

EXHIBIT

“B”

**SLATE ROUND ROCK MIXED USE
PLANNED UNIT DEVELOPMENT NO. 148**

THE STATE OF TEXAS §

COUNTY OF WILLIAMSON §

(this “**Plan**”) is adopted and approved by the CITY OF ROUND ROCK, TEXAS (hereinafter referred to as the “**City**”). For purposes of this Plan, the term Owner shall mean Performance Services Real Estate 7 LLC, as its respective interests may appear in the respective portions of the hereinafter described property; and its respective successors and designated assigns. Upon sale, transfer or conveyance of portions of the hereinafter described property by a respective Owner to a designated third party owner/developer, the duties and obligations of the respective Owner, as it relates to the respective property being sold, shall be assigned to and assumed by the new owner/developer, and upon such sale and assignments of the duties and obligations hereunder, the respective Owner shall have no further liability relating to the respective property so sold and conveyed.

WHEREAS, the Owner is the owner of certain real property consisting of 10.845 acres, as more particularly described in Exhibit “A” (Legal Description), (herein after referred to as the “Property”) attached hereto and made a part hereof; and

WHEREAS, the Owner has submitted a request to the City to zone the Property as a Planned Unit Development (the “PUD”); and

WHEREAS, pursuant to Part III, Section 10-22 of the Code of Ordinances of the City of Round Rock, Texas, the Owner has submitted Development Standards setting forth the development conditions and requirements within the PUD, which Development Standards are contained in Section II of this Plan; and

WHEREAS, the City has held two public hearings required by law to solicit input from all interested citizens and affected parties; and

WHEREAS, on _March 1, 2023, the City’s Planning and Zoning Commission recommended approval of the Owner’s application for PUD zoning; and

WHEREAS, the City Council has reviewed the proposed Plan and determined that it promotes the health, safety, and general welfare of the citizens of Round Rock and that it complies with the intent of the Planned Unit Development Ordinance of the City;

NOW THEREFORE:

I.

GENERAL PROVISIONS

1. CONFORMITY WITH DEVELOPMENT STANDARDS

That all uses and development within the Property shall conform to the Development Standards included in Section II herein.

2. CHANGES AND MODIFICATIONS

No changes or modifications will be made to this plan unless all provisions pertaining to changes or modifications as stated in section II.

3. ZONING VIOLATION

Owner understands that any person, firm, corporation or other entity violating any conditions or terms of the plan shall be subject to any and all penalties for the violation of any zoning ordinance provisions as stated in Part II, section 1-9, code of ordinances, city of Round Rock, Texas, as amended.

4. MISCELLANEOUS PROVISIONS

1.1 Severability

In case one or more provisions contained of this Plan are deemed invalid, illegal or unenforceable in any respect such invalidity, illegality or unenforceability shall not affect any other provisions of this Plan and in such event, this Plan shall be construed as if such invalid, illegal or unenforceable provision had never been contained in this Plan.

1.2 Venue

All obligations of the Plan are performable in Williamson County, Texas, and venue for any action shall be in Williamson County.

1.3 Effective Date

This Plan shall be effective from and after the date of approval by the City Council.

II.

DEVELOPMENT PLAN

1. DEFINITIONS

Words and terms used herein shall have their usual force and meaning, or as defined in the City of Round Rock Code of Ordinances, as amended, hereinafter referred to as "the Code".

2. PROPERTY

This Development Plan covers approximately 10.845 acres of land, located within the City of Round Rock, Texas, and more particularly described in Exhibit "A". The property is divided into two areas, more particularly depicted on the concept plan in Exhibit "B".

3. PURPOSE

The purpose of this Plan is to insure a Planned Unit Development ("PUD") that: (1) is equal to or superior to development that would occur under the standard ordinance requirements, (2) is in harmony with the Round Rock Comprehensive Plan of the City of Round Rock, Texas, (3) does not have an undue adverse effect upon adjacent property, the character of the neighborhood, traffic conditions, parking, utilities or any other matters affecting the public health, safety and welfare, (4) is adequately provisioned by essential public facilities and services, and (5) will be developed and maintained so as to not dominate, by scale or massing of structures, the immediate neighboring properties or interfere with their development or use.

4. APPLICABILITY OF CITY ORDINANCES

A. Zoning Ordinance

All aspects not specifically covered by this Plan shall be regulated by the C-1a (General Commercial-Limited) and MF-3 (Multifamily-Urban) zoning district, as amended. If there is a conflict between this Plan and the Code, this Plan shall supersede the specific conflicting provisions of the Code.

B. Other Ordinances

All other Ordinances within the Code shall apply to the Property, except as clearly modified by this Plan. In the event of a conflict, the terms of the Plan shall control.

5. CONCEPT PLAN

Exhibit "B" shall serve as the Concept Plan for the project, according to Chapter 10, Article IV Section 10-22 of the Code.

6. **COMPREHENSIVE PLAN**

This development plan shall amend the Future Land Use Map of the Round Rock 2030 Comprehensive Plan land use designation from commercial to mixed-use.

7. **PERMITTED USES**

A. **Area 1: Urban Multi-family Residential**

- 1) All uses permitted in the **MF-3 (Multifamily- Urban)** zoning district: the multifamily development shall conform with the requirements of the district, unless otherwise specified by this Plan.
- 2) A maximum of 325 total residential dwelling units shall be permitted within Area 1, as depicted on the Concept Plan “Exhibit B”
 - a) A minimum of **130** multi-family residential units shall be located within a residential structure that includes attached structured parking that is directly attached to the residential structure.
 - b) No more than **195** multi-family residential units shall be located within a separate residential structure that does not provide attached structured parking but instead provides a combination of tuck under parking and surface parking.

B. **Area 2: Commercial**

- 1) All uses permitted in the **C-1a (General Commercial Limited)** zoning district with the addition of office warehouse as defined in Chapter 1, Article III, Sec. 1-50.

The following uses are prohibited:

- a) Auto sales, Rental and Leasing Facilities
- b) Auto Service Facilities
- c) Call Center
- d) Car Wash
- e) Drive-through services
- f) Emergency medical services
- g) Fuel sales
- h) Funeral home
- i) Parking, Commercial
- j) Self-Storage
- k) Indoor and Outdoor Shooting and Archery Ranges
- l) All uses listed in Section 2-91 (ee)(2)(a) of the Code

8. DEVELOPMENT STANDARDS FOR AREA 1

A. Setbacks and Dimensional Standards

- 1) Multifamily residential structures and the structured parking garage shall be set back a minimum of one hundred (100) feet from the south property line as depicted on the Concept Plan “Exhibit B”.
- 2) Multifamily surface parking, and active amenities (ie; pools and dog parks) shall be set back a minimum of fifty (50) feet from the southern property line.
- 3) The maximum height for the residential structure with attached structured parking is limited to four (4) stories. The attached parking structure is limited to four and a half (4.5) stories above finished grade, excluding any below grading parking, where provided.
- 4) The maximum height for the residential structure without structured parking is limited to four (4) stories, inclusive of “tuck under” parking.

B. Fences and Walls

A compatibility fence, a minimum of six (6) feet in height and consisting of masonry, pre-cast concrete, or architectural CMU, shall be required along the southern property line, avoiding all easements.

C. Amenities

A minimum of six (6) amenities shall be chosen from the list below:

- 1) Playground equipment.
- 2) Fenced dog park, to measure no smaller than 2,500 square feet, with minimum depth 25 feet.
- 3) Dog spa
- 4) Bicycle repair station and bike storage/parking
- 5) Private fitness facility*.
- 6) Picnic area, to contain no fewer than two tables and two cooking grills.
- 7) Swimming pool.
- 8) Business center, to contain no less than one computer, printer, fax machine, copier, and scanner (printer, fax machine, copier, and scanner may be integrated into a single device), available for resident use*.
- 9) Tennis court.
- 10) Basketball court.
- 11) Volleyball court.
- 12) Kitchen available for resident use*.

13) Social room available for resident use*.

* These amenities may be located in the amenity center and each one qualifies toward the amenity requirement.

The following are additional amenities that may count towards the required minimum amenities provided:

- 1) Gaming room including no fewer than three communal games (including, but not limited to, ping pong, shuffleboard, foosball, billiards, and darts); and
- 2) Outdoor gaming areas to include no fewer than three communal games (including, but not limited to, corn hole, ping pong, horseshoes, darts, and bocci ball).

D. Parking

- 1) A minimum of eighty percent (80%) of required parking spaces shall be provided within the attached structured parking garage.
- 2) A maximum of twenty percent (20%) of required parking may be located on surface lots or tuck under parking.
- 3) Parking spaces for Area 1 (multi-family residential) shall be provided in accordance with the chart below:

Studio	1
1-Bedroom	1
2-Bedroom	2
3-Bedroom	2.5
Guest Spaces	5% of the total number of required spaces

E. Building Design

- (1) Buildings shall contain design elements which substantially comply with the depictions contained in Exhibit C, including, but not limited to elevation variation, roof pitch and orientation.
- (2) Where visible from the north and south property lines, parking structure facades shall have architectural design treatment that complements the adjacent building design including stone faced or split faced CMU, brick, stone, metal, or other materials approved by the zoning administrator.

- (3) A raised pedestrian crossing comprised of decorative pavers or stamped concrete shall be provided between the parking structure and the multi-family residential structure with “tuck under” parking to clearly delineate the pedestrian path.
- (4) Balconies
 - a. A minimum of 25% of units shall include balconies.
 - b. Balconies shall only be permitted on west, north, and east building facades.
 - c. On south facing building facades, individual unit yards are permitted for ground floor units.

F. Landscape Standards

This project shall comply with the landscape requirements of Chapter 8, Article II, Section 8-10, as amended, with the following exceptions below:

- (1) Foundation treatment will be provided for building facades in accordance with the requirements of Chapter 8, Article II, Section 8-10(h), Category 2.
 - a. The building façades facing south shall provide foundation treatment in accordance with Category 2.
 - b. The building façade facing east shall provide foundation treatment in accordance with Category 3 where parking is not proposed between the building and W. Mesa Park Drive.
- (2) Special streetscape and landscape features. A minimum of four (4) of the following streetscape and landscape features shall be installed along the W. Mesa Park Drive public-right-of-way.
 - a. Benches
 - b. Bike racks
 - c. Public art
 - d. Courtyards or plazas
 - e. Decorative paving
 - f. Water features, such as fountains
 - g. Decorative trash receptacles
 - h. Street trees
 - i. Decorative walls
- (3) A landscape buffer with a minimum width of fifteen (15) feet shall be provided along the southern property line.
 - a) One (1) large species tree shall be planted for each fifty (50) linear feet of landscape buffer, or portion thereof.

- b) One (1) medium species tree shall be planted for each twenty five (25) linear feet, or portion thereof.
- c) All trees shall be of an evergreen species.
- d) Required landscape buffers and tree plantings shall not overlap with any required private or public utility easements.

G. Landscaped Open Space

The landscaped open space requirement of Chapter 2, Article 2, Section 2-24 of the Code shall be satisfied by a minimum of 1200 linear feet of trail to be constructed along the south and west property lines, outside of the drainage easement, as conceptually depicted on Exhibit B. Trail shall be constructed of concrete or decomposed granite, shall be a minimum of six (6) feet wide, and shall offer amenities along its path.

9. DEVELOPMENT STANDARDS FOR AREA 2

All development shall meet the applicable standards of the C-1a (General Commercial - Limited) zoning district, the landscape requirements of Chapter 8, Article II, Section 8-10, and the screening requirements of Chapter 8, Article II, Section 8-40

A. Parking

- 1) Parking shall be provided in accordance with Section 8-46 based on the proposed uses for the commercial space.
- 2) Shared parking with the adjacent multifamily residential may be permitted pursuant to the shared parking standards of Section 8-47.

10. CHANGES TO DEVELOPMENT PLAN

A. Major Changes

All changes in use from those approved in the original PUD shall require City Council approval.

B. Minor Changes

Minor additions and modifications to the approved development plans meeting the criteria below may be approved by the zoning administrator:

- 1) Minor additions to structures, with a floor area no larger than ten percent of the existing floor area of the main floor, not to exceed 5,000 square feet, provided that overall density of the project does not increase.
- 2) Minor new accessory structures if the location does not interfere with existing site layout (e.g., circulation, parking, loading, stormwater management facilities, open space, landscaping or buffering).

- 3) Minor additions to parking lots comprising no more than ten percent of the original number of parking spaces required, not to exceed 25 spaces.
- 4) Clearing or grading that does not exceed 5,000 square feet in area or ten percent of the site.

LIST OF EXHIBITS

Exhibit A: Legal Description

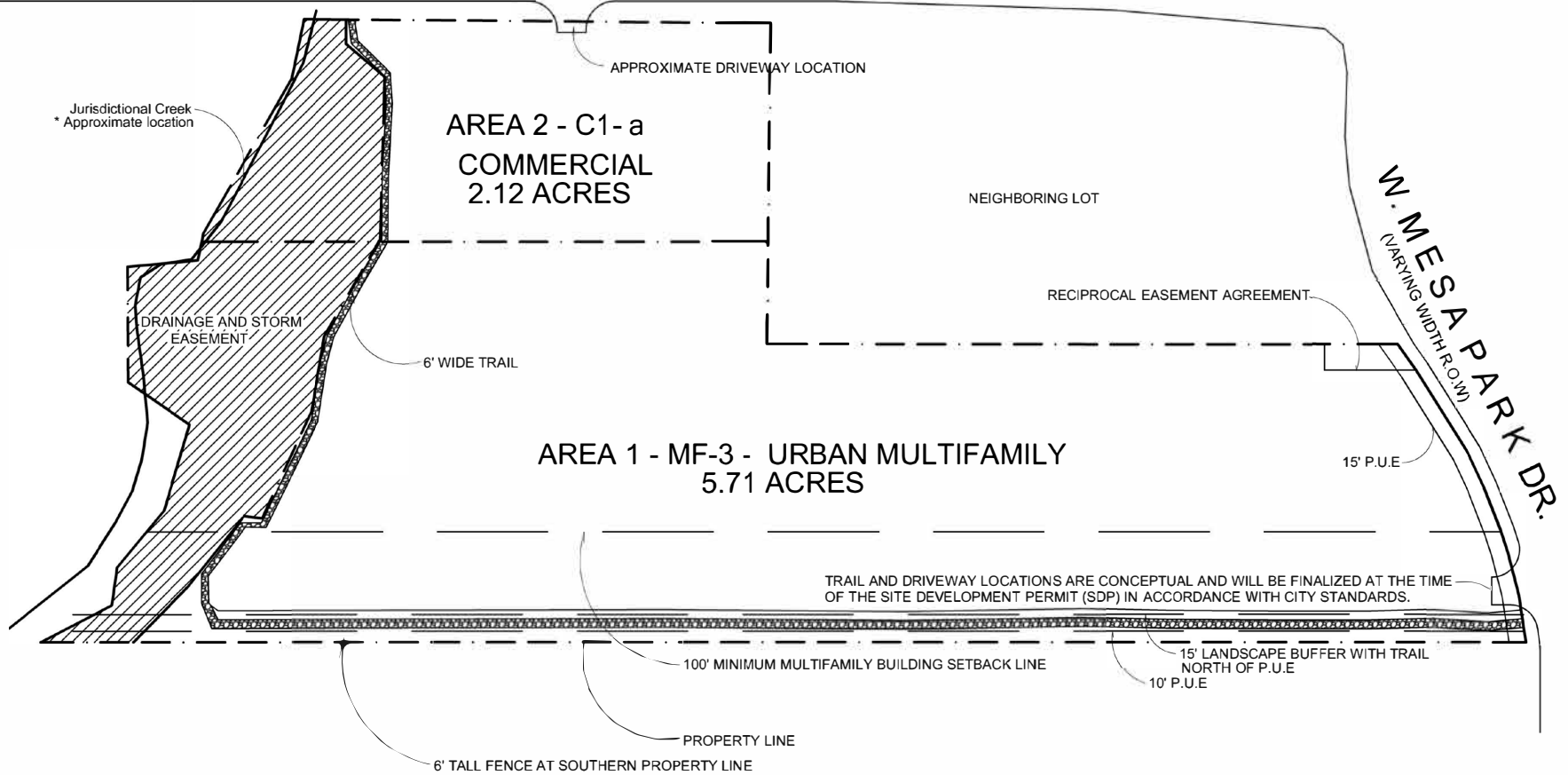
Exhibit B: Concept Plan

Exhibit C: Multifamily Residential Elevations

Exhibit A

Lot 2, Block A, Mesa Creek Subdivision, a subdivision in Williamson County, Texas, according to the map or plat thereof recorded in Document No. 2017087746, Official Public Records of Williamson County, Texas.

E. OLD SETTLERS BLVD
(120' R.O.W)



Concept Plan

EXHIBIT B

pr22028

February, 23th, 2023

1" = 100'-0"



Multi-family Residential Structure with Attached Parking



Multi-family Residential Structure with Attached Parking



Multi-family Residential Structure with Surface and "Tuck Under" Parking

Elevation Character

C

Exhibit

Old Settlers

23003

February 09, 2023

1/4" = 1'-0"