

**WRITTEN REPORT
AND
DEVELOPMENT PLAN
FOR
THE CROSSINGS OF CARMEL CREEK
PLANNED UNIT DEVELOPMENT (the "PUD")**

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1. DEFINITIONS

In this Written Report and Development Plan:

- CIRCUS means a circular or semi-circular open space within a low-speed street intersection, and shall be sized to accommodate pedestrian activity. Such Circus shall be located at an important intersection and shall be generally contained at its edges to promote a sense of enclosure. Buildings shall front onto such Circus to promote active uses within and surrounding the Circus.
- CODE means the Code of Ordinances, City of Hutto, Texas, in effect as of May 31, 2007.
- CONDOMINIUM USE is the use of a site for attached or detached condominiums, as defined in the Texas Property Code.
- DEVELOPER means ACD-GREP II Hutto Real Estate, LLC, a Delaware limited liability company.
- DIRECTOR means the Community Development Director for the City of Hutto, Texas.
- FREE STANDING BUILDING means a stand alone commercial building on a lot fronting US 79, FM 685, or other stand alone commercial building at another location in the Plan containing 7,500 gross square feet of space or less, with auto circulation and parking typically on all four sides, and often with drive through facilities. Such buildings on adjacent lots may be combined or located adjacent to one another.
- LIVE/WORK SHOPHOUSE means a Row House with ground level workspace or commercial space and upper level living space. That portion of a Live/Work Shophouse that is designated for commercial use shall be counted as a commercial use for the purpose of determining development intensity.
- MULTIFAMILY HOME means condominiums or apartments.
- MULTI-USE BUILDING means a building use that includes both commercial and residential uses. That portion of a Multi-Use Building that is designated for commercial use shall be counted as a commercial use for the purpose of determining development intensity.
- PLAN means this written report and development plan which includes the PUD Conceptual Plan and written report for The Crossings of Carmel Creek PUD pursuant to and in compliance with the Gateway Overlay District Ordinance (Ordinance No. 07-006-00).

- PLAZA means open space usually at the intersection of streets. Such Plaza is usually bordered by a combination of streets and buildings, but in any case the Plaza shall have a sense of enclosure. The heights of the surrounding structures, in addition to the Plaza's function and location, shall determine the appropriateness of the scale of the Plaza and its character. Plazas may range from active places with adjacent complimentary uses such as restaurants to quiet areas with only seating, landscaping and amenities such as fountains or public art. A Plaza shall accommodate pedestrian interaction. The Plaza configuration and materials used shall be appropriate for the intended function. In more intensive use areas, the paving material shall be a hard surface for ease of movement and maintenance. Lawn areas may be provided to offer relief from heat. A Circus is a type of Plaza which is bordered entirely by streets.
- POA means The Crossings of Carmel Creek PUD Property Owners Association created for the administration of the PUD.
- RETAIL FRONTAGE AREA means the pedestrian-oriented street-like circulation area created by proper building orientation and development characteristics. Except as set forth in the Plan, Retail Frontage Areas are required along all street frontages within Development Area 2.
- ROW HOUSE means an attached multi-story townhouse on its own lot.
- TRAFFIC CALMING MEASURES refers to street design elements intended to slow the speed of vehicular traffic. Representative traffic calming measures are illustrated in **Exhibit F, Traffic Calming Measures**. Traffic calming measures may include, but are not limited to, the following:
 - "Gateway" means a narrowed threshold at a road intersection, with an optional median, intended to slow traffic speed.
 - "Neckdown" means a staggered roadway at an intersection or other point intended to slow traffic speed.
 - "Roundabout" means a one way circular traffic intersection, which reduces the need for traffic lights, allowing streets to converge at a single point and which is intended to move traffic through an intersection in a smooth and orderly fashion while lessening traffic delays.
 - "Throttle" means a road narrowed at a tree grouping, the end of a parking lane, or other feature intended to slow traffic speed.

Except as defined herein, words and terms used herein shall have the meaning as defined in Chapter 14 of the Code. Any word or term not defined in the Code shall have the usual and customary meaning.

2. PROPERTY

The Plan covers approximately 466.23 acres of land located within the city limits of Hutto, Texas, and being more particularly described in **Exhibit A, Property Description** (the "Property"). An aerial map of the Property is depicted in **Exhibit L, Aerial Map**.

3. APPLICABILITY OF CITY ORDINANCES

3.1 Zoning

The base zoning district for the PUD is B-2 (General Commercial) with the Gateway Overlay District Ordinance as an overlay. All standards and requirements of B-2 (General Commercial) District and the Gateway Overlay District Ordinance shall apply to the PUD, except as and to the extent set forth in or in conflict with the Plan. The Property shall be regulated for purposes of zoning by the Plan. All uses and development within the Property shall generally conform to the Plan as set forth herein.

3.2 Other Ordinances

All other ordinances and all other provisions of the Code shall apply to the Plan except as and to the extent set forth in or in conflict with the Plan.

4. PURPOSE AND FRAMEWORK

The framework for the PUD is based on planning principles derived from the 4-day March 2007 stakeholder charrette held at the City of Hutto offices. At this initiative led by Bob Gibbs, a nationally recognized New Urbanist planner, the consultant team and City staff held a series of visioning meetings with representatives of TXDOT, Hutto ISD and Williamson County, and City Council members, Planning Commissioners and landowners. The vision conceived at the charrette is a pedestrian-friendly, mixed-use, multi-phase development including commercial, residential and mixed use buildings and associated facilities and site development. Incorporating an auto-intensive Community Center was also a key element in the vision. The conceptual development envisions a Union Pacific rail line which connects Hutto with Round Rock and which could also connect Hutto to the MoPac rail line linking Hutto to Austin, San Antonio and other Central Texas communities. A potential future transit station on the Union Pacific rail line was considered a planning opportunity for the PUD. The consensus reached during the charrette was to proceed with a detailed planning and zoning effort utilizing these planning principles. For the charrette vision, see **Exhibit B, March 2007 Charrette Stakeholder Consensus Vision**. **Exhibit B, March 2007 Charrette Stakeholder Consensus Vision** is based directly on the March 2007 Charrette Stakeholder Consensus Vision, is conceptual only, and is superseded by the provisions of the Plan.

Exhibit C, PUD Concept Plan, and **Exhibits D – L**, are derived from the Charrette Stakeholder Consensus Vision and **Exhibit C, PUD Concept Plan** is the required Gateway Overlay PUD Conceptual Plan under **Section 1.2.4A.1** of the Gateway Overlay District Ordinance. The PUD allows mixed-use development, which incorporates compatible commercial and residential uses within the boundaries of the Property and is consistent with the City of Hutto Growth Guidance Plan and with the Gateway Overlay

District Ordinance. Except to the extent set forth in or in conflict with the Plan, the PUD shall meet the requirements of the Gateway Overlay District Ordinance.

5. CONCEPT

The concept for the PUD is a development that integrates a mixture of commercial, residential, open space, and public uses, consistent with the March 2007 charrette planning principles and vision. Open spaces form a primary structure and character of the PUD. Streetscapes accommodate both vehicles and the pedestrian by encouraging a walking environment and providing opportunities for social exchange. The PUD is designed to encourage the integration of varying housing types.

6. COMPLIANCE WITH AND WAIVERS TO THE GATEWAY OVERLAY DISTRICT ORDINANCE

6.1 Compliance

(A) The initial application for a preliminary plat subdivision within a Development Area shall include conceptual plans meeting the following requirements of **Section 1.2.4A.1** of the Gateway Overlay District Ordinance, separately for each Development Area:

- The general density and intensity of the proposed uses including maximum gross density of all development.
- Building setbacks or build-to lines for all parcels along all neighborhood main streets.
- Conceptual storm drainage plan.
- Conceptual water and wastewater utility plans.
- Hydrology plan showing streams, wetlands, floodplains, stream corridor buffers, proposed water bodies and/or impoundment areas.
- Vehicular circulation plan showing arterial and collector circulation patterns with traffic volumes analysis.
- A Traffic Impact Analysis ("TIA").

(B) The initial application for a site plan within a Development Area shall include conceptual site plans meeting the following requirements of **Section 1.2.4A.1** of the Gateway Overlay District Ordinance, separately for each Development Area:

- Maximum and net densities of each individual parcel.
- Proposed private open spaces and public parks with acreage and boundary delineations.
- Phasing plan showing delineation of areas to be constructed in phases or sections and the sequential order that will be followed.

- Pedestrian circulation plan showing proposed sidewalks and trails.
- The proposed use, height, dimensions and arrangement of buildings.
- Conceptual landscape plan.
- The location of driveways and parking lots.
- Illustrations of the exterior elevations of proposed buildings.
- Illustrations of proposed signs including location, materials, dimensions and type of lighting.
- Tree survey for areas to be developed, identifying existing trees larger than 8 inches in diameter.

6.2 Waivers

The following provisions of the Gateway Overlay District Ordinance are excepted from and do not apply to the PUD or the Plan. Otherwise the PUD shall comply with the Gateway Overlay Ordinance.

(A) The following items under Section 1.1.1D (Purpose and Intent) do not need to be incorporated:

- Item 6. Single-family, detached uses were not adopted as a part of the charrette vision and are not a permitted use in the PUD. Single-family, detached uses could be considered as a permitted use in the future as a PUD amendment.
- Item 9. Parking is not required to be limited to the rear or side of buildings in Development Areas 1 and 5 and Free Standing Buildings. For any building used as a theater, parking is permitted to be primarily located in front of the buildings.
- Item 13. Due to topographic, access and other constraints caused in part by the alignment of the Union Pacific railroad along US 79 and grade separated SH 130, development within the PUD may be oriented away from (and have its back to) US 79 and SH 130.

(B) The following item under Section 1.1.6 (Land Uses): Auto service facility (as defined in the Code) is a permitted use in the PUD provided such use is located totally within a building containing a retail use.

7. DEVELOPMENT AREAS

7.1 PUD Concept Plan

The contemplated development of the Property (the "Project") is depicted on **Exhibit C, PUD Concept Plan**.

7.2 Development Areas

Development Areas of the Project are depicted on **Exhibit C, PUD Concept Plan**. The land area within each Development Area may be modified from time to time, subject to approval of the Director. The permitted uses for each Development Area are set forth in **Exhibit D-2, Permitted Use Table**.

Development Areas 1 and 5 are auto-oriented Areas but shall provide for pedestrian movement between these Areas and other Development Areas of the PUD. These Areas are planned to include a concentration of retail services, including shops, restaurants, cafes and/or entertainment venues. These Areas may also include commercial, civic, office and multifamily residential uses.

Development Area 2 is pedestrian-oriented and shall provide for pedestrian movement and activity in Plazas and streetscapes. This Area is planned to include retail, commercial, hotel and/or civic uses to meet the needs of community residents. This Area may have an intensive concentration of retail services, including shops, restaurants, cafes, and entertainment venues. This Area may also include office and multifamily residential uses. Useable open space, including wet ponds and trails, is an integral component of this Area.

Development Area 3 accommodates automotive intensive uses but shall provide for pedestrian movement and activity and accommodate possible future transit use. This Area is planned to include retail, commercial, civic and/or public uses. This Area may also include office and multifamily uses. Outdoor entertainment is permitted in this Area.

Development Area 4 shall provide for pedestrian activity and circulation through streetscapes that provide for the safe and efficient movement of vehicular traffic and pedestrian circulation. This Area is planned to include a variety of residential uses. Civic and residential scaled commercial uses and outdoor entertainment uses are also permitted within this Area.

Development Area 6 provides for open space. The open space area shall provide for a system of open spaces connected within the PUD and with linkage to regional open space where reasonably feasible. Open space will be distributed throughout the PUD and shall be arranged in a hierarchy of small, intimate open spaces and Plazas to large, multi-functional areas. In addition to serving the recreational needs of the residents, open space will be designed to (i) provide places and opportunities for interaction within the community, (ii) serve as landmarks and organizing elements and (iii) provide visual, aesthetic and environmental amenities and protection.

