

ORDINANCE NO. _____

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

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

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

Tract 1:

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

Tract 2:

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

Tract 3:

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

Tract 4:

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

1 Tract 5:

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

6 **PART 2.** This ordinance, including exhibits, constitutes the land use plan for the Austin
7 Oaks PUD. Development of and uses within the Austin Oaks PUD shall conform to the
8 limitations and conditions set forth in this ordinance and in the land use plan. If this
9 ordinance and an attached exhibit conflicts, this ordinance controls. Except as otherwise
10 specifically modified by this ordinance, all other rules, regulations, and ordinances of the
11 City in effect at the time of permit application apply to development within the Austin
12 Oaks PUD. In this ordinance, Landowner means the owner of property located within the
13 31.4 acres of land described in Part 1, or the owner's successors and assigns.

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

16 Exhibit A. Zoning Map

17 Exhibit B. Land Use Plan

18 Exhibit C. Phasing Plan

19 Exhibit D. Permitted Use Table

20 Exhibit E. Park Plan and Park Space

21 Exhibit F. Creek Plan

22 Exhibit G. Streetscape Plan

23 Exhibit H. Tree Plan

24 Exhibit I. Topography and Land Use Plan

25 Exhibit J. Open Space Plan

26 Exhibit K. Tree Survey

27 Exhibit L. Affordable Housing Restrictive Covenant – Rental

1 Exhibit M. Affordable Housing Restrictive Covenant – Owner-occupied

2 Exhibit N. Blanket Affordable Housing Restrictive Covenant

3 Exhibit O. Affordable Housing Agreement

4 **PART 4. Definitions; Land Use Classifications.**

5 A. Definitions. In this ordinance:

- 6 1. PARCEL means one of ten separate parcels as shown on **Exhibit B**.
- 7 2. PHASING PLAN means the plan of development for the Austin Oaks PUD
- 8 as shown in **Exhibit C: Phasing Plan**. Any portion of any parcel may be
- 9 developed as a phase and any phase may be implemented at any time.

10 B. Land Use Classifications. In this ordinance:

- 11 1. AO Hotel is a classification on Parcel 6 as shown in **Exhibit B: Land Use**
- 12 **Plan** with the uses shown on **Exhibit D: Permitted Use Table**.
- 13 2. AO Mixed Use is a classification on Parcel 9 as shown in **Exhibit B** with the
- 14 uses shown on **Exhibit D**.
- 15 3. AO Restaurant is a classification on Parcels 4 and 5 as shown in **Exhibit B**
- 16 with the uses shown on **Exhibit D**.
- 17 4. Mopac Expressway Office Mixed Use is a classification on Parcels 1, 2 and
- 18 3 as shown in **Exhibit B** with the uses shown on **Exhibit D**.
- 19 5. Spicewood Springs Office Mixed Use is a classification on Parcels 7 and 8
- 20 as shown in **Exhibit B** with the uses shown on **Exhibit D**.
- 21 6. Streetscape is a classification for the portions of all parcels as shown in
- 22 **Exhibit B** and **Exhibit G: Streetscape Plan** and for the public rights-of-
- 23 way for Executive Center Drive, Wood Hollow Drive, and Hart Lane located
- 24 within, or adjacent to, the Austin Oaks PUD.

25 **PART 5. Land Use.**

26 The following conditions apply:

- 1 A. A mixed-use development is required on Parcel 9 with a commercial ground floor
2 use and multifamily residential above the ground floor.
- 3 B. Automotive washing shall be considered an accessory use for office uses,
4 provided it (1) may be used solely for employees or patrons of the buildings, (2)
5 and may occur only within structured parking.
- 6 C. The minimum size of a lot within any parcel within the Austin Oaks PUD is
7 20,000 square feet.
- 8 D. The minimum width of a lot within any parcel within the Austin Oaks PUD is
9 100 feet.
- 10 E. Total impervious cover within the Austin Oaks PUD is limited to 58% of the
11 PUD's gross site area. This total impervious cover limit applies to the PUD
12 overall, not on an individual subdivision or site plan basis. In addition to the
13 overall limit, land uses within the PUD shall comply with the impervious cover
14 limits in **Exhibit B**. Impervious cover is limited to 50% within 300 feet of the
15 offsite springs as shown in **Exhibit B**. Impervious cover in dedicated parkland is
16 limited to a combined total for all dedicated parkland of 27,000 square feet. Each
17 subdivision or site plan application shall track the Austin Oaks PUD's
18 compliance with the impervious cover limits.
- 19 F. The maximum number of residential dwelling units within Parcels 6 and 9
20 combined shall not exceed total 250. For the purposes of this calculation, a
21 hotel/motel room is not considered a residential dwelling unit. The maximum
22 number of each type of residential dwelling unit shall be as follows:
- 23 1. The number of efficiency units shall not exceed 125 units.
- 24 2. The number of one-bedroom units shall not exceed 125 units.
- 25 3. The number of two-bedroom units shall not exceed 100 units.
- 26 G. Any cell towers or similar communications or information relay facilities
27 constructed on a parcel within the Austin Oaks PUD shall be screened
28 concurrently with the construction of, or architecturally incorporated into, a
29 building to be constructed on the parcel.

30 **PART 6. Open Space and Parkland.**

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

19 **PART 7. Environmental.**

- 20 A. All buildings in the Austin Oaks PUD will achieve a two-star or greater rating
21 under the Austin Energy Green Building program using the applicable rating
22 version in effect at the time a rating registration application is submitted for the
23 building.
- 24 B. Landscaping
- 25 1. At least 75% of trees planted within the street yard shall be from the
26 Environmental Criteria Manual (ECM) Appendix N (City of Austin Preferred
27 Plant List). Trees planted within the street yard shall be no less than three inch
28 caliper in size and eight feet in initial height. If more than ten trees are
29 required in the street yard, pursuant to the ECM, no more than 30% of planted
30 trees shall be from the same species.
 - 31 2. At least 75% of all non-turf plant materials shall be native to Central Texas or
32 included in the 5th Edition of City of Austin's "Grow Green Native and

Adapted Landscape Plants” guide (revised 2016). This requirement shall not apply to plantings within dedicated parkland.

C. Tree Protection

1. In this section, Protected and Heritage trees have the meanings provided in City Code Chapter 25-8, Subchapter B, Article 1 (*Tree and Natural Area Protection*).
2. The Landowner shall preserve a minimum of 3,150 caliper inches of Protected and Heritage Trees, calculated together, which represents 75% of the total caliper inches of Protected and Heritage Trees within the Austin Oaks PUD. The Landowner shall also preserve a minimum of 7,137 caliper inches of all trees eight inches in diameter at breast height or larger, which represents 63% of the total caliper inches of regulated trees within the Austin Oaks PUD. These requirements apply to the Austin Oaks PUD as a whole and not on an individual subdivision or site plan basis. Each subdivision, site plan, and building permit application that includes a tree removal request shall demonstrate that the Austin Oaks PUD is in compliance with these requirements.
3. The Landowner shall remove existing impervious cover and no new impervious cover shall be placed within the full critical root zone (CRZ) of Protected and Heritage Trees, except as follows:
 - a. Structures and access drives from a public street may be located within the outer half of the CRZ in compliance with ECM Section 3.5.2;
 - b. For Parcels 1, 3, 4 and 6, internal drive aisles and surface parking may be located within the outer half of the CRZ in compliance with ECM Section 3.5.2 or within the inner half of the CRZ as long as at least 75% of the entire area of the full CRZ is free of impervious cover;
 - c. Existing areas of impervious cover may remain within the CRZ of trees identified as tag numbers 1029, 1038, 1288, 1333, 1334, 2000, 2001, 2016, 2052, 2074, 2094, 2136, and 2173, but no additional impervious cover may be added within the CRZ;
 - d. Sidewalks and multi-use trails are allowed within the CRZ in compliance with ECM Section 3.5.2.

- 1 4. Mitigation credit shall be granted for removing existing impervious cover
2 from the CRZ of preserved trees. Mitigation credit shall be defined as the
3 dollar value of the arboricultural services provided to remove the impervious
4 cover, improve soil health and composition, and reduce compaction within
5 the CRZ.

6 D. Drainage

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

13 E. Riparian Restoration

- 14 1. The Landowner shall remove existing, non-compliant impervious cover from
15 the critical water quality zone and critical environmental feature buffers
16 within the Austin Oaks PUD, as illustrated in **Exhibit F**. The areas shall be
17 restored as described in **Exhibit F**.
18 2. The Landowner shall lay back the west creek bank on Parcels 4 and 5, as
19 illustrated in **Exhibit F**. The resulting inundation bench shall be restored as
20 described in **Exhibit F**. Laying back the bank as described is a permitted
21 floodplain modification within the critical water quality zone.
22 F. An integrated pest management (IPM) plan that complies with Section 1.6.9.2 (D)
23 and (F) of the ECM shall be submitted for approval with each site plan application.
24 The Landowner shall provide copies of the IPM plan to all property owners within
25 the Austin Oaks PUD.
26
27
28

29 **PART 8. Affordable Housing Program.**

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

34 A. Multifamily Rental Housing

At least 10% of the total number of multifamily rental housing units located within the Austin Oaks PUD will be set aside for occupancy by households with incomes at 60% of or below the MFI for a rental affordability period of forty years from the date the unit is leased to an eligible household, so long as the unit remains in compliance with the terms of the affordable housing program. The 10% set aside under this section constitutes the “Affordable Rental Units.” In addition the Landowner agrees to comply with the following:

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

B. Owner-occupied Housing

At least 10% of the total number of units sold as owner-occupied residential housing units located within the Austin Oaks PUD will be set aside for occupancy by households with incomes at 80% of or below MFI for an affordability period of (1) ninety-nine years for fee-simple ownership units governed by a condominium declaration and community land trust units or (2) forty years for fee-simple units not governed by a condominium declaration. The 10% set aside under this section constitutes the Affordable Ownership Units. In addition the Landowner agrees to comply with the following:

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

- 1 a. Must be sold to an income eligible household at 80% of or below MFI;
2 and
- 3 b. Shall be secured through a restrictive covenant using a form shown in
4 **Exhibit M: Affordable Housing Restrictive Covenants – Owner-**
5 **Occupied** and recorded at the time of sale in the official public records of
6 the county where the Affordable Ownership Unit is located. The form of
7 the restrictive covenant may be revised by agreement of the Director of
8 NHCD and the Landowner. The restrictive covenant shall include, but
9 not be limited to the following:
- 10 i. Resale restrictions that require that resale of the affordable unit must
11 be to a household at 80% of or below MFI;
- 12 ii. Restrictions that will cap the equity gain to the homeowner that can
13 be realized upon resale of the affordable unit to maintain the unit's
14 long term affordability in accordance with NHCD guidelines; and
- 15 iii. Right of First Refusal to the Austin Housing Finance Corporation
16 (AHFC) or other entity designated by the City that is assignable to
17 an income-qualified buyer, to ensure long term affordability.
- 18 C. The Landowner shall execute a blanket restrictive covenant in a form
19 substantially similar to the form attached in **Exhibit N: Blanket Affordable**
20 **Housing Restrictive Covenant**. To ensure that Affordable Ownership and
21 Rental Units are set aside in compliance with Part 8 of this ordinance, the
22 Landowner shall execute the agreement with the City attached as **Exhibit O:**
23 **Affordable Housing Agreement** that establishes the terms for releasing the
24 blanket restrictive covenant once the Affordable Ownership Units and Affordable
25 Rental Units have been identified within the Austin Oaks PUD.
- 26 D. The Landowner shall submit a condo declaration to the Director of NHCD for
27 review and approval and the declaration shall include provisions related to the
28 affordable units.
- 29 E. The Landowner shall file a written report, in a format approved by NHCD, with
30 the Director of NHCD including the number and location of each Affordable
31 Ownership Unit and Affordable Rental Unit meeting the Affordable Housing
32 Requirements within the Austin Oaks PUD. The initial report shall be filed not
33 later 15 calendar days following the date of recordation of a plat or site plan

1 within the Austin Oaks PUD and shall be updated every six months until
2 construction of the Austin Oaks PUD is complete.

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

5 **PART 9. Transportation.**

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

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

19 A. Zoning

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

- c. Section 2.4 (*Building Entryways*) is modified to allow entrances within the Austin Oaks PUD as designated in **Exhibit G**;
 - d. Subsections 3.2.2.A.–C. of Article 3 (*Building Design Standards*), Section 3.2 (*Glazing and Facade Relief Requirements*) are modified so that the regulations do not apply to the AO Hotel on Parcel 6 or the AO Mixed Use on Parcel 9; and
 - e. Subsection 3.3.2. (*Building Design Options*) of Article 3 (*Building Design Standards*), Section 3.3 (*Options to Improve Building Design*) is modified to require a minimum total of five base points in the aggregate for all buildings within the Austin Oaks PUD.
2. Section 25-2-531 (*Height Limit Exceptions*) as it exists on the effective date of this ordinance shall apply to development within the Austin Oaks PUD.
 3. Chapter 25-2, Subchapter C, Article 5 (*Accessory Uses*) as it exists on the effective date of this ordinance shall apply to development within the Austin Oaks PUD.
 4. Section 25-2-1062 (*Height Limitations and Setbacks for Small Sites*) is modified to waive compatibility standards to allow for increased heights as shown on **Exhibit B**.
 5. Section 25-2-1063 (*Height Limitations and Setbacks for Large Sites*) modified to waive compatibility standards to allow for increased heights as shown on **Exhibit B**.
 6. Section 25-2-1065 (A)-(D) (*Scale and Clustering Requirements*) is modified to allow massing, clustering, and building placement within the Austin Oaks PUD as designated in **Exhibit B**.

B. Environmental

1. ECM Section 1.6.2.E (*Subsurface Ponds*) as it exists on the effective date of this ordinance shall apply to development within the Austin Oaks PUD.
2. ECM Section 2.4.3 (*Buffering*) is modified to allow shrubs used as buffering elements on Parcels 1 and 4 to be planted in a permeable landscape area at least three feet wide.

- 1 3. Section 25-2-1008(A) (*Irrigation Requirements*) is modified such that natural
2 areas and existing trees where impervious cover is removed shall be
3 considered undisturbed for purposes of this requirement. Portions of a site
4 within the Austin Oaks PUD that cannot comply with this code section using a
5 gravity fed conveyance system are exempt from its requirements.
6
- 7 4. Section 25-7-32 (*Director Authorized to Require Erosion Hazard Zone*
8 *Analysis*) shall not apply to the Austin Oaks PUD. An erosion hazard zone
9 analysis prepared by Urban Design Group, consisting of a report dated March
10 30, 2016 and an addendum dated August 15, 2016, was submitted with the
11 Austin Oaks PUD application and the identified erosion hazard zone shall be
12 used for future development applications.
13
- 14 5. Section 25-7-61(A)(5) (*Criteria for Approval of Development Applications*)
15 and Drainage Criteria Manual Section 1.2.2.D (*General*) are modified such
16 that the drainage analysis shall be based on the Austin Oaks PUD boundary
17 rather than the parcel boundaries. The drainage analysis shall utilize the
18 Austin Oaks PUD's existing impervious cover, which is 66% of gross site
19 area, as the benchmark for identifying additional adverse impacts.
20
- 21 6. Section 25-8-25 (*Redevelopment Exception in Urban and Suburban*
22 *Watersheds*) as it exists on the effective date of this ordinance shall apply to
23 development within the Austin Oaks PUD with the following modifications:
24 Section 25-8-25(B)(1) and (3) is modified such that impervious cover and
25 vehicle trip limits shall apply to the Austin Oaks PUD overall rather than by
26 site plan. For purposes of Section 25-8-25(B)(5), non-compliant development
27 may be relocated within the critical water quality zone and critical
28 environmental feature buffers if the degree of encroachment (total square
29 footage and minimum distance to the protected feature) and overall impact to
30 the protected feature do not increase.
31
- 32 7. Section 25-8-63(C)(2) (*Impervious Cover Calculations*) as it exists on the
33 effective date of this ordinance shall apply to development within the Austin
34 Oaks PUD.
- 35 8. Section 25-8-261(B)(3), (D), and (E) (*Critical Water Quality Zone*
36 *Development*) as it exists on the effective date of this ordinance shall apply
37 to development within the Austin Oaks PUD.

- 1 9. Section 25-8-262(C) (*Critical Water Quality Zone Crossings*) as it exists on
2 the effective date of this ordinance shall apply to development within the
3 Austin Oaks PUD.
- 4 10. Sections 25-8-621 (*Permit Required for Removal of Protected Trees:*
5 *Exceptions*) and 25-8-641(B) (*Removal Prohibited*) are modified to allow the
6 removal of trees identified to be removed in **Exhibit H: Tree Plan**, including
7 those trees identified as tag numbers 904, 952, 1075, 1094, 1163, 1289, 2008,
8 2031, 2033, 2037, 2107, 2227 and 2233.
- 9 11. ECM Section 3.3.2.A (*General Tree Survey Standards*) is modified to allow
10 **Exhibit K: Tree Survey** to be used for 20 years from the survey date.
11 Development applications submitted after November 22, 2033 shall require a
12 new tree survey that complies with the rules and regulations in effect at the
13 time of application.
14 time of application.

15
16 C. Transportation

- 17 1. Section 25-6-472(A) (*Parking Facility Standards*) is modified to allow the
18 following minimum parking requirements within the Austin Oaks PUD:
- 19 a. 3.5 parking spaces per 1,000 square feet of office;
20 b. 5 parking spaces per 1,000 square feet of retail uses;
21 c. 8 parking spaces per 1,000 square feet of restaurant uses; and
22 d. 1 parking space per each multifamily dwelling unit.
- 23 2. For office, residential, and hotel uses, off-street bicycle parking shall comply
24 with the requirements of Section 25-6-477 (*Bicycle Parking*), except that a
25 minimum of 20% of all required bicycle parking spaces shall be located
26 within 50 feet of any principal building entrance and shall not be obscured
27 from public view.
- 28 3. Section 25-6-531 (*Off-Street Loading Facility Required*) is modified to
29 provide that no off-street loading spaces shall be required for buildings in
30 the AO Restaurant use classification on Parcels 4 and 5.

PART 11. This ordinance takes effect on _____, 2017.

PASSED AND APPROVED

_____, 2017

§ § §

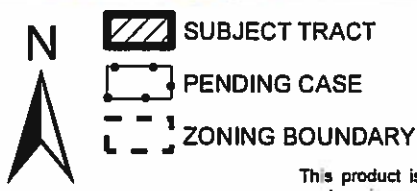
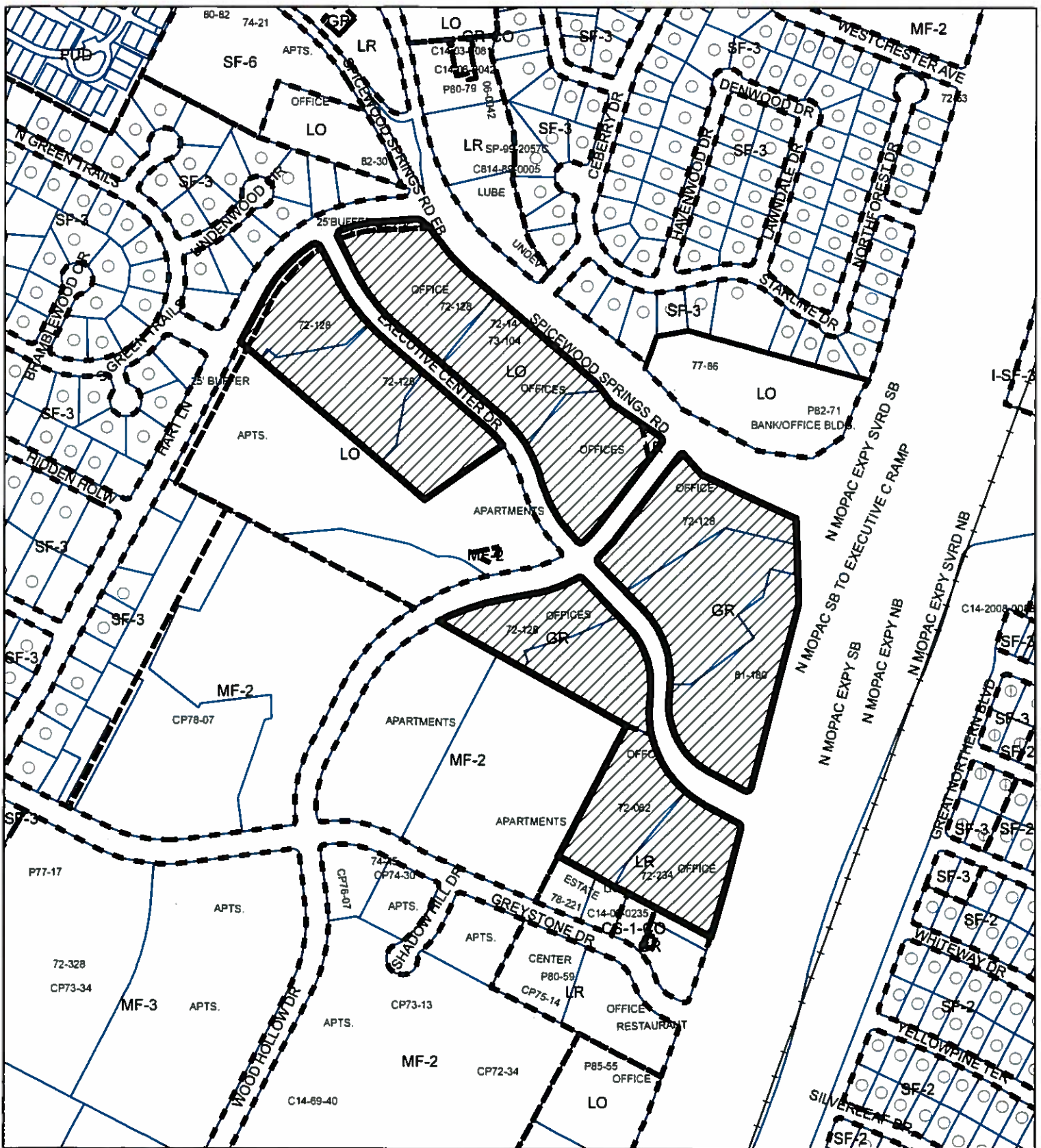
Steve Adler
Mayor

APPROVED:

Anne L. Morgan
City Attorney

ATTEST:

Jannette S. Goodall
City Clerk



PLANNED UNIT DEVELOPMENT
ZONING CASE#: C814-2014-0120

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.



EXHIBIT A

EXHIBIT C

PHASING PLAN

A. The Austin Oaks PUD is divided into ten (10) separate parcels identified on the PUD Land Use plan as specific classifications. The Austin Oaks PUD shall be developed in phases to accommodate the redevelopment of the existing office building and parking improvements. Any one or more parcels may be included in a phase.

B. Within one (1) year of the Effective Date of this Ordinance, the amount of \$420,000.00 shall be deposited with the City which must be used for the installation of a traffic signal at the intersection of Hart Lane and Spicewood Springs Road.

C. The following shall be developed as part of the first phase of the development of the Austin Oaks PUD and shall be completed prior to, and as a condition to, the issuance of a permanent Certificate of Occupancy for the first new building to be constructed within the Austin Oaks PUD:

- (1) Subject to the approval of Texas Department of Transportation ("TxDOT"), the Landowner will offer to enter into an agreement with TxDOT to complete the work for the following three projects that were identified in the TIA: (i) a free eastbound right-turn movement from Spicewood Springs Road to Loop 1 SBFR, (ii) construct a southbound right-turn deceleration lane on Loop 1 SBFR (upstream of Executive Center Drive), and (iii) construct a southbound acceleration lane on Loop 1 SBFR (downstream of Executive Center Drive). The implementation of the construction will be done through an agreement with TxDOT that either (i) allows for the Landowner to design and construct the improvements with TxDOT approval or (ii) permits the Landowner to pay TxDOT to construct the improvements. If TxDOT refuses to enter into such agreement, the Landowner will contribute \$325,000 to the City for the City's implementation of transportation improvements within the area of the Property to provide alternative mitigation.
- (2) Subject to the City's approval, the Landowner will complete the work for the following two projects within the City's right-of-way that were identified in the TIA: (i) extend the westbound left-turn bay of Spicewood Springs Road to Wood Hollow Drive and (ii) provide a right-turn overlap operation at the northbound right-turn movement of Wood Hollow Drive to Spicewood Springs Road. If the City refuses or cannot approve the work set forth in this paragraph, the Landowner will contribute \$60,000 to the City for the City's implementation of transportation improvements within the area of the Property to provide alternative mitigation.

D. The development of the AO Mixed Use Parcel 9 shall occur prior to the construction of 500,000 leasable square feet of commercial space within any one or more new

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

E. The park on Parcel 10 shall be dedicated after improvements shown on a site plan are constructed and approved by the City; and prior to the issuance of either (1) a certificate of occupancy for any of the 250 multi-family units or (2) of a building containing the 500,000th square foot of constructed leasable space calculated across all parcels of the Austin Oaks PUD.

F. The Landowner will spend up to \$1,546,500 to redevelop Parcel 10 as a public park. Redevelopment costs may include, but are not limited to, additional soil, landscaping, and shade structures; but may not include costs related to demolition. The Landowner will be responsible for demolition of the building and removal of building infrastructure, including surface parking, and such cost shall not be included in the \$1,546,500 allocated amount. Any remaining portion of the \$1,546,500 not spent on Parcel 10 shall be used to develop parkland to be dedicated on Parcel 8, including for the placement of historic markers or interpretative signage related to the heritage trail as shown in **Exhibit E: Park Plan and Park Space**.

G. Prior to construction of any park facilities on Parcels 8 and 10, the Landowner shall develop a Park Master Plan for Parcels 8 and 10 to submit for approval to the Parks and Recreation Board. The Park Master Plan will be developed with input from neighbors surrounding the Austin Oaks PUD and the Parks and Recreation Department. The Park Master Plan approved by the Parks and Recreation Board may include costs exceeding \$1,546,500; however, the Landowner will only construct a combination of improvements on the public park on Parcel 10 or the heritage park on Parcel 8 totaling \$1,546,500. Proposed utility lines and systems, and necessary connections to such lines and systems to provide services to the buildings and improvements within the Austin Oaks PUD must be shown on the Park Master Plan submitted to the Parks and Recreation Board for approval

H. The AO Creek shall be restored consistent with **Exhibit F: Creek Plan** in phases as follows:

- (1) The parking areas on the southern portion of the creek, south of Executive Center Drive, shall be restored prior to or concurrently with the development of the office on Parcel 2. Such restoration of the parking areas shall be completed prior to, and as a condition to, the issuance of a temporary or permanent Certificate of Occupancy for the primary building constructed on Parcel 2. The southern portion of the creek south of Executive Center Drive, as shown in **Exhibits E** as parkland shall be conveyed to the City as a condition to the issuance of the permanent Certificate of Occupancy for the first building to be constructed on Parcel 2.
- (2) The northern portion of the creek, north of Executive Center Drive, that is located on Parcels 4 and 5 shall be restored prior to or concurrently with the development of improvements on all or any part of either Parcel 4 or 5, and shall be completed prior to, and as a condition to, the issuance of a temporary or permanent Certificate of Occupancy for the first building to be constructed on

either Parcel 4 or 5. The northern portion of the creek, north of Executive Center Drive, that is located on Parcels 4 and 5 and shown in **Exhibits E** as parkland shall be conveyed to the City as a condition of issuance of the permanent Certificate of Occupancy for the first building to be constructed on Parcel 4 or 5.

- (3) The northern portion of the creek, north of Executive Center Drive, that is located on Parcel 3, including the pedestrian bridge with any necessary support piers over the unnamed branch of the creek, shall be restored prior to or concurrently with the development of improvements on all or any part of Parcel 3, and shall be completed prior to, and as a condition to, the issuance of a temporary or permanent Certificate of Occupancy for the first building to be constructed on Parcel 3. The Landowner of Parcel 3 will be responsible for the maintenance of the hard surfaced trails and pedestrian bridge within the creek park for 10 years from the date of the permanent Certificate of Occupancy for the first building to be constructed on Parcel 3; and thereafter the City will be responsible for such maintenance. The pedestrian bridge will be a pre-engineered steel frame bridge with a minimum width of 8 feet. The northern portion of the creek, north of Executive Center Drive, which is located on Parcel 3 and shown in **Exhibits E** as parkland shall be conveyed to the City as a condition of issuance of the permanent Certificate of Occupancy for the first building to be constructed on Parcel 3.

I. The Streetscape shall be developed in phases as follows:

- (1) The portion of the Streetscape within the northern right-of-way of Executive Center Drive from Hart Lane to Wood Hollow Drive and within the western right-of-way of Wood Hollow Drive from Executive Center Drive to Spicewood Springs Road shall be developed prior to or concurrently with the development of the improvements on all or any part of the AO Hotel Parcel 6 or either of the Spicewood Springs Office Parcels 7 or 8, and shall be completed prior to, and as a condition to, the issuance of the permanent Certificate of Occupancy for the first building to be constructed on AO Hotel Parcel 6 or either of the Spicewood Springs Office Parcels 7 or 8.
- (2) The portion of the Streetscape within the southern right-of-way of Executive Center Drive from Hart Lane to Wood Hollow Drive shall be developed prior to or concurrently with the development of the improvements on all or any part of the AO Mixed Use Parcel 9, and shall be completed prior to, and as a condition to, the issuance of the permanent Certificate of Occupancy for the primary building to be constructed on the AO Mixed Use Parcel 9.
- (3) The portion of the Streetscape within the eastern right-of-way of Wood Hollow Drive from Executive Center Drive to Spicewood Springs Road shall be developed prior to or concurrently with the development of the improvements on all or any part of either AO Restaurant Parcels 4 or 5, and shall be completed

prior to, and as a condition to, the issuance of the permanent Certificate of Occupancy for the first building to be constructed on either AO Restaurant Parcel 4 or 5.

- (4) The portion of the Streetscape within the eastern right-of-way of Wood Hollow Drive from Executive Center Drive to the southern boundary of the Austin Oaks PUD shall be developed prior to or concurrently with the development of the improvements on all or any part of the MoPac Expressway Office Parcel 2, and shall be completed prior to, and as a condition to, the issuance of the permanent Certificate of Occupancy for the primary building to be constructed on the MoPac Expressway Office Parcel 2.
- (5) The portion of the Streetscape located outside of the right-of-way of Executive Center Drive and Wood Hollow Drive within each Parcel shall be developed prior to or concurrently with the development of the improvements on each such Parcel, and shall be completed prior to, and as a condition to, the issuance of the permanent Certificate of Occupancy for the primary building constructed on each such Parcel.

J. During construction of any phase, the required parking for then existing uses shall be provided on a cumulative basis on the entire Austin Oaks PUD property.

K. During construction of any phase of the Austin Oaks PUD, a construction office and a sales and leasing office may be located in the retail or garage portions of the building(s) within such phase.

EXHIBIT D

PERMITTED USES TABLE

| LAND USE CLASSIFICATION: | Mopac Expressway Office | Spicewood Springs Office | AO Hotel | AO Mixed Use | AO Restaurant |
|-----------------------------|----------------------------|-----------------------------|----------|--------------|---------------|
|-----------------------------|----------------------------|-----------------------------|----------|--------------|---------------|

RESIDENTIAL USES

| | | | | | |
|-------------------------|---|---|---|---|---|
| Condominium Residential | N | N | P | P | N |
| Multifamily Residential | N | N | N | P | N |

COMMERCIAL USES

| | | | | | |
|--|---|---|---|---|---|
| Administrative & Business Office | P | P | N | P | N |
| Art Gallery | N | P | P | P | N |
| Art Workshop | N | P | P | P | N |
| Business or Trade School | P | P | N | N | N |
| Business Support Services | P | P | N | N | N |
| Cocktail Lounge (maximum Of 5,000 sq ft) | N | N | P | N | N |
| Commercial Off-Street Parking | P | P | P | P | P |
| Communication Services | P | P | N | P | N |
| Consumer Convenience Services | P | P | N | P | N |
| Consumer Repair Services | P | P | N | P | N |
| Financial Services | P | P | N | P | N |
| Food Preparation | P | P | P | P | P |
| Food Sales | P | P | P | P | P |
| General Retail Sales (Convenience) | N | P | P | P | N |
| General Retail Sales (General) (any one venue shall not exceed 15,000 sq. ft.) | N | P | P | P | N |
| Hotel-Motel | N | N | P | N | N |
| Indoor Entertainment | P | P | P | P | N |
| Indoor Sports & Recreation | N | P | N | P | N |

| LAND USE: CLASSIFICATION | MoPac Expressway Office | Spicewood Springs Office | AO Hotel | AO Mixed Use | AO Restaurant |
|-----------------------------|----------------------------|-----------------------------|----------|--------------|---------------|
|-----------------------------|----------------------------|-----------------------------|----------|--------------|---------------|

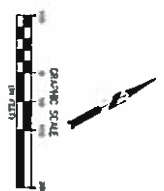
COMMERCIAL USES (continued)

| | | | | | |
|---|---|---|---|---|---|
| Liquor Sales | N | N | N | N | N |
| Medical Office (exceeding 5,000 sq. ft. gross floor area) | P | P | N | N | N |
| Medical Office (not exceeding 5,000 sq. ft. gross floor area) | P | P | N | N | N |
| Off-Site Accessory Parking | P | P | P | P | P |
| Personal Improvement Services | P | P | P | P | N |
| Personal Services | P | P | P | P | N |
| Pet Services | P | P | P | P | N |
| Printing & Publishing | P | P | P | P | N |
| Professional Office | P | P | N | P | N |
| Research Services | P | P | N | N | N |
| Restaurant (General) | P | P | P | P | P |
| Restaurant (Limited) | P | P | P | P | P |
| Software Development | P | P | P | P | N |

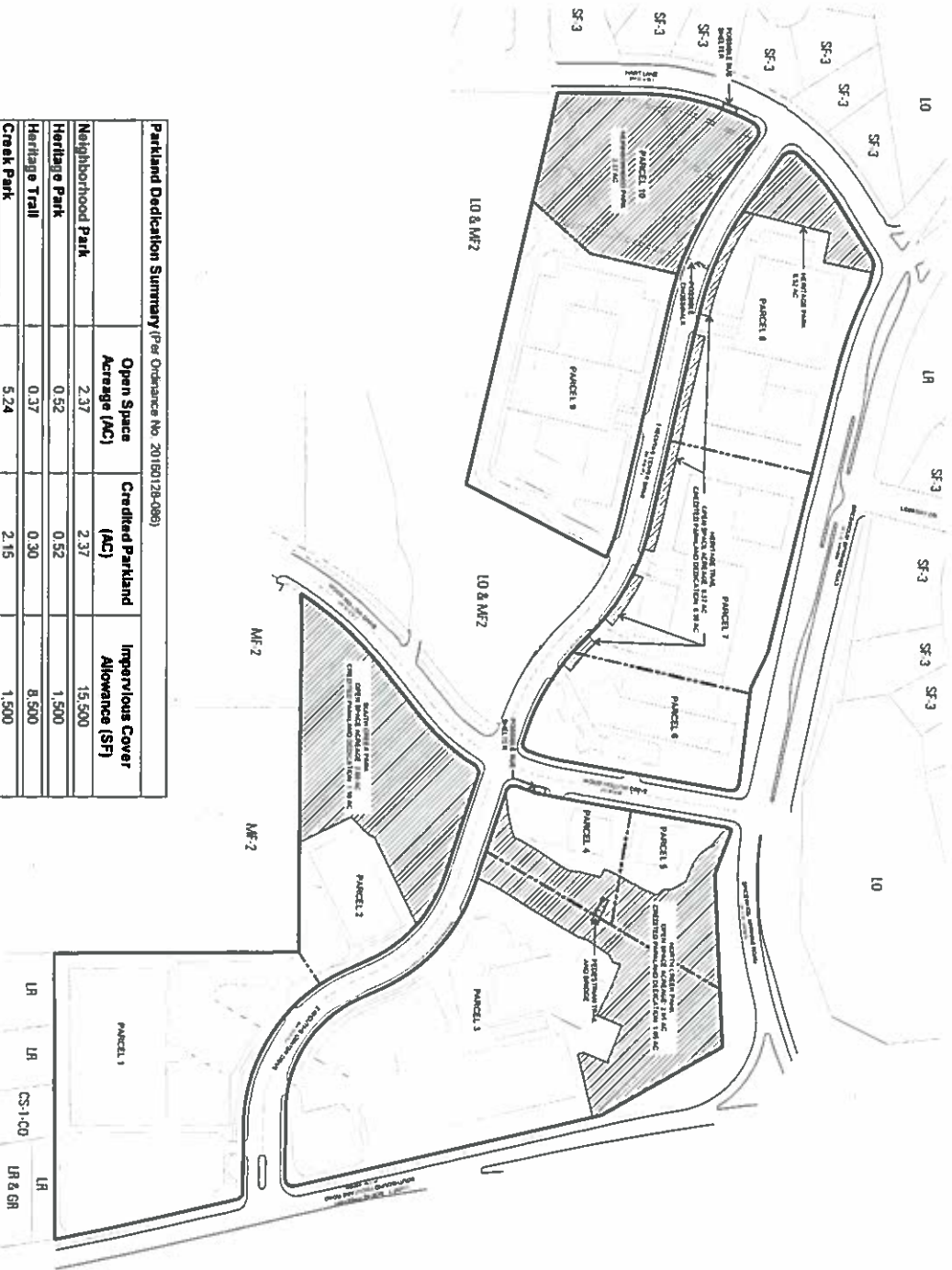
CIVIC USES

| | | | | | |
|--------------------------------------|---|---|---|---|---|
| College and University Facilities | P | P | N | N | N |
| Communication Services Facilities | P | P | N | N | N |
| Counseling Services | P | P | N | P | N |
| Cultural Services | P | P | N | P | N |
| Day Care Services (Commercial) | P | P | N | P | N |
| Day Care Services (General) | P | P | N | P | N |
| Day Care Services (Limited) | P | P | N | P | N |
| Employee Recreation | P | P | N | N | N |
| Guidance Services | P | P | N | P | N |
| Hospital Services (General) | P | P | N | N | N |
| Hospital Services (Limited) | P | P | N | N | N |
| Park and Recreation (General) | P | P | P | P | P |
| Religious Assembly | P | P | P | P | P |

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



LEGEND

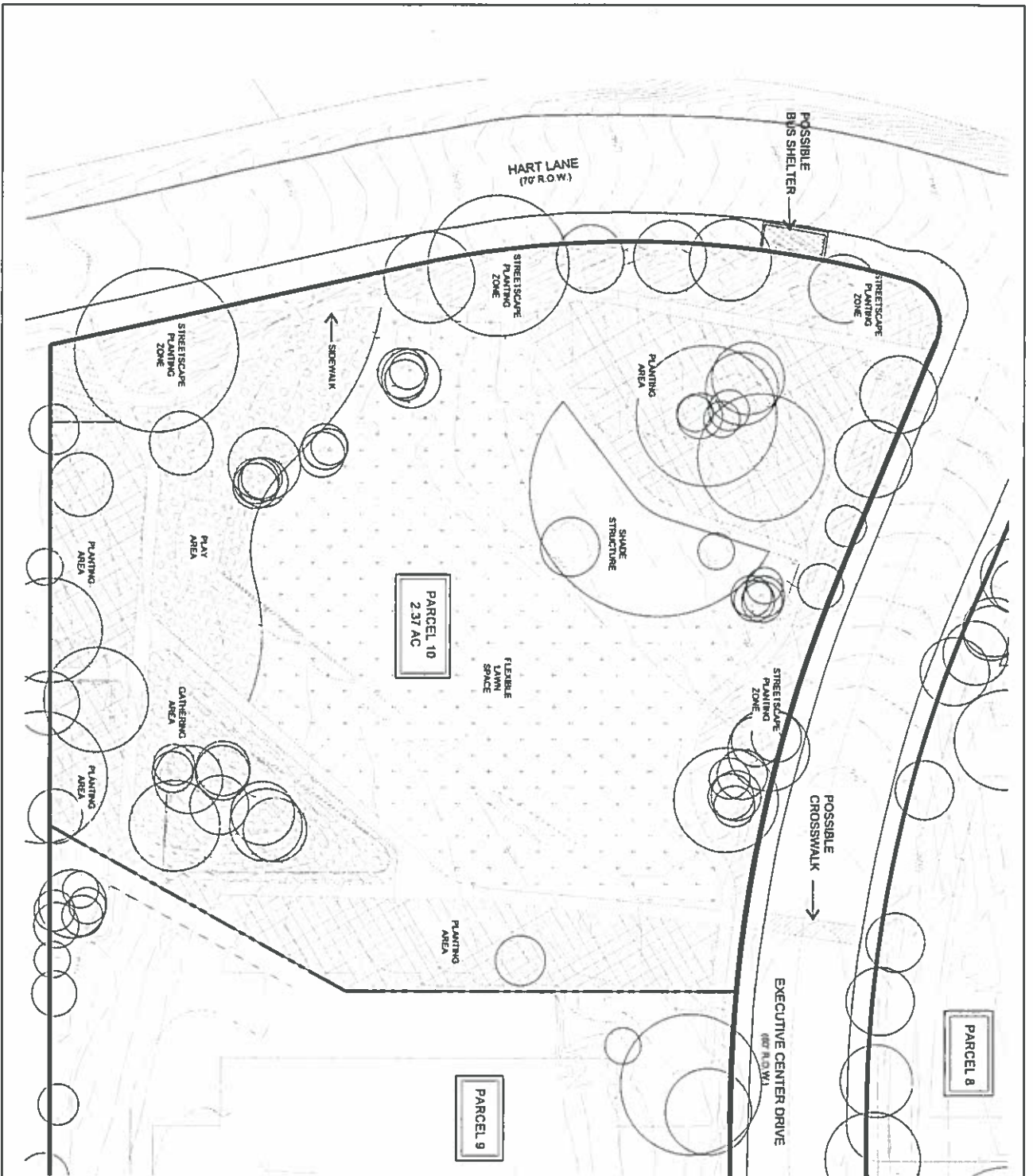


| Parkland Dedication Summary (Per Ordinance No. 20150128-086) | | | |
|--|----------------------------|---------------------------|------------------------------------|
| | Open Space Average (AC) | Credited Parkland (AC) | Impervious Cover Allowance (SF) |
| Neighborhood Park | 2.37 | 2.37 | 15,500 |
| Heritage Park | 0.52 | 0.52 | 1,500 |
| Heritage Trail | 0.37 | 0.30 | 8,500 |
| Creek Park | 5.24 | 2.15 | 1,500 |
| Total | 8.50 | 5.34 | 27,000* |

*Imperious Cover Not to Exceed 27,000 SF overall and may be allocated in any of the parkland areas.

- [illegible]

REVISÉ : DÉCEMBRE 6, 2016

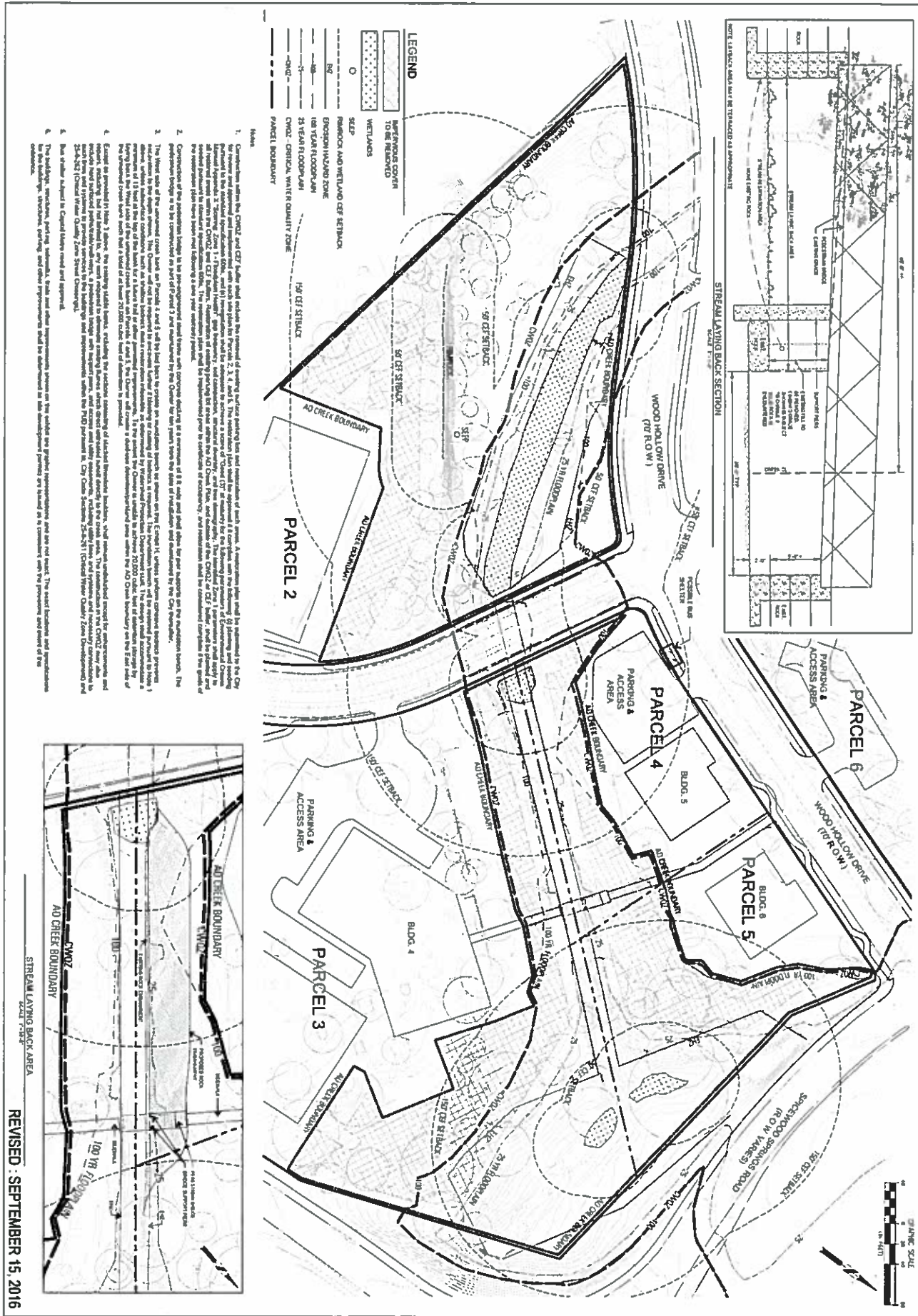


1. The Owner will spend up to \$1,500,000 to improve Parcel 10 as a playground area. The playground area will be located on the east side of Parcel 10, adjacent to the Hart Lane right-of-way. The playground area will be designed to meet the City of Austin's standards for playgrounds and will be constructed by the City of Austin. The playground area will be constructed by the City of Austin. The playground area will be constructed by the City of Austin.
2. The building, structure, parking, utility, and other improvements shown on the site plan and graphic representations are not to scale. The building, structure, parking, utility, and other improvements are shown for informational purposes only. The building, structure, parking, utility, and other improvements are shown for informational purposes only.
3. The building, structure, parking, utility, and other improvements are shown for informational purposes only. The building, structure, parking, utility, and other improvements are shown for informational purposes only.
4. The building, structure, parking, utility, and other improvements are shown for informational purposes only. The building, structure, parking, utility, and other improvements are shown for informational purposes only.

REVISED : DECEMBER 6, 2016

EXHIBIT F

10-15-15-001



ALLEGEDLY CHARGE 50-004



- \oplus

STREETSCAPE PLAN

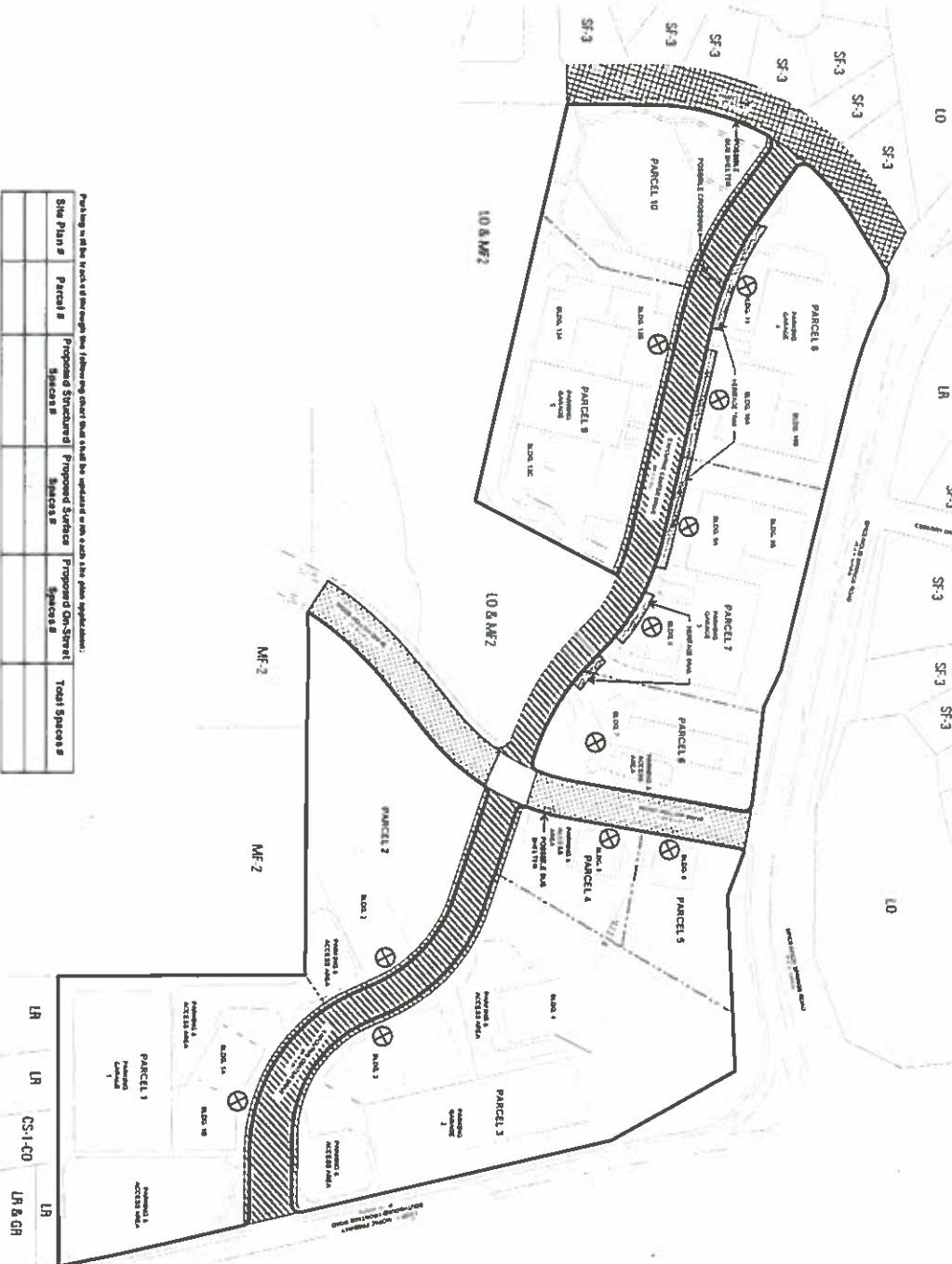


5 | 2.547 0000

THIS ORIGINALLY

1990-1991

| Nothing in this report or the maps has a binding effect that shall be operative with such the plan application: | | | | | |
|---|----------|-------------------------------|-----------------------------|-------------------------------|---------------|
| Site Plan # | Parcel # | Proposed Structure Squares | Proposed Surface Squares | Proposed On-Street Squares | Total Squares |
| | | | | | |
| | | | | | |
| | | | | | |



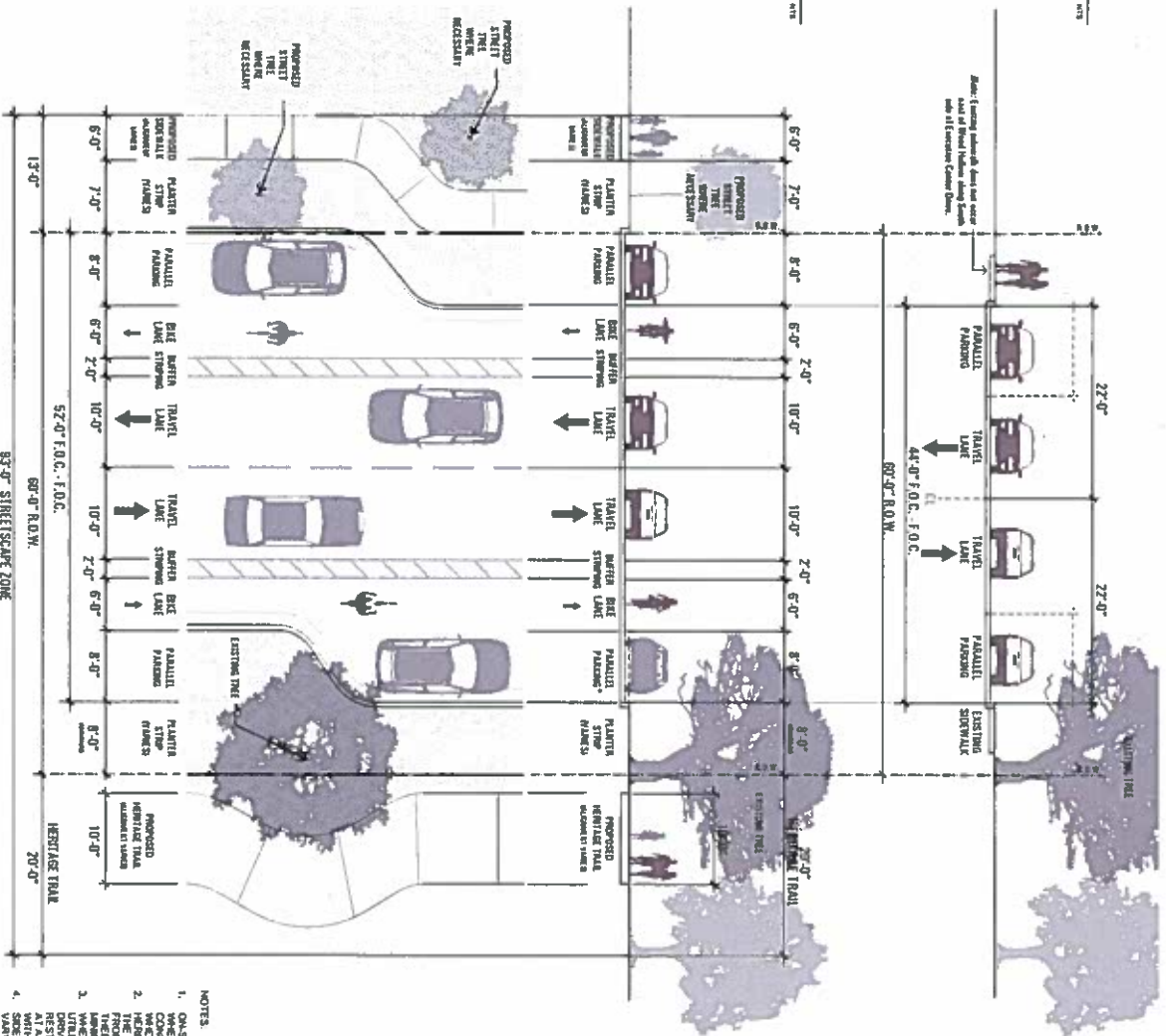
Pushing us to the back of the queue, the following chart shall be updated in 100 units the price requested:

EXECUTIVE CENTER DRIVE - EXISTING CONDITIONS

6/13

EXECUTIVE CENTER DRIVE - PROPOSED CONDITIONS

6/13



- NOTES:
1. ON-STREET PARALLEL PARKING MAY BE LOCATED ALONG THE SIDEWALK, EXCEPT WHERE THE HERITAGE TRAIL OCCURS.
 2. HERITAGE TRAIL (LEFT TURN) EXISTING ALONG THE SIDEWALK, EXCEPT WHERE THE HERITAGE TRAIL OCCURS.
 3. UTILITY, SITE VISIBILITY, STREET LIGHTS, AND OTHER RESTRICTIONS, STREET TREES SHALL BE PLACED AT AN AVERAGE SPACING OF 30 FT ON CENTER.
 4. VARY DEPENDING ON EXISTING TREES AND OTHER RESTRICTIONS, AT OWNER'S DISCRETION.

M13



- NOTES
1. WHERE FASSEM CAN CUT DOWN TREES, UTILITIES, GUE USABILITY, STREET LIGHTS, DRIVEWAYS AND OTHER REQUIRED REGULATORY RESTRICTIONS, STREET TREES SHALL BE PLACED AT AN AVERAGE SPACING OF 30 FT ON CENTER.
 2. STREET TREES AND PLANTING STRIP ALIGNMENT WILL BE SET BACK FROM THE STREET FRONT YARD LINE BY DEFENDING ON EXISTING TREES AND OTHER SITE CONDITIONS.
 3. POSSIBLE STREET AND CURB VARIATION TO ALLOW FOR A WIDER PLANTING STRIP SHALL BE CONSIDERED. BASED OUT, AT OWNERS DISCRETION.

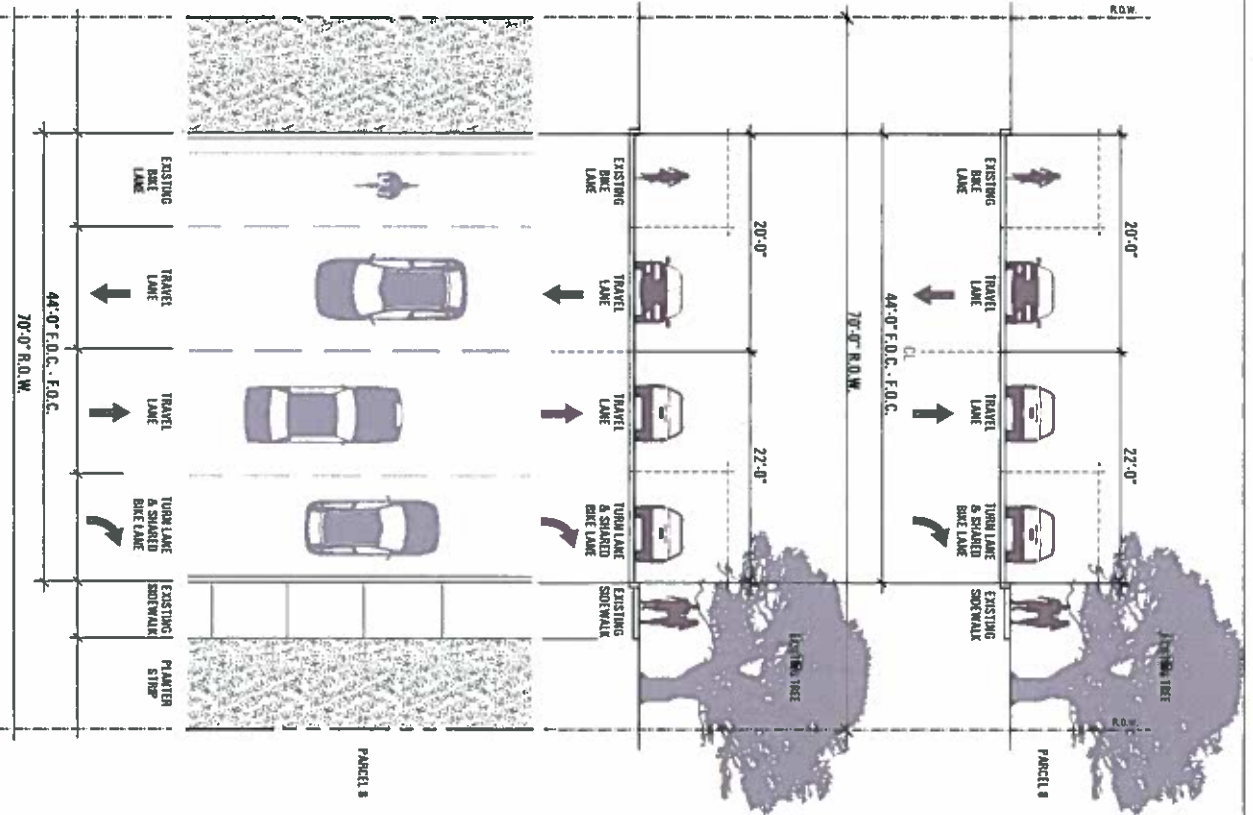
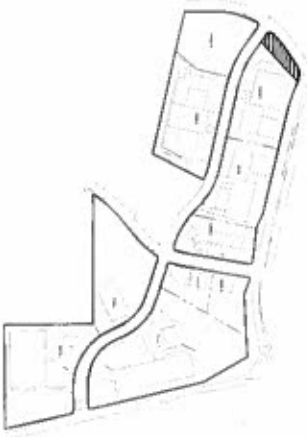
HART LANE- EXISTING CONDITIONS AT PARCEL 8

W1

HART LANE- PROPOSED CONDITIONS AT PARCEL 8

W2

LOCATION MAP
PLAN OF HART LANE STREETSCAPE ALONG PARCEL 8

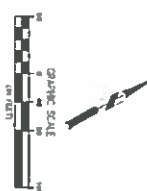


NOTES:
1. SEE PLANS FOR EXISTING UTILITIES.
2. UTILITIES, SITE VISIBILITY, STREET LIGHTS,
3. DRIVEWAYS AND OTHER RECORD INFORMATION
4. MAY BE REQUIRED TO BE OBTAINED FROM THE
5. CITY OF AUSTIN, TEXAS, OR THE UTILITY COMPANY
6. WITHIN THE PLANTER STRIP ALONG PARCEL 8
7. FRONTAGE.

16:38



- #### SAFE CONDITIONS



AUGUST 30, 2016

UDC JOB NO. 15-000

7-07

Case 6:16-cv-01147-UNA

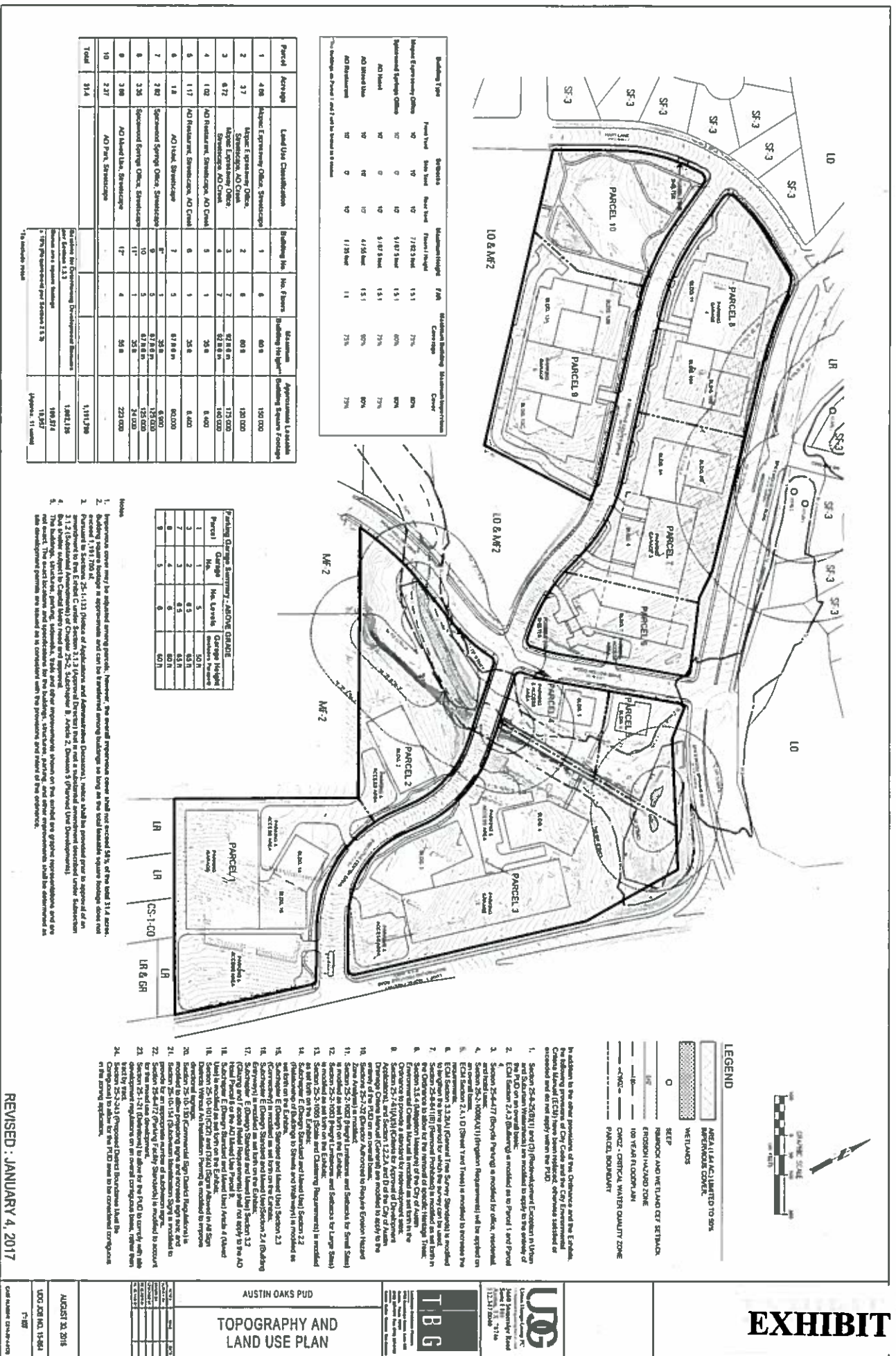


EXHIBIT J

UOG
 UOG Development, LLC
 11111 UOG Blvd
 Austin, TX 78758
 512.817.2000

TBG
 The Berg Group
 11111 UOG Blvd
 Austin, TX 78758
 512.817.2000

AUSTIN OAKS PUD

OPEN SPACE PLAN

AUGUST 30, 2016
 UOG, AEC, INC. 15-004
 F:\100
 C:\P\100\15-004

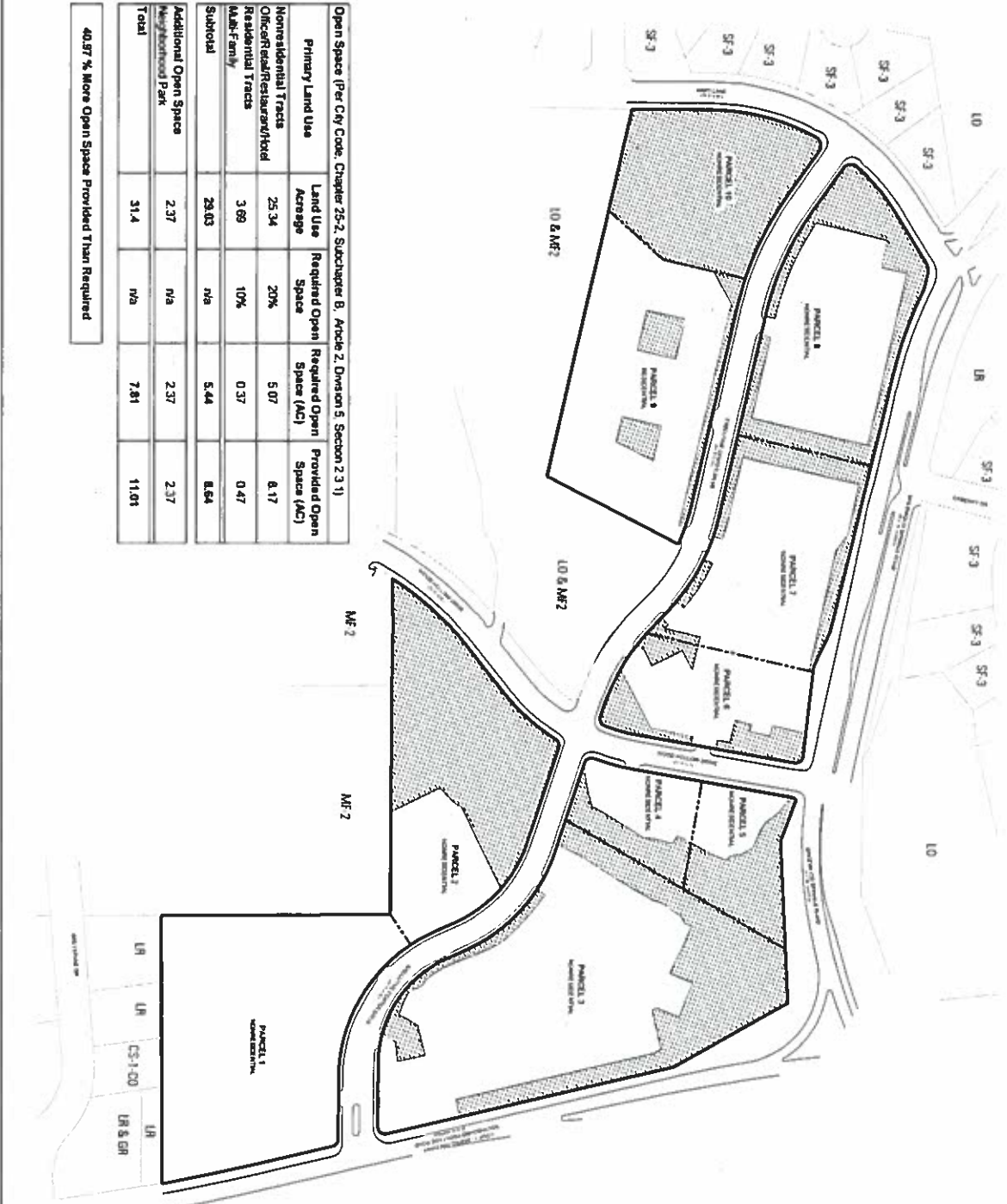
GRAPHIC SCALE
0 10 20 30 40 50 60 70 80 90 100
FEET

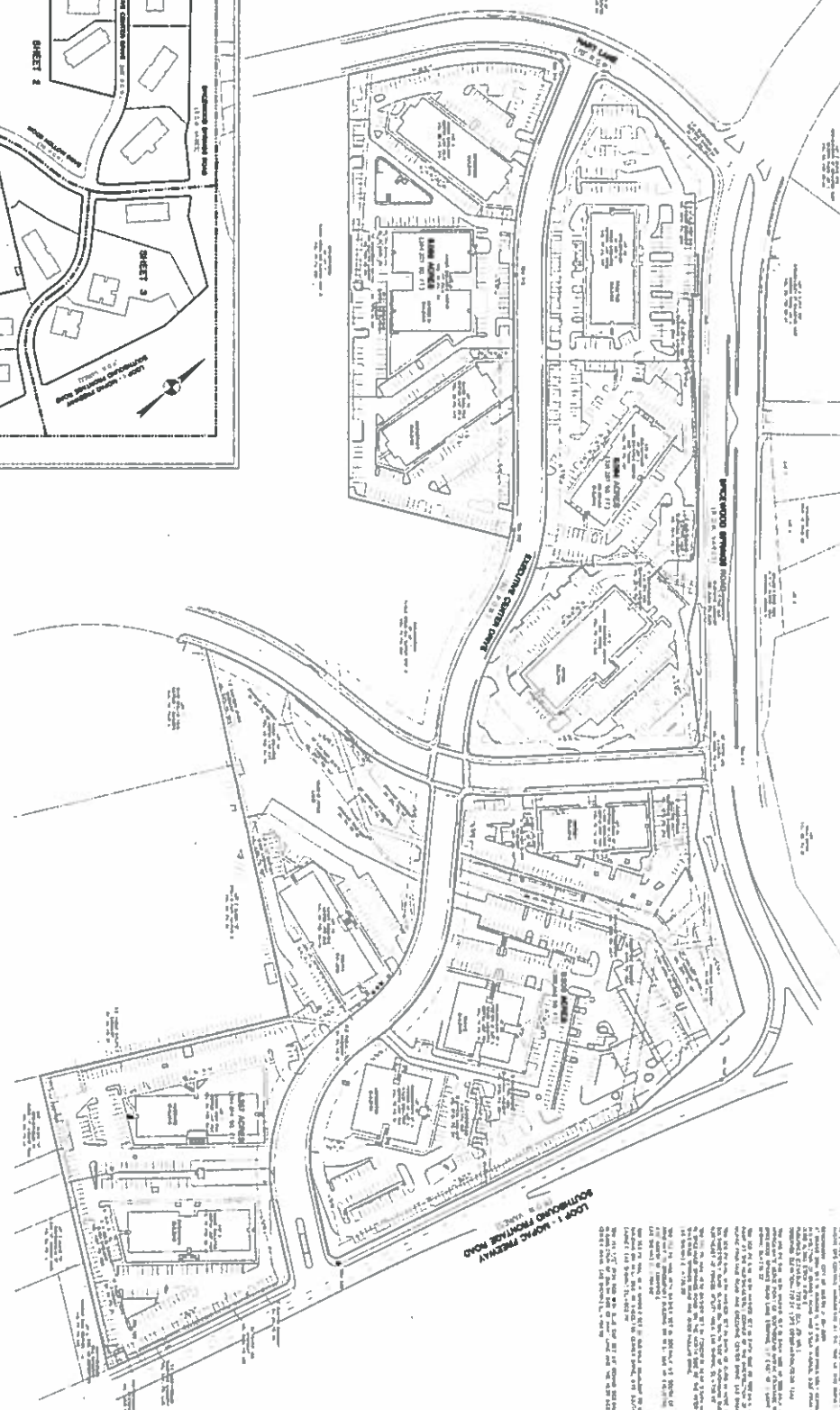
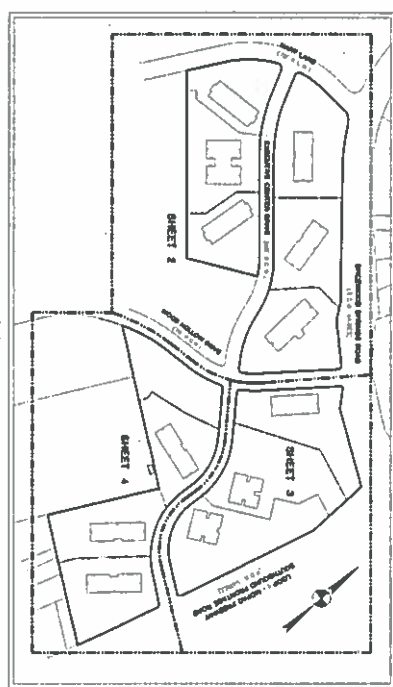
LEGEND

PROVIDED OPEN SPACE

NOTES

1. OPEN SPACE REQUIREMENTS FOR THE PROPERTY ARE PROVIDED AND CALCULATED ON AN OVERALL PUD BASIS AND EXCLUDED THEREFORE. INDIVIDUAL PARCELS DO NOT HAVE TO ACHIEVE OPEN SPACE REQUIREMENTS AT THE TIME OF SITE PLAN REVIEW. OPEN SPACE AREAS INCIDENTAL TO THE PROPERTY LOCATED BETWEEN BUILDINGS, AREAS, AND/OR DRIVEWAYS ARE INCLUDED IN THE OVERALL OPEN SPACE PROVIDED.





LEGAL DESCRIPTION

LOT 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63, 64, 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100, 101, 102, 103, 104, 105, 106, 107, 108, 109, 110, 111, 112, 113, 114, 115, 116, 117, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, 131, 132, 133, 134, 135, 136, 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 168, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199, 200, 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 211, 212, 213, 214, 215, 216, 217, 218, 219, 220, 221, 222, 223, 224, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 245, 246, 247, 248, 249, 250, 251, 252, 253, 254, 255, 256, 257, 258, 259, 260, 261, 262, 263, 264, 265, 266, 267, 268, 269, 270, 271, 272, 273, 274, 275, 276, 277, 278, 279, 280, 281, 282, 283, 284, 285, 286, 287, 288, 289, 290, 291, 292, 293, 294, 295, 296, 297, 298, 299, 300, 301, 302, 303, 304, 305, 306, 307, 308, 309, 310, 311, 312, 313, 314, 315, 316, 317, 318, 319, 320, 321, 322, 323, 324, 325, 326, 327, 328, 329, 330, 331, 332, 333, 334, 335, 336, 337, 338, 339, 340, 341, 342, 343, 344, 345, 346, 347, 348, 349, 350, 351, 352, 353, 354, 355, 356, 357, 358, 359, 360, 361, 362, 363, 364, 365, 366, 367, 368, 369, 370, 371, 372, 373, 374, 375, 376, 377, 378, 379, 380, 381, 382, 383, 384, 385, 386, 387, 388, 389, 390, 391, 392, 393, 394, 395, 396, 397, 398, 399, 400, 401, 402, 403, 404, 405, 406, 407, 408, 409, 410, 411, 412, 413, 414, 415, 416, 417, 418, 419, 420, 421, 422, 423, 424, 425, 426, 427, 428, 429, 430, 431, 432, 433, 434, 435, 436, 437, 438, 439, 440, 441, 442, 443, 444, 445, 446, 447, 448, 449, 450, 451, 452, 453, 454, 455, 456, 457, 458, 459, 460, 461, 462, 463, 464, 465, 466, 467, 468, 469, 470, 471, 472, 473, 474, 475, 476, 477, 478, 479, 480, 481, 482, 483, 484, 485, 486, 487, 488, 489, 490, 491, 492, 493, 494, 495, 496, 497, 498, 499, 500, 501, 502, 503, 504, 505, 506, 507, 508, 509, 510, 511, 512, 513, 514, 515, 516, 517, 518, 519, 520, 521, 522, 523, 524, 525, 526, 527, 528, 529, 530, 531, 532, 533, 534, 535, 536, 537, 538, 539, 540, 541, 542, 543, 544, 545, 546, 547, 548, 549, 550, 551, 552, 553, 554, 555, 556, 557, 558, 559, 560, 561, 562, 563, 564, 565, 566, 567, 568, 569, 570, 571, 572, 573, 574, 575, 576, 577, 578, 579, 580, 581, 582, 583, 584, 585, 586, 587, 588, 589, 590, 591, 592, 593, 594, 595, 596, 597, 598, 599, 600, 601, 602, 603, 604, 605, 606, 607, 608, 609, 610, 611, 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623, 624, 625, 626, 627, 628, 629, 630, 631, 632, 633, 634, 635, 636, 637, 638, 639, 640, 641, 642, 643, 644, 645, 646, 647, 648, 649, 650, 651, 652, 653, 654, 655, 656, 657, 658, 659, 660, 661, 662, 663, 664, 665, 666, 667, 668, 669, 670, 671, 672, 673, 674, 675, 676, 677, 678, 679, 680, 681, 682, 683, 684, 685, 686, 687, 688, 689, 690, 691, 692, 693, 694, 695, 696, 697, 698, 699, 700, 701, 702, 703, 704, 705, 706, 707, 708, 709, 710, 711, 712, 713, 714, 715, 716, 717, 718, 719, 720, 721, 722, 723, 724, 725, 726, 727, 728, 729, 730, 731, 732, 733, 734, 735, 736, 737, 738, 739, 740, 741, 742, 743, 744, 745, 746, 747, 748, 749, 750, 751, 752, 753, 754, 755, 756, 757, 758, 759, 760, 761, 762, 763, 764, 765, 766, 767, 768, 769, 770, 771, 772, 773, 774, 775, 776, 777, 778, 779, 780, 781, 782, 783, 784, 785, 786, 787, 788, 789, 790, 791, 792, 793, 794, 795, 796, 797, 798, 799, 800, 801, 802, 803, 804, 805, 806, 807, 808, 809, 810, 811, 812, 813, 814, 815, 816, 817, 818, 819, 820, 821, 822, 823, 824, 825, 826, 827, 828, 829, 830, 831, 832, 833, 834, 835, 836, 837, 838, 839, 840, 841, 842, 843, 844, 845, 846, 847, 848, 849, 850, 851, 852, 853, 854, 855, 856, 857, 858, 859, 860, 861, 862, 863, 864, 865, 866, 867, 868, 869, 870, 871, 872, 873, 874, 875, 876, 877, 878, 879, 880, 881, 882, 883, 884, 885, 886, 887, 888, 889, 890, 891, 892, 893, 894, 895, 896, 897, 898, 899, 900, 901, 902, 903, 904, 905, 906, 907, 908, 909, 910, 911, 912, 913, 914, 915, 916, 917, 918, 919, 920, 921, 922, 923, 924, 925, 926, 927, 928, 929, 930, 931, 932, 933, 934, 935, 936, 937, 938, 939, 940, 941, 942, 943, 944, 945, 946, 947, 948, 949, 950, 951, 952, 953, 954, 955, 956, 957, 958, 959, 960, 961, 962, 963, 964, 965, 966, 967, 968, 969, 970, 971, 972, 973, 974, 975, 976, 977, 978, 979, 980, 981, 982, 983, 984, 985, 986, 987, 988, 989, 990, 991, 992, 993, 994, 995, 996, 997, 998, 999, 1000.

NOTES

1. The survey was made by the Spire Realty Group, LP, on or about the date of the survey.

2. The survey was made by the Spire Realty Group, LP, on or about the date of the survey.

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10. The survey was made by the Spire Realty Group, LP, on or about the date of the survey.

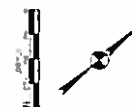


EXHIBIT K

BURY

201 South Main Street, Suite 200
Austin, Texas 78701
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SPIRE REALTY GROUP, LP

AUSTIN OAKS - MOPAC AT SPICEWOOD SPRINGS

BOUNDARY, TOPOGRAPHIC AND TREE SURVEY

OF 31.385 ACRES OF LAND SITUATED IN THE CITY OF AUSTIN, TRAVIS COUNTY, TEXAS, BEING ALL OF THOSE TRACTS OF LAND CONVEYED TO AUSTIN TRAVIS, LTD., AS DESCRIBED IN DEED OF RECORD IN DOCUMENT NO. 201013576 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS.

Scale: 1" = 30'

Date: 1/22/13

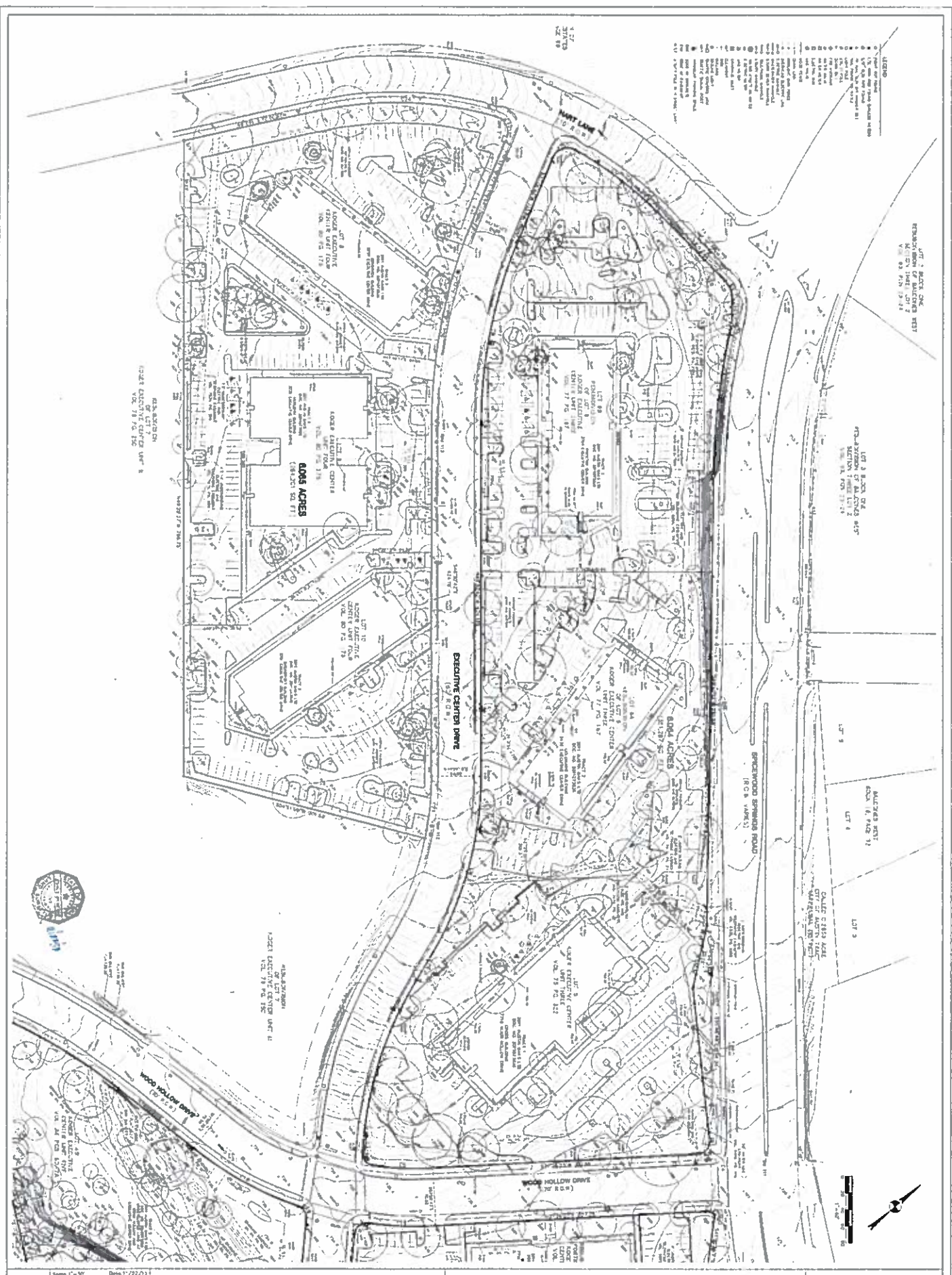
File #: 1303013.001 / 1303013.001

Owner: Austin Travis, Ltd.

Drawn by: J. Lee

Approved by: J. Lee

Project No.: 1303013.001



| | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|----|-----|
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 | 16 | 17 | 18 | 19 | 20 | 21 | 22 | 23 | 24 | 25 | 26 | 27 | 28 | 29 | 30 | 31 | 32 | 33 | 34 | 35 | 36 | 37 | 38 | 39 | 40 | 41 | 42 | 43 | 44 | 45 | 46 | 47 | 48 | 49 | 50 | 51 | 52 | 53 | 54 | 55 | 56 | 57 | 58 | 59 | 60 | 61 | 62 | 63 | 64 | 65 | 66 | 67 | 68 | 69 | 70 | 71 | 72 | 73 | 74 | 75 | 76 | 77 | 78 | 79 | 80 | 81 | 82 | 83 | 84 | 85 | 86 | 87 | 88 | 89 | 90 | 91 | 92 | 93 | 94 | 95 | 96 | 97 | 98 | 99 | 100 |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 | 16 | 17 | 18 | 19 | 20 | 21 | 22 | 23 | 24 | 25 | 26 | 27 | 28 | 29 | 30 | 31 | 32 | 33 | 34 | 35 | 36 | 37 | 38 | 39 | 40 | 41 | 42 | 43 | 44 | 45 | 46 | 47 | 48 | 49 | 50 | 51 | 52 | 53 | 54 | 55 | 56 | 57 | 58 | 59 | 60 | 61 | 62 | 63 | 64 | 65 | 66 | 67 | 68 | 69 | 70 | 71 | 72 | 73 | 74 | 75 | 76 | 77 | 78 | 79 | 80 | 81 | 82 | 83 | 84 | 85 | 86 | 87 | 88 | 89 | 90 | 91 | 92 | 93 | 94 | 95 | 96 | 97 | 98 | 99 | 100 |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 | 16 | 17 | 18 | 19 | 20 | 21 | 22 | 23 | 24 | 25 | 26 | 27 | 28 | 29 | 30 | 31 | 32 | 33 | 34 | 35 | 36 | 37 | 38 | 39 | 40 | 41 | 42 | 43 | 44 | 45 | 46 | 47 | 48 | 49 | 50 | 51 | 52 | 53 | 54 | 55 | 56 | 57 | 58 | 59 | 60 | 61 | 62 | 63 | 64 | 65 | 66 | 67 | 68 | 69 | 70 | 71 | 72 | 73 | 74 | 75 | 76 | 77 | 78 | 79 | 80 | 81 | 82 | 83 | 84 | 85 | 86 | 87 | 88 | 89 | 90 | 91 | 92 | 93 | 94 | 95 | 96 | 97 | 98 | 99 | 100 |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 | 16 | 17 | 18 | 19 | 20 | 21 | 22 | 23 | 24 | 25 | 26 | 27 | 28 | 29 | 30 | 31 | 32 | 33 | 34 | 35 | 36 | 37 | 38 | 39 | 40 | 41 | 42 | 43 | 44 | 45 | 46 | 47 | 48 | 49 | 50 | 51 | 52 | 53 | 54 | 55 | 56 | 57 | 58 | 59 | 60 | 61 | 62 | 63 | 64 | 65 | 66 | 67 | 68 | 69 | 70 | 71 | 72 | 73 | 74 | 75 | 76 | 77 | 78 | 79 | 80 | 81 | 82 | 83 | 84 | 85 | 86 | 87 | 88 | 89 | 90 | 91 | 92 | 93 | 94 | 95 | 96 | 97 | 98 | 99 | 100 |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 | 16 | 17 | 18 | 19 | 20 | 21 | 22 | 23 | 24 | 25 | 26 | 27 | 28 | 29 | 30 | 31 | 32 | 33 | 34 | 35 | 36 | 37 | 38 | 39 | 40 | 41 | 42 | 43 | 44 | 45 | 46 | 47 | 48 | 49 | 50 | 51 | 52 | 53 | 54 | 55 | 56 | 57 | 58 | 59 | 60 | 61 | 62 | 63 | 64 | 65 | 66 | 67 | 68 | 69 | 70 | 71 | 72 | 73 | 74 | 75 | 76 | 77 | 78 | 79 | 80 | 81 | 82 | 83 | 84 | 85 | 86 | 87 | 88 | 89 | 90 | 91 | 92 | 93 | 94 | 95 | 96 | 97 | 98 | 99 | 100 |





LOT 1

| Area | Acres |
|------|-------|
| 1.1 | 1.1 |
| 1.2 | 1.2 |
| 1.3 | 1.3 |
| 1.4 | 1.4 |
| 1.5 | 1.5 |
| 1.6 | 1.6 |
| 1.7 | 1.7 |
| 1.8 | 1.8 |
| 1.9 | 1.9 |
| 1.10 | 1.10 |
| 1.11 | 1.11 |
| 1.12 | 1.12 |
| 1.13 | 1.13 |
| 1.14 | 1.14 |
| 1.15 | 1.15 |
| 1.16 | 1.16 |
| 1.17 | 1.17 |
| 1.18 | 1.18 |
| 1.19 | 1.19 |
| 1.20 | 1.20 |
| 1.21 | 1.21 |
| 1.22 | 1.22 |
| 1.23 | 1.23 |
| 1.24 | 1.24 |
| 1.25 | 1.25 |
| 1.26 | 1.26 |
| 1.27 | 1.27 |
| 1.28 | 1.28 |
| 1.29 | 1.29 |
| 1.30 | 1.30 |
| 1.31 | 1.31 |
| 1.32 | 1.32 |
| 1.33 | 1.33 |
| 1.34 | 1.34 |
| 1.35 | 1.35 |
| 1.36 | 1.36 |
| 1.37 | 1.37 |
| 1.38 | 1.38 |
| 1.39 | 1.39 |
| 1.40 | 1.40 |
| 1.41 | 1.41 |
| 1.42 | 1.42 |
| 1.43 | 1.43 |
| 1.44 | 1.44 |
| 1.45 | 1.45 |
| 1.46 | 1.46 |
| 1.47 | 1.47 |
| 1.48 | 1.48 |
| 1.49 | 1.49 |
| 1.50 | 1.50 |
| 1.51 | 1.51 |
| 1.52 | 1.52 |
| 1.53 | 1.53 |
| 1.54 | 1.54 |
| 1.55 | 1.55 |
| 1.56 | 1.56 |
| 1.57 | 1.57 |
| 1.58 | 1.58 |
| 1.59 | 1.59 |
| 1.60 | 1.60 |
| 1.61 | 1.61 |
| 1.62 | 1.62 |
| 1.63 | 1.63 |
| 1.64 | 1.64 |
| 1.65 | 1.65 |
| 1.66 | 1.66 |
| 1.67 | 1.67 |
| 1.68 | 1.68 |
| 1.69 | 1.69 |
| 1.70 | 1.70 |
| 1.71 | 1.71 |
| 1.72 | 1.72 |
| 1.73 | 1.73 |
| 1.74 | 1.74 |
| 1.75 | 1.75 |
| 1.76 | 1.76 |
| 1.77 | 1.77 |
| 1.78 | 1.78 |
| 1.79 | 1.79 |
| 1.80 | 1.80 |
| 1.81 | 1.81 |
| 1.82 | 1.82 |
| 1.83 | 1.83 |
| 1.84 | 1.84 |
| 1.85 | 1.85 |
| 1.86 | 1.86 |
| 1.87 | 1.87 |
| 1.88 | 1.88 |
| 1.89 | 1.89 |
| 1.90 | 1.90 |
| 1.91 | 1.91 |
| 1.92 | 1.92 |
| 1.93 | 1.93 |
| 1.94 | 1.94 |
| 1.95 | 1.95 |
| 1.96 | 1.96 |
| 1.97 | 1.97 |
| 1.98 | 1.98 |
| 1.99 | 1.99 |
| 2.00 | 2.00 |

LOT 2

| Area | Acres |
|------|-------|
| 2.1 | 2.1 |
| 2.2 | 2.2 |
| 2.3 | 2.3 |
| 2.4 | 2.4 |
| 2.5 | 2.5 |
| 2.6 | 2.6 |
| 2.7 | 2.7 |
| 2.8 | 2.8 |
| 2.9 | 2.9 |
| 2.10 | 2.10 |
| 2.11 | 2.11 |
| 2.12 | 2.12 |
| 2.13 | 2.13 |
| 2.14 | 2.14 |
| 2.15 | 2.15 |
| 2.16 | 2.16 |
| 2.17 | 2.17 |
| 2.18 | 2.18 |
| 2.19 | 2.19 |
| 2.20 | 2.20 |
| 2.21 | 2.21 |
| 2.22 | 2.22 |
| 2.23 | 2.23 |
| 2.24 | 2.24 |
| 2.25 | 2.25 |
| 2.26 | 2.26 |
| 2.27 | 2.27 |
| 2.28 | 2.28 |
| 2.29 | 2.29 |
| 2.30 | 2.30 |
| 2.31 | 2.31 |
| 2.32 | 2.32 |
| 2.33 | 2.33 |
| 2.34 | 2.34 |
| 2.35 | 2.35 |
| 2.36 | 2.36 |
| 2.37 | 2.37 |
| 2.38 | 2.38 |
| 2.39 | 2.39 |
| 2.40 | 2.40 |
| 2.41 | 2.41 |
| 2.42 | 2.42 |
| 2.43 | 2.43 |
| 2.44 | 2.44 |
| 2.45 | 2.45 |
| 2.46 | 2.46 |
| 2.47 | 2.47 |
| 2.48 | 2.48 |
| 2.49 | 2.49 |
| 2.50 | 2.50 |
| 2.51 | 2.51 |
| 2.52 | 2.52 |
| 2.53 | 2.53 |
| 2.54 | 2.54 |
| 2.55 | 2.55 |
| 2.56 | 2.56 |
| 2.57 | 2.57 |
| 2.58 | 2.58 |
| 2.59 | 2.59 |
| 2.60 | 2.60 |
| 2.61 | 2.61 |
| 2.62 | 2.62 |
| 2.63 | 2.63 |
| 2.64 | 2.64 |
| 2.65 | 2.65 |
| 2.66 | 2.66 |
| 2.67 | 2.67 |
| 2.68 | 2.68 |
| 2.69 | 2.69 |
| 2.70 | 2.70 |
| 2.71 | 2.71 |
| 2.72 | 2.72 |
| 2.73 | 2.73 |
| 2.74 | 2.74 |
| 2.75 | 2.75 |
| 2.76 | 2.76 |
| 2.77 | 2.77 |
| 2.78 | 2.78 |
| 2.79 | 2.79 |
| 2.80 | 2.80 |
| 2.81 | 2.81 |
| 2.82 | 2.82 |
| 2.83 | 2.83 |
| 2.84 | 2.84 |
| 2.85 | 2.85 |
| 2.86 | 2.86 |
| 2.87 | 2.87 |
| 2.88 | 2.88 |
| 2.89 | 2.89 |
| 2.90 | 2.90 |
| 2.91 | 2.91 |
| 2.92 | 2.92 |
| 2.93 | 2.93 |
| 2.94 | 2.94 |
| 2.95 | 2.95 |
| 2.96 | 2.96 |
| 2.97 | 2.97 |
| 2.98 | 2.98 |
| 2.99 | 2.99 |
| 3.00 | 3.00 |

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OF 31,385 ACRES OF LAND SITUATED IN THE CITY OF AUSTIN, TRAVIS COUNTY, TEXAS, BEING ALL OF THOSE TRACTS OF LAND CONVEYED TO 2011 AUSTIN OAKS, LTD., AS DESCRIBED IN DEED OF RECORD IN DOCUMENT NO. 201073828 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS.

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EXHIBIT L
AFFORDABLE HOUSING
RESTRICTIVE COVENANT - RENTAL
(PENDING)

EXHIBIT M
AFFORDABLE HOUSING
RESTRICTIVE COVENANT – OWNER-OCCUPIED
(PENDING)

EXHIBIT N
BLANKET AFFORDABLE HOUSING
RESTRICTIVE COVENANT
(PENDING)

EXHIBIT O
AFFORDABLE HOUSING AGREEMENT
(PENDING)