



Prosper is a place where everyone matters.

AGENDA
Meeting of the Prosper Town Council
Prosper Municipal Chambers
108 W. Broadway, Prosper, Texas
Tuesday, May 24, 2016
6:00 p.m.

1. Call to Order/Roll Call.
2. Invocation, Pledge of Allegiance and Pledge to the Texas Flag.
3. Announcements of recent and upcoming events.
4. Presentations.
 - Presentation of a Certificate of Appreciation to a former member of the Town's Parks and Recreation Board. **(RB)**

5. **CONSENT AGENDA:**

(Items placed on the Consent Agenda are considered routine in nature and non-controversial. The Consent Agenda can be acted upon in one motion. Items may be removed from the Consent Agenda by the request of Council Members or staff.)

- 5a. Consider and act upon minutes from the following Town Council meetings. **(RB)**
 - Regular Meeting – May 10, 2016
- 5b. Consider and act upon a resolution authorizing the Town Manager to execute an application to the Collin County Parks & Open Space Project Funding Assistance Program for the construction of Frontier Park North Field Improvements. **(WM)**
- 5c. Consider and act upon an ordinance rezoning 100.0± acres, located on the south side of Prosper Road, 2,100± feet west of Legacy Drive, from Agricultural (A) to Single Family-12.5 (SF-12.5). (Z16-0005). **(JW)**
- 5d. Consider and act upon an ordinance for a Specific Use Permit (SUP) for a Private Street Development, on 100.0± acres, located on the south side of Prosper Road, 2,100± feet west of Legacy Drive. (S16-0005) **(JW)**
- 5e. Consider and act upon an ordinance rezoning 5.5± acres, located on the east side of Preston Road, 1,750± feet south of Prosper Trail, from Single Family-15 (SF-15) to Retail (R). (Z16-0007). **(JW)**
- 5f. Consider and act upon an ordinance for an extension of a Specific Use Permit (SUP) for a Concrete Batching Plant on 5.0± acres, located on the west side of Dallas Parkway, 900± feet south of First Street. The property is zoned Planned Development-19-Commercial Corridor and Specific Use Permit-6 (PD-19-CC and S-6). (S16-0006). **(JW)**

- 5g. Consider and act upon whether to direct staff to submit a written notice of appeal on behalf of the Town Council to the Development Services Department, pursuant to Chapter 4, Section 1.5(C)(7) and 1.6(B)(7) of the Town's Zoning Ordinance, regarding action taken by the Planning & Zoning Commission on any Site Plan or Preliminary Site Plan. **(AG)**

6. **CITIZEN COMMENTS:**

The public is invited to address the Council on any topic. However, the Council is unable to discuss or take action on any topic not listed on this agenda. Please complete a "Public Meeting Appearance Card" and present it to the Town Secretary prior to the meeting.

REGULAR AGENDA:

If you wish to address the Council during the regular agenda portion of the meeting, please fill out a "Public Meeting Appearance Card" and present it to the Town Secretary prior to the meeting. Citizens wishing to address the Council for items listed as public hearings will be recognized by the Mayor. Those wishing to speak on a non-public hearing related item will be recognized on a case-by-case basis, at the discretion of the Mayor and Town Council.

PUBLIC HEARINGS:

7. Conduct a Public Hearing, and consider and act upon an ordinance amending the Future Land Use Plan from Retail & Neighborhood Services to High Density Residential, located on the northeast corner of First Street and Coit Road, to allow for an age-restricted, private-gated, senior living development. (CA16-0002) **(JW)**
8. Conduct a Public Hearing, and consider and act upon an ordinance rezoning 12.7± acres, from Retail (R) to Planned Development-Multifamily (PD-MF), located on the northeast corner of First Street and Coit Road, to allow for an age-restricted, private gated, senior living development. (Z16-0004). **(JW)**
9. Conduct a Public Hearing, and consider and act upon an ordinance amending a portion of Planned Development-7 (PD-7), located on the north side of First Street between Preston Road and Hays Road, to establish a specific area to allow buildings to be in excess of two (2) stories and to permit lots to have frontage on access easements in lieu of fronting on a public street. (Z16-0008). **(JW)**

DEPARTMENT ITEMS:

10. Consider and act upon a resolution directing the Town Secretary to publish notice of intent to issue Combination Tax and Surplus Revenue Certificates of Obligation for the purpose of funding costs of multi-purpose municipal facilities, parks, and storm drainage utility projects in the Town. **(HJ)**
11. Consider and act upon an ordinance approving and adopting the negotiated rate settlement resolving the 2016 "RRM – Rate Review Mechanism" filing for ATMOS Energy Corporation, Mid-Tex Division, and implementing the rate change. **(HJ)**
12. Discussion on the Downtown Office (DTO) Standards. **(JW)**

13. Discussion on the Frontier Park North Field Improvements Project. **(HW)**
14. Consider and act upon authorizing the Town Manager to execute a Water Impact Fees Reimbursement Agreement between Blue Star Development Company and the Town of Prosper, Texas, related to the extension of water lines to serve the Star Trail development. **(HW)**
15. **EXECUTIVE SESSION:**

Recess into Closed Session in compliance with Section 551.001 et seq. Texas Government Code, as authorized by the Texas Open Meetings Act, to deliberate regarding:

 - 15a. *Section 551.087 – To discuss and consider economic development incentives.*
 - 15b. *Section 551.072 – To discuss and consider purchase, exchange, lease or value of real property for municipal purposes and all matters incident and related thereto.*
 - 15c. *Section 551.071 – Consultation with Town Attorney regarding legal issues associated with existing zoning classifications and districts, and all matters incident and related thereto.*
 - 15d. *Section 551.074 – To discuss and consider election of Mayor Pro-Tem and Deputy Mayor Pro-Tem.*
 - 15e. *Section 551.074 – To discuss appointments to the Board of Adjustment/Construction Board of Appeals, Parks & Recreation Board, Library Board, Prosper Economic Development Corporation Board, and Planning & Zoning Commission.*
16. Reconvene in Regular Session and take any action necessary as a result of the Closed Session.
17. Possibly direct Town staff to schedule topic(s) for discussion at a future meeting.
 - Prosper Youth Sports Commission (PYSC) amended bylaws. **(HW)**
18. Adjourn.

CERTIFICATION

I, the undersigned authority, do hereby certify that this Notice of Meeting was posted at Prosper Town Hall, located at 121 W. Broadway Street, Prosper, Texas 75078, a place convenient and readily accessible to the general public at all times, and said Notice was posted on May 20, 2016, by 5:00 p.m., and remained so posted at least 72 hours before said meeting was convened.

Robyn Battle, Town Secretary

Date Noticed Removed

Pursuant to Section 551.071 of the Texas Government Code, the Town Council reserves the right to consult in closed session with its attorney and to receive legal advice regarding any item listed on this agenda.

NOTICE

Pursuant to Town of Prosper Ordinance No. 13-63, all speakers other than Town of Prosper staff are limited to three (3) minutes per person, per item, which may be extended for an additional two (2) minutes with approval of a majority vote of the Town Council.

NOTICE OF ASSISTANCE AT PUBLIC MEETINGS: The Prosper Town Council meetings are wheelchair accessible. For special services or assistance, please contact the Town Secretary's Office at (972) 569-1011 at least 48 hours prior to the meeting time.



Prosper is a place where everyone matters.

MINUTES
Meeting of the Prosper Town Council
Prosper Municipal Chambers
108 W. Broadway Street
Prosper, TX 75078
Tuesday, May 10, 2016

1. Call to Order/Roll Call.

The meeting was called to order at 6:00 p.m.

Council Members Present:

Mayor Ray Smith
Mayor Pro-Tem Meigs Miller
Deputy Mayor Pro-Tem Curry Vogelsang, Jr.
Councilmember Michael Korbuly
Councilmember Kenneth Dugger
Councilmember Mike Davis
Councilmember Jason Dixon

Staff Members Present:

Harlan Jefferson, Town Manager
Robyn Battle, Town Secretary
Terrence Welch, Town Attorney
Hulon Webb, Executive Director of Development and Community Services
John Webb, Development Services Director
Alex Glushko, Senior Planner
January Cook, Purchasing Agent
Betty Pamplin, Accounting Manager
Doug Kowalski, Chief of Police
Gary McHone, Assistant Chief of Police

2. Invocation, Pledge of Allegiance and Pledge to the Texas Flag.

Pastor John Fowler of First Presbyterian Church of Prosper led the invocation. The Pledge of Allegiance and the Pledge to the Texas Flag were recited.

3. Announcements of recent and upcoming events.

Deputy Mayor Pro-Tem Vogelsang read the following announcements:

The Texas Department of Transportation will hold a Public Meeting on Thursday, May 12, to discuss proposed improvements to US 380 from Loop 288 to west of County Road 26. The meeting will be held at Navo Middle School in Aubrey from 5:30-7:30 p.m.

Prosper's Spring Blood Drive will take place on Saturday, May 14, from 10:00 a.m.-1:00 p.m. in the parking lot of American Bank of Texas. A mini-health fair will take place in conjunction with the blood drive. Sign up to donate blood at www.prosperchamber.com.

The Prosper Police Department will hold its annual Community Safety Initiative on Saturday, May 14, from 8:00 a.m.-noon at the Frontier Park Pavilion. Police and Fire equipment, vehicles and apparatus will be on display, and music, games and giveaways are part of this free event.

Mayor Smith, and staff members from the Parks and Recreation and Human Resources Departments will attend the IT'S TIME TEXAS COMMUNITY CHALLENGE award ceremony in Austin on Thursday, May 13. The Town will be awarded a trophy, a banner, and a \$1,200 grant for school health initiatives.

The Fire Department's Fill the Boot Campaign will be held May 18-20 to raise money for the Muscular Dystrophy Association. Firefighters will be at various intersections around town seeking donations from motorists who are completely stopped at intersections.

The Town's Public Works Department will host a seminar on the effective use of sprinkler systems on Saturday, May 21, at 9:00 a.m. at the Water Tower Garden located at the intersection of Craig Street and First Street. Attendees will learn about basic repairs and maintenance for their irrigation systems. Registration is available on the Town's website.

4. **Presentations.**

- **Administration of Oaths-of-Office and Presentation of Certificates of Election.**

Town Secretary Robyn Battle administered the oath-of-office to Councilmember Korbuly, Mayor Pro-Tem Miller, and Mayor Smith.

Mayor Smith presented certificates of election to Councilmember Korbuly and Mayor Pro-Tem Miller.

Mayor Pro-Tem Miller presented a certificate of election to Mayor Smith.

- **Presentation of a Proclamation to members of the Prosper Police Department declaring May 15-21, 2016, as *Police Week*, and declaring May 15, 2016, as *Peace Officers Memorial Day*. (RB)**

Police Chief Kowalski and Assistant Police Chief McHone accepted the Proclamation on behalf of the Prosper Police Department.

- **Recognition of Eldon Carter with Dave R. Williams Homes as Second Runner-Up, Kevin Dennings with Drees Homes as First Runner-Up, and Mark Clary with Megatel Homes as the recipient of the Building Inspection's "2015 Builder of the Year Award." (TW)**

Building Official Todd White and Mayor Smith presented the Builder of the Year awards to the respective winners.

5. **CONSENT AGENDA:**

(Items placed on the Consent Agenda are considered routine in nature and non-controversial. The Consent Agenda can be acted upon in one motion. Items may be removed from the Consent Agenda by the request of Council Members or staff.)

- 5a. Consider and act upon minutes from the following Town Council meetings. (RB)
- Regular Meeting – April 26, 2016
- 5b. Receive the March Financial Report. (BP)
- 5c. Receive the Quarterly Investment Report ending March 31, 2016. (BP)
- 5d. Consider and act upon whether to direct staff to submit a written notice of appeal on behalf of the Town Council to the Development Services Department, pursuant to Chapter 4, Section 1.5(C)(7) and 1.6(B)(7) of the Town's Zoning Ordinance, regarding action taken by the Planning & Zoning Commission on any Site Plan or Preliminary Site Plan. (AG)

Councilmember Dugger made a motion and Councilmember Korbuly seconded the motion to approve all items on the Consent Agenda. The motion was approved by a vote of 7-0.

6. **CITIZEN COMMENTS:**

The public is invited to address the Council on any topic. However, the Council is unable to discuss or take action on any topic not listed on this agenda. Please complete a "Public Meeting Appearance Card" and present it to the Town Secretary prior to the meeting.

Diana Smotherman, 603 E. First Street, Prosper, expressed her concern regarding excessive speeding along First Street.

Drake Dunn, 1301 Nacona Drive, Prosper, spoke on behalf of the Prosper Youth Sports Commission, encouraging the Council to increase the size of the baseball fields at Frontier Park North to 250-275 feet.

Allan Rutter, 4561 Acacia Parkway, Prosper, expressed his appreciation for the Fishtrap Road improvements and traffic patrols in the area. He requested the Council consider working with the City of Frisco to re-time the traffic lights along US 380 at the intersections of Gee Road, and County Road 423.

REGULAR AGENDA:

If you wish to address the Council during the regular agenda portion of the meeting, please fill out a "Public Meeting Appearance Card" and present it to the Town Secretary prior to the meeting. Citizens wishing to address the Council for items listed as public hearings will be recognized by the Mayor. Those wishing to speak on a non-public hearing related item will be recognized on a case-by-case basis, at the discretion of the Mayor and Town Council.

PUBLIC HEARINGS:

7. Conduct a Public Hearing, and consider and act upon a request for a Special Purpose Sign District for Windsong Ranch Marketplace, on 56.6± acres, located on the northeast corner of US 380 and Gee Road. (MD16-0002). (JW)

Development Services Director John Webb presented this item before the Town Council. The applicant has requested the item be tabled to the June 14, 2016, Town Council meeting to allow time to make adjustments to the proposed sign package.

Councilmember Davis made a motion and Councilmember Dixon seconded the motion to table Item 7 to the June 14, 2016, Town Council meeting. The motion was approved by a vote of 7-0.

8. Conduct a Public Hearing, and consider and act upon a request for a Specific Use Permit (SUP) for a Private Street Development, on 100.0± acres, located on the south side of Prosper Road, 2,100± feet west of Legacy Drive. (S16-0005) (JW)

Development Services Director John Webb presented this item before the Town Council. Mr. Webb reviewed the criteria used in determining the validity of the SUP request.

Mayor Smith opened the Public Hearing.

Patrick Filson, 4821 Merlot Avenue, Suite 210, Grapevine, spoke in favor of the item on behalf of the applicant. He responded to questions from Council, stating that the builder of the development has yet to be determined, and there is currently no definitive timeframe for the installation of water and sewer infrastructure.

Mr. Webb confirmed that public points of access were appropriate for the development. The applicant will pay park dedication fees in lieu of dedicating park land. The development will contain 216 homes, and the screening wall design will accompany the plat.

With no one else speaking, Mayor Smith closed the Public Hearing.

After discussion, Mayor Pro-Tem Miller made a motion and Councilmember Korbuly seconded the motion to approve a Specific Use Permit (SUP) for a Private Street Development, on 100.0± acres, located on the south side of Prosper Road, 2,100± feet west of Legacy Drive. The motion was approved by a vote of 7-0.

9. Conduct a Public Hearing, and consider and act upon a request to rezone 5.5± acres, located on the east side of Preston Road, 1,750± feet south of Prosper Trail, from Single Family-15 (SF-15) to Retail (R). (Z16-0007). (JW)

Development Services Director John Webb presented this item before the Town Council. The purpose of the request is to rezone the subject property to Retail in accordance with the Future Land Use Plan to allow for the development of a future retail and/or office development.

Mayor Smith opened the Public Hearing.

With no one speaking, Mayor Smith closed the Public Hearing.

After discussion, Mayor Pro-Tem Miller made a motion and Deputy Mayor Pro-Tem Vogelsang seconded the motion to approve a request to rezone 5.5± acres, located on the east side of Preston Road, 1,750± feet south of Prosper Trail, from Single Family-15 (SF-15) to Retail (R). The motion was approved by a vote of 7-0.

- 10. Conduct a Public Hearing, and consider and act upon a request for an extension of a Specific Use Permit (SUP) for a Concrete Batching Plant on 5.0± acres, located on the west side of Dallas Parkway, 900± feet south of First Street. The property is zoned Planned Development-19-Commercial Corridor and Specific Use Permit-6 (PD-19-CC and S-6). (S16-0006). (JW)**

Development Services Director John Webb presented this item before the Town Council. The current SUP for the existing concrete batching plant will expire on January 14, 2017. The applicant has submitted a request to continue the operation of the concrete batch plant for an additional two years. Mr. Webb reviewed the terms of the agreement.

Mayor Smith opened the Public Hearing.

Tony Strickland of Nelson Brothers Ready Mix was present and offered to answer any questions from the Town Council.

With no one else speaking, Mayor Smith closed the Public Hearing.

Councilmember Dugger made a motion and Councilmember Korbuly seconded the motion to approve an extension of an SUP for a Concrete Batching Plant on 5.0± acres, located on the west side of Dallas Parkway, 900± feet south of First Street, subject to:

1. The SUP expires January 14, 2019, two (2) years after the expiration of the existing ordinance. The applicant may seek a renewal term to the SUP in order to continue the Concrete Batching Plant use.
2. An on-site billing office is required to continue the Concrete Batching Plant use. All concrete deliveries from the physical Prosper location shall be billed as taxable to the Town of Prosper.
3. The Town of Prosper reserves the right to audit books to ensure that Prosper is the primary HUB for tax revenue and upon inspection, if there are any failures to correct errors, the Town of Prosper reserves the right to revoke the SUP.

The motion was approved by a vote of 7-0.

Mayor Smith opened Items 11, 12, and 13 concurrently.

- 11. Conduct a Public Hearing, and consider and act upon an ordinance amending the Future Land Use Plan, located on the west side of Coit Road, 2,300± feet north of First Street, from Low Density Residential to Medium Density Residential. (CA16-0001). [Companion Case Z16-0002]. (JW)**
- 12. Conduct a Public Hearing, and consider and act upon an ordinance zoning 54.0± acres of unincorporated property to Planned Development-Single Family-10 (PD-SF-10) and rezoning 28.9± acres from Agricultural (A) to Planned Development-Single Family-10 (PD-SF-10), located on the west side of Coit Road, 2,300± feet north of First Street. (Z16-0002). [Companion Case CA16-0001]. (JW)**
- 13. Consider and act upon an ordinance annexing 52.2± acres generally located on the west side of Coit Road, 2,700± feet north of First Street. (A16-0001). (JW)**

Development Services Director John Webb presented the items before the Town Council. Town staff has received a request to annex and zone 54.0± acres of currently unincorporated land to Planned Development-Single Family-10 (PD-SF-10) and to rezone 28.9± acres from Agricultural (A) to Planned Development-Single Family-10 (PD-SF-10), Zoning Case Z16-0002. The two tracts will be developed as a new single family, 161-lot subdivision, known as Parkside. Since the proposed rezoning request is not requesting density greater than 2.5 dwelling units per acre, and there are no proposed lots less than 10,000 square feet, the request requires an amendment to the Future Land Use Plan.

Mayor Smith opened the Public Hearings.

Dale Clark, the developer, provided a PowerPoint presentation. Mr. Clark talked about the density of the development, the proposed builders, and the development standards for the development, which exceed the Town's minimum standards in some cases. He noted that if his proposal is not approved, the land owner will probably sell to another buyer, but there is no guarantee that another developer will submit a proposal of the same quality.

Kevin Westra, 2300 Reflection Lane, Prosper, spoke in opposition to the request due to the higher density.

Tamara Heath, 950 Elk Ridge Road, Prosper, spoke in favor of the request, expressing her appreciation to the developer for working with the adjacent homeowners to accommodate their concerns.

Greg Weaver, 2230 Reflection Lane, Prosper, spoke in opposition to the request due to the higher density.

Angela Wishon, 740 Sundance Court, Prosper, spoke in opposition to the request due to the higher density.

Christian Morris, 1208 N. Waddill Street, McKinney, spoke in favor of the request on behalf of Highland and Huntington Homes.

Harry Kidd of Drees Custom Homes spoke in favor of the request.

Justin Bright spoke in favor of the request on behalf of American Legend Homes.

David Byrd, 2010 Beaver Trail, Prosper, spoke in favor of the request, expressing his appreciation to the development for addressing the original objections of the adjacent homeowners.

Ken Weaver, 1480 Beacon Hill Drive, Prosper, submitted an email in opposition to the request due to the higher density.

With no one else speaking, Mayor Smith closed the Public Hearings.

After discussion, Mayor Pro-Tem Miller made a motion and Councilmember Dugger seconded the motion to approve Ordinance No. 16-32 annexing 52.2± acres generally located on the west side of Coit Road, 2,700± feet north of First Street. The motion was approved by a vote of 7-0.

Councilmember Korbuly made a motion and Councilmember Dugger seconded the motion to approve Ordinance No. 16-30 amending the Future Land Use Plan, located on the west side of Coit Road, 2,300± feet north of First Street, from Low Density Residential to Medium Density Residential. The motion was approved by a vote of 7-0.

Councilmember Dugger made a motion and Councilmember Korbuly seconded the motion to approve Ordinance No. 16-31 zoning 54.0± acres of unincorporated property to Planned Development-Single Family-10 (PD-SF-10) and rezoning 28.9± acres from Agricultural (A) to Planned Development-Single Family-10 (PD-SF-10), located on the west side of Coit Road, 2,300± feet north of First Street with the following condition:

- a. Prior to filing an application for the first Final Plat, the developer shall provide a copy of the deed restrictions.

The motion was approved by a vote of 7-0.

DEPARTMENT ITEMS:

14. **Consider and act upon approving the purchase of automated license plate readers from ARC Government Solutions, Inc.; and authorizing the Town Manager to execute an Enterprise Service Agreement and Federal Bureau of Investigation Criminal Justice Information Services Security Addendum with Vigilant Solutions, Inc., for the related software. (DK)**

Mayor Pro-Tem Miller left the meeting at 8:50 p.m.

Police Chief Kowalski presented this item before the Town Council. Automated LPR systems are used by law enforcement agencies across the country to identify persons or vehicles whose license plates are connected to a crime or infraction. Cameras mounted to police vehicles automatically take photos of license plates. The license plate characters in the photo are then translated into letters and numbers, and compared to law enforcement databases of registered vehicles known to be, or suspected of being involved with crimes or infractions. If a license plate that was read matches an entry on a database, the LPR system will alert the officer that a suspect vehicle is in the immediate area of that LPR system. Purchasing Agent January Cook responded to questions from the Town Council regarding the terms of the agreement.

After discussion, Councilmember Davis made a motion and Councilmember Dixon seconded the motion to approve the purchase of automatic license plate readers from ARC Government Solutions, Inc.; and authorize the Town Manager to execute an Enterprise Service Agreement and Federal Bureau of Investigation Criminal Justice Information Services Security Addendum with Vigilant Solutions, Inc., for the related software, with the understanding that the price provided to the Town will be verified by ARC, and no additional fees will be owed. The motion was approved by a vote of 6-0.

15. **Consider and act upon an amendment to the Capital Improvement Plan. (HW)**

Hulon Webb, Executive Director of Development and Community Services, presented this item before the Town Council. He provided an update on recent changes for street, traffic, park, facility, and drainage projects, and reviewed the budget implications for each.

Town staff was directed to obtain cost estimates to increase the size of two of the Frontier Park North ball fields to 250-275 feet each.

After discussion, Councilmember Korbuly made a motion and Councilmember Dixon seconded the motion to approve an amendment to the Capital Improvement Plan. The motion was approved by a vote of 6-0.

16. EXECUTIVE SESSION:

Recess into Closed Session in compliance with Section 551.001 et seq. Texas Government Code, as authorized by the Texas Open Meetings Act, to deliberate regarding:

- 16a. Section 551.087 – To discuss and consider economic development incentives.**
- 16b. Section 551.072 – To discuss and consider purchase, exchange, lease or value of real property for municipal purposes and all matters incident and related thereto.**
- 16c. Section 551.071 – Consultation with the Town Attorney regarding legal issues associated with annexation agreements in Town ETJ areas, development issues associated with areas subject to annexation agreements, and all matters incident and related thereto.**

The Town Council recessed into Executive Session at 9:10 p.m.

17. Reconvene in Regular Session and take any action necessary as a result of the Closed Session.

The Town Council reconvened the Regular Session at 9:22 p.m. No action was taken as a result of Executive Session.

18. Possibly direct Town staff to schedule topic(s) for discussion at a future meeting.

- **Median Planting List. (HW)**

Hulon Webb provided an update on the approved median plantings list. Town staff was directed to replace Vitex with Little Jim for planter beds.

- **Downtown Landscape Requirements (JW)**

John Webb reviewed the Downtown Office (DTO) landscaping standards, and provided Town staff's recommended changes.

- **Charter Review Process. (RB)**

Town Secretary Robyn Battle provided an overview of the Charter Review Commission appointment process. Town Council members will submit names of potential appointees by May 31. The Council will consider appointing the Commission at the June 14, 2016, Town Council meeting.

19. Adjourn.

The meeting was adjourned at 9:32 p.m. on Tuesday, May 10, 2016.

These minutes approved on the 24th day of May, 2016.

APPROVED:

Ray Smith, Mayor

ATTEST:

Robyn Battle, Town Secretary

DRAFT



PARKS & RECREATION

To: Mayor and Town Council

From: Will Mitchell, Parks and Recreation Manager

Through: Harlan Jefferson, Town Manager

Re: Town Council Meeting – May 24, 2016

Agenda Item:

Consider and act upon a resolution authorizing the Town Manager to execute an application to the Collin County Parks & Open Space Project Funding Assistance Program for the construction of Frontier Park North Field Improvements.

Description of Agenda Item:

The Collin County Parks & Open Space Project Funding Assistance Program has been in place since 1999, utilizing County bond funds to assist local municipalities in acquisition of land for parks, construction of hike and bike trails, and capital improvements to improve park land. The funding assistance matches the Town's dollars at a 1:1 ratio.

The Town of Prosper is requesting the maximum matching funding of \$500,000. Additional costs associated with the project will be included and shown as additional Town match to increase the chance of receiving grant funding. The Town recently was awarded its first ever grant from Texas Parks and Wildlife for \$500,000.

Budget Impact:

The requested amount from the Collin County Parks & Open Space Project Funding Assistance Program is \$500,000. Park Dedication Fund, Park Improvement Fees, or other funding sources could be utilized to match the Collin County funds.

Legal Obligations and Review:

Terrence Welch of Brown & Hofmeister, L.L.P, has approved the standard Resolution as to form and legality.

Attached Documents:

1. Resolution

Town Staff Recommendation:

Town staff recommends the Town Council consider and act upon a resolution authorizing the Town Manager to execute an application to the Collin County Parks & Open Space Project Funding Assistance Program for the construction of Frontier Park North Field Improvements.

Proposed Motion:

I move to approve a resolution authorizing the Town Manger to execute an application to the Collin County Parks & Open Space Project Funding Assistance Program for the construction of Frontier Park North Field Improvements.

TOWN OF PROSPER, TEXAS

RESOLUTION NO. 16-__

A RESOLUTION OF THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS, HEREBY AUTHORIZING THE TOWN MANAGER OF THE TOWN OF PROSPER, TEXAS, TO EXECUTE AN APPLICATION TO THE COLLIN COUNTY PARKS & OPEN SPACE PROJECT FUNDING ASSISTANCE PROGRAM FOR THE CONSTRUCTION OF FRONTIER PARK NORTH FIELD IMPROVEMENTS.

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS:

SECTION 1

The Town Manager of the Town of Prosper, Texas, is hereby authorized to execute, on behalf of the Town Council of the Town of Prosper, Texas, an application to the Collin County Parks & Open Space Project Funding Assistance Program for the construction of Frontier Park North Field Improvements, as hereto attached.

SECTION 2

This Resolution shall take effect immediately upon its passage.

DULY PASSED AND APPROVED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS, THIS THE 24TH DAY OF MAY, 2016.

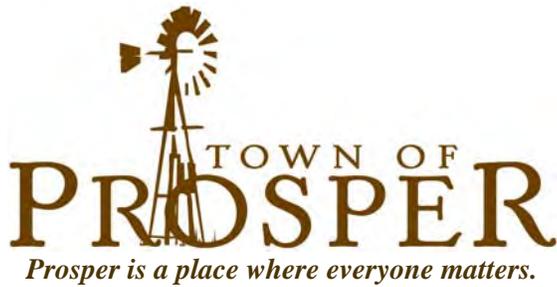
Ray Smith, Mayor

ATTEST:

Robyn Battle, Town Secretary

APPROVED AS TO FORM AND LEGALITY:

Terrence S. Welch, Town Attorney



PLANNING

To: Mayor and Town Council
From: John Webb, AICP, Director of Development Services
Through: Harlan Jefferson, Town Manager
Re: Town Council Meeting – May 24, 2016

Agenda Item:

Consider and act upon an ordinance rezoning 100.0± acres, located on the south side of Prosper Road, 2,100± feet west of Legacy Drive, from Agricultural (A) to Single Family-12.5 (SF-12.5). (Z16-0005).

Description of Agenda Item:

On April 26, 2016, the Town Council approved zoning case Z16-0005, by a vote of 6-0, rezoning 100.0± acres, located on the south side of Prosper Road, 2,100± feet west of Legacy Drive, from A to SF-12.5. Town staff has prepared an ordinance accordingly.

Legal Obligations and Review:

Terrence Welch of Brown & Hofmeister, L.L.P., has approved the standard ordinance as to form and legality.

Attached Documents:

1. Ordinance

Town Staff Recommendation:

Town staff recommends the Town Council approve the ordinance.

Proposed Motion:

I move to approve an ordinance rezoning 100.0± acres, located on the south side of Prosper Road, 2,100± feet west of Legacy Drive, from A to SF-12.5.

TOWN OF PROSPER, TEXAS

ORDINANCE NO. 16-__

AN ORDINANCE OF THE TOWN OF PROSPER, TEXAS, AMENDING THE TOWN'S ZONING ORDINANCE NO. 05-20, BY REZONING A TRACT OF LAND CONSISTING OF 100.00 ACRES, MORE OR LESS, SITUATED IN THE LOUISA NETHERLY SURVEY, ABSTRACT NO. 962, AND THE J.M. DURRETT SURVEY, ABSTRACT NO. 350, IN THE TOWN OF PROSPER, DENTON COUNTY, TEXAS, FROM AGRICULTURAL (A) TO SINGLE FAMILY 12.5 (SF-12.5); DESCRIBING THE TRACT TO BE REZONED; PROVIDING FOR A PENALTY FOR THE VIOLATION OF THIS ORDINANCE; PROVIDING FOR REPEALING, SAVING AND SEVERABILITY CLAUSES; PROVIDING FOR AN EFFECTIVE DATE OF THIS ORDINANCE; AND PROVIDING FOR THE PUBLICATION OF THE CAPTION HEREOF.

WHEREAS, the Town Council of the Town of Prosper, Texas (the "Town Council"), has investigated and determined that the Town's Zoning Ordinance No. 05-20 should be amended; and

WHEREAS, the Town of Prosper, Texas ("Prosper"), has received a request from G&R STX Investments, LLC ("Applicant"), to rezone 100.00 acres of land, more or less, situated in the Louisa Netherly Survey, Abstract No. 962, and the J.M. Durrett Survey, Abstract No. 350, in the Town of Prosper, Denton County, Texas; and

WHEREAS, the Town Council has investigated into and determined that the facts contained in the request are true and correct; and

WHEREAS, all legal notices required for rezoning have been given in the manner and form set forth by law, and public hearings have been held on the proposed rezoning and all other requirements of notice and completion of such zoning procedures have been fulfilled; and

WHEREAS, the Town Council has further investigated into and determined that it will be advantageous and beneficial to Prosper and its inhabitants to rezone this property as set forth below.

NOW, THEREFORE, BE IT ORDAINED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS, THAT:

SECTION 1

Findings Incorporated. The findings set forth above are incorporated into the body of this Ordinance as if fully set forth herein.

SECTION 2

Amendments to the Town's Zoning Ordinance. The Town's Zoning Ordinance, adopted by Ordinance No. 05-20, is amended as follows: The zoning designation of the below-described property containing 100.00 acres of land, more or less, situated in the Louisa Netherly Survey, Abstract No. 962, and the J.M. Durrett Survey, Abstract No. 350, in the Town of Prosper, Denton County, Texas (the "Property"), and all streets, roads, and alleyways contiguous and/or adjacent thereto is hereby rezoned as Single Family-12.5 (SF-12.5). The property as a whole

and the boundaries for each zoning classification are more particularly described in Exhibit A, attached hereto and incorporated herein for all purposes as if set forth verbatim.

All development plans, standards, and uses for the Property shall comply fully with the requirements of all ordinances, rules, and regulations of the Town of Prosper, as they currently exist or may be amended.

Two (2) original, official, and identical copies of the zoning exhibit map are hereby adopted and shall be filed and maintained as follows:

- a. One (1) copy shall be filed with the Town Secretary and retained as an original record and shall not be changed in any manner.
- b. One (1) copy shall be filed with the Building Official and shall be maintained up-to-date by posting thereon all changes and subsequent amendments for observation, issuing building permits, certificates of compliance and occupancy, and enforcing the zoning ordinance. Reproduction for information purposes may from time-to-time be made of the official zoning district map.

SECTION 3

No Vested Interest/Repeal. No developer or property owner shall acquire any vested interest in this Ordinance or in any other specific regulations contained herein. Any portion of this Ordinance may be repealed by the Town Council in the manner provided for by law.

SECTION 4

Unlawful Use of Premises. It shall be unlawful for any person, firm, or corporation to make use of said premises in some manner other than as authorized by this Ordinance, and shall be unlawful for any person, firm or corporation to construct on said premises any building that is not in conformity with the permissible uses under this Zoning Ordinance.

SECTION 5

Penalty. Any person, firm, corporation or business entity violating this Ordinance shall be deemed guilty of a misdemeanor, and upon conviction thereof shall be fined any sum not exceeding Two Thousand Dollars (\$2,000.00). Each continuing day's violation under this Ordinance shall constitute a separate offense. The penal provisions imposed under this Ordinance shall not preclude Prosper from filing suit to enjoin the violation. Prosper retains all legal rights and remedies available to it pursuant to local, state, and federal law.

SECTION 6

Severability. Should any section, subsection, sentence, clause or phrase of this Ordinance be declared unconstitutional or invalid by a court of competent jurisdiction, it is expressly provided that any and all remaining portions of this Ordinance shall remain in full force and effect. Prosper hereby declares that it would have passed this Ordinance, and each section, subsection, clause or phrase thereof irrespective of the fact that any one or more sections, subsections, sentences, clauses, and phrases be declared unconstitutional or invalid.

SECTION 7

Savings/Repealing Clause. Prosper's Zoning Ordinance shall remain in full force and effect, save and except as amended by this or any other Ordinance. All provisions of any ordinance in conflict with this Ordinance are hereby repealed to the extent they are in conflict; but such repeal shall not abate any pending prosecution for violation of the repealed ordinance, nor shall the appeal prevent a prosecution from being commenced for any violation if occurring prior to the repealing of the ordinance. Any remaining portions of said ordinances shall remain in full force and effect.

SECTION 8

Effective Date. This Ordinance shall become effective from and after its adoption and publications as required by law.

DULY PASSED, APPROVED, AND ADOPTED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS, ON THIS 24TH DAY OF MAY, 2016.

Ray Smith, Mayor

ATTEST:

Robyn Battle, Town Secretary

APPROVED AS TO FORM AND LEGALITY:

Terrence S. Welch, Town Attorney

SURVEY PLAT

TO INWOOD PLAZA JOINT VENTURE; AVEX ACQUISITIONS, INC.; AND LANDAMERICA AMERICAN TITLE:

This is to certify that I have, this date, made an on the ground survey of the property located on Fields Road & Prosper Road in the City of Prosper, Texas, described as follows:

Being a tract of land located in the Louisa Netherly Survey, Abstract No. 962, and the John H. Durrett Survey, Abstract No. 350, Denton County, Texas, and being a part of a tract of land described in deed to Inwood Plaza Joint Venture, recorded in Volume 4233, Page 738, (Doc. No. 98-R0110922), Deed Records, Denton County, Texas, and being more particularly described by metes and bounds as follows:

COMMENCING at a 1/2 inch iron rod found at the intersection of Fields Road, and Prosper Road, said point being at the northwest corner of said Inwood Plaza Joint Venture tract;

THENCE South 89 degrees 39 minutes 34 seconds East, along the north line of said Inwood Plaza Joint Venture tract, and along the centerline more or less of said Prosper Road, a distance of 1867.59 feet to a 1/2 inch iron rod set for the POINT OF BEGINNING;

THENCE South 89 degrees 39 minutes 34 seconds East, continuing along the north line of said Inwood Plaza Joint Venture tract, and along the centerline more or less of said Prosper Road, a distance of 1852.10 feet to a 1/2 inch iron rod found in the approximate center of said Prosper Road at the southeast corner of a tract of land described in deed to Ernest A. Mahard Jr., recorded in Document Number 93-R0062215, Deed Records, Denton County, Texas, and the southwest corner of a tract of land described in deed to Cuentherman-Baldwin Joint Venture, recorded in Volume 2552, Page 885, Deed Records, Denton County Texas;

THENCE South 89 degrees 45 minutes 15 seconds east, along the north line of said Inwood Plaza Joint Venture tract, and the south line of said Cuentherman-Baldwin Joint Venture tract, and along the centerline more or less of said Prosper Road, a distance of 1058.03 feet to a 1/2 inch iron rod with a red plastic cap stamped "R.P.L.S. No. 3688" set at the northeast corner of said Inwood Plaza Joint Venture tract, said point being North 89 degrees 45 minutes 15 seconds West, a distance of 493.10 feet from the southeast corner of said Cuentherman-Baldwin Joint Venture tract;

THENCE South 01 degrees 06 minutes 38 seconds West, along the east line of said Inwood Plaza Joint Venture tract, a distance of 1524.28 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "daa" found at the northeast corner of a tract of land described in deed to Suncrest Properties, L.P., recorded in Document Number 2004-800, Deed Records, Denton County, Texas;

THENCE North 88 degrees 38 minutes 31 seconds West, along the north line of said Suncrest Properties tract, a distance of 2909.87 feet to a 1/2 inch iron rod with a red plastic cap stamped "R.P.L.S. No. 3688" set for corner

THENCE North 01 degrees 06 minutes 38 seconds East, through the interior of said Inwood Plaza Joint Venture tract, a distance of 1,470.83 feet to the POINT OF BEGINNING and containing 4,356,000 square feet or 100.00 acres of computed land

TOWN OF PROSPER
PROSPER ROAD COMMUNITY PARK
BLOCK A LOT 1

CURRENT ZONING = PD-40

CURRENT LAND USE = VACANT

FUTURE LAND USE = MEDIUM DENSITY RESIDENTIAL

TOWN OF PROSPER
PROSPER ROAD COMMUNITY PARK
BLOCK A LOT 1

CURRENT ZONING = PD-40

CURRENT LAND USE = VACANT

FUTURE LAND USE = MEDIUM DENSITY RESIDENTIAL

RH TWO LP
DOC. NO. 2004-86307

CURRENT ZONING = ANNEXATION AGREEMENT

CURRENT LAND USE = VACANT

FUTURE LAND USE = MEDIUM DENSITY RESIDENTIAL

S89°39'34"E 1852.10'

45' ROW DEDICATION (BY OTHERS)
45' ROW DEDICATION

S89°45'15"E 1058.03'

± 2065' TO LEGACY DRIVE

EXISTING PROSPER ROAD
GRAVEL ROAD
VARIABLE WIDTH

PROSPER 70 INVESTMENTS LTD
TRACT 1C, 69.986 ACRES, OLD
DCAD TR 5 & 6
CURRENT ZONING = AGRICULTURAL
CURRENT LAND USE = VACANT
FUTURE LAND USE = RESIDENTIAL

TRACT 1B

CURRENT ZONING = AGRICULTURAL

CURRENT LAND USE = VACANT

FUTURE LAND USE = MEDIUM DENSITY RESIDENTIAL

PORTION OF
INWOOD PLAZA JOINT VENTURE
VOL. 4233, PG 738

GROSS ACREAGE = 100.00 AC
NET ACREAGE = 97.00 AC

PROPOSED ZONING = SF-12.5

TRACT 10

BLUE STAR ALLEN LAND LP
DOC. NO. 2011-60030
D.R.D.C.T.

CURRENT ZONING = PD-66

CURRENT LAND USE = VACANT

FUTURE LAND USE = MEDIUM DENSITY RESIDENTIAL

N01°06'38"E 1470.83'

S01°06'38"W 1524.28'

50' DRAINAGE EASEMENT

N88°38'31"W 2909.87'

DEVELOPMENT DATA

PROPOSED USE:
RESIDENTIAL: MAX DENSITY OF 2.4 LOTS/ACRE
GROSS ACERAGE: 100.00 ACRES

EXISTING FEMA 100 YR FLOOD PLAIN

CURRENT ZONING = NOT IN TOWN LIMITS
CURRENT LAND USE = RESIDENTIAL
FUTURE LAND USE = HIGH DENSITY RESIDENTIAL

TRACT IV
CORONA ARTESIA, LLC
DOC. NO. 2008-34098
D.R.T.C.T.

FLOOD CERTIFICATE
AS DETERMINED BY THE FLOOD INSURANCE RATE MAPS FOR DENTON COUNTY, TEXAS, A PORTION OF THE SUBJECT PROPERTY DOES LIE WITHIN A SPECIAL FLOOD HAZARD AREA (100 YEAR FLOOD). MAP DATE 04/18/2011 COMMUNITY PANEL NO. 48121C0430G E SUBJECT LOT IS LOCATED IN ZONE 'A & X'.

NOTE:
1. THE THOROUGHFARE ALIGNMENT(S) SHOWN ON THIS EXHIBIT ARE FOR ILLUSTRATION PURPOSES AND DOES NOT SET THE ALIGNMENT. THE ALIGNMENT IS DETERMINED AT TIME OF FINAL PLAT.



VICINITY MAP
NOT TO SCALE

APPLICANT
KE
kirkman
ENGINEERING
4821 MERLOT AVE.
SUITE 210
GRAPEVINE, TX 76051
817-488-4960

DEVELOPER/OWNER
G&R STX INVESTMENTS, LLC
1519 SAN BERNADO AVE.
LAREDO, TX 78040
972-747-9233

SURVEYOR
PEISER SURVEYING CO.
801 ENTERPRISE DRIVE
FLOWER MOUND, TX 75028
972-724-5776

JOB NUMBER: MCF15002_PROSPER 100
DESIGNED BY:
DRAWN BY:
CHECKED BY:
ISSUE DATE: 03.30.16
REV:

Texas Firm No: 15874

PARK PLACE
TOWN OF PROSPER
DENTON COUNTY, TEXAS

100 ACRES BEING TRACT 1B IN THE LOUISA NETHERLY SURVEY, ABSTRACT NO. 962 AND TRACT 10 IN THE J.M. DURRETT SURVEY, ABSTRACT NO. 350

EXHIBIT A
Z16-0005

SHEET:
SHEET 1 OF 1



GRAPHIC SCALE





PLANNING

To: Mayor and Town Council
From: John Webb, AICP, Director of Development Services
Through: Harlan Jefferson, Town Manager
Re: Town Council Meeting – May 24, 2016

Agenda Item:

Consider and act upon an ordinance for a Specific Use Permit (SUP) for a Private Street Development, on 100.0± acres, located on the south side of Prosper Road, 2,100± feet west of Legacy Drive. (S16-0005).

Description of Agenda Item:

On May 10, 2016, the Town Council approved zoning case S16-0005, by a vote of 7-0, allowing for an SUP for a Private Street Development, on 100.0± acres, located on the south side of Prosper Road, 2,100± feet west of Legacy Drive. Town staff has prepared an SUP ordinance accordingly.

Legal Obligations and Review:

Terrence Welch of Brown & Hofmeister, L.L.P., has approved the standard ordinance as to form and legality.

Attached Documents:

1. Ordinance

Town Staff Recommendation:

Town staff recommends the Town Council approve the SUP ordinance.

Proposed Motion:

I move to approve an ordinance for a Specific Use Permit (SUP) for a Private Street Development, on 100.0± acres, located on the south side of Prosper Road, 2,100± feet west of Legacy Drive.

TOWN OF PROSPER, TEXAS**ORDINANCE NO. 16-__**

AN ORDINANCE AMENDING PROSPER'S ZONING ORDINANCE; GRANTING A SPECIFIC USE PERMIT (SUP) FOR A PRIVATE STREET DEVELOPMENT, LOCATED ON A TRACT OF LAND CONSISTING OF 100.00 ACRES, MORE OR LESS, SITUATED IN THE LOUISA NETHERLY SURVEY, ABSTRACT NO. 962, AND THE J.M. DURRETT SURVEY, ABSTRACT NO. 350, IN THE TOWN OF PROSPER, DENTON COUNTY, TEXAS; DESCRIBING THE TRACT TO BE REZONED; PROVIDING FOR A PENALTY FOR THE VIOLATION OF THIS ORDINANCE; PROVIDING FOR REPEALING, SAVING AND SEVERABILITY CLAUSES; PROVIDING FOR AN EFFECTIVE DATE OF THIS ORDINANCE; AND PROVIDING FOR THE PUBLICATION OF THE CAPTION HEREOF.

WHEREAS, the Town Council of the Town of Prosper, Texas (the "Town Council") has investigated and determined that Zoning Ordinance should be amended; and

WHEREAS, the Town of Prosper, Texas ("Prosper") has received a request from G&R STX Investments, LLC ("Applicant") for a Specific Use Permit (SUP) for a Private Street Development on a tract of land zoned Single Family-12.5 (SF-12.5), consisting of 100.00 acres of land, more or less, situated in the Louisa Netherly Survey, Abstract No. 962, and the J.M. Durrett Survey, Abstract No. 350, in the Town of Prosper, Denton County, Texas, and being particularly being described in Exhibit "A," attached hereto and incorporated herein for all purposes; and

WHEREAS, the Town Council has investigated and determined that the facts contained in the request are true and correct; and

WHEREAS, all legal notices required to grant a Specific Use Permit (SUP) have been given in the manner and form set forth by law, Public Hearings have been held, and all other requirements of notice and completion of such procedures have been fulfilled; and

WHEREAS, the Town Council has further investigated into and determined that it will be advantageous and beneficial to Prosper and its inhabitants to rezone this property as set forth below.

NOW, THEREFORE, BE IT ORDAINED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS:

SECTION 1

Findings Incorporated. The findings set forth above are incorporated into the body of this Ordinance as if fully set forth herein.

SECTION 2

Specific Use Permit Granted. The Town's Zoning Ordinance is amended as follows: Applicant is granted a Specific Use Permit (SUP) for a Private Street Development, on a tract of land zoned Single Family-12.5 (SF-12.5), consisting of 100.00 acres of land, more or less, situated in the Louisa Netherly Survey, Abstract No. 962, and the J.M. Durrett Survey, Abstract

No. 350, in the Town of Prosper, Denton County, Texas, and being particularly being described in Exhibit "A," attached hereto and incorporated herein for all purposes as if set forth verbatim.

The property shall continue to be used in a manner consistent with the conditions expressly stated in the conceptual layout attached hereto as Exhibit "B," and the entry detail plan attached hereto as Exhibit "C," which is incorporated herein for all purposes as if set forth verbatim.

All development plans, standards, and uses for the Property shall comply fully with the requirements of all ordinances, rules, and regulations of the Town of Prosper, as they currently exist or may be amended.

Two (2) original, official, and identical copies of the zoning exhibit map are hereby adopted and shall be filed and maintained as follows:

- a. One (1) copy shall be filed with the Town Secretary and retained as an original record and shall not be changed in any manner.
- b. One (1) copy shall be filed with the Building Official and shall be maintained up-to-date by posting thereon all changes and subsequent amendments for observation, issuing building permits, certificates of compliance and occupancy, and enforcing the zoning ordinance. Reproduction for information purposes may from time-to-time be made of the official zoning district map.

SECTION 3

No Vested Interest/Repeal. No developer or property owner shall acquire any vested interest in this Ordinance or in any other specific regulations contained herein. Any portion of this Ordinance may be repealed by the Town Council in the manner provided for by law.

SECTION 4

Unlawful Use of Premises. It shall be unlawful for any person, firm, or corporation to make use of said premises in some manner other than as authorized by this Ordinance, and shall be unlawful for any person, firm or corporation to construct on said premises any building that is not in conformity with the permissible uses under this Zoning Ordinance.

SECTION 5

Penalty. Any person, firm, corporation or business entity violating this Ordinance or any provision of Prosper's Zoning Ordinance No. 05-20, or as amended, shall be deemed guilty of a misdemeanor, and upon conviction thereof shall be fined any sum not exceeding Two Thousand Dollars (\$2,000.00). Each continuing day's violation under this Ordinance shall constitute a separate offense. The penal provisions imposed under this Ordinance shall not preclude Prosper from filing suit to enjoin the violation. Prosper retains all legal rights and remedies available to it pursuant to local, state, and federal law.

SECTION 6

Severability. Should any section, subsection, sentence, clause, or phrase of this Ordinance be declared unconstitutional or invalid by a court of competent jurisdiction, it is expressly provided that any and all remaining portions of this Ordinance shall remain in full force and effect. Prosper hereby declares that it would have passed this Ordinance, and each section, subsection, clause, or phrase thereof irrespective of the fact that any one or more sections, subsections, sentences, clauses, and phrases be declared unconstitutional or invalid.

SECTION 7

Savings/Repealing Clause. Prosper's Zoning Ordinance No. 05-20 shall remain in full force and effect, save and except as amended by this or any other Ordinance. All provisions of any ordinance in conflict with this Ordinance are hereby repealed to the extent they are in conflict; but such repeal shall not abate any pending prosecution for violation of the repealed ordinance, nor shall the appeal prevent a prosecution from being commenced for any violation if occurring prior to the repealing of the ordinance. Any remaining portions of said ordinances shall remain in full force and effect.

SECTION 8

Effective Date. This Ordinance shall become effective from and after its adoption and publications as required by law.

DULY PASSED, APPROVED, AND ADOPTED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS, ON THIS 24TH DAY OF MAY, 2016.

Ray Smith, Mayor

ATTEST:

Robyn Battle, Town Secretary

APPROVED AS TO FORM AND LEGALITY:

Terrence S. Welch, Town Attorney

SURVEY PLAT

TO INWOOD PLAZA JOINT VENTURE; AVEX ACQUISITIONS, INC.; AND LANDAMERICA AMERICAN TITLE:

This is to certify that I have, this date, made an on the ground survey of the property located on Fields Road & Prosper Road in the City of Prosper, Texas, described as follows:

Being a tract of land located in the Louisa Netherly Survey, Abstract No. 962, and the John H. Durrett Survey, Abstract No. 350, Denton County, Texas, and being a part of a tract of land described in deed to Inwood Plaza Joint Venture, recorded in Volume 4233, Page 738, (Doc. No. 98-R0110922), Deed Records, Denton County, Texas, and being more particularly described by metes and bounds as follows:

COMMENCING at a 1/2 inch iron rod found at the intersection of Fields Road, and Prosper Road, said point being at the northwest corner of said Inwood Plaza Joint Venture tract;

THENCE South 89 degrees 39 minutes 34 seconds East, along the north line of said Inwood Plaza Joint Venture tract, and along the centerline more or less of said Prosper Road, a distance of 1867.59 feet to a 1/2 inch iron rod set for the POINT OF BEGINNING;

THENCE South 89 degrees 39 minutes 34 seconds East, continuing along the north line of said Inwood Plaza Joint Venture tract, and along the centerline more or less of said Prosper Road, a distance of 1852.10 feet to a 1/2 inch iron rod found in the approximate center of said Prosper Road at the southeast corner of a tract of land described in deed to Ernest A. Mahard Jr., recorded in Document Number 93-R0062215, Deed Records, Denton County, Texas, and the southwest corner of a tract of land described in deed to Cuentherman-Baldwin Joint Venture, recorded in Volume 2552, Page 885, Deed Records, Denton County Texas;

THENCE South 89 degrees 45 minutes 15 seconds east, along the north line of said Inwood Plaza Joint Venture tract, and the south line of said Cuentherman-Baldwin Joint Venture tract, and along the centerline more or less of said Prosper Road, a distance of 1058.03 feet to a 1/2 inch iron rod with a red plastic cap stamped "R.P.L.S. No. 3688" set at the northeast corner of said Inwood Plaza Joint Venture tract, said point being North 89 degrees 45 minutes 15 seconds West, a distance of 493.10 feet from the southeast corner of said Cuentherman-Baldwin Joint Venture tract;

THENCE South 01 degrees 06 minutes 38 seconds West, along the east line of said Inwood Plaza Joint Venture tract, a distance of 1524.28 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "daa" found at the northeast corner of a tract of land described in deed to Suncrest Properties, L.P., recorded in Document Number 2004-800, Deed Records, Denton County, Texas;

THENCE North 88 degrees 38 minutes 31 seconds West, along the north line of said Suncrest Properties tract, a distance of 2909.87 feet to a 1/2 inch iron rod with a red plastic cap stamped "R.P.L.S. No. 3688" set for corner

THENCE North 01 degrees 06 minutes 38 seconds East, through the interior of said Inwood Plaza Joint Venture tract, a distance of 1,470.83 feet to the POINT OF BEGINNING and containing 4,356,000 square feet or 100.00 acres of computed land

TOWN OF PROSPER
PROSPER ROAD COMMUNITY PARK
BLOCK A LOT 1

CURRENT ZONING = PD-40
CURRENT LAND USE = VACANT
FUTURE LAND USE = MEDIUM DENSITY RESIDENTIAL

TOWN OF PROSPER
PROSPER ROAD COMMUNITY PARK
BLOCK A LOT 1

CURRENT ZONING = PD-40
CURRENT LAND USE = VACANT
FUTURE LAND USE = MEDIUM DENSITY RESIDENTIAL

FUTURE PROSPER TRAIL THOROUGHFARE
(90' R.O.W.)

RH TWO LP
DOC. NO. 2004-86307

CURRENT ZONING = ANNEXATION AGREEMENT
CURRENT LAND USE = VACANT
FUTURE LAND USE = MEDIUM DENSITY RESIDENTIAL



VICINITY MAP
NOT TO SCALE

APPLICANT

4821 MERLOT AVE.
SUITE 210
GRAPEVINE, TX 76051
817-488-4960

DEVELOPER/OWNER

G&R STX INVESTMENTS, LLC
1519 SAN BERNADO AVE.
LAREDO, TX 78040
972-747-9233

SURVEYOR

PEISER SURVEYING CO.
801 ENTERPRISE DRIVE
FLOWER MOUND, TX 75028
972-724-5776

JOB NUMBER: MCF15002_PROSPER 100

DESIGNED BY:

DRAWN BY:

CHECKED BY:

ISSUE DATE: 03.30.16

REV:

Texas Firm No: 15874

PARK PLACE

TOWN OF PROSPER
DENTON COUNTY, TEXAS

100 ACRES BEING TRACT 1B IN THE LOUISA NETHERLY SURVEY, ABSTRACT NO. 962 AND TRACT 10 IN THE J.M. DURRETT SURVEY, ABSTRACT NO. 350

EXHIBIT A
S16-0005

SHEET: SHEET 1 OF 1

N01°06'38"E 1470.83'

S01°06'38"W 1524.28'

S89°39'34"E 1852.10'

45' ROW DEDICATION (BY OTHERS)
45' ROW DEDICATION

S89°45'15"E 1058.03'

± 2065' TO LEGACY DRIVE

EXISTING PROSPER ROAD
GRAVEL ROAD
VARIABLE WIDTH

PROSPER 70 INVESTMENTS LTD
TRACT 1C, 69.986 ACRES, OLD
DCAD TR 5 & 6
CURRENT ZONING = AGRICULTURAL
CURRENT LAND USE = VACANT
FUTURE LAND USE = RESIDENTIAL

CURRENT ZONING = AGRICULTURAL
CURRENT LAND USE = VACANT
FUTURE LAND USE = MEDIUM DENSITY RESIDENTIAL

TRACT 1B

PORTION OF
INWOOD PLAZA JOINT VENTURE
VOL. 4233, PG 738

GROSS ACREAGE = 100.00 AC
NET ACREAGE = 97.00 AC

PROPOSED ZONING = SF-12.5

TRACT 10

BLUE STAR ALLEN LAND LP
DOC. NO. 2011-60030
D.R.D.C.T.
CURRENT ZONING = PD-66
CURRENT LAND USE = VACANT
FUTURE LAND USE = MEDIUM DENSITY RESIDENTIAL

EXISTING FEMA 100 YR FLOOD PLAIN

50' DRAINAGE EASEMENT

N88°38'31"W 2909.87'

CURRENT ZONING = NOT IN TOWN LIMITS
CURRENT LAND USE = RESIDENTIAL
FUTURE LAND USE = HIGH DENSITY RESIDENTIAL

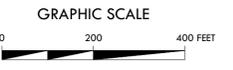
TRACT IV
CORONA ARTESIA, LLC
DOC. NO. 2008-34098
D.R.T.C.T.

DEVELOPMENT DATA

PROPOSED USE: RESIDENTIAL:	MAX DENSITY OF 2.4 LOTS/ACRE
GROSS ACERAGE:	100.00 ACRES

NOTE:
1. THE THOROUGHFARE ALIGNMENT(S) SHOWN ON THIS EXHIBIT ARE FOR ILLUSTRATION PURPOSES AND DOES NOT SET THE ALIGNMENT. THE ALIGNMENT IS DETERMINED AT TIME OF FINAL PLAT.

FLOOD CERTIFICATE
AS DETERMINED BY THE FLOOD INSURANCE RATE MAPS FOR DENTON COUNTY, TEXAS, A PORTION OF THE SUBJECT PROPERTY DOES LIE WITHIN A SPECIAL FLOOD HAZARD AREA (100 YEAR FLOOD). MAP DATE 04/18/2011 COMMUNITY PANEL NO. 48121C0430G E SUBJECT LOT IS LOCATED IN ZONE 'A & X'.



APPLICANT



4821 MERLOT AVE.
SUITE 210
GRAPEVINE, TX 76051
817-488-4960

DEVELOPER/OWNER

G&R STX INVESTMENTS, LLC
1519 SAN BERNADO AVE.
LAREDO, TX 78040
972-747-9233

SURVEYOR

FEISER SURVEYING CO.
801 ENTERPRISE DRIVE
FLOWER MOUND, TX 75028
972-724-5776

JOB NUMBER: MCF15002_PROSPER 100

DESIGNED BY:

DRAWN BY:

CHECKED BY:

ISSUE DATE: 03.30.16

REV:

Texas Firm No: 15874

PARK PLACE

TOWN OF PROSPER
DENTON COUNTY, TEXAS

100 ACRES BEING TRACT 1B IN
THE LOUISA NETHERLY SURVEY,
ABSTRACT NO. 962 AND TRACT
10 IN THE J.M. DURRETT
SURVEY, ABSTRACT NO. 350

EXHIBIT B
S16-0005

SHEET:

SHEET 1 OF 1



VICINITY MAP
NOT TO SCALE

TOWN OF PROSPER
PROSPER ROAD COMMUNITY PARK
BLOCK A LOT 1

CURRENT ZONING = PD-40
CURRENT LAND USE = VACANT
FUTURE LAND USE = MEDIUM DENSITY RESIDENTIAL

RH TWO LP
DOC. NO. 2004-86307

CURRENT ZONING = ANNEXATION AGREEMENT
CURRENT LAND USE = VACANT
FUTURE LAND USE = MEDIUM DENSITY RESIDENTIAL

TOWN OF PROSPER
PROSPER ROAD COMMUNITY PARK
BLOCK A LOT 1

CURRENT ZONING = PD-40
CURRENT LAND USE = VACANT

FUTURE PROSPER TRAIL THOROUGHFARE
(90' R.O.W.)

EGRESS ONLY GATE EQUIPPED
WITH A KNOX LOCK

FUTURE LAND USE = MEDIUM DENSITY RESIDENTIAL

30' LANDSCAPE EASEMENT

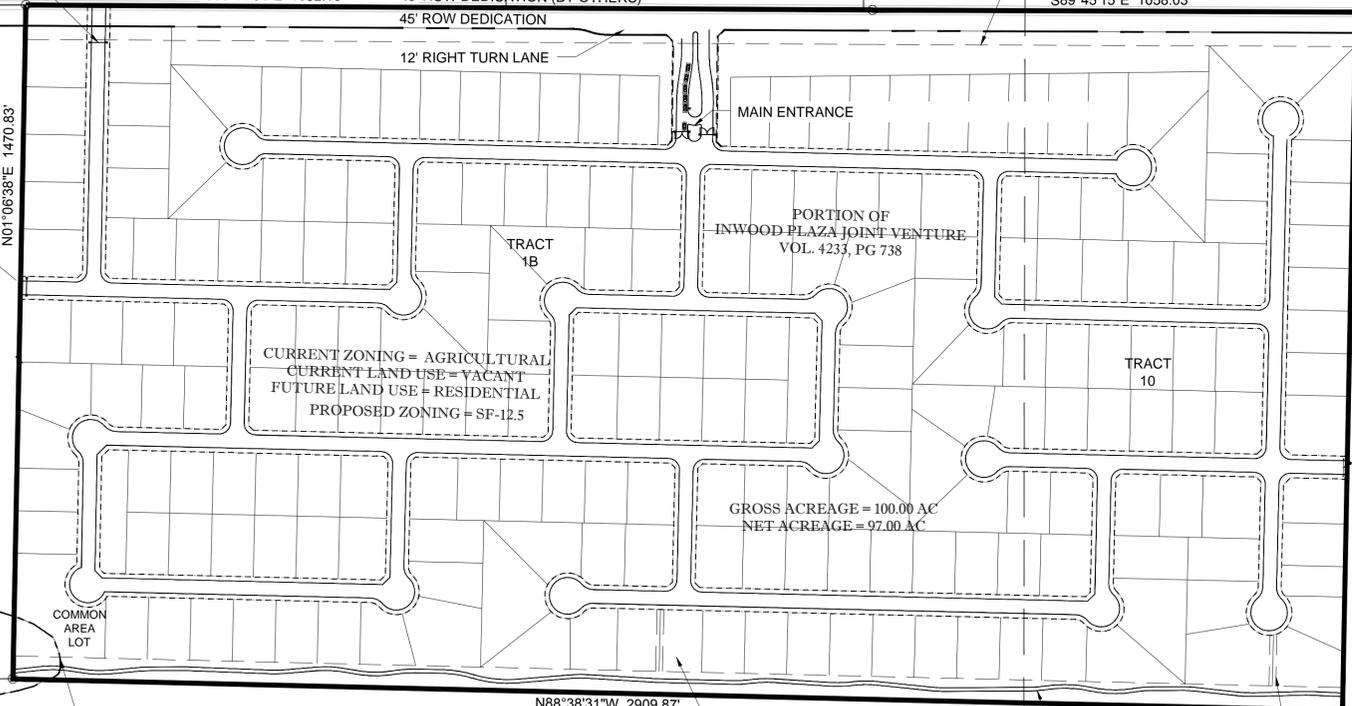
S89°39'34"E 1852.10' 45' ROW DEDICATION (BY OTHERS) S89°45'15"E 1058.03' ± 2065' TO LEGACY DRIVE

EXISTING PROSPER ROAD
GRAVEL ROAD
VARIABLE WIDTH

EMERGENCY ONLY ACCESS FOR
FIRE AND POLICE, MANUAL GATE
EQUIPPED WITH KNOX LOCK

PROSPER 70 INVESTMENTS LTD
TRACT 1C, 69.986 ACRES, OLD
DCAD TR 5 & 6
CURRENT ZONING = AGRICULTURAL
CURRENT LAND USE = VACANT
FUTURE LAND USE = RESIDENTIAL

N01°06'38"E 1470.83'



EMERGENCY ONLY ACCESS FOR
FIRE AND POLICE, MANUAL GATE
EQUIPPED WITH KNOX LOCK

BLUE STAR ALLEN LAND LP
DOC. NO. 2011-60030
D.R.D.C.T.

CURRENT ZONING = PD-66
CURRENT LAND USE = VACANT

FUTURE LAND USE = MEDIUM DENSITY RESIDENTIAL

N88°38'31"W 2909.87'

EXISTING FEMA 100 YR FLOOD PLAIN

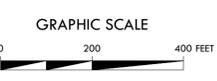
15' SIDEWALK CONNECTION EASEMENT

8' HIKE AND BIKE TRAIL

15' SIDEWALK CONNECTION EASEMENT

CURRENT ZONING = NOT IN TOWN LIMITS
CURRENT LAND USE = RESIDENTIAL
FUTURE LAND USE = HIGH DENSITY RESIDENTIAL
TRACT IV
CORONA ARTESIA, LLC
DOC. NO. 2008-34098
D.R.T.C.T.

FLOOD CERTIFICATE
AS DETERMINED BY THE FLOOD INSURANCE RATE MAPS FOR DENTON
COUNTY, TEXAS, A PORTION OF THE SUBJECT PROPERTY DOES LIE
WITHIN A SPECIAL FLOOD HAZARD AREA (100 YEAR FLOOD), MAP DATE
04/18/2011 COMMUNITY PANEL NO. 48121C0430G E SUBJECT LOT IS
LOCATED IN ZONE "A & X".



APPLICANT



4821 MERLOT AVE.
SUITE 210
GRAPEVINE, TX 76051
817-488-4960

DEVELOPER/OWNER

G&R STX INVESTMENTS, LLC
1519 SAN BERNADO AVE.
LAREDO, TX 78040
972-747-9233

SURVEYOR

PEISER SURVEYING CO.
801 ENTERPRISE DRIVE
FLOWER MOUND, TX 75028
972-724-5776

JOB NUMBER: MCF15002_PROSPER 100

DESIGNED BY:

DRAWN BY:

CHECKED BY:

ISSUE DATE: 03.30.16

REV:

Texas Firm No: 15874

PARK PLACE

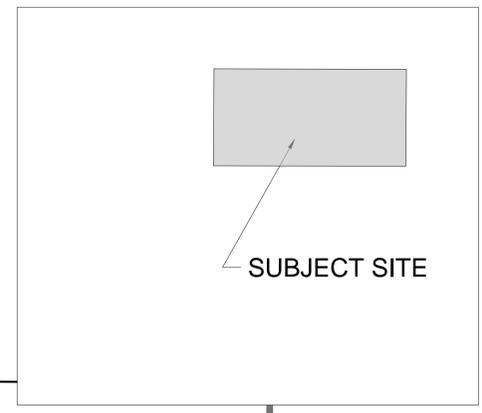
TOWN OF PROSPER
DENTON COUNTY, TEXAS

100 ACRES BEING TRACT 1B IN
THE LOUISA NETHERLY SURVEY,
ABSTRACT NO. 962 AND TRACT
10 IN THE J.M. DURRETT
SURVEY, ABSTRACT NO. 350

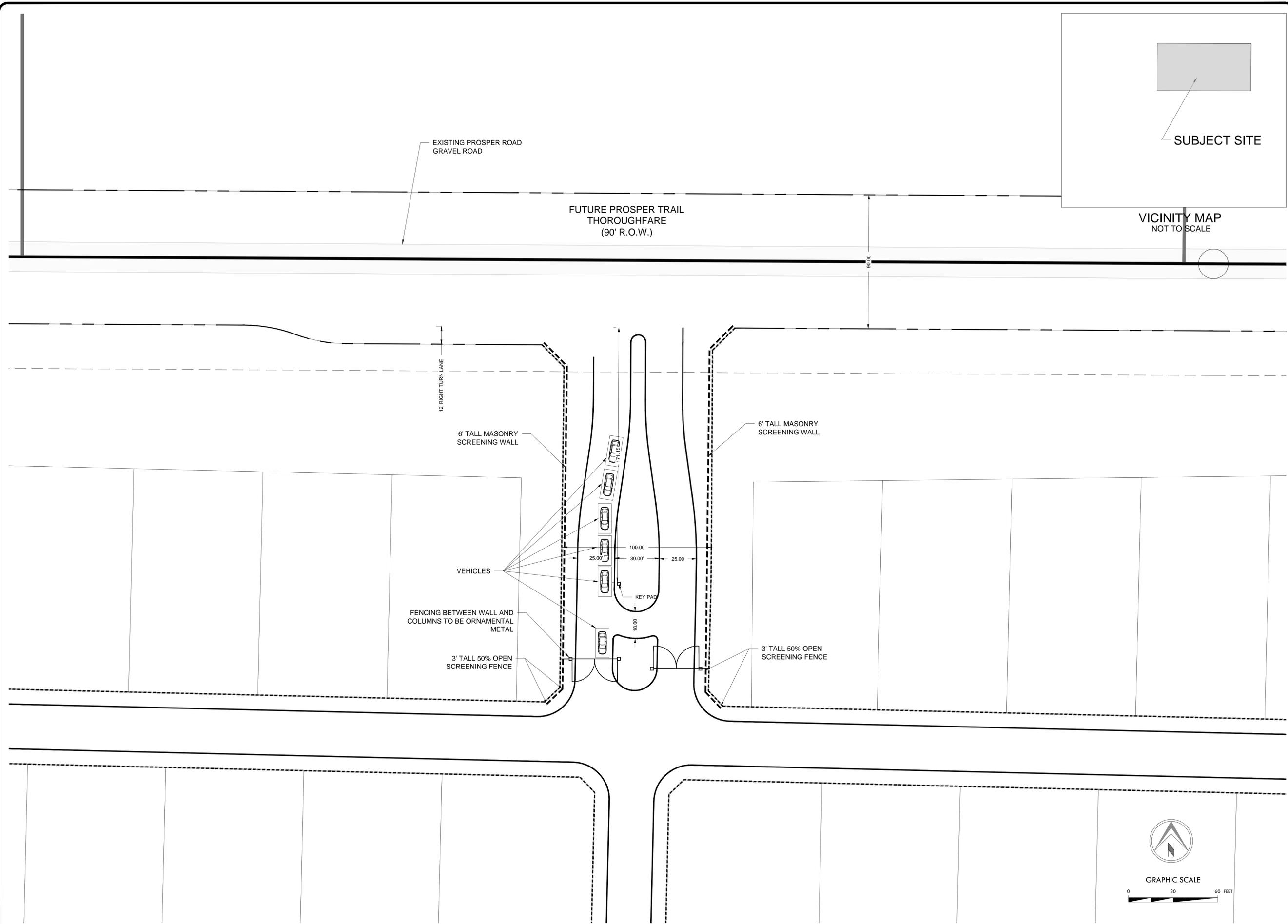
EXHIBIT C
GATE
S16-0005

SHEET:

SHEET 1 OF 1



VICINITY MAP
NOT TO SCALE





PLANNING

To: Mayor and Town Council
From: John Webb, AICP, Director of Development Services
Through: Harlan Jefferson, Town Manager
Re: Town Council Meeting – May 24, 2016

Agenda Item:

Consider and act upon an ordinance rezoning 5.5± acres, located on the east side of Preston Road, 1,750± feet south of Prosper Trail, from Single Family-15 (SF-15) to Retail (R). (Z16-0007).

Description of Agenda Item:

On May 10, 2016, the Town Council approved zoning case Z16-0007, by a vote of 7-0, rezoning 5.5± acres, located on the east side of Preston Road, 1,750± feet south of Prosper Trail, from SF-15 to R. Town staff has prepared an ordinance accordingly.

Legal Obligations and Review:

Terrence Welch of Brown & Hofmeister, L.L.P., has approved the standard ordinance as to form and legality.

Attached Documents:

1. Ordinance

Town Staff Recommendation:

Town staff recommends the Town Council approve the ordinance.

Proposed Motion:

I move to approve an ordinance rezoning 5.5± acres, located on the east side of Preston Road, 1,750± feet south of Prosper Trail, from SF-15 to R.

TOWN OF PROSPER, TEXAS

ORDINANCE NO. 16-__

AN ORDINANCE OF THE TOWN OF PROSPER, TEXAS, AMENDING THE TOWN'S ZONING ORDINANCE NO. 05-20, BY REZONING A TRACT OF LAND CONSISTING OF 5.526 ACRES, MORE OR LESS, SITUATED IN THE J. TUNNEY SURVEY, ABSTRACT NO. 916, IN THE TOWN OF PROSPER, COLLIN COUNTY, TEXAS, FROM SINGLE FAMILY-15 (SF-15) TO RETAIL (R); DESCRIBING THE TRACT TO BE REZONED; PROVIDING FOR A PENALTY FOR THE VIOLATION OF THIS ORDINANCE; PROVIDING FOR REPEALING, SAVING AND SEVERABILITY CLAUSES; PROVIDING FOR AN EFFECTIVE DATE OF THIS ORDINANCE; AND PROVIDING FOR THE PUBLICATION OF THE CAPTION HEREOF.

WHEREAS, the Town Council of the Town of Prosper, Texas (the "Town Council"), has investigated and determined that the Town's Zoning Ordinance No. 05-20 should be amended; and

WHEREAS, the Town of Prosper, Texas ("Prosper"), has received a request from H&R Partners, LP ("Applicant"), to rezone 5.526 acres of land, more or less, situated in J. Tunney Survey, Abstract No. 916, in the Town of Prosper, Collin County, Texas; and

WHEREAS, the Town Council has investigated into and determined that the facts contained in the request are true and correct; and

WHEREAS, all legal notices required for rezoning have been given in the manner and form set forth by law, and public hearings have been held on the proposed rezoning and all other requirements of notice and completion of such zoning procedures have been fulfilled; and

WHEREAS, the Town Council has further investigated into and determined that it will be advantageous and beneficial to Prosper and its inhabitants to rezone this property as set forth below.

NOW, THEREFORE, BE IT ORDAINED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS, THAT:

SECTION 1

Findings Incorporated. The findings set forth above are incorporated into the body of this Ordinance as if fully set forth herein.

SECTION 2

Amendments to the Town's Zoning Ordinance. The Town's Zoning Ordinance, adopted by Ordinance No. 05-20, is amended as follows: The zoning designation of the below-described property containing 5.526 acres of land, more or less, situated in the J. Tunney Survey, Abstract No. 916, in the Town of Prosper, Collin County, Texas (the "Property"), and all streets, roads, and alleyways contiguous and/or adjacent thereto is hereby rezoned as Retail (R). The property as a whole and the boundaries for each zoning classification are more particularly described in Exhibit A, attached hereto and incorporated herein for all purposes as if set forth verbatim.

All development plans, standards, and uses for the Property shall comply fully with the requirements of all ordinances, rules, and regulations of the Town of Prosper, as they currently exist or may be amended.

Two (2) original, official, and identical copies of the zoning exhibit map are hereby adopted and shall be filed and maintained as follows:

- a. One (1) copy shall be filed with the Town Secretary and retained as an original record and shall not be changed in any manner.
- b. One (1) copy shall be filed with the Building Official and shall be maintained up-to-date by posting thereon all changes and subsequent amendments for observation, issuing building permits, certificates of compliance and occupancy, and enforcing the zoning ordinance. Reproduction for information purposes may from time-to-time be made of the official zoning district map.

SECTION 3

No Vested Interest/Repeal. No developer or property owner shall acquire any vested interest in this Ordinance or in any other specific regulations contained herein. Any portion of this Ordinance may be repealed by the Town Council in the manner provided for by law.

SECTION 4

Unlawful Use of Premises. It shall be unlawful for any person, firm, or corporation to make use of said premises in some manner other than as authorized by this Ordinance, and shall be unlawful for any person, firm or corporation to construct on said premises any building that is not in conformity with the permissible uses under this Zoning Ordinance.

SECTION 5

Penalty. Any person, firm, corporation or business entity violating this Ordinance shall be deemed guilty of a misdemeanor, and upon conviction thereof shall be fined any sum not exceeding Two Thousand Dollars (\$2,000.00). Each continuing day's violation under this Ordinance shall constitute a separate offense. The penal provisions imposed under this Ordinance shall not preclude Prosper from filing suit to enjoin the violation. Prosper retains all legal rights and remedies available to it pursuant to local, state, and federal law.

SECTION 6

Severability. Should any section, subsection, sentence, clause or phrase of this Ordinance be declared unconstitutional or invalid by a court of competent jurisdiction, it is expressly provided that any and all remaining portions of this Ordinance shall remain in full force and effect. Prosper hereby declares that it would have passed this Ordinance, and each section, subsection, clause, or phrase thereof irrespective of the fact that any one or more sections, subsections, sentences, clauses, and phrases be declared unconstitutional or invalid.

SECTION 7

Savings/Repealing Clause. Prosper's Zoning Ordinance shall remain in full force and effect, save and except as amended by this or any other Ordinance. All provisions of any ordinance in conflict with this Ordinance are hereby repealed to the extent they are in conflict; but such repeal shall not abate any pending prosecution for violation of the repealed ordinance, nor shall the appeal prevent a prosecution from being commenced for any violation if occurring prior to the repealing of the ordinance. Any remaining portions of said ordinances shall remain in full force and effect.

SECTION 8

Effective Date. This Ordinance shall become effective from and after its adoption and publications as required by law.

DULY PASSED, APPROVED, AND ADOPTED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS, ON THIS 24TH DAY OF MAY, 2016.

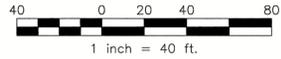
Ray Smith, Mayor

ATTEST:

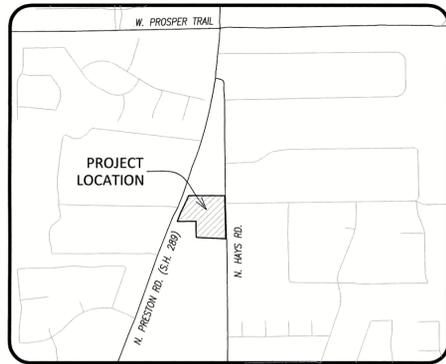
Robyn Battle, Town Secretary

APPROVED AS TO FORM AND LEGALITY:

Terrence S. Welch, Town Attorney

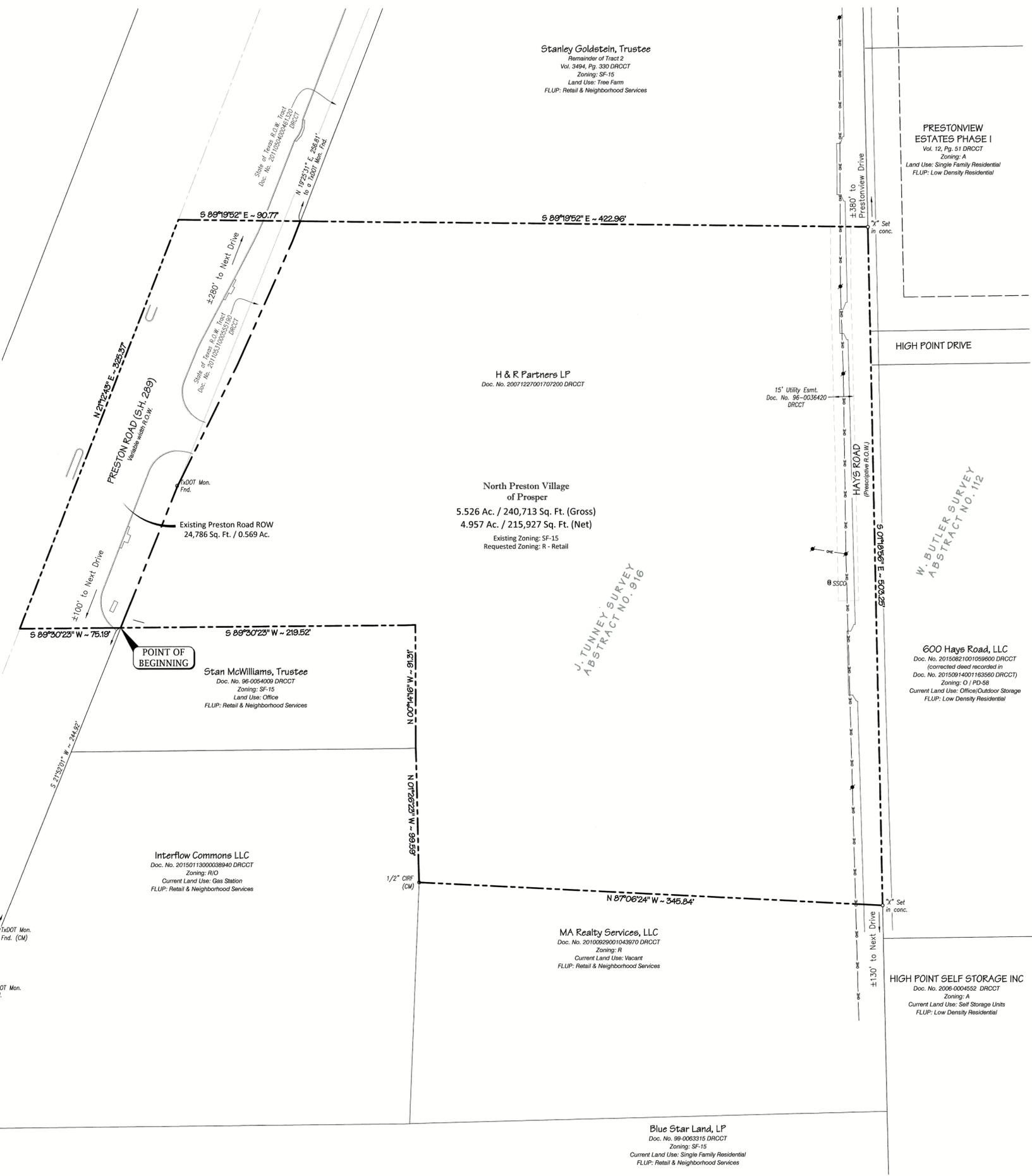


Basis of bearing derived from the State Plane Coordinate System, Texas North Central Zone 4202, North American Datum of 1983, (2011).



LOCATION MAP
1" = 1000'

LEGEND	
○	1/2" IRON ROD W/ PLASTIC CAP STAMPED "SPIARSENG" SET, UNLESS OTHERWISE NOTED.
IRF	IRON ROD FOUND
CIRF	CAPPED IRON ROD FOUND
■	POWER POLE
⊙	SAN. SEWER MANHOLE
⊗	STORM SEWER MANHOLE
⊕	LIGHT POLE/STANDARD
⋈	GLY WIRE ANCHOR
○	BOLLARD
+	SIGNPOST
GM	GAS METER
GAS	GAS LINE MARKER
FDC	FIBEROPTIC CABLE MARKER
FC	FIRE SPRINKLER CONTROL BOX
EB	ELECTRIC BOX
EM	ELECTRIC METER
⊕	IRRIGATION CONTROL VALVE
⊕	WATER VALVE
⊕	WATER METER
SSCO	SANITARY SEWER CLEANOUT
—	CHAIN LINK FENCE
—	BARBED WIRE FENCE
—	WOOD FENCE
—	OVERHEAD POWER LINE
CM	CONTROL MONUMENT



METES AND BOUNDS DESCRIPTION

BEING a tract of land situated in the J. Tunney Survey, Abstract No. 916, Town of Prosper, Collin County, Texas, the subject tract being a portion of a tract conveyed to H & R Partners LP according to the deed recorded in Document No. 20071227001707200 of the Deed Records, Collin County, Texas (DRCCT), and a portion of State Highway 289 (also known as Preston Road), with the subject tract being more particularly described as follows:

BEGINNING at a 1/2" iron rod with plastic cap stamped "SPIARSENG" set on the east line of Preston Road, a variable width right-of-way, also known as State Highway 289, for the northwest corner of Stan McWilliams, Trustee, recorded in Document No. 96-0054009 DRCCT, and from which a TxDOT right-of-way monument bears S 21°52'01" W, 244.92 feet;

THENCE S 89°30'23" W, 75.19 feet into said highway to a point on the centerline thereof;

THENCE N 21°12'43" E, 325.37 feet along the center line of Preston Road

THENCE S 89°19'52" E, 90.77 feet to a 1/2" iron rod with plastic cap stamped "SPIARSENG" set for the northeast corner of a right-of-way tract conveyed to the State of Texas, recorded in Document No. 20110531000555190 DRCCT, and for the southeast corner of another right-of-way tract conveyed to the State of Texas, recorded in Document No. 20110504000461320 DRCCT, and being on the south line of the remainder of that certain tract conveyed to Stanley Goldstein, Trustee, recorded in Volume 3494, Page 330 DRCCT, and from which another TxDOT right-of-way monument found for the north corner of said right-of-way tract bears N 19°25'31" E, 256.81 feet;

THENCE S 89°19'52" E, 422.96 feet along the common line thereof to an "X" set in concrete in County Road 77, a prescriptive right-of-way, also known as North Hays Road;

THENCE S 01°18'56" E, 503.25 feet along said road to an "X" set in concrete for the northeast corner of a tract conveyed to MA Realty Services, LLC, recorded in Document No. 20100929001043970 DRCCT;

THENCE N 87°06'24" W, 345.84 feet along the common line thereof to a 1/2" iron rod with plastic cap found on the east line of a tract conveyed to Interflow Commons LLC, recorded in Document No. 20150113000038940 DRCCT;

THENCE N 01°26'23" W, 99.59 feet along the common line of said Interflow Commons tract to the northeast thereof and to the southeast corner of said Stan McWilliams tract;

THENCE N 00°14'16" W, 91.31 feet along the common line thereof to a 1/2" iron rod with plastic cap stamped "SPIARSENG" set;

THENCE S 89°30'23" W, 219.52 feet continuing along the common line thereof to the POINT OF BEGINNING with the subject tract containing 240,713 square feet or 5.526 acres of land.

SURVEYOR'S CERTIFICATE

That I, Darren K. Brown, of Spiars Engineering, Inc., do hereby certify that I prepared this plat and the field notes made a part thereof from an actual and accurate survey of the land.

Dated this the 11 day of APRIL, 2016.


DARREN K. BROWN, R.P.L.S. NO. 5252



NOTE:

1. No part of the subject land is located in a 100-year Flood Plain or in an identified "flood prone area," as defined pursuant to the Flood Disaster Protection Act of 1973, as amended, as reflected by Flood Insurance Rate Map Panel 48085C0235J, dated June 2, 2009. The property is located in Zone "X" (areas determined to be outside the 500-year floodplain).

EXHIBIT 'A'

NORTH PRESTON VILLAGE OF PROSPER

J. TUNNEY SURVEY, ABSTRACT NO. 916
IN THE TOWN OF PROSPER, COLLIN COUNTY, TEXAS
5.526 Ac. Gross / 4.957 Ac. Net
Current Zoning: SF-15
Requested Zoning: R-Retail
Town Case # Z16-0007

ENGINEER / SURVEYOR
Spiars Engineering, Inc.
765 Custer Road, Suite 100
Plano, TX 75075
Telephone: (972) 422-0077
TBPE No. F-2121
Contact: David Bond

OWNER / APPLICANT
H & R Partners, LP
1222 N. Saint Charles Ave.
Pilot Point, Texas 76258
Telephone (214) 729-7609
Contact: Timothy Hoelzel

Drawing: 15:2016_035516-007_Preston Road Resub/16-017_Zoning Exhibit A.dwg Saved By: Darrin D. Bone Time: 4/12/2016 11:35:04 AM
Printed by: darrin.d.bone Date: 4/11/2016 9:15 AM



PLANNING

To: Mayor and Town Council

From: John Webb, AICP, Director of Development Services

Through: Harlan Jefferson, Town Manager

Re: Town Council Meeting – May 24, 2016

Agenda Item:

Consider and act upon an ordinance for an extension of a Specific Use Permit (SUP) for a Concrete Batching Plant on 5.0± acres, located on the west side of Dallas Parkway, 900± feet south of First Street. The property is zoned Planned Development-19-Commercial Corridor (PD-19-CC) and Specific Use Permit-6 (S-6). (S16-0006).

Description of Agenda Item:

On May 10, 2016, the Town Council approved zoning case S16-0006, by a vote of 7-0, allowing for an extension of an SUP for a Concrete Batching Plant on 5.0± acres, located on the west side of Dallas Parkway, 900± feet south of First Street, subject to the following:

1. The SUP expires January 14, 2019, two (2) years after the expiration of the existing ordinance. The applicant may seek a renewal term to the SUP in order to continue the Concrete Batching Plant use.
2. An on-site billing office is required to continue the Concrete Batching Plant use. All concrete deliveries from the physical Prosper location shall be billed as taxable to the Town of Prosper.
3. The Town of Prosper reserves the right to audit books to ensure that Prosper is the primary HUB for tax revenue and upon inspections, if there are any failures to correct errors; Town of Prosper reserves the right to revoke the SUP.

Town staff has prepared an SUP ordinance accordingly.

Legal Obligations and Review:

Terrence Welch of Brown & Hofmeister, L.L.P., has approved the standard ordinance as to form and legality.

Attached Documents:

1. Ordinance

Town Staff Recommendation:

Town staff recommends the Town Council approve the SUP ordinance.

Proposed Motion:

I move to approve an ordinance for an extension of a Specific Use Permit (SUP) for a Concrete Batching Plant on 5.0± acres, located on the west side of Dallas Parkway, 900± feet south of First Street.

TOWN OF PROSPER, TEXAS

ORDINANCE NO. 16-__

AN ORDINANCE AMENDING PROSPER'S ZONING ORDINANCE NO. 05-20 AND ORDINANCE NO. 14-02; GRANTING A SPECIFIC USE PERMIT (SUP) FOR A CONCRETE BATCHING PLANT, LOCATED ON A TRACT OF LAND CONSISTING OF 4.955 ACRES, MORE OR LESS, SITUATED IN THE COLLIN COUNTY SCHOOL LAND SURVEY NO. 12, ABSTRACT NO. 147, BLOCK 4, TRACT 36, LOCATED AT 570 SOUTH DALLAS PARKWAY, IN THE TOWN OF PROSPER, COLLIN COUNTY, TEXAS; DESCRIBING THE TRACT TO BE REZONED; PROVIDING FOR A PENALTY FOR THE VIOLATION OF THIS ORDINANCE; PROVIDING FOR REPEALING, SAVING AND SEVERABILITY CLAUSES; PROVIDING FOR AN EFFECTIVE DATE OF THIS ORDINANCE; AND PROVIDING FOR THE PUBLICATION OF THE CAPTION HEREOF.

WHEREAS, the Town Council of the Town of Prosper, Texas, (the "Town Council") has investigated and determined that Zoning Ordinance No. 05-20 and Ordinance No. 14-02 should be amended; and

WHEREAS, the Town of Prosper, Texas ("Prosper") has received a request from A & J Owens LTD., ("Applicant") for a Specific Use Permit (SUP) to allow for a Concrete Batching Plant on a tract of land zoned Planned Development-19-Commercial Corridor (PD-19), consisting of 4.955 acres of land, more or less, situated in the Collin County School Land Survey No. 12, Abstract No. 147, Block 4, Tract 36, located at 570 South Dallas Parkway, in the Town of Prosper, Collin County, Texas, and being particularly being described in Exhibit "A," attached hereto and incorporated herein for all purposes; and

WHEREAS, the Town Council has investigated into and determined that the facts contained in the request are true and correct; and

WHEREAS, all legal notices required to grant an SUP have been given in the manner and form set forth by law, public hearings have been held, and all other requirements of notice and completion of such procedures have been fulfilled; and

WHEREAS, the Town Council has further investigated into and determined that it will be advantageous and beneficial to Prosper and its inhabitants to rezone this property as set forth below.

NOW, THEREFORE, BE IT ORDAINED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS:

SECTION 1

Findings Incorporated. The findings set forth above are incorporated into the body of this Ordinance as if fully set forth herein.

SECTION 2

Specific Use Permit Granted. Zoning Ordinance No. 05-20 and Ordinance No. 14-02 is amended as follows: Applicant is granted an SUP to allow the operation of a Concrete Batching Plant, on a tract of land zoned Planned Development-19-Commercial Corridor (PD-19), consisting of 4.955 acres of land, more or less, situated in the Collin County School Land

Survey No. 12, Abstract No. 147, Block 4, Tract 36, located at 570 South Dallas Parkway, in the Town of Prosper, Collin County, Texas, and being particularly being described in Exhibit "A," attached hereto and incorporated herein for all purposes as if set forth verbatim, subject to the following conditions of approval by the Town Council:

1. The SUP expires January 14, 2019, two (2) years after the expiration of the existing ordinance. The applicant may seek a renewal term to the SUP in order to continue the Concrete Batching Plant use.
2. An onsite billing office is required to continue the Concrete Batching Plant use. All concrete deliveries from the physical Prosper location shall be billed as taxable to the Town of Prosper.
3. The Town of Prosper reserves the right to audit books to ensure that Prosper is the primary HUB for tax revenue and upon inspections, if there are any failures to correct errors; the Town of Prosper reserves the right to revoke the SUP.

The property shall continue to be used in a manner consistent with the conditions expressly stated in the site plan, attached hereto as Exhibit "A," which is incorporated herein for all purposes as if set forth verbatim.

Except as amended by this Ordinance, the development of the Property within this SUP shall comply fully with the requirements of all ordinances, rules, and regulations of the Town of Prosper, as they currently exist or may be amended.

Two (2) original, official, and identical copies of the zoning exhibit map are hereby adopted and shall be filed and maintained as follows:

- a. One (1) copy shall be filed with the Town Secretary and retained as an original record and shall not be changed in any manner.
- b. One (1) copy shall be filed with the Building Official and shall be maintained up-to-date by posting thereon all changes and subsequent amendments for observation, issuing building permits, certificates of compliance and occupancy, and enforcing the zoning ordinance. Reproduction for information purposes may from time-to-time be made of the official zoning district map.

SECTION 3

Specific Use Permit Expiration Date. This SUP shall expire on January 14, 2019. The applicant may seek an extension to the SUP by following the procedure in Chapter 2, Section 25 of the Zoning Ordinance as it currently exists or may be amended.

SECTION 4

No Vested Interest/Repeal. No developer or property owner shall acquire any vested interest in this Ordinance or in any other specific regulations contained herein. Any portion of this Ordinance may be repealed by the Town Council in the manner provided for by law.

SECTION 5

Unlawful Use of Premises. It shall be unlawful for any person, firm, or corporation to make use of said premises in some manner other than as authorized by this Ordinance, and shall be unlawful for any person, firm, or corporation to construct on said premises any building that is not in conformity with the permissible uses under this Zoning Ordinance.

SECTION 6

Penalty. Any person, firm, corporation, or business entity violating this Ordinance or any provision of Prosper's Zoning Ordinance No. 05-20, or as amended, shall be deemed guilty of a misdemeanor, and upon conviction thereof shall be fined any sum not exceeding Two Thousand Dollars (\$2,000.00). Each continuing day's violation under this Ordinance shall constitute a separate offense. The penal provisions imposed under this Ordinance shall not preclude Prosper from filing suit to enjoin the violation. Prosper retains all legal rights and remedies available to it pursuant to local, state, and federal law.

SECTION 7

Severability. Should any section, subsection, sentence, clause, or phrase of this Ordinance be declared unconstitutional or invalid by a court of competent jurisdiction, it is expressly provided that any and all remaining portions of this Ordinance shall remain in full force and effect. Prosper hereby declares that it would have passed this Ordinance, and each section, subsection, clause, or phrase thereof irrespective of the fact that any one or more sections, subsections, sentences, clauses, and phrases be declared unconstitutional or invalid.

SECTION 8

Savings/Repealing Clause. Prosper's Zoning Ordinance No. 05-20 shall remain in full force and effect, save and except as amended by this or any other Ordinance. All provisions of any ordinance in conflict with this Ordinance are hereby repealed to the extent they are in conflict; but such repeal shall not abate any pending prosecution for violation of the repealed ordinance, nor shall the appeal prevent a prosecution from being commenced for any violation if occurring prior to the repealing of the ordinance. Any remaining portions of said ordinances shall remain in full force and effect.

SECTION 9

Effective Date. This Ordinance shall become effective from and after its adoption and publications as required by law.

DULY PASSED, APPROVED, AND ADOPTED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS, ON THIS 24TH DAY OF MAY, 2016.

Ray Smith, Mayor

ATTEST:

Robyn Battle, Town Secretary

APPROVED AS TO FORM AND LEGALITY:

Terrence S. Welch, Town Attorney



PLANNING

To: Mayor and Town Council

From: Alex Glushko, AICP, Senior Planner

Through: Harlan Jefferson, Town Manager

Re: Town Council Meeting – May 24, 2016

Agenda Item:

Consider and act upon whether to direct staff to submit a written notice of appeal on behalf of the Town Council to the Development Services Department, pursuant to Chapter 4, Section 1.5(C)(7) and 1.6(B)(7) of the Town's Zoning Ordinance, regarding action taken by the Planning & Zoning Commission on any Site Plan or Preliminary Site Plan.

Description of Agenda Item:

Attached are the Preliminary Site Plan and Site Plans acted on by the Planning & Zoning Commission at their May 17, 2016, meeting. Per the Town's Zoning Ordinance, the Town Council has the ability to direct staff to submit a written notice of appeal on behalf of the Town Council to the Development Services Department for any Preliminary Site Plan or Site Plan acted on by the Planning & Zoning Commission.

Attached Documents:

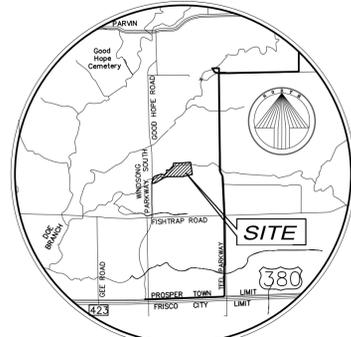
1. Site Plan for Windsong Ranch, Phase 4A Amenity Center
2. Site Plan for Reynolds Middle School Temporary Buildings

Attachment Summary:

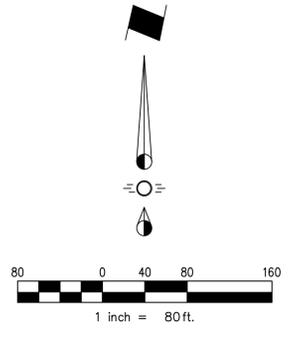
Project Name	Type	Location	Building Size	Existing/ Proposed Uses	Known Tenant(s)
Windsong Ranch, Ph. 4A Amenity Center	Site Plan	East side of Windsong Parkway, 1,500± feet north of Fishtrap Road	3,395 sq. ft.	Amenity Center	Amenity Center
Reynolds Middle School Temporary Buildings	Site Plan	East side of Coleman Street, 1,600± feet south of Prosper Trail	1,536 sq. ft. per temporary building	Temporary buildings	PISD

Town Staff Recommendation:

Town staff recommends that the Town Council take no action on this item.

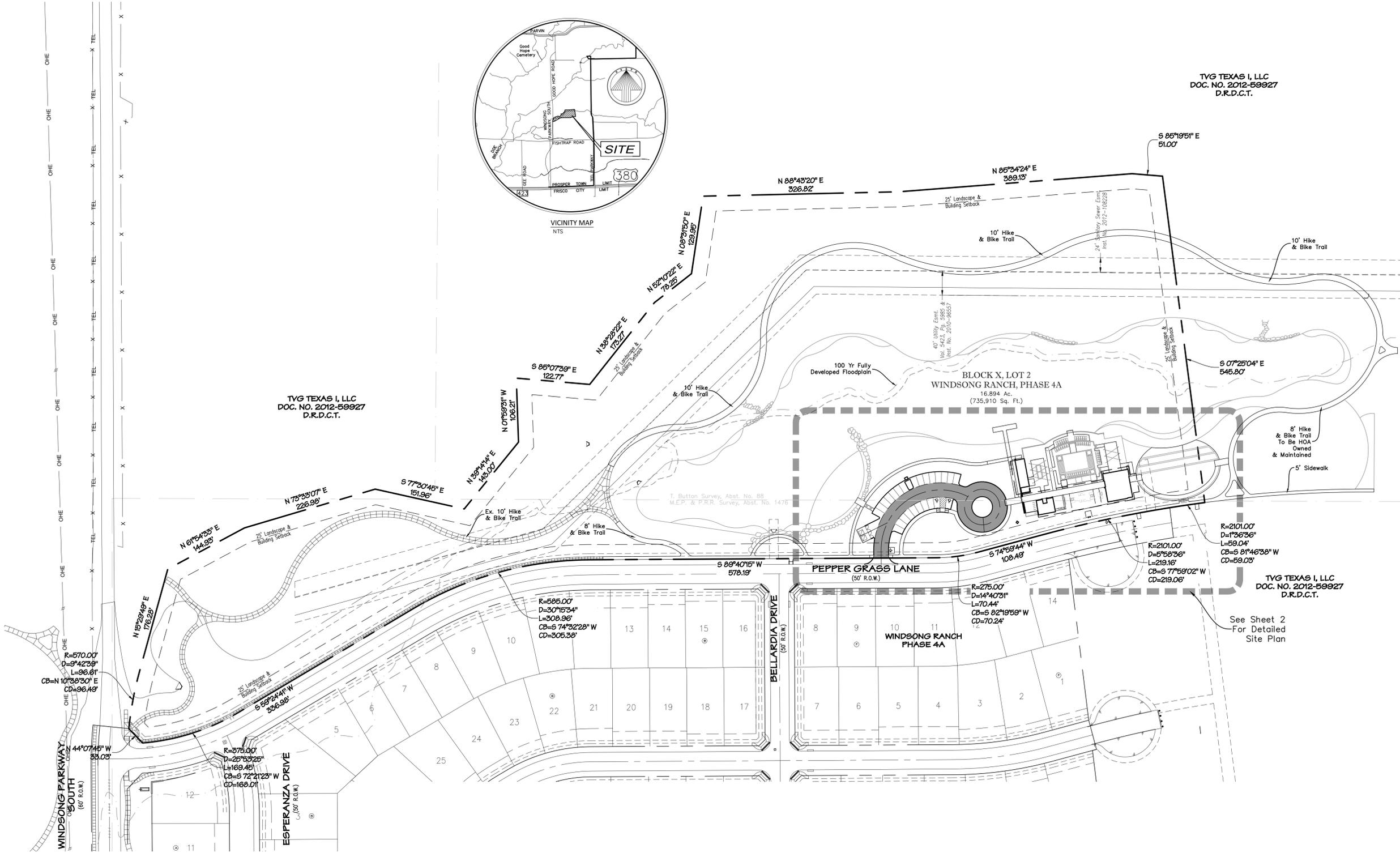


TVG TEXAS I, LLC
DOC. NO. 2012-59927
D.R.D.C.T.



TVG TEXAS I, LLC
DOC. NO. 2012-59927
D.R.D.C.T.

TVG TEXAS I, LLC
DOC. NO. 2012-59927
D.R.D.C.T.



Sheet 1 of 2
SITE PLAN
Case No. D16-0046

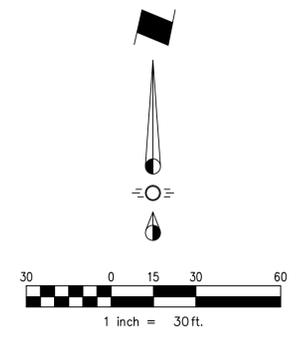
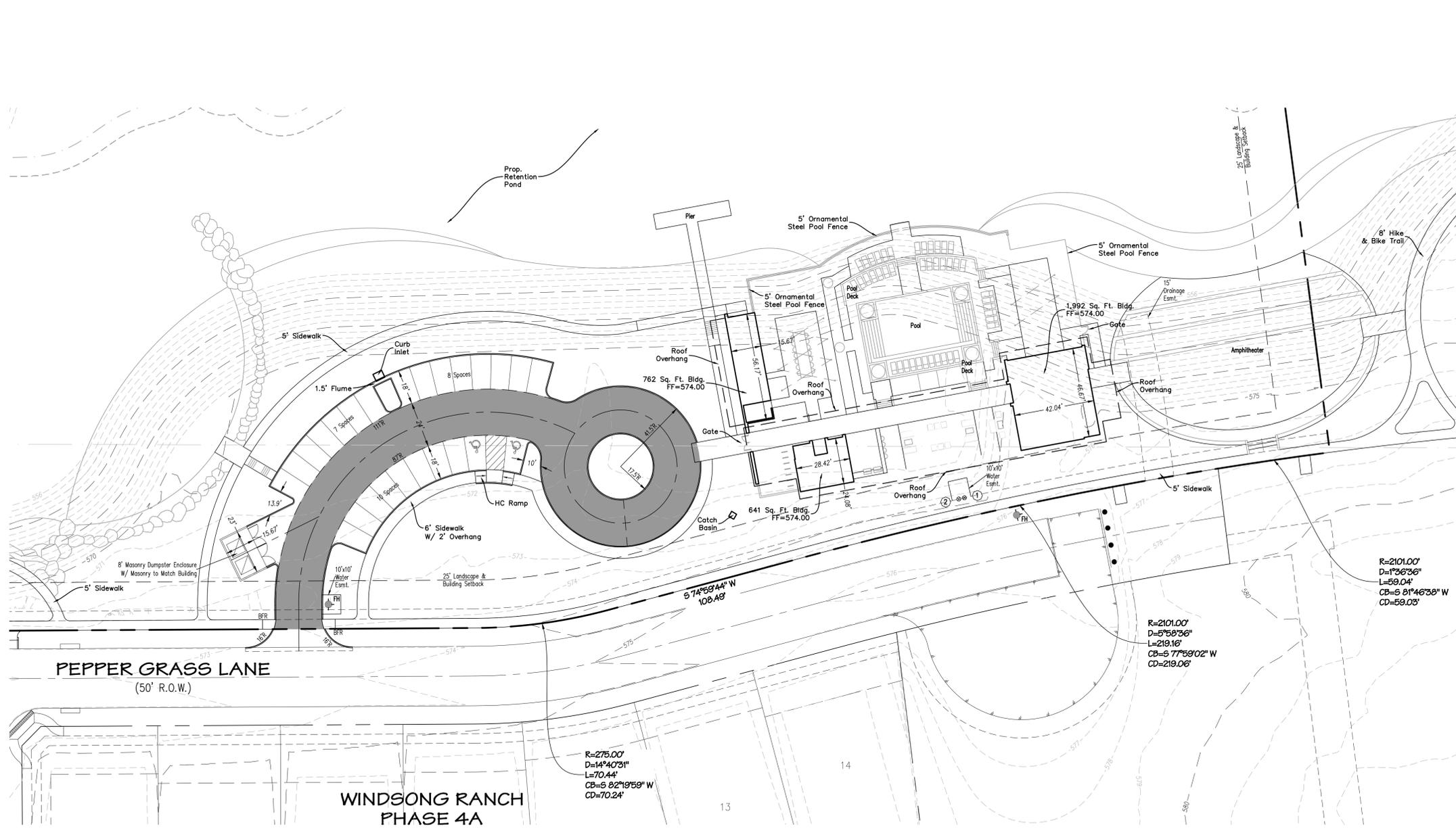
WINDSONG RANCH PHASE 4A

BLOCK X, LOT 2
16.894 Acres
SITUATED IN THE
T. BUTTON SURVEY, ABSTRACT NUMBER 88 &
M.E.P. & P.R.R. SURVEY, ABSTRACT NUMBER 1476
TOWN OF PROSPER, DENTON COUNTY, TEXAS

OWNER / APPLICANT
TVG TEXAS I, LLC
2242 Good Hope Road
Prosper, TX 75078
Telephone (469) 532-0681
Contact: David Blom

ENGINEER / SURVEYOR
Spiars Engineering, Inc.
TBPE No. F-2121
765 Custer Road, Suite 100
Plano, TX 75075
Telephone: (972) 422-0077
Contact: Kevin Wier

Drawing © 2016, 08/15/17, Windsong Phase 4, Amenity Center, 15-171, Site Plan, dwg, Saved By: Tabrett, Save Time: 5/10/2016, 11:16 AM, 1:36:19 PM



- Town of Prosper Site Plan Notes:**
- Dumpsters and trash compactors shall be screened in accordance of the Zoning Ordinance.
 - Open storage, where permitted, shall be screened in accordance with the Zoning Ordinance.
 - Outdoor lighting shall comply with the lighting and glare standards contained within the Zoning Ordinance and Subdivision Regulation Ordinance.
 - Landscaping shall conform to landscape plans approved by the Town.
 - All elevations shall comply with the standards contained within the Zoning Ordinance.
 - Buildings of 5,000 square feet or greater shall be 100% fire sprinkled. Alternative fire protection measures may be approved by the Fire Department.
 - Fire lanes shall be designed and constructed per Town standards or as directed by the Fire Department.
 - Two points of access shall be maintained for the property at all times.
 - Speedbumps/humps are not permitted within a fire lane.
 - Handicapped parking areas and building accessibility shall conform to the Americans with Disabilities Act (ADA) and with the requirements of the current, adopted uniform Building Code.
 - All signage is subject to Building Official approval.
 - All fences and retaining walls shall be shown on the site plan and are subject to Building Official approval.
 - All exterior building materials are subject to Building Official approval and shall conform to the approved facade plan.
 - Sidewalks of not less than six (6') feet in width along thoroughfares and five (5') in width along collectors and residential streets, and barrier free ramps at all curb crossings shall be provided per Town standards.
 - Approval of the site plan is not final until all engineering plans are approved by the Town Engineer.
 - Site plan approval is required prior to grading release.
 - All new electrical lines shall be installed and/or relocated underground.
 - All mechanical equipment shall be screened from public view in accordance with the Zoning Ordinance.
 - Impact fees will be assessed in accordance with the land use classification(s) identified on the Site Data Summary Table; however, changes to the proposed land use at the time of CO and/or finish-out permit may result in additional impact fees and/or parking requirements.
 - Lots shall have frontage on a common access drive or a public street. The common access drive shall be dedicated public access, utility and fire lane easement.
 - On-site parking lot lighting shall include dimmers.
 - All Retaining walls along creek to be stone.

- General Notes:**
- Dimensions are face to face of curb unless otherwise noted.
 - Fire lanes shall be a minimum of 24' in width with a 16' minimum inside turning radius.
 - Medians along Windsong Parkway south are privately owned by TVG. Any street improvements along Windsong Parkway south are to be discussed with the Town and TVG.
 - Fire Department Connections shall be provided in accordance with Town of Prosper Standards.

SITE DATA		BLOCK X, LOT 2	
Zoning	SF PD-40		
Proposed Use	Residential Amenity Center		
Lot Area	16,894 Ac./735,910 S.F.		
Building Area (Conditioned)	3,395 Sq. Ft.		
Building Area (Under Roof)	8,366 Sq. Ft.		
Building Height:	1 Story, 22' Max.		
Lot Coverage	0.46%		
Floor Area Ratio	0.0046:1		
Parking Required	10 Sp. + 1/300 Sq. Ft. Over 2000 Sq. Ft.=15 Sp.		
Total Parking Provided	25 Spaces (Incl. 2 HC)		
Total Impervious Surface	83,527 Sq. Ft.		
Required Open Space (7%)	51,514 Sq. Ft.		
Provided Open Space	546,113 Sq. Ft.		
Required Landscape Area	15 Sq. Ft Per Pkg Sp=375 Sq. Ft.		
Provided Landscape Area	721 Sq. Ft.		

Water Meter & Sewer Schedule					
I.D.	Type	Size	No.	Sewer	Remarks
①	Domestic	2"	1	6"	Proposed
②	Irrigation	2"	1	N/A	Proposed

LEGEND

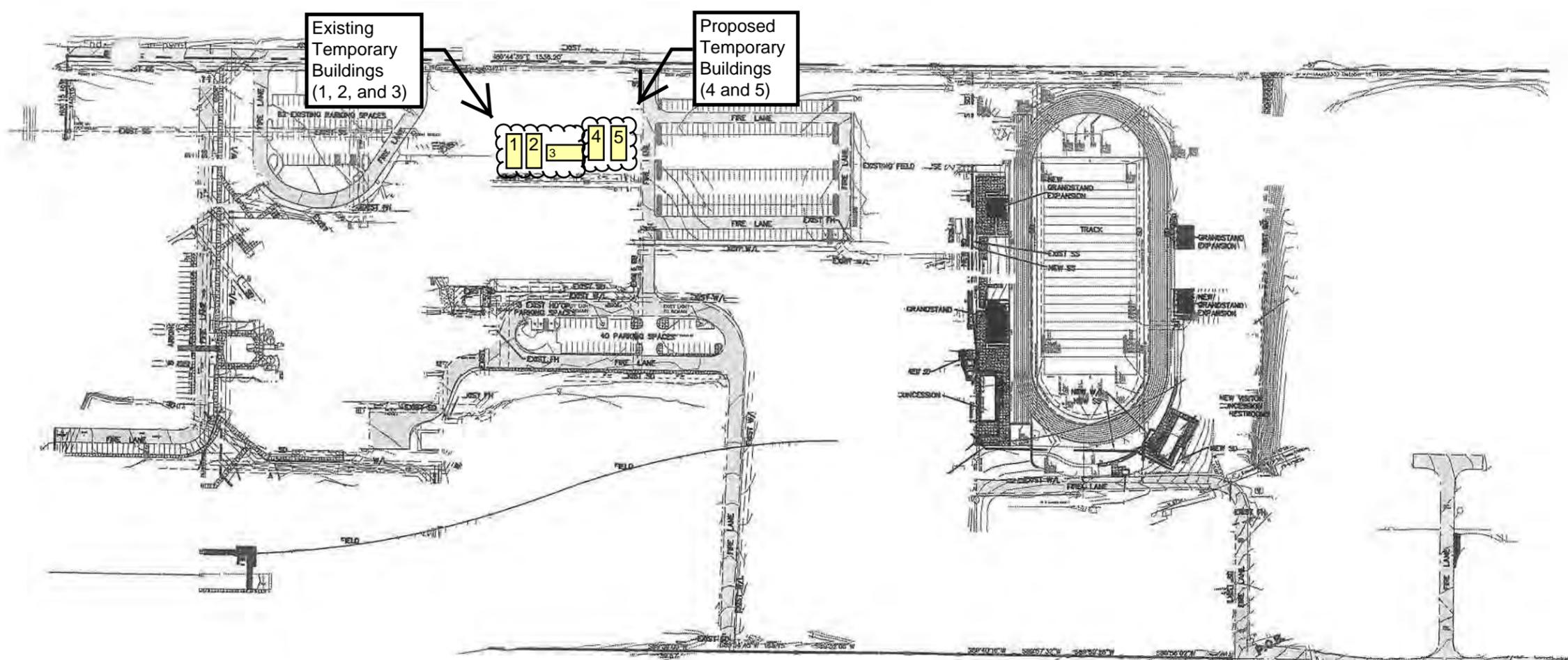
- FIRELANE ACCESS & UTILITY EASEMENT
- PROPOSED FIRE HYDRANT
- BFR BARRIER FREE RAMP

Sheet 2 of 2
SITE PLAN
 Case No. D16-0046

WINDSONG RANCH PHASE 4A
 BLOCK X, LOT 2
 16.894 Acres
 SITUATED IN THE
 T. BUTTON SURVEY, ABSTRACT NUMBER 88 &
 M.E.P. & P.R.R. SURVEY, ABSTRACT NUMBER 1476
 TOWN OF PROSPER, DENTON COUNTY, TEXAS

OWNER / APPLICANT TVG TEXAS I, LLC 2242 Good Hope Road Prosper, Tx. 75078 Telephone (469) 532-0681 Contact: David Blom	ENGINEER / SURVEYOR Spiars Engineering, Inc. TBPE No. F-2121 765 Custer Road, Suite 100 Plano, TX 75075 Telephone: (972) 422-0077 Contact: Kevin Wier
---	---

Drawing: © 2015, 08515-171 Windsong Phase 4 Amenity Center 15-171 Site Plan.dwg Saved By: Tarnett Saw Time: 5/6/2016 1:36:19 PM
 Plotted By: Tarnett Plot Date: 5/10/2016 11:17 AM



Existing Temporary Buildings (1, 2, and 3)

Proposed Temporary Buildings (4 and 5)

**SITE PLAN
REYNOLDS MIDDLE SCHOOL
TEMPORARY BUILDINGS**

Site Plan Notes

- Any revision to this plan will require town approval and will require revisions to any corresponding plans to avoid conflicts between plans.
- 1) Dumpsters and trash compactors shall be screened in accordance with the Zoning Ordinance.
 - 2) Open storage, where permitted, shall be screened in accordance with the Zoning Ordinance.
 - 3) Outdoor lighting shall comply with the lighting and glare standards contained within the Zoning Ordinance and Subdivision Ordinance.
 - 4) Landscaping shall conform to landscape plans approved by the Town.
 - 5) All elevations shall comply with the standards contained within the Zoning Ordinance.
 - 6) Buildings of 5,000 square feet or greater shall be 100% fire sprinkled. Alternative fire protection measures may be approved by the Fire Department.
 - 7) Fire lanes shall be designed and constructed per town standards or as directed by the Fire Department.
 - 8) Two points of access shall be maintained for the property at all times.
 - 9) Speed bumps/humps are not permitted within a fire lane.
 - 10) Handicapped parking areas and building accessibility shall conform to the Americans with Disabilities Act (ADA) and with the requirements of the current, adopted Building Code.
 - 11) All signage is subject to Building Official approval.
 - 12) All fences and retaining walls shall be shown on the site plan and are subject to Building Official approval.
 - 13) All exterior building materials are subject to Building Official approval and shall conform to the approved façade plan.
 - 14) Sidewalks of not less than six (6') feet in width along thoroughfares and collectors and five (5') in width along residential streets, and barrier free ramps at all curb crossings shall be provided per Town standards.
 - 15) Approval of the site plan is not final until all engineering plans are approved by the Engineering Department.
 - 16) Site plan approval is required prior to grading release.
 - 17) All new electrical lines shall be installed and/or relocated underground.
 - 18) All mechanical equipment shall be screened from public view in accordance with the Zoning Ordinance.
 - 19) Temporary buildings will meet all the requirements of the Building Code.
 - 20) Temporary buildings will meet all the requirements of the Fire Code.
 - 21) Temporary buildings will be added to the existing fire alarm system and include one pull station and smoke alarm.
 - 22) Temporary buildings will have a minimum 10' building separation.
 - 23) Temporary buildings are approximately 24' x 64', and 1,536 sq ft.
 - 24) Temporary buildings connecting to plumbing of existing buildings shall submit for all necessary building permits, while temporary buildings requiring connections to public infrastructure shall require engineering plans to be submitted and approved at the time of building permit.



uckabee



PLANNING

To: Mayor and Town Council
From: John Webb, AICP, Director of Development Services
Through: Harlan Jefferson, Town Manager
Re: Town Council Meeting – May 24, 2016

Agenda Item:

Conduct a Public Hearing, and consider and act upon an ordinance amending the Future Land Use Plan from Retail & Neighborhood Services to High Density Residential, on the northeast corner of First Street and Coit Road, to allow for an age-restricted, private-gated, senior living development. (CA16-0002). *[Companion Case Z16-0004]*

Description of Agenda Item:

The applicant has requested this item be tabled to the June 28, 2016, Town Council meeting, as outlined in the attached letter.

Attachments:

1. Tabling Request Letter

Town Staff Recommendation:

Town staff recommends this item be tabled and the Public Hearing continued to the June 28, 2016, Town Council meeting.

Proposed Motion:

I move to table this item and continue the Public Hearing to the June 28, 2016, Town Council meeting.



May 19, 2016

Via email - Alex Glushko@prospertx.gov



Mr. Alex Glushko, AICP
 Senior Planner
 Development Services Department
 City of Prosper
 P.O. Box 307
 Prosper, TX 75078

RE: *Comprehensive Plan Amendment – Case # CA16-0002*

Dear Alex,

I am writing to request that Case #CA16-0002, the Comprehensive Plan amendment associated with the Oak Timbers zoning case, be tabled to the June 28th City Council meeting. Please let me know if you have any questions or concerns regarding this request. Many thanks.

With kind regards,

BRENDA N. McDONALD

DALLAS

6351 Preston Rd. • Suite 350
 Frisco, TX 75034
 P: 972.668.6400 • F: 972.668.6414
 Toll Free: 1.855.668.6400

MESSER, ROCKEFELLER & FORT, PLLC
www.txmunicipallaw.com

ABILENE

4400 Buffalo Gap Rd. • Suite 2800
 Abilene, TX 79606
 P: 325.701.7960 • F: 325.701.7961



PLANNING

To: Mayor and Town Council
From: John Webb, AICP, Director of Development Services
Through: Harlan Jefferson, Town Manager
Re: Town Council Meeting – May 24, 2016

Agenda Item:

Conduct a Public Hearing, and consider and act upon an ordinance rezoning 12.7± acres, from Retail (R) to Planned Development-Multifamily (PD-MF), located on the northeast corner of First Street and Coit Road, to allow for an age-restricted, private-gated, senior living development. (Z16-0004). [Companion Case CA16-0002]

Description of Agenda Item:

The applicant has requested this item be tabled to the June 28, 2016, Town Council meeting, as outlined in the attached letter.

Attachments:

1. Tabling Request Letter

Town Staff Recommendation:

Town staff recommends this item be tabled and the Public Hearing continued to the June 28, 2016, Town Council meeting.

Proposed Motion:

I move to table this item and continue the Public Hearing to the June 28, 2016, Town Council meeting.



May 19, 2016



Via email - Alex_Glushko@prospertx.gov

Mr. Alex Glushko, AICP
Senior Planner
Development Services Department
City of Prosper
P.O. Box 307
Prosper, TX 75078

RE: *Zoning Request – Case # Z16-0004*

Dear Alex,

I am writing to request that Case #Z16-0004, the Oak Timbers zoning case, be tabled to the June 28th City Council meeting. Please let me know if you have any questions or concerns regarding this request. Many thanks.

With kind regards,

BRENDA N. McDONALD

DALLAS

6351 Preston Rd. • Suite 350
Frisco, TX 75034
P: 972.668.6400 • F: 972.668.6414
Toll Free: 1.855.668.6400

MESSER, ROCKEFELLER & FORT, PLLC
www.txmunicipallaw.com

ABILENE

4400 Buffalo Gap Rd. • Suite 2800
Abilene, TX 79606
P: 325.701.7960 • F: 325.701.7961



PLANNING

To: Mayor and Town Council

From: John Webb, AICP, Director of Development Services

Through: Harlan Jefferson, Town Manager

Re: Town Council Meeting – May 24, 2016

Agenda Item:

Conduct a Public Hearing, and consider and act upon an ordinance amending a portion of Planned Development-7 (PD-7), located on the north side of First Street between Preston Road and Hays Road, to establish a specific area to allow buildings to be in excess of two (2) stories and to permit lots to have frontage on access easements in lieu of fronting on a public street. (Z16-0008).

Description of Agenda Item:

The zoning and land use of the subject and surrounding properties are as follows:

	Zoning	Current Land Use	Future Land Use Plan
Subject Property	Planned Development-7	Undeveloped and Retail (subject portion of PD-7)	Retail and Neighborhood Services
North	Single Family-15	Single Family	Retail and Neighborhood Services
East	Planned Development-4- Single Family	Single Family	Medium Density Residential
South	Planned Development-2- Single Family	Single Family	Medium Density Residential
West	Planned Development-17- Retail	Undeveloped & Bank	Old Town District-Retail

Requested Zoning/Background Information – The purpose of the request is to establish a specific area within PD-7 (Prosper Town Center) to allow buildings to be in excess of two (2) stories and to permit lots to have frontage on access easements in lieu of fronting on a public street.

PD-7 was adopted by Ordinance 02-16 in 2002 and was intended to accommodate a mix of commercial and retail uses. While some of the development standards were specifically identified in the PD, such as minimum lot width, lot depth and setbacks; many development standards referred to the standards of the "Corridor District." However, there is no reference in the PD to maximum building height. The closest reference is "the allowed floor area ratio (FAR) for buildings shall be the greater of 4:1 or that which is allowed in the Corridor District Ordinance." The Corridor District Ordinance was silent on FAR and maximum height.

The Corridor District was a 1999 amendment to the 1984 Zoning Ordinance in effect at that time. Its primary intent was to provide additional development guidelines for parcels adjacent to Preston Road, US 380 and all other major thoroughfares in the Town. Where the Corridor District was silent on development standards, it referred back to the standards of the 1984 Zoning Ordinance.

For the maximum height of uses in the Commercial District, the most comparable base district to PD-7, the 1984 Zoning Ordinance stated, "To any legal height not prohibited or regulated by other laws or ordinances provided the Floor Area Ratio (FAR) does not exceed five (5) to one (1)."

In 2005, the Town adopted a new Zoning Ordinance which amended the 1984 Zoning Ordinance in its entirety. The 2005 Ordinance, our current Zoning Ordinance, did not carry over the Commercial Corridor District and amended the Commercial District in its entirety. The maximum height of structures in the new Commercial District was established at two (2) stories, no greater than 40 feet.

With the elimination of the Corridor District and the amendment of the 1984 Zoning Ordinance in its entirety, staff and legal counsel have maintained that unless the development standards are specifically noted in PD-7, all other requirements of the Commercial District of the current Zoning Ordinance apply. The property owner/developer has maintained that the former FAR allowances are in effect.

In the spirit of seeking a solution to provide a greater height allowance beyond two (2) stories for a portion of PD-7, staff and the property owner have worked on a plan to accommodate three (3) story structures without negatively impacting adjacent residential neighborhoods. The attached Exhibit D notes Area "A" where buildings can be up to three (3) stories, not to exceed 50 feet. This area, located in the northern portion of the PD, is 482 feet from Hays Road, adjacent to the Cedar Ridge Estates subdivision. While Area "A" is located immediately adjacent to the property zoned Single Family-15 to the north and owned by Blue Star Land LP, that property is designated for Retail and Neighborhood Services on the Future Land Use Plan. To date, staff has not received any response to the Public Hearing notice that was mailed to that property owner.

In addition, in recognition of the depth and size of the remaining interior portion of PD-7, it is recognized that certain tracts, when subdivided into lots, may not have direct access to either Preston Road, First Street or Hays Road. Currently, lots are required to have direct frontage onto a public street. In some occasions, this requirement can be accomplished by creating a "flag" lot; whereby, a narrow strip of the lot extends to the public roadway. In the case of PD-7, staff believes adequate access for the public and emergency services as well as access to the necessary public utilities can be achieved by a "Firelane, Access, Drainage, and Utility

Easement.” In lieu of fronting on a public street, future lots in Areas “A” and “B” can have adequate vehicular and utility access via approved access easements. The Planning & Zoning Commission will be provided the opportunity to review and approve these easements at the time of platting.

Please note that the property owner originally requested that buildings in Area “B” be allowed to develop at four (4) stories, not to exceed 80 feet. The public hearing notices mailed to property owners within 200 feet of Areas “A” and “B” contained this request. The property owner subsequently amended his application by withdrawing the request for the four (4) story height allowance in Area “B.”

With the exception of Area “A”, all other areas within PD-7, bounded by Preston Road, First Street, Hays Road, and Blue Star Land LP, the maximum height of structures remains at two (2) stories, no greater than 40 feet.

Future Land Use Plan – The Future Land Use Plan recommends Retail and Neighborhood Services. The proposed rezoning request is in conformance with the Future Land Use Plan.

Thoroughfare Plan – The property has access to Preston Road, an existing six-lane divided major thoroughfare; First Street, an existing four-lane minor thoroughfare; and Hays Road, which is depicted on the Thoroughfare Plan as a two-lane undivided commercial collector.

Water and Sanitary Sewer Services – Water and sanitary service is available.

Access – Access to the property will be provided from Preston Road, First Street, Hays Road and via future Firelane, Access, Drainage, and Utility Easements.

Schools – This property is located within the Prosper Independent School District (PISD).

Parks – It is not anticipated that this property will be needed for the development of a park.

Environmental Considerations – There is no 100-year floodplain on the property.

Legal Obligations and Review:

Notification was provided to neighboring property owners as required by state law. To date, staff has not received any Public Hearing Notice Reply Forms. Terrence Welch of Brown & Hofmeister, L.L.P., has approved the standard ordinance as to form and legality.

Attached Documents:

1. Surrounding Zoning Map
2. Ordinance
3. Proposed Exhibits B, C, and D

Planning & Zoning Commission Recommendation:

At their May 3, 2016, meeting, the Planning & Zoning Commission recommended approval of the request, by a vote of 7-0.

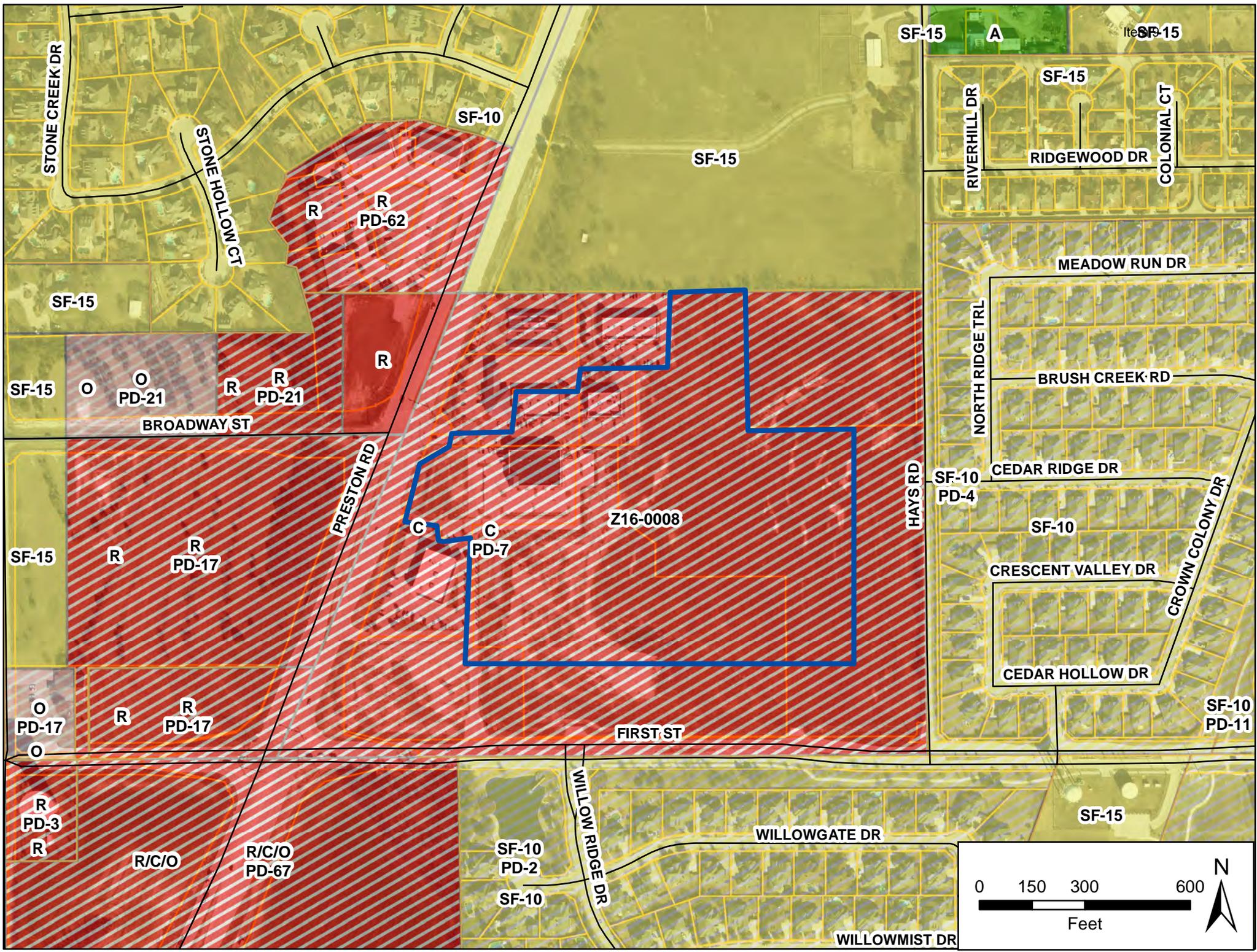
Town Staff Recommendation:

Town staff recommends the Town Council approve the ordinance amending a portion of Planned Development-7 (PD-7) to establish a specific area to allow buildings to be in excess of

two (2) stories and to permit lots to have frontage on access easements in lieu of fronting on a public street.

Proposed Motion:

I move to approve an ordinance amending a portion of Planned Development-7 (PD-7), located on the north side of First Street between Preston Road and Hays Road, to establish a specific area to allow buildings to be in excess of two (2) stories and to permit lots to have frontage on access easements in lieu of fronting on a public street.



SF-15

A

Item SF-15

SF-10

SF-15

SF-15

RIDGEWOOD DR

COLONIAL CT

STONE CREEK DR

STONE HOLLOW CT

R

R

PD-62

RIVERHILL DR

MEADOW RUN DR

SF-15

SF-15

O

PD-21

R

PD-21

R

BROADWAY ST

NORTH RIDGE TRL

BRUSH CREEK RD

C

C

PD-7

Z16-0008

HAYS RD

SF-10
PD-4

CEDAR RIDGE DR

SF-10

CRESCENT VALLEY DR

CROWN COLONY DR

SF-15

R

PD-17

CEDAR HOLLOW DR

SF-10
PD-11

PD-17

R

PD-17

FIRST ST

PD-3

R

R/C/O

R/C/O
PD-67

SF-10
PD-2

SF-10

WILLOW RIDGE DR

WILLOWGATE DR

SF-15

0 150 300 600

Feet



WILLOWMIST DR

TOWN OF PROSPER, TEXAS

ORDINANCE NO. 16-__

AN ORDINANCE OF THE TOWN OF PROSPER, TEXAS, AMENDING THE TOWN'S ZONING ORDINANCE AND ORDINANCE NO. 02-16 BY REZONING A TRACT OF LAND CONSISTING OF 44.613 ACRES, MORE OR LESS, SITUATED IN THE COLLIN COUNTY SCHOOL LAND SURVEY, ABSTRACT NO. 147, IN THE TOWN OF PROSPER, COLLIN COUNTY, TEXAS, FROM PLANNED DEVELOPMENT-7 (PD-7) TO PLANNED DEVELOPMENT-7 (PD-7); DESCRIBING THE TRACT TO BE REZONED; PROVIDING FOR A PENALTY FOR THE VIOLATION OF THIS ORDINANCE; PROVIDING FOR REPEALING, SAVING AND SEVERABILITY CLAUSES; PROVIDING FOR AN EFFECTIVE DATE OF THIS ORDINANCE; AND PROVIDING FOR THE PUBLICATION OF THE CAPTION HEREOF.

WHEREAS, the Town Council of the Town of Prosper, Texas (the "Town Council"), has investigated and determined that the Town's Zoning Ordinance should be amended; and

WHEREAS, the Town of Prosper, Texas ("Prosper"), has received a request from Harris Real Estate ("Applicant"), to rezone 44.613 acres of land, more or less, situated in the Collin County School Land Survey, Abstract No. 147, in the Town of Prosper, Collin County, Texas; and

WHEREAS, the Town Council has investigated into and determined that the facts contained in the request are true and correct; and

WHEREAS, all legal notices required for rezoning have been given in the manner and form set forth by law, and public hearings have been held on the proposed rezoning and all other requirements of notice and completion of such zoning procedures have been fulfilled; and

WHEREAS, the Town Council has further investigated into and determined that it will be advantageous and beneficial to Prosper and its inhabitants to rezone this property as set forth below.

NOW, THEREFORE, BE IT ORDAINED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS, THAT:

SECTION 1

Findings Incorporated. The findings set forth above are incorporated into the body of this Ordinance as if fully set forth herein.

SECTION 2

Amendments to the Town's Zoning Ordinance and Ordinance No. 02-16. The Town's Zoning Ordinance, adopted by Ordinance No. 05-20, and Ordinance No. 02-16 are amended as follows: The zoning designation of the below-described property containing 44.613 acres of land, more or less, situated in the Collin County School Land Survey, Abstract No. 147, in the Town of Prosper, Collin County, Texas, (the "Property") and all streets, roads and alleyways contiguous and/or adjacent thereto is hereby rezoned as Planned Development-7 (PD-7). The property as a whole and the boundaries for each zoning classification are more particularly

described in Exhibit D and attached hereto and incorporated herein for all purposes as if set forth verbatim.

The development plans, standards, and uses for the Property in this Planned Development District shall conform to, and comply with 1) the statement of intent and purpose, attached hereto as Exhibit B; 2) the planned development standards, attached hereto as Exhibit C; and 3) the area plan, attached hereto as Exhibit D, which are incorporated herein for all purposes as if set forth verbatim.

Except as amended by this Ordinance, the development of the Property within this Planned Development District must comply with the requirements of all ordinances, rules, and regulations of Prosper, as they currently exist or may be amended.

Three original, official and identical copies of the zoning exhibit map are hereby adopted and shall be filed and maintained as follows:

- a. Two (2) copies shall be filed with the Town Secretary and retained as original records and shall not be changed in any matter.
- b. One (1) copy shall be filed with the Building Official and shall be maintained up-to-date by posting thereon all changes and subsequent amendments for observation, issuing building permits, certificates of compliance and occupancy and enforcing the zoning ordinance. Reproduction for information purposes may from time-to-time be made of the official zoning district map.

Written notice of any amendment to this District shall be sent to all owners of properties within the District as well as all properties within two hundred feet (200') of the District to be amended.

SECTION 3

No Vested Interest/Repeal. No developer or property owner shall acquire any vested interest in this Ordinance or in any other specific regulations contained herein. Any portion of this Ordinance may be repealed by the Town Council in the manner provided for by law.

SECTION 4

Unlawful Use of Premises. It shall be unlawful for any person, firm or corporation to make use of said premises in some manner other than as authorized by this Ordinance, and shall be unlawful for any person, firm or corporation to construct on said premises any building that is not in conformity with the permissible uses under this Zoning Ordinance.

SECTION 5

Penalty. Any person, firm, corporation or business entity violating this Ordinance shall be deemed guilty of a misdemeanor, and upon conviction thereof shall be fined any sum not exceeding Two Thousand Dollars (\$2,000.00). Each continuing day's violation under this Ordinance shall constitute a separate offense. The penal provisions imposed under this Ordinance shall not preclude Prosper from filing suit to enjoin the violation. Prosper retains all legal rights and remedies available to it pursuant to local, state and federal law.

SECTION 6

Severability. Should any section, subsection, sentence, clause or phrase of this Ordinance be declared unconstitutional or invalid by a court of competent jurisdiction, it is expressly provided that any and all remaining portions of this Ordinance shall remain in full force and effect. Prosper hereby declares that it would have passed this Ordinance, and each section, subsection, clause or phrase thereof irrespective of the fact that any one or more sections, subsections, sentences, clauses and phrases be declared unconstitutional or invalid.

SECTION 7

Savings/Repealing Clause. Prosper's Zoning Ordinance shall remain in full force and effect, save and except as amended by this or any other Ordinance. All provisions of any ordinance in conflict with this Ordinance are hereby repealed to the extent they are in conflict; but such repeal shall not abate any pending prosecution for violation of the repealed ordinance, nor shall the appeal prevent a prosecution from being commenced for any violation if occurring prior to the repealing of the ordinance. Any remaining portions of said ordinances shall remain in full force and effect.

SECTION 8

Effective Date. This Ordinance shall become effective from and after its adoption and publications as required by law.

DULY PASSED, APPROVED, AND ADOPTED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS, ON THIS 24TH DAY OF MAY, 2016.

Ray Smith, Mayor

ATTEST:

Robyn Battle, Town Secretary

APPROVED AS TO FORM AND LEGALITY:

Terrence S. Welch, Town Attorney

Prosper Town Center
Planned Development-7
Limited Amendment

Exhibit "B"
Statement of Intent and Purpose

The purpose of this limited amendment to Planned Development-7 (PD-7) is to clarify and define the allowance of structures to obtain a maximum height of three (3) stories, not to exceed 50 feet for a specific area within the PD and to allow platted lots to front on access easements as approved by the Town in lieu fronting on a public street in the Prosper Town Center in order to accommodate anticipated development.

Prosper Town Center
Planned Development-7 Limited Amendment

Exhibit "C"
Planned Development Standards

Exhibit A, "Planned Development Standards" contained within Ordinance No. 02-16, Planned Development-7, is amended to add the following:

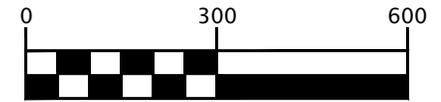
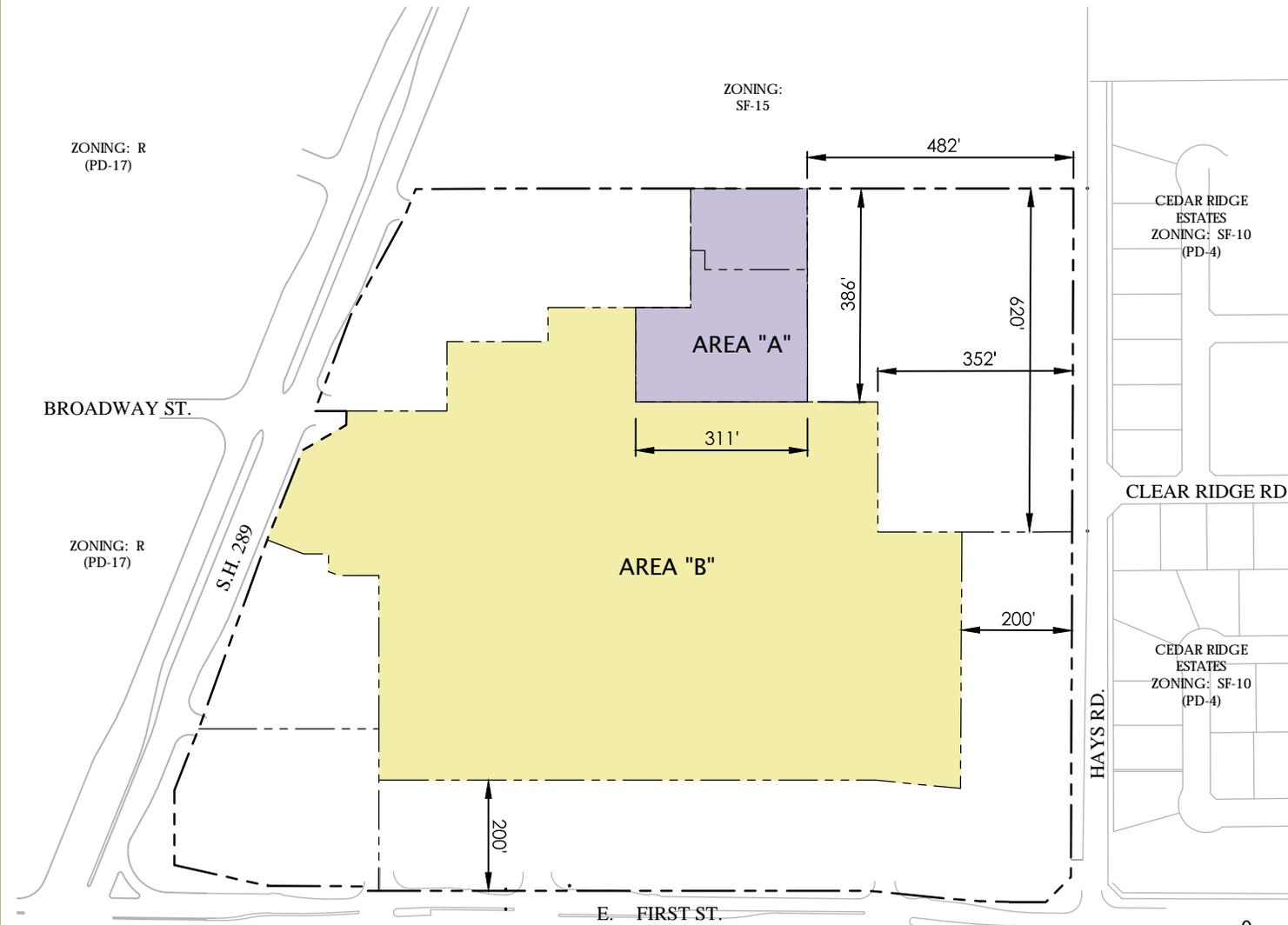
1. The maximum building heights as depicted in attached Exhibit D shall be as follows:
 - a. Area "A" – Maximum building height: three (3) stories, not to exceed 50 feet
2. In Areas "A" and "B," lots that do not have the required frontage on a public street, shall front on a "Firelane, Access, Drainage, and Utility Easement" as approved by the Town.

SITE SUMMARY

-  AREA "A":
Maximum of 3 stories
not to exceed 50 feet.
(2.3 Acres)
-  AREA "B":
* Lot Frontage Exception.

NOTE:
Acreages are approximate
and subject to change.

* Lots in Areas A & B that do not
have frontage on a public
street shall front on a "Fire
Lane, Access, Drainage and
Utility Easement".



SCALE: 1" = 300 ft.

EXHIBIT D FOR PROSPER TOWN CENTER

DA. B002361.001 APRIL 28, 2016



170 N. Preston Road • Suite 10 • Prosper, Texas 75078
Tel: 469.481.6747
(TX REG. F-1114)



**TOWN MANAGER'S
OFFICE**

To: Mayor and Town Council

From: Harlan Jefferson, Town Manager

Re: Town Council Meeting – May 24, 2016

Agenda Item:

Consider and take action on a resolution directing the Town Secretary to publish notice of intent to issue Combination Tax and Surplus Revenue Certificates of Obligation for the purpose of funding costs of multi-purpose municipal facilities, parks, and storm drainage utility projects in the Town.

Description of Agenda Item:

The attached resolution initiates the process of issuing certificates of obligation for the projects specified. The timeline, included as an attachment, outlines the bond issue process.

Budget Impact:

The principal amount of the bonds issued are not to exceed \$9,600,000 as stated in the attached resolution and notice of intent.

Legal Obligations and Review:

Dan Culver of McCall, Parkhurst and Horton, the Town's bond counsel, approved the standard form Resolution.

Attached Documents:

1. Resolution
2. Notice of Intent for Publication
3. Timeline

Town Staff Recommendation:

Town staff recommends approval of the resolution providing for publication of notice of intent to issue certificates of obligation to finance the obligations associated with the aforementioned projects.

Proposed Motion:

I move to approve the resolution providing for publication of notice of intent to issue certificates of obligation to finance the obligations associated with the aforementioned projects.

CERTIFICATE REGARDING ADOPTION OF RESOLUTION

THE STATE OF TEXAS §
COUNTY OF COLLIN §
TOWN OF PROSPER §

We, the undersigned officers of the Town, hereby certify as follows:

1. The Town Council of the Town convened in REGULAR MEETING ON THE 24TH DAY OF MAY, 2016, at the Town Hall, and the roll was called of the duly constituted officers and members of the Town Council, to-wit:

- Ray Smith, Mayor
- Meigs Miller, Mayor Pro-Tem
- Curry Vogelsang, Jr., Deputy Mayor Pro-Tem
- Mike Davis
- Jason Dixon
- Michael Korbuly
- Kenneth Dugger

and all of said persons were present, except the following absentee: _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at said Meeting: a written

RESOLUTION DIRECTING PUBLICATION OF NOTICE OF INTENTION TO ISSUE COMBINATION TAX AND SURPLUS REVENUE CERTIFICATES OF OBLIGATION

was duly introduced for the consideration of the Town Council. It was then duly moved and seconded that said Resolution be adopted and, after due discussion, said motion, carrying with it the adoption of said Resolution, prevailed and carried by the following vote:

AYES: All members of the Town Council shown present above voted "Aye," except as shown below:

NOES: _____ ABSTAIN: _____

2. That a true, full, and correct copy of the aforesaid Resolution adopted at the Meeting described in the above and foregoing paragraph is attached to and follows this Certificate; that said Resolution has been duly recorded in said Town Council's minutes of said Meeting; that the above and foregoing paragraph is a true, full, and correct excerpt from the Town Council's minutes of said Meeting pertaining to the adoption of said Resolution; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of the Town Council as indicated therein; that each of the officers and members of the Town Council was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of the aforesaid Meeting, and that said Resolution would be introduced and considered for adoption at said Meeting, and each of said officers and members consented, in advance, to the holding of said Meeting for such purpose, and that said Meeting was open to the public and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code.

3. That the Mayor of the Town has approved and hereby approves the aforesaid Resolution; that the Mayor and the Town Secretary of the Town have duly signed said Resolution; and that the Mayor and the Town Secretary of the Town hereby declare that their signing of this Certificate shall constitute the signing of the attached and following copy of said Resolution for all purposes.

SIGNED this, the 24th day of May, 2016.

Ray Smith, Mayor

ATTEST:

Robyn Battle, Town Secretary

TOWN OF PROSPER, TEXAS

RESOLUTION NO. 16-__

**RESOLUTION DIRECTING PUBLICATION OF NOTICE OF INTENTION TO ISSUE
COMBINATION TAX AND SURPLUS REVENUE CERTIFICATES OF OBLIGATION**

THE STATE OF TEXAS
COUNTY OF COLLIN
TOWN OF PROSPER

§
§
§

WHEREAS, this Town Council deems it advisable to give notice of intention to issue certificates of obligation of the Town of Prosper, Texas, as hereinafter provided; and

WHEREAS, it is hereby officially found and determined that the meeting at which this Resolution was passed was open to the public and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code.

THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER:

1. Attached hereto is a form of the Notice of Intention to issue Certificates of Obligation, the form and substance of which is hereby adopted and approved.

2. The Town Secretary shall cause said notice to be published in substantially the form attached hereto, in a newspaper of general circulation in the Town, and published in the Town, on the same day in each of two consecutive weeks, the date of the first publication thereof to be at least 31 days prior to the time set for the adoption of the ordinance authorizing the issuance of such certificates of obligation as shown in said notice.

3. This Resolution shall become effective immediately upon adoption.

TOWN OF PROSPER, TEXAS

NOTICE OF INTENTION TO ISSUE COMBINATION TAX AND SURPLUS REVENUE
CERTIFICATES OF OBLIGATION

The Town of Prosper does hereby give notice of intention to issue one or more series of combination tax and surplus revenue certificates of obligation (the "Certificates"), in the maximum principal amount not to exceed \$9,600,000 for paying all or a portion of the Town's contractual obligations incurred in connection with (i) construction and equipping of a multi-purpose municipal facility, (ii) constructing, improving, extending, expanding, upgrading and developing parks and recreation facilities including fields, trails, utility relocation, landscaping, sidewalks, and operational improvements, installation of lighting, the purchase of any necessary rights-of-way, drainage and other related costs, (iii) constructing, improving, extending, expanding, upgrading, and developing storm drainage utility projects including utility relocation, landscaping, sidewalks, traffic safety and operation improvements, the purchase of any necessary easements, and the related costs, and (iv) paying legal, fiscal, engineering and architectural fees in connection with these projects. The Town proposes to adopt an ordinance that will provide for the Certificates to be secured by a pledge of funds received from the levy and collection of ad valorem taxes in the Town, as provided by law, and from a pledge of the surplus net revenues of the Town's water and sewer system (the "System") that remain after payment of all operation and maintenance expenses thereof, and after all debt service, reserve, and other requirements in connection with all revenue bonds or other obligations (now or hereafter outstanding) of the Town have been met, to the extent that such obligations are payable from all or any part of the net revenues of the System. The Town Council intends to consider for passage at a meeting to be held at 6:00 P.M. on July 12, 2016, at the Prosper Municipal Chambers, 108 W. Broadway, Prosper, Texas, an ordinance authorizing the issuance of Combination Tax and Surplus Revenue Certificates of Obligation.

TOWN OF PROSPER, TEXAS

By: /s/ Ray Smith, Mayor

Town of Prosper, TX

Item 10

Series 2016 Issuance

4/19/2016

Acct #0643-014

Preliminary Schedule of Events

May-16						
S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

Jun-16						
S	M	T	W	T	F	S
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30		

Jul-16						
S	M	T	W	T	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
31						

Aug-16						
S	M	T	W	T	F	S
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30				

<u>Complete By</u>	<u>Day</u>	<u>Event</u>
6-May-16	Friday	First Southwest requests information for preparation of the Official Statement
16-May-16	Monday	First Southwest receives requested information. First Southwest begins preparation of the Official Statement
23-May-16	Monday	Draft Official Statement distributed to the Town and Bond Counsel
24-May-16	Tuesday	Town Council approved publication of Notice of Intent for the Certificates. Publication will occur in the Town's paper of record.
30-May-16	Monday	1st Notice of Intent published for Certificates
31-May-16	Tuesday	First Southwest receives comments on Official Statement
6-Jun-16	Monday	2nd Notice of Intent published for Certificates
6-Jun-16	Monday	Distribute POS to Rating Agency
Week of June 13th - 17th		Rating Conference Calls
30-Jun-16	Thursday	Receive Rating
1-Jul-16	Friday	Electronically mail Official Statement to Potential Purchasers
12-Jul-16	Tuesday	Pricing
12-Jul-16	Tuesday	Town Council passes Ordinance authorizing issuance of the Bonds and Certificates
11-Aug-16	Thursday	Closing and Delivery of Funds to the Town



TOWN MANAGER'S OFFICE

To: Mayor and Town Council

From: Harlan Jefferson, Town Manager

Re: Town Council Meeting – May 24, 2016

Agenda Item:

Consider and act upon an ordinance approving and adopting the negotiated rate settlement resolving the 2016 “RRM – Rate Review Mechanism” filing for ATMOS Energy Corporation, Mid-Tex Division, and implementing the rate change.

Description of Agenda Item:

The Town, along with other similarly situated cities served by Atmos Energy Corp., Mid-Tex Division (“Atmos Mid-Tex” or “Company”), is a member of the Atmos Cities Steering Committee (“ACSC”). The RRM Tariff was originally adopted by ACSC member cities in 2007 as an alternative to the Gas Reliability Infrastructure Program (“GRIP”), the statutory provision that allows Atmos to bypass the Town’s rate regulatory authority to increase its rates annually to recover capital investments. The RRM Tariff has been modified several times, most recently in 2013.

The 2016 RRM filing is the fourth RRM filing under the renewed RRM Tariff. On March 1, 2016, Atmos made a filing requesting \$35.4 million additional revenues on a system-wide basis. Environs customers (ratepayers outside municipal limits) remain under the Railroad Commission’s exclusive original jurisdiction and have their rates set through the GRIP process. If the Company had used the GRIP process rather than the RRM process it would have received a \$41 million increase, or about \$11 million more than will be approved by the Ordinance. ACSC and the Company have reached an agreement, reflected in the Ordinance, to reduce the Company’s request by \$5.5 million, such that the Ordinance approving new rates reflects an increase of \$29.9 million on a system-wide basis.

The tariffs contained in the attachments to the Ordinance approve rates that will increase the Company’s revenues by \$29.9 million for the Mid-Tex Rate Division, effective for bills rendered on or after June 1, 2016. The monthly residential customer charge will be \$19.10. The consumption charge will be \$0.11378 per Ccf. The monthly bill impact for the typical residential customer consuming 46.8 Ccf will be an increase of \$1.26, or about 2.43%. The typical commercial customer will see an increase of \$3.81, or 1.43%. Attached to this Staff Report is a summary of the impact of new rates on the average bills of all customer classes.

For the reasons outlined above, the ACSC Executive Committee and ACSC legal counsel recommend approval of the new RRM tariff by all ACSC member municipalities approving the negotiated rate settlement resolving the 2016 RRM filing, and implementing the rate change.

Budget Impact:

None.

Legal Obligations and Review:

Terry Welch with Brown & Hoffmeister, L.L.P., has reviewed the proposed Ordinance as to form and legality.

Attached Documents:

1. Impact of New Rates – Average Bill Comparison
2. Draft Ordinance

Town Staff Recommendation:

Town staff recommends the Town Council adopt the attached ordinance approving and adopting the negotiated rate settlement resolving the 2016 “RRM – Rate Review Mechanism” filing for ATMOS Energy Corporation, Mid-Tex Division, and implementing the rate change.

Proposed Motion:

I move to adopt an ordinance approving the negotiated rate settlement resolving the 2016 “RRM – Rate Review Mechanism” filing for ATMOS Energy Corporation, Mid-Tex Division, and implementing the rate change.

**ATMOS ENERGY CORP., MID-TEX DIVISION
AVERAGE BILL COMPARISON - BASE RATES
TEST YEAR ENDING DECEMBER 31, 2015**

Line					CURRENT	June 1, 2016	
					PROPOSED	CHANGE	
1	Rate R @ 46.8 Ccf						
2	Customer charge				\$ 18.60		
3	Consumption charge	46.8	CCF	X \$ 0.09931 =	4.65		
4	Rider GCR Part A	46.8	CCF	X \$ 0.31375 =	14.68		
5	Rider GCR Part B	46.8	CCF	X \$ 0.21977 =	10.29		
6	Subtotal				\$ 48.22		
7	Rider FF & Rider TAX	\$ 48.22		X 0.07853 =	3.79		
8	Total				\$ 52.01		
9							
10	Customer charge					\$ 19.10	
11	Consumption charge	46.8	CCF	X \$ 0.11378 =	5.32		
12	Rider GCR Part A	46.8	CCF	X \$ 0.31375 =	14.68		
13	Rider GCR Part B	46.8	CCF	X \$ 0.21977 =	10.29		
14	Subtotal				\$ 49.39		
15	Rider FF & Rider TAX	\$ 49.39		X 0.07853 =	3.88		
16	Total				\$ 53.27	\$ 1.26	
17							2.43%
18							
19	Rate C @ 376.4 Ccf						
20	Customer charge				\$ 40.00		
21	Consumption charge	376.4	CCF	X \$ 0.08020 =	30.19		
22	Rider GCR Part A	376.4	CCF	X \$ 0.31375 =	118.10		
23	Rider GCR Part B	376.4	CCF	X \$ 0.15789 =	59.43		
24	Subtotal				\$ 247.72		
25	Rider FF & Rider TAX	\$ 247.72		X 0.07853 =	19.45		
26	Total				\$ 267.17		
27							
28	Customer charge					\$ 41.75	
29	Consumption charge	376.4	CCF	X \$ 0.08494 =	31.97		
30	Rider GCR Part A	376.4	CCF	X \$ 0.31375 =	118.10		
31	Rider GCR Part B	376.4	CCF	X \$ 0.15789 =	59.43		
32	Subtotal				\$ 251.25		
33	Rider FF & Rider TAX	\$ 251.25		X 0.07853 =	19.73		
34	Total				\$ 270.98	\$ 3.81	
35							1.43%
36	Rate I @ 4379 MMBTU						
37	Customer charge				\$ 700.00		
38	Consumption charge	1,500	MMBTU	X \$ 0.2937 =	440.55		
39	Consumption charge	2,879	MMBTU	X \$ 0.2151 =	619.19		
40	Consumption charge	0	MMBTU	X \$ 0.0461 =	-		
41	Rider GCR Part A	4,379	MMBTU	X \$ 0.3213 =	1,406.76		
42	Rider GCR Part B	4,379	MMBTU	X \$ 0.3746 =	1,640.11		
43	Subtotal				\$ 4,806.61		
44	Rider FF & Rider TAX	\$ 4,806.61		X 0.07853 =	377.44		
45	Total				\$ 5,184.05		
46							
47	Customer charge					\$ 738.00	
48	Consumption charge	1,500	MMBTU	X \$ 0.3096 =	464.40		
49	Consumption charge	2,879	MMBTU	X \$ 0.2267 =	652.58		
50	Consumption charge	0	MMBTU	X \$ 0.0491 =	-		
51	Rider GCR Part A	4,379	MMBTU	X \$ 0.3213 =	1,406.76		
52	Rider GCR Part B	4,379	MMBTU	X \$ 0.3746 =	1,640.11		
53	Subtotal				\$ 4,901.85		
54	Rider FF & Rider TAX	\$ 4,901.85		X 0.07853 =	384.92		
55	Total				\$ 5,286.77	\$ 102.72	
56							1.98%
57	Rate T @ 4379 MMBTU						
58	Customer charge				\$ 700.00		
59	Consumption charge	1,500	MMBTU	X \$ 0.2937 =	440.55		
60	Consumption charge	2,879	MMBTU	X \$ 0.2151 =	619.19		
61	Consumption charge	0	MMBTU	X \$ 0.0461 =	-		
62	Rider GCR Part B	4,379	MMBTU	X \$ 0.3746 =	1,640.11		
63	Subtotal				\$ 3,399.85		
64	Rider FF & Rider TAX	\$ 3,399.85		X 0.07853 =	266.97		
65	Total				\$ 3,666.82		
66							
67	Customer charge					\$ 738.00	
68	Consumption charge	1,500	MMBTU	X \$ 0.3096 =	464.40		
69	Consumption charge	2,879	MMBTU	X \$ 0.2267 =	652.58		
70	Consumption charge	0	MMBTU	X \$ 0.0491 =	-		
71	Rider GCR Part B	4,379	MMBTU	X \$ 0.3746 =	1,640.11		
72	Subtotal				\$ 3,495.09		
73	Rider FF & Rider TAX	\$ 3,495.09		X 0.07853 =	274.45		
74	Total				\$ 3,769.54	\$ 102.72	
75							2.80%

TOWN OF PROSPER, TEXAS

ORDINANCE NO. 16-____

AN ORDINANCE OF THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS, APPROVING AND ADOPTING A NEGOTIATED SETTLEMENT BETWEEN THE ATMOS CITIES STEERING COMMITTEE (“ACSC”) AND ATMOS ENERGY CORP., MID-TEX DIVISION, REGARDING THE COMPANY’S 2016 RATE REVIEW MECHANISM FILINGS; DECLARING EXISTING RATES TO BE UNREASONABLE; ADOPTING TARIFFS THAT REFLECT RATE ADJUSTMENTS CONSISTENT WITH THE NEGOTIATED SETTLEMENT; FINDING THE RATES TO BE SET BY THE SETTLEMENT TARIFFS TO BE JUST AND REASONABLE AND IN THE PUBLIC INTEREST; REQUIRING THE COMPANY TO REIMBURSE ACSC’S REASONABLE RATEMAKING EXPENSES; DETERMINING THAT THIS ORDINANCE WAS PASSED IN ACCORDANCE WITH THE REQUIREMENTS OF THE TEXAS OPEN MEETINGS ACT; ADOPTING A SAVINGS CLAUSE; DECLARING AN EFFECTIVE DATE; AND REQUIRING DELIVERY OF THIS ORDINANCE TO THE COMPANY AND ACSC’S LEGAL COUNSEL.

WHEREAS, the Town of Prosper, Texas (“Town”), is a gas utility customer of Atmos Energy Corp., Mid-Tex Division (“Atmos Mid-Tex” or “the Company”), and a regulatory authority with an interest in the rates and charges of Atmos Mid-Tex; and

WHEREAS, the Town is a member of the Atmos Cities Steering Committee (“ACSC”), a coalition of similarly-situated cities served by Atmos Mid-Tex (“ACSC Cities”) that have joined together to facilitate the review of, and response to, natural gas issues affecting rates charged in the Atmos Mid-Tex service area; and

WHEREAS, ACSC and the Company worked collaboratively to develop a new Rate Review Mechanism (“RRM”) tariff that allows for an expedited rate review process by the ACSC Cities as a substitute to the Gas Reliability Infrastructure Program (“GRIP”) process instituted by the Legislature, and that will establish rates for the ACSC Cities based on the system-wide cost of serving the Atmos Mid-Tex Division; and

WHEREAS, on March 1, 2016, Atmos Mid-Tex filed its 2016 RRM rate request with the ACSC Cities; and

WHEREAS, ACSC coordinated its review of the Atmos Mid-Tex 2016 RRM filing through its Executive Committee, assisted by ACSC’s attorneys and consultants, to resolve issues identified in the Company’s RRM filing; and

WHEREAS, the Executive Committee, as well as ACSC’s counsel and consultants, recommend that the ACSC cities approve an increase in base rates for Atmos Mid-Tex of \$29.9 million on a system-wide basis; and

WHEREAS, the attached tariffs implementing new rates are consistent with the recommendation of the ACSC Executive Committee, are agreed to by the Company, and are just, reasonable, and in the public interest; and

WHEREAS, the RRM Tariff contemplates reimbursement of ACSC’s reasonable expenses associated with RRM applications.

NOW, THEREFORE, BE IT ORDAINED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS, THAT:

SECTION 1

The findings set forth in this Ordinance are hereby in all things approved.

SECTION 2

The Town Council finds that the settled amount of an increase in revenues of \$29.9 million on a system-wide basis represents a comprehensive settlement of gas utility rate issues affecting the rates, operations, and services offered by Atmos Mid-Tex within the municipal limits arising from Atmos Mid-Tex's 2016 RRM filing is in the public interest, and is consistent with the City's authority under Section 103.001 of the Texas Utilities Code, as amended.

SECTION 3

The existing rates for natural gas service provided by Atmos Mid-Tex are unreasonable. The new tariffs attached hereto and incorporated herein as Attachment A, are just and reasonable, and are designed to allow Atmos Mid-Tex to recover annually an additional \$29.9 million in revenue over the amount allowed under currently approved rates, as shown in the Proof of Revenues attached hereto and incorporated herein as Attachment B; and such tariffs are hereby adopted.

SECTION 4

The ratemaking treatment for pensions and other post-employment benefits in Atmos Mid-Tex's next RRM filing shall be as set forth on Attachment C, attached hereto and incorporated herein.

SECTION 5

Atmos Mid-Tex shall reimburse the reasonable ratemaking expenses of the ACSC in processing the Company's 2016 RRM filing.

SECTION 6

To the extent any resolution or ordinance previously adopted by the Town Council is inconsistent with this Ordinance, such resolution or ordinance is hereby repealed.

SECTION 7

The meeting at which this Ordinance was approved was in all things conducted in strict compliance with the Texas Open Meetings Act, Texas Government Code, Chapter 551, as amended.

SECTION 8

If any one or more sections or clauses of this Ordinance is adjudged to be unconstitutional or otherwise invalid, such judgment shall not affect, impair, or invalidate the remaining provisions of this Ordinance, and the remaining provisions of the Ordinance shall be interpreted as if the offending section or clause never existed.

SECTION 9

Consistent with the Town Ordinance that established the RRM process, this Ordinance shall become effective from and after its passage with rates authorized by attached tariffs to be effective for bills rendered on or after June 1, 2016.

SECTION 10

A copy of this Ordinance shall be sent to Atmos Mid-Tex, care of Chris Felan, Vice President of Rates and Regulatory Affairs Mid-Tex Division, Atmos Energy Corporation, 5420 LJB Freeway, Suite 1862, Dallas, Texas 75240, and to Geoffrey Gay, General Counsel to ACSC, at Lloyd Gosselink Rochelle & Townsend, P.C., 816 Congress Avenue, Suite 1900, Austin, Texas 78701.

DULY PASSED AND APPROVED BY THE TOWN COUNCIL OF THE TOWN OF PROSPER, TEXAS, ON THIS THE 24TH DAY OF MAY, 2016.

Ray Smith, Mayor

ATTEST:

Robyn Battle, Town Secretary

APPROVED AS TO FORM AND LEGALITY:

Terrence S. Welch, Town Attorney

**MID-TEX DIVISION
ATMOS ENERGY CORPORATION**

Attachment A
RRC Tariff No:

RATE SCHEDULE:	R – RESIDENTIAL SALES	
APPLICABLE TO:	ALL CUSTOMERS IN THE MID-TEX DIVISION EXCEPT THE CITY OF DALLAS AND UNINCORPORATED AREAS	
EFFECTIVE DATE:	Bills Rendered on or after 06/01/2016	PAGE: 12

Application

Applicable to Residential Customers for all natural gas provided at one Point of Delivery and measured through one meter.

Type of Service

Where service of the type desired by Customer is not already available at the Point of Delivery, additional charges and special contract arrangements between Company and Customer may be required prior to service being furnished.

Monthly Rate

Customer's monthly bill will be calculated by adding the following Customer and Ccf charges to the amounts due under the riders listed below:

Charge	Amount
Customer Charge per Bill	\$ 19.10 per month
Rider CEE Surcharge	\$ 0.02 per month ¹
Total Customer Charge	\$ 19.12 per month
Commodity Charge – All <u>Ccf</u>	\$0.11378 per Ccf

Gas Cost Recovery: Plus an amount for gas costs and upstream transportation costs calculated in accordance with Part (a) and Part (b), respectively, of Rider GCR.

Weather Normalization Adjustment: Plus or Minus an amount for weather normalization calculated in accordance with Rider WNA.

Franchise Fee Adjustment: Plus an amount for franchise fees calculated in accordance with Rider FF. Rider FF is only applicable to customers inside the corporate limits of any incorporated municipality.

Tax Adjustment: Plus an amount for tax calculated in accordance with Rider TAX.

Surcharges: Plus an amount for surcharges calculated in accordance with the applicable rider(s).

Agreement

An Agreement for Gas Service may be required.

Notice

Service hereunder and the rates for services provided are subject to the orders of regulatory bodies having jurisdiction and to the Company's Tariff for Gas Service.

¹Reference Rider CEE - Conservation and Energy Efficiency as approved in GUD 10170. Surcharge billing effective July 1, 2015.

**MID-TEX DIVISION
ATMOS ENERGY CORPORATION**

Attachment A
RRC Tariff No:

RATE SCHEDULE:	C – COMMERCIAL SALES	
APPLICABLE TO:	ALL CUSTOMERS IN THE MID-TEX DIVISION EXCEPT THE CITY OF DALLAS AND UNINCORPORATED AREAS	
EFFECTIVE DATE:	Bills Rendered on or after 06/01/2016	PAGE: 13

Application

Applicable to Commercial Customers for all natural gas provided at one Point of Delivery and measured through one meter and to Industrial Customers with an average annual usage of less than 30,000 Ccf.

Type of Service

Where service of the type desired by Customer is not already available at the Point of Delivery, additional charges and special contract arrangements between Company and Customer may be required prior to service being furnished.

Monthly Rate

Customer's monthly bill will be calculated by adding the following Customer and Ccf charges to the amounts due under the riders listed below:

Charge	Amount
Customer Charge per Bill	\$ 41.75 per month
Rider CEE Surcharge	\$ 0.02 per month ¹
Total Customer Charge	\$ 41.77 per month
Commodity Charge – All Ccf	\$ 0.08494 per Ccf

Gas Cost Recovery: Plus an amount for gas costs and upstream transportation costs calculated in accordance with Part (a) and Part (b), respectively, of Rider GCR.

Weather Normalization Adjustment: Plus or Minus an amount for weather normalization calculated in accordance with Rider WNA.

Franchise Fee Adjustment: Plus an amount for franchise fees calculated in accordance with Rider FF. Rider FF is only applicable to customers inside the corporate limits of any incorporated municipality.

Tax Adjustment: Plus an amount for tax calculated in accordance with Rider TAX.

Surcharges: Plus an amount for surcharges calculated in accordance with the applicable rider(s).

Agreement

An Agreement for Gas Service may be required.

Notice

Service hereunder and the rates for services provided are subject to the orders of regulatory bodies having jurisdiction and to the Company's Tariff for Gas Service.

¹ Reference Rider CEE - Conservation and Energy Efficiency as approved in GUD 10170. Surcharge billing effective July 1, 2015.

**MID-TEX DIVISION
ATMOS ENERGY CORPORATION**

Attachment A
RRC Tariff No:

RATE SCHEDULE:	I – INDUSTRIAL SALES	
APPLICABLE TO:	ALL CUSTOMERS IN THE MID-TEX DIVISION EXCEPT THE CITY OF DALLAS AND UNINCORPORATED AREAS	
EFFECTIVE DATE:	Bills Rendered on or after 06/01/2016	PAGE: 14

Application

Applicable to Industrial Customers with a maximum daily usage (MDU) of less than 3,500 MMBtu per day for all natural gas provided at one Point of Delivery and measured through one meter. Service for Industrial Customers with an MDU equal to or greater than 3,500 MMBtu per day will be provided at Company's sole option and will require special contract arrangements between Company and Customer.

Type of Service

Where service of the type desired by Customer is not already available at the Point of Delivery, additional charges and special contract arrangements between Company and Customer may be required prior to service being furnished.

Monthly Rate

Customer's monthly bill will be calculated by adding the following Customer and MMBtu charges to the amounts due under the riders listed below:

Charge	Amount
Customer Charge per Meter	\$ 738.00 per month
First 0 MMBtu to 1,500 MMBtu	\$ 0.3096 per MMBtu
Next 3,500 MMBtu	\$ 0.2267 per MMBtu
All MMBtu over 5,000 MMBtu	\$ 0.0486 per MMBtu

Gas Cost Recovery: Plus an amount for gas costs and upstream transportation costs calculated in accordance with Part (a) and Part (b), respectively, of Rider GCR.

Franchise Fee Adjustment: Plus an amount for franchise fees calculated in accordance with Rider FF. Rider FF is only applicable to customers inside the corporate limits of any incorporated municipality.

Tax Adjustment: Plus an amount for tax calculated in accordance with Rider TAX.

Surcharges: Plus an amount for surcharges calculated in accordance with the applicable rider(s).

Curtailement Overpull Fee

Upon notification by Company of an event of curtailement or interruption of Customer's deliveries, Customer will, for each MMBtu delivered in excess of the stated level of curtailement or interruption, pay Company 200% of the midpoint price for the Katy point listed in *Platts Gas Daily* published for the applicable Gas Day in the table entitled "Daily Price Survey."

Replacement Index

In the event the "midpoint" or "common" price for the Katy point listed in *Platts Gas Daily* in the table entitled "Daily Price Survey" is no longer published, Company will calculate the applicable imbalance fees utilizing a daily price index recognized as authoritative by the natural gas industry and most closely approximating the applicable index.

MID-TEX DIVISION
ATMOS ENERGY CORPORATION

Attachment A
RRC Tariff No:

RATE SCHEDULE:	I – INDUSTRIAL SALES	
APPLICABLE TO:	ALL CUSTOMERS IN THE MID-TEX DIVISION EXCEPT THE CITY OF DALLAS AND UNINCORPORATED AREAS	
EFFECTIVE DATE:	Bills Rendered on or after 06/01/2016	PAGE: 15

Agreement

An Agreement for Gas Service may be required.

Notice

Service hereunder and the rates for services provided are subject to the orders of regulatory bodies having jurisdiction and to the Company's Tariff for Gas Service.

Special Conditions

In order to receive service under Rate I, Customer must have the type of meter required by Company. Customer must pay Company all costs associated with the acquisition and installation of the meter.

**MID-TEX DIVISION
ATMOS ENERGY CORPORATION**

Attachment A
RRC Tariff No:

RATE SCHEDULE:	T – TRANSPORTATION	
APPLICABLE TO:	ALL CUSTOMERS IN THE MID-TEX DIVISION EXCEPT THE CITY OF DALLAS AND UNINCORPORATED AREAS	
EFFECTIVE DATE:	Bills Rendered on or after 06/01/2016	PAGE: 16

Application

Applicable, in the event that Company has entered into a Transportation Agreement, to a customer directly connected to the Atmos Energy Corp., Mid-Tex Division Distribution System (Customer) for the transportation of all natural gas supplied by Customer or Customer's agent at one Point of Delivery for use in Customer's facility.

Type of Service

Where service of the type desired by Customer is not already available at the Point of Delivery, additional charges and special contract arrangements between Company and Customer may be required prior to service being furnished.

Monthly Rate

Customer's bill will be calculated by adding the following Customer and MMBtu charges to the amounts and quantities due under the riders listed below:

Charge	Amount
Customer Charge per Meter	\$ 738.00 per month
First 0 MMBtu to 1,500 MMBtu	\$ 0.3096 per MMBtu
Next 3,500 MMBtu	\$ 0.2267 per MMBtu
All MMBtu over 5,000 MMBtu	\$ 0.0486 per MMBtu

Upstream Transportation Cost Recovery: Plus an amount for upstream transportation costs in accordance with Part (b) of Rider GCR.

Retention Adjustment: Plus a quantity of gas as calculated in accordance with Rider RA.

Franchise Fee Adjustment: Plus an amount for franchise fees calculated in accordance with Rider FF. Rider FF is only applicable to customers inside the corporate limits of any incorporated municipality.

Tax Adjustment: Plus an amount for tax calculated in accordance with Rider TAX.

Surcharges: Plus an amount for surcharges calculated in accordance with the applicable rider(s).

Imbalance Fees

All fees charged to Customer under this Rate Schedule will be charged based on the quantities determined under the applicable Transportation Agreement and quantities will not be aggregated for any Customer with multiple Transportation Agreements for the purposes of such fees.

Monthly Imbalance Fees

Customer shall pay Company the greater of (i) \$0.10 per MMBtu, or (ii) 150% of the difference per MMBtu between the highest and lowest "midpoint" price for the Katy point listed in *Platts Gas Daily* in the table entitled "Daily Price Survey" during such month, for the MMBtu of Customer's monthly Cumulative Imbalance, as defined in the applicable Transportation Agreement, at the end of each month that exceeds

10% of Customer's receipt quantities for the month.

**MID-TEX DIVISION
ATMOS ENERGY CORPORATION**

Attachment A
RRC Tariff No:

RATE SCHEDULE:	T – TRANSPORTATION	
APPLICABLE TO:	ALL CUSTOMERS IN THE MID-TEX DIVISION EXCEPT THE CITY OF DALLAS AND UNINCORPORATED AREAS	
EFFECTIVE DATE:	Bills Rendered on or after 06/01/2016	PAGE: 17

Curtailment Overpull Fee

Upon notification by Company of an event of curtailment or interruption of Customer's deliveries, Customer will, for each MMBtu delivered in excess of the stated level of curtailment or interruption, pay Company 200% of the midpoint price for the Katy point listed in *Platts Gas Daily* published for the applicable Gas Day in the table entitled "Daily Price Survey."

Replacement Index

In the event the "midpoint" or "common" price for the Katy point listed in *Platts Gas Daily* in the table entitled "Daily Price Survey" is no longer published, Company will calculate the applicable imbalance fees utilizing a daily price index recognized as authoritative by the natural gas industry and most closely approximating the applicable index.

Agreement

A transportation agreement is required.

Notice

Service hereunder and the rates for services provided are subject to the orders of regulatory bodies having jurisdiction and to the Company's Tariff for Gas Service.

Special Conditions

In order to receive service under Rate T, customer must have the type of meter required by Company. Customer must pay Company all costs associated with the acquisition and installation of the meter.

MID-TEX DIVISION
ATMOS ENERGY CORPORATION

RIDER:	WNA – WEATHER NORMALIZATION ADJUSTMENT	
APPLICABLE TO:	ALL CUSTOMERS IN THE MID-TEX DIVISION EXCEPT THE CITY OF DALLAS AND UNINCORPORATED AREAS	
EFFECTIVE DATE:	Bills Rendered on or after 11/01/2016	PAGE: 41

Provisions for Adjustment

The Commodity Charge per Ccf (100 cubic feet) for gas service set forth in any Rate Schedules utilized by the cities of the Mid-Tex Division service area for determining normalized winter period revenues shall be adjusted by an amount hereinafter described, which amount is referred to as the "Weather Normalization Adjustment." The Weather Normalization Adjustment shall apply to all temperature sensitive residential and commercial bills based on meters read during the revenue months of November through April. The five regional weather stations are Abilene, Austin, Dallas, Waco, and Wichita Falls.

Computation of Weather Normalization Adjustment

The Weather Normalization Adjustment Factor shall be computed to the nearest one-hundredth cent per Ccf by the following formula:

$$WNAF_i = R_i \frac{(HSF_i \times (NDD-ADD))}{(BL_i + (HSF_i \times ADD))}$$

Where

- i = any particular Rate Schedule or billing classification within any such particular Rate Schedule that contains more than one billing classification
- $WNAF_i$ = Weather Normalization Adjustment Factor for the i^{th} rate schedule or classification expressed in cents per Ccf
- R_i = Commodity Charge rate of temperature sensitive sales for the i^{th} schedule or classification.
- HSF_i = heat sensitive factor for the i^{th} schedule or classification divided by the average bill count in that class
- NDD = billing cycle normal heating degree days calculated as the simple ten-year average of actual heating degree days.
- ADD = billing cycle actual heating degree days.
- BL_i = base load sales for the i^{th} schedule or classification divided by the average bill count in that class

The Weather Normalization Adjustment for the j th customer in i th rate schedule is computed as:

$$WNA_j = WNAF_i \times q_{ij}$$

Where q_{ij} is the relevant sales quantity for the j th customer in i th rate schedule.

MID-TEX DIVISION
ATMOS ENERGY CORPORATION

RIDER:	WNA – WEATHER NORMALIZATION ADJUSTMENT	
APPLICABLE TO:	ALL CUSTOMERS IN THE MID-TEX DIVISION EXCEPT THE CITY OF DALLAS AND UNINCORPORATED AREAS	
EFFECTIVE DATE:	Bills Rendered on or after 11/01/2016	PAGE: 42

Base Use/Heat Use Factors

Weather Station	<u>Residential</u>		<u>Commercial</u>	
	Base use <u>Ccf</u>	Heat use <u>Ccf/HDD</u>	Base use <u>Ccf</u>	Heat use <u>Ccf/HDD</u>
Abilene	10.09	0.1392	98.01	0.6440
Austin	11.21	0.1551	203.36	0.8564
Dallas	13.72	0.2048	189.83	0.9984
Waco	9.89	0.1411	129.75	0.6695
Wichita Falls	11.49	0.1506	122.35	0.5967

Weather Normalization Adjustment (WNA) Report

On or before June 1 of each year, the company posts on its website at atmosenergy.com/mtx-wna, in Excel format, a *Weather Normalization Adjustment (WNA) Report* to show how the company calculated its WNAs factor during the preceding winter season. Additionally, on or before June 1 of each year, the company files one hard copy and an Excel version of the *WNA Report* with the Railroad Commission of Texas' Gas Services Division, addressed to the Director of that Division.

Attachment B
Proof of Revenues

File Date: March 1, 2016

ATMOS ENERGY CORP., MID-TEX DIVISION
PROPOSED TARIFF STRUCTURE (BEFORE RATE CASE EXPENSE RECOVERY)
TEST YEAR ENDING DECEMBER 31, 2015

	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)
1	Proposed Change in Rates:		\$ 29,603,205		Schedule A						
2	Proposed Change in Rates without Revenue Related Taxes:		\$ 27,447,850		Ln 1 divided by factor on WP_F-5.1						
3											
4											
5											
6		Revenue Requirements	Allocations								
7	Residential	\$ 338,431,486	77.95%	Per GUD 10170 Final Order							
8	Commercial	84,223,622	19.40%	Per GUD 10170 Final Order							
9	Industrial and Transportation	11,490,316	2.65%	Per GUD 10170 Final Order							
10	Net Revenue Requirements GUD No. 10170	<u>\$ 434,145,424</u>									

16 With Proportional Increase all classes but Residential and a 40% residential base charge increase:

	Current	Prospective	Revenues
20 Residential Base Charge	\$ 18.56	\$ 0.48	\$ 8,558,622
21 Residential Consumption Charge	\$ 0.09931	\$ 0.01540	12,837,933
22 Commercial Base Charge	\$ 39.87	\$ 1.81	2,662,423
23 Commercial Consumption Charge	\$ 0.08020	\$ 0.00480	2,662,423
24 I&T Base Charge	\$ 697.35	\$ 38.03	363,224
25 I&T Consumption Charge Tier 1 MMBTU	\$ 0.2937	\$ 0.0166	172,167
26 I&T Consumption Charge Tier 2 MMBTU	\$ 0.2151	\$ 0.0121	139,070
27 I&T Consumption Charge Tier 3 MMBTU	\$ 0.0461	\$ 0.0026	51,988
			<u>\$ 27,447,850</u>

With Customer Charges Rounded Off and residential base charge increase for 2015 limited to \$0.50 per RRM tariff:

	Proposed Change	Proposed Change in Revenues	Proposed Rates	Proposed Revenues
Residential Base Charge	\$ 0.52	\$ 9,335,278	\$ 19.08	\$ 339,813,673
Residential Consumption Charge	\$ 0.01447	12,061,297	\$ 0.11378	94,839,970
Commercial Base Charge	\$ 1.83	2,697,162	\$ 41.70	61,390,268
Commercial Consumption Charge	\$ 0.00474	2,626,475	\$ 0.08494	47,065,984
I&T Base Charge	\$ 39.65	378,728	\$ 737.00	7,039,815
I&T Consumption Charge Tier 1 MMBTU	\$ 0.0159	165,150	\$ 0.3096	3,215,747
I&T Consumption Charge Tier 2 MMBTU	\$ 0.0116	132,888	\$ 0.2267	2,597,042
I&T Consumption Charge Tier 3 MMBTU	\$ 0.0025	49,955	\$ 0.0486	971,117
		<u>\$ 27,446,933</u>		<u>\$ 556,933,616</u>

File Date: March 1, 2016

**ATMOS ENERGY CORP., MID-TEX DIVISION
PENSIONS AND RETIREE MEDICAL BENEFITS ADJUSTMENT
TEST YEAR ENDING DECEMBER 31, 2015**

Line No.	Description	Shared Services		Mid-Tex Direct			Adjustment Total
		Pension Account Plan ("PAP")	Post-Retirement Medical Plan ("FAS 106")	Pension Account Plan ("PAP")	Supplemental Executive Benefit Plan ("SERP")	Post-Retirement Medical Plan ("FAS 106")	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	Fiscal Year 2016 Towers Watson Report as adjusted (1), (3)	\$ 5,101,680	\$ 2,896,450	\$ 7,840,683	\$ 150,433	\$ 4,466,430	
2	O&M Expense Factor (2)	96.41%	96.41%	37.42%	20.77%	37.42%	
3	Fiscal Year 2016 Actuarially Determined O&M Benefits (Ln 1 x Ln 2)	\$ 4,918,540	\$ 2,792,473	\$ 2,933,599	\$ 31,249	\$ 1,671,119	
4	Allocation to Mid-Tex (2)	40.56%	40.56%	71.52%	100.00%	71.52%	
5	Mid-Tex Benefits Expense Included in Rates - Proposed (Ln 3 x Ln 4)	\$ 1,995,016	\$ 1,132,659	\$ 2,098,222	\$ 31,249	\$ 1,195,248	\$ 6,452,393
6							
7	Mid-Tex Benefits Expense per GUD 10359 and RRM Test Year Ending December 31, 2014 Benchmark (4)	\$ 2,831,859	\$ 2,013,260	\$ 2,925,600	\$ 34,809	\$ 2,695,721	\$ 10,501,250
8							
9	Test Year Adjustment (Line 5 minus Line 7)	\$ (836,844)	\$ (880,601)	\$ (827,379)	\$ (3,561)	\$ (1,500,472)	\$ (4,048,856)
10							
11	Adjustment Summary:						
12	Account 922	\$ (836,844)	\$ (880,601)	\$ -	\$ -	\$ -	\$ (1,717,445)
13	Account 926	-	-	(827,379)	(3,561)	(1,500,472)	(2,331,412)
14	Total (Ln 12 plus Ln 13)	\$ (836,844)	\$ (880,601)	\$ (827,379)	\$ (3,561)	\$ (1,500,472)	\$ (4,048,856)

17 Notes:

- 18 1. Studies not applicable to Mid-Tex or Shared Services are omitted.
- 19 2. The factors on Lines 2 and 4 are based on the factors in 2016 RRM (Test Year Ending December 31, 2015).
- 20 3. SSU amounts exclude cost centers which do not allocate to Mid-Tex for rate making purposes.
- 21 4. GUD No. 10359 is the benchmark for January-May which is the same benchmark as used in the RRM TYE December 31, 2014 for June-December.

**ATMOS ENERGY CORP., MID-TEX DIVISION
PENSIONS AND RETIREE MEDICAL BENEFITS FOR CITIES APPROVAL
TEST YEAR ENDING DECEMBER 31, 2015**

Line No.	Description (a)	Shared Services		Mid-Tex Direct			Adjustment Total (g)
		Pension Account Plan ("PAP") (b)	Post-Retirement Medical Plan ("FAS 106") (c)	Pension Account Plan ("PAP") (d)	Supplemental Executive Benefit Plan ("SERP") (e)	Post-Retirement Medical Plan ("FAS 106") (f)	
	Fiscal Year 2016 Towers Watson Report (excluding Removed Cost Centers)	\$ 5,101,680	\$ 2,896,450	\$ 7,840,683	\$ 150,433	\$ 4,466,430	
	Allocation to Mid-Tex	40.56%	40.56%	71.52%	100.00%	71.52%	
	FY16 Towers Watson Benefit Costs (excluding Removed Cost Centers) Allocated to MTX (Ln 1 x Ln 2)	\$ 2,069,299	\$ 1,174,833	\$ 5,607,955	\$ 150,433	\$ 3,194,561	
	O&M and Capital Allocation Factor	100.00%	100.00%	100.00%	100.00%	100.00%	
	FY16 Towers Watson Benefit Costs To Approve (excluding Removed Cost Centers) (Ln 3 x Ln 4)	\$ 2,069,299	\$ 1,174,833	\$ 5,607,955	\$ 150,433	\$ 3,194,561	\$ 12,197,081
	Summary of Costs to Approve:						
	Total Pension Account Plan ("PAP")	\$ 2,069,299		\$ 5,607,955			\$ 7,677,254
	Total Post-Retirement Medical Plan ("FAS 106")		\$ 1,174,833			\$ 3,194,561	4,369,394
	Total Supplemental Executive Retirement Plan ("SERP")				\$ 150,433		150,433
	Total (Ln 10 + Ln 11 + Ln 12)	\$ 2,069,299	\$ 1,174,833	\$ 5,607,955	\$ 150,433	\$ 3,194,561	\$ 12,197,081
	O&M Expense Factor	96.41%	96.41%	37.42%	20.77%	37.42%	
	Expense Portion (Ln 13 x Ln 16)	\$ 1,995,016	\$ 1,132,659	\$ 2,098,222	\$ 31,249	\$ 1,195,248	\$ 6,452,393
	Capital Factor	3.59%	3.59%	62.58%	79.23%	62.58%	
	Capital Portion (Ln 13 x Ln 20)	\$ 74,283	\$ 42,174	\$ 3,509,733	\$ 119,184	\$ 1,999,313	\$ 5,744,687
	Total (Ln 18 + Ln 22)	\$ 2,069,299	\$ 1,174,833	\$ 5,607,955	\$ 150,433	\$ 3,194,561	\$ 12,197,081



PLANNING

To: Mayor and Town Council

From: John Webb, AICP, Director of Development Services

Through: Harlan Jefferson, Town Manager

Re: Town Council Meeting – May 24, 2016

Agenda Item:

Discussion on the Downtown Office (DTO) Standards.

Description of Agenda Item:

With additional interest and requests to develop offices in the Old Town area, there is a need to address the impact of the current DTO standards regarding the development of new structures and the conversion of existing homes into offices. Specifically, staff recommends that the Landscape Requirements and the Off-street Parking Requirements be amended to facilitate and not hinder development. Staff also desires to discuss the Architectural Standards of the DTO District and implications of the Sign Code and receive feedback for future amendments.

DTO Landscape Requirements:

New construction or the conversion of a home to an office in the DTO is subject to the same standards for all non-residential development in the Town. Due to the nature of the smaller, narrower lots in the DTO area, applying standards that are also intended for larger, suburban developments may not be appropriate. The current applicable standards include the following:

- 25' landscape setback adjacent to thoroughfares or a 15' landscape setback adjacent to collector streets to include:
 - One, 3" caliper large tree per 30' of roadway frontage (three, 3" caliper ornamental trees may be substituted for a large tree), and
 - Fifteen (15), 5-gallon shrubs per 30' of roadway frontage;
- Screening adjacent to properties designated as residential on the Future Land Use Plan must be a minimum 8' high cedar board-on-board wooden fence in the DTO;
- 6' living screen for parking adjacent to residential;
- When adjacent to a tract that is zoned or designated for residential uses, one, 3" large tree every 30' in a 15' landscape setback;
- When adjacent to a tract zoned or designated for non-residential uses, one small tree and one, 5-gallon shrub every 15' in a 5' landscape setback; and
- When a site contains twenty (20) or more parking spaces, the following are required:
 - 15 sq. ft. of landscaping area per parking space;
 - Landscape islands located at the end of all parking rows;
 - Each island must contain one, 3" large tree or three small trees grouped;
 - No more than 15 continuous parking spaces without a landscape island;
 - Landscape island must be a minimum of 160 sq. ft., not less than 9' wide; and

- One, 3" large tree shall be located within 150' of all parking spaces.

Recommended Amendments to Landscape Requirements in the DTO:

- No longer require shrubs in the landscape setback adjacent to a roadway, but shrubs are required to screen the edge of a parking lot adjacent to a roadway.
- In lieu of requiring one, 3" caliper large tree per 30' of roadway frontage; require one, 3" caliper large tree per 30' of roadway frontage, excluding the width of driveways at the property line. Where the width of the roadway frontage is greater than 80', excluding the width of driveways at the property line, the number of large trees may be planted at a rate of one, 3" large tree per 40' of roadway frontage. The substitution of ornamental trees for large trees is not permitted.
- Reduce minimum height of required board-on-board fencing adjacent to residential areas designated on the Future Land Use Plan from 8' to 6'.
- Regardless of the adjacent use, zoning or Future Land Use designation, the perimeter landscape area shall be a minimum of 5' in width and consist of one ornamental tree per 15' (no shrub requirement)
- Where parking is adjacent to an existing or zoned residential use, the required minimum 6' high irrigated living screen shall be reduced to a minimum height of 3' high but shall be solid at time of planting. This requirement will be waived if there is a required board-on-board fence.

Off-street Parking Requirements:

One of the requirements of the off-street parking requirements, applicable to all Zoning Districts and including the DTO, is the prohibition of "dead-end" parking aisles. The intent of the provision is to prevent conflicts in vehicles entering and exiting a parking lot. Traditional "greenfield" development is able to meet this requirement by "looping" the drive aisles and providing two points of access as pictured below.



In the DTO, the goal is to facilitate the redevelopment of homes into offices. The physical limitations of these smaller residential lots, which may only be 50 feet in width, make it

impossible to meet the “no dead-end drive aisle” requirement. The recent conversion of the home at 209 E. Broadway Street into a real estate office could only be accomplished with the parking as pictured below.



Because the lot has access to a public alley, staff was able to permit the improvement. However, in many areas in the Old Town areas which are designated for the DTO uses, there are no alleys. And in some instances, where there are alleys, they could be abandoned in the future if not serving a public need.

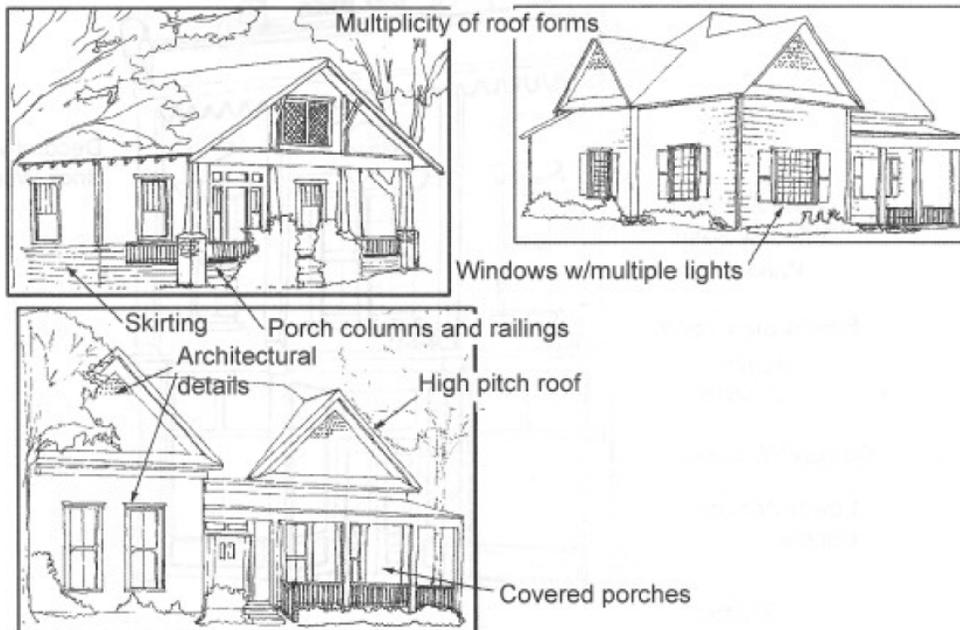
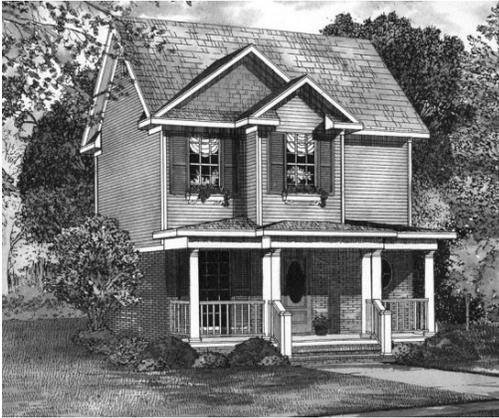
The prohibition dead-end parking aisles is necessary for larger commercial parking lots, but for small office developments which generate a limited number of trips, dead-end parking aisles will not pose a problem.

Recommended Amendment to Off-Street Parking Requirements in the DTO:

- Where ten (10) or fewer off-street parking spaces are provided, a dead-end parking aisle may be permitted.

DTO Architectural Standards:

The following examples are provided in the Zoning Ordinance as a guide for all new construction in the DTO:

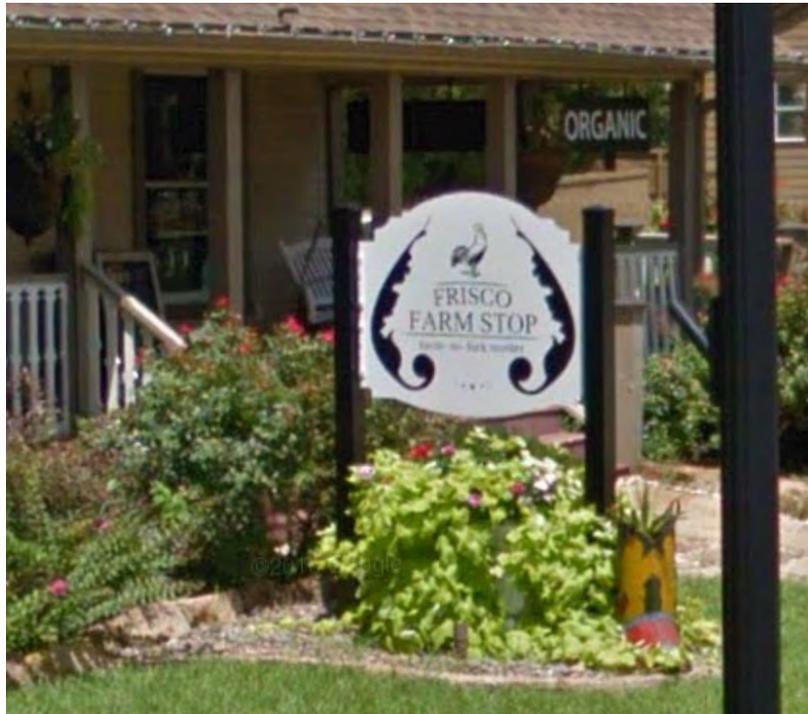


The goal is for new office developments in the Old Town area to be compatible with the surrounding residential homes. In reality, however, new offices will not resemble the structures pictured above, which are homes, not offices. While staff has not developed specific

recommendations at this time, we want to make Council aware of this issue and bring back draft recommendations at a future meeting.

Sign Code:

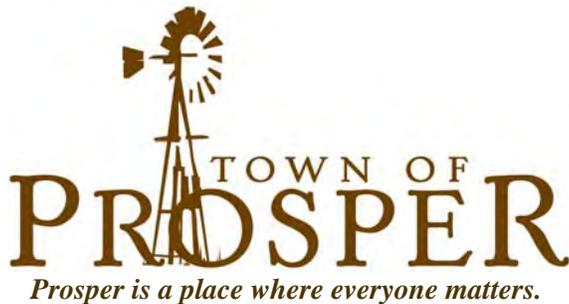
Detached signs located in the front yard of any non-residential lot must be a masonry, monument sign, a maximum of 8' in height and a maximum of 64 square feet in size. The signs can be internally illuminated including digital messages that can change every ten seconds. In the DTO, these signs are out of character with the image of the area. The sign pictured below is not permitted in Prosper but would be more appropriate in the DTO.



When staff brings the draft revisions to the Sign Code for Council review, we will address this issue.

Town Staff Recommendation:

Town staff requests that the Town Council provide input on the proposed amendments to the Landscape and Off-Street Parking Requirements and provide direction on whether to initiate a formal amendment to the Zoning Ordinance.



PARKS & RECREATION

To: Mayor and Town Council

From: Hulon T. Webb, Jr, P.E., Executive Director of Development and Community Services

Through: Harlan Jefferson, Town Manager

Re: Town Council Meeting – May 24, 2016

Agenda Item:

Discussion on the Frontier Park North Field Improvements Project.

Description of Agenda Item:

At the May 10, 2016, Town Council meeting, the Town Council requested an agenda item be placed on the May 24, 2016, Town Council agenda to discuss a possible revision to the Frontier Park North Field Improvements Project Preliminary Site Plan that was approved at the April 26, 2016, Town Council meeting. The current approved layout of the northwest and southwest youth ballfields outfield is 225', including approximately 265 parking spaces on the west side of the project. The options related to the Prosper Youth Sports Commission's desire to increase the length of the outfield of the two (2) western youth ballfields are as follows:

- A. Extend northwest and southwest youth ballfields to 275' outfield
(Reduction of 64 parking spaces to 201 spaces)
- B. Extend northwest youth ballfield to 275' outfield; southwest youth ballfield to 250' outfield
(Reduction of 49 parking spaces to 216 spaces)
- C. Extend northwest and southwest youth ballfields to 250' outfield
(Reduction of 17 parking spaces to 249 spaces)

Budget Impact:

The FY 2015-2016 Capital Improvement Program includes \$9,751,225 for the design and construction of the Frontier Park North Field Improvements project. Additional funds will be necessary to fund the selected option listed below, that include cost estimates for the additional field improvements and savings from reduction in parking spaces:

- | | |
|--|---------------|
| A. Extend northwest and southwest youth ballfields to 275' | +/- \$500,000 |
| B. Extend northwest youth ballfield to 275'; southwest to 250' | +/- \$350,000 |
| C. Extend northwest and southwest youth ballfields to 250' | +/- \$200,000 |

Attached Documents:

1. Current approved layout of northwest and southwest youth ballfields
2. Option A: Extend northwest and southwest youth ballfields to 275'
3. Option B: Extend northwest youth ballfield to 275'; southwest to 250'
4. Option C: Extend northwest and southwest youth ballfields to 250'

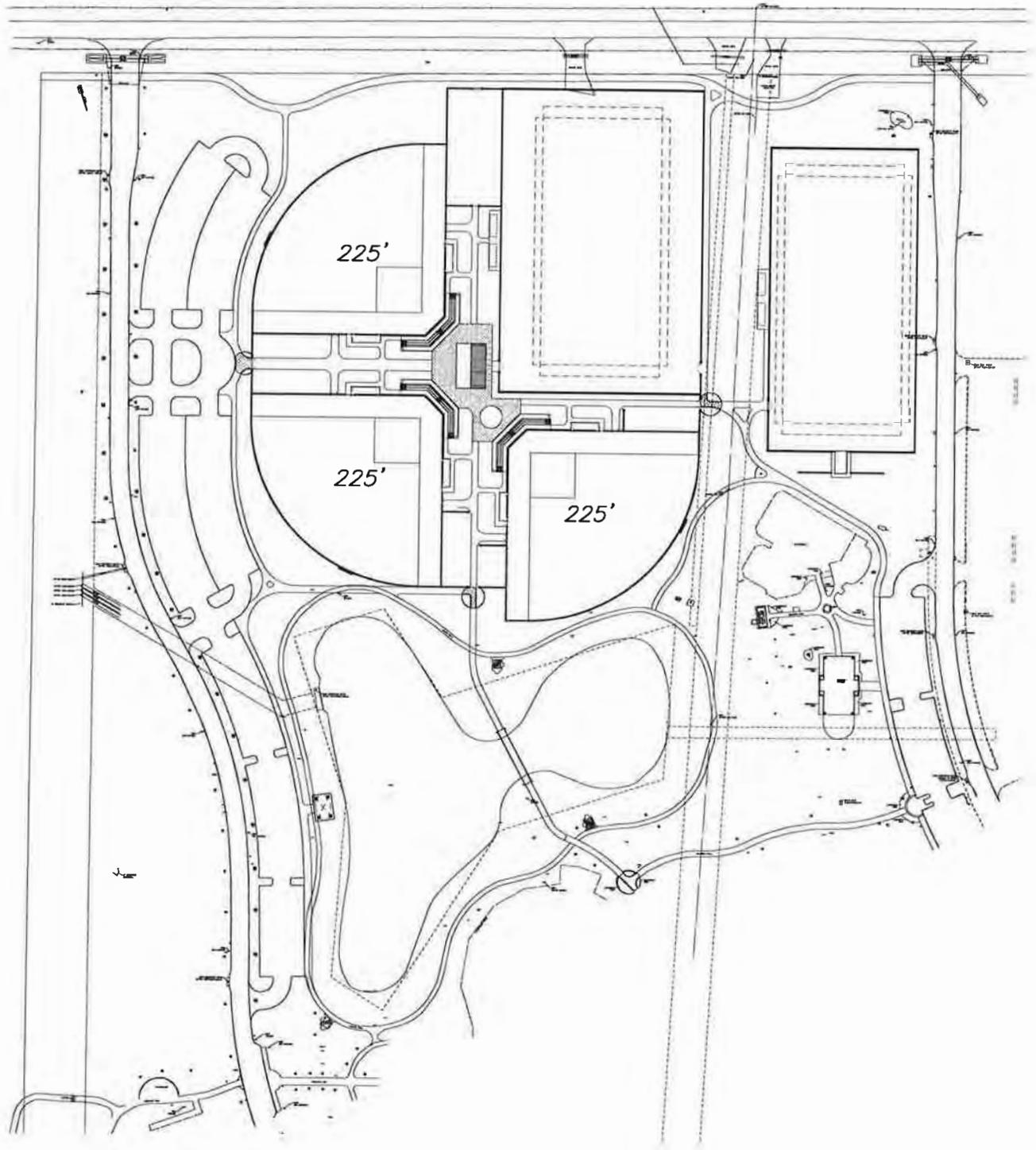
Town Staff Recommendation:

Town staff recommends that the Town Council provide staff with feedback on the desired option related to the Prosper Youth Sports Commission's desire to increase the size of the two (2) western youth ballfields.

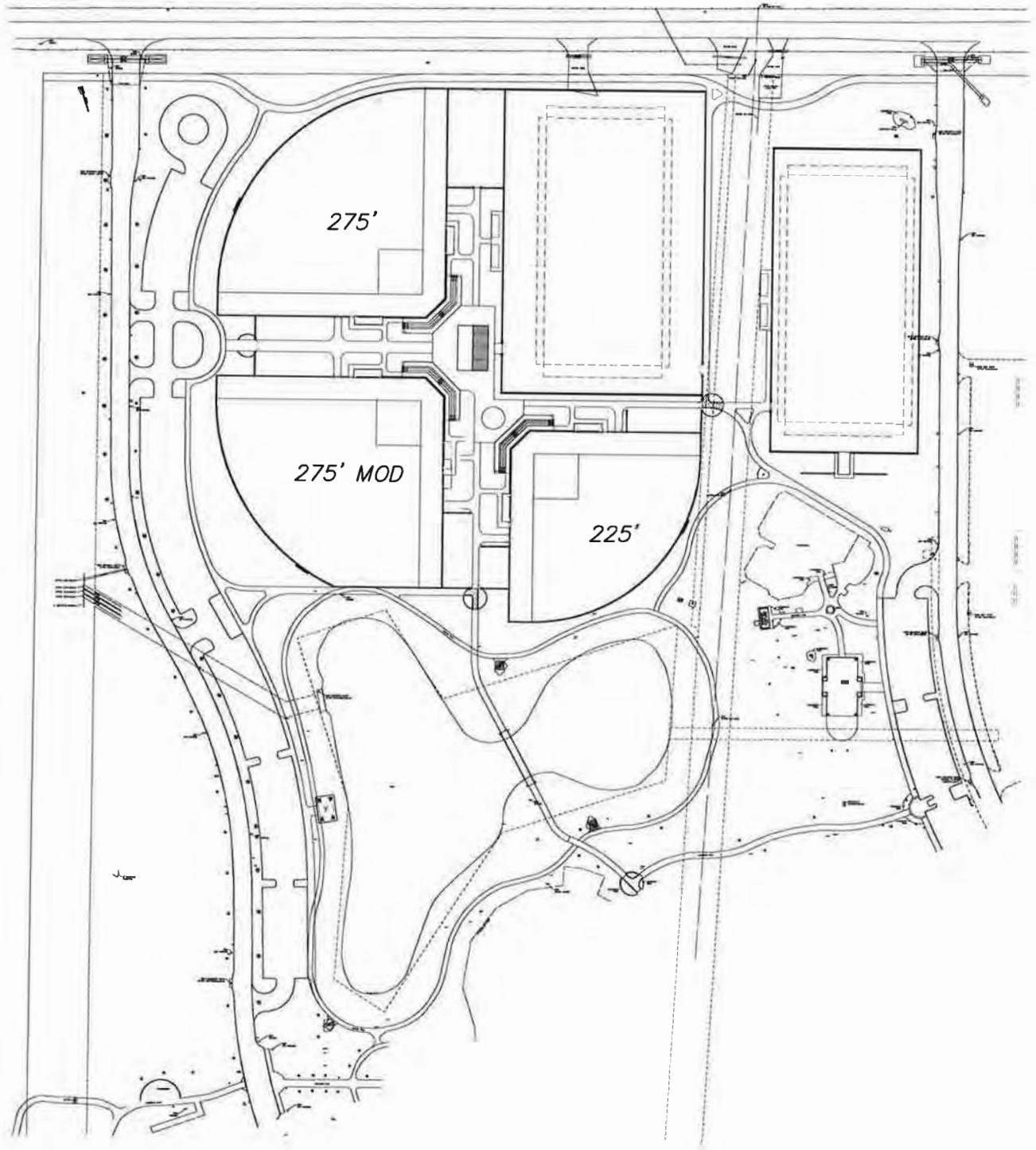
Proposed Motion:

I move to approve option (_____) for the Frontier Park North Field Improvements project two (2) western youth ballfields.

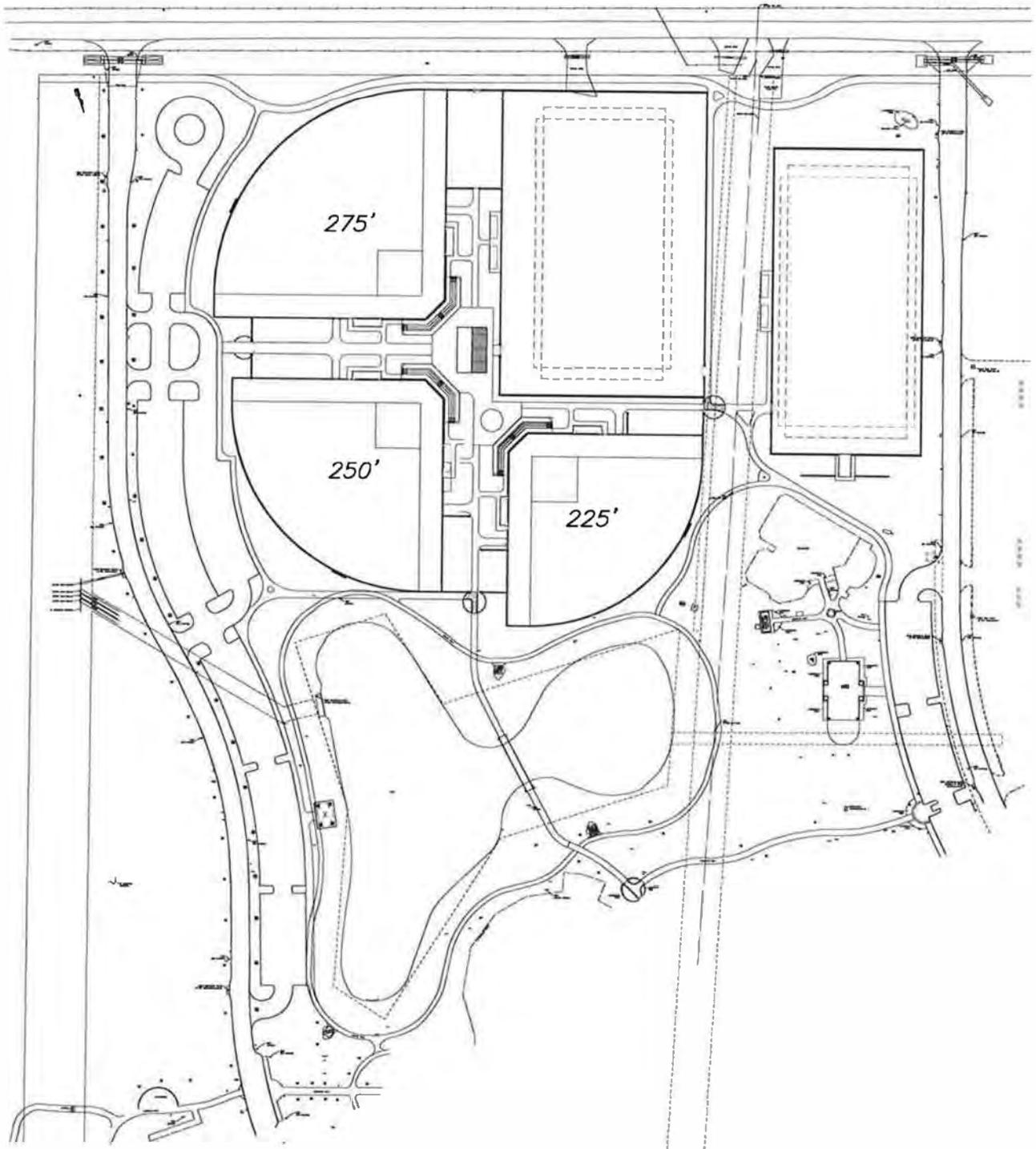
Current approved layout of northwest and southwest youth ballfields



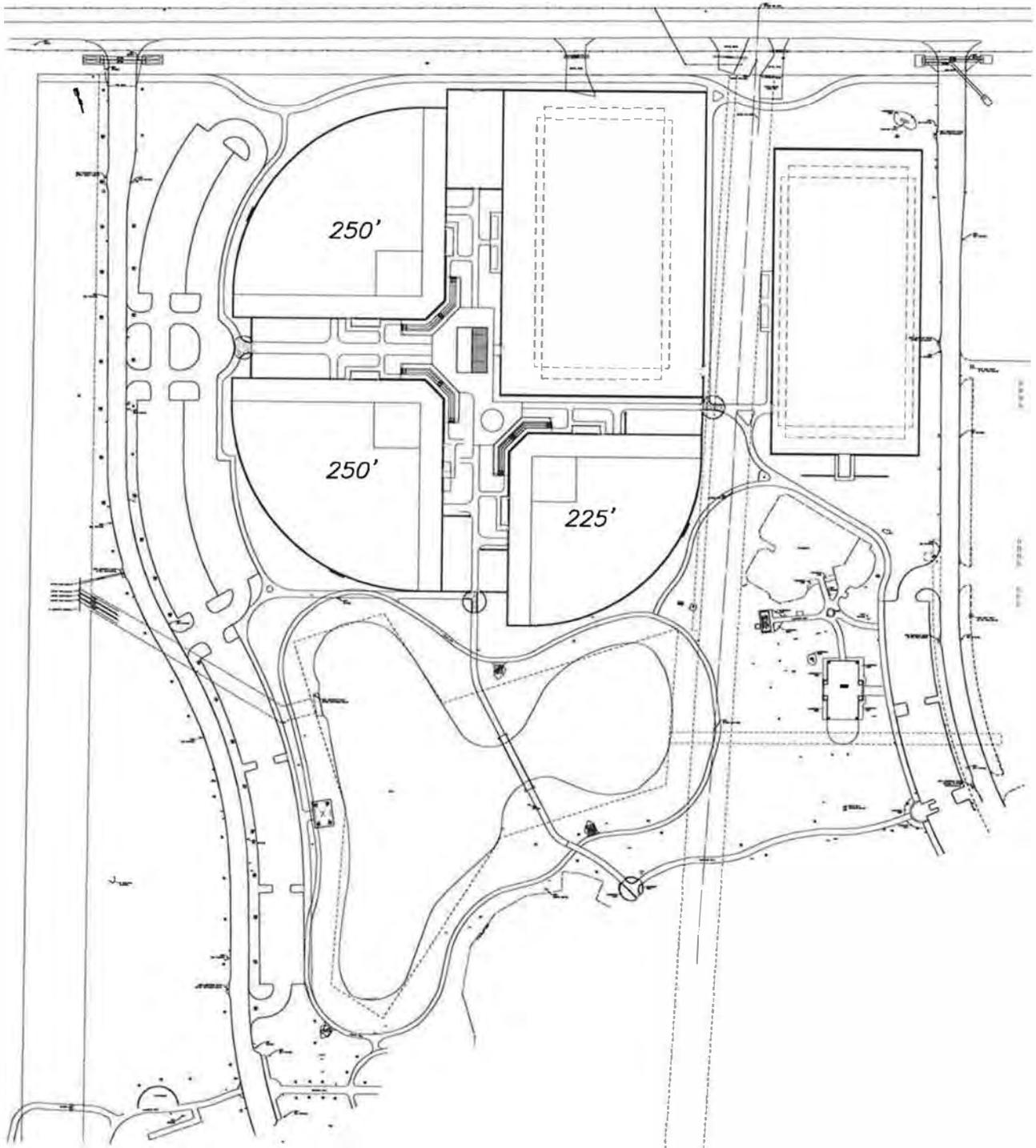
Option A: Extend northwest and southwest youth ballfields to 275'



Option B: Extend northwest youth ballfield to 275'; southwest to 250'



Option C: Extend northwest and southwest youth ballfields to 250'





ENGINEERING

To: Mayor and Town Council

From: Hulon T. Webb, Jr, P.E., Executive Director of Development and Community Services

Through: Harlan Jefferson, Town Manager

Re: Town Council Meeting – May 24, 2016

Agenda Item:

Consider and act upon authorizing the Town Manager to execute a Water Impact Fees Reimbursement Agreement between Blue Star Development Company and the Town of Prosper, Texas, related to the extension of water lines to serve the Star Trail development.

Description of Agenda Item:

Blue Star Development Company is developing Star Trail and in order for the development to occur, they will be required to extend the following water lines:

- Twenty-inch (20”) on Dallas North Tollway from First Street to Prosper Trail
- Twelve-inch (12”) on Prosper Trail from existing water line east of Dallas North Tollway to Dallas North Tollway
- Twenty-inch (20”) on Prosper Trail from Dallas North Tollway to Legacy Drive
- Sixteen-inch (16”) on Prosper Trail from Legacy Drive to western limits of development
- Sixteen-inch (16”) on Legacy Drive from First Street to Prosper Trail
- Twenty-inch (20”) on Fishtrap Road from existing water line west of Legacy Drive to Dallas North Tollway. This water line extension is listed in the agreement as optional since the construction of this water line may occur by another party prior to the needs of Star Trail.

Since the proposed water lines are depicted on the Town of Prosper Water System Capital Improvement Plan, the actual costs for the design and construction of the improvements are eligible for reimbursement of water impact fees collected from the development. The purpose of the Water Impact Fees Reimbursement Agreement is to outline the obligations of the Town of Prosper and Blue Star Development Company related to the design, construction, and reimbursement of collected water impact fees to fund the projects.

Budget Impact:

Today’s estimated cost for the design and construction of all the water lines is \$4,145,348.00. \$1,333,425.00 of that estimate is for the optional twenty-inch (20”) along Fishtrap Road. There is also an additional estimated cost of \$40,000.00 for easement acquisitions. The current anticipated water impact fees owed by the development, \$7,293,000.00, exceeds the actual cost of the design and construction of all the water lines and easement acquisitions. Collected water impact fees from the Star Trail development will be credited and reimbursed to Blue Star Development Company as outlined in the Development Agreement.

If after ten years there still exists a balance of reimbursements due, the Town will reimburse Blue Star Development Company from applicable water impact fee funds.

Legal Obligations and Review:

Terrence Welch of Brown & Hofmeister, L.L.P., has reviewed the agreement as to form and legality. Blue Star Development Company will contribute \$5,000 towards the legal preparation fees.

Attached Documents:

1. Town of Prosper Water System Capital Improvement Plan
2. Water Impact Fees Reimbursement Agreement

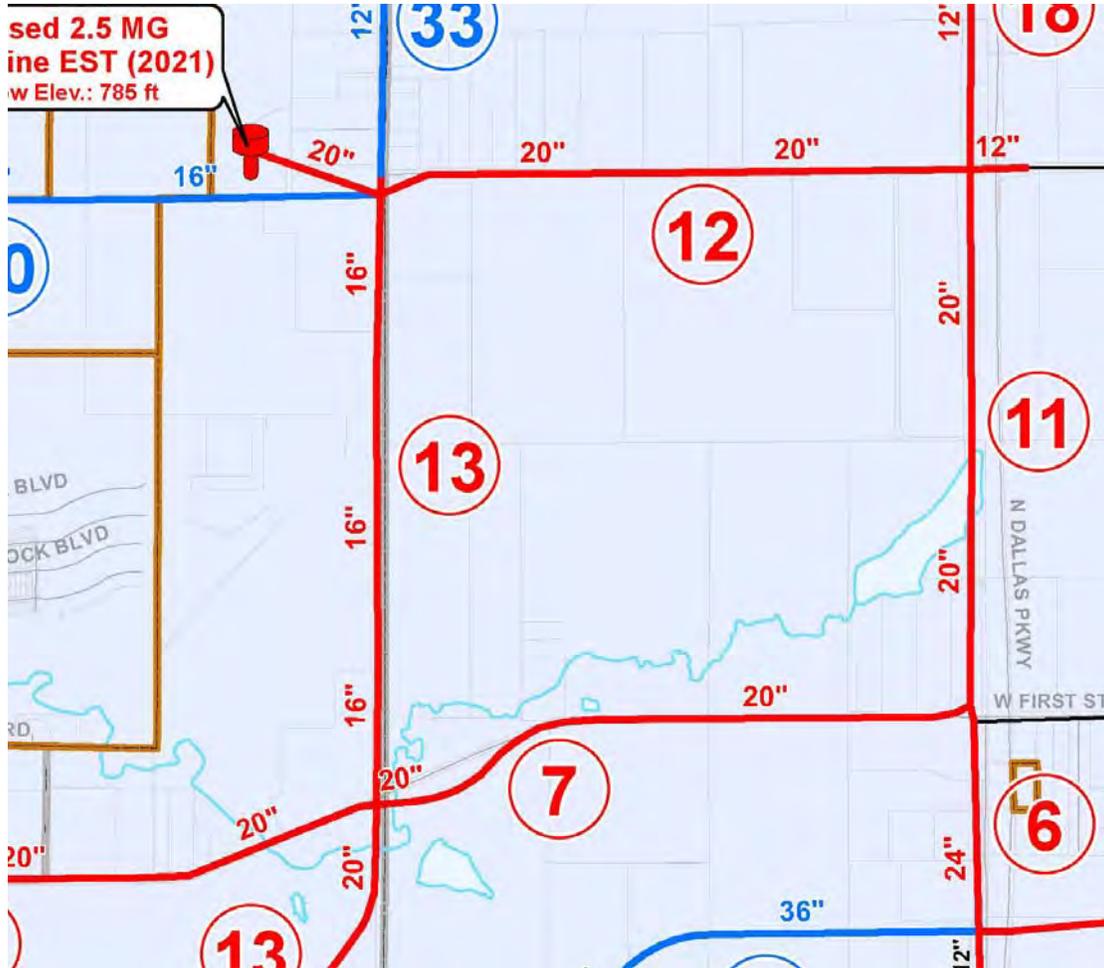
Town Staff Recommendation:

Town staff recommends that the Town Council authorize the Town Manager to execute a Water Impact Fees Reimbursement Agreement between Blue Star Development Company and the Town of Prosper, Texas, related to the extension of water lines to serve the Star Trail development.

Proposed Motion:

I move to authorize the Town Manager to execute a Water Impact Fees Reimbursement Agreement between Blue Star Development Company and the Town of Prosper, Texas, related to the extension of water lines to serve the Star Trail development.

Town of Prosper Water System Capital Improvement Plan



WATER IMPACT FEES REIMBURSEMENT AGREEMENT
(Star Trail)

THIS WATER IMPACT FEES REIMBURSEMENT AGREEMENT (“Agreement”) is made and entered into this ___ day of _____, 2016 (“**Effective Date**”), by and between the Town of Prosper, Texas (“**Prosper**” or the “**Town**”), and BLUE STAR DEVELOPMENT COMPANY, a Texas corporation (“**Developer**”), individually referred to as a “**Party**” and collectively referred to as the “**Parties.**”

WITNESSETH:

WHEREAS, Developer is developing a project in the Town known as The Villages of Star Trail (“**Star Trail**”), which development previously has been approved, in part, by the Town, and which contains multiple development phases; and

WHEREAS, the legal descriptions of the Star Trail property (“**Property**”) are attached hereto as **Exhibit A**; and

WHEREAS, the Town and Developer wish to address the construction of water mains as well as the timing, construction and payment of associated costs thereof, related to Star Trail; and

WHEREAS, the Town and Developer acknowledge that the construction of water mains to and in Star Trail is desirable; however, both Parties recognize the capital costs associated with the construction of water mains to and in Star Trail; and

WHEREAS, the Town has adopted a Water Capital Improvements Plan (“**Water CIP**”) as part of its impact fee ordinance, contained in Article 10.02 of Chapter 10 of the Town’s Code of Ordinances, as amended, all of which was adopted pursuant to the authority contained in Chapter 395 of the Texas Local Government Code, as amended; and

WHEREAS, in an effort to facilitate the construction of water mains serving Star Trail, the Parties have agreed to the terms and provisions of this Agreement; and

WHEREAS, this Agreement clearly is in the best interests of the Town and Developer and it is deemed mutually beneficial to each that the construction of water mains and the development of Star Trail proceed uniformly.

NOW, THEREFORE, in consideration of the foregoing premises and for other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Town and Developer covenant and agree as follows:

1. **Water Impact Fees and Water CIP Projects.** Builders of improvements on the land within Star Trail shall be subject to and shall pay the Town water impact fees, currently estimated at \$7,293,000.00, pursuant to applicable provisions of the Town’s Code of Ordinances, as amended. In each phase of development of Star Trail,

there are impact-fee eligible water main projects (individually a "**Water CIP Project**," and collectively the "**Water CIP Projects**") that are identified on the Town's Water CIP that Developer agrees to construct, if and to the extent Developer elects in its discretion to develop the applicable phase of Star Trail, which possible Water CIP Projects are reflected in **Exhibit B**, attached hereto and incorporated by reference. Should Developer elect in its discretion or otherwise be required to construct the twenty (20) inch CIP Water Main along Fishtrap Road, then Developer shall be entitled to reimbursement for same in accordance with the terms of this Agreement.

2. **Third Party Water Project Easements.** (a) The Parties shall cooperate with each other in obtaining from third Parties any and all easements ("**Third Party Water Project Easements**") for any Water CIP Project depicted in Exhibit B.

(b) Developer shall be responsible for any and all costs and expenses associated with acquiring, by purchase or condemnation, all Third Party Water Project Easements, including, but not limited to, purchase cost, title examination, appraisals, expert fees, attorneys' fees and expenses, engineering fees and expenses, surveying fees and expenses, court costs, commissioner's fees and costs of appeal, if any ("**Easement Acquisition Fees**"). If requested by the Town, Developer shall, at its sole cost and expense (but subject to reimbursement as described below), lead all easement acquisition efforts for the Third Party Water Project Easements, including, but not limited to, providing all necessary engineering and surveying support required to obtain the Third Party Water Project Easements as required for the Water CIP Projects. Developer shall pay any and all Easement Acquisition Fees within twenty-one (21) calendar days of receiving a written request and supporting invoice from the Town for the same.

(c) The Town will, at Developer's sole cost and expense (but subject to reimbursement as described below), provide, among any other assistance deemed reasonably necessary by the Town, technical, engineering, legal and administrative assistance, as selected by the Town, to acquire, by purchase or condemnation, the Third Party Water Project Easements. The Town shall review and approve any and all documents associated with the Third Party Water Project Easements required herein. If the Town determines, in its reasonable discretion, that condemnation proceedings are necessary to secure the Third Party Water Project Easements, the Town shall have the right to, at Developer's sole cost and expense (but subject to reimbursement as described below), take any and all steps the Town deems necessary to initiate said proceedings.

(d) The Third Party Water Project Easements shall be filed and recorded prior to the commencement of construction of any Water CIP Project or any portion thereof, unless a Right of Entry is secured, a condemnation award is tendered with the registry of the court and/or a right of possession by any other means is obtained on an earlier date.

(e) If the Third Party Water Project Easements are not obtained, or the Town has not secured the right to possess, in a form reasonably acceptable to the Town, the

land made the subject of the Third Party Water Project Easements, within ninety (90) days after the Effective Date on terms acceptable to the Town, then the Town shall commence, and thereafter diligently pursue to completion, condemnation proceedings to obtain such Third Party Water Project Easements as soon as reasonably possible. Notwithstanding anything to the contrary herein, the Town and Developer agree that the Town may initiate condemnation proceedings prior to the expiration of the ninety (90) days referred to in this Paragraph.

3. **Easement Acquisition Fees, Construction Costs and Reimbursement.** Provided Developer constructs, and the Town accepts, any Water CIP Project contemplated by this Agreement, Developer shall be reimbursed impact fee-eligible costs as described in this Agreement for the Easement Acquisition Fees and construction costs associated with the Water CIP Project. The phrase "Easement Acquisition Fee" shall have the meaning as defined in section 2.(b) above. The current estimated cost expected for Easement Acquisition Fees for the Water CIP Projects is \$40,000.00. The term "construction costs" as used above shall mean the actual costs of constructing the Water CIP Projects, including, but not limited to, design costs, labor and material costs, engineering costs, surveying costs and geotechnical material testing costs associated with the Water CIP Projects. The current estimated construction costs for the planned Water CIP Projects are \$2,811,923.00. The current estimated construction costs for the optional twenty (20) inch water line along Fishtrap Road is \$1,333,425.00. No Easement Acquisition Fees or construction costs for any Water CIP Project shall be incurred by Developer until Developer submits a request for reimbursement for same to the Town's Engineer for review and written approval, which review and approval shall not be unreasonably withheld, conditioned or delayed. The Town will use its reasonable efforts to pay Developer any requested reimbursement quarterly and as applicable, on January 15, April 15, July 15, and October 15 of each year beginning the first quarterly date after the Town accepts any particular Water CIP Project.

4. **Reimbursements from Water Impact Fees.** Any reimbursement to Developer contemplated by this Agreement shall come only from water impact fees collected by the Town from eligible development expenses as described in this Agreement within Star Trail and the additional service areas to be served by the Water CIP Projects as shown on **Exhibit C**, attached hereto. The reimbursement of water impact fees for any Water CIP Project shall cease when the amount tendered to Developer through the reimbursement of collected water impact fees by the Town equals the total of the sum of the Easement Acquisition Fees and construction costs, as defined above. Attached hereto and incorporated by reference is **Exhibit D**, which exhibit reflects the current proposed development schedule of the Property by phases, and anticipated water impact fees to be collected by the Town and to be reimbursed to Developer by the Town.

5. **Timing of Reimbursement by the Town.** Water impact fees collected by the Town shall be reimbursed to Developer for eligible Water CIP Project costs as described above, based upon the order of the Town's acceptance of each particular

Water CIP Project. For purposes of clarification, upon the Town's acceptance of the first Water CIP Project, Developer shall receive reimbursement of water impact fees collected by the Town until Developer is paid the full amount eligible for reimbursement. If a second Water CIP Project is accepted by the Town prior to full reimbursement for the first Water CIP Project, no reimbursements shall be paid for the second Water CIP Project until reimbursement for the first Water CIP Project has been made in full.

6. **Obligation to Reimburse.** In the event that full reimbursement has not been made to Developer by the Town after the expiration of ten (10) years from the date of acceptance of the final Water CIP Project for Star Trail, as reflected in the Water CIP and as contemplated by this Agreement, the Town shall endeavor to reimburse Developer from general water impact fees collected by the Town.

7. **Assignment.** Developer shall have the right to assign this Agreement, in whole or in part, only to one or more parties purchasing undeveloped portions of Star Trail, which party (or parties) shall have the option to construct any Water CIP Projects located in such portions. As to the sale of land by Developer to any party to whom this Agreement has not been assigned, in whole or in part, the purchaser thereof shall have no rights or obligations under this Agreement and this Agreement shall not apply with respect to such land.

8. **Default.** If Developer fails to comply with any provision of this Agreement after receiving fifteen (15) days written notice to comply from Town or such longer period as may be reasonably necessary provided that Developer commences to cure the default or breach within the 15-day period and proceeds with reasonable diligence thereafter to complete such cure, then so long as such default continues and is not cured, Town shall have the following remedies, in addition to Town's other rights and remedies:

(a) to refuse to accept any public improvements as to the applicable portion of Star Trail to which the default relates (provided however the Town shall not be entitled to rescind any prior acceptance of public improvements); and/or

(b) to construct and/or complete the Water CIP Projects and to recover any and all reasonable, necessary and actual costs and expenses associated with the construction and/or completion of same, including, but not limited to, any and all reasonable and necessary attorney's fees and costs associated therewith; and/or

(c) to seek specific enforcement of this Agreement.

In the event Town fails to comply with the terms and conditions of this Agreement, Developer may seek specific enforcement of this Agreement and/or bring suit to recover any amounts due and owing hereunder (but not consequential or punitive damages) as its sole and exclusive remedies.

9. **Other Applicable Development Ordinances.** Unless otherwise expressly stipulated in this Agreement, nothing herein shall relieve any developer from responsibilities for the construction of other public improvements under applicable development ordinances of the Town.

10. **Venue.** This Agreement shall be governed by and construed in accordance with the laws of the State of Texas, and all obligations of the Parties created hereunder are performable in Collin County, Texas. Venue for any action arising under this Agreement shall lie in Collin County, Texas.

11. **Notices.** Any notices required or permitted to be given hereunder shall be given by certified or registered mail, return receipt requested, to the addresses set forth below or to such other single address as either party hereto shall notify the other:

If to the Town: The Town of Prosper, Texas
P.O. Box 307
Prosper, Texas 75078
Attn: Town Manager's Office

If to the Developer: George Mitchell
Assistant Treasurer
Blue Star Development Company
8000 Warren Parkway, Suite 100
Frisco, Texas 75034

With a copy to: Scott Shipp
Blue Star Land, LP
8000 Warren Parkway, Suite 100
Frisco, Texas 75034

12. **Prevailing Party.** In the event any person initiates or defends any legal action or proceeding to enforce or interpret any of the terms of this Agreement, the prevailing party in any such action or proceeding shall be entitled to recover its reasonable costs and attorney's fees (including its reasonable costs and attorney's fees on any appeal).

13. **Sovereign Immunity.** The Parties agree that Town has not waived its sovereign immunity by entering into and performing its obligations under this Agreement; however, for purposes of enforcement of this Agreement, the Town agrees that it has waived its sovereign immunity, and to that extent only.

14. **Effect of Recitals.** The recitals contained in this Agreement: (a) are true and correct as of the Effective Date; (b) form the basis upon which the Parties negotiated and entered into this Agreement; (c) are legislative findings of the Town Council; and (d) reflect the final intent of the Parties with regard to the subject matter of this Agreement. In the event it becomes necessary to interpret any provision of this

Agreement, the intent of the Parties, as evidenced by the recitals, shall be taken into consideration and, to the maximum extent possible, given full effect. The Parties have relied upon the recitals as part of the consideration for entering into this Agreement and, but for the intent of the Parties reflected by the recitals, would not have entered into this Agreement.

15. **Consideration.** This Agreement is executed by the Parties hereto without coercion or duress and for substantial consideration, the sufficiency of which is forever confessed.

16. **Counterparts.** This Agreement may be executed in a number of identical counterparts, each of which shall be deemed an original for all purposes. Electronic signatures shall be binding and shall have the same force and effect as an original signature.

17. **Entire Agreement.** This Agreement contains the entire agreement between the Parties hereto and supersedes all prior agreements, oral or written, with respect to the subject matter hereof. The provisions of this Agreement shall be construed as a whole and not strictly for or against either Party.

18. **Savings/Severability.** Invalidation of any one of the provisions of this document by judgment or court order shall in no way affect any of the other provisions, which shall remain in full force and effect. In the event any provision of this Agreement shall be determined by any court of competent jurisdiction to be invalid or unenforceable, the Agreement shall, to the extent reasonably possible, remain in force as to the balance of its provisions as if such invalid provision were not a part hereof.

19. **Notification of Sale or Transfer.** The Developer shall notify the Town in writing of a sale or transfer of all or any portion of the Property where Developer plans to assign all or a portion of this Agreement, as contemplated herein, within ten (10) business days of such sale or transfer.

20. **Authority to Execute.** The Agreement shall become a binding obligation on the signatories upon execution by all signatories hereto. The Town warrants and represents that the individual executing this Agreement on behalf of the Town has full authority to execute this Agreement and bind the Town to the same. This Agreement is and shall be binding upon the Developer, its successors, heirs, assigns, grantees, vendors, trustees, representatives, and all others holding any interest now or in the future.

21. **Mediation.** In the event of any disagreement or conflict concerning the interpretation of this Agreement, and such disagreement cannot be resolved by the signatories hereto, the signatories agree to submit such disagreement to mediation.

22. **Indemnification.** From the Effective Date of this Agreement to the date on which all work with respect to a Water CIP Project is completed and all

improvements, as contemplated herein, have been accepted by the Town, Developer does hereby agree to release, defend, indemnify and hold harmless Town and its elected and appointed officials, officers, employees and agents from and against all actual damages (but not consequential or punitive damages), injuries (including death), claims, property damages (including loss of use) losses, demands, suits, judgments and costs, including reasonable attorney's fees and expenses (including reasonable attorney's fees and expenses incurred in enforcing this indemnity), caused by the negligent, grossly negligent, and/or intentional act and/or omission of Developer, or any other third parties for whom Developer engaged, in its/their performance of this Agreement, including but not limited to, the construction of the Water CIP Projects contemplated herein (hereinafter "claims"). Developer is expressly required to defend the Town against all such claims arising under this Agreement, and the Town is required to reasonably cooperate and assist developer(s) in providing such defense. Developer shall not be required to indemnify the Town from claims caused in whole or in part by the Town's negligent, grossly negligent, and/or intentional acts and/or omissions, or any other third parties for whom the Town engaged.

23. **Approval of Counsel.** In its reasonable discretion, the Town shall have the right to approve counsel to be retained by Developer in fulfilling its obligation hereunder to defend and indemnify the Town. The Town reserves the right to provide a portion or all of its' own defense, at its sole cost; however, the Town is under no obligation to do so. Any such action by the Town is not to be construed as a waiver of Developer's obligation to defend the Town or as a waiver of Developer's obligation to indemnify the Town pursuant to this Agreement. Developer shall retain Town-approved defense counsel within ten (10) business days of the Town's written notice that the Town is invoking its right to indemnification under this Agreement.

24. **Survival.** Paragraph 22, "Indemnification," shall survive the termination of this Agreement.

25. **Additional Representations.** Each signatory represents this Agreement has been read by the Party for which this Agreement is executed and that such Party has had the opportunity to confer with its counsel.

26. **Miscellaneous Drafting Provisions.** This Agreement shall be deemed drafted equally by all Parties hereto. The language of all parts of this Agreement shall be construed as a whole according to its fair meaning, and any presumption or principle that the language herein is to be construed against any Party shall not apply.

27. **No Third Party Beneficiaries.** Nothing in this Agreement shall be construed to create any right in any third party not a signatory to this Agreement, and the Parties do not intend to create any third party beneficiaries by entering into this Agreement.

28. **Applicability of Town Ordinances.** The signatories hereto shall be subject to all applicable ordinances of the Town, whether now existing or in the future arising.

29. **Rough Proportionality.** Developer hereby agrees that any land or property donated and/or dedicated pursuant to this Agreement, whether in fee simple or otherwise, to the Town relative to any development on the Property is roughly proportional to the need for such land and Developer hereby waives any claim therefor that it may have. Developer further acknowledges and agrees that all prerequisites to such a determination of rough proportionality have been met, and that any costs incurred relative to said donation are related both in nature and extent to the impact of the development referenced herein. Both Developer and the Town further agree to waive and release all claims one may have against the other related to any and all rough proportionality and individual determination requirements mandated by the United States Supreme Court in *Dolan v. City of Tigard*, 512 U.S. 374 (1994), and its progeny, as well as any other requirements of a nexus between development conditions and the provision of roadway services to the Property.

30. **Attorney's Fees.** Developer agrees to pay, or cause to be paid, to Prosper reasonable attorney's fees charged to the Town by the Town's legal counsel for, among other things, legal review and revision of this Agreement and all further agreements, ordinances or resolutions contemplated by this Agreement, negotiations and discussions with Developer's attorney and the provision of advice to applicable Prosper Town Staff and the Prosper Town Council, in an amount not to exceed \$5,000.00 within ten (10) days upon receipt of an invoice of same from the Town.

IN WITNESS WHEREOF, the Parties hereto have caused this document to be executed as of the Effective Date.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

THE TOWN OF PROSPER, TEXAS

By: _____
Name: Harlan Jefferson
Title: Town Manager

STATE OF TEXAS)
)
COUNTY OF COLLIN)

This instrument was acknowledged before me on the ____ day of _____, 2016, by Harlan Jefferson, Town Manager for the Town of Prosper, Texas, on behalf of the Town of Prosper, Texas.

Notary Public, State of Texas

Blue Star Development Company, a Texas corporation

By: *George Mitchell*
George Mitchell
Title: Assistant Treasurer

STATE OF TEXAS)
COUNTY OF *Collin*)

Before me, the undersigned authority, a notary public in and for the State of Texas, on this day personally appeared George Mitchell, Assistant Treasurer of Blue Star Development Company, a Texas Corporation, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purpose and consideration expressed, and in the capacity therein stated, on behalf of such entities.

Given under my hand and seal of office this *13th* day of *May*, 2016.



Notary ID #329039-8

Frances Will
Notary public in and for the State of *TX*
My commission expires: *5-22-2017*

EXHIBIT A
(Property Legal Description)

EXHIBIT "A"
LEGAL DESCRIPTION
STAR TRAIL
758.837 ACRES

BEING a tract of land situated in the COLLIN COUNTY SCHOOL LAND #12 SURVEY, ABSTRACT NO. 147, Collin County, Texas, the J.M. DURRETT SURVEY, ABSTRACT NO. 350, and the LOUISA NEATHERLY SURVEY, ABSTRACT NO. 962, Denton County, Texas, and being all of that tract of land conveyed to Blue Star Allen Land, LP, according to the document filed of record in Document Number 2011230001411880, Deed Records, Collin County, Texas, and being all of that tract of land conveyed to Blue Star Allen Land, LP, and described as Parcel II, according to the document filed of record in Document Number 2011063000676920, Deed Records, Collin County, Texas, and being part of that tract of land conveyed to Blue Star Allen Land, LP, and described as Parcel III, according to the document filed of record in Document Number 2011063000676920, Deed Records, Collin County, Texas, and all of that tract of land conveyed to Blue Star Allen Land, LP, and described as Parcel IV, according to the document filed of record in Document Number 2011063000676920, Deed Records, Denton County, Texas, and being part of that tract of land conveyed to 183 Land Corporation, Inc., and described as Tract Two, according to the document filed of record in Document Number 97-0005168, Deed Records, Collin County, Texas, and being more particularly described as follows:

BEGINNING at a 1/2 inch iron rod found in West 1st Street, for the southwest corner of said Parcel III tract, from which a 5/8 inch iron rod with a yellow plastic cap stamped "HUITT ZOLLARS" bears North 00° 07' 36" East, 36.17 feet;

THENCE South 89° 37' 07" West, along said road and south line of said Parcel III tract, a distance of 1,332.56 feet to a 1/2 inch iron rod found for corner;

THENCE South 89° 26' 30" West, continuing with said road and with the south line of the above mentioned Blue Star Allen Land, LP tract, filed in Document Number 2011230001411880, a distance of 1,285.03 feet to a 1/2 inch iron rod found for corner;

THENCE Leaving said road and said south line and with the common line of said Blue Star Allen Land, LP tract and a tract of land conveyed to Nickey L. James, Et Ux, according to the documents file of record in Volume 1084, Page 862, and Volume 1891, Page 638, Deed Records, Collin County, Texas, the following three (3) courses and distances:

North 00° 14' 07" West, a distance of 933.72 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" found for corner;

South 89° 39' 36" West, a distance of 497.95 feet to a 1/2 inch iron rod found for corner;

South 00° 20' 03" East, a distance of 930.34 feet to a 1/2 inch iron rod found for corner;

THENCE North 89° 30' 37" West, with the south line of the above mentioned Blue Star Allen Land, LP tract, a distance of 1,383.18 to a 1/2 inch iron rod with a yellow plastic cap stamped

“DAA” set in County Road 6, also known as North Legacy Drive, from which a 1/2 inch iron rod bears South 86° 26' 04" East, 19.13 feet;

THENCE North 00° 15' 31" East, leaving said south line and with said North Legacy Drive and with the west line of said Blue Star Allen Land, LP tract, being common with the east line of the above mentioned Parcel IV, a distance of 429.62 feet to a 1/2 inch iron rod found for the most easterly, southeast corner of said Parcel IV, being common with the most northerly northeast corner of that tract of land conveyed to Quorum Legacy Partners, LP, according to the document recorded in Document Number 200700091811, Deed Records, Denton County, Texas, from which a monument stamped “DAA 109” bears South 08° 29' 04" West, 160.47 feet;

THENCE Leaving said common corner, and with the common line of said Parcel IV and said Quorum Legacy Partners, LP tract, the following ten (10) courses and distances:

North 89° 52' 20" West, leaving said common line, a distance of 367.55 feet to a 1/2 inch iron rod with a red plastic cap found for corner;

South 00° 07' 57" West, a distance of 540.00 feet to a 1/2 inch iron rod found for corner;

North 89° 52' 13" West, a distance of 499.79 feet to a 1/2 inch iron rod found for corner;

South 00° 07' 15" West, a distance of 625.72 feet to a 1/2 inch iron rod with a red plastic cap found for corner;

South 68° 55' 18" West, a distance of 121.47 feet to a 1/2 inch iron rod with a red plastic cap found for corner;

South 15° 46' 02" East, a distance of 126.29 feet to a 1/2 inch iron rod with a red plastic cap found for corner;

South 16° 41' 05" East, a distance of 129.09 feet to a 1/2 inch iron rod with a red plastic cap found for corner;

South 23° 29' 06" East, a distance of 40.02 feet to a 1/2 inch iron rod found for corner;

South 68° 38' 56" East, a distance of 35.38 feet to a 1/2 inch iron rod with a red plastic cap found for corner;

South 22° 58' 04" East, a distance of 79.51 feet to a 1/2 inch iron rod with a red plastic cap stamped “PEISER SURVEYING” found in Fishtrap Road, a variable width right-of-way, for the most southerly, southeast corner of the above mentioned Parcel IV, being common with the southwest corner of said Quorum Legacy Partners, LP tract;

THENCE South 66° 45' 09" West, with said Fishtrap Road, a distance of 788.47 feet to a 1/2 inch iron rod with a yellow plastic cap stamped “DAA” set for the most southerly, southwest corner of said Parcel IV, being common with the southeast corner of that tract of land conveyed to Mav

Partners, LLC, and described as Tract Three, according to the document filed of record in Document Number 201400063637, Deed Records, Denton County, Texas;

THENCE North 01° 12' 29" West, leaving said common corner and said Fishtrap Road, with the east line of said Tract Three, passing at a distance of 53.74 feet, a 1/2 inch iron rod with a yellow plastic cap stamped "ARTHUR SURVEY" found, and continuing in all for a total distance of 351.55 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for an interior ell corner of said Parcel IV, being common with the northeast corner of said Tract Three;

THENCE North 74° 40' 20" West, leaving said common corner and with the north line of said Tract Three, a distance of 166.83 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set in the east line of that tract of land conveyed to Mav Partners, LLC, and described as Tract One of the above mentioned document filed of record in Document Number 201400063637, for an interior ell corner of said Parcel IV, being common with the northwest corner of said Tract Three;

THENCE North 00° 38' 53" East, leaving said common corner and with said east line, a distance of 350.62 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for an interior ell corner of said Parcel IV, being common with the northeast corner of said Tract One;

THENCE South 89° 40' 08" West, leaving said common corner and with the north line of said Tract One, passing at a distance of 240.90 feet, a 1/2 inch iron rod with a yellow plastic cap stamped "ARTHUR SURVEYING" found, and continuing in all for a total distance of 386.47 feet to a 1/2 inch iron rod with a yellow plastic cap "ARTHUR SURVEYING" found for the most westerly, southwest corner of said Parcel IV, being common with the northwest corner of said Tract One, said being the southeast corner of that tract of land conveyed to Church of Celebration Metro, Inc., according to the document filed of record in Document Number 201400056866, Deed Records, Denton County, Texas;

THENCE North 00° 02' 31" West, a distance of 423.26 feet to a 1/2 inch iron rod with a red plastic cap found in the east line of said Church of Celebration Metro, Inc. tract, being common with the west line of said Parcel IV;

THENCE North 00° 12' 44" East, continuing with said west line, passing at a distance of 1,238.36 feet, a 5/8 inch iron rod with a yellow plastic cap stamped "PETITT" found, and passing at a distance of 344.99 feet, a 1/2 inch iron rod with a yellow plastic cap stamped "PETITT 4087" found, and continuing in all for a total distance of 5,276.93 feet to a 5/8 inch iron rod found for in Prosper Trail, (CR 4), variable width right-of-way, for the northwest corner of said Parcel IV, being common with the northeast corner of that tract of land conveyed to G&R STX Investments, LLC, according to the document filed of record in Document Number 200900144801, Deed Records, Denton County, Texas;

THENCE North 89° 22' 03" East, leaving said common corner and with said Prosper Trail, a distance of 992.86 feet to a 1/2 inch iron rod with a red plastic cap found in the south line of that tract of land conveyed to The Leonard and Norma E. McCasland Revocable Living Trust, according to the document filed of record in Volume 4683, Page 1919, Deed Records, Denton

County, Texas, for a north corner of said Parcel IV, being common with the northwest corner of that tract of land conveyed to Legacy Prosper, LLC, according to the document filed of record in Document Number 2016-27603, Deed Records, Denton County, Texas;

THENCE Leaving said Prosper Trail and said common corner, with the common line of said Parcel IV and said Legacy Prosper, LLC tract, the following four (4) courses and distances:

South 00° 39' 42" East, a distance of 346.04 feet to a 1/2 inch iron rod found for corner;

South 89° 15' 31" East, a distance of 311.16 feet to a 1/2 inch iron rod found for corner;

South 00° 42' 00" West, a distance of 924.93 feet to a 1/2 inch iron rod found for corner;

South 89° 16' 19" East, a distance of 806.37 feet to a 1/2 inch iron rod with a red plastic cap found in the above mentioned North Legacy Drive, being common with the west line of the above mentioned Parcel II, for the northeast corner of the above mentioned Parcel IV, being common with the southeast corner of the above mentioned Legacy Prosper, LLC tract;

THENCE North 00° 15' 30" East, leaving said common corner and with said common line, a distance of 506.84 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for the northwest corner of said Parcel II, being common with the southwest corner of a tract of land conveyed to The Davidson Family Living Trust, and described as Tract 3, according to the document filed of record in Document Number 20060814001158840, Deed Records, Collin County, Texas;

THENCE North 89° 51' 58" East, a distance of 869.16 to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set in the west line of the above mentioned Blue Star Allen Land, LP tract, filed in Document Number 20111230001411880, for the southeast corner of said The Davidson Family Living Trust tract;

THENCE North 00° 09' 35" West, with the east line of said The Davidson Family Living Trust tract, a distance of 1,001.98 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set in County Road 4, also known as Prosper Trail, and north line of said Blue Star Allen Land, LP tract;

THENCE Along said Prosper Trail and with said north line, the following six (6) courses and distances:

North 89° 27' 35" East, passing at a distance of 713.08 feet, an iron rod found, and passing at a distance of 332.97 feet, a 5/8 inch iron rod found, and continuing for a total distance of 1,454.92 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for corner, from which a 1/2 inch iron rod found bears South 00° 21' 57" West, 1.14 feet;

South 00° 29' 40" East, a distance of 22.11 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for corner;

North $89^{\circ} 27' 20''$ East, continuing along said lines, a distance of 1,611.87 feet to a 5/8 inch iron rod found for the common northeast corner of said Blue Star Allen Land, LP tract and northwest corner of the above mentioned Tract Two;

North $89^{\circ} 28' 36''$ East, a distance of 373.42 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for corner;

THENCE Leaving the above mentioned north line, over and across the above mentioned Tract Three, the above mentioned Tract Two, and the above mentioned Parcel III, the following eleven (11) courses and distances:

South $00^{\circ} 29' 56''$ East, a distance of 174.33 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for corner;

South $03^{\circ} 18' 54''$ West, a distance of 150.33 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for corner;

South $00^{\circ} 29' 56''$ East, a distance of 527.69 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for corner at the beginning of a curve to the left having a central angle $34^{\circ} 04' 24''$, a radius of 1,055.00 feet and a chord bearing and distance of South $17^{\circ} 32' 08''$ East, 618.19 feet;

With said curve to the left, an arc distance of 627.40 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for corner;

South $34^{\circ} 34' 20''$ East, a distance of 153.52 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for corner at the beginning of a curve to the right having a central angle $34^{\circ} 04' 24''$, a radius of 1,145.00 feet and a chord bearing and distance of South $17^{\circ} 32' 08''$ East, 670.93 feet;

With said curve to the right, an arc distance of 680.92 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for corner;

South $00^{\circ} 29' 56''$ East, a distance of 474.18 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set at the beginning of a curve to the right having a central angle of $14^{\circ} 51' 53''$, a radius of 1,145.00 feet and a chord bearing and distance of South $06^{\circ} 56' 00''$ West, 296.22 feet;

With said curve to the right, an arc distance of 297.06 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for corner;

South $14^{\circ} 21' 57''$ West, a distance of 575.94 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for corner at the beginning of a curve to the right having a central angle $05^{\circ} 21' 33''$, a radius of 1,145.00 feet and a chord bearing and distance of South $17^{\circ} 02' 43''$ West, 107.06 feet;

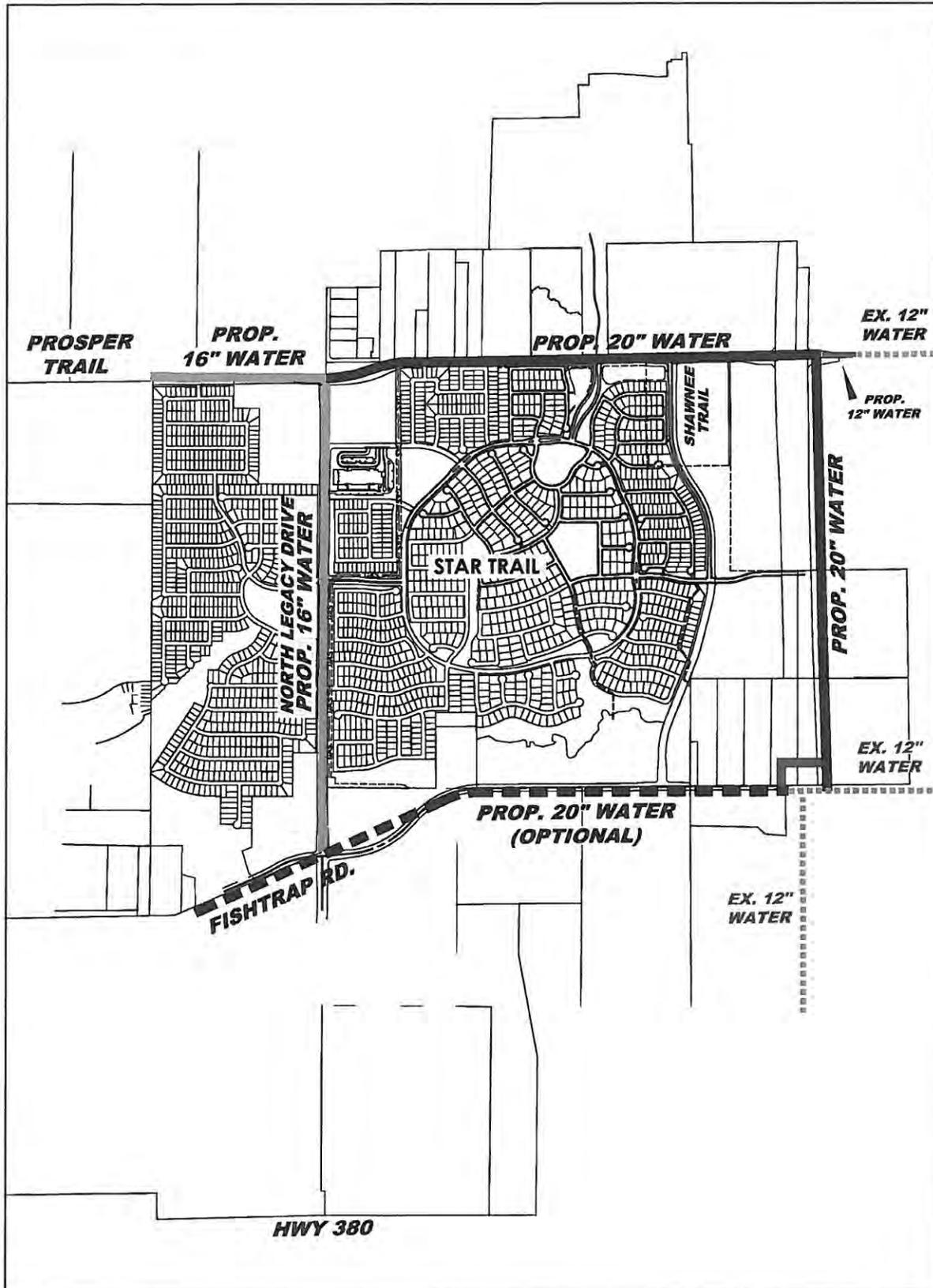
With said curve to the right, an arc distance of 107.10 feet to a 1/2 inch iron rod with a yellow plastic cap stamped "DAA" set for corner;

South 19° 43' 29" West, a distance of 278.71 feet to a 1/2 inch iron rod found for the northwest corner of a tract of land conveyed to Marilyn Richter Cowley, and described as Tract 1, according to the document filed of record in Document Number 199440816000767470, Deed Records, Collin County, Texas;

THENCE South 00° 04' 41" West, with the common east line of the above mentioned Parcel III and west line of said Tract 1, a distance of 1,326.36 feet to the **POINT OF BEGINNING** and containing 758.837 acres of land, more or less.

EXHIBIT B
(Water CIP Projects to be Constructed by Developer)

(SEE NEXT PAGE)



THIS EXHIBIT IS FOR ILLUSTRATIVE PURPOSES ONLY AND DOES NOT NECESSARILY DEPICT THE PROJECT AS IT SHALL FINALLY BE DEVELOPED



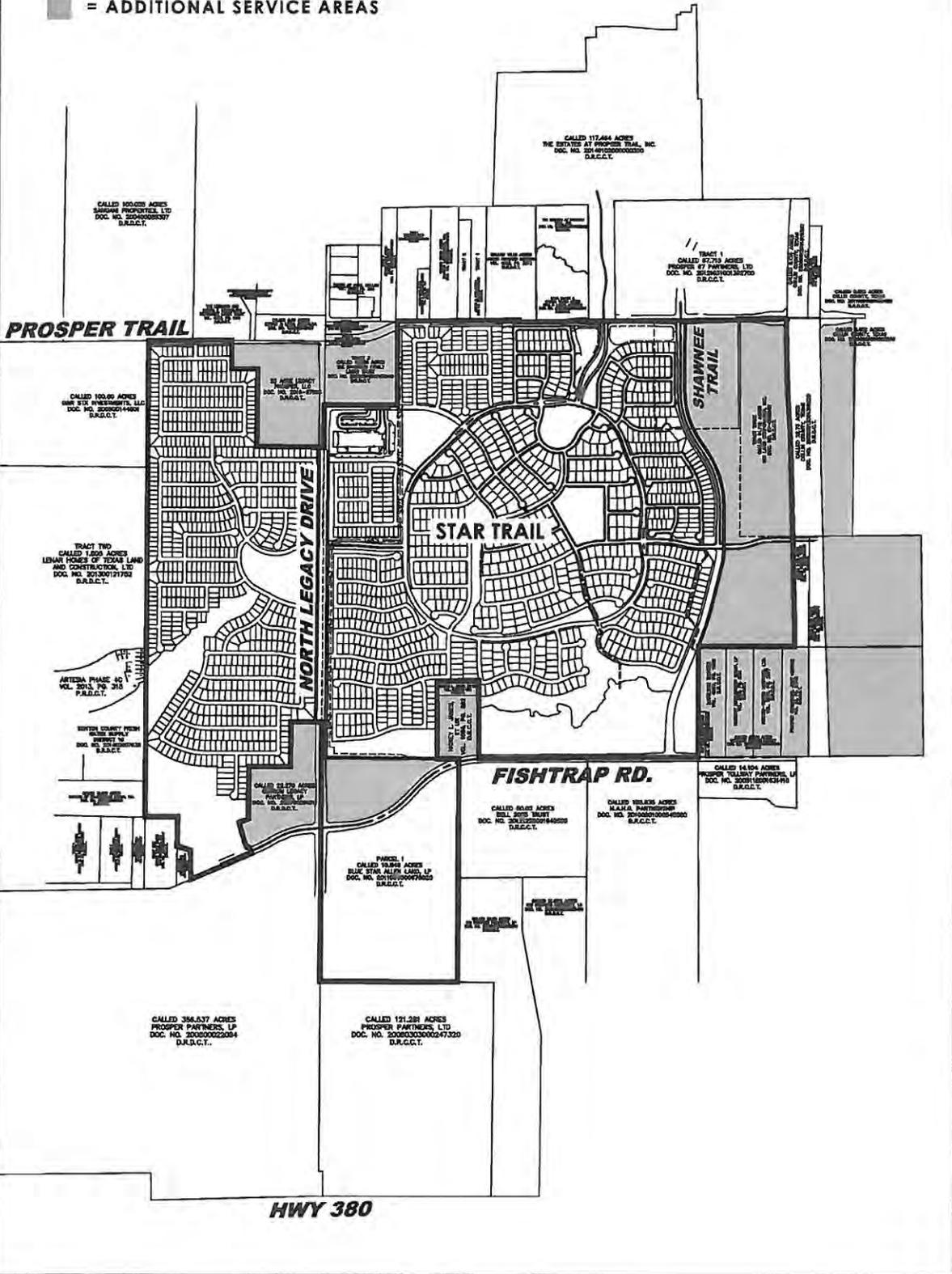
EXHIBIT "B"
WATER CIP PROJECTS
STAR TRAIL
PROSPER, TEXAS

 DOWDEY, ANDERSON & ASSOCIATES, INC.
5225 Village Creek Drive, Suite 200 Plano, Texas 75093 972-931-0694

EXHIBIT C
(Additional Service Areas)

(SEE NEXT PAGE)

 = ADDITIONAL SERVICE AREAS



THIS EXHIBIT IS FOR ILLUSTRATIVE PURPOSES ONLY AND DOES NOT NECESSARILY DEPICT THE PROJECT AS IT SHALL FINALLY BE DEVELOPED. AERIAL PHOTOGRAPH TAKEN 2014.

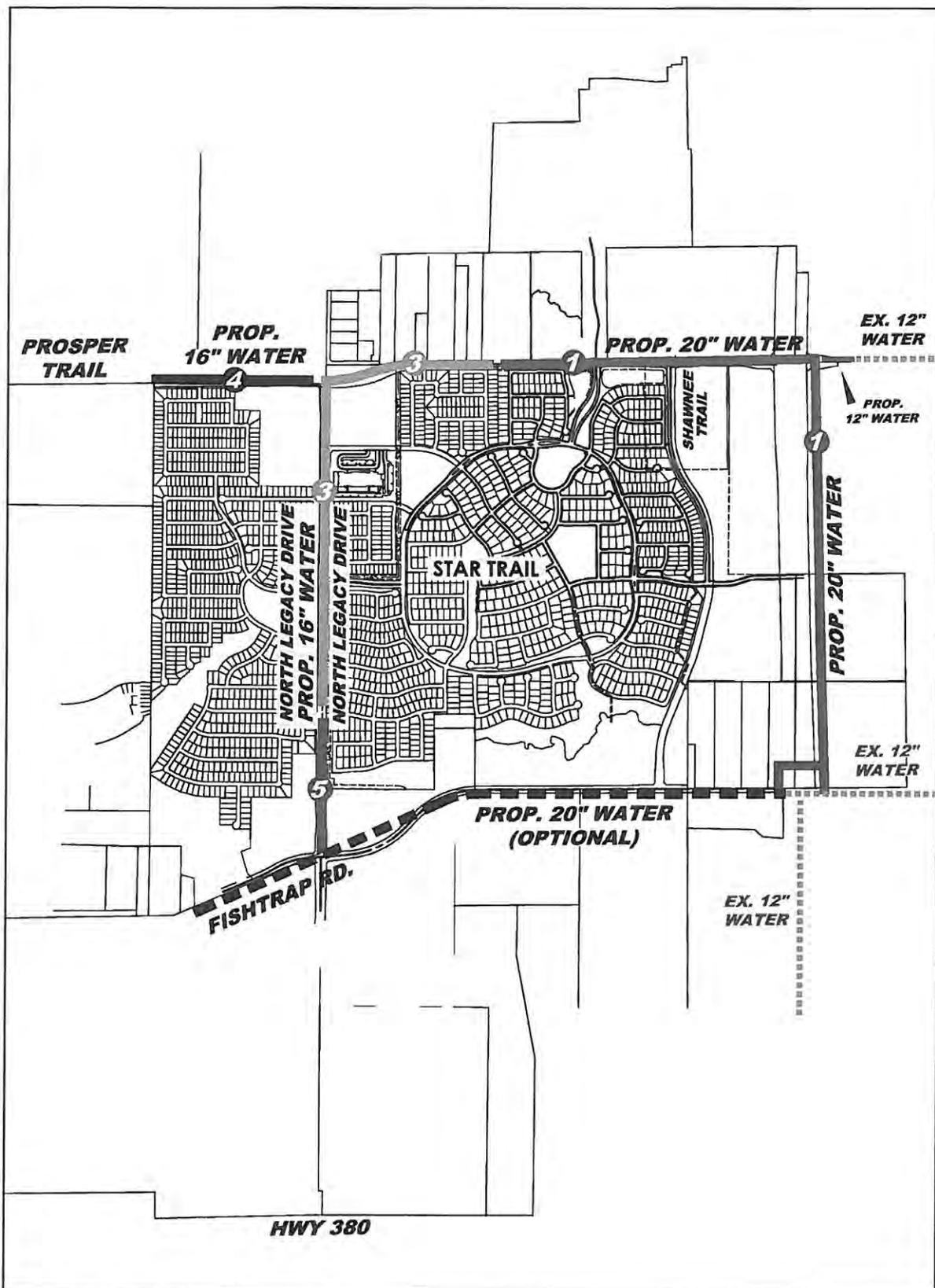


EXHIBIT "C"
STAR TRAIL
 PROSPER, TEXAS

 **DOWDEY, ANDERSON & ASSOCIATES, INC.**
 5225 Wings Creek Drive, Suite 200 Plano, Texas 75063 972-931-0094

EXHIBIT D
(Anticipated Phasing of Development and Projected Water Impact Fees)

(SEE NEXT 2 PAGES)



THIS EXHIBIT IS FOR ILLUSTRATIVE PURPOSES ONLY AND DOES NOT NECESSARILY DEPICT THE PROJECT AS IT SHALL FINALLY BE DEVELOPED

EXHIBIT "D"
WATER CIP PROJECTS

STAR TRAIL
PROSPER, TEXAS



 DOWDEY, ANDERSON & ASSOCIATES, INC.
5225 Village Creek Drive, Suite 200 Plano, Texas 75093 972-931-0694

**Villages of StarTrail, Prosper, TX
Water Capital Improvement Projects**

Development Phase	Lot Counts	Estimated CIP Water Cost	Impact Fees Available (\$3,900/lot)
1	394	\$1,423,298	\$1,536,600
2	340	\$0	\$1,326,000
3	386	\$1,026,375	\$1,505,400
4	340	\$362,250	\$1,326,000
5	410	\$0	\$1,599,000
	1870	\$2,811,923	\$7,293,000

Note: Phasing projections are based upon current estimates and are subject to change at any time due to economic or other conditions.

**EXHIBIT D
WATER CIP**