

Exhibit "A"

BEING a 40.065 acre tract of land situated in the Collin County School Land Survey, Abstract number 147, Collin County, Texas and being all of that called 34.709 acre tract of land described by deed to AABVC-DNT-West-FRT, LP, recorded in County Clerk's File Number 2021082001693210, Deed Records, Collin County, Texas and all of that called 5.368 acre tract of land described by deed to Collin County, recorded in Volume 5949, Page 2222, Deed Records, Collin County, Texas and being more particularly described by metes and bounds as follows:

BEGINNING at a 1/2 inch iron rod with cap stamped "PRESTON TRAIL" found at the southeast corner said called 34.709 acre tract, said iron rod also being the southwest corner of said called 5.386 acre tract and being in the north line of that called 40.066 acre tract of land described by deed to Cothran Malibu, LP, recorded in County Clerk's File Number 20150105000009000, Deed Records, Collin County, Texas;

THENCE South 87 degrees 52 minutes 23 seconds West, 1108.44 feet along the south line of said called 34.709 acre tract and said north line of the called 40.066 acre tract to a 5/8 inch iron rod with cap stamped "MANHARD" set at the northwest corner of said called 40.066 acre tract;

THENCE North 89 degrees 57 minutes 32 seconds West, 43.17 feet, continuing along said south line of the called 34.709 acre tract to a 5/8 inch iron rod with cap stamped "MANHARD" set at the southwest corner of said called 34.709 acre tract;

THENCE North 00 degrees 45 minutes 11 seconds West, 1324.66 feet along the west line of said called 34.709 acre tract to a 1/2 inch iron rod with cap stamped "PRESTON TRAIL" found at the northwest corner of said called 34.709 acre tract, said iron rod also being the southwest corner of that called 34.557 acre tract of land described by deed to Urban Heights at Frontier LLC, recorded in County Clerk's File Number 2022000131196, Deed Records, Collin County, Texas;

THENCE North 89 degrees 22 minutes 58 seconds East, 1146.49 feet along the north line of said called 34.709 acre tract and the south line of said called 34.557 acre tract to a 1/2 inch iron rod with cap stamped "PRESTON TRAIL" found at the northeast corner of said called 34.709 acre tract, said iron rod also being the southeast corner of said called 34.557 acre tract and the northwest corner of the aforementioned called 5.386 acre tract;

THENCE North 89 degrees 26 minutes 22 seconds East, 187.36 feet along the north line of said called 5.386 acre tract to a 1/2 inch iron rod found at the northeast corner of said called 5.386 acre tract;

THENCE South 00 degrees 43 minutes 44 seconds East, 1290.88 feet along the east line of said called 5.386 acre tract to a 1/2 inch iron rod found at the southeast corner of said called 5.386 acre tract, said iron rod also being in the north line of the aforementioned called 40.066 acre tract;

THENCE South 87 degrees 50 minutes 46 seconds West, 182.07 feet along the south line of said called 5.386 acre tract and said north line of the called 40.066 acre tract to the POINT OF BEGINNING and containing 1,745,218 square feet or 40.065 acres of land, more or less.



Jeremy Luke Deal
Registered Professional Land Surveyor
Texas Registration Number 5696



PLANNED DEVELOPMENT NO. 119

EXHIBIT B—Planned Development Purpose and Intent:

This planned development is intended to provide for and encourage development that contains a compatible mix of residential, office, and commercial uses within close proximity to each other, rather than separating uses.

The use provisions define land uses and the siting and character of the improvements and structures allowed on the land in a manner that encourages a balanced and sustainable mix of uses. These uses may be combined either vertically in the same building, or horizontally in multiple buildings, or through a combination of the two.

Additionally, the standards are intended to promote an efficient pedestrian-access network that connects the nonresidential and residential uses. The planned development generally addresses the physical relationship between development and adjacent properties, public streets, neighborhoods, and the natural environment. This is accomplished by the following;

- Ensuring buildings relate appropriately to surrounding developments and streets which create cohesive visual identity and attractive street scenes.
- Ensuring site design promotes efficient pedestrian and vehicle circulation patterns.
- Ensuring the creation of high-quality street and sidewalk environments that are supportive of pedestrian mobility and that are appropriate to the roadway context.
- Ensuring large sites are developed in a manner that supports and encourages connectivity and creates a cohesive visual identity and attractive street scene.

In order to implement this vision, the standards affecting development are intended to be consistent with the overall goal. To accomplish this goal, the area has been subdivided into a series of sub-districts with development restrictions that will be necessary to achieve their collective individuality.

The purpose of sub-district requirements is to define the character of new development within each sub-district. They have been carefully designed to allow enough flexibility for creative building solutions, while being prescriptive in areas necessary to preserve consistency throughout the development.

EXHIBIT C—Sub-district Regulations:**Development Plans****Concept Plan:**

The tract shall be developed in general accordance with the attached concept plan, set forth in Exhibits D, D2, D3, and D4.

Elevations:

The tract shall be developed in general accordance with the attached elevations, set forth in Exhibits F.

HIGHWAY SUB-DISTRICT

HIGHWAY SUB-DISTRICT

Purpose & Intent

The purpose of the Highway Sub-District is to encourage the creation of a pedestrian-oriented, vertically integrated, mixed-use, urban environment, providing shopping, employment, housing, business, and personal services. This sub-district promotes an efficient, compact land use pattern; encouraging pedestrian activity; reducing the reliance on private automobiles within the district; promoting a functional and attractive community using urban design principles; and allowing developers flexibility in land use and site design.

The Highway Sub-District is to be an area with a mixture of intense uses. Buildings are close to and oriented toward the street. There is a connected street pattern, shared parking, and pedestrian amenities.

Site Criteria

A. Size of Yards:

1. Minimum Front Yard
 - a. On Dallas North Tollway: Thirty (30) feet.
 - b. On all other streets: Ten (10) feet.
2. Minimum Side Yard: Zero (0) feet.
3. Minimum Rear Yard: Zero (0) feet.

B. Build-to-Line: On streets with on-street parking, a build-to-line shall be required. A -build-to-line- is a line parallel to a public or private street where the primary facade of the building must be built to.

1. Buildings with non-residential uses on the first floor: A build- to-line shall be established at the minimum front yard setback. The primary facade shall be continuous along a block face and at least 70% shall be located within 5' of the build-to-line.
2. Buildings with residential uses on the first floor: The primary facade of a residential dwelling shall be built 10' to 15' from the property line. Stairs, stoops, and elevated patios shall be allowed within the front setback. Any land remaining in the setback shall be landscaped with plant materials other than grass and shall be irrigated per the requirements established.

C. Size of Lots:

1. Minimum Size of Lot Area: Twenty Thousand (20,000) square feet
2. Minimum Lot Width: Fifty (30) feet.
3. Minimum Lot Depth: Sixty (60) feet.

D. Maximum Lot Coverage: One hundred (100) percent.

E. Floor Area Ratio: Maximum 10.0:1.

F. Housing: The following performance standards shall apply to residential development.

1. The maximum density allowed shall be 33 units/net acre, as calculated based on the acreage of the Highway Sub-District.
2. A minimum of 15% of the first-floor square footage of all buildings containing residential units shall be used for non-residential uses.

G. Parking:

1. The number of parking spaces provided for uses shall be in accordance with the breakdown established in the GENERAL REQUIREMENTS section of these standards.
2. Required parking shall be located and maintained anywhere within the PD No. 119, including all sub-districts.
3. On-street parking and shared parking anywhere within the PD No. 119, including all sub-districts may be counted towards meeting the off-street parking requirement for any use within the sub-district.
4. Where on-street parking is provided, angled, as well as parallel parking shall be permitted as depicted in exhibit D street sections.
5. Where on-street parking is provided, vehicle maneuvering shall be allowed within the Public & Emergency Access Easement.
6. When structured garages are provided, adequate access from public rights-of-way via private drives and/or access easements shall be made readily available.
7. Parking spaces that face and are adjacent to a building shall utilize curbs, wheel stops, and/or bollards.
8. Speed bumps/humps are not permitted within a fire lane nor public roads.
11. Dead-end parking aisles are not permitted in surface parking lots.
12. In the case of mixed uses, parking spaces may be shared.

H. Service Equipment and Areas:

1. Loading docks, truck parking, trash collection, trash compaction, and other service functions shall be incorporated into the overall design of the building or placed behind or on the side of a building. On corner lots, these areas should be located behind the buildings. All solid waste trash collection structures shall be designed to accommodate the Town's current trash service provider. This includes, but not limited to, minimum dumpster enclosure requirements, approach geometry and other features for operational needs.
2. Transformers, HVAC equipment (if located at the ground level), private utility meters, and other machinery, where practical, should be located at the rear of the property.

- a. Public water meters shall be located within easements, outside of pavement, and adjacent (within 2-5 feet) to Public & Emergency Access Easement or dedicated fire lanes that include utility easements.

I. Screening:

1. Service equipment and areas shall be screened so the visual impacts of these functions are fully contained and out of view from adjacent properties and public streets to the extent that screening is allowed by utility providers.
2. Solid waste collection and loading areas shall be located to minimize visibility. These areas shall be screened, at minimum, by a six (6) foot high wall built with the same materials as used for the principal building, or an otherwise approved solid masonry material. Trash dumpsters shall have a metal gate or door equal in height or the height of the wall, which shall generally always remain closed. Waste collection and loading area walls shall include shrubbery as to screen walls from the public realm.

J. Fencing: Fencing is allowed between the primary facade of the building and the property line. In the above instances the fence shall be no greater than forty-two (42) inches in height. Fencing is restricted to wrought iron, tubular steel or similar material, or masonry. The masonry portion of any fence in front of a building shall be no higher than three (3) feet. The masonry portion of the fence must be at least 30% open in construction for each residential unit or retail/restaurant/office/service lease space. Each residential unit or retail/restaurant/office/service lease space must have an operable gate that opens to the street.

K. Streets and Sight Triangles:

1. For plantings within ten (10) feet of any public street intersection, shrubs and groundcover shall not exceed two (2) feet in height and tree branching shall provide seven (7) feet of clearance measured from the top of the ground surface to the first branch along the tree trunk.
2. Root barriers shall be installed where street trees are planted within 5 feet of pavement within Public & Emergency Access Easement.

Nothing contained herein shall vary or supersede public safety requirements of the Town of Prosper as set forth in the Uniform Fire Code and other applicable laws, rules, and regulations of the Town of Prosper.

L. Landscaping: The standards and criteria contained in this Section are the minimum standards for all new development. Where the regulations of this Section conflict with the Town of Prosper Zoning Ordinance or the Dallas North Tollway (DNT) Guidelines, the regulations of this Section shall apply. Unless specifically identified in this Section, new developments shall comply with the landscape standards established in the Town of Prosper Zoning Ordinance as of the date of adoption of this ordinance.

1. Any non-structured, off-street, surface parking that contains twenty (20) or more spaces shall provide interior landscaping as follows:
 - a. All landscaped areas shall be protected by a raised six (6) inch concrete curb. Pavement shall not be placed closer than four (4) feet from the trunk of a tree unless a Town approved root barrier is utilized.

b. Landscaped islands shall be located at the terminus of all parking rows, except for on-street parking, and shall contain at least one (1) large tree, three (3) inch caliper minimum, with no more than fifteen (15) parking spaces permitted in a continuous row without being interrupted by a landscape island.

c. Landscaped islands shall be a minimum of one hundred sixty (160) square feet, not less than nine (9) feet wide, measured from the inside face of curb, and a length equal to the abutting space.

d. All above grade utilities and trash enclosures in landscape areas shall be screened with evergreen plant material.

e. For streets with on-street parking, trees shall be installed against the curb, within the sidewalk, in four (4) foot by four (4) foot areas with metal grates consistent with the development.

2. Permanent irrigation shall be provided for all required landscaping as follows:

a. Irrigation lines for perimeter landscaping, shall be placed a minimum of two and one-half (2'-6") feet from a town sidewalk or alley. Reduction of this requirement is subject to review and approval by the Executive Director of Development and Community Services.

b. Trees shall be irrigated with bubbler irrigation. Shrubs and groundcover shall be irrigated with in ground drip irrigation. Turf lawn shall be irrigated with spray irrigation.

c. Rain/Freeze sensors shall be installed on all irrigation systems.

3. Drought tolerant and/or native plants from the Town's approved plant list are required for compliance. Other species may be utilized with approval from the Town as part of the Final Site Plan process.

a. Trees in sidewalks adjacent to on-street parking will be specifically selected with approval from the Town.

Building Criteria

The standards and criteria contained in this Section are the minimum standards for all new development. The regulations of this Section shall govern where the regulations of this Section conflict with the Town of Prosper Zoning Ordinance.

A. Tri-partite Architecture: All multi-story, mixed use buildings shall be designed and constructed in tri-partite architecture (having a distinct base, middle, and top) or an alternative, scale appropriate architectural treatment.

B. Maximum Building Height: Twelve (12) stories.

1. Architectural embellishments not intended for human occupancy that are integral to the architectural style of the buildings, including spires, belfries, towers, cupolas, domes, and roof forms whose area in plan is no greater than 23% of the first-floor footprint may exceed the height limits by up to twenty (20) feet.
2. Mechanical equipment, including mechanical/elevator equipment penthouse enclosures, ventilation equipment, antennas, chimneys, exhaust stacks and flues, fire sprinkler tanks, and other similar constructions may extend up to twenty (20) feet above the actual building height, provided that: 1) they are setback from all exterior walls a distance at least equal to the vertical dimension that such item(s) extend(s) above the actual building height, or 2) the exterior wall and roof surfaces of such items that are set back less than the vertical dimension above the actual building are to be constructed as architecturally integral parts of the building facade(s) or as architectural embellishments as described above. Mechanical equipment shall not be visible from the public right-of-way, measured at six (6) feet above finish grade at the Public & Emergency Access Easement line.

C. Building Materials:

1. Materials such as brick, natural and manufactured stone, stucco, metal panel system, curtain wall and window wall glazing, and cementitious panel system shall be considered primary materials. Primary materials shall comprise of at least seventy-five percent (75%) of each floor, exclusive of doors and windows.
2. Only primary building materials are allowed on the first floor with the exception of cementitious panels. For purposes of this section, the first floor shall be at least nine (9) feet high and, at minimum, 90% shall be constructed of masonry cladding.
3. All buildings shall be architecturally finished on all sides with articulation, detailing, and features. Architectural articulation, detailing, and features are not required for facades adjacent to a building or parking garage.

D. Window Areas:

1. For buildings which front on streets with on-street parking and contain non-residential uses on the ground floor, a minimum of thirty (30) percent of the ground floor facade shall be windows.
 - a. Clear glass is required in all non-residential storefronts. Smoked, reflective, or black glass that blocks two-way visibility is only permitted above the first story.
 - b. pink or gold glass shall be prohibited.

E. Building Entries:

1. Main building entries shall be highlighted using such techniques as building articulation and/or entry canopies so they are obvious to pedestrians and motorists.

2. Each building and separate lease space at grade along the street edge shall have a functioning Primary Entry from the sidewalk. Corner entries may count as a Primary Entry for both intersecting street fronts.

F. Awnings, canopies, Arcades, & Overhangs:

1. Structural awnings are encouraged at the ground level to enhance articulation of the building volumes.
2. The material of awnings and canopies shall be architectural materials that complement the building.
3. Awnings shall not be internally illuminated.
4. Canopies should not exceed one hundred (100) linear feet without a break of at least five (5) feet.
5. Canopies and awnings shall respect the placement of street trees and lighting.

G. Building Articulation:

1. That portion of the building where retail or service uses take place on the first floor shall be accentuated by including awnings or canopies, different building materials, or architectural building features.
2. Building facades fronting both streets and driveways should have massing changes and architectural articulation to provide visual interest and texture and reduce large areas of undifferentiated building facade. Design articulation should employ changes in volume and plane. Architectural elements including projecting volumes, windows, balconies, loggias, canopies, pediments, and moldings that break up the mass of the building are encouraged.

H. Above Grade Structured Parking:

1. Where parking garages are within views of public streets, openings in parking garages shall not exceed 55% of the facade area. The portion of the parking garage that is visible from the street shall have an architecturally finished facade compatible with the surrounding buildings.
2. It is the intent of this provision that the facades of surrounding buildings and the facades of any parking structures within view of public streets shall be visually similar, with construction materials being compatible.
3. Entries and exits to and from parking structures shall be clearly marked for both vehicles and pedestrians by materials, lighting, signage, etc., to ensure pedestrian safety on sidewalks.

I. Projections into Setbacks and/or Rights-of-Way:

The following projections shall be permitted into a building setback or Public & Emergency Access Easement as allowed below, provided that 1) no projection shall be permitted into a building setback or right-of-way of Dallas North Tollway; 2) such projections do not extend over the traveled portion of a roadway; 3) the property owner has assumed liability related to such projections; 4) the property owner shall maintain such projection in a safe and non-injurious manner; 5) no projections allowed over

franchise utility corridors unless the projection is thirteen and one half (13.5) feet above finish grade; and 6) no projections allowed over public utility where located within a fire lane or public utility easement.

1. Ordinary building projections, including, but not limited to water tables, sills, belt courses, pilasters, and cornices may project up to twenty-four (24) inches beyond a building face or architectural projection into the setback, but not the Public & Emergency Access Easement.
2. Business signs and roof eaves may project up to ten (10) feet beyond the building face or architectural projection into the setback, but not the Public & Emergency Access Easement.
3. Architectural projections, including balconies, bays, towers, and oriel windows (1st floor only); below grade vaults and areaways; and elements of a nature similar to those listed; may project up to ten (10) feet beyond the building face into the setback, but not the Public & Emergency Access Easement.
4. Canopies and/or awnings may project from the building face over the entire setback. Additionally, they may be extended into the Public & Emergency Access Easement to be within eight (8) inches of the back of curb if used to provide a covered walkway to a building entrance and as long as any canopy/awning support is no closer than twenty-four (24) inches from the back of curb and does not extend over any fire lane or public utility easement.
5. Below-grade footings approved in conjunction with building permits.

Permitted Uses

List of Permitted Uses: Uses followed by an -S- are permitted by Specific Use Permit. Uses followed by a -C- are permitted subject to conditional development standards located in the Town's Zoning Ordinance as it exists or may be amended.

- Accessory Building
- Administrative, Medical, or Professional Office
- Antenna and/or Antenna Support Structure, Commercial
- Antenna and/or Antenna Support Structure, Non-Commercial
- Antique Shop and Used Furniture
- Artisan's Workshop
- Assisted Care or Living Facility
- Auto Parts Sales, Inside
- Automobile Paid Parking Lot/Garage
- Automobile Parking Lot/Garage
- Bank, Savings and Loan, or Credit Union (with or without drive through)
- Beauty Salon/Barber Shop
- Bed and Breakfast Inn
- Beer & Wine Package Sales
- Building Material and Hardware Sales, Minor
- Business Service
- Caretaker's/Guard's Residence
- Civic/Convention Center

- College, University, Trade, or Private Boarding School
- Commercial Amusement, Indoor
- Community Center
- Convenience Store with or without Gas Pumps
- Dance Hall
- Day Care Center, Child
- Day Care Center
- Dry Cleaning
- Farmer's Market
- Fraternal Organization, Lodge, Civic Club, Fraternity, or Sorority
- Furniture, Home Furnishings and Appliance Store
- Governmental Office
- Gymnastics/Dance Studio
- Health/Fitness Center
- Home Occupation
- Hospital
- Hotel -C-
- House of Worship
- Household Appliance Service and Repair
- Insurance Office
- Laundromat
- Locksmith/Security System Company
- Massage Therapy, Licensed
- Mini-Storage Facility
- Mobile Food Vendor
- Multifamily Dwelling
- Multi-Tenant Office Building
- Municipal Uses Operated by the Town of Prosper
- Museum/Art Gallery
- Nursery
- Park or Playground
- Pet Day Care
- Print Shop
- Private Club
- Private Recreation Center
- Private Utility, Other than Listed
- Real Estate Sales/Leasing Office
- Recycling Collection Point
- Rehabilitation Care Institution
- Restaurant or Cafeteria
- Restaurant, Drive In
- Restaurant, Drive Through -S-
- Retail Stores and Shops
- Retail/Service Use
- School, Private or Parochial
- School, Public

- Stealth Antenna, Commercial
- Studio Dwelling
- Telephone Exchange
- Temporary Building
- Theater, Regional
- Townhome
- Utility Distribution/Transmission Facility
- Veterinarian Clinic and/or Kennel, Indoor
- Work/Live Units (Property that has been specifically designed for use both as a residential unit and an employment space. While the segregation of uses may take place vertically, they will be located in the same leasable area, be accessed by the same doorway and may or may not share plumbing.)

NEIGHBORHOOD SUB-DISTRICT

NEIGHBORHOOD SUB-DISTRICT

Purpose & Intent

The purpose of the Neighborhood Sub-District is to provide for a variety of developments in a suburban type setting which will provide residential units and supporting retail space.

Site Criteria

A. Size of Yards:

1. Townhomes

- i. Minimum Front Yard: Ten (10) feet.
- ii. Minimum Side Yard: Zero (0) feet.
- iii. Minimum Rear Yard: Twenty (20) feet.
- iv. Maximum Building Height: Thirty-Five (35) feet (as measured from the finish floor to the top plate), or three (3) stories.
- v. Minimum Dwelling Area: One Thousand (1,000) square feet

2. Commercial

- i. Minimum Front Yard: Ten (10) feet.
- ii. Minimum Side Yard: Five (5) feet.
- iii. Minimum Rear Yard: Five (5) feet.
- iv. Maximum Building Height: Forty-five (45) Feet (as measured from the finish floor to the top plate), or three (3) stories

B. Build-to-Line: On streets with on-street parking, a build-to-line shall be required. A -build-to-line- is a line parallel to a public or private street where the primary facade of the building must be built to.

1. Buildings with non-residential uses on the first floor: A build- to-line shall be established at the minimum front yard setback. The primary facade shall be continuous along a block face and at least 70% shall be located within 5' of the build-to-line.
2. Buildings with residential uses on the first floor: The primary facade of a residential dwelling shall be built 10' to 15' from the property line. Stairs, stoops, and elevated patios shall be allowed within the front setback. Any land remaining in the setback shall be landscaped with plant materials other than grass and shall be irrigated per the requirements established.
3. Residential lots may front on public or private open space or a property owner's association lot.

C. Size of Lots:

1. Minimum Size of Lot Area: Three thousand (3,000) square feet
2. Minimum Lot Width: Twenty (20) feet.
3. Minimum Lot Depth: Sixty (60) feet.

D. Maximum Lot Coverage: One Hundred (100) percent. Parking structures and surface parking facilities shall be excluded from lot coverage computations.

E. Floor Area Ratio: Maximum 5.0:1.

F. Housing: The following performance standards shall apply to residential development.

1. The maximum density allowed shall be 10 units/net acre, as calculated based on the acreage of the Neighborhood Sub-District.

G. Maximum Floor Area Per Building: Twenty thousand (20,000) square feet.

H. Parking:

1. The number of parking spaces provided for uses shall be in accordance with the breakdown established in the GENERAL REQUIREMENTS section of these standards.
2. Required parking shall be located and maintained anywhere within the PD No. 119, including all sub-districts.
3. On-street parking and shared parking anywhere within the PD No. 119, including all sub-districts may be counted towards meeting the off-street parking requirement for any use within the sub-district.
4. Where on-street parking is provided, angled, as well as parallel parking shall be permitted.
5. Where on-street parking is provided, vehicle maneuvering shall be allowed within the Public & Emergency Access Easement.
6. When structured garages are provided, adequate access from public rights-of-way via private drives and/or access easements shall be made readily available.
7. Parking spaces that face and are adjacent to a building shall utilize curbs, wheel stops, and/or bollards.
8. Speed bumps/humps are not permitted within a fire lane.
11. Dead-end parking aisles are not permitted in surface parking lots.
12. In the case of mixed uses, uses may share parking spaces.

I. Service Equipment and Areas:

1. Loading docks, truck parking, trash collection, trash compaction, and other service functions shall be incorporated into the overall design of the building or placed behind or on the side of a building. On corner lots, these areas should be located behind the buildings. All solid waste trash collection structures shall be designed to accommodate the Town's current trash service provider. This includes, but not limited to, minimum dumpster enclosure requirements, approach geometry and other features for operational needs.
2. Transformers, HVAC equipment (if located at the ground level), private utility meters, and other machinery, where practical, should be located at the rear of the property.

- a. Public water meters shall be located within easements, outside of pavement, and adjacent (within 2-5 feet) to Public & Emergency Access Easement or dedicated fire lanes that include utility easements.

J. Screening:

1. Service equipment and areas shall be screened so the visual impacts of these functions are fully contained and out of view from adjacent properties and public streets, provided public utility providers allow for screening.
2. Solid waste collection and loading areas shall be located to minimize visibility. These areas shall be screened by a six (6) foot high wall built with the same materials as used for the principal building, or an otherwise approved solid masonry material. Trash dumpsters shall have a metal gate or door equal in height or the height of the wall, which shall generally remain closed at all times. Waste collection and loading area walls shall include shrubbery as to screen walls from the public realm.

K. Fencing: Fencing is allowed between the primary facade of the building and the property line. In the above instances the fence shall be no greater than forty-two (42) inches in height. Fencing is restricted to wrought iron, tubular steel or similar material, or masonry. The masonry portion of any fence in front of a building shall be no higher than three (3) feet. The masonry portion of the fence must be at least 30% open in construction for each residential unit or retail/restaurant/office/service lease space. Each residential unit or retail/restaurant/office/service lease space must have an operable gate that opens to the street.

L. Streets and Sight Triangles: Within the Neighborhood Sub-District the following street design standards shall apply. Except as provided herein, no sight triangle shall be required. Adequate sight distance will be provided at all intersections through the use of appropriate traffic control devices. Sight triangles, per the Town of Prosper's requirements, for vehicles exiting the development for both public streets and private driveways shall be provided at intersections with Shawnee Trail.

1. For plantings within ten (10) feet of any public street intersection, shrubs and groundcover shall not exceed two (2) feet in height and tree branching shall provide seven (7) feet of clearance measured from the top of the ground surface to the first branch along the tree trunk.

Nothing contained herein shall vary or supersede public safety requirements of the Town of Prosper as set forth in the Uniform Fire Code and other applicable laws, rules, and regulations of the Town of Prosper.

M. Landscaping: The standards and criteria contained in this Section are the minimum standards for all new development. Unless specifically identified in this Section, new developments shall comply with the landscape standards established in the Town of Prosper Zoning Ordinance.

1. Any non-structured, off-street, surface parking that contains twenty (20) or more spaces shall provide interior landscaping as follows:
 - a. All landscaped areas shall be protected by a raised six (6) inch concrete curb. Pavement shall not be placed closer than four (4) feet from the trunk of a tree unless a Town approved root barrier is utilized.

- b. Landscaped islands shall be located at the terminus of all parking rows, except for on-street parking, and shall contain at least one (1) large tree, three (3) inch caliper minimum, with no more than fifteen (15) parking spaces permitted in a continuous row without being interrupted by a landscape island.
 - c. Landscaped islands shall be a minimum of one hundred sixty (160) square feet, not less than nine (9) feet wide, measured from the inside face of curb, and a length equal to the abutting space.
 - d. All above grade utilities and trash enclosures in landscape areas shall be screened with evergreen plant material.
 - e. For streets with on-street parking, trees shall be installed against the curb, within the sidewalk, in four (4) foot by four (4) foot areas with metal grates consistent with the development.
2. Except for the landscape easement adjacent to the deceleration lane on Shawnee Trail, the landscape easement within the POA Lot adjacent to Shawnee Trail will be a minimum of twenty-five (25) feet.
3. Permanent irrigation shall be provided for all required landscaping as follows:
- a. Irrigation lines for perimeter landscaping identified in (1) above, shall be placed a minimum of two and one-half (2'-6") feet from a town sidewalk or alley. Reduction of this requirement is subject to review and approval by Executive Director of Development and Community Services.
 - b. Trees shall be irrigated with bubbler irrigation. Shrubs and groundcover shall be irrigated with in ground drip irrigation. Turf lawn shall be irrigated with spray irrigation.
 - c. Rain/Freeze sensors shall be installed on all irrigation systems.
4. Drought tolerant and/or native plants from the Town's approved plant list are required for compliance. Other species may be utilized with approval from the Town as part of the Final Site Plan process.
- a. Trees in sidewalks adjacent to on-street parking will be specifically selected with approval from the Town.

Building Criteria

The standards and criteria contained in this Section are the minimum standards for all new development. The regulations of this Section shall govern where the regulations of this Section conflict with the Town of Prosper Zoning Ordinance.

A. Maximum Building Height:

- 1. Three (3) stories.
- 2. Architectural embellishments not intended for human occupancy that are integral to the architectural style of the buildings, including spires, belfries, towers, cupolas, domes, and roof

forms whose area in plan is no greater than 25% of the first floor footprint may exceed the height limits by up to ten (10) feet.

3. Mechanical equipment, including mechanical/elevator equipment penthouse enclosures, ventilation equipment, antennas, chimneys, exhaust stacks and flues, fire sprinkler tanks, and other similar constructions may extend up to ten (10) feet above the actual building height, provided that: 1) they are setback from all exterior walls a distance at least equal to the vertical dimension that such item(s) extend(s) above the actual building height, or 2) the exterior wall and roof surfaces of such items that are set back less than the vertical dimension above the actual building are to be constructed as architecturally integral parts of the building facade(s) or as architectural embellishments as described above. Mechanical equipment shall not be visible from the Public & Emergency Access Easement, measured at six (6) feet above finished grade at the Public & Emergency Access Easement line.

B. Building Materials:

1. Materials such as brick, natural and manufactured stone, stucco, metal panel system, curtain wall and window wall glazing, and cementitious panel system shall be considered primary materials. Primary materials shall comprise as least seventy-five (75) percent of each floor, exclusive of doors and windows.

a. Townhomes shall be constructed of no less than 60% brick masonry, calculated from the aggregate of the front, rear and side elevations.

2. Only primary building materials are allowed on the first floor excluding cementitious panel systems, exclusive of doors, windows, and their accompanying frames. For purposes of this section, the first floor shall be at least nine (9) feet high.

3. All buildings shall be architecturally finished on all sides with articulation, detailing, and features. Architectural articulation, detailing, and features are not required for facades adjacent to a building or parking garage.

C. Windows:

1. For buildings which front on streets with on-street parking and contain non-residential uses on the ground floor, a minimum of thirty (30) percent of the ground floor facade shall be windows.

a. Clear glass is required in all non-residential storefronts. Smoked, reflective, or black glass that blocks two-way visibility is only permitted above the first story.

b. pink or gold glass shall be prohibited.

2. For buildings which front on streets, and contain residential uses, a minimum of thirty (30) percent of the facade shall be windows.

D. Horizontal articulation: No building wall shall extend for a distance equal to four (4) times the wall's height without having an off-set equal to 25% of the wall's height. The new plane shall then extend for a distance equal to at least 25% of the maximum length of the first plane.

E. Building Entries: Main building entries shall be highlighted using such techniques as building articulation and/or entry canopies so they are obvious to pedestrians and motorists.

F. Above Grade Structured Parking:

1. Where parking garages are within views of streets, openings in parking garages shall not exceed 53% of the facade area. The portion of the parking garage that is visible from the street shall have an architecturally finished facade compatible with the surrounding buildings.
2. Entries and exits to and from parking structures shall be clearly marked for both vehicles and pedestrians by materials, lighting, signage, etc., to ensure pedestrian safety on sidewalks.

G. Projections into Setbacks and/or Rights-of-Way:

The following projections shall be permitted into a building setback or Public & Emergency Access Easement as allowed below, provided that 1) no projection shall be permitted into a building setback or right-of-way of Shawnee Trail; 2) such projections do not extend over the traveled portion of a roadway; 3) the property owner has assumed liability related to such projections; and 4) the property owner shall maintain such projection in a safe and non-injurious manner; and 5) no projections allowed over franchise utility corridors unless the projection is thirteen and one half (13.5) feet above finish grade; and 6) no projections allowed over public utility where located within a fire lane or public utility easement..

1. Ordinary building projections, including, but not limited to water tables, sills, belt courses, pilasters, and cornices may project up to twelve (12) inches beyond a building face or architectural projection into the setback, but not the Public & Emergency Access Easement.
2. Business signs and roof eaves may project up to ten (10) feet beyond the building face or architectural projection into the setback, but not the Public & Emergency Access Easement.
3. Architectural projections, including balconies, bays, towers, and oriels; show windows (1st floor only); below grade vaults and areaways; and elements of a nature similar to those listed; may project up to ten (10) feet beyond the building face into the setback, but not the Public & Emergency Access Easement.
4. Canopies and/or awnings may project from the building face over the entire setback. Additionally, they may be extended into the Public & Emergency Access Easement to be within eight (8) inches of the back of curb if used to provide a covered walkway to a building entrance and as long as any canopy/awning support is no closer than twenty-four (24) inches from the back of curb and does not extend over any fire lane or public utility easement.
5. Below-grade footings approved in conjunction with building permits.

Permitted Uses

List of Permitted Uses: Uses followed by an -S- are permitted by Specific Use Permit. Uses followed by a -C- are permitted subject to conditional development standards located in the Town's Zoning Ordinance as it exists or may be amended.

- Accessory Building
- Administrative, Medical, or Professional Office
- Antenna and/or Antenna Support Structure, Commercial
- Antenna and/or Antenna Support Structure, Non-Commercial
- Assisted Care or Living Facility
- Automobile Paid Parking Lot/Garage
- Automobile Parking Lot/Garage
- Bank, Savings and Loan, or Credit Union
- Business Service
- Caretaker's/Guard's Residence
- Civic/Convention Center
- College, University, Trade, or Private Boarding School
- Community Center
- Convenience Store with or without Gas Pumps
- Corporate Campus
- Day Care Center, Child
- Day Care Center
- Dry Cleaning
- Fraternal Organization, Lodge, Civic Club, Fraternity, or Sorority
- Governmental Office
- Health/Fitness Center
- Home Occupation
- Hospital
- House of Worship
- Insurance Office
- Massage Therapy, Licensed
- Mobile Food Vendor
- Multi-Tenant Office Building
- Municipal Uses Operated by the Town of Prosper
- Museum/Art Gallery
- Office/Show Room
- Park or Playground
- Print Shop
- Private Club
- Private Recreation Center
- Private Utility, Other than Listed
- Real Estate Sales/Leasing Office
- Rehabilitation Care Institution
- Restaurant or Cafeteria
- Restaurant, Drive In
- Restaurant, Drive Through -S-
- Retail/Service Use
- School, Private or Parochial
- School, Public
- Stealth Antenna, Commercial
- Studio Dwelling

- Telephone Exchange
- Temporary Building
- Townhome
- Utility Distribution/Transmission Facility
- Work/Live Units (Property that has been specifically designed for use both as a residential unit and an employment space. While the segregation of uses may take place vertically, they will be located in the same leasable area, be accessed by the same doorway and may or may not share plumbing.)

GENERAL REQUIREMENTS

GENERAL REQUIREMENTS

A. Development shall generally take place in accordance with attached Concept Plan (Exhibit D).

Plats and/or site plans submitted for the development shall conform to the data presented and approved on the conceptual development plan. Changes of detail on these final development plan(s) that differ from the conceptual development plan may be authorized by the Town staff, with their approval of the final development plan(s) and without public hearing, if the proposed changes do not:

1. alter the basic relationship of the proposed development to adjacent property,
2. alter the uses permitted,
3. increase the density,
4. increase the building height,
5. increase the coverage of the site,
6. reduce the off-street parking ratio,
7. reduce the building lines provided at the boundary of the site, or
8. significantly alter any open space plans.

If the Town staff determines that the proposed change(s) violates one (1) or more of the above eight (8) criteria, then a public hearing must be held by the Planning and Zoning Commission and the Town Council to adequately amend the granting ordinance prior to the Planning & Zoning Commission's approval of the final development plan(s).

B. A minimum twenty (20) percent of the total area in this planned development shall be provided as open space.

Open spaces may include areas used for facilities such as plazas, courts, recreational amenities, water features and other similar uses not specifically used for vehicular access and parking.

Additionally, if detention areas contain a constant water level and are landscaped or otherwise treated as an amenity for the development, they may be used to meet the open space requirement.

The open space may not consist of any of the following elements:

1. Vehicular parking.
2. Required parking lot tree islands.
3. Building footprints.
4. Utility yards.

The open space may consist of any of the following elements:

5. Landscape easements, setbacks, or any other landscaping as listed in Chapter 2, Section 4 of the zoning ordinance.
6. Public sidewalks and plazas.
7. Detention ponds.

C. Design Guidelines: Design Guidelines will be created, and approved by Staff, to govern the following details.

1. Street sections, including sidewalks
2. Public realm standards, including sidewalks, benches, signage, planters, outdoor seating areas, trees, parking, and lighting.

D. All utility lines shall be underground from the building to the property line. Utility lines within the Public & Emergency Access Easement shall be placed underground and relocated to the rear of the site to the maximum extent practicable.

E. Conditional Development Standards, shall be in accordance with the Zoning Ordinance, as it exists, or may be amended, except as follows:

1. Mobile Food Vendors - Mobile food vendors are permitted in this planned development, in accordance with the Conditional Development Standards of the Zoning Ordinance, as it exists or may be amended, except as follows:

- a. Mobile food vendors are not required to be located on property where an existing, permanent business operates in a building with a Certificate of Occupancy.
- b. Mobile food vendors are not required to be located within fifty feet (50') of an entrance of a primary building that holds the Certificate of Occupancy.
- c. Mobile food vendors may be located on public property other than public street travel lanes. Order windows shall face outward towards public sidewalk. At no time shall any part of food truck operations use main lanes without a special use permit issued by the Town;
- d. Mobile food vendors may be located on private property with the written consent of the owner;
- e. Mobile food vendors shall not operate in driveways or fire lanes;
- f. Mobile food vendors shall be considered as a Minor Amendment to the PD, subject to approval by the Director of Development Services. Prior to issuance of a permit, an application shall be submitted to the Development Services Department and containing any information required by staff to evaluate the impacts including but limited to location, parking and accessibility.

F. Parking Requirements Based on Use.

In all Sub- Districts, at the time any building or structure is erected or structurally altered, parking spaces shall be provided in accordance with the following requirements. A mixed-use discount of 20% shall be applied to the overall development, except for Townhomes, where shared parking is concerned.

Automobile Oil change and Similar Establishments: One (1) parking space per service bay plus one (1) parking space per maximum number of employees on a shift.

Bank, Savings and Loan, or similar Establishments: One (1) space per three hundred fifty (350) square feet of gross floor area.

Bed and breakfast facility: One (1) space per guest room in addition to the requirements for normal residential use.

Business or professional office (general): One (1) space per three hundred fifty (350) square feet of gross floor area.

Church, rectory, or other place of worship: One (1) parking space for each three (3) Seats in the main auditorium.

College or University: One (1) space per each day student.

Community Center, Library, Museum, or Art Gallery: Ten (10) parking spaces plus one additional space for each three hundred (300) square feet of floor area in excess of two thousand (2,000) square feet. If an auditorium is included as a part of the building, its floor area shall be deducted from the total and additional parking provided on the basis of one (1) space for each four (4) seats that it contains.

Commercial Amusement: One (1) space per three (3) guests at maximum designed capacity.

Dance Hall, Assembly or Exhibition Hall Without Fixed Seats: One (1) parking space for each two hundred (200) square feet of floor area thereof.

Dwellings, Multifamily: One (1) space for each bedroom in one (1) and two (2) bedroom units, plus one half (1/2) additional space for each additional bedroom.

Farmer's Market, Flea Market: One (1) space for each five hundred (500) square feet of site area.

Fraternity, Sorority, or Dormitory: One (1) parking space for each two (2) beds on campus, and one and one-half (1 1/2) spaces for each two beds in off campus projects.

Furniture or Appliance Store, Wholesale Establishments, Machinery or Equipment

Sales and Service, Clothing or Shoe Repair or Service: Two (2) parking spaces plus one (1) additional parking space for each four hundred (400) square feet of floor area over one thousand (1,000).

Gasoline Station: Minimum of three (3) spaces for employees. Adequate space shall be provided for waiting, stacking, and maneuvering automobiles for refueling.

Health Studio or Club: One (1) parking space per two hundred (200) square feet of exercise area.

Hospital: One (1) space per employee on the largest shift, plus one and one-half (1.5) spaces per each bed or examination room, whichever is applicable.

Hotel: One (1) parking space for each sleeping room or suite plus one (1) space for each two hundred (200) square feet of commercial floor area contained therein.

Kindergartens, day schools, and similar child training and care establishments: shall provide one (1) paved off-street loading and unloading space for an automobile on a through -circular-drive for each ten (10) students, or one (1) space per ten (10) students, plus one (1) space per teacher.

Library or Museum: Ten (10) spaces plus one (1) space for every three hundred (300) square feet, over one thousand (1,000) square feet.

Lodge or Fraternal Organization: One (1) space per two hundred (200) square feet.

Medical or Dental Office: One (1) space per three hundred fifty (350) square feet of floor area.

Mini-Warehouse: Four (4) spaces per complex plus one (1) additional space per three hundred (300) square feet of rental office.

Motor Vehicle Repair and Service: Three (3) parking spaces per service bay plus one (1) parking space per maximum number of employees on a shift.

Nursing Home: One (1) space per five (5) beds and one (1) parking space for each one thousand (1,000) square feet of lot area for outdoor uses.

Private Club: One (1) parking space for each seventy-five (75) square feet of gross floor area.

Retail Store or Personal Service Establishment, Except as Otherwise Specified Herein: One (1) space per two hundred and fifty (250) square feet of gross floor area.

Restaurant, Restaurant with a Private Club, Cafe or Similar Dining Establishment: One (1) parking space for each one seventy-five (75) square feet of gross floor area for stand-alone buildings without a drive-through, and one (1) parking space for each one hundred (100) square feet of gross floor area for restaurants located within a multi-tenant buildings, and one (1) parking space for each one hundred (100) square feet for stand-alone buildings with a drive-through.

Sanitarium, Convalescent Home, Home for the Aged or Similar Institution: One (1) parking space for each five (5) beds.

School, Elementary, Secondary, or Middle: One and one half (1½) parking spaces per classroom, or the requirements for public assembly areas contained herein, whichever is greater.

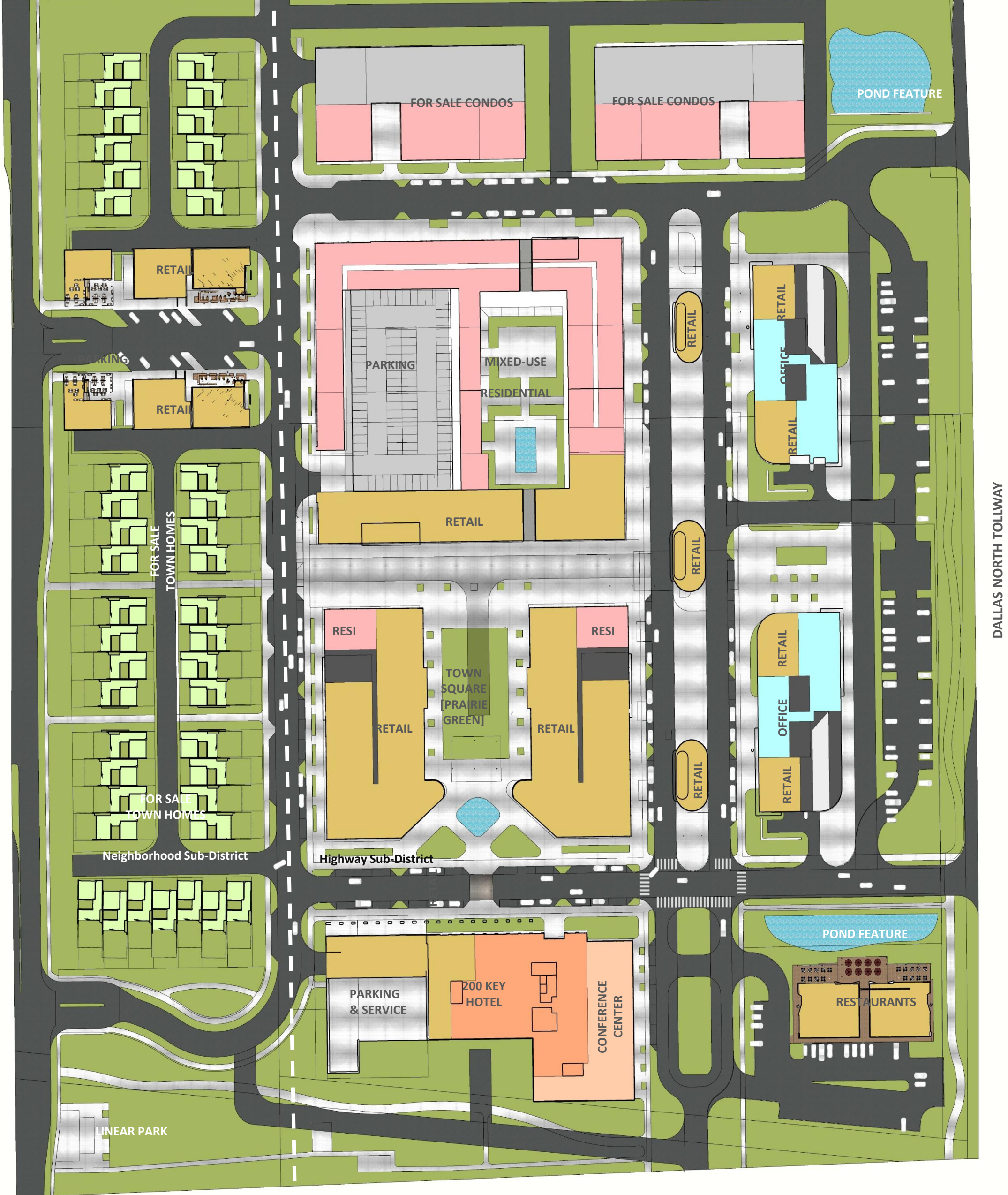
School, High School: One and one half (1½) parking spaces per classroom plus one (1) space per five (5) students the school is designed to accommodate, or the requirements for public assembly areas contained herein, whichever is greater.

Theater, Sports Arena, Stadium, Gymnasium or Auditorium (except school): One (1) parking space for each four (4) seats or bench seating spaces.

Townhomes: Minimum of two (2) parking spaces located behind the front building line and two (2) parking spaces enclosed in the main or an accessory building.



01 - PRELIMINARY SITE PLAN

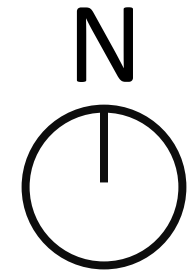


02 - PRELIMINARY GROUND PLANE

	Building 1	Building 2	Building 3	Building 4	Building 5	Building 6	Building 7	Building 8	Building Group 9	Building Group 10	Building Group 11	Building Group 12	TOTALS
	Office	Condos 1	Condos 2	Resi Wrap	Resi @ Town Center 1	Resi @ Town Center 2	Hotel	Restaurant(s)	Retail Pads	West Retail	Townhomes		
Office RSF	200,000	200,000											400,000
Residential GSF			115,000	135,000	300,000	97,596	97,596						745,192
Average Unit Size	850												
Total Number of Units 1-2 Beds / Ratio	75.00% 1-2 Beds -> 2.0		80	94	225	75	75						
Total Number of Units 3 Beds	25.00% 3 beds -> 2.5		27	31	75	25	25						
Total number of units Per Acre			1 AC = 76	1 AC = 76	1 AC = 93		1 AC = 62						
Total Retail gsf	75% Retail / 25% Restaurant	6,387	6,387		24,650	26,100	26,100	10,335	8,510	8,240	17,920		121,855
Total Hotel GSF (Incl 16,000 SF of Conf Center)								135,330					135,330
Unit size (average to gross area)								677					
Number of Keys								200					
Townhomes SF	2,300												
Number of Units												44	
Total GSF												101,200	101,200

Total Developed Area (GSF) 1,516,351
 Total Land Area (GSF) 1,511,506
 Tentative FAR 1.00

03 - YIELD SUMMARY



1" = 100'

EXHIBIT D

Town of Prosper Project No: _____

FUTURE MINOR
THOROUGHFARE
SETBACK
45' WIDTH FROM
C.L. ROAD

25' POA LOT
ALONG
SHAWNEE TRAIL

100' PARKING
OFFSET FROM
SHAWNEE TRAIL

10' MIN. SETBACK
FROM R.O.W.

28'-6"

18'-11"

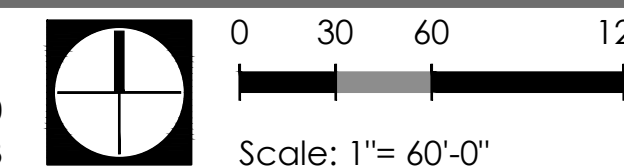
Shawnee Trail (Future)

Lot 1X, Block H
POA LOT

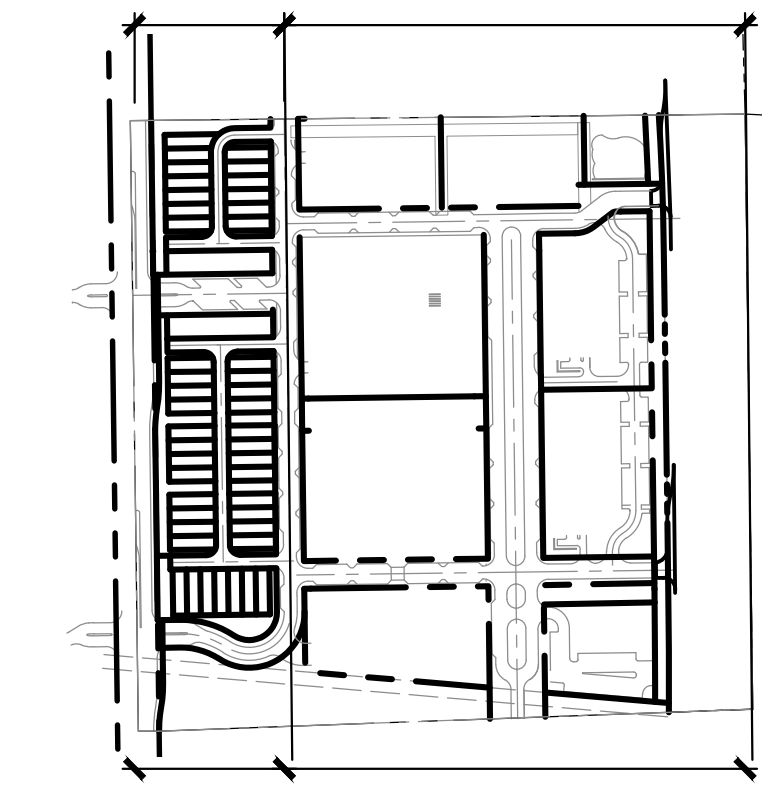
LANDSCAPE
SETBACK
VARIANCEZoning Application
Exhibit - D2

OREC - Prosper Mixed Use

Job No.: LCI 22030
Date: February 3, 2023



NEIGHBORHOOD
SUB-DISTRICT

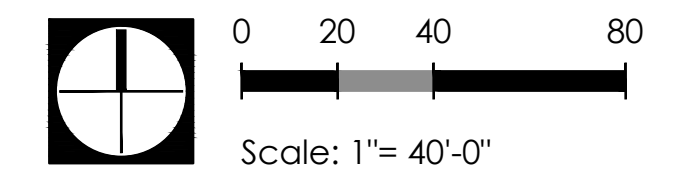


RESIDENTIAL
— TOWERS
15' LANDSCAPE

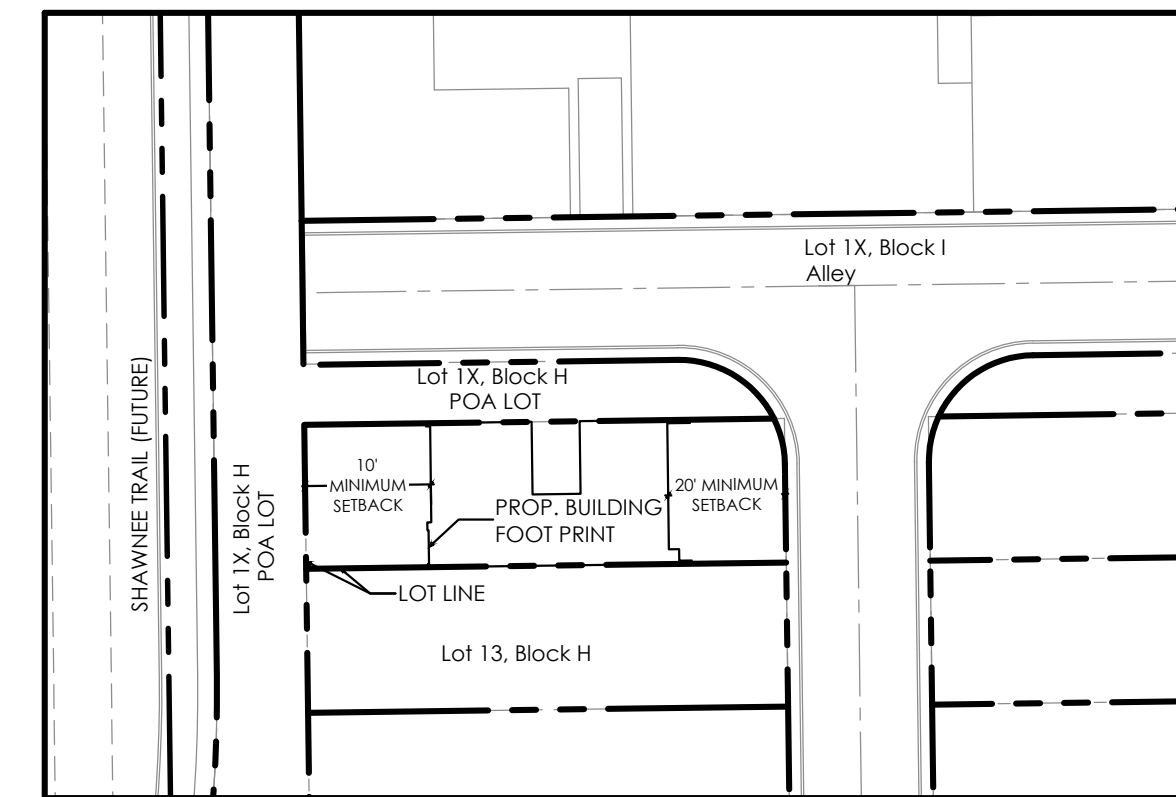
RESIDENTIAL
— TOWERS
35' MIN. SETBACK
FROM P.L.

— 30' POA LOT
ALONG DALLAS
NORTH TOLLWAY

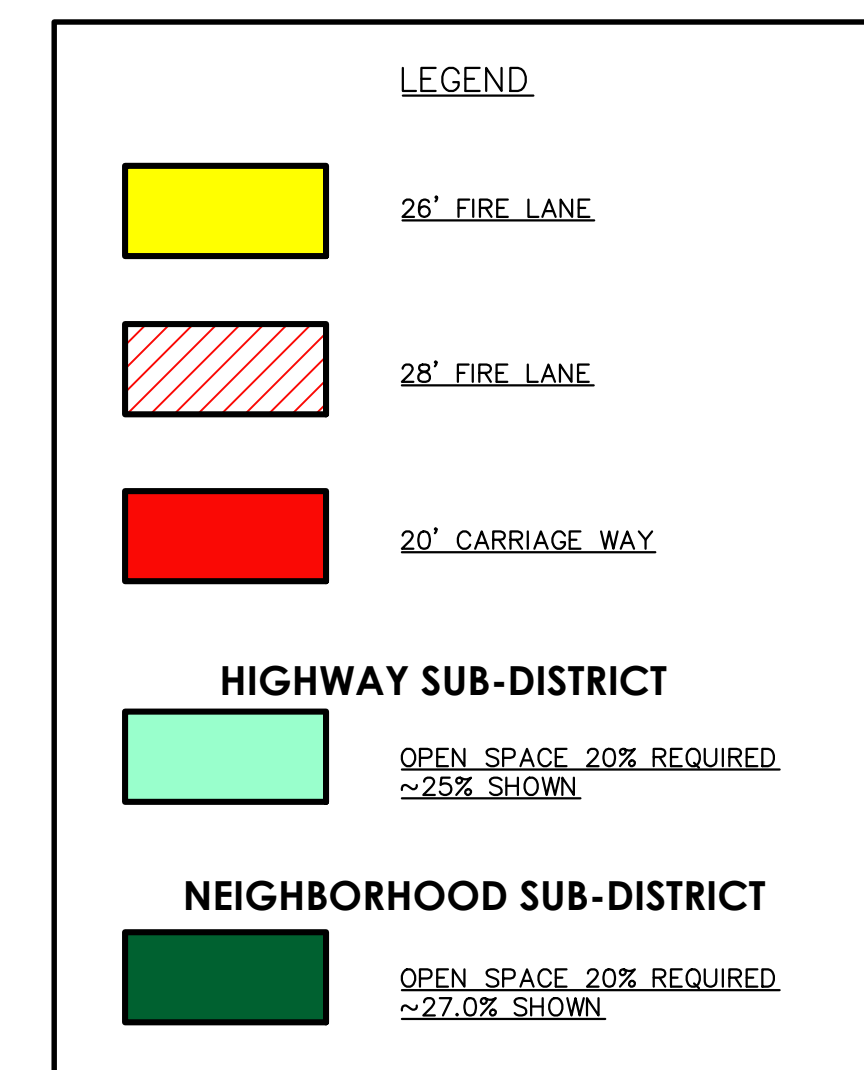
180'
— RIGHT-OF-WAY
EASEMENT



BUILDING FOOT PRINT AND YARD LAYOUT

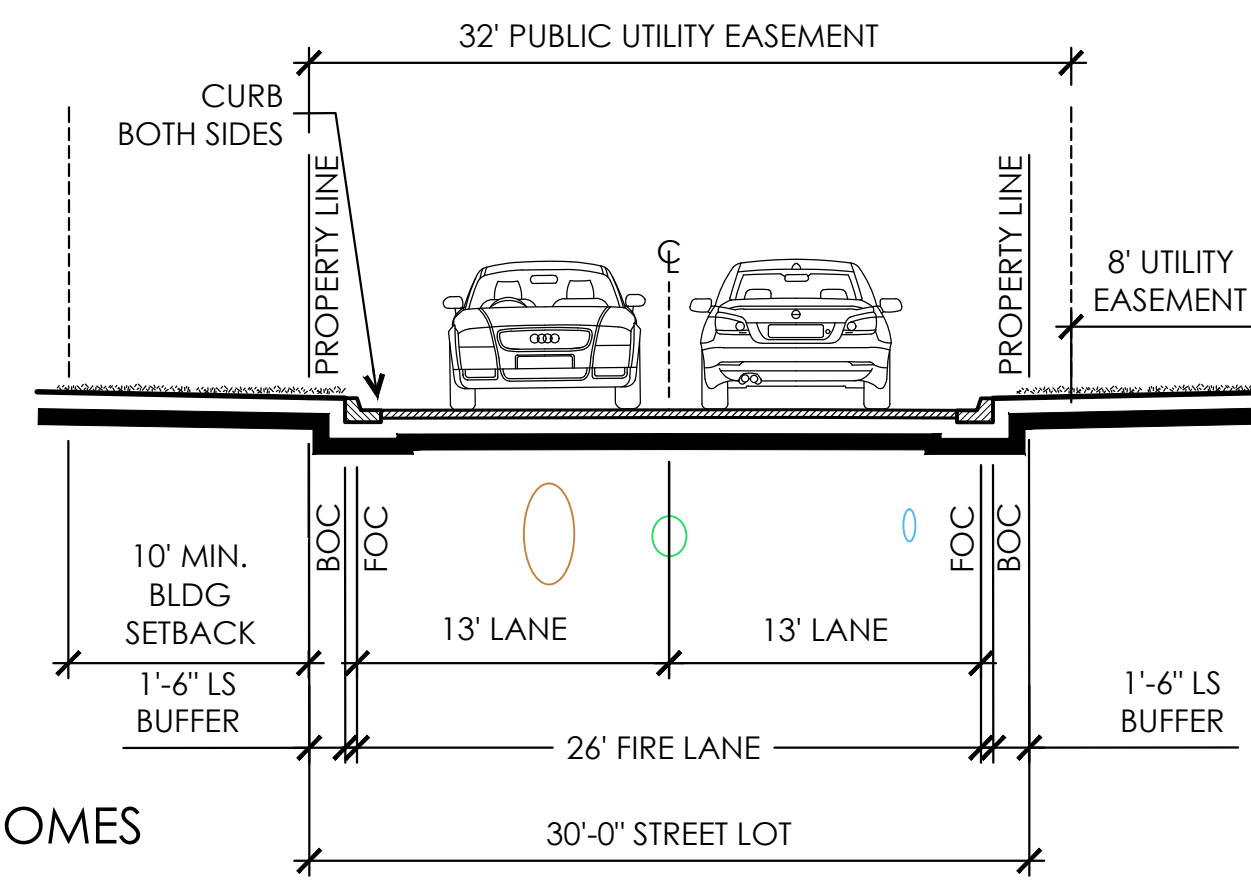


30' GAS
EASEMENT



B

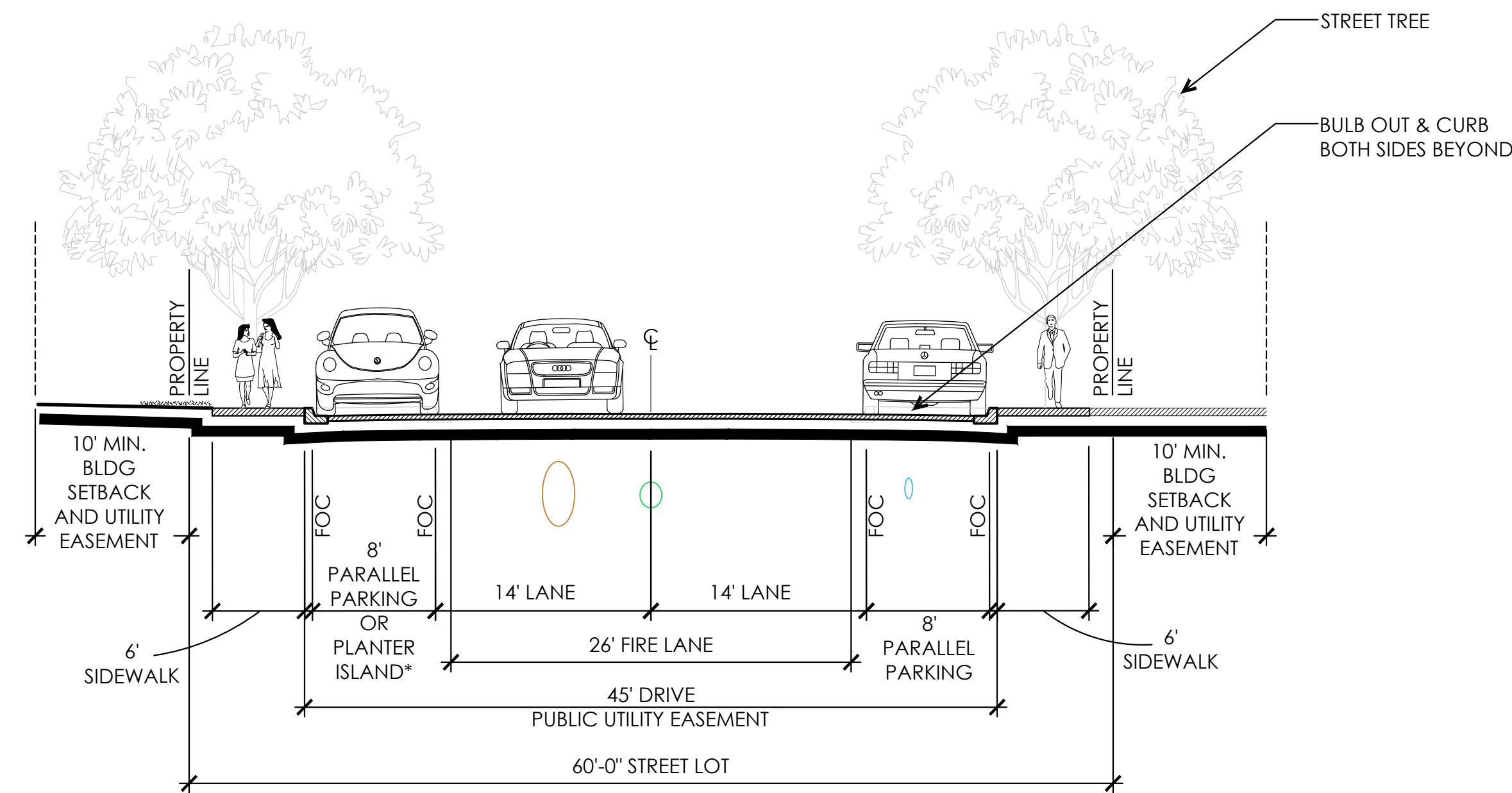
STREET LOT ALLEY SECTION AT TOWNHOMES



LEGEND	
	STORM SEWER LINE
	SANITARY SEWER LINE
	WATER LINE

C

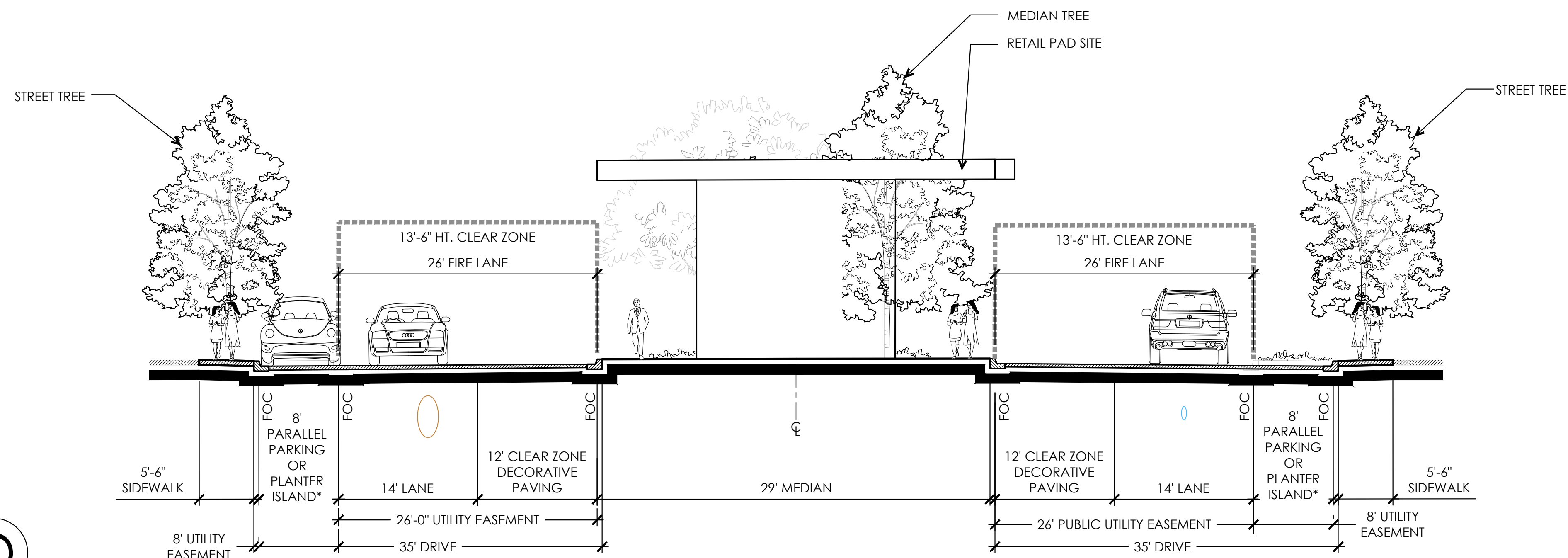
60' STREET LOT SECTION
w/ PARALLEL PRKG
BOTH SIDES



*NO TREES IN ISLAND; TREES WITHIN SIDEWALK
SUBJECT TO TOWN OF PROSPER APPROVAL

D

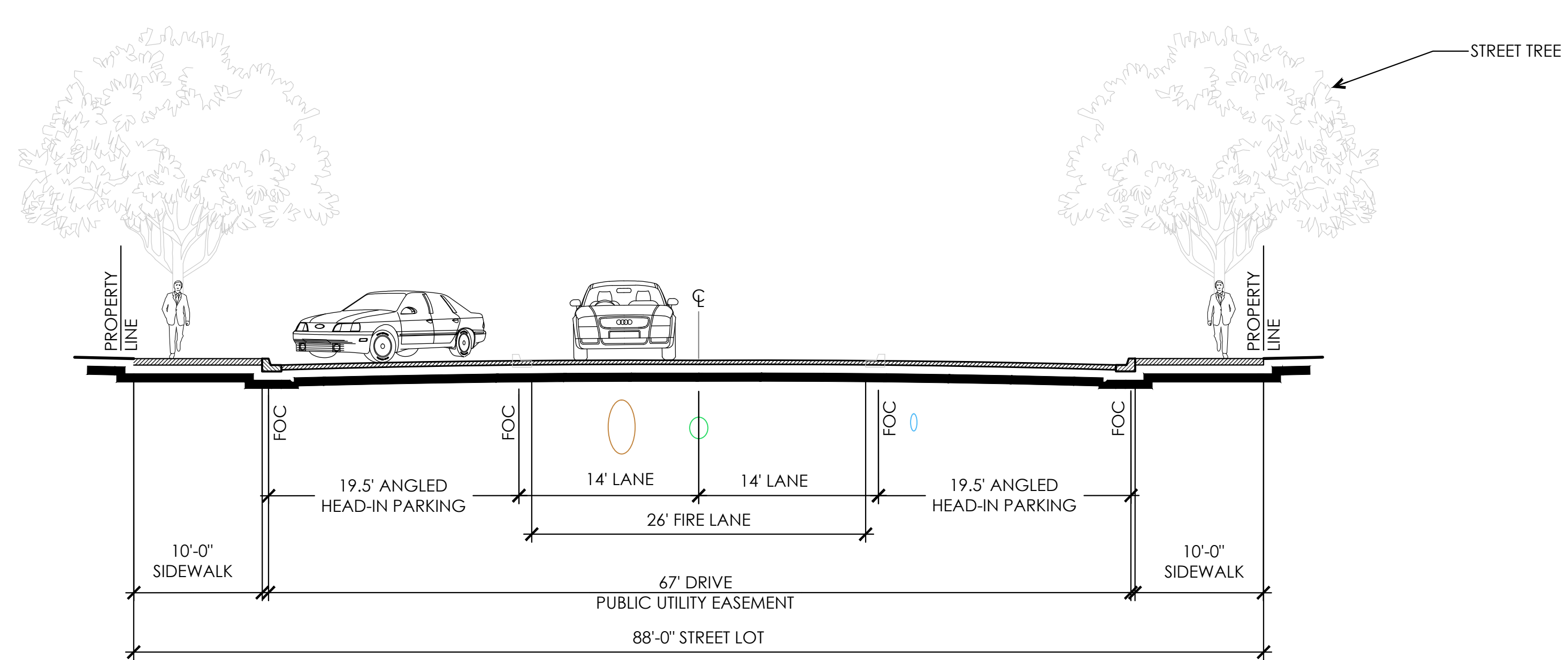
BOULEVARD SECTION
120' STREET LOT



*NO TREES IN ISLAND; TREES WITHIN SIDEWALK
SUBJECT TO TOWN OF PROSPER APPROVAL

E

88' STREET LOT SECTION w/
ANGLED PRKG BOTH SIDES



LEGEND	
	STORM SEWER LINE
	SANITARY SEWER LINE
	WATER LINE

*TREES WITHIN SIDEWALK SUBJECT TO
TOWN OF PROSPER APPROVAL





Exhibit E – Development Schedule

Below is the anticipated project schedule for the proposed Pradera development in accordance with the submittal checklist. This schedule is conceptual and subject to change based on permitting, entitlements, and market conditions.

Zoning Award- January 2023

Civil design (on and off site) – 2023

Civil construction – 2024-2025

Building design – 2024-2026

Building construction – 2025-2030



01 AERIAL – LOOKING SOUTHEAST



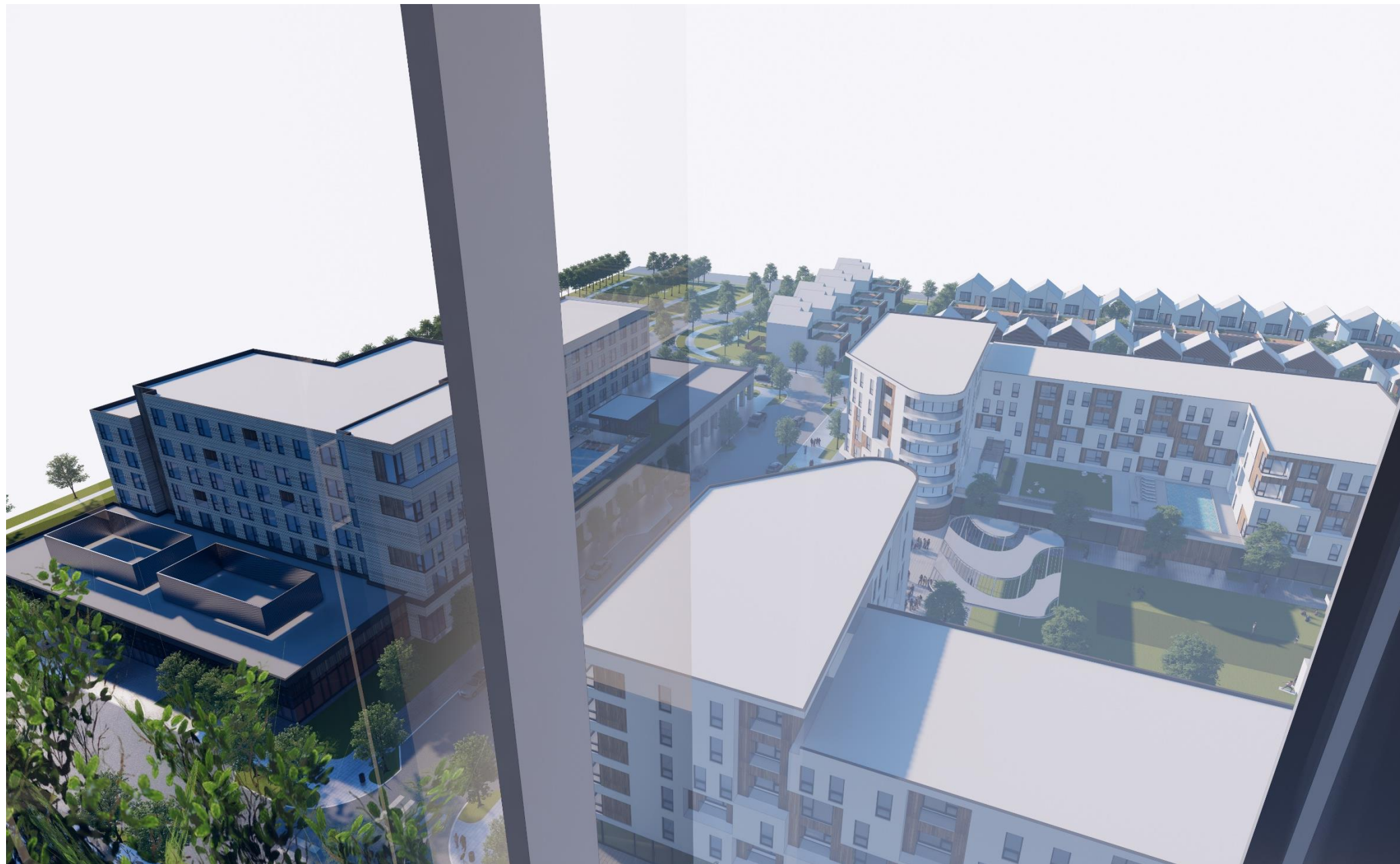
02 AERIAL – LOOKING NORTHWEST



03 PERSPECTIVE – TOWN SQUARE



04 PERSPECTIVE – OVERALL



05 PERSPECTIVE – VIEW FROM OFFICE



06 PERSPECTIVE – MAIN INTERSECTION

EXHIBIT F



01 – TOWNHOMES



02 – HOTEL



03 – RETAIL SPACE



04 – MIXED – USE RESIDENTIAL



05 – MIXED – USE RESIDENTIAL / TOWN SQUARE



06 – TOWN SQUARE LOOKING SOUTH

EXHIBIT F



01 – CONDOS



02 – NW RETAIL LOOKING SOUTH



03 – OFFICE



04 – NW RETAIL SPACE



05 – SE RESTAURANTS



06 – OFFICE TOLLWAY VIEW

EXHIBIT F