

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.10.

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 III, Article II, Code Of Ordinances, City of Round Rock, Texas, as amended.

4. MISCELLANEOUS PROVISIONS

4.1 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.

4.2 Venue

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

4.3 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 Plan covers approximately 29.69 acres of land, located within the city limits of Round Rock, Texas, and more particularly described in Exhibit "A", (the "Property").

3. **PURPOSE**

The purpose of this Plan is to ensure 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 General 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**

4.1 Zoning and Subdivision Ordinances

The Property shall be regulated for the purposes of zoning and subdivision by this Plan. All aspects not specifically covered by this Plan shall be regulated by the LI (Light Industrial) zoning district and other sections of the Code, as applicable and as amended. If there is a conflict between this Plan and the Code, this Plan shall supersede the specific conflicting provisions of the Code.

4.2 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 Section 10-26 of the Code.

6. **LAND USE AND PERMITTED USES**

6.1 Land Uses

The purpose of the Plan is to provide for development on the property as described below and identified in Exhibit "A".

6.2 Permitted Uses

The following uses are permitted on the Property, as identified by Area on Exhibit "B" (Concept Plan):

A. Parcel Area 1

1. Data Center not to exceed 75 megawatts of grid interconnected power.
2. All uses permitted in the LI (Light Industrial) zoning district except for the prohibited uses listed in Section 6.2 below.

B. Parcel Area 2

1. Major Utility - Primary Electric Substation shall be permitted when established in conjunction with a Data Center Use on Parcel Area 1.
2. All uses permitted in the LI (Light Industrial) zoning district except for the prohibited uses listed in Section 6.2 below.

C. Parcel Area 3

1. Open Space

6.3 Prohibited Uses

1. The following uses are prohibited in Parcel Areas 1 and 2, as identified on Exhibit "B" (Concept Plan):
2. Auto Body and Paint Shops
3. Monopole
4. Public Safety Facility
5. Self-enclosed monopole
6. Car wash
7. Outdoor and indoor shooting and archery ranges
8. Commercial parking
9. Retail Sales and Services consisting of predominantly outdoor storage or consumer loading areas
10. Self Service Storage
11. Veterinary clinic, livestock

12. Waste-related services

13. Wholesale trade

6.4 Use Definitions

Unless otherwise described below, the definitions of all terms used to describe uses in this document shall be those found in the Code of the City of Round Rock, as amended.

A. Data Center shall be defined as an establishment primarily involved in the compiling, storage, and maintenance of digital documents, records, and other types of information in digital form utilizing a mainframe computer, switches, routers, and other infrastructure critical for technology providers.

6.5 Transportation and Site Access

No public or construction vehicular access shall be permitted to Chandler View Trail.

7. DEVELOPMENT STANDARDS FOR PARCEL AREA 1

7.1 Data Center Water Usage

A. All data centers shall utilize a closed-loop cooling system or similar cooling technology that eliminates the need for the data center to continuously draw fresh water from the city's public water supply for the purpose of cooling the equipment in the facility.

7.2 Where a data center use is proposed it shall be limited as follows:

A. One (1) primary data center structure shall be permitted in the PUD

B. Data Center structure shall not exceed 60 feet in height as measured from finished floor elevation to the top of parapet walls.

C. Data center structure shall not exceed 250,000 gross square feet.

7.3 Parking Requirements

A. Parking for data center uses:

1. Where a data center use is proposed, no minimum parking shall be required.

2. Office space provided in conjunction with data center use shall be parked at the following ratio:

One (1) parking space per 250 square feet of office floor area.

B. Parking for light industrial uses:

1. All other light industrial uses shall provide parking in accordance with the Code.

2. Loading docks for light industrial uses shall be oriented so they do not face the southern property line adjacent to the Chandler Creek Subdivision.

7.4 Building Design

- A.** Building materials, articulation, and design shall be in accordance with design standards of the Light Industrial (LI) zoning district as specified in Part III, Chapter 2, Section 2-45.
- B.** Building articulation facing East Old Settlers Boulevard. A minimum of three (3) features from the following list shall be incorporated into the building design:
 1. Decorative cornices.
 2. Concrete masonry unit (CMU) accents.
 3. Decorative tile or metal.
 4. Awnings.
 5. Parapets.
 6. Other feature as approved by the Zoning Administrator.
- C.** The following regulations shall apply to the primary facade and all building elevations facing a public street (right-of-way):
 1. Changes in wall planes shall be provided with a minimum depth of twelve (12) inches at intervals of not more than eighty (80) feet.
 2. Building elevations shall include a change in color, texture, and/or exterior wall finish material at horizontal intervals of not more than eighty (80) feet.

7.5 Landscaping

Where Parcel Area 1 is developed for Data Center use, all applicable requirements for landscaping found in Part III, Chapter 2, Section 8-10 of the Code shall apply, with the following modifications:

- A.** Where parking areas and drive aisles are enclosed within an opaque perimeter fence/wall that is comprised of materials listed in Section 7.5.E below:
 1. The interior parking lot landscaping specified in Section 8-10 (f) shall not be required.
 2. The parking lot landscape buffers specified in Section 8-10 (g) shall not be required.
- B.** Where the building is enclosed within an opaque perimeter fence/wall that is comprised of materials listed in Section 7.5.E below, such that the front building façade is not visible from the street:
 1. The foundation treatment specified in Section 8-10 (h) shall not be required.
- C.** Streetscape Landscaping

1. Street Trees shall be planted along the north property line at the following rate:
 - a) One (1) – three (3) inch caliper large species tree per each thirty (30) linear feet of property frontage, excluding driveway width.
 - b) Trees shall not be planted within utility easements or within the public right of way.
2. Shrubs shall be planted along the north property line at the following rate:
 - a) One (1) large shrub for every eight (8) linear feet of frontage length excluding driveway width.
 - b) Shrubs shall not be planted within utility easements or within the public right of way.

7.6 Walls and Fences

Data Center(s) structures shall be entirely contained within a perimeter wall or fence.

- A. Ornamental iron picket or other decorative view fencing may be provided for perimeter security fencing; however, where screening of mechanical equipment yards is required, an opaque fence/wall shall be provided that meets the criteria of 7.6 B-F below.
- B. The minimum height for perimeter or screening walls/fences shall be no less than eight (8) feet. The maximum height for perimeter or screening walls/fences shall be no more than twenty (20) feet.
- C. All walls shall provide a finished face to abutting public rights-of-way and all adjacent properties.
- D. Walls shall not conflict with sight visibility triangles at street intersections or obstruct views from adjacent driveways. Walls shall not be constructed in utility easement areas.
- E. Walls shall be constructed of brick, natural stone, precast concrete panel, or architectural concrete masonry units ("CMU") and have a decorative finish.
- F. Pillars shall be constructed of masonry, steel, or iron.

7.7 Generators for Data Center Use

- A. For data center use, onsite generators may only be used for supplemental, emergency, and reliability purposes, including but not limited to: utility outages, maintenance, testing, and participation in utility-managed load shedding or demand response programs.
- B. For a data center use, generators shall only be installed in Parcel Area 1.

8. DEVELOPMENT STANDARDS FOR PARCEL AREA 2

8.1 Parking Requirements

- A. Where a major utility - primary electric substation use is proposed, no parking shall be required for that use.
- B. Parking for light industrial uses:
 - 1. Light industrial uses shall provide parking in accordance with the Code.
 - 2. Loading docks for light industrial uses shall be oriented so they do not face the southern property line adjacent to the Chandler Creek Subdivision.

8.2 Building Design

Building materials, articulation, and design shall be in accordance with design standards of the Light Industrial (LI) zoning district as specified in Part III, Chapter 2, Section 2-45.

8.3 Walls and Fences

Where an electric substation is proposed, it shall be entirely contained within a perimeter wall or fence that meets the criteria of 8.3.A-E below.

- A. The minimum height for perimeter or screening walls/fences shall be no less than eight (8) feet. The maximum height for perimeter or screening walls/fences shall be no greater than twenty (20) feet.
- B. All walls shall provide a finished face to abutting public rights-of-way and all adjacent properties.
- C. Walls shall not conflict with sight visibility triangles at street intersections or obstruct views from adjacent driveways. Walls shall not be constructed in utility easement areas.
- D. Walls shall be constructed of brick, natural stone, precast concrete panel, or architectural concrete masonry units ("CMU") and have a decorative finish.
- E. Pillars shall be constructed of masonry, steel, or iron.

8.4 Landscaping

Where Parcel Area 2 is developed for Electric Substation use, the following landscaping standard shall apply around the perimeter fence/wall of the substation:

- A. One (1) medium tree shall be provided for each twenty (20) linear feet. Medium trees shall be a minimum caliper of two (2) inches in diameter at time of planting.
- B. Trees shall be an evergreen species selected from the City's Tree Technical Manual.

C. Trees shall not be planted within utility easements.

9. DEVELOPMENT STANDARDS FOR PARCEL AREA 3

- 9.1 Along the southern property line adjacent to single family residential zoning or use, a 25 foot wide landscape buffer shall be provided to include the following:
- A. A compatibility fence/wall with a minimum height of (8) feet shall be provided along the southern property line. Fence/wall shall be constructed of brick, natural stone, precast concrete panel, or architectural concrete masonry units ("CMU") and have a decorative finish.
 - B. Two (2) rows of evergreen tree plantings in accordance with Section 8-2 Compatibility Buffers shall be required. Each row shall include the required number of tree plantings based on linear feet of buffer length.
 - 1. Large trees shall be a minimum size of 4" caliper at time of installation. Medium trees shall be a minimum size of 3" caliper at time of installation.
 - 2. The 25 foot wide landscape buffer shall exclude any other uses such as stormwater, detention, and drainage infrastructure.
- 9.2 The remainder of parcel area 3 excluding the landscape buffer described above may include stormwater, detention, and drainage infrastructure.

10. CHANGES TO DEVELOPMENT PLAN

10.1 Minor Changes

- A. The Planning and Development Services Director shall have the authority to administratively approve a minor change to a development plan of up to ten percent (10%) of any numerical standard contained within the plan. Minor changes may include, but not be limited to, adjustments to lot lines, parking and loading areas, driveways, parking counts, building configurations and orientations, architectural design, building and landscaping materials, tree retention, street alignments, sidewalks, drainage facilities, project phasing, lighting, and site layout. The Planning and Development Services Director shall also have the authority to administratively approve a change in the development plan to the maximum height of a free- standing sign or a change to the maximum allowable display area of any signage.
- B. Minor amendments shall not include:
 - 1. Changes in land use;
 - 2. Increases in density, building height, or coverage of the site;
 - 3. Decreases in setbacks abutting residential land uses and zoning districts;
 - 4. Decreases in parkland or open space;

5. Any proposed modification that reduces the quality of the PUD, as determined by the Planning and Development Services Director; or any proposed modification that seeks to alter a condition, standard, or requirement that was incorporated into the development plan as a result of public testimony during a Planning & Zoning Commission or a City Council hearing.

10.2 Major Changes.

All changes not permitted above shall be resubmitted following the same procedure required by the original PUD application.

11. LIST OF EXHIBITS

Exhibit "A" Legal Description

Exhibit "B" Concept Plan

BEING A DESCRIPTION OF A TRACT OF LAND CONTAINING 29.69 ACRES (1,293,296 SQUARE FEET) OUT OF THE WILLIS DONAHO JR SURVEY, ABSTRACT NO. 173, IN WILLIAMSON COUNTY, TEXAS, AND BEING ALL OF A CALLED 29.689 ACRES TRACT CONVEYED TO 2601 OLD SETTLER'S, LTD., IN DOCUMENT NO. 2024099529 OF THE OFFICIAL PUBLIC RECORDS OF WILLAMSON COUNTY, TEXAS (O.P.R.W.C.T.), SAID 29.69 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING, at a 1/2" iron rod with a "TLS" plastic cap found in the south right-of-way line of E Old Settler's Boulevard (100 foot right-of-way), and being the northeast corner of a called 1.46 acre tract conveyed to CGLC, LTD., in Document No. 2022007420 (O.P.R.W.C.T.), and being the northwest corner of said 2601 Old Settler's tract, for the northwest corner and the **POINT OF BEGINNING** hereof;

THENCE, along the south right-of-way line of said E Old Settler's Boulevard and the north line of said 2601 Old Settler's tract, the following three (3) courses and distances:

- 1) With a curve to the right, having a central angle of **8°53'47"**, a radius of **642.49** feet, a chord bearing and distance of **N86°52'14"E, 99.66** feet, and an arc length of **99.76** feet to a 1/2" iron rod found for a point of reverse curvature hereof,
- 2) With a curve to the left, having a central angle of **63°42'51"**, a radius of **688.62** feet, a chord bearing and distance of **N59°31'02"E, 726.91** feet, and an arc length of **765.76** feet to a 1/2" iron rod with a "TLS" plastic cap found for a point of reverse curvature hereof, and
- 3) With a curve to the right, having a central angle of **15°28'38"**, a radius of **944.45** feet, a chord bearing and distance of **N35°23'27"E, 254.35** feet, and an arc length of **255.12** feet to a 1/2" iron rod with a "Kimley-Horn" plastic cap set for the northeast corner hereof, said point being the southwest corner of a called 0.2857 acre tract conveyed to the City of Round Rock in Document No. 2007104142 (O.P.R.W.C.T.), and being the northwest corner of a called 10.11 acres tract conveyed to Park Central Building Associates, L.P., in Document No. 2001025909 (O.P.R.W.C.T.), and being the northeast corner of said 2601 Old Settler's tract, from which a 1/2" iron rod found in the south right-of-way line of said E Old Settler's Boulevard and the north line of said Park Central Building Associates tract bears with a curve to the right, having a central angle of **25°40'19"**, a radius of **944.45**, a chord bearing and distance of **N56°02'41"E, 419.64** feet, and arc length of **423.17**;

THENCE, leaving the south right-of-way line of said E Old Settler's Boulevard, with the common line of said Park Central Building Associates tract and said 2601 Old Settler's tract, **S21°12'45"E**, a distance of **672.00** feet to a 1/2" iron rod with a "TLS" plastic cap found for an angle point hereof, said point being the northwest corner of a called 5.28 acres conveyed to Park Central Building Associates, L.P., conveyed in Document. No. 2022007421 (O.P.R.W.C.T.);

THENCE, with the common line of said 5.28 acre Park Central Building Associates tract and said 2601 Old Settler's tract, **S20°59'36"E**, a distance of **986.59** feet to a 1/2" iron rod with an illegible plastic cap found for the southeast corner hereof, said point being the northwest corner of a called 0.223 acre tract conveyed to the City of Round Rock in Document No. 2000066784 (O.P.R.W.C.T.), and being the northeast corner of Lot 20A, Block "N", of Chandler Creek Section 14, a subdivision recorded in Book V, Page 289-291 of the Plat Records of Williamson County, Texas (P.R.W.C.T.);

THENCE, with the common line of said Lot 20A and said 2601 Old Settler's tract, **S88°15'59"W**, a distance of **302.81** feet to a 1/2" iron rod with an illegible plastic cap found for an angle point hereof, said point being the northeast corner of Lot 1A, Block "N" of Chandler Creek Section 13, recorded in Book V, Page 27-29 (P.R.W.C.T.);

THENCE, with the common line of said Lot 1A and said 2601 Old Settler's tract, **S88°25'52"W**, a distance of **120.19** feet to a 1/2" iron rod with a "SAM Inc" plastic cap found for an angle point hereof, said point being the northeast terminus of Chandler View (50 foot right-of-way) described in said Chandler Creek Section 13, from which 1/2" iron rod found at the common corner of Lot 1 and 2 of Block "N" of said Chandler Creek Section 13 bears, **S1°40'42"E**, a distance of **79.76** feet;

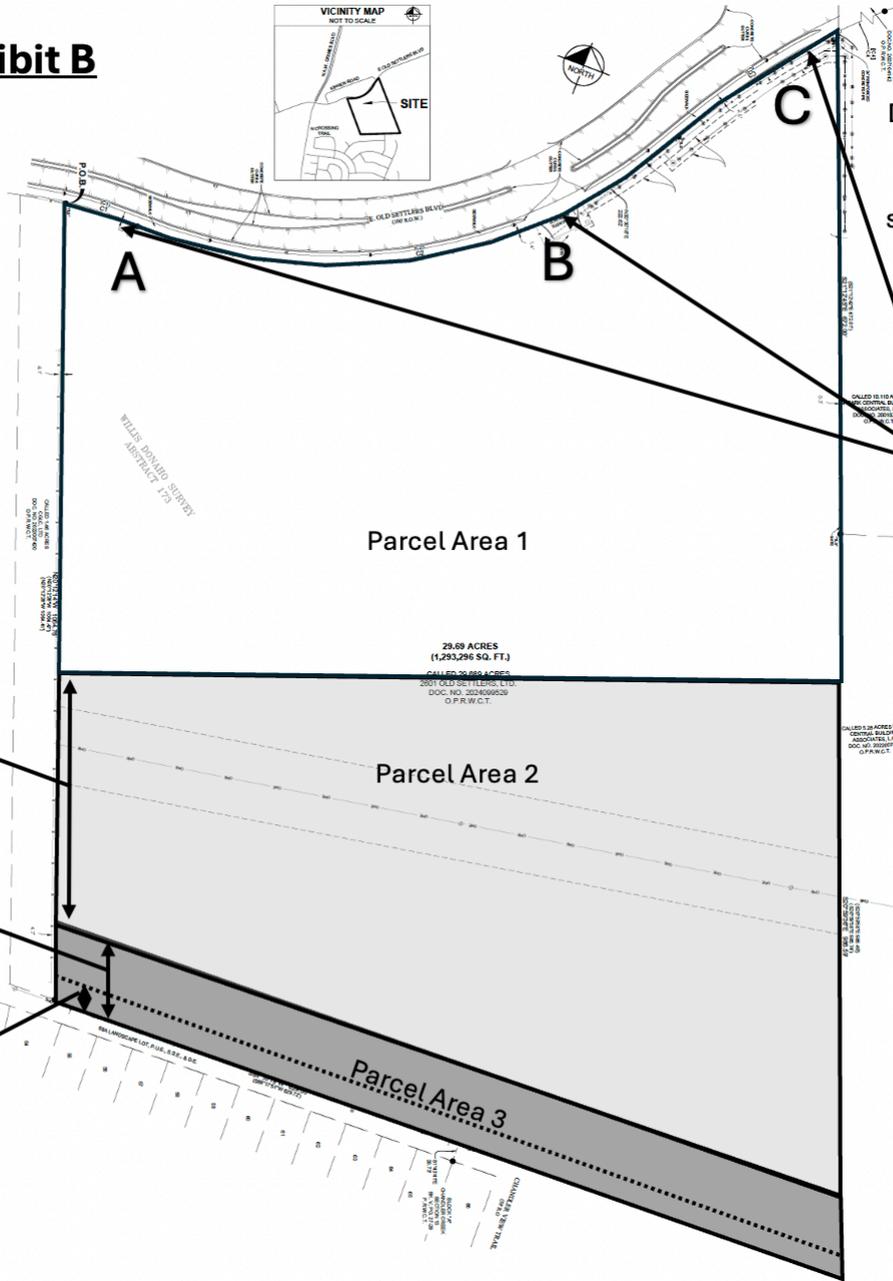
THENCE, with the northern terminus of said Chandler View Trail and with the south line of said 2601 Old Settler's tract, **S87°58'33"W**, a distance of **49.83** feet to a 1/2" iron rod with a "SAM Inc" plastic cap found for angle point hereof, said point being the northeast corner of Lot 66A, Block "A" of said Chandler Creek Section 13 and the northwest terminus of said Chandler View Trail;

THENCE, with the common line of said Lot 66A and said 2601 Old Settler's tract, **S88°16'19"W**, a distance of **629.80** feet to a 1/2" iron rod with "TLS" plastic cap found for the southwest corner hereof, said point being the common south corner of said CGLC tract and said 2601 Old Settler's tract;

THENCE, with the common line of said CGLC tract and said 2601 Old Settler's tract, **N20°12'14"W**, a distance of **1064.76** feet to the **POINT OF BEGINNING** and containing 29.69 Acres (1,293,296 Sq. Ft.) of land more or less.

Exhibit B

Driveway locations are conceptual and shall be finalized at time of site development permit in accordance with City Standards.



Driveway C is subject to an intersection design for a future signal located serving Kiphen Road and would be shared access.

Potential Driveway Points of Access

350ft
80ft wide development setback
25ft wide landscape buffer with wall

Parcel Area 3