



**RCA
CITY OF AUSTIN
RECOMMENDATION FOR COUNCIL ACTION**

**AGENDA ITEM NO.: 32
AGENDA DATE: Thu 02/02/2006
PAGE: 1 of 3**

SUBJECT: Approve an ordinance authorizing: (i) the execution of a Master Agreement, ancillary Community Facility and Cost Reimbursement Agreements, and other related and incorporated documents to facilitate public improvements; (ii) the grant of exceptions to fiscal requirements for construction of City improvements; and (iii) an exchange of real estate interests in and adjacent to the area known as the Sand Beach Reserve, generally bounded on the north by Lumbermen's Investment Corporation property, on the west by North Lamar Boulevard, on the south by Cesar Chavez, and on the east by Seaholm Power Plant property with LG Park Plaza Limited Partnership and LG Lamar Limited Partnership (collectively called Gables), with funding in an amount not to exceed \$2,023,679. The public improvements will be facilitated by an exchange of an unimproved parcel of Bowie Street right-of-way for certain private right of access easements and a wastewater easement between the City and Gables.

AMOUNT & SOURCE OF FUNDING: Funding in the amount of \$2,023,679 is available in the Fiscal Year 2005-2006 Approved Capital Budgets in the following departments: \$1,867,160 Economic Growth and Redevelopment Services, \$89,519 Public Works and Transportation, and \$67,000 Watershed Protection and Development Review.

FISCAL NOTE: A fiscal note is attached.

REQUESTING Economic Growth and **DIRECTOR'S**
DEPARTMENT: Redevelopment Services **AUTHORIZATION:** Sue Edwards

FOR MORE INFORMATION CONTACT: Austan Librach, Assistant Director / 974-2357; Fred Evins, Redevelopment Project Manager / 974-7131

PRIOR COUNCIL ACTION: N/A

BOARD AND COMMISSION ACTION: N/A

PURCHASING: N/A

MBE / WBE: N/A

The City has initiated efforts to redevelop the Seaholm Power Plant site and extend the Pfluger Bicycle and Pedestrian Bridge north of Cesar Chavez. Adjustments to the infrastructure surrounding Seaholm, particularly roads and parkland, are being proposed to fully utilize the area for community purposes in a manner consistent with the Seaholm District Master Plan.

Several infrastructure improvements are proposed for the Sand Beach Reserve, an area generally bounded on the north by Lumberman's Investment Corporation (LIC) property, on the west by North Lamar Boulevard, on the south by Cesar Chavez, and on the east by the Seaholm Power Plant Property. The infrastructure improvements will improve public access to the Seaholm District from the west, add a water quality meadow, facilitate the preferred alignment of the Pfluger Bridge extension, and consolidate usable parkland.

LG Park Plaza Limited Partnership and LG Lamar Limited Partnership (collectively called Gables) has purchased LIC two tracts of land comprising approximately 4.524 acres, located north of the Sand Beach Reserve between



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North Lamar Boulevard and the Union Pacific Railroad and adjoining City properties. Gables intends to develop a mixed-use project on the property containing approximately 500,000 square feet of residential, retail and office uses.

Gables has agreed to cost participate in, and provide for the design, construction and maintenance of some of the public improvements in the Sand Beach Reserve. Gables' participation will reduce the City's cost to construct the public improvements and provide the City with access through the LIC/Gables property to connect the Pfluger Bridge extension with a proposed pedestrian underpass at Bowie Street and the Union Pacific Railroad.

This Council action would allow the City to enter into a Master Agreement with Gables consistent with the draft agreement attached hereto, having key terms summarized as follows:

- The Master Agreement will replace and supersede the Settlement Agreement between LIC and the City dated January 8, 2001, which recognized access rights to the LIC/Gables property across park roads and parking lots.
- Gables will provide design and construction management for, and cost participate in, certain public improvements as more fully set forth in Community Facilities and Cost Reimbursement Agreements (CFCAs) attached as exhibits to the Master Agreement, which include:
 1. CFCA for Bio-Filtration Meadow, with City cost participation not to exceed \$324,658 (total estimated cost of Bio-Filtration Meadow is \$721,462). The \$67,000 maximum in Watershed Funds for water quality retrofit of existing impervious cover is conditional on the final design of the bio-filtration meadow meeting the criteria established by WPDR for this unique facility.
 2. CFCA for Right-of-Way Improvements, with City cost participation not to exceed \$1,397,377 (total estimated cost of ROW improvements is \$1,884,180).
 3. CFCA for Park Improvements, with no City cost participation (total cost of Park improvements is \$275,000).
 4. CFCA for Pedestrian Path and Bike Path through Gables' private drive, in an easement granted to the City, with no City cost participation (total estimated cost of Pedestrian and Bike Path improvements is \$20,000).
- Gables will be solely responsible for the design, construction and cost of relocating a 30" wastewater line in connection with development of its mixed-use project.
- The public improvements designed and constructed by Gables will be required to comply with applicable laws, regulations and City standards.
- Gables will comply with applicable provisions of the City's minority owned and women owned business enterprise procurement program with respect to those improvements that are subject to reimbursement by the City.
- The City waives fiscal posting requirements for the public improvements encompassed by the CFCAs.
- The City will remain responsible for the design and construction of public improvements in the Sand Beach Reserve area, which include:
 1. Extension of the Pfluger Pedestrian Bridge
 2. Bowie Street Pedestrian Underpass
 3. Lance Armstrong Bikeway
- Gables, the City, and their respective design professionals and contractors will coordinate the design and



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construction of the public improvements and Gables' mixed-use project.

- If requested by the City at a later date and subject to negotiation and execution of a CFCA, Gables will design and construct a City parking garage on the City-owned Crescent Tract that utilizes a joint access easement with an adjoining Gables parking garage.
- Gables will match the City's CIP contributions to Art in Public Places in connection with the public improvements, up to \$100,000.
- The City will provide a dedicated review and inspection team to expedite the processing of permits and approvals for the public improvements and Gables' mixed-use project.
- The City will exchange and vacate right-of-way and public street dedications, and dedicate additional park tract(s) created as a result of the reconfiguration of public streets.
- Gables will be responsible for the ordinary and ongoing maintenance of the Park Tracts, (excluding the hike and bike trails in the Park Tracts), Bio-Filtration Meadow, and the Pedestrian Path and Bike Path within Gables' private drive. The City shall be solely responsible for all other maintenance, capital repair, and replacement of the public improvements constructed pursuant to the Master Agreement.
- The City accepts Gables' obligations to fund, design, construct and maintain the Park improvements as sufficient consideration for parkland dedication requirements or fee in lieu of dedication requirements.
- A draft Master License Agreement, which sets out Gables' rights and responsibilities pertaining to construction and maintenance activities on designated portions of City-owned tracts, is attached as an exhibit to the Master Agreement. No license fees will be charged in connection with the public improvements.

**CIP BUDGET
FISCAL NOTE**

DATE OF COUNCIL CONSIDERATION: 15-Dec-05
WHERE ON AGENDA: Resolution
DEPARTMENT: Economic Growth and Redevelopment Services

DESCRIPTION: Approve an ordinance authorizing the negotiation and execution of an agreement with Lion Gables Realty Limited Partnership, including an agreement to exchange and vacate right-of-way and public street dedications, to facilitate public improvements in and adjacent to the area known as the Sand Beach Reserve, generally bounded on the north by Lumbermen's Investment Corporation property, on the west by North Lamar Boulevard, on the south by Cesar Chavez and on the east by the Seaholm Power Plant Property, in an amount not to exceed \$2,024,107.

FINANCIAL INFORMATION:

Project Name: Traffic Signals P1/1998
Project Authorization: 2002-2003 Amended Capital Budget
Funding Source: 1998 General Obligation Bonds, P1
Fund/Agency/Orgn: 8780-607-2155

Total Current Appropriation	\$2,351,703.00
Unencumbered Balance	\$237,317.00
Amount of this Action	<u>(\$89,519.00)</u>
Estimated Available	<u>\$147,798.00</u>

Financial Approval: Rusty Cobem

Date: November 22, 2005

CIP BUDGET FISCAL NOTE

DATE OF COUNCIL CONSIDERATION:

15-Dec-05

WHERE ON AGENDA:

DEPARTMENT:

Watershed Protection & Development Review

Description: Approve an ordinance authorizing the negotiation and execution of an agreement with Lion Gables Realty Limited Partnership, including an agreement to exchange and vacate right-of-way and public street dedications, to facilitate public improvements in and adjacent to the area known as the Sand Beach Reserve, generally bounded on the north by Lumbermen's Investment Corporation property, on the west by North Lamar Boulevard, on the south by Cesar Chavez and on the east by the Seaholm Power Plant Property, in an amount not to exceed \$2,024,107.

FINANCIAL INFORMATION:

TOWN LAKE - SAND BEACH

Project Name:

GABLES

Project Authorization:

2005-2006 Amended Capital Budget

Funding Source:

Urban Watershed Fund

Fund/Agency/Orgn:

4850-817-8218

Total Current Appropriation

\$320,000.00

Unencumbered Balance

\$310,648.50

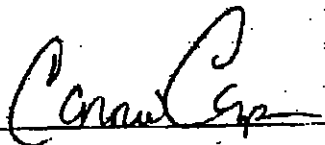
Amount of this Action

(\$67,000.00)

Remaining Balance

\$243,648.50

Financial Approval:



Date:

11/22/05

**CIP
Fiscal Note**

DATE OF COUNCIL CONSIDERATION:
WHERE ON AGENDA:
DEPARTMENT:

12/16/2005
Ordinance
Economic Growth and Redevelopment Services

DESCRIPTION: Approve an ordinance authorizing the negotiation and execution of an agreement with Lion Gables Realty Limited Partnership, including an agreement to exchange and vacate right-of-way and public street dedications, to facilitate public improvements in and adjacent to the area known as the Sand Beach Reserve, generally bounded on the north by Lumbermen's Investment Corporation property, on the west by North Lamar Boulevard, on the south by Cesar Chavez and on the east by the Seaholm Power Plant Property, in an amount not to exceed \$2,024,107.

FINANCIAL INFORMATION:

Project Name: Downtown Roadway Improvements
Project Authorization: 2005-06 Approved Capital Budget
Funding Source: Capital Metro Quarter Cent Funding
Number: 8581-257-9470

Current Appropriation	\$ 2,000,000
Unencumbered Balance	2,000,000
Amount of This Action	(1,609,930)
Remaining Balance	<u>\$ 390,070</u>

Project Name: CBD Roadway Improvements
Project Authorization: 2005-06 Approved Capital Budget
Funding Source: Capital Metro Quarter Cent Funding
Number: 8581-257-9011

Current Appropriation	\$ 812,443
Unencumbered Balance	812,076
Amount of This Action	(257,858)
Remaining Balance	<u>\$ 554,418</u>

Financial Manager, EGRSO: Mig Triguera Date: 11/22/05

ORDINANCE NO. _____

AN ORDINANCE APPROVING THE EXECUTION OF A MASTER AGREEMENT, ANCILLARY COMMUNITY FACILITY AND COST REIMBURSEMENT AGREEMENTS, A MASTER LICENSE AGREEMENT, WITH THE EXCHANGE OF INTERESTS IN RIGHT-OF-WAY AND PUBLIC STREETS AND EASEMENTS AND THE GRANTING OF EXCEPTIONS TO FISCAL REQUIREMENTS FOR CONSTRUCTION OF CITY IMPROVEMENTS WITH LG PARK PLAZA LIMITED PARTNERSHIP AND LG LAMAR LIMITED PARTNERSHIP.

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

PART 1. The Council finds that:

- (A) LG Park Plaza Limited Partnership, a Texas limited partnership, and LG Lamar Limited Partnership, a Texas limited partnership (collectively hereinafter referred to as "Gables") has purchased and has proposed a mixed use development on the 4.524 acre "Lumbermen's Tract" generally bounded to the south by the City's "Sand Beach Reserve", to the west by Lamar Boulevard and to the north and east by the City's "Crescent Tract" (the "Project").
- (B) The City owns adjacent property known as the "Sand Beach Reserve", generally bounded on the north by Lumbermen's Tract, on the west by North Lamar Boulevard, on the south by Cesar Chavez Street and on the east by the Seaholm Power Plant property, and the "Crescent Tract", generally bounded by the Union Pacific Railroad Company right-of-way, the Lumbermen's Tract, and the Sand Beach Reserve.
- (C) The City plans to construct the extension of the Pfluger Pedestrian and Bicycle Bridge, the Bowie Street underpass, and the Lance Armstrong Bikeway in the vicinity of the Project.
- (D) Gables has offered, through a "Master Agreement" to participate in the design and construction of City right-of-way, water quality, and park improvements in and adjacent to the Sand Beach Reserve and the Project.
- (E) Gables has offered to design, construct, and maintain a section of pedestrian path and bike path improvements through the Project to provide

interconnectivity to adjacent City pedestrian path and bike path improvements.

- (F) Gables and the City desire to exchange interests in right-of-way and public streets and other easements to provide for the reconfiguration of City streets and the construction of other improvements by the City and Gables.
- (G) Gables has offered to design and construct a City parking garage on the City's Crescent Tract abutting the Project upon timely notices from the City.
- (H) Ordering exceptions to certain fiscal requirements for Gables' construction of City improvements is consistent with the goal of developing the City's infrastructure in the Seaholm District.
- (I) The construction of \$275,000.00 in park improvements by Gables will support the goal of the development of City parkland in the Seaholm District.
- (J) Gables has offered to maintain certain City parkland, pedestrian path and bike path, bio-filtration meadow, and streetscape improvements under a Master License Agreement.
- (K) The design and construction of the contemplated City improvements by Gables will further the goal of development of the Seaholm District.
- (L) Gables and the City agree that, subject to revisions for health and safety purposes, the written, published requirements of the City Code and the City's rules and regulations in effect on the date of the execution of the Master Agreement will be applicable to the development of the design and construction of the City infrastructure improvements to be constructed by Gables for a period of five years.

PART 2. The Council authorizes the City Manager to execute the necessary documents to implement a Master Agreement, including incorporated Community Facilities and Cost Reimbursement Agreements to design and construct the improvements described in Part 1, a Master License Agreement for future maintenance of certain improvements, and agreements for the exchange of right-of-way, public streets, and other easements, and the future construction of the City parking garage with Gables, in the form attached hereto.

PART 3. The following provisions of the City Code do not apply to the Master Agreement and its related documents:

- (A) the requirement in the City Code for fiscal security for the construction of City right-of-way improvements, including Section 14-11-195 (*Security*

Required) and Section 25-1-112 (*Fiscal Security*);

- (B) the requirement of Section 25-7-65 (*Fiscal Security Required*) of the City Code for fiscal security for sedimentation and erosion control;
- (C) the requirement of Section 25-7-65 (*Fiscal Security Required*) of the City Code for fiscal security for the construction of a bio-filtration meadow;
- (D) the requirement of Section 25-4-212 (*Dedication of Parkland Required*) and Section 25-4-215 (*Payment Instead of Land*) of the City Code for parkland dedication or fiscal or other payment; and
- (E) the requirements in the City Code for fiscal security for the construction of a pedestrian path and bike path in Gables property in a City pedestrian and bike path easement, including Section 14-11-195 (*Security Required*) and Section 25-1-112 (*Fiscal Security*).

PART 4. This ordinance takes effect on _____, 2006.

PASSED AND APPROVED

_____, 2006 §
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 § _____
 Will Wynn
 Mayor

APPROVED: _____
 David Allan Smith
 City Attorney

ATTEST: _____
 Shirley A. Gentry
 City Clerk