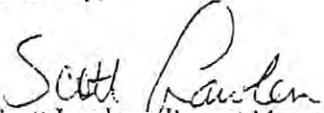
Ms. Adrienne Robinson  
Page 2  
August 14, 2007  
SWR No. 52113

Please be advised that all monitor wells which are not now in use and/or will not be used in the next 180 days must be properly plugged and abandoned pursuant to Chapter 32.017 of the Texas Water Code and in accordance with Title 16, Texas Administrative Code (TAC), Section 76.1004. A State of Texas Plugging Report (Form No. TCEQ-0055) is required to be submitted to the Water Well Drillers Section of the Texas Department of Licensing and Regulation, P.O. Box 12157, Capitol Station, Austin, Texas 78711, within thirty (30) days of plugging completion. If you have any questions regarding the future use of an existing monitor well, please contact the Texas Department of Licensing and Regulation at 512/463-7880 or 800/803-9202.

Please be aware that it is the continuing obligation of persons associated with a site to ensure that municipal hazardous waste and industrial solid waste are managed in a manner which does not cause the discharge or imminent threat of discharge of waste into or adjacent to waters in the state, a nuisance, or the endangerment of the public health and welfare as required by 30 TAC §335.4. If the actual response action fails to comply with these requirements, please take any necessary and authorized action to correct such conditions. A TCEQ field inspector may conduct an inspection of your site to determine compliance with the report.

Questions concerning this letter should be directed to me at (512) 239-1059. When responding by mail, please submit an original and one copy of all correspondence and reports to the TCEQ Environmental Cleanup Section at Mail Code MC-127 with an additional copy submitted to the local TCEQ Region Office. The information in the reference block should be included in all submittals.

Sincerely,

  
Scott Lawless, Project Manager  
Team 1, Environmental Cleanup Section I  
Remediation Division  
Texas Commission on Environmental Quality

SEL/hmw/pk

cc: Waste Program Manager, TCEQ Region 11 Office, Austin  
Mr. Russell Weigand, Secor International, Inc.  
Mr. Chuck Lesniak, Environmental Program Coordinator, Watershed Protection Department,  
City of Austin  
Mr. Tim Haase, TCEQ Enforcement Division at Mail Code MC-219  
Oak Springs Branch of the Austin Public Library

Buddy Garcia, *Chairman*  
Larry R. Soward, *Commissioner*  
Bryan W. Shaw, Ph.D., *Commissioner*  
Glenn Shankle, *Executive Director*



## TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

*Protecting Texas by Reducing and Preventing Pollution*

November 15, 2007

Ms. Deborah Edwards  
Project Manager, Global Remediation  
ExxonMobil Corporation  
2800 Decker Drive, NW-61  
Baytown, Texas 77520

Re: Approval of Remedy Standard B – Commercial/Industrial  
Response Action Completion Report (RACR), dated July 2007  
Former Exxon Terminal  
1017 Springdale Road, Austin, Travis County, Texas  
TCEQ SWR No. 52113  
Agreed Order issued April, 22, 1992

Dear Ms. Edwards:

The Texas Commission on Environmental Quality (TCEQ) has reviewed the above referenced submittal, dated July 2007. Soil and groundwater contamination occurred at this site as a result of a release of fuel from the former vapor recovery area, former off-spec product tank and sump areas and the former interface tank and manifold areas. The TCEQ's Enforcement Division issued an Agreed Order on April 22, 1992, which directed certain corrective actions necessary to address any soil contamination associated with the operation of the facility. A Response Action Plan approved on April 27, 2005, addressed soil and groundwater contamination. The RACR documents the completion of response action activities associated with contamination of soil and groundwater.

Based on the TCEQ review of the report, Texas Risk Reduction Program (TRRP) Remedy Standard B – Commercial/Industrial has been attained such that no post-response action care is required. The report contains a document that fulfills the institutional control requirements of 30 Texas Administrative Code (TAC) §350.111.

This RACR fulfills the reporting requirements of the Agreed Order issued on April 1, 1992. Contact Tim Haase, TCEQ Order Compliance Team Leader, to discuss termination of the agreed order. Please be advised that all monitor wells which are not now in use and/or will not be used in the next 180 days must be properly plugged and abandoned pursuant to Chapter 32.017 of the Texas Water Code and in accordance with Title 16, Texas Administrative Code (TAC), Section 76.1004. A State of Texas Plugging Report (Form No. TCEQ-0055) is required to be submitted to the Water Well Drillers Section of the Texas Department of Licensing and Regulation, P.O. Box 12157, Capitol Station, Austin, Texas

Ms. Deborah Edwards  
Page 2  
November 15, 2007  
SWR ID No. 52113

78711, within thirty (30) days of plugging completion. If you have any questions regarding the future use of an existing monitor well, please contact the Texas Department of Licensing and Regulation at 512/463-7880 or 800/803-9202.

Please be aware that it is the continuing obligation of persons associated with a site to ensure that municipal hazardous waste and industrial solid waste are managed in a manner which does not cause the discharge or imminent threat of discharge of waste into or adjacent to waters in the state, a nuisance, or the endangerment of the public health and welfare as required by 30 TAC §335.4. If the actual response action fails to comply with these requirements, please take any necessary and authorized action to correct such conditions. A TCEQ field inspector may conduct an inspection of your site to determine compliance with the report.

Questions concerning this letter should be directed to me at (512) 239-1059. When responding by mail, please submit an original and one copy of all correspondence and reports to the TCEQ Environmental Cleanup Section at Mail Code MC-127 with an additional copy submitted to the local TCEQ Region Office. The information in the reference block should be included in all submittals.

Sincerely,

  
Scott Lawless, Project Manager  
Team 1, Environmental Cleanup Section I  
Remediation Division  
Texas Commission on Environmental Quality

SEL/cjh

cc: Waste Program Manager, TCEQ Region 11 Office, Austin  
Mr. Martin Romanak, Shaw Environmental, Inc.  
Mr. Chuck Lesniak, Environmental Program Coordinator, Watershed Protection Department,  
City of Austin  
Mr. Tim Haase, TCEQ Enforcement Division at Mail Code MC-219  
Oak Springs Branch of the Austin Public Library

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SPECIAL WARRANTY DEED  
(CASH)

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THE STATE OF TEXAS )  
 )  
COUNTY OF TRAVIS )

KNOWN TO ALL MEN BY THESE PRESENTS:

THAT THE UNDERSIGNED, MOBIL OIL CORPORATION, a New York Corporation, whose mailing address is 3225 Gallows road, Fairfax, VA 22037-0001 hereinafter referred to as "Grantor," for an in consideration of the sum of TEN AND NO/100 DOLLARS (\$10.00) cash, and other good and valuable consideration in hand paid by the Grantee, herein named, the receipt and sufficiency, of which is hereby acknowledged and confessed, has GRANTED, SOLD, and CONVEYED, and by these presents does hereby GRANT, SELL AND CONVEY unto PIZZA PROPERTY PARTNERS, hereinafter referred to as "Grantee," the following described property, to wit:

See Exhibit "A" attached hereto and by this reference made a part hereof for 1111-B. Springdale Road, Austin, Texas.

This conveyance, however, is made and accepted SUBJECT to any and all validly existing encumbrances, conditions and restrictions, relating to the hereinafter described property as now reflected by the Real Property Records, Travis County, Texas.

This conveyance is SUBJECT to the following restrictive covenants: As part of the consideration for this conveyance, the Grantee for itself, its successors or permitted assigns, covenants and agrees that from the date of this Deed the property shall be used for commercial/light industrial purposes only and neither the property herein conveyed nor any part thereof shall at any time be used for (1) the storage and sale of motor fuels; (2) for residential purposes, healthcare facilities, daycare facilities, schools, playgrounds; (3) that irrigation and drinking water wells shall be prohibited; and (4) that subsurface structures, including without limitation basements and below ground parking but excluding building foundations are prohibited. This covenant shall survive delivery of the Deed and is to run with the land herein conveyed and a similar restrictive covenant shall be inserted in any deed or lease or other instrument conveying or demising the property herein conveyed or any part thereof.

GRANTOR REPRESENTS that it shall undertake, with reasonable diligence, "Corrective Action," hereinafter defined as referring to active remediation, passive remediation, investigation and/or

REAL PROPERTY RECORDS  
TRAVIS COUNTY, TEXAS

13025 1076

~~REAL PROPERTY RECORDS  
TRAVIS COUNTY, TEXAS~~

~~13017 1400~~

01-97030309-JTB

monitoring of petroleum contamination, with respect to petroleum contamination caused by Grantor's use of the property which occurred or commenced occurring before the date hereof, if and to the extent required and in a manner approved by the governmental authority exercising jurisdiction over the matter, whether federal, state or local, or its designee. Grantor shall, solely within its discretion, complete the Corrective Action to the satisfaction of that governmental authority or to the regulatory requirements, whether before or after the date hereof. Grantor reserves the right, in its own or Grantee's name, if necessary, to challenge as unreasonable, arbitrary or otherwise not in accordance with law, any plan of Corrective Action proposed by that authority.

In consideration of Grantor's undertakings as set forth above, Grantee RELEASES AND DISCHARGES Grantor, its predecessors in interest, successors, agents, attorneys, employees and assigns, from and against any and all liability, damages, costs, expenses, causes of action, claims, lost profits, losses, settlements, fines and penalties (to the extent permitted by law), reasonable attorneys' fees and inconvenience related to the existence or migration of petroleum contamination which arose out of Grantor's use of the property. This provision shall survive closing and is binding on Grantee's lessees, heirs, assigns, successors, administrators and executors.

TO HAVE AND TO HOLD the above described property, together with all and singular the rights and appurtenances thereto in anywise belonging unto the said Grantee, its successors and/or assigns forever; and Grantor does hereby bind its successors and/or assigns, to WARRANT AND FOREVER DEFEND all and singular the said property unto the said Grantee, its successors and/or assigns, against every person whomsoever claiming or to claim the same or any part thereof, by, from, through or under Grantor, but not otherwise.

Current real estate taxes on said property having been prorated, the payment thereof is assumed by Grantee.

EXECUTED on this the 4<sup>th</sup> day of September, 1997.

ATTEST:

MOBIL OIL CORPORATION

B. A. Stevenson

BY: [Signature]

ITS: Attorney-in-Fact

Title

Grantee's Address:

PLEASE RECORDING RETURN TO  
ATTN: J. Price  
STEWART TITLE  
P.O. BOX 1805  
AUSTIN, TX 78767

REAL PROPERTY RECORDS  
TRAVIS COUNTY, TEXAS

13025 1077

REAL PROPERTY RECORDS  
TRAVIS COUNTY, TEXAS

~~13017 1401~~

ACKNOWLEDGMENT

The Commonwealth of Virginia )

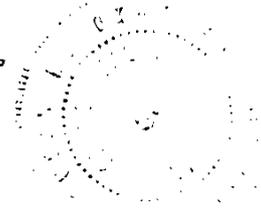
ss.

County of Fairfax )

The foregoing instrument was acknowledged before me on the 4<sup>th</sup> day of September, 1997 by A. J. Kasmussen, Attorney-in-Fact of Mobil Oil Corporation, a New York corporation, on behalf of said corporation.

[Signature]  
Notary Public

SUSAN L. DIAZ  
Printed name of Notary



MY COMMISSION EXPIRES: 8/31/98

**FILED**  
97 SEP 11 PM 12:10  
DANA DEBEAUVOIR  
COUNTY CLERK  
TRAVIS COUNTY, TEXAS

STATE OF TEXAS COUNTY OF TRAVIS  
I hereby certify that this instrument was FILED on  
the date and at the time stamped herein by me, and  
was duly RECORDED, in the Volume and Page of the  
aforesaid RECORDS of Travis County, Texas, on

SEP 11 1997  
[Signature]  
COUNTY CLERK  
TRAVIS COUNTY, TEXAS

RECIPT#: B0006473 TRANS#: 83984 DEPT: REGULAR RECORDS \$31.00  
CASHIER: MDPH FILE DATE: 9/11/97 TRANS DATE: 9/12/97  
PAID BY: 64004 3888

REAL PROPERTY RECORDS  
TRAVIS COUNTY, TEXAS

~~13017 1402~~

REAL PROPERTY RECORDS  
TRAVIS COUNTY, TEXAS

13025 1078

# EXHIBIT "A"

## PROPERTY DESCRIPTION

- BEING** a tract of land situated in the City of Austin, Travis County, Texas, being out of the Jesse Tonnehill Survey, Abstract No. 22, and being part of a tract of land deeded to Magnolia Petroleum Company by The Texas Pipeline Company by deed recorded in Volume 873, Page 585, Deed Records, Travis County, Texas, said tract of land being more particularly described by metes and bounds as follows:
- COMMENCING** at the intersection of the East R.O.W. line of Airport Boulevard (S.H. 29), a 120 foot wide R.O.W. at this point, and the Southeast R.O.W. line of Springdale Road, a 50.0 foot wide R.O.W.; **THENCE** North 30 degrees 20 minutes 00 seconds East, along said Southeast R.O.W. line of Springdale Road, a distance of 134.42 feet to the Southwest corner of said Magnolia Petroleum Company tract (hereinafter referred to as Magnolia tract); **THENCE** South 59 degrees 32 minutes 09 seconds West, along the South line of said Magnolia tract, a distance of 18.0 feet to a 5/8-inch steelrod being the Southeast corner of a tract of land deeded to the City of Austin by deed recorded in Volume 10505, Page 0485, Deed Records, Travis County, Texas; said 5/8-inch steelrod being the **POINT OF BEGINNING**:
- THENCE** North 30 degrees 13 minutes 53 seconds East (called North 30 degrees 20 minutes 00 seconds East) along the East R.O.W. line of Springdale Road, a distance of 78.95 feet (called 78.94 feet) to a 5/8-inch steelrod being a point of angle to the left in said R.O.W.:
- THENCE** North 27 degrees 28 minutes 47 seconds East (called North 27 degrees 29 minutes 12 seconds East), continuing along said East R.O.W. line of Springdale Road, a distance of 221.45 feet (called 221.49 feet) to a 5/8-inch steelrod in the North line of said Magnolia tract and the South line of a tract of land deeded to Humble Oil and Refining Company, by deed recorded in Volume 853, Page 242, Deed Records, Travis County, Texas:
- THENCE** South 59 degrees 31 minutes 15 seconds East (called South 59 degrees 31 minutes East) along the common line between said Magnolia tract and said Humble tract, a distance of 974.33 feet to a 3/4-inch iron pipe being the Northeast corner of said Magnolia tract and the Southeast corner of said Humble tract:
- THENCE** South 30 degrees 28 minutes 50 seconds West (called South 30 degrees 27 minutes West) along the East line of said Magnolia tract, at 150.12 feet passed a 1/2-inch steelrod, a total distance of 299.84 feet (called 300.0 feet) to a 3/4-inch iron pipe being the Southeast corner of said Magnolia tract:
- THENCE** North 59 degrees 32 minutes 09 seconds West (called North 59 degrees 31 minutes West) along the South line of said Magnolia tract, a distance of 962.40 feet to the **POINT OF BEGINNING** and embracing 290,059.79 Square Feet or 6.659 Acres of Land.

2010 11 15

REAL PROPERTY RECORDS  
TRAVIS COUNTY, TEXAS

13025 1079

**FILED**

**97 SEP 23 PM 2:12**

**DANA DEBEAUVOIR  
COUNTY CLERK  
TRAVIS COUNTY, TEXAS**

**RECORDER'S MEMORANDUM**-At the time of recordation this instrument was found to be inadequate for the best photographic reproduction, because of illegibility, carbon or photo copy, discolored paper, etc. All blockouts, additions and changes were present at the time the instrument was filed and recorded.

STATE OF TEXAS COUNTY OF TRAVIS  
I hereby certify that this instrument was FILED on the date and at the time stamped herein by me, and was duly RECORDED, in the Volume and Page of the named RECORDS of Travis County, Texas, on

1877  
**SEP 23 1997**



*Dana Debeauvoir*  
**COUNTY CLERK  
TRAVIS COUNTY, TEXAS**

**REAL PROPERTY RECORDS  
TRAVIS COUNTY, TEXAS**

**13025 1080**

RECEIPT#: A00087192 TRANS#: A3109 DEPT: REGULAR RECORD \$31.00  
CASHIER: BATUE FILE DATE: 9/23/97 TRANS DATE: 9/24/97  
PAID BY: CHECK# 3896

03-907367-M



WD 2009161184  
11 PGS

STATE OF TEXAS §  
  §  
COUNTY OF TRAVIS §

11

SPECIAL WARRANTY DEED AND BILL OF SALE

TEXACO DOWNSTREAM PROPERTIES INC., a Delaware corporation, successor by merger with Gulf Oil Corporation, a Pennsylvania corporation ("Grantor"), with offices at 1600 Smith Street, 27<sup>th</sup> Floor, Houston, Texas 77002, Attn: Law Department, for and in consideration of the sum of Ten and No/100 Dollars (\$10) and other good and valuable consideration in hand paid by 438 SPRINGDALE PARTNERS, LLC, a Texas limited liability company ("Grantee"), with offices at 301 Lavaca Street, Suite 100, Austin Texas 78701, the receipt and sufficiency of which are hereby acknowledged by Grantee, has **GRANTED, BARGAINED, SOLD, and CONVEYED** and by these presents does hereby **GRANT, BARGAIN, SELL, and CONVEY**, subject to the matters set forth hereinbelow, all that certain tract or parcel of land located in Travis County, Texas and that is described in Schedule "1" hereto, together with all buildings, structures, fixtures, improvements located thereon (the "Property").

**NOTICE OF CONFIDENTIALITY RIGHTS: IF GRANTOR OR GRANTEE IS A NATURAL PERSON, EACH SUCH PERSON MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION APPLICABLE TO SUCH PERSON FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: SUCH PERSON'S SOCIAL SECURITY NUMBER OR DRIVER'S LICENSE NUMBER.**

Except for those representations or warranties expressly made in this Deed or in the Purchase and Sale Agreement dated June 17, 2009, between Grantor and Grantee for the Property (the "Agreement"), the Property is conveyed "AS IS" and "WITH ALL FAULTS" AND WITHOUT ANY REPRESENTATIONS OR WARRANTIES WHATSOEVER, EXPRESS OR IMPLIED ON THE PART OF "GRANTOR", INCLUDING THOSE IMPLIED BY THE TERMS "SELL" OR "ASSIGN" OR THOSE IMPLIED BY ANY OTHER TERM HEREIN (OTHER THAN THE WARRANTY OF TITLE SET FORTH IN THIS DEED), OR ARISING BY OPERATION OF LAW WITH RESPECT TO THE MAINTENANCE, REPAIR, CONDITION, DESIGN, OR MARKETABILITY OF THE "PROPERTY" INCLUDING, WITHOUT LIMITATION, ANY WARRANTY OF CONDITION, HABITABILITY, MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE, CONFORMITY TO ANY MODELS OR SPECIFICATIONS, OR ANY WARRANTIES IN SECTION 5.023 OF THE TEXAS PROPERTY CODE, IT BEING THE EXPRESS INTENTION OF "GRANTOR" AND "GRANTEE" THAT THE "PROPERTY" BE CONVEYED TO, AND ACCEPTED BY, "GRANTEE" IN THE "PROPERTY'S" PRESENT CONDITION AND STATE OF REPAIR.

This conveyance is made subject to (a) liens for property taxes and assessments that are not due and payable as of the date of execution of this instrument, (b) all matters shown in the public records that affect or encumber the Property and that are listed and described on Schedule "2" hereto, and (c) all matters that can be ascertained by a reasonable inspection or survey of the

TRAVIS

Property. (Items (a) through (c) hereinafter are referred to collectively as the Permitted Encumbrances.)

**TO HAVE AND TO HOLD** the Property, together with all and singular the rights and appurtenances thereto in anywise belonging, subject to the Permitted Encumbrances, unto Grantee and Grantee's successors and assigns, forever; and Grantor and Grantor's successors and assigns are hereby bound to warrant and forever defend, all and singular, the Property, subject to the Permitted Encumbrances, unto Grantee and Grantee's successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof by, through and under Grantor, but not otherwise.

This instrument may be executed in two counterparts, and it shall not be necessary that the signatures of both parties hereto be contained on any one counterpart hereof; each counterpart shall be deemed an original, and both such counterparts shall constitute one and the same instrument.

Grantee, by Grantee's acceptance hereof, does hereby assume and agree to pay any and all ad valorem standby fees, taxes, and assessments pertaining to the Property for the calendar year 2009 and subsequent years, there having been a proper proration of ad valorem taxes for the current calendar year 2009 between Grantor and Grantee. Grantee, by Grantee's acceptance hereof, does further assume and agree to pay any and all ad valorem taxes relating to a subsequent change in the usage or ownership of the Property, whether by reason of this conveyance or hereafter.

IN WITNESS WHEREOF, Grantor and Grantee have caused the execution of this instrument to be effective as of the 18<sup>th</sup> day of September, 2009.

**[SIGNATURE PAGES FOLLOW]**

GRANTOR:

**TEXACO DOWNSTREAM PROPERTIES INC.,**  
a Delaware corporation

By: Steven A. Berg

Printed Name: Steven A. Berg  
Title: Assistant Secretary

STATE OF TEXAS       §  
                                  §  
COUNTY OF HARRIS   §

This instrument was acknowledged before me on the \_\_\_\_ day of September, 2009 by \_\_\_\_\_, as Assistant Secretary of TEXACO DOWNSTREAM PROPERTIES INC., a Delaware corporation, on behalf of said corporation.

\_\_\_\_\_  
Notary Public in and for the  
State of Texas

\_\_\_\_\_  
Notary's Printed Name

My Commission Expires: \_\_\_\_\_

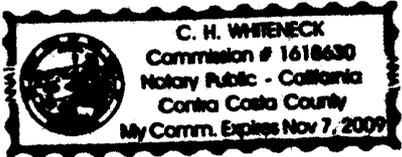
**CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT**

State of California

County of Contra Costa }

On September 18, 2009 before me, C. H. Whiteneck  
Date Here Insert Name and Title of the Officer

personally appeared Steven A. Berg - Assistant Secretary  
Name(s) of Signer(s)  
for Texaco Downstream Properties, Inc., a Delaware Corporation



who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature C. H. Whiteneck  
Signature of Notary Public

Place Notary Seal Above

**OPTIONAL**

*Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.*

**Description of Attached Document**

Title or Type of Document: \_\_\_\_\_

Document Date: \_\_\_\_\_ Number of Pages: \_\_\_\_\_

Signer(s) Other Than Named Above: \_\_\_\_\_

**Capacity(ies) Claimed by Signer(s)**

Signer's Name: \_\_\_\_\_

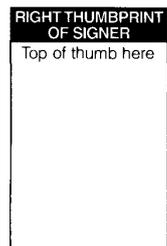
- Individual
- Corporate Officer — Title(s): \_\_\_\_\_
- Partner —  Limited  General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_



Signer Is Representing: \_\_\_\_\_

Signer's Name: \_\_\_\_\_

- Individual
- Corporate Officer — Title(s): \_\_\_\_\_
- Partner —  Limited  General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_



Signer Is Representing: \_\_\_\_\_

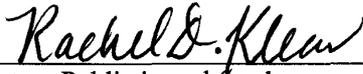
GRANTEE:

**438 SPRINGDALE PARTNERS, LLC,**  
a Texas limited liability company

By:   
Matt Mathias, Manager

STATE OF TEXAS       §  
                                  §  
COUNTY OF TRAVIS   §

This instrument was acknowledged before me on the 18 day of September, 2009, by Matt Mathias, as Manager of 438 Springdale Partners, LLC, a Texas limited liability company, on behalf of said company.

  
Notary Public in and for the  
State of Texas

Rachel D. Kleas  
Notary's Printed Name

My Commission Expires: 6.15.2011



**SCHEDULE "1" TO**  
**SPECIAL WARRANTY DEED**

**LEGAL DESCRIPTION OF THE PROPERTY:**

**(see attached 4.376 acre legal description)**

Description of 4.376 acres  
for Riata Holdings LTD.

July 1, 2009  
Job No. 0935

**ALL THAT CERTAIN PARCEL OR TRACT OF LAND OUT OF THE JESSE TANNEHILL LEAGUE, ABSTRACT NO. 22 IN THE CITY OF AUSTIN, TRAVIS COUNTY, TEXAS, BEING ALL OF THAT CERTAIN 4.109 ACRE TRACT OF LAND DESCRIBED AS TRACT ONE, AND ALL OF THAT CERTAIN 0.266 ACRE TRACT OF LAND DESCRIBED AS TRACT TWO IN A QUITCLAIM TO TEXACO DOWNSTREAM PROPERTIES INC. RECORDED IN DOCUMENT NO. 2001193379 OF THE OFFICIAL PUBLIC RECORDS OF SAID COUNTY, AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:**

BEGINNING at a three quarter inch diameter iron rod in a concrete monument found on the east right-of way line of Airport Boulevard at the southwest corner of that certain 6.054 acre tract of land described in a Special Warranty Deed to 10611 Research L C recorded in Document No. 2001025561 of said Official Public Records, being the most westerly corner of said 0.266 acre tract for the most westerly corner and **PLACE OF BEGINNING** hereof, from which a three quarter inch diameter iron rod in a concrete monument found on said right-of-way line bears North 18 degrees 53 minutes 21 seconds West a distance of 65.84 feet

THENCE with the southwest line of said 6.054 acre tract, being the northeast line of said 0.266 acre tract, South 60 degrees 52 minutes 53 seconds East, a distance of 253.60 feet to a three quarter inch diameter iron rod in a concrete monument found at the southeast corner of said 6.054 acre tract, being the most westerly corner of said 4.109 acre tract, for an inside ell corner hereof

THENCE with the southeast line of said 6.054 acre tract, being the northwest line of said 4.109 acre tract, North 29 degrees 17 minutes 47 seconds East, a distance of 531.96 feet to a three quarter inch diameter iron rod in a concrete monument found in the southwest line of that certain 6.659 acre tract of land described in a Warranty Deed With Vendor's Lien to The Voice of the Cornerstone Church Corp. recorded in Document No. 2000018675 of said Official Public Records, at the most easterly corner of said 6.054 acre tract, being the most northerly corner of said 4.109 acre tract, for the most northerly corner hereof, from which a one half inch diameter iron rod found on the southeast right-of-way line of Springdale Road at the most northerly corner of said 6.054 acre tract, being the most westerly corner of said 6.659 acre tract, bears North 60 degrees 43 minutes 34 seconds West, a distance of 626.03 feet

Description of 4.376 acres  
for Riata Holdings LTD. (continued)

July 1, 2009  
Job No. 0935

THENCE with said southwest line, being the northeast line of said 4.109 acre tract, South 60 degrees 43 minutes 34 seconds East, a distance of 336.52 feet to a one half inch diameter iron rod set with a plastic cap stamped "ACCUTEX SS" at the most southerly corner of said 6.659 acre tract, being the most easterly corner of said 4.109 acre tract, for the most easterly corner hereof, from which a one half inch diameter iron rod found with a cap stamped "TERRA FIRMA" bears North 29 degrees 17 minutes 47 seconds East, a distance of 1.05 feet

THENCE with the southeast line of said 4.109 acre tract and said 0.266 acre tract, South 29 degrees 18 minutes 24 seconds West, pass a one and one half inch outside diameter iron pipe found at 550.97 feet and continuing on for a total distance of 551.64 feet to a point in the north line of that certain 3.553 acre tract described in said Special Warranty Deed to 10611 Research L C recorded in Document No. 2001025561, at the most southerly corner of said 0.266 acre tract of land, for the most southerly corner hereof, from which a one inch outside diameter iron pipe found on the northwest line of that certain City of Austin railroad right-of-way line described in Volume 9837, Page 414 of the Deed Records of said county, at the most easterly corner of said 3.553 acre tract, bears South 60 degrees 50 minutes 05 seconds East, a distance of 208.10 feet, also from which a one half inch diameter iron rod found with a plastic cap stamped "SURVCON INC" bears North 42 degrees 04 minutes 57 seconds East, a distance of 0.61 foot

THENCE with said north line, being the southwest line of said 0.266 acre tract, North 60 degrees 50 minutes 05 seconds West, a distance of 567.60 feet to a point in said east right-of-way line of Airport Boulevard, at the most westerly corner of said 3.553 acre tract, being the southwest corner of said 0.266 acre tract, for the southwest corner hereof, from which a one inch outside diameter iron pipe found at approximately 2 feet below grade bears North 60 degrees 50 minutes 05 seconds West, a distance of 0.13 foot, also from which a one half inch diameter iron rod found with a plastic cap stamped "WORTECH SURVEYORS" bears North 58 degrees 56 minutes 22 seconds East, a distance of 0.05 foot, and from which a three quarter inch diameter iron rod in a concrete monument found on said right-of-way line bears South 18 degrees 53 minutes 21 seconds East, a distance of 104.64 feet

Description of 4.376 acres  
for Riata Holdings LTD. (continued)

July 1, 2009  
Job No. 0935

THENCE with said right-of-way line, being the west line of said 0.266 acre tract, North 18 degrees 53 minutes 21 seconds West, a distance of 30.08 feet to the **PLACE OF BEGINNING** and containing a calculated area of **4.376 acres** of land, more or less, subject to easements, restrictions or conditions of record, if any.

*The basis for the directions shown hereon is true north as determined by solar observations conducted July 10, 1997 and applied to survey controls recovered and used for this survey.*

I, the undersigned, a Registered Professional Land Surveyor, do hereby state that the above description was determined from a survey made on the ground and said description is a true and correct representation of said survey.

---

Floyd Ward  
Registered Professional Land Surveyor  
No. 3991 - State of Texas

**ACCUTEX SURVEY SYSTEMS, INC.**  
P. O. Box 203755 Austin, Texas 78720

Telephone: (512) 453-6699

fn935-4.doc

**SCHEDULE "2" TO**  
**SPECIAL WARRANTY DEED**

**PERMITTED EXCEPTIONS:**

1. Taxes for the year in which the deed is delivered to Buyer.
2. Zoning and building regulations applicable to the Property.
3. Any and all roads or ways over and across the Property.
4. The Property may not be used for residential, educational or hospital purposes.
5. That certain license agreement to be entered into by Seller and Buyer contemporaneously with the delivery of the deed and recorded simultaneously therewith, relating to, among other things, environmental assessment and remedial work to be performed by Grantor on the Property.
6. Use of groundwater beneath the Property shall not be allowed except for monitoring purposes.
7. Use of the Property shall be restricted to "commercial/industrial land use" only. "Commerical/industrial land use" as used herein has the meaning defined at 30 TAC §350.4(a)(13), as explained by TCEQ at RG 366/TRRP7.
8. That 18 month license granted to Grantor in the Purchase and Sale Agreement allowing Grantor to use a 50 feet by 100 feet portion of the Property for storage for up to eighteen months after the Closing.
9. Electric transmission and distributing line easements, together with rights of ingress and egress, granted to Texas Power & Light Company, as described in Volume 414, Page 484, Volume 414, Page 485, and Volume 414, Page 486, of the Deed Records of Travis County, Texas. Note on survey dated July 1, 2009, prepared by Floyd Ward, Registered Public Land Surveyor No. 3991, indicates that these instruments "contained an inadequate description to determine if it affects the hereon described properties, however a careful, on the ground examination revealed no overhead power lines other than those shown hereon." Survey shows an "electric vault" in the southwest portion of the subject property, outside of any depicted easement.
10. A 20' road easement as described in Volume 544, Page 334, of the Deed Records of Travis county, Texas and as shown on survey dated July 1, 2009, prepared by Floyd Ward Registered Public Land Surveyor No. 3991.
11. An electric transmission and distributing line easement granted to the City of Austin, as described in volume 1280, Page 17, of the deed Records of Travis County, Texas, and as shown on survey dated July 1, 2009, prepared by Floyd Ward Registered Public Land Surveyor No. 3991.
12. Two 6" pipe line easements and the right to lay, operate, maintain and remove one additional 6" pipe line, granted to Humble Oil & Refining Company, as described in Volume 1747, Page 532, of the deed Records of Travis County, Texas and as shown on survey dated July 1, 2009, prepared by Floyd Ward Registered Public Land Surveyor No. 3991.

13. A storm water drainage way easement in the west and north portions of the subject property, granted to the City of Austin, as described in Volume 2217, Page 71, of the Deed Records of Travis County, Texas and as shown on survey dated July 1, 2009, prepared by Floyd Ward Registered Public Land Surveyor No. 3991.
14. A 5,313 square foot easement in the east portion of the subject property for the installation, operation, maintenance, replacement and removal of underground water distribution system granted to CITGO Petroleum Corporation, Exxon Company, U.S.A. Mobil Oil Corporation and Star Enterprise, as described in that certain Easement and Maintenance Agreement dated August 31, 1995, of record in Volume 12538, Page 465, of the Real Property Records of Travis County, Texas, together with all terms, conditions, and provisions of said instrument and as shown on survey dated July 1, 2009, prepared by Floyd Ward Registered Public Land Surveyor No. 3991.
15. A pipe line and railroad equipment easement in the south part of the subject property, granted to the Texas Pipe Line Company, as described in Vol. 838, Page 267, of the Deed Records of Travis County, Texas and as shown on survey dated July 1, 2009, prepared by Floyd Ward Registered Public Land Surveyor No. 3991.
16. An 8" pipe line easement located in the West part of the subject property, granted to Gulf Refining Company and Gulf Oil Corporation, as described in Vol. 1474, Page 62, amended in Vol. 3474, Page 1763, of the Deed Records of Travis County, Texas and as shown on survey dated July 1, 2009, prepared by Floyd Ward Registered Public Land Surveyor No. 3991.
17. An access easement in the south part of the subject property, granted to 10611 Research, L C, by instrument recorded under Document Number 2001025562, of the Official Public Records of Travis County, Texas, and as shown on survey dated July 1, 2009, prepared by Floyd Ward Registered Public Land Surveyor No. 3991.
18. Location of underground drainage pipe partly on north part of subject property and partly on adjacent property, as shown on survey dated July 1, 2009, prepared by Floyd Ward Registered Public Land Surveyor No. 3991.
19. Location of sidewalk partly on north part of subject property and partly on adjacent property as shown on survey dated July 1, 2009, prepared by Floyd Ward Registered Public Land Surveyor No. 3991.
20. Utility pole and telephone lime in the north part of subject property as shown on survey dated July 1, 2009, prepared by Floyd Ward Registered Public Land Surveyor No. 3991.

**Return:  
Gracy Title Co.**

**FILED AND RECORDED**

OFFICIAL PUBLIC RECORDS

*Dana DeBeauvoir*

2009 Sep 24 08:47 AM 2009161184

BENAVIDESV \$56.00

DANA DEBEAUVOIR COUNTY CLERK

TRAVIS COUNTY TEXAS

**NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER AND YOUR DRIVER'S LICENSE NUMBER**

**DEED WITHOUT WARRANTY**

**Date:** December 19, 2014

**Grantor:** **EXXON MOBIL CORPORATION**  
a New Jersey corporation, formerly known as Exxon Corporation, successor in interest to Humble Oil & Refining Company, a Texas corporation

**Grantor's Mailing Address:** P.O. BOX 2567  
Houston, TX 77252-2567

**Grantee:** **SALT CREEK HOLDINGS, LLC**  
a Texas limited liability company

**Grantee's Mailing Address:** 5300 Bee Cave Road  
Building I, Suite 240  
Austin, Texas 78746

**Consideration:** \$10.00 cash and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged.

**Property (including any improvements):**

The surface estate in that certain tract of land being 19.148 acres situated in the J. C. Tannehill Survey, Abstract 22, in the City of Austin, Travis County, Texas. Said tract of land is further described on **Exhibit "A"** attached hereto, together with all improvements, fixtures, and personal property.

**Reservations from and Exceptions to Conveyance:**

1. **Permitted Exceptions.** This Deed Without Warranty is subject to (i) any and all valid and subsisting easements, rights-of-ways, conditions, covenants, restrictions, reservations, exceptions and other encumbrances of record, (ii) all building and land use ordinances, laws, regulations and restrictions by municipal or other governmental authority applicable to the Property, and (iii) any other

rights in or encumbrances on the Property which are evident by a physical inspection or survey of the Property.

2. **Taxes.** Taxes and assessments for the current year are prorated as of the Date above, and Grantee assumes the payment of such taxes and assessments after this Date, including, without limitation, all subsequent assessments for prior years due to a change in ownership or change in land usage or zoning.
3. **Reservation of Oil, Gas and Other Minerals. Waiver of Surface Use. Reservation of Subsurface Drilling Rights.** Grantor excepts herefrom and reserves unto itself, its successors and assigns, and its predecessors in title in accordance with its or their respective interests of record, all oil, gas and other minerals of every character in, on or under the Property, but Grantor on behalf of itself, its successors and assigns, and its predecessors in title, to the extent Grantor has the right to bind such predecessors, and in exercise of its executive leasing rights does hereby forever release and relinquish its right to enter upon and use the surface of said land for exploring and drilling for and producing and mining such oil, gas and other minerals; provided that Grantor will have and hereby reserves the right to drill under and through the subsurface of land at the Property below the depth of one hundred feet (100') from the surface thereof by a well or wells located on the surface of land outside the boundaries of the land conveyed hereby and the right to pool and combine such Property, in whole or in part, with other land for the purpose of exploring and drilling for and producing and mining such minerals by virtue of operations conducted on such other lands, but not the lands conveyed hereby.
4. **ACKNOWLEDGMENT OF PRIOR USE AND CERTAIN SITE CONDITIONS:** PURCHASER ACKNOWLEDGES THAT THE PROPERTY (i) FROM THE EARLY 1950'S TO THE 1990'S WAS USED FOR OPERATING A BULK REFINED TERMINAL FOR THE STORAGE, TRANSFER AND DISTRIBUTION OF OIL AND GAS, INCLUDING CRUDE OIL, NATURAL GAS, PETROLEUM PRODUCTS AND/OR DERIVATIVE PRODUCTS CONTAINING HYDROCARBONS, (ii) WAS PART OF THE "EAST AUSTIN TERMINALS" BULK FUEL DISTRIBUTION CENTER AND WAS USED AS PART OF A NETWORK OF FIVE (5) ADJACENT PETROLEUM BULK TERMINAL AND STORAGE OPERATIONS FOR SUPPLYING FUEL FOR THE AUSTIN AREA, (iii) SUCH OIL AND GAS, CRUDE OIL, NATURAL GAS, PETROLEUM PRODUCTS, AND/OR DERIVATIVE PRODUCTS AND RELATED HAZARDOUS SUBSTANCES MAY HAVE BEEN SPILLED, LEAKED, RELEASED OR OTHERWISE DISCHARGED ONTO, INTO OR UNDER THE PROPERTY AND MAY HAVE IMPACTED THE SOIL AND/OR GROUNDWATER ON, IN OR UNDER THE PROPERTY, (iv) THE PROPERTY MAY CONTAIN ASBESTOS, LEAD, NATURALLY OCCURRING RADIOACTIVE MATERIAL (NORM), POLY CHLORINATED BYPHENOLS (PCB'S), BENZENE, METHYL TERTIARY BUTYL ETHER (MTBE), OR OTHER HAZARDOUS SUBSTANCES AS THE RESULT OF, OR RELATED TO, PRIOR OPERATIONS, USES AND ACTIVITIES, (v) THE PROPERTY MAY CONTAIN, WHETHER ACTIVE OR ABANDONED, OR WHETHER ABOVE OR BELOW GROUND, TANKS, PIPELINES, PIPES, LINES, WELLS, PITS, AND OTHER STRUCTURES OR FACILITIES AS A RESULT OF OR RELATED TO PRIOR OPERATIONS AND USES AND ACTIVITIES, (vi) A PORTION OF THE PROPERTY IS OR MAY

BE LOCATED WITHIN A FLOODWAY AND IS ENCUMBERED BY AN EPHEMERAL STREAM, WITH INTERMITTENT DRAINAGE INTO BOGGY CREEK WHICH EMANATES INTO THE COLORADO RIVER, AND (VII) WETLANDS, AS WELL AS THREATENED OR ENDANGERED SPECIES OR THEIR HABITATS, MAY BE PRESENT ON A PORTION OF THE PROPERTY.

5. **Use Restrictions, Institutional Controls and Engineering Controls**

- a) The Property is subject to those certain Restrictive Covenants on Land and Groundwater Use of Former Exxon Austin Terminal – Springdale Rd., dated August 25, 2005, and filed and recorded on August 26, 2005, in the Official Public Records of Real Property of Travis County, Texas as Clerk's File #2005158097, , as amended by that certain Modified Restrictive Covenant on Land and Groundwater Use of East Austin Terminal – Springdale Road recorded under Clerk's File No. 2014059274 in the Official Public Records of Real Property of Travis County, Texas ("Amended TCEQ Restrictions"). Notwithstanding the City of Austin's Zoning Regulations, the Property is currently restricted against, among other things (i) any use **except** commercial/industrial uses, and (ii) against groundwater uses as defined under the Texas Commission on Environmental Quality ("TCEQ") Texas Risk Reduction Program Rule ("TRRP") found at 30 Texas Administrative Code ("TAC"), Chapter 350.
- b) The Property is further subject to the following additional use restrictions and engineering controls: Grantee agrees to use appropriately engineered impervious liners or vapor barriers designed, constructed and maintained to prevent the migration of hydrocarbon vapors or liquids if any, containing Regulated Substances, from the soil to the interior of any structures, underground utilities or storm water retention/detention ponds, including without limitation, sealed sumps and storm or storm pond liners constructed at or on the Property in areas where site conditions dictate that an environmental consultant or engineer, using practices consistent with the standard of care of consultants or engineers practicing under similar circumstances in similar locations, would suggest the use of such impervious liners or vapor barriers for protection of human health. At a minimum, Grantee agrees for itself and its respective successors and permitted assigns, that at its sole cost and expense, it will construct any buildings and develop the Property in accordance with the requirements set forth on **Exhibit "B"** attached hereto, which are collectively referred to as the "Engineering Controls."
- c) The restrictions, prohibitions and limitations contained in immediately preceding subparagraphs "a," and "b" above, are referred to as "**Use Restrictions.**"
- d) **Grantor's Reservation of Access and Negotiation.** Notwithstanding anything to the contrary contained herein and without limiting the breadth and scope of

the Release, Covenant Not to Sue, and Indemnity herein in any way, Grantor excepts herefrom and reserves to itself and its successors and assigns the right of access to, and ingress and egress to and from, the Property, at no cost or expense to Grantor, in the event Grantor is required by any governmental agency or regulatory or judicial authority, whether federal, state or local, to investigate the condition of the Property, and for the purpose of confirming Grantee's compliance with the Use Restrictions. Grantor agrees to provide Grantee written notice prior to entering the Property for such investigation or related activities. Such access and ingress and egress shall include such access and ingress and egress by Grantor and its affiliates and their respective employees, agents and contractors. In the event Grantor is required by any governmental agency or regulatory or judicial authority, whether federal, state or local, to investigate the condition of the Property, Grantor reserves and shall have the sole and exclusive right, but not the obligation, to negotiate, compromise or settle with, and to litigate against, such agency or authority regarding (i) the nature, scope, duration, timing and extent of such investigation and remedial activities proposed or required by such agency or authority, (ii) any remediation plans, (iii) any requirements or orders of such agency or authority, and (iv) the completion or termination of investigation and/or remediation efforts by Grantor.

- e) Grantor's reserved rights of access and negotiation hereinabove are referred to as "Access and Negotiation Rights." The term "Use Restrictions and Access Rights" shall mean and refer to the Use Restrictions and Access and Negotiations Rights, collectively.
  - f) These Use Restrictions and Access Rights shall run with the land, are binding on Grantor and Grantee and all their successors and assigns, as well as all future occupants and owners of the Property and shall be recognized in, and survive, all subsequent sales, transfers, leases, assignments or other conveyances, in whole or part, of the Property. The Use Restrictions and Access Rights will be included in all deeds or other instruments associated with any subsequent sale, transfer, lease, assignment or other conveyance, in whole or in part, of the Property, and the failure to include the Use Restrictions and Access Rights in any future deeds or instruments shall in no way limit or impair the validity of the Use Restrictions and Access Rights. The Use Restrictions and Access Rights will remain effective and in force permanently unless and until waived in writing by Grantor, in its sole discretion.
6. **"AS-IS" Conveyance. No Warranties.** As a material part of the Consideration for this Deed Without Warranty, Grantor and Grantee acknowledge and agree that Grantee takes title to the Property in its **"AS IS, WHERE IS, WITH ALL FAULTS"** condition and that **GRANTOR SPECIFICALLY DISCLAIMS ANY AND ALL WARRANTIES, WHETHER EXPRESS OR IMPLIED, INCLUDING, WITHOUT LIMITATION, THE WARRANTIES OF TITLE, MERCHANTABILITY, FITNESS**

**FOR PARTICULAR PURPOSES, SUITABILITY, OR THAT THE PROPERTY HAS A PARTICULAR FINANCIAL VALUE.** Grantee acknowledges and stipulates that Grantee is not relying on any representation, statement, agreement, inducement or other assertion with respect to the condition of the Property (to include, without limitation, the environmental or physical condition) but is relying solely on Grantee's examination of the Property. **Grantee's acceptance of the Property is at the sole risk and liability of Grantee with respect to i) the present status and condition of the Property, and ii) the suitability, fitness or acceptability of the Property for Grantor's purposes.**

7. Release and Covenant Not to Sue. Grantee, for itself and its successors and assigns. i) **agrees and covenants not to sue** Grantor's Related Parties (as defined below) for any and all Claims (as defined below), and ii) **agrees to acquit, release and forever discharge** Grantor's Related Parties from any and all Claims, in both cases, that arise out of or relate to, in any way, the condition, ownership, use, maintenance or operation of the Property at any time, whether before, on or after the Date above no matter how or when caused, whether known or unknown, that are asserted or made by any person or entity, whether public or private, under any Law. As used herein, the term "Law" shall mean any statute, law, rule, regulation or ordinance, whether federal, state or local, whether at law or equity, whether by statute, common law, administrative or regulatory proceeding or otherwise, whether based on the negligence, gross negligence, strict liability, willful misconduct or other conduct of any party hereto or otherwise, to include without limitation and by way of example only, the Comprehensive Environmental Response, Compensation, and Liability Act, the Resources Conservation and Recovery Act, the Clean Air Act, the Safe Drinking Water Act, and the Clean Water Act, or similar or counterpart state statutes. As used herein, the term "Claims" shall mean any and all losses, damages, claims, causes of action, cross-claims, counterclaims, rights of contribution or indemnity, rights of reimbursement, liens, suits, liabilities, demands, payments, expenses, costs and fees, to include without limitation and by way of example only, attorneys' and expert witness fees, court costs, civil or criminal penalties or fines, taxes and any other charges of any kind or nature whatsoever. The term "Grantor's Related Parties" shall include Grantor and its affiliates, subsidiaries, employees, officers, directors and agents and their respective representatives, successors and assigns. Any Claims not herein released or discharged by Grantee are irrevocably assigned by Grantee to Grantor. The parties acknowledge and agree that the covenant not to sue and the release contained in the first sentence of this paragraph and the assignment and transfer of Claims contained in the preceding sentence exclude any Claims Grantee may have against Grantor relating to i) that certain Sale and Purchase Agreement dated November 18, 2014 by and between Grantor and Grantee (the "Purchase Agreement") which survive closing, or ii) the Closing documents described in Section 4.A of the Purchase Agreement.

8. Indemnity. If the Closing occurs, Grantee, for itself and its successors and assigns, agrees to **defend, indemnify and hold harmless** Grantor's Related Parties from any and all Claims that arise out of or relate to, in any way, the condition, ownership, use, maintenance or operation of the Property after the date hereof that are asserted or made by any person or entity, whether public or private, under any Law.
  
9. Assumption of Responsibility. Grantee, for itself and its successors and assigns, **assumes, undertakes and accepts any and all responsibilities, obligations, risks and liabilities**, if any, for i) the environmental and/or physical condition of the Property whether existing, created or set in place before, on or after the Date above, whether known or unknown, no matter how or when caused, whether based on past, present or future conditions, operations, activities or events, arising, asserted or made under any Law, and ii) the assessment, remediation, removal, transportation, disposal, treatment or other disposition of any and all pollutants, contaminants, wastes, materials and substances in, on or under the Property or which are related to or arising from the Property at any time, whether before, on or after the Date above, whether hazardous or not, that is or may be required under any Law.

Grantor, for the Consideration and subject to the Reservations from and Exceptions to Conveyance, and subject to and conditioned upon Grantee's acceptance and agreement to undertake Grantee's obligations and agreements as set forth above, grants, sells and conveys to Grantee the Property, together with all and singular the rights and appurtenances thereto in any way belonging, to have and to hold it to Grantee and its successors and assigns forever, **without express or implied warranty, all of which are disclaimed by Grantor. All warranties that might arise by common law and the warranties in §5.023 of the Texas Property Code (or successor provision) are excluded. THIS PROPERTY IS TRANSFERRED WITHOUT WARRANTY OF TITLE.**

The parties acknowledge and agree that i) the captions beside the numbered paragraphs of this instrument are for convenience only and will not limit, enlarge, modify, or otherwise affect this Deed Without Warranty, and ii) when the context requires, singular nouns and pronouns include the plural.

This Deed Without Warranty is made effective as of the Date above.

Grantee and Grantor acknowledge and agree that the reservations, covenants, restrictions and obligations contained in the Reservations from and Exceptions to Conveyance as set forth in this Deed Without Warranty: i) are reasonable in their purpose, ii) touch and concern the Property, iii) will run with the land making up the Property, and iv) will be binding on Grantee, and its successors and assigns, forever.

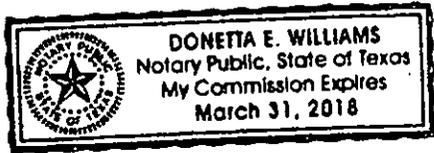
Grantor:

**EXXON MOBIL CORPORATION**

By: *G. L. Jensen*  
G. L. Jensen  
Agent and Attorney-in-Fact

STATE OF TEXAS           §  
  §  
COUNTY OF HARRIS       §

This instrument was acknowledged before me on December 19, 2014 by G. L. Jensen, as Agent and Attorney-in-Fact of **EXXON MOBIL CORPORATION**, a New Jersey corporation, on behalf of said corporation.



*Donetta E. Williams*  
Notary Public, State of Texas

Donetta E. Williams  
Printed Name of Notary

[Signature page continues.]

[Deed Without Warranty Signature Page (cont.)]

AGREED TO AND ACCEPTED this 19<sup>th</sup> day of December, 2014, by the Grantee.

**Grantee:**

**SALT CREEK HOLDINGS, LLC**

By:   
Matt V. Mathias, Manager

STATE OF TEXAS

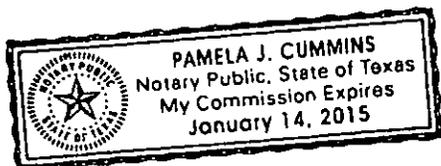
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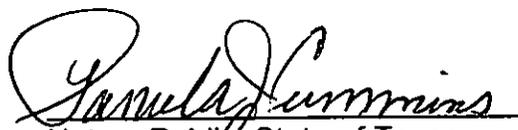
COUNTY OF TRAVIS

§

§

This instrument was acknowledged before me on this 16 day of December, 2014 by Matt V. Mathias, as Manager of **SALT CREEK HOLDINGS, LLC**, a Texas limited liability company, on behalf of said limited liability company.



  
Notary Public, State of Texas  
Pamela J Cummins  
Printed Name of Notary

**Exhibit "A"**

To Deed Without Warranty from  
**EXXON MOBIL CORPORATION**, as Grantor,  
to **SALT CREEK HOLDINGS, LLC**, as Grantee

**PROPERTY DESCRIPTION**

19.148 Acres  
J.C. Tannehill Survey, Abstract 22 in the City of Austin  
Travis County, Texas

Being a tract containing 19.148 acres of land situated in the J. C. Tannehill Survey, Abstract 22, in the City of Austin, Travis County, Texas and being comprised of all that certain called 6.0 acre tract of land as conveyed to Humble Oil & Refining Company by an instrument recorded in Volume 851, Page 629 of the Deed Records of Travis County, Texas (D.R.T.C.T.) and also being all of Tract 1, a called 5.98 acre tract, Tract 2, a called 7.1 acre tract and Tract 3, a called 0.11 of one acre tract of land, with all three said tracts being part of a conveyance to Humble Oil & Refining Company, by an instrument recorded in Volume 653, Page 242 of the D.R.T.C.T. Said 19.148 acre tract being more particularly described by metes and bounds, as follows:

**BEGINNING** at a 1-inch iron pipe at the southeast corner of said 19.148 acre tract same being the southwest corner of Lots 19 and 20 of the Brookwood Subdivision, according to the map of plat thereof as recorded in Plat Book 58, Page 57, of the Plat Records of Travis County, Texas (P.R T.C.T.) and lying in the northwesterly right-of-way line of the Missouri Kansas and Texas railroad;

THENCE, South 72°55'00" West, along the northwesterly right-of-way line of said railroad, passing at a distance of 516.00 feet a found 1-inch iron pipe found marking the division line between said 6.0 acre tract and said Tract 2, a called 7.1 acre tract, in all a total distance of 560.30 feet to a 1-inch iron pipe found for a corner along the southerly line of the herein described tract, same being the northeast corner of a called 3.553 acre tract of land as conveyed to 10611 Research L. C. by an instrument recorded in Document Number TRV 2001025561 of the Real Property Records of Travis County, Texas (O.P.R.T.C.T.);

THENCE, North 60°04'10" West, along the common lot line between said 19.148 acre tract and said 3.553 acre tract, a distance of 207.96 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" found for the most southerly southwest corner of the herein described tract same being the southeast corner of a called 4.376 acre tract of land as conveyed to 438 Springdale Partners, LLC by an instrument recorded in Document No. 2009161184TR of the O.P.R.T.C.T.;

THENCE, North 29°59'40" East, along the common property line between said 19.148 acre tract and said 4.376 acre tract, passing at 552.13 feet a iron rod with accutech

#3991 cap found for the northeast corner of said 4.376 acre tract, the southwest corner of a called 6.659 acre tract of land as conveyed to the Voice of the Cornerstone Church by instrument recorded in Document Number 2003045604 of the O.P.R.T.C.T., in all a total distance of 851.16 feet to a point for corner from which a found 1/2-inch iron rod bears North 76°42' West a distance of 1.76 feet, for an internal ell corner of the hereof described tract of land, same being the northeast corner of said 6.659 acre tract;  
THENCE, North 60°07'00" West, along the common lot line between said 19.148 acre tract and said 6.659 acre tract, a distance of 983.72 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" found for the most westerly southwest corner of the herein described tract and lying in the existing easterly right-of-way line of Springdale Road (width varies) from which a found 5/8-inch iron rod bears South 59°07' East a distance of 7.92 feet;

THENCE, North 30°00'00" East, along the existing easterly right-of-way line of said Springdale Road, a distance of 266.18 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" found for the northwest corner of the herein described tract, marking the southwest corner of a called 9.976 acre tract of land as conveyed to Springdale Partners, LTD by an instrument recorded in Document No. 2000099669TR of the O.P.R.T.C.T.;

THENCE, South 59°58'60" East, along the common property line between said 19.148 acre tract and said 9.976 acre tract, a distance of 983.80 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" found for the original northeast corner of said Tract 1, a called 5.98 acre tract and the northwest corner of the said 6.0 acre tract for an angle point along the north line of said 19.148 acre tract;

THENCE, South 60°00'00" East, along the common property line between said 19.148 acre tract and said 9.976 acre tract, passing at a distance of 176.92 the southwest corner of the Springdale Addition according to the map or plat thereof as recorded in Plat Book 4, Page 325, of the P.R.T.C.T., in all a total distance of 239.41 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" found for the original northeast corner of said 6.0 acre tract and the northwest corner of said Tract 2, a called 7.1 acre tract for an angle point along the north line of said 19.148 acre tract;

THENCE, South 67°00'45" East, along the common property line between said 19.148 acre tract and said Springdale Addition, a distance of 338.42 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" found for the northeast corner of the herein described tract and tying in the westerly line of said Brookwood Subdivision and the southeast corner of said Springdale Addition;

THENCE, along the common line between said 19.148-acre tract and said Brookwood Subdivision the following three (3) courses and distances;

1. THENCE, South 29°32'22" West. a distance of 482.64 feet to a 1/2-inch iron found for an angle point in said line;

2. THENCE, South 27°53'27" West, a distance of 81.11 feet to a 1/2-inch iron found for an angle point in said line;
  3. THENCE, South 28°26'14" West, a distance of 190.66 feet to the **POINT OF BEGINNING** and containing a computed area of 19.148 acres of land more or less.
- 

Signed and Sealed by:  
Darrell White, Texas R.P.L.S. No. 4816  
McKim & Creed, Project No. 06646-0002  
July 23, 2014

## Exhibit "B"

To Deed Without Warranty from  
**EXXON MOBIL CORPORATION**, as Grantor,  
to **SALT CREEK HOLDINGS, LLC**, as Grantee

### ENGINEERING CONTROLS

1. **Slab on Grade.** Grantee for itself and its successors and assigns agrees that all buildings constructed on the Property shall be constructed slab on grade and shall have no living, working, storage or parking areas below grade. Notwithstanding the foregoing, below grade utilities and foundations are permitted, provided that Grantee protects them from vapor or liquid intrusion by installing an appropriate vapor ventilation system and vapor/liquid barrier.
2. **No Water Wells.** Grantee for itself and its successors and assigns agrees that it will never use the Property for the purpose of obtaining from beneath the surface of the Property any water for any reason whatsoever from any ground water table or similar water basin accessed from the Property except for Grantee's testing for environmental matters.
3. **Cessation of Use of Existing Wells.** Grantee for itself and its successors and assigns agrees that if there are any existing bore-water or groundwater wells located on the Property used for the purposes of obtaining water from beneath the surface of the Property, that such wells will be capped, disabled, and sealed in accordance with all applicable environmental laws and industry standards and will not be re-opened and used at any time and must remain capped, disabled and sealed.
4. **Vapor Ventilation System.** Grantee for itself and its successors and assigns agrees that all buildings constructed onsite shall be constructed with an appropriate vapor ventilation system. Such vapor ventilation system shall be installed by a licensed contractor experienced in the installation of such systems. In addition, Grantee shall operate and maintain the vapor ventilation system to ensure that the system extracts appropriate levels of vapors so all applicable indoor air quality standards are met. In addition, Grantee shall annually test the air quality and the system to ensure the system is adequately extracting the appropriate levels of vapors to meet applicable indoor air quality standards. Such installation shall be performed in accordance with all applicable laws and in accordance with the highest industry standards to protect human health and safety. Nothing in this section is intended to waive or modify any other part of any other deed restriction pertaining to the Property.

5. **Impervious Liner.** Grantee agrees that if, at any time, the Property is used for a storm water pond, that Grantee, at its sole cost, shall install an impervious liner to act as an effective vapor barrier. Such liner shall be installed by a licensed contractor experienced in the installation of such liners. In addition, Grantee shall maintain the liner so that it remains as an effective barrier. The liner shall be of the appropriate strength and quality and at an appropriate level beneath ground level. Such installation shall be performed in accordance with all applicable laws and in accordance with the highest industry standards to protect human health and safety.

The restrictions, institutional controls and required Engineering Controls specified in this Deed shall be explicitly incorporated into any lease, subsequent sales agreement or deed for the Property or any portion thereof and any tenant or subsequent purchaser shall be required to fulfill all obligations of Grantee as set forth in this Deed. Substantially similar provisions shall be included in all deeds and instruments of conveyance to all subsequent parties taking from and through Grantee, and shall be covenants running with the Property. Grantee agrees, for itself, its successors, and assigns, to execute any documents that may be required by any governmental authority that are consistent with the Use Restrictions and Engineering Controls.

After Recording Return to:  
Sharon Mork NCS# 211916-A  
First American Title Company  
1790 Hughes Landing Blvd., Suite 110  
The Woodlands, Texas 77380



FILED AND RECORDED  
OFFICIAL PUBLIC RECORDS

*Dana Debeauvoir*

DANA DEBEAUVOIR, COUNTY CLERK  
TRAVIS COUNTY, TEXAS

December 19 2014 04:34 PM

EE-6 7400 2014199247

Jon Niermann, *Chairman*  
Emily Lindley, *Commissioner*  
Bobby Janecka, *Commissioner*  
Toby Baker, *Executive Director*



TEXAS COMMISSION ON ENVIRONMENTAL QUALITY  
*Protecting Texas by Reducing and Preventing Pollution*

December 11, 2020

***Via Email***

Ms. Janette D'Elia  
Chief Operating Officer  
Jay Paul Company as Agent for AUS Springdale LLC  
Four Embarcadero Center  
Suite 3620  
San Francisco, CA 94111

Re: Approval  
*Request for TCEQ Concurrence with Proposed Soil Reuse Plan*, dated November 11, 2020  
Springdale Green Development  
1017 Springdale Road, Austin, Travis County, Texas  
TCEQ SWR No. 52113; CN602852329; RN104637301

Dear Ms. De'Elia:

The Texas Commission on Environmental Quality (TCEQ) has reviewed the above-referenced report. The report addresses the reuse of soils as part of AUS Springdale's redevelopment activities at the former East Austin Tank Farm site. The site was closed in 2007 under Texas Risk Reduction Program (TRRP) Remedy Standard B.

As part of construction activities, portions of soil on the site will be excavated and used as structural fill. AUS Springdale will pre-characterize soils prior to excavation and construction in the portions of the site where excavation is planned and where soil reuse in the same excavation is not possible. Based on the number of soil borings and completion depths, up to 279 soil samples will be collected and analyzed for benzene, toluene, ethylbenzene, and xylene (BTEX), methyl tert-butyl ether (MTBE), and total petroleum hydrocarbons (TPH). Concentrations will be compared to their respective critical protective concentration levels. The plan was developed in accordance with 30 TAC §350.36. The TCEQ approves the proposed soil reuse plan.

Please submit one paper copy and one electronic copy (on USB or disc) of future report submittals to the Remediation Division at the letterhead address using Mail Code MC-127. An additional copy should be submitted in electronic format to the TCEQ Region 11 Office in Austin. The information in the reference block should be included in all

Ms. Janette De'Elia  
Page 2  
December 11, 2020  
TCEQ SWR No. 52113

submittals. Note that the electronic and hard copies should be identical, complete copies. A Correspondence ID Form (TCEQ Form 20428) must accompany each document submitted to the Remediation Division and should be affixed to the front of your submittal. The Correspondence ID Form helps ensure that your documents are identified correctly and are routed to the applicable program for a timely response.

Sincerely,



Tim Harlow, Project Manager  
VCP-CA Section  
Remediation Division  
Texas Commission on Environmental Quality

TJH/TJH

cc: Mr. Elijah Gandee, Waste Section Manager, TCEQ Region 11 Office, Austin (via email)

5505 B Stuart Circle  
Austin, TX 78721  
June 1, 2021

Re: Proposed PUD at 1011 Springdale Road, C814-2020-0104

Esteemed Mayor and City Council Members:

I am writing to argue against approving the Springdale Green PUD that is currently under consideration. Concerned groups and individuals, including neighborhood associations and neighborhood plan contact teams have voiced strong reasons why this proposal is inappropriate and inadequate in its present form. I wish to focus on just one aspect of the proposal, the flood control piece.

The Springdale Green project promises to alleviate the flooding on Saucedo Street, flooding generated by bad planning for the Springdale General development immediately to the north. This has been touted as an example of the Springdale Green developer's largesse, but several interested parties have noted that flood control is requisite for the PUD itself, not a generous donation above and beyond what is required.

I have a concern about what will happen to the combined runoff from both Springdale General and Springdale Green. First of all, the land is still contaminated. Will containment in the proposed detention ponds result in the runoff water becoming polluted? The Texas Commission on Environmental Quality approved the use of this property for commercial/industrial purposes on the condition that exposure the ground water is prohibited until the contaminating chemicals reach a safe low-level of concentration, and that this be continually monitored. Is this presently the case? I have not yet heard this issue addressed in the public discussion.

Second, the plan is to divert the runoff into tributaries of Boggy Creek, one of which runs right through my back yard. This smaller unnamed creek already overflows its banks when there is a hard rain. If any additional runoff is fed into it, the area will become dangerously flood-prone.

The flood-control problem needs to be fixed at its source by those who created it in the first place, namely, the developers of Springdale General and the city staff that abetted them in building so hazardously. The developers of Springdale Green should not be made responsible for dealing with this problem in addition to managing their own runoff, should not be allowed to export pollution and flooding to those of us who live downstream, and should not be regarded as being benefactors entitled to build ninety-foot buildings for doing such things.

I urge you to vote no on this zoning request and send the proposal back to the drawing board.

Sincerely,  
Michael Floyd

**ATTACHMENT B3**

**Modified Restrictive Covenant on  
Land and Groundwater Use of East  
Austin Terminal – Springdale Road**



**MODIFIED RESTRICTIVE COVENANT ON LAND AND GROUNDWATER USE  
OF FORMER EXXON AUSTIN TERMINAL--SPRINGDALE RD.**

STATE OF TEXAS

COUNTY OF TRAVIS

This **MODIFIED RESTRICTIVE COVENANT ON LAND AND GROUNDWATER USE OF FORMER EXXON AUSTIN TERMINAL--SPRINGDALE RD.** ("Restrictive Covenant") is filed to supersede the prior **RESTRICTIVE COVENANT ON LAND AND GROUNDWATER USE OF FORMER EXXON AUSTIN TERMINAL--SPRINGDALE RD.** A prior restrictive covenant was filed for the property on August 26, 2005 with the Travis County, Texas clerk, reference number 2005158097, 11 pages, in accordance with 30 TAC Chapter 350 requirements. The condition that triggered the prior restrictive covenant was anticipation of final closure and the desire of the Owner/Responder to restrict (1) groundwater use and (2) other specifically named uses that would be residential or similar to residential (e.g., nursing homes, hospitals, day care facilities, educational facilities, parks) pursuant to 30 TAC 350.4(a)(74). Furthermore, the prior restrictive covenant was filed within 120 days of TCEQ approval of the Response Action Plan (RAP).

However, the conditions at the affected property have changed as follows:

(1) TCEQ subsequently provided approval of the site's remedy (TRRP Remedy B) and the Response Action Completion Report (RACR) by letter dated November 15, 2007 and termination of the April 22, 1992 Agreed Order by letter dated December 27, 2007 and thereby becomes a third party beneficiary and signatory of this institutional control, and

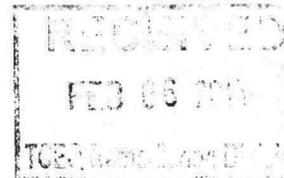
(2) the Owner/Responder wishes to clarify permissible future uses of the site which are consistent with the TCEQ approved commercial/industrial closure standard.

In response to the changed conditions, the prior restrictive covenant is superseded by this modified restrictive covenant. The TRRP rule requires TCEQ to consent to the filing of a superseding restrictive covenant when the conditions necessitating the filing of the original covenant have changed.

This Restrictive Covenant provides information concerning certain environmental conditions and use limitations pursuant to the Texas Commission on Environmental Quality ("TCEQ") Texas Risk Reduction Program Rule ("TRRP") found at 30 Texas Administrative Code ("TAC"), Chapter 350, and affects the real property ("Property") described as follows:

See **Exhibit A** attached hereto and incorporated herein by reference.

**HAND DELIVERED**



Portions of the groundwater of the Property contain certain identified chemicals of concern ("COCs") causing those portions of the Property to be considered an "Affected Property" as that term is defined in the TRRP. The portion considered to be Affected Property is described as follows:

The Affected Property is the same real property as the Property. See **Exhibit A** attached hereto and incorporated herein by reference. The Affected Property contains concentrations of benzene and methyl tert-butyl ether (MTBE) in the groundwater above the critical Tier 1 Residential Protective Concentration Levels ("PCLs") established for the site as prescribed by TRRP.

**This Restrictive Covenant is required for the following reasons:**

The Affected Property currently meets TRRP standards for commercial/industrial use. Based on the reports, the chemicals of concern pose no significant present or future risk to humans or the environment based on commercial/industrial land use. No further remediation of the Affected Property is required by the TCEQ as long as the Affected Property is not to be used for residential purposes. If any person desires in the future to use the Affected Property for residential purposes, the TCEQ must be notified at least 60 days in advance of such use and additional response actions may be necessary before the property may be used for residential purposes. Persons contemplating a change in land use for the Affected Property are encouraged to review the definitions for commercial/industrial and residential land use contained in TRRP as the definition of residential land use is broad.

The Affected Property is subject to the TRRP requirements for properties with an area overlying a TCEQ-approved plume management zone. A plume management zone is defined as an area of groundwater containing concentrations of chemicals of concern exceeding the TCEQ-approved protective concentration levels, plus any additional area allowed by the TCEQ in accordance with 30 TAC 350.33(f)(4). A plume management zone was established so that the chemicals of concern in the groundwater are managed such that human exposure is prevented and other groundwater resources are protected. The attached Exhibits B and C provide the location and extent of the plume management zone and describe the maintenance and monitoring required. This maintenance and monitoring must be implemented unless and until TCEQ approves some modification of those requirements.

The Affected Property currently meets TRRP standards for commercial/industrial land use. Based on the reports, the chemicals of concern pose no significant present or future risk to humans or the environment based on commercial land use. However, agricultural

exposure pathways such as uptake in crops or livestock or toxicity to crops or livestock were not considered. No further remediation of the Affected Property is required by the TCEQ as long as the Affected Property is not to be used for residential or agricultural purposes. If any person desires in the future to use the Affected Property for agricultural purposes, the TCEQ must be notified at least 60 days in advance of such use and additional response actions may be necessary before the property may be used for agricultural purposes. Persons contemplating a change in land use for the Affected Property are encouraged to review the definitions for commercial/industrial and residential land use contained in TRRP.

As of the date of this Restrictive Covenant, the record owner of fee title to the Property is **EXXON MOBIL CORPORATION**, a New Jersey corporation ("Owner") with the address of P.O. Box 2180, Houston, Texas 77252-2180.

In consideration of the Response Actions by **EXXON MOBIL CORPORATION**, a New Jersey corporation ("Responder"), approval of the Response Action Completion Report ("RACR"), and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Owner has agreed to place the following perpetual restrictions (collectively, the "Use Restrictions") on the Property in favor of the TCEQ and the state of Texas, to wit:

1. The Property shall not be used for any purposes other than commercial/industrial uses, as defined in 30 Texas Administrative Code Chapter 350, Section 350.4(a)(13).
2. Exposure to the groundwater underlying the Affected Property for any purpose is prohibited until such time when all the chemicals of concern no longer exceed their respective protective concentration levels. The maintenance and monitoring described in Exhibit C is required. Any modification of this restrictive covenant is prohibited without prior approval of TCEQ.
3. Agricultural use of the Affected Property is prohibited without prior approval from TCEQ. Removal or modification of this restrictive covenant is prohibited without prior approval of TCEQ.
4. Any installation of any water supply wells on the Property is prohibited.
5. These Use Restrictions shall be a covenant running with the land.

For additional information, contact:

TCEQ  
Central Records  
12100 Park 35 Circle, Building E  
Austin, Texas 78753

Mail: TCEQ - MC 199  
P.O. Box 13087  
Austin, Texas 78711-3087

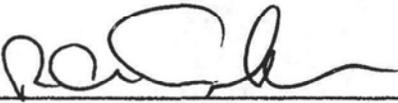
TCEQ Corrective Action Program and Site Identifier No. SWR 52133.

This restrictive covenant may be rendered of no further force or effect only by a release executed by the TCEQ or its successor agencies and filed in the same Real Property Records in which this restrictive covenant is filed.

Executed this 21<sup>st</sup> day of January, 2014.

**OWNER AND RESPONDER:**

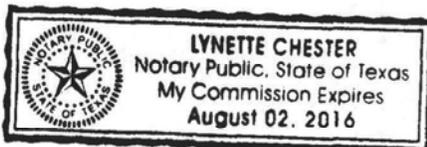
**EXXON MOBIL CORPORATION**

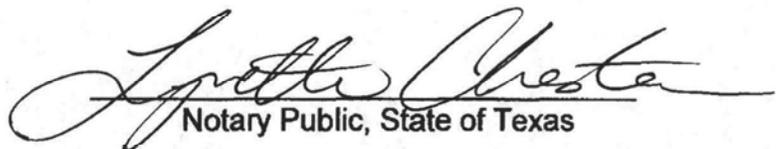
By:   
R. A. Parker  
Agent and Attorney-in-Fact

STATE OF TEXAS §

COUNTY OF HARRIS §

This instrument was acknowledged before me on January 21, 2014 by R.A. Parker, as Agent and Attorney-in-Fact of **EXXON MOBIL CORPORATION**, a New Jersey corporation, on behalf of said corporation.



  
Notary Public, State of Texas

**AGENCY AND THIRD PARTY BENEFICIARY:**

**TEXAS COMMISSION ON ENVIRONMENTAL QUALITY**

By: *Beth Seaton*  
Name: *Beth Seaton*  
Title: *Director*

STATE OF TEXAS  
TRAVIS COUNTY

BEFORE ME, on this day 2<sup>nd</sup> of April, personally appeared *Beth Seaton* [name],  
*Director* [title], of *TCEQ* [agency], known to me to be the  
person whose name is subscribed to the foregoing instrument, and they acknowledged  
to me that they executed the same for the purposes and consideration therein  
expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 2<sup>nd</sup> day of April, 2014  
Notary Public in and for the State of Texas,  
County of TRAVIS  
My Commission Expires: 10/28/17  
STATE OF TEXAS  
TRAVIS COUNTY  
*Melissa Sebek*

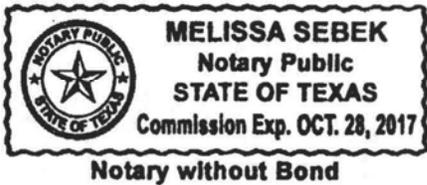
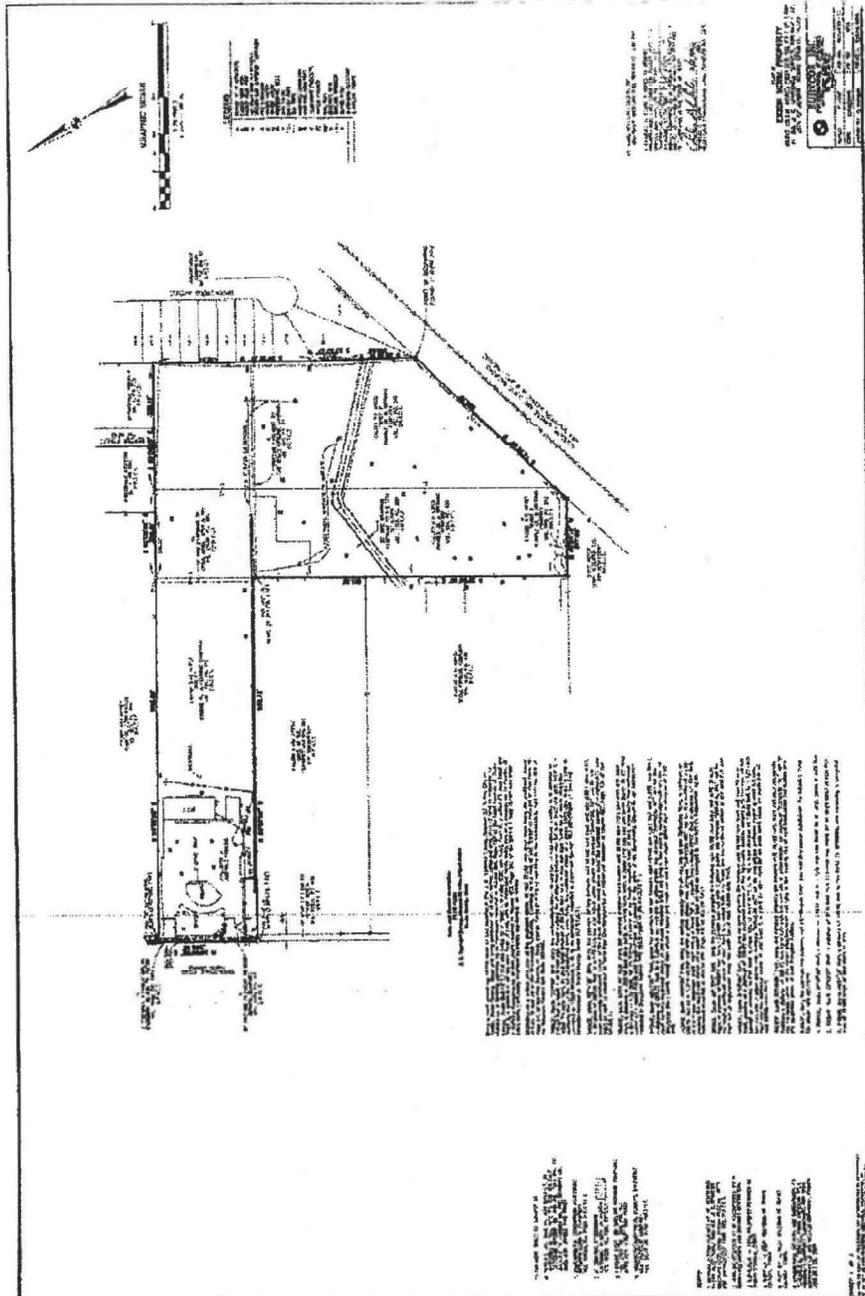


EXHIBIT A

To AMENDED RESTRICTIVE COVENANT ON LAND AND GROUNDWATER USE  
OF FORMER EXXON AUSTIN TERMINAL--SPRINGDALE RD.

PROPERTY DESCRIPTION AND  
AFFECTED PROPERTY DEPICTION



**Metes and Bounds Description  
19.148 Acres  
J. C. Tannehill Survey, Abstract 22 in the City of Austin  
Travis County, Texas**

Being a tract containing 19.148 acres of land situated in the J. C. Tannehill Survey, Abstract 22, in the City of Austin, Travis County, Texas and being comprised of all that certain called 6.0 acre tract of land as conveyed to Humble Oil & Refining Company by an instrument recorded in Volume 851, Page 629 of the Deed Records of Travis County, Texas (D.R.T.C.T.) and also being all of Tract 1, a called 5.98 acre tract, Tract 2, a called 7.1 acre tract and Tract 3, a called 0.11 of one acre tract of land, with all three said tracts being part of a conveyance to Humble Oil & Refining Company, by an instrument recorded in Volume 853, Page 242 of the D.R.T.C.T. Said 19.148 acre tract being more particularly described by metes and bounds, as follows:

**BEGINNING** at a 1-inch iron pipe at the southeast corner of said 19.148 acre tract same being the southwest corner of Lots 19 and 20 of the Brookwood Subdivision, according to the map or plat thereof as recorded in Plat Book 58, Page 57, of the Plat Records of Travis County, Texas (P.R.T.C.T.) and lying in the northwesterly right-of-way line of the Missouri, Kansas and Texas railroad;

**THENCE**, South  $72^{\circ}55'00''$  West, along the northwesterly right-of-way line of said railroad, passing at a distance of 516.00 feet a found 1-inch iron pipe found marking the division line between said 6.0 acre tract and said Tract 2, a called 7.1 acre tract, in all a total distance of 560.30 feet to a 1-inch iron pipe found for a corner along the southerly line of the herein described tract, same being the northeast corner of a called 3.553 acre tract of land as conveyed to 10611 Research L. C. by an instrument recorded in Document Number TRV 2001025561 of the Real Property Records of Travis County, Texas (R.P.R.T.C.T.);

**THENCE**, North  $60^{\circ}04'10''$  West, along the common lot line between said 19.148 acre tract and said 3.553 acre tract, a distance of 207.96 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" set for the most southerly southwest corner of the herein described tract same being the southeast corner of a called 4.11 acre tract of land as conveyed to Texas Pipe Line Company by an instrument recorded in Volume 627, Page 436 of the D.R.T.C.T.;

**THENCE**, North  $29^{\circ}59'40''$  East, along the common property line between said 19.148 acre tract and said 4.38 acre tract, a distance of 851.18 feet to a point for corner from which a found 1/2-inch iron rod bears North  $76^{\circ}42'$  West a distance of 1.76 feet, for an internal ell corner of the herein described tract of land, same being the northeast corner of a called 6.659 acre tract of land as conveyed to the Voice of the Cornerstone Church by an instrument recorded in Document Number TRV 2003045604 of the R.P.R.T.C.T. ;

THENCE, North 60°07'00" West, along the common lot line between said 19.148 acre tract and said 6.659 acre tract, a distance of 983.72 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" set for the most westerly southwest corner of the herein described tract and lying in the existing easterly right-of-way line of Springdale Road (width varies) from which a found 5/8-inch iron rod bears South 59°07' East a distance of 7.92 feet;

THENCE, North 30°00'00" East, along the existing easterly right-of-way line of said Springdale Road, a distance of 266.18 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" set for the northwest corner of the herein described tract, from which a found "X" in concrete bears North 67°13' East a distance of 3.79 feet, marking the southwest corner of a called 10 acre tract of land as conveyed to the Gulf Oil Corporation by an Instrument recorded in Volume 871, Page 416 of the D.R.T.C.T.;

THENCE, South 59°58'00" East, along the common property line between said 19.148 acre tract and said 10 acre tract, a distance of 983.80 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" set for the original northeast corner of said Tract 1, a called 5.98 acre tract and the northwest corner of the said 6.0 acre tract for an angle point along the north line of said 19.148 acre tract;

THENCE, South 60°00'00" East, along the common property line between said 19.148 acre tract and said 10 acre tract, passing at a distance of 176.92 the southwest corner of the Springdale Addition according to the map or plat thereof as recorded in Plat Book 4, Page 325, of the P.R.T.C.T., in all a total distance of 239.41 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" set for the original northeast corner of said 6.0 acre tract and the northwest corner of said Tract 2, a called 7.1 acre tract for an angle point along the north line of said 19.148 acre tract;

THENCE, South 60°00'45" East, along the common property line between said 19.148 acre tract and said Springdale Addition, a distance of 338.42 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" set for the northeast corner of the herein described tract, same being the southeast corner of said Springdale Addition and lying in the westerly line of said Brookwood Subdivision;

THENCE, along the common line between said 19.148-acre tract and said Brookwood Subdivision the following three (3) course and distances;

1. THENCE, South 29°32'22" West, a distance of 432.64 feet to a 1/2-inch iron found for an angle point in said line;
2. THENCE, South 27°53'27" West, a distance of 81.11 feet to a 1/2-inch iron found for an angle point in said line;

3. THENCE, South 28°26'14" West, a distance of 190.66 feet to the POINT OF BEGINNING and containing a computed area of 19.148 acres of land more or less.

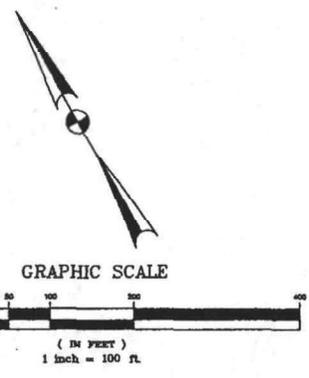
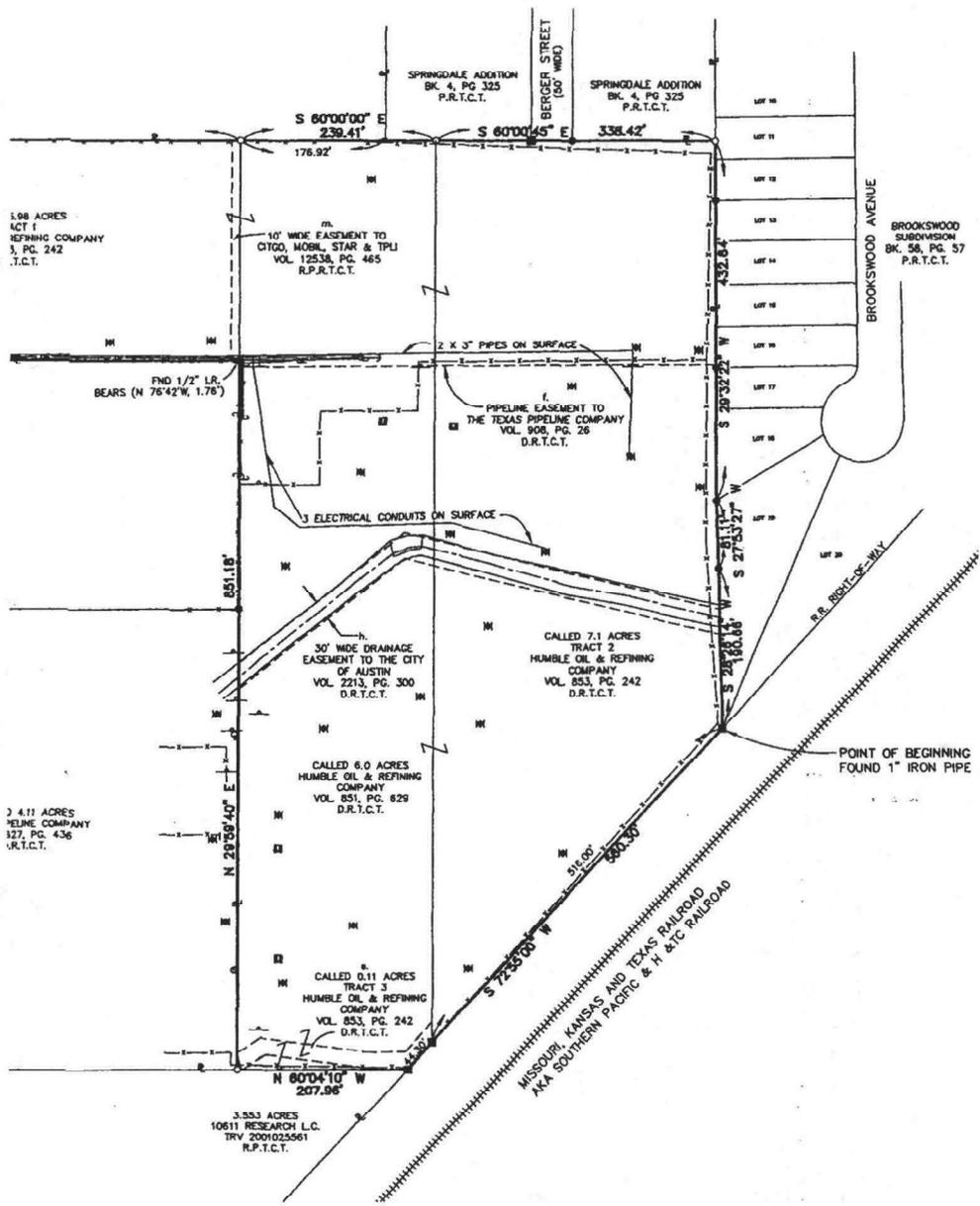
A separate Survey Plat accompanies this Metes and Bounds description.

Basis of bearings is the south line of the herein described 19.148 acre tract adjoining the M.K. & T rail road right-of-way, being South 72°55'00" West, per Volume 853, Page 242, D.R.T.C.T.

*Charles G. Clark* 5/27/04  
Charles G. Clark Date  
Registered Professional Land Surveyor  
Texas Registration Number 3932

SURVCON INC.  
400 West 15<sup>th</sup> Street Suite 1030  
Austin, Texas 78701  
(512) 457-7870  
May 2004





**LEGEND**

⊙	FOUND 'X' IN CONCRETE
⊙	FOUND IRON ROD
⊙	FOUND IRON PIPE
⊙	SET IRON ROD W/ PLASTIC
⊙	YELLOW CAP STAMPED "SURVCON"
⊙	FIRE HYDRANT
⊙	WATER METER
⊙	WATER VALVE
⊙	MONITORING WELL
⊙	GAS VALVE
⊙	UTILITY POLE
⊙	GUY WIRE
⊙	MANHOLE UNKNOWN
⊙	MANHOLE SANITARY
⊙	TELEPHONE PEDESTAL
⊙	WATER FAUCET
⊙	MAIL BOX
⊙	ELECTRIC BOX
⊙	PIPELINE MARKER
⊙	GUARD POST
⊙	OVERHEAD ELECTRIC
⊙	CHAINLINK FENCE

TO: LAND RECOVERY GROUP, INC.  
AND FIRST AMERICAN TITLE INSURANCE COMPANY

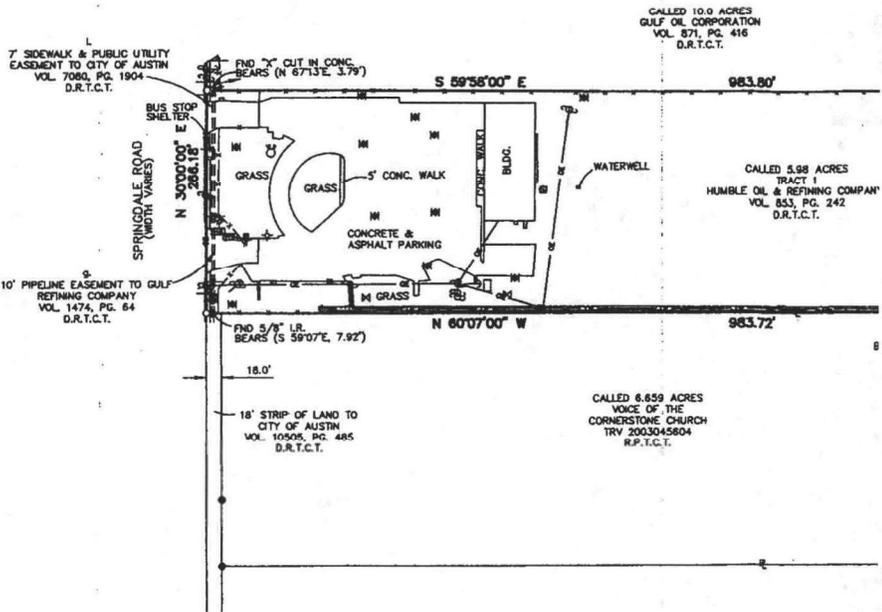
I, CHARLES G. CLARK A TEXAS REGISTERED PROFESSIONAL LAND SURVEYOR, CERTIFY THAT THIS SURVEY WAS MADE ON THE GROUND UNDER MY SUPERVISION AND CORRECTLY REPRESENTS THE FACTS AS FOUND AT THE TIME OF THE SURVEY. THIS SURVEY CONFORMS TO A CATEGORY 1A, CONDITION 1 SURVEY AS DEFINED BY THE MANUAL OF PRACTICE OF SURVEYING IN THE STATE OF TEXAS.

*Charles G. Clark* 2/28/06  
 CHARLES G. CLARK DATE  
 REGISTERED PROFESSIONAL LAND SURVEYOR NO. 3932

PLAT OF  
**EXXON MOBIL PROPERTY**  
 BEING 19.148 ACRES (834,076 SQ. FT.) OF LAND  
 IN THE J. C. TANNEHILL SURVEY, ABSTRACT 22,  
 CITY OF AUSTIN, TRAVIS COUNTY, TEXAS

<b>SURVCON INC.</b> PROFESSIONAL SURVEYORS	
<small>400 WEST LEO STREET, SUITE 1000 AUSTIN, TEXAS 78701 TEL: (512) 451-1976 WWW.SURVCON.COM</small>	
SCALE: 1"=100'	JOB NO. 60004732-01
DATE: 2/28/2006	F.B. NO. 1254
DRAWN BY: B. Mangum	PROJECT: EXXON MOBIL

**POOR QUALITY ORIGINAL**



**Metes and Bounds Description**  
19.148 Acres

J. C. Tannehill Survey, Abstract 22 in the City of Austin  
Travis County, Texas

Being a tract containing 19.148 acres of land situated in the J. C. Tannehill Survey, Abstract 22, in the City of Austin, Travis County, Texas and being comprised of all that certain called 6.0 acre tract of land as conveyed to Humble Oil & Refining Company by an instrument recorded in Volume 851, Page 829 of the Deed Records of Travis County, Texas (D.R.T.C.T.) and also being all of Tract 1, a called 5.98 acre tract, Tract 2, a called 7.1 acre tract and Tract 3, a called 0.11 of one acre tract of land, with all three said tracts being part of a conveyance to Humble Oil & Refining Company, by an instrument recorded in Volume 853, Page 242 of the D.R.T.C.T. Said 19.148 acre tract being more particularly described by metes and bounds, as follows:

**BEGINNING** at a 1-inch iron pipe at the southeast corner of said 19.148 acre tract same being the southeast corner of Lots 19 and 20 of the Brookwood Subdivision, according to the map of plot thereof as recorded in Plat Book 58, Page 57, of the Plat Records of Travis County, Texas (P.R.T.C.T.) and lying in the northwesterly right-of-way line of the Missouri, Kansas and Texas railroad;

**THENCE**, South 72°55'00" West, along the northwesterly right-of-way line of said railroad, passing at a distance of 516.00 feet a found 1-inch iron pipe found marking the division line between said 6.0 acre tract and said Tract 2, a called 7.1 acre tract, in all a total distance of 560.30 feet to a 1-inch iron pipe found for a corner along the southerly line of the herein described tract, same being the northeast corner of a called 3.553 acre tract of land as conveyed to 10811 Research L.C. by an instrument recorded in Document Number TRV 2001025561 of the Real Property Records of Travis County, Texas (R.P.R.T.C.T.);

**THENCE**, North 60°04'00" West, along the common lot line between said 19.148 acre tract and said 3.553 acre tract, a distance of 207.96 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" set for the most southerly southwest corner of the herein described tract same being the southeast corner of a called 4.11 acre tract of land as conveyed to Texas Pipe Line Company by an instrument recorded in Volume 627, Page 436 of the D.R.T.C.T.;

**THENCE**, North 29°59'40" East, along the common property line between said 19.148 acre tract and said 4.11 acre tract, a distance of 851.18 feet to a point for corner from which a found 1/2-inch iron rod bears North 78°42' East a distance of 1.76 feet, for an internal all corner of the herein described tract of land, same being the northeast corner of a called 6.659 acre tract of land as conveyed to the Voice of the Cornerstone Church by an instrument recorded in Document Number TRV 2003045604 of the R.P.R.T.C.T.;

**THENCE**, North 60°07'00" West, along the common lot line between said 19.148 acre tract and said 6.659 acre tract, a distance of 983.72 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" set for the most westerly southwest corner of the herein described tract and lying in the existing easterly right-of-way line of Springdale Road (width varies) from which a found 5/8-inch iron rod bears South 58°07' East a distance of 7.92 feet;

**THENCE**, North 30°00'00" East, along the existing easterly right-of-way line of said Springdale Road, a distance of 266.18 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" set for the northeast corner of the herein described tract, from which a found "X" in concrete bears North 67°13' East a distance of 3.70 feet, marking the southwest corner of a called 10 acre tract of land as conveyed to the Gulf Oil Corporation by an instrument recorded in Volume 871, Page 416 of the D.R.T.C.T.;

**THENCE**, South 59°58'00" East, along the common property line between said 19.148 acre tract and said 10 acre tract, a distance of 983.80 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" set for the original northeast corner of said Tract 1, a called 5.98 acre tract and the northeast corner of the said 6.0 acre tract for an angle point along the north line of said 19.148 acre tract;

**THENCE**, South 60°00'00" East, along the common property line between said 19.148 acre tract and said 10 acre tract, passing at a distance of 178.32 the southwest corner of the Springdale Addition according to the map of plot thereof as recorded in Plat Book 4, Page 325, of the P.R.T.C.T., in all a total distance of 239.41 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" set for the original northeast corner of said 6.0 acre tract and the northeast corner of said Tract 2, a called 7.1 acre tract for an angle point along the north line of said 19.148 acre tract;

**THENCE**, South 60°00'45" East, along the common property line between said 19.148 acre tract and said Springdale Addition, a distance of 338.42 feet to a 1/2-inch iron rod with a yellow plastic cap stamped "SURVCON, INC" set for the northeast corner of the herein described tract and lying in the westerly line of said Brookwood Subdivision and the southeast corner of said Springdale Addition;

**THENCE**, along the common line between said 19.148-acre tract and said Brookwood Subdivision the following three (3) course and distances:

1. **THENCE**, South 29°32'22" West, a distance of 432.64 feet to a 1/2-inch iron found for an angle point in said line;
2. **THENCE**, South 27°53'27" West, a distance of 81.11 feet to a 1/2-inch iron found for an angle point in said line;
3. **THENCE**, South 28°26'14" West, a distance of 190.66 feet to the POINT OF BEGINNING and containing a computed area of 19.148 acres of land more or less.

**19.148 ACRE TRACT IS SUBJECT TO:**

1. PIPELINE VOL. 544, PG. 334, D.R.T.C.T. AS AFFECTED BY VOL. 872, PG. 528, D.R.T.C.T. TO TEXAS PIPELINE CO. AND VOL. 1213, PG. 157, D.R.T.C.T. TO HUMBLE OIL AND REFINING CO. DOES NOT AFFECT THIS TRACT
2. ASSIGNMENT & ASSUMPTION AGREEMENT BETWEEN CITGO & CHEVRON VOL. 12324, PG. 1520, R.P.R.T.C.T.
3. 5' ELECTRIC & TELEPHONE EASEMENT TO CITY OF AUSTIN VOL. 2524, PG. 149, D.R.T.C.T.
4. PIPELINE ESMT. TO SINGLAR REFINING COMPANY VOL. 2272, PG. 308, D.R.T.C.T. DOES NOT AFFECT THIS TRACT
5. UNLOCATED ELECTRICAL CONDUITS EASEMENT GULF REFINING COMPANY VOL. 3474, PG. 1769, D.R.T.C.T.

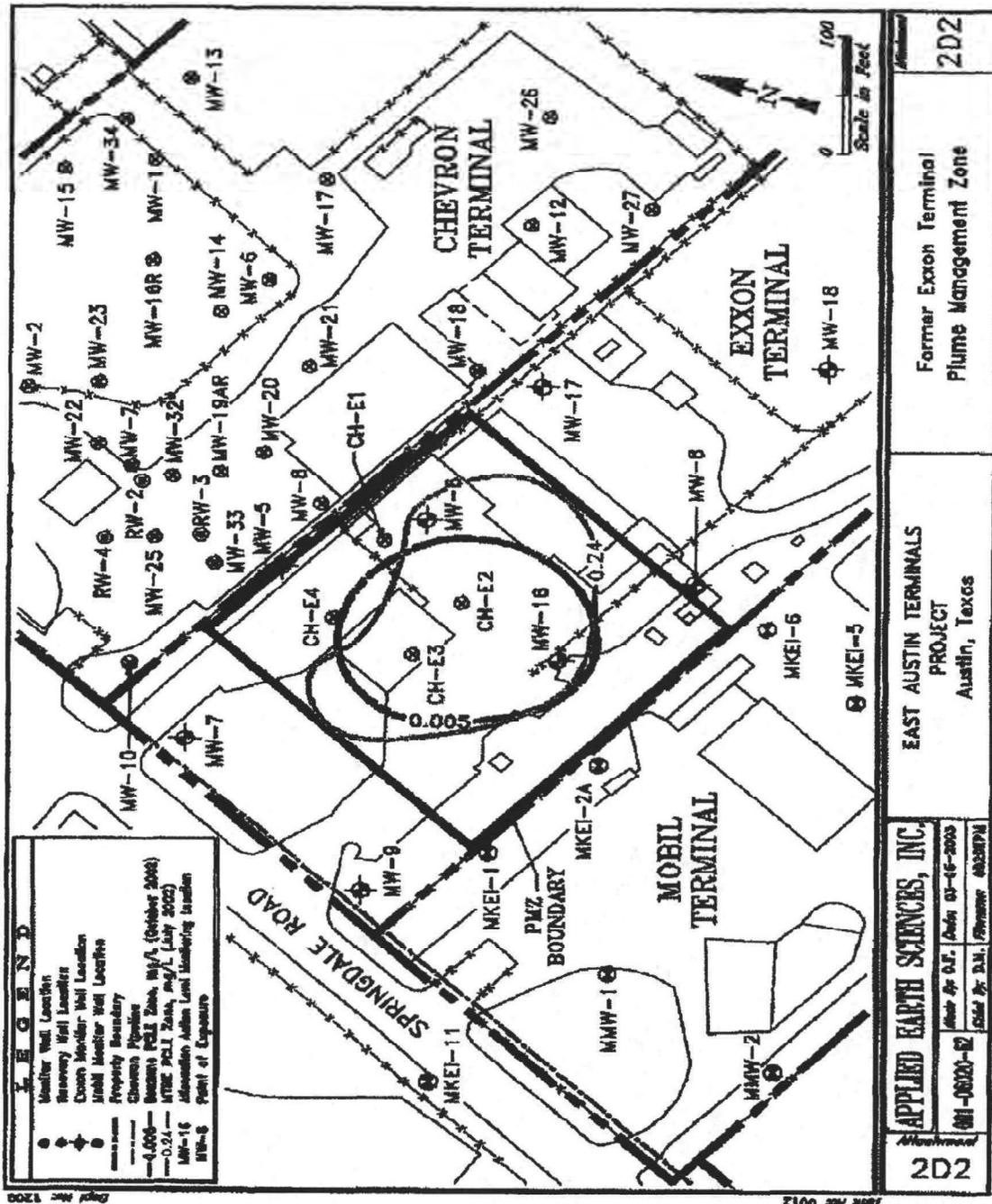
**NOTES:**

1. BEARING BASIS: SOUTH LINE OF DESCRIBED 19.148 ACRE TRACT AND M.K. & T. RAILROAD RIGHT-OF-WAY BEING SOUTH 72°55'00" WEST PER VOLUME 853, PAGE 242, D.R.T.C.T.
2. THIS BOUNDARY PLAT IS ACCOMPANIED BY A NARRATIVE METES AND BOUNDS DESCRIPTION.
3. R.P.R.T.C.T. = REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS.
4. D.R.T.C.T. = DEED RECORDS OF TRAVIS COUNTY, TEXAS.
5. P.R.T.C.T. = PLAT RECORDS OF TRAVIS COUNTY, TEXAS.
6. LOWER CASE LETTERS ARE REFERENCED TO SCHEDULE B, ITEM 10, FIRST AMERICAN TITLE INSURANCE COMPANY COMMITMENT FOR TITLE INSURANCE OF NO. NCS-211916-H041, ISSUED JANUARY 23, 2006.

**EXHIBIT B**

**TO AMENDED RESTRICTIVE COVENANT ON LAND AND GROUNDWATER USE  
OF FORMER EXXON AUSTIN TERMINAL--SPRINGDALE RD.**

**PMZ MAINTENANCE AND MONITORING DEPICTION**



POOR QUALITY ORIGINAL

Bryan W. Shaw, Ph.D., P.E., *Chairman*  
Toby Baker, *Commissioner*  
Zak Covar, *Commissioner*  
Richard A. Hyde, P.E., *Executive Director*



## TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

*Protecting Texas by Reducing and Preventing Pollution*

April 7, 2014

Mr. Mahesh Vidyasagar, Project Manager  
ExxonMobil Environmental Services Company  
Non-Operating Surplus Site group (NOSS)  
13401 North Freeway First Floor Room 126  
Houston, TX 77060

Re: Approval of Remedy Standard B –Commercial/Industrial and Modified Restrictive  
Covenant  
Response to TCEQ Comments and Modified Restrictive Covenant; dated December 4,  
2013  
Former Exxon Fuels Terminal, Portion of the East Austin Tank Farm, 1017 Springdale  
Road, Austin, Texas;  
TCEQ SWR No. 52113; Customer No. CN602852329; Regulated Entity No.  
RN104637301

Dear Mr. Vidyasagar:

The Texas Commission on Environmental Quality (TCEQ) has reviewed the above referenced submittal, received February 6, 2014. The submittal included a modified Restrictive Covenant incorporating the language and provisions which are consistent with Title 30, Texas Administrative Code, Chapter 350 and the TCEQ's guidance entitled *Institutional Controls Under TRRP* (RG-366/TRRP-16). The enclosed modified Restrictive Covenant supersedes the prior restrictive covenant filed in the deed records of the property on August 26, 2005. Based on the TCEQ review of the information provided, Texas Risk Reduction Program (TRRP) Remedy Standard B - Commercial/Industrial has been attained such that no post-response action care is required.

The submittal includes a Modified Restrictive Covenant that fulfills the institutional control requirements of 30 Texas Administrative Code (TAC) §350.111. *Proof of filing the institutional control must be submitted to the TCEQ within 90 days of the date of this letter.*

In order to attain TRRP Remedy Standard B - Commercial/Industrial, all industrial solid waste and municipal hazardous waste and waste residues must be removed, decontaminated, and/or controlled such that receptors will not be exposed to contaminants in excess of the applicable human health and ecological based standards and criteria as specified in 30 TAC §350.33.

Please be aware that it is the continuing obligation of persons associated with a site to ensure that municipal hazardous waste and industrial solid waste are managed in a manner which does not cause the discharge or imminent threat of discharge of waste into or adjacent to waters in the state, a nuisance, or the endangerment of the public health and welfare as required by 30

Mr. Vidyasagar  
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April 7, 2014  
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TAC §335.4. If the actual response action fails to comply with these requirements, please take any necessary and authorized action to correct such conditions. A TCEQ field inspector may conduct an inspection of your site to determine compliance with the report.

Questions concerning this letter should be directed to me at (512) 239-5051. When responding by mail, please submit an original and one copy of all correspondence and reports to the TCEQ Remediation Division at Mail Code MC-127 with an additional copy submitted to the local TCEQ Region Office. Please note that the Remediation Division sends letters via email when appropriate. Therefore, current email addresses and the site identification information in the reference block should be included in all future submittals.

Sincerely,



Merrie Smith, PG  
Team Leader  
Corrective Action Team 1, VCP-CA Section  
Remediation Division  
Texas Commission on Environmental Quality [delete if signature block is on page 1 of letter]

MJS/mdh

Enclosure

cc: Mr. Bob Davis, Senior Consultant, RPS, Cielo Center, 1250 South Capital of Texas Highway, Building 3, Suite 200, Austin, TX 78746  
Mr. David Mann, Waste Section Manager, TCEQ Region 11 Office, Austin, TX

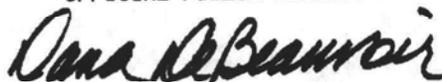
**Return:**

Bob Davis, RPS Group  
1250 S. Capital of Texas Hwy, Bldg 3, Suite 200  
Austin TX 78746

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

**FILED AND RECORDED**

OFFICIAL PUBLIC RECORDS



Apr 25, 2014 04:16 PM

2014059274

SCOTTR: \$78.00

Dana DeBeauvoir, County Clerk

Travis County TEXAS

Bryan W. Shaw, Ph.D., P.E., *Chairman*  
Toby Baker, *Commissioner*  
Zak Covar, *Commissioner*  
Richard A. Hyde, P.E., *Executive Director*



## TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

*Protecting Texas by Reducing and Preventing Pollution*

April 14, 2014

Springdale Partners, LTD.  
Mr. Sid Orton, Managing Partner  
2430 West 35th Street  
Austin, Texas 78703

Re: No Further Action  
Restrictive Covenant- Travis County Appraisal District Property ID 195655  
East Austin Tank Farm, Govalle Park  
1023 Springdale Road, Austin, Travis County, Texas 78721  
TCEQ SWR No. 52113, CN602852329, RN104637301, TCEQ Agreed Order  
Issued April 22, 1992

Dear Mr. Orton:

The Texas Commission on Environmental Quality (TCEQ) has reviewed the files for the above referenced site. Based on the TCEQ review it appears the March 17, 2006 TCEQ letter, *Approval Remedy Standard B*, referencing 1026 Springdale Road includes assessment and cleanup of the portion of the property located at 1023 Springdale Road. The tract of property known as the Travis County Appraisal District Property ID 195655 is not part of the document dated January 10, 2006, *Institution Controls for the Plume Management Zone (PMZ)*, associated with the site as the tract is not part of the closed PMZ. However, the Special Warranty Deed date stamped by the Travis County Clerk on June 27, 2000 does contain a restrictive covenant for the groundwater below the tract. The restrictive covenant shall run with the property and be binding on successors as stated in the document. After reviewing the proof of filing the TCEQ concurs that the institutional control requirements of 30 Texas Administrative Code (TAC) §350.111 have been completed. The institutional control was filed in accordance with 30 TAC §350.31(g) to note the use of an institutional or physical control to attain Remedy B without post-response action care being required. Therefore, no further action is required.

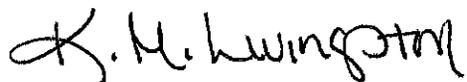
Please be aware that it is the continuing obligation of persons associated with a site to ensure that municipal hazardous waste and industrial solid waste are managed in a manner which does not cause the discharge or imminent threat of discharge of waste into or adjacent to waters in the state, a nuisance, or the endangerment of the public

Mr. Orton  
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health and welfare as required by 30 TAC §335.4. If the actual response action fails to comply with these requirements, please take any necessary and authorized action to correct such conditions. A TCEQ field inspector may conduct an inspection of your site to determine compliance with the report.

Questions concerning this letter should be directed to me at (512) 239-2252. When responding by mail, please submit an original and one copy of all correspondence and reports to the TCEQ Remediation Division at Mail Code MC-127 with an additional copy submitted to the local TCEQ Region Office. Please note that the Remediation Division sends letters via email when appropriate. Therefore, current email addresses and the site identification information in the reference block should be included in all future submittals.

Sincerely,



Kristy Livingston, Project Manager  
Team 1, VCP-CA Section  
Remediation Division  
Texas Commission on Environmental Quality

KL/mdh

cc: Mr. Abe and Mr. Adam Zimmerman, 2521 Spring Lane, Austin, TX 78703  
Mr. David Mann, Waste Section Manager, TCEQ Region 11 Office, Austin