AGENDA

Regular Meeting

City Council

Tuesday, February 28, 2023

6:00 PM, City Hall

4000 Galleria Parkway

Bee Cave, Texas 78738-3104

THE CITY OF BEE CAVE COUNCIL MEETINGS ARE AVAILABLE TO ALL PERSONS REGARDLESS OF DISABILITY. IF YOU REQUIRE SPECIAL ASSISTANCE, PLEASE CONTACT KAYLYNN HOLLOWAY AT (512) 767-6641 AT LEAST 48 HOURS IN ADVANCE OF THE MEETING. THANK YOU.

A quorum of the Planning and Zoning Commission and/or Development Board may be in attendance at this meeting. No action will be taken by the Commission or Board.

1. Call meeting to order
2. Roll Call
3. Pledge of Allegiance
4. Discuss and consider action on a Resolution No. 2023-03 authorizing a Retention for Legal Services with the Law Offices of Ryan Henry, PLCC.
5. Mayor's Volunteer of the Year
6. Citizen Comments

This is an opportunity for citizens to address the City Council concerning an issue of community interest that is not on the agenda. Comments on the agenda items must be made when the agenda item comes before the Council. Any deliberation of the issue is limited to a proposal to place it on the agenda for a later meeting. Citizens will have up to 3 minutes to make comments.

7. Consent Agenda

All Consent Agenda items listed are considered to be routine by the City Council and will be enacted by one motion. There will be no separate

discussion of these items unless a Council member requests in which event the item will be removed from the Consent Agenda and considered in its normal sequence on the agenda. Information concerning consent agenda items is available for public view.

A. Consider approval of the minutes of the Regular Session conducted on February 14, 2023.
B. Consider approval of the minutes of the Special Session conducted on February 17, 2023.

8. Staff Comments.

9. Public hearing, discussion, and possible action on Ordinance No. 500 to amend the Thoroughfare Plan included within the “Our Bee Cave 2037 Comprehensive Plan,” with regard to future Neighborhood Collector roadways known as the “Southwest Collector” and “Hamilton Pool Road Extension."

10. Public Hearing, Discussion, and Possible Action on Ordinance No. 501 to Correct the Bee Cave Zoning Map classification for approximately 15.5 acres of Star Hill Ranch, a 31.07-acre tract of land located at 15000 Hamilton Pool Road, Bee Cave, Texas

11. Public Hearing, Discussion, and Possible Action on Ordinance No. 502 to amend the zoning of an approximately 1-acre tract owned by the City of Bee Cave located generally southwest of the City’s Police Department at 13333 SH-71.

12. Discuss and consider action on an Ice Rink Service Agreement with Ice Crown Rinks for the Bee Cave on Ice for 2023-2024, authorizing a deposit in the amount of $48,966.40 and authorizing the use of Hotel Occupancy Tax Funds.

13. Discuss and consider action on Ordinance No. 504 declaring unopposed candidates in the May 6, 2023 General City Election elected to office and canceling the election.

14. Discuss and consider action to approve the Bylaws of the Planning & Zoning Commission.

15. Discuss and consider action to authorize the City Manager to negotiate and execute a letter of engagement with Denton Navarro Rocha Bernal & Zech for special legal services.

16. Close Regular Meeting

17. Open Executive Session

Executive session in accordance with the Texas Government Code, Section

551-072 – Deliberation regarding real property. A quorum of the City Council will be present for the executive session.

A. Deliberation regarding the potential acquisition of real property for public purposes

18. Close Executive Session

19. Open Regular Meeting

20. Consider action, if any, on Executive Session

21. Adjournment

The Council may go into closed session at any time when permitted by Chapters 418 or 551, Texas Government Code, or Section 321.3022 of the Texas Tax Code. Before going into closed session a quorum of the Council must be present, the meeting must be convened as an open meeting pursuant to proper notice, and the presiding officer must announce that a closed session will be held and must identify the sections of Chapter 551 or 418, Texas Government Code, or Section 321.3022 of the Texas Tax Code authorizing the closed session.

I certify that the above notice of meeting was posted at Bee Cave City Hall, 4000 Galleria Parkway, Bee Cave, Texas, on the 24th day of February, 2023 at 4:30 P.M. (Seal)

_____

Kaylynn Holloway, City Secretary

City Council Meeting
2/28/2023
Agenda Item Transmittal

Agenda Item:	**4.**
Agenda Title:	**Discuss and consider action on a Resolution No. 2023-03 authorizing a Retention for Legal Services with the Law Offices of Ryan Henry, PLCC.**
Council Action:	**Discuss and Consider Action**
Department:	**Assistant City Manager**
Staff Contact:	**Lindsey Oskoui**

1. INTRODUCTION/PURPOSE

Approve Resolution No. 2023-03 appointing the Law Offices of Ryan Henry PLLC as the City of Bee Cave's City Attorney.

2. DESCRIPTION/JUSTIFICATION

a) Background

On 8/23/2023, City Council authorized issuance of an Request for Qualifications for City Attorney Services. Responses were due in November 2023.

The City received four responses:

- Davidson Troilo Ream Garza PC
- Denton Navarro
- Law Offices of Ryan Henry PLLC
- Messer Fort & McDonald

At their 2/17/2023 Special Session, City Council made a motion for City Manager Garza to negotiate a contract with the Law Offices of Ryan Henry PLLC for City Attorney services.

b) Issues and Analysis

Proposed resolution 2023-03 authorizes the City Manager to execute a corresponding letter of engagement, a proposed version of which is attached.

3. FINANCIAL/BUDGET

Amount Requested	Fund/Account No.
Cert. Obligation	GO Funds
Other source	Grant title
Addtl tracking info	

4. TIMELINE CONSIDERATIONS

5. RECOMMENDATION

Approve Resolution No. 2023-03

ATTACHMENTS:

Description	Type
Draft Resolution 2023-03	Resolution Letter
Propoposed Letter of Engagement	Backup Material
Law offices of Ryan Henry PLLC - response to RF	Backup Material

RESOLUTION NO. 2023-03

A RESOLUTION OF THE CITY OF BEE CAVE APPOINTING A NEW CITY ATTORNEY, GENERAL COUNSEL FOR THE BEE CAVE DEVELOPMENT BOARD, AND MUNICIPAL COURT PROSECUTOR AND AUTHORIZING THE CITY MANAGER TO EXECUTE A RETENTION AGREEMENT

WHEREAS, the Bee Cave City Council must appoint a City Attorney and municipal prosecutor and has the ability to appoint general counsel for the development board; and

WHEREAS, the Bee Cave City Council has determined it is in the best interest of the City to appoint the Law Offices of Ryan Henry, PLLC to the offices of city attorney, municipal prosecutor, and the general counsel for the development board; and

NOW THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF BEE CAVE, TEXAS that the Law Offices of Ryan Henry, PLLC is appointed to the offices of city attorney, municipal prosecutor, and the general counsel for the development board. The city manager is authorized to execute a retention agreement for such services and any other document deemed necessary by him to fulfill the intent of this resolution. Attorney Ryan Henry shall assume the lead role in all such appointed offices.

DULY PASSED AND APPROVED, on the _____ day of _____, 2023 at a regular meeting of the City Council of the City of Bee Cave, Texas, which was held in compliance with the Open Meetings Act, Gov't. Code §551.001, et. Seq. at which meeting a quorum was present and voting.

CITY OF BEE CAVE, TEXAS

_____

Kara King, *Mayor*

ATTEST:

_____

Kaylynn Holloway, *City Secretary*

APPROVED:

_____

Ryan Henry, City Attorney

Law Offices of Ryan Henry, PLLC

1019 Central Parkway North, Ste. 108
San Antonio, TX 78232
(210) 257-6357
FAX (210) 569-6494
ryan.henry@rshlawfirm.com

February 20, 2023

Clint Garza
City Manager
4000 Galleria Pkwy
Bee Cave, Texas 78738

Sent Via Email: cgarza@beecavetexas.gov

Re: Retention for Legal Services for City of Bee Cave

Mr. Garza,

This agreement memorializes the City's retention of the Law Offices of Ryan Henry, PLLC for the following services/offices:

- City Attorney,
- General Counsel for the Bee Cave Economic Development Board and
- Municipal Prosecutors for the Bee Cave Municipal Court.

We bill on an hourly basis, for work actually completed, and with invoices submitted on a monthly basis. Invoices are due on receipt and are past due after thirty days. My hourly billing rates for this engagement are as follows: $250.00 per hour for myself, $225.00 per hour for senior associate, $215.00 per hour for associate attorney / contract attorney work, $105.00 per hour for senior paralegal work, and $95.00 per hour for other paralegals / law clerks. I do not charge for secretarial or administrative services. We bill for travel time and list expenses for milage. All expenses are billed at actual cost with no mark up. Itemized hours worked and expenses are included in each invoice.[1]

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[1] Texas Government Code Chapter 2271 prohibits the City from entering into a contract for goods or services that (a) has a value of $100,000 or more that is to be paid wholly or partly from public funds and (b) is with a for-profit company (not including a sole proprietorship), organization, association, corporation, partnership, joint venture, limited partnership, limited liability partnership, or limited liability company, including a wholly owned subsidiary, majority-owned subsidiary, parent company, or affiliate of those entities or business associations that exists to make a profit, that has 10 or more full time employees unless the contract contains a written verification from the company that it (1) does not boycott Israel, and (2) will not boycott Israel during the term of the contract. Boycotting Israel includes refusing to deal with, terminating business activities with, or otherwise taking any action intended to penalize, inflict economic harm on, or limit commercial relations specifically with Israel, or with a person or entity doing business in Israel or with an Israeli-controlled territory, but does not include an action made for ordinary business purposes. The signatory executing this contract on behalf of the firm verifies that the firm does not boycott Israel and will not boycott Israel during the term of this contract.

Again, thank you for thinking of me regarding this matter. Should you have any questions or concerns please do not hesitate to contact me.

Very Truly Yours,

Ryan S. Henry

Agreed:

_____

Clint Garza, *City Manager*

Law Offices of Ryan Henry, PLLC

1019 Central Parkway North, Ste. 108
San Antonio, TX 78232
(210) 257-6357
FAX (210) 569-6494
ryan.henry@rshlawfirm.com

Response to Request for Qualifications

City Attorney Services

City of Bee Cave, Texas
Submitted by:
Law Offices of Ryan Henry, PLLC.

November 14, 2022

I. Table of Contents

I. Table of Contents 2
II. Letter of Transmission 3
III. Statement of Firm's Qualifications 6
IV. Firm's Availability and Capacity 7
V. Firm Experience Providing Legal Services to Texas Municipalities 9
VI. Understanding of Required Services and Quality Assurance 11
A. Scope 11
B. Conflicts 11
C. Confidentiality 11
D. Communications and Reports 11
VII. Execution 13

II. Letter of Transmission

Please find attached the firm's letter of interest.

October 25, 2022

Kaylynn Holloway
City Secretary
City of Bee Cave
4000 Galleria Parkway
Bee Cave, Texas 78738

Re: Statement of Qualifications for City Attorney - RFQ 2022

Dear Ms. Holloway,

Please allow this to serve as my law firm's proposal and statement of interest to the City of Bee Cave for the City Attorney position, in response to the City's Request for Qualifications. In that regard, please find the following:

1. Name of Firm, Owner, Size, Address and contact information

Law Offices of Ryan Henry, PLLC
Owner: Ryan Henry
1019 Central Parkway North, Suite 108
San Antonio, Texas 78232
Phone: 210-257-6357
Fax: 210-569-6494
Email: Ryan.Henry@rshlawfirm.com
Website: www.rshlawfirm.com
Tax ID Number: 45-5137976
Firm founded in 2012.

The firm currently employs six attorneys, five paralegals, and four administrative staff.

2. Personnel Assigned

The lead attorney on all municipal matters would be myself, Ryan Henry. The attorneys who would be working on municipal matters for the City besides myself would be my four associate attorneys, Alyssa Castillon, Michael McCann, Joshua Galicia, and Sonya Herrera. Other non-attorney personnel who would be assisting on municipal matters include four qualified paralegals and a briefing clerk for legal research. Please find attached the résumé for Ryan Henry stating education, degrees held, former employment and presentations given on behalf of the various continuing legal education organizations in Texas. Please also find attached the résumés for Alyssa Castillon, Michael McCann, Joshua Galicia, and Sonya Herrera.

All attorneys have a Juris Doctorate from accredited law schools, a license to practice law in the State of Texas, are members in good standing of the State Bar of Texas, and my firm covers all attorneys and staff with legal malpractice coverage.

3. Area of Focus

I have represented municipalities and governmental entities my entire legal career for over twenty-four years. I was licensed by the State Bar of Texas in 1998. However, while in law school, I clerked for the Lubbock City Attorney's office. My introduction to the practice of law was through providing legal services to a municipality. Over ninety percent (90%) of the firm's clients are governmental entities and/or governmental officials.

III. Statement of Firm's Qualifications

We currently serve as the city attorney for the City of Windcrest, Town of Hollywood Park, the City of Grey Forest, and the Town of Indian Lake. We also regularly take TMLIRP assignments and provide litigation council to represent municipalities throughout Texas.[1]

I regularly speak at the Texas City Attorneys Association conferences and am a board member on the Government Law section of the Texas State Bar. I was Chair of the section for 2019/2020. I regularly teach for the Texas Municipal Courts Education Center, which is the main educational center for municipal court judges, clerks, and staff, for the State of Texas. I have been listed in S.A. Scene Magazine as being one of the best lawyers in municipal law in the San Antonio area for several years and attorneys McCann, Herrera, Castillon and Galicia have also been listed for attorneys licensed within their year brackets. I have been listed as a Texas Super Lawyer since 2020.

We are very familiar with the typical areas of law applicable to a municipality the size of Bee Cave (such as economic development obstacles, zoning, employment, open government, public records, elections, budgets, etc.), as well as the more atypical subjects including deer management, group homes, municipal territorial exchange for economic development and many other matters.

We have represented municipalities in various capacities including litigation, appellate counsel, special counsel, and general counsel. We have extensive experience and knowledge in municipal law, ordinance drafting, personnel matters, open government law, land use, property owner rights, constitutional issues, litigation (state and federal), appellate matters (state and federal), and municipal court. The only areas we generally do not cover are bond work and environmental specialties at the TCEQ level.

[1] While not directly listed in the RFQ, it should be noted I am the presiding municipal court judge for the City of Westlake Hills, in the Austin area, after serving as Associate Judge since September 2018. I am also the presiding municipal court judge in the City of Ingram and am the alternate municipal court judge for the City of Bulverde. This firm also serves as the appointed municipal prosecutors for the Town of Hollywood Park, the City of Castle Hills, the City of Garden Ridge, and the City of Selma. This notation is due to the RFQ term regarding enforcement of city ordinances and code compliance.

IV. Firm's Availability and Capacity

The firm currently has the workload capacity to handle the anticipated level of legal support needed for the City, based on your population and the RFQ information.

We prefer a team approach to services, working closely with city staff. A large portion of legal services can be provided remotely to the City and do not require a physical office in the Austin area. We can set up different systems to securely access City files, share firm files related to the City, provide quick virtual communications, as well as handle more traditional transmission methods. The main area which normally requires a physical presence will be for council meetings and board meetings. There are no conflicts with other clients for the primary assigned attorney (Ryan Henry) to physically attend council meetings the second and fourth Tuesday of each month in Bee Cave. The firm's workload does have regular council meetings and meetings for boards/commissions for other clients the first and third Monday, the third Tuesday, and the fourth Tuesday. However, the fourth Tuesday is not a conflict for me as an associate attorney will normally handle the other client meeting regularly. I also sit on the bench the second and third Thursday and the third Friday of each month. However, other attorneys are available, when I am not, for other boards and commission meetings, depending on the date and time.

That being said, the firm utilizes a communication policy which assigns two attorneys and two paralegals to all clients, so redundancy is built in. For city attorney services, communication with the client is customized for the particular city. Many times, initial and routine matters are run through the paralegals as they bill at a lower rate but know how to intake general counsel assignments and present high priority matters to the attorneys fast. They will communicate directly with the City staff assigned for a particular issue. All initial communications are to either copy or go through the paralegals, who are responsible for ensuring the entire team is aware of the communications. Paralegals also help prioritize matters, depending on the urgency and need of the client. For example, if I am unavailable, the paralegal knows the order to contact for attorney response depending on the nature of the call and would communicate with City staff to determine if the matter is one which can wait until I am available or if an immediate response is needed from the other attorney on the team. This ensures the City receives a prompt response to the inquiry, regardless of other activity being handled by the firm.

For specific project and case-based assignments, an initial report/memo goes out to the City contact providing a strategy on how to cost-effectively, but efficiently, address the project/case. Sometimes it is simply an email with an outline of our understanding of the assignment, and other times it is a more substantial report depending on what is requested. Once a plan is designed and agreed to by the City, the project/case is undertaken with full City involvement. Utilizing technology where it is efficient can be a cost saving technique for clients. Since my office is mostly electronic/virtual, clients have the option for full file access, in real time, of all client documents

and files (taking into account any confidential information). Electronic collaboration can also be an effective tool for moving a project forward, however, the City team must be familiar with the electronic logistics/options to make them effective.

Additionally, as long as the application is consistent with the city charter and state law, the firm's personnel are available to answer questions from elected and appointed officials whenever necessary.

The RFQ does not list prosecutions in municipal court as a legal service being requested; however, it does list knowledge of certain criminal codes. As a result, the providing of prosecution services are not included in this RFQ response. Prosecutions also require a physical presence in court and may result in conflicts depending on the days municipal court is held.

V. Firm Experience Providing Legal Services to Texas Municipalities

As stated above, I have represented Texas municipalities continuously since 1998. The firm opened in 2012 and over 90% of its clients are Texas local governmental entities, including municipalities. The firm serves as city attorney for four other Texas cities, and routinely is employed by various cities to provide special project or litigation representation. I first became a city attorney in 2005 and have continued to provide general counsel services to various local governmental entities throughout the years. Each attorney with the firm is licensed to practice in the U.S. Supreme Court, the U.S. Fifth Circuit Court of Appeals, each federal district court in Texas, and the Texas Supreme Court.

Notable Sampling of Representations

- Assigned as Special Open Government Counsel for Parkland Hospital District – advises and handles administrative and litigation matters regarding the Texas Public Information Act and Texas Open Meetings Act. 2012 to present.
- City of Leon Valley – Special Ethics Counsel. Representation was specific to charter authority to remove a sitting council member for violating provisions of the charter.
- City of Laredo – Special Ethics Counsel. Representation was specific to charter and ethics violations charged against the City manager and one council member.
- *Newbury v. City of Windcrest, Tex.,* 991 F.3d 672 (5th Cir. 2021). Former police officer filed action against city asserting claims for First Amendment violations, sex discrimination, retaliation, and constructive discharge. City successfully got the case dismissed under a motion for summary judgment, which was affirmed on appeal.
- *Jacks v. Zoning Bd. of Adjustment of City of Bryan*, No. 07-18-00174-CV, 2019 WL 2998807, at *1 (Tex. App.—Amarillo July 9, 2019, pet. denied). Developer brought suit demanding vested rights recognition. City successfully got the case dismissed, which was upheld on appeal.
- *Hall v. City of Bryan*, No. 10-16-00044-CV, 2018 WL 327142, at *1 (Tex. App.—Waco Jan. 3, 2018, no pet.) Hall sued the City of Bryan for disannexation of property based on statutory non-compliance with annexation process. City successfully got the case dismissed, which was upheld on appeal.
- *City of Laredo v. Northtown Dev., Inc.*, No. 04-15-00736-CV, 2016 WL 4211825, at *1 (Tex. App.—San Antonio Aug. 10, 2016, pet. denied). Former property owner sought a declaration of a reverter clause in a deed conveying property to the City for wastewater treatment facilities. City successfully got the case dismissed by the court of appeals.
- *City of Leon Valley v. Martinez*, 617 S.W.3d 580 (Tex. App.—San Antonio 2020), opinion withdrawn and superseded on denial of reh'g, No. 04-19-00879-CV, 2020 WL 6748723 (Tex. App.—San Antonio Nov. 18, 2020, no pet.). Removed council member

sued after the city council removed him from office due to charter violations. City successfully got the case dismissed, which was held up on appeal. However, during rehearing, the council member's term would have expired, thereby mooting the case.

- *In re Wright*, No. 04-16-00542-CV, 2016 WL 5112205, at *1 (Tex. App.—San Antonio Sept. 21, 2016, no pet.). Council person who was subject to recall sued the City for mandamus. The City successfully got the case dismissed.

Sampling of notable cases and matters from my representation throughout the years.

- *City of San Antonio v. Summerglen Prop. Owners Ass'n Inc.*, 185 S.W.3d 74 (Tex. App.—San Antonio 2005, pet. denied). Property owners filed action against city seeking declaration that city's proposed annexation of their area was unlawful. City successfully got state statute declared unconstitutional as a local law.
- *Cleveland v. City of Elmendorf, Tex.,* 388 F.3d 522 (5th Cir. 2004). Former police officers sought overtime pay under the Fair Labor Standards Act (FLSA). City successfully asserted an exception to overtime pay under FLSA, which dismissed the case. Ruling was upheld on appeal.
- *Kleinman v. City of San Marcos, Tex.,* 597 F.3d 323 (U.S. 5th Cir. 2010), cert den'd 562 U.S. 837 (2010). Planet K brought suit to challenge City's determination that its "car art" display was a junk vehicle. City successfully got the case dismissed at the trial court, which was held up on appeal. Planet K appealed to U.S. Supreme Court which requested briefing, but ultimately declined to take the case.
- *Hollywood Park Humane Soc. v. Town of Hollywood Park*, 261 S.W.3d 135 (Tex. App.—San Antonio 2008, no pet.). Resident and local humane society sought to invalidate and enjoin enforcement of city ordinance banning feeding of wild deer. City successfully got the case dismissed, which was upheld on appeal.
- *In re Hollis*, No. 03-09-00589-CV, 2009 WL 6567734, at *1 (Tex. App.—Austin Nov. 19, 2009, no pet.). Relators filed a petition for writ of mandamus seeking to compel the Buda City Council to submit a recent Council action to the qualified voters of Buda. City successfully got the case dismissed.

VI. Understanding of Required Services and Quality Assurance

A. Scope

We understand the scope of work to be a traditional form of city attorney representation including providing general counsel services to the City Council and City staff, attending meetings of the City Council, familiarity with the City's code of ordinances, representing the City in any general counsel legal matters, fire/police department matters, employment matters, etc. We are familiar and have experience with all areas listed in Section 2.1 of the RFQ. Such would also include representing the City in litigation whenever an outside counsel is not assigned.

B. Conflicts

No other clients of the firm are within the City of Bee Cave and none are within the City's boundaries. The only position which could remotely cause a problem is that I am the presiding municipal court judge in West Lake Hills. However, the firm does not represent the City of West Lake Hills and would have to declare a conflict only if any matters for the City of Bee Cave were to appear within my court. The probability of that occurring is nearly non-existent at this point.

C. Confidentiality

My firm strongly protects the confidentiality of its clients. There are various types of confidential information, aside from attorney/client privileged information. Each type is protected based on its individual category, whether it be HIPAA information, CJIS information, etc. For attorney/client privileged information, it is important to note that the "City" is the one which possesses the confidential protections. This means that even if a single member of the City instructs the firm to release confidential information, the firm cannot do so unless the authorized entity (usually a majority of the city council) authorizes such a release. This also means that while an employee or official may have individual communications with the firm, its attorneys, and paralegals will not be distributed to other officials or employees, and there are certain confidential provisions which must be released internally. For example, if the city attorney is discussing a car accident situation with a city employee, and the city employee explains they ended up violating various city personnel policies or city ordinances during the discussion, the city attorney must advise the city manager of such a situation, as the employee falls under his direct control. However, the information may not be distributed to any other department or employee without authorization from the city manager.

All communications, regardless of medium, are sent with confidentiality notice language attached. When the City receives confidential information, it is secured within our electronic system, depending on its category.

D. Communications and Reports

We believe the firm should become an extension of the City's team, whether it is a team effort with the City Council, the HR Department, the Police Department, or the City Manager's office. As part of the City team, there is full access and involvement with the projects, tasks assigned, and

objectives. The firm attempts to take on the majority of the load for the team execution, but always tries to keep in mind whether a cost saving to the City could be accomplished by a different division of work. We remain flexible as to the best way to serve on the City's team. We further utilize paralegals heavily with cases/projects as they bill at a lower rate than the attorneys. The paralegals are skilled at providing work in a quick and efficient manner to lower the cost to the City and further decrease the time gap between receiving and completing any an assignment/project and completing it.

We believe in regular reports to the City but are flexible as to how the City is best able to intake such information. We are also ever mindful of the costs for services, as certain methods of reporting are more costly than others. We try to find a good fit with the City team as to how regular reports on projects, assignments, questions, or cases can be most efficient. In other words, reporting is customized based on what the City believes it needs.

VII. Execution[2]

By signature hereon, respondent acknowledges and agrees that (1) this RFQ is a solicitation for qualifications and is not a contract or an offer to contract; (2) the submission of qualifications by respondent in response to this RFQ will not create a contract between the Owner and respondent; (3) the Owner has made no representation or warranty, written or oral, that one or more contracts with the Owner will be awarded under this RFQ; and (4) respondent shall bear, as its sole risk and responsibility, any cost which arises from respondent's preparation of a response to this RFQ;

By signature hereon, respondent offers and agrees to furnish to the Owner the products and/or services more particularly described in its qualifications, and to comply with all terms, conditions, and requirements set forth in the RFQ documents and contained herein;

By signature hereon, respondent affirms that he has not given, nor intends to give at any time hereafter, any economic opportunity, future employment, gift, loan, gratuity, special discount, trip, favor, or service to a public servant in connection with the submitted qualifications.

By signature hereon, respondent represents and warrants that:

Respondent is a reputable company regularly engaged in providing products and/or services necessary to meet the terms, conditions, and requirements of the RFQ;

Respondent has the necessary experience, knowledge, abilities, skills, and resources to satisfactorily perform the terms, conditions, and requirements of the RFQ;

Respondent is aware of, is fully informed about, and is in full compliance with all applicable federal, state, and local laws, rules, regulations, and ordinances;

[2] In the event retention for a given fiscal year exceeds a specific dollar amount, the following becomes a required disclosure: Texas Government Code Chapter 2271 prohibits the City from entering into a contract for goods or services that (a) has a value of $100,000 or more that is to be paid wholly or partly from public funds and (b) is with a for-profit company including a sole proprietorship, organization, association, corporation, partnership, joint venture, limited partnership, limited liability partnership, or limited liability company, including a wholly owned subsidiary, majority-owned subsidiary, parent company, or affiliate of those entities or business associations that exists to make a profit, that has 10 or more full time employees unless the contract contains a written verification from the company that it (1) does not boycott Israel, and (2) will not boycott Israel during the term of the contract. Boycotting Israel includes refusing to deal with, terminating business activities with, or otherwise taking any action intended to penalize, inflict economic harm on, or limit commercial relations specifically with Israel, or with a person or entity doing business in Israel or with an Israeli-controlled territory, but does not include an action made for ordinary business purposes. **The signatory executing this contract on behalf of the Firm verifies that the Firm does not boycott Israel and will not boycott Israel during the term of this contract.**

Respondent, if selected by the Owner, will maintain insurance as required by the contract and submitted and approved by the Owner. The required insurance must be written by a company approved to do business in the State of Texas at the time the policy is issued;

The Respondent shall not commence work until a written notice to proceed is issued by the Owner;

All statements, information, and representations prepared and submitted in response to this RFQ are current, complete, true, and accurate. Respondent acknowledges that the Owner will rely on such statements, information, and representations in selecting the successful respondent. If selected by the Owner as the successful respondent, the respondent will notify the Owner immediately of any material change in any matters with regard to which respondent has made a statement or representation or provided.

Execution of Offer: City of Bee Cave - City Attorney/Legal Services

The respondent must complete, sign, and return this Execution of Offer as part of its submittal response. The respondent's company official(s) who are authorized to commit to such a submittal must sign submittals. Failure to sign and return this form will subject the submittal to disqualification.

Respondent's Name: Law Offices of Ryan Henry, PLLC
Submitted and Certified By:
Ryan Henry, Owner
1019 Central Parkway North, Suit 108
San Antonio, Texas 78213

Phone: 210-257-6357
Fax: 210-569-6494
ryan.henry@rshlawfirm.com

_____
(Authorized Signature)

11-14-2022
_____
(Date)

SECTION 6 – EXECUTION OF OFFER:

NOTE TO RESPONDENTS: SUBMIT ENTIRE SECTION WITH RESPONSE.

THIS EXECUTION OF OFFER MUST BE COMPLETED, SIGNED, AND RETURNED WITH THE RESPONDENT'S QUALIFICATIONS. FAILURE TO COMPLETE, SIGN AND RETURN THIS EXECUTION OF OFFER WITH THE QUALIFICATIONS MAY RESULT IN REJECTION OF THE QUALIFICATIONS.

SIGNING A FALSE STATEMENT MAY VOID THE SUBMITTED QUALIFICATIONS, ANY AGREEMENTS OR OTHER CONTRACTUAL ARRANGEMENTS, WHICH MAY RESULT FROM THE SUBMISSION OF RESPONDENT'S QUALIFICATIONS, AND THE RESPONDENT MAY BE REMOVED FROM ALL PROPOSER LISTS. A FALSE CERTIFICATION SHALL BE DEEMED A MATERIAL BREACH OF CONTRACT AND, AT OWNER'S OPTION, MAY RESULT IN TERMINATION OF ANY RESULTING CONTRACT OR PURCHASE ORDER.

6.1 By signature hereon, respondent acknowledges and agrees that (1) this RFQ is a solicitation for qualifications and is not a contract or an offer to contract; (2) the submission of qualifications by respondent in response to this RFQ will not create a contract between the Owner and respondent; (3) the Owner has made no representation or warranty, written or oral, that one or more contracts with the Owner will be awarded under this RFQ; and (4) respondent shall bear, as its sole risk and responsibility, any cost which arises from respondent's preparation of a response to this RFQ;

6.2 By signature hereon, respondent offers and agrees to furnish to the Owner the products and/or services more particularly described in its qualifications, and to comply with all terms, conditions, and requirements set forth in the RFQ documents and contained herein;

6.3 By signature hereon, respondent affirms that he has not given, nor intends to give at any time hereafter, any economic opportunity, future employment, gift, loan, gratuity, special discount, trip, favor or service to a public servant in connection with the submitted qualifications.

6.4 By signature hereon, respondent represents and warrants that:

6.4.1 Respondent is a reputable company regularly engaged in providing products and/or services necessary to meet the terms, conditions and requirements of the RFQ;

6.4.2 Respondent has the necessary experience, knowledge, abilities, skills, and resources to satisfactorily perform the terms, conditions, and requirements of the RFQ;

6.4.3 Respondent is aware of, is fully informed about, and is in full compliance with all applicable federal, state and local laws, rules, regulations, and ordinances;

6.4.4 Respondent, if selected by the Owner, will maintain insurance as required by the contract and submitted and approved by the Owner. The required insurance must be written by a company approved to do business in the State of Texas at the time the policy is issued;

6.4.5 The Respondent shall not commence work until a written notice to proceed is issued by the Owner;

6.4.6 All statements, information, and representations prepared and submitted in response to this RFQ are current, complete, true, and accurate. Respondent acknowledges that the Owner will rely on such statements, information and representations in selecting the successful respondent. If selected by the Owner as the successful respondent, the respondent will notify the Owner immediately of any material change in any matters with regard to which respondent has made a statement or representation or provided.

6.4.7 Execution of Offer: City of Bee Cave - City Attorney/Legal Services

The respondent must complete, sign, and return this Execution of Offer as part of its submittal response. The respondent's company official(s) who are authorized to commit to such a submittal must sign submittals. Failure to sign and return this form will subject the submittal to disqualification.

Respondent's Name: Law Offices of Ryan Henry, PLLC
(Company's Name)

Submitted and Certified By:

Ryan Henry
(Respondent's Name)

Owner and Lead Attorney
(Title)

1019 Central Parkway N., Suite 108
(Street Address)

210-257-6357
(Telephone Number)

San Antonio, Texas, 78232
(City, State, Zip Code)

210-569-6494
(Fax Number)

(Authorized Signature)

Ryan.Henry@rshlawfirm.com
Email Address

11-14-2022
(Date)

City Council Meeting
2/28/2023
Agenda Item Transmittal

Agenda Item:	**5.**
Agenda Title:	**Mayor's Volunteer of the Year**
Council Action:	
Department:	**City Secretary**
Staff Contact:	**Kara King, Mayor**

1. INTRODUCTION/PURPOSE

This item will be presented during the meeting.

2. DESCRIPTION/JUSTIFICATION

a) Background

b) Issues and Analysis

3. FINANCIAL/BUDGET

Amount Requested	Fund/Account No.
Cert. Obligation	GO Funds
Other source	Grant title
Addtl tracking info	

4. TIMELINE CONSIDERATIONS

5. RECOMMENDATION

City Council Meeting
2/28/2023
Agenda Item Transmittal

Agenda Item: **7.A.**

Agenda Title: **Consider approval of the minutes of the Regular Session conducted on February 14, 2023.**

Council Action:

Department: **City Secretary**

Staff Contact: **Kaylynn Holloway, City Secretary**

1. INTRODUCTION/PURPOSE

2. DESCRIPTION/JUSTIFICATION

a) Background

b) Issues and Analysis

3. FINANCIAL/BUDGET

Amount Requested	Fund/Account No.
Cert. Obligation	GO Funds
Other source	Grant title
Addtl tracking info	

4. TIMELINE CONSIDERATIONS

5. RECOMMENDATION

ATTACHMENTS:

Description	Type
Minutes of February 14, 2023	Backup Material

MINUTES OF THE REGULAR MEETING OF THE
CITY COUNCIL
CITY OF BEE CAVE
February 14, 2023

STATE OF TEXAS §
COUNTY OF TRAVIS §

Present:

Kara King, Mayor
Andrew Clark, Mayor Pro Tem
Kevin Hight, Council Member
Courtney Hohl, Council Member
Andrew Rebber, Council Member
Andrea Willott, Council Member

City Staff:

Clint Garza, City Manager
Megan Santee, City Attorney
Kaylynn Holloway, City Secretary
Lindsey Oskoui, Assistant City Manager
Brian Jones, Police Chief
Megan Will, Planning and Development Director
Kevin Sawtelle, City Engineer
Jenny Hoff, Communications Director
Dori Kelley, Communications Specialist
Lanie Marcotte, Parks and Facilities Director
Logan Maurer, Engineer

Call to Order and Announce a Quorum is Present

With a quorum present, the regular meeting of the Bee Cave City Council was called to order by Mayor King at 5:00 p.m. on Tuesday, February 14, 2023.

Citizen Comments.

There were not any citizen comments at this time.

Consent Agenda.

A. **Consider approval of the minutes of the Regular Session conducted on January 24, 2023.**
B. **Consider approval of the minutes of the Special Session conducted on January 25, 2023.**
C. **Consider approval of the minutes of the Special Session conducted on February 6, 2023.**

MOTION: A motion was made by Council Member Hohl, seconded by Council Member Hight, to approve the Consent Agenda items A, B & C.

The vote was taken on the motion with the following result:

Voting Aye:	Mayor King, Mayor Pro Tem Clark, Council Members Hight, Hohl, Rebber and Willott
Voting Nay:	None
Absent:	None

The motion carried 6-0.

Staff Comments.

City Manager Clint Garza reported on the debris pickup in the City.

Communications Director Jenny Hoff presented Mayor King with a plaque for her excellence in leading the city.

Discussion and possible action to recognize staff for actions during recent ice storm and approve one-time incentive program for extraordinary performance.

Mayor Pro Tem Clark presented this item.

MOTION: A motion was made by Mayor Pro Tem Clark, seconded by Council Member Rebber, to authorize the City Manager to implement a one-time stipend program for extraordinary performance during the recent ice storm.

The vote was taken on the motion with the following result:

Voting Aye:	Mayor King, Mayor Pro Tem Clark, Council Members Hight, Hohl, Rebber and Willott
Voting Nay:	None
Absent:	None

The motion carried 6-0.

Prior to this next agenda item, Mayor King filed a potential conflict of interest and did not participate during the discussion.

Mayor Pro Tem Clark now presiding.

Discuss and consider action regarding an application from the Lake Travis Model United Nations for use of Hotel Occupancy Tax Funds.

Elizabeth Paulu and Brandon King, representing the Lake Travis Model United Nations, presented this item.

MOTION: A motion was made by Council Member Hohl, seconded by Council Member Willott, to approve $4,000 from the City's Hot Fund Tax for the Lake Travis Model United Nations.

The vote was taken on the motion with the following result:

Voting Aye:	Mayor King, Mayor Pro Tem Clark, Council Members Hight, Hohl, Rebber and Willott
Voting Nay:	None
Absent:	None

The motion carried 6-0.

Mayor King now presiding.

Discuss and consider action on Ordinance 498, an ordinance amending Section 1.6.2 General Design Guidelines of the Environmental Criteria Manual to include a runoff capture efficiency equation for best management practice (BMP) facilities in series.

Engineer Logan Maurer presented this item.

Mayor King opened the public hearing at 5:34 p.m.
There being no person wishing to provide public testimony, the public hearing closed at 5:34 p.m.

MOTION: A motion was made by Mayor Pro Tem Clark, seconded by Council Member Hight, to approve Ordinance No. 498.

The vote was taken on the motion with the following result:

Voting Aye:	Mayor King, Mayor Pro Tem Clark, Council Members Hight, Hohl, Rebber and Willott
Voting Nay:	None
Absent:	None

The motion carried 6-0.

Discuss and consider action on Resolution No. 2023-02 authorizing the City Manager to initiate the process to amend the Thoroughfare Plan included within the "Our Bee Cave 2037 Comprehensive Plan."

Planning and Development Director Megan Will presented this item.

MOTION: A motion was made by Council Member Rebber, seconded by Council Member Hohl, to approve Resolution No. 2023-02 authorizing the City Manager to initiate the process to amend the Thoroughfare Plan included within the "Our Bee Cave 2037 Comprehensive Plan."

The vote was taken on the motion with the following result:

Voting Aye:	Mayor King, Mayor Pro Tem Clark, Council Members Hight, Hohl, Rebber and Willott
Voting Nay:	None
Absent:	None

The motion carried 6-0.

Update from Council Member Rebber on the Travis County Bond Committee.

Council Member Rebber, as a member of the Travis County Bond Committee, updated the Council on the progress of the Committee.

Executive Session:

The City Council closed the Open Session at 5:58 p.m. to convene in Executive Session.

At this point in the meeting, Mayor King publicly announced that a closed, executive session would be held and identified the section of the Open Meeting Law under which the meeting would be held.

Executive session in accordance with the Texas Government Code, Section 551-072 – Deliberation regarding real property. A quorum of the City Council will be present for the executive session.

A. Deliberation regarding the potential acquisition of real property for public purposes.

The City Council closed the Executive Session at 6:18 p.m. and reconvened in Regular Session.

Adjournment:

MOTION: A motion was made by Council Member Hight, seconded by Council Member Hohl, to adjourn.

The vote was taken on the motion with the following result:

Voting Aye:	Mayor King, Mayor Pro Tem Clark, Council Members Hight, Hohl, Rebber and Willott
Voting Nay:	None
Absent:	None

The motion carried 6-0.

The City Council meeting adjourned at 6:18 p.m.

PASSED AND APPROVED THIS _____ DAY OF _____, 2023.

_____
Kara King, Mayor

ATTEST:

_____
Kaylynn Holloway, City Secretary

City Council Meeting
2/28/2023
Agenda Item Transmittal

Agenda Item: **7.B.**

Agenda Title: **Consider approval of the minutes of the Special Session conducted on February 17, 2023.**

Council Action:

Department: **City Secretary**

Staff Contact: **Kaylynn Holloway, City Secretary**

1. INTRODUCTION/PURPOSE

2. DESCRIPTION/JUSTIFICATION

a) Background

b) Issues and Analysis

3. FINANCIAL/BUDGET

Amount Requested	Fund/Account No.
Cert. Obligation	GO Funds
Other source	Grant title
Addtl tracking info	

4. TIMELINE CONSIDERATIONS

5. RECOMMENDATION

ATTACHMENTS:

Description	Type
Minutes of February 17, 2023	Backup Material

MINUTES OF THE SPECIAL MEETING OF THE
CITY COUNCIL
CITY OF BEE CAVE
February 17, 2023

STATE OF TEXAS §
COUNTY OF TRAVIS §

Present:

Kara King, Mayor
Andrew Clark, Mayor Pro Tem
Kevin Hight, Council Member
Andrea Willott, Council Member

Absent:

Courtney Hohl, Council Member
Andrew Rebber, Council Member

City Staff:

Clint Garza, City Manager
Kaylynn Holloway, City Secretary
Lindsey Oskoui, Assistant City Manager
Dori Kelley, Communications

Call to Order and Announce a Quorum is Present

With a quorum present, the special meeting of the Bee Cave City Council was called to order by Mayor King at 2:03 p.m. on Friday, February 17, 2023.

Executive Session:

At this point in the meeting, Mayor King publicly announced that a closed, executive session would be held and identified the section of the Open Meeting Law under which the meeting would be held.

Open Executive Session. Section 551.074 – Personnel Matters-to deliberate the appointment, employment, evaluation, reassignment, duties, discipline or dismissal of a public officer or employee. A quorum of the City Council will be present for the executive session.

A. Personnel – Interview of firms for City Attorney Services.

The City Council closed the Open Session at 2:03 p.m. to convene in Executive Session.

The City Council closed the Executive Session at 4:25 p.m. and reconvened in Special Session.

In Open Session:

City Manager Clint Garza made a recommendation to the City Council to hire the Law Office of Ryan Henry, PLLC.

MOTION: A motion was made by Mayor King, seconded by Council Member Hight, to authorize the City Manager to negotiate an agreement with the Law Offices of Ryan Henry, PLLC. and bring something back to Council for execution.

The vote was taken on the motion with the following result:

Voting Aye:	Mayor King, Mayor Pro Tem Clark, Council Members Hight, Hohl and Willott
Voting Nay:	None
Absent:	Council Member Hohl and Rebber

The motion carried 4-0.

Adjournment:

MOTION: A motion was made by Council Member Hight, seconded by Mayor Pro Tem Clark, to adjourn.

The vote was taken on the motion with the following result:

Voting Aye:	Mayor King, Mayor Pro Tem Clark, Council Members Hight, Hohl and Willott
Voting Nay:	None
Absent:	Council Member Hohl and Rebber

The motion carried 4-0.

The City Council meeting adjourned at 4:26 p.m.

PASSED AND APPROVED THIS _____ DAY OF _____, 2023.

_____
Kara King, Mayor

ATTEST:

_____
Kaylynn Holloway, City Secretary

City Council Meeting
2/28/2023
Agenda Item Transmittal

Agenda Item:	**8.**
Agenda Title:	**Staff Comments.**
Council Action:	
Department:	**City Manager**
Staff Contact:	**Lindsey Oskoui, Assistant City Manager**

1. INTRODUCTION/PURPOSE

2. DESCRIPTION/JUSTIFICATION

a) Background

b) Issues and Analysis

3. FINANCIAL/BUDGET

Amount Requested	Fund/Account No.
Cert. Obligation	GO Funds
Other source	Grant title
Addtl tracking info	

4. TIMELINE CONSIDERATIONS

5. RECOMMENDATION

City Council Meeting
2/28/2023
Agenda Item Transmittal

Agenda Item:	**9.**
Agenda Title:	**Public hearing, discussion, and possible action on Ordinance No. 500 to amend the Thoroughfare Plan included within the "Our Bee Cave 2037 Comprehensive Plan," with regard to future Neighborhood Collector roadways known as the "Southwest Collector" and "Hamilton Pool Road Extension."**
Council Action:	
Department:	**Planning and Development**
Staff Contact:	**E. Megan Will, Director of Planning & Development**

1. INTRODUCTION/PURPOSE

To hold a Public Hearing, discuss, and consider action on Ordinance 500 amending the Thoroughfare Plan.

2. DESCRIPTION/JUSTIFICATION

a) Background

On January 25, 2023 City Council accepted the Feasibility Study Report for the Hamilton Pool Road Alternative Access Study and discussed changes to Thoroughfare Plan including removing access from the future Neighborhood Collector roadway to Cueva Drive in the vicinity of Avispa Way ("the Cueva Drive Connection"), adding a Neighborhood Collector roadway connecting Hamilton Pool Road to Great Divide Drive, and configuration of the intersection of Hamilton Pool Road and the new Neighborhood Collector roadways as depicted in Option 2 of the Feasibility Study Report.

On February 14, 2023 City Council unanimously passed Resolution No. 2023-02 authorizing the City Manager to initiate the process to amend the Thoroughfare Plan included within the "Our Bee Cave 2037 Comprehensive Plan."

b) Issues and Analysis

The proposed Thoroughfare Plan Amendment is necessary to further the following Comprehensive Plan Goals:

Comprehensive Plan Mobility Goal 1 states: *"Bee Cave should aggressively pursue opportunities to connect roadways with collectors (by planning for it through their Thoroughfare Plan and ensuring City Council strongly follows its intent to provide these additional connections) to allow SH 71 to operate as a regional*

facility."
Comprehensive Plan Mobility Goal 2.3 states: *"Meet "adequacy" standards (i.e., acceptable levels of service) for the transportation system in the City, by evaluating the impacts of new development appropriately, monitoring development progress to ensure mitigation improvements are provided according to the original plan, and partnering closely with TxDOT for needed on-system improvements."*
Comprehensive Plan Mobility Goal M2 states: *"Include transportation system considerations in the development review process, in addition to the Major Thoroughfare Plan, for the planning and alignment of future roadways, and to promote safe, efficient on- and off-site access and vehicular circulation and improve the integration of land use and transportation in the City."*
The overall effect of the proposed Amendments is discussed in detail in the Feasibility Study Report, which was reviewed and accepted by City Council at the January 25, 2023 meeting. In summary, increased connectivity, reduced travel times for local trips, increased safety of access to Bee Cave Elementary School, and reduced reliance on the TxDOT regional highway network.

The effects of the proposed Amendment those specific properties adjacent to the proposed future Neighborhood Collector are right-of-way dedication and increased access. The effect of the Amendment on those specific properties within the Bee Cave West subdivision, where the future connection from Cueva Drive to the future Southwest Collector is being removed, is a lack of future access and interconnectivity.

Prior to the Planning and Zoning Commission meeting on 2/21/2023, the Save Our Springs Alliance sent the attached public comment regarding the proposed Thoroughfare Plan Amendment to the Commissioners.

3. FINANCIAL/BUDGET

Amount Requested	Fund/Account No.
Cert. Obligation	GO Funds
Other source	Grant title
Addtl tracking info	

4. TIMELINE CONSIDERATIONS

5. RECOMMENDATION

Staff recommends approval of Ordinance 500. The Planning and Zoning Commission considered the Ordinance at the 2/21/2023 meeting and voted to recommend approval with three members voting approval, one voting denial and one abstention.

ATTACHMENTS:

Description	Type
DRAFT Ord. 500 - Thoroughfare Plan Amendment	Ordinance
Save Our Springs Public Comment	Backup Material

ORDINANCE NO. 500

AN ORDINANCE OF THE CITY OF BEE CAVE, TEXAS, AMENDING THE CITY'S THOROUGHFARE PLAN, A COMPONENT OF THE CITY'S COMPREHENSIVE PLAN ADOPTED IN ORDINANCE 478; PROVIDING FOR SEVERABLITY; AND PROVIDING AN EFFECTIVE DATE

WHEREAS, the City Council finds the City of Bee Cave (City) is a Texas Home-Rule Municipality and the Texas Local Government Code authorizes the City of Bee Cave to exercise jurisdiction over City zoning and planning as deemed appropriate by the City; and

WHEREAS, pursuant to the City's Code of Ordinances, Unified Development Code, Section 1.1.19 proposed amendments to the Comprehensive Plan must be presented to the Planning and Zoning Commission for review and recommendation to the City Council; and

WHEREAS, on December 1, 2020, City Council reaffirmed adoption of "Our Bee Cave 2037" Comprehensive Plan, including the Thoroughfare Plan via Ordinance 444; and

WHEREAS, Comprehensive Plan Mobility Goal 1 states "Bee Cave should aggressively pursue opportunities to connect roadways with collectors (by planning for it through their Thoroughfare Plan and ensuring City Council strongly follows its intent to provide these additional connections) to allow SH 71 to operate as a regional facility;" and

WHEREAS, Comprehensive Plan Mobility Goal 2.3 states "Meet "adequacy" standards (i.e., acceptable levels of service) for the transportation system in the City, by evaluating the impacts of new development appropriately, monitoring development progress to ensure mitigation improvements are provided according to the original plan, and partnering closely with TxDOT for needed on-system improvements;" and

WHEREAS, Comprehensive Plan Mobility Goal M2 states "Include transportation system considerations in the development review process, in addition to the Major Thoroughfare Plan, for the planning and alignment of future roadways, and to promote safe, efficient on- and off-site access and vehicular circulation and improve the integration of land use and transportation in the City;" and

WHEREAS, in advancement of these goals, the City Council requested a feasibility study of a proposed Neighborhood Collector roadway providing alternative access to properties on the south side of SH 71 by connecting Palermo Drive to Shops Parkway; and

WHEREAS, the City Council accepted the Feasibility Study Report for the Hamilton Pool Road Alternative Access Study on January 25, 2023; and

WHEREAS, the Feasibility Study Report recommends the full build of the proposed Neighborhood Collector roadway connecting Palermo Drive to Shops Parkway, and

WHEREAS, the segment of the proposed Neighborhood Collector roadway connecting Hamilton Pool Road to Great Divide Drive has not previously been included in the Thoroughfare Plan; and

WHEREAS, the Feasibility Study Report also provides a recommended configuration for the intersection of the proposed Neighborhood Collector roadway and Hamilton Pool Road referred to as "Option 2'" and

WHEREAS, at the January 25, 2023, City Council meeting, Council also discussed access to the future Neighborhood Collector from Cueva Drive in the vicinity of Avispa Way and determined the connection, currently depicted in the Thoroughfare Plan, should be removed; and

WHEREAS, the Bee Cave Unified Development Code requires that City Council must pass a Resolution to authorize an amendment to the Comprehensive Plan, including the Thoroughfare Plan. This Resolution, Resolution 2023-02, was passed on February 14, 2023; and

WHEREAS, the City has the authority to repeal and amend any ordinance from time to time and has complied with all conditions precedent necessary to take this action, has properly noticed and conducted all public hearings and public meetings pursuant to the Texas Local Government Code and Texas Government Code, as applicable.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF BEE CAVE, TEXAS:

Section 1. Findings. The foregoing recitals are hereby found to be true and correct and are hereby adopted by the City Council and made a part hereof for all purposes and findings of fact.

Section 2. Amendment. The City Council hereby approves the proposed amendments to the Comprehensive Plan's Thoroughfare Plan component, attached as **Exhibit "A"**.

Section 3. Severability. If any provision of this Ordinance is illegal, invalid, or unenforceable under present or future laws, the remainder of this Ordinance will not be affected and, in lieu of each illegal, invalid, or unenforceable provision, a provision as similar in terms to the illegal, invalid, or unenforceable provision as is possible and is legal, valid, and enforceable will be added to this Ordinance.

Section 4. Repealer. This ordinance shall be cumulative of all other ordinances of the City of Bee Cave, and this ordinance shall not operate to repeal or affect any other ordinances of the City of Bee Cave except insofar as the provisions thereof might be inconsistent or in conflict with the provisions of this ordinance, in which event such conflicting provisions, if any, are hereby repealed.

Section 5. Effective Date. This Ordinance will take effect upon its adoption by the City Council.

PASSED AND APPROVED this _____ day of _____, 2023.

CITY OF BEE CAVE, TEXAS

By: _____
Kara King, Mayor

ATTEST:

_____
Kaylynn Holloway, City Secretary

APPROVED AS TO FORM:

_____
Ryan Henry, City Attorney

EXHIBIT A
FEBRUARY 2023 THOROUGHFARE PLAN AMENDMENT

February 21, 2023

Via Electronic Delivery

Planning & Zoning Commission,
City of Bee Cave
4000 Galleria Pkwy
Bee Cave, TX 78738

Re: Opposition to Item 8, Using Nature Preserve for a Bypass Route

Chair Crumbley and Planning Commissioners,

When the City Council purchased the Brown Property in 2017, it came with a commitment to the residents of the City of Bee Cave. The property was acquired with the specific purpose "to preserve open space, counter future dense development, and create options for [the City's] connectivity plan along Little Barton Creek."[1]

And, to date, it has served that purpose, protecting wildlife and water quality from over development. Subsequently, the Bee Cave City Council proceeded with amending its Capital Improvement Program to make further investments in the Brown Property to make it . . .

> *a nature-based destination with corresponding educational, recreational, and gathering space components— in the spirit of the Ladybird Johnson Wildflower Center and Cibolo Nature Center.*

Considering the moderate-to-high biodiversity of the native plants and wildlife to which the Brown Property provides habitat, that seems appropriate as the continued use for the Brown Property and the original intent of the City Counci's acquisition of it.[2] In addition to the site's unique biodiversity, preserving the property, with its long, creeskide border, supports enhances the City of Bee Cave's ability to protect the water quality of Little Barton Creek.

Unfortunately, the City's plans to pave over the northern part of the property puts this biodiversity, water quality, and the plans for a nature center at risk. In their report, the City's environmental consultants cautioned the City Council:

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[1] Comments from Council Member Monty Parker, https://www.statesman.com/story/news/local/2017/09/28/bee-cave-purchases-44-acres-south-of-texas-71-no-plans-to-develop/10407439007/

[2] *See* Brown Property Environmental Site Assessment, commissioned by the City of Bee Cave, prepared by Ecosystem Design Group, dated October 14, 2021

As the city of Bee Cave develops, more pressure will be placed on the Brown Property. Decision makers will need to balance competing priorities, in particular navigating the inherent conflict between development and operation of new transportation infrastructure and supporting healthy ecology.[3]

Simply put, a bypass route is not a compatible the original intent of the property to combat development pressures, nor is it compatible with the City's plans to make the Brown Property a nature preserve. If the City of Bee Cave is serious about its vision to make the Brown Property a nature preserve comparable to the LBJ Wildflower Center or Cibolo Nature Conservancy, it will need every acre of land available.

While the site features moderate to high biodiversity, there are already signs of degradation caused by invasive species, which is characteristic of a site being encroached upon by development along its edges. Also, at 44 acres, the Brown Property is already *relatively small* for conservation standards. Most nature conservancies limit the amount of land that may become developed or used for programming, with the understanding that development and humany activity compacts soils, creates risk of the introduction of invasive species, and harasses native wildlife.

Roadways, especially, create enormous risk of environmental degradation. The City's consultants were particularly concerned with the idea of paving a new road across the Brown Property, stating:

Roads influence stormwater behavior and water quality, act as a vector for invasive species, and increase noise and light levels thus impacting wildlife behavior and visitor experience. . . As noted in the site assessment, there is already run off and signs of erosion from the north. Stormwater runoff will increase as development increases.

No matter where the road is placed on this 44-acre site, it will damage the environmental quality of the site and harm the investment that its taxpayer's made in the acquisition of the site to counter growth and preserve open space. Instead, the City should pursue alternatives, such as diverting traffic to existing roads to the north of SH 71, to provide residents local-road access to shopping centers. There is no need for thru-traffic over and across the Brown Property. It is easily avoidable, less expensive for taxpayers by using existing infrastructure, and can accommodate the same amount of traffic.

The lack of alternative analysis highlights legal concerns under Chapter 26 of the Texas Parks and Wildlife Code. Pursuant to §26.001, a municipality cannot approve any project "that requires the use or taking of any public land designate and use prior to the arrangement of the program and project as a park, recreation area, scientific area, wildlife refuge, or historic site, unless the [municipality], determines that:

---

[3] *Id.* at Page 28.

(1) there is no feasible and prudent alternative to the use or taking of such land; ***and***
(2) the program or project includes all reasonable planning to minimize harm to the land, as a park, recreation area, scientific area, wildlife refuge, or historic site, resulting from the use of taking." (emphasis added)

Such findings must be made after a properly noticed public hearing. Since the City's acquisition of the Brown Property, it has been designated and used for the protection of open space and wildlife habitat. There has been no public hearing concerning the potential use or taking of this land; there has been no publicly articulated alternatives for the use or taking of this land; and there has been no City Council declaration that there is "no feasible and prudent alternative to the use or taking of such land."

Planning Commissioners, please vote no on including this unnecessary and environmentally harmful roadway in the City's plans. Please demand that the City Manager go back to the drawing board and consider options that avoid environmental takings and would better protect the investment that the 2017 City Council made in protecting the Brown Property and Little Barton Creek from overgrowth and the related pollutants that are generated from stormwater runoff.

Thank you for the consideration, and please feel free to contact us if you have any questions or would like additional information about the Chapter 26 process.

Best Regards,

Bobby Levinski
Attorney, Save Our Springs Alliance
512-636-7649 (mobile)
bobby@sosalliance.org

**Please note that I originally took on this item as part of my private practice (receiving no compensation) and have since transferred the matter to the Save Our Springs Alliance (where I now work) because this is an important issue for the preservation of water quality in the region and the protection of public land.*

City Council Meeting
2/28/2023
Agenda Item Transmittal

Agenda Item:	**10.**
Agenda Title:	**Public Hearing, Discussion, and Possible Action on Ordinance No. 501 to Correct the Bee Cave Zoning Map classification for approximately 15.5 acres of Star Hill Ranch, a 31.07-acre tract of land located at 15000 Hamilton Pool Road, Bee Cave, Texas**
Council Action:	**Discuss and Consider Action**
Department:	**Planning and Development**
Staff Contact:	**Sean Lapano**

1. INTRODUCTION/PURPOSE

See attached.

2. DESCRIPTION/JUSTIFICATION

a) Background

See attached.

b) Issues and Analysis

See attached.

3. FINANCIAL/BUDGET

Amount Requested	Fund/Account No.
Cert. Obligation	GO Funds
Other source	Grant title
Addtl tracking info	

4. TIMELINE CONSIDERATIONS

See attached.

5. RECOMMENDATION

See attached.

ATTACHMENTS:

Description	Type
15000 Hamilton Pool Rd (Star Hill Ranch) TL	Cover Memo
Draft Ordinance No. 501	Ordinance
Ord No. 04-12-14A	Backup Material

City Council
February 28, 2023
Agenda Item Transmittal

Agenda Item #:	# 9
Agenda Title:	Public hearing, discussion, and possible action on Ordinance No. 501 to correct the Bee Cave Zoning Map classification for approximately 15.5 acres of Star Hill Ranch, a 31.07-acre tract of land located at 15000 Hamilton Pool Road, Bee Cave, Texas.
Commission Action:	Discuss and Consider Action
Initiating Department:	Planning & Development
Staff Contact:	Sean Lapano, City Planner

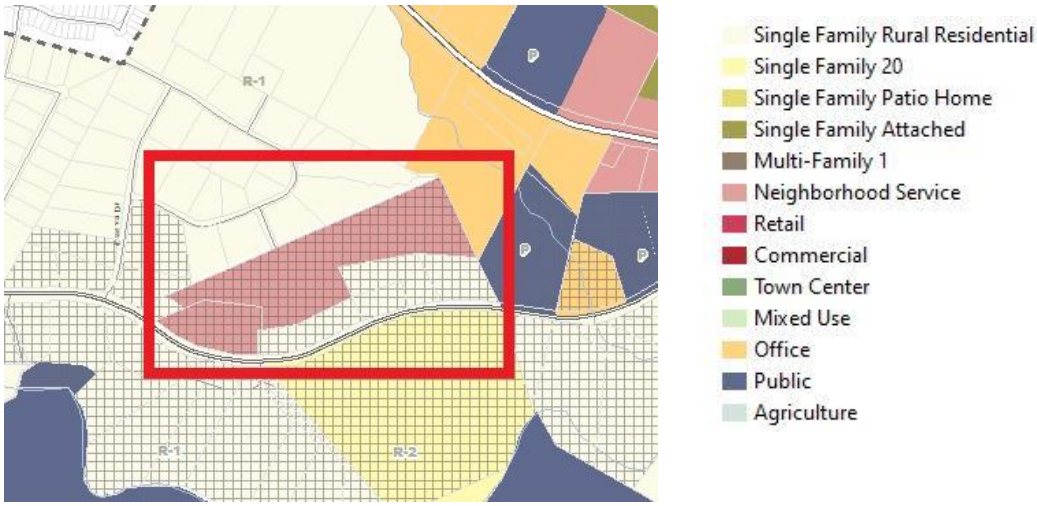
1. INTRODUCTION/PURPOSE

The purpose of this agenda item is to correct an error in the Bee Cave Zoning Map for the property known as the "Star Hill Ranch", a 31.017-acre tract of land located at 15000 Hamilton Pool Rd, Bee Cave, Tx. The Zoning Map incorrectly depicts Neighborhood Mixed-Use District zoning for the entire property, when only a 15.525-acre tract of land should be depicted as such. The remaining portions of the tract should be zoned Residential Estate District, R-1.

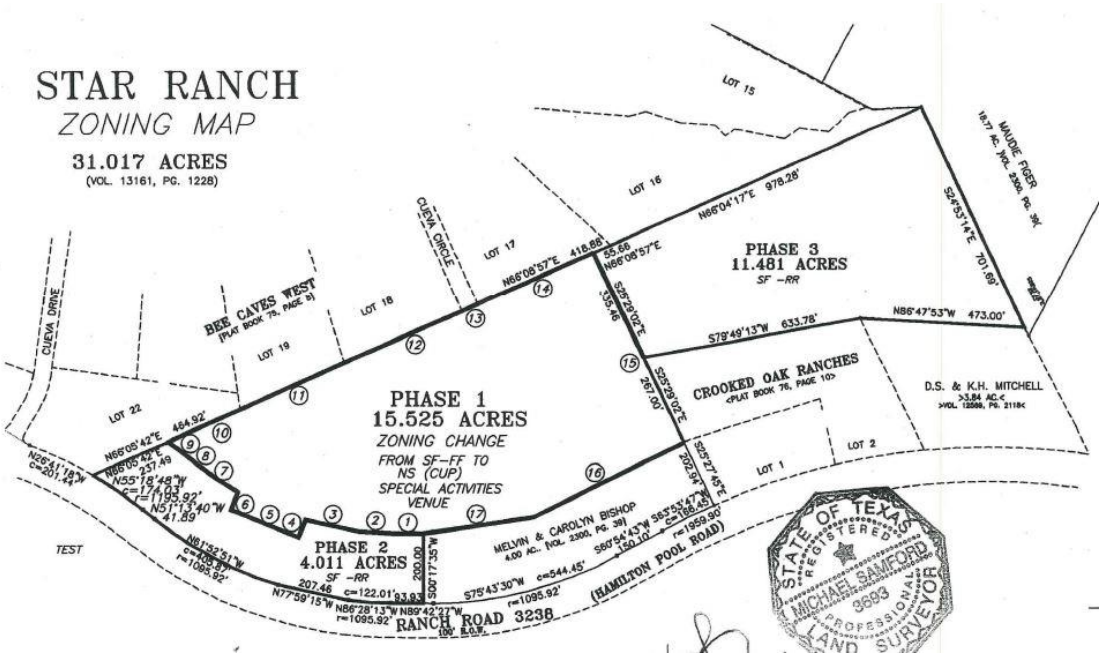
2. DESCRIPTION/ JUSTIFICATION

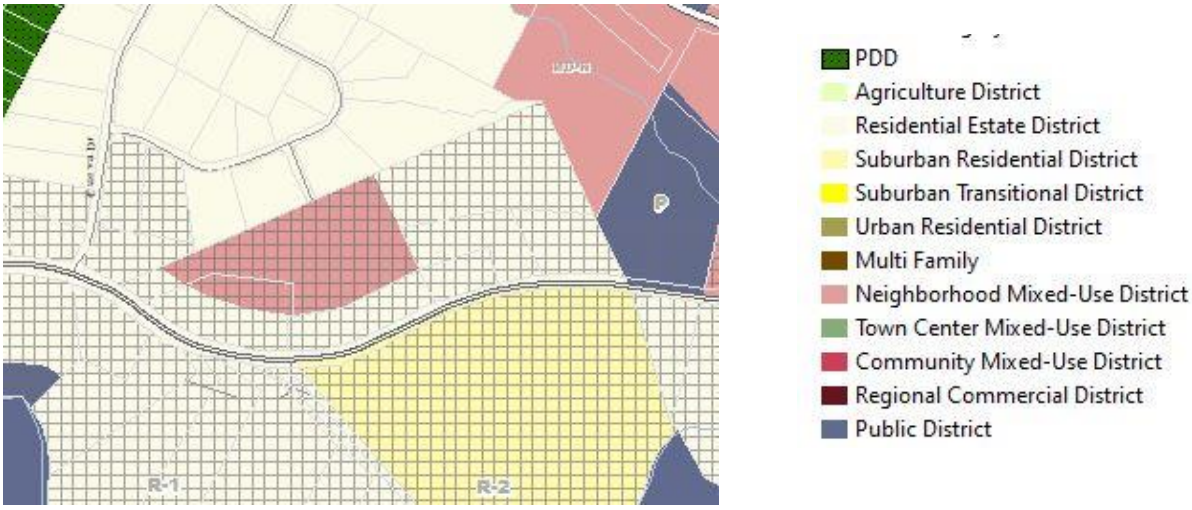
A. Background.

The property located at 15000 Hamilton Pool Rd (Starr Hill Ranch) was zoned as Single Family- Rural Residential from Ordinance 00-08-29A and a portion of the tract was rezoned to Neighborhood Services on December 14, 2004 with Ordinance No. 04-12-14-A.



When staff was conducting the research and review for the comprehensive plan update, staff discovered that portions of the subject property had been incorrectly designated as Neighborhood Mixed-Use (See above), due to an error in the 2021 update of the zoning map (See image above). The error was due to the incorrect interpretation of the area rezoned from SF-RR to NS by Ordinance 04-12-14A (See below). Staff has reached out to the owner of the lot and received no response.





The corrected zoning for the Starr Hill Ranch property is shown above.

B. Issues and Analysis.

Adjacent Properties Uses and Zoning:

Adjacent Properties	Uses	Zoning
North	Bee Cave West Subdivision	Residential Estate District (R-1)
South	Presbyterian Church of Lake Travis Spring Creek Preserve Subdivision, Spring Creek Estates Subdivision	Residential Estate District (R-1), Suburban Residential District (R-2)
East	Presbyterian Church of Lake Travis	Residential Estate District (R-1),
West	Bee Cave West Subdivision	Residential Estate District (R-1)

C. Considerations.

Correction of the scrivener's error is necessary so that the city's zoning map reflects the correct designation(s) for Star Hill Ranch.

3. FINANCIAL/BUDGET

N/A

4. TIMELINE CONSIDERATIONS

None.

5. RECOMMENDATION

Staff recommends approval of the rezoning from Neighborhood Mixed-Use (MU-N) to Residential Estate (R-1) zoning district for a portion of the property located at 15000 Hamilton Pool Rd. to correct a scrivener's error.

Planning and Zoning Commission recommended approval of Ordinance No. 501 at the meeting on 2/21/2023.

6. REFERENCE FILES

1. Ordinance No. 00-08-29A
2. Ordinance No. 04-12-14A

ORDINANCE NO. 501

AN ORDINANCE OF THE CITY OF BEE CAVE, TEXAS ("CITY") AMENDING THE ZONING OF REAL PROPERTY, IN CONFORMANCE WITH THE CITY OF BEE CAVE COMPREHENSIVE PLAN, SECTION THREE-ONE, FUTURE LAND USE PLAN, FROM CURRENT ZONING AS NEIGHBORHOOD MIXED-USE (MU-N) DISTRICT TO RESIDENTIAL ESTATE (R-1) DISTRICT FOR A 15.49 ACRES OF THE 31.017 ACRE TRACT KNOWN AS STAR HILL RANCH, LOCATED AT 15000 HAMILTON POOL RD, BEE CAVE, TEXAS; AND WHICH TRACT OF LAND IS DESCRIBED AND DEPICTED IN EXHIBIT "A" ATTACHED HERETO; PROVIDING A SEVERABILITY CLAUSE; PROVIDING FOR FINDINGS OF FACT, EFFECTIVE DATE, AND PROPER NOTICE AND MEETING.

WHEREAS, the City of Bee Cave is lawfully incorporated as a Home-Rule municipality and the City Council is the governing body of the City; and

WHEREAS, the City Council seeks to provide for the orderly development of land and use of property within its corporate limits; and

WHEREAS, the City is empowered by Section 211.005 (Districts) of the Texas Local Government Code to divide the municipality into districts of a number, shape, and size the City Council considers best for carrying out the zoning purposes under state law; and within each district, the City Council may regulate the erection, construction, reconstruction, alteration, repair, or use of buildings, other structures, or land; and

WHEREAS, the City recognizes its responsibility and authority to impose ordinances and controls that are necessary for the government of the City, its interest, welfare, and good order of the City; and

WHEREAS, pursuant to the City of Bee Cave Unified Development Code, Article 3, "Zoning Regulations" section 3.1.8.A3(iii), staff may, at the direction of the City Manager, initiate amendments to the zoning provisions; and

WHEREAS, it was discovered that during the December 2021 zoning map update, the zoning of the entirety of the Star Hill Ranch property at 15000 Hamilton Pool Rd was recorded as Neighborhood Services District (NS), when in fact only 15.525-acres of the property was zoned Neighborhood Services via Ord. 04-12-14-A in 2004. The remainder of the 31.017-acre property remained zoned Single-Family Rural Residential (SF-RR).

WHEREAS, this scrivener's error was carried forward and incorrectly shown on subsequent zoning maps, including the recent zoning map with UDC zoning designations, the City Official Zoning Map adopted on June 28, 2022; and

WHEREAS, City Council wishes to correct this scrivener's error by re-designating the real property described herein due to it being prudent and, in accordance with Texas Local Government Code section 211.004(a)(3); and

WHEREAS, the City of Bee Cave Planning and Zoning Commission and the City of Bee Cave City Council ("City Council"), in compliance with the City of Bee Cave Unified Development Code section 3.1.8, Texas Local Government Code section 211.006(a), et seq., and all applicable laws of the State of Texas, have given the requisite notices by publication and otherwise, and have held two public hearings and afforded a full and fair hearing to all property owners generally and to all persons interested and situated in the affected area and in the vicinity thereof, and the City Council is of the opinion and finds that a zoning change as described herein should be granted and that the Official Zoning Map should be amended as set forth herein; and

WHEREAS, any protest made against the proposed change of Zoning Classification has been duly considered by the City Council;

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF BEE CAVE, TEXAS:

SECTION 1. Findings of Fact. All of the above premises are hereby found to be true and correct legislative and factual findings of the City and are hereby approved and incorporated into the body of this Ordinance as if copied in their entirety.

SECTION 2. Amendment. That the Official Zoning Map of the City of Bee Cave, Texas, is hereby amended so as to grant a change of zoning from Neighborhood Mixed-Use (MU-N) District to Residential Estate (R-1) District for 15.49 acres of real property hereinafter described, and depicted in Exhibit "A," attached hereto.

SECTION 3. Severability. That should any sentence, paragraph, subdivision, clause, phrase or section of this ordinance be adjusted or held to be unconstitutional, illegal or invalid, the same shall not affect the validity of this Ordinance as a whole or any part or provision thereof, other than the part so declared to be invalid, illegal or unconstitutional, and shall not affect the validity of Article 3, Zoning Regulations, of the City of Bee Cave Unified Development Code and the Official Zoning Map as a whole.

SECTION 4: Repealer. All ordinances or parts of ordinances in force when the provisions of this Ordinance become effective which are inconsistent or in conflict with the terms and provisions contained in this Ordinance are hereby repealed only to the extent of such conflict.

SECTION 5. Notice and Meeting Clause. It is hereby officially found and determined that the meeting at which this Ordinance was passed was open to the public and that public notice of the time, place and purpose of said meeting was given as required by the Open Meetings Act, Chapter 551 of the Texas Government Code.

SECTION 6. Effective Date. That this Ordinance shall take effect immediately from and after its passage.

PASSED AND APPROVED by the City Council of the City of Bee Cave, Texas, on the ____day of _____, 2023.

CITY OF BEE CAVE, TEXAS

_____
Kara King, Mayor

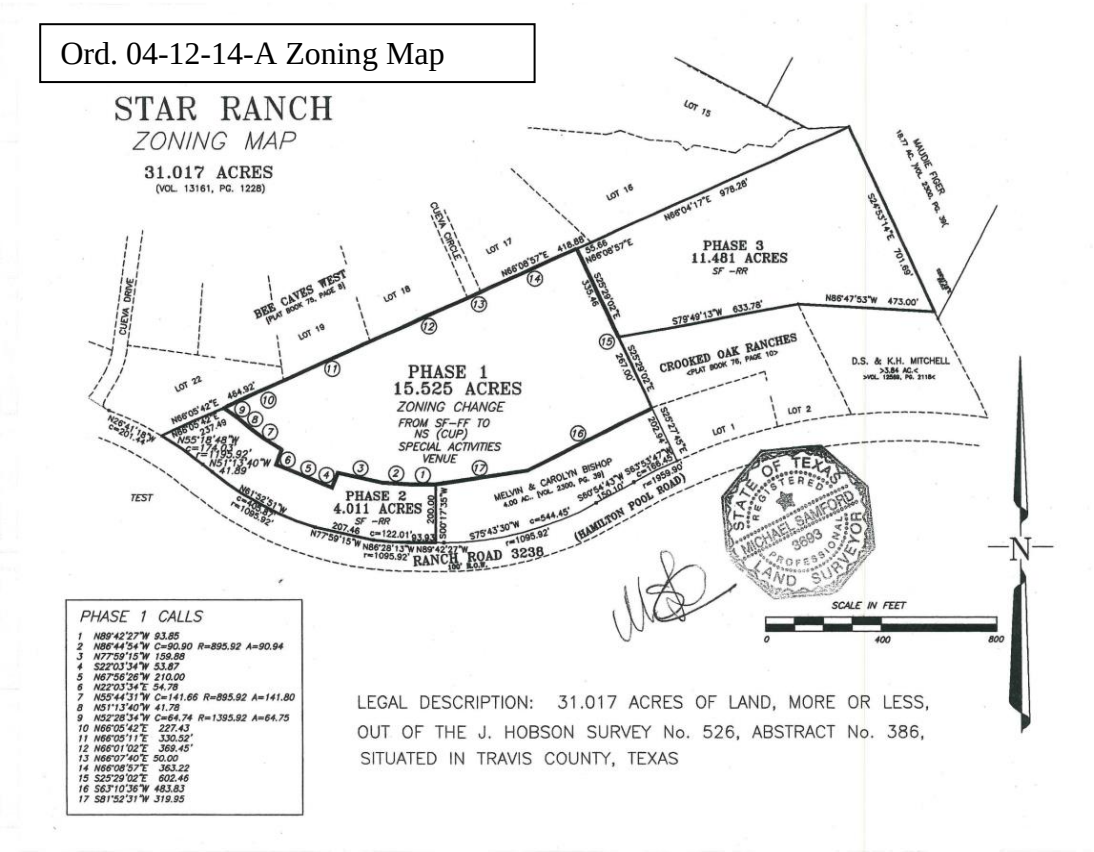
ATTEST:

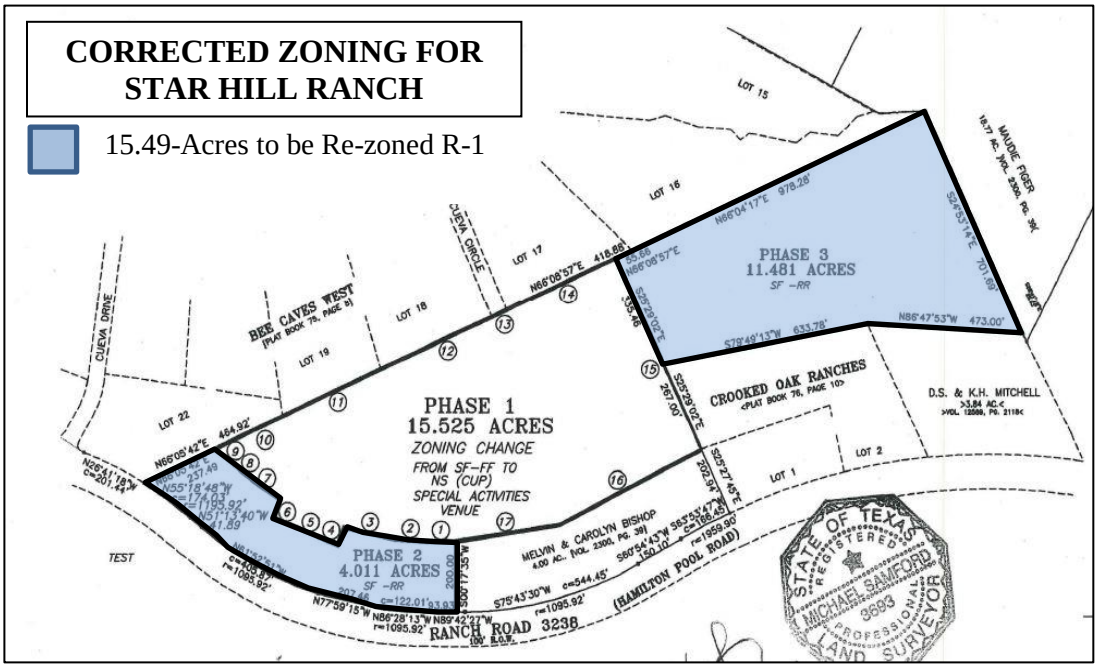
_____
Kaylynn Holloway, City Secretary

APPROVED AS TO FORM:

_____
Ryan Henry, City Attorney

Exhibit “A”





Ord. 501 – 15000 Hamilton Pool Rd Zoning

ORDINANCE NO. 04-12-14-A

AN ORDINANCE AMENDING THE ZONING CLASSIFICATION OF A PORTION OF AN APPROXIMATE 31.017 ACRE TRACT OF LAND IN THE VILLAGE OF BEE CAVE, TEXAS FROM SINGLE FAMILY RURAL RESIDENTIAL TO NEIGHBORHOOD SERVICES WITH AUTHORIZATION OF SPECIAL ACTIVITIES VENUES AS A CONDITIONAL USE, MAKING PROVISION FOR COMPLIANCE WITH THE VILLAGE'S ZONING ORDINANCE AND AUTHORIZING THE VILLAGE ADMINISTRATOR TO ESTABLISH THE ZONING ON THE OFFICIAL ZONING MAP OF THE VILLAGE; PROVIDING AN EFFECTIVE DATE

WHEREAS, the Owner of the land described in Exhibit "A" attached hereto (the "Property") has requested that the land previously zoned as Single Family-Rural Residential use be rezoned Neighborhood Service with a Conditional Use Permit for a Special Activities Venue; and

WHEREAS, the notice as required by the Village's Zoning Ordinance has been published in the official newspaper and given to adjacent property owners; and

WHEREAS, public hearings have been held by both the Planning and Zoning Commission and the Board of Aldermen as required by law; and

WHEREAS, the Board considered public comment in support of and in opposition to the proposed zoning and conditional use permit; and

WHEREAS, Sec. 14.149 of the Village Zoning Ordinance provides that the purpose of Neighborhood Service zoning is to provide for local neighborhood shopping and service facilities for the retail sales of goods, and a special activities venue is an authorized use in areas zoned for Neighborhood Services upon the granting of a Conditional Use Permit; and

WHEREAS, the Applicant has submitted a map and other necessary information and has complied with the requirements of the Village of Bee Cave Ordinances Section 14.129 for issuance of a Conditional Use Permit; except as otherwise noted in this Ordinance;

NOW, THEREFORE, BE IT ORDAINED BY THE BOARD OF ALDERMEN OF THE VILLAGE OF BEE CAVE, TEXAS:

Section 1. Zoning Classification. The Property is hereby declared to be zoned Neighborhood Service (with a Conditional Use Permit for a Special Activities Venue).

The BOARD OF ALDERMAN find that the information submitted in the Application for a Conditional Use Permit submitted by Star Hill Ranch for the creation of a Special Activities Venue meets the requirements of Section 14.129 of the Village of Bee Cave Ordinances;

The BOARD OF ALDERMAN find that the use of the subject property as a special activities venue is an appropriate use for the property and is a compatible use with the surrounding properties and neighborhoods.

Section 2.

A. Uses. The permitted uses shall be those allowed in a Neighborhood Service District as set out in Section 14.171 of the Zoning Ordinance of the Village of Bee Cave and as otherwise set out in this section.

.

B. Conditional Use: Special Activities Venue: The Conditional Use Permittee shall not commence development until it has secured all permits and approvals including approval of a concept plan, site plan or other approvals as required by the Village of Bee Cave zoning regulations. The following special conditions shall apply to the Property and approval of the Conditional Use Permit herein authorized for a Special Activities Venue is expressly contingent upon Permittee's implementation and compliance with the Village Code of Ordinances and the following special conditions:

1. This Permit only authorizes development of the subject property as a special activities venue in accordance with the plan submitted to the Board of Alderman attached hereto as Exhibit "B" and incorporated herein for all purposes, including weddings, receptions, corporate meeting, charity/fundraising events, church retreats, family/school reunions, seasonal festivities, community gatherings, videography and other uses approved by the Board of Alderman. No other use of the property is authorized by this Permit.

Section 3. That the granting of this Neighborhood Service zoning is subject to all applicable development regulations contained in the Code of Ordinances of the Village of Bee Cave, including, without limitations, the Zoning Ordinance and Subdivision Ordinance.

Section 4. Severability. That should any sentence, paragraph, subdivision, clause, phrase, or section of this Ordinance be adjusted or held to be unconstitutional, illegal, or invalid, the same shall not affect the validity of this Ordinance in whole or any part or provision thereof, other than the part so declared to be invalid, illegal or unconstitutional, and shall not affect the validity of the Comprehensive Zoning Ordinance or Map as a whole.

Section 5. The Village Administrator is hereby authorized and directed to note the zoning change with the Conditional Use Permit for a special activities venue on the official Zoning Map of the Village of Bee Cave, Texas.

Section 6. That this Ordinance shall take effect immediately from and after its passage.

PASSED AND APPROVED this 14th day of December 2004.

Caroline Murphy, Mayor
Village of Bee Cave, Texas

ATTEST:

Sherry Mashburn, Village Secretary
Village of Bee Cave, Texas

(SEAL)

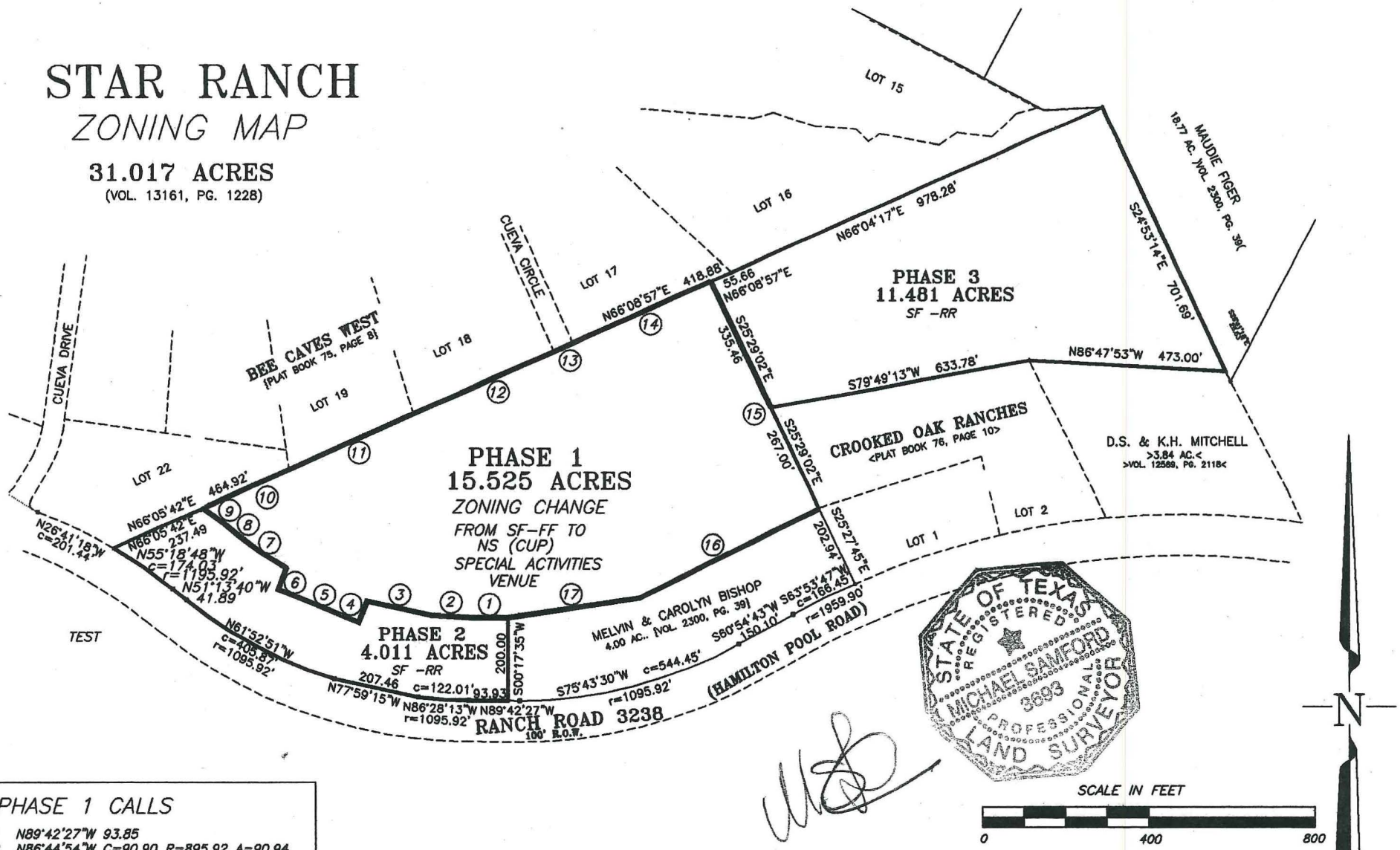
APPROVED AS TO FORM:

Patty L. Akers, Village Attorney

STAR RANCH

ZONING MAP

31.017 ACRES
(VOL. 13161, PG. 1228)



PHASE 1 CALLS

1	N89°42'27"W	93.85		
2	N86°44'54"W	C=90.90	R=895.92	A=90.94
3	N77°59'15"W	159.88		
4	S22°03'34"W	53.87		
5	N67°56'26"W	210.00		
6	N22°03'34"E	54.78		
7	N55°44'31"W	C=141.66	R=895.92	A=141.80
8	N51°13'40"W	41.78		
9	N52°28'34"W	C=64.74	R=1395.92	A=64.75
10	N66°05'42"E	227.43		
11	N66°05'11"E	330.52'		
12	N66°01'02"E	369.45'		
13	N66°07'40"E	50.00		
14	N66°08'57"E	363.22		
15	S25°29'02"E	602.46		
16	S63°10'36"W	483.83		
17	S81°52'31"W	319.95		

LEGAL DESCRIPTION: 31.017 ACRES OF LAND, MORE OR LESS, OUT OF THE J. HOBSON SURVEY No. 526, ABSTRACT No. 386, SITUATED IN TRAVIS COUNTY, TEXAS

EXHIBIT "A"
METES AND BOUNDS DESCRIPTION
15.525 ACRES
OUT OF THE J. HOBSON SURVEY
TRAVIS COUNTY, TEXAS

ALL THAT CERTAIN PARCEL OR TRACT OF LAND BEING 15.525 ACRES OF LAND, MORE OR LESS, OUT OF THE J. HOBSON SURVEY IN TRAVIS COUNTY, TEXAS, AND BEING A PORTION OF THAT CERTAIN 31.107 ACRE TRACT DESCRIBED IN A DEED TO SETH ADAM WOOLLEY AND JUDY WOOLLEY, OF RECORD IN VOLUME 13161, PAGE 1228 OF THE REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS, SAID 15.525 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a ½" iron rod set at an interior corner of said 31.107 acre tract, at the northwest corner of a 4.00 acre remaining tract in the name of Melvin and Carolyn Bishop, being a remainder of a tract described in a deed of record in Volume 2300, Page 391 of the Travis County Deed Records, for a point in the south line hereof and POINT OF BEGINNING hereof, and from which point an iron rod set in the north ROW line of Hamilton Pool Road (RR 3238), at the southwest corner of said Bishop remaining tract and the southerly southeast corner of said Woolley tract bears S00°17'35"E at a distance of 200.00 feet

THENCE with the south line hereof, the following 9 calls:

1. N89°42'27"W for a distance of 93.85 feet to an angle point
2. along the arc of a curve to the right whose radius is 895.92 feet, arc length is 90.94 feet, and whose chord bears N86°44'54"W for a distance of 90.90 feet to an angle point
3. N77°59'15"W for a distance of 159.88 feet to an angle point
4. S22°03'34"W for a distance of 53.87 feet to an angle point
5. N67°56'26"W for a distance of 210.00 feet to an angle point
6. N22°03'34"E for a distance of 54.78 feet to an angle point
7. along the arc of a curve to the right whose radius is 895.92 feet, arc length is 141.80 feet, and whose chord bears N55°44'31"W for a distance of 141.66 feet to an angle point
8. N51°13'40"W for a distance of 41.78 feet
9. along the arc of a curve to the right whose radius is 1395.92 feet, arc length is 64.75 feet, and whose chord bears N52°28'34"W for a distance of 64.74 feet to a point in the northwest line of said Woolley tract, for the west corner hereof

THENCE with the northwest line of said Woolley tract and southeast line of Bee Caves West, a subdivision in Travis County, Texas, of record in Plat Book 75, Page 8 of the Travis County Plat Records, the following 5 calls:

1. N66°05'42"E for a distance of 227.43 feet to a 3/8" iron rod found
2. N66°05'11"E for a distance of 330.52 feet to a 3/8" iron rod found
3. N66°01'02"E for a distance of 369.45 feet to a 3/8" iron rod found

4. N66°07'40"E for a distance of 50.00 feet to a 3/8" iron rod found
5. N66°08'57"E for a distance of 363.22 feet to a point in the southeast line of Lot 17 of said Bee Cave West, for the north corner hereof

THENCE through said Woolley tract and then with the west line of Lot 2 of Crooked Oak Ranches, a subdivision in Travis County Texas, of record in Plat Book 76, Page 10 of the Travis County Plat Records, S25°29'02"E for a distance of 602.46 feet to a ½" iron rod found at the northerly southwest corner of said Lot 2 and northwest corner of Lot 1 of said Crooked Oak Ranches, at the northeast corner of said Bishop remaining 4.00 acre tract, for the southeast corner hereof

THENCE with the north line of said Bishop tract and south line of said Woolley tract, S63°10'36"W for a distance of 483.83 feet to a ½" iron rod set at an angle point

THENCE continuing with said line, S81°52'31"W for a distance of 319.95 feet to the POINT OF BEGINNING hereof and containing 15.525 acres of land, more or less, according to previous surveys by the undersigned.

Michael Samford, RPLS 3693
050007

STATE OF TEXAS
REGISTERED
MICHAEL SAMFORD
3693
PROFESSIONAL
LAND SURVEYOR

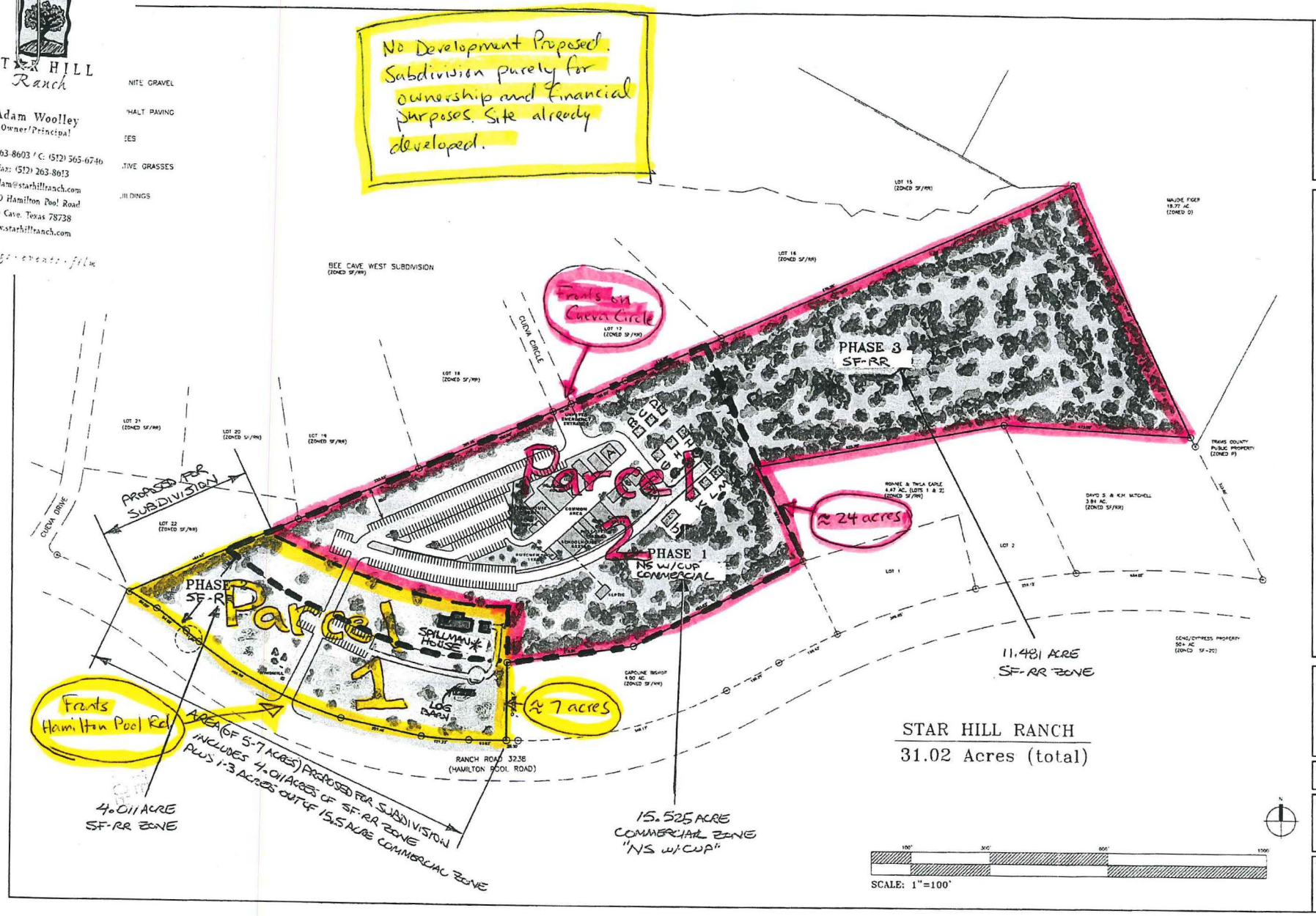
STAR HILL Ranch

Adam Woolley
Owner/Principal

P: (512) 263-8603 / C: (512) 565-0746
Fax: (512) 263-8613
E: adam@starhillranch.com
15000 Hamilton Pool Road
Bee Cave, Texas 78738
www.starhillranch.com

weddings · events · film

No Development Proposed. Subdivision purely for ownership and financial purposes. Site already developed.



ENGINEER:
S. ADAM WOOLLEY, P.E.

OWNER: S. ADAM WOOLLEY
& JUDY I. WOOLLEY
1303 CEPEDA AVE.
AUSTIN, TEXAS 78704
(512) 448-9080

STAR HILL RANCH
15000 HAMILTON POOL ROAD
BEE CAVE, TEXAS

© 2001 ADAM WOOLLEY

31.02 ACRES OUT OF THE
J. ROBSON SURVEY NO. 526
ABSTRACT NO. 528,
TRAVIS COUNTY, TEXAS

LOCATED ON RR 3238
ONE MILE WEST OF TX. 71 W.
BEE CAVE, TEXAS

PROJECT NO.	DATE:
2001.01	10/24/04

SHEET TITLE
SITE PLAN

SHEET NO.
A

STAR HILL
Ranch

PROPOSED ZONING MODIFICATION
STAR HILL RANCH

October 30, 2004

PROPOSED ZONING MODIFICATION
STAR HILL RANCH
(November 8, 2004)

GENERAL DESCRIPTION

Star Hill Ranch is an event facility set in a compound of preserved historical buildings, surrounded by a rural ranch, and located in the scenic Texas Hill Country.

LOCATION

The subject site is comprised of 31 acres oriented on the north side of Hamilton Pool Road (FM 3238), located approximately one mile west of Texas Hwy. 71 within the village limits of Bee Cave, Texas. Per the revised zoning plan adopted in 2000, Star Hill Ranch is currently classified as SF-RR (Single Family Rural Residential).

Lying near the western boundary of the village limits, it is bound to the north and west by small tracts classified as SF-RR. It is bound to the east by larger, undeveloped tracts classified as O (Office). To the southeast, lies a large area zoned P (Public Use), currently occupied by the new Bee Cave Elementary School. A majority of the southern boundary fronts FM3238 (Hamilton Pool Road). Flanking this boundary to the south are two large tracts. One is designated as SF-20, the other as SF-RR. Also sharing the southern boundary is a small strip of SF-RR.

The existing building compound is oriented along a 50' wide *"main street"*, and will be complemented with additional historic and period style structures as they become available. The compound is surrounded by a wide buffer of native trees and underbrush, and is located adjacent to an existing parking area that will accommodate 200-250 cars. Access to the site is provided by a gated 30' wide private drive. These existing and proposed improvements are defined on the attached *Concept Plan* as *Phase 1.*

HISTORY

Star Hill Ranch was purchased in April 1998, following discussions with Bee Cave Village officials regarding intended non-residential uses. At that time the concept of developing a facility for film production and special events was well received by neighbors and Village officials. The zoning designation was then DR (Development Reserve).

Throughout 1998 and 1999, brush clearing progressed and conceptual planning was undertaken. Acquisition of historic barns and buildings was also initiated.

In late 1999, Bee Cave began an effort to develop and adopt a new master growth plan. During public hearings, a more formalized concept for Star Hill Ranch was presented to the citizens and officials of Bee Cave. This concept was embraced by individuals on both sides of the growth and development debate.

In April 2000, the Planning Board and the Alderman heard arguments regarding the proposed Zoning Map. With the proper classification yet undefined for the Star Hill Ranch tract, the Village planning consultant and the Board of Alderman suggested that a de facto zoning designation of SF-RR be applied, but with proper allowances made through a CUP (Conditional Use Permit), permitting specific commercial uses for the site proposed by the

owner during the public hearings. This compromise solution was presented publicly by the acting mayor, and reluctantly agreed to by the owner.

In July 2001, a letter was issued by the Village Administrator, stating that the Village would consider a Planned Development within a particular zoning district. He stated that in order to determine the appropriate zoning district, the Village "needs a very detailed explanation of (the) project, types of uses, hours of operation, intentions of project, etc. Once received, a proper determination of the zoning district can be established and the procedures for a change of zoning can be initiated".

In this letter, the Village Administrator also communicated approval from the Board of Alderman (effectively approving the Concept Plan) to proceed with a request to move three historic buildings onto the site, congruent with the use concept originally proposed by the owner.

Per a proviso of the Board's approval, a full set of engineered site development plans were completed, and submitted for formal review in August 2001. The buildings were subsequently moved onto the site in September 2001, and placed in accordance with the approved Site Development Concept Plan.

In April 2002, a request was submitted to Mr. Fisher requesting permitting necessary to construct and operate wardrobe facilities for Disney's production of "The Alamo". A second letter was then submitted to Mr. Fisher providing a "detailed description of proposed development and uses of the Star Hill Ranch project". This "detailed description" was presented to the Board during their 4/23/02 meeting.

Following much discussion with the Board, the Village Engineer, and neighboring property owners, a Special Event Permit was issued, and the Disney project proceeded. The consideration of permanent zoning modifications for Star Hill was postponed, pending further study. It was suggested that *future uses* be better defined and that perhaps a zoning classification such as NS (Neighborhood Service) be considered.

After detailed review of the Village's 8/29/00 Zoning Ordinance, it became apparent that the planned uses for Star Hill Ranch could not be accomplished through a CUP (applied to current SF-RR zoning) nor through a NS classification alone.

In October 2003, a Proposal for a *Planned Development District* was submitted to the Village, and was discussed in public hearings before the P&Z Commission and the Board of Alderman. Following much public debate, the Mayor appointed a special committee (i.e. *Star Hill Ranch Committee*) chaired by Mayor Pro-Tem Auslander and made up of West Bee Cave neighborhood representatives to study the issues and make recommendations to the Board.

The Committee met several times beginning in December 2003. In August 2004, a new Conditional Use Category for a *Special Activities Venue* was approved by the Board, and added into the Village's Zoning Ordinance. In October 2004, the Committee convened for a final meeting, along with the new President of the West Bee Cave Neighborhood Association. A consensus was reached regarding the details of a partial re-zoning proposal for Star Hill.

REQUESTED ZONING CHANGE

Following study and discussions between Star Hill, West Bee Cave neighbors, and the Village, the Committee's recommendations are as follows:

Change zoning within the central portion of Star Hill (Phase 1) from *SF-RR* to *NS (Neighborhood Service)* with a CUP (Conditional Use Permit) for a *Special Activities Venue*. The remainder of Star Hill including a 200' wide strip fronting Hamilton Pool Road (Phase 2) and an approximate 11 acre portion at the rear of the site (Phase 3), will maintain current zoning as SF-RR. ~~Existing driveway and~~ THE parking area that crosses Phase 2 shall be included in the proposed zoning for Phase 1. These proposed modifications are illustrated in the attached *Concept Plan.*

Attachment B is a condensed version of the Use Regulations Charts, identifying allowable uses, and to what extent they are permitted under the requested NS zoning.

Attachment C is the definition of a *Special Activities Venue* as defined in the Village's Zoning Ordinance under *Conditional Uses.*

PURPOSE

The purpose of rezoning the central portion of Star Hill is to permit continued operation of the existing compound of historical buildings as a Special Activities Venue, and to facilitate acquisition and restoration of additional historical structures within *Phase 1*.

Special Activities will include weddings, receptions, corporate meetings, charity/fundraising events, church retreats, family/school reunions, seasonal festivals, community gatherings, videography, and the like.

SPECIFICS

In addition to the parameters defined for NS zoning with a CUP for a Special Activities Venue, the Committee proposes further limitations specific to operations at Star Hill. These include the following:

Operational Limitations

- No outdoor amplified music
- No music louder than 50 dB shall be permitted beyond the property line
- Outdoor music shall be limited to acoustic strings only, and only within *Phase 1*
- Hours of operation shall be limited to 8am-10pm Sun-Thur, 8am-11pm Fri-Sat
- Events are limited to 250 guests
- Fireworks or Pyrotechnics shows are prohibited without a Special Event Permit
- Videography and Motion Picture filming is limited to 14 calendar days and 100 people
- All trash must be disposed of within 24 hours of the conclusion of any event
- An Onsite Manager shall be present during **all** events.
- Telephone numbers shall be clearly posted at or near front and rear gates for:
  - Onsite Manager
  - Travis County Sheriff's Department
  - Village of Bee Cave
- Onsite parking must be limited to designated areas within Star Hill Ranch
- Parking shall be prohibited within Bee Cave West subdivision and along H.P. Road
- All access to Star Hill Ranch is limited to the front entrance*

** Rear access adjacent to Bee Cave West only available for emergencies requiring Police, Fire, or EMS assistance*

Additionally, a Special Events Permit shall be required for any event NOT complying with ANY of the parameters and conditions set forth above.

The Committee also proposes additional responsibilities pursuant to the CUP. These include the following:

Development Responsibilities

• Construct an attractive 8'-10' high, thick wall planted with vines to be built in phases along neighboring lots 19, 18, and the west half of 17, beginning with the most visible areas around the existing double gates leading to Cueva Circle.

• Replace double gates at Cueva Circle with a maximum 12' wide solid gate (8'-10' high)

• Construct the future main music/dance hall for heavy sound containment beyond normal building code requirements (2x6 framing, R-23 insulation, interior sound board material in addition to drywall, and a minimum STC Rating of 50)

• Fire Lane as indicated in Phase 1 of Concept Plan shall be partially paved and partially compacted granite gravel material

• Parking lot materials may be compacted granite gravel

Replacement of the double gates at Cueva Circle with a 12' wide solid gate flanked by 20' of wall on either side, shall be completed within 12 months of zoning revision. Remaining "Development Responsibilities" items are guidelines to be implemented during development of the site, and are not time sensitive.

CONCLUSION

The zoning modifications proposed for Star Hill will accomplish three things. *First*, they will finally accommodate the uses originally identified for the site back in 1998. *Second*, they will protect surrounding property owners by defining strict operating parameters for Star Hill that have been developed in part by residents of the West Bee Cave area. *Third*, they will protect the site from potentially undesirable future uses.

Star Hill Ranch has been the result of a careful planning and design process, that has focused on maintaining the natural beauty of the site, preserving the historic culture of the community, and cultivating the highest and best use of the property without compromising the integrity of its rural surroundings. As it develops, Star Hill should continue to be a real asset to the Bee Cave community.

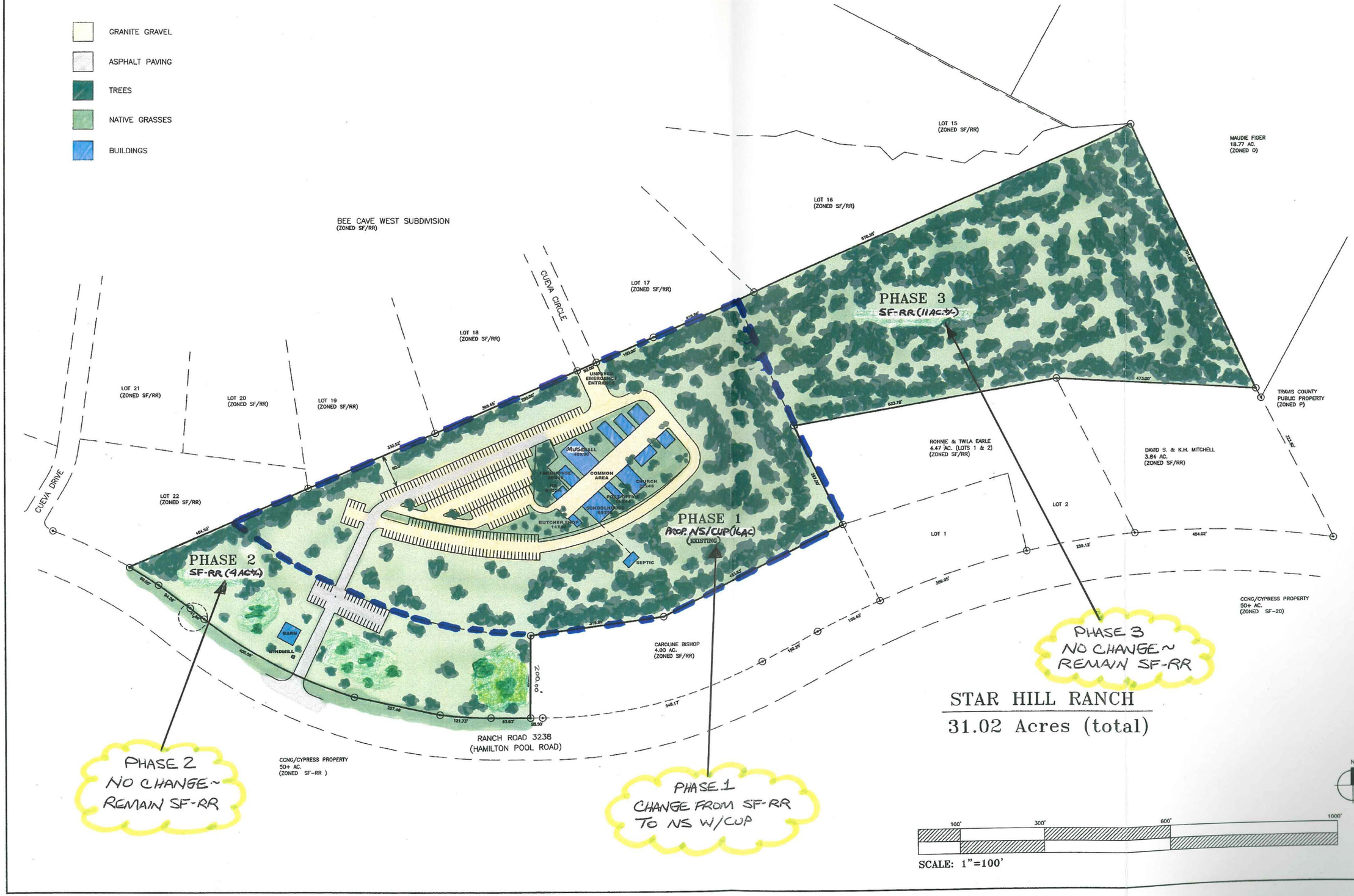
APPENDICES

A collection of visual images has been included in the Appendices of this proposal to help illustrate the look and feel of Star Hill, in a way which cannot be fully depicted in written form. These images are preceded with entry details.

Please note that the proposed entry and sign details will be submitted separately to P&Z per the Village's *Sign Permit Application* process. They are only included here for clarity.

A copy of the Traffic Impact Study dated July 8, 2003 is being submitted to the Village and will be available upon request.

For virtual tours and more information regarding the site, please visit the website at: www.starhillranch.com.



ENGINEER:
S. ADAM WOOLLEY, P.E.

OWNER: S. ADAM WOOLLEY
& JUDY I. WOOLLEY
1303 OXFORD AVE.
AUSTIN, TEXAS 78704
(512) 445-9080

STAR HILL RANCH
15000 HAMILTON POOL ROAD
BEE CAVE, TEXAS

© 2001 ADAM WOOLLEY

31.07 ACRES OUT OF THE
J. HOBSON SURVEY NO. 526
ABSTRACT NO. 386,
TRAVIS COUNTY, TEXAS

LOCATED ON RR 3238
ONE MILE WEST OF TX. 71 W.
BEE CAVE, TEXAS

PROJECT NO.	DATE:
2001.01	10/30/04

SHEET TITLE:
CONCEPT PLAN

SHEET NO.
A

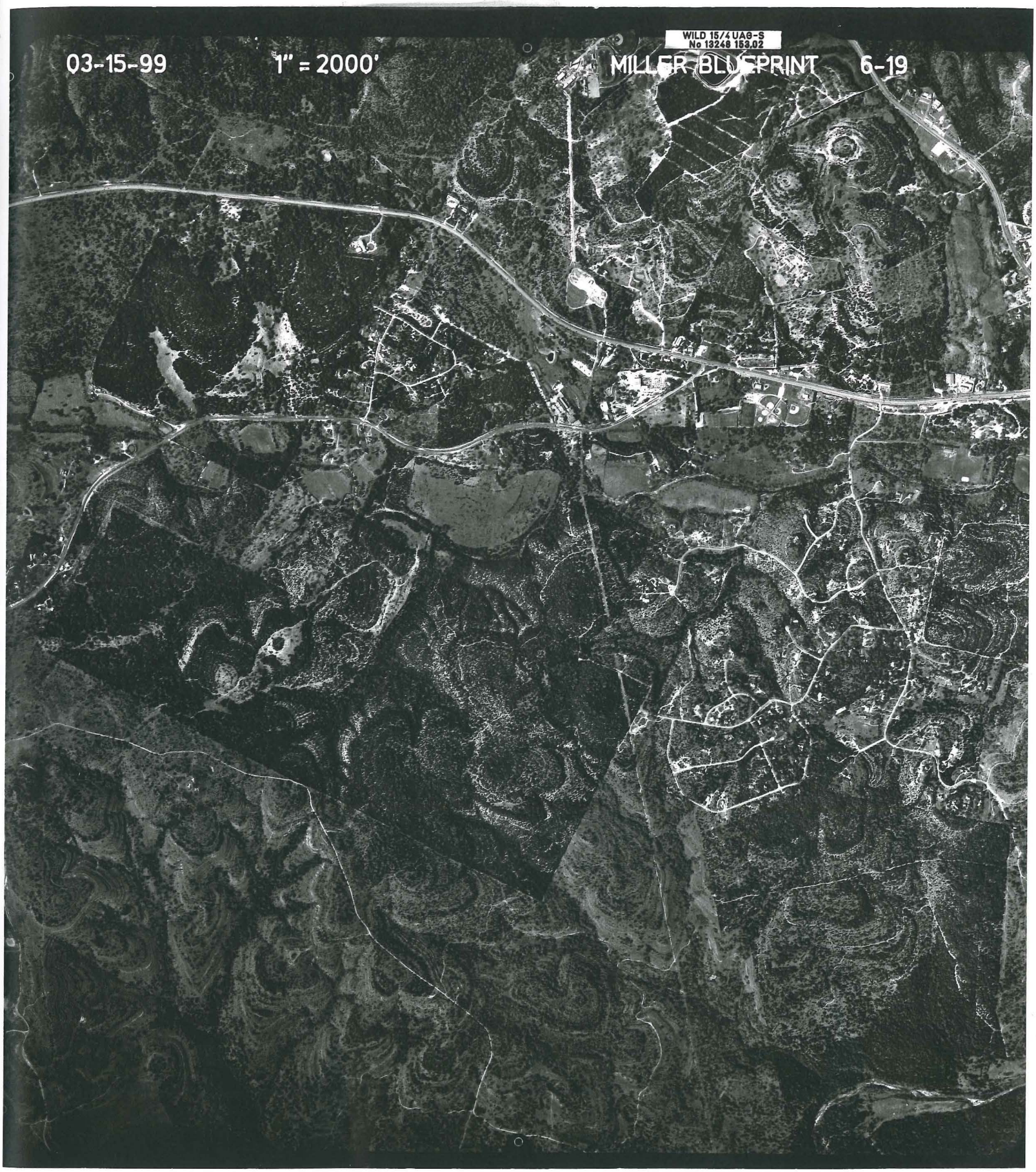
(Attachment B)

USE CHARTS: SF-RR vs NS		
PERMITTED USES	*SF-RR*	*NS*
AGRICULTURAL		
Stables (Private, Accessory Use)	P	
AMUSEMENT & RECREATION SERVICE		
Dance Hall/Dancing Facility		
Day Camp		**C**
Fair Ground		
Motion Picture Studio, Commercial Film		
Museum		**P**
Park and/or Playground	P	**P**
Swimming Pool (Public/Private)	P	**P**
Theater (Non-Motion Picture)		**C**
INSTITUTIONAL/GOVERNMENTAL		
Civic Club		**P**
Community Center	P	**P**
OFFICE		
Offices (Professional)		**P**
Real Estate Offices		**P**
PERSONAL & BUSINESS SERVICES		
Artist Studio		**P**
Barber Shop (Non-College)		**P**
Bed & Breakfast Inn	C	**P**
Photo Studio		**P**
Special Activities Venue		**C**
Studio for Radio or Television (without tower)		**P**
RESIDENTIAL		
Caretaker's/Guard's Residence	P	**C**
Private Street Subdivision	C	
Single Family Detached	P	
RETAIL		
Alcoholic Beverage Retail Sales		**C**
Art Dealer/Gallery		**P**
Bakery (Retail)		**P**
Book Store		**P**
Confectionary Store (Retail)		**P**
Florist		**P**
Garden Shop (Inside Storage)		**C**
Market (Farmer's)		**C**
Plant Nursery (Retail Sales/Outdoors)		**C**
Restaurant		**C**
Retail Store (Misc.)		**C**

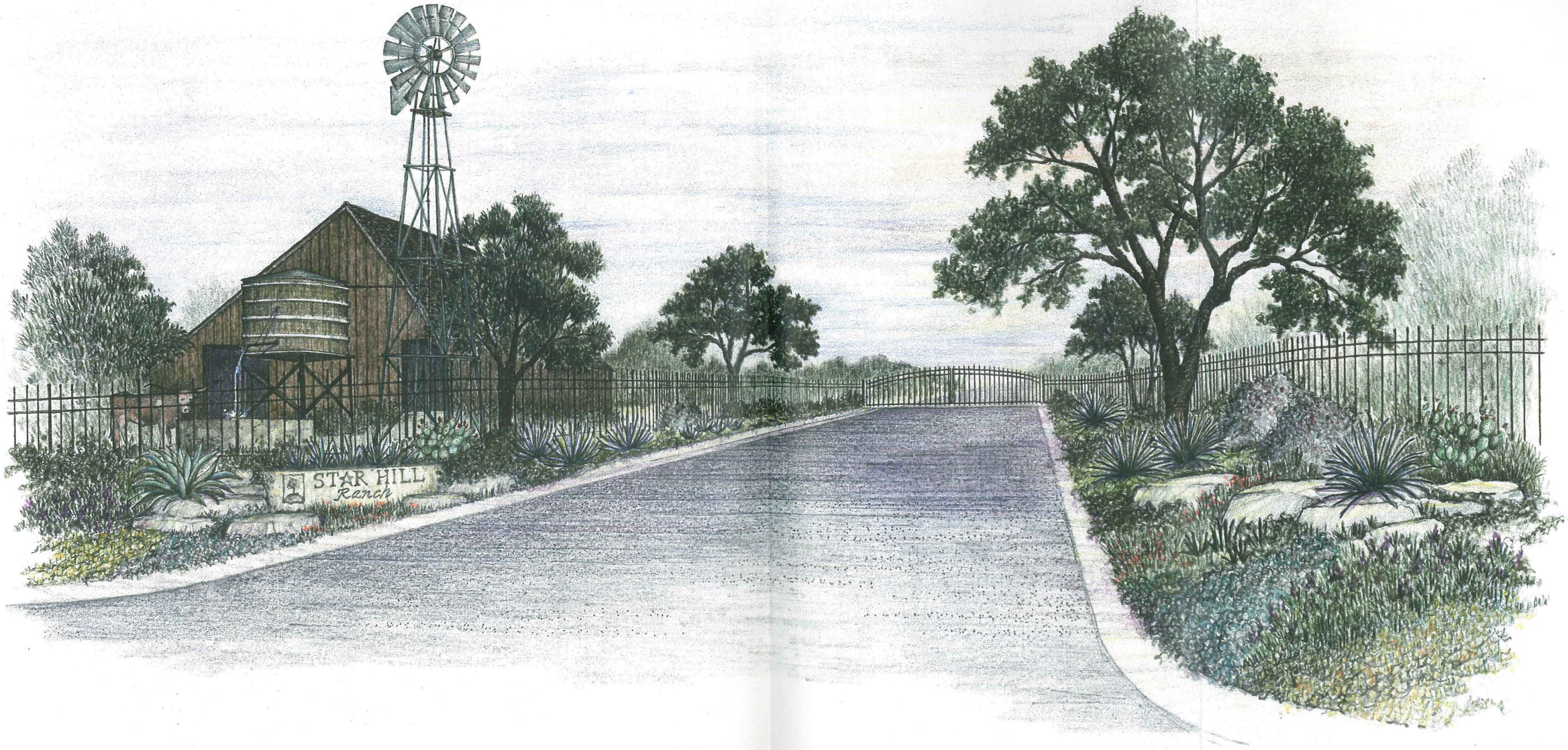
(Attachment C)

Sec. 14.139 (Special Activities Venue)

Special Activities Venue. A Venue or complex of buildings for hire (not including places of worship or public buildings) with the purpose of hosting a variety of gatherings where food, beverages, music or dancing may be offered for purposes such as life cycle events (i.e. birthdays, anniversaries, weddings, reunions); corporate or professional functions (i.e. seminars, meetings, lectures, retreats); other special events including charitable events, fundraisers, and art shows; holiday festivities; photographic shoots, videography and motion picture filming.



AERIAL PHOTO OF STAR HILL RANCH AND VICINITY

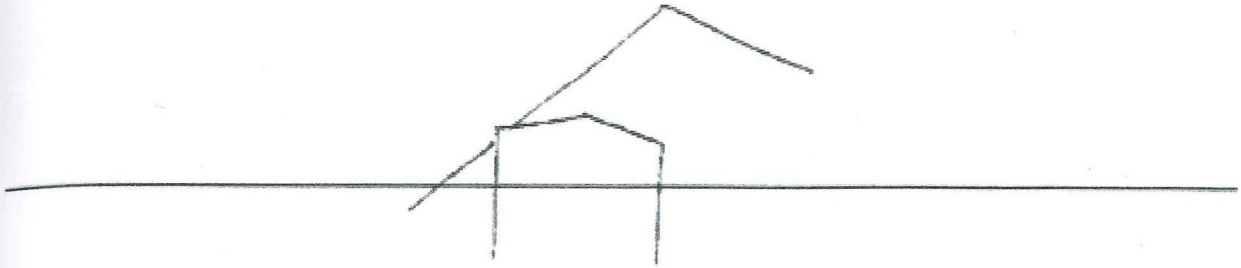

STAR HILL
Ranch

PROPOSED ENTRY SIGN

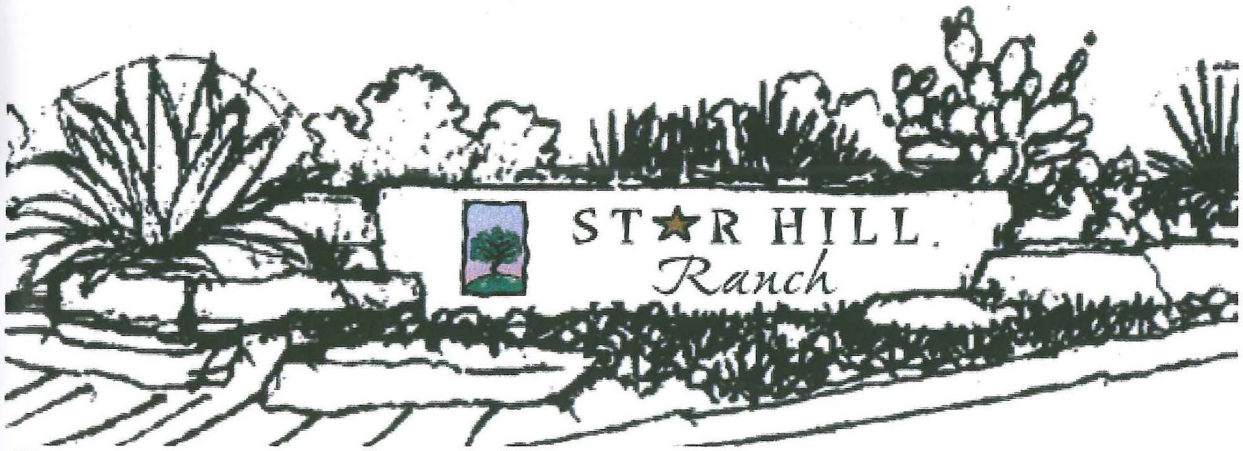
Materials: cut limestone, carved lettering

Lighting: indirect incandescent spotlight, placed at grade

Dimensions: 2.4'H x 10'L (24 sq. ft.)

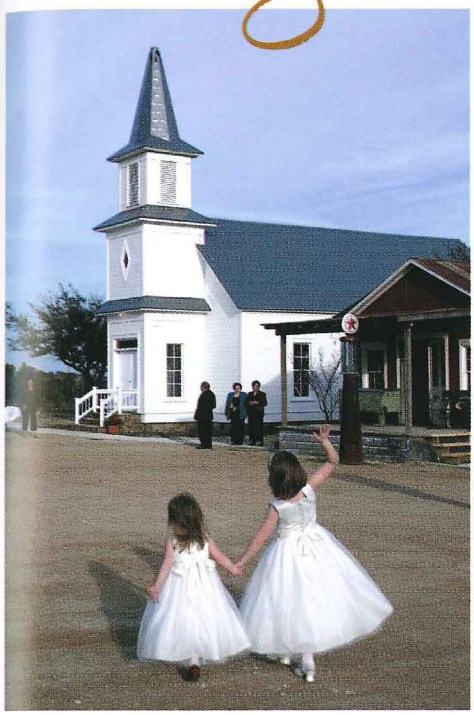


View from far away.



Close up.

Big starry skies and warm inviting spaces...



Photographs courtesy of www.KreutzPhotography.com

Star Hill is Austin's newest and perhaps most unique wedding and event venue. An historic main street surrounded by a panoramic Hill Country view, located just 25 minutes west of downtown Austin.

Star Hill is not just a destination, it is an experience.

The Chapel is a beautifully restored country church originally built in Pontotoc, Texas around 1899. A functional bell tower, period lighting, and original pine floors create a romantic ambiance for any indoor ceremony.

The Reception Hall is a converted "Rosenwald" school, constructed near Willow Springs, Texas in the early 1920s. Large open indoor spaces as well as a 1300 s.f. all weather covered verandah and surrounding lawn seating make this a very flexible setting for dining, dancing, and cocktails.

The Bride's House is a charming original Bee Cave area farm house built around 1910, and given as a wedding present in 1917. Plaster walls, a vintage kitchen and bath, and warm antique furnishings create a luxurious retreat for the bride and her attendants. The old Bee Cave Post Office & Store (circa 1871) offers the groom's party their own festive quarters.

The Arbor is a grassy outdoor seating area nestled among stately oak trees and connected to the buildings by a meandering pathway. It is ideal for an outdoor ceremony, large or small.

Star Hill takes on a particular magic at night. Big starry skies and warm inviting spaces capture the imagination as you take over the town. As a backdrop for good food, music, and festivity, Star Hill appeals to all of the senses.

For more information contact Adam Woolley at (512) 263-8603 or e mail to: adam@starhillranch.com.

STAR HILL
Ranch

P: (512) 263-8603 / Fax: (512) 263-8613 15000 Hamilton Pool Road Bee Cave, Texas 78738 www.starhillranch.com

weddings · events · film

City Council Meeting
2/28/2023
Agenda Item Transmittal

Agenda Item:	**11.**
Agenda Title:	**Public Hearing, Discussion, and Possible Action on Ordinance No. 502 to amend the zoning of an approximately 1-acre tract owned by the City of Bee Cave located generally southwest of the City's Police Department at 13333 SH-71.**
Council Action:	**Discuss and Consider Action**
Department:	**Planning and Development**
Staff Contact:	**Sean Lapano**

1. INTRODUCTION/PURPOSE

See attached.

2. DESCRIPTION/JUSTIFICATION

a) Background

See attached.

b) Issues and Analysis

See attached.

3. FINANCIAL/BUDGET

Amount Requested	Fund/Account No.
Cert. Obligation	GO Funds
Other source	Grant title
Addtl tracking info	

4. TIMELINE CONSIDERATIONS

See attached.

5. RECOMMENDATION

See attached.

ATTACHMENTS:

Description	Type
PD Pond Lot Rezone Transmittal Letter	Cover Memo
Draft Ordinance No. 502	Ordinance
Ord No. 18-389	Backup Material

City Council
February 28, 2023
Agenda Item Transmittal

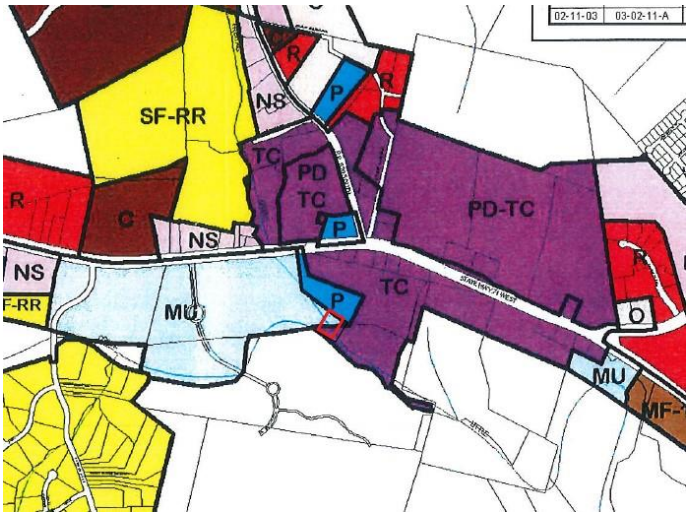
Agenda Item #:	# 10
Agenda Title:	Public hearing, discussion, and possible action on Ordinance No. 502 to amend the zoning of an approximately 1-acre tract owned by the City of Bee Cave located generally southwest of the City's Police Department at 13333 SH-71.
Commission Action:	Discuss and Consider Action
Initiating Department:	Planning & Development
Staff Contact:	Sean Lapano, City Planner

1. INTRODUCTION/PURPOSE

The purpose of this agenda item is to rezone a City-owned property to the Public District. The property south of the Bee Cave Sculpture Park, a 0.87-acre tract of land owned by the City of Bee Cave. The zoning map depicts this being a split-zoned parcel Planned Development District Town Center (TC-PD) and Planned Development District Mixed Use (MU-PD). However, it would more appropriately be , zoned Public, as it is owned by the City and part of the Bee Cave Police Department development.

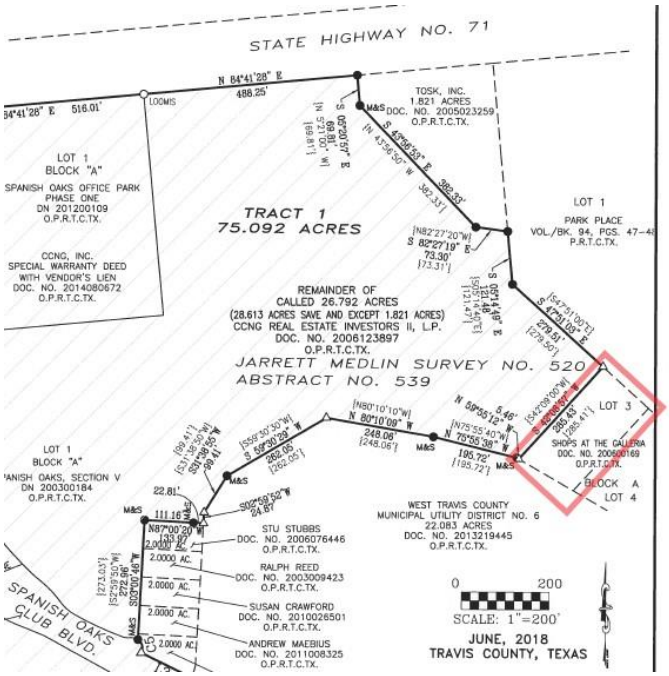
2. DESCRIPTION/ JUSTIFICATION

A. Background.



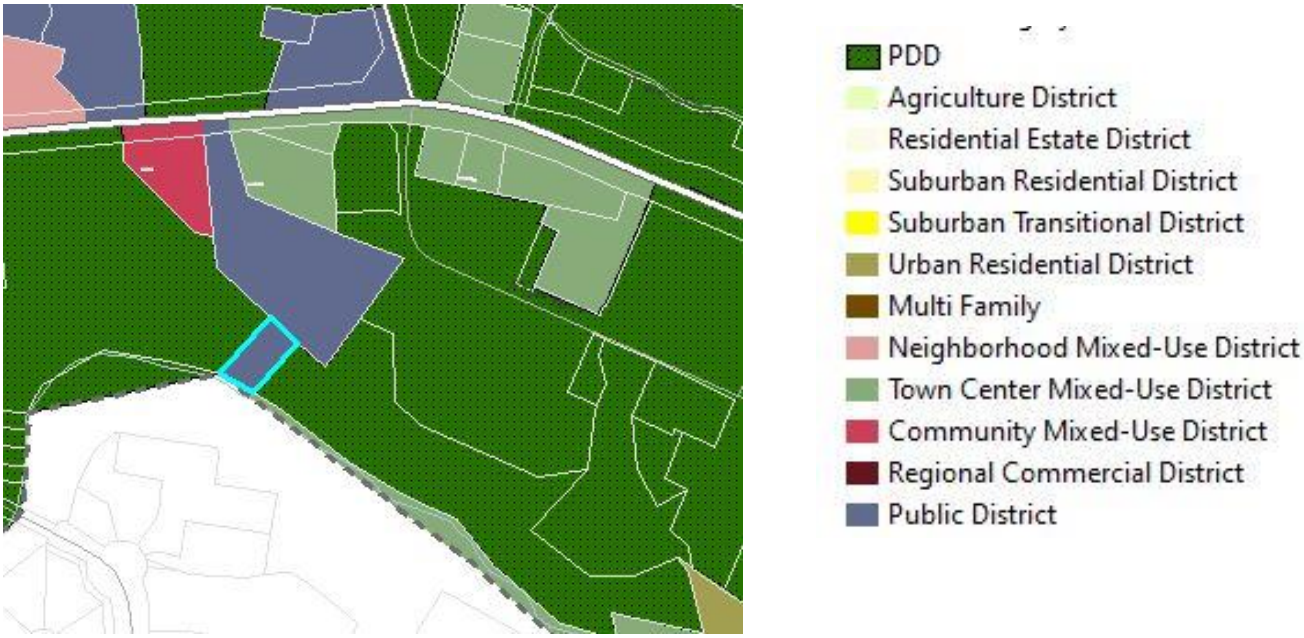
The property located on Lot 3 Block A of the Shops at the Galleria Final Plat was designated as Mixed-Use and Town Center on the April 2003 zoning map (See left). The city acquired the property in 2006, ideally the property would have been rezoned and it should have been rezoned to Public at that time.

When staff was conducting the research and review for the Comprehensive Plan update, it was discovered that the subject property had a split zoning resulting from when portions of it were incorporated into the City. The Mixed-Use portion being a part of the original City Limits and the Town Center portion being part of a 1999 annexation. (See above). This property is not part of the Village at Spanish Oaks PDD, Ordinance 18-389, and should not be zoned the same. (See below).



The Lot highlighted in red is not within the boundary of Tract 1 of the Village at Spanish Oaks PDD and therefore should not have been zoned as such.

The image below shows the corrected zoning designation for the City-owned property as Public.



B. Issues and Analysis.

Adjacent Properties Uses and Zoning:

Adjacent Properties	Uses	Zoning
North	Bee Cave Sculpture Park	Public (P)
South	Spanish Oaks	ETJ
East	Shops at the Galleria	PD-TC, Mixed-Use Town Center
West	Village at Spanish Oaks	PD-MU

The land surrounding the subject tract contains retail and commercial uses.

C. Considerations.

The Unified Development Code section 3.1.8A.6 states that the Planning and Zoning Commission shall consider the following when considering a rezoning and making a recommendation:

(1) Whether the zoning change is consistent with the Future Land Use Map and the Comprehensive Plan;

(2) Whether the proposed change will have a detrimental effect on properties abutting the property proposed for rezoning or upon properties affected by the proposed text amendment; and

(3) Whether the proposed change will result in detrimental impacts upon existing or planned Public Facilities or the administration of this UDC.

The Commission may include a report of its finding and decision as part of the staff report to City Council.

3. FINANCIAL/BUDGET

N/A

4. TIMELINE CONSIDERATIONS

None.

5. RECOMMENDATION

Staff recommends approval of the rezoning from split-zoned PD-MU and Mixed-Use Town Center (MU-TC) to Public (P).

Planning and Zoning Commission recommended approval of Ordinance No. 502 at the regular meeting on 2/21/2023.

6. REFERENCE FILES

1. Ordinance No. 00-08-29A
2. Ordinance No. 18-389

ORDINANCE NO. 502

AN ORDINANCE OF THE CITY OF BEE CAVE, TEXAS ("CITY") AMENDING THE ZONING OF REAL PROPERTY, IN CONFORMANCE WITH THE CITY OF BEE CAVE COMPREHENSIVE PLAN, SECTION THREE-ONE, FUTURE LAND USE PLAN, FROM A CURRENT SPLIT-ZONING AS MIXED USE-PLANNED DEVELOPMENT (MU-PD) AND TOWN CENTER (TC) TO PUBLIC (P) FOR THE 0.87 ACRES DESCRIBED AS LOT 3, BLOCK A OF THE GALLERIA FINAL PLAT (DOC # 200600169) OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY TEXAS; AND WHICH LAND IS MORE SPECIFICALLY DESCRIBED IN EXHIBIT "A" ATTACHED HERETO; PROVIDING A SEVERABILITY CLAUSE; PROVIDING FOR FINDINGS OF FACT, EFFECTIVE DATE, AND PROPER NOTICE AND MEETING.

WHEREAS, the City of Bee Cave is the owner of the Property described in Exhibit "A" attached hereto; and,

WHEREAS, the City Council seeks to provide for the orderly development of land and use of property within its corporate limits; and,

WHEREAS, the Property is dedicated as a drainage lot for the City of Bee Cave Police Station; and

WHEREAS, section 3.2.14 of Article 3 of the Unified Development Code provides that the Public zoning district is a non-residential district intended primarily for uses of a government, civic, public service, or institutional nature, including major public facilities such as City administrative buildings, police and fire stations, and City, County, or State maintenance or service uses; and

WHEREAS, re-designating the zoning classification of the subject property as described herein is consistent with use of the Property; and

WHEREAS, the City of Bee Cave Planning and Zoning Commission and the City of Bee Cave City Council ("City Council"), in compliance with the City of Bee Cave Unified Development Code section 3.1, Texas Local Government Code section 211.006(a), et seq., and all applicable laws of the State of Texas, have given the requisite notices by publication and otherwise, and have held two public hearings and afforded a full and fair hearing to all property owners generally and to all persons interested and situated in the affected area and in the vicinity thereof, and the City Council is of the opinion and finds that the zoning change as described herein should be granted and that the Official Zoning Map should be amended as set forth herein; and

WHEREAS, any protest made against the proposed change of Zoning Classification has been duly considered by the City Council;

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF BEE CAVE, TEXAS:

SECTION 1. Findings of Fact. All of the above premises are hereby found to be true and correct legislative and factual findings of the City and are hereby approved and incorporated into the body of this Ordinance as if copied in their entirety.

SECTION 2. Amendment. That the Official Zoning Map of the City of Bee Cave, Texas, be and the same are hereby, amended so as to grant a change of zoning from the current split zoning as Mixed Use-Planned Development (MU-PD) And Town Center (TC) to Public (P) for the 0.87 Acres described as Lot 3, Block A of The Galleria Final Plat (Doc # 200600169) of the Official Public Records Of Travis County Texas,
and more specifically described in Exhibit "A," attached hereto:

SECTION 3. Severability. That should any sentence, paragraph, subdivision, clause, phrase or section of this ordinance be adjusted or held to be unconstitutional, illegal or invalid, the same shall not affect the validity of this Ordinance as a whole or any part or provision thereof, other than the part so declared to be invalid, illegal or unconstitutional, and shall not affect the validity of Article 3, of the City of Bee Cave Unified Development Code and Map as a whole.

SECTION 4: Repealer. All ordinances or parts of ordinances in force when the provisions of this Ordinance become effective which are inconsistent or in conflict with the terms and provisions contained in this Ordinance are hereby repealed only to the extent of such conflict.

SECTION 5. Notice and Meeting Clause. It is hereby officially found and determined that the meeting at which this Ordinance was passed was open to the public and that public notice of the time, place and purpose of said meeting was given as required by the Open Meetings Act, Chapter 551 of the Texas Government Code.

SECTION 6. Effective Date. That this Ordinance shall take effect immediately from and after its passage.

PASSED AND APPROVED by the City Council of the City of Bee Cave, Texas, on the ____day of _____, 2023.

CITY OF BEE CAVE, TEXAS

_____
Kara King, Mayor

ATTEST:

_____
Kaylynn Holloway, City Secretary

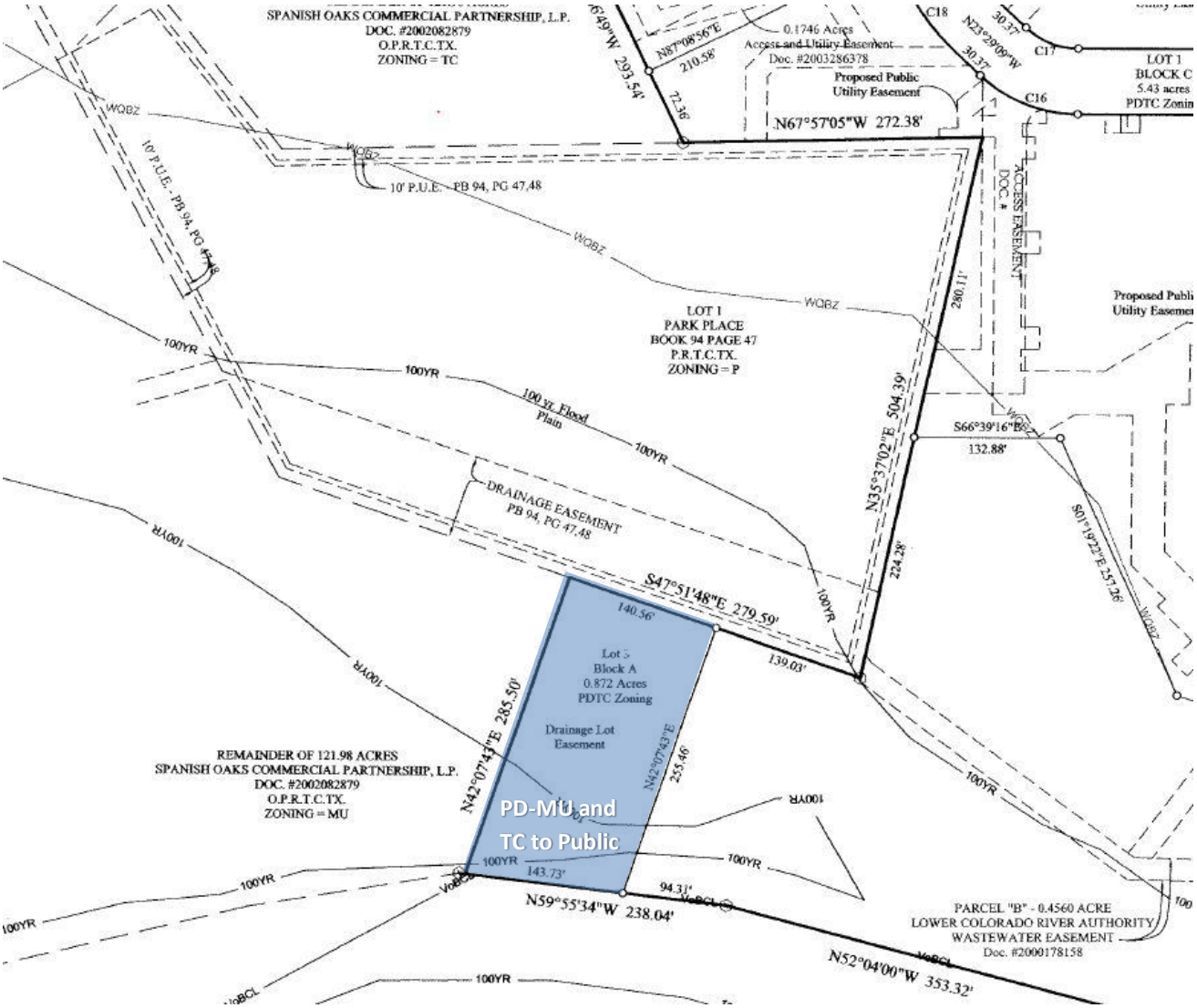
APPROVED AS TO FORM:

_____
Ryan Henry, City Attorney

Exhibit "A"

Property Description

0.87 ACRES DESCRIBED AS LOT 3, BLOCK A OF THE SHOPS AT THE GALLERIA FINAL PLAT (DOC# **200600169)** OF THEOFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY TEXAS



ORDINANCE NO. 389

AN ORDINANCE OF THE CITY OF BEE CAVE, TEXAS ("CITY") AMENDING ZONING FOR THE DEVELOPMENT KNOWN AS VILLAGE AT SPANISH OAKS FROM MIXED USE ("MU") TO MIXED USE PLANNED DEVELOPMENT DISTRICT ("MU-PDD") AND FROM AGRICULTURAL USE TO MIXED USE PLANNED DEVELOPMENT DISTRICT IN FURTHERANCE OF A DEVELOPMENT AGREEMENT DESCRIBED HEREIN BETWEEN THE CITY (FORMERLY "VILLAGE") OF BEE CAVE AND CCNG DEVELOPMENT COMPANY, L.P., FOR APPROXIMATELY 80.37 ACRES LOCATED AT APPROXIMATELY 13453 STATE HIGHWAY 71 WEST AND WHICH PROPERTY IS DESCRIBED IN EXHIBIT "A" ATTACHED HERETO (THE "PROPERTY"); APPROVING A CONCEPT PLAN FOR THE PROJECT, ATTACHED HERETO AS EXHIBIT "B" ("CONCEPT PLAN"); APPROVING SPECIAL DEVELOPMENT STANDARDS AND CONDITIONS, ATTACHED HERETO AS EXHIBIT "C" ("DEVELOPMENT STANDARDS"); APPROVING THE PARCEL LAND USE TABLE, ATTACHED HERETO AS EXHIBIT "D"; APPROVING APPLICABLE ORDINANCES ATTACHED HERETO AS EXHIBIT "E"; APPROVING THE TRAFFIC IMPACT ANALYSIS AND PROPERTY OWNER ("OWNER") CONTRIBUTIONS FOR MITIGATION ATTACHED HERETO AS EXHIBIT "F"; PROVIDING A SEVERABILITY CLAUSE; PROVIDING FOR FINDINGS OF FACT, SEVERABILITY, EFFECTIVE DATE, AND PROPER NOTICE AND MEETING.

WHEREAS, the Planning and Zoning Commission and the City Council of the City, in compliance with the laws of the State of Texas, have given the requisite notices by publication and otherwise, and have held two public hearings and afforded a full and fair hearing to all property owners generally and to all persons interested and situated in the affected area and in the vicinity thereof, and the City Council of the City is of the opinion and finds that said zoning change should be granted and that the Comprehensive Zoning Ordinance and Map should be amended as set forth herein; and

WHEREAS, the Property is a part of the lands described in the Development Agreement entered into by and between the City of Bee Cave (formerly "Village"), Texas and CCNG Development Company dated April 26, 1999 ("Development Agreement") and a portion of the Property was previously zoned as Mixed Use District in Ordinance No. 01-03-13-A and portions annexed into the city limits in Ordinance No. 308 were zoned Agriculture use by default and have not yet received permanent zoning. The zoning applicant has requested that a zoning amendment be approved for a Mixed Use project located on the

Property described in Exhibit "A", attached hereto, which was contemplated in the Development Agreement and which project will comply with certain portions of the Development Agreement and will comply with certain portions of the City's Code of Ordinances as of January 24, 2017, as described in this Ordinance and accompanying exhibits (the "Project"); and

WHEREAS, any protest made against the proposed change of Zoning Classification has been duly considered by the City Council; and

WHEREAS, Sec. 32.03.015 of the City Zoning Ordinance provides that the purpose of a Planned Development District is to provide for the development of land as an integral unit for single or mixed use in accordance with a Concept Plan that may include uses, regulations and other requirements that vary from the provisions of other zoning districts, and to encourage flexible and creative planning to ensure the compatibility of land uses, and to allow for the adjustment of changing demands to meet the current needs of the community; and

WHEREAS, this proposed Project is a phase of and continuation of the overall Spanish Oaks community, which has been governed by a Development Agreement between the then Village of Bee Cave and CCNG Development Company, L.P. fully executed and agreed as of April 26, 1999; and

WHEREAS, this MU-PDD is in keeping with the original Concept Plan included in the 1999 Development Agreement, which called for less dense, luxury single-family homes and golf on the south side of Little Barton Creek and more intense development on the north side of the creek, along Highway 71. Since 1999, the development has followed that pattern; however, upon full build out based on this ordinance, the master plan will be only approximately half of its original allowable density. The Development Agreement contemplated a density of three LUEs per acre across 1,211 acres for a total permitted density of over 3,600 LUEs. Upon completion of The Village at Spanish Oaks as submitted herein, the Spanish Oaks master plan will use only approximately half of that number; and

WHEREAS, the proposed Project was initiated with plat, site plan and development plan submittals prior to the expiration of the Development Agreement in April of 2014. This MU-PDD is an effort between the City and the Owner to add specificity and ensure the quality of a large, mixed-use master plan. As such, both City and Owner recognize that the graphic representations included in this MU-PDD are representative images only. Except for specific Development Standards, such as those measured in feet or percentages for example, many of the provisions of this Ordinance are conceptual and/or representative in nature as to many aspects of the Project, which have not yet been finally designed by engineers,

architects and other professionals.

WHEREAS, the proposed Project supports many of the objectives of the City's Comprehensive Plan and the City finds that the Project meets the objectives of the Comprehensive Plan and that the proposed uses are compatible with adjoining land uses;

WHEREAS, for purposes of this MU-PDD Ordinance, the term "Owner" shall mean the owner of the Property on the Effective Date of this Ordinance and its successors and assigns;

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF BEE CAVE, TEXAS:

SECTION 1. Findings of Fact. All of the above premises are hereby found to be true and correct legislative and factual findings of the City and are hereby approved and incorporated into the body of this Ordinance as if copied in their entirety.

SECTION 2. Amendment. That Ordinance No. 01-03-13-A and the portion of the Property zoned Agriculture is hereby amended as set out in this Ordinance, and the City Zoning Ordinance and Map of the City of Bee Cave, Texas, be, amended so as to grant a change of zoning for the Property from Mixed Use ("MU") and Agriculture ("Ag") to Mixed Use Planned Development District ("MU-PDD"), which Property is more fully described in Exhibit "A", attached hereto.

SECTION 3. Development Governance. The base zoning district upon which this PD District is based is Mixed Use. The Property shall be developed in accordance with the provisions of this Ordinance. Exhibit E lists the specific ordinances from the City's Code of Ordinances and the DA Ordinances, as defined below, that shall apply to this PDD. However, in the event of a direct conflict between this Ordinance and the City's Code of Ordinances, the terms of this Ordinance shall control. In the event this Ordinance, including Exhibit E, does not specifically address a particular development standard, then in such case, the previous City Ordinances in effect at the time the Development Agreement ("DA Ordinances") became effective shall apply and be used as the basis for any interpretation. The term "City's Code of Ordinances" shall mean any ordinances and requirements in effect as of January 24, 2017. Upon approval of this Ordinance, the Development Agreement shall no longer be applicable to development of the Property.

SECTION 4. Development of the Project. Phase I of the Project shall include all infrastructure and may include tree removal and mass grading from and including Spanish Oaks Club Boulevard to the west. Phase I will include the loop trail around the Property as depicted

on the Concept Plan B-17 as well as the regional water quality ponds on parcels O and P. The signal light at the Project entrance at Highway 71 and Village Oaks Drive shall be constructed in Phase I, though the signal light will not be made operational until it receives TxDot approval. Phase II shall include all infrastructure and may include tree removal and mass grading east of Spanish Oaks Club Boulevard. In conjunction with the first site plan application applicable to Phase II, Owner shall convey an easement, at the location depicted in the Concept Plan B-6 on its eastern boundary, to the City for a future vehicular and pedestrian connection from the Property to the adjoining property owned by the City. Vertical development on individual parcels may proceed in any order as individual buildings are initiated; however, no Certificate of Occupancy will be issued for vertical development on an individual parcel until the infrastructure and other public improvements are completed for the phase that includes that parcel and that parcel has at least two ingress/egress points. Parcels D and K will be available for subdivision and development upon availability of two ingress/egress points onto Spanish Oaks Club Boulevard and associated infrastructure and improvements to serve those parcels.

SECTION 5. Concept Plan. The Concept Plan for this Planned Development District, which is attached as Exhibit "B", is made a part hereof for all purposes and is hereby approved for said Planned Development District as required by Chapter 32.03.015 of the City's Code of Ordinances. Any proposed use or development depicted on the Concept Plan shall not be deemed authorized or approved by the City of Bee Cave until a site plan ("Site Plan") is approved for such use and/or development in accordance with the terms and conditions of this Ordinance.

SECTION 6. Uses. The City Council for the City hereby expressly permits and approves the uses as listed and described in the Parcel Land Use Table, Exhibit "D", which is attached hereto and incorporated herein for all purposes. If there is a discrepancy between Exhibit "D" and any other part of this Ordinance, the uses as described in Exhibit "D" shall control. The City Council would not necessarily authorize such change of zoning to allow such uses, authorize a waiver of the City's requirements or subdivision regulation or authorize any other waivers, absent the development of the Property in accordance with the Project depicted in Exhibit "B" and according to the Development Standards described in Exhibit "C", and other exhibits attached to this Ordinance. The authority granted by this Ordinance is therefore specific to this Project as it has been represented in the Applicant's application, as depicted in the Concept Plan and as described in the Development Standards unless this Ordinance is subsequently amended or modified by approval of the City Council or unless such changes or modification are expressly authorized by the City's Code of Ordinances, DA Ordinances, Exhibit "C", Exhibit "D" or Exhibit "E" to this Ordinance. Any other Permitted or Conditional uses allowed in a Mixed Use District other than the uses authorized by this Ordinance must be approved by a future zoning ordinance in accordance with the City's Code of Ordinances.

SECTION 7. Repealer. All ordinances or parts of ordinances in force regarding the zoning of this Property when the provisions of this Ordinance become effective are hereby repealed.

SECTION 8. That should any sentence, paragraph, subdivision, clause, phrase or section of this ordinance be adjusted or held to be unconstitutional, illegal or invalid, the same shall not affect the validity of this ordinance as a whole or any part or provision thereof, other than the part so declared to be invalid, illegal or unconstitutional.

SECTION 9. Termination. In the event that a Site Plan for Phase 1 of the Project is not submitted within four years from the Effective Date of this Ordinance and obtained by the Owner within five years from the Effective Date of this Ordinance, this Ordinance (and, if applicable, the Site Plan for Phase I) will automatically terminate and be of no further force or effect, unless this deadline is extended by the City Council prior to the expiration date. If no progress towards completion of Phase I of the Project has occurred within two years from the date of issuance of the Site Plan Permit, this Ordinance (and if applicable the Site Plan for Phase I) will automatically terminate and be of no further force or effect, unless this deadline is extended by the City Council prior to the expiration date. In the event that this Ordinance expires, the Property that is the subject of this PDD Ordinance shall be developed as Mixed Use in accordance with the Code of Ordinance requirements in effect at the time of development.

SECTION 10. That any person, firm or corporation violating any of the provisions of this ordinance shall be deemed guilty of a misdemeanor and, upon conviction in the municipal court of the City of Bee Cave, Texas, shall be punished by a fine not to exceed the sum of two thousand dollars ($2,000.00) for each offense, and each and every day of any such violation shall be deemed to constitute a separate offense, in accordance with the City's Code of Ordinances.

SECTION 11. Effective Date. That this Ordinance shall take effect immediately from and after its passage.

SECTION 12. Notice and Meeting Clause. It is hereby officially found and determined that the meeting at which this Ordinance was passed was open to the public and that public notice of the time, place and purpose of said meeting was given as required by the Open Meetings Act, Chapter 551 of the Texas Government Code.

PASSED AND APPROVED by the City Council of the City of Bee Cave, Texas, on the 23rd day of October, 2018.

CITY OF BEE CAVE, TEXAS

Monty Parker, Mayor

ATTEST:

Kaylynn Holloway, City Secretary

[SEAL]

APPROVED AS TO FORM:

Patty L. Akers, City Attorney

Exhibit "A"

Property Description

FIELD NOTE DESCRIPTION

DESCRIPTION OF 80.370 ACRES OF LAND IN THE NANCY GIBSON SURVEY NO. 521, ABSTRACT NO. 322 AND THE JARRETT MEDLIN SURVEY NO. 520, ABSTRACT NO. 539, TRAVIS COUNTY, TEXAS, SAID 80.370 ACRES OF LAND, BEING A PORTION OF THAT CERTAIN CALLED 26.762 ACRES (28.613 ACRES, SAVE AND EXCEPT 1.821 ACRES), DESIGNATED AS EXHIBIT A-1, AND ALSO BEING ALL OF THAT CERTAIN CALLED 18.716 ACRES, DESIGNATED AS EXHIBIT A-5, AND, ALSO BEING ALL OF THAT CERTAIN CALLED 5.278 ACRES DESIGNATED AS TRACT 1, EXHIBIT A-4 AND ALL OF THAT CERTAIN CALLED 25.592 ACRES, DESIGNATED AS TRACT 2, EXHIBIT A-4 AND ALL DESCRIBED IN THE SPECIAL WARRANTY DEED TO CCNG REAL ESTATE INVESTORS II, L.P. IN DOCUMENT NO. 2006123897, OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS, AND ALSO SAID 80.370 ACRES, BEING ALL OF LOT 1 AND LOT 2, BLOCK 'A', DESIGNATED AS SPANISH OAKS CLUB BOULEVARD, A VARIABLE WIDTH PRIVATE STREET, AND SHOWN ON SPANISH OAKS, SECTION V, A SUBDIVISION ACCORDING TO THE PLAT OF RECORD IN DOCUMENT NO. 200300184, OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS, AND ALSO BEING ALL OF LOT 1, BLOCK A, SPANISH OAKS OFFICE PARK PHASE ONE, A SUBDIVISION ACCORDING TO THE PLAT OF RECORD IN DOCUMENT NO. 201200109, OFFICIAL PUBLIC RECORD OF TRAVIS COUNTY, TEXAS; SAID 80.370 ACRES OF LAND, AS SURVEYED BY BOWMAN CONSULTING GROUP, LTD. AND SHOWN ON THE ACCOMPANYING SKETCH AS TRACT 1 (75.092 ACRES) AND TRACT 2 (5.278 ACRES), AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

TRACT 1 ~ 75.092 ACRES:

BEGINNING at a 5/8-inch steel rod found in the intersecting south right-of-way line of State Highway No. 71 and the west right-of-way line of Great Divide Drive, a 70 foot right-of-way as shown on The Homestead, a subdivision according to the plat of record in Plat Book 75, Page 132, Plat Records of Travis County, Texas, at the northwest corner of the said 25.592 acre tract, for the northwest corner and **POINT OF BEGINNING** of the tract described herein;

THENCE with the south right-of-way line of State Highway No. 71 and with the north lines of the said 25.592 acre tract, said Lot 1, Block A, Spanish Oaks, Section V, said Lot 1, Block A, Spanish Oaks Office Park Phase One, and the said 26.792 acre tract, with the north line of the tract described herein, the following five (5) courses and distances:

1. with an arc of curve to the left, having a radius of 2954.80 feet, an arc distance of 647.03 feet, and a chord which bears S 89°02'19" E, a distance 645.74 feet to a 1/2-inch steel rod with a cap stamped "LOOMIS" previously set for a point of curvature,

2. N 84°41'28" E, a distance 532.28 feet to a mag nail found in the intersecting south right-of-way line of State Highway No. 71 and the west line of said Spanish Oaks Club Boulevard, at the northwest corner of said Lot 1, Block A, Spanish Oaks, Section V and the northeast corner of the said 25.592 acre tract,

3. N 84°41'49" E, a distance 104.95 feet to a 1/2-inch steel rod with a cap stamped "M&S 1838" found at the northeast corner of said Lot 1, Block A, Spanish Oaks, Section V and the northwest corner of said Lot 1, Block A, Spanish Oaks Office Park Phase One;

4. N 84°41'28" E, a distance 516.01 feet to a 1/2-inch steel rod with a cap stamped "LOOMIS" previously set in the south right-of-way line of State Highway No. 71, same being the north line of the said 26.792 acre tract, for the northeast corner of said Lot 1, Block A, Spanish Oaks Office Park Phase One, and

5. N 84°41'28" E, a distance 488.25 feet to a 1/2-inch steel rod found at the northwest corner of that certain called 1.821 acres described in the Special Warranty Deed to Tosk, Inc. of record in Document No. 2005023259, Official Public Records of Travis County, Texas, for the most northerly northeast corner of the tract described herein;

THENCE leaving the south right-of-way line of State Highway No. 71, crossing the said 26.792 acre tract, with the west and south lines of the said 1.821 acre tract, with a northeast line of the tract described herein, the following three (3) courses and distances:

1. S 05°20'57" E, a distance 69.81 feet to a 1/2-inch steel rod with a cap stamped "M&S 1838" found at an angle point,

2. S 43°56'53" E, a distance 382.33 feet to a 1/2-inch steel rod found at an angle point, and

3. S 82°27'19" E, a distance 73.30 feet to a 1/2-inch steel rod found in the east line of the said 26.792 acre tract and the west line of Lot 1, Park Place, a subdivision according to the plat of record in Plat Book 94, Pages 47 and 48, Plat Records of Travis County, Texas, at the southeast corner of the 1.821 acre tract, for an angle point in the northeast line of the tract described herein;

THENCE with the east line of the said 26.792 acre tract and the west line of said Lot 1, Park Place, continuing with the northeast line of the tract described herein, the following two (2) courses and distances:

1. S 05°14'49" E, a distance 121.48 feet to a 1/2-inch steel rod found at an angle point, and

2. S 47°51'03" E, a distance 279.51 feet to a calculated point for the southeast corner of the said 26.792 acre tract, same being the north corner of Lot 3, Shops at the Galleria, a subdivision according to the plat of record in Document No. 200600169, Official Public records of Travis County, Texas, for the most easterly corner of the tract described herein;

THENCE S 42°08'57" W with the southeast line of the said 26.792 acre tract and the northwest line of Lot 3, Shops at the Galleria, with a southeast line of the tact described herein, a distance 285.43 feet to a calculated point in the approximate centerline of Little Barton Creek, for angle point in the north line of that certain called 22.083 acres described in the deed to West Travis Municipal Utility District No. 6 (MUD No. 6) of record in Document No. 2013219445, Official Public Records of Travis County, Texas, for the west corner of said Lot 3, Shops at the Galleria, for the southeast corner of the tract described herein;

THENCE with the approximate centerline of Little Barton Creek, with the south line of the said 26.792 acre tract and the north line of the said 22.083 acre MUD No. 6 tract, with a south line of the tract described herein, the following six (6) courses and distances:

1. N 59°55'12" W, a distance 5.46 feet to a 1/2-inch steel rod with a cap stamped "M&S 1838" found at an angle point,

2. N 75°55'38" W, a distance 195.72 feet to a 1/2-inch steel rod with a cap stamped "M&S 1838" found at an angle point,

3. N 80°10'09" W, a distance 248.06 feet to a calculated angle point,

4. S 59°30'39" W, a distance 262.05 feet to a 1/2-inch steel rod with a cap stamped "M&S 1838" found at an angle point,

5. S 31°38'55" W, a distance 99.41 feet to a calculated angle point, and

6. S 02°59'52" W, a distance 24.87 feet to a calculated point for the northeast corner of that certain called 2.0000 acres described in the deed to Stu Stubbs of record in Document No. 2006076446, Official Public Records of Travis County, Texas, for an angle point of the tract described herein;

THENCE continuing with the south and southeast lines of the said 26.792 acre tract and of the tract described herein, the following two (2) courses and distances:

1. N 87°00'20" W, a distance 133.97 feet to a 1/2-inch steel rod with cap stamped "M&S 1838" found at a re-entrant corner of the said 26.792 acre tract, at the northwest corner of the Stubbs Tract, for a re-entrant corner of the tract described herein, and

2. S 03°00'46" W, a distance 272.96 feet to a 1/2-inch steel rod with cap stamped "M&S 1838" found in the northeast line of Spanish Oaks Club Boulevard, same being the northeast line of said Lot 2, Block A, Spanish Oaks, Section V, at the southwest corner of the said 26.792 acre tract, same being a westerly southwest corner of that certain called 2.0000 acres described in the deed to Joseph A. Diquinziom, Jr. of record in Document No. 2002244048, Official Public Records of Travis County, Texas;

THENCE with the northeast line of Spanish Oaks Club Boulevard, with the northeast line of said Lot 2, Block A, Spanish Oaks, Section V and with the southwest line of the said 2.0000 acre Diquinziom tract, with a northeast line of the tract described herein, the following two (2) courses and distances:

1. with an arc of a curve to the right, having a radius of 24.00 feet and an arc distance of 34.24 feet, with a chord which bears S 14°17'18" E, a distance 31.41 feet to a calculated point of non-tangency, and

2. S 63°47'25" E, a distance 128.81 feet to a calculated point for the east corner of said Lot 2, Block A, Spanish Oaks, Section V and the southeast corner of the said 2.0000 acre Diquinziom tract, for a southeast corner of the tract described herein;

THENCE S 36°57'30" W, crossing Spanish Oaks Club Boulevard, with the southeast line of said Lot 2, Block A, Spanish Oaks, Section V and the northwest line of Lot 3, Block A, said Spanish Oaks, Section V, with a southeast line of the tract described herein, a distance 61.01 feet to a calculated point in the west line of Spanish Oaks Club Boulevard and the east line of the said 18.716 acre tract, for the south corner of said Lot 2, Block A, Spanish Oaks, Section V and the west corner of said Lot 3, Block A, Spanish Oaks, Section V, for a re-entrant corner of the tract described herein;

THENCE S 63°47'25" E with the west line of Spanish Oaks Club Boulevard and the east line of the said 18.716 acre tract, with a northeast line of the tract described herein, a distance 10.50 feet to a calculated point in the approximate centerline of Little Barton Creek, for the southeast corner of the said 18.716 acre tract, same being the northeast corner of that certain called 5.846 acres described in the deed to West Travis Municipal Utility District No. 6 (MUD No. 6) of record in Document No. 2013219445, Official Public Records of Travis County, Texas, for the most southerly southeast corner of the tract described herein;

THENCE with the approximate centerline of Little Barton Creek, with the south line of the said 18.716 acre tract and the north line of the said 5.846 acre MUD No. 6 tract, with the south line of the tract described herein, the following six (6) courses and distances:

1. S 31°32'35" W, a distance 27.33 feet to a 1/2-inch steel rod found at an angle point,

2. S 63°00'35" W, a distance 129.30 feet to a 1/2-inch steel rod found at an angle point,
3. S 80°14'28" W, a distance 265.18 feet to a 1/2-inch steel rod found at an angle point,

4. N 87°20'45" W, a distance 270.10 feet to a 1/2-inch steel rod found at an angle point,

5. N 77°06'02" W, a distance 361.92 feet to a 1/2-inch steel rod found at an angle point, and

6. N 75°18'11" W, a distance 175.51 feet to a 5/8-inch steel rod found at the southwest corner of the said 18.716 acre tract, same being the southeast corner of the said 25.592 acre tract, same being the northwest corner of the said 5.846 acre MUD No. 6 tract, same being the northeast corner of Lot 3, Block A, The Homestead Section Three, a subdivision according to the plat of record in Plat Book 78, Pages 165 thru 167, Plat Records of Travis County, Texas, for an angle point in the south line of the tract described herein;

THENCE continuing with the approximate centerline of Little Barton Creek, with the south line of the said 25.592 acre tract, with the north lines of Lot 3, Lot 2, Lot 1-A and Lot 1, said Block A, The Homestead Section Three, continuing with the south line of the tract described herein, the following seven (7) courses and distances:

1. N 79°52'21" W, a distance 149.09 feet to a 1/2-inch steel rod found at an angle point,

2. N 78°20'19" W, a distance 169.00 feet to a 1/2-inch steel rod found at an angle point,

3. N 62°38'03" W, a distance 170.19 feet to a 1-inch steel axel found at the northwest corner of said Lot 2, Block A, same being the northeast corner of said Lot 1-A, Block A,

4. N 55°41'08" W, a distance 309.14 feet to a 1/2-inch steel rod found at an angle point,

5. N 68°30'38" W, a distance 174.23 feet to a 1/2-inch steel rod found at an angle point,

6. S 88°51'51" W, a distance 186.06 feet to a 5/8-inch steel rod found at an angle point, and

7. S 55°33'31" W, a distance 130.70 feet to a 1/2-inch steel rod found in the east right-of-way line of Great Divide Drive, at the southwest corner of the said 25.592 acre tract, same being the northwest corner of said Lot 1, Block A, The Homestead Section Three, for an angle point in the south line of the tract described herein;

THENCE with an east, southeast, south and east line of Great Divide Drive and a west, northwest, north and west line of the said 25.592 acre tract, with the west line of the tract described herein, the following five (5) courses and distances:

1. N 00°54'20" W, a distance of 211.89 feet to a 5/8-inch steel pin found at a point of curvature,

2. with an arc of a curve to the right, having a radius of 276.99 feet and an arc distance of 308.09 feet, with a chord which bears N 31°03'10" E, a distance 292.46 feet to a 5/8-inch steel pin found at point of tangency,

3. N 62°54'10" E, a distance of 147.33 feet to a 5/8-inch steel pin found at a point of curvature,

4. with an arc of a curve to the left, having a radius of 363.19 feet and an arc distance 397.42 feet, with a chord which bears N 31°34'40" E a distance of 377.92 feet to a 5/8-inch steel pin found at a point of tangency, and

5. N 00°08'31" E, a distance of 128.08 feet to the **POINT OF BEGINNING** of the herein described tract, containing 75.092 acres of land, more or less.

TRACT 2 ~ 5.278 ACRES:

BEGINNING at a 5/8-inch steel pin found at the intersection of the curving south right-of-way line of State Highway No. 71 and the west right-of-line of said Great Divide Drive, at the northeast corner of the said 5.278 acre tract, for the northeast corner and the **POINT OF BEGINNING** the tract described herein;

THENCE with the west right-of-way line of said Great Divide Drive and the east line of the said 5.278 acre tract, with the east line of the tract described herein, the following five (5) courses and distances:

1. S 0°10'13" W, a distance of 137.59 feet to a 5/8-inch steel pin found at point of curvature,

2. with a curve to the right an arc distance of 320.59 feet, said curve having a radius of 293.19 feet and a chord of which bears S 31°35'20" W, a distance of 304.86 feet to a 5/8-inch steel pin found at point of tangency,

3. S 62°53'18" W, a distance of 147.49 feet to a 5/8-inch steel pin found at point of curvature,

4. with a curve to the left an arc distance of 385.89 feet, said curve having a radius of 346.99 feet and chord of which bears S 31°03'02" W 366.31 feet to a 5/8-inch steel pin found at point of tangency, and

5. S 00°52'16" E, a distance of 350.74 feet to a 1/2" steel pin found at the southeast corner of the said CCNG Real Estate Investors II, L.P. 5.278 acre tract and a northeast corner of Lot 12, Block B, The Homestead, Section Four, a subdivision of according to the plat of record in Plat Book 84, Pages 80C, 80D, 81A, 81B, Plat Records of Travis County, Texas, for the southeast corner of the herein described tract;

THENCE S 88°20'53" W, a distance of 5.65 feet to a 1/2-inch steel pin found at the southwest corner of the said 5.278 acre tract, same being an angle point in the north line of said Lot 12, Block B, The Homestead, Section Four, said 1/2-inch steel pin found being also the southeast corner of that certain called 44.9 acre tract described in a deed from Marcia Brown to Lamar William Brown in Volume 11673, Page 138, Real Property Records of Travis County, Texas, for the southwest corner of the tract described herein;

THENCE N 00°56'22" W, with the west line of the said 5.278 acre tract and the east line of the said Brown 44.9 acre tract, with the west line of the tract described herein, a distance of 789.17 feet to 1/2-inch steel pin found at the northeast corner of the said Brown 44.9 acre tract, same being an angle point in the west line of the said 5.278 acre tract, said 1/2-inch steel pin found being also the southeast corner of said Lot 3, Lake Travis Plaza, a subdivision according to the plat of record in Plat Book 97, Pages 396 and 397, Plat Records of Travis County, Texas;

THENCE continuing with the west line of the said 5.278 acre tract, with the east line of said Lot 3, Lake Travis Plaza, continuing with the west line of the tract described herein, the following three (3) courses and distances:

1. N 09°00'22" E, a distance of 157.10 feet to a 60d nail found in the west side of a 13" cedar tree;

2. N 10°30'34" E, a distance of 97.24 feet to a 60d nail found in the west side of a 15" cedar tree and from which 60d nail found, a second 60d nail found bears S 02°28'16" W 0.43 of one foot, and

3. N 15°48'24" E, a distance of 178.43 feet to a 5/8-inch steel pin found in the south right-of-way line of State High No. 71, at the northwest corner of the said 5.278 acre tract, same being the northeast corner of said Lot 3, Lake Travis Plaza, for the northwest corner of the tract described herein;

THENCE with the south right-of-way line of State Highway No. 71 and the north line of the said 5.278 acre tract, with a north line of the tract described herein, the following two (2) courses and distances:

1. S 77°27'57" E, a distance of 210.07 feet to a calculated point of curvature, and from which calculated point a Texas Department of Transportation concrete monument found bears N 12°32'03" E, 0.35 of one foot, and

2. with an arc of a curve to the left, having a radius of 2954.80 feet, an arc distance of 201.01 feet, and a chord which bears S 79°27'45" E, a distance 200.97 feet to the **POINT OF BEGINNING** and containing 5.278 acres of land, more or less

BEARING BASIS IS TEXAS COORDINATE SYSTEM, CENTRAL ZONE, NAD83, GRID, BASED ON NATIONAL GEODETIC SURVEY (NGS) ONLINE POSITIONING USER SERVICE (OPUS) SOLUTIONS GENERATED FROM GLOBAL POSITIONING SYSTEM (GPS) FIELD MEASUREMENTS MADE NOVEMBER 30, 2011.

BOWMAN WORD FILE: FN2162R1(km)

THE STATE OF TEXAS §
§ KNOW ALL MEN BY THESE PRESENTS
COUNTY OF TRAVIS §

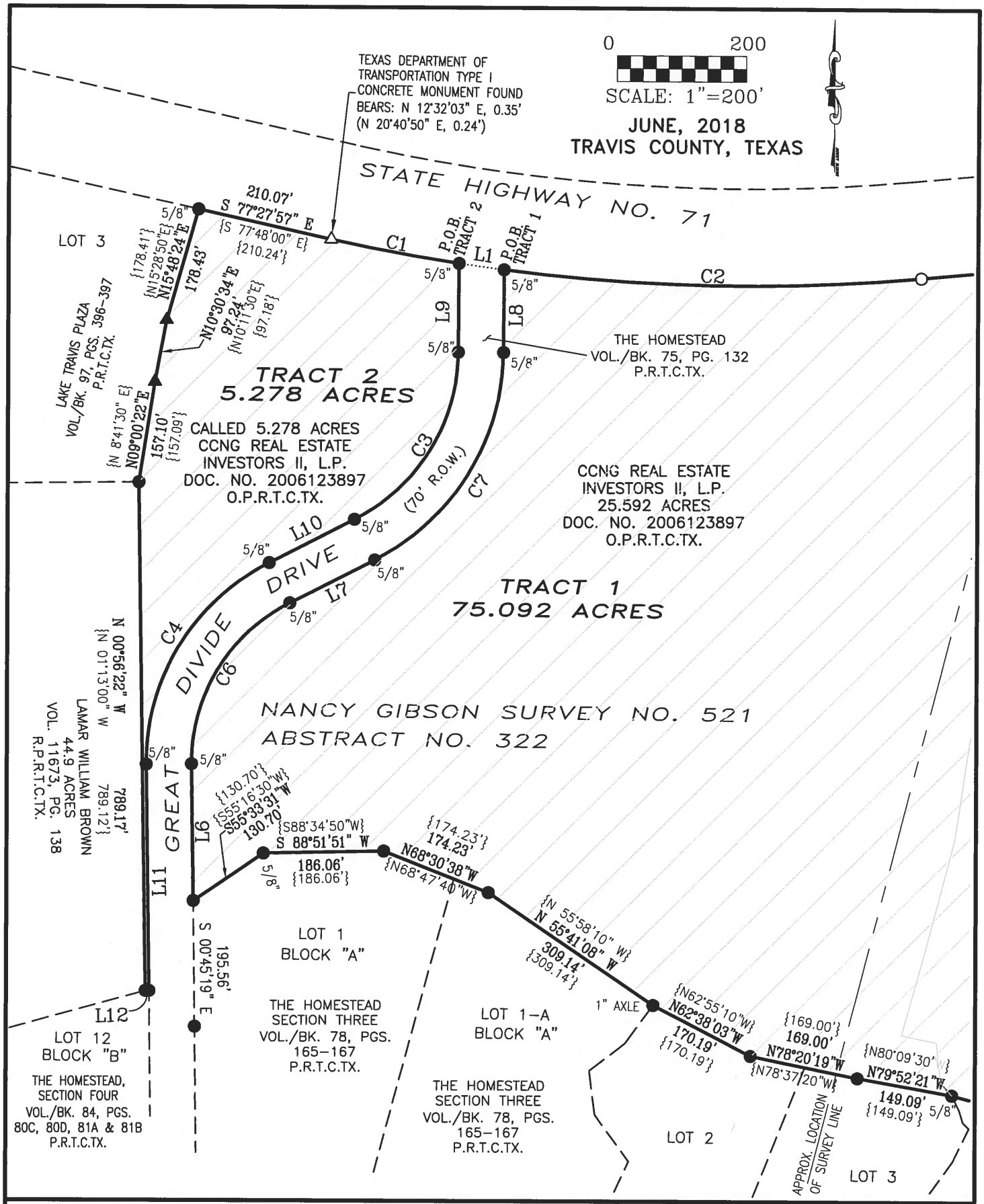
That I, John D. Barnard, a Registered Professional Land Surveyor, do hereby certify that the above description is true and correct to the best of my knowledge and belief and that the property described herein was determined by a survey made on the ground in June 2018, under my direction and supervision.

WITNESS MY HAND AND SEAL at Austin, Travis County, Texas, on this 31st day of August 2018 A.D.

Bowman Consulting Group, Ltd.
1120 S. Capital of Texas Hwy.
Building 3, Ste. 220
Austin, Texas 78746

John D. Barnard
Texas Registered Professional
Land Surveyor #5749

STATE OF TEXAS
REGISTERED
JOHN D. BARNARD
5749
PROFESSIONAL
LAND SURVEYOR



Bowman CONSULTING

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TBPE Firm No. F-14309 | TBPLS Firm No. 101206-00

EXHIBIT TO ACCOMPANY FIELD NOTES FN2162R1

FILE: P:\005562 – Spanish Oaks Golf Course\005562-01-009 (SUR) – West Village\Survey\Working\Exhibits\FN2162R1 Spanish Oaks West Village exhibit 2018.dv
DATE: Aug 28,2018-7:37am

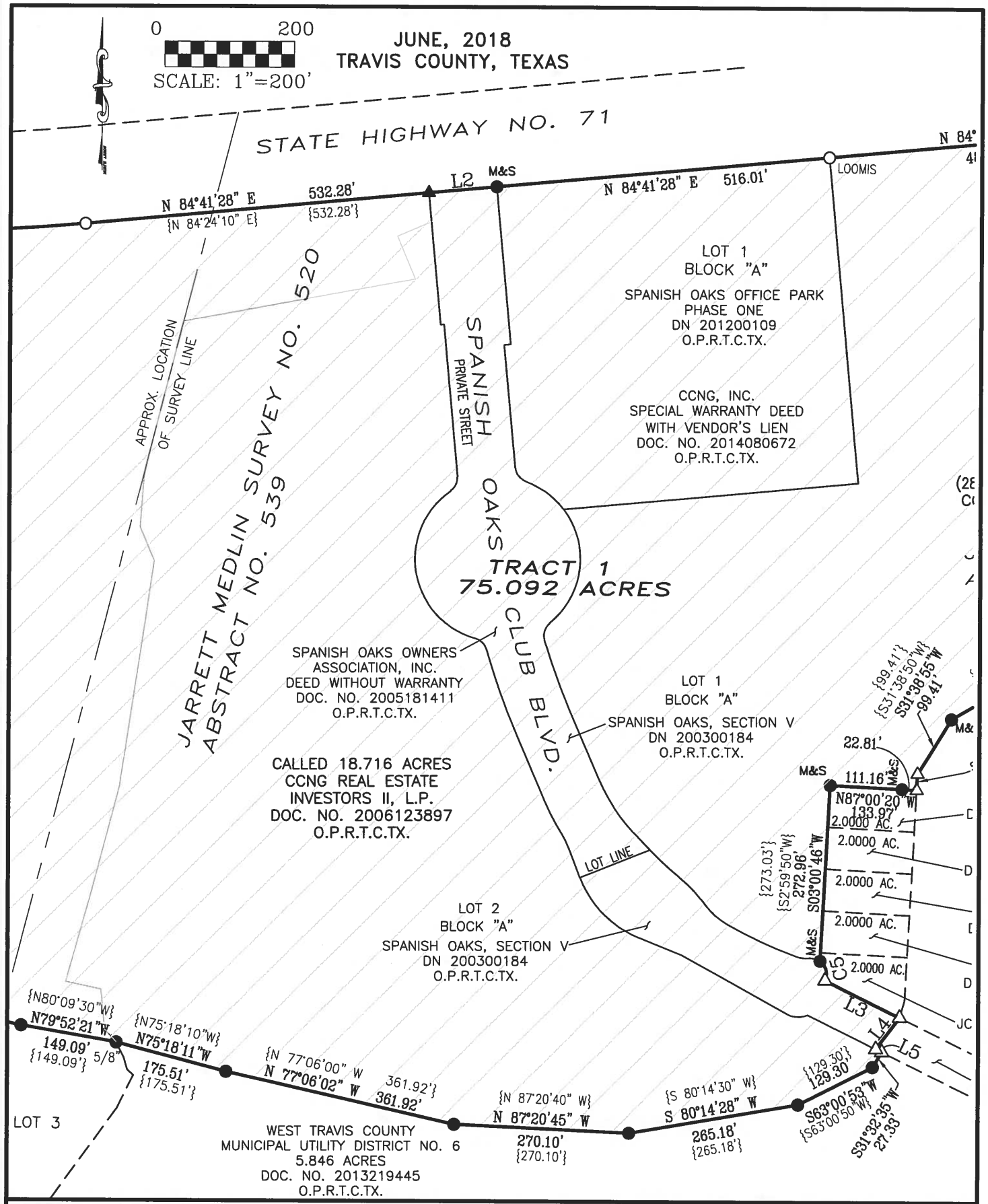

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EXHIBIT TO ACCOMPANY FIELD NOTES FN2162R1

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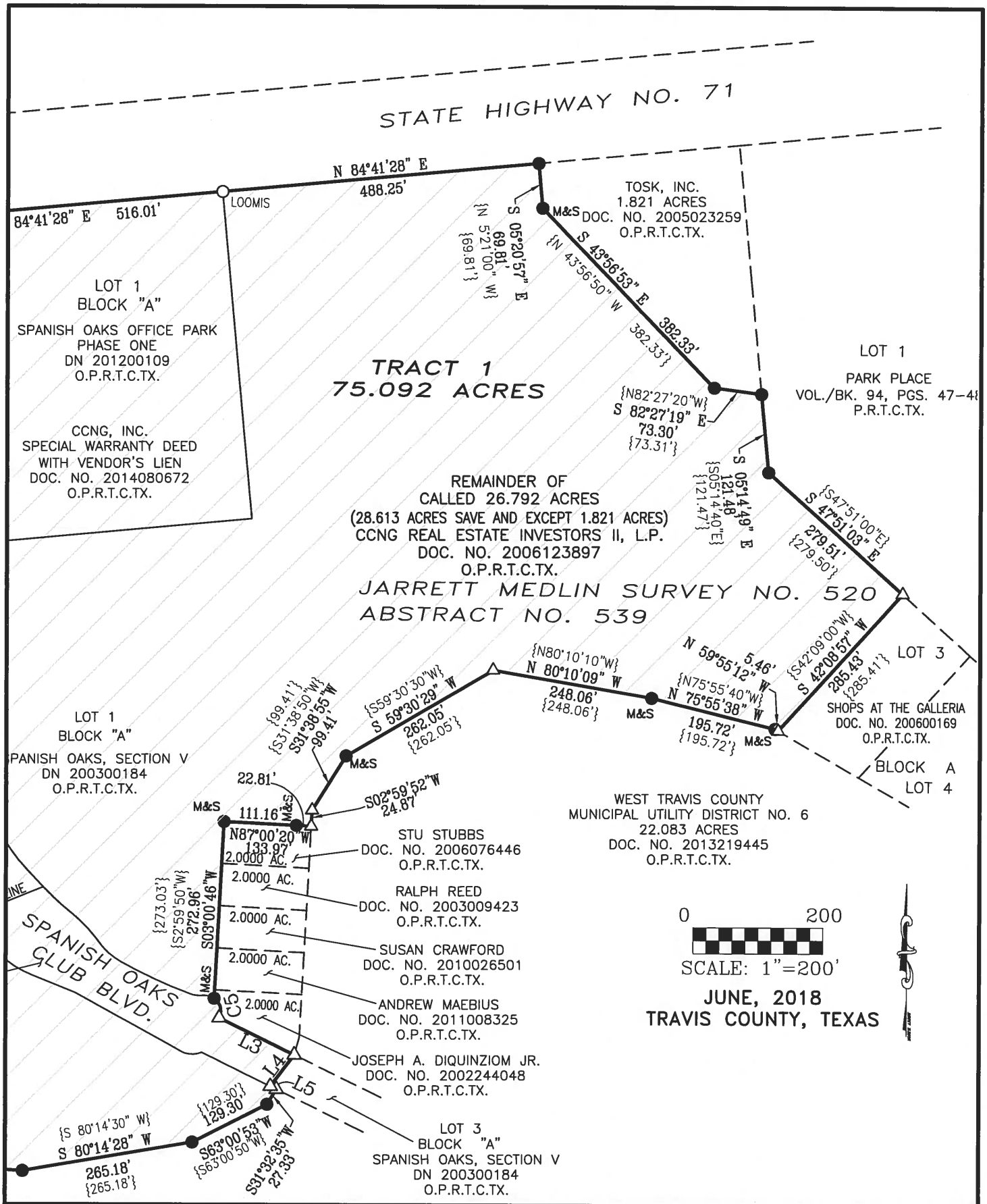

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EXHIBIT TO ACCOMPANY
FIELD NOTES FN2162R1

FILE: P:\005562 – Spanish Oaks Golf Course\005562-01-009 (SUR) – West Village\Survey\Working\Exhibits\FN2162R1 Spanish Oaks West Village exhibit 2018.dw
DATE: Aug 28,2018-7:37am

CURVE TABLE

CURVE #	RADIUS	ARC DISTANCE	CHORD BEARING	CHORD DISTANCE
C1	2954.80'	201.01'	S 79°27'45" E	200.97'
C2	2954.80'	647.03'	S 89°02'19" E	645.74'
C3	293.19'	320.59'	S 31°35'20" W	304.86'
C4	346.99'	385.89'	S 31°03'02" W	366.31'
C5	24.00'	34.24'	S 14°17'18" E	31.41'
C6	276.99'	308.14'	N 31°03'24" E	292.49'
C7	363.19'	397.42'	N 31°34'27" E	377.89'

LINE TABLE

LINE #	BEARING	DISTANCE
L1	S 82°04'48" E	70.50'
L2	N 84°41'49" E	104.95'
L3	S 63°47'25" E	128.81'
L4	S 36°57'30" W	61.01'
L5	S 63°47'25" E	10.50'
L6	N 00°55'02" W	211.90'
L7	N 62°54'25" E	147.32'
L8	N 00°08'31" E	128.08'
L9	S 00°10'13" W	137.59'
L10	S 62°53'18" W	147.49'
L11	S 00°52'16" E	350.74'
L12	S 88°20'53" W	5.65'

LEGEND

●CSCI	1/2" IRON ROD W/ PLASTIC CAP STAMPED "CAPITAL SURVEYING CO., INC." FOUND
●M&S	1/2" IRON ROD W/ PLASTIC CAP STAMPED "M & S 1838" FOUND
○ LOOMIS	1/2" IRON ROD W/ PLASTIC CAP STAMPED "LOOMIS" FOUND
●	1/2" IRON ROD FOUND UNLESS OTHERWISE NOTED
⊗	COTTON GIN SPINDLE FOUND
▲	MAG NAIL FOUND
○	1/2" IRON ROD W/ PLASTIC CAP STAMPED "BCG" SET
{ }	RECORD INFORMATION PER DOC. NO. 2006123897, O.P.R.T.C.TX.
[ ]	RECORD ADJOINER
P.O.B.	POINT OF BEGINNING
D.R.T.C.TX.	DEED RECORDS OF TRAVIS COUNTY, TEXAS
P.R.T.C.TX.	PLAT RECORDS OF TRAVIS COUNTY, TEXAS
R.P.R.T.C.TX.	REAL PROPERTY RECORDS OF TRAVIS COUNTY, TEXAS
O.P.R.T.C.TX.	OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS

NOTES:

1. BEARING BASIS IS TEXAS COORDINATE SYSTEM, CENTRAL ZONE, NAD83, GRID, BASED ON NATIONAL GEODETIC SURVEY (NGS) ONLINE POSITIONING USER SERVICE (OPUS) SOLUTIONS GENERATED FROM GLOBAL POSITIONING SYSTEM (GPS) FIELD MEASUREMENTS MADE NOVEMBER 30, 2011.

2. DISTANCES SHOWN HEREON ARE BASED ON SURFACE MEASUREMENTS, TO CONVERT SURFACE DISTANCES TO GRID, MULTIPLY BY THE COMBINED SCALE FACTOR.

3. THE COMBINED SCALE FACTOR FOR THIS PROJECT IS 0.999916.

Bowman CONSULTING
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EXHIBIT TO ACCOMPANY FIELD NOTES FN2162R1

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DATE: Aug 28,2018-7:37am

Exhibit "B"

Concept Plan

THE VILLAGE AT SPANISH OAKS

PDD CONCEPT PLAN

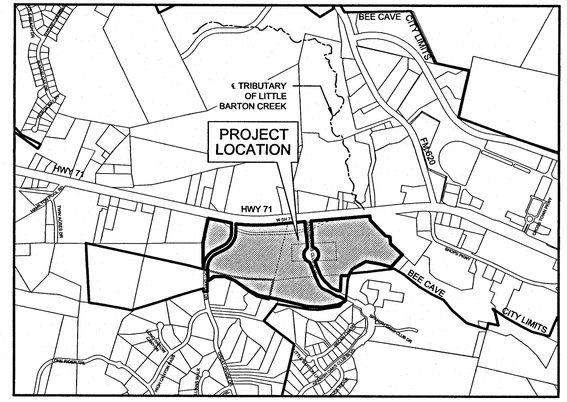
SUBMITTED FOR APPROVAL BY:
LJA ENGINEERING, INC.

S. DANNY MILLER, P.E. #82725
LICENSED PROFESSIONAL ENGINEER

9-13-18
DATE

STATE OF TEXAS
S. DANNY MILLER
82725
REGISTERED PROFESSIONAL ENGINEER

CITY OF BEE CAVE APPROVAL DATE (ORIGINAL PLAN)



LOCATION MAP
(N.T.S.)

BEE CAVE, TX 78738

SUBMITTAL DATE: JANUARY 23, 2017

UPDATE #2 DATE: JUNE 6, 2017

UPDATE #3 DATE: SEPTEMBER 8, 2017

UPDATE #4 DATE: SEPTEMBER 13, 2018

SHEET NO.	DESCRIPTION
B-1	COVER PAGE
B-2	EXISTING CONDITIONS PLAN
B-3	OVERALL CONCEPT PLAN
B-4	PARCEL MAP
B-5	MAIN STREET DISTRICT
B-6	ROADWAY PLAN
B-7	SECTION KEY MAP
B-8 - B-12	STREETSCAPE CROSS-SECTIONS
B-13 - B-16	BUILDING HEIGHT CROSS-SECTIONS
B-17	PROPOSED TRAILS
B-18	OPEN SPACE / RECREATION SPACE PLAN AND TABLE
B-19	ARCHITECTURE PRECEDENT IMAGERY
B-20	LANDSCAPE PRECEDENT IMAGERY

NOTES:

1. A PORTION OF THE PROJECT IS WITHIN THE DESIGNATED FLOOD HAZARD AREA AS SHOWN ON THE FEDERAL EMERGENCY MANAGEMENT AGENCY (FEMA) FLOOD INSURANCE RATE MAP (FIRM) # 48453C0415H,TRAVIS COUNTY, TEXAS, DATED SEPTEMBER 26, 2008. A CONDITIONAL LETTER OF MAP REVISION WAS APPROVED BY FEMA ON FEBRUARY 22ND, 2018 TO REFLECT THE PROPOSED 100 YEAR SPECIAL FLOOD HAZARD AREA AS SHOWN HEREIN.

LEGAL DESCRIPTION

5.278 ACRES A PORTION OF THE NANCY GIBSON SURVEY NO. 521, ABSTRACT NO. 322

25.592 ACRES A PORTION OF THE NANCY GIBSON SURVEY NO. 521, ABSTRACT NO. 322 AND A PORTION OF THE JARRETT MEDLIN SURVEY NO. 520, ABSTRACT NO. 539 TRAVIS COUNTY, TEXAS MADE FOR CCNG DEVELOPMENT COMPANY, L.P. UPDATED FOR CR IV LAND, L.P.

18.713 ACRES OF LAND A PORTION OF THE JARRETT MEDLIN SURVEY NO. 520, ABSTRACT NO. 539 VILLAGE OF BEE CAVE, TRAVIS COUNTY, TEXAS MADE FOR CCNG PROPERTIES, L.P. UPDATED FOR CR IV LAND, LP

20.792 ACRES REMAINDER OF 26.792 ACRES OF LAND A PORTION OF THE JARRETT MEDLIN SURVEY NO. 520, ABSTRACT NO. 539 VILLAGE OF BEE CAVE, TRAVIS COUNTY, TEXAS MADE FOR CCNG DEVELOPMENT COMPANY, L.P. CCNG PROPERTIES, L.P. UPDATED FOR CCNG REAL ESTATE INVESTORS II, L.P.

6.000 ACRES - LOT 1, BLOCK A, SPANISH OAKS OFFICE PARK, PHASE ONE, DOC. NO. 201200109, O.P.R.T.C.Tx

3.995 ACRES - LOT 1 & 2 BLOCK 'A' SPANISH OAKS SECTION DN 200300184 O.P.R.T.C.TX.

OWNER/ CO-DEVELOPER:	CCNG INC. 13453 W. HIGHWAY 71 BEE CAVE, TEXAS 78738 CONTACT PERSON : JACK CREVELING PHONE # (512) 421 - 8520
CO-DEVELOPER:	GREENBRIER SOUTHWEST CORPORATION 10869 NORTH SCOTTSDALE RD, #103-275 SCOTTSDALE, AZ. 85254 CONTACT PERSON : TIM BOLINGER PHONE # (480) 778 - 0798
ARCHITECT:	OVERLAND PARTNERS 203 EAST JONES AVE. SUITE 104 SAN ANTONIO, TEXAS 78215 CONTACT PERSON : JOEL ALBEA PHONE # (210) 829 - 7003
LANDSCAPE ARCHITECT:	TEN EYCK LANDSCAPE ARCHITECTS 1214 WEST SIXTH STREET AUSTIN, TEXAS 78703 CONTACT PERSON : FRANNIE PETERSON PHONE # (512) 813 - 9999
ENGINEER:	LJA ENGINEERING INC. 5316 HIGHWAY 290 W., SUITE 150 AUSTIN, TEXAS 78735 CONTACT PERSON : DANNY MILLER, P. E. PHONE # (512) 439 - 4700 FAX # (512) 439 - 4716
SURVEYOR:	BOWMAN CONSULTING 1120 SOUTH CAPITAL OF TEXAS HWY BLD. 3 SUITE 220 AUSTIN, TEXAS 78746 PHONE # (512) 327 - 1180

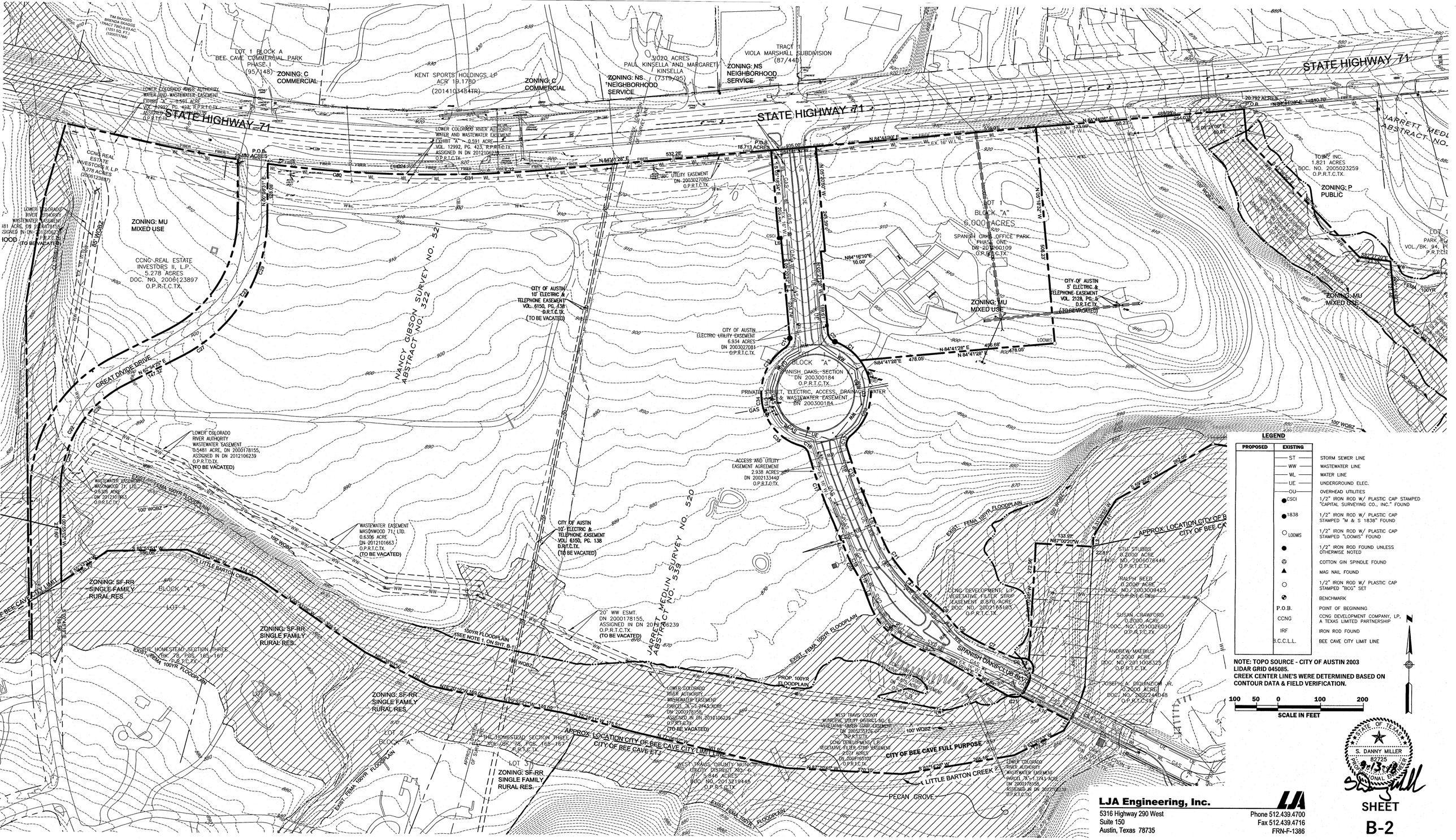
THE VILLAGE AT SPANISH OAKS

A DEVELOPMENT OF: CCNG INC. I GREENBRIER SOUTHWEST CORPORATION

DESIGN TEAM: OVERLAND PARTNERS I TEN EYCK LANDSCAPE ARCHITECTS I LJA ENGINEERING I ARUP

LJA Engineering, Inc.
5316 Highway 290 West
Suite 150
Austin, Texas 78735
Phone 512.439.4700
Fax 512.439.4716
FRN-F-1386

SEPTEMBER 13, 2018



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SHEET
B-2

THE VILLAGE AT SPANISH OAKS

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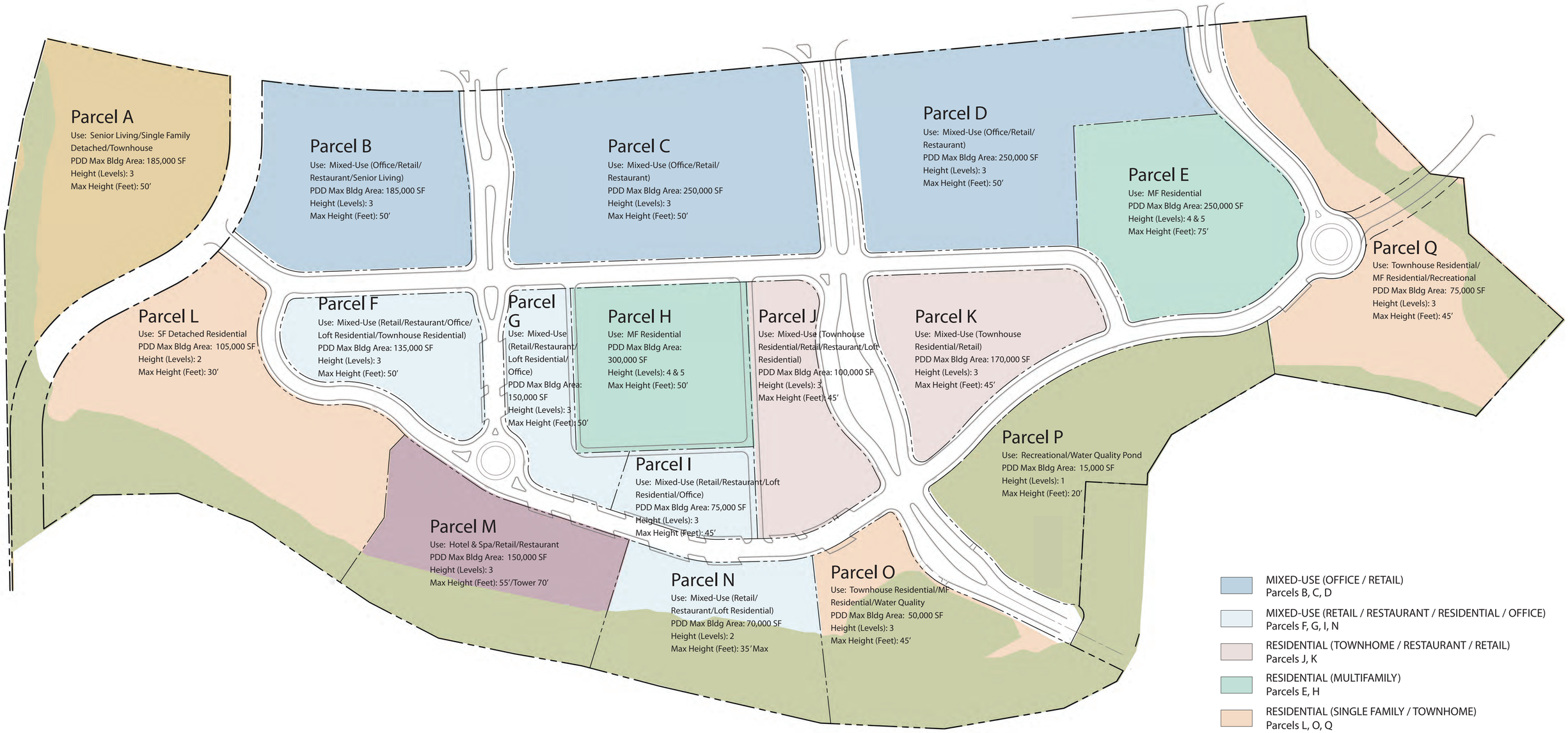
DESIGN TEAM: OVERLAND PARTNERS I TEN EYCK LANDSCAPE ARCHITECTS I LJA ENGINEERING I ARUP

EXISTING CONDITIONS PLAN

SEPTEMBER 13, 2018



MIXED-USE (OFFICE / RETAIL)
Parcels B, C, D

MIXED-USE (RETAIL / RESTAURANT / RESIDENTIAL / OFFICE)
Parcels F, G, I, N

RESIDENTIAL (TOWNHOME / RESTAURANT / RETAIL)
Parcels J, K

RESIDENTIAL (MULTIFAMILY)
Parcels E, H

RESIDENTIAL (SINGLE FAMILY / TOWNHOME)
Parcels L, O, Q

SENIOR LIVING
Parcel A

HOTEL & SPA
Parcel M

RECREATIONAL
Parcel P, Water quality, Trail system

NOTES:
1. FINAL BUILDING AND SITE PLAN DESIGN SHALL BE REVIEWED AT SITE PLAN APPROVAL PHASE OF DEVELOPMENT.
2. PDD MAXIMUM BUILDING AREAS DO NOT INCLUDE PARKING GARAGES.
3. IMPERVIOUS COVER CALCULATIONS INCLUDE BUILDINGS, PARKING GARAGES, STREETS, SIDEWALKS ETC.
4, PARCEL LAND USE TABLE DETERMINES HEIGHT MEASUREMENT METHODOLOGY.
5. OVERALL PROJECT PDD MAXIMUM BUILDING AREA NOT TO EXCEED 1,965,000 SF.

THE VILLAGE AT SPANISH OAKS

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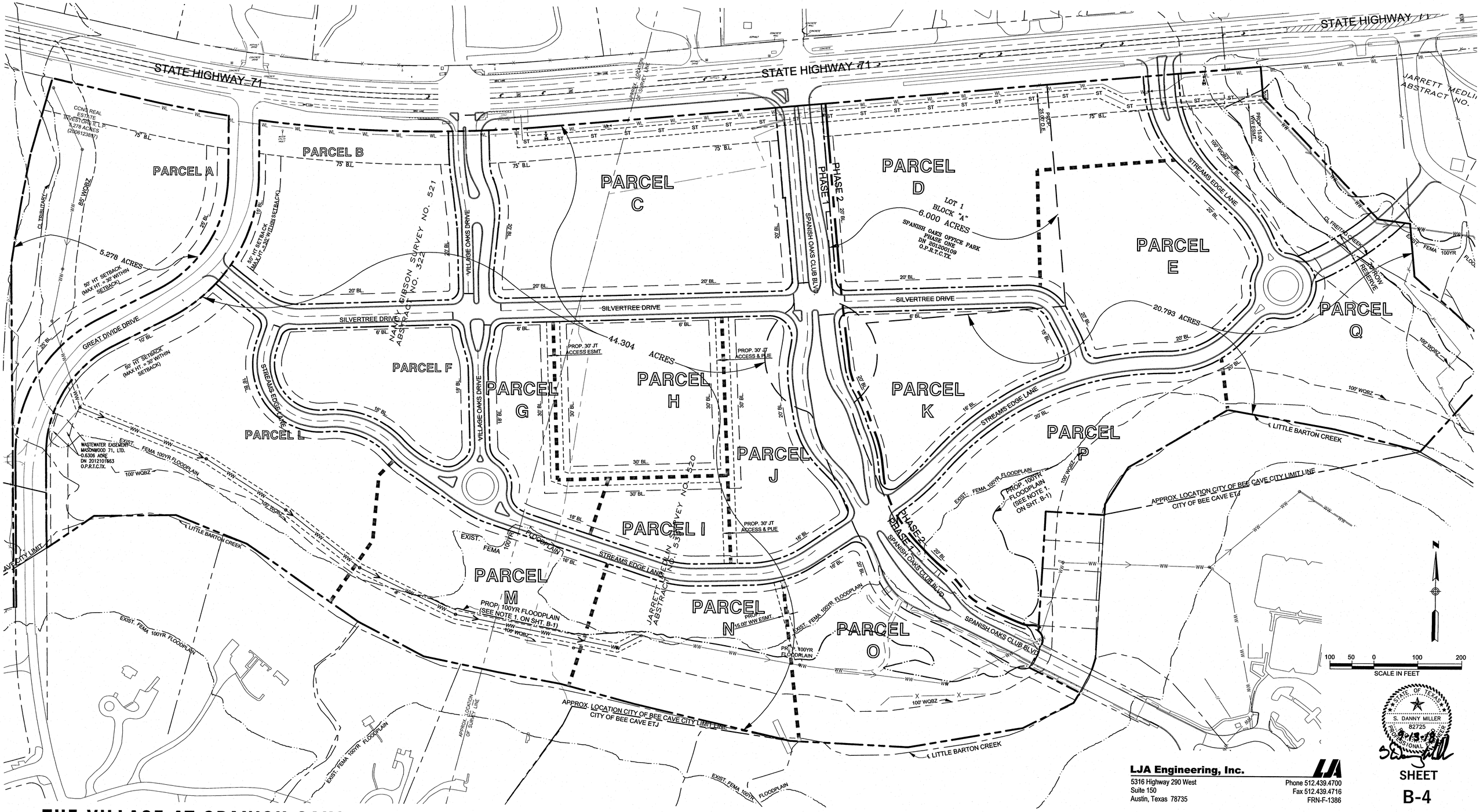
DESIGN TEAM: OVERLAND PARTNERS | TEN EYCK LANDSCAPE ARCHITECTS | LJA ENGINEERING | ARUP

SHEET B-3

OVERALL CONCEPT PLAN | 1"=100'

SEPTEMBER 13, 2018



THE VILLAGE AT SPANISH OAKS

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DESIGN TEAM: OVERLAND PARTNERS I TEN EYCK LANDSCAPE ARCHITECTS I LJA ENGINEERING I ARUP

PARCEL MAP

SEPTEMBER 13, 2018

NOTE: SITE PLAN LAYOUT SHOWN IS CONCEPTUAL IN NATURE AND FOR PLANNING PURPOSES ONLY. FINAL BUILDING AND SITE PLAN DESIGN SHALL BE REVIEWED AT SITE PLAN / NPS APPROVAL PHASE OF DEVELOPMENT.

THE VILLAGE AT SPANISH OAKS

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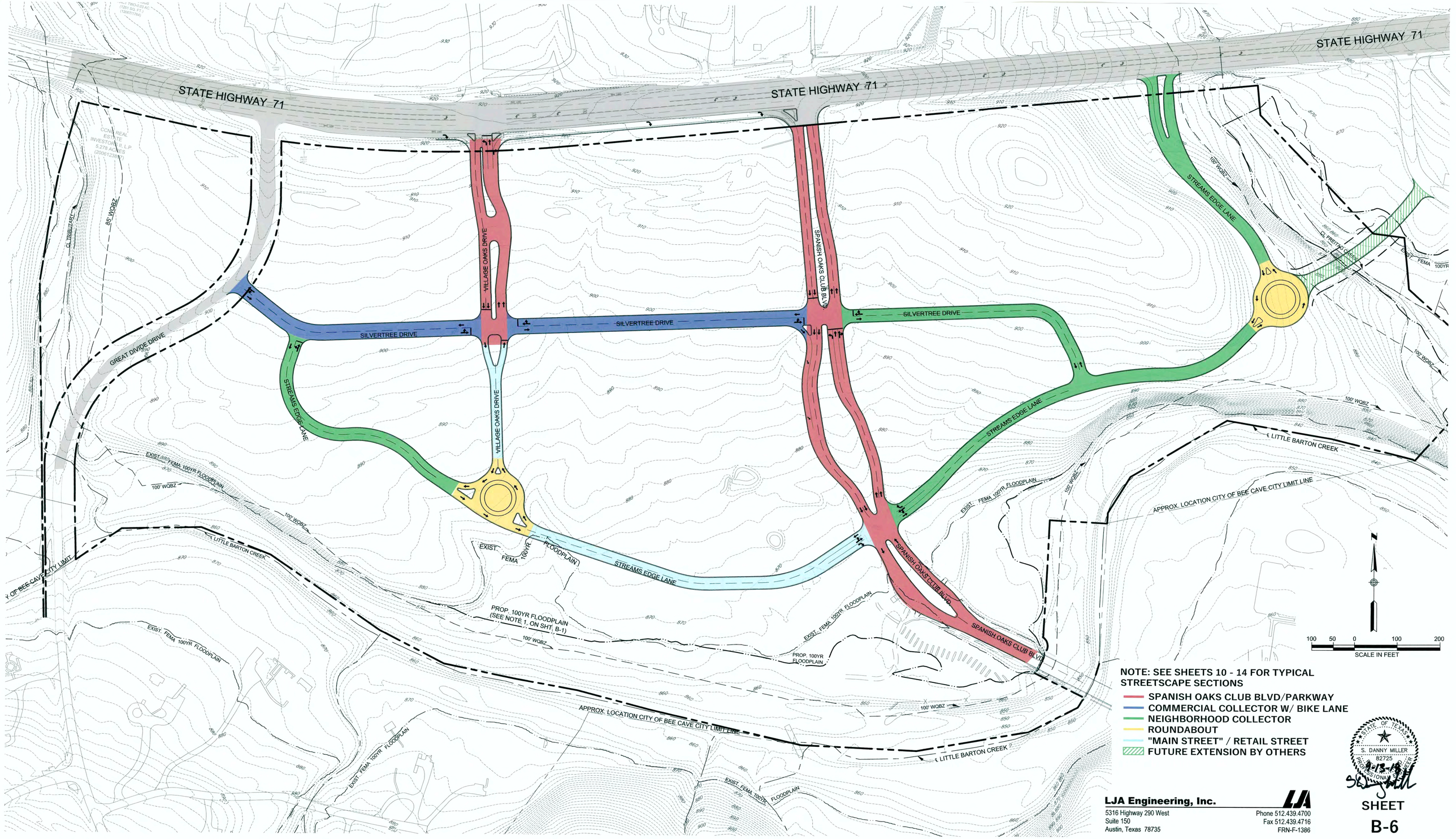
DESIGN TEAM: OVERLAND PARTNERS | TEN EYCK LANDSCAPE ARCHITECTS | LJA ENGINEERING | ARUP

SHEET B-5

MAIN STREET DISTRICT | 1"=100'

SEPTEMBER 13, 2018



NOTE: SEE SHEETS 10 - 14 FOR TYPICAL STREETSCAPE SECTIONS

- SPANISH OAKS CLUB BLVD/PARKWAY
- COMMERCIAL COLLECTOR W/ BIKE LANE
- NEIGHBORHOOD COLLECTOR
- ROUNDABOUT
- "MAIN STREET" / RETAIL STREET
- FUTURE EXTENSION BY OTHERS

STATE OF TEXAS
S. DANNY MILLER
82725
LICENSED PROFESSIONAL ENGINEER
9-13-18

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FRN-F-1386

SHEET
B-6

THE VILLAGE AT SPANISH OAKS

A DEVELOPMENT OF: CCNG INC. I GREENBRIER SOUTHWEST CORPORATION

DESIGN TEAM: OVERLAND PARTNERS I TEN EYCK LANDSCAPE ARCHITECTS I LJA ENGINEERING I ARUP

ROADWAY PLAN

SEPTEMBER 13, 2018

NOTE: BUILDING FOOTPRINTS AND SITE PLAN LAYOUT SHOWN ARE CONCEPTUAL IN NATURE AND FOR PLANNING PURPOSES ONLY. FINAL BUILDING AND SITE PLAN DESIGN SHALL BE REVIEWED AT SITE PLAN / NPS APPROVAL PHASE OF DEVELOPMENT.

THE VILLAGE AT SPANISH OAKS

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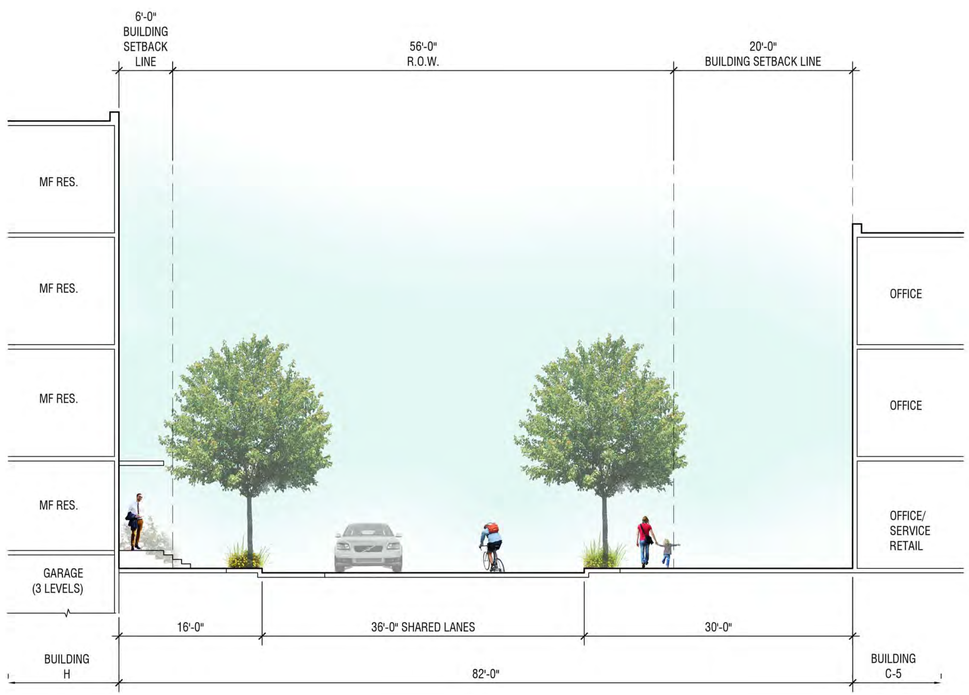
DESIGN TEAM: OVERLAND PARTNERS | TEN EYCK LANDSCAPE ARCHITECTS | LJA ENGINEERING | ARUP

SHEET B-7

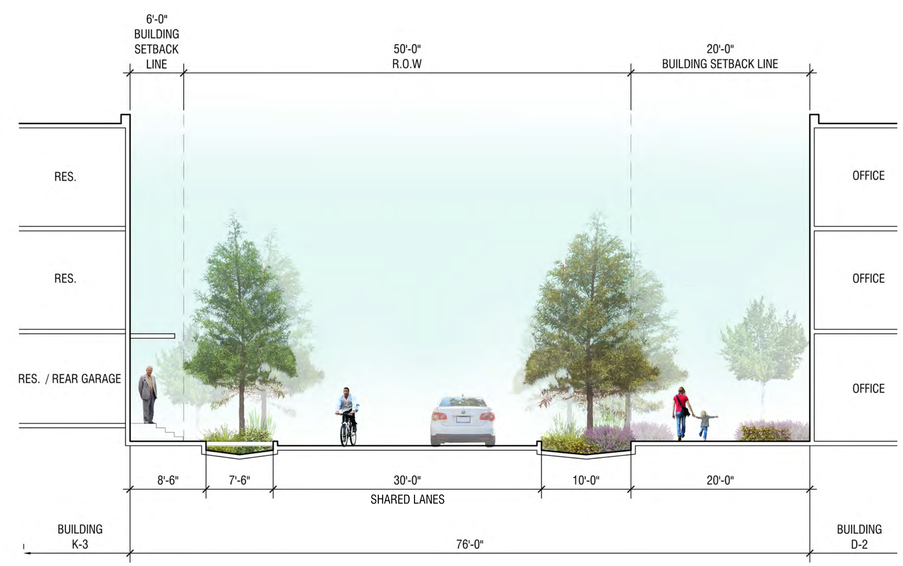
SECTION KEY PLAN | 1"=100'

SEPTEMBER 13, 2018

1 SPANISH OAKS CLUB BLVD



2 SILVERTREE DRIVE WITH BIKE SHARROWS



3 SILVERTREE DRIVE WITH OPTIONAL BIOSWALE

THE VILLAGE AT SPANISH OAKS

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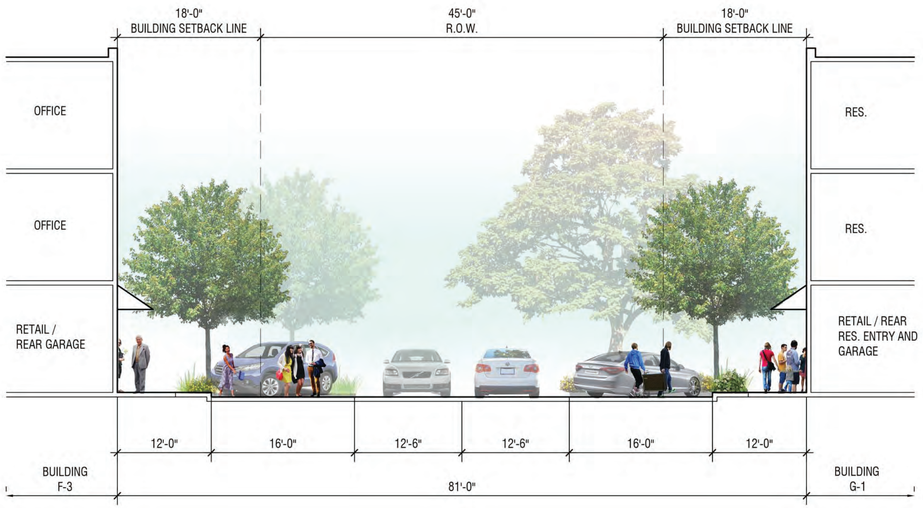
DESIGN TEAM: OVERLAND PARTNERS | TEN EYCK LANDSCAPE ARCHITECTS | LJA ENGINEERING | ARUP

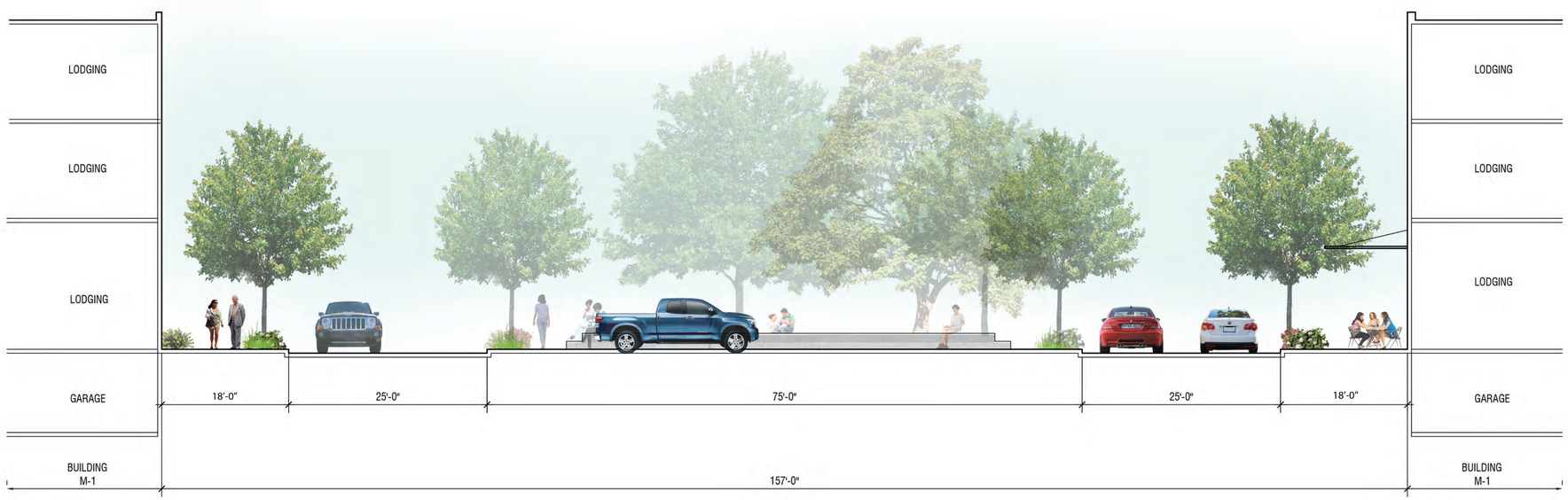
SHEET B-8

STREETSCAPE SECTIONS | 1"=8'

SEPTEMBER 13, 2018



4 MAIN STREET DISTRICT



5 INN ENTRY COURT

THE VILLAGE AT SPANISH OAKS

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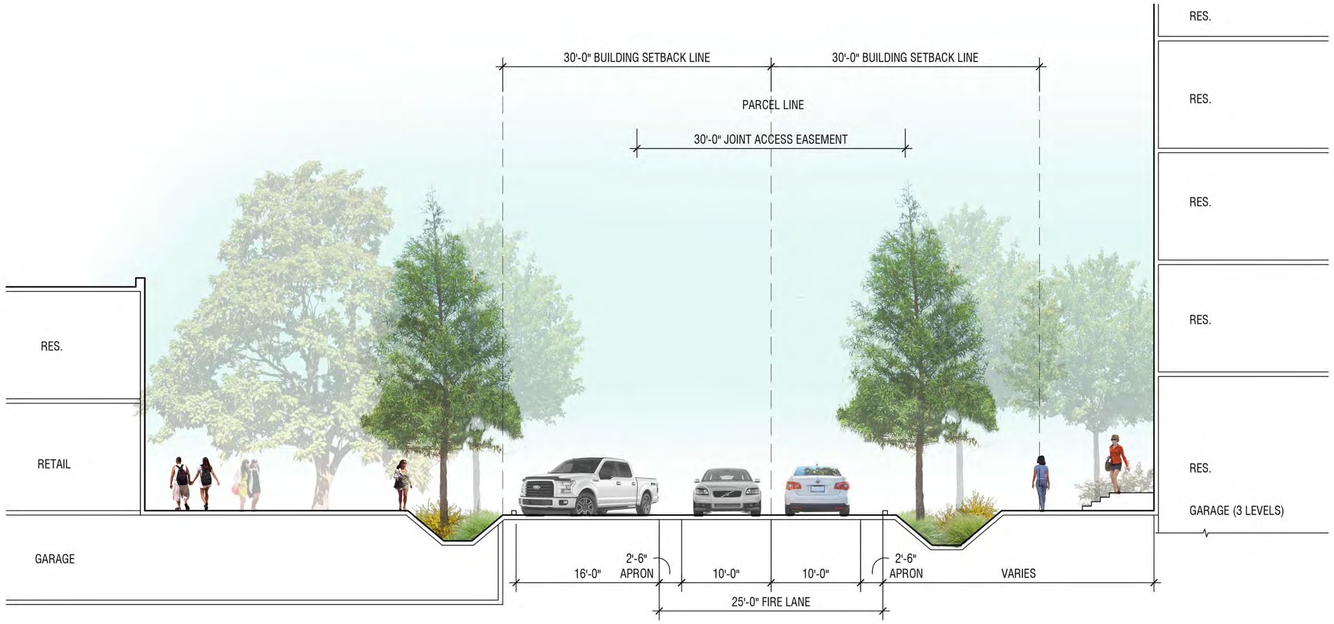
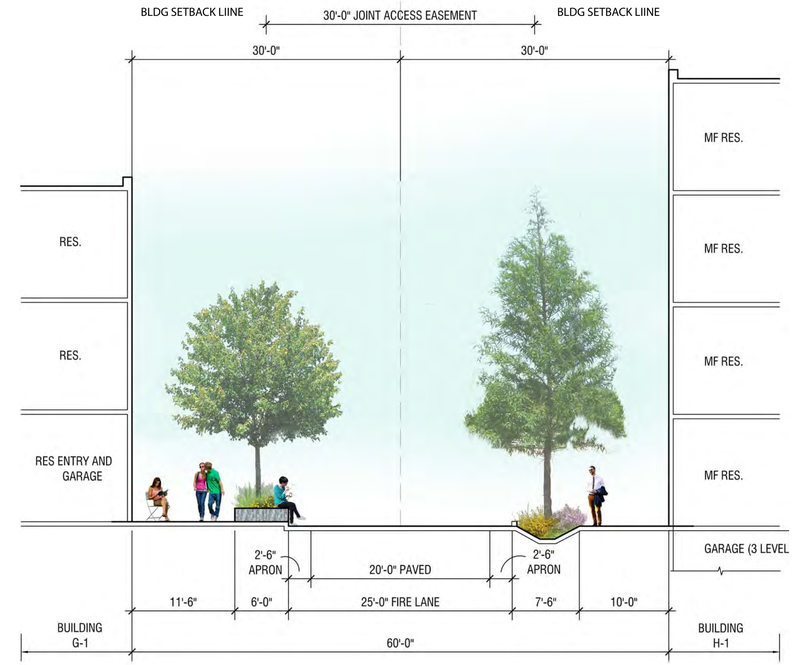
SHEET B-9

STREETSCAPE SECTIONS | 1"=8'

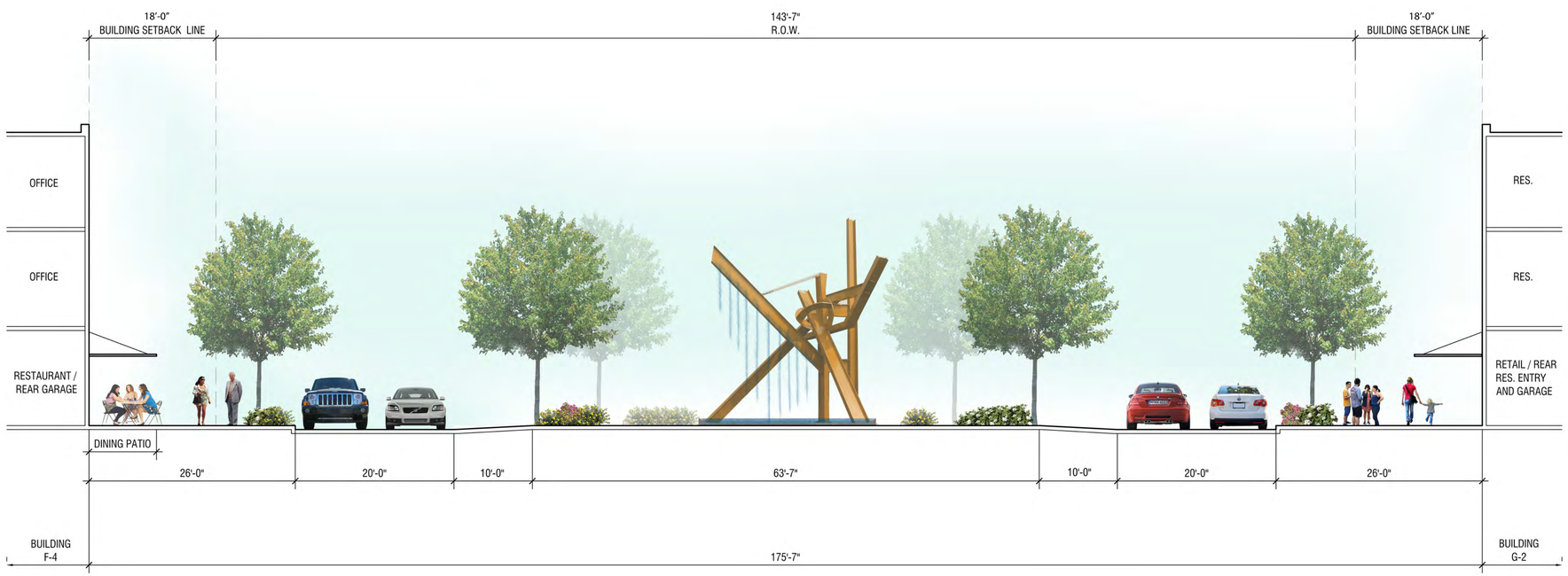
SEPTEMBER 13, 2018



6 PARKING PLAZA



7 GREEN PRIVATE DRIVE



8 VILLAGE PLAZA ROUNDABOUT

THE VILLAGE AT SPANISH OAKS

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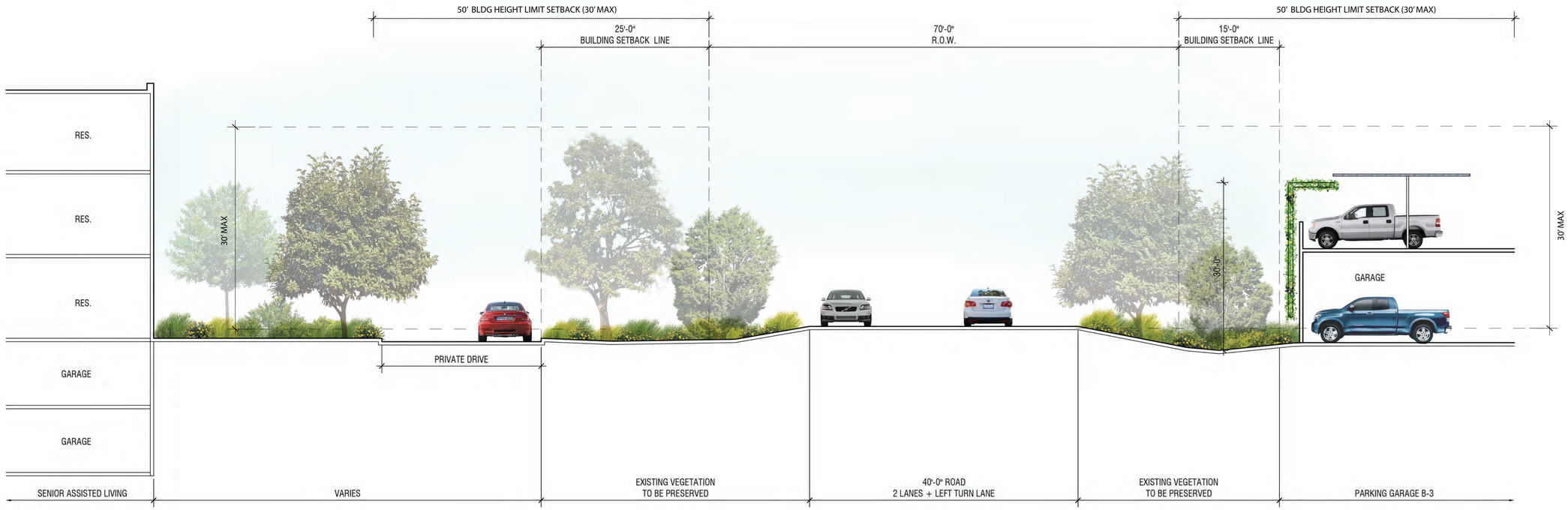
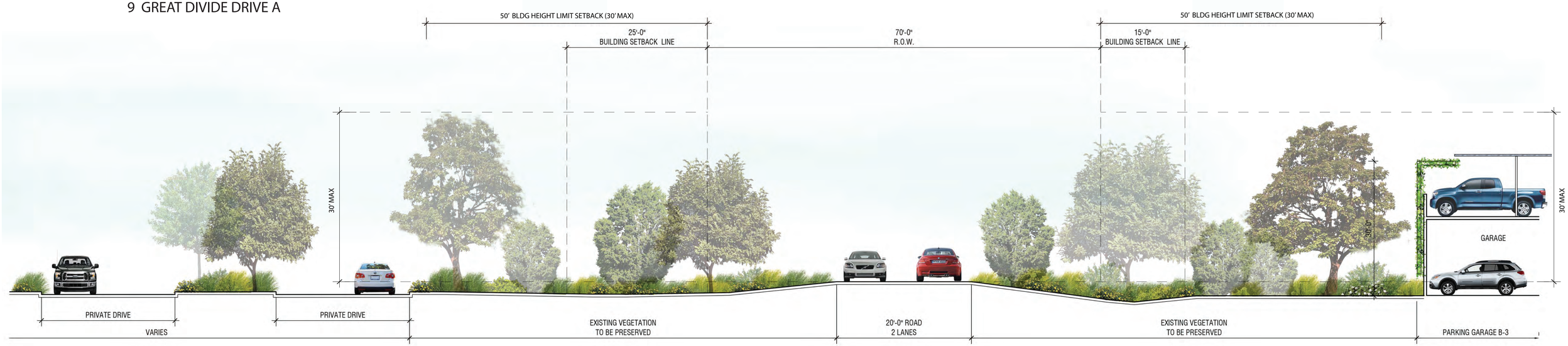
SHEET B-10

STREETSCAPE SECTIONS | 1"=8'

SEPTEMBER 13, 2018



9 GREAT DIVIDE DRIVE A



10 GREAT DIVIDE DRIVE B

THE VILLAGE AT SPANISH OAKS

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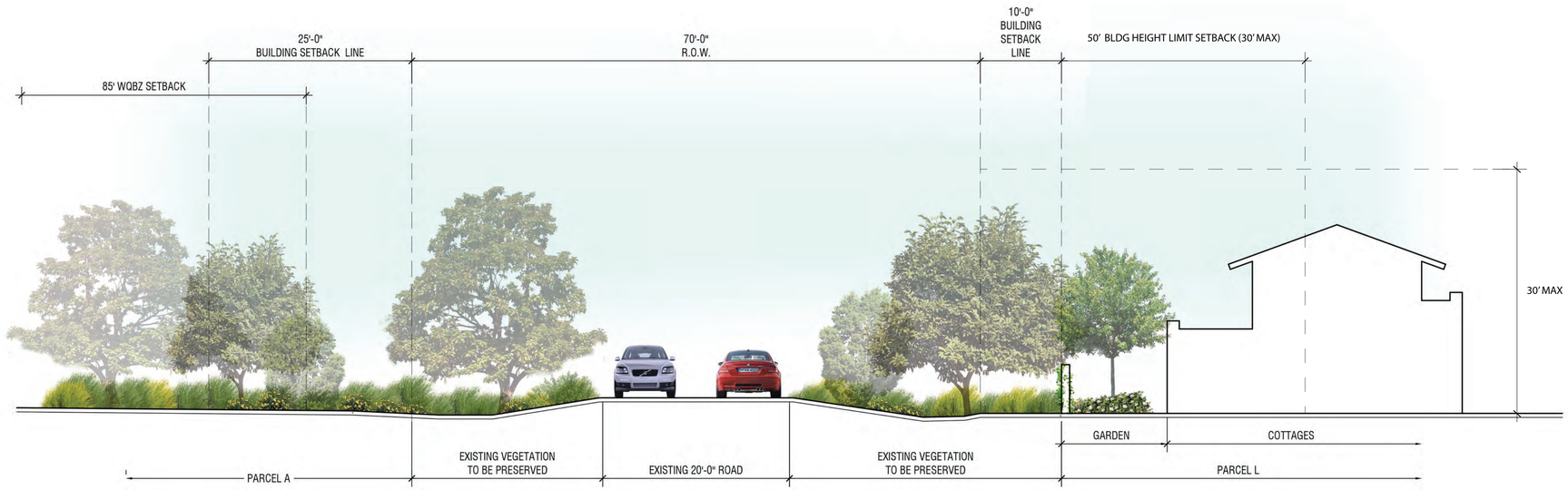
DESIGN TEAM: OVERLAND PARTNERS | TEN EYCK LANDSCAPE ARCHITECTS | LJA ENGINEERING | ARUP

SHEET B-11

STREETSCAPE SECTIONS | 1"=8'

SEPTEMBER 13, 2018



11 GREAT DIVIDE DRIVE C

THE VILLAGE AT SPANISH OAKS

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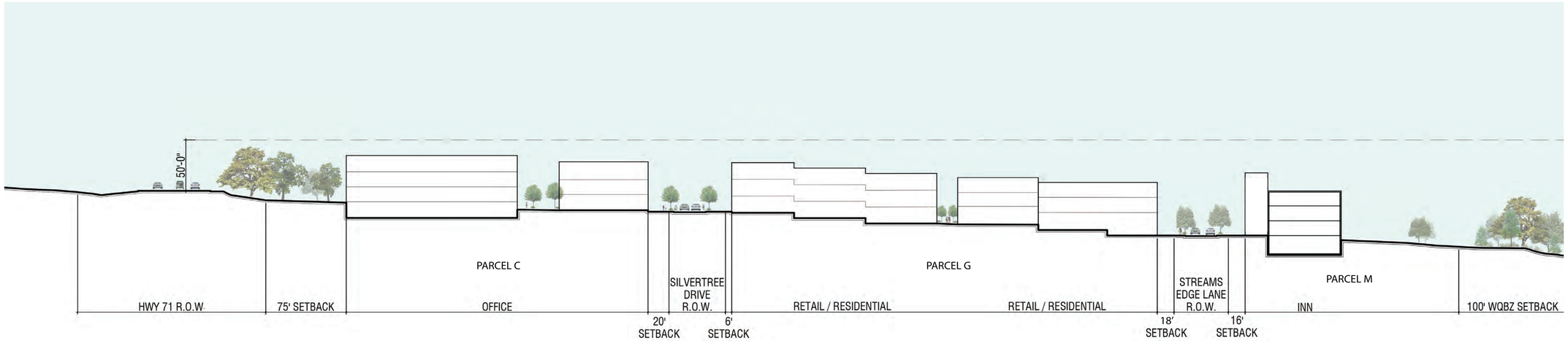
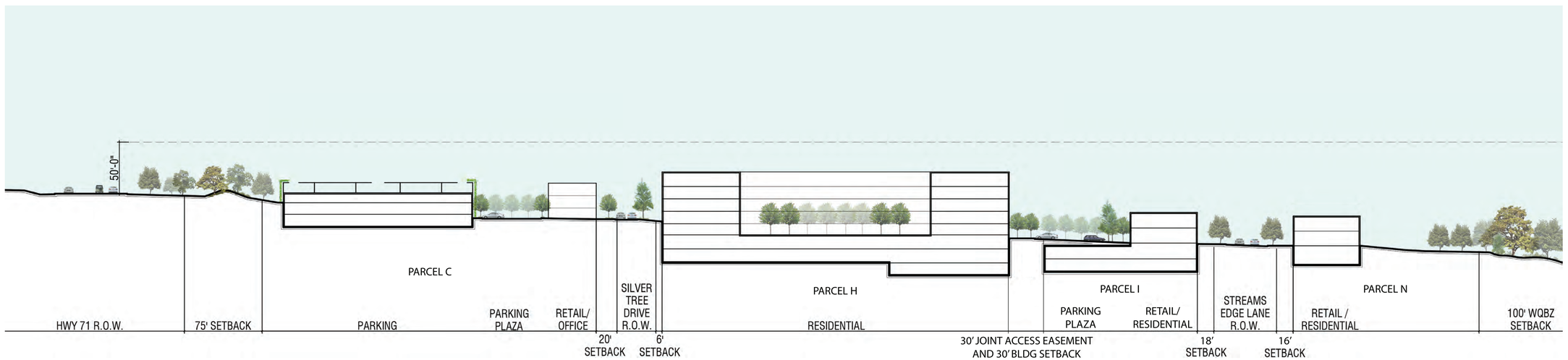
SHEET B-12

STREETSCAPE SECTIONS | 1"=8'

SEPTEMBER 13, 2018



12 SECTION



13 SECTION

THE VILLAGE AT SPANISH OAKS

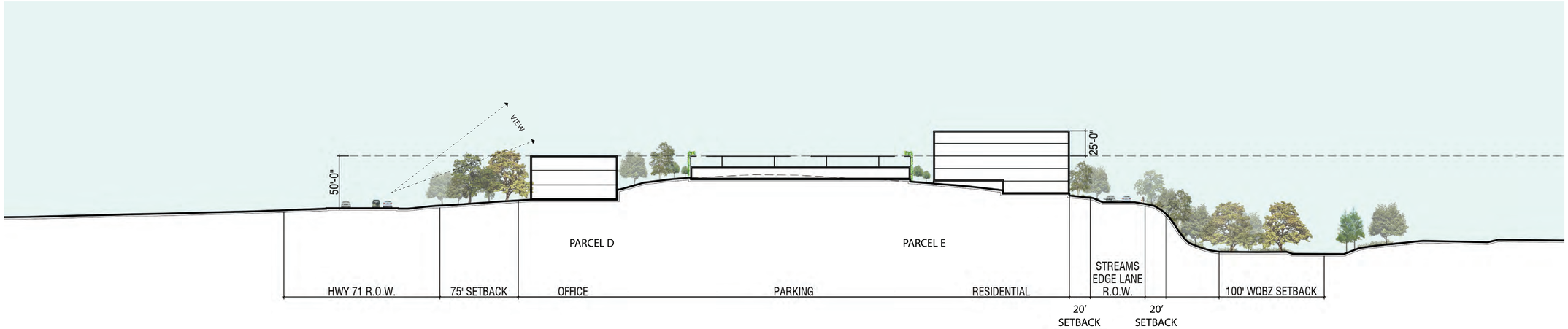
A DEVELOPMENT OF: CCNG INC. | GREENBRIER SOUTHWEST CORPORATION

DESIGN TEAM: OVERLAND PARTNERS | TEN EYCK LANDSCAPE ARCHITECTS | LJA ENGINEERING | ARUP

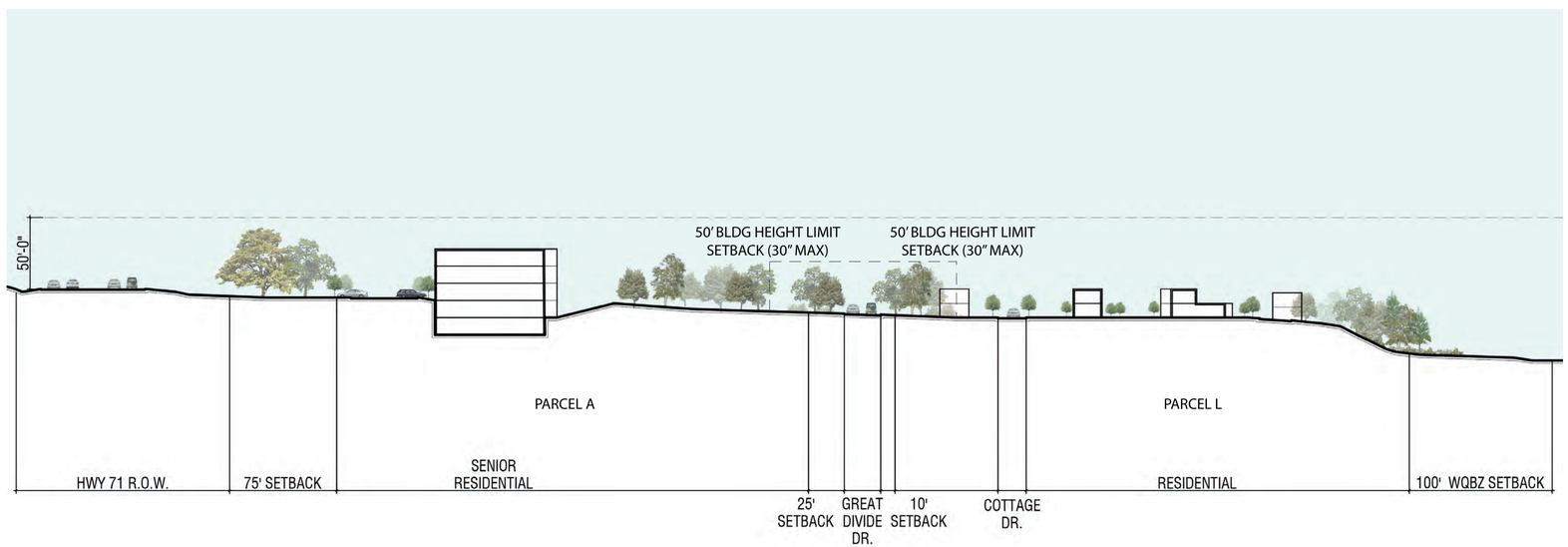
SHEET B-13

BUILDING HEIGHT CROSS-SECTIONS | 1"=64'

SEPTEMBER 13, 2018



14 SECTION



15 SECTION

THE VILLAGE AT SPANISH OAKS

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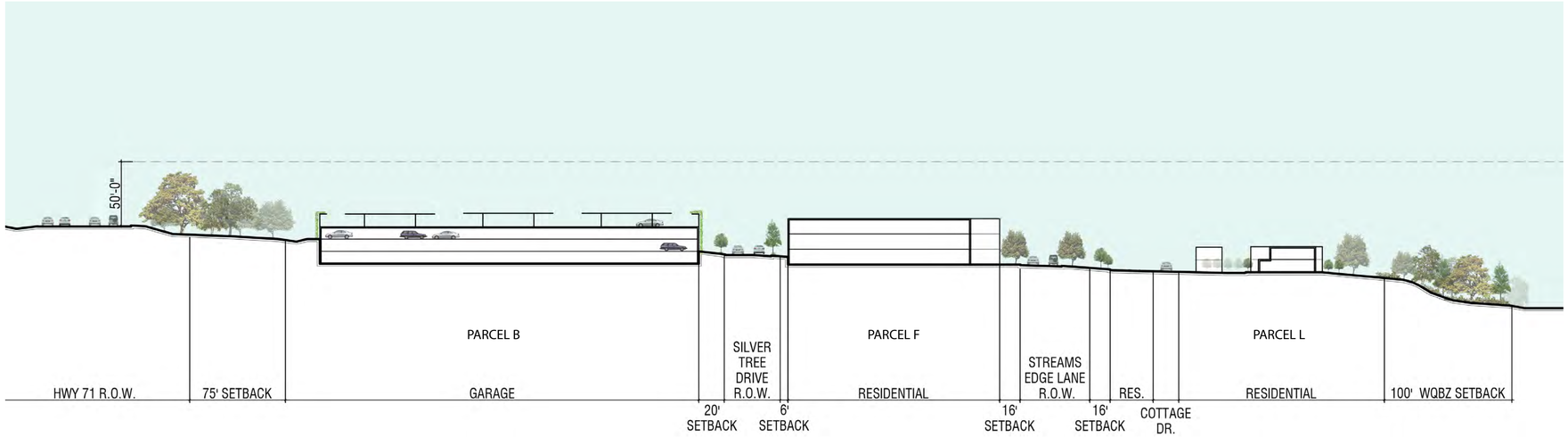
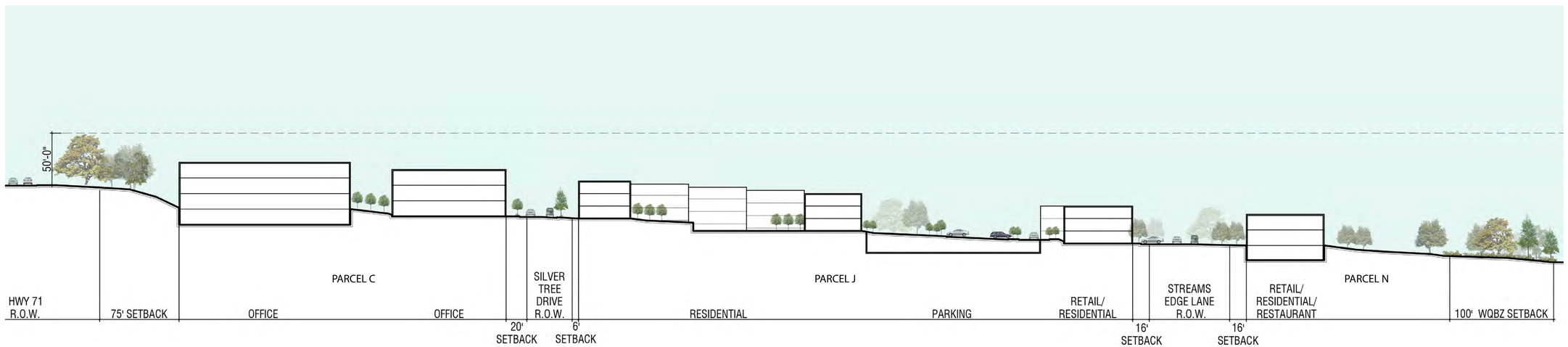
SHEET B-14

BUILDING HEIGHT CROSS-SECTIONS | 1"=64'

SEPTEMBER 13, 2018



16 SECTION



17 SECTION

THE VILLAGE AT SPANISH OAKS

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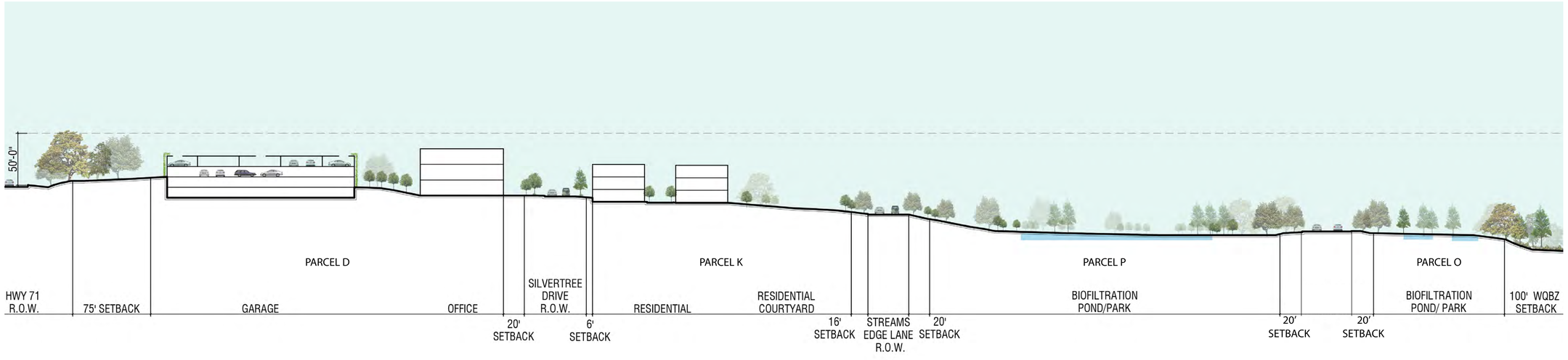
DESIGN TEAM: OVERLAND PARTNERS | TEN EYCK LANDSCAPE ARCHITECTS | LJA ENGINEERING | ARUP

SHEET B-15

BUILDING HEIGHT CROSS-SECTIONS | 1"=50'

SEPTEMBER 13, 2018



18 SECTION

THE VILLAGE AT SPANISH OAKS

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DESIGN TEAM: OVERLAND PARTNERS | TEN EYCK LANDSCAPE ARCHITECTS | LJA ENGINEERING | ARUP

SHEET B-16

BUILDING HEIGHT CROSS-SECTIONS | 1"=50'

SEPTEMBER 13, 2018

PEDESTRIAN & BICYCLE CIRCULATION

- EXISTING BIKE LANE
- VILLAGE BIKE PARKING HUB
- VILLAGE SIDEWALKS
  6'-10' width and hardscape material varies
- VILLAGE PEDESTRIAN TRAIL
  4'-6' exposed aggregate concrete or stabilized decomposed granite
- VILLAGE HIKE AND BIKE TRAIL ~1.5 MILES
  10' exposed aggregate concrete or stabilized decomposed granite
- VILLAGE SHARED BIKE LANE
- POTENTIAL CONNECTION (BY OTHERS)*

*bee cave connectivity plan

NOTES:

1. THIS CONCEPTUAL PLAN INDICATES PEDESTRIAN AND BICYCLE CIRCUALTION INTENT. EXACT LOCATIONS AND LAYOUT OF TRAILS AND SIDEWALKS WILL BE DETERMINED DURING SITE DESIGN.
2. BUILDING FOOTPRINTS AND SITE PLAN LAYOUT SHOWN ARE CONCEPTUAL IN NATURE AND FOR PLANNING PURPOSES ONLY. FINAL BUILDING AND SITE PLAN DESIGN SHALL BE REVIEWED AT SITE PLAN / NPS APPROVAL PHASE OF DEVELOPMENT.

THE VILLAGE AT SPANISH OAKS

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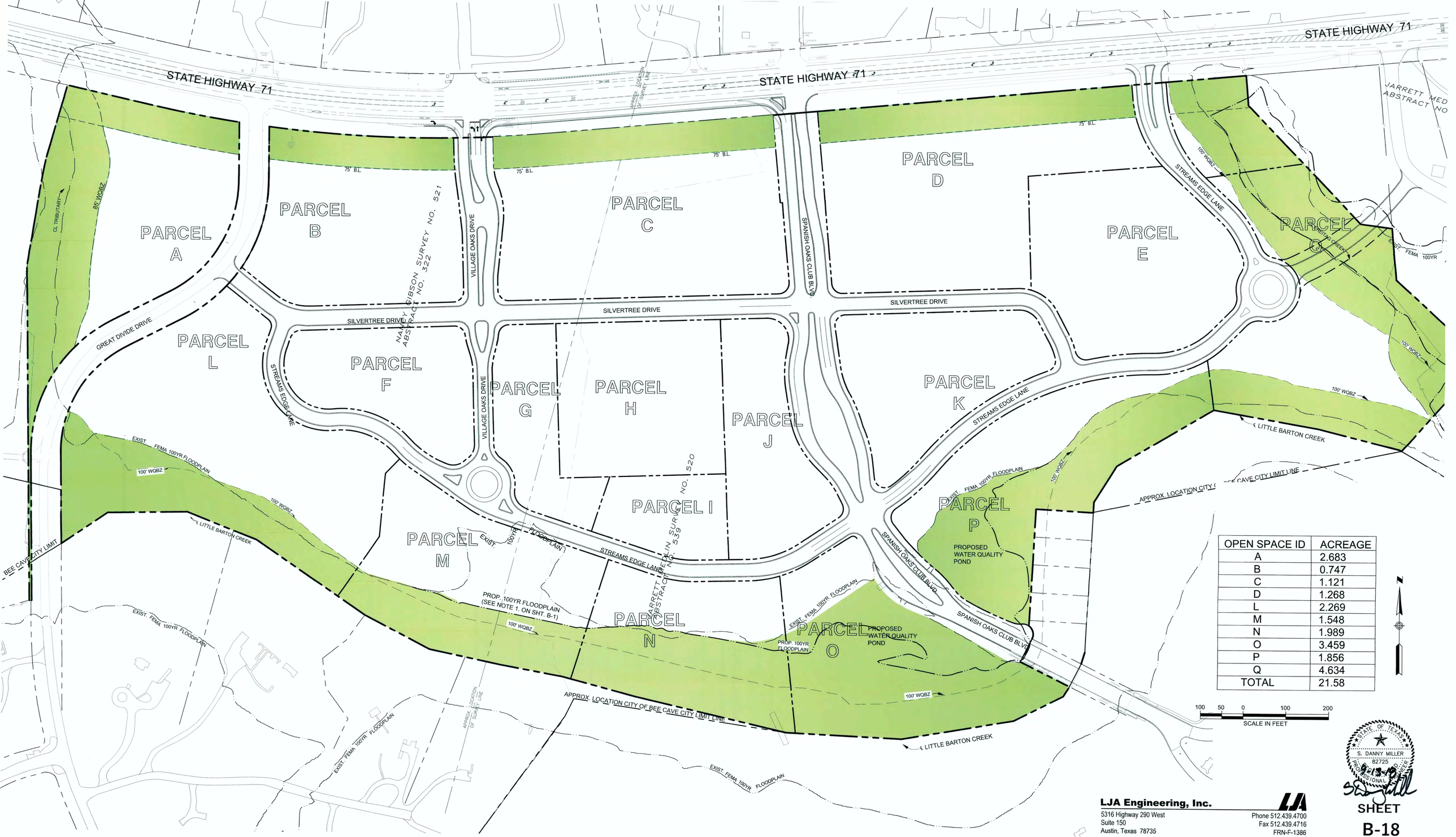
SHEET B-17

PROPOSED TRAILS | 1'=100'

SEPTEMBER 13, 2018



OPEN SPACE ID	ACREAGE
A	2.683
B	0.747
C	1.121
D	1.268
L	2.269
M	1.548
N	1.989
O	3.459
P	1.856
Q	4.634
TOTAL	21.58

STATE OF TEXAS
S. DANNY MILLER
82725
PROFESSIONAL ENGINEER
9-13-18

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5316 Highway 290 West
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Austin, Texas 78735
Phone 512.439.4700
Fax 512.439.4716
FRN-F-1386

SHEET
B-18

THE VILLAGE AT SPANISH OAKS

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DESIGN TEAM: OVERLAND PARTNERS I TEN EYCK LANDSCAPE ARCHITECTS I LJA ENGINEERING I ARUP

OPEN SPACE / RECREATION SPACE PLAN AND TABLE

SEPTEMBER 13, 2018

1: REPRESENTATIVE RETAIL AND LOFT RESIDENTIAL WEST ELEVATION

2: REPRESENTATIVE INN AND SPA NORTH ELEVATION

3: REPRESENTATIVE OFFICE WEST ELEVATION

4: SENIOR LIVING

5: MARKET

6: OFFICE

7: OFFICE

8: REPRESENTATIVE LEASED RESIDENTIAL EAST ELEVATION

9: TOWNHOUSE

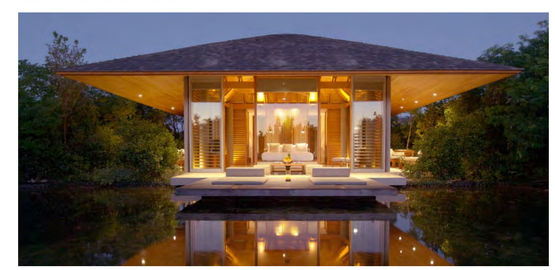
10: FOR-RENT RESIDENTIAL

11: HIGH DENSITY RESIDENTIAL

12: CAFE

13: REPRESENTATIVE TOWNHOUSE EAST ELEVATION

14: MEDICAL OFFICE

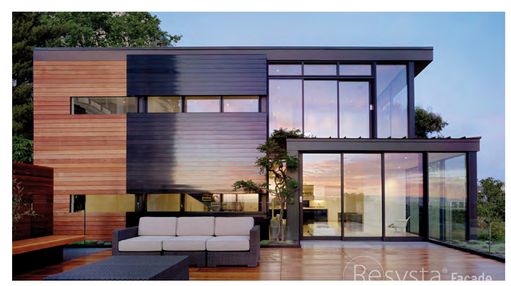


15: SPA

16: GREENBELT COTTAGE

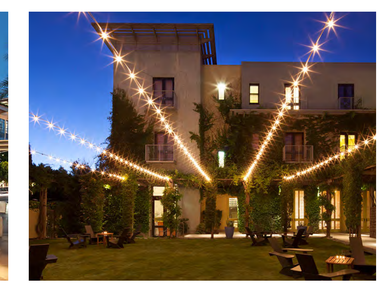
17: REPRESENTATIVE FOR-SALE RESIDENTIAL FRONT ELEVATION

18: RESTAURANT



19: GREENBELT COTTAGE

20: RETAIL



21: INN

THE VILLAGE AT SPANISH OAKS

A DEVELOPMENT OF: CCNG INC. | GREENBRIER SOUTHWEST CORPORATION

DESIGN TEAM: OVERLAND PARTNERS | TEN EYCK LANDSCAPE ARCHITECTS | LJA ENGINEERING | ARUP

SHEET B-19

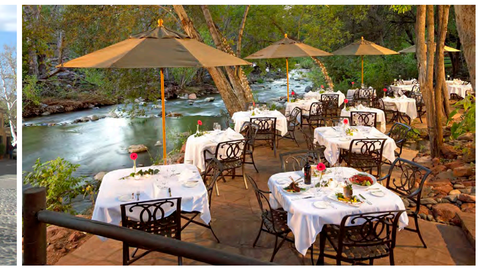
ARCHITECTURE PRECEDENT IMAGERY

SEPTEMBER 13, 2018

1 VILLAGE TRAIL

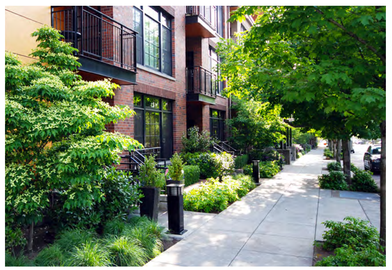
2 MAIN STREET DISTRICT

3 VILLAGE PLAZA


4 CREEKSIDE DINING

5 GREEN SCREEN - BUTTERFLY VINE

6 BIOLFILTRATION


7 RESIDENTIAL STREETSCAPE

8 PARKING GARDEN

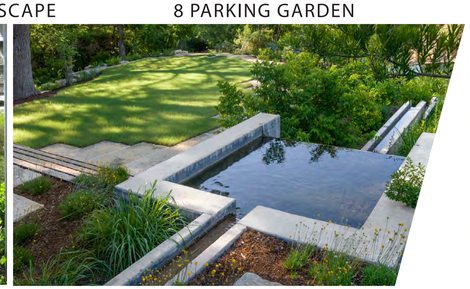
9 OUTDOOR DINING

10 CREEKSIDE GATHERING

11 PARK & BIOLFILTRATION

12 PARK & BIOLFILTRATION

13 CISTERN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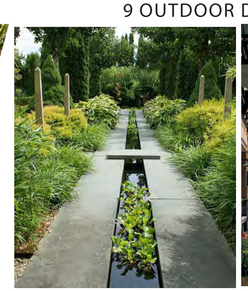
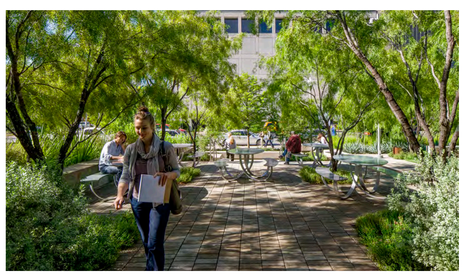

15 RUNNEL

16 MAIN STREET DISTRICT

17 BIOSWALE

18 BIOSWALE

19 EVENT LAWN


20 OFFICE PLAZA

21 "BROWNSTONE" TOWNHOMES

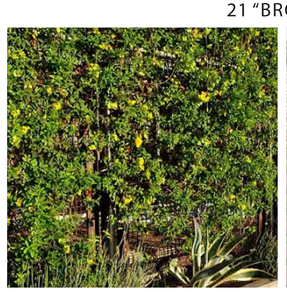
22 TOWNHOMES

23 GREENBELT

24 EXISTING HWY 71 ROCK WALL

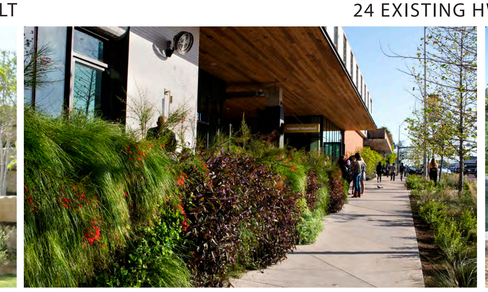
25 CREEKSIDE OPEN SPACE

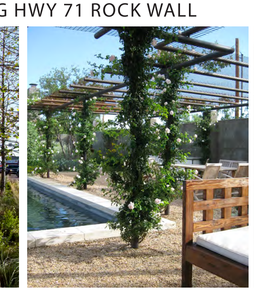
26 TRUMPET VINE


27 BUTTERFLY VINE

28 VEGETATED ARCHITECTURE

29 QUARRY BLOCK WALL


30 LIVING WALL


31 TRELLIS

32 PEDESTRIAN PLAZA

THE VILLAGE AT SPANISH OAKS

A DEVELOPMENT OF: CCNG INC. | GREENBRIER SOUTHWEST CORPORATION

DESIGN TEAM: OVERLAND PARTNERS | TEN EYCK LANDSCAPE ARCHITECTS | LJA ENGINEERING | ARUP

SHEET B-20

LANDSCAPE PRECEDENT IMAGERY

SEPTEMBER 13, 2018

Exhibit "C"

DEVELOPMENT STANDARDS

The following Planned Development Standards ("Development Standards") shall be applicable within this Planned Development District. Except as described in Section 3 of the Ordinance, to the extent that any of the Development Standards conflict with City Ordinances, these Development Standards shall control. Capitalized terms shall be defined as indicated in these Development Standards, or as reflected on the Concept Plan, depending upon context.

The Village at Spanish Oaks Project consists of approximately 80.37 acres of land which includes Lot 1, Block A of the CCNG Office Complex Phase I. The Project is located on the south side of SH71, approximately ¼ mile west of the intersection of RR 620 and SH 71. The Project takes access from State Highway 71 at the existing Great Divide Drive to the west; an approved and partially constructed signalized intersection at Highway 71 and a roadway to be known as Village Oaks Drive; the existing Spanish Oaks Club Boulevard; and an existing driveway to be converted to a right-in/right-out intersection at the east.

The Village at Spanish Oaks PDD is a Mixed Use District. The Project is intended to provide a mixture of uses, but a range of residential uses comprises the majority of the Project. The residential components are both for-sale and for-rent in a variety of configurations including detached single-family in a condominium regime or fee-simple parcels; common-wall townhome; multi-story, elevator-served multifamily and condominium; residential lofts over retail; and senior living. Nonresidential uses are planned to consist of office, hotel, neighborhood service, retail, data centers and restaurant uses. Uses will be located within the Property generally in accordance with the Concept Plan, with the primary retail and restaurant use cluster ("Main Street District") located in the southernmost block of Village Oaks Drive and first block to the east of the plaza, as generally depicted in the Concept Plan B-5. Building Footprints related to individual buildings and uses shall not exceed the footprints and densities described in the Parcel Land Use Table, Exhibit D. For purposes of these Development Standards, the term "Owner" shall mean the owner of the Property on the Effective Date of this Ordinance and its successors and assigns.

I. General Project Development Standards

A. Impervious Cover and Non-Point Source Pollution Control Standards for Water Quality Controls

1. <u>Impervious Cover.</u> The impervious cover authorized for this Project shall not exceed

2,096,115 square feet as depicted in the Parcel Land Use Table, Exhibit D. For the purposes of this Ordinance, impervious cover is defined as buildings, parking areas, roads, and other impermeable man-made improvements covering the natural land surface that prevent infiltration as further defined in Section 20.04.044 except as exempted per Section 20.04.050(a)(3). Owner shall provide to the City as a condition of approval of any Site Plan for the Project a running total of the amount of impervious cover used by previous Site Plan approvals and the amount of impervious cover remaining within the Project. Provided however, that the impervious cover authorized by this section is only authorized to the extent that such development and each parcel can meet the water quality standards and treatment requirements described in Section 2 below. If any parcels are subdivided and sold such parcel shall be sold with a deed recordable document or by plat note evidencing the amount of impervious cover applicable to development of the parcel and consistent with the requirements of this Ordinance. Areas constructed exclusively for use as a fire lane shall receive 50% credit against impervious cover if constructed with pervious pavers or similar pervious surfaces and so long as such materials are maintained.

2. Water Quality and Treatment. The Project shall meet portions of the requirements of Chapter 20.04, City's Code of Ordinances as described below and in Exhibit E except that (i) the pollutant removal requirements shall be a minimum of 90% removal, (ii) best management practices (BMP) as described in the LCRA Highland Lakes Ordinance Technical Guidance Manual, 2007, Section I, Chapters 3, 4, and 5 may be utilized to meet the pollutant removal requirements, but must be designed to meet public improvement standards, and (iii) water quality ponds may be located within the 100-year flood plain as further described in Section I,G. Water quality BMPs will be sized in accordance with City of Austin Environmental Criteria Manual (ECM) or LCRA Highland Lakes Water Quality Ordinance (HLWO) requirements, at Owner's election. Pollutant removal efficiencies shall be consistent with the methodology being used, i.e. if LCRA is being used, then removal efficiencies shall be assumed as published by LCRA. In an effort to improve biological uptake of total phosphorus (TP), biofiltration vegetation shall be used in all controls, including the extended detention basin. The sizing of the secondary and tertiary ponds shall be based upon infiltration test results and supporting calculations. In addition to the LCRA Highland Lakes Ordinance Technical Guidance Manual, 2007, Section I, Chapter 3, 4, and 5, the following sections of the City's Code of Ordinances also shall apply to the Project: 30.03.010 (not including sections h and i), 20.04.049(e), 20.04.056, 20.04.057, 20.04.104, 20.04.104.1, 20.04.110 and 20.04.111. All water quality controls and treatment systems necessary to the Project at full build out shall be considered for approval in conjunction with the first Site Plan application applicable to the Project and shall be constructed prior to issuance of the first Certificate of Occupancy issued

for the Project, with the exception of parcels A, L, and Q. Water quality controls and treatment systems necessary to the Project for parcels A, L, and Q shall be considered for approval in conjunction with the Site Plan application applicable to each of those parcels and shall be constructed prior to issuance of the first Certificate of Occupancy issued for each of those parcels.

Project Water Quality for all parcels, except A, L and Q, shall be treated in regional water quality ponds located on parcels O and P. Owner shall provide to the City as a condition of approval of any Site Plan for the Project a running total of the amount of treatment capacity used by previous Site Plan approvals and the amount of treatment capacity remaining in the regional water quality ponds. If any parcels are subdivided and sold, such parcels shall be sold with a deed-recordable document or plat note, evidencing the amount of water quality treatment capacity applicable to the development of the parcel and consistent with the requirements of this ordinance.

Water quality and detention ponds or re-irrigation areas which utilize vegetative areas for treatment and which are not concrete constructed structures shall be designed and constructed so that they are park-like areas that blend into the natural environment and are accessible by the general public. Water quality or detention ponds which are concrete structures shall be designed and constructed to blend in with the natural environment. They shall be faced with stone, and exposed concrete shall be minimized, landscaped, and screened as depicted in the Concept Plan B-20.

B. Uses. At full development, the Project will include a mix of uses, which is controlled by the Development Standards herein and in particular the Parcel Land Use Table, Exhibit D. For purposes of this section, multifamily residential building area means square footage associated with multi-storied attached residential structures regardless of whether they are owner occupied or for rent. Hotel, Loft Residential over Retail and Senior Living shall not be counted as multifamily. Attached Townhouses are considered single family. Detached condominiums whether offered for sale or rent shall be considered as single-family, but multi-storied attached condominiums will be considered multifamily even if offered only for sale. Uses are authorized for each parcel as per Section IV of these Development Standards and the Parcel Land Use Table, Exhibit D. The authorized uses are defined as follows:

1. <u>Residential Uses:</u>
   i. Single-family Detached (on fee simple or condominium-regime lots).
   ii. Single-family Townhouse (attached, on fee simple or condominium-regime lots).
   iii. Loft Residential. Loft Residential is further defined as a residential dwelling that is located directly above the nonresidential ground floor of a multistory building.

iv. Multifamily (apartments and multi-storied attached condominiums).

2. Senior Living Uses are defined by the City's Code of Ordinance Section 32.05.014 as Assisted Living Facility, Continuing Care Retirement Community, Retirement Housing for Elderly and further understood to include Skilled Nursing Facility as also defined in City's Ordinance Section 32.05.014, and Memory Care.

3. Hotel Use is defined as a commercial establishment providing nightly accommodation, food and drink, retail shops, meeting rooms and event spaces, spa, and fitness services.

4. Retail Uses. The uses listed below shall be considered retail uses for the purposes of the Project. A "P" indicates the use is permitted. A "C" indicates a Conditional Use Permit will be required before the use can be developed in the Project.

Retail Uses	Permitted (P) or Conditional (C)
Alcoholic Beverage Sales for Consumption on Premises; provided the establishment derives less than seventy-five (75%) percent of its gross revenues from the on-premises sale of alcoholic beverages.	P
Alcoholic Beverage Sales for Consumption Off-premises	P
Amusement Services (Indoors)	C
Dance Hall/Dancing Facility	C
Day Spa Defined as a business which provides a variety of services for the purpose of improving health, beauty and relaxation through personal care treatments, such as massage; facials; waxing; body wraps; salt scrubs; manicures; pedicures; aromatherapy and similar, but specifically excluding services requiring medical licensure.	P
Dinner Theatre	P
Exercise Studio (Indoor)	P
Fitness Boot Camp (Outdoor)	P
Health Club (Physical Fitness)	P
Motion Picture Theatre (Indoors)	P
Museum	P
Performing Arts Instruction Center	P
Restaurant, including Outdoor Dining- No in-vehicle service - see definition in City's Code of Ordinance Section 32.05.014	P
Restaurant - in-vehicle service - see definition in City's Code of Ordinance Section 32.05.014; eligible for CUP on Parcel K Only	C
Theatre (Non-Motion Picture)	P
Video Rental/Sales	P
Church/Place of Worship	P
Civic Club	P
Electrical Generating Plant	C

Electrical Substation	C
Electrical Transmission Line	C
Emergency Care Clinic	P
Fire Station	P
Franchised Private Utility (not listed)	P
Fraternal Organization	P
Gas Transmission Line (Regulating Station)	C
Governmental Building (Municipal, State or Federal)	P
Library (Public)	P
Mailing Service (Private)	P
Non-Profit Activities by Church	P
Philanthropic organization	C
Phone Exchange/ switching Station	C
Police Station	P
Post Office (Governmental)	P
Rectory/Parsonage	P
Sewage Pumping Station	P
Utility Distribution Line	P
Wastewater Treatment Plant (Public)	P
Water Supply Facility (Elevated Water Storage)	P
Water Supply Facility (Private)	P
Water Treatment Plant (Public)	P
Antique Shop, Sales Indoors	P
Appliance Repair	P
Artist Studio	P
Automatic Teller Machines (ATM's)	P
Bank	P
Barber Shop (Non-College)	P
Beauty Shop (Non-College)	P
Catalog Sales with Showroom Defined as follows: A store where customers make purchase primarily from a catalog, with limited sales from the display floor. Goods may be picked up immediately, at some future time, or delivered. No more than twenty (20) percent of gross floor area may be devoted to storage.	P
Communication Equip (Install/ Repair-No outdoor sales/storage)	C
Kiosk (Providing a Service)	C
Laundry/Dry Cleaning (Drop Off/Pick Up)	P
Locksmith	P
Photo Studio	P
Photocopying/Duplicating	P
Real Estate Office Up to one (1) real estate office may be established within the Main Street District of the Project.	P
Shoe Repair	P
Tailor Shop	P

Travel Agency	P
Accessory Building/Structure (Non-Residential)	P
Art Dealer / Gallery	P
Bakery (Retail)	P
Bike Sales and/or Repair	P
Book Store	P
Cafeteria	P
Confectionary Store (Retail)	P
Consignment Shop	P
Drapery Shop / Blind Shop (No Manufacturing)	P
Florist	P
Food or Grocery Store	P
Furniture Sales (Indoor)	P
Garden Shop (Inside Storage)	P
Handicraft Shop	P
Hardware Store	P
Major Appliance Sales (Indoor)	P
Market (Farmer's)	C
Needlework Shop	P
Pet Shop / Supplies	P
Pharmacy	P
Recycling Kiosk	C
Retail Shop and General Retail Stores	P
Vacuum Cleaner Sales and Repair	C
Veterinarian (Indoor Kennels)	C

5. Office Uses. The uses listed below shall be considered office uses for the purposes of the Project. A "P" indicates the use is permitted. A "C" indicates a Conditional Use Permit will be required before the use can be developed in the Project.

Office Uses	Permitted (P) or Conditional (C)
Bank	P
Data Center * Data Centers occupying more than 35% of a building's area are required to obtain a Conditional Use Permit.	P/C*
Offices, Professional and General Business	P
Savings and Loan	P
Credit Union	P
Financial Services (Advice/Invest)	P
Retail or Services, Incidental	P

6. Recreation Uses. The following uses shall be considered permitted recreation uses for the purposes of the Project: private neighborhood recreation facilities or private parks

and public recreation as defined by the City's Code of Ordinances.

7. In addition to the uses listed above, Contractors shall each be allowed to have a Temporary On-site Construction Office at the locations depicted and approved by subsequent Site Plans. Temporary On-site Construction Offices shall be permitted when there is active construction on a site and shall be removed within 30 days of final site acceptance or Certificate of Occupancy, whichever comes first.

8. The permissibility within the Project of new or unlisted uses, defined as those uses not listed in this section or within the City's Code of Ordinances Section 32.04.001, shall be determined by the process outlined in City's Code of Ordinance Section 32.04.001(d).

9. Hours of Operation. All permitted Retail uses within the Project, with the exception of restaurants and health-care facilities, , shall have hours of operation between 7:00 a.m. and 9:00 p.m. Restaurant hours of operation shall not extend beyond 10:00 p.m. Sunday – Thursday, and 12:00 a.m. Friday-Saturday. Office uses with hours of operation that extend beyond 7:00 a.m. and 9:00 p.m. shall install motorized window coverings on automatic timers to be utilized in the areas occupied during those extended hours. Such required window coverings shall block a minimum of 95% of the inside light from external view. There shall be no outdoor amplified sound after 8:00 p.m. Sunday – Thursday and 10:00 p.m. Friday-Saturday. Deliveries within the Project are prohibited between the hours of 11:00 p.m. and 6:00 a.m.

C. Streets, Lots, Parking, Service Areas and Utilities

1. Internal Streets. Streets shall be constructed in accordance with the City of Austin, Texas, Transportation Criteria Manual, standards for public improvements in effect on January 24, 2017, and Chapter 30 of the City's Code of Ordinances as amended and included in Exhibit E. at the locations as generally depicted on the Concept Plan B-6 and will have minimum widths as depicted on the Streetscape Sections of the Concept Plan B-8 – B-12. Silvertree Drive shall connect to Great Divide Drive, which may have a right-of-way less than the 80 feet required by 30.03.001c(10)(C). Except for Great Divide Drive, streets shall be private and shall be constructed and privately maintained by a Property Owners Association or West Travis County MUD8 ("MUD8"); provided however, that streets may not be gated and City may enforce speed limits, traffic signs and no-parking zones within the Project. The portion of Streams Edge Lane west of the plaza shall have a design speed of 20 mph. The portion of Silvertree Drive east of Spanish Oaks Club Boulevard shall have a design speed of 20 mph. The intersection of Silvertree Drive and Great Divide Drive shall be

designed to accommodate the turning movements of delivery trucks and standard sized vehicles with horse trailers. Alleys shall be permitted and shall not be required to be constructed using reinforced concrete. Documents to implement traffic enforcement shall be approved in conjunction with Site Plan approvals that propose road construction. Other than the street connections depicted in the Concept Plan B-6, no other street connections to Great Divide Drive or Highway 71 shall be authorized. Also, no curb cut directly to Parcel L or to the Parcel B garage off of Great Divide Drive is authorized. Parcel A curb cuts shall be limited to the minimum number of curb cuts needed for safety, and one curb cut shall align with Silvertree Drive unless an alternative configuration is authorized by Council in conjunction with Site Plan approval. If a second curb cut is required, it shall not be located north of Silvertree Drive. Parcel A is authorized to have more than the two driveways if required by Travis County ESD #6.

2. Parking. A Parking Study will be required in conjunction with each Site Plan application only if shared, valet, and/or reduced parking is being proposed; otherwise parking requirements shall be determined in accordance with the City's Code of Ordinances Section 32.05.001(f) Parking Requirements by Use, and as follows for residential uses:
   i. Single-family Detached units shall adhere to the parking standards of Section 32.03.005(d)(4) of the City's Code of Ordinances;
   ii. Single-family Townhouse units shall adhere to the parking standards of Section 32.03.006(d)(4) of the City's Code of Ordinance with the exception that front-facing garages are allowable on internal private drives and tandem garages for two cars are acceptable;
   iii. Loft Residential units shall adhere to the parking standards of Section 32.03.007(d)(6) of the City's Code of Ordinances; and
   iv. Multifamily units shall adhere to the parking standards of Section 32.03.007(d)(6) of the City's Code of Ordinances.

For Senior Living uses the parking ratio for Assisted Living units shall be 1.0 space per unit. The parking ratio for Skilled Nursing Facilities and Memory Care shall be in accordance with the parking ratio as stated in Section 32.05.001(f) (30) of the City's Code of Ordinances, and the parking ratios for Continuing Care Retirement Communities shall be in accordance with those for assisted living, retirement housing for the elderly and nursing homes as applicable based on the number and types of units, beds, and other spaces within the facility.

The parking ratio for Data Centers shall be 1.0 space per 1,000 sq. ft.

Shared and reciprocal parking shall be allowed across the entire Project, regardless of any parcel or lot lines, as long as demonstrated viable by a Parking Study. However, a Certificate of Occupancy shall not be issued until all parking required to serve the associated building has been constructed. Because street widths vary within the Project, on-street parking may be authorized only as depicted in the Concept Plan B-8-B-12. On-street parking may be counted towards the required parking of the uses in the adjacent block only.

The Project is intended to reflect four primary types of parking: structured multi-level garages adjacent to buildings, below-grade garages, in-building private garages, and surface parking. Additional categories of parking that are also authorized in conjunction with a Site Plan approval include podium parking and wrapped parking. Surface Parking shall be authorized at full Project build-out generally as stated in the Parcel Land Use Table Exhibit D and Section IV herein. Surface parking may also be authorized in conjunction with Site Plan approval for the first permitted buildings on Concept Plan Parcels B, C, and D, until additional buildings are permitted on the parcel, at which time structured or below-grade garages shall replace portions of the surface parking.

i. Structured Parking shall be configured generally as described in the Parcel Land Use Table Exhibit D and Section IV herein. The structures are required to include level-floor internal ramps with a usable ceiling height at the ground level and to be lower than the adjacent buildings that they serve. Structured parking garages are allowed to have rooftop terraces or shaded parking on the roof deck, though shaded parking on the roof deck will be within height limitations. The requirement for level floors and usable ceiling height at the ground level shall provide for the conversion of at least one level of any parking structure into an occupied use as the Project evolves. Conversions of parking garage use to another use can only be considered for approval in conjunction with a Concept Plan Amendment.

ii. Below-grade garages are authorized as generally described in the Parcel Land Use Table Exhibit D and Section IV herein. Below-grade garages shall be primarily located in the Main Street District of the Project and in conjunction with the hotel and spa uses, unless otherwise submitted for approval at Site Plan. Below-grade garages may extend under buildings and under streets and other improvements.

iii. Podium parking is authorized as generally described in the Parcel Land Use Table Exhibit D and Section IV herein. Podium parking is defined as a structured parking garage beneath a building where, on a sloping site, at least one but not all façades of the building meet ground level.

iv. Wrapped parking is authorized as generally described in the Parcel Land Use Table Exhibit D and Section IV herein, consisting of a central parking structure embedded within a building complex such as a higher density residential development.

v. In-building private garages are authorized as generally described in the Parcel Land Use Table Exhibit D and Section IV herein, in conjunction with for-sale or for-rent residential components of the Project, including Loft residential buildings, townhouses, and detached single family.

3. Utilities. Utilities within the boundaries of the Property and any utility extensions to the Property shall be located underground. Off-site storm sewer lines may be located within the 75-foot setback on the south side of Highway 71 as depicted in the Concept Plan B-4. The existing overhead electric service to the Homestead subdivision will be reconstructed underground on the Property but will return to overhead service crossing Little Barton Creek and southward. "Gang-style" boxes may be permitted, if adequately screened in accordance with the City's Code of Ordinances Section 32.05.003. Ten foot (10') easements shall be allowed for dry utilities.

4. Minimum Lot Widths/Configuration. Minimum lots widths shall be 100 feet as measured along the primary road frontage, with the exception of attached townhomes that are a minimum of 24 feet maintaining an average of 30 feet within a specific parcel. The requirements of the City's Code of Ordinances Section 30.03.006(d), (e), and (h) shall not apply to non-residential uses within the Project.

5. Service Areas. Service areas shall be located and screened in accordance with the City's Code of Ordinances Section 32.05.003. In addition, (i) front service is authorized only for the Main Street District unless otherwise approved in conjunction with Site Plan approval; (ii) Multifamily Residential buildings may locate service areas within garages; (iii) loading and service areas for buildings adjacent to Little Barton Creek shall be located and accessed from the ends of buildings rather than the backs adjacent to the Creek and/or within garages and shall be fully screened.

6. Setbacks. Building setbacks shall be required as generally depicted in the Concept Plan B-4 and as described herein. Above grade structures, unless expressly authorized, are prohibited within the building setbacks. This prohibition does not include landscaping, hardscaping and recreational trails, or parking within the setbacks in the Main Street District as depicted in the Concept Plan B-9.

i. State Highway 71 West Setback. There shall be a minimum setback of 75 feet

from the Hwy. 71 right-of-way line. Within that setback shall be allowed landscaping, including berms; small retaining walls (less than 3 feet in height); landscape lighting; shallow grass swales of not more than three feet in depth for water quality purposes; trails; underground utilities, storm sewer and irrigation water lines and other structures as authorized by the City's Code of Ordinances. In particular Owner may construct up to a six-foot-high (6') rock wall (slightly higher where grade dips) to match the existing rustic stone wall in appearance as depicted in the Concept Plan B-20. The wall shall be located as far as practical from the Property line while matching the location of the existing wall but shall be authorized to meander to avoid trees.

ii. Great Divide Drive Setback. Minimum building setbacks on parcels A, B and L from Great Divide Drive right of way shall be as described herein and depicted in the Concept Plan B-4. On Parcel L, Owner shall construct a six- to nine-foot tall masonry and/or stone wall along the setback line a minimum of 10' from existing public ROW of Great Divide Drive (which is approximately 35' from edge of paving). Facing Great Divide Drive, this wall shall match the look of the Owner-installed wall within the Highway 71 setback area.

iii. Water Quality Buffer Zones ("WQBZ"). There shall be a setback of 100 feet from the center line of Little Barton Creek. There shall be a setback of 100 feet from the center line of Freitag Creek on the east side of the Property and an 85-foot setback from the creek tributary on the west side of the Property. A creek maintenance and protection plan shall be required in conjunction with the approval of the first Site Plan. The City of Austin IPM Plan as of 01/24/2017 as cited in Exhibit E will be the criteria used to create this manual.

WQBZ shall remain free of construction, development, or other alterations, except as expressly authorized below. Roadways crossing through the WQBZ are prohibited with the exception of the one (1) crossing depicted in the Concept Plan on Parcel Q, necessary as the possible connectivity to the east can only be reached by crossing the WQBZ. In addition, the existing wastewater collector will be adjusted per the CLOMR modification and will cross the WQBZ as necessary. Other alterations within the WQBZ may be approved in conjunction with Site Plan approval and include utility crossings, but only when necessary, fences, low impact parks, and open space. Roadways and utility crossings should be approximately perpendicular to the buffer zone. Low impact park development within the WQBZ shall be limited to trails, picnic facilities, and similar construction that does not significantly alter the existing vegetation or introduce impervious cover into the WQBZ, except for insignificant amounts of impervious

cover such as concrete pads for bench or picnic table installation.

Any disturbance of areas within the WQBZ or 100-year floodplain outside of improvements listed above shall be restored to pre-construction conditions or better as soon as reasonably practical following completion of construction.

iv. Building Setbacks. Subject to subsection a and b below, buildings located on internal roads shall be subject to the setbacks as depicted in the Streetscape Sections included in the Concept Plan B-8-B-12.

a. Retail/Restaurant Build-to Lines. Where retail/restaurant buildings face each other across an internal street frontage, the setback depicted may be increased for the accommodation of additional pedestrian amenities.

b. Parking within Setbacks. On-street parking shall be allowed within the setback applicable to subsection a.

v. Zero Lot Lines. Town home and condominium residential structures are authorized to be constructed based upon zero-lot-line setbacks whether developed as a fee simple lot or within a condo regime.

vi. Other Setbacks. All other setbacks shall be in accordance with the Concept Plan.

D. Building Heights.

1. General Building Heights/Height Measurement Methodology. Building heights for all buildings shall not exceed the heights listed in the Parcel Land Use Table, Exhibit D, on a parcel-by-parcel basis and calculated based on the methodology described therein. Building height shall vary due to topography as depicted in the cross-sections in the Concept Plan B-13-B-16, which depicts the relationship between above-ground and below ground stories. Height shall be measured at the highest roof ridgeline or parapet (not including any chimneys, elevator overruns, screened roof-mounted mechanical equipment, or other structural or architectural embellishments located on the roof), or as otherwise stated in the Parcel Land Use Table, Exhibit D.

2. Great Divide Building Height Limit Setback. On parcels A, B and L, there will be a 50-foot (50') setback from Great Divide Drive right of way within which buildings will be limited to a maximum 30 feet (30') in height as measured from grade.

3. Parcel E. The residential building shall be situated on the lower southern portion of Parcel E, shall not exceed 75 feet over the centerline of Highway 71 (measurement

defined in the Parcel Land Use Table, Exhibit D) and shall not exceed four stories facing Highway 71 and five visible/above-grade stories facing south. Above-ground levels of the associated parking garage shall not exceed two levels and shall be visually screened as required in the Development Standards herein.

4. Parcel H. The building on Parcel H may go up to five stories above ground but may not exceed 50 feet over the nearest centerline of Highway 71 (measurement defined in Parcel Land Use Table, Exhibit D). The associated parking garage shall be visually screened as described in the Development Standards herein depending on its construction as wrap, podium or structured.

5. Parcel M. The Inn may have an architectural tower that is up to 70 feet (70') tall as long as that tower does not have occupiable space. Any lighting within the tower will be based on low-level interior downlighting that will be turned off no later than 10:00 p.m. and must be specifically approved with the architectural approval for the Inn/Parcel M.

6. Parking Garages. Structured parking garages shall be below 50 feet in height as measured from the elevation at the nearest centerline of Highway 71 at the center of the garage building and shall not be taller than the adjacent occupied buildings to provide for visual screening. Parking garages shall only have two levels adjacent to Hwy 71 and may have office above on Parcel B but, if so, shall not be more than three total levels. However, due to topography, garages are authorized to contain additional levels so long as the additional levels are not adjacent to Highway 71. Garage levels that are completely underground and are not visible from the exterior shall not count as a level. Garages shall be constructed above ground or below ground as generally depicted in the Parcel Land Use Table, Exhibit D or as described in these Development Standards by Parcel. Parking garage elevations that are not screened with green screens or by an adjacent building shall include a combination of architectural reveals, shadow lines, and embellishments in addition to vertical articulation of the upper level profiles at minimum spacing of every 50 feet in order to provide an acceptable aesthetic appearance to the garage. Garages that are screened by "green screen" shall be screened with drought tolerant (unless using reclaimed water for irrigation) and heat resistant vines. A maintenance agreement shall be required as a condition of Site Plan approval for maintenance of green screens. All structured parking garage levels will be a maximum of 12 feet in height floor-to-floor with the exception of the at-grade level, which shall be a maximum of 14 feet in height floor-to-floor, in order to achieve usable space for potential future uses.

E. Maximum Building Areas/Building Footprints. Building area means the total square

footage of heated and air-conditioned space within a building and including rooftops that are intended to include use(s) requiring additional parking spaces and/or contain vertical elements that create the external appearance of a story, with the exception of shade for a rooftop terrace that does not require additional parking spaces. Actual building areas by parcel shall be determined in accordance with the applicable Site Plan for the parcel and shall not exceed the square footage per parcel set out in the "PDD Max Bldg Area" column of the Parcel Land Use Table, Exhibit D. The Project total shall not exceed 1,965,000 square feet of building area as per the "PDD Max" depicted in the Parcel Land Use Table, Exhibit D. Parking garages are not considered buildings for purposes of calculating the Parcel Maximum or the PDD Maximum building area square footages. Provided however, that structured parking garages within the Project shall be limited to six (6) structures, which may be located on Parcels B, C, D, E, F and H. These structures shall be limited to the building footprints described in the Parcel Land Use Table, Exhibit D and sized to meet the parking requirements per Section I.C.2 within the height limitations of Section I.D.4. Applicant shall provide to the City as a condition of approval of any Site Plan for the Project a running total of the amount of building area approved in previous Site Plan approvals and used by prior vertical construction and the amount of maximum building area remaining within the Project. When a lot is platted or, in the event that a lot is subsequently subdivided, each newly created lot will be allocated a maximum amount of building area that is consistent with the requirements of this Ordinance and recorded in the Deed records.

The building footprint shall mean the gross square footage from outside wall to outside wall for the ground floor of the building or garage. The maximum building footprint for any individual building within the Project shall not exceed 50,000 sq. ft. without meeting the requirements of Section II.A.6. The maximum building footprints and maximum building areas for garages and buildings within the Project are stated on the Parcel Land Use Table, Exhibit D, and such maximum shall not be exceeded except by ordinance amendment, site plan approval or site plan amendments as applicable.

F. Trail System. Hike-and-bike trails shall be constructed as generally depicted in the Trails Map in the Concept Plan B-17. Trails will be located so as to provide connections with the City's broader trail system allowing public access. Trails internal to the Project will be publicly accessible and constructed and maintained by Owner or assigns. In particular, pedestrian connectivity shall be provided from the Project to Great Divide Drive and the 44-acre tract owned by the City on the opposite side of Great Divide. Public access shall be provided by an easement or public declaration to the City on a form acceptable to the City which can be recorded in the deed records. The form of the easement shall include the Owner's maintenance obligations and shall be considered for approval in conjunction with site plan approval. The easement or declaration will be executed and deed recorded only

upon completion of construction of the trails and inspection and approval of the City. Owner may condition public access of the trails upon receipt from the City of liability insurance naming Owner and MUD8 as additional insureds.

G. Floodplain.

Upon completion of the floodplain reclamation, no structures other than trails, underground utilities, storm sewer lines, overhead power to the Homestead subdivision, and water quality ponds shall be located within the designated Flood Hazard Area as depicted in the Concept Plan B-2.

H. Governance/Permitting.

1. Property Owners Association/MUDs. Owner of Phase I and Phase II shall be responsible for ordinance compliance, oversight, maintenance and responsibilities set out in this Ordinance until such time as such Owner assigns such obligations to a Municipal Utility District ("MUD"), and/or a Property Owners Association ("POA"), or similar association or entity, created in accordance with Chapter 30 of the City's Code of Ordinances as referenced in Exhibit E and such assignee expressly assumes such ordinance compliance, oversight, maintenance and other responsibilities. The entirety of the Property shall be included within the POA or MUD authority, as applicable, prior to subdivision of the Property. The Owner or assignee shall be responsible for compliance of the Project with any permits or agreements between the City and the Owner. Documents necessary to establish the POA shall be reviewed and approved by the City in conjunction with Phase I and II Site Plan approvals, or prior to final plat, whichever occurs first to ensure that they conform to this Ordinance and other applicable development standards. The document establishing the POA for long-term maintenance, and other responsibilities set out herein, shall include deed restrictions applicable to the Development Standards which standards shall be identified in a separate and distinct section from the rest of the document and which will provide that such requirements shall not be amended in a way that would contradict this Ordinance without the express consent of the City. The document which provides assumption of the obligations and responsibilities of a MUD shall likewise include similar language. In the event that the POA/MUD does not have authority over portions of the Project, Owner shall continue to be responsible for the oversight, maintenance and responsibilities applicable to such portions of the Project until the POA/MUD or another similar entity is given the authority.

2. Platting/Subdivision.

Owner will comply with Chapter 30 of the City's Code of Ordinances as referenced in

Exhibit E for platting and subdivision for the Project.

i. If any parcel as depicted in the Concept Plan (Exhibit B) is subdivided, all resulting plats shall contain plat notes (or provide separate instruments) that address the list of uses permitted for development on the parcel, the maximum building footprint(s) permissible on the parcel, a maximum amount of impervious cover available, a maximum amount of water quality treatment capacity available and the amount of gross building area available for development to the parcel(s) or tract(s) being conveyed in an manner consistent with this ordinance.

ii. Owner may record final plats prior to Site Plan submittal. Platting will generally adhere to the following chronology. After finalization of this MU-PDD Ordinance, Owner will prepare (i) a Preliminary Plat for the entire site or a preliminary plat for Phase I plus any parcels required to be included as described in subsection 2; (ii) a Final Plat for the entire site or Phase I plus applicable parcel(s); and (iii) a Site Plan for the entire site or Phase I and any applicable parcel(s). Preliminary and Final Plats may be submitted simultaneously.

3. Concept Plan/Ordinance Amendments. The Concept Plan and this ordinance shall be amended by Owner prior to site plan approval in the event that Owner proposes (i) changes to the Project or a Parcel regarding the uses described herein, or (ii) if development is proposed that increases the maximum impervious cover, maximum building or garage footprint, maximum building area square footage, or maximum building or garage height as depicted in Exhibit "B", as listed and described in Exhibit "C", and as stated in the Parcel Land Use Table, Exhibit D, or (iii) any changes in the configuration of Project's internal roadways and associated building setbacks as depicted in Exhibit "B" shall require an Amendment of this Ordinance. Changes to the parcel arrangement as depicted in the Concept Plan, excepting changes limited to the subdivision of parcels or boundary changes to parcels that do not affect the Roadway Plan, will require amendment of the Concept Plan and this Ordinance. With regard to the interior "superblock" comprising parcels G, H, I and J, the total parcel area of Parcel H may adjust in size up to fifteen percent (15%), thereby adjusting the adjacent parcels accordingly without requiring amendment of the Concept Plan or this ordinance, but such adjustment shall not affect the permissible parcel land uses, maximum building or garage footprint, maximum building area square footage, or maximum building or garage height as depicted in Exhibit "B", as listed and described in Exhibit "C", and as stated in the Parcel Land Use Table, Exhibit D. Any changes other than the aforementioned shall be considered in conjunction with Site Plan approval or Site Plan amendment process. Except as otherwise expressly provided in this Ordinance, amendments shall be considered for approval in accordance with Section 32.02.006 of the City's Code of Ordinances.

4. Site Plan/NPS Approvals. Each Site Plan, Site Plan amendment and NPS plan submitted for approval shall be processed in accordance with the applicable Ordinances outlined in Exhibit E and contain a total of the amount of impervious cover, the amount of water quality treatment capacity required (for all parcels other than A, L and Q), and the amount of gross building area developed or allocated to development within the Project to the date of the Site Plan application and be consistent with any previous plat approvals. In addition, each Site Plan submittal shall include a trip count by use to update maximum TIA trip counts for the Project which may trigger an updated TIA in accordance with Section I.M. Furthermore, the first Site Plan shall include a comprehensive environmental assessment of the Property per Section 20.04.059 of the City's Code of Ordinances as included in Exhibit E with no further environmental assessments required for individual parcel Site Plans. Site Plan approvals related to individual parcels within the Project shall expire after two (2) years if no progress towards completion of the Site Plan development has occurred. Site Plans shall be submitted on a parcel-by-parcel basis as such parcels are depicted in the Concept Plan or as otherwise amended.

5. Minor Amendments to Site Plans. "Minor Amendments" of the Site Plan as defined by the City's Code of Ordinances Section 32.02.006(k)(5) for the Project may be approved administratively by the City Manager provided such modifications would not otherwise result in a violation of a specific Development Standard described in this Ordinance, cause an increase in the total amount of impervious cover allowed pursuant to Section I.A.1. of these Development Standards, cause an increase in Maximum Building Area, Maximum Building Footprint, or cause additional encroachments into the setbacks or other easements established for the Project or for a Parcel.

   Modifications that are not Minor Amendments are considered Major Amendments and require approval by City Council in conjunction with a Site Plan Amendment.
   The permanent closure of any roadway within the Project shall be considered a Major Amendment and require approval by the City Council in conjunction with a Site Plan Amendment. Permitted temporary closures shall not, in any event, interfere with access to the traffic signal at Village Oaks Drive and Highway 71.

6. Architectural Pre-design Approval Process. Prior to site plan application for any parcel within the Project, the Owner may submit an architectural package to the City that includes scaled renderings of all four sides of each building proposed for the parcel and a building materials sample board. The Planning and Zoning Commission shall review the architectural pre-design submittal and shall recommend approval, approval subject to certain conditions, or disapproval. If the Commission recommends

approval, with or without conditions, the architectural pre-submittal will be forwarded to Council for consideration. If the Commission recommends disapproval of architectural pre-design submittal, the Commission shall state such disapproval and the reasons therefor. The applicant may revise and resubmit for Planning & Zoning Commission reconsideration or appeal such decision to Council pursuant to the procedures of the City's Code of Ordinances Section 32.02.006(h)(2). Approval by the Council of the pre-design application does not affect the Council's authority to approve or deny any subsequent Site Plan application for a reason other than architectural design. Site plan applications shall be consistent with any architectural pre-design approval. In the event Owner elects to forego the architectural pre-design approval process described above for any parcel within the Project, the architectural package shall be submitted with the corresponding Site Plan.

7. Review/Submittal Fees. Owner shall pay review and development fees in accordance with the City's current fee schedule. Such fees shall not be increased or any new fees added that are not based upon reasonable costs incurred by the City in processing development applications for this Project specifically.

I. Construction. Traffic control plans associated with construction shall be approved in conjunction with each Site Plan application. Owner shall employ commercially reasonable efforts to ensure that construction traffic controls are followed by all employees, suppliers and subcontractors and that construction traffic is minimized during peak traffic times in the day. Construction traffic shall be prohibited on Great Divide Drive with the exception of construction traffic necessary for the development of Parcel A, which lies directly west of Great Divide Drive, and construction of the intersection of Great Divide Drive and Silvertree Drive. Hours of construction within the Project are limited to 7:00 a.m. – 7:00 p.m. Monday – Friday and 8:00 a.m. – 7:00 p.m. Saturday – Sunday.

J. Open Space. The Project will include approximately 21.5 acres (approximately 18 acres excluding Highway 71 setback) of open space as depicted on the Concept Plan B-18. Open space shall be accessible by the public and shall include appropriate trail system amenities. In recognition of the character of the Project as a master-planned mixed-use development and in acknowledgement of the substantial public access and parkland, greenbelts, trail and park improvements that will be provided within the Project as set forth in the Concept Plan, no additional parkland dedication or fees will be required for the Project.

K. Vehicular Connectivity. The Project shall provide right-of-way with a minimum width of 70 feet for connectivity from the eastern property line of the Property to the City of Bee Cave (police station) property line as generally depicted in the Concept Plan.

L. Traffic Improvements/Street Improvements. A Traffic Impact Assessment (TIA) has been completed and reviewed by the City's consulting traffic engineering firm. Owner shall provide a TIA mitigation agreement to fund the mitigation improvements listed in Exhibit "F", attached to this Ordinance, upon City approval of the Phase I site plan and prior to commencement of construction. If the actual cost of construction exceeds the cost estimates in Exhibit F, the Owner shall be responsible for the balance of the pro rata share of the mitigation improvement; if the actual cost of construction is less than the estimate in Exhibit F, the Owner shall receive a refund of the remaining balance of the pro-rata share of the mitigation improvement. Except as outlined above, no additional funding of offsite improvements shall be required so long as the Project traffic volumes do not exceed those in the TIA. If projected daily trip generation for the Project exceeds the 19,012 trips utilized for the TIA, Owner agrees to fund an additional TIA updating the data utilizing the same criteria and fund additional mitigation improvements as may be determined applicable by the TIA update.

Owner shall complete installation of traffic signal at Highway 71 and Village Oaks Drive in conjunction with Phase I infrastructure, though the signal will be operational only upon TxDot approval. Owner shall provide funding through the TIA mitigation agreement for additional traffic improvements at Highway 71 and Spanish Oaks Club Boulevard and Highway 71 and Great Divide Drive, but those improvements shall be implemented when and in a configuration deemed necessary by TxDOT. Cost estimates for modifications to these intersections are included in Exhibit F, but are recognized to be two of several potential variations for modifying turning movements. . Left-hand (westbound) turning movements out of Spanish Oaks Club Boulevard may be limited at TXDOT's discretion, in which case intersections modifications within the private right of way of Spanish Oaks Club Blvd must be accommodated.

II. Development Standards - Design

These Development Standards may be augmented by additional principles to be developed by Owner in a governing set of Covenants, Codes and Restrictions (CC&Rs) for the Project so long as such additions or changes are consistent with the requirements set out in this Ordinance. The City shall review and approve of the CC&Rs for the Project prior to recordation to ensure that they conform to this Ordinance

A. Architecture.

Primary colors and bright or fluorescent colors shall not be used. Building architecture shall be considered for approval at Site Plan for each individual parcel, pursuant to Section I. H. 9 and shall comply with City's Code of Ordinances Section 32.05.005 save and except the Project-specific standards following and elsewhere within this Ordinance, which will control to the extent that they vary from the City's Code of Ordinances Section 32.05.005.

1. Shade. Significant roof overhangs, porches and shade structures (such as awnings, canopies, and colonnades) should be employed where appropriate. Additionally, façade details should be employed to create shade and shadow for architectural interest. Canopies, shade structures, pergolas and colonnades providing sun and rain protection to pedestrians are encouraged and are permitted to extend into setback areas in the Main Street District. Canopies or awnings are encouraged on the north face of a building while colonnades are preferred on the south. Where retail and restaurant uses are contiguous to create a retail concentration, sidewalk shade structures shall be generally continuous along the building frontages, although such shade structures shall vary based on the use within. Shade structures may be made of the Building Materials described below, including glass, natural wood/organic wood substitutes, and metals to include pre-weathered, non-reflective natural copper, galvanized steel, galvalume or zinc, fabric, or materials authorized in the City's Code of Ordinances Section 32.05.005, at the election of the Owner. Primary colors and bright or fluorescent colors shall not be used.

2. Building Materials. Wall materials (residential and non-residential) may be brick, glass, stone, architectural concrete, natural wood/organic wood substitutes, stucco, plaster, tile and/or metal panels to include pre-weathered, non-reflective natural copper, galvanized steel, galvalume or zinc, or materials authorized in the City's Code of Ordinances Section 32.05.005.

3. Roofs. Commercial and multifamily building roofs may be predominantly flat with sloped roof architectural features, to include elements such as hip roofs, gable roofs, single-sloped pitched roofs, curved roofs, butterfly roofs, tower elements, and flat roof elements such as large overhangs and shading elements, such as trellises. Rooftop terraces shall be encouraged for both commercial and residential uses. Single-family Detached and Single-Family Townhouse (Attached) residential roofs will be predominantly sloped but may have flat accent roofs. Sloped roofs will be no greater than 8:12 pitch and no wider than 50 feet from eave to eave. Curved roofs will be no taller than 16 feet above the plate or cornice line. Pitched roof material (residential and non-residential) may be metal, including pre-weathered, non-reflective natural copper, galvanized steel, galvalume or zinc, slate, clay tile or cement tile, or materials authorized in the City's Code of Ordinances Section 32.05.005. All mechanical units must be screened in accordance with City's Code of Ordinances Section 32.05.003(g) and shall not be considered in determining the height of the building. Screening shall be considered for approval at Site Plan.

4. Windows/Glass/Glazing. Windows should be clear glass that is not heavily tinted or

mirrored/highly reflective. While the use of glazing on buildings within the Project should adhere to current environmentally responsible design (cutting energy use by providing daylight) and acknowledge the human desire for natural light, no full-glass curtainwall buildings or mirrored/highly reflective glass buildings shall be allowed. Careful design consideration shall be given to southern and western exposures to provide for shade and heat mitigation versus the eastern and, especially, the northern elevations that should be more open. Building elevations shall be limited to 70% maximum glazing. Glazing shall not be limited by the City's Code of Ordinances Section 32.05.005(c)(11.) governing width of glass windows. For restaurants and retail shops located within the first story/street level of buildings in the Main Street District of the Project, a maximum of 80% glazing on elevations adjacent to roadways shall be allowed, with all other stories and elevations related to those buildings conforming to the glazing restrictions above, the percentage of which shall be calculated independently from the first story/street level glazing percentage.

5. Variation and Articulation. All building sides shall have aesthetic detail including articulation and variation with architectural elements that provide shadow lines and visual depth.
   i. Variation shall be accomplished in accordance with the standards of City's Code of Ordinances Section 32.05.005(c)(3), with the following modification:
      a. For any building elevation adjacent to a roadway, a minimum of five (5) changes in variation, to include colors, textures, design features, and/or building materials, is required, excluding the roof, doors and gutters; the required number of variation or design features is reduced to three (3) changes for all other building sides.
      b. A minimum of thirty-three percent (33%) of the elevation adjacent to a roadway shall contain variation. This percentage is reduced to twenty-five percent (25%) for other building elevations.
   ii. Articulation shall be accomplished in accordance with the standards of City's Code of Ordinances Section 32.05.005(c)(5) with the following exceptions:
      a. The facades of buildings including retail uses located within Concept Plan Parcels F, G, I, and N shall be exempt for the requirements of City's Code of Ordinances Section 32.05.005(c)(5) provided the individual retail tenant spaces within the same structure are visually differentiated from one another on the exterior through variation as defined in Section 32.05.005(c)(3), and provided that the maximum width without variation shall be 40 feet. Additionally, City's Code of Ordinances Section 32.05.005(c)(9) does not apply to these buildings.
      b. The facades of residential use buildings located within Concept Plan Parcels F, J, K, L O, and Q shall be exempt for the requirements of

City's Code of Ordinances Section 32.05.005(c)(5) provided individual residential uses within the same structure are visually differentiated from each one another through variation as defined in Section 32.05.005(c)(3).

c. The facades of buildings shall have wall planes that extend no more than 100 feet in length without articulation.

6. Building Separations. Buildings with footprints of 50,000 square feet and above will have massing and façade articulations that will visually reduce the structures into smaller components to maintain the scale and character of the City of Bee Cave and are subject to approval by the City Council. This strategy will include but not be limited to: changes in plane of the façade at appropriate intervals, physically separating building footprints into smaller pads and connecting them with bridging elements and variations in roof types, roof silhouettes, arcades, window openings and materials. The success of these strategies is at the sole discretion of City Council at the architectural pre-design approval process. The minimum width of any "break" shall be 20 feet. These breaks shall cause the building areas separated by the break to be counted as separate building footprints, however, the building materials used for the facades of theses breaks shall be allocated on an equal basis to the adjoining buildings and be counted towards any applicable proscribed minimum or maximum percentages, e.g. the maximum percentages of glazing permissible under Section II.A.4 above. Larger building footprints shall make best efforts to meet City Code of Ordinances Section 32.05.005(c)(13) but shall not be required to do so.

7. Doors. Glazed garage-style roll-up doors facing roadways will be allowed in the Main Street District for restaurant and retail uses.

8. Elevated Water Storage Tanks and Pump Stations. May be constructed of natural, pre-weathered metal.

B. Landscape

The Project is a master-planned community, and landscaping shall be used to link the various uses so that the overall Project appears as a single community. Rather than dividing the uses, landscaping shall be placed to provide cohesion between the different uses and phases, although there may be subtle differences in the landscaping that, while complementary to the overall landscape plan, provide special identity to a particular neighborhood. Landscaping shall be used to reinforce the connections and not to separate uses within the Project. Final landscaping and hardscape plans shall be considered for approval in conjunction with Site Plan review. Landscaping shall comply with the DA Ordinances in Exhibit E save and except the following Project-specific standards herein,

which will control to the extent that they vary from the DA Ordinances in Exhibit E.

1. Landscape Plans Required. Landscape plans shall be submitted with any application for site plan approval. A landscape plan shall meet the requirements of the DA Ordinances in Exhibit E, modified such that a tree survey related to that specific Site Plan depicting species and size is only required to identify trees 24 caliper inches (24") and greater whether or not such tree will be preserved or transplanted as well as to identify trees four caliper inches (4") and greater proposed to be preserved. Additionally, all Landscape Plans shall include the following and be certified by a Landscape Architect as satisfying the requirements of this Ordinance.
   i. The legal description of the property;
   ii. The name, address and phone number of the landscape architect who prepared the Landscape Plan;
   iii. A topographical map with two-foot (2') contours, referenced to sea level datum, showing building footprints, streets, driveways, utility and drainage easements, parking areas, drainage and utility structures, and other site improvements drawn to scale,
   iv. Specified plant and tree species, container size, initial planted height, plant spacing and caliper size, as appropriate for each type of plant material, included in the proposed landscape;
   v. All installed vegetation shall meet the standards identified in ANSI American Standard for Nursery Stock; and
   vi. Location of and construction details for any landscape ornament or yard art, over 30 inches in height, including but not limited to, windmills, wagons, and other similar design features.

2. Tree Mitigation: Based upon an assumption there are eight (8) eight-inch (8") caliper trees per acre across the approximately 56-acre net development area, Owner shall mitigate, either by preservation, transplantation or replacement, a minimum of 3,584 caliper inches of trees. Any tree measuring 24 caliper inches (24") or greater that will not be preserved or transplanted shall be mitigated at a rate of three-hundred percent (300%) in addition to the required minimum 3,584 caliper inches.

3. Tree Mitigation Calculations: All trees with a minimum four-inch (4") caliper, whether preserved or proposed in a landscape plan, shall count toward the mitigation percentage. In order to promote the retention of larger trees, all preserved or transplanted trees with a caliper equal to or greater than twelve inches (12") may be computed at one hundred fifty percent (150%) of their actual caliper in the post-development calculation. Clusters of three or more trees located less than ten feet apart shall be credited at one hundred fifteen percent (115%) for each tree in the

cluster with a minimum four-inch (4") caliper.

Replacement trees may be planted within the Project, including street trees as discussed in Section II.B.5ii; within the required 75' State Highway 71 Buffer; or within designated WQBZ as construction of the relevant project per an approved site plan is completed. In lieu of on-site mitigation, Owner may choose to pay a fee in the amount of $250 per caliper inch to the City.

4. Required Maintenance and Replacement of Dead Plantings. Dead plant materials within required plantings, landscape areas, green screens and other areas, as per the approved landscape plan, shall be replaced within three (3) months after they die.

5. Planting and Irrigation
   i. Landscaping of Street Yards.
      a. Street yards shall be defined in the City's current Code of Ordinances Section 32.05.002(c).
      b. With the exception of street trees per Section II.B.5(ii), no newly planted trees in the public right-of-way shall be counted towards the satisfaction of street yard landscaping requirements.
      c. Where landscaping of the natural roadway buffer as described in Section (6) below is required, street-yard landscaping shall not be required.
      d. Street-yard landscaping requirements shall apply in addition to any applicable parking lot or vehicular use area landscaping requirements.
   ii. Street Trees. Shade/canopy trees planted in an orderly fashion along streets add to the definition, comfort and safety of the street. Tree types may be varied by street to create variety and a greater sense of place. Tree spacing shall be between 15 feet and 35 feet depending on the neighborhood and in a regular pattern that creates or reinforces the line of the street. Street trees shall continue to within 20 feet of any significant street corner (closer on pedestrian thoroughfares). Once established, the spacing pattern of street trees should not be broken nor trees removed along that street for driveways, buildings, or other special circumstances if at all possible. Every reasonable effort shall be made to design around the trees for these circumstances before removing them. Street trees shall be of at least a four-inch (4") caliper, or 15 feet in height, at the time of installation.
   iii. Tree Planters. Tree wells or trenches within which trees are being placed will be sized to ensure that the trees will thrive.
   iv. Irrigation. All landscaped areas shall be fully irrigated.
   v. Green Screens. All structured parking garages will have green screens or other approved architectural screening on those elevations fronting a public

thoroughfare in addition to normal landscaping for screening and buffering. Green screen plantings must achieve a minimum of 60% block of the view of the parking from ground level within in 24 months or two growing seasons of installation, whichever is greater and 90% within four growing seasons.

6. State Highway 71 Buffer Landscaping. Except for the clearing necessary to provide utilities, sidewalks, or access, no clearing of trees shall be permitted within seventy-five feet (75') of State Highway 71. Any planting in this roadway buffer shall emulate the natural form of the rural landscape. Formal planting patterns with uniform intervals are not allowed. Plant materials shall be grouped informally, emulating native patterns. Planting shall provide the appearance of depth to the site, not just a single-dimensional screen.

   i. A minimum of twelve (12) trees – seven (7) two-inch caliper trees, three (3) three-inch caliper trees, and two (2) four-inch caliper trees – shall be planted per 100 lineal feet of roadway buffer (not including drives or other access points). Credit shall be provided for any existing trees within the roadway buffer on a one-for-one basis, except for Celtis Occidentalis (Hackberry), Juniperus Virginiana and Juniperus Ashei (Common Cedar) with a caliper of less than twelve (12) inches, which shall receive no credit.
   ii. Small trees and shrubs shall be planted where there is no existing understory plant material within the roadway buffer. Such materials shall be provided in a quantity sufficient to produce a natural screen within twenty-four months or two growing seasons of installation, whichever is greater, when combined with trees and existing vegetation in the roadway buffer.
   iii. Trees planted in the 75-foot setback shall consist of shade trees with a height two times the height of the Owner-installed rock wall.

7. Parking Lot Shading. A minimum of twenty-five percent (25%) of each surface parking lot or vehicular use area within the Project shall be shaded in accordance with the requirements and standards of the City's Code of Ordinances Section 32.05.002(f)(14).

III. Development Standards - Lighting

A. General Lighting Standards.

Lighting plans shall be approved in conjunction with Site Plan approval. Lighting within the Project shall comply with the requirements of City's Code of Ordinances, save and except the following Project-specific standards, which will control to the extent that they vary from the City's Code of Ordinances as follows:

Outdoor lighting shall refer to current IES Outdoor Lighting Level Guidelines for safety and personal security in areas of public assembly and traverse, as well as municipal, commercial, industrial, and institutional uses where there is outdoor public activity during hours of darkness. Glare and light trespass control shall be required to protect inhabitants and adjoining landowners from the consequences of stray light shining in inhabitants' eyes or onto neighboring properties. These glare, light trespass, and light pollution requirements shall apply to all uses, including residential.

1. Optical Control. Fixtures with good optical control shall be utilized to distribute light in the most effective and efficient manner.
2. Shielded Outdoor Light Fixtures. Only shielded outdoor light fixtures may be utilized.
3. Automatic Timers. Indoor and outdoor light fixtures shall only be energized when necessary by means of automatic timing devices. Except for fixtures used for life safety or security purposes, light fixtures shall be turned off between 8:30 p.m. and sunrise, or when a property closes for business and is not in operation 24 hours. Automatic sensors or building automation will control after- hours light trespass from office buildings.
4. Minimum Quantity. The Project shall utilize only the minimum quantity of light to meet the lighting criteria as depicted in the current IES Outdoor Lighting Level Guidelines.

B. Outdoor Lighting Types
1. Signage Lighting. Shall meet the City's Code of Ordinances except as allowed in the Main Street District.
2. Streetlights. In order to minimize light pollution and the overspill of lighting onto residential properties, and in order to preserve the integrity of nighttime darkness, which is valued by City residents, and the visibility of stars and heavenly bodies, no streetlights shall be required in any residential area of the Project. Where provided, street lighting light sources shall be LED and have a Kelvin Temperature of 3500K with an allowed variance of 150 Kelvin higher or lower.
3. Parking Garage Lighting. It is the purpose of this section to create standards for parking garage lighting design that will minimize glare, light trespass, light pollution and urban sky glow and curtail the degradation of the overall nighttime visual environment. Parking garage structures shall comply with the following:
   i. Optical Control. Fixtures with good optical control shall be utilized to distribute light in the most effective and efficient manner.
   ii. Shielded Outdoor Light Fixtures. Only shielded outdoor light fixtures may be utilized.
   iii. Automatic Timers. Parking garage light fixtures shall only be energized when

necessary by means of automatic timing devices. Except for fixtures used for life safety or security purposes, certain outdoor light fixtures shall be turned off between 8:30 p.m. and sunrise when a property closes for business and is not in operation 24 hours.

iv. Kelvin Temperature. Parking garage light fixtures shall be Metal Halide, fluorescent or LED outdoor light fixtures with a Kelvin Temperature rating not over 3500K with a variance range no more than 150K.

v. Design Solution. A parking garage lighting design solution shall block the direct view of the light source when viewed from outside the parking structure, either by fully shielded light fixture selections and/or a façade design developed in a manner so as to obstruct direct view of the light source. Lighting within the Parking garage shall be shielded and constructed flush with the ceiling (not recessed). Low wattage bollards and/or wall packs instead of light poles shall provide lighting on the upper deck of the parking garages. All wall-packs shall be fully shielded.

vi. Enforcement. Light fixtures in parking garages within the Project that are constructed after approval but do not meet these requirements shall be replaced prior to occupancy of the associated building(s).

4. Special Event or Holiday Lighting. Construction, emergency or special event/holiday decorative lighting is allowed, provided that the lighting is temporary, and is discontinued within seven (7) days upon completion of the project or special event and fourteen (14) days upon the completion of the holiday for which the lighting was provided.

C. Outdoor Lighting Approved Materials, Installation and Maintenance

1. Light Sources. The efficiency of a light source is measured in lumens per watt, also called efficacy. Sources also vary significantly in lamp life, color temperature when illuminated). Selection of a source must take into consideration these factors. The following is a list of the Project's allowable light sources:

i. LED
ii. Metal Halide
iii. Fluorescent
iv. Tungsten Halogen (also called Quartz)
v. Incandescent
vi. Neon/argon (only in Main Street District as indicated in the Concept Plan B-5

With the exception of neon/argon, which are allowed only in the Main Street District, all allowable light sources shall not exceed a Kelvin Temperature of 3500K.

2. Mounting Height. Outdoor pole-mounted (excluding roadway and street lighting) in parking lots shall not exceed eighteen feet (18'-0") in height, including base, as measured from the immediate adjacent grade to the top of the fixture. Building-

mounted light fixtures shall not be used to provide parking lot lighting.

3. Pole Mounts. Poles shall be placed on pedestals or mounted away from vehicular traffic. Breakaway pole bases shall not be used near pedestrian traffic since falling poles could inflict major injuries and property damage. Within parking areas, all poles shall be located in landscaped medians or islands.
4. Bollard Lights. Bollard lights are to be utilized in high-traffic areas and are encouraged to be surrounded by edging to reduce the chance that lawn maintenance equipment will come into contact with them. Durable vandal-proof luminaire construction is encouraged for use in public settings.
5. Low-level Landscape/Walkway Lighting. Low-level landscape/walkway lighting shall be allowed. Landscape/walkway lighting must be low-voltage and fixtures shall be of the cutoff luminaire type if the rated output of the lamp or light source is greater than 1,800 lumens.
6. Up-Lighting. Up-lighting is prohibited.
7. Replacement of Inoperative Fixtures. Inoperative luminaires shall be brought into full compliance upon replacement including source, cutoff fixture type and aiming. The new or replacement outdoor lighting fixture shall be brought up to the current approved standards if installed longer than eight (8) years or, if not installed longer than eight (8) years, be replaced to match the standards under which the Project was approved.

IV. Development Standards by Parcel

The narratives below outline the development intent for each parcel. For a detailed description of parcel design parameters, please refer to the Parcel Land Use Table, Exhibit D. If there is a conflict between these narratives and the Parcel Land Use Table, Exhibit D, the Parcel Land Use Table, Exhibit D shall control.

A. **Parcel A – Approved Uses: Senior Living; Residential**. This site has an initial designated use as Senior Living and includes services such as food service to the residents. The Senior Living on this parcel may provide not only independent living but also assisted living as well as skilled nursing and memory care. Other approved uses are single-family detached residential or townhomes. The site is accessed by Great Divide Drive along the east and has a 75-foot building setback from Highway 71 on the north with no access from Highway 71. A tributary of Little Barton Creek that runs only during storm events is along the west and south of the parcel. The parcel has both floodplain and setback restrictions from the creeks and tributaries.

B. **Parcel B – Approved Uses: Office; Retail (maximum of 20% gross building area to be retail); Senior Living**. This site is initially designated for a combination of Office or Senior Living and specialty retail/specialty grocery/restaurant uses. Data center use is

included as an office use. However, data centers are intended to occur in office buildings predominately below grade and as a use in conjunction with usual and customary office uses. If a data center is intended to occupy more than 35 percent of the building's building area, a Conditional Use Permit ("CUP') is required. Senior Living uses also are approved for this parcel, including services such as food service to the residents. Parcel B is at the southwest corner of the primary entrance to the core of the Project, which occurs at the intersection of Highway 71 controlled by the planned traffic light previously permitted for this Project. Parking is anticipated to be primarily in a single parking structure, but development of a first phase with surface parking and a second phase to include structured parking is allowed. If a parking structure is adjacent to Great Divide Drive or Highway 71, it will be treated with green-screen landscaping or approved architectural screening on the elevations of the structure adjacent to those public thoroughfares as well as significant landscaping in the adjacent setback areas. Owner will also have the option of having Office or Senior Living uses above a parking structure provided it does not exceed the height limitation outlined in the Parcel Land Use Table, Exhibit D. On the southern portion of the site, approved uses may be located in front of or within the ground level of the parking structure. This parcel may include a retail use on the northeast corner at Highway 71. The retail use may have surface parking. Curb cuts on Highway 71 and on Great Divide Drive are prohibited, and a 75-foot landscaped building setback shall be provided along the highway frontage.

C. **Parcel C – Approved Uses: Office; Retail (maximum of 20% of gross building area to be retail).** This site is the southeast corner of Village Oaks Drive and Highway 71 at the planned traffic signal and abuts the intersection of Spanish Oaks Club Boulevard and Highway 71 on its east. The primary use is office, with retail, data center and restaurant as additional permitted uses to support the office use. However, data centers are intended to occur in office buildings predominately below grade and as a use in conjunction with usual and customary office uses. If a data center is intended to occupy more than 35 percent of the building's building area, a CUP is required.

The office buildings on Parcel C are located on the Highway 71 corners at Village Oaks Drive and Spanish Oaks Club Boulevard. Retail with convenience surface parking may be located on Parcel C. The office buildings are currently configured to allow development of a first phase with surface parking and a second phase to include structured parking. At build-out, parking for the office uses will be provided internal to the parcel in a garage or garages constructed partially below grade into the elevation drop from Highway 71. Garage(s) will be treated with green-screen landscaping or other architectural screening on the elevations of the structure adjacent to Highway 71 and will have significant landscaping in the adjacent 75-foot Highway 71 building setback area.

D. **Parcel D – Approved Uses: Office; Retail (maximum of 20% of gross building area to be retail).** This is a site with a primary use of office and related parking. Additional approved uses are retail/restaurant and data center as office support uses. However, data centers are intended to occur in office buildings predominately below grade and as a use in conjunction with usual and customary office uses. If a data center is intended to occupy more than 35 percent of the building's building area, a CUP is required. The office buildings are currently configured to allow development of a first phase with surface parking and additional phases to include structured parking. The Highway 71 frontage has a landscaped 75-foot building setback and no curb cuts to the highway. Parking garage elevations adjacent to Highway 71 will be extensively screened with landscaping and green screens or other architectural screening on the structure. There will be limited convenience surface parking available along with the parking garage. The existing buildings are allowable until replaced with newly approved buildings.

E. **Parcel E – Approved Use: Residential.** This site's primary use is multi-story multifamily residential. The site receives its access from local streets within the Project. The residential use is on the southern portion of the site and oriented to the south to capture the views over the Little Barton Creek greenbelt and the Spanish Oaks golf course. The residential building is up to five levels, which allows it to entirely screen the parking structure from the residential community to the south. This parcel may be developed in phases with surface parking in the first phase and structured parking for additional phases. The parking structure elevations adjacent to Highway 71 will be extensively screened with landscaping and green-screened or architecturally screened on the structure.

F. **Parcel F – Approved Uses: Retail (minimum of 20% of gross building area to be retail); Residential; Office.** This parcel is mixed-use, combining office/medical office with retail/restaurant buildings that have loft residential or loft office above. The office building wraps the west and south sides of the parking structure and is intended to provide office, medical office and other neighborhood support services, which may include retail and restaurant. Single-family townhomes are an approved alternate use for this building. On the west portion of the site, the retail/restaurant buildings front on Village Oaks Drive. The retail/restaurant buildings are to be located to create an approximately 81.5-foot building-front to building-front dimension from the retail/restaurant buildings on Parcel G and to provide over-sidewalk shade structures and other design features to create a pedestrian-centric retail and restaurant environment on the core streetscape adjacent to the Village Plaza. These buildings will be served by on-street diagonal parking along the Village Oaks Drive but will also share parking in the Parcel F or Parcel H parking structures and may have parking at the rear of the retail buildings accessed by private drive.

G. **Parcel G – Approved Uses: Retail (minimum of 20% of gross building area to be retail); Residential; Office**. This parcel is configured for mixed uses to include office, retail/restaurant, and loft residential. The buildings may be configured to include garages to provide dedicated parking for the residential lofts. The buildings are to be located to create an approximately 81.5-foot building-front to building-front dimension from the retail/restaurant buildings on Parcel F and to provide over-sidewalk shade structures and other design features to create a pedestrian-centric retail and restaurant environment on the core streetscape adjacent to the Village Plaza. These buildings will be served by on-street diagonal parking along the Village Oaks Drive but will also share parking with Parcel F and/or Parcel H and may have parking at the rear of the retail building accessed by private drive.

H. **Parcel H – Approved Uses: Residential, Retail, Office (maximum 20% of gross building area to be retail or office).** Parcel H is the primary concentration of residential units designed to energize the retail and restaurant offerings of the Project. The site is designated for multifamily residential use up to five levels with support uses being office and retail incidental to the residential use. The parking necessary for this parcel is a garage either beneath, or structured internal to, the residential building. The building type is elevator-served, interior-corridor residential with a central amenity courtyard.

I. **Parcel I – Approved Uses: Retail (minimum of 20% of gross building area to be retail); Residential; Office.** This site fronts the northern edge of the east-west roadway paralleling Little Barton Creek. This parcel holds the most concentrated restaurant and retail uses of the Project, with loft residential or loft office above. The buildings are to be located to create an approximately 81.5-foot building-front to building-front dimension with the retail/restaurant buildings on Parcel N and to provide over-sidewalk shade structures and other design features to create a pedestrian-centric retail and restaurant environment. The buildings are currently configured to allow development of a first phase with surface parking and additional phases to include surface parking behind the buildings, diagonal parking spaces along the roadway, and in a garage below the surface parking and the buildings. Parking may be phased as market conditions dictate. This site also provides a portion of the parking for Parcel N to the south.

J. **Parcel J – Approved Uses: Residential; Retail (maximum of 20% of gross building area to be retail).** Parcel J has as its primary use common-wall townhomes in a "brownstone" format with rear-access enclosed, private parking garages. The majority of the residences on this parcel will front on the west side of the existing Spanish Oaks Club Boulevard and are intended to provide an appropriate transition from the office buildings at Highway 71 to the golf course residential community behind the gate to the south. Fronting the internal street to the south, there will be either additional for-sale or for-lease

townhome or retail/restaurant uses with for-lease or for-sale loft residential above.

K. **Parcel K – Approved Uses: Residential; Retail (maximum of 10% of gross building area to be retail).** This site on the east side of the existing Spanish Oaks Club Boulevard has as its primary use townhome residential to provide an appropriate transition from the office buildings at Highway 71 to the golf course residential community behind the gate to the south. Dedicated in-building parking garages will be accessed from parking courts behind the units. This site also may include a small-scale retail/restaurant not to exceed 3,500 square feet at the southwest corner, which may be allowed to have one drive-through lane with the approval of a CUP.

L. **Parcel L – Approved Use: Residential.** This site is adjacent to Little Barton Creek to the south and Great Divide to the west. With its immediate access to the greenbelt's recreational trail, its use is single-family detached residential, "Cottages at the Inn." The adjacent Inn at Spanish Oaks on Parcel M is intended to provide services to and marketing for these residences. The Cottages may be utilized as additional hospitality properties available through a voluntary agreement between the Inn and the homeowner.

M. **Parcel M – Approved Uses: Hotel & Spa; Retail.** This parcel, located at the terminus of the primary north-south "main street" of the Project (Village Oaks Drive), is planned for hotel, retail, restaurant and spa uses. This site is adjacent to the Little Barton Creek greenbelt, fronts on the Village Plaza and is the centerpiece of the retail/restaurant core of the Project. Parking will be below the building but there will be incidental parking in the entry court and diagonal parking along the spa/retail frontage. The associated spa will be connected to the Inn, fronting on the east-west roadway paralleling Little Barton Creek.

N. **Parcel N – Approved Uses: Retail (minimum of 20% of gross building area to be retail); Residential.** Parcel N is the southern edge of the east-west roadway paralleling Little Barton Creek. These buildings are intended for a mix of retail and restaurant uses, including a potential street-side courtyard with outdoor dining in the courtyard and along the greenbelt, and connections to the Little Barton Creek greenbelt. Pedestrian plazas and courtyards shall be bordered by restaurants and shops on Parcel N and connect to the greenbelt generally as depicted on the Landscape Precedent Imagery plan in Exhibit B-20. These buildings may include loft residential. The buildings are to be located to create an approximately 81.5-foot building-front to building-front dimension from the retail/restaurant buildings on Parcel I and to provide over-sidewalk shade structures and other design features to create a pedestrian-centric retail and restaurant environment. Parking is provided by diagonal parking spaces along the roadway as well as beneath these buildings, however they may also share parking with Parcel I.

O. **Parcel O – Approved Uses: Residential; Recreational; Water Quality Pond; Mail Kiosk.** The primary use of Parcel O is townhome or multifamily residences at the southwest corner of Spanish Oaks Club Boulevard and the east-west roadway paralleling Little Barton Creek. These units, which back onto a park/open space and the greenbelt's recreational trail, will share a parking garage below. This site will also accommodate a landscaped regional water quality pond and park space along the greenbelt as well as a covered mail kiosk for the Spanish Oaks residents behind the gate to the south. The new Spanish Oaks mail kiosk is not subject to setbacks and will be located adjacent to the existing mail kiosk vehicle pull-out that provides adequate stacking distance so as not to impede traffic on Spanish Oaks Blvd.

P. **Parcel P – Approved Use: Recreational; Water Quality Pond**. Parcel P is located at the southeast corner of Spanish Oaks Club Boulevard and the east-west roadway paralleling Little Barton Creek. This parcel, adjacent to the Little Barton Creek greenbelt, is planned for recreational amenities such as a swim club, park/open space and a landscaped regional water quality pond.

Q. **Parcel Q – Approved Uses: Residential; Recreational.** Parcel Q is located at the far southeastern point of the Project. The parcel is planned for townhome or multifamily residences above a below-grade parking garage or recreational facilities.

Exhibit D

PARCEL LAND USE TABLE
October 23, 2018

PARCEL	PERMISSIBLE LAND USES	GROSS PARCEL AREA		Creekside	DEVELOPMENT AGREEMENT NET SITE AREA		WQBZ & 100 YR	Highway 71	PDD NET USABLE AREA		PDD MAX BLDG AREA	PDD MAX BLDG FOOTPRINTS SF per Parcel		PDD MAX RESIDENTIAL Units per Parcel		PDD MAX Units per Parcel	MAXIMUM HEIGHT Height shall be measured purusant to Exhibit C, Section I.D.1.
		SF	ACRE	Buffer	SF	ACRE	Floodplain	75 ' Buffer	SF	ACRES	SF per Parcel	Buildings Inc. Internal Garages	Garages Free-standing	Townhouse, Loft & Cottage	Multifamily & Condominium	Senior & Lodging	
PARCEL A	Senior Living with Associated Services; Townhouse; Single-family Detatched Residential. Surface and below-grade and podium and in- building parking.	**229,910**	5.278	**2.109**	138,042	3.169	**2.109**	**0.574**	113,039	2.595	**185,000**	**100,000**		**40**		**125**	Buildings up to 3 levels and no more than 50 feet above centerline of Hwy 71 as measured by a section taken at the mid-point of parcel north boundary. 30-foot height limit above finish grade within 50 feet of Great Divide Drive ROW. Parking structures and buildings may have additional lower levels open at lower grades and additonal levels completely below grade.
PARCEL B	Office; Retail; Specialty Retail; Grocery; Restaurant; Senior Living with Associated Services; Surface, structured, and below-grade and podium parking; Data Center as an Ancillary Use. Maximum of 20% of gross building area to be retail.	**181,645**	4.170		181,645	4.170		**0.747**	149,106	3.423	**185,000 Permitted up to 220,000 if parcel's use is Senior Living**	**100,000**	**60,000**			**150**	Buildings up to 3 levels and no more than 50 feet above centerline of Hwy 71 as measured by a section taken at the mid-point of parcel north boundary. Parking structure 2 levels above grade measured at Highway 71 setback line at midpoint of parcel north boundary. Parking structures and buildings may have additional lower levels open at lower grades and additional levels completely below grade.
PARCEL C	Office; Retail; Restaurant; Surface and structured and below-grade and podium parking; Data Center as an Ancillary Use. Maximum of 20% of gross building area to be retail.	**264,104**	6.063		264,104	6.063		**1.131**	214,820	4.932	**250,000**	**125,000**	**60,000**				Buildings up to 3 levels and no more than 50 feet above centerline of Hwy 71 as measured by a section taken at the mid-point of parcel north boundary. Parking structures no more than 2 levels above grade measured at Highway 71 setback line at midpoint of parcel north boundary. Parking structures and buildings may have additional lower levels open at lower grades and additional levels completely below grade.
PARCEL D	Office; Retail; Restaurant; Surface and structured and below-grade and podium parking; Data Center as an Ancillary Use. Maximum of 20% of gross building area to be retail.	**261,368**	6.000		261,368	6.000		**1.268**	206,133	4.732	**250,000**	**125,000**	**60,000**				Buildings up to 3 levels and no more than 50 feet above centerline of Hwy 71 as measured by a section taken at the midpoint of parcel north boundary. Parking structures no more than 2 levels above grade adjacent to Highway 71 setback line as measured by a section taken at midpoint of parcel north boundary. Parking structures and buildings may have additional lower levels open at lower grades and additional levels completely below grade.
PARCEL E	Multifamily Residential (up to 5 stories); Surface, structured and below-grade and podium and in-building parking	**177,044**	4.064		177,044	4.064			177,044	4.064	**250,000**	**85,000**	**60,000**		**250**		Buildings up to 5 levels or no more than 75 feet above centerline of Highway 71 as measured by a section taken at the midpoint of parcel north boundary. Parking surface or below grade or podium. Parking structures 2 levels above final grade as measured at the midpoint of the northern elevation of the parking structure. Parking structures and buildings may have additional lower levels open at lower grades and levels below grade. Buildings to be located on south half of parcel if above 3 levels or above 50 feet above centerline of Highway 71 as measured by a section taken at the midpoint of parcel north boundary.
PARCEL F	Retail; Restaurant; Office; Loft Office; Medical Office; Surface, structured, below-grade, podium or in-building parking. Loft & Townhouse Residential. Minimum of 20% of gross building area retail and restaurant.	**99,186**	2.277		99,186	2.277			99,186	2.277	**135,000**	**45,000**	**40,000**	**30**			Buildings up to 3 levels and no more than 50 feet above centerline of Hwy 71 as measured by a section taken at mid-point of parcel north boundary. Parking structures 3 levels above grade but not located adjacent to Village Oaks Drive. Parking structures and buildings may have additional lower levels open at lower grades and additonal levels completely below grade.
PARCEL G	Retail; Restaurant; Office; Loft Office; Loft Residential. Surface, below-grade, podium or in-building parking. Minimum of 20% of gross building area retail and restaurant.	**70,872**	1.627		70,872	1.627			70,872	1.627	**150,000**	**50,000**		**25**			Buildings up to 3 levels and no more than 50 feet above centerline of Hwy 71 as measured by a section taken at mid-point of parcel north boundary.
PARCEL H	Multifamily Residential (up to 5 levels). Surface, structured, podium or in-building parking. Maximum of 20% of gross building area retail and office	**139,087**	3.193		139,087	3.193			139,087	3.193	**300,000**	**120,000**	**60,000**		**300**		Buildings up to 4 levels on north side of Parcel and up to 5 levels on south side of parcel, both no more than 50 feet above centerline of Hwy 71 as measured by a section taken at mid-point of parcel north boundary. Structured parking to be wrapped within or substantially screened.
PARCEL I	Retail; Restaurant; Office; Loft Office, and Loft Residential. Surface, below-grade, podium or in-building parking. Minimum of 20% of gross building area retail and restaurant.	**53,143**	1.220		53,143	1.220			53,143	1.220	**75,000**	**25,000**		**15**			Buildings up to 3 levels and no more than 45 feet (based on highest ridgeline of roof) from finish grade measured at mid-point of parcel south boundary.
PARCEL J	Along Spanish Oaks Club Blvd: Townhouse Residential. On south street frontage: Townhouse, Loft Residential; Retail, Restaurant. Surface, below-grade, podium or in-building parking. Maximum of 20% of gross building area retail.	**102,018**	2.342		102,018	2.342			102,018	2.342	**100,000**	**50,000**		**40**			Buildings up to 3 levels above grade and no more than 45 feet (based on highest ridgeline of roof) measured at parcel west boundary at mid-point of building or residential unit.
PARCEL K	Townhouse Residential & Retail. At southwest corner of parcel: Restaurant/Retail pad with drive-through. Surface, below grade, podium or in-building parking. Maximum of 10% of gross building area retail and restaurant. * Drive-through permitted by CUP only	**126,150**	2.896		126,150	2.896			126,150	2.896	**170,000**	**85,000**		**80**			Buildings up to 3 levels above grade and no more than 45 feet (based on highest ridgeline of roof) measured at parcel east boundary at mid-point of building or residential unit.
PARCEL L	Single-family Detached Residential; Surface or in-building parking.	**302,566**	6.946	1.940	218,060	5.006	**2.269**		203,728	4.677	**105,000**	**90,000**		**30**			Buildings up to 2 levels. Within 50 feet of Great Divide Drive ROW 30-foot height limit (based on highest ridgeline of roof) from finish grade measured as average of four corners of building.
PARCEL M	Hotel; Retail; Restaurant; Spa; Below-grade, podium and surface parking	**179,222**	4.114	0.984	136,363	3.130	**1.548**		111,791	2.566	**150,000**	**75,000**				**100**	Buildings up to 3 levels and no more than 55 feet (based on highest ridgeline of roof) from finish grade measured at mid-point of parcel north boundary. Tower architectural elements no more than 70 feet.
PARCEL N	Retail; Restaurant; Loft Residential; Surface, below-grade or podium parking. Minimum of 20% of gross building area retail.	**145,233**	3.334	1.134	95,836	2.200	**1.989**		58,592	1.345	**70,000**	**35,000**		**15**			Buildings up to 2 levels and no more than 35 feet (based on highest ridgeline of roof) from finish grade measured at mid-point of parcel north boundary.
PARCEL O	Townhouse & Multifamily Residential; Surface, below-grade and podium parking; Park; Landscaped Water Quality Pond; Spanish Oaks Resident Mail Kiosk.	**175,883**	4.038	1.423	113,897	2.615	**3.459**		25,209	0.579	**50,000**	**20,000**		**15**	**15**		Buildings up to 3 levels and no more than 45 feet (based on highest ridgeline of roof) from finish grade measured at mid-point of parcel north boundary.
PARCEL P	Recreational, including Swim Club with clubhouse and surface parking; Open Space; Park; Landscaped Water Quality Ponds.	**193,983**	4.453	1.076	147,112	3.377	**1.856**		113,135	2.597	**15,000**	**15,000**					Buildings 1 level and no more than 20-foot measured from adjacent street ROW line at mid-point of building.
PARCEL Q	Townhouse & Multifamily Residential; Surface, below-grade and podium parking; Recreational; Swim Club.	**284,769**	6.537	4.391	93,497	2.146	**4.634**		82,912	1.903	**75,000**	**25,000**		**25**	**25**		Buildings up to 3 levels but no more than 45 feet (based on highest ridgeline of roof) from finish grade measured at street ROW at mid-point of parcel. Below building parking may be open at grades lower than street ROW.
ROADS	Private rights-of-way, including Spanish Oaks Club Drive, but excluding existing Great Divide Drive dedicated City of Bee Cave right-of way.	514,749	11.817		514,749	11.817											
CREEKSIDE BUFFER	Recreational Open Space; Landscaping; Trails; Wastewater and Irrigation Water Easements																
HIGHWAY 71 BUFFER	Landscaping including Berms, Walls, Lighting; Trail; Storm Water Facilities, Water Quality Facilities, and Irrigation Water and Underground Utility Easements																
TOTAL AREAS		**3,500,931**	**80.370**	13.057	**2,932,172**	**67.313**	17.864	3.720	**2,045,965**	**46.969**	**2,330,000**	*	*	**315**	*Parcels E & H* **550**	**375**	
	PDD MAX IMPERVIOUS COVER	**2,100,559**			**2,100,559**		**Total Buffers 21.58**				**PDD MAX 1,965,000**	*Note: PDD MAX per Parcel Only*			**PDD MAX 600**		
	MAX IMPERVIOUS COVER PERCENTAGE	60%			72%												

October 23, 2018

Exhibit E Applicable Ordinances to VSO PDD Ordinance

	Current Ordinances 1/24/17	1999 Ordinances	Comments/Exceptions:
Title I. General Ordinances			
Chapter 20 Utilities	✓		Not including Article 20.04 Nonpoint Source Pollution Control **except as noted below:**
Inclusions from Current Code Chapter 20.04 superseding "DA Ordinances" Nonpoint Source Pollution Control			
20.04.044 Impervious Cover Definition	✓		
20.04.049(e) IPM	✓		
20.04.050(a)(3) BMP Public Trails	✓		
20.04.056 Maintenance of Water Quality Controls	✓		
20.04.057 Operation of Water Quality Controls	✓		
20.04.059 Environmental Assessments	✓		Completed and submitted with first Site Plan for Project, as per PDD-MU Ordinance Section I.H.4
20.04.101 Summary of Review and Approval Process	✓		
20.04.102 Fees	✓		
20.04.103 Development Permit	✓		
20.04.104 Annual Operating Permit	✓		
20.04.104.1 Functionality Inspections	✓		
20.04.105 Water Quality Control Plan	✓		
20.04.106 Erosion Control Plan	✓		
20.04.107 NPDES Permit	✓		
20.04.108 Variances	✓		
20.04.109 Citizen Complaints	✓		
20.04.110 Release Reporting and Cleanup	✓		
20.04.111 Access for Maintenance and Monitoring	✓		
20.04.112 Compliance Monitoring Prior to and During Construction	✓		
20.04.113 Compliance Monitoring Upon Project Completion	✓		
20.04.114 Fiscal Security	✓		
20.04.115 Supplemental Enforcement Actions	✓		
20.04.116 Stop Work Orders	✓		
20.04.117 Permit Revocation	✓		
20.04.118 Denial of Approvals and Permits	✓		
20.04.119 Penalty; Injunctive Relief	✓		
Title II. Buildings; Development; Property Maintenance			
Chapter 28 Signs	✓		
Chapter 30 Subdivisions	✓		**PDD is subject to Current Code Chapter 30, with exceptions as noted below:**
THE FOLLOWING COMPONENTS ARE INCLUDED IN THE 'ORDINANCES APPLICABLE TO THE VILLAGE AT SPANISH OAKS DEVELOPMENT HANDBOOK'			
TCSS Manual Revisions			See TCSS Manual - References and Changes attached hereto.
30.01.003(b)(3) - Compliance with NPS			Refer to inclusions from Chapter 20.04 and the DA Ordinances Nonpoint Source Pollution Control below.
30.01.007(b)(1)(2); (c)(1)(2)(3) - Ch. 245 re Expiration of Existing Permits & Projects			See MU-PDD Ordinance Section 9
30.01.010 - Definition NPS			Refer to inclusions from Chapter 20.04 and the DA Ordinances Nonpoint Source Pollution Control below.
30.01.010 - Definition TCSS Manual			See TCSS Manual - References and Changes attached hereto.
30.02.002(k)(5) - Plat Submission Procedures: P&Z/CC Action			See PDD-MU Sections I.H.2.(i)(ii)(iii)(iv)(v)(vi)
30.02.003(f)(12) - Plat Information Requirements: Watercourses/Floodplains			See PDD-MU Sections II.6.B.(2)(3) Re. Trees
30.02.003(g) - Effect of Plat Approval			See MU-PDD Ordinance Section 9
30.02.004(a)(2) - Exceptions			See MU-PDD Ordinance for hierarchy of rules, codes and ordinances.
30.02.005 - NPS Permits			Refer to inclusions from Chapter 20.04 and the DA Ordinances Nonpoint Source Pollution Control below.
30.02.006(d)(4)(5)(11) - Construction Plans: Required Information			See MU-PDD Section II.B
30.02.007(d)(3) - Final Plat: Standards of Approval			Refer to inclusions from Chapter 20.04 and the DA Ordinances Nonpoint Source Pollution Control below.
32.02.008(a) - Lapse of Plat Approval: Preliminary Plat			See MU-PDD Ordinance Section 9
30.02.009(e)(1)(2)(3)(6) - Development Plat: Standards of Approval			See MU-PDD Ordinance for hierarchy of rules, codes and ordinances.
30.02.013(e)(1)(A) - City Initiated Plat Vacation			Omit
30.03.001(c)(10) - Private Streets			See MU-PDD Ordinance Section I.C.1.
30.03.002 - Alleys			See MU-PDD Ordinance Section I.C.1.
30.03.003 - Easements			Ten foot (10') dry utility easements shall be permitted.
30.03.006(d)(e)(h) - Lots/Lot Lines			See PDD-MU Ordinance Sections I.H.2.(i)(ii)(iii)(iv)(v)(vi)
30.03.007(2) - Front Setback			See MU-PDD Ordinance Section I.C.6. - Setbacks & Lots
30.03.010(d)(2); (h) - Stormwater Collection and Conveyance Systems			See MU-PDD Ordinance Exhibit B
30.04.003(a) - Property Owners Association: City Takeover in Case of Default			Omit sentences 3,4,5 and 6
30.04.003(c)(9) - City Entrance for Maintenance			Omit
30.04.004 - Park Land & Public Facility Dedication			See MU-PDD Ordinance Section I.J.
30.05.003 - Street Lights			See MU-PDD Ordinance Section III. A,B and C
30.05.005(b) - Street & Alley Improvements: Reinforced Concrete for Alleys			Omit
30.05.006 - Retaining Wall Requirements			Per Chapter 24 Building Code
30.05.007(a)(c) - Screening & Landscaping Construction Regulations			See MU-PDD Ordinance Section II.B.; 30.05.007(b) Entryway Features shall apply

Exhibit E Applicable Ordinances to VSO PDD Ordinance

	Current Ordinances 1/24/17	1999 Ordinances	Comments/Exceptions:
Chapter 32 Zoning			
THE FOLLOWING COMPONENTS ARE INCLUDED IN THE 'ORDINANCES APPLICABLE TO THE VILLAGE AT SPANISH OAKS DEVELOPMENT HANDBOOK'			
Inclusions from Current Code Chapter 32 superseding "DA Ordinances" Zoning			
32.01 General Provisions	✓		
32.02 Zoning Procedures	✓		
32.03.005(d)(4) Parking - Single Family Detached	✓		
32.03.006(d)(4) Parking - Single Family Townhouses	✓		
32.03.007(d)(6) Parking - Loft Residential	✓		
32.03.007(d)(6) Parking - Multifamily	✓		
32.03.015 Planned Development District	✓		
32.04.002 Accessory Buildings and Use Regulations	✓		
32.04.003 Wireless Communication Facilities	✓		
32.04.001(d) Classification of New and Unlisted Uses	✓		
32.04.004 Sexually Oriented Businesses	✓		
32.04.005 Alcoholic Beverage Sales	✓		
32.05.001(f) Parking Requirements Based Upon Use	✓		
32.05.001(f) Parking - Senior Living	✓		
32.05.002(f)(14) Required Landscaping in Vehicular Use Areas	✓		
32.05.003(c)(7) Screening Requirements: Service Areas	✓		
32.05.003(g) Screening Requirements: Mechanical Screening	✓		
32.05.005 Exterior Construction and Design Requirements	✓		With exceptions noted in MU-PDD Ordinance Section II.A.
32.05.006(f) Supplemental Regulations: Open Storage Areas	✓		
32.05.006(g) Supplemental Regulations: Sight Visibility	✓		
32.05.007 Performance Standards	✓		
32.05.008 Noise Standards	✓		
32.05.009 Smoke, Particulate Matter and Odorous Standards	✓		
32.05.010 Fire or Explosive Hazard Material, and Toxic and Noxious Matter Standards	✓		
32.05.011 Vibration Standards	✓		
32.05.013 Home Occupation Regulations	✓		
32.05.014 Definitions (including Senior Living Uses)	✓		
32.05.016 Laboratory and Research Facilities	✓		
"DA Ordinances" - Ordinances in Effect April 1999			
THE FOLLOWING COMPONENTS ARE INCLUDED IN THE 'ORDINANCES APPLICABLE TO THE VILLAGE AT SPANISH OAKS DEVELOPMENT HANDBOOK'			
Site Development Regulations		✓	With exceptions noted above.
Nonpoint Source Pollution		✓	With exceptions as noted above & Replacing DA Ordinance 11.104 (1)(A)(B)(C); Table 1; and (4)(A)(B), with City's Code of Ordinances 20.04.043 (1)(A)(B)(C)(b) [with 90% removal as per PDD-MU Ordinance Section I.A.2]; TCSS Manual 5.2.3 N, reference COA ECM in effect at time of adoption of this ordinance; TCSS Manual 5.2.4 C, reference Removal Efficiency based on Table 2-6, LCRA HLO TGM (2006, pg 2-11).
Zoning Ordinance		✓	Ordinance 94-07-12-A; with exceptions as noted above.
Landscaping		✓	Ordinance 90-07-26; with exceptions noted above.

TCSS Manual - References and Changes

Where references to the "Village of Bee Cave, Texas Official Technical Construction Standards and Specifications" occur, typically as "TCSS Manual" the following shall apply:

Section 1 – Refer to City of Austin Standard Specifications
Section 2 – Refer to City of Austin Transportation Criteria Manual
Section 3 – Refer to Texas Commission on Environmental Quality criteria or West Travis County PUA criteria, whichever is more stringent.
Section 4 – Refer to City of Austin Drainage Criteria Manual
Section 5 – Does not Apply; refer to 99 NPS Ordinance plus modifications as listed in Exhibit C.
Section 6 – Does not Apply; refer to 99 NPS Ordinance plus modifications as listed in Exhibit C.
Section 7 – Does not apply; all construction per current building code.
Section 8 – No changes.
Section 9 – Strike:
- 9.5.4 - Refer to PDD Exhibit C, parking
- 9.8.0 – Refer to Exhibit C, 99 NPS Ordinance plus modifications
- 9.8.1.B.20 – Refer to Exhibit C, Tree mitigation
- 9.8.1.E – Refer to Exhibit C, 99 Ordinance for Landscaping
- 9.8.1.G. – Use City of Austin Environmental Resource Inventory format, for entire site; with initial site plan only.

Section 10 – Does not apply.

LJA Engineering, Inc.

THE VILLAGE AT SPANISH OAKS SUMMARY OF INTERSECTION IMPROVEMENTS AND PRO-RATA SHARE				
Intersection	**Recommendation**	**Total Estimated Cost**	**Pro-Rata Share**	**Fiscal Contribution**
SH 71 and Hamilton Pool/Bee Cave Parkway	Construct an additional westbound right-turn lane and left-turn lane to provide dual left-turn lanes, two through lanes, and separate right turn lane for the approach.	$553,200.00	15.12%	$83,700.00
	Construct an additional eastbound left-turn lane to provide dual left-turns (Terrace & Backyard Recommendation)	$309,200.00	15.12%	$46,800.00
	Widen Hamilton Pool Road to provide two southbound receiving lanes (Terrace & Backyard Recommendation)	$286,300.00	15.12%	$43,300.00
	Construct an additional southbound through lane to provide two through lanes	$323,200.00	15.12%	$48,900.00
	Construct an additional northbound right-turn lane to provide dual right-turn lanes	$264,400.00	15.12%	$40,000.00
	Optimize Signal timing	$10,000.00	15.12%	$1,600.00
SH 71 and Great Divide Drive	Construct hooded left turn lanes for eastbound and westbound SH 71 left turning movements	$118,300.00	79.52%	$94,100.00
	Construct SH 71 eastbound right turn lane	$190,700.00	79.52%	$151,700.00
SH 71 & Village Oaks Drive	Intersection Signal Improvements (Per 2013 Donation Agreement with TxDOT)	$611,000.00	50.00%	$305,500.00
SH 71 and Spanish Oaks Club Blvd	Construct hooded left turn lanes for eastbound and westbound SH 71 left turning movements	$157,200.00	75.64%	$119,000.00
	Construct SH 71 eastbound right turn lane	$225,100.00	75.64%	$170,300.00
SH 71 & Streamside Drive	Construct SH 71 eastbound right turn lane	$229,100.00	100.00%	$229,100.00
SH 71 and RM 620/Shops Parkway	Construct a southbound through lane to provide one right-turn lane, two through lanes and dual left-turns	$443,800.00	12.62%	$56,100.00
	Widen Shops Parkway to provide two southbound receiving lanes	$112,400.00	12.62%	$14,200.00
	Optimize Signal timing	$10,000.00	12.62%	$1,300.00
SH 71 and Hill Country Galleria/Cross Town Parkway	Restripe northbound approach as a left turn lane, left turn lane/through shared lane and shared through/right-turn lane	$6,700.00	11.17%	$800.00
	Restripe southbound approach as a left turn lane, left turn lane/through shared lane and shared through/right-turn lane	$10,000.00	11.17%	$1,200.00
	Provided striping for Hill Country Galleria to provide two receiving northbound lanes	$10,000.00	11.17%	$1,200.00
	Signal modifications for installation of flashing yellow arrows for permitted left turn during non-peak hours	$10,000.00	11.17%	$1,200.00
	Optimize Signal timing	$10,000.00	11.17%	$1,200.00
SH 71 and FM 2244	Optimize Signal timing	$10,000.00	10.05%	$1,000.00
RM 620 and Bee Cave Parkway	Construct an additional westbound right turn lane to provide dual right turns (Terrace & Backyard Recommendation)	Already 100% funded by Terrace		
	Widen and construct an additional lane for the southbound approach to provide dual left-turn lanes, three through lanes and one right-turn lane	$252,500.00	1.14%	$2,900.00
	Widen RM 620 to provide three southbound receiving lanes	$239,200.00	1.14%	$2,800.00
	Widen and construct an additional lane for the northbound approach to provide one left-turn lane, three through lanes and one right-turn lane	$299,900.00	1.14%	$3,500.00
	Widen RM 620 to provide three northbound receiving lanes	$268,800.00	1.14%	$3,100.00
	Optimize Signal timing	$10,000.00	1.14%	$200.00
			REQUIRED FISCAL	**$1,424,700.00**
			FISCAL PREVIOUSLY CONTRIBUTED BY DEVELOPER PER DONATION AGREEMENT	**$305,500.00**
			FISCAL CONTRIBUTED IN EXCESS OF PRO-RATA SHARE (DEVELOPER TO CONSTRUCT HOODED LEFTS AND EB RIGHT TURN LANES AT GREAT DIVIDE DR & SPANISH OAKS CLUB BLVD AT FULL COST)	**$156,200.00**
			REMAINING TOTAL	**$963,000.00**

City Council Meeting
2/28/2023
Agenda Item Transmittal

Agenda Item:	**12.**
Agenda Title:	**Discuss and consider action on an Ice Rink Service Agreement with Ice Crown Rinks for the Bee Cave on Ice for 2023-2024, authorizing a deposit in the amount of $48,966.40 and authorizing the use of Hotel Occupancy Tax Funds.**
Council Action:	**Discussion and possible action**
Department:	**Administration**
Staff Contact:	**Dori Kelley**

1. INTRODUCTION/PURPOSE

In 2022 The City of Bee Cave voted to bring an open-air, holiday ice skating rink to the community. Bee Cave City Council voted to use up to $300,000 in HOT funds for the installment and operations of the the ice skating rink, duly named "Bee Cave on Ice". This project was in partnership with the Hill Country Galleria, who paid $100,000 towards the rink, with the agreement that they would be fully reimbursed.

2. DESCRIPTION/JUSTIFICATION

a) Background

Bee Cave on Ice hosted over 25,000 skaters. People from over 100 zip codes graced the rink, which even included 80 year old ice skaters. After a successful inaugural season, residents and businesses are asking if the City of Bee Cave will bring Bee Cave on Ice back.
In the two months it was open, Bee Cave on Ice grossed $392,748.32. Bee Cave on Ice generated over $29,000 in sales tax. Between taxes, credit card transaction fees, and the administration fees associated with the rink, Bee Cave on Ice net: $340, 919,68. Per the city's contract with the Hill Country Galleria, the city reimbursed their $100,000 investment which left approximately $240,000 back into the city's HOT fund.
Total expenses for the ice skating rink's inaugural season was $400,000, which included one-time costs for electrical work and the biljax, which was the foundation the rink was installed upon. These one-time costs were nearly $100,000 and will be reused for Magnolia Theater's upcoming summer musical, and another season of Bee Cave on Ice.

b) Issues and Analysis

After a wildly successful first season, we would like to request Bee Cave on Ice returns for a second season. In order to secure the dates needed for the installation and dismantle of the ice skating rink, Ice Crown Rinks

will require a $48,966.40 deposit on March 10th 2023, with a full deposit reimbursement until March 31st, 2023.
In order to guarantee Bee Cave on Ice's success in another season, we would like to request $300,000 in HOT funds. If granted, $300,000 will be in the upper level of city funds used towards a second season of Bee Cave on Ice. City staff has already secured sponsorships and will continue working towards sponsors for the ice skating rink to alleviate city costs.

3. FINANCIAL/BUDGET

Amount Requested	$300,000	Fund/Account No.
Cert. Obligation		GO Funds
Other source		Grant title
Addtl tracking info		

4. TIMELINE CONSIDERATIONS

5. RECOMMENDATION

City staff would like to recommend that council approves the March 10th, 2023 deposit of $48,966.40 and the use of up to $300,000 in HOT funds for a second season of Bee Cave on Ice.

ATTACHMENTS:

Description	Type
HOT Fund account balance	Cover Memo
Admissions age breakdown	Cover Memo
2022-23 Season data	Backup Material

City of Bee Cave
FY2022-23 Adopted Budget

HOTEL OCCUPANCY TAX FUND
BUDGET RESOURCE & EXPENDITURE SUMMARY

BEGINNING FUND BALANCE	2,076,748	2,076,748	

REVENUE SUMMARY	2022-23 ADOPTED	YTD as of 1/27/2023	YTD % of BUDGET
HOTEL OCCUPANCY TAX	600,000	160,612	26.77%
MISC (ICE RINK HCG)	300,000	340,920	113.64%
TOTAL REVENUES	**900,000**	**501,532**	**55.73%**

EXPENDITURE SUMMARY	2022-23 ADOPTED	YTD as of 1/27/2023	YTD % of BUDGET
SALARIES AND BENEFITS			
SALARY	32,898	18,183	55.27%
MEDICARE @ 1.45%	477	260	54.51%
RETIREMENT (TMRS)	3,227	1,727	53.52%
VISION COVERAGE	-	32	0.00%
HEALTH INSURANCE	-	2,008	0.00%
DENTAL COVERAGE	-	136	0.00%
LIFE INSURANCE	-	3	0.00%
PROFESSIONAL SERVICES			
MISC (ICE RINK HCG)	300,000	294,418	98.14%
LEGAL			
PRIOR APPROVED REQUESTS	-	200,000	0.00%
ARTS PROMOTION	50,000	60,000	120.00%
TOTAL EXPENDITURES	**386,602**	**576,767**	**149.19%**
REVENUE OVER/(UNDER) EXPENDITURES	**513,398**	**(75,235)**	
OTHER FINANCING SOURCES			
USE OF RESERVES			
TOTAL RESOURCES OVER/(UNDER) EXPENDITURES	**513,398**	**(75,235)**	
ENDING FUND BALANCE	**2,590,146**	**2,001,513**	

LTFF Marketing-35,000- PR- 10,000

Arts Found-Media MK$22,500/GenMark $19500

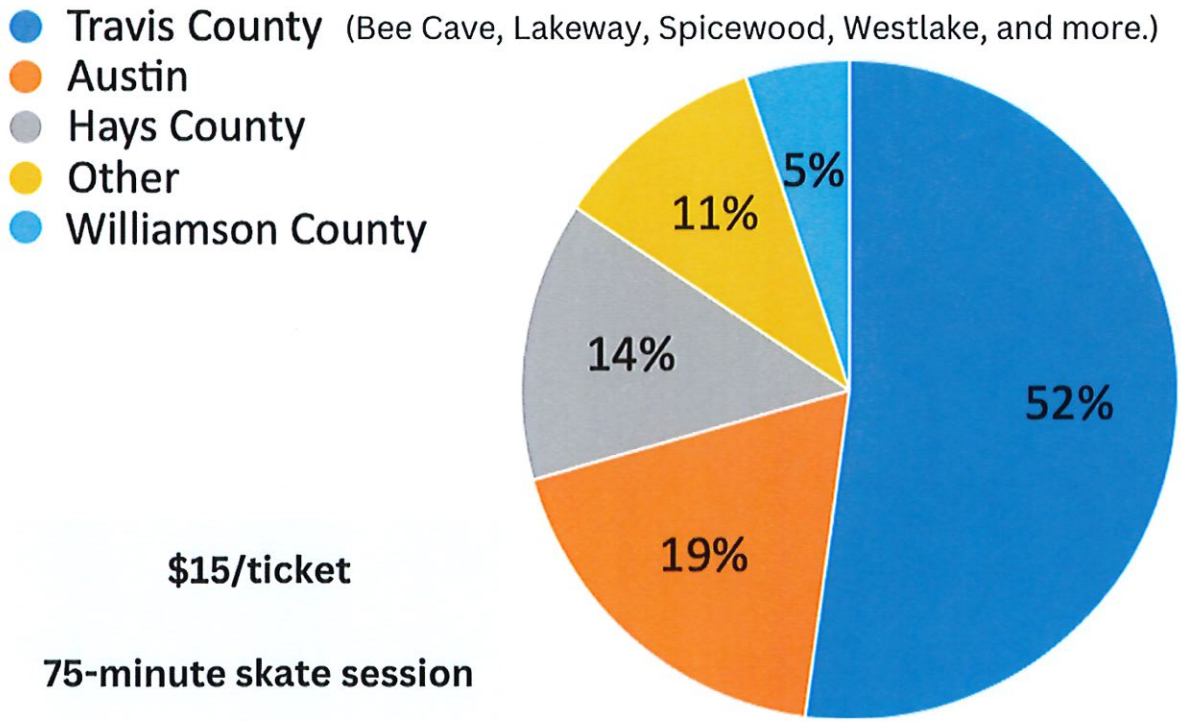
Age Group	Count
0 to 4	1424
5 to 9	6370
10 to 14	6848
15 to 19	2937
20 to 24	862
25 to 29	767
30 to 34	1092
35 to 39	2044
40 to 44	2083
45 to 49	1016
50 to 54	359
55 to 59	144
60 to 64	106
65 to 69	100
70 to 74	32
75 to 79	13
80 to 84	3
85 to 89	1

Data From Inaugural Season

Throughout ***Bee Cave on Ice's*** 9-week season, over 25,000 tickets were sold. On its busiest days, ticket sales were higher than some of Texas' largest holiday rinks in both Dallas and Houston.

Our data shows businesses that supported this event had exposure to over 75,000 people. Visitors from around the region packed the rink each week, averaging 1,000 skaters on Saturdays.

Zip codes from admissions show that people commuted over 75 miles for this new holiday tradition.



$15/ticket

75-minute skate session

City Council Meeting
2/28/2023
Agenda Item Transmittal

Agenda Item:	**13.**
Agenda Title:	**Discuss and consider action on Ordinance No. 504 declaring unopposed candidates in the May 6, 2023 General City Election elected to office and canceling the election.**
Council Action:	**Approve**
Department:	**City Secretary**
Staff Contact:	**Kaylynn Holloway, City Secretary**

1. INTRODUCTION/PURPOSE

To discuss and consider action on Ordinance No. 504 declaring unopposed candidates in the May 6, 2023 General City Election, elected to office and canceling the election.

2. DESCRIPTION/JUSTIFICATION

a) Background

In January, the City Council called for a General City Election to be held on May 6, 2023 to elect three Council Members. Council Member Clark, Hight and Willott are running unopposed for their Council positions.

b) Issues and Analysis

Subchapter C, Chapter 2, of the Texas Election Code provides that as soon as possible after the deadline for declaration of write-in candidacy, if no candidate in the election is opposed on the ballot or by a declared write-in candidate, the City Secretary must deliver to the City Council a certification that each candidate for office is unopposed.
Upon receiving the certification, the City Council may, by ordinance declare the unopposed candidates elected to office, in which case the election is not held. The statute provides that a certificate of election is issued to each candidate who is declared elected, in the same manner and at the same time as someone elected to office, usually the time for canvassing the returns.

3. FINANCIAL/BUDGET

Amount Requested	Fund/Account No.
Cert. Obligation	GO Funds
Other source	Grant title
Addtl tracking info	

4. TIMELINE CONSIDERATIONS

5. RECOMMENDATION

Approve Ordinance No. 504

ATTACHMENTS:

Description	Type
Certification	Backup Material
Ordinance. No. 504	Ordinance

CERTIFICATION OF UNOPPOSED CANDIDATES
BY THE CITY SECRETARY

I, Kaylynn Holloway, certify that I am the City Secretary of the City of Bee Cave and the authority responsible for preparing the ballot for the May 6, 2023 General City Election. I further certify that no person has made a declaration of write-in candidacy, and all of the following candidates are unopposed:

ANDREW CLARK – CITY COUNCIL

KEVIN HIGHT – CITY COUNCIL

ANDREA WILLOTT – CITY COUNCIL

_____
City Secretary
City of Bee Cave

Dated this 28th day of February, 2023.

ORDINANCE NO. 504

AN ORDINANCE DECLARING UNOPPOSED CANDIDATES IN THE MAY 6, 2023 GENERAL CITY ELECTION ELECTED TO OFFICE; CANCELING THE ELECTION; PROVIDING A SEVERABILITY CLAUSE; AND PROVDING AN EFFECTIVE DATE.

WHEREAS, the General City Election was called for May 6, 2023 for the purpose of electing three Council Members for the terms that expire in May 2023; and

WHEREAS, pursuant to section 2.052, Texas Election Code, the City Secretary has certified in writing that no person has made a declaration of write-in candidacy, and that each candidate on the ballot is unopposed for election to office and;

WHEREAS, under these circumstances, Subchapter C, Chapter 2, Texas Election Code, authorized the City Council to declare the candidates elected to office and cancel the election.

NOW THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF BEE CAVE, TEXAS THAT:

Section 1: The following candidates, who are unopposed in the May 6, 2023, General City Election, are declared elected to office, and shall be issued certificates of election following the time the election would be canvassed:

Andrew Clark – Council Member

Kevin Hight - Council Member

Andrea Willott – Council Member

Section 2: The May 6, 2023 General City Election is canceled, and the City Secretary is directed to cause a copy of this ordinance or notice to be posted on election day at each polling place used or that would have been used in the election.

Section 3: It is declared to be the intent of the City Council that the phrases, clauses, sentences, paragraphs, and sections of this ordinance are severable, and if any phrase, clause, sentence, paragraph, or section of this ordinance is declared invalid by the judgment or decree of a court of competent jurisdiction, the invalidity shall not affect any of the remaining phrases, clauses, sentences, paragraphs, or sections of this ordinance since the City Council would have enacted them without the invalid portion.

Section 4: This Ordinance is effective immediately upon its passage and approval and publication as may be required by governing law.

PASSED AND ADOPTED this _____ day of February, 2023.

_____
Kara King, Mayor
City of Bee Cave, Texas

ATTEST:

_____
Kaylynn Holloway, City Secretary
City of Bee Cave, Texas
[SEAL]

APPROVED AS TO FORM:

_____
Ryan Henry, City Attorney

City Council Meeting
2/28/2023
Agenda Item Transmittal

Agenda Item:	**14.**
Agenda Title:	**Discuss and consider action to approve the Bylaws of the Planning & Zoning Commission.**
Council Action:	
Department:	**Planning and Development**
Staff Contact:	**E. Megan Will, Director of Planning & Development**

1. INTRODUCTION/PURPOSE

To consider approval of bylaws for the Planning & Zoning Commission.

2. DESCRIPTION/JUSTIFICATION

a) Background

This fall a subcommittee of the Planning & Zoning Commission developed bylaws for the Commission. These were considered by the Planning & Zoning Commission at the 12/06/2022 meeting and recommended for approval.

b) Issues and Analysis

3. FINANCIAL/BUDGET

Amount Requested	Fund/Account No.
Cert. Obligation	GO Funds
Other source	Grant title
Addtl tracking info	

4. TIMELINE CONSIDERATIONS

5. RECOMMENDATION

Staff and the Planning & Zoning Commission recommend approval of the bylaws.

ATTACHMENTS:

	Description	Type
🗋	Bee Cave P&Z Bylaws	Exhibit

BYLAWS OF THE CITY OF BEE CAVE
PLANNING AND ZONING COMMISSION

These Bylaws are adopted pursuant to the City of Bee Cave Unified Development Code to provide rules, procedure, and order of business for the Planning and Zoning Commission and to provide the citizens of the City a reasonable opportunity to be heard at any meeting in regard to any matter under consideration.

These Bylaws shall not be construed to discriminate against any person or group, nor as a content-based restriction on free speech; rather, these Bylaws present reasonable time, place, and manner restrictions regarding public discourse in order to provide the appropriate structure, process, and decorum for meetings of the Planning and Zoning Commission, to advance the City Council's strategic goals, policies, and objectives, and to facilitate matters of official City business, while promoting transparency, public participation and engagement, informed decision making, and efficiency.

Article 1: Membership, Officers, and Attendance

1.1 Membership and Term. The Planning and Zoning Commission consists of seven (7) members, and two (2) alternate members, who are residents of the City of Bee Cave or its extraterritorial jurisdiction. Members of the Commission are appointed by a majority vote of the City Council for a two (2) year term and may be removed from office at any time and for any reason in the same manner as appointed. Members of the Commission may not hold any other elected or appointed office within, or serve as an employee or official representative of, the City, or receive income from a Property Owner's Association while serving on the Commission.

1.2 Officers. The Officers of the Commission shall consist of a Chair and a Vice Chair. The Chair and Vice Chair shall be appointed on an annual basis by the City Council from among the Commission membership. Each officer will hold office for one (1) year or until replaced by a simple majority vote of the full City Council.

1.3 Powers and Duties of the Chair. The Chair shall preside at all meetings of the Commission. The Chair shall have the power to sign and execute all appropriate documents as the Chair of the Commission. The Chair shall have general and active management of the business of the Commission and shall perform all the duties usually incident to the office of the Chair.

1.4 Vice Chair. The Vice Chair shall have such powers and duties as may be prescribed by the Commission and shall exercise the powers of the Chair during that officer's absence or inability to act. Any action taken by the Vice Chair in the performance of the duties of the Chair shall be conclusive evidence of the absence or inability to act by the Chair at the time such actions was taken.

1.5 Secretary. The City Manager's designee will serve as Secretary to the Commission and keep minutes of all meetings held by the Commission, and record all recommendations made by the Commission to the City Council.

1.6 Meetings in the Absence of the Chair and Vice Chair. If the Chair and Vice Chair are not present at a meeting of the Commission, the Secretary shall call the meeting to order at which time the members of the Commission in attendance shall designate a presiding officer by majority vote. The presiding

officer shall have the powers and duties of the Chair for the duration of the meeting, or until the Chair or Vice Chair is present.

1.7 Committees. The Commission may establish advisory committees for formulation of policy recommendations to the Commission or for such other purposes as the Commission may designate. The Chair shall appoint the committee chairman.

1.8 Attendance. Attendance shall be taken and noted by the Chair at the beginning of all meetings. Failure of a Commissioner to attend three (3) consecutive scheduled meetings or six (6) or more meetings within any twenty-four (24) month period, unless otherwise excused by majority vote of City Council, shall be deemed as neglect and cause for removal from office. Failure by a Commissioner to notify the Secretary of a planned absence in advance of a meeting shall result in a presumption that the absence is unexcused. Commissioners are encouraged to notify the Chair regarding any planned or unplanned absences and the reason, if any, the absence should be considered excused by City Council.

1.9 Remuneration and Reimbursement. Commissioners do not receive compensation or remuneration for their service on the Commission. Each Commissioner is entitled to receive reimbursement of actual expenses reasonably and necessarily incurred while engaging in activities on behalf of the Commission, only with preapproval by the City Manager or Assistant City Manager before the expense is incurred. Any Commissioner desiring reimbursement for expenditures shall present a Payment Authorization form to the City Manager or Assistant City Manager, together with all supporting receipts and invoices. Payment of same shall be issued after review and approval.

Article 2: Commissioner Conduct

2.1 Conduct of Commissioners. Commissioners shall show respect and courtesy to, and refrain from making disparaging comments about, fellow Commissioners, the public, and City staff in the conduct of a Commission meeting, outside Commission meetings, in social settings, and on social media.

2.2 Policy Directives. The City Council is ultimately responsible for the establishment of City policies. Commissioners shall remain cognizant of the City Council's primary responsibility to establish, approve, disapprove, or modify the City's policies. The Commission shall ensure that any policy directive initiated by the Commission is reported to and approved by the City Council before issuance of any such policy directive.

2.3 No Direction to City Staff. No Member of the Commission shall give orders or direction to any subordinate of the City Manager, either publicly or privately. It shall be permissible for a subordinate of the City Manager to answer questions and communicate information to a Commissioner provided that such questions and information are also made known to the City Manager.

2.4 Conflicts of Interest. Commissioners shall follow the rules and regulations regarding personal financial interests as set out in the Texas Local Government Code, Chapter 171 and the conflicts reporting requirements set out in Texas Local Government Code, Chapter 176. The City Council by ordinance shall maintain a comprehensive code of ethics consistent with state law and relating to the conduct of public officials and employees that demands a high standard of behavior and seeks to promote personal integrity, honesty and ethical conduct in all activities undertaken by such officials. Any Commissioner so recusing themselves shall briefly state, on the record, the nature of the conflict.

2.5 Ex Parte Discussions. Individual Commissioners should not meet with or discuss with any Applicant or their representative issues subject to the regulation or authority of the Commission except within the confines of properly posted and noticed meetings, or when participating in a site visit while accompanied by City staff, in order to avoid a potential violation of the Texas Open Meetings Act.

Article 3: Meetings

3.1 Regular Meetings. Regular meetings of the Planning and Zoning Commission will be held, as needed, on the first & third Tuesday of each month, beginning at 6:00 p.m. Public notice of all regular meetings of the Commission will be posted on the City of Bee Cave web site and physically posted at the City Hall, and shall be given as required by the Texas Government Code Chapter 551, as amended ("Texas Open Meetings Act").

3.2 Cancellation of Regular Meeting. The Chair, in consultation with the Director of Planning & Development, may cancel a regular meeting due to lack of agenda items requiring action by the Commission or due to the inability to gather a quorum. The Chair may also cancel a meeting when necessary in view of weather conditions or other unforeseen circumstances. All members of the Commission shall be notified of the cancellation as soon as practicable. Canceled meetings may be reposted for a later date, not sooner than seventy-two (72) hours after the canceled meeting unless posted as an emergency in compliance with State Law. The City will make reasonable efforts to notify the public in advance of a canceled meeting.

3.3 Special Meetings. Special meetings of the Commission may be held on such dates and at such times as called by the Chair or any two (2) members of the Commission. Public notice will be posted and given as required by the Texas Open Meetings Act.

3.4 Work Sessions. The Commission may hold work sessions as needed. The Commission work sessions may be held at such meeting times as may be necessary or beneficial. Public notice shall be posted and given as required by the Texas Open Meetings Act.

3.5 Joint Meetings. The Commission may hold joint meetings with the City Council or other boards, commissions, or task forces. Public notice shall be posted and given as required by the Texas Open Meetings Act.

3.6 Location of Meetings. In general, all meetings of the Commission will be held at the Bee Cave City Council Chambers unless notice is posted and given as required by the Texas Open Meetings Act.

3.7 Commission Reports. The Chair or their designee shall report to the City Council on the activities of the Commission at such time as may be directed by the City Council. The Chair, or other designee selected by a vote of the Commission, may attend a City Council meeting to speak on behalf of the Commission on any agenda item to be considered by Council.

Article 4: Agenda

4.1 Preparation of the Agenda. The Director of Planning & Development, or other designee of the City Manager, is responsible for preparing or ensuring the preparation of the Agenda for each meeting or

work session. Agendas shall be prepared in consultation with, and are subject to the final approval of, the Chair.

4.2 Placement of Agenda Items by Commissioners. Any Commissioner may request the placement of any item on the Agenda. Any Agenda item so requested shall bear the requesting Commissioner's name on each occasion at which the item appears on the Agenda. A Commissioner may request the placement of any item on the Agenda (a) during Agenda Planning at the preceding Commission meeting; or (b) in writing directed to the Chair and the Director of Planning & Development, no later than one week prior to the Commission meeting at which the item will be considered.

4.3 Agenda Categories for Commission Meetings. For each Commission meeting, the Agenda may contain any of the following categories:

(a) Call to Order and Determination of Quorum
(b) Pledge of Allegiance
(c) General Comments or Items of Community Interest
(d) General Public Comments
(e) Consent Agenda
(f) Public Hearings
(g) Regular Agenda
(h) Administrative Items and Agenda Planning;

The categories listed above are demonstrative and are not meant or intended to be exclusive.

4.4 General Comments or Items of Community Interest. Commissioners may comment regarding matters not posted on the agenda for discussion; provided (a) no action is taken or discussed, and (b) the subject of the commentary is limited to "Items of community interest" as defined by Tex. Gov't. Code, Section 551.0415.

4.5 General Public Comments. Any member of the public who desires to address the Commission on any item **not** posted on the agenda may do so during General Public Comments, provided that (a) they limit such presentation to three (3) minutes, subject to an extension of up to one (1) minute in the sole discretion of the Chair, and (b) they register on the sign-up sheet prior to the start of the meeting. If more than ten (10) persons register to speak during Public Comments, the Commission, by majority vote, may shorten the time available for each registered speaker on the item or ask the group to aggregate their comments. The giving or transferring of a person's speaking time to another is prohibited. Commissioners or City Staff may respond to public comments with either factual information or a statement of existing City policy, or to request clarification of comment/question posed; however, pursuant to state law, Commissioners may not deliberate regarding matters not posted for discussion.

4.6 Consent Agenda. Any item on the Consent Agenda shall be removed at the request of a single Member. A request for removal from the Consent Agenda may be made (a) in writing directed to the Chair and distributed to the Commission; or (b) verbally during Commission's discussion and action on the Consent Agenda. Any item removed from the Consent Agenda shall be considered as a separate action item at the meeting on which such item appears on the Consent Agenda.

4.7 Public Hearings. Any member of the public who desires to address the Commission on an item posted on the agenda for Public Hearing may do so, provided that (a) they limit such presentation to three (3) minutes, subject to an extension of up to one (1) minute in the sole discretion of the Chair, and (b) they register on the sign-up sheet noting the agenda item for the Public Hearing prior to the start of the meeting. The giving or transferring of a person's speaking time to another is prohibited.

4.8 Regular Agenda. Any member of the public who desires to address the Commission on an item posted on the Regular Agenda may do so, provided that (a) they limit such presentation to three (3) minutes, subject to an extension of up to one (1) minute in the sole discretion of the Chair, and (b) they register on the sign-up sheet noting the Regular Agenda item prior to the start of the meeting. The giving or transferring of a person's speaking time to another is prohibited.

4.9 Public Availability of Agenda. The Commission Agenda and a copy of any materials distributed to the Commission will typically be made available to the public on the City's website in advance of the meeting. Technical difficulties or other circumstances that prevent posting the Agenda or any materials, however, will not prevent the Commission from holding a meeting as long as the Texas Open Meetings Act's posting requirements have been met.

4.10 Description of Certain Agenda Items. For each Agenda item requiring consideration and/or action by the Commission, excluding items on the Closed Session Agenda, the Agenda and/or supporting materials shall (a) reflect a brief substantive description of the matter for consideration and/or action, (b) identify the staff resource person(s) responsible for the item, and (c) if appropriate, provide a staff recommendation or proposal for action.

Article 5: Conduct of Meetings

5.1 Rules of Procedure. Meetings of the Commission shall be conducted in accordance with the Rules of Procedure set forth herein. Any motions and/or meeting procedures not expressly defined herein shall follow under the latest edition of Robert's Rules of Order. Any errors or omissions by the Commission or one or more Commissioners to follow the procedures during any such meeting shall not invalidate the Commission's action or constitute the Commission's action to be illegal. The validity of any motions or meeting procedures not expressly defined herein shall be determined by the Chair, so long as the determination is consistent with federal, state, and local law.

5.2 Quorum. A quorum of the Commission is required to conduct any official business of the City of Bee Cave. A minimum of four (4) Commissioners must be physically present to constitute a quorum.

5.3 Scope of Discussions. Pursuant to the Texas Open Meetings Act, the Commission may not deliberate or take action regarding any matter not posted on the meeting agenda. Commissioners shall confine their discussions concerning a motion or a question to the merits of a motion made and seconded or to a question already presented to them.

5.4 Calling Agenda Items. The Chair shall call each agenda item. Separate action items may be called individually, or collectively with other related items, in any order at the Chair's discretion. The Chair shall read the public notice and request staff to present the facts on the application or proposal.

5.5 Presentations by City Staff. With the exception of the Consent Agenda, City staff shall make any presentation necessary before a Public Hearing or consideration of a possible action item. For each item submitted to the Commission for consideration or action, the following material shall be provided to the Commission, as applicable: the plat, zoning ordinance, or other item presented for Commission action, staff report on the item, and any written citizen communications regarding the specific item received by staff before 12:00pm on the day of the meeting. Following the presentation, Commissioners may ask clarifying questions of staff, but shall not deliberate the agenda item until after closing the Public Hearing or receiving public comment on the item, as applicable.

5.6 Applicant Presentations. With the exception of the Consent Agenda, Applicant, or their agent, shall have the opportunity to make any presentation necessary for a Public Hearing or before consideration of a possible action item. Such presentation shall follow any presentation made by City staff. Following the presentation, Commissioners may ask clarifying questions of the Applicant, but shall not deliberate the agenda item until after closing the Public Hearing or receiving public comment on the item, as applicable.

5.7 Public Comments. Following City staff and Applicant presentations, any member of the public who desires to address the Commission regarding an item posted for Public Hearing or on the Regular Agenda may do so, following the procedures set forth in Sections 4.7 or 4.8 above, as applicable. Once the public comment period is closed there shall be no further citizen communication on that item without permission of the Chair.

5.9 Time Keeper. The Secretary shall serve as time-keeper for any observed time regulations established herein.

5.10 Signage, Exhibits, and Physical Obstructions. Any Applicant or member of the public wishing to present signage or exhibits before the Commission shall submit these items to the Director of Planning & Development by 12:00pm on the day of the meeting. To preserve the public's right to observe and participate in the open proceedings before the Commission, and to allow video recording for public archive, any signage, exhibits, or other materials that might obstruct the view of the Commission meeting proceedings shall be placed along the walls on the outside of the seating gallery without blocking the view of the proceedings from other seats or impeding the walkway aisles.

5.11 Decorum. All members of the Commission shall endeavor to ensure that meetings are conducted in a courteous manner, and in an atmosphere free of defamation, intimidation, personal affronts, profanity, or threats of violence. All comments and questions by members of the public at a meeting will be directed to the Chair or other presiding officer. Members of the public shall not engage in any of the following in the meeting room during a Commission meeting: (1) Shouting, unruly behavior, distracting side conversations, or speaking out when another person is talking; (2) Defamation, intimidation, personal affronts, profanity, or threats of violence; (3) Audible use of phones, pagers, radios, computers or other electronic equipment notwithstanding the use during presentation purposes; (4) Booing, hissing, foot stomping, parading, singing or other similar behavior that impedes or disrupts the orderly conduct of the meeting.

5.12 Violations of Decorum or Disruptive Behavior. The rules of decorum shall be enforced in the following manner: (1) The Chair will request that a person who is violating a rule cease the violation; (2) If the violation continues, the Chair will warn the person that he or she will be required to leave the

meeting room if the violation continues; (3) If the violation continues, the Chair will order the person to leave the meeting room; (4) If the person does not leave the meeting room, the Chair may request that a peace officer remove the person from the meeting room.

5.13 Commission Deliberation and Motions. Following presentations by Staff, Applicant, and any Public Hearing or public comments, as applicable, the Commission may deliberate the agenda item and direct further questions, if any, to Staff or the Applicant. After a Commissioner obtains the floor, he/she may make a motion on the particular subject of discussion, or a procedural point as permitted. Any proposed motion shall clearly state the item(s) and/or subject matter to which it relates. A "Second" to the motion, if required, must be made by another Commissioner within a reasonable but brief time period. The Chair will permit debate of the motion and call for a vote after each Commissioner has been afforded a reasonable opportunity to be heard.

5.14 Commission Vote. Once made and seconded, a motion can only be disposed of by a vote of the Commission, unless both the movant and the second agree to either revise or withdraw the motion. The minutes shall reflect the votes made by the Commission in open meeting. All votes shall be by voice vote or show of hands, as directed by the Chair. The Chair shall audibly state the result of each vote before any subsequent motion is made or the next agenda item is called.

(a) Consent Agenda. The Commission may consider a single motion and vote for all items posted on the Consent Agenda, without deliberation or debate.

(b) Separate Action Items. All votes shall be by voice vote or show of hands. In the case of a split vote, or if requested by City staff or any Commissioner, each member shall individually announce their vote when polled by the Chair.

(c) An affirmative vote of the majority of Commissioners present and qualified is required for a recommendation to City Council and for approval of items that the Commission is authorized to approve by law or City of Bee Cave Code of Ordinances.

(d) Abstention. In the event of an abstention, the abstaining member shall be reflected in the minutes. The reason for said abstention shall be specified and made part of the minutes. Any member of the Commission who chooses to abstain from voting on any question or matter where such abstention is not required by state law or ordinance of the City, shall have such action be recorded as an abstention in the official minutes of the meeting, but shall be counted as a negative vote for the purpose of determining the outcome of the question that is the subject of the vote. Any member of the Commission who refrains from voting on any question or matter by reason of a conflict of interest or as otherwise required by law to refrain from voting shall have such action be considered as a recusal and not as an abstention. In such case the recusal shall not be counted as a negative vote.

5.15 Closed Session. The Texas Open Meeting Act allows discussion regarding certain limited matters in Closed Session. All Closed Sessions shall be recorded by certified agenda in conformity with the Texas Open Meetings Act. Commissioners may not use personal computing devices, recording devices, mobile devices, e-messaging, or social media in a Closed Session.

5.16 Confidentiality. All matters discussed in Closed Session are to remain private and confidential. Except as provided by law, no Commissioner, staff member, legal counsel, or agent may discuss or reveal the proceedings of a Closed Session to persons not present during the Closed Session, except that the City

Attorney and/or Director of Planning & Development may brief a Commissioner, staff member, legal counsel, or agent that would have been properly present in the Closed Session.

5.17 Attorney-Client Privilege. Matters discussed in Closed Session with the City Attorney present may be subject to attorney-client privilege. No waiver of the attorney-client privilege shall be effective unless and until waived by City Council pursuant to Section 1.03.003(b) of the Bee Cave Code of Ordinances. In no case shall any action by an individual Commissioner constitute a waiver of the attorney-client privilege.

5.18 Adjournment. The Chair shall declare the meeting adjourned if there is no further business to be conducted.

Article 6: Amendment

6.1 Amendment. These Bylaws may be amended from time to time with the approval of the City Council. The Commission may consider any amendments proposed by individual Commissioners or City staff as an item on the Regular Agenda, and can vote to recommend the amendment to City Council for consideration.

PASSED AND APPROVED by the Planning and Zoning Commission of the City of Bee Cave on the **6th** day of **December 2022**.

PASSED AND APPROVED by the City Council of the City of Bee Cave this __ day of_____, 2023.

City Council Meeting
2/28/2023
Agenda Item Transmittal

Agenda Item:	**15.**
Agenda Title:	**Discuss and consider action to authorize the City Manager to negotiate and execute a letter of engagement with Denton Navarro Rocha Bernal & Zech for special legal services.**
Council Action:	**Approve**
Department:	**Assistant City Manager**
Staff Contact:	**Lindsey Oskoui, Assistant City Manager**

1. INTRODUCTION/PURPOSE

2. DESCRIPTION/JUSTIFICATION

a) Background

Denton Navarro Rocha Bernal & Zech is Bee Cave's current City Attorney.

On 2/17/2023, Council directed staff to negotiate a contract with the Law Offices of Ryan Henry, PLCC for City Attorney services. Approval of said contract is anticipated to occur at Council's 2/28/2023 meeting.

b) Issues and Analysis

The City wishes to retain Denton Navarro for a period of time for "special services," namely to assist with close-out of projects that were ongoing at the point of transition. At this point in time, the scope of special services is anticipated to include contracts related to design, construction, and property acquisition for certain CIP projects; certain land use issues; and fulfillment of certain open records requests.

3. FINANCIAL/BUDGET

Amount Requested	Fund/Account No.
Cert. Obligation	GO Funds
Other source	Grant title
Addtl tracking info	

4. TIMELINE CONSIDERATIONS

5. RECOMMENDATION

Authorize the City Manager to negotiate and execute a contract with Denton Navarro for "special legal services."

City Council Meeting
2/28/2023
Agenda Item Transmittal

Agenda Item:	**16.A.**
Agenda Title:	**Deliberation regarding the potential acquisition of real property for public purposes**
Council Action:	
Department:	**City Secretary**
Staff Contact:	**Clint Garza**

1. INTRODUCTION/PURPOSE

2. DESCRIPTION/JUSTIFICATION

a) Background

b) Issues and Analysis

3. FINANCIAL/BUDGET

Amount Requested	Fund/Account No.
Cert. Obligation	GO Funds
Other source	Grant title
Addtl tracking info	

4. TIMELINE CONSIDERATIONS

5. RECOMMENDATION

City Council Meeting
2/28/2023
Agenda Item Transmittal